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 the stockbroker or other licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your Shares in Wuhan Dazhong Dental Medical Co., Ltd., you should at once hand this circular, together with the accompanying proxy form to the purchaser(s) or the transferee(s), or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or the transferee(s).

爱尚大众

Wuhan Dazhong Dental Medical Co., Ltd.

武漢大眾口腔醫療股份有限公司

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

(Stock Code: 2651)

(1) 2025 ANNUAL REPORT;
(2) 2025 ANNUAL PROFIT DISTRIBUTION PLAN;
(3) ADOPTION OF DIVIDEND POLICY;
(4) 2026 REMUNERATION POLICY FOR DIRECTORS;
(5) RE-APPOINTMENT OF AUDITOR FOR 2026;
(6) PROPOSED GRANT OF GENERAL MANDATE TO ISSUE SHARES;
(7) PROPOSED GRANT OF GENERAL MANDATE TO REPURCHASE H SHARES;
AND
(8) NOTICE OF ANNUAL GENERAL MEETING

The Company will hold the AGM or any adjournment thereof (as the case may be) at No. 8 Conference Room, 11/F, Huayin Building, No. 786 Minzhu Road, Zhongnan Road Sub-District, Wuchang District, Wuhan, Hubei Province, PRC at 9:00 a.m. on Friday, May 29, 2026. The notice of the AGM is set out on pages 17 to 21 of this circular.

A form of proxy for use at the AGM has been published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.chinadzyl.com) and has been issued to H Shareholders by means selected by the H Shareholders to receive corporate communications. If you wish to appoint a proxy to attend the AGM, you should complete the accompanying form of proxy in accordance with the instructions printed thereon and return it not less than 24 hours before the time appointed for holding the AGM or any adjournment thereof (as the case may be) (i.e. not later than 9:00 a.m. on Thursday, May 28, 2026). Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM or any adjournment thereof (as the case may be) should you so wish at that time.

All dates and times in this circular refer to Hong Kong dates and times.

April 28, 2026

CONTENTS

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

"2025 Annual Report"	the annual report of the Company for the year ended December 31, 2025, which has been published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.chinadzyl.com)
"AGM"	the 2025 annual general meeting or any adjournment thereof (as the case may be) of the Company to be held at No. 8 Conference Room, 11/F, Huayin Building, No. 786 Minzhu Road, Zhongnan Road Sub-District, Wuchang District, Wuhan, Hubei Province, PRC at 9:00 a.m. on Friday, May 29, 2026 to consider and, if thought fit, pass the resolutions set out in the notice of the meeting on pages 17 to 21 of this circular
"Articles of Association"	the articles of association of the Company, as amended, supplemented or otherwise modified from time to time
"China" or "PRC"	the People's Republic of China, but for the purpose of this circular only, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
"Company Law"	the Company Law of the PRC (《中華人民共和國公司法》), as amended, supplemented or otherwise modified from time to time
"Board"	the board of Directors of the Company
"Company" or "our Company"	Wuhan Dazhong Dental Medical Co., Ltd. (武漢大眾口腔醫療股份有限公司), established as a limited liability company in the PRC on July 10, 2007 and converted into a joint stock company with limited liability on December 24, 2014, and the H Shares of which are listed on the Main Board of the Stock Exchange (stock code: 2651) on July 9, 2025
"Director(s)"	director(s) of our Company
"Dividend Policy"	the dividend policy of the Company approved by the Board on March 31, 2026
"Group" or "we"	our Company and its subsidiaries

"H Share(s)"	the overseas listed foreign Share(s) in the share capital of the Company with a nominal value of RMB1.00 each, to be subscribed for and traded in Hong Kong dollars and listed on the Stock Exchange
"H Shareholder(s)"	holder(s) of H Shares
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"HK$" or "Hong Kong dollars"	Hong Kong dollars, the lawful currency of Hong Kong
"Issue Mandate"	the proposed general mandate to be granted to the Directors to allot, issue or deal with (including sale or transfer of any Treasury Shares) additional Shares not exceeding 20% of the total number of issued Shares (excluding any Treasury Shares) as at the date of passing of the relevant resolution
"Latest Practicable Date"	April 24, 2026, being the latest practicable date for the purpose of ascertaining certain information contained in this circular prior to its publication
"Listing"	listing of the H Shares on the main board of the Stock Exchange
"Listing Date"	July 9, 2025, being the date on which the H Shares were listed on the main board of the Stock Exchange
"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
"Mr. Yao"	Mr. Yao Xue (姚雪), our executive Director, chairman of the Board and one of our controlling shareholders
"Ms. Shen"	Ms. Shen Hongmin (沈洪敏) (formerly known as Shen Hongmin (沈宏敏)), our executive Director, vice chairman of the Board, general manager and one of our controlling shareholders
"Prospectus"	the prospectus of the Company published on June 30, 2025

"RMB"	Renminbi, the lawful currency of the PRC
"SAFE"	State Administration of Foreign Exchange of the PRC (中國國家外匯管理局)
"SFO"	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
"Share(s)"	ordinary share(s) in the share capital of our Company with a nominal value of RMB1.00 each, comprising Unlisted Shares and H Shares
"Shareholder(s)"	holder(s) of our Shares
"Share Repurchase Mandate"	the proposed general mandate to be granted to the Directors at the AGM to repurchase H Shares on the Stock Exchange not exceeding 10% of the total number of H Shares in issue (excluding any Treasury Shares) as at the date of passing of the relevant resolution
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Takeovers Code"	The Codes on Takeovers and Mergers and Share Buy-backs amended from time to time by the Securities and Futures Commission
"Treasury Share(s)"	has the meaning ascribed thereto under the Listing Rules
"Unlisted Share(s)"	share(s) of our Company with a nominal value of RMB1.00 each, which is (are) subscribed for and fully paid in RMB, and currently not listed or traded on any stock exchange
"Shareholders of Unlisted Shares"	holder(s) of Unlisted Shares
"Zhongshan Medical Investment"	Hubei Zhongshan Medical Investment Management Co., Ltd. (湖北中山醫療投資管理有限公司), a limited liability company established in the PRC on October 10, 2004 and one of our controlling shareholders
"%"	per cent

Wuhan Dazhong Dental Medical Co., Ltd.
武漢大眾口腔醫療股份有限公司

(A joint stock company with limited liability incorporated in the People's Republic of China)
(Stock Code: 2651)

Executive Directors
Mr. Yao Xue *(Chairman)*
Ms. Shen Hongmin
Mr. Guo Jiaping
Ms. Liu Hongchan

Independent non-executive Directors
Mr. Shu Yijie
Ms. Huang Suzhen
Mr. Xie Dong

Registered Office and Headquarters
Room 5, 11/F and Rooms 601, 608-612, 6/F
Huayin Building
No. 786 Minzhu Road
Zhongnan Road Sub-District
Wuchang District, Wuhan
Hubei Province
PRC

Principal Place of Business in Hong Kong
Room 1920, 19/F, Lee Garden One
33 Hysan Avenue
Causeway Bay
Hong Kong

April 28, 2026

To the Shareholders

Dear Sir/Madam,

(1) 2025 ANNUAL REPORT;
(2) 2025 ANNUAL PROFIT DISTRIBUTION PLAN;
(3) ADOPTION OF DIVIDEND POLICY;
(4) 2026 REMUNERATION POLICY FOR DIRECTORS;
(5) RE-APPOINTMENT OF AUDITOR FOR 2026;
(6) PROPOSED GRANT OF GENERAL MANDATE TO ISSUE SHARES;
(7) PROPOSED GRANT OF GENERAL MANDATE TO REPURCHASE H SHARES;
AND
(8) NOTICE OF ANNUAL GENERAL MEETING

1. INTRODUCTION

The purpose of this circular is to provide you with (among other things) the notice of the AGM and information regarding certain resolutions to be considered at the AGM to enable you to make an informed decision on whether to vote for, against or abstain from voting on such resolutions at the AGM.

2. 2025 ANNUAL REPORT

An ordinary resolution will be proposed at the AGM to consider and approve the 2025 Annual Report of the Company. The work report of the Board has also been included in the annual report. For details, please refer to the 2025 Annual Report published by the Company on the websites of the Stock Exchange and the Company.

3. 2025 ANNUAL PROFIT DISTRIBUTION PLAN

As at the Latest Practicable Date, the total issued share capital of the Company was 49,379,042 Shares. Based on the operating results and financial position of the Company and the Dividend Policy of the Company, the Board proposed to distribute a final dividend for the year ended December 31, 2025 (the "**Final Dividend**") of RMB0.668 per Share (tax-inclusive), totaling RMB32,985,200 (tax-inclusive). This resolution was considered and approved at the Board meeting held on March 31, 2026, and is hereby proposed as an ordinary resolution to the AGM for consideration and approval. Subject to the approval of the 2025 Annual Profit Distribution Plan by the Shareholders at the AGM, the Final Dividend will be paid on or before June 30, 2026 to the Shareholders whose names appear on the register of members of the Company on June 5, 2026. The Final Dividend shall be denominated and declared in Renminbi and paid in Renminbi to Shareholder of Unlisted Shares, and in Hong Kong dollars to Shareholder of H Shares. The exchange rate from Renminbi to Hong Kong dollars will be based on the average of the middle exchange rates published by the People's Bank of China during the calendar week preceding the announcement of the proposed Final Dividend (i.e., the date of the AGM).

Tax on Dividends

According to the Enterprise Income Tax Law of the PRC (《中華人民共和國企業所得稅法》) which came into effect on January 1, 2008, and was amended on February 24, 2017, December 29, 2018 and December 6, 2024, the Implementation Rules for the Enterprise Income Tax Law of the PRC (《中華人民共和國企業所得稅法實施條例》) which took effect on January 1, 2008 and was amended on April 23, 2019, and the Notice on the Issues Concerning Withholding the Enterprise Income Tax on the Dividends Paid by Chinese Resident Enterprises to H Shareholders Which Are Overseas Non-resident Enterprises (Guo Shui Han [2008] No. 897) (《關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》(國稅函[2008]897號)), which was promulgated by the State Taxation Administration and came into effect on November 6, 2008, where a Chinese resident enterprise distributes dividends for 2008 and subsequent years for financial periods beginning from January 1, 2008 to H shareholders which are overseas non-resident enterprises (such term shall have the meaning as defined under the Enterprise Income Tax Law of the PRC), it is required to withhold 10% enterprise income tax for such overseas non-resident enterprise shareholders of H shares. Therefore, for a non-resident enterprise Shareholder of the H Shares (i.e., any Shareholder holding the H Shares in the name of a non- individual Shareholder, including but not limited to any holders of H Shares registered in the name of HKSCC Nominees Limited, or any other nominee or trustee, or any other organisation or group), the Company shall withhold the enterprise income tax for the Final Dividend at the tax rate of 10% on its behalf. After receiving dividends, the non-resident enterprise Shareholder may apply to the relevant tax authorities for enjoying treatment of taxation treaties (arrangement) in person or by proxy or by the Company, and provide information to prove that it is an actual beneficiary under the requirements of such taxation treaties (arrangement). After the tax authorities have verified that there is no error, it shall refund tax difference between the amount of tax levied and the amount of tax payable calculated at the tax rate under the requirements of the relevant taxation treaties (arrangement).

Pursuant to the Notice on Issues Concerning the Levy and Administration of Individual Income Tax After the Repeal of Guo Shui Fa (1993) No. 045 (《關於國税發(1993) 045號文件廢止後有關個人所得税徵管問題的通知》) issued by the State Taxation Administration on June 28, 2011, dividends to be distributed by the PRC non-foreign invested enterprise which has issued shares in Hong Kong to the overseas resident individual shareholders, are subject to the individual income tax with a tax rate of 10% in general. However, the tax rates for respective overseas resident individual shareholders may vary depending on the relevant tax agreements between the countries of their residence and China. Thus, 10% individual income tax will be withheld from the dividend payable to any individual Shareholders of H Shares whose names appear on the H Share register of members of the Company on the record date, unless otherwise stated in the relevant taxation regulations, tax treaties or the Notice on Issues Concerning the Levy and Administration of Individual Income Tax After the Repeal of Guo Shui Fa (1993) No. 045.

The Company assumes no responsibilities whatsoever in respect of and will not entertain for any claim arising from any delay in, or inaccurate determination of the status of the Shareholders or any disputes over the mechanism of withholdings.

Shareholders are recommended to consult their financial advisors regarding the ownership and disposal of H Shares in the PRC, Hong Kong and other tax implications.

4. ADOPTION OF DIVIDEND POLICY

In order to provide stable and reasonable returns to Shareholders, the Company proposes to adopt a Dividend Policy, details of which are set out in Appendix II to this circular. In accordance with the Articles of Association, the Dividend Policy shall be approved by way of an ordinary resolution at the AGM.

5. 2026 REMUNERATION POLICY FOR DIRECTORS

The 2026 remuneration policy for Directors of the Company is as follows:

Executive Directors: Except for the remuneration received for their positions in the Company, no additional allowance will be paid, and the specific terms shall be subject to the agreements entered into between the Company and the executive Directors.

Independent non-executive Directors: Allowances will be paid based on the remuneration level of the permanent residence of the Directors, and the specific terms shall be subject to the agreements entered into between the Company and the independent non-executive Directors.

The Company considers that this remuneration policy is not only in line with the general practices adopted by listed companies, but also effectively meets the requirements of the governance of the Company, which is beneficial to the long-term development of the Company.

An ordinary resolution will be proposed at the AGM to consider and approve the 2026 remuneration policy for Directors of the Company.

6. RE-APPOINTMENT OF AUDITOR FOR 2026

The Company proposes to continue to appoint Ernst & Young as the auditor of the Company for 2026, for a term commencing from the AGM until the conclusion of the next annual general meeting of the Company.

For the financial year ending December 31, 2026, the estimated audit fees payable to Ernst & Young for the audit of the consolidated financial statements of the Company and its subsidiaries are expected to increase by no more than 10% based on the auditors' remuneration for 2025 (i.e., RMB2 million).

This estimated audit fee was determined following thorough consideration and arm's-length negotiations between the Company and Ernst & Young, taking into account the scale, nature and complexity of the Group's operations, the anticipated scope of the audit (covering the consolidated financial statements prepared in accordance with Hong Kong Financial Reporting Standards), the audit timeline and the level and composition of the professional staff to be deployed. The estimated audit fees are also based on the following assumptions: there will be no material changes in the Group's operating conditions, accounting policies or regulatory environment during the financial year, and the Company will provide adequate assistance and information in a timely manner as reasonably required for the audit.

Unless there are significant changes to the aforementioned basis or assumptions, the final audit fees are not expected to differ materially from the initially disclosed estimated amount. Should any significant changes occur, the Company will make further disclosures in a timely manner.

An ordinary resolution will be proposed at the AGM in relation to the re-appointment of the auditor and the grant of an authority to the Board to fix its remuneration.

7. PROPOSED GRANT OF GENERAL MANDATE TO ISSUE SHARES

In order to enable the Company to flexibly issue Shares under appropriate circumstances, the Company will propose a special resolution at the AGM to approve the grant of the Issue Mandate to the Directors to allot, issue or deal with (including sale or transfer of any Treasury Shares) additional Shares not exceeding 20% of the total number of issued Shares (excluding any Treasury Shares) as at the date of passing of the relevant resolution. As at the Latest

Practicable Date, the issued Shares were 49,379,042 Shares, comprising 32,352,902 Unlisted Shares and 17,026,140 H Shares. Subject to the passing of the resolution granting the Issue Mandate and on the basis that the issued share capital of the Company remains unchanged on the date of the AGM, the Company will be allowed to allot and issue (including sale or transfer of any Treasury Shares) a maximum of 9,875,808 Shares under the Issue Mandate.

8. PROPOSED GRANT OF GENERAL MANDATE TO REPURCHASE H SHARES

The Company Law provides that a joint stock limited company incorporated in the PRC shall not repurchase its own shares, except in one of the following circumstances: (1) to reduce the registered capital of the company; (2) to merge with other companies holding shares of the company; (3) to use the shares for employee stock ownership plans or share incentive; (4) shareholders who object to resolutions of the general meeting of shareholders on merger or division of the company request the company to repurchase their shares; (5) to use the shares to convert corporate bonds issued by the listed company that can be converted into stocks; and (6) it is necessary for the listed company to protect corporate value and shareholders' equity.

Such mandate shall be granted by the Shareholders by a special resolution at a general meeting.

As the H Shares are traded on the Stock Exchange in Hong Kong dollars, the price payable by the Company when repurchasing H Shares will be paid in Hong Kong dollars. Therefore, the payment of the repurchase price is subject to the approval of SAFE or its authorized entities.

The Company will cancel any repurchased Shares and/or hold the repurchased Shares as Treasury Shares based on the circumstances at the time of repurchasing the Shares (such as market conditions and its capital management needs). If the Company intends to cancel any repurchased Shares, in accordance with the provisions of the Articles of Association of the Company applicable to the reduction of registered capital, the Company shall notify its creditors within 10 days from the date of the Company's resolution on reducing registered capital, and shall make an announcement in newspapers or the National Enterprise Credit Information Publicity System within 30 days from the date of such resolution. Creditors may, within 30 days from the receipt of the notice, or within 45 days from the date of the announcement if they have not received the notice, require the Company to pay off its debts or provide corresponding guarantees for such debts.

In order to enable the Directors to flexibly repurchase H Shares under appropriate circumstances, the Company will propose a special resolution at the AGM to approve the grant of the Share Repurchase Mandate to the Directors to repurchase H Shares on the Stock Exchange not exceeding 10% of the total number of H Shares in issue (excluding any Treasury Shares) as at the date of passing such resolution.

The explanatory statement required by the Listing Rules is set out in Appendix I to this circular to provide the Shareholders with requisite information reasonably necessary for them to make an informed decision on whether to vote for or against the grant of the Share Repurchase Mandate.

If approved by the Shareholders at the AGM, the general mandates to repurchase Shares and to issue Shares will continue in force until (i) the conclusion of the next annual general meeting of the Company; or (ii) the expiration of the period within which the next annual general meeting of the Company is required by any applicable laws or the Articles of Association to be held; or (iii) the date on which such authority is revoked or varied by a special resolution of the shareholders of the Company in a general meeting (whichever is the earliest).

9. AGM

The Company will hold the AGM at No. 8 Conference Room, 11/F, Huayin Building, No. 786 Minzhu Road, Zhongnan Road Sub-District, Wuchang District, Wuhan, Hubei Province, PRC at 9:00 a.m. on Friday, May 29, 2026. The notice of the AGM is set out on pages 17 to 21 of this circular.

In order to determine the list of the Shareholders entitled to attend and vote at the AGM, the register of members of the Company will be closed from Tuesday, May 26, 2026 to Friday, May 29, 2026 (both days inclusive), during which period no transfer of Shares will be registered. To ascertain the Shareholders' entitlement to attend and vote at the AGM, all properly completed share transfer documents accompanied by the relevant share certificates must be lodged with the Company's H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (in respect of H Shareholders) or the Company's Board office at Room 5, 11/F and Rooms 601, 608-612, 6/F, Huayin Building, No. 786 Minzhu Road, Zhongnan Road Sub-District, Wuchang District, Wuhan, Hubei Province, PRC (in respect of Shareholders of Unlisted Shares) for registration no later than 4:30 p.m. on Friday, May 22, 2026. Shareholders whose names appear on the register of members of the Company on Friday, May 29, 2026 are entitled to attend and vote at the AGM.

In order to determine the entitlement to the proposed Final Dividend (subject to the approval of the Shareholders at the AGM), the register of members of the Company will be closed from Thursday, June 4, 2026 to Friday, June 5, 2026 (both days inclusive), during which period no transfer of Shares will be registered. In order to qualify for the proposed Final Dividend, all properly completed share transfer documents accompanied by the relevant share certificates must be lodged with the Company's H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (in respect of H Shareholders) or the Company's Board office at Room 5, 11/F and Rooms 601, 608-612, 6/F, Huayin Building, No. 786 Minzhu Road, Zhongnan Road Sub-District, Wuchang District, Wuhan, Hubei Province, PRC (in respect of Shareholders of Unlisted Shares) for registration no later than 4:30 p.m. on Wednesday, June 3, 2026. Shareholders whose names appear on the register of members of the Company on Friday, June 5, 2026, are entitled to receive the aforementioned Final Dividend.

A form of proxy for use at the AGM has been published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.chinadzyl.com) and has been issued to H Shareholders by means selected by the H Shareholders to receive corporate communications. Shareholders who wish to appoint a proxy to attend the AGM should complete the form of proxy and return it to the Company's H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (in respect of H Shareholders) or the Company's Board office at Room 5, 11/F and Rooms 601, 608-612, 6/F, Huayin

Building, No. 786 Minzhu Road, Zhongnan Road Sub-District, Wuchang District, Wuhan, Hubei Province, PRC (in respect of Shareholders of Unlisted Shares), not less than 24 hours before the time appointed for holding the AGM (i.e. not later than 9:00 a.m. on Thursday, May 28, 2026). Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the AGM or any adjournment thereof (as the case may be) should they so wish at that time.

In accordance with Rule 13.39(4) of the Listing Rules, any vote of Shareholders at the AGM must be taken by poll.

To the best knowledge of the Directors, as at the Latest Practicable Date, no Shareholder is considered to have a material interest in any of the resolutions proposed at the AGM and has to abstain from voting at the AGM approving the resolutions.

10. RECOMMENDATION

The Board considers that all resolutions set out in the notice of the AGM to be considered and approved by the Shareholders are in the interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of all the resolutions to be proposed at the AGM.

11. 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 all reasonable inquiries, 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.

Yours faithfully,
By order of the Board
Wuhan Dazhong Dental Medical Co., Ltd.
Mr. Yao Xue
Chairman and Executive Director

Wuhan, Hubei Province, PRC

The following is an explanatory statement required by the Listing Rules to provide the Shareholders with requisite information reasonably necessary for them to make an informed decision on whether to vote for or against the special resolution to be proposed at the AGM in relation to the granting of the Share Repurchase Mandate.

1. SHARE CAPITAL

As at the Latest Practicable Date, the number of Shares in issue of the Company was 49,379,042 shares, comprising 32,352,902 Unlisted Shares and 17,026,140 H Shares of RMB1.00 each.

Subject to the passing of the special resolution in respect of the granting of the Share Repurchase Mandate at the AGM and on the basis that the issued share capital of the Company (i.e. being 32,352,902 Unlisted Shares and 17,026,140 H Shares) remains unchanged, the Directors would be authorized under the Share Repurchase Mandate to repurchase, during the period in which the Share Repurchase Mandate remains in force, a total of 1,702,614 H Shares, representing 10% of the total number of H Shares in issue (excluding any Treasury Shares) as at the date of the AGM.

2. REASONS FOR SHARE REPURCHASE

The Directors believe that the granting of the Share Repurchase Mandate is in the best interests of the Company and the Shareholders. Such repurchase may, depending on the market conditions and funding arrangements at the time, leads to an enhancement of the net asset value per Share and/or earnings per Share and will only be made when the Directors believe that such repurchase will benefit the Company and the Shareholders.

3. FUNDING OF SHARE REPURCHASE

The Company may only apply funds legally available for share repurchase in accordance with its Articles of Association, the laws of the PRC and/or any other applicable laws, as the case may be.

4. IMPACT OF SHARE REPURCHASE

There might be a material adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in the audited accounts contained in the annual report of the Company for the year ended December 31, 2025) in the event that the Share Repurchase Mandate was to be carried out in full at any time during the proposed repurchase period. However, the Directors do not intend to exercise the Share Repurchase Mandate in such circumstances as would have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time appropriate for the Company.

5. MARKET PRICES OF H SHARES

The highest and lowest prices per Share at which the H Shares have been traded on the Stock Exchange during the period from July 9, 2025 (the Listing Date) up to and including the Latest Practicable Date were as follows:

Month	**Highest**	**Lowest**
	HK$	HK$
2025		
July *(since the Listing Date)*	27.500	14.380
August	16.860	13.980
September	14.700	13.030
October	13.390	11.110
November	12.290	10.150
December	11.820	10.300
2026		
January	10.990	9.600
February	10.080	8.200
March	12.800	7.590
April *(up to the Latest Practicable Date)*	13.490	11.580

6. GENERAL

To the best of the Directors' knowledge after having made all reasonable enquiries, none of the Directors nor any of their respective close associates (as defined in the Listing Rules) have any present intention to sell any H Shares to the Company in the event that the granting of the Share Repurchase Mandate is approved by the Shareholders.

The Company has not been notified by any core connected persons (as defined in the Listing Rules) of the Company that they have a present intention to sell any H Shares to the Company, or that they have undertaken not to sell any H Shares held by them to the Company in the event that the granting of the Share Repurchase Mandate is approved by the Shareholders.

The Directors will exercise the power of the Company to make repurchases pursuant to the Share Repurchase Mandate in accordance with the Listing Rules and the applicable laws and regulations of the PRC. To the best of the knowledge of the Directors, there is nothing unusual in this explanatory statement and the Share Repurchase Mandate.

7. TAKEOVERS CODE

If as a result of a repurchase of H Shares pursuant to the Share Repurchase Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase in shareholding will be treated as an acquisition of voting rights for the purposes of Rule 32 of the Takeovers Code. Accordingly, a Shareholder or a group of Shareholders acting in concert (as defined in the Takeovers Code), depending on the level of increase in the Shareholder's interest, could obtain or consolidate control over the Company and thereby become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code due to the increase in shareholding.

To the best knowledge and belief of the Directors, as at the Latest Practicable Date, the substantial Shareholders having an interest of 10% or more in the issued share capital of the Company were as follows:

Name of Shareholder	Nature of Interest	Number of Shares	Description of Shares	Approximate percentage of total issued Shares of the Company as at the Latest Practicable Date[(1)]	Approximate percentage of total issued Shares of the Company if the Share Repurchase Mandate is exercised in full[(2)]
Mr. Yao[(3)]	Interest in controlled corporation	31,324,102	Unlisted Shares	63.44%	65.70%
	Beneficial interest	475,800	Unlisted Shares	0.96%	1.00%
	Interest of concert party	31,774,102	Unlisted Shares	64.35%	66.65%
Ms. Shen[(3)]	Interest in controlled corporation	31,324,102	Unlisted Shares	63.44%	65.70%
	Beneficial interest	450,000	Unlisted Shares	0.91%	0.94%
	Interest of concert party	31,799,902	Unlisted Shares	64.40%	66.70%
Zhongshan Medical Investment[(3)]	Beneficial interest	31,324,102	Unlisted Shares	63.44%	65.70%

Notes:

(1) Calculated based on the total number of 49,379,042 Shares in issue as at the Latest Practicable Date.

(2) Calculated based on the total number of 47,676,428 Shares in issue (assuming the Share Repurchase Mandate is exercised in full).

(3) As at the Latest Practicable Date, Mr. Yao and Ms. Shen held 475,800 Unlisted Shares and 450,000 Unlisted Shares of the Company, respectively; Mr. Yao and Ms. Shen held 51,300,000 shares and 36,500,000 shares of Zhongshan Medical Investment, respectively, representing approximately 44.11% and 31.38% of the equity

interest in Zhongshan Medical Investment, respectively; Zhongshan Medical Investment held 31,324,102 Unlisted Shares of the Company. Pursuant to an acting in concert agreement entered into between Mr. Yao and Ms. Shen on June 3, 2014, Mr. Yao and Ms. Shen agreed to act in concert in respect of their voting rights in Zhongshan Medical Investment and the Company. For details, please refer to "History, Development and Corporate Structure – Our Major Corporate Development – Early Development" in the Prospectus. Therefore, Mr. Yao and Ms. Shen are deemed to be interested in the Shares directly held by Zhongshan Medical Investment and each other by virtue of the SFO.

In the event that the Directors exercise in full the power to repurchase Shares pursuant to the proposed Share Repurchase Mandate, the interests of the substantial Shareholders in the Company would be increased to approximately the percentages as set out in the table above. The Directors considered that such increase in shareholding would not give rise to an obligation to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

The Directors do not presently intend to exercise the Share Repurchase Mandate (if granted to the Directors at the AGM) to such an extent as would give rise to an obligation to make a mandatory offer in accordance with Rule 26 of the Takeovers Code and/or result in the aggregate number of Shares held by the public Shareholders falling below the prescribed minimum percentage required by the Stock Exchange.

Save as disclosed above, the Directors are not aware of any consequences that may arise under the Takeovers Code and/or any similar applicable laws.

8. SHARE REPURCHASE MADE BY THE COMPANY

During the six months prior to the Latest Practicable Date, the Company had not repurchased any of the Shares (whether on the Stock Exchange or otherwise).

9. TREATMENT OF REPURCHASED SHARES

The Company intends to cancel the repurchased Shares and/or hold such Shares as Treasury Shares after the settlement of the repurchased Shares is completed for subsequent resale or transfer, subject to factors such as the market conditions at the relevant time of the repurchase and the capital management needs of the Group.

In respect of any Treasury Shares deposited in the Central Clearing and Settlement System ("CCASS") pending resale on the Stock Exchange, the Company must (i) procure that its broker shall not give any instructions to HKSCC Nominees Limited to vote in respect of the Treasury Shares deposited in CCASS at a general meeting of the Company; (ii) in the case of a dividend or distribution, withdraw the Treasury Shares from CCASS before the record date for such dividend or distribution and re-register such shares in its own name as Treasury Shares or cancel such shares; or (iii) take any other measures to ensure that it does not exercise any shareholder rights or receive any entitlements (the rights and entitlements in respect of which are suspended under and in accordance with applicable laws if such shares are registered in its own name as Treasury Shares).

The full text of the Dividend Policy is set out below:

爱尚大众

Wuhan Dazhong Dental Medical Co., Ltd.
武漢大眾口腔醫療股份有限公司
(A joint stock company with limited liability incorporated in the People's Republic of China)
(Stock Code: 2651)

DIVIDEND POLICY

1. Purpose

1.1. This policy aims to set out guidelines for the board of directors (the "Board") of Wuhan Dazhong Dental Medical Co., Ltd. (the "Company") and to determine the level of dividends to be paid to the shareholders of the Company.

2. Overall Policy

2.1. The dividend distribution policy of the Company values reasonable returns to investors, aiming to ensure the continuity and stability of dividend distribution while balancing the long-term interests of the Company, the overall interests of all shareholders, and the sustainable development of the Company. The Company primarily adopts the form of cash dividends for dividend distribution. Under specific conditions, the Company may distribute interim dividends.

3. Factors to be Considered in Declaring Dividends

3.1. Before declaring or recommending the payment of dividends, the Board shall consider the following factors:

- The actual and expected financial performance of the Company
- The Company's expected working capital requirements, capital expenditure requirements, and future expansion plans
- The current and future liquidity position of the Company
- Economic conditions and other internal or external factors that may have an impact on the business or financial performance and position of the Company
- Any other factors that the Board considers appropriate

3.2. The payment of dividends by the Company is also subject to applicable laws and regulations.

3.3. The dividend payout ratio may vary from year to year. The Company does not guarantee that any particular amount of dividend will be paid in any specified period.

4. Approval

4.1. The Board may resolve to pay such interim dividends as it considers appropriate to the shareholders of the Company, and recommend the payment of final dividends, subject to the approval of the shareholders at the general meeting of the Company.

5. Miscellaneous

5.1. This policy shall become effective and be implemented upon consideration and approval by the general meeting of the Company.

Wuhan Dazhong Dental Medical Co., Ltd.
武漢大眾口腔醫療股份有限公司

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

(Stock Code: 2651)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an annual general meeting (the "**AGM**") of Wuhan Dazhong Dental Medical Co., Ltd. (the "**Company**") will be held at No. 8 Conference Room, 11/F, Huayin Building, No. 786 Minzhu Road, Zhongnan Road Sub-District, Wuchang District, Wuhan, Hubei Province, PRC at 9:00 a.m. on Friday, May 29, 2026 for the purpose of considering and, if thought fit, passing the following resolutions. Unless the context otherwise requires, capitalized terms used in this notice shall have the same meanings as those defined in the circular of the Company dated April 28, 2026.

ORDINARY RESOLUTIONS

1. To consider and approve the 2025 Annual Report of the Company.

2. To consider and approve the 2025 Annual Profit Distribution Plan of the Company.

3. To consider and approve the adoption of the Dividend Policy.

4. To consider and approve the 2026 remuneration policy for Directors of the Company.

5. To consider and approve the re-appointment of Ernst & Young as auditor of the Company for 2026, and to authorize the Board to fix its remuneration.

SPECIAL RESOLUTIONS

6. To consider and approve the granting of a general mandate to the Directors of the Company to issue Shares:

   "**THAT:**

   (a) subject to compliance with the prevailing requirements of the Listing Rules and paragraph (b) below, the granting of a general mandate to the Directors of the Company be and is hereby approved on a general and unconditional basis, to (i) allot, issue and deal with additional ordinary shares in the share capital of the Company (including sale or transfer of any Treasury Shares); (ii) make or grant offers, agreements and options which might require the exercise of such powers during or after the end of the Relevant Period (as defined below) in accordance with all applicable laws, rules and regulations and the provisions of the Articles of Association; (iii) make any amendments to the Articles of Association in relation to issue of Shares and registered capital as it duly thinks necessary; and (iv) take any other necessary actions and proceed with other necessary procedures in order to implement the issue and realize the increase in registered capital;

(b) the aggregate number of Shares allotted or agreed conditionally or unconditionally to be allotted (including sale or transfer of any Treasury Shares) by the Directors pursuant to the mandate in paragraph (a) above, otherwise than pursuant to:

(i) a Rights Issue (as defined below);

(ii) the exercise of options under a share option scheme of the Company; and

(iii) any scrip dividend scheme or similar arrangement providing for the allotment of Shares in lieu of the whole or part of a dividend on Shares of the Company in accordance with the Articles of Association of the Company,

shall not exceed 20% of each of the total number of issued Shares (excluding any Treasury Shares) as at the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of Shares of the Company after the date of passing of this resolution); and

(c) for the purposes of this resolution:

"**Relevant Period**" means the period from the passing of this resolution until whichever the earliest of:

(i) the conclusion of the next annual general meeting of the Company, at which time the authority contained in this resolution will lapse unless it is renewed by a special resolution passed at that meeting (whether with or without conditions);

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association of the Company or any applicable laws to be held; and

(iii) the date on which the authority set out in this resolution is revoked or varied by a special resolution of the Shareholders in a general meeting.

"**Rights Issue**" means an offer of Shares open for a period fixed by the Directors to holders of Shares of the Company or any class thereof on the register of members on a fixed record date in proportion to their then holdings of such Shares or class thereof (subject to such exclusions or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of any relevant jurisdiction or the requirements of any recognized regulatory body or any stock exchange)."

7. To consider and approve a general mandate to the Directors of the Company to repurchase H Shares:

"**THAT:**

(a) subject to compliance with the prevailing requirements of the Listing Rules and paragraph (b) below, the granting of a general mandate to the Directors of the Company be and is hereby approved on a general and unconditional basis, to (i) exercise during the Relevant Period (as defined below) all the powers of the Company to repurchase H Shares in accordance with all applicable laws, rules and regulations; (ii) make any amendments to the Articles of Association in relation to the repurchase of Shares and changes in registered capital as it duly thinks necessary; and (iii) take any other necessary actions and proceed with other necessary procedures in order to implement the repurchase and cancellation and/or holding in treasury and realize the decrease in registered capital;

(b) the total number of H Shares of the Company to be repurchased and cancelled and/or held in treasury pursuant to the mandate in paragraph (a) above shall not exceed 10% of the total number of issued H Shares (excluding any Treasury Shares) as at the date of passing of this resolution (subject to adjustment in the case of any consolidation or subdivision of Shares of the Company after the date of passing of this resolution); and

(c) for the purposes of this resolution:

"**Relevant Period**" means the period from the passing of this resolution until whichever the earliest of:

(i) the conclusion of the next annual general meeting of the Company, at which time the authority contained in this resolution will lapse unless it is renewed by a special resolution passed at that meeting (whether with or without conditions);

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles of Association of the Company or any applicable laws to be held; and

(iii) the date on which the authority set out in this resolution is revoked or varied by a special resolution of the Shareholders in a general meeting."

By order of the Board
Wuhan Dazhong Dental Medical Co., Ltd.
Mr. Yao Xue
Chairman and Executive Director

Wuhan, Hubei Province, PRC
April 28, 2026

Notes:

1. In order to determine the list of Shareholders entitled to attend and vote at the AGM, the register of members of the Company will be closed from Tuesday, May 26, 2026 to Friday, May 29, 2026 (both days inclusive), during which period no transfer of Shares will be registered. To ascertain the Shareholders' entitlement to attend and vote at the AGM, all properly completed share transfer documents accompanied by the relevant share certificates must be lodged with the Company's H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (in respect of H Shareholders) or the Company's Board office at Room 5, 11/F and Rooms 601, 608-612, 6/F, Huayin Building, No. 786 Minzhu Road, Zhongnan Road Sub-District, Wuchang District, Wuhan, Hubei Province, PRC (in respect of Shareholders of Unlisted Shares), no later than 4:30 p.m. on Friday, May 22, 2026 for registration. Shareholders whose names appear on the register of members of the Company on Friday, May 29, 2026 are entitled to attend and vote at the AGM.

2. In order to determine the entitlement to the proposed Final Dividend (subject to the approval of the Shareholders at the AGM), the register of members of the Company will be closed from Thursday, June 4, 2026 to Friday, June 5, 2026 (both days inclusive), during which period no transfer of Shares will be registered. In order to qualify for receive the proposed Final Dividend, all properly completed share transfer documents accompanied by the relevant share certificates must be lodged with the Company's H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (in respect of H Shareholders) or the Company's Board office at Room 5, 11/F and Rooms 601, 608-612, 6/F, Huayin Building, No. 786 Minzhu Road, Zhongnan Road Sub-District, Wuchang District, Wuhan, Hubei Province, PRC (in respect of Shareholders of Unlisted Shares), no later than 4:30 p.m. on Wednesday, June 3, 2026 for registration. Shareholders whose names appear on the register of members of the Company on Friday, June 5, 2026, are entitled to receive the aforementioned Final Dividend.

3. Any Shareholder entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and vote in his/her/its stead. A proxy need not be a shareholder of the Company but must attend the AGM in person to represent the relevant Shareholder.

   The instrument appointing a proxy must be in writing under the hand of the Shareholder or his/her/its attorney duly authorized in writing. If the Shareholder is a corporation, that instrument must be executed either under its common seal or under the hand of its Director(s) or duly authorized attorney. If that instrument is signed by an attorney of the Shareholder, the power of attorney authorizing that attorney to sign or other authorization documents must be notarized.

   The Shareholder must deposit the form of proxy together with the notarized power of attorney or other authorization documents (if any) at the Company's H Share Registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (in respect of H Shareholders) or the Company's Board office at Room 5, 11/F and Rooms 601, 608-612, 6/F, Huayin Building, No. 786 Minzhu Road, Zhongnan Road Sub-District, Wuchang District, Wuhan, Hubei Province, PRC (in respect of Shareholders of Unlisted Shares), not less than 24 hours before the time appointed for holding the AGM or any adjournment thereof (as the case may be) (i.e. not later than 9:00 a.m. on Thursday, May 28, 2026). Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the AGM or any adjournment thereof (as the case may be) should they so wish at that time.

4. In accordance with Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any vote of Shareholders at a general meeting must be taken by poll. Accordingly, voting on the resolutions set out in the notice of the AGM will be conducted by way of poll.

5. For details of the resolutions, please refer to the circular of the Company dated April 28, 2026.

6. The AGM is expected to last about half a day. Shareholders or their appointed proxies attending the AGM or any adjournment thereof (as the case may be) shall produce their identity documents. Shareholders or their appointed proxies attending the AGM shall be responsible for their own transportation and accommodation expenses.

7. If the attending Shareholder is a corporation, its legal representative shall present his or her ID card, a valid certificate proving his or her qualification as a legal representative and proof of shareholding; if a proxy is appointed to attend the meeting, such proxy shall present his or her ID card and a written power of attorney issued by the relevant Shareholder in accordance with law.

8. All dates and times in this notice refer to Hong Kong dates and times.

As at the date of this notice, the Board of the Company comprises: (i) Mr. Yao Xue, Ms. Shen Hongmin, Mr. Guo Jiaping and Ms. Liu Hongchan as executive Directors; and (ii) Mr. Shu Yijie, Ms. Huang Suzhen and Mr. Xie Dong as independent non-executive Directors.