



MicroPort NeuroTech Limited

微創腦科學有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2172)

FORM OF PROXY FOR THE ANNUAL GENERAL MEETING TO BE HELD ON WEDNESDAY, 26 JUNE 2024

Number of shares to which this form of proxy relates ^(Note 1)	
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I/We ^(Note 2) _____
of _____
being the registered holder(s) of shares in the issued share capital of MicroPort NeuroTech Limited (the “Company”) hereby appoint the Chairman of the meeting ^(Note 3) or _____
of _____ as my/our proxy to attend, act and vote for me/us and on my/our behalf as directed below at the annual general meeting (the “AGM”) of the Company to be held at 1601 Zhangdong Road, Zhangjiang Hi-Tech Park, Shanghai 201203, the People’s Republic of China on Wednesday, 26 June 2024 at 10:00 a.m. (and at any adjournment thereof).

Please tick (“✓”) the appropriate boxes to indicate how you wish your vote(s) to be cast ^(Note 4).

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To receive and consider the audited consolidated financial statements of the Company and the reports of the directors and auditors for the year ended 31 December 2023.		
2.	To declare and approve a final dividend of HK\$0.11 per share in the capital of the Company for the year ended 31 December 2023 by way of a scrip dividend scheme with an option to elect to receive wholly or partly by an allotment and issue of shares credited as fully paid in lieu of cash payment.		
3. (a).	To re-elect Dr. Chang Zhaohua as non-executive director of the Company (the “Director”).		
3. (b).	To re-elect Mr. Sun Qingwei as non-executive Director.		
3. (c).	To re-elect Mr. Wang Yiqun Bruce as executive Director.		
3. (d).	To re-elect Mr. Wang Lin as non-executive Director.		
3. (e).	To appoint Mr. Fan Xin as independent non-executive Director.		
3. (f).	To authorize the board of directors of the Company (the “Board”) to fix the respective Directors’ remuneration.		
4.	To re-appoint KPMG and KPMG Huazhen LLP as auditors and to authorize the Board to fix their remuneration.		
5.	To give a general mandate to the Directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company (excluding treasury shares) as at the date of passing of this resolution.		
6.	To give a general mandate to the Directors to issue, allot and deal with additional shares of the Company (including any sale or transfer of treasury shares out of treasury) not exceeding 20% of the total number of issued shares of the Company (excluding treasury shares) as at the date of passing of this resolution.		
7.	To extend the general mandate granted to the Directors to issue, allot and deal with additional shares in the capital of the Company (including any sale or transfer of treasury shares out of treasury) by the aggregate number of the shares repurchased by the Company.		
SPECIAL RESOLUTIONS		FOR	AGAINST
8.	To approve the change of the English name of the Company from “MicroPort NeuroTech Limited” to “MicroPort NeuroScientific Corporation”.		
9.	To approve and adopt the third amended and restated memorandum of association and articles of association of the Company.		

Date: _____ 2024

Signature(s) ^(Note 5) _____

Notes:

1. Please insert the number of shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
2. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
3. If any proxy other than the Chairman of the meeting is preferred, please strike out the words “the Chairman of the meeting” and insert the name and address of the proxy desired in the space provided. Any shareholder of the Company entitled to attend and vote at the meeting is entitled to appoint more than one proxy to attend and on a poll, vote instead of him. A proxy need not be a shareholder of the Company.
In the case of a poll, every shareholder present in person or by proxy shall be entitled to one vote for each share held by him.
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK (“✓”) THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK (“✓”) THE BOX MARKED “AGAINST”.** If no direction is given, your proxy will vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the AGM other than those referred to in the notice convening the AGM.
5. This form of proxy must be signed by you or your attorney duly authorized in writing. In case of a corporation, the same must be either under its common seal or under the hand of an officer or attorney so authorized. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
6. In case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of votes of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand in the Register of Members of the Company.
7. In order to be valid, this form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a certified copy thereof, must be deposited at the Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not later than 10:00 a.m. on 24 June 2024 (Monday) (Hong Kong time).
8. Completion and delivery of the form of proxy will not preclude you from attending and voting at the meeting if you so wish.
9. Holders of treasury shares, if any, have no voting rights at the general meeting(s) of the Company.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy’s (or proxies’) name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the meeting of the Company (the “**Purposes**”). We may transfer your and your proxy’s (or proxies’) name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy’s (or proxies’) name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. You/your proxy (or proxies) has/have the right to request access to and/or correction of the relevant personal data in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to Computershare Hong Kong Investor Services Limited at the above address.