*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.*

Jenscare
健世科技

# Jenscare Scientific Co., Ltd.
# 寧波健世科技股份有限公司

*(A joint stock company incorporated in the People's Republic of China with limited liability)*
**(Stock code: 9877)**

## NOTICE OF 2025 ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the 2025 annual general meeting (the "**AGM**") of Jenscare Scientific Co., Ltd. (the "**Company**") will be held at Meeting Room, 3/F, Block 5, B Area, No. 777 Binhai 4th Road, Hangzhou Bay New Area, Ningbo, Zhejiang Province, PRC on Thursday, 28 May 2026 at 2:00 p.m. for the following purposes:

### ORDINARY RESOLUTIONS

1. To consider and approve the resolution on the report of the Board of Directors of the Company for the year 2025.

2. To consider and approve the resolution on the audited consolidated financial statements of the Group for the year 2025.

3. To consider and approve the resolution on the annual report of the Group for the year 2025.

4. To consider and approve the resolution on the profit distribution plan of the Company for the year 2025.

5. To consider and approve the re-appointment of Ernst & Young as the auditor of the Company for 2026, for a term commencing from the date of approval at the AGM until the conclusion of the 2026 annual general meeting of the Company, and authorise the Board to determine the specific matters, including but not limited to their remunerations, in relation to such re-appointment.

6. To determine the remuneration of the Directors.

## SPECIAL RESOLUTIONS

7. To consider and approve the Company subject to market conditions and the needs of the Company, to grant to the Board a general mandate ("**Issue Mandate**"), which is only to be used by the Company to issue convertible bonds and subsequently issue additional Shares, additional Domestic Shares, and additional Unlisted Foreign Shares ("**Additional Shares**") pursuant to the requirements of convertible bonds, subject to terms and conditions set out in this resolution, to issue and deal with, whether separately or concurrently, the General Mandate of Additional Shares subject to the requirements of the aforementioned Issue Mandate, determining to make or sell offers, agreements, share options, power to exchange for or convert into Shares or other powers which require or might require the issue of Additional Shares (such Additional Shares being subject to a maximum of 20% of the number of issued Shares (excluding any treasury shares) as at the date of approval of this resolution during the Relevant Period (as defined in (ix)):

    i. such Issue Mandate shall not extending beyond the Relevant Period (as defined in (ix)) save that the Board during the Relevant Period (as defined in (ix)) makes or grants offering proposals, purchase rights or agreements which may require the exercise of such powers after the end of the Relevant Period (as defined in (ix));

    ii. the total number of Shares approved to be issued or agreed conditionally or unconditionally to be issued through the Issue Mandate by the Board not exceeding 20% of the number of issued Shares (excluding any treasury shares) as at the date of passing of this resolution, otherwise than pursuant to (i) the exercise of any options granted under all share option schemes of the Company adopted from time to time in accordance with the Listing Rules; or (ii) any scrip dividend scheme or similar arrangement providing for the allotment of such Shares in lieu of the whole or part of a dividend on such Shares in accordance with the articles of association of the Company (the "**Articles of Association**");

    iii. the Board be authorized to formulate and implement detailed issuance plan in the exercise of the aforementioned Issue Mandate, including but not limited to the class of new Shares to be issued, pricing mechanism and/or issuance/conversion/exercise price (including price range), method of issuance, quantity of issuance, allottees and use of proceeds;

    iv. the Board be authorized to engage professional advisers for matters related to the Issue Mandate and such Additional Shares which may be converted upon exercise of the Issue Mandate, and to approve and sign all acts, deeds, documents and other related matters which are necessary, appropriate or advisable for the share issuance; to approve and sign, on behalf of the Company, agreements related to the issuance, including but not limited to underwriting agreements, engagement agreements of professional advisers;

v. the Board be authorized to approve and sign, on behalf of the Company, documents in connection with the Issue Mandate and such Additional Shares which may be converted upon exercise of the Issue Mandate to be submitted to relevant regulatory authorities, to carry out relevant approval procedures required by regulatory authorities and place where the Company is listed, and to complete all necessary filings, registrations and records procedures with the relevant government authorities of the PRC, Hong Kong and/or any other regions and jurisdictions (if applicable);

vi. the Board be authorized to amend, as required by regulatory authorities within or outside the PRC, the relevant agreements and statutory documents;

vii. the Board be authorized, upon the issuance of Additional Shares pursuant to the Issue Mandate, to increase the registered capital of the Company after the issuance of Shares and to make corresponding amendments to the Articles of Association relating to, among others, share capital and shareholdings, and to authorize the management of the Company to carry out the relevant procedures;

viii. the Board will only exercise its power under such Issue Mandate only in accordance with the relevant laws and regulations of the PRC (as amended from time to time), the Articles of Association and the Listing Rules and obtaining all necessary approvals from the China Securities Regulatory Commission, The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") and/or other relevant PRC government authorities; and

ix. for the purposes of this resolution:

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

(a) the conclusion of the next annual general meeting of the Company;

(b) the expiration of a period of twelve months following the passing of this resolution at the AGM; or

(c) the time at which the authorisation conferred by this resolution is revoked or varied by a special resolution in a general meeting of the Company.

8. To consider and if thought fit, pass with or without amendments, the following resolution regarding the proposed granting of general mandate to repurchase H Shares:

i. subject to the restrictions set forth in paragraphs (ii) and (iii) below, the exercise by the Board during the Relevant Period (as defined below) of all the powers of the Company to repurchase the H shares of the Company (the "**H Shares**") listed on the Stock Exchange, and to determine whether such repurchased H Shares shall be held as treasury shares by the Company or otherwise be cancelled, subject to and in accordance with all applicable laws, regulations and rules and/or requirements of the governmental or regulatory body of securities in the PRC, the Stock

Exchange or any other governmental or regulatory body be and is hereby approved;

ii. the aggregate nominal amount of H Shares authorized to be repurchased by the Company pursuant to the approval mentioned above during the Relevant Period (as defined below) representing approximately 10% of the Company's total number of H Shares (excluding any treasury shares) and approximately 7.44% of the Company's total issued share capital (excluding any treasury shares) as at the date of passing this resolution;

iii. The item i approval mentioned above shall be conditional upon satisfaction of all the following conditions:

  (a) The special resolution regarding the grant of the repurchase mandate having been approved at the Annual General Meeting; and

  (b) The Company having obtained the approval from and/or filed to the State Administration of Foreign Exchange (or its successor authority) and/or any other regulatory authorities (if applicable) as may stipulated under the PRC laws, rules and regulations.

iv. Subject to the approval of all relevant government authorities in the PRC for the repurchase of such shares of the Company being granted and subject to the abovementioned conditions, the Board be and is hereby authorized to:

  (a) formulate and implement the specific repurchase plans, including but not limited to repurchase price and number of repurchased H Shares, and determine the time and duration of repurchase;

  (b) issue announcements in accordance with the requirements of the relevant laws, regulations, normative documents and the Articles of Association;

  (c) open overseas share accounts and carry out the related changes of foreign exchange registration procedures;

  (d) carry out the relevant approval and filing procedures as required by regulatory authorities and the stock exchanges of the place where the shares of the Company are listed;

(e) carry out, execute and implement all such documents, do all such acts and things or take any steps as they consider desirable, necessary or expedient in connection with and to give effect to the repurchase of H Shares in accordance with the requirements of relevant laws and regulations and the listing rules of the stock exchanges of the place where the shares of the Company are listed;

(f) carry out the cancellation procedures for repurchased H Shares but not held as treasury shares, reduce the registered capital, and make amendments which it deems appropriate to the Articles of Association to reflect the relevant provisions such as the total share capital and shareholding structure of the Company, and carry out the relevant statutory registrations and filing procedures at home and abroad;

(g) execute and handle other documents and matters related to the repurchase of the H Shares; and

(h) agree that the Board authorises any one of the Directors and other authorized persons to handle the above specific matters within the scope of the above authorisation.

v. For the purpose of this resolution, the "**Relevant Period**" means the period from the passing of the resolution at the AGM, until whichever is the earliest of:

(a) the conclusion of the next annual general meeting of the Company;

(b) the expiration of a period of twelve months following the passing of this resolution at the AGM; or

(c) the time at which the authorisation conferred by this resolution is revoked or varied by a special resolution of the Shareholders at a general meeting of the Company.

Details of the above resolutions are set out in the circular of the Company to be published on 28 April 2026 (the "**Circular**") in relation to the AGM. Unless otherwise indicated, capitalized terms used in this notice have the same meanings as those defined in the Circular.

By order of the Board
**Jenscare Scientific Co., Ltd.**
**Mr. PAN Fei**
*Executive Director and Chief Executive Officer*

Hong Kong, 28 April 2026

*Notes:*

1. The register of members of the Company will be closed for the following period: The holders of the Company's H Shares are reminded that pursuant to the Articles of Association and for determining the right of Shareholders to attend and vote at the AGM, the register of members of H Shares of the Company will be closed from Friday, 22 May 2026 to Thursday, 28 May 2026 (both days inclusive), during which period, no transfer of shares will be registered. In order to be qualified for attending and voting at the AGM, all the share transfer documents should be lodged for registration with Computershare Hong Kong Investor Services Limited, the Company's H Share Registrar in Hong Kong, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Thursday, 21 May 2026. The record date for determining the entitlement of the Shareholders to attend and vote at the AGM is Thursday, 28 May 2026.

2. Any Shareholder of the Company entitled to attend and vote at the AGM is entitled to appoint one or more proxies to attend and vote on his/her/its behalf. A proxy needs not be a Shareholder of the Company. Where a Shareholder of the Company appoints more than one proxy, his/her/its proxies can only vote in a poll. For the avoidance of doubt, holders of treasury shares, if any, shall abstain from voting at the AGM in respect of such treasury shares, as required under the Listing Rules.

3. To be valid, the proxy form enclosed with this circular ("**Proxy Form**") shall be used by Shareholders of the Company wishing to appoint a proxy and, if such Proxy Form is signed by a person authorized by a Shareholder pursuant to a power of attorney or other authority, a notarized copy of that power of attorney or other authority must be delivered together with the Proxy Form to (i) the Company's registered office, headquarters and principal place of business in the PRC at Block 5, B Area, No. 777 Binhai 4th Road, Hangzhou Bay New Area, Ningbo, Zhejiang Province, PRC (for holders of Unlisted Shares); or (ii) the Company's H Share Registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time designated for the commencement of the AGM or any adjournment thereof. The Proxy Form can also be downloaded from the Company's website (www.jenscare.com) or the website of the Stock Exchange (www.hkexnews.hk), respectively.

4. A Shareholder or his/her/its proxy shall produce proof of identity when attending the AGM. If a corporate Shareholder appoints its representative to attend the meeting, such representative shall produce proof of identity and a copy of the resolution of the board of directors or governing body of such Shareholder.

5. In accordance with the Articles of Association, where there are joint registered Shareholders, only the first named Shareholder in the register of members is entitled to receive this notice, attend the AGM and exercise voting rights.

6. The AGM is expected to last for about half a day. Shareholders of the Company or their proxies attending the AGM shall be responsible for their own transportation, food and lodging.

*As at the date of this notice, the executive Director is Mr. PAN Fei; the non-executive Directors are Mr. LV Shiwen, Mr. TAN Ching, Mr. ZHENG Jiaqi, Ms. XIE Youpei and Mr. CHEN Xinxing; and the independent non-executive Directors are Dr. LIN Shoukang, Ms. DU Jiliu and Dr. MEI Lehe.*