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Suzhou Basecare Medical Corporation Limited

蘇州貝康醫療股份有限公司

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

(Stock Code: 2170)

**(1) PROPOSED RE-ELECTION OF EXECUTIVE DIRECTOR
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AMENDMENTS TO THE ARTICLES OF ASSOCIATION
AND
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1. PROPOSED RE-ELECTION OF EXECUTIVE DIRECTOR

Reference is made to the announcement of Suzhou Basecare Medical Corporation Limited (the “**Company**”) dated August 29, 2024 in relation to the appointment of Ms. JIANG Junchao (姜雋超) (“**Ms. Jiang**”) as an executive Director for a term ending at the Company’s subsequent general meeting.

The board (the “**Board**”) of directors (the “**Directors**”) of the Company hereby announces that it has considered and approved the re-election of Ms. Jiang as an executive Director for a term commencing from the date of the 2025 first extraordinary general meeting of the Company (the “**EGM**”) and expiring on the conclusion of the second session of the Board (i.e., August 9, 2026).

The biographical details of Ms. Jiang are set out below:

Ms. JIANG Junchao (姜雋超), aged 44, joined our Group as the director of human resources in January 2021 and is mainly responsible for overseeing the human resources management of the Group. She has been an executive Director since August 29, 2024. From July 2002 to June 2006, Ms. Jiang served as a human resource manager in several entities of Walmart China, including (i) Walmart Business Consulting (Shenzhen) Co., Ltd., (ii) Shenzhen Walmart Pearl River Store Co., Ltd., and (iii) Walmart SZITIC Stores Co. Ltd. From March 2008 to November 2011, Ms. Jiang served as the organizational development manager of Coca-Cola (Heilongjiang) Beverage Company Limited (可口可樂(黑龍江)飲料有限公司) (currently known as COFCO Coca-Cola Beverages (Heilongjiang) Limited (中糧可口可樂飲料(黑龍江)有限公司)). From April 2012 to July 2015, Ms. Jiang served as a human resources business partner (HRBP) manager of John Deere (Harbin) Agriculture Machinery Co. Ltd. (約翰迪爾(哈爾濱)農業機械有限公司). From September 2015 to February 2016, Ms. Jiang served as a training and development & organizational effectiveness manager of Mondelez Food (Suzhou) Co. Ltd. (億滋食品(蘇州)有限公司). From August 2016 to February 2018, Ms. Jiang served as a human resources business partner (HRBP) manager and a training & development manager of Suzhou Bidi Medical Devices Co, Ltd. (蘇州碧迪醫療器械有限公司). From March 2018 to December 2020, Ms. Jiang served as a human resources business partner (HRBP) manager of Bidi Medical Devices (Shanghai) Co, Ltd. (碧迪醫療器械(上海)有限公司). Ms. Jiang graduated from Heilongjiang University and obtained a bachelor of laws degree, majoring in sociology, in the PRC in July 2002.

As of the date of this announcement, Ms. Jiang holds approximately 1.55% partnership interests as a limited partner in Suzhou Basecare Investment Management Enterprise (Limited Partnership) (蘇州貝康投資管理企業(有限合夥)) (a limited partnership through which, certain former employees, employees and advisors of the Group are indirectly beneficially interested in approximately 13.19% of the equity interests in the Company as of the same date), representing an indirect interest of approximately 0.20% of the Company's total share capital.

As of the date of this announcement, save as disclosed above, Ms. Jiang has confirmed that she: (i) does not hold any position in the Company or any other subsidiaries of the Company, nor did she hold any directorship or supervisory position in any other listed companies in Hong Kong or overseas in the last three years; (ii) does not have any relationship with any Directors, supervisors, senior management or substantial shareholders (as defined in the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”)) of the Company; and (iii) does not have any interests in the shares or underlying shares of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”).

Save as disclosed herein, there is no other information to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules and there are no other matters in connection with the appointment of Ms. Jiang that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”) and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

If Ms. Jiang is re-elected as an executive Director at the EGM, the Company will enter into a service agreement with Ms. Jiang in relation to her appointment as an executive Director for a term commencing from the date of approval of her appointment at the EGM and expiring on the conclusion of the second session of the Board (i.e., August 9, 2026). This term of office is terminable by either party serving on the other not less than three months’ written notice, and subject to retirement by rotation and re-appointment in accordance with the Articles of Association and the Listing Rules. Ms. Jiang will not receive any director’s fee or remuneration for serving as an executive Director from the Company.

2. RESIGNATION OF NON-EXECUTIVE DIRECTOR AND PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The Board also announces that, Mr. XU Wenbo (徐文博) (“**Mr. Xu**”) has tendered his resignation as a non-executive Director with effect from December 30, 2024 in order to focus on his other personal commitments.

Mr. Xu confirms that there is no disagreement with the Board and the Company, and there is no other matter relating to his resignation that needs to be brought to the attention of the Stock Exchange or the Shareholders.

The Board would like to take this opportunity to express its appreciation to Mr. Xu for the valuable contribution during his term of service.

The Board is pleased to announce that Mr. ZHAO Ye (趙業) (“**Mr. Zhao**”) has been nominated as a non-executive Director to fill the casual vacancy due to the resignation of Mr. Xu. The appointment of Mr. Zhao as a non-executive Director will be proposed for consideration and, if thought fit, approval by the Shareholders at the EGM. Biographical details of Mr. Zhao are set out as follows:

Mr. ZHAO Ye (趙業), aged 34, has been serving as an executive director of the investment department of Beijing Bohua Capital Co., Ltd. (北京博華資本有限公司) since July 2019. From November 2018 to July 2019, he served as the investment director of Digital China Health Technologies Co., Ltd. (神州數碼醫療科技股份有限公司) (currently known as Shenzhou Medical Technology Co., Ltd. (神州醫療科技股份有限公司)). From January 2017 to November 2018, he served as the investment manager of Tibet Hongai Enterprise Management Co., Ltd. (西藏弘愛企業管理有限公司) (a limited liability company established under the laws of the PRC, which was voluntarily dissolved by deregistration on November 15, 2024). From July 2014 to December 2016, he served as an assistant manager of KPMG Advisory (China) Limited (畢馬威企業諮詢(中國)有限公司). Mr. Zhao received a bachelor’s degree and a master’s degree of science majoring in signal processing and access engineering from the University of Edinburgh in England in June 2012 and November 2013, respectively.

If Mr. Zhao is appointed as a non-executive Director at the EGM, the Company will enter into a service agreement with Mr. Zhao in relation to his appointment as a non-executive Director for a term commencing from the date of approval of his appointment at the EGM and expiring on the conclusion of the second session of the Board (i.e., August 9, 2026). This term of office is terminable by either party serving on the other not less than three months' written notice, and subject to retirement by rotation and re-appointment in accordance with the Articles of Association and the Listing Rules. Mr. Zhao will not receive any director's fee or remuneration for serving as a non-executive Director from the Company.

As of the date of this announcement, save as disclosed above, Mr. Zhao has confirmed that he: (i) does not hold any position in the Company or any other subsidiaries of the Company, nor did he hold any directorship or supervisory position in any other listed companies in Hong Kong or overseas in the last three years; (ii) does not have any relationship with any Directors, supervisors, senior management or substantial shareholders (as defined in the Listing Rules) of the Company; and (iii) does not have any interests in the shares or underlying shares of the Company or any of its associated corporations within the meaning of Part XV of the SFO.

Save as disclosed herein, there is no other information to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules and there are no other matters in connection with the proposed appointment of Mr. Zhao that need to be brought to the attention of the Shareholders and the Stock Exchange.

The appointment of Mr. Zhao as a non-executive Director is subject to the approval of the Shareholders by way of an ordinary resolution at the EGM. A circular containing, among other things, details of the above proposal will be despatched to the Shareholders in due course.

3. PROPOSED CHANGE OF REGISTERED ADDRESS, BUSINESS SCOPE AND PROPOSED CORRESPONDING AMENDMENTS TO THE ARTICLES OF ASSOCIATION

In order to meet the actual needs of business development, the Board has resolved to: (i) change the Company's registered address from "Unit 101, Building A3, BioBay, No. 218 Xinghu Street, Suzhou Industrial Park, Suzhou, Jiangsu Province, PRC" to "No. 77 Jingu Road, Suzhou Industrial Park, Suzhou, Jiangsu Province, PRC"; and (ii) expand the business scope of the Company as follows:

Existing business scope:

The scope of business of the Company, as registered in accordance with the laws, covers: technical service, technological development, technology consulting, technological communication, technology transfer, technology promotion; sales of experiment analytical instrument.

Amended business scope:

The scope of business of the Company, as registered in accordance with the laws, covers: General items: experimental analytical instruments manufacturing; experimental analytical instruments sales; biological chemical products technology research and development; technical services, technology development, technology consulting, technology exchanges, technology transfer, technology promotion; computer hardware and software and auxiliary equipment wholesale; computer hardware and software and peripheral equipment manufacturing; bio-based materials manufacturing; special chemical products sales (excluding hazardous chemicals); computer system services; health consulting services (excluding diagnostic and treatment services); conference and exhibition services; technology import and export; parking services; leasing services (excluding licensed leasing services); non-residential real estate leasing (in addition to projects subject to approval in accordance with the law, with a business license to independently carry out business activities in accordance with the law).

The Board has resolved to amend the articles of association of the Company (the “**Articles of Association**”) for the purposes of reflecting the above proposed change of registered address and business scope.

The proposed change of the Company’s registered address, business scope and the proposed corresponding amendments to the Articles of Association are subject to the approval of the Shareholders by way of a special resolution at the EGM, and the change of registered address and business scope shall take effect upon the completion of the registration procedures with the relevant business registration authorities.

None of the proposed amendments to the Articles of Association will introduce any change to the existing rights of classified Shareholders or existing arrangement relating to the Shareholders’ class meeting. Notwithstanding the proposed amendments to the Articles of Association as outlined above, the contents of the other chapters and articles of the Articles of Association shall remain unchanged.

4. CLOSURE OF REGISTER OF MEMBERS OF H SHARES

The register of members of H Shares will be closed from Thursday, January 16, 2025 to Tuesday, January 21, 2025, both days inclusive, during which period no transfer of H Shares will be registered, in order to determine the holders of the H Shares of the Company who are entitled to attend and vote at the forthcoming EGM to be held on Tuesday, January 21, 2025.

To be eligible to attend and vote at the EGM, all properly completed transfer documents accompanied by the relevant share certificates must be lodged with the Company’s H Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Wednesday, January 15, 2025 for registration.

By order of the Board
Suzhou Basecare Medical Corporation Limited
Dr. Liang Bo
Chairman and General Manager

Suzhou, PRC, December 30, 2024

As at the date of this announcement, the Board comprises Dr. LIANG Bo, Mr. KONG Lingyin and Ms. JIANG Junchao as executive Directors; Mr. WANG Weipeng and Mr. LING Yang as non-executive Directors; and Dr. KANG Xixiong, Mr. LAM Siu Wing and Dr. YEUNG Shu Biu William as independent non-executive Directors.