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Zylox-Tonbridge Medical Technology Co., Ltd.

歸創通橋醫療科技股份有限公司

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

(Stock Code: 2190)

POLL RESULTS OF THE 2023 ANNUAL GENERAL MEETING

Reference is made to the circular (the “**Circular**”) of Zylox-Tonbridge Medical Technology Co., Ltd. (the “**Company**”) dated May 14, 2024. Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board wishes to announce that the AGM was convened and held at Meeting Room 202, 2nd Floor, Zylox-Tonbridge Industrial Park, No. 270 Shuyun Road, Cangqian Street, Yuhang District, Hangzhou, Zhejiang, the PRC on Thursday, June 6, 2024, and all resolutions proposed at the AGM were duly passed.

As at the date of the AGM, the total number of Shares in issue was 332,401,001 (including 7,781,257 Domestic Shares and 324,619,744 H Shares). The total number of Shares entitling the holders to attend and vote on the resolutions at the AGM was 330,182,001 (including 7,781,257 Domestic Shares and 322,400,744 H Shares, as the Company has repurchased 2,219,000 H Shares which have not yet been cancelled, and such H Shares have no voting rights and are not included in the total number of Shares entitling the holders to attend and vote at the AGM).

Save as disclosed above and to the best knowledge, information and belief of the Directors: (1) no Shareholders were required under the Listing Rules to abstain from voting on any of the resolutions; (2) there were no Shares entitling the holders thereof to attend the AGM and abstain from voting in favor of any of the resolutions under Rule 13.40 of the Listing Rules; and (3) no Shareholders have indicated in the Circular that they intend to vote against or to abstain from voting on any of the resolutions.

Tricor Investor Services Limited, the Company’s H share registrar, acted as the scrutineer for the vote-taking at the AGM. The convening of the AGM was in compliance with the Company Law of the People’s Republic of China and the Articles of Association.

Dr. Jonathon Zhong Zhao and Mr. Yang Xie, both being executive Directors, attended the AGM in person; while Dr. Zheng Li, an executive Director; Mr. Stephen Hui Wang, Dr. Steven Dasong Wang and Mr. Dongfang Li, all being non-executive Directors; and Dr. Jian Ji, Mr. Hongze Liang and Ms. Yun Qiu, all being independent non-executive Directors, attended the AGM by electronics means.

I. CONVENING OF THE AGM

The number of Shareholders and proxies of Shareholders attending the AGM was 3. Shareholders and proxies of Shareholders who attended the AGM held a total of 226,045,722 Shares with voting rights (including 7,781,257 Domestic Shares and 218,264,465 H Shares), representing approximately 68.46% of the total number of Shares with voting rights.

II. POLL RESULTS OF THE AGM

The poll results in respect of the resolutions proposed at the AGM were as follows:

Ordinary Resolutions		Number of votes (%)	
		For	Against
1.	To consider and approve the resolution on the 2023 report of the Board.	226,045,722 (100.00%)	0 (0.00%)
2.	To consider and approve the resolution on the 2023 report of the Supervisory Committee.	226,045,722 (100.00%)	0 (0.00%)
3.	To consider and adopt the resolution on the 2023 financial auditing report.	226,045,722 (100.00%)	0 (0.00%)
4.	To consider and approve the 2023 profit distribution plan.	226,045,722 (100.00%)	0 (0.00%)
5.	To consider and approve the re-appointment of PricewaterhouseCoopers as the external auditor of the Company for 2024 with a term of one year, and authorize the Board to determine the specific matters, including but not limited to their remunerations, in relation to such appointment.	226,045,722 (100.00%)	0 (0.00%)
6.	To consider and approve the re-election and appointment of the following Directors of the second session of the Board		
6.1	the re-election of Dr. Jonathon Zhong Zhao as an executive Director.	191,592,310 (84.76%)	34,453,412 (15.24%)

Ordinary Resolutions		Number of votes (%)	
		For	Against
6.2	the re-election of Mr. Yang Xie as an executive Director.	194,092,120 (85.86%)	31,953,602 (14.14%)
6.3	the re-election of Dr. Zheng Li as an executive Director.	194,092,120 (85.86%)	31,953,602 (14.14%)
6.4	the re-election of Mr. Stephen Hui Wang as a non-executive Director.	192,314,120 (85.08%)	33,731,602 (14.92%)
6.5	the re-election of Mr. Dongfang Li as a non-executive Director.	192,314,120 (85.08%)	33,731,602 (14.92%)
6.6	the re-election of Dr. Steven Dasong Wang as a non-executive Director.	192,314,120 (85.08%)	33,731,602 (14.92%)
6.7	the re-election of Dr. Jian Ji as an independent non-executive Director.	223,620,722 (98.93%)	2,425,000 (1.07%)
6.8	the re-election of Ms. Yun Qiu as an independent non-executive Director.	223,960,165 (99.08%)	2,085,557 (0.92%)
6.9	the election of Dr. Xiang Qian as an independent non-executive Director.	226,045,722 (100.00%)	0 (0.00%)
7.	To consider and approve the re-election and appointment of Mr. Tao Liu as the shareholders' representative Supervisor of the second session of the Supervisory Committee.	198,838,130 (87.96%)	27,207,592 (12.04%)
8.	To authorize the Board to fix the remuneration of the Directors.	219,515,495 (97.11%)	6,530,227 (2.89%)
9.	To authorize the Supervisory Committee to determine the remuneration of the Supervisors.	219,515,495 (97.11%)	6,530,227 (2.89%)
10.	To authorize the Board and/or its authorized person(s) to handle matters pertaining to the Pre-IPO Share Option Scheme and the Proposed Allotment with full authority.	224,639,911 (99.38%)	1,405,811 (0.62%)

As more than half of the votes from the Shareholders (including their proxies) attending the AGM were cast in favor of the resolutions numbered 1 to 10 above, these resolutions were duly passed.

Special Resolutions		Number of votes (%)	
		For	Against
11.	To consider and approve the resolution on the grant of a general mandate to the Board to issue or otherwise deal with ordinary Shares.	175,786,870 (77.77%)	50,258,852 (22.23%)
12.	To consider and approve the resolution on the grant of a general mandate to the Board to repurchase H Shares.	226,045,722 (100.00%)	0 (0.00%)
13.	To consider and approve the resolution on the proposed reduction of the Registered Capital.	226,045,722 (100.00%)	0 (0.00%)
14.	To consider and approve the proposed amendments to the Articles of the Association as set out in Appendix V to the circular of the Company dated May 14, 2024, and to authorise the Directors to deal with on behalf of the Company the relevant application(s), approval(s), registration(s), filing(s) and other related procedures or issues and to make further amendment(s) (where necessary) pursuant to the requirements of the relevant governmental and/or regulatory authorities arising therefrom.	226,045,722 (100.00%)	0 (0.00%)

As more than two-thirds of the votes from the Shareholders (including their proxies) attending the AGM were cast in favor of the resolutions numbered 11 to 14 above, these resolutions were duly passed.

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

Hong Kong, June 6, 2024

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