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Zylox-Tonbridge Medical Technology Co., Ltd.

歸創通橋醫療科技股份有限公司

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

(Stock Code: 2190)

SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO THE CIRCULAR OF THE COMPANY DATED 26 APRIL 2023

Reference is made to the circular of Zylox-Tonbridge Medical Technology Co., Ltd. (the “**Company**”) dated 26 April 2023 (the “**Circular**”) in relation to, among others, the proposed amendments to the articles of association. Unless otherwise defined, capitalised terms used in this announcement shall have the meanings as those defined in the Circular.

As disclosed in the Circular, the Proposed Amendments are mainly related to shareholder protection standards set out in Appendix 3 to the Listing Rules and consequential amendments, as well as to reflect the “Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies” (境內企業境外發行證券和上市管理試行辦法) and relevant provisions announced by the CSRC on 17 February 2023 (the “**Measures**”) and other housekeeping amendments. The impact of the Proposed Amendments aligns with the impact brought by such changes of relevant regulations.

In particular, the Proposed Amendments in relation to the Measures mainly include: (1) in light of the abolition of the “the Mandatory Provisions for Companies Listing Overseas” (到境外上市公司章程必備條款), “the State Commission for Restructuring the Economic System and the Special Regulations on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies” (國務院關於股份有限公司境外募集股份及上市的特別規定) and “the Letter of Opinions on the Supplement and Revision to Articles of Association of Companies to be Listed on Hong Kong” (關於到香港上市公司對公司章程作補充修改意見的函), with reference to the “Guidelines for Articles of Association of Listed Companies” (上市公司章程

指引) issued by the CSRC, adaptive revisions to articles that become inconsistent because of such changes of relevant regulations; and (2) the deletion of the entire Chapter 9 “Special Procedures for the Voting by Class Shareholders” in the existing Articles of Association.

It is considered that removal of the class meeting requirement would not impair the protection of the Shareholders. Following the changes of regulations, as Domestic Shares and H Shares are regarded as the same class of ordinary shares under PRC law and holders of Domestic Shares and H Shares are no longer deemed to be different classes of shareholders, the substantive rights attached to these two kinds of shares are identical. Removal of the class meeting is also consistent with the prevailing arrangement relating to shareholders’ meeting of non-PRC issuers listed on the Stock Exchange. As such, the Company considers that the Proposed Amendments will not result in any adverse impact on the shareholder protection mechanism provided in the Articles of Association. On the contrary, the Proposed Amendments are consistent with the Company’s objective of providing the Shareholders with the same protection as that afforded to shareholders of non-PRC issuers listed on the Stock Exchange.

In light of the above, the Company would like to provide the basis and reasons for each of the Proposed Amendments, as well as the impact of such amendments on shareholder protection in the appendix of this announcement.

Save as disclosed above, all other information in the Circular remains unchanged. This announcement is supplemental to and should be read in conjunction with the Circular.

Before Amendment	After Amendment	Reason for Amendment	Effect of Amendment on Shareholder Protection
<p>Article 1 Zylox-Tonbridge Medical Technology Co., Ltd. (歸創通橋醫療科技股份有限公司) (the “Company”) is a joint stock limited liability company established in accordance with the Company Law of the People’s Republic of China (中華人民共和國公司法) (the “Company Law”), the Securities Law of the People’s Republic of China (中華人民共和國證券法), the Special Regulations of the State Council on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies (國務院關於股份有限公司境外募集股份及上市的特別規定) (the “Special Regulations”), the Mandatory Provisions for Articles of Association of Companies to be Listed Overseas (到境外上市公司章程必備條款) (the “Mandatory Provisions”), the Letter of Opinions on the Supplement and Revision to Articles of Association of Companies to be Listed on Hong Kong (關於到香港上市公司對公司章程作補充修改意見的函), the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “Hong Kong Listing Rules”) and other relevant laws, administrative regulations of the State.</p> <p>.....</p>	<p>Article 1 The Articles of Association are prepared to safeguard the legal interests of Zylox-Tonbridge Medical Technology Co., Ltd. (歸創通橋醫療科技股份有限公司) (the “Company”), its shareholders and creditors and regulate the organization and behavior of the Company is a joint stock limited liability company established-, and are prepared in accordance with the Company Law of the People’s Republic of China (中華人民共和國公司法) (the “Company Law”), the Securities Law of the People’s Republic of China (中華人民共和國證券法), the Special Regulations of the State Council on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies (國務院關於股份有限公司境外募集股份及上市的特別規定) (the “Special Regulations”), the Mandatory Provisions for Articles of Association of Companies to be Listed Overseas (到境外上市公司章程必備條款) (the “Mandatory Provisions”), the Letter of Opinions on the Supplement and Revision to Articles of Association of Companies to be Listed on Hong Kong (關於到香港上市公司對公司章程作補充修改意見的函), the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “Hong Kong Listing Rules”) and other relevant laws, administrative regulations of the State and by reference to the Guidelines on the Articles of Association for Listed Companies.</p> <p>.....</p>	<p>(1) Reason for amendment of the first paragraph:</p> <p>On February 17, 2023, the China Securities Regulatory Commission promulgated the Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies (the “Trial Administrative Measures”) and the supporting regulatory guidelines (the “Applicable Guidelines”). The Trial Administrative Measures and the Applicable Guidelines became effective on March 31, 2023. The Special Regulations on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies, the Mandatory Provisions for Companies Listing Overseas, and the Opinion Letter on the Supplementation and Amendment of Articles of Association of Companies Listing in Hong Kong were repealed at the same time.</p>	<p>This article is amended based on the introduction of new regulations, the repeal of former regulations and the change of name of shareholders, which will not have a material impact on shareholders’ rights.</p>

Before Amendment	After Amendment	Reason for Amendment	Effect of Amendment on Shareholder Protection
<p>The promoters of the Company are: Jonathon Zhong Zhao, OAP IV (HK) Limited, Future Industry Investment Fund (Limited Partnership) (先進製造產業投資基金(有限合夥)), WEA Enterprises, LLC, Nanjing Hongjing Enterprise Management Consulting Co., Ltd. (南京鴻景企業管理諮詢有限公司), Zhuhai Guichuang Equity Investment Center (Limited Partnership) (珠海歸創股權投資中心(有限合夥)), Zhuhai Tongqiao Investment Center (Limited Partnership) (珠海通橋投資中心(有限合夥)), Five Investment Limited, Hangzhou Fujiang Investment Partnership (Limited Partnership) (杭州涪江投資合夥企業(有限合夥)), Lianyungang Yifan Medical Technology Co., Ltd. (連雲港億帆醫藥技術有限公司), Zhuhai Hanyi Equity Investment Fund Partnership (Limited Partnership) (珠海翰頤股權投資基金合夥企業(有限合夥)), Suzhou Industrial Park Xinjianyuan Phase II Venture Capital Enterprise (Limited Partnership) (蘇州工業園區新建元二期創業投資企業(有限合夥)), Highlight Medical Limited, Nanjing Yuyihui Investment Partnership (Limited Partnership) (南京語意慧投資合夥企業(有限合夥)), Nanjing Qiankun Investment Centre (Limited Partnership) (南京乾坤投資中心(有限合夥)), Hangzhou Haibang Yaogu Congzheng Venture Capital Partnership (Limited Partnership) (杭州海邦藥穀從正創業投資合夥企業(有限合夥)), Shanghai Jinpu Medical Health Equity Investment Partnership (Limited Partnership) (上海金浦醫療健康股權投資合夥企業(有限合夥)), Hangzhou Fenhua Investment Partnership (Limited Partnership) (杭州奮華投資合夥企業(有限合夥)), Ourea Biotech HK Limited, Ningbo Free Trade Zone Tiesi Equity Investment Partnership (Limited Partnership) (寧波保稅區帖斯以股權投資合夥企業(有限合夥)), Anji Zhikang Enterprise Management</p>	<p>The promoters of the Company are: Jonathon Zhong Zhao, OAP IV (HK) Limited, Future Industry Investment Fund (Limited Partnership) (先進製造產業投資基金(有限合夥)), WEA Enterprises, LLC, Nanjing Hongjing Enterprise Management Consulting Co., Ltd. (南京鴻景企業管理諮詢有限公司), Zhuhai Guichuang Equity Investment Center (Limited Partnership) (珠海歸創股權投資中心(有限合夥)), Zhuhai Tongqiao Investment Center (Limited Partnership) (珠海通橋投資中心(有限合夥)), Five Investment Limited, Hangzhou Fujiang Investment Partnership (Limited Partnership) (杭州涪江投資合夥企業(有限合夥)), Huzhou Lianyungang Yifan Medical Technology Co., Ltd. (湖州連雲港億帆醫藥技術有限公司), Zhuhai Hanyi Equity Investment Fund Partnership (Limited Partnership) (珠海翰頤股權投資基金合夥企業(有限合夥)), Suzhou Industrial Park Xinjianyuan Phase II Venture Capital Enterprise (Limited Partnership) (蘇州工業園區新建元二期創業投資企業(有限合夥)), Highlight Medical Limited, Huzhou Yuyihui Investment Partnership (Limited Partnership) (湖州語意慧投資合夥企業(有限合夥)) Nanjing Yuyihui Investment Partnership (Limited Partnership) (南京語意慧投資合夥企業(有限合夥)), Tianjin Nanjing Qiankun Investment Centre (Limited Partnership) (南京天津乾坤投資中心(有限合夥)), Hangzhou Haibang Yaogu Congzheng Venture Capital Partnership (Limited Partnership) (杭州 Shanghai Jinpu Medical Health Equity Investment Partnership (Limited Partnership) (上海金浦醫療健康股權投資合夥企業(有限合夥)), Hangzhou Fenhua Investment Partnership (Limited Partnership) (杭州奮華投資合夥企業(有限合夥)), Ourea Biotech HK Limited, Ningbo Free Trade Zone Tiesi Equity Investment Partnership (Limited Partnership) (寧波保稅區帖斯以股權投資合夥企業(有限合夥))</p>	<p>According to the Trial Administrative Measures and the Applicable Guidelines, the articles of association of a domestic enterprise listed directly overseas shall be formulated in accordance with the Company Law of the People's Republic of China and the Accounting Law of the People's Republic of China, and with reference to the Guidelines for the Articles of Association of Listed Companies.</p> <p>(2) Reason for amendment of the third paragraph:</p> <p>Change of name of shareholders.</p>	

Before Amendment	After Amendment	Reason for Amendment	Effect of Amendment on Shareholder Protection
<p>Partnership (Limited Partnership) (安吉致康企業管理合夥企業(有限合夥)), Suzhou Taihong Jinghui Investment Centre (Limited Partnership) (蘇州泰弘景暉投資中心(有限合夥)), Hangzhou Haibang Yigu Venture Capital Partnership (Limited Partnership) (杭州海邦羿毅創業投資合夥企業(有限合夥)), Myron Samuel Scholes, Ganzhou Titan Equity Investment Partnership (Limited Partnership) (贛州提坦股權投資合夥企業(有限合夥)), Hangzhou Qizhen Future Innovation Equity Investment Partnership (Limited Partnership) (杭州啓真未來創新股權投資合夥企業(有限合夥)), AIHC Master Fund, Ningbo Meishan Free Trade Port Zone Fangyuan Chuangying Equity Investment Partnership (Limited Partnership) (寧波梅山保稅港區方源創盈股權投資合夥企業(有限合夥)), Xiamen Jianfa Xinxing Industry Equity Investment No7 Partnership (Limited Partnership) (廈門建發新興產業股權投資柒號合夥企業(有限合夥)), CITIC Securities Investment Co., Ltd. (中信証券投資有限公司), LBC Sunshine Healthcare Fund II LP, Cormorant Global Healthcare Master Fund, LP, Hudson Bay Master Fund Ltd, Octagon Investments Master Fund LP, Homehealth Investment Limited and Huzhou Guiqiao Enterprise Management Partnership (Limited Partnership) (湖州歸橋企業管理合夥企業(有限合夥)).</p>	<p>夥)), Anji Zhikang Enterprise Management Partnership (Limited Partnership) (安吉致康企業管理合夥企業(有限合夥)), Suzhou Taihong Jinghui Investment Centre (Limited Partnership) (蘇州泰弘景暉投資中心(有限合夥)), Hangzhou Haibang Yigu Venture Capital Partnership (Limited Partnership) (杭州海邦羿毅創業投資合夥企業(有限合夥)), Myron Samuel Scholes, Ganzhou Titan Equity Investment Partnership (Limited Partnership) (贛州提坦股權投資合夥企業(有限合夥)), Hangzhou Qizhen Future Innovation Equity Investment Partnership (Limited Partnership) (杭州啓真未來創新股權投資合夥企業(有限合夥)), AIHC Master Fund, Ningbo Meishan Free Trade Port Zone Fangyuan Chuangying Equity Investment Partnership (Limited Partnership) (寧波梅山保稅港區方源創盈股權投資合夥企業(有限合夥)), Xiamen Jianfa Xinxing Industry Equity Investment No7 Partnership (Limited Partnership) (廈門建發新興產業股權投資柒號合夥企業(有限合夥)), CITIC Securities Investment Co., Ltd. (中信証券投資有限公司), LBC Sunshine Healthcare Fund II LP, Cormorant Global Healthcare Master Fund, LP, Hudson Bay Master Fund Ltd, Octagon Investments Master Fund LP, Homehealth Investment Limited and Huzhou Guiqiao Enterprise Management Partnership (Limited Partnership) (湖州歸橋企業管理合夥企業(有限合夥)).</p>		
<p>Article 3 Address of the Company: 1st & 2nd Floors, Building 1, No. 18 Keji Avenue, Yuhang Street, Yuhang District, Hangzhou, Zhejiang; postal code: 311121.</p>	<p>Article 3 Address of the Company: 1st & 2nd Floors, Building 1, No. 18 Keji Avenue, Yuhang Street, Yuhang District, Hangzhou, Zhejiang No. 270 Shuyun Road, Cangqian Street, Yuhang District, Hangzhou, Zhejiang; postal code: 311121.</p>	Change of the Company's domicile.	This article is amended based on the change of the Company's domicile, which will not have a material impact on shareholders' rights.

Before Amendment	After Amendment	Reason for Amendment	Effect of Amendment on Shareholder Protection
<p>Article 7 The Article of Association is approved by the resolutions of the general meeting, and shall come into effect upon approval by the competent national departments and from the date on which overseas listed foreign shares issued by the Company are listed and traded at The Stock Exchange of Hong Kong Limited (the “Hong Kong Stock Exchange”).</p>	<p>Article 7 The Article of Association <u>shall come into effectis on the date of approved approval</u> by the resolutions of the general meeting; and shall come into effect upon approval by the competent national departments and from the date on which overseas listed foreign shares issued by the Company are listed and traded at The Stock Exchange of Hong Kong Limited (the “Hong Kong Stock Exchange”).</p>	<p>The Company is listed on the Stock Exchange. According to the actual situation of the Company, the Articles of Association of the Company became effective upon consideration and approval at the general meeting.</p>	<p>Given that the Company is listed on the Stock Exchange, the corresponding amendment to this article will not have a material impact on shareholders’ rights.</p>
<p>Article 12 The business scope of the Company shall be pursuant to the projects as approved by the company registration authority.</p>	<p>Article 12 The business scope of the Company shall be pursuant to the projects as approved by the company registration authority.</p>	<p>Change of the Company’s business scope.</p>	<p>This article is amended based on the change of the Company’s business scope, which will not have a material impact on shareholders’ rights.</p>

Before Amendment	After Amendment	Reason for Amendment	Effect of Amendment on Shareholder Protection
<p>After registered legally, the business scope of the Company includes: technology R&D, services, consulting of medical devices and transfer of achievements; produce: Class III 6846 Implant materials and artificial organs, Class III 6866 Medical polymer materials and products, Class III 6877 Interventional appliances, Class II 6810 Orthopedic surgery (orthopedics) surgical instruments (except those involving the implementation of special administrative measures on access stipulated by the state).</p> <p>.....</p>	<p>After registered legally, the business scope of the Company includes: technology R&D, services, consulting of medical devices and transfer of achievements; produce: Class III 6846 Implant materials and artificial organs, Class III 6866 Medical polymer materials and products, Class III 6877 Interventional appliances, Class II 6810 Orthopedic surgery (orthopedics) surgical instruments (except those involving the implementation of special administrative measures on access stipulated by the state). General projects: technical service, technical development, technical consultation, technical exchange, technology transfer and technology promotion; import and export of goods; property management; sale of Class II medical devices; manufacture of Class I medical devices; sale of Class I medical devices; import and export of technology; information consulting services (excluding licensing information consulting services); trading broker; conference and exhibition services; non-residential real estate leasing; parking lot services; marketing planning; business management consulting; financial advisory; general cargo storage services (excluding dangerous chemicals and other items requiring licensing approval); rental of machinery and equipment; sale of machinery and equipment; manufacture of plastic products; sale of plastic products; manufacture of moulds; sale of moulds; manufacture of rubber products; sale of rubber products; professional cleaning, washing and sterilising services; nonferrous metal alloy manufacturing, non-ferrous metal alloy sales, high-performance non-ferrous metal and alloy materials sales, health consultation services (excluding diagnosis and treatment services); medical research and trial development; R&D of metal products; sales of metal products; manufacture of metal wires and its products; sale of metal wires</p>		

Before Amendment	After Amendment	Reason for Amendment	Effect of Amendment on Shareholder Protection
	<p>and its products; manufacture of synthetic materials (excluding dangerous chemicals); sale of synthetic materials; manufacture of medical packaging materials; metal surface treatment and heat treatment processing; sale of software, R&D of mechanical equipment; R&D of new materials technology, new materials technology promotion services, data processing services; information system integration services, technology intermediary services, software development, AI general application systems; data processing and storage support services, information technology consulting services; computer system services, sale of hygiene products and disposable medical supplies; Internet sales (except for the sale of products that require permits); manufacturing of mechanical and electrical equipment; sale of mechanical and electrical equipment; sale of mechanical parts and components, processing of mechanical parts and components; import and export agents, production of hygiene products and disposable medical supplies; market surveys (excluding external surveys) (except for the items that need to be approved according to law, business activities shall be carried out independently according to law with the business license). Licensed items: manufacture of Class II medical devices; operation of Class III medical devices; manufacture of Class III medical devices; road cargo transportation (excluding dangerous goods); inspection and testing services (items subject to approval according to law can only be operated after being approved by relevant departments, and the specific business items shall be subject to the approval results).</p> <p>.....</p>		

Before Amendment	After Amendment	Reason for Amendment	Effect of Amendment on Shareholder Protection
<p>Article 17 ……</p> <p>The overseas listed foreign shares issued by the Company in Hong Kong shall be called H shares. H shares are shares that have been approved for listing on the Hong Kong Stock Exchange, the par value of which are denominated in Renminbi and which are subscribed for and traded in Hong Kong dollars.</p> <p>The Company’s shares in issue but unlisted at both domestic and overseas stock exchanges shall be referred to as unlisted shares.</p> <p>Where holders of domestic shares of the Company transfer the shares held by them to overseas investors, and such transferred shares are listed or traded on an overseas stock exchange, upon the approval by the securities regulatory authority of the State Council and the Hong Kong Stock Exchange. All or part of the Company’s domestic shares can be converted into foreign shares, and converted foreign shares can be listed and traded at the overseas stock exchanges. The transferred or converted shares that are listed and traded overseas shall also comply with the regulatory procedures, regulations and requirements of the overseas securities market. The transferred shares that are listed and traded overseas, or the domestic shares are converted into foreign shares and listed and traded overseas, which do not need the vote at general meeting or class general meeting to be convened. The overseas listed foreign shares which are converted by domestic shares belong to the same class as the overseas listed foreign shares listed at the same overseas stock exchange.</p> <p>……</p>	<p>Article 17 ……</p> <p>The overseas listed foreign shares issued by the Company in Hong Kong shall be called H shares. H shares are shares that have been approved for listing on The Stock Exchange of Hong Kong Limited (the “Hong Kong Stock Exchange”), the par value of which are denominated in Renminbi and which are subscribed for and traded in Hong Kong dollars.</p> <p>The Company’s shares in issue but unlisted at both domestic and overseas stock exchanges shall be referred to as unlisted shares.</p> <p>Where holders of domestic shares of the Company transfer the shares held by them to overseas investors, and such transferred shares are listed or traded on an overseas stock exchange, upon the approval by the securities regulatory authority of the State Council and the Hong Kong Stock Exchange. All or part of the Company’s domestic shares can be converted into foreign shares, and converted foreign shares can be listed and traded at the overseas stock exchanges. The transferred or converted shares that are listed and traded overseas shall also comply with the regulatory procedures, regulations and requirements of the overseas securities market. The transferred shares that are listed and traded overseas, or the domestic shares are converted into foreign shares and listed and traded overseas, which do not need the vote at general meeting or class general meeting to be convened. The overseas listed foreign shares which are converted by domestic shares belong to the same class as the overseas listed foreign shares listed at the same overseas stock exchange.</p> <p>……</p>	<p>(1) Reason for amendment of the third paragraph:</p> <p>As a result of the preceding amendment, the term “Hong Kong Stock Exchange” appears for the first time in the Article of Association. Therefore, the amendment to the term is made accordingly.</p> <p>(2) Reason for amendment of the fifth paragraph:</p> <p>According to the Trial Administrative Measures and the Applicable Guidelines, holders of domestic shares and H shares are no longer considered as different classes of shareholders.</p>	<p>The amendment is made according to the changes in PRC regulations and based on the consistency of the preceding and subsequent amendments, which will not have a material impact on shareholders’ rights.</p>

Before Amendment	After Amendment	Reason for Amendment	Effect of Amendment on Shareholder Protection																																																																
<p>Article 18 The total number of ordinary shares issued by the Company when it converted into a joint stock limited company as a whole is 263,401,001 with nominal value of RMB1 each; the name of each promoter, number of shareholding and shareholding percentage are as follows:</p> <table border="1" data-bbox="204 655 510 953"> <thead> <tr> <th>No.</th> <th>Name of Shareholder</th> <th>No. of shareholding</th> <th>Shareholding percentage</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Jonathon Zhong Zhao</td> <td>41,441,991</td> <td>15.7337%</td> </tr> <tr> <td>.....</td> <td>.....</td> <td>.....</td> <td>.....</td> </tr> <tr> <td>15.</td> <td>Lianyungang Yifan Medical Technology Co., Ltd.</td> <td>6,306,777</td> <td>2.3944%</td> </tr> <tr> <td>.....</td> <td>.....</td> <td>.....</td> <td>.....</td> </tr> <tr> <td>18.</td> <td>Nanjing Yuyihui Investment Partnership (Limited Partnership)</td> <td>4,983,293</td> <td>1.8919%</td> </tr> <tr> <td>.....</td> <td>.....</td> <td>.....</td> <td>.....</td> </tr> <tr> <td>20.</td> <td>Nanjing Qiankun Investment Centre (Limited Partnership)</td> <td>4,667,000</td> <td>1.7718%</td> </tr> </tbody> </table>	No.	Name of Shareholder	No. of shareholding	Shareholding percentage	1.	Jonathon Zhong Zhao	41,441,991	15.7337%	15.	Lianyungang Yifan Medical Technology Co., Ltd.	6,306,777	2.3944%	18.	Nanjing Yuyihui Investment Partnership (Limited Partnership)	4,983,293	1.8919%	20.	Nanjing Qiankun Investment Centre (Limited Partnership)	4,667,000	1.7718%	<p>Article 18 The total number of ordinary shares issued by the Company when it converted into a joint stock limited company as a whole is 263,401,001 with nominal value of RMB1 each; the name of each promoter, number of shareholding and shareholding percentage are as follows:</p> <table border="1" data-bbox="526 655 833 1046"> <thead> <tr> <th>No.</th> <th>Name of Shareholder</th> <th>No. of shareholding</th> <th>Shareholding percentage</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Jonathon Zhong Zhao</td> <td>41,441,991</td> <td>15.7337%</td> </tr> <tr> <td>.....</td> <td>.....</td> <td>.....</td> <td>.....</td> </tr> <tr> <td>15.</td> <td>HuzhouLianyungang Yifan Medical Technology Co., Ltd.</td> <td>6,306,777</td> <td>2.3944%</td> </tr> <tr> <td>.....</td> <td>.....</td> <td>.....</td> <td>.....</td> </tr> <tr> <td>18.</td> <td>Huzhou Yuyihui Investment Partnership (Limited Partnership) (湖州匯豐醫藥投資合夥企業(有限合夥))Nanjing Yuyihui Investment Partnership (Limited Partnership)</td> <td>4,983,293</td> <td>1.8919%</td> </tr> <tr> <td>.....</td> <td>.....</td> <td>.....</td> <td>.....</td> </tr> <tr> <td>20.</td> <td>TianjinNanjing Qiankun Investment Centre (Limited Partnership)</td> <td>4,667,000</td> <td>1.7718%</td> </tr> </tbody> </table>	No.	Name of Shareholder	No. of shareholding	Shareholding percentage	1.	Jonathon Zhong Zhao	41,441,991	15.7337%	15.	Huzhou Lianyungang Yifan Medical Technology Co., Ltd.	6,306,777	2.3944%	18.	Huzhou Yuyihui Investment Partnership (Limited Partnership) (湖州匯豐醫藥投資合夥企業(有限合夥))Nanjing Yuyihui Investment Partnership (Limited Partnership)	4,983,293	1.8919%	20.	Tianjin Nanjing Qiankun Investment Centre (Limited Partnership)	4,667,000	1.7718%	<p>Change of name of shareholders.</p>	<p>This article is amended based on the change of name of shareholders, which will not have a material impact on shareholders' rights.</p>
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15.	Huzhou Lianyungang Yifan Medical Technology Co., Ltd.	6,306,777	2.3944%																																																																
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18.	Huzhou Yuyihui Investment Partnership (Limited Partnership) (湖州匯豐醫藥投資合夥企業(有限合夥))Nanjing Yuyihui Investment Partnership (Limited Partnership)	4,983,293	1.8919%																																																																
.....																																																																
20.	Tianjin Nanjing Qiankun Investment Centre (Limited Partnership)	4,667,000	1.7718%																																																																

Before Amendment	After Amendment	Reason for Amendment	Effect of Amendment on Shareholder Protection
<p>Article 19 Upon the completion of the public issuance of overseas listed foreign shares, the capital structure of the Company comprises of 332,401,001 ordinary shares, including 201,881,003 domestic shares and 130,519,998 foreign shares.</p>	<p>Article 19 Upon the completion of the public issuance of overseas listed foreign shares, the capital structure of the Company comprises of 332,401,001 ordinary shares, including 201,881,003 domestic shares and 130,519,998 foreign shares.</p> <p><u>On November 26, 2021, the China Securities Regulatory Commission approved the conversion of 194,099,746 domestic shares into H shares and their listing on the Stock Exchange. On January 18, 2022, the Stock Exchange granted approval for the listing of and permission to deal in 194,099,746 H Shares. On March 3, 2022, the conversion was completed, and listing of such shares on the Stock Exchange commenced on March 4, 2022.</u></p> <p><u>Upon completion of the above conversion of domestic shares, the capital structure of the Company comprises of 332,401,001 ordinary shares, including 7,781,257 domestic shares and 324,619,744 foreign shares.</u></p>	<p>Supplemented based on the actual situation of domestic shares and foreign shares.</p>	<p>This article is supplemented based on the actual situation, which will not have a material impact on shareholders' rights.</p>
<p>Article 48 A shareholder of the Company is a person who lawfully holds shares of the Company and whose name is entered in the register of shareholders.</p> <p>A shareholder shall enjoy rights and assume obligations according to the class of shares held by that shareholder. Shareholders holding the same class of shares shall enjoy the same rights and assume the same obligations; each class of shareholders of the Company shall enjoy equal rights in any distribution made in the form of dividends or otherwise.</p>	<p>Article 48 A shareholder of the Company is a person who lawfully holds shares of the Company and whose name is entered in the register of shareholders.</p> <p>A shareholder shall enjoy rights and assume obligations according to the class of shares held by that shareholder. Shareholders holding the same class of shares shall enjoy the same rights and assume the same obligations; each class of shareholders of the Company shall enjoy equal rights in any distribution made in the form of dividends or otherwise.</p>	<p>According to the Guidelines for the Articles of Association of Listed Companies, holders of domestic shares and H shares are no longer considered as different classes of shareholders.</p>	<p>The amendment is made according to the changes in PRC regulations, which will not have a material impact on shareholders' rights.</p>

Before Amendment	After Amendment	Reason for Amendment	Effect of Amendment on Shareholder Protection
<p>Article 49 The Shareholders holding ordinary Shares shall enjoy the following rights:</p> <p>.....</p> <p>(II) to propose, convene and preside over, to attend or appoint a proxy to attend general meetings and to exercise the corresponding voting rights in accordance with laws;</p> <p>.....</p>	<p>Article 49 The Shareholders holding ordinary Shares shall enjoy the following rights:</p> <p>.....</p> <p>(II) to propose, convene and preside over, to attend or appoint a proxy to attend general meetings and to exercise the corresponding speaking rights and voting rights in accordance with laws (unless individual shareholders are required to abstain from voting on a resolution in accordance with applicable laws and regulations or the Hong Kong Listing Rules);</p> <p>.....</p>	<p>Amended according to paragraph 14(3) of Appendix 3 to the Listing Rules.</p>	<p>The amendment is made according to Appendix 3 to the Listing Rules, which will not have a material impact on shareholders' rights.</p>
<p>Article 61 The convener shall inform each shareholder the time, place and deliberation matters of the Shareholder's general meeting 20 business days before it is held, and shall inform each shareholder the extraordinary general meeting 15 days or 10 business days (whichever is longer) before the meeting.</p> <p>An extraordinary general meeting shall not transact business not stated in the notice of meeting.</p>	<p>Article 61 The convener shall inform each shareholder the time, place and deliberation matters of the Shareholder's general meeting 20 business days (20) days before it is held, and shall inform each shareholder the extraordinary general meeting 15 days or 10 business days (whichever is longer) fifteen (15) days before the meeting.</p> <p>An extraordinary general meeting shall not transact business not stated in the notice of meeting.</p>	<p>Amended according to paragraph 14(2) of Appendix 3 to the Listing Rules and Article 55 of the Guidelines for the Articles of Association of Listed Companies.</p> <p>According to Article 55 of the Guidelines for the Articles of Association of Listed Companies, the convener shall notify all shareholders by way of an announcement 20 days prior to the annual general meeting and shall notify all shareholders by way of an announcement 15 days prior to the extraordinary general meeting.</p>	<p>The amendment is made according to Appendix 3 to the Listing Rules and with reference to the Guidelines for the Articles of Association of Listed Companies, which will not have a material impact on shareholders' rights.</p>

Before Amendment	After Amendment	Reason for Amendment	Effect of Amendment on Shareholder Protection
<p>Article 63 …… The announcement referred above shall be published at the websites of the stock exchanges and in one or more newspapers designated by the Securities Regulatory Authorities of the State Council 15 days or 10 business days (whichever is longer) prior to the convening of extraordinary general meetings, or 20 business days prior to the convening of Shareholders’ annual general meetings. Once such an announcement is made, all holders of the Domestic Shares shall be deemed to have received the relevant notice of the general meeting.</p>	<p>Article 63 …… The announcement referred above shall be published at the websites of the stock exchanges and in one or more newspapers designated by the Securities Regulatory Authorities of the State Council 15 days or 10 business days (whichever is longer) fifteen (15) days prior to the convening of extraordinary general meetings, or 20 business days twenty (20) days prior to the convening of Shareholders’ annual general meetings. Once such an announcement is made, all holders of the Domestic Shares shall be deemed to have received the relevant notice of the general meeting.</p>	<p>Amended according to Article 55 of the Guidelines for the Articles of Association of Listed Companies.</p>	<p>The amendment is made according to the Guidelines for the Articles of Association of Listed Companies, which will not have a material impact on shareholders’ rights.</p>
<p>Article 65 Any Shareholder entitled to attend and vote at the general meeting shall have the right to appoint one or several persons (who may not be Shareholders) in writing to act as his or her proxy to attend and vote at the meeting on his or her behalf. ……</p>	<p>Article 65 Any Shareholder entitled to attend and vote at the general meeting shall have the right to appoint one or several persons (who may not be Shareholders) in writing to act as his or her proxy to attend and vote at the meeting on his or her behalf. <u>If a shareholder is a corporation, it may appoint a proxy to attend and vote, and if such shareholder has appointed a proxy, he/she shall be deemed to be present in person.</u> ……</p>	<p>Amended according to paragraph 18 of Appendix 3 to the Listing Rules.</p>	<p>The amendment is made according to Appendix 3 to the Listing Rules and with reference to the Guidelines for the Articles of Association of Listed Companies, which will not have a material impact on shareholders’ rights.</p>
<p>Article 66 The appointment of a proxy shall be in writing and signed by the appointing Shareholder or his/her attorney duly authorized in writing; where the appointing Shareholder is a legal person, such appointment shall be affixed with its seal or signed by its Director or attorney duly authorized.</p>	<p>Article 66 The appointment of a proxy shall be in writing and signed by the appointing Shareholder or his/her attorney duly authorized in writing; where the appointing Shareholder is a legal person, such appointment shall be affixed with its seal or signed by its Director or attorney duly authorized.</p>	<p>Amended according to paragraph 18 of Appendix 3 to the Listing Rules.</p>	<p>The amendment is made according to Appendix 3 to the Listing Rules, which will not have a material impact on shareholders’ rights.</p>

Before Amendment	After Amendment	Reason for Amendment	Effect of Amendment on Shareholder Protection
<p>Article 67 ……</p> <p>Where the shareholder is a Recognised Clearing House (or its agent) defined by the relevant ordinances of Hong Kong law in force from time to time, the shareholder may authorise one or more persons it considers appropriate as his/her proxy(ies) or representative(s) at any shareholders' general meeting or class meeting; however, if more than one person are authorised, the instrument of proxy or power of attorney shall contain the number and class of shares for which such persons are authorized. The person(s) so authorised can represent the Recognised Clearing House (or its agent) to exercise the right (shall not be required to produce evidence of shareholding, the notarised authorization and/or further evidence to prove that he/she/they has/have been duly authorized.), as if the persons are the Company's individual shareholders.</p>	<p>Article 67 ……</p> <p>Where the shareholder is a Recognised Clearing House (or its agent) defined by the relevant ordinances of Hong Kong law in force from time to time, the shareholder may authorise one or more persons it considers appropriate as his/her proxy(ies) or representative(s) at any shareholders' general meeting or class meeting; however, if more than one person are authorised, the instrument of proxy or power of attorney shall contain the number and class of shares for which such persons are authorized. The person(s) so authorised can represent the Recognised Clearing House (or its agent) to exercise the right (shall not be required to produce evidence of shareholding, the notarised authorization and/or further evidence to prove that he/she/they has/have been duly authorized.), as if the persons are the Company's individual shareholders.</p> <p><u>According to the Hong Kong Listing Rules, if such shareholder is a recognized clearing house (or its nominee), the clearing house is entitled to appoint a proxy or corporate representative to attend the Company's creditors' meeting and such proxy or corporate representative has the same statutory rights as other shareholders, including the right to speak and vote.</u></p>	<p>(1) Reason for amendment of the third paragraph:</p> <p>According to the Guidelines for the Articles of Association of Listed Companies, holders of domestic shares and H shares are no longer considered as different classes of shareholders.</p> <p>(2) Reason for amendment of the fourth paragraph:</p> <p>Amended according to paragraph 19 of Appendix 3 to the Listing Rules of the Hong Kong Listing Rules.</p>	<p>The amendment is made according to the changes in PRC regulations and Appendix 3 to the Listing Rules, which will not have a material impact on shareholders' rights.</p>

Before Amendment	After Amendment	Reason for Amendment	Effect of Amendment on Shareholder Protection
<p>Article 79 Shareholders requesting the convening of extraordinary general meetings or class meetings shall follow the procedures listed below:</p> <p>(I) Shareholders individually or jointly holding 10% or more of the shares carrying voting rights at the meeting sought to be held may sign one or more written requests of identical form of content requesting the Board of Directors to convene an extraordinary general meeting or a class meeting and stating the subject of the meeting. The Board of Directors shall convene an extraordinary general meeting or a class meeting as soon as possible after having received the aforesaid written request. The abovementioned shareholding shall be calculated as of the day on which the written request is made.</p> <p>(II) If the Board of Directors fails to issue a notice of convening such meeting within 30 days upon receipt of the above written request, the shareholders who made such request may request the Supervisory Committee to convene the extraordinary general meeting or class meeting.</p>	<p>Article 79 Shareholders requesting the convening of extraordinary general meetings or class meetings shall follow the procedures listed below:</p> <p>(I) Shareholders individually or jointly holding 10% or more of the shares carrying voting rights at the meeting sought to be held may sign one or more written requests of identical form of content requesting the Board of Directors to convene an extraordinary general meeting or a class meeting and stating the subject of the meeting. The Board of Directors shall convene an extraordinary general meeting or a class meeting as soon as possible after having received the aforesaid written request. The abovementioned shareholding shall be calculated as of the day on which the written request is made.</p> <p>(II) If the Board of Directors fails to issue a notice of convening such meeting within 30 days upon receipt of the above written request, the shareholders who made such request may request the Supervisory Committee to convene the extraordinary general meeting or class meeting.</p>	<p>According to the Guidelines for the Articles of Association of Listed Companies, holders of domestic shares and H shares are no longer considered as different classes of shareholders.</p>	<p>The amendment is made according to the changes in PRC regulations, which will not have a material impact on shareholders' rights.</p>

Before Amendment	After Amendment	Reason for Amendment	Effect of Amendment on Shareholder Protection
<p>(III) If the Supervisory Committee fails to issue a notice of convening such meeting within 30 days upon receipt of the above written request, shareholders, for more than 90 consecutive days, individually or jointly holding 10% or more of the shares carrying voting rights at the meeting sought to be held may convene the meeting of their own accord within four months upon the Board of Directors having received such request. The convening procedures shall, to the greatest extent possible, be identical to procedures according to which general meetings are to be convened by the Board of Directors.</p> <p>All reasonable expenses incurred for such meeting convened by the shareholders as a result of the failure of the Board of Directors to convene a meeting at the above requests shall be borne by the Company and deducted from the amount owed by the Company to the delinquent directors and supervisors.</p>	<p>(III) If the Supervisory Committee fails to issue a notice of convening such meeting within 30 days upon receipt of the above written request, shareholders, for more than 90 consecutive days, individually or jointly holding 10% or more of the shares carrying voting rights at the meeting sought to be held may convene the meeting of their own accord within four months upon the Board of Directors having received such request. The convening procedures shall, to the greatest extent possible, be identical to procedures according to which general meetings are to be convened by the Board of Directors.</p> <p>All reasonable expenses incurred for such meeting convened by the shareholders as a result of the failure of the Board of Directors to convene a meeting at the above requests shall be borne by the Company and deducted from the amount owed by the Company to the delinquent directors and supervisors.</p>		

Before Amendment	After Amendment	Reason for Amendment	Effect of Amendment on Shareholder Protection
<p>Chapter 9 Special Procedures for Voting by Class Shareholders</p> <p>Article 85 Shareholders holding different classes of shares are referred to as class Shareholders.</p> <p>A class shareholder shall enjoy rights and assume obligations in accordance with the laws, administrative regulations, the listing rules of the place where the Company's shares are listed and the provisions of the Articles of Association.</p> <p>Article 86 If the Company proposes to change or nullify the rights of the class Shareholders, this proposal should be passed by a special resolution at the Shareholders' general meeting and passed at the meeting convened according to Articles 88 to 92 of the Articles of Association respectively by the related class of Shareholders.</p> <p>Upon approval from the competent securities regulatory authorities of the State Council and approved by the Hong Kong Stock Exchange, the domestic shareholders the Company may transfer all or part of their shares to overseas investors and list and trade the said shares on foreign stock exchanges, or convert all or part of the domestic shares into overseas listed foreign shares and list and trade the said shares on foreign stock exchanges, which shall not be deemed to be a proposed change or nullification of the rights conferred on any class of shareholders.</p>	<p>Chapter 9 Special Procedures for Voting by Class Shareholders</p> <p>Article 85 Shareholders holding different classes of shares are referred to as class Shareholders.</p> <p>A class shareholder shall enjoy rights and assume obligations in accordance with the laws, administrative regulations, the listing rules of the place where the Company's shares are listed and the provisions of the Articles of Association.</p> <p>Article 86 If the Company proposes to change or nullify the rights of the class Shareholders, this proposal should be passed by a special resolution at the Shareholders' general meeting and passed at the meeting convened according to Articles 88 to 92 of the Articles of Association respectively by the related class of Shareholders.</p> <p>Upon approval from the competent securities regulatory authorities of the State Council and approved by the Hong Kong Stock Exchange, the domestic shareholders the Company may transfer all or part of their shares to overseas investors and list and trade the said shares on foreign stock exchanges, or convert all or part of the domestic shares into overseas listed foreign shares and list and trade the said shares on foreign stock exchanges, which shall not be deemed to be a proposed change or nullification of the rights conferred on any class of shareholders.</p>	<p>According to the Guidelines for the Articles of Association of Listed Companies, holders of domestic shares and H shares are no longer considered as different classes of shareholders.</p>	<p>The amendment is made according to the changes in PRC regulations, which will not have a material impact on shareholders' rights.</p>

Before Amendment	After Amendment	Reason for Amendment	Effect of Amendment on Shareholder Protection
<p>Article 87 The rights of a certain class of Shareholders shall be deemed to be changed or nullified in the following circumstances:</p> <p>(I) to increase or reduce in the number of the Shares of such class, or increase or reduce the number of the class Shares which enjoy the same or more voting rights, distribution rights or other privileges;</p> <p>(II) to convert part or whole of the Shares of such class into other class(es), convert part or whole of the Shares of other class(es) into such class, or grant such conversion rights;</p> <p>(III) to cancel or reduce the rights of such class of Shares to receive accrued dividends or cumulative dividends;</p> <p>(IV) to reduce or cancel the privileged rights of such class of Shares to acquire dividends or obtain distribution of properties during liquidation of the Company;</p> <p>(V) to increase, cancel or reduce the conversion, option, voting, transfer or privileged allotment rights of such class of Shares or the rights of such class of Shares to obtain securities of the Company;</p> <p>(VI) to cancel or reduce the rights of such class of Shares to receive amounts payable by the Company in a particular currency;</p>	<p>Article 87 The rights of a certain class of Shareholders shall be deemed to be changed or nullified in the following circumstances:</p> <p>(I) to increase or reduce in the number of the Shares of such class, or increase or reduce the number of the class Shares which enjoy the same or more voting rights, distribution rights or other privileges;</p> <p>(II) to convert part or whole of the Shares of such class into other class(es), convert part or whole of the Shares of other class(es) into such class, or grant such conversion rights;</p> <p>(III) to cancel or reduce the rights of such class of Shares to receive accrued dividends or cumulative dividends;</p> <p>(IV) to reduce or cancel the privileged rights of such class of Shares to acquire dividends or obtain distribution of properties during liquidation of the Company;</p> <p>(V) to increase, cancel or reduce the conversion, option, voting, transfer or privileged allotment rights of such class of Shares or the rights of such class of Shares to obtain securities of the Company;</p> <p>(VI) to cancel or reduce the rights of such class of Shares to receive amounts payable by the Company in a particular currency;</p>		

Before Amendment	After Amendment	Reason for Amendment	Effect of Amendment on Shareholder Protection
(VII) to establish new class(es) of Shares with the same or more voting rights, distribution rights or other privileges as compared with those enjoyed by such class of Shares;	(VII) to establish new class(es) of Shares with the same or more voting rights, distribution rights or other privileges as compared with those enjoyed by such class of Shares;		
(VIII) to impose restriction or additional restrictions on the transfer or ownership of such class of Shares;	(VIII) to impose restriction or additional restrictions on the transfer or ownership of such class of Shares;		
(IX) to issue the share subscription options or share conversion options of such class or another class of Shares;	(IX) to issue the share subscription options or share conversion options of such class or another class of Shares;		
(X) to increase the rights or privileges of other class(es) of Shares;	(X) to increase the rights or privileges of other class(es) of Shares;		
(XI) any restructuring scheme of the Company that may result in the assumption of disproportionate responsibilities by different classes of Shareholders during the restructuring; and	(XI) any restructuring scheme of the Company that may result in the assumption of disproportionate responsibilities by different classes of Shareholders during the restructuring; and		
(XII) to revise or nullify the provisions specified in the Articles of Association.	(XII) to revise or nullify the provisions specified in the Articles of Association.		

Before Amendment	After Amendment	Reason for Amendment	Effect of Amendment on Shareholder Protection
<p>Article 88 Where issues specified in items (II) to (VIII), (XI) to (XII) of Article 87 are involved, the affected class Shareholders, whether or not they are entitled to vote at Shareholders' general meetings originally, shall have the right to vote at shareholders' class meetings. However, the Shareholders with conflicts of interests shall have no voting rights at the meeting for such class of Shareholders.</p> <p>"Shareholder(s) with conflicts of interests", as such term is mentioned in the preceding paragraph, means:</p> <p>(I) In the case of a repurchase of shares by the Company by pro rata offers to all shareholders or by way of on-market dealing on Hong Kong Stock Exchange under Article 29 hereof, "Shareholder(s) with conflicts of interests" shall refer to the controlling Shareholders as defined in the Articles of Association;</p> <p>(II) In the case of a repurchase of shares by the Company outside the Hong Kong Stock Exchange by way of agreement under Article 29 hereof, "Shareholder(s) with conflicts of interests" shall refer to shareholders who are related to the agreement;</p> <p>(III) In the case of a restructuring of the Company, "Shareholder(s) with conflicts of interests" refers to a shareholder within a class who bears less than a proportionate liability than other shareholders of such class or who has an interest different from those of other shareholders of such class.</p>	<p>Article 88 Where issues specified in items (II) to (VIII), (XI) to (XII) of Article 87 are involved, the affected class Shareholders, whether or not they are entitled to vote at Shareholders' general meetings originally, shall have the right to vote at shareholders' class meetings. However, the Shareholders with conflicts of interests shall have no voting rights at the meeting for such class of Shareholders.</p> <p>"Shareholder(s) with conflicts of interests", as such term is mentioned in the preceding paragraph, means:</p> <p>(I) In the case of a repurchase of shares by the Company by pro rata offers to all shareholders or by way of on-market dealing on Hong Kong Stock Exchange under Article 29 hereof, "Shareholder(s) with conflicts of interests" shall refer to the controlling Shareholders as defined in the Articles of Association;</p> <p>(II) In the case of a repurchase of shares by the Company outside the Hong Kong Stock Exchange by way of agreement under Article 29 hereof, "Shareholder(s) with conflicts of interests" shall refer to shareholders who are related to the agreement;</p> <p>(III) In the case of a restructuring of the Company, "Shareholder(s) with conflicts of interests" refers to a shareholder within a class who bears less than a proportionate liability than other shareholders of such class or who has an interest different from those of other shareholders of such class.</p>		

Before Amendment	After Amendment	Reason for Amendment	Effect of Amendment on Shareholder Protection
<p>Article 89 Resolutions of a class meeting shall be passed by shareholders present at the meeting representing two-thirds (2/3) or more of the voting rights in accordance with Article 88 hereof.</p> <p>Article 90 When the Company is to convene a shareholders' class meeting, it shall issue a written notice fifteen days or ten business days (whichever is later) prior to the date of such meeting informing all the shareholders who are registered as holders of that class in the register of shareholders of the matters to be considered at the meeting as well as the date and place of the meeting.</p> <p>In the event that the number of the voting shares represented by the shareholders intending to attend the meeting is more than one half (1/2) of the total number of voting shares of that class, the Company may convene a shareholders' class meeting. Otherwise, the Company shall within five (5) days notify the shareholders once again, by way of public announcement, of the matters to be considered at the meeting and the date and place of the meeting. Upon notification by public announcement, the Company may then proceed to convene the shareholders' class meeting.</p> <p>If provisions otherwise provided by the listing rules of the place where the Company's shares are listed, these provisions shall apply.</p>	<p>Article 89 Resolutions of a class meeting shall be passed by shareholders present at the meeting representing two-thirds (2/3) or more of the voting rights in accordance with Article 88 hereof.</p> <p>Article 90 When the Company is to convene a shareholders' class meeting, it shall issue a written notice fifteen days or ten business days (whichever is later) prior to the date of such meeting informing all the shareholders who are registered as holders of that class in the register of shareholders of the matters to be considered at the meeting as well as the date and place of the meeting.</p> <p>In the event that the number of the voting shares represented by the shareholders intending to attend the meeting is more than one half (1/2) of the total number of voting shares of that class, the Company may convene a shareholders' class meeting. Otherwise, the Company shall within five (5) days notify the shareholders once again, by way of public announcement, of the matters to be considered at the meeting and the date and place of the meeting. Upon notification by public announcement, the Company may then proceed to convene the shareholders' class meeting.</p> <p>If provisions otherwise provided by the listing rules of the place where the Company's shares are listed, these provisions shall apply.</p>		

Before Amendment	After Amendment	Reason for Amendment	Effect of Amendment on Shareholder Protection
<p>Article 91 The notice of a shareholders' class meeting shall be sent to the Shareholders entitled to vote at such meeting only.</p> <p>The procedure of a shareholders' class meeting shall, to the extent possible, be identical with the procedure of a general meeting. Provisions of the Articles of Association relevant to procedure for the holding of a general meeting shall be applicable to a shareholders' class meeting, unless otherwise stipulated in the Articles of Association.</p> <p>Article 92 Except for other classes of Shareholders, domestic shareholders and foreign shareholders of foreign listed shares are treated as different classes of shareholders.</p> <p>The special voting procedure at a Shareholders' general meeting for class Shareholders shall not apply for the following cases:</p> <p>(I) Upon the approval by way of a special resolution passed by a Shareholders' general meeting, the Company independently or simultaneously issues domestic Shares and overseas listed foreign Shares every twelve (12) months, provided that the amount of each class of Shares intended to be issued is not more than twenty percent (20%) of the issued and outstanding Shares of the respective class;</p>	<p>Article 91 The notice of a shareholders' class meeting shall be sent to the Shareholders entitled to vote at such meeting only.</p> <p>The procedure of a shareholders' class meeting shall, to the extent possible, be identical with the procedure of a general meeting. Provisions of the Articles of Association relevant to procedure for the holding of a general meeting shall be applicable to a shareholders' class meeting, unless otherwise stipulated in the Articles of Association.</p> <p>Article 92 Except for other classes of Shareholders, domestic shareholders and foreign shareholders of foreign listed shares are treated as different classes of shareholders.</p> <p>The special voting procedure at a Shareholders' general meeting for class Shareholders shall not apply for the following cases:</p> <p>(I) Upon the approval by way of a special resolution passed by a Shareholders' general meeting, the Company independently or simultaneously issues domestic Shares and overseas listed foreign Shares every twelve (12) months, provided that the amount of each class of Shares intended to be issued is not more than twenty percent (20%) of the issued and outstanding Shares of the respective class;</p>		

Before Amendment	After Amendment	Reason for Amendment	Effect of Amendment on Shareholder Protection
<p>(II) The Company's plan on issuing domestic Shares and overseas listed foreign Shares at the time of establishment, which is completed within fifteen (15) months from the date of approval from securities regulatory authority under the State Council;</p> <p>(III) Upon approval from the competent securities regulatory authorities of the State Council and approved by the Hong Kong Stock Exchange, the domestic Shareholders of the Company will transfer its shares to offshore investors or the domestic Shareholders of the Company are approved to convert all or part of the domestic shares into foreign shares, and list and trade the said shares on foreign stock exchanges.</p>	<p>(II) The Company's plan on issuing domestic Shares and overseas listed foreign Shares at the time of establishment, which is completed within fifteen (15) months from the date of approval from securities regulatory authority under the State Council;</p> <p>(III) Upon approval from the competent securities regulatory authorities of the State Council and approved by the Hong Kong Stock Exchange, the domestic Shareholders of the Company will transfer its shares to offshore investors or the domestic Shareholders of the Company are approved to convert all or part of the domestic shares into foreign shares, and list and trade the said shares on foreign stock exchanges.</p>		

Before Amendment	After Amendment	Reason for Amendment	Effect of Amendment on Shareholder Protection
<p>Article 95 Directors shall be elected or removed from office at a general meeting. Each term of office of a Director shall be three years, and a Director may be re-elected and re-appointed upon expiry of his/her term of office.</p> <p>The term of office of the Directors shall be counted from the date of appointment until the expiration of the term of the current Board of Directors. When the Directors' term expires and re-election not be held in time, or where the resignation of a director during his term of office causes the number of board members to be less than the quorum, the original Directors shall still perform their duties as Directors in accordance with laws, administrative regulations, departmental rules, the listing rules of the places where the Company's shares are listed and the Articles of Association before the re-elected Directors take office.</p> <p>Before the expiration of any Director's term of office, subject to the relevant laws and administrative regulations, the general meeting of shareholders may remove such Director by ordinary resolution. The removal may not affect any claim of the Director for damages that may be made pursuant to any contract.</p> <p>The Directors need not hold any of our shares.</p>	<p>Article 87 Directors shall be elected or removed from office at a general meeting. Each term of office of a Director shall be three years, and a Director may be re-elected and re-appointed upon expiry of his/her term of office.</p> <p>The term of office of the Directors shall be counted from the date of appointment until the expiration of the term of the current Board of Directors. When the Directors' term expires and re-election not be held in time, or where the resignation of a director during his term of office causes the number of board members to be less than the quorum, the original Directors shall still perform their duties as Directors in accordance with laws, administrative regulations, departmental rules, the listing rules of the places where the Company's shares are listed and the Articles of Association before the re-elected Directors take office.</p> <p><u>Any person appointed by the Board of Directors as a Director to fill a casual vacancy or as an addition to the Board of Directors shall hold office only until the first annual general meeting following his/her appointment and shall then be eligible for re-election.</u></p> <p>Before the expiration of any Director's term of office, subject to the relevant laws and administrative regulations, the general meeting of shareholders may remove such Director by ordinary resolution. The removal may not affect any claim of the Director for damages that may be made pursuant to any contract.</p> <p>The Directors need not hold any of our shares.</p>	<p>Amended according to paragraph 4(2) of Appendix 3 to the Listing Rules</p>	<p>The amendment is made according to Appendix 3 to the Listing Rules, which will not have a material impact on shareholders' rights.</p>

Before Amendment	After Amendment	Reason for Amendment	Effect of Amendment on Shareholder Protection
<p>Article 100 Meetings of the Board shall be classified into the regular meetings of the Board and extraordinary meetings of the Board.</p> <p>At least four (4) regular Board meetings shall be convened each year on a quarterly basis. Board meetings shall be convened by the chairman of the board. The meeting notice and meeting documents shall be served on all directors and supervisors at least fourteen (14) days before the meeting (excluding the day of the meeting). The Board of Directors shall have arrangements to ensure that all directors have the opportunity to put forward matters for discussion to be included in the agenda of the regular meetings of the Board of Directors.</p> <p>Regular meetings and meetings to consider matters in which the board considers major shareholders or directors have major conflicts of interest, and appointment and dismissal of the secretary of the Company shall not be convened by means of written resolutions.</p> <p>Board meetings shall generally be convened on-site. Whenever it is necessary, the Board meetings may be convened through video, telephone, fax, or email after agreement of the convener (the presider) or proposer provided that the directors can fully give their opinions. The Board meetings may also be held on-site and off-site simultaneously.</p>	<p>Article 92 Meetings of the Board shall be classified into the regular meetings of the Board and extraordinary meetings of the Board.</p> <p>At least four (4) <u>two (2)</u> regular Board meetings shall be convened each year on a quarterly basis. Board meetings shall be convened by the chairman of the board. The meeting notice and meeting documents shall be served on all directors and supervisors at least fourteen (14) days <u>ten (10)</u> before the meeting (excluding the day of the meeting). The Board of Directors shall have arrangements to ensure that all directors have the opportunity to put forward matters for discussion to be included in the agenda of the regular meetings of the Board of Directors.</p> <p>Regular meetings and meetings to consider matters in which the board considers major shareholders or directors have major conflicts of interest, and appointment and dismissal of the secretary of the Company shall not be convened by means of written resolutions.</p> <p>Board meetings shall generally be convened on-site. Whenever it is necessary, the Board meetings may be convened through video, telephone, fax, or email after agreement of the convener (the presider) or proposer provided that the directors can fully give their opinions. The Board meetings may also be held on-site and off-site simultaneously.</p>	<p>According to Article 114 of the Guidelines for the Articles of Association of Listed Companies, the Board of Directors shall convene at least two meetings a year, which shall be convened by the chairman of the Board of Directors with written notice to all directors and supervisors ten days prior to the meeting.</p>	<p>The amendment is made according to the changes in PRC regulations, which will not have a material impact on shareholders' rights.</p> <p><u>In accordance with C.5.1 of Appendix 14 of the Listing Rules, the Board of Directors should meet regularly and meetings of the Board should be held at least four times a year at approximately quarterly intervals. It is expected regular meetings of the Board will normally involve the active participation, either in person or through electronic means of communication, of a majority of directors entitled to be present. Accordingly, the Company's regular meetings of the Board are conducted in compliance with the requirements of Appendix 14 of the Listing Rules.</u></p>

Before Amendment	After Amendment	Reason for Amendment	Effect of Amendment on Shareholder Protection
<p>Article 159 The accounting firm appointed by the Company shall hold their position from the conclusion of the annual general meeting until the conclusion of the next annual general meeting.</p>	<p>Article 151 The accounting firm appointed by the Company shall hold their position from the conclusion of the annual general meeting until the conclusion of the next annual general meeting.</p> <p><u>The appointment, removal and remuneration of the accounting firm must be decided at the general meeting, and the Board of Directors shall not appoint the accounting firm before the decision of the general meeting.</u></p>	<p>Amended according to paragraph 17 of Appendix 3 to the Listing Rules.</p>	<p>The amendment is made according to Appendix 3 to the Listing Rules, which will not have a material impact on shareholders' rights.</p>

By order of the Board
Zylox-Tonbridge Medical Technology Co., Ltd.
Dr. Jonathon Zhong Zhao
Chairman and Executive Director

Hong Kong, May 3, 2023

As of the date of this announcement, the Board comprises Dr. Jonathon Zhong Zhao, Mr. Yang Xie and Dr. Zheng Li as executive Directors, Mr. Stephen Hui Wang, Dr. Steven Dasong Wang and Mr. Dongfang Li as non-executive Directors, and Dr. Jian Ji, Mr. Hongze Liang and Ms. Yun Qiu as independent non-executive Directors.