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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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**If you are in any doubt** as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in **LEPU ScienTech Medical Technology (Shanghai) Co., Ltd.\***, you should at once hand this circular as well as relevant form of proxy to the purchaser or transferee, or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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**LEPU SCIEN TECH MEDICAL TECHNOLOGY (SHANGHAI) CO., LTD.\***

**樂普心泰醫療科技（上海）股份有限公司**

*(A joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 2291)**

**(1) 2022 WORK REPORT OF THE BOARD**  
**(2) 2022 WORK REPORT OF THE BOARD OF SUPERVISORS**  
**(3) 2022 ANNUAL REPORT**  
**(4) 2022 INDEPENDENT AUDITOR'S REPORT**  
**(5) 2023 FINANCIAL BUDGET PLAN**  
**(6) RE-APPOINTMENT OF AUDITOR FOR 2023**  
**(7) REPORTS ON REMUNERATION OF DIRECTORS AND**  
**SUPERVISORS FOR 2022 AND 2023**  
**AND**  
**NOTICE OF THE 2022 AGM**

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A letter from the Board is set out on pages 3 to 6 of this circular.

The Company intends to convene the 2022 AGM at 10:30 a.m. on Thursday, June 15, 2023 at Conference Room, 5/F, Building 41, No. 258, Xinzhuan Road, Songjiang District, Shanghai, the PRC. The notice of the 2022 AGM is set out on pages 7 to 8 of this circular.

Enclosed herewith is a form of proxy for use at the 2022 AGM, and such form of proxy is also published on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.scientechmed.com](http://www.scientechmed.com)).

If you intend to appoint a proxy to attend the 2022 AGM, you are required to complete the enclosed form of proxy in accordance with the instructions printed thereon and return the same. Shareholders should return the form of proxy to the H Share Registrar, in any event served by hand, by post or by fax not less than 24 hours before the time designated for holding the 2022 AGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the 2022 AGM or any adjournment thereof should you so wish.

Reference to dates and times in this circular are to Hong Kong dates and time.

\* *The Company is a registered non-Hong Kong company as defined under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), and it is registered under its Chinese name and English name "LEPU ScienTech Medical Technology (Shanghai) Co., Ltd."*

April 25, 2023

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## DEFINITIONS

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*In this circular, unless the context otherwise requires, the following expressions have the meanings set forth below:*

“2022 AGM”	the 2022 annual general meeting to be convened by the Company at 10:30 a.m. on Thursday, June 15, 2023 at Conference Room, 5/F, Building 41, No. 258, Xinzhuan Road, Songjiang District, Shanghai, the PRC, or any adjournment thereof
“Articles of Association”	the Articles of Association of the Company, as amended, modified or otherwise supplemented from time to time
“Board”	the board of directors of the Company
“China” or “PRC”	the People’s Republic of China, excluding, for the purposes of this circular only, Hong Kong, Macau and Taiwan unless the context otherwise requires
“Company”	LEPU ScienTech Medical Technology (Shanghai) Co., Ltd.* (樂普心泰醫療科技(上海)股份有限公司), a joint stock limited liability company established in the PRC on January 29, 2021 and whose Shares are listed on the Main Board of the Stock Exchange
“Director(s)”	the director(s) of the Company
“H Share Registrar”	Tricor Investor Services Limited
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Latest Practicable Date”	April 21, 2023, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Main Board”	the Main Board of the Stock Exchange
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	ordinary share(s) in the share capital of the Company with the par value of RMB1.00 each

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## DEFINITIONS

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“Shareholder(s)”	holder(s) of Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supervisor(s)”	the supervisor(s) of the Company
“Board of Supervisors”	the board of supervisors of the Company
“%”	per cent

\* *The Company is a registered non-Hong Kong company as defined under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), and it is registered under its Chinese name and English name “LEPU ScienTech Medical Technology (Shanghai) Co., Ltd.”*

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## LETTER FROM THE BOARD

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**LEPU SCIENTECH MEDICAL TECHNOLOGY (SHANGHAI) CO., LTD.\***

**樂普心泰醫療科技（上海）股份有限公司**

*(A joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 2291)**

***Executive Directors:***

Ms. Chen Juan (*Chairman*)

Ms. Zhang Yuxin

***Non-executive Directors:***

Mr. Fu Shan

Mr. Zheng Guorui

***Independent non-executive Directors:***

Ms. Chan Ka Lai Vanessa

Mr. Zheng Yufeng

Mr. Liu Daozhi

***Registered office:***

Room 201, Building 41

No. 258, Xinzhuan Road

Songjiang District, Shanghai

the PRC

***Head office in the PRC:***

1/F, 5/F, Building 41

No. 258, Xinzhuan Road

Songjiang District, Shanghai

the PRC

***Principal Place of Business in Hong Kong:***

31/F, Tower Two, Times Square

1 Matheson Street, Causeway Bay

Hong Kong

April 25, 2023

*To the Shareholders:*

Dear Sir/Madam,

- (1) 2022 WORK REPORT OF THE BOARD**  
**(2) 2022 WORK REPORT OF THE BOARD OF SUPERVISORS**  
**(3) 2022 ANNUAL REPORT**  
**(4) 2022 INDEPENDENT AUDITOR'S REPORT**  
**(5) 2023 FINANCIAL BUDGET PLAN**  
**(6) RE-APPOINTMENT OF AUDITOR FOR 2023**  
**(7) REPORTS ON REMUNERATION OF DIRECTORS AND**  
**SUPERVISORS FOR 2022 AND 2023**  
**AND**  
**NOTICE OF THE 2022 AGM**

**I. INTRODUCTION**

The purpose of this circular is to give you notice of the 2022 AGM and to provide you with further information in relation to the following resolutions to be proposed at the 2022 AGM to enable you to make an informed decision on whether to vote for or against or abstain from voting on the resolutions to be proposed at the 2022 AGM. Such resolutions and details are set out in this letter from the Board.

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## LETTER FROM THE BOARD

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### II. MATTERS TO BE CONSIDERED AT THE 2022 AGM

#### Ordinary Resolutions

**1. 2022 Work Report of the Board**

An ordinary resolution will be proposed at the 2022 AGM to approve the 2022 Work Report of the Board. The main content of the report is set out in the 2022 annual report published by the Company on the websites of the Company ([www.scientechmed.com](http://www.scientechmed.com)) and HKEXnews of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)).

**2. 2022 Work Report of the Board of Supervisors**

An ordinary resolution will be proposed at the 2022 AGM to approve the 2022 Work Report of the Board of Supervisors. The main content of the report is set out in the 2022 annual report published by the Company on the websites of the Company and HKEXnews of the Stock Exchange.

**3. 2022 Annual Report**

An ordinary resolution will be proposed at the 2022 AGM to approve the 2022 Annual Report of the Company. The full text of the report is set out on the websites of the Company and HKEXnews of the Stock Exchange.

**4. 2022 Independent Auditor's Report**

An ordinary resolution will be proposed at the 2022 AGM to approve the 2022 Independent Auditor's Report. The full text of the report is set out in the 2022 annual report published by the Company on the websites of the Company and HKEXnews of the Stock Exchange.

**5. 2023 Financial Budget Plan**

An ordinary resolution will be proposed at the 2022 AGM to approve the 2023 Financial Budget Plan. In 2023, the Company plans to invest RMB110 million in research and development operations mainly on projects related to new products of occluder and heart valve, and spend RMB25 million on purchase of property, plant and equipment in 2023.

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## LETTER FROM THE BOARD

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### **6. *Re-appointment of Auditor for 2023***

An ordinary resolution will be proposed at the 2022 AGM to approve the re-appointment of PricewaterhouseCoopers as the Company's auditor for the year 2023, until the conclusion of the 2023 annual general meeting of the Company, and to authorize the Board to determine its remuneration.

### **7. *Report on Remuneration of Directors and Supervisors for 2022 and 2023***

An ordinary resolution will be proposed at the 2022 AGM to approve the report on remuneration of Directors and Supervisors for 2022 and 2023. The Board and the Board of Supervisors are of the view that the report truthfully, accurately and completely reflected the remuneration of Directors and Supervisors in 2022 and the remuneration plan for 2023 is in line with the Company's actual remuneration policies.

Details about the remuneration of Directors and Supervisors are set out in the notes to the consolidated financial statements in the 2022 annual report published by the Company on the websites of the Company ([www.scientechmed.com](http://www.scientechmed.com)) and HKEXnews of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)).

## **III. 2022 AGM AND VOTING METHOD**

The Company intends to convene the 2022 AGM at 10:30 a.m. on Thursday, June 15, 2023 at Conference Room, 5/F, Building 41, No. 258, Xinzhuan Road, Songjiang District, Shanghai, the PRC, to consider and, if appropriate, approve the matters set out in the notice of the 2022 AGM. The form of proxy has been sent to the Shareholders in accordance with the Listing Rules on April 25, 2023. The notice of the 2022 AGM is set out on pages 7 to 8 of this circular.

If you intend to appoint a proxy to attend the 2022 AGM, you are required to complete the enclosed form of proxy in accordance with the instructions printed thereon and return the same. The form of proxy should be returned to the H Share Registrar, in any event served by hand, by post or by fax not less than 24 hours before the time designated for holding the 2022 AGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the 2022 AGM or any adjournment thereof should you so wish.

According to the Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll except where the chairman decides to allow a resolution which relates purely to a procedural or administrative matter to be voted by a show of hands. Therefore, the chairman of the 2022 AGM will demand a poll for each resolution of the 2022 AGM in accordance with Article 81 of the Articles of Association.

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## LETTER FROM THE BOARD

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On a poll, each Shareholder (or, if the Shareholder is a company, its duly authorized representative) who attends the 2022 AGM in person or by proxy may have one vote for each Share registered in its name in the register of members of the Company. Shareholders entitled to more than one vote need not use all their voting rights or use all their voting rights in the same way.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, no Shareholders shall abstain from voting at the 2022 AGM as at the Latest Practicable Date.

#### IV. CLOSURE OF REGISTER OF MEMBERS

To determine the list of Shareholders entitled to attend the 2022 AGM, the register of members of the Company will be closed from Monday, June 12, 2023 to Thursday, June 15, 2023 (both days inclusive), during which no transfer of Shares will be effected. Shareholders whose names appear on the Company's register of members on Thursday, June 15, 2023 shall be entitled to attend and vote at the 2022 AGM. To be eligible to attend and vote at the 2022 AGM, all transfer documents shall be delivered, no later than 4:30 p.m. on Friday, June 9, 2023, to the H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong.

#### V. RECOMMENDATIONS

The Board (including independent non-executive Directors) are of the view that each of the ordinary resolutions set out in the notice of the 2022 AGM is in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend Shareholders to vote in favor of all resolutions to be proposed at the 2022 AGM.

Yours faithfully,

By Order of the Board

**LEPU ScienTech Medical Technology (Shanghai) Co., Ltd.\***

樂普心泰醫療科技（上海）股份有限公司

**Chen Juan**

*Chairman of the Board and Executive Director*



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## NOTICE OF THE 2022 AGM

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*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.*



**LEPU SCIENTECH MEDICAL TECHNOLOGY (SHANGHAI) CO., LTD.\***

**樂普心泰醫療科技（上海）股份有限公司**

*(A joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 2291)**

### NOTICE OF THE 2022 ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the 2022 annual general meeting (the “**2022 AGM**”) of LEPU ScienTech Medical Technology (Shanghai) Co., Ltd.\* (the “**Company**”) will be held at 10:30 a.m. on Thursday, June 15, 2023 at Conference Room, 5/F, Building 41, No. 258, Xinzhuan Road, Songjiang District, Shanghai, the PRC, to consider and, if appropriate, approve, with or without amendments, the following resolutions. Unless otherwise specified, capitalized terms used in this notice shall have the same meanings as defined in the circular of the Company dated April 25, 2023 (the “**Circular**”).

#### ORDINARY RESOLUTIONS

- (1) To consider and approve the 2022 work report of the Board;
- (2) To consider and approve the 2022 work report of the Board of Supervisors;
- (3) To consider and approve the 2022 annual report;
- (4) To consider and approve the 2022 independent auditor’s report;
- (5) To consider and approve the 2023 financial budget plan;
- (6) To consider and approve the re-appointment of PricewaterhouseCoopers as the Company’s auditor for 2023, until the conclusion of the 2023 annual general meeting of the Company, and to authorize the Board to determine its remuneration;
- (7) To consider and approve the reports on remuneration of Directors and Supervisors for 2022 and 2023.

By Order of the Board

**LEPU ScienTech Medical Technology (Shanghai) Co., Ltd.\***

**樂普心泰醫療科技（上海）股份有限公司**

**Chen Juan**

*Chairman of the Board and Executive Director*

Shanghai, the People’s Republic of China

April 25, 2023

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## NOTICE OF THE 2022 AGM

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*As at the date of this notice, the Board comprises Ms. Chen Juan and Ms. Zhang Yuxin as executive Directors; Mr. Fu Shan and Mr. Zheng Guorui as non-executive Directors; and Ms. Chan Ka Lai Vanessa, Mr. Zheng Yufeng, and Mr. Liu Daozhi as independent non-executive Directors.*

*Notes:*

- i. To determine the list of Shareholders entitled to attend the 2022 AGM, the register of members of the Company will be closed from Monday, June 12, 2023 to Thursday, June 15, 2023 (both days inclusive), during which no transfer of Shares will be effected. Shareholders whose names appear on the Company's register of members on Thursday, June 15, 2023 shall be entitled to attend and vote at the 2022 AGM. To be eligible to attend and vote at the 2022 AGM, all transfer documents shall be delivered, no later than 4:30 p.m. on Friday, June 9, 2023, to the H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong.
- ii. Each Shareholder entitled to attend and vote at the 2022 AGM may, by completing the form of proxy of the Company, appoint one or more proxies to attend and vote at the 2022 AGM on his/her/its behalf. A proxy need not be a Shareholder. With respect to any Shareholder who has appointed more than one proxy, such proxies may only exercise their voting rights in a poll.
- iii. The form of proxy shall be signed by the appointer or his/her attorney duly authorized in writing or, in the case of a legal person, must be either executed under its common seal or under the hand of its director or attorney duly authorized.
- iv. In order to be valid, the form of proxy must be deposited, at the H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 24 hours prior to the holding of the 2022 AGM or any adjournment thereof. If the form of proxy is signed by another person under a power of attorney or other authorization documents given by the appointer, such power of attorney or other authorization documents shall be notarized. The notarized power of attorney or other authorization documents shall, together with the form of proxy, be deposited at the specified place at the time set out in such form of proxy. Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the 2022 AGM or any adjourned meetings should they so wish.
- v. Shareholders shall produce their identity documents and supporting documents in respect of the Shares held when attending the 2022 AGM. If Shareholders appoint an authorized representative to attend the 2022 AGM, the authorized representative shall produce his/her identity documents and a notarially certified copy of the relevant authorization instrument signed by the board of directors or other authorized persons of the Shareholders or other notarially certified documents allowed by the Company. Proxies shall produce their identity documents and the form of proxy signed by the Shareholders or their authorized representative(s) when attending the 2022 AGM.
- vi. The Company shall have the right to request the proxies attending the 2022 AGM on behalf of the Shareholders to produce their identity documents.
- vii. In the case of joint Shareholders, the vote cast by the senior Shareholder, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint Shareholders, and for this purpose seniority shall be determined by the order in which the names of the relevant joint Shareholders stand on the register of members of the Company.

Pursuant to the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll except where the chairman decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. Therefore, the resolutions set out in the notice of the 2022 AGM will be taken by poll.

The H Share Registrar, Tricor Investor Services Limited, is located at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong. Tel: +852 2980 1333, Fax: +852 2810 8185.