
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).

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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)

**PROPOSED CAPITALIZATION OF CAPITAL RESERVE
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

The Company will hold the EGM 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 Monday, September 21, 2026. The notice of the extraordinary general meeting is set out on pages 15 and 16 of this circular.

A form of proxy for use at the EGM 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 EGM, 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 EGM or any adjournment thereof (as the case may be) (i.e. not later than 9:00 a.m. on Sunday, September 20, 2026). Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM 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.

August 31, 2026

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DEFINITIONS

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

“Articles of Association”	the articles of association of the Company, as amended, supplemented or otherwise modified from time to time
“Board” or “Board of Directors”	the board of Directors of the Company
“Business Day”	any day (other than a Saturday, Sunday or public holiday) on which banks in Hong Kong are generally open for normal banking business
“Capitalization H Share(s)”	the new H Share(s) to be allotted and issued under the Capitalization Issue
“Capitalization Issue”	the issue of a total of 10,115,808 Shares by way of conversion of capital reserve, to the Shareholders whose names appear on the register of members of the Company on the Record Date, on the basis of 2 Capitalization Shares for every 10 existing Shares
“Capitalization Share(s)”	the Capitalization H Share(s) and the Capitalization Unlisted Share(s)
“Capitalization Unlisted Share(s)”	the new Unlisted Share(s) to be allotted and issued under the Capitalization Issue
“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC
“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” 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
“Company Law”	the Company Law of the PRC
“Director(s)”	director(s) of our Company
“EGM”	the extraordinary general meeting 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 Monday, September 21, 2026 to consider and, if thought fit, pass the special resolution set out in the notice on pages 15 and 16 of this circular

DEFINITIONS

“Group” or “our Group”	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 Shareholders”	holder(s) of H Share(s)
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“HKSCC”	Hong Kong Securities Clearing Company Limited
“Latest Practicable Date”	Friday, August 28, 2026, being the latest practicable date for the purpose of ascertaining certain information contained in this circular prior to its publication
“Listing”	the listing of the H Shares 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
“RMB”	Renminbi, the lawful currency of the PRC
“Record Date”	Record date for determining entitlement to the Capitalization Issue, being Monday, September 28, 2026
“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
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“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
“Unlisted Shareholders”	holder(s) of Unlisted Share(s)

EXPECTED TIMETABLE OF THE PROPOSED CAPITALIZATION ISSUE

The expected timetable for, inter alia, the Capitalization Issue as set out below is indicative only and has been prepared on the assumption that all conditions of the Capitalization Issue will be fulfilled. The expected timetable may be varied, and any subsequent change will be announced in a separate announcement by the Company as and when appropriate.

Event	2026 (Hong Kong time)
Latest time for lodging transfer of H Shares for entitlement to attend and vote at the EGM	4:30 p.m. on Tuesday, September 15, 2026
Book closure period for determining entitlement to attend and vote at the EGM	Wednesday, September 16, 2026 to Monday, September 21, 2026 (both days inclusive)
Latest time for lodging forms of proxy for the EGM	9:00 a.m. on Sunday, September 20, 2026
Record date for determining entitlement to attend and vote at the EGM	Monday, September 21, 2026
Date and time of the EGM	9:00 a.m. on Monday, September 21, 2026
Announcement of the poll result of the EGM	Monday, September 21, 2026
Register of members of H Shares reopens	Tuesday, September 22, 2026
Last day of dealings in H Shares on a cum-entitlement basis relating the Capitalization Issue	Tuesday, 22 September 2026
First day of dealings in H Shares on an ex-entitlement basis relating to the Capitalization Issue	Wednesday, 23 September 2026
Latest time for lodging transfer of H Shares for entitlement to the Capitalization Issue	4:30 p.m. on Thursday, 24 September 2026
Book closure period for determining entitlement to the Capitalization Issue	Friday, September 25, 2026 to Monday, September 28, 2026 (both days inclusive)
Record date for determining entitlement to the Capitalization Issue	Monday, September 28, 2026

EXPECTED TIMETABLE OF THE PROPOSED CAPITALIZATION ISSUE

Event	2026 (Hong Kong time)
Register of members of H Shares reopens	Tuesday, September 29, 2026
Certificates of the new H Shares to be dispatched	Thursday, October 8, 2026
Dealings in new H Shares commence	Friday, October 9, 2026

Notes:

1. All references to date and time specified in the expected timetable above or in other parts of this circular are indicative only and may be extended or varied by the Company. Any change to the expected timetable will be published or notified to the Shareholders and the Stock Exchange as and when appropriate in accordance with the Listing Rules.
2. If there is/are a tropical cyclone warning signal number 8 or above, “extreme conditions” caused by super typhoons, or a black rainstorm warning: (a) in force in Hong Kong at any local time before 12:00 noon but no longer in force after 12:00 noon, the latest time for lodging transfer documents will remain at 4:30 p.m. on the same Business Day; (b) in force in Hong Kong at any local time between 12:00 noon and 4:30 p.m., the latest time for lodging transfer documents will be rescheduled to 4:30 p.m. on the following Business Day which does not have either of those warnings in force at any time between 9:00 a.m. and 4:30 p.m.

LETTER FROM THE BOARD



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:

Unit No. 705A, 7/F, New East Ocean Centre

No. 9 Science Museum Road

Tsim Sha Tsui

Hong Kong

August 31, 2026

To the Shareholders

Dear Sir/Madam,

**PROPOSED CAPITALIZATION OF CAPITAL RESERVE
AND
NOTICE OF EXTRAORDINARY GENERAL MEETING**

1. INTRODUCTION

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

LETTER FROM THE BOARD

2. PROPOSED CAPITALIZATION OF CAPITAL RESERVE AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Proposed Capitalization Issue

Reference is made to the interim results announcement for the six months ended June 30, 2026 of the Company dated Friday, August 28, 2026 where the Board proposed the issue of a total of 10,115,808 Capitalization Shares, an aggregate nominal value of RMB10,115,808, by way of capitalization of capital reserve of the Company on the basis of 2 Capitalization Shares for every 10 existing Shares.

As at the Latest Practicable Date, the registered and issued share capital of the Company was RMB50,579,042, comprising 18,226,140 H Shares and 32,352,902 Unlisted Shares. On the basis that an aggregate of 50,579,042 Shares were in issue, immediately upon the completion of the Capitalization Issue, the Capitalization Shares will comprise 3,645,228 H Shares and 6,470,580 Unlisted Shares, in which the total of 10,115,808 Capitalization Shares will be credited as fully paid by way of conversion of the capital reserve of the Company in the amount of RMB10,115,808. Prior to the Record Date, if there is any change in the total share capital of the Company, the Company shall maintain the capitalization ratio unchanged and adjust the total amount of capitalized share capital accordingly.

Conditions of the Proposed Capitalization Issue

The Capitalization Issue is conditional upon the satisfaction of the following conditions:

- (a) The Capitalization Issue has been approved by the Shareholders by way of a special resolution at the EGM;
- (b) the Listing Committee of the Stock Exchange has granted approval for the listing of, and permission to deal in, the Capitalization H Shares; and
- (c) compliance with the relevant legal procedures and requirements under the Company Law of the People's Republic of China that are applicable to the Capitalization Issue.

All of the above conditions are not waivable. As at the Latest Practicable Date, none of the above conditions has been fulfilled.

Shareholders whose names appear on the register of members on the Record Date will be entitled to the Capitalization Issue.

As at the Latest Practicable Date, there are no outstanding options, convertible bonds, warrants or other similar securities of the Company which are convertible into Shares and the Company did not hold any treasury Shares.

It is proposed that the Directors be authorized to deal with the matters in relation to the issue of Capitalization Shares by way of capitalization of capital reserve (including the making of any amendments to Article 6 and Article 21 of the Articles of Association in relation to the changes in registered capital and such other provisions as may be necessary) according to the relevant laws and regulations and Listing Rules and to increase the registered capital of the Company.

LETTER FROM THE BOARD

Entitlements of the Capitalization Shares and Treatment of Fraction Capitalization Shares

The Capitalization Shares will rank *pari passu* in all respects with the respective Shares in issue on the Record Date. Holders of the Capitalization Shares will be entitled to receive all future dividends and distributions (if any) which are declared, made or paid after the date on which the Capitalization Shares are allotted and issued.

The new H Shares and Unlisted Shares arising from the Capitalization Issue will be issued on a pro-rata basis, and any fractional Shares (if any) will be rounded down to the nearest whole unit. No fractional new Shares shall be allotted to the Shareholders and fractional entitlements (if any) will be aggregated and sold for the benefit of the Company.

In order to facilitate the trading of odd lots (if any) of the H Shares as a result of the Capitalization Issue, the Company has appointed BOCI Securities Limited as an agent to provide matching service, on a best effort basis, to those H Shareholders who wish to acquire odd lots of the H Shares to make up a full board lot, or to dispose of their holding of odd lots of the H Shares during the period from Friday, October 9, 2026 to Friday, October 30, 2026. H Shareholders who wish to take advantage of this service may contact BOCI Securities Limited at (852) 2718 9630 during office hours (i.e. 9:00 a.m. to 4:30 p.m.) of the aforesaid period. H Shareholders who would like to match odd lots are required to make an appointment in advance by dialing the telephone number (852) 2718 9630 set out above. Such Shareholders should note that successful matching for the trading of odd lots of the H Shares is not guaranteed. Such Shareholders who are in doubt about this service are recommended to consult their professional advisors.

Overseas H Shareholders

As at the Latest Practicable Date, according to the latest register of members available to the Company, the Company had overseas H Shareholders residing in the PRC and Malaysia, who held 50,040 H Shares (representing approximately 0.1% of the total number of issued Shares) and 50,000 H Shares (representing approximately 0.1% of the total number of issued Shares) respectively, totaling 100,040 H Shares and representing approximately 0.20% of the total number of issued Shares as at the close of business on the Latest Practicable Date. Having made enquiries, the Directors note that there are no restrictions to issue the Capitalization Shares to the Shareholders with the said registered addresses and therefore, those Shareholders will also be entitled to the Capitalization H Shares. Accordingly, the Capitalization Issue will be extended to the overseas H Shareholders having registered address in the PRC and Malaysia.

Upon the proposed Capitalization Issue becoming unconditional, the Company will consider if there are any overseas holders of H Shares located in other jurisdictions, and if there are such holders of H Shares, then the Company will make enquiry regarding the legal restrictions (if any) under the laws of the relevant places and the requirements of the relevant regulatory bodies for the relevant overseas holders of H Shares to be eligible to take part in the Capitalization Issue pursuant to the Listing Rules.

As at the Latest Practicable Date, according to the latest register of members available to the Company, the Company had no overseas Unlisted Shareholders.

LETTER FROM THE BOARD

Effect on Shareholdings of the Proposed Capitalization Issue

Set out below is the shareholding structure of the Company as at the Latest Practicable Date and immediately upon completion of the Capitalization Issue (assuming that there will be no change in the issued share capital of the Company prior to the Record Date, and that the conditions as set out in the section headed above “Conditions of the Proposed Capitalization Issue” will be fulfilled):

	As at the Latest Practicable Date		Immediately after the completion of the proposed Capitalization Issue	
	No. of Shares	Approximate % of the number of Shares of that Class/ (Approximate % of the total issued Shares of the Company)	No. of Shares	Approximate % of the number of Shares of that Class/ (Approximate % of the total issued Shares of the Company)
Unlisted Shareholders				
Hubei Zhongshan Medical Investment Management Co., Ltd. (“Zhongshan Medical Investment”) (Note 1)	31,324,102	96.82%/ (61.93%)	37,588,922	96.82%/ (61.93%)
Other Shareholders	1,028,800	3.18%/ (2.03%)	1,234,560	3.18%/ (2.03%)
Total	32,352,902	100%	38,823,482	100%

	As at the Latest Practicable Date		Immediately after the completion of the proposed Capitalization Issue	
	No. of Shares	Approximate % of the number of Shares of that Class/ (Approximate % of the total issued Shares of the Company)	No. of Shares	Approximate % of the number of Shares of that Class/ (Approximate % of the total issued Shares of the Company)
H Shareholders				
Wuhan Xinglin Management Consulting Partnership (Limited Partnership) (“Wuhan Xinglin”) (Note 2)	2,740,740	15.04%/(5.42%)	3,288,888	15.04%/(5.42%)
Public Shareholders	15,485,400	84.96%/(30.62%)	18,582,480	84.96%/(30.62%)
Total	18,226,140	100%	21,871,368	100%

LETTER FROM THE BOARD

Notes:

1. As at the Latest Practicable Date, Mr. Yao Xue and Ms. Shen Hongmin held 51,300,000 shares and 36,500,000 shares in Zhongshan Medical Investment, respectively, representing approximately 44.11% and 31.38% of the equity interest in Zhongshan Medical Investment, respectively. Pursuant to an acting-in-concert agreement entered into between Mr. Yao and Ms. Shen on 3 June 2014, Mr. Yao and Ms. Shen agreed to act in concert in respect of their voting rights in Zhongshan Medical Investment. Therefore, each of them was deemed to be interested in the equity interest in Zhongshan Medical Investment held by each other by virtue of the SFO.
2. As at the Latest Practicable Date, Yao Qi was the general partner of Wuhan Xinglin. Therefore, Yao Qi was deemed to be interested in the Shares directly held by Wuhan Xinglin by virtue of the SFO.
3. The aggregate of the percentage figures in the table above may not add up to the relevant subtotal or total percentage figures shown due to rounding of the percentage figures to two decimal places.

Listing and Dealings

With regard to the Capitalization Shares, the Company will apply to the Listing Committee of the Stock Exchange for the approval for the listing of, and permission to deal in, the Capitalization H Shares. Other than the Stock Exchange, the Company is not required to apply for the listing of, or the permission to deal in, the Capitalization Shares on any other stock exchange.

Subject to the granting of listing and permission to deal in the Capitalization H Shares on the Stock Exchange and the compliance with the stock admission required by the HKSCC, the Capitalization H Shares will be accepted as eligible securities by the HKSCC for deposit, clearance and settlement in the CCASS with effect from the date of commencement of dealings in the Capitalization H Shares or such other date as determined by the HKSCC.

Subject to the proposed Capitalization Issue becoming unconditional, the certificates for the Capitalization H Shares will be dispatched by ordinary post to the holders of H Shares who are entitled thereto. In case of joint shareholding, the certificates for the Capitalization H Shares will be posted to the first named person on the register of the holders of H Shares in respect of such joint shareholding. The date of dispatch of the certificates for the Capitalization H Shares and the date of the commencement of dealings in the Capitalization H Shares, please refer to the section headed “Expected Timetable” above.

Reasons for the Proposed Capitalization Issue

The Board believes that the Capitalization Issue:–

1. is a return to all of its Shareholders (including the existing investors before the Listing and subsequent H shareholders), allowing them to participate in the growth of the Company by capitalization of the capital reserve;

LETTER FROM THE BOARD

2. allows all the Shareholders to enjoy a pro-rata increase in the number of Shares held by them in the Company without incurring any significant costs to them, and further affords the Shareholders more flexibility in managing their own investment portfolios;
3. will provide the Company with a wider capital base and therefore enhance the liquidity of the Shares in the market. It is expected that the trading price per Share traded after ex-entitlement to the Capitalization Shares would decrease after the Capitalization Issue; and
4. other than the expenses incurred in relation to the proposed Capitalization Issue, the proposed Capitalization Issue will not alter the underlying assets, business operations, management or financial position of the Company or the interests of its Shareholders. The Board believes that the proposed Capitalization Issue will not have any adverse impact on the financial position of the Company.

Based on the above, the Board is of the view that the Capitalization Issue is in the interests of the Company and the Shareholders as a whole.

Taxation

According to the relevant provisions of the State Administration of Taxation of the PRC, the Capitalization Issue shall be proceeded by the capital reserve from equity/share premium, which will not be treated as income in the nature of dividends or bonuses for the investor. As a result, the Company will not withhold and pay personal income tax or corporate income tax on behalf of the investor.

Dealings in the Capitalization H Shares will be subject to the payment of stamp duty, the Hong Kong Stock Exchange trading fee, transaction levy, or any other applicable fees and charges in Hong Kong. Holders of H Shares are recommended to consult their professional advisers if they are in any doubt as to taxation implications of holding, disposing of or dealing in the Capitalization H Shares. It is emphasized that none of the Company, its Directors or any other parties involved in the Capitalization Issue accepts responsibility for any tax implication or liabilities of the holders of H Shares.

LETTER FROM THE BOARD

Risk Warning for Trading in H Shares

Holders of H Shares should note that the existing H Shares are expected to be dealt in on an ex-entitlement basis for entitlement to the Capitalization H Shares from Wednesday, 23 September 2026. If the conditions as set out under the above section headed “Conditions of the Proposed Capitalization Issue” are not fulfilled, the Capitalization Issue will not be proceeded. If in doubt, investors are recommended to consult their professional advisers.

Statements to be Made on Acquisition of Shares

The Company shall ensure that all its relevant corporate communications and share certificates include the statements stipulated below and shall instruct and cause its share registrars not to register the subscription, purchase or transfer of any of its Shares in the name of any particular holder unless and until such holder delivers to such share registrar a signed form in respect of such Shares bearing statements to the following effect:

- (a) the acquirer of Shares agrees with the Company and each Shareholder, and the Company agrees with each Shareholder, to observe and comply with the Company Law, other relevant laws, regulations and the Articles of Association;
- (b) the acquirer of Shares agrees with the Company, each Shareholder, Director, supervisor (if any), manager and officer of the Company, and the Company acting for itself and for each Director, supervisor (if any), manager and officer agrees with each Shareholder, to refer all differences and claims arising from the Articles of Association or any rights or obligations conferred or imposed by the Company Law or other relevant laws and administrative regulations concerning the affairs of the Company to arbitration in accordance with the Articles of Association. Any reference to arbitration will be deemed to authorize the arbitration tribunal to conduct its hearing in open session and to publish its award. Such arbitration will be final and conclusive;
- (c) the acquirer of Shares agrees with the Company and the Shareholders that H Shares are freely transferable by the holder of such Shares; and
- (d) the acquirer of Shares authorizes the Company to enter into a contract on his/her/its behalf with each Director and officer whereby such Directors and officers undertake to observe and comply with their obligations to Shareholders stipulated in the Articles of Association.

LETTER FROM THE BOARD

Proposed Amendments to the Articles of Association

In light of the proposed change in the registered capital of the Company due to the proposed Capitalization Issue, the Board has considered and approved the proposed amendments to the Articles of Association. Details of the proposed amendments are shown below.

Comparison Table of Amendments to the Articles of Association

Existing Provisions	Amended Provisions
Article 6 The registered capital of the Company is RMB50,579,042.	Article 6 The registered capital of the Company is RMB60,694,850 50,579,042 .
Article 21 The total number of shares of the Company is 50,579,042 shares, all of which are ordinary shares, including 32,352,902 domestic unlisted shares and 18,226,140 H Shares.	Article 21 The total number of shares of the Company is 60,694,850 50,579,042 shares, all of which are ordinary shares, including 38,823,482 32,352,902 domestic unlisted shares and 21,871,368 18,226,140 H Shares.

The Articles of Association is written in Chinese, and any English translation is for reference only. In case of any discrepancy, the Chinese version shall prevail.

A special resolution will be proposed at the EGM to consider and approve the proposed amendments to the Articles of Association and the relevant authorization as aforementioned.

3. EGM

The Company will hold the EGM 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 Monday, September 21, 2026. The notice of the EGM is set out on pages 15 to 16 of this circular.

LETTER FROM THE BOARD

In order to determine the list of the Shareholders entitled to attend and vote at the EGM, the register of members of the Company will be closed from Wednesday, September 16, 2026 to Monday, September 21, 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 EGM, 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 Unlisted Shareholders) for registration no later than 4:30 p.m. on Tuesday, September 15, 2026. Shareholders whose names appear on the register of members of the Company on Monday, September 21, 2026 are entitled to attend and vote at the EGM.

In order to determine the entitlement to the proposed Capitalization Issue (subject to the approval of the Shareholders at the EGM), the register of members of the Company will be closed from Friday, September 25, 2026 to Monday, September 28, 2026 (both days inclusive), during which period no transfer of Shares will be registered. In order to qualify for the proposed Capitalization Issue, 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 Unlisted Shareholders) for registration no later than 4:30 p.m. on Thursday, September 24, 2026. Shareholders whose names appear on the register of members of the Company on Monday, September 28, 2026, are entitled to receive the aforementioned Capitalization Shares.

A form of proxy for use at the EGM 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 EGM 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 EGM (i.e. not later than 9:00 a.m. on Sunday, September 20, 2026). Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the EGM or any adjournment thereof (as the case may be) should they so wish at that time.

LETTER FROM THE BOARD

In accordance with Rule 13.39(4) of the Listing Rules, any vote of Shareholders at the EGM 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 EGM and has to abstain from voting at the EGM approving the resolutions.

4. RECOMMENDATION

The Board considers that all resolutions set out in the notice of the EGM 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 EGM.

5. 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

NOTICE OF EXTRAORDINARY GENERAL MEETING



Wuhan Dazhong Dental Medical Co., Ltd.

武汉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 EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “EGM”) 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 Monday, September 21, 2026 for the purpose of considering and, if thought fit, passing the following resolutions:

SPECIAL RESOLUTIONS

1. the Capitalization Issue be and is hereby approved; and
2. the change of registered capital and amendments to the articles of association be and are hereby approved, and the Directors be and are hereby authorized to make such amendments to the Articles of Association in relation to the Capitalization Issue and changes in registered capital as may be necessary, and to take any other necessary actions and proceed with other necessary procedures in order to implement the Capitalization Issue and realize the changes in registered capital.

By order of the Board

Wuhan Dazhong Dental Medical Co., Ltd.

Mr. Yao Xue

Chairman and Executive Director

Wuhan, Hubei Province, PRC

August 31, 2026

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notes:

1. In order to determine the list of shareholders of the Company (the “**Shareholders**”) entitled to attend and vote at the EGM, the register of members of the Company will be closed from Wednesday, September 16, 2026 to Monday, September 21, 2026 (both days inclusive) during which period no transfer of shares of the Company will be registered. To ascertain the Shareholders’ entitlement to attend and vote at the EGM, all properly completed share transfer forms 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 Unlisted Shareholders), no later than 4:30 p.m. on Tuesday, September 15, 2026. Shareholders whose names appear on the register of members of the Company on Monday, September 21, 2026 are entitled to attend and vote at the EGM.
2. Any Shareholder entitled to attend and vote at the EGM 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 EGM 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 Unlisted Shareholders), not less than 24 hours before the time appointed for holding the EGM or any adjournment thereof (as the case may be) (i.e. not later than 9:00 a.m. on Sunday, September 20, 2026). Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the EGM or any adjournment thereof (as the case may be) should they so wish at that time.

3. 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 EGM will be conducted by way of poll.
4. The EGM is expected to last for half a day. Shareholders or their appointed proxies attending the EGM or any adjournment thereof (as the case may be) shall produce their identity documents. Shareholders or their appointed proxies attending the EGM shall be responsible for their own transportation and accommodation expenses.
5. In this notice of the EGM, unless the context otherwise requires, terms used herein shall have the same meanings as defined in the circular of the Company dated August 31, 2026.
6. 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.
7. All dates and times in this notice refer to Hong Kong dates and times.