
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult a licensed securities dealer, a 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 Clarity Medical Group Holding Limited, you should at once hand this circular, together with the enclosed form of proxy, 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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CLARITY MEDICAL GROUP HOLDING LIMITED

清晰醫療集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1406)

**(1) PROPOSED REMOVAL OF EXECUTIVE DIRECTOR;
(2) PROPOSED RE-ELECTION OF DIRECTORS;
AND
(3) NOTICE OF EXTRAORDINARY GENERAL MEETING**

A letter from the Board is set out on pages 3 to 7 of this circular.

A notice convening the EGM of Clarity Medical Group Holding Limited (the “Company”) to be held at 20/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong on Tuesday, 23 September, 2025 at 11 a.m. is set out on pages 13 to 15 of this circular. Whether or not you are able to attend the said meeting, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return it to the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the extraordinary general meeting (i.e. not later than Sunday, 21 September at 11 a.m.) or any adjournment thereof. **Completion and return of the accompanying form of proxy will not preclude you from subsequently attending and voting in person at the extraordinary general meeting of the Company or any adjourned meeting should you so wish.**

References to time and dates in this circular are to Hong Kong time and dates.

3 September 2025

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DEFINITIONS

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

| | |
|----------------------------|--|
| “Articles” | the articles of association of the Company |
| “Audit Committee” | the audit committee of the Board |
| “Board” | the board of the Directors |
| “Company” | Clarity Medical Group Holding Limited (清晰醫療集團控股有限公司), a company incorporated in the Cayman Islands with limited liability on 19 February 2019, and the Shares of which are listed on the Stock Exchange (stock code: 1406) |
| “Controlling Shareholders” | has the meaning ascribed to it in the Listing Rules |
| “Director(s)” | the director(s) of the Company |
| “EGM” | the extraordinary general meeting of the Company to be held at 11 a.m. on Tuesday, 23 September 2025 at 20/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong |
| “Group” | the Company and its subsidiaries |
| “HK\$” | Hong Kong dollars, the lawful currency of Hong Kong |
| “Hong Kong” | the Hong Kong Special Administrative Region of the People’s Republic of China |
| “Listing Rules” | the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited |
| “Nomination Committee” | the nomination committee of the Board |
| “PRC” or “China” | the People’s Republic of China |
| “Register of Members” | the register of members of the Company maintained by the Registrar in Hong Kong |
| “Registrar” | the branch share registrar of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong |

DEFINITIONS

| | |
|--------------------------|---|
| “Remuneration Committee” | the remuneration committee of the Board |
| “Share(s)” | ordinary share(s), with nominal value of HK\$0.01 each, in the share capital of our Company |
| “Shareholder(s)” | the holder(s) of the Share(s) |
| “Stock Exchange” | The Stock Exchange of Hong Kong Limited |
| “Subsidiary(ies)” | has the meaning ascribed to it in the Listing Rules |

LETTER FROM THE BOARD



CLARITY MEDICAL GROUP HOLDING LIMITED

清晰醫療集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1406)

Executive Directors:

Mr. Jiang Bo (*Chief Executive Officer*)
Mr. Hui Yung Chris (*Co-Chief Executive Officer*)

Non-executive Directors:

Mr. Wu Ting Yuk Anthony (*Chairman*)
Mr. Chen Jiarong

Independent non-executive Directors:

Ms. Cheng Jessica
Mr. Wang Can
Ms. Ci Ying

Registered Office:

Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman, KY1-1111
Cayman Islands

***Headquarter and principal place of
business in Hong Kong:***

20/F, Ginza Plaza
2A Sai Yeung Choi Street South
Mongkok, Kowloon
Hong Kong

3 September 2025

To the Shareholder

Dear Sir or Madam,

**(1) PROPOSED REMOVAL OF EXECUTIVE DIRECTOR;
(2) PROPOSED RE-ELECTION OF DIRECTORS;
AND
(3) NOTICE OF EXTRAORDINARY GENERAL MEETING**

1. INTRODUCTION

The purpose of this circular is to give you information on the following resolutions proposed to be tabled at the EGM, so as to enable you to make an informed decision on the resolutions at the EGM. The resolutions include (i) the removal of an executive Director and (ii) the re-election of Directors.

2. REMOVAL OF EXECUTIVE DIRECTOR

Reference is made to the announcement of the Company dated 1 August 2025 in relation to the vacation of office of Dr. TSE Wai Yip (“**Dr. Tse**”) as an executive Director.

LETTER FROM THE BOARD

On 1 August 2025, a Board meeting was convened to consider whether Dr. Tse's office as a Director should be declared to be vacated, as pursuant to Article 86(4) of the Articles which provides that the office of a Director shall be vacated if, among other things, the Director suspends payment or compounds with his creditors. At such Board meeting, the majority members of the Board resolved that Dr. Tse was disqualified as a Director and his office as a Director was vacated with immediate effect, as announced by the Company on 1 August 2025.

The disqualification of Dr. Tse was supported by numerous outstanding claims and bankruptcy petitions against Dr. Tse which are known to the Company, demonstrating his serious financial distress and inability to meet the basic qualifications under Article 86(4) of the Articles to serve as a Director.

Dr. Tse has subsequently disputed the interpretation of this disqualification event. To ensure clarity, certainty, and finality for the Company and its shareholders, and to avoid the costs and uncertainties of having to resolve the dispute with him, the Board recommends the passing of an ordinary resolution under Article 83(5) of the Articles to remove Dr. Tse from his office as an executive Director. This resolution is proposed without prejudice to the Board's position that Dr. Tse's office has already been validly vacated under Article 86(4). The Board believes this additional step will reinforce the Company's governance and protect shareholder interests by conclusively resolving the matter.

The Board considers that Dr. Tse's cessation as an executive Director, whether by vacation of office or by removal, would not have any material adverse effect on the business operations of the Group.

3. RE-ELECTION OF DIRECTORS

Mr. JIANG Bo ("**Mr. Jiang**") was appointed by the Board as an executive Director, the Chief Executive Officer and a member of the Remuneration Committee on 9 September 2024.

Mr. WANG Can ("**Mr. Wang**") was appointed by the Board as an independent non-executive Director, a member of Audit Committee, the chairman of the Remuneration Committee and a member of the Nomination Committee on 9 September 2024. He was re-designated as the chairman of the Audit Committee on 25 March 2025.

Ms. CI Ying ("**Ms. Ci**") was appointed by the Board as an independent non-executive Director and a member of the Nomination Committee on 25 June 2025.

Mr. CHEN Jiarong ("**Mr. Chen**") was appointed by the Board as a non-executive Director and a member of the Remuneration Committee on 1 September 2025.

LETTER FROM THE BOARD

It is proposed that each of Mr. Jiang, Mr. Wang, Ms. Ci and Mr. Chen be re-elected at the EGM by separate ordinary resolutions pursuant to Article 83(2) of the Articles. Re-election of each of such Directors will be individually voted on by the Shareholders. The Board, after considering the views of the Nomination Committee, recommended on 1 September 2025 such resolutions be put forward to the EGM for the Shareholders to consider.

Biographical details of Mr. Jiang, Mr. Wang, Ms. Ci and Mr. Chen are set forth in Appendix I to this circular.

Where the re-election of Mr. Jiang, Mr. Wang, Ms. Ci and Mr. Chen is approved at the EGM, the term of his/her appointment under his/her current service agreement or letter agreement of appointment (as set out in Appendix I) will continue subject to (a) the retirement, early vacation of office, removal and re-election provisions of the Articles and (b) the corporate governance code provision in relation to the retirement and re-election of Directors as adopted by the Company from time to time.

Each of Mr. Jiang, Mr. Wang, Ms. Ci and Mr. Chen was appointed by the Board under Article 83(3) and will hold office until the next annual general meeting of the Company. If their re-elections are not approved at the EGM, they will continue to serve as Director until the next annual general meeting of the Company in accordance with Article 83(3) of the Articles, at which time they will retire and be eligible for re-election unless they are earlier removed in accordance with the Articles.

4. CONFIRMATIONS

Each of Mr. Jiang, Mr. Wang, Ms. Ci and Mr. Chen has confirmed that, save as disclosed in this circular, (1) he/she does not hold any position with the Company or any of Subsidiaries and has not been a director or supervisor in any other listed companies in the past three years; (2) he/she is not connected with any Directors, senior management or substantial or Controlling Shareholders of the Company or any of the Subsidiaries; and (3) he/she does not have any interest in any Shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong at the date of this circular. In addition, each of them has confirmed that there is no other information in respect of his/her appointment that is discloseable pursuant to rules 13.51(2)(h) to (v) of the Hong Kong Listing Rules, and that there is no other matter that needs to be brought to the attention of the Shareholders of the Company.

Each of Mr. Wang and Ms. Ci has confirmed his/her independence pursuant to Rule 3.13 of the Listing Rules, and the Nomination Committee is satisfied with his/her independence having regard to the independence criteria as set out in Rule 3.13 of the Listing Rules.

LETTER FROM THE BOARD

5. OBJECTIVES

The objectives of the above-mentioned removal of Directors and re-election of Directors are to improve the Board composition for achieving high standards of integrity and to align Directors' expertise and experience with the Group's long-term strategic priorities. More importantly, those proposed changes reflect the Company's commitment to achieving resumption of trading in the Shares on the Stock Exchange and enhancing corporate governance for the benefit of all Shareholders as a whole.

6. COMMITTEE MEMBERSHIP

The Board has resolved on 1 September 2025 that, if the following Directors' re-elections are approved by the Shareholders at the EGM, their committee memberships shall be as follows:

- (a) Mr. Jiang shall resign as a member of the Remuneration Committee;
- (b) Ms. Ci shall be appointed as a member of the Remuneration Committee in place of Mr. Jiang and shall continue to be a member of the Nomination Committee; and
- (c) Mr. Chen shall be appointed as a member of the Remuneration Committee.

7. EGM AND PROXY ARRANGEMENT

A notice convening the EGM with the proposed resolution is set out on pages 13 to 15 of this circular. A form of proxy for use at the EGM is enclosed. Such form of proxy is also published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.claritymedic.com). Whether or not you intend to be present at the EGM, you are requested to complete the form of proxy and return it to the Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, in accordance with the instructions printed thereon not less than 48 hours before the time fixed for the holding of the EGM or any adjournment thereof. Completion and delivery of the form of proxy will not preclude Shareholders from attending and voting at the EGM if they so wish.

Pursuant to Article 66(1) of the Articles and Rule 13.39(4) of the Listing Rules, any vote of Shareholders at a general meeting must be taken by poll, save that the chairman of the EGM may in good faith, allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands.

On a poll, every Shareholder present in person or by proxy(ies) or, in the case of a Shareholder being a corporation, by its duly authorised representative shall have one vote for every fully paid Share of which he/she/it is the holder. A Shareholder entitled to more than one vote needs not use all his/her/its votes or cast all the votes he/she/it uses in the same way.

The Company will announce the results of the poll in the manner prescribed under Rule 13.39(5) of the Listing Rules.

LETTER FROM THE BOARD

8. CLOSURE OF REGISTER OF MEMBERS

The Register of Members will be closed from Thursday, 18 September 2025 to Tuesday, 23 September 2025, both days inclusive, during which period no share transfers can be registered.

In order to be eligible for attending and voting at the EGM, all share transfer documents accompanied by the relevant share certificates must be lodged with the Registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Wednesday, 17 September 2025.

9. 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 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.

10. RECOMMENDATIONS

The Directors (subject to the voting result set out in paragraph 11 below) consider that the resolutions set out in the EGM notice for consideration and approval by Shareholders are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors (subject to the voting result set out in paragraph 11 below) recommend the Shareholders to vote in favour of all the resolutions to be proposed at the EGM.

11. ADDITIONAL INFORMATION

In respect of the resolutions made by the Board on 1 September 2025 in relation to (i) convening of an EGM for the Shareholders to consider the resolutions set out in the EGM notice and (ii) the announcement and notice relating to the EGM and this circular, Ms. CHENG Jessica (an independent non-executive Director) voted against the resolutions and all the other Directors voted in favour of the resolutions.

Your attention is also drawn to the additional information set out in the appendices to this circular.

Yours faithfully,
For and on behalf of the Board
CLARITY MEDICAL GROUP HOLDING LIMITED
WU Ting Yuk Anthony
Non-Executive Director and Chairman

AS EXECUTIVE DIRECTOR:**Mr. JIANG Bo (“Mr. Jiang”)**

Mr. Jiang, aged 43, brings nearly twenty years of experiences in senior investment and operating positions at several renowned institutions.

From October 2021 to June 2023, he was a partner at Index Capital, a leading fully integrated investment bank in China. Prior to that, Mr. Jiang was appointed as a non-executive director of Cosmo Lady (China) Holdings Company Limited (都市麗人(中國)控股有限公司) (Stock Exchange stock code: 2298), between May 2020 and February 2022. From May 2018 to September 2021, Mr. Jiang led Fosun Private Equity (復星美元產業基金) as president, overseeing its investment and management activities. He was also appointed as a director of Beijing Airdoc Technology Co., Ltd (北京鷹瞳科技發展股份有限公司) (Stock Exchange stock code: 2251), in December 2019, then was re-designated as non-executive director from April 2021 to May 2022. Earlier, he was a partner at Long Hill Capital from January 2017 to April 2018, where he specialised in healthcare and consumer services investments. His experience also includes a tenure as an executive director at New Enterprise Associates (NEA) from March 2012 to January 2017. Before that, Mr. Jiang served as a product director of the mobile business department of Alipay.com Co., Ltd (支付寶(中國)網路技術有限公司), which was an indirectly wholly-owned subsidiary of Alibaba Group Holding Limited (阿里巴巴集團控股有限公司) (New York Stock Exchange ticker symbol: BABA and Stock Exchange stock code: 9988), where he founded the mobile payment team and led the development and launch of the first mobile payment product in China, between December 2006 and July 2010.

Mr. Jiang earned his Master of Business Administration from The Wharton School at the University of Pennsylvania in the United States in May 2012. Prior to this, he completed a Master of Philosophy in Industrial Engineering and Engineering Management at the Hong Kong University of Science and Technology in November 2005. He received his Bachelor’s degree in Computer Science and Technology from Tsinghua University in the PRC, in July 2002.

The Company and Mr. Jiang had entered into a service agreement for his appointment as an executive Director for an initial term of three years commencing from 9 September 2024 and his term as the Chief Executive Officer of the Company will also be for three years. The term of his service is subject to, among other things, retirement requirements under the Articles and the Listing Rules.

Mr. Jiang is a director of the following Subsidiaries, namely, Clarity Medical China Investment Limited, Saintford Limited and Clarity Pharmacal Company Limited.

AS NON-EXECUTIVE DIRECTOR:**Mr. CHEN Jiarong (“Mr. Chen”)**

Mr. Chen, aged 36, is the Chairman of Shenzhen Kingkey Smart Agriculture Times Co., Ltd. (Shenzhen Stock Exchange stock code: 48). He possesses over ten years of experience in corporate management and investment, with a diverse background in capital markets and strategic planning.

Mr. Chen graduated from the University of British Columbia with a Bachelor of Arts degree in Economics in 2012. After graduation, he joined as a business manager at the Shenzhen Branch of Ping An Securities Limited, where he provided financial advisory and strategic support to corporate clients, accumulating solid expertise in finance and market insights.

In 2014, Mr. Chen founded Kingkey Enterprise Holdings Limited and served as its chief executive officer from 2014 to 2019. He was responsible for managing and overseeing a direct investment portfolio exceeding HK\$2 billion, and led the company’s investment decisions, organisational operations, and long-term strategic planning, successfully driving sustained growth in business scale and investment returns.

In terms of public company governance, Mr. Chen served as chairman and non-executive director of Kingkey Intelligence Culture Holdings Limited (Stock Exchange stock code: 550) from 2017 to 2018. Since 2020, he has been a non-executive director of Meitu Inc. (Stock Exchange stock code: 1357). Mr. Chen has been a director of Shenzhen Kingkey Smart Agriculture Times Co., Ltd. (Shenzhen Stock Exchange stock code: 48) since 2022 and assumed the role of chairman in June 2024.

The Company and Mr. Chen had entered into a letter agreement of appointment as a non-executive Director for an initial term of three years commencing from 1 September 2025, such term being subject to, among other things, retirement requirements under the Articles and the Listing Rules.

AS INDEPENDENT NON-EXECUTIVE DIRECTORS:

Mr. WANG Can (“Mr. Wang”)

Mr. Wang, aged 45, has been appointed as independent non-executive Directors of Atour Lifestyle Holdings Ltd. (NASDAQ stock code: ATAT) with effect from November 2022. Mr. Wang served as the chief financial officer of New Hope Group Co. Ltd and the chairman of New Hope Finance Co. Ltd from September 2022 to July 2024. He was also an independent non-executive director of Health and Happiness (H&H) International Holdings Limited (Stock Exchange stock code: 1112) from March 2020 to December 2022. Mr. Wang worked in the group of companies comprising Fosun International Limited (Stock Exchange stock code: 0656) (“**Fosun International**”) and its subsidiaries from time to time (the “**Fosun Group**”) from November 2012 to January 2020. Mr. Wang once worked as the chief growth officer and the chief financial officer of the Fosun Group. He was an executive director and senior vice president of Fosun International from March 2017 to January 2020, a non-executive director of Shanghai Fosun Pharmaceutical (Group) Co., Ltd. (Stock Exchange stock code: 02196 and the Shanghai Stock Exchange stock code: 600196) from June 2016 to January 2020, a non-executive director of Fosun Tourism Group (Stock Exchange stock exchange: 01992) from November 2018 to January 2020, and a director of Shanghai Ganglian E-commerce Holdings Co., Ltd. (Shenzhen Stock Exchange stock code: 300226) from May 2017 to 3 October 2019. Prior to joining the Fosun Group, Mr. Wang worked in Kingdee Software (China) Co., Ltd., PricewaterhouseCoopers Zhong Tian LLP, Standard Chartered Bank (China) Limited and Huazhu Group Limited (NASDAQ stock code: HTHT and Stock Exchange stock code: 01179).

Mr. Wang is a non-practicing member of the Chinese Institute of Certified Public Accountants and a fellow member of the Association of Chartered Certified Accountants, and has been appointed as deputy president of China Association of Chief Financial Officers since April 2021. Mr. Wang graduated from Anhui University in 1997 and received an EMBA degree from China Europe International Business School in 2014.

The Company and Mr. Wang had entered into a letter agreement of appointment as a non-executive Director for an initial term of three years commencing from 9 September 2024, such term being subject to, among other things, retirement requirements under the Articles and the Listing Rules.

Ms. CI Ying (“Ms. Ci”)

Ms. Ci, aged 57, has over 20 years of experience in business development and client relationships. She worked at JPMorgan Chase Bank, N.A., where her last position was executive director of corporate & investment bank, from February 2003 to April 2008. Ms. Ci served Computershare Hong Kong Investor Services Limited with her last position as managing director in corporate proxy solicitation from May 2008 to October 2020. She was also the president of Shenzhen Mingda Asset Management Co., Ltd. (深圳市明達資產管理有限公司), a company that primarily engages in asset management, from November 2020 to November 2022. She has been the senior adviser of Morrow Sodali Limited, a company that primarily engages in corporate governance advisory services and business consultancy, since March 2023.

Ms. Ci also served as an independent non-executive director of GL-Carlink Technology Holding Limited (廣聯科技控股有限公司) (Stock Exchange stock code: 2531) since June 2024.

Ms. Ci also served as a supervisor of the following companies (the “**Deregistered Companies**”), which were established in the PRC, at the time or within 12 months from the time of their deregistration. The relevant details are as follows:

| Company name | Ms. Ci’s position | Nature of business | Status | Date of deregistration |
|---|-------------------|-----------------------|--------------|------------------------|
| Shenzhen City Jukuixin Advertising Co., Ltd. (深圳市聚奎鑫廣告有限公司) | Supervisor | Advertising | Deregistered | 28 June 2012 |
| Shenzhen Jukuixin Investment Consulting Co., Ltd. (深圳市聚奎鑫投資諮詢有限公司) | Supervisor | Investment consulting | Deregistered | 28 June 2012 |

Ms. Ci confirmed that each of the Deregistered Companies were deregistered due to cessation of business operations and were deregistered on a voluntary basis, and were solvent at the time of deregistration, and that such deregistration was not caused by any fraudulence or misconduct on her part. Ms. Ci was not aware of any actual or potential liability or obligation imposed on or that will be made against her.

Ms. Ci obtained her bachelor’s degree in pharmaceutical science from Shenyang Pharmaceutical College (瀋陽藥學院) (currently known as Shenyang Pharmaceutical University (瀋陽藥科大學)) in July 1990 and her degree of Master of Business Administration from Fordham University in May 1999. She was admitted as a fellow of the Hong Kong Chartered Governance Institute in March 2022.

The Company and Ms. Ci had entered into a letter agreement of appointment as a non-executive Director for an initial term of three years commencing from 25 June 2025, such term being subject to, among other things, retirement requirements under the Articles and the Listing Rules.

NOTICE OF EXTRAORDINARY GENERAL MEETING



CLARITY MEDICAL GROUP HOLDING LIMITED

清晰醫療集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1406)

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of Clarity Medical Group Holding Limited (the “**Company**”) will be held at 20/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong on Tuesday, 23 September 2025 at 11 a.m. or at any adjournment thereof, for the purpose of considering and, if thought fit, passing the following resolutions with or without amendments:

ORDINARY RESOLUTIONS

1. To remove Dr. TSE Wai Yip (the “**Dr. Tse**”) from his office as an executive director of the Company pursuant to Article 83(5) of the articles of association of the Company (the “**Articles**”), without prejudice to the validity of the Board’s determination under Article 86(4) of the Articles that his office has already been vacated due to a disqualification event, noting the Company’s announcement dated 1 August 2025 regarding such vacation of his office, and the recommendation of the board of directors (the “**Director(s)**”) of the Company (the “**Board**”) for such removal as a precautionary measure to ensure clarity, certainty and finality in the matter;
2. To consider and approve the re-election of the following Directors, noting the recommendations of their re-election by the Board on 1 September 2025:
 - (a) To re-elect Mr. JIANG Bo as an executive Director and the chief executive officer of the Company pursuant to Article 83(2) of the Articles, following his appointment by the Board, and to authorise the Board to fix his remuneration;
 - (b) To re-elect Mr. WANG Can as an independent non-executive Director pursuant to Article 83(2) of the Articles, following his appointment by the Board, and to authorise the Board to fix his remuneration;
 - (c) To re-elect Ms. CI Ying as an independent non-executive Director pursuant to Article 83(2) of the Articles, following her appointment by the Board, and to authorise the Board to fix her remuneration; and

NOTICE OF EXTRAORDINARY GENERAL MEETING

- (d) To re-elect Mr. CHEN Jiarong as a non-executive Director pursuant to Article 83(2) of the Articles, following his appointment by the Board, and to authorise the Board to fix his remuneration.

By Order of the Board
CLARITY MEDICAL GROUP HOLDING LIMITED
WU Ting Yuk Anthony
Non-Executive Director and Chairman

Hong Kong, 3 September 2025

Notes:

1. Any member entitled to attend and vote at the EGM is entitled to appoint another person as his or her or its proxy to attend and vote instead of him or her or it. A member may appoint a proxy in respect of only part of his or her or its holding of Shares. A proxy need not be a shareholder of the Company.
2. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his or her attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer or attorney duly authorised to sign the same. In the case of an instrument of proxy purporting to be signed on behalf of a corporation by an officer thereof it shall be assumed, unless the contrary appears, that such officer was duly authorised to sign such instrument of proxy on behalf of the corporation without further evidence of the facts.
3. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed, or a certified copy of such power of attorney or authority, must be deposited at Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong in accordance with the instructions printed thereon as soon as possible and in any event not less than 48 hours before the time appointed for holding the EGM (i.e. not later than Sunday, 21 September 2025 at 11 a.m.) or any adjournment thereof.
4. Delivery of an instrument appointing a proxy shall not preclude a shareholder of the Company from attending and voting in person at the EGM and in such event, the instrument appointing a proxy shall be deemed to be revoked.
5. Where there are joint holders of any Share any one of such joint holders may vote, either in person or by proxy, in respect of such Share as if he were solely entitled thereto, but if more than one of such joint holders be present at the EGM the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholding.
6. The register of members of the Company will be closed from Thursday, 18 September 2025 to Tuesday, 23 September 2025 (both days inclusive), during which period no transfer of Shares will be effected in order to determine the entitlement to attend and vote at the EGM. All share transfers accompanied by the relevant share certificates, must be lodged with the Company's Hong Kong branch share registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Wednesday, 17 September 2025 for such purpose.
7. As at the date of this notice, the Board comprises Mr. HUI Yung Chris and Mr. JIANG Bo as executive Directors, Mr. WU Ting Yuk Anthony as Chairman and non-executive Director, and Ms. CHENG Jessica, Mr. WANG Can and Ms. CI Ying as independent non-executive Directors.
8. Unless the context otherwise requires, capitalised terms used herein shall have the same meaning as those defined in the circular of the Company dated 3 September 2025.

NOTICE OF EXTRAORDINARY GENERAL MEETING

As at the date of this notice, the Board comprises Mr. JIANG Bo and Mr. HUI Yung Chris as executive Directors, Mr. WU Ting Yuk Anthony as Chairman and non-executive Director, Mr. CHEN Jiarong as non-executive Director and Ms. CHENG Jessica, Mr. WANG Can and Ms. CI Ying as independent non-executive Directors.