
THIS SUPPLEMENTAL CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this supplemental circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **LEPU ScienTech Medical Technology (Shanghai) Co., Ltd.***, you should at once hand this supplemental circular as well as the Second Proxy Form to the purchaser or transferee, or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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LEPU SCIENTECH MEDICAL TECHNOLOGY (SHANGHAI) CO., LTD.*

樂普心泰醫療科技(上海)股份有限公司

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

(Stock Code: 2291)

**SUPPLEMENTAL CIRCULAR TO THE CIRCULAR
OF THE COMPANY DATED APRIL 17, 2025
AND
SUPPLEMENTAL NOTICE OF THE 2024 AGM**

This supplemental circular should be read in conjunction with the circular of the Company dated April 17, 2025 and the original notice of AGM dated April 17, 2025. Capitalized terms used in this cover shall have the same meanings as those defined in this supplemental circular.

A letter from the Board is set out on pages 3 to 6 of this supplemental circular.

The 2024 AGM will be held as originally scheduled at 10:30 a.m. on Thursday, May 22, 2025 at Conference Room, 5/F, Building 41, No. 258, Xinzhuang Road, Songjiang District, Shanghai, the PRC. The supplemental notice of the 2024 AGM is set out on pages AGM-1 to AGM-4 of this supplemental circular.

Enclosed herewith is the Second Proxy Form for use at the 2024 AGM and shall supersede the Original Proxy Form and the Revised Proxy Form, and the Second Proxy Form is also published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.scientechmed.com).

If you intend to appoint a proxy to attend the 2024 AGM, you are required to complete the enclosed Second Proxy Form in accordance with the instructions printed thereon and return the same. Shareholders should return the Second Proxy Form to the H Share Registrar, in any event served by hand, by post or by fax not less than 24 hours before the time designated for holding the 2024 AGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the 2024 AGM or any adjournment thereof should you so wish.

Reference to dates and times in this supplemental circular are to Hong Kong dates and time.

* *The Company is a registered non-Hong Kong company as defined under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), and it is registered under its Chinese name and English name "LEPU ScienTech Medical Technology (Shanghai) Co., Ltd."*

May 6, 2025

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions have the meanings set forth below:

“2024 AGM”	the 2024 annual general meeting of the Company to be convened by the Company at 10:30 a.m. on Thursday, May 22, 2025 at Conference Room, 5/F, Building 41, No. 258, Xinzhuan Road, Songjiang District, Shanghai, the PRC, or any adjournment thereof
“Articles of Association”	the Articles of Association of the Company, as amended, modified or otherwise supplemented from time to time
“Board”	the board of directors of the Company
“China” or “PRC”	the People’s Republic of China, excluding, for the purposes of this circular only, Hong Kong, Macau and Taiwan unless the context otherwise requires
“Circular”	the circular of the Company dated April 17, 2025
“Company”	LEPU ScienTech Medical Technology (Shanghai) Co., Ltd.* (樂普心泰醫療科技(上海)股份有限公司), a joint stock limited liability company established in the PRC on January 29, 2021 and whose Shares are listed on the Main Board of the Stock Exchange
“Director(s)”	the director(s) of the Company
“H Share Registrar”	Tricor Investor Services Limited
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Issue General Mandate”	a general and unconditional mandate proposed to be granted to the Board at the 2024 AGM to exercise the power of the Company to issue, allot and/or deal with additional Shares (including any sale or transfer of treasury Shares), and to make or grant offers, agreements or options which would or might require Shares to be issued, allotted and/or dealt with, up to the limit of 20% of its existing Shares of the Company (excluding any treasury Shares) as at the date of the passing the Issue General Mandate Resolution

DEFINITIONS

“Issue General Mandate Resolution”	the special resolution to be proposed to the Shareholders at the 2024 AGM in relation to the granting of the Issue General Mandate to the Board
“Latest Practicable Date”	May 5, 2025, being the latest practicable date prior to the printing of this supplemental circular for ascertaining certain information contained herein
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Main Board”	the Main Board of the Stock Exchange
“Notice of the 2024 AGM”	the notice of the 2024 AGM dated April 17, 2025 set out in the Circular
“Original Proxy Form”	the original proxy form issued by the Company on April 17, 2025
“Revised Proxy Form”	the revised proxy form issued by the Company on April 23, 2025
“RMB”	Renminbi, the lawful currency of the PRC
“Second Proxy Form”	the proxy form enclosed to this supplemental circular
“Share(s)”	ordinary share(s) in the share capital of the Company with the par value of RMB1.00 each
“Shareholder(s)”	holder(s) of Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“treasury Share(s)”	has the meaning ascribed to it in the Listing Rules
“%”	per cent

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LETTER FROM THE BOARD



LEPU SCIENTECH MEDICAL TECHNOLOGY (SHANGHAI) CO., LTD.*

樂普心泰醫療科技(上海)股份有限公司

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

(Stock Code: 2291)

Executive Directors:

Ms. Chen Juan (*Chairman*)

Non-executive Directors:

Ms. Zhang Yuxin

Mr. Fu Shan

Mr. Zhu Guanfu

Independent non-executive Directors:

Ms. Chan Ka Lai Vanessa

Mr. Zheng Yufeng

Mr. Zheng Junwei

Registered office:

Room 201, Building 41

No. 258, Xinzhuang Road

Songjiang District, Shanghai
the PRC

Head office in the PRC:

1/F, 5/F, Building 41

No. 258, Xinzhuang Road

Songjiang District, Shanghai
the PRC

Principal Place of Business in Hong Kong:

Room 1918, 19/F

Lee Garden One

33 Hysan Avenue

Causeway Bay

Hong Kong

May 6, 2025

To the Shareholders:

Dear Sir/Madam,

**SUPPLEMENTAL CIRCULAR TO THE CIRCULAR
OF THE COMPANY DATED APRIL 17, 2025
AND
SUPPLEMENTAL NOTICE OF THE 2024 AGM**

I. INTRODUCTION

References are made to the Circular and the Notice of the 2024 AGM, in relation to, among others, resolutions to be proposed at the 2024 AGM for consideration and approval.

LETTER FROM THE BOARD

This supplemental circular shall be read in conjunction with the Circular. Unless otherwise defined or as defined in the section headed “Definitions” in this supplemental circular, capitalized terms used in this supplemental circular shall have the same meanings as those defined in the Circular.

The purpose of this supplemental circular is to give you supplemental notice of the 2024 AGM and to provide you with further information in relation to the following additional resolution to be proposed at the 2024 AGM to enable you to make an informed decision on whether to vote for or against or abstain from voting on the additional resolution to be proposed at the 2024 AGM. Such resolution and details are set out in this letter from the Board.

II. ADDITIONAL MATTERS TO BE CONSIDERED AT THE 2024 AGM

Special Resolution

Proposed General Mandate to issue Shares

In order to increase the flexibility and efficiency in operation, and to give discretion to the Board in the event that it becomes desirable to issue Shares, the Company proposes to obtain the Shareholders’ approval for the grant of the general mandate to issue, allot and/or deal with additional Shares (including any sale or transfer of treasury Shares) up to the limit of 20% of the Shares (excluding any treasury Shares) in issue on the date of the passing of the relevant resolution at the 2024 AGM.

As at the Latest Practicable Date, the total number of issued Shares of the Company was 346,749,997 Shares. Subject to the passing of the Issue General Mandate Resolution at the 2024 AGM and on the basis that no further Shares are issued before the 2024 AGM, the Company will be allowed to issue, allot and/or deal with (including any sale or transfer of treasury Shares) a maximum of 69,349,999 Shares.

The Issue General Mandate, if approved, shall be effective until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company following the passing of the Issue General Mandate Resolution;
- (ii) the expiration of the 12-month period following the passing of the Issue General Mandate Resolution; or
- (iii) the date on which the authority granted to the Board as set out in the Issue General Mandate Resolution is revoked or varied by a special resolution of the Shareholders in a general meeting.

LETTER FROM THE BOARD

The Board will only exercise its power under the Issue General Mandate in accordance with the Company Law of the PRC and the Listing Rules (as amended from time to time) or applicable laws, rules and regulations of other government or regulatory bodies and only if all necessary ratifications, approvals, or filings from the China Securities Regulatory Commission and/or other relevant PRC government authorities are obtained. The proposal on granting the Issue General Mandate to issue Shares is subject to the Shareholders' approval by a special resolution at the AGM.

III. 2024 AGM AND VOTING METHOD

The 2024 AGM will be held as originally scheduled at 10:30 a.m. on Thursday, May 22, 2025 at Conference Room, 5/F, Building 41, No. 258, Xinzhuang Road, Songjiang District, Shanghai, the PRC. The supplemental notice of the 2024 AGM is set out on pages AGM-1 to AGM-4 of this supplemental circular. The Second Proxy Form for use at the 2024 AGM which contains, among others, the additional resolution to be proposed at the 2024 AGM is enclosed with this supplemental circular and also published on the websites of the Stock Exchange and the Company.

The Second Proxy Form enclosed herewith shall supersede the Original Proxy Form and the Revised Proxy Form. If you intend to appoint a proxy to attend the 2024 AGM, you are required to complete the enclosed Second Proxy Form in accordance with the instructions printed thereon and return the same. The Second Proxy Form should be returned to the H Share Registrar, in any event served by hand, by post or by fax not less than 24 hours before the time designated for holding the 2024 AGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the 2024 AGM or any adjournment thereof should you so wish.

According to the Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll except where the chairman decides to allow a resolution which relates purely to a procedural or administrative matter to be voted by a show of hands. Therefore, the chairman of the 2024 AGM will demand a poll for each resolution of the 2024 AGM in accordance with Article 89 of the Articles of Association.

On a poll, each Shareholder (or, if the Shareholder is a company, its duly authorized representative) who attends the 2024 AGM in person or by proxy may have one vote for each Share registered in its name in the register of members of the Company. Shareholders entitled to more than one vote need not use all their voting rights or use all their voting rights in the same way.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, no Shareholders shall abstain from voting at the 2024 AGM as at the Latest Practicable Date.

LETTER FROM THE BOARD

IV. CLOSURE OF REGISTER OF MEMBERS

To determine the list of Shareholders entitled to attend the 2024 AGM, the register of members of the Company will be closed from Monday, May 19, 2025 to Thursday, May 22, 2025 (both days inclusive), during which no transfer of Shares will be effected. Shareholders whose names appear on the Company's register of members on Thursday, May 22, 2025 shall be entitled to attend and vote at the 2024 AGM. To be eligible to attend and vote at the 2024 AGM, all transfer documents shall be delivered, no later than 4:30 p.m. on Friday, May 16, 2025, to the H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong.

V. RESPONSIBILITY STATEMENT

This supplemental 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 supplemental 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 supplemental circular misleading.

VI. RECOMMENDATIONS

The Board (including independent non-executive Directors) are of the view that the special resolution set out in the supplemental notice of the 2024 AGM is in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend Shareholders to vote in favor of all resolutions to be proposed at the 2024 AGM.

Yours faithfully,

By Order of the Board

LEPU ScienTech Medical Technology (Shanghai) Co., Ltd.*

樂普心泰醫療科技(上海)股份有限公司

Ms. Chen Juan

Chairman of the Board and Executive Director

SUPPLEMENTAL NOTICE OF THE 2024 AGM

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.



LEPU SCIENTECH MEDICAL TECHNOLOGY (SHANGHAI) CO., LTD.*

樂普心泰醫療科技(上海)股份有限公司

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

(Stock Code: 2291)

SUPPLEMENTAL NOTICE OF THE 2024 ANNUAL GENERAL MEETING

Reference is made to the notice dated April 17, 2025 (the “**Original AGM Notice**”) in relation to the 2024 annual general meeting (the “**2024 AGM**”) of LEPU ScienTech Medical Technology (Shanghai) Co., Ltd.* (the “**Company**”) to be held at 10:30 a.m. on Thursday, May 22, 2025 at Conference Room, 5/F, Building 41, No. 258, Xinzhuang Road, Songjiang District, Shanghai, the PRC and the resolutions to be proposed at the AGM for the Shareholders’ approval. Unless otherwise specified, capitalized terms used in this supplemental notice shall have the same meanings as those defined in the supplemental circular of the Company dated May 6, 2025 (the “**Supplemental Circular**”).

Details of resolutions Nos. 1 to 11 (inclusive) to be considered at the 2024 AGM are stated in the Original AGM Notice. Save for the additional resolution set out below, all information contained in the Original AGM Notice remains valid and unchanged.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN THAT the 2024 AGM of the Company will be held as originally scheduled at 10:30 a.m. on Thursday, May 22, 2025 at Conference Room, 5/F, Building 41, No. 258, Xinzhuang Road, Songjiang District, Shanghai, the PRC to, among others, consider and, if thought fit, pass the following additional resolution.

SUPPLEMENTAL NOTICE OF THE 2024 AGM

SPECIAL RESOLUTION

- (12) To consider and approve the granting of a general mandate to the Board to issue shares of the Company (the “**Shares**”):

“THAT:

- (a) The Board be and is hereby granted, during the Relevant Period (as defined in paragraph (b) below), a general and unconditional mandate to issue, allot and/or deal with additional Shares (including any sale or transfer of treasury Shares), and to make or grant offers, agreements or options which would or might require the Shares to be issued, allotted and/or dealt with, subject to the following conditions:

- (i) such mandate shall not extend beyond the Relevant Period save that the Board may during the Relevant Period make or grant offers, agreements or options which might require the exercise of such powers after the end of the Relevant Period;
- (ii) the number of the Shares to be issued, allotted and/or deal with or agreed conditionally or unconditionally to be issued, allotted and/or dealt with by the Board shall not exceed 20% of its Shares (excluding any treasury Shares); and
- (iii) the Board will only exercise its power under such mandate in accordance with the Company Law of the PRC and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time) or applicable laws, rules and regulations of other government or regulatory bodies and only if all necessary ratifications, approvals, or filings from the China Securities Regulatory Commission and/or other relevant PRC government authorities are obtained.

- (b) For the purposes of this special resolution:

“Relevant Period” means the period from the passing of this special resolution until the earliest of:

- (i) the conclusion of the next annual general meeting of the Company following the passing of this special resolution;
- (ii) the expiration of the 12-month period following the passing of this special resolution; or
- (iii) the date on which the authority granted to the Board as set out in this special resolution is revoked or varied by a special resolution of the shareholders of the Company in a general meeting.

SUPPLEMENTAL NOTICE OF THE 2024 AGM

- (c) Contingent on the Board resolving to issue the Shares pursuant to paragraph (a) of this special resolution, the Board be authorized to increase the registered capital of the Company to reflect the number of such shares authorized to be issued by the Company pursuant to paragraph (a) of this special resolution and to make such appropriate and necessary amendments to the articles of association of the Company as they think fit to reflect such increases in the registered capital of the Company and to take any other action and complete any formality required to effect the issuance of the Shares pursuant to paragraph (a) of this special resolution and the increase in the registered capital of the Company.”

Details of the above resolution submitted to the 2024 AGM are set out in the Supplemental Circular.

By Order of the Board

LEPU ScienTech Medical Technology (Shanghai) Co., Ltd.*

樂普心泰醫療科技(上海)股份有限公司

Ms. Chen Juan

Chairman of the Board and Executive Director

Shanghai, the People's Republic of China

May 6, 2025

As at the date of this notice, the Board comprises Ms. Chen Juan as an executive Director; Ms. Zhang Yuxin, Mr. Fu Shan and Mr. Zhu Guanfu as non-executive Directors; and Ms. Chan Ka Lai Vanessa, Mr. Zheng Yufeng, and Mr. Zheng Junwei as independent non-executive Directors.

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SUPPLEMENTAL NOTICE OF THE 2024 AGM

Notes:

- i. Save for the inclusion of the additional proposed resolution set out in this Supplemental AGM Notice (No. 12), there are no other changes to the Original AGM Notice. For details of resolutions Nos. 1 to 11 to be considered at the 2024 AGM, closure of the register of members of the Company, eligibility for attending the 2024 AGM, appointment of proxy and other relevant matters, please refer to the Original AGM Notice.
- ii. Shareholders are advised to read the Circular issued by the Company on April 17, 2025 and the Supplemental Circular to the Shareholders issued on May 6, 2025 which contain detailed information concerning the resolutions to be considered at the 2024 AGM.
- iii. The Second Proxy Form
 - (1) The new proxy form for the 2024 AGM (the “**Second Proxy Form**”), which supersedes the original proxy form for use at the 2024 AGM issued by the Company on April 17, 2025 (the “**Original Proxy Form**”) and the revised proxy form for use at the 2024 AGM issued by the Company on April 23, 2025 (the “**Revised Proxy Form**”), has been prepared and is enclosed with this Supplemental AGM Notice.
 - (2) Whether or not you are able to attend the AGM, you are requested to complete the accompanying Second Proxy Form in accordance with the instructions printed thereon and return it to the Company’s H Share Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not less than 24 hours before the time appointed for the holding of the 2024 AGM (i.e. not later than 10:30 a.m. on May 21, 2025) or the adjourned meeting (as the case may be) (the “**Closing Time**”). Completion and return of the form of proxy will not preclude the shareholders of the Company from attending and voting in person at the 2024 AGM or any adjournment thereof.
 - (3) Shareholder who has not yet lodged the Original Proxy Form and/or the Revised Proxy Form with the Company’s H Share Registrar is requested to lodge the Second Proxy Form if he/she wishes to appoint a proxy to attend the 2024 AGM on his/her behalf. In this case, the Original Proxy Form and the Revised Proxy Form should not be lodged with the Company’s H Share Registrar.
 - (4) Shareholder who has already lodged the Original Proxy Form and/or the Revised Proxy Form with the Company’s H Share Registrar should note that:
 - (i) all Original Proxy Forms shall be deemed invalid. The Original Proxy Form will not be treated as a valid proxy form, even if properly completed and signed. The proxy appointed by the shareholder under the Original Proxy Form will not be entitled to vote at 2024 AGM. Shareholders who have already lodged the Original Proxy Form should duly complete and return the Second Proxy Form in accordance with the instructions printed thereon not less than 24 hours before the Closing Time.
 - (ii) the Second Proxy Form lodged with the Company’s H Share Registrar before the Closing Time will revoke and supersede the Original Proxy Form and/or the Revised Proxy Form previously lodged by him/her. The Second Proxy Form will be treated as a valid form of proxy lodged by the shareholder if correctly completed; and
 - (iii) if no Second Proxy Form is lodged with the Company’s H Share Registrar, or if lodged after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the Revised Proxy Form will remain valid and effective to the fullest extent applicable if correctly completed. The proxy appointed under the Revised Proxy Form will also be entitled to vote in accordance with the instructions previously given by the shareholder or at his/her discretion (if no such instructions are given) on any resolution properly put to the 2024 AGM including the new resolution No. 12 which was not set out in the Revised Proxy Form.