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北京市春立正達醫療器械股份有限公司

**Beijing Chunlizhengda Medical Instruments Co., Ltd.\***

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

**(Stock Code: 1858)**

## **NOTICE OF THE 2023 ANNUAL GENERAL MEETING**

**Notice is hereby given that** the annual general meeting for the year 2023 (the “**2023 Annual General Meeting**”) of Beijing Chunlizhengda Medical Instruments Co., Ltd.\* (the “**Company**”) will be held at 2:00 p.m. on Thursday, 27 June 2024 at No. 10 Xinmi Xi Er Road, Southern District of Tongzhou Economic Development Zone, Tongzhou District, Beijing, the PRC to consider and, if thought fit, to pass the following resolutions:

### **As ordinary resolutions**

- (1) consider and approve the profit distribution plan for 2023;
- (2) consider and approve the remuneration of the Directors of the Company for 2024;
- (3) consider and approve the annual report for 2023 and its summary;
- (4) consider and approve the financial report for 2023;
- (5) consider and approve the 2023 performance reports of the independent non-executive Directors;
- (6) consider and approve the report of the Board of Directors for 2023;
- (7) consider and approve the remuneration of Supervisors of the Company for 2024;
- (8) consider and approve the report of the Board of Supervisors for 2023;
- (9) consider and approve the re-appointment of auditors (domestic and overseas) and internal control auditor for 2024;
- (10) consider and approve the appointment of Ms. Xu Hong (徐泓) as an independent non-executive Director; and

## As special resolution

(11) to consider and approve the grant of the following general mandate to the Board to repurchase the H Shares (the “H Shares”) of the Company:

**“That:**

- (a) the Board be and is hereby granted a general mandate to repurchase H Shares not exceeding 10% of the total number of the H Shares in issue (excluding treasury shares) as of the date when the repurchase mandate is approved at the 2023 Annual General Meeting and the class meeting of the holders of H Shares and the class meeting of the holders of A Shares of the Company in issue during the Relevant Period (as defined below) with reference to market conditions, funding arrangements and the needs of the Company and in accordance with the relevant laws and regulations, the Articles of Association, requirements of securities regulatory authorities of the places where the shares of the Company are listed and any other relevant government or regulatory authorities of the PRC;
- (b) the Board be and is hereby authorised to deal with, all matters in relation to the repurchase of H Shares, including but not limited to:
  - (i) formulating and implementing specific repurchase plan, including but not limited to repurchase price(s), number of H Shares to be repurchased, timing(s) of repurchase and period(s) of repurchase, etc;
  - (ii) notifying creditors and making announcement(s) in accordance with the requirements of the Company Law of the PRC, other laws and regulations and the Articles of Association;
  - (iii) opening overseas stock accounts, capital accounts and carrying out relevant procedures of change in foreign exchange registration;
  - (iv) carrying out relevant approval, filing and/or disclosure procedures (if necessary) in accordance with laws, regulations, the Articles of Association and requirements of the securities regulatory authorities of the places where the shares of the Company are listed and any other relevant government or regulatory authorities in the PRC;
  - (v) carrying out the cancellation procedure of the repurchased H Shares not held by the Company as treasury shares, reducing the registered capital of the Company, amending the Articles of Association in relation to the total amount of share capital, share capital structure and other relevant contents and carrying out the legal registration and filing procedures in the PRC and overseas; and
  - (vi) executing all documents and dealing with other matters in relation to the repurchase of H Shares.

The above general mandate will expire on the earlier of:

- (a) the conclusion of the annual general meeting of the Company for the year 2024; or
- (b) the date on which the authorization granted by the relevant special resolution is revoked or varied by a special resolution at the general meeting, the class meeting of the holders of H Shares and the class meeting of the holders of A Shares of the Company (the “**Relevant Period**”).”

By order of the Board  
**Beijing Chunlizhengda Medical Instruments Co., Ltd.\***  
**Shi Wenling**  
*Chairman*

Beijing, the PRC  
27 May 2024

\* *For identification purposes only*

*As at the date of this notice, the executive Directors of the Company are Mr. Shi Chunbao, Ms. Yue Shujun, Ms. Shi Wenling and Mr. Xie Feng Bao; the non-executive Director of the Company is Mr. Wang Xin; and the independent non-executive Directors of the Company are Ms. Yao Lijie, Mr. Wong Tak Shing and Mr. Weng Jie.*

*Notes:*

## **1. REGISTRATION OF MEMBERS**

In order to be qualified to attend and vote at the 2023 Annual General Meeting, holders of H Shares whose transfers have not been registered must deposit the transfer documents together with the relevant share certificates at the office of the H Share registrar of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong by no later than 4:30 p.m. on Friday, 21 June 2024.

Holders of H Shares whose names appear on the Company's register of members at the close of business on Friday, 21 June 2024 are entitled to attend and vote at the 2023 Annual General Meeting.

## **2. APPOINTMENT OF PROXY**

Any Shareholder entitled to attend and vote at the 2023 Annual General Meeting is entitled to appoint one or more proxies to attend and vote at the meeting instead of him/her. A proxy need not be a Shareholder of the Company.

The instrument to appoint a proxy shall be in writing and signed by the Shareholder or of his/her attorney duly authorised in writing or, if the Shareholder is a corporate body, either executed under its common seal or signed by its legal representative, director or duly authorised attorney. If the proxy form is signed by the attorney of the Shareholder, the power of attorney or other authorisation document authorising the attorney to sign the proxy form must be notarised.

To be valid, the proxy form, together with the power of attorney or other authority (if any), shall be lodged by hand or post, to the Company's H Share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for holders of H Shares) not less than 24 hours before the time appointed for holding the 2023 Annual General Meeting or its adjourned meeting (as the case may be). Completion and return of the proxy form shall not preclude Shareholders from attending and voting in person at the 2023 Annual General Meeting.

## **3. CONTACT INFORMATION OF THE COMPANY**

Contact Person: Ms. Zhang Lili  
Contact Tel: (8610) 8736 1998

## **4. PROCEDURES OF VOTING AT THE 2023 ANNUAL GENERAL MEETING**

Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited, any vote of Shareholders at the 2023 Annual General Meeting must be taken by poll.

## **5. OTHERS**

The 2023 Annual General Meeting is expected to take half a day. Shareholders attending the 2023 Annual General Meeting (in person or by proxy) are responsible for their own transportation and accommodation fees. Identification documents must be shown by Shareholder(s) or proxies to attend the 2023 Annual General Meeting.

The notice of 2023 Annual General Meeting to the holders of A Shares is separately published on the website of the Shanghai Stock Exchange (<http://www.sse.com.cn/>).