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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 licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Beijing Chunlizhengda Medical Instruments Co., Ltd.* (北京市春立正達醫療器械股份有限公司), you should at once hand this circular to the purchaser or transferee or to the bank or stockbroker or other licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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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)

2023 PROFIT DISTRIBUTION PLAN
REMUNERATION OF THE DIRECTORS OF THE COMPANY FOR 2024
ANNUAL REPORT FOR 2023 AND ITS SUMMARY
FINANCIAL REPORT FOR 2023
2023 PERFORMANCE REPORTS OF THE INDEPENDENT
NON-EXECUTIVE DIRECTORS
REPORT OF THE BOARD OF DIRECTORS FOR 2023
REMUNERATION OF SUPERVISORS OF THE COMPANY FOR 2024
REPORT OF THE BOARD OF SUPERVISORS FOR 2023
RE-APPOINTMENT OF AUDITORS (DOMESTIC AND OVERSEAS)
AND INTERNAL CONTROL AUDITOR FOR 2024
APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR
GRANTING THE GENERAL MANDATE TO THE BOARD
TO REPURCHASE H SHARES
NOTICE OF THE 2023 ANNUAL GENERAL MEETING AND
NOTICE OF THE H SHAREHOLDERS' CLASS MEETING

The 2023 Annual General Meeting and Class Meetings 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.

The forms of proxy for use at the 2023 Annual General Meeting and the H Shareholders' Class Meeting are enclosed and are also published on the website of the Hong Kong Stock Exchange (<http://www.hkexnews.hk>) and the website of the Company (<http://www.clzd.com>). If you intend to appoint a proxy to attend the 2023 Annual General Meeting and/or the H Shareholders' Class Meeting, you are requested to complete and return the form of proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the 2023 Annual General Meeting and/or the H Shareholders' Class Meeting or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending the 2023 Annual General Meeting and/or the H Shareholders' Class Meeting and voting in person if you so wish.

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DEFINITIONS

Unless the context otherwise requires, the following expressions in this circular shall have the following meanings:

“2023 Annual General Meeting”	the annual general meeting of the Company to 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, Tonghou, District, Beijing, the PRC
“A Share(s)”	the ordinary share(s) issued by the Company, with a nominal value of RMB1.00 each, which are subscribed for or credited as paid in RMB and are listed for trading on the STAR Market of Shanghai Stock Exchange
“A Shareholder(s)”	the holder(s) of A Share(s)
“A Shareholders’ Class Meeting”	the A Shareholders’ class meeting of the Company to be held at 2:00 p.m. (or the time immediately after the conclusion of the 2023 Annual General Meeting) on Thursday, 27 June 2024
“Articles of Association”	the articles of association of the Company currently in force
“Board” or “Board of Directors”	the board of Directors of the Company
“Board of Supervisors”	the board of Supervisors of the Company
“Class Meetings”	the A Shareholders’ Class Meeting and the H Shareholders’ Class Meeting
“Company”	Beijing Chunlizhengda Medical Instruments Co., Ltd.* (北京市春立正達醫療器械股份有限公司), a joint stock limited company incorporated in the People’s Republic of China with limited liability, the A Shares of which are listed on the STAR Market of Shanghai Stock Exchange (stock code: 688236) and the H Shares of which are listed on the Hong Kong Stock Exchange (stock code: 1858)
“CSRC”	China Securities Regulatory Commission
“Director(s)”	director(s) of the Company

DEFINITIONS

“H Share(s)”	ordinary share(s) of the Company, with a nominal value of RMB1.00 each, which are listed on the Hong Kong Stock Exchange and traded in Hong Kong dollars
“H Shareholder(s)”	the holder(s) of H Shares
“H Shareholders’ Class Meeting”	the H Shareholders’ class meeting of the Company to be held at 2:00 p.m. (or the time immediately after the conclusion of the A Shareholders’ Class Meeting) on Thursday, 27 June 2024
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Latest Practicable Date”	24 May 2024, being the latest practicable date prior to the issue of this circular for ascertaining certain information contained in this circular
“PRC” or “China”	the People’s Republic of China, but for the purposes of this circular only, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Repurchase Mandate”	the general mandate to be granted to the Board at the 2023 Annual General Meeting and Class Meetings to exercise the power of the Company to repurchase H Shares not exceeding 10% of the total number of the H Shares in issue (excluding treasury shares) at the time when the relevant resolution proposed for granting such mandate for repurchasing H Shares is passed at the 2023 Annual General Meeting, the Class Meetings, respectively
“RMB”	Renminbi, the lawful currency of the PRC
“Securities and Futures Ordinance”	Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong, as amended from time to time

DEFINITIONS

“Shareholders”	holders of the Company’s Share(s)
“Shares”	ordinary share(s) of RMB1.00 each in the share capital of the Company
“SSE”	the Shanghai Stock Exchange
“Supervisor(s)”	supervisor(s) of the Company
“treasury shares”	has the meaning ascribed to it under the Listing Rules

* *For identification purposes only*

LETTER FROM THE BOARD



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)

Executive Directors:

Ms. Shi Wenling (*Chairman*)

Mr. Shi Chunbao

Ms. Yue Shujun

Mr. Xie Feng Bao

Non-Executive Director:

Mr. Wang Xin

Independent Non-executive Directors:

Ms. Yao Lijie

Mr. Wong Tak Shing

Mr. Weng Jie

*Registered Office and Headquarters
in the PRC:*

No. 10 Xinmi Xi Er Road
Southern District of Tongzhou
Economic Development Zone
Tongzhou District

Beijing
the PRC

Postal Code: 101112

*Principal Place of Business
in Hong Kong:*

20th Floor, Winbase Centre
208 Queen's Road Central
Sheung Wan
Hong Kong

To the Shareholders

Dear Sir or Madam,

**2023 PROFIT DISTRIBUTION PLAN
REMUNERATION OF THE DIRECTORS OF THE COMPANY FOR 2024
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NOTICE OF THE 2023 ANNUAL GENERAL MEETING AND
NOTICE OF THE H SHAREHOLDERS' CLASS MEETING**

LETTER FROM THE BOARD

INTRODUCTION

The purpose of this circular is to give you notice of the 2023 Annual General Meeting and the Class Meetings and to provide you with information reasonably necessary to enable you to make an informed decision on whether to vote for or against the resolutions to be proposed at the 2023 Annual General Meeting and/or the Class Meetings (where applicable), which includes, among other things:

- (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 an independent non-executive Director; and
- (11) consider and approve the grant of the general mandate to the Board of Directors to repurchase the H Shares of the Company.

The item (11) as mentioned above is required to be proposed at the 2023 Annual General Meeting and Class Meetings for consideration in the form of special resolutions.

PROFIT DISTRIBUTION PLAN FOR 2023

An ordinary resolution will be proposed at the 2023 Annual General Meeting to consider and approve the 2023 Profit Distribution Plan of the Company.

As audited by WUYIGE Certified Public Accountants LLP (大信會計師事務所(特殊普通合夥)), the Company's audited consolidated net profit attributable to the owners of the parent company for 2023 was approximately RMB278 million. The attributable net profit of the parent company in 2023 was approximately RMB270 million. The Board of Directors reviewed and approved the Profits Distribution Plan for 2023 of the Company on 28 March 2024.

LETTER FROM THE BOARD

According to the Profits Distribution Plan of the Company, the dividend for 2023 is proposed to be distributed to all Shareholders in cash at RMB3.62 per 10 Share (tax inclusive) by the Company. In particular: A Shareholders will be paid in RMB; H Shareholders will be paid in HK dollars. The exchange rate of HK dollars will be calculated in accordance with the average closing price for foreign exchange published by the People's Bank of China at the seven working days prior to the date on which the dividend is declared. As at 31 December 2023, the total issued shares of the Company is 383,568,500 and a total cash dividend of RMB138,851,797.00 (tax inclusive) will be distributed, accounting for 49.98% of the net profit attributable to the owners of the parent company in the consolidated statements of the Company for 2023.

The dividend for 2023 is expected to be paid on or before 31 July 2024 to Shareholders whose names appear on the register of members of the Company as at 4 July 2024 in respect of H Shares.

If the total share capital of the Company changes before the record date(s) for the implementation of the profit distribution, the Company intends to maintain the distribution amount per Share unchanged and adjust the total distribution amount accordingly.

WITHHOLDING AND PAYMENT OF DIVIDEND TAX

In accordance with the Enterprise Income Tax Law of the People's Republic of China (《中華人民共和國企業所得稅法》) and its implementation rules effective on 1 January 2008, where a PRC domestic enterprise distributes dividends for financial periods beginning from 1 January 2008 to non-resident enterprise shareholders, it is required to withhold 10% enterprise income tax for such non-resident enterprise shareholders. Therefore, the Company will, after withholding 10% of the final dividend as enterprise income tax, distribute the final dividend to non-resident enterprise shareholders, i.e. any shareholders who hold the Company's shares in the name of non-individual shareholders, including but not limited to HKSCC Nominees Limited, other nominees, trustees, or holders of H Shares registered in the name of other organizations and groups.

According to regulations by the State Administration of Taxation (Guo Shui Han [2011] No. 348) (《國家稅務總局國稅函[2011]348號》) and relevant laws and regulations, if the individual holders of H shares are residents of Hong Kong or Macau or those countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate of 10%, the Company will withhold and pay individual income tax at the rate of 10% on behalf of these shareholders. However, if otherwise provided by tax laws, relevant tax treaties or notices, the tax will be withheld in accordance with the relevant requirements and tax levy and administration requirements.

According to the requirements of the Notice on the Tax Policies Concerning the Pilot Program of the Shanghai-Hong Kong Stock Connect published by the Ministry of Finance, the State Administration of Taxation and the CSRC (Cai Shui [2014] No. 81) (《財政部、國家稅務總局、中國證監會關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2014]81號)), H-share companies shall withhold an individual income tax at the rate of 20% on dividends from the H shares of the company invested by mainland individual

LETTER FROM THE BOARD

investors on the Hong Kong Stock Exchange through the Shanghai-Hong Kong Stock Connect. For dividends of the shares listed on the Hong Kong Stock Exchange received by mainland securities investment funds from investment through the Shanghai-Hong Kong Stock Connect, individual income tax shall be calculated in accordance with the above requirements. For dividends of the shares listed on the Hong Kong Stock Exchange received by mainland enterprise investors from investment through the Shanghai-Hong Kong Stock Connect, H-share companies shall not withhold income tax of dividends, and mainland enterprise investors shall report and pay the tax amount by themselves. In particular, the dividends received by resident enterprises in mainland which hold H shares for at least 12 consecutive months shall be exempted from enterprise income tax according to law.

According to the requirements of the Notice on the Tax Policies Concerning the Pilot Program of the Shenzhen-Hong Kong Stock Connect published by the Ministry of Finance, the State Administration of Taxation and the CSRC (Cai Shui [2016] No. 127) (《財政部、國家稅務總局、中國證監會關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016]127號)), H-share companies shall withhold an individual income tax at the rate of 20% on dividends from the H shares of the company invested by mainland individual investors on the Hong Kong Stock Exchange through the Shenzhen-Hong Kong Stock Connect. For dividends of the shares listed on the Hong Kong Stock Exchange received by mainland securities investment funds from investment through the Shenzhen-Hong Kong Stock Connect, individual income tax shall be calculated in accordance with the above requirements. For dividends of the shares listed on the Hong Kong Stock Exchange received by mainland enterprise investors from investment through the Shenzhen-Hong Kong Stock Connect, H-share companies shall not withhold income tax of dividends, and mainland enterprise investors shall report and pay the tax amount by themselves. In particular, the dividends received by resident enterprises in mainland which hold H shares for at least 12 consecutive months could be exempted from enterprise income tax according to law.

REMUNERATION OF THE DIRECTORS OF THE COMPANY FOR 2024

An ordinary resolution will be proposed at the 2023 Annual General Meeting to consider and approve the remuneration of the Directors of the Company for 2024.

In accordance with the current economic environment, the regions of operations of the Company, industry and scale of the Company and with reference to remuneration of the industry, the Company has formulated the Remuneration Plan for the Directors for 2024, which is set out in Appendix I to this circular.

ANNUAL REPORT FOR 2023 AND ITS SUMMARY

An ordinary resolution will be proposed at the 2023 Annual General Meeting to approve the Company's 2023 annual report and its summary. Please refer to the Company's annual report for the year 2023 published on the websites of the Hong Kong Stock Exchange and the Company on 29 April 2024.

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FINANCIAL REPORT FOR 2023

An ordinary resolution will be proposed at the 2023 Annual General Meeting to approve the financial report for the year 2023. The audited financial statements prepared in compliance with the China Accounting Standards and the auditor's report for the year 2023 have been set out in the Company's 2023 annual report.

2023 PERFORMANCE REPORTS OF THE INDEPENDENT NON-EXECUTIVE DIRECTORS

An ordinary resolution will be proposed at the 2023 Annual General Meeting to approve the 2023 performance reports of the independent non-executive Directors.

The full text of the performance reports of the independent non-executive Directors are set out in Appendix II of this circular.

REPORT OF THE BOARD OF DIRECTORS FOR 2023

An ordinary resolution will be proposed at the 2023 Annual General Meeting to approve the report of the Board of Directors for the year 2023. Please refer to the report of the Board of Directors as set out in the Company's annual report for the year 2023.

REMUNERATION OF SUPERVISORS OF THE COMPANY FOR 2024

An ordinary resolution will be proposed at the 2023 Annual General Meeting to consider and approve the remuneration for Supervisors of the Company for 2024.

In accordance with the relevant laws and regulations, requirements of regulatory documents, and the Articles of Association, together with the remuneration levels of the operation industries and regions of the Company, the annual operating condition and job responsibilities, the Company has formulated the Remuneration Plan for the Supervisors for 2024, which is set out in Appendix III to this circular.

REPORT OF THE BOARD OF SUPERVISORS FOR 2023

An ordinary resolution will be proposed at the 2023 Annual General Meeting to approve the report of the Board of Supervisors for the year 2023. Please refer to the report of the Board of Supervisors as set out in the Company's annual report for the year 2023.

PROPOSED APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

Ms. Yao Lijie ("Ms. Yao") intends to resign as an independent non-executive Director of the fifth session of the Board, the chairman of the audit committee and nomination committee and a member of the remuneration committee due to her work arrangement with effect from the appointment of a new independent non-executive Director by way of an ordinary resolution by the Shareholders at the 2023 Annual General Meeting. Ms. Yao has confirmed that she has no disagreement with the Board and that she is not aware of any matter in relation to her resignation that needs to be brought to the attention of the Shareholders.

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The Board would like to express its sincere gratitude to Ms. Yao for her contribution to the development of the Company during her term of office.

In order to fill the vacancy resulting from the resignation of Ms. Yao and pursuant to the Company Law of the PRC and the Articles of Association, the Board of the Company proposes the appointment of Ms. Xu Hong (“**Ms. Xu**”) as an independent non-executive Director of the Company and if the above nomination is approved at the 2023 Annual General Meeting, Ms. Xu will also serve as the chairman of the audit committee and nomination committee and a member of the remuneration committee.

Ms. Xu has been nominated as a candidate for independent non-executive Director. Such nomination was considered and approved by the Nomination Committee on 27 May 2024 for consideration and election by the Shareholders at the 2023 Annual General Meeting.

Subject to the approval at the 2023 Annual General Meeting, Ms. Xu will enter into a service contract with the Company for a term until the end of the term of the fifth session of the Board, and can be re-elected at the Company’s general meeting. Ms. Xu will receive a director’s fee and remuneration of RMB100,000 per annum (before tax) for her directorship in the Company, which was determined with reference to his duties and responsibilities in the Company.

In considering and approving such nomination, the Nomination Committee has considered a comprehensive range of factors, such as the past performance of the candidate for independent non-executive Director, whether she meets the independence criteria set out in Rule 3.13 of the Listing Rules, and her background, skills, knowledge and experience having regard to the board diversity policy adopted by the Board. The board diversity policy sets out that the selection of Board candidates shall be based on a range of diversity perspectives with reference to the Company’s business model and specific needs, including but not limited to gender, age, cultural background and ethnicity, educational background, professional experience, skills, knowledge and length of service. Following the recommendation of the Nomination Committee, the Board has also assessed and evaluated the experience of Ms. Xu based on the nomination policy of the Company which was disclosed in the annual report of the Company for the year ended 31 December 2023. The Board believes that Ms. Xu has relatively strong expertise and extensive knowledge and experience in the areas of accounting and finance as well as previous work experience as an independent non-executive director in a number of listed companies which enable her to present objective, adequate and independent opinions and analysis on major business decisions of the Company. In addition, her educational background and practical experience allow her to provide valuable and relevant insights and contribute to the diversity of the Board. Ms. Xu does not hold directorships in seven or more listed companies and, therefore, she can devote sufficient time and attention to the Company’s affairs. The Board believes that the Company and the Shareholders as a whole will be able to benefit from Ms. Xu’s contribution. Ms. Xu has confirmed that (i) she meets the independence guidelines as set out in Rule 3.13 of the Listing Rules; (ii) she does not have any past or present financial or other interest in the business of the Company or its subsidiaries, nor is she related to any core connected persons (as defined in the Listing Rules) of the Company; and (iii) as at the Latest Practicable Date, there are no other factors

LETTER FROM THE BOARD

that may affect her independence. In view of the above, the Company is of the view that Ms. Xu meets the independence guidelines set out in Rule 3.13 of the Listing Rules and is independent in accordance with the terms of the guidelines and her appointment is in the interests of the Company and the Shareholders as a whole.

An ordinary resolution will be proposed at the 2023 Annual General Meeting in respect of the proposed appointment of Ms. Xu as a new independent non-executive Director. Upon approval of the appointment of Ms. Xu as an independent non-executive Director at the 2023 Annual General Meeting, Ms. Xu Hong will serve a term commencing from the date of the forthcoming 2023 Annual General Meeting of the Company and ending on the expiry of the term of the fifth session of the Board (i.e. the date of the annual general meeting of the Company for the year of 2025).

To enable the Shareholders to make an informed decision on the appointment of Ms. Xu as an independent non-executive Director, the biographical details of Ms. Xu, as required under Chapter 13 of the Hong Kong Listing Rules, are set out in the Appendix IV of this circular.

RE-APPOINTMENT OF AUDITORS (DOMESTIC AND OVERSEAS) AND INTERNAL CONTROL AUDITORS FOR 2024

An ordinary resolution will be proposed at the 2023 Annual General Meeting to consider and approve the re-appointment of WUYIGE Certified Public Accountants LLP (大信會計師事務所(特殊普通合夥)) as the auditors (domestic and overseas) and internal control auditor of the Company for 2024, from the date of the resolution of the Company's 2023 Annual General Meeting until the conclusion of the Company's 2024 annual general meeting, and that the Board be authorized to fix its remuneration.

GRANTING THE GENERAL MANDATE TO THE BOARD OF DIRECTORS TO REPURCHASE H SHARES

A special resolution will be proposed at the 2023 Annual General Meeting and the Class Meetings to consider and approve the proposal on granting the general mandate to the Board to repurchase H Shares of the Company.

It is proposed that a general mandate be granted to the Board to repurchase H Shares of the Company not exceeding 10% of its total number of the H Shares in issue (excluding treasury shares) when the Repurchase Mandate is approved at the 2023 Annual General Meeting and the Class Meetings 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 in the PRC when the Board believes that such repurchase is beneficial to the Company and the Shareholders as a whole.

LETTER FROM THE BOARD

It is proposed that the authorization granted to the Board by the 2023 Annual General Meeting and the Class Meetings includes 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, 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 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**”).

The Explanatory Statement of the Repurchase Mandate is set out in Appendix V to this circular, which contains further details of the Repurchase Mandate.

LETTER FROM THE BOARD

2023 ANNUAL GENERAL MEETING AND CLASS MEETING

The 2023 Annual General Meeting, A Shareholders' Class Meeting and H Shareholders' Class Meeting of the Company will be held at 2:00 p.m., immediately after the conclusion of the 2023 Annual General Meeting and immediately after the conclusion of the A Shareholders' Class Meeting, respectively, on Thursday, 27 June 2024 at No. 10 Xinmi Xi Er Road, Southern District of Tongzhou Economic Development Zone, Tongzhou, District, Beijing. The notice to convene the 2023 Annual General Meeting and notice to convene the H Shareholders' Class Meeting are published on Monday, 27 May 2024 and are set out on pages 48 to 51 and 52 to 55 of this circular respectively and the forms of proxy for use at the 2023 Annual General Meeting and H Shareholders' Class Meeting are also enclosed hereto.

In order to be qualified to attend and vote at the 2023 Annual General Meeting and the H Shareholders' Class 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 and the H Shareholders' Class Meeting.

The forms of proxy for use at the 2023 Annual General Meeting and H Shareholders' Class Meeting are published on the website of the Hong Kong Stock Exchange (<http://www.hkexnews.hk>) and the website of the Company (<http://www.clzd.com>) on Monday, 27 May 2024. If you intend to appoint a proxy to attend the 2023 Annual General Meeting and/or H Shareholders' Class Meeting, you are requested to complete and return the form of proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the 2023 Annual General Meeting and/or the H Shareholders' Class Meeting or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending the 2023 Annual General Meeting and/or the H Shareholders' Class Meeting and voting in person if you so wish.

As Mr. Shi Chunbao and Ms. Yue Shujun are controlling shareholders (as defined in the Listing Rules) and executive Directors of the Company, Mr. Shi Chunbao and Ms. Yue Shujun will abstain from voting on the relevant resolution in relation to the Remuneration Plan for the Directors for 2024. Save as mentioned above, as at the Latest Practicable Date, and to the best knowledge, belief and information of the Directors having made all reasonable enquiries, no Shareholder is required under the Listing Rules to abstain from voting on the proposed resolutions at the 2023 Annual General Meeting and the H Shareholders' Class Meeting.

LETTER FROM THE BOARD

PROCEDURES FOR VOTING AT THE 2023 ANNUAL GENERAL MEETING AND CLASS MEETING

According to Rule 13.39(4) of the Hong Kong Listing Rules, the vote of Shareholders at the 2023 Annual General Meeting will be taken by poll. Accordingly, all the resolutions could be taken by poll at the 2023 Annual General Meeting and the Class Meetings pursuant to the Articles of Association.

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

RECOMMENDATION

As Mr. Shi Chunbao and Ms. Yue Shujun are controlling shareholders (as defined in the Listing Rules) and executive Directors of the Company, Mr. Shi Chunbao and Ms. Yue Shujun have abstained from voting on the relevant Board resolution in relation to the Remuneration Plan for the Directors for 2024. Save as mentioned above, none of the Directors has any material interest in the resolutions to be proposed at the 2023 Annual General Meeting and the H Shareholders' Class Meeting. The Directors believe that the proposals mentioned above are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend that Shareholders vote in favour of the resolutions to be proposed at the 2023 Annual General Meeting and/or the Class Meetings as set out in the notices of the 2023 Annual General Meeting and/or the Class Meetings.

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

Beijing, the PRC
27 May 2024

* For identification purposes only

BEIJING CHUNLIZHENGDA MEDICAL INSTRUMENTS CO., LTD.*

REMUNERATION PLAN OF THE DIRECTORS FOR 2024

Dear Shareholders,

In accordance with the current economic environment, the regions of operations of the Company, industry and scale of the Company and with reference to remuneration of the industry, the Company has formulated the Remuneration Plan for the Directors for 2024.

i. Remuneration of executive Directors

Executive Directors are remunerated according to their performance appraisal in accordance with the specific management positions they hold in the Group and are no longer separately remunerated as Directors. The specific remuneration of the executive Directors will be considered by the Board.

ii. Remuneration of non-executive Directors (including independent non-executive Directors)

Non-executive Directors (including independent non-executive Directors), of which Mr. Wang Xin, a non-executive Director, Mr. Weng Jie and Ms. Yao Lijie, independent non-executive Directors, are remunerated at a fixed rate of RMB100,000/year (before tax) and Mr. Wong Tak Shing, an independent non-executive Director, is remunerated at a fixed rate of RMB175,800/year (before tax).

* For identification purposes only

BEIJING CHUNLIZHENGDA MEDICAL INSTRUMENTS CO., LTD.***2023 PERFORMANCE REPORT OF THE INDEPENDENT DIRECTORS****(Ge Changyin – stepped down on 29 June 2023)**

As the independent Director of Beijing Chunlizhengda Medical Instruments Co., Ltd. (hereinafter as the “Company”), during my tenure in the year 2023, I, Ge Changyin, with the attitude of being accountable to all shareholders, and in strict accordance with the laws, regulations and normative documents such as Company Law of the People’s Republic of China (the “Company Law”), the Securities Law of the People’s Republic of China (hereinafter as the “Securities Law”), Measures for the Administration of Independent Directors of Listed Companies, the Rules Governing the Listing of Stocks on the STAR Market of the Shanghai Stock Exchange, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, and the Articles of Association and the Working Systems for Independent Directors, performed my duties as independent directors diligently, exercise the rights conferred by the Company and shareholders prudently, to perform the supervisory functions of independent directors in a proactive manner, to facilitate the Company to operate under regulatory requirements, and to safeguard the interests of the Company and all shareholders, especially the legitimate interests of small and medium shareholders. My duty performance as Independent Directors during my tenure in 2023 is hereby reported as follows:

1. BASIC CIRCUMSTANCES OF INDEPENDENT DIRECTOR**(1) Circumstance of Independent Directors**

As of 31 December 2023, the fifth session of the Board of the Company comprises of eight directors, of which three are independent directors, accounts for more than one third of the number of director, and compiles with the requirements of laws and regulations.

(2) Personal Working Experiences, Professional Background and Condition of Part-time Jobs

Ge Changyin (葛長銀), male, born in June 1963, with Chinese nationality and has no right of abode overseas. Mr. Ge obtained a bachelor degree in industrial accounting from Anhui University of Finance and Economics (安徽財經大學). Mr. Ge has been a lecturer, an assistant professor and deputy professor at China Agricultural University College of Economics & Management since July 1986. He has been the independent director of Cofco Tunhe Sugar Co., Ltd (中糧屯河糖業股份有限公司) (stock code: 600737) from June 2014 to September 2020, the independent director of China Camc Engineering Co Ltd (中工國際工程股份有限公司) (stock code: 002051) from April 2015 to May 2021, and the independent director of Huawei Water Saving Technology Group Co., Ltd. since November 2020. Mr. Ge has been the Independent Director of the Company between June 2017 and June 2023. He officially stepped down as the Independent Director on 29 June 2023 as a result of holding the office for a consecutive six years, and Ms. Yao Lijie (姚立杰) was elected as the Independent Director of the fifth session of the Board of the Company after being considered at the General Meeting of the Company.

(3) Independence

As the Independent Director of the Company, apart from this position, I did not hold other position in the Company, my immediate family and key social connections are not working in the Company or its subsidiaries, and I am in no relationship with the Company and the substantial shareholders, directors, supervisors and senior management of the Company which interferes with my exercise of independent and objective judgment, have not been appointed in related enterprises of the Company, have met the requirements of independence in relevant laws and regulations such as the Rules for the Independent Directors of Listed Companies of CSRC, have adhered to objective and independent professional judgments in the performance of my duties, and safeguarded the interests of all shareholders, especially small and medium investors.

2. ANNUAL DUTY PERFORMANCE OF INDEPENDENT DIRECTORS**(1) Attendance at Meetings**

For the year 2023, the Company convened 5 general meetings, 14 board meetings, 5 meetings of the Audit Committee of the Board, 5 meetings of the Nomination Committee of the Board, 3 meetings of the Remuneration Committee of the Board and 2 meetings of the Strategy Committee in total. In 2023, I attended the general meetings, board meetings and meetings of special committees as follows:

Name of Independent Director	Number of General Meetings Attended	Number of Board Meeting Attended	Number of Meeting of the Audit Committee Attended	Number of Meeting of the Nomination Committee Attended	Number of Meeting of the Remuneration Committee Attended	Number of Meeting of the Strategy Committee Attended
Ge Changyin	2	8	3	2	1	/

During the reporting period, as the Independent Director of the Company, with the attitude of performing my duties diligently and faithfully, I attended the meetings and carefully reviewed the meeting materials provided by the Company, participated in the discussion of each proposal in an active manner, and utilized the advantages brought by my professional knowhow and working experience to the greatest extent, in order to propose reasonable opinion and suggestions, meanwhile to exercise the voting rights independently and objectively, and voted in favour for each proposal considered by the Board, and in the meantime expressed prior approval or explicit consent towards the matters which required opinion from Independent Directors.

(2) On-site inspection and the Company's cooperation with Independent Directors in their work

During the Reporting Period, I have an in-depth and comprehensive understanding on the operation and development of the Company through participate in meetings on-site, and through the communication on telephone, mail, etc. I maintained close contact with other directors, senior management and relevant personnel of the Company, and possess the daily operation and regulated operation, the financial condition and the execution of the resolution of the Board in a timely manner. During the Reporting Period, the relevant personnel of the Company provided active cooperation and the necessary working conditions and support for the independent directors.

3. KEY ISSUES OF CONCERN REGARDING ANNUAL DUTY PERFORMANCE OF INDEPENDENT NON-EXECUTIVE DIRECTORS

During the year, in accordance with the duty requirements of independent directors under the relevant laws, regulations and the regulatory system of the Company, I focused and reviewed a number of issues in different aspects of the Company, and provided objective and fair independent opinion, for the benefit of the continuous operation and long term development of the Company, and to safeguard the interests of the shareholders, and such opinion provided positive influence on strengthening the regulatory operation of the Board and the validity of the decision. The particulars are as follows:

(1) Related Party (Connected) Transactions

During the reporting period, the daily transactions between the Company and the related parties constituted normal business activities, which supported the Company's production, operation and sustainable development to a certain extent, and was conducive to the stability of the Company's normal operation. The Company and the related parties remain independent, and the Company's principal business will not rely on the related parties as a result of such transactions. The Company's daily connected transactions followed the principles of openness, fairness and impartiality, were negotiated and priced with reference to the market price, the prices are fair and will not harm the interests of the Company and all shareholders, especially small and medium shareholders. The transaction procedures are in compliance with laws and regulations and the Articles of Association.

(2) External Guarantees and Fund Occupation

During the reporting period, as the Independent Director of the Company, I have reviewed the Company's external guarantees. The Company strictly followed the Articles of Association and relevant regulations of the Company, and no external guarantees occurred during the reporting period. During the reporting period, there was no external guarantees and fund occupation of the Company.

(3) Use of Raised Proceeds

After the conclusion of my review, the utilization of proceeds raised by the Company does not affect the normal implementation of the investment projects related to the proceeds raised, and there were no covert changes in the intention of utilization of proceeds raised and harm the interests of the Company and all shareholders, especially small and medium shareholders. Such utilization aligned with the benefits of the development of the Company, and is favourable in enhancing the utilization efficiency of the proceeds of the Company, and the Company is thereby could acquire satisfactory investment returns, and is in the overall and long term interests of the shareholders.

(4) Nomination and Remuneration of Directors and Senior Management

During the Reporting Period, I expressed independent opinions for approval on the remuneration plan for the directors and senior management of the Company for 2023. I am of the view that the remuneration of the directors and senior management of the Company has fulfilled the approval procedures in accordance with the relevant provisions, taking into full consideration the operating conditions of the Company and the remuneration level in the industry, which is in line with the development stage of the Company and is conducive to the stable operation and development of the Company, and does not prejudice the interests of the Company and the Shareholders.

(5) Performance Bulletins

During the Reporting Period, the Company disclosed its annual preliminary results in accordance with the relevant requirements of the Rules Governing the Listing of Stocks on the STAR Market of the Shanghai Stock Exchange. The information disclosure was in compliance with the principles of truthfulness, accuracy, completeness, timeliness and fairness, and protected information rights and interests of investors.

(6) Engagement or Change of Accounting Firms

During the Reporting Period, I expressed independent opinions of prior approval and consent on the re-appointment of WUYIGE Certified Public Accountants LLP as the domestic and overseas audit institutions of the Company for 2023. I am of the view that WUYIGE Certified Public Accountants LLP possesses the relevant business qualifications, has extensive experience in audit business, and is capable of providing domestic and overseas audit-related services for the Company, without prejudice to the interests of the Company and its shareholders. The appointment procedures of the accounting firm are in compliance with the laws, regulations, regulatory documents and the Articles of Association.

(7) Cash Dividends and Other Investor Returns

On 30 March 2023, as considered and approved at the thirty-fifth meeting of the fourth session of the Board, based on the total share capital registered on the record date for the implementation of the equity distribution, the profit distribution plan is as follows: the Company intends to distribute cash dividends of RMB3.13 (tax inclusive) for every 10 shares to all shareholders. The total amount of cash dividends to be distributed is RMB120,056,900 (tax inclusive), accounting for 39.02% of the net profit attributable to the shareholders of the listed company in 2023. I believe that the 2023 annual profit distribution plan of the Company has fully considered various factors such as the Company's actual operating results, cash flow and capital needs, without prejudice to the interests of shareholders, and will not affect the normal operation and long-term development of the Company. The decision-making procedures, distribution criteria and proportion of the resolution are clear and well-defined, and are in compliance with the Articles of Association and relevant approval procedures.

(8) Implementation of Commitments Made by the Company and Its Shareholders

In 2023, we paid attention to the implementation of commitments made by the Company and the relevant shareholders of the Company in relation to the non-competition, standardisation of related (connected) transactions, lock-up of shares, etc. All of the above-mentioned covenantors strictly complied with the commitments, and there was no breach of such commitments.

(9) Implementation of Information Disclosure

During the reporting period, the Company provided investors with timely, accurate, true and complete information in strict accordance with the Rules Governing the Listing of Stocks on the STAR Market of the Shanghai Stock Exchange, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and other relevant regulations as well as the Company's regulations on disclosure of information. There were no false records, misleading statements or material omissions. The disclosure objectively and fairly reflected the current operating conditions of the Company, helped investors to keep abreast of the Company's conditions in a timely manner, and safeguarded the interests of all shareholders of the Company.

(10) Implementation of Internal Control

During the reporting period, I assessed the appropriateness of the Company's internal control system and communicated with the external auditors on the effectiveness of the Company's internal control system. I believe that the Company strictly implemented various laws, regulations, rules and internal management systems, and the general meeting, the Board, the Supervisory Committee and the management operated in a standardised manner, which effectively protected the legitimate rights and interests of the Company and its shareholders. The actual operation of the Company's internal control was in compliance with the requirements on the corporate governance standards for listed

companies issued by the CSRC, the Shanghai Stock Exchange and the Hong Kong Stock Exchange. There were no major deficiencies in internal control of financial reports or non-financial reports during the reporting period.

(11) Operation of the Board and Its Special Committees

There are four special committees under the Board of the Company: the Nomination Committee, the Audit Committee, the Remuneration Committee and the Strategy Committee. Independent non-executive directors in the Audit Committee, the Nomination Committee and the Remuneration Committee account for the majority and serve as the chairman. Please refer to “2. Annual Duty Performance of Independent Directors — (1) Attendance at Meetings” in this report for details of the convening of the meetings of the Board and special committees of the Company and the attendance at such meetings during the reporting period. During the reporting period, the convening and holding procedures of the meetings of the Board and its special committees were in compliance with the relevant laws and regulations and the Articles of Association. The notice of the meeting and the meeting materials were delivered in a timely manner. The contents of the resolutions were true, accurate and complete. The voting procedures and the voting results were legal and valid. The Board and the special committees of the Company carried out their work in accordance with the relevant provisions of the working rules, fulfilled their duties and responsibilities, and provided reasonable suggestions for the Company’s internal governance and production and operation, which effectively improved the level of scientific decision-making of the Company.

(12) Nomination of Directors

As I have been the Independent Director of the Company for a consecutive six years, and the tenure of the fourth session of the Board is ended, thus in accordance with the relevant requirement, during the reporting period I will not serve as the Independent Director of the Company and will not hold any relevant office in each of the special committee under the Board, the election of the Board of the Company was held. To ensure the normal operation of the Board of the Company, after the examination of eligibility by the Nomination Committee of the Board of the Company, the Company convened the thirty-fifth meeting of the fourth session of the Board on 30 March 2023, and the resolution on the election of Board of the Company and nomination of candidates for directors for fifth session of the Board of the Company was considered and approved at the meeting, in which it was agreed that Mr. Shi Chunbao, Ms. Yue Shujun, Ms. Shi Wenling, Mr. Xie Feng Bao and Mr. Wang Xin are being nominated as the candidates for the non-independent directors of the fifth session of the Board, and Mr. Weng Jie and Mr. Wong Tak Shing and Ms. Yao Lijie are being nominated as the candidates for the independent directors of the fifth session of the Board. The general meeting for the year 2022 was convened on 28 June 2023, in which the resolution on the election of Board of the Company and nomination of candidates for directors for fifth session of the Board of the Company was considered and approved was being considered and approved, and the above personnels were elected as the directors of the fifth session of the Board of the Company, the terms of which commenced from the date of consideration and approval at the general meeting of the Company, and ends on the date which the fifth session of the Board ends. The Independent Directors expressed explicit consent to the above matter.

4. OVERALL EVALUATION AND RECOMMENDATIONS

In 2023, the Company's directors, supervisors, senior management and related personnel have given strong support and cooperation to the me in performing my duties as the Independent Director, and I would like to express my sincere gratitude. As the Independent Director of the Company, I discharged my duties based on the principles of objectiveness, fairness and independence, with integrity and diligence, and in strict compliance with the relevant regulations such as the Company Law, the Securities Law, the Rules Governing the Listing of Stocks on the STAR Market of the Shanghai Stock Exchange, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, and the Articles of Association. I carefully reviewed various meeting proposals, financial reports and other documents submitted by the Company, participated in the decision-making of material matters of the Company, fully capitalized on the effectiveness of Independent Directors and safeguarded the interests of the Company and the legitimate rights of the shareholders (especially small and medium shareholders) as a whole.

Independent Director:

Ge Changyin

29 March 2024

BEIJING CHUNLIZHENGDA MEDICAL INSTRUMENTS CO., LTD.***2023 PERFORMANCE REPORT OF THE INDEPENDENT DIRECTORS****(Wong Tak Shing)**

As the independent Director of Beijing Chunlizhengda Medical Instruments Co., Ltd. (hereinafter as the “Company”), during 2023, I, Wong Tak Shing, with the attitude of being accountable to all shareholders, and in strict accordance with the laws, regulations and normative documents such as Company Law of the People’s Republic of China (the “Company Law”), the Securities Law of the People’s Republic of China (hereinafter as the “Securities Law”), Measures for the Administration of Independent Directors of Listed Companies, the Rules Governing the Listing of Stocks on the STAR Market of the Shanghai Stock Exchange, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, and the Articles of Association and the Working Systems for Independent Directors, performed my duties as independent directors diligently, exercise the rights conferred by the Company and shareholders prudently, to perform the supervisory functions of independent directors in a proactive manner, to facilitate the Company to operate under regulatory requirements, and to safeguard the interests of the Company and all shareholders, especially the legitimate interests of small and medium shareholders. My duty performance as Independent Directors during 2023 is hereby reported as follows:

1. BASIC CIRCUMSTANCES OF INDEPENDENT DIRECTOR**(1) Circumstance of Independent Directors**

As of 31 December 2023, the fifth session of the Board of the Company comprises of eight directors, of which three are independent directors, accounts for more than one third of the number of director, and complies with the requirements of laws and regulations.

(2) Personal Working Experiences, Professional Background and Condition of Part-time Jobs

Wong Tak Shing (黃德盛), male, born in October 1962, with the British nationality and permanent right of abode in Hong Kong. Obtained the bachelor’s degree of Business Economics and Accounting from the University of Southampton, U.K., and is currently an associate member of the Hong Kong Institute of Certified Public Accountants and an associate member of the CPA Australia. Worked for PriceWaterhouse and Deloitte Haskins & Sells between November 1985 and June 1989 successively, and has been the company secretary or senior management for Culturecom Holdings Limited, Asia Television Limited, TPL Publishing (HK) Ltd., Tidetime Sun (Group) Limited, SMI Publishing Group Limited, Palmpay China (Holdings) Limited, China Water Property Group Limited, Sun Innovation Holdings Limited, Global Energy Resources International Group Limited, Greentech Technology International Limited, China Digital Culture (Group) Limited and Pa Shun International Holdings Limited since January 1990 successively. Was appointed as the independent director of China Weaving Materials Holdings Limited (stock code:

3778) on 27 November 2023, and has been the independent director of Beijing Chunlizhengda Medical Instruments Co., Ltd. since September 2020.

(3) Independence

As the Independent Director of the Company, apart from this position, I did not hold other position in the Company, my immediate family and key social connections are not working in the Company or its subsidiaries, and I am in no relationship with the Company and the substantial shareholders, directors, supervisors and senior management of the Company which interferes with my exercise of independent and objective judgment, have not been appointed in related enterprises of the Company, have met the requirements of independence in relevant laws and regulations such as the Rules for the Independent Directors of Listed Companies of CSRC, have adhered to objective and independent professional judgments in the performance of my duties, and safeguarded the interests of all shareholders, especially small and medium investors.

2. ANNUAL DUTY PERFORMANCE OF INDEPENDENT DIRECTORS

(1) Attendance at Meetings

For the year 2023, the Company convened 5 general meetings, 14 board meetings, 5 meetings of the Audit Committee of the Board, 5 meetings of the Nomination Committee of the Board, 3 meetings of the Remuneration Committee of the Board and 2 meetings of the Strategy Committee in total. In 2023, I attended the general meetings, board meetings and meetings of special committees as follows:

Name of Independent Director	Number of General Meetings Attended	Number of Board Meeting Attended	Number of Meeting of the Audit Committee Attended	Number of Meeting of the Nomination Committee Attended	Number of Meeting of the Remuneration Committee Attended	Number of Meeting of the Strategy Committee Attended
Wong Tak Shing	5	14	5	/	/	/

During the reporting period, as the Independent Director of the Company, with the attitude of performing my duties diligently and faithfully, I attended the meetings and carefully reviewed the meeting materials provided by the Company, participated in the discussion of each proposal in an active manner, and utilized the advantages brought by my professional knowhow and working experience to the greatest extent, in order to propose reasonable opinion and suggestions, meanwhile to exercise the voting rights independently and objectively, and voted in favour for each proposal considered by the Board, and in the meantime expressed prior approval or explicit consent towards the matters which required opinion from Independent Directors.

(2) On-site inspection and the Company's cooperation with Independent Directors in their work

During the Reporting Period, I have an in-depth and comprehensive understanding on the operation and development of the Company through participate in meetings on-site, and through the communication on telephone, mail, etc. I maintained close contact with other directors, senior management and relevant personnel of the Company, and possess the daily operation and regulated operation, the financial condition and the execution of the resolution of the Board in a timely manner. During the Reporting Period, the relevant personnel of the Company provided active cooperation and the necessary working conditions and support for the independent directors.

3. KEY ISSUES OF CONCERN REGARDING ANNUAL DUTY PERFORMANCE OF INDEPENDENT NON-EXECUTIVE DIRECTORS

During the year, in accordance with the duty requirements of independent directors under the relevant laws, regulations and the regulatory system of the Company, I focused and reviewed a number of issues in different aspects of the Company, and provided objective and fair independent opinion, for the benefit of the continuous operation and long term development of the Company, and to safeguard the interests of the shareholders, and such opinion provided positive influence on strengthening the regulatory operation of the Board and the validity of the decision. The particulars are as follows:

(1) Related Party (Connected) Transactions

During the reporting period, the daily transactions between the Company and the related parties constituted normal business activities, which supported the Company's production, operation and sustainable development to a certain extent, and was conducive to the stability of the Company's normal operation. The Company and the related parties remain independent, and the Company's principal business will not rely on the related parties as a result of such transactions. The Company's daily connected transactions followed the principles of openness, fairness and impartiality, were negotiated and priced with reference to the market price, the prices are fair and will not harm the interests of the Company and all shareholders, especially small and medium shareholders. The transaction procedures are in compliance with laws and regulations and the Articles of Association.

(2) External Guarantees and Fund Occupation

During the reporting period, as the Independent Director of the Company, I have reviewed the Company's external guarantees. The Company strictly followed the Articles of Association and relevant regulations of the Company, and no external guarantees occurred during the reporting period. During the reporting period, there was no external guarantees and fund occupation of the Company.

(3) Use of Raised Proceeds

During the reporting period, the utilization of proceeds raised by the Company does not affect the normal implementation of the investment projects related to the proceeds raised, and there were no covert changes in the intention of utilization of proceeds raised and harm the interests of the Company and all shareholders, especially small and medium shareholders. Such utilization aligned with the benefits of the development of the Company, and is favourable in enhancing the utilization efficiency of the proceeds of the Company, and the Company is thereby could acquire satisfactory investment returns, and is in the overall and long term interests of the shareholders.

(4) Nomination and Remuneration of Directors and Senior Management

During the Reporting Period, I expressed independent opinions for approval on the remuneration plan for the directors and senior management of the Company for 2023. I am of the view that the remuneration of the directors and senior management of the Company has fulfilled the approval procedures in accordance with the relevant provisions, taking into full consideration the operating conditions of the Company and the remuneration level in the industry, which is in line with the development stage of the Company and is conducive to the stable operation and development of the Company, and does not prejudice the interests of the Company and the Shareholders.

(5) Performance Bulletins

During the Reporting Period, the Company disclosed its annual preliminary results in accordance with the relevant requirements of the Rules Governing the Listing of Stocks on the STAR Market of the Shanghai Stock Exchange. The information disclosure was in compliance with the principles of truthfulness, accuracy, completeness, timeliness and fairness, and protected information rights and interests of investors.

(6) Engagement or Change of Accounting Firms

During the Reporting Period, I expressed independent opinions of prior approval and consent on the re-appointment of WUYIGE Certified Public Accountants LLP as the domestic and overseas audit institutions of the Company for 2023. I am of the view that WUYIGE Certified Public Accountants LLP possesses the relevant business qualifications, has extensive experience in audit business, and is capable of providing domestic and overseas audit-related services for the Company, without prejudice to the interests of the Company and its shareholders. The appointment procedures of the accounting firm are in compliance with the laws, regulations, regulatory documents and the Articles of Association.

(7) Cash Dividends and Other Investor Returns

On 30 March 2023, as considered and approved at the thirty-fifth meeting of the fourth session of the Board, based on the total share capital registered on the record date for the implementation of the equity distribution, the profit distribution plan is as follows: the Company distributes cash dividends of RMB3.13 (tax inclusive) for every 10 shares to all shareholders. The total amount of cash dividends to be distributed is RMB120,056,900 (tax inclusive), accounting for 39.02% of the net profit attributable to the shareholders of the listed company in 2023. I believe that the 2023 annual profit distribution plan of the Company has fully considered various factors such as the Company's actual operating results, cash flow and capital needs, without prejudice to the interests of shareholders, and will not affect the normal operation and long-term development of the Company. The decision-making procedures, distribution criteria and proportion of the resolution are clear and well-defined, and are in compliance with the Articles of Association and relevant approval procedures.

(8) Implementation of Commitments Made by the Company and Its Shareholders

During the reporting period, we paid attention to the implementation of commitments made by the Company and the relevant shareholders of the Company in relation to the non-competition, standardisation of related (connected) transactions, lock-up of shares, etc. All of the above-mentioned covenants strictly complied with the commitments, and there was no breach of such commitments.

(9) Implementation of Information Disclosure

During the reporting period, the Company provided investors with timely, accurate, true and complete information in strict accordance with the Rules Governing the Listing of Stocks on the STAR Market of the Shanghai Stock Exchange, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and other relevant regulations as well as the Company's regulations on disclosure of information. There were no false records, misleading statements or material omissions. The disclosure objectively and fairly reflected the current operating conditions of the Company, helped investors to keep abreast of the Company's conditions in a timely manner, and safeguarded the interests of all shareholders of the Company.

(10) Implementation of Internal Control

During the reporting period, I assessed the appropriateness of the Company's internal control system and communicated with the external auditors on the effectiveness of the Company's internal control system. I believe that the Company strictly implemented various laws, regulations, rules and internal management systems, and the general meeting, the Board, the Supervisory Committee and the management operated in a standardised manner, which effectively protected the legitimate rights and interests of the Company and its shareholders. The actual operation of the Company's internal control was in compliance with the requirements on the corporate governance standards for listed

companies issued by the CSRC, the Shanghai Stock Exchange and the Hong Kong Stock Exchange. There were no major deficiencies in internal control of financial reports or non-financial reports during the reporting period.

(11) Operation of the Board and Its Special Committees

There are four special committees under the Board of the Company: the Nomination Committee, the Audit Committee, the Remuneration Committee and the Strategy Committee. Independent non-executive directors in the Audit Committee, the Nomination Committee and the Remuneration Committee account for the majority and serve as the chairman. Please refer to “2. Annual Duty Performance of Independent Directors — (1) Attendance at Meetings” in this report for details of the convening of the meetings of the Board and special committees of the Company and the attendance at such meetings during the reporting period. During the reporting period, the convening and holding procedures of the meetings of the Board and its special committees were in compliance with the relevant laws and regulations and the Articles of Association. The notice of the meeting and the meeting materials were delivered in a timely manner. The contents of the resolutions were true, accurate and complete. The voting procedures and the voting results were legal and valid. The Board and the special committees of the Company carried out their work in accordance with the relevant provisions of the working rules, fulfilled their duties and responsibilities, and provided reasonable suggestions for the Company’s internal governance and production and operation, which effectively improved the level of scientific decision-making of the Company.

(12) Nomination of Directors

As Mr. Ge Changyin, the independent director of the Company, has been the Independent Director of the Company for a consecutive six years, and the tenure of the fourth session of the Board is ended, thus in accordance with the relevant requirement, during the reporting period, Mr. Ge Changyin will not serve as the Independent Director of the Company and will not hold any relevant office in each of the special committee under the Board, the election of the Board of the Company was held. To ensure the normal operation of the Board of the Company, after the examination of eligibility by the Nomination Committee of the Board of the Company, the Company convened the thirty-fifth meeting of the fourth session of the Board on 30 March 2023, and the resolution on the election of Board of the Company and nomination of candidates for directors for fifth session of the Board of the Company was considered and approved at the meeting, in which it was agreed that Mr. Shi Chunbao, Ms. Yue Shujun, Ms. Shi Wenling, Mr. Xie Feng Bao and Mr. Wang Xin are being nominated as the candidates for the non-independent directors of the fifth session of the Board, and Mr. Weng Jie and Mr. Wong Tak Shing and Ms. Yao Lijie are being nominated as the candidates for the independent directors of the fifth session of the Board. The general meeting for the year 2022 was convened on 28 June 2023, in which the resolution on the election of Board of the Company and nomination of candidates for directors for fifth session of the Board of the Company was considered and approved was being considered and approved, and the above personnels were elected as the directors of the fifth session of the Board of the Company, the terms of which commenced from the date of consideration and approval at the general meeting of the

Company, and ends on the date which the fifth session of the Board ends. The Independent Directors expressed explicit consent to the above matter.

4. OVERALL EVALUATION AND RECOMMENDATIONS

In 2023, the Company's directors, supervisors, senior management and related personnel have given strong support and cooperation to the me in performing my duties as the Independent Director, and I would like to express my sincere gratitude. As the Independent Director of the Company, I discharged my duties based on the principles of objectiveness, fairness and independence, with integrity and diligence, and in strict compliance with the relevant regulations such as the Company Law, the Securities Law, the Rules Governing the Listing of Stocks on the STAR Market of the Shanghai Stock Exchange, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, and the Articles of Association. I carefully reviewed various meeting proposals, financial reports and other documents submitted by the Company, participated in the decision-making of material matters of the Company, fully capitalized on the effectiveness of Independent Directors and safeguarded the interests of the Company and the legitimate rights of the shareholders (especially small and medium shareholders) as a whole.

In 2024, I will continue to uphold the principle of integrity, diligence, and being accountable to the Company and all Shareholders in accordance with the requirements of relevant laws and regulations and the Articles of Association, continue to strengthen the communication with the Company's Directors, Supervisors and management, making full use of my professional knowledge and experience to provide more constructive opinions and recommendations for the Company, to facilitate the regulated operation and sustainable, stable and healthy development of the Company together, and to safeguard the overall interests of the Company and the legitimate rights and interests of all shareholders, especially the small and medium shareholders.

Independent Director:
Wong Tak Shing
29 March 2024

BEIJING CHUNLIZHENGDA MEDICAL INSTRUMENTS CO., LTD.*

2023 PERFORMANCE REPORT OF THE INDEPENDENT DIRECTORS

(Weng Jie)

As the independent Director of Beijing Chunlizhengda Medical Instruments Co., Ltd. (hereinafter as the “Company”), during 2023, I, Weng Jie, with the attitude of being accountable to all shareholders, and in strict accordance with the laws, regulations and normative documents such as Company Law of the People’s Republic of China (the “Company Law”), the Securities Law of the People’s Republic of China (hereinafter as the “Securities Law”), Measures for the Administration of Independent Directors of Listed Companies, the Rules Governing the Listing of Stocks on the STAR Market of the Shanghai Stock Exchange, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, and the Articles of Association and the Working Systems for Independent Directors, performed my duties as independent directors diligently, exercise the rights conferred by the Company and shareholders prudently, to perform the supervisory functions of independent directors in a proactive manner, to facilitate the Company to operate under regulatory requirements, and to safeguard the interests of the Company and all shareholders, especially the legitimate interests of small and medium shareholders. My duty performance as Independent Directors during 2023 is hereby reported as follows:

1. BASIC CIRCUMSTANCES OF INDEPENDENT DIRECTOR**(1) Circumstance of Independent Directors**

As of 31 December 2023, the fifth session of the Board of the Company comprises of eight directors, of which three are independent directors, accounts for more than one third of the number of director, and complies with the requirements of laws and regulations.

(2) Personal Working Experiences, Professional Background and Condition of Part-time Jobs

Weng Jie (翁杰), male, born in November 1962, with the Chinese nationality and no permanent right of abode overseas. Obtained the bachelor degree and master degree in solid-state physics (固體物理) from Sichuan University (四川大學) and doctorate degree in biomedical engineering from Leiden University, Netherlands. Has been the professor, doctoral tutor, and published more than 310 SCI Journal articles, and has been awarded the Second Prize of the State Scientific and Technological Progress. Mr. Wen has also been included in “the century talent project of Ministry of Education”, and has been the “professional of the State Council Special Allowance” and “leader of academy and technology of Sichuan Province”. Mr. Wen has also been awarded the life-long honour title of “Fellow” from The International Union of Societies for Biomaterials Science and Engineering, and is the fellow of the first session of Chinese Society for Biomaterials. Mr. Wen has been the teaching assistant, lecturer and deputy professor at the Analytic Test Centre and Materials Science Technology Research Institute of Sichuan University

between July 1983 and January 1996, and was the deputy professor and professor of Biomaterials Engineering Research Centre of Sichuan University between January 1996 and February 2002, during which he was a research fellow at the School of Mechanical and Manufacturing at the Nanyang Technological University (南洋理工大學) between July 1999 and March 2001, and was an associate research fellow at the Department of Materials Engineering at Queen's University, Canada, from March 2001 to December 2001. Since March 2002, Mr. Weng has been the professor, doctoral tutor of Southwest Jiaotong University (西南交通大學), during which he was the associate dean of the School of Materials Science and Engineering of Southwest Jiaotong University between June 2003 and July 2013, and the associate dean of the Faculty of Medicine at the same university between September 2014 and October 2020. Mr. Weng is the independent director of the Company since June 2020.

(3) Independence

As the Independent Director of the Company, apart from this position, I did not hold other position in the Company, my immediate family and key social connections are not working in the Company or its subsidiaries, and I am in no relationship with the Company and the substantial shareholders, directors, supervisors and senior management of the Company which interferes with my exercise of independent and objective judgment, have not been appointed in related enterprises of the Company, have met the requirements of independence in relevant laws and regulations such as the Rules for the Independent Directors of Listed Companies of CSRC, have adhered to objective and independent professional judgments in the performance of my duties, and safeguarded the interests of all shareholders, especially small and medium investors.

2. ANNUAL DUTY PERFORMANCE OF INDEPENDENT DIRECTORS

(1) Attendance at Meetings

For the year 2023, the Company convened 5 general meetings, 14 board meetings, 5 meetings of the Audit Committee of the Board, 5 meetings of the Nomination Committee of the Board, 3 meetings of the Remuneration Committee of the Board and 2 meetings of the Strategy Committee in total. In 2023, I attended the general meetings, board meetings and meetings of special committees as follows:

Name of Independent Director	Number of General Meetings Attended	Number of Board Meeting Attended	Number of Meeting of the Audit Committee Attended	Number of Meeting of the Nomination Committee Attended	Number of Meeting of the Remuneration Committee Attended	Number of Meeting of the Strategy Committee Attended
Weng Jie	5	14	5	5	3	/

During the reporting period, as the Independent Director of the Company, with the attitude of performing my duties diligently and faithfully, I attended the meetings and carefully reviewed the meeting materials provided by the Company, participated in the discussion of each proposal in an active manner, and utilized the advantages brought by my professional knowhow and working experience to the greatest extent, in order to propose reasonable opinion and suggestions, meanwhile to exercise the voting rights independently and objectively, and voted in favour for each proposal considered by the Board, and in the meantime expressed prior approval or explicit consent towards the matters which required opinion from Independent Directors.

(2) On-site inspection and the Company's cooperation with Independent Directors in their work

During the Reporting Period, I have an in-depth and comprehensive understanding on the operation and development of the Company through participate in meetings on-site, and through the communication on telephone, mail, etc. I maintained close contact with other directors, senior management and relevant personnel of the Company, and possess the daily operation and regulated operation, the financial condition and the execution of the resolution of the Board in a timely manner. During the Reporting Period, the relevant personnel of the Company provided active cooperation and the necessary working conditions and support for the independent directors.

3. KEY ISSUES OF CONCERN REGARDING ANNUAL DUTY PERFORMANCE OF INDEPENDENT NON-EXECUTIVE DIRECTORS

During the year, in accordance with the duty requirements of independent directors under the relevant laws, regulations and the regulatory system of the Company, I focused and reviewed a number of issues in different aspects of the Company, and provided objective and fair independent opinion, for the benefit of the continuous operation and long term development of the Company, and to safeguard the interests of the shareholders, and such opinion provided positive influence on strengthening the regulatory operation of the Board and the validity of the decision. The particulars are as follows:

(1) Related Party (Connected) Transactions

During the reporting period, the daily transactions between the Company and the related parties constituted normal business activities, which supported the Company's production, operation and sustainable development to a certain extent, and was conducive to the stability of the Company's normal operation. The Company and the related parties remain independent, and the Company's principal business will not rely on the related parties as a result of such transactions. The Company's daily connected transactions followed the principles of openness, fairness and impartiality, were negotiated and priced with reference to the market price, the prices are fair and will not harm the interests of the Company and all shareholders, especially small and medium shareholders. The transaction procedures are in compliance with laws and regulations and the Articles of Association.

(2) External Guarantees and Fund Occupation

During the reporting period, as the Independent Director of the Company, I have reviewed the Company's external guarantees. The Company strictly followed the Articles of Association and relevant regulations of the Company, and no external guarantees occurred during the reporting period. During the reporting period, there was no external guarantees and fund occupation of the Company.

(3) Use of Raised Proceeds

During the reporting period, the utilization of proceeds raised by the Company does not affect the normal implementation of the investment projects related to the proceeds raised, and there were no covert changes in the intention of utilization of proceeds raised and harm the interests of the Company and all shareholders, especially small and medium shareholders. Such utilization aligned with the benefits of the development of the Company, and is favourable in enhancing the utilization efficiency of the proceeds of the Company, and the Company is thereby could acquire satisfactory investment returns, and is in the overall and long term interests of the shareholders.

(4) Nomination and Remuneration of Directors and Senior Management

During the Reporting Period, I expressed independent opinions for approval on the remuneration plan for the directors and senior management of the Company for 2023. I am of the view that the remuneration of the directors and senior management of the Company has fulfilled the approval procedures in accordance with the relevant provisions, taking into full consideration the operating conditions of the Company and the remuneration level in the industry, which is in line with the development stage of the Company and is conducive to the stable operation and development of the Company, and does not prejudice the interests of the Company and the Shareholders.

(5) Performance Bulletins

During the Reporting Period, the Company disclosed its annual preliminary results in accordance with the relevant requirements of the Rules Governing the Listing of Stocks on the STAR Market of the Shanghai Stock Exchange. The information disclosure was in compliance with the principles of truthfulness, accuracy, completeness, timeliness and fairness, and protected information rights and interests of investors.

(6) Engagement or Change of Accounting Firms

During the Reporting Period, I expressed independent opinions of prior approval and consent on the re-appointment of WUYIGE Certified Public Accountants LLP as the domestic and overseas audit institutions of the Company for 2023. I am of the view that WUYIGE Certified Public Accountants LLP possesses the relevant business qualifications, has extensive experience in audit business, and is capable of providing domestic and overseas audit-related services for the Company, without prejudice to the interests of the

Company and its shareholders. The appointment procedures of the accounting firm are in compliance with the laws, regulations, regulatory documents and the Articles of Association.

(7) Cash Dividends and Other Investor Returns

On 30 March 2023, as considered and approved at the thirty-fifth meeting of the fourth session of the Board, based on the total share capital registered on the record date for the implementation of the equity distribution, the profit distribution plan is as follows: the Company distributes cash dividends of RMB3.13 (tax inclusive) for every 10 shares to all shareholders. The total amount of cash dividends to be distributed is RMB120,056,900 (tax inclusive), accounting for 39.02% of the net profit attributable to the shareholders of the listed company in 2023. I believe that the 2023 annual profit distribution plan of the Company has fully considered various factors such as the Company's actual operating results, cash flow and capital needs, without prejudice to the interests of shareholders, and will not affect the normal operation and long-term development of the Company. The decision-making procedures, distribution criteria and proportion of the resolution are clear and well-defined, and are in compliance with the Articles of Association and relevant approval procedures.

(8) Implementation of Commitments Made by the Company and Its Shareholders

During the reporting period, we paid attention to the implementation of commitments made by the Company and the relevant shareholders of the Company in relation to the non-competition, standardisation of related (connected) transactions, lock-up of shares, etc. All of the above-mentioned covenants strictly complied with the commitments, and there was no breach of such commitments.

(9) Implementation of Information Disclosure

During the reporting period, the Company provided investors with timely, accurate, true and complete information in strict accordance with the Rules Governing the Listing of Stocks on the STAR Market of the Shanghai Stock Exchange, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and other relevant regulations as well as the Company's regulations on disclosure of information. There were no false records, misleading statements or material omissions. The disclosure objectively and fairly reflected the current operating conditions of the Company, helped investors to keep abreast of the Company's conditions in a timely manner, and safeguarded the interests of all shareholders of the Company.

(10) Implementation of Internal Control

During the reporting period, I assessed the appropriateness of the Company's internal control system and communicated with the external auditors on the effectiveness of the Company's internal control system. I believe that the Company strictly implemented various laws, regulations, rules and internal management systems, and the general meeting, the Board, the Supervisory Committee and the management operated in

a standardised manner, which effectively protected the legitimate rights and interests of the Company and its shareholders. The actual operation of the Company's internal control was in compliance with the requirements on the corporate governance standards for listed companies issued by the CSRC, the Shanghai Stock Exchange and the Hong Kong Stock Exchange. There were no major deficiencies in internal control of financial reports or non-financial reports during the reporting period.

(11) Operation of the Board and Its Special Committees

There are four special committees under the Board of the Company: the Nomination Committee, the Audit Committee, the Remuneration Committee and the Strategy Committee. Independent non-executive directors in the Audit Committee, the Nomination Committee and the Remuneration Committee account for the majority and serve as the chairman. Please refer to "2. Annual Duty Performance of Independent Directors — (1) Attendance at Meetings" in this report for details of the convening of the meetings of the Board and special committees of the Company and the attendance at such meetings during the reporting period. During the reporting period, the convening and holding procedures of the meetings of the Board and its special committees were in compliance with the relevant laws and regulations and the Articles of Association. The notice of the meeting and the meeting materials were delivered in a timely manner. The contents of the resolutions were true, accurate and complete. The voting procedures and the voting results were legal and valid. The Board and the special committees of the Company carried out their work in accordance with the relevant provisions of the working rules, fulfilled their duties and responsibilities, and provided reasonable suggestions for the Company's internal governance and production and operation, which effectively improved the level of scientific decision-making of the Company.

(12) Nomination of Directors

As Mr. Ge Changyin, the independent director of the Company, has been the Independent Director of the Company for a consecutive six years, and the tenure of the fourth session of the Board is ended, thus in accordance with the relevant requirement, during the reporting period, Mr. Ge Changyin will not serve as the Independent Director of the Company and will not hold any relevant office in each of the special committee under the Board, the election of the Board of the Company was held. To ensure the normal operation of the Board of the Company, after the examination of eligibility by the Nomination Committee of the Board of the Company, the Company convened the thirty-fifth meeting of the fourth session of the Board on 30 March 2023, and the resolution on the election of Board of the Company and nomination of candidates for directors for fifth session of the Board of the Company was considered and approved at the meeting, in which it was agreed that Mr. Shi Chunbao, Ms. Yue Shujun, Ms. Shi Wenling, Mr. Xie Feng Bao and Mr. Wang Xin are being nominated as the candidates for the non-independent directors of the fifth session of the Board, and Mr. Weng Jie and Mr. Wong Tak Shing and Ms. Yao Lijie are being nominated as the candidates for the independent directors of the fifth session of the Board. The general meeting for the year 2022 was convened on 28 June 2023, in which the resolution on the election of Board of the Company and nomination of candidates for directors for fifth session of the Board of the Company was considered and

approved was being considered and approved, and the above personnels were elected as the directors of the fifth session of the Board of the Company, the terms of which commenced from the date of consideration and approval at the general meeting of the Company, and ends on the date which the fifth session of the Board ends. The Independent Directors expressed explicit consent to the above matter.

4. OVERALL EVALUATION AND RECOMMENDATIONS

In 2023, the Company's directors, supervisors, senior management and related personnel have given strong support and cooperation to the me in performing my duties as the Independent Director, and I would like to express my sincere gratitude. As the Independent Director of the Company, I discharged my duties based on the principles of objectiveness, fairness and independence, with integrity and diligence, and in strict compliance with the relevant regulations such as the Company Law, the Securities Law, the Rules Governing the Listing of Stocks on the STAR Market of the Shanghai Stock Exchange, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, and the Articles of Association. I carefully reviewed various meeting proposals, financial reports and other documents submitted by the Company, participated in the decision-making of material matters of the Company, fully capitalized on the effectiveness of Independent Directors and safeguarded the interests of the Company and the legitimate rights of the shareholders (especially small and medium shareholders) as a whole.

In 2024, I will continue to uphold the principle of integrity, diligence, and being accountable to the Company and all Shareholders in accordance with the requirements of relevant laws and regulations and the Articles of Association, continue to strengthen the communication with the Company's Directors, Supervisors and management, making full use of my professional knowledge and experience to provide more constructive opinions and recommendations for the Company, to facilitate the regulated operation and sustainable, stable and healthy development of the Company together, and to safeguard the overall interests of the Company and the legitimate rights and interests of all shareholders, especially the small and medium shareholders.

Independent Director:
Weng Jie
29 March 2024

BEIJING CHUNLIZHENGDA MEDICAL INSTRUMENTS CO., LTD.*

2023 PERFORMANCE REPORT OF THE INDEPENDENT DIRECTORS

(Yao Lijie)

As the independent Director of Beijing Chunlizhengda Medical Instruments Co., Ltd. (hereinafter as the “Company”), during my tenure in 2023, I, Yao Lijie, with the attitude of being accountable to all shareholders, and in strict accordance with the laws, regulations and normative documents such as Company Law of the People’s Republic of China (the “Company Law”), the Securities Law of the People’s Republic of China (hereinafter as the “Securities Law”), Measures for the Administration of Independent Directors of Listed Companies, the Rules Governing the Listing of Stocks on the STAR Market of the Shanghai Stock Exchange, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, and the Articles of Association and the Working Systems for Independent Directors, performed my duties as independent directors diligently, exercise the rights conferred by the Company and shareholders prudently, to perform the supervisory functions of independent directors in a proactive manner, to facilitate the Company to operate under regulatory requirements, and to safeguard the interests of the Company and all shareholders, especially the legitimate interests of small and medium shareholders. My duty performance as Independent Directors during my tenure in 2023 is hereby reported as follows:

1. BASIC CIRCUMSTANCES OF INDEPENDENT DIRECTOR**(1) Circumstance of Independent Directors**

As of 31 December 2023, the fifth session of the Board of the Company comprises of eight directors, of which three are independent directors, accounts for more than one third of the number of director, and complies with the requirements of laws and regulations.

(2) Personal Working Experiences, Professional Background and Condition of Part-time Jobs

Yao Lijie (姚立杰), female, with the Chinese nationality, born in 1981, with a doctoral degree. She is a National high-end accounting talent, national tax leading talent, international high-end accounting talent, deputy secretary general of China Pharmaceutical Accounting Society (中醫藥會計學會), deputy secretary general of Beijing Industrial Economics Society (北京產業經濟學會) and director of China Taxation Institute (中國稅務學會). Ms. Yao has been a professor at the School of Accounting of Beijing Jiaotong University since 2009. Has been an independent director of Jiangsu Bao Xin Technology Co., Ltd. (江蘇寶馨科技股份有限公司) (002514) since January 2021 and an independent director of LongShine Technology Group Co., Ltd. (朗新科技集團股份有限公司) (300682) since December 2022. Has been an independent Director of the Company since 29 June 2023.

During the reporting period, the Company convened the thirty-fifth meeting of the fourth session of the Board on 30 March 2023, and the resolution on the election of the fourth session of the Board of the Company and nomination of candidates of director for fifth session of the Board of the Company was considered and approved at the meeting, in which in accordance with the recommendation of the Nomination Committee of the Board, I, Ms. Yao Lijie was being nominated as the candidate for independent director for the fifth session of the Board, and in which Ms. Yao Lijie is the candidate for independent director who possesses the professional accounting qualification. The resolution has been considered at the 2022 Annual General Meeting, details of which are set out in the Announcement of Election of the Board and Board of Supervisors disclosed on the the website of Shanghai Stock Exchange on 31 March 2023, and the Announcement of Resolutions of the 2022 Annual General Meeting and the First General Meeting for the shareholders of A Share 2023 disclosed on the website of Shanghai Stock Exchange on 29 June 2023.

(3) Independence

As the Independent Director of the Company, apart from this position, I did not hold other position in the Company, my immediate family and key social connections are not working in the Company or its subsidiaries, and I am in no relationship with the Company and the substantial shareholders, directors, supervisors and senior management of the Company which interferes with my exercise of independent and objective judgment, have not been appointed in related enterprises of the Company, have met the requirements of independence in relevant laws and regulations such as the Rules for the Independent Directors of Listed Companies of CSRC, have adhered to objective and independent professional judgments in the performance of my duties, and safeguarded the interests of all shareholders, especially small and medium investors.

2. ANNUAL DUTY PERFORMANCE OF INDEPENDENT DIRECTORS

(1) Attendance at Meetings

For the year 2023, the Company convened 5 general meetings, 14 board meetings, 5 meetings of the Audit Committee of the Board, 5 meetings of the Nomination Committee of the Board, 3 meetings of the Remuneration Committee of the Board and 2 meetings of the Strategy Committee in total. In 2023, I attended the general meetings, board meetings and meetings of special committees in person as follows:

Name of Independent Director	Number of General Meetings Attended	Number of Board Meeting Attended	Number of Meeting of the Audit Committee Attended	Number of Meeting of the Nomination Committee Attended	Number of Meeting of the Remuneration Committee Attended	Number of Meeting of the Strategy Committee Attended
Yao Lijie	3	6	2	3	2	/

During the reporting period, as the Independent Director of the Company, with the attitude of performing my duties diligently and faithfully, I attended the meetings and carefully reviewed the meeting materials provided by the Company, participated in the discussion of each proposal in an active manner, and utilized the advantages brought by my professional knowhow and working experience to the greatest extent, in order to propose reasonable opinion and suggestions, meanwhile to exercise the voting rights independently and objectively, and voted in favour for each proposal considered by the Board, and in the meantime expressed prior approval or explicit consent towards the matters which required opinion from Independent Directors.

(2) On-site inspection and the Company's cooperation with Independent Directors in their work

During the Reporting Period, I have an in-depth and comprehensive understanding on the operation and development of the Company through participate in meetings on-site, and through the communication on telephone, mail, etc. I maintained close contact with other directors, senior management and relevant personnel of the Company, and possess the daily operation and regulated operation, the financial condition and the execution of the resolution of the Board in a timely manner. During the Reporting Period, the relevant personnel of the Company provided active cooperation and the necessary working conditions and support for the independent directors.

3. KEY ISSUES OF CONCERN REGARDING ANNUAL DUTY PERFORMANCE OF INDEPENDENT NON-EXECUTIVE DIRECTORS

During the year, in accordance with the duty requirements of independent directors under the relevant laws, regulations and the regulatory system of the Company, I focused and reviewed a number of issues in different aspects of the Company, and provided objective and fair independent opinion, for the benefit of the continuous operation and long term development of the Company, and to safeguard the interests of the shareholders, and such opinion provided positive influence on strengthening the regulatory operation of the Board and the validity of the decision. The particulars are as follows:

(1) Related Party (Connected) Transactions

During the reporting period, the daily transactions between the Company and the related parties constituted normal business activities, which supported the Company's production, operation and sustainable development to a certain extent, and was conducive to the stability of the Company's normal operation. The Company and the related parties remain independent, and the Company's principal business will not rely on the related parties as a result of such transactions. The Company's daily connected transactions followed the principles of openness, fairness and impartiality, were negotiated and priced with reference to the market price, the prices are fair and will not harm the interests of the Company and all shareholders, especially small and medium shareholders. The transaction procedures are in compliance with laws and regulations and the Articles of Association.

(2) External Guarantees and Fund Occupation

During the reporting period, as the Independent Director of the Company, I have reviewed the Company's external guarantees. The Company strictly followed the Articles of Association and relevant regulations of the Company, and no external guarantees occurred during the reporting period. During the reporting period, there was no external guarantees and fund occupation of the Company.

(3) Use of Raised Proceeds

During the reporting period, the utilization of proceeds raised by the Company does not affect the normal implementation of the investment projects related to the proceeds raised, and there were no covert changes in the intention of utilization of proceeds raised and harm the interests of the Company and all shareholders, especially small and medium shareholders. Such utilization aligned with the benefits of the development of the Company, and is favourable in enhancing the utilization efficiency of the proceeds of the Company, and the Company is thereby could acquire satisfactory investment returns, and is in the overall and long term interests of the shareholders.

(4) Performance Bulletins

During the Reporting Period, the Company disclosed its annual preliminary results in accordance with the relevant requirements of the Rules Governing the Listing of Stocks on the STAR Market of the Shanghai Stock Exchange. The information disclosure was in compliance with the principles of truthfulness, accuracy, completeness, timeliness and fairness, and protected information rights and interests of investors.

(5) Implementation of Commitments Made by the Company and Its Shareholders

During the reporting period, we paid attention to the implementation of commitments made by the Company and the relevant shareholders of the Company in relation to the non-competition, standardisation of related (connected) transactions, lock-up of shares, etc. All of the above-mentioned covenants strictly complied with the commitments, and there was no breach of such commitments.

(6) Implementation of Information Disclosure

During the reporting period, the Company provided investors with timely, accurate, true and complete information in strict accordance with the Rules Governing the Listing of Stocks on the STAR Market of the Shanghai Stock Exchange, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and other relevant regulations as well as the Company's regulations on disclosure of information. There were no false records, misleading statements or material omissions. The disclosure objectively and fairly reflected the current operating conditions of the Company, helped investors to keep abreast of the Company's conditions in a timely manner, and safeguarded the interests of all shareholders of the Company.

(7) Implementation of Internal Control

During the reporting period, I assessed the appropriateness of the Company's internal control system and communicated with the external auditors on the effectiveness of the Company's internal control system. I believe that the Company strictly implemented various laws, regulations, rules and internal management systems, and the general meeting, the Board, the Supervisory Committee and the management operated in a standardised manner, which effectively protected the legitimate rights and interests of the Company and its shareholders. The actual operation of the Company's internal control was in compliance with the requirements on the corporate governance standards for listed companies issued by the CSRC, the Shanghai Stock Exchange and the Hong Kong Stock Exchange. There were no major deficiencies in internal control of financial reports or non-financial reports during the reporting period.

(8) Operation of the Board and Its Special Committees

There are four special committees under the Board of the Company: the Nomination Committee, the Audit Committee, the Remuneration Committee and the Strategy Committee. Independent non-executive directors in the Audit Committee, the Nomination Committee and the Remuneration Committee account for the majority and serve as the chairman. Please refer to "2. Annual Duty Performance of Independent Directors — (1) Attendance at Meetings" in this report for details of the convening of the meetings of the Board and special committees of the Company and the attendance at such meetings during the reporting period. During the reporting period, the convening and holding procedures of the meetings of the Board and its special committees were in compliance with the relevant laws and regulations and the Articles of Association. The notice of the meeting and the meeting materials were delivered in a timely manner. The contents of the resolutions were true, accurate and complete. The voting procedures and the voting results were legal and valid. The Board and the special committees of the Company carried out their work in accordance with the relevant provisions of the working rules, fulfilled their duties and responsibilities, and provided reasonable suggestions for the Company's internal governance and production and operation, which effectively improved the level of scientific decision-making of the Company.

4. OVERALL EVALUATION AND RECOMMENDATIONS

In 2023, the Company's directors, supervisors, senior management and related personnel have given strong support and cooperation to the me in performing my duties as the Independent Director, and I would like to express my sincere gratitude. As the Independent Director of the Company, I discharged my duties based on the principles of objectiveness, fairness and independence, with integrity and diligence, and in strict compliance with the relevant regulations such as the Company Law, the Securities Law, the Rules Governing the Listing of Stocks on the STAR Market of the Shanghai Stock Exchange, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, and the Articles of Association. I carefully reviewed various meeting proposals, financial reports and other documents submitted by the Company, participated

in the decision-making of material matters of the Company, fully capitalized on the effectiveness of Independent Directors and safeguarded the interests of the Company and the legitimate rights of the shareholders (especially small and medium shareholders) as a whole.

In 2024, I will continue to uphold the principle of integrity, diligence, and being accountable to the Company and all Shareholders in accordance with the requirements of relevant laws and regulations and the Articles of Association, continue to strengthen the communication with the Company's Directors, Supervisors and management, making full use of my professional knowledge and experience to provide more constructive opinions and recommendations for the Company, to facilitate the regulated operation and sustainable, stable and healthy development of the Company together, and to safeguard the overall interests of the Company and the legitimate rights and interests of all shareholders, especially the small and medium shareholders.

Independent Director:
Yao Lijie
29 March 2024

BEIJING CHUNLIZHENGDA MEDICAL INSTRUMENTS CO., LTD.*

REMUNERATION PLAN OF THE SUPERVISORS FOR 2024

Dear Shareholders,

According to the relevant laws and regulations, requirements of regulatory documents, and the Articles of Association, together with the remuneration levels of the operation industries and regions of the Company, the annual operating condition and job responsibilities, employee Supervisors are no longer separately remunerated as Supervisors and will be remunerated according to the performance of the Company, service agreements entered into with the Company and annual individual assessment.

The Remuneration Plan of the Supervisors for 2024 has been considered and adopted at the sixth meeting of the fifth session of the Board of Supervisors on 28 March 2024.

* For identification purposes only

The following is the personal biography of the independent non-executive Director candidate who was nominated to appoint at the 2023 Annual General Meeting:

Independent Non-executive Director

Ms. Xu Hong (徐泓), aged 69, obtain the qualification as a Certified Public Accountant granted by the Chinese Institute of Certified Public Accountants in February 1999 and worked at Zhongsheng Certified Public Accountants Co., Ltd. (中盛會計師事務所有限責任公司) from 1999, the principal business activities of which are the provision of audit and consulting services. In May 2005, she obtained the qualification as a Certified Tax Agent from the Registered Taxation Administration Center of Xinjiang Uygur Autonomous Region (新疆維吾爾族自治區註冊稅務管理中心). Ms. Xu has been a teacher at the Department of Accounting at the School of Business at Renmin University of China (中國人民大學) since 1990 and then a professor at that university since 1999. Ms. Xu obtained a degree of bachelor of Economics and a degree of master in Economics from Beijing College of Finance and Trade (北京財貿學院) and Beijing College of Economics (北京經濟學院) (now known as Capital University of Economics and Business (首都經濟貿易大學)) in July 1983 and November 1986, respectively. Ms. Xu completed a training course for independent directors of public companies jointly held by the CSRC and the School of Economics and Management of Tsinghua University (清華大學) in May 2002. As at the Latest Practicable Date, Ms. Xu is an independent Director of Tianjin Keyvia Electric Co., Ltd. (天津凱發電氣股份有限公司) (stock code: 300407), a company listed on the Shenzhen Stock Exchange and mainly engaged in research and development, production, sales and technical services of railway power supply and urban rail transit automation equipment and systems. She was also the independent Director of Beijing Science Sun Pharmaceutical Co., Ltd. (北京賽升藥業股份有限公司) (stock code: 300485) from February 2018 to January 2024, a company listed on the Shenzhen Stock Exchange and mainly engaged in research and development, production and sales of injections.

Ms. Xu confirms that, save as disclosed above, (i) she did not hold any other directorships in any other listed public companies in the last three years; (ii) she has no relationship with any directors, supervisors, senior management, substantial shareholders or controlling shareholders of the Company; and (iii) she has no interest in the shares of the Company within the meaning of Part XV of the SFO. Save as disclosed above, the Company considers that there is no information which is discloseable nor is/was any of the above persons involved in any of the matters required to be disclosed pursuant to any of the requirements of the provisions under Rule 13.51(2) of the Listing Rules, and there is no other matters relating to the nominations of the above persons that need to be brought to the attention of the Shareholders.

In accordance with the Hong Kong Listing Rules, this appendix serves as an explanatory statement to provide you with information reasonably necessary to enable you to make an informed decision on whether to vote for or against the special resolution to be proposed at the 2023 Annual General Meeting, the A Shareholders Class Meeting and the H Shareholders Class Meeting for the grant of the Repurchase Mandate to the Directors.

Reasons for Repurchase of H Shares

The Directors believe that the flexibility afforded by the Repurchase Mandate would be beneficial to and in the best interest of the Company and its Shareholders. Such repurchases of the H Shares may, depending on market conditions and funding arrangements at such time, lead to an enhancement of the net asset value per Share and/or earnings per Share of the Company. Such repurchases of the H Shares will only be made when the Directors believe that it will benefit the Company and its Shareholders as a whole.

Share Capital

As at the Latest Practicable Date, the total issued capital of the Company was RMB383,568,500, comprising 95,140,500 H Shares with a par value of RMB1.00 each and 288,428,000 A Shares with a par value of RMB1.00 each and the Company did not have any treasury shares.

Exercise of Repurchase Mandate

Subject to the passing of the relevant special resolution set out in the notices of the 2023 Annual General Meeting and the Class Meetings, respectively, the Board will be granted the Repurchase Mandate until 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**”). The exercise of the Repurchase Mandate is subject to relevant approval(s) of and/or filings with relevant regulatory authorities as required by the laws, rules and regulations of the PRC being obtained and/or carried out.

The exercise in full of the Repurchase Mandate (on the basis of 95,140,500 H Shares in issue as at the Latest Practicable Date and no H Shares will be allotted and issued or repurchased by the Company on or prior to the date of the 2023 Annual General Meeting and the Class Meetings and the Company does not have any treasury shares) would result in a maximum of 9,514,050 H Shares being repurchased by the Company during the Relevant Period, being the maximum of 10% of the total number of the H Shares in issue (excluding treasury shares) as at the date of passing the relevant special resolution at the 2023 Annual General Meeting and the Class Meetings.

Funding of Repurchase

In repurchasing its H Shares, the Company intends to apply funds from the Company's internal resources (which may include capital common reserve funds and distributable profits) legally available for such purpose in accordance with the Articles of Association and the applicable laws, rules and regulations of the PRC.

The Directors consider that there may not be a material adverse impact on the working capital or on the gearing position of the Company (as compared with the position disclosed in the latest published audited accounts contained in the financial report of the Company for the year ended 31 December 2023) in the event that the Repurchase Mandate is to be exercised in full at any time during the proposed repurchase period.

Prices of H Share

The highest and lowest prices at which the H Shares have been trading on the Hong Kong Stock Exchange during the 12 calendar months preceding the Latest Practicable Date were as follows:

Month	Highest <i>HK\$</i>	Lowest <i>HK\$</i>
2023		
May	16.66	14.62
June	15.74	12.80
July	15.14	11.58
August	14.38	12.02
September	14.74	11.24
October	14.64	12.68
November	13.72	11.30
December	12.56	8.53
2024		
January	10.34	8.32
February	10.26	9.15
March	11.86	9.06
April	12.42	10.86
May (up to the Latest Practicable Date)	12.42	10.04

Shares Repurchased by the Company

No repurchase of Shares has been made by the Company during the six months prior to the Latest Practicable Date (whether on the Stock Exchange or other stock exchanges).

Directors' Confirmation and General Information

The Directors confirm that, so far as the same may be applicable, they will exercise the powers of the Company to make repurchases pursuant to the proposed special resolution to approve the Repurchase Mandate in accordance with the Hong Kong Listing Rules and the applicable laws, rules and regulations of the PRC.

None of the Directors nor, to the best of their knowledge, having made all reasonable enquiries, any of their close associates (as defined in the Hong Kong Listing Rules) presently intends to sell H Shares to the Company in the event that the Repurchase Mandate is approved by the Shareholders at the 2023 Annual General Meeting and the Class Meetings, and the conditions (if any) to which the Repurchase Mandate is subject are fulfilled.

The Company has not been notified by any core connected persons (as defined in the Hong Kong Listing Rules) of the Company that they have a present intention to sell any H Shares to the Company, or that they have undertaken not to sell any H Shares held by them to the Company in the event that the Repurchase Mandate is approved by the Shareholders at the 2023 Annual General Meeting and the Class Meetings and the conditions (if any) to which the Repurchase Mandate is subject are fulfilled. The Directors have confirmed that neither the explanatory statement set out in Appendix V to this circular nor the proposed share repurchase has unusual features.

Takeovers Code and Public Float Requirement

If as a result of a share repurchase by the Company, a substantial Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purpose of Rule 32 of the Codes on Takeovers Code. Accordingly, a Shareholder, or a group of Shareholders acting in concert could obtain or consolidate control of the Company or become obligated to make a mandatory offer in accordance with Rules 26 and 32 of the Takeovers Code.

As at the Latest Practicable Date, to the best knowledge and belief of the Directors, Mr. Shi Chunbao ("**Mr. Shi**") and Ms. Yue Shujun ("**Ms. Yue**") were deemed to be interested in 209,133,335 A Shares and 1,155,250 H Shares (as defined in part XV of the SFO), representing approximately 54.82% of the Company's total issued capital. Mr. Shi holds 113,685,435 A Shares and 1,155,250 H Shares as the beneficial owner. Mr. Shi, as the spouse of Ms. Yue, was deemed to be interested in 95,447,900 A Shares in the Company under the SFO. Ms. Yue holds 95,447,900 A Shares as the beneficial owner. Ms. Yue, as the spouse of Mr. Shi, was deemed to be interested in 113,685,435 A Shares and 1,155,250 H Shares in the Company under the SFO. In the event that the Directors fully exercise their Repurchase Mandate, the total interests held by Mr. Shi and Ms. Yue in the Company's total issued capital will increase to approximately 56.22%, assuming that the A Shares held by Mr. Shi and Ms. Yue as at the Latest Practicable Date remain unchanged and there is no other change to the issued share capital of the Company, and such increase would not give rise to an obligation to make a mandatory general offer under the Takeovers Code. Save as aforesaid, the Directors are not aware of any consequences which would arise under the Takeovers Code as a result of any repurchase of Shares pursuant to the Repurchase Mandate.

Assuming that no Shares are issued between the Last Practicable Date and the repurchase date, the exercise of the Repurchase Mandate in whole or in part will not result in the public float being less than 25% of the Company's shares or other minimum shareholding percentage as required by the Hong Kong Stock Exchange. The Directors do not intend to make share repurchase on the Hong Kong Stock Exchange if such repurchase would result in failure to comply with the requirements under Rule 8.08 of the Hong Kong Listing Rules.

Status of Repurchased Shares

Under the existing Listing Rules, the Company is required to cancel any H Shares purchased by the Company as soon as reasonably practicable following such purchase. The Board notes that with effect from June 11, 2024, the Listing Rules will be amended (the "Amendments to the Listing Rules") to remove the requirement to cancel repurchased shares and to adopt a framework to govern the resale of treasury shares. In view of the changes to the Listing Rules, after the Amendments to the Listing Rules have come into effect, if the Company purchases any H Shares pursuant to the Repurchase Mandate, the Company will either (i) cancel the H Shares repurchased and reduce the Company's registered capital by an amount equivalent to the aggregate nominal value of the H Shares so cancelled, and/or (ii) hold such H Shares in treasury, subject to market conditions and the Company's capital management needs at the relevant time any repurchases of H Shares are made. If the Company holds any H Shares in treasury, any sale or transfer of H Shares in treasury will be made in accordance with the Listing Rules and applicable laws and regulations of the PRC.

NOTICE OF 2023 ANNUAL GENERAL MEETING

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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

NOTICE OF 2023 ANNUAL GENERAL MEETING

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;

NOTICE OF 2023 ANNUAL GENERAL MEETING

- (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.

NOTICE OF 2023 ANNUAL GENERAL MEETING

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/>).

NOTICE OF THE H SHAREHOLDERS' CLASS MEETING

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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 H SHAREHOLDERS' CLASS MEETING

Notice is hereby given that a class meeting of the holders of H shares (the “**H Shareholders’ Class Meeting**”) of Beijing Chunlizhengda Medical Instruments Co., Ltd.* (the “**Company**”) will be held at 2:00 p.m. (or the time immediately after the conclusion of the annual general meeting for the year 2023 (the “**2023 Annual General Meeting**”) and the class meeting of A shareholders of the Company held on the same date as indicated hereunder) on Thursday, 27 June 2024 or any adjournment thereof 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 resolution:

As special resolution

1. 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 as of the date when the repurchase mandate is approved at the 2023 Annual General Meeting and the H Shareholders’ Class Meeting 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;

NOTICE OF THE H SHAREHOLDERS' CLASS MEETING

- (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, 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.

NOTICE OF THE H SHAREHOLDERS' CLASS MEETING

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.

NOTICE OF THE H SHAREHOLDERS' CLASS MEETING

Notes:

1. REGISTRATION OF MEMBERS

In order to be qualified to attend and vote at the H Shareholders' Class 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.

H Shareholders 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 H Shareholders' Class Meeting.

2. APPOINTMENT OF PROXY

Any H Shareholder entitled to attend and vote at the H Shareholders' Class 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 H Shareholder of the Company.

The instrument to appoint a proxy shall be in writing and signed by the H Shareholder or of his/her attorney duly authorised in writing or, if the H 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 H 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, not less than 24 hours before the time appointed for holding the H Shareholders' Class Meeting or its adjourned meeting (as the case may be). Completion and return of the proxy form shall not preclude H Shareholders from attending and voting in person at the H Shareholders' Class Meeting.

3. CONTACT INFORMATION OF THE COMPANY

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

4. PROCEDURES OF VOTING AT THE H SHAREHOLDERS' CLASS MEETING

An H Shareholder or his/her/its proxy may exercise the right to vote by poll.

5. OTHERS

The H Shareholders' Class Meeting is expected to take place immediately after the 2023 Annual General Meeting and the class meeting of the holders of A Shares of the Company.

H Shareholders attending the H Shareholders' Class 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 H Shareholders' Class Meeting.