



微泰医疗

MICROTECH MEDICAL

MicroTech Medical (Hangzhou) Co., Ltd.

微泰醫療器械(杭州)股份有限公司

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

(Stock code: 2235)

**Form of proxy for use at the 2022 annual general meeting to be held on
May 18, 2023 or any adjournment thereof**

Number of Unlisted Shares/ H Shares to which this form of proxy relates ^(Note 1)	
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I/We ^(Note 2) of _____
being the holder(s) of _____
Unlisted Shares/H Shares ^(Note 3) of RMB1.00 each in the share capital of MicroTech Medical (Hangzhou) Co., Ltd. (the "Company") hereby appoint the chairman of the
Meeting or ^(Note 4) _____
of _____
as my/our proxy to attend and act for me/us at the annual general meeting of the Company (the "AGM") to be held at 2:30 p.m. on Thursday, May 18, 2023 at Business
Conference Room, 3rd Floor, MicroTech Medical Administration Building, No. 108 Liuzue Street, Cangqian Street, Yuhang District, Hangzhou, Zhejiang, China or at any
adjournment of it for the purposes of voting for me/us in respect of the resolutions as set out in the notice of the AGM as indicated below, and if no such indication is
given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		For ^(Note 5)	Against ^(Note 5)	Abstain ^(Note 5)
1.	To consider and approve the 2022 annual report and its summary.			
2.	To consider and approve the work report of the Board of Directors for 2022.			
3.	To consider and approve the work report of the Supervisory Committee for 2022.			
4.	To consider and approve the final account report for 2022.			
5.	To consider and approve the proposed 2022 Profit Distribution Plan.			
6.	To consider and approve the proposed recognition of related party transactions in the past three years.			
7.	To consider and approve the proposed adoption of the CASBE for the preparation of financial statements.			
8.	To consider and approve the proposed appointment of the auditor for 2023.			
SPECIAL RESOLUTIONS		For ^(Note 5)	Against ^(Note 5)	Abstain ^(Note 5)
9.	To consider and approve the adjustments to undertakings and restraining measures in relation to the A Share Offering.			
10.	To consider and approve (i) the Proposed Amendments to the Existing Articles of Association, details of which are set out in Appendix V-A to the Circular; and (ii) the adoption of the Amended Articles of Association which contains all the Proposed Amendments to the Existing Articles of Association (a copy of which has been proposed at this AGM and marked "A" and initialed by the chairman of the AGM) in substitution for and to the exclusion of the current articles of association of the Company with immediate effect upon completion of the proposed A Share Offering.			
11.	To consider and approve (i) the Proposed Further Amendments to the A Share Articles of Association, details of which are set out in Appendix V-B to the Circular; and (ii) the adoption of the Amended Articles of Association which contains all the Proposed Further Amendments to the A Share Articles of Association (a copy of which has been proposed at the AGM and marked "B" and initialed by the chairman of the AGM) in substitution for and to the exclusion of the current articles of association of the Company with immediate effect.			
12.	To consider and approve the general mandate to issue Shares.			
13.	To consider and approve the general mandate to repurchase H shares.			

Date: _____

Signature(s) ^(Note 6): _____

Notes:

- Please insert the number of shares of the Company registered in your name(s) to which this proxy form relates. If a number is inserted, this proxy form will be deemed to relate only to those shares. If no number is inserted, this proxy form will be deemed to relate to all shares of the Company registered in your name(s) (whether alone or jointly with others).
- Please insert the full name(s) and address(es) as registered in the register of members of the Company in **block letters**.
- Please insert the number of shares of the Company registered in your name(s) and delete as appropriate.
- If any proxy other than the chairman of the meeting of the Company is preferred, please strike out the words "the chairman of the Meeting or" and insert the name and address of the proxy desired in the space provided. You may appoint one or more proxies to attend and vote on your behalf. A proxy need not be a shareholder of the Company. Any alteration made to this proxy form must be initiated by the person(s) who sign(s) it.
- Important:** If you wish to vote for any resolution, please put a tick in the box marked "FOR" or insert the number of shares held by you. If you wish to vote against any resolution, please put a tick in the box marked "AGAINST" or insert the number of shares held by you. If you wish to abstain from voting for any resolution, please put a tick in the box marked "ABSTAIN" or insert the number of shares held by you. If no indication, your proxy will be entitled to exercise his/her discretion.
- The instrument appointing a proxy shall be in writing under the hand of you or your attorney duly authorized in writing or, if the appointer is a corporation, either under its seal or under the hand of any officer or attorney duly authorized.
- If an attending shareholder or proxy casts a vote of abstention or abstains from voting in respect of a resolution, the share(s) represented by that shareholder or proxy will be regarded as valid votes when the Company counts the votes with respect to that resolution.
- In case of any abstention vote or waiver of voting, the voting results representing the Domestic Shares held by a shareholder shall be counted as "Abstain". Blank, wrong, illegible or uncast votes shall be deemed as the voters' waiver of their voting rights, and the voting results representing the shares held by such voters shall be counted as "Abstain". The abstention vote shall be regarded as valid votes when the Company counts the votes in respect of the relevant matter.
- For details of the above resolutions proposed to be considered and approved at the AGM, see the circular of the Company dated April 26, 2023.
- In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power or authority, must be deposited with Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong (for holders of H shares) or the Company's office at No. 108 Liuzue Street, Cangqian Street, Yuhang District, Hangzhou, Zhejiang, China (for holders of unlisted shares) as soon as practicable but in any event not less than 24 hours before the time appointed for holding the AGM (i.e. not later than May 17, 2023 at 2:30 p.m.), or any adjourned meeting thereof (as the case may be).
- Where there are joint registered holders of any Shares of the Company, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the AGM, whether in person or by proxy, the joint registered holder present whose name stands first on the register of members of the Company in respect of the shares shall alone be entitled to vote in respect thereof.
- You are reminded that completion and return of this proxy form will not preclude you from attending and voting in person at the AGM or any adjournment thereof (as the case may be) if you so wish, and in such event, the form of proxy shall be deemed to be revoked.
- You shall produce your identity documents and supporting documents in respect of the shares of the Company held when attending the AGM. If corporate Shareholders appoint authorised representative to attend the 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 authorised parties of the corporate Shareholders or other notarially certified documents allowed by the Company. Proxies shall produce their identity documents and the proxy form signed by you or your attorney when attending the AGM.