THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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

If you have sold or transferred all your shares in **Universal Health International Group Holding Limited**, you should at once hand this circular with the enclosed form of proxy to the purchaser or transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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UNIVERSAL HEALTH INTERNATIONAL GROUP HOLDING LIMITED
大健康國際集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2211)

PROPOSALS FOR
(1) GRANTING OF GENERAL MANDATES TO ISSUE SHARES AND REPURCHASE SHARES;
(2) RE-ELECTION OF RETIRING DIRECTORS;
(3) PROPOSED APPOINTMENT OF A NEW INED;
(4) RE-APPOINTMENT OF AUDITOR;
AND
(5) NOTICE OF ANNUAL GENERAL MEETING

Capitalised terms used in the lower portion of this cover page and the first page of this circular shall have the same respective meanings as those defined in the section headed "DEFINITIONS" of this circular.

A notice convening the 2026 AGM to be held at Conference Room, 2nd Floor, No.14-1 Bei Yi Zhong Road Tiexi District, Shenyang City, Liaoning Province, PRC on Thursday, 10 December 2026 at 10:00 a.m. is set out on pages AGM-1 to AGM-6 of this circular. A form of proxy for use at the 2026 AGM is also enclosed. Such form of proxy is also published on the website of the Stock Exchange at www.hkexnews.hk and the website of the Company at www.uhighl.com.

If you do not intend to attend the 2026 AGM but wish to exercise your right as a Shareholder, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return it to the Hong Kong share registrar and transfer office of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the 2026 AGM or any adjournment thereof. Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the 2026 AGM or any adjourned meeting thereof if they so wish.

30 October 2026

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

"2025 AGM"	the annual general meeting of the Company held on Thursday, 11 December 2025
"2026 AGM"	the annual general meeting of the Company to be held at Conference Room, 2nd Floor, No.14-1 Bei Yi Zhong Road, Tiexi District, Shenyang City, Liaoning Province, PRC on Thursday, 10 December 2026 at 10:00 a.m., to consider and, if appropriate, to approve the resolutions contained in the 2026 AGM Notice set out on pages AGM-1 to AGM-6 of this circular
"2026 AGM Notice"	the notice for convening the 2026 AGM set out on pages AGM-1 to AGM-6 of this circular
"AGM"	annual general meeting of the Company
"Articles of Association"	the existing articles of association of the Company
"Board"	the board of Directors
"CCASS"	Central Clearing and Automated Settlement System
"close associate(s)"	has the meaning ascribed thereto under the Listing Rules
"Company"	Universal Health International Group Holding Limited (大健康國際集團控股有限公司), a company incorporated in the Cayman Islands, the Shares of which are listed and traded on the Main Board of the Stock Exchange
"controlling shareholder(s)"	has the meaning ascribed thereto under the Listing Rules
"core connected person(s)"	has the meaning ascribed thereto under the Listing Rules
"Director(s)"	the director(s) of the Company
"Group"	the Company and its subsidiaries
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"INED(s)"	the independent non-executive Director(s)

"Issue Mandate"	the general and unconditional mandate proposed to be granted to the Directors at the 2026 AGM to exercise all the power of the Company to allot, issue or otherwise deal with Shares (including any sale or transfer of treasury shares out of treasury) with a total number not exceeding 20% of the number of Shares in issue (excluding any treasury shares) as at the date of passing of the proposed ordinary resolution numbered 5(A) of the 2026 AGM Notice as set out on pages AGM-1 to AGM-6 of this circular
"Latest Practicable Date"	26 October 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange as amended, supplemented or otherwise modified from time to time
"Main Board"	the stock market (excluding the option markets) operated by the Stock Exchange which is independent from and operated in parallel with the GEM
"Mr. Cao"	Mr. Cao Hailin (曹海林), the INED proposed to be appointed at the 2026 AGM
"Nomination Committee"	the nomination committee of the Board
"PRC"	the People's Republic of China (for the purpose of this circular, excluding Hong Kong, the Macao Special Administrative Region of the PRC and Taiwan)
"Remuneration Committee"	the remuneration committee of the Board
"Repurchase Mandate"	the general and unconditional mandate proposed to be granted to the Directors at the 2026 AGM to repurchase Shares on the Stock Exchange or any other recognised stock exchange with a total number not exceeding 10% of the number of Shares in issue (excluding any treasury shares) as at the date of passing of the proposed ordinary resolution numbered 5(B) of the 2026 AGM Notice as set out on pages AGM-1 to AGM-6 of this circular
"SFO"	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong as amended, supplemented or otherwise modified from time to time
"Share(s)"	the ordinary share(s) with nominal value of US$0.01 each of the Company

"Shareholder(s)"	the registered holder(s) of the Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Subsidiaries"	the subsidiaries of the Company
"substantial shareholder(s)"	has the meaning ascribed thereto under the Listing Rules
"Takeovers Code"	The Codes on Takeovers and Mergers and Share Buy-backs as amended, supplemented or otherwise modified from time to time and administered by the Securities and Futures Commission of Hong Kong
"treasury shares"	has the meaning ascribed thereto under the Listing Rules
"US$"	United States dollars, the lawful currency of the United States of America
"Year"	the year ended 30 June 2026

UNIVERSAL HEALTH INTERNATIONAL GROUP HOLDING LIMITED
大健康國際集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2211)

Executive Directors:
Mr. CHU Chuanfu *(Chairman and Chief Executive Officer)*
Mr. JIN Dongkun *(Vice Chairman)*
Mr. ZHAO Zehua

Independent Non-executive Directors:
Mr. CHENG Sheung Hing
Ms. CHIANG Su Hui Susie
Mr. ZOU Haiyan

Registered office:
P.O. Box 472, Harbour Place
2nd Floor, North Wing
103 South Church Street, George Town
Grand Cayman KY1-1106
Cayman Islands

Principal place of business in Hong Kong:
2404, 24th Floor
World-Wide House
19 Des Voeux Road Central
Central, Hong Kong

30 October 2026

To the Shareholders

Dear Sir or Madam,

PROPOSALS FOR
(1) GRANTING OF GENERAL MANDATES TO ISSUE SHARES AND REPURCHASE SHARES;
(2) RE-ELECTION OF RETIRING DIRECTORS;
(3) PROPOSED APPOINTMENT OF A NEW INED;
(4) RE-APPOINTMENT OF AUDITOR;
AND
(5) NOTICE OF ANNUAL GENERAL MEETING

1. INTRODUCTION

The purpose of this circular is to provide you with the 2026 AGM Notice and information in respect of certain resolutions to be proposed at the 2026 AGM. These include ordinary resolutions relating to, among other things, (i) the re-election of the retiring Directors; (ii) the proposed appointment of a new INED (iii) re-appointment of auditor; and (iv) the granting to the Directors of the Repurchase Mandate and the Issue Mandate.

2. PROPOSED GRANTING OF GENERAL MANDATE TO ISSUE SHARES

The general mandate previously granted to the Directors to allot Shares at the 2025 AGM will lapse at the conclusion of the 2026 AGM. In order to give the Company the flexibility to issue Shares if and when appropriate, an ordinary resolution will be proposed at the 2026 AGM to approve the granting of the Issue Mandate to the Directors to allot, issue or otherwise deal with Shares with a total number not exceeding 20% of the number of Shares in issue (excluding any treasury shares) as at the date of passing of the relevant resolution (i.e. a total of 22,109,243 Shares assuming that there is no change in the total number of Shares in issue after the Latest Practicable Date and up to the date of the 2026 AGM). Subject to the passing of the ordinary resolutions to grant the Issue Mandate and the Repurchase Mandate, an ordinary resolution to extend the Issue Mandate by adding the number of Shares repurchased by the Company pursuant to the Repurchase Mandate will also be proposed at the 2026 AGM. The Directors wish to state that they have no immediate plan to issue any new Shares pursuant to the Issue Mandate.

The Issue Mandate is to remain in effect until whichever is the earliest of (a) the conclusion of the next AGM; (b) the expiration of the period within which the next AGM is required by the Articles of Association or any applicable laws to be held; and (c) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the Shareholders in an AGM.

3. PROPOSED GRANTING OF GENERAL MANDATE TO REPURCHASE SHARES

The general mandate previously granted to the Directors to repurchase Shares at the 2025 AGM will lapse at the conclusion of the 2026 AGM. In order to give the Company the flexibility to repurchase Shares if and when appropriate, an ordinary resolution will be proposed at the 2026 AGM to approve the granting of the Repurchase Mandate to the Directors to repurchase Shares on the Stock Exchange or other recognised stock exchange with a total number not exceeding 10% of the number of Shares in issue (excluding any treasury shares) as at the date of passing the relevant resolution (i.e. a total of 11,054,621 Shares assuming that there is no change in the total number of Shares in issue after the Latest Practicable Date and up to the date of the 2026 AGM). The Directors wish to state that they have no immediate plan to repurchase any Share pursuant to the Repurchase Mandate.

The Repurchase Mandate is to remain in effect until whichever is the earliest of (a) the conclusion of the next AGM; (b) the expiration of the period within which the next AGM is required by the Articles of Association or any applicable laws to be held; and (c) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the Shareholders in an AGM.

An explanatory statement required by the Listing Rules to provide the Shareholders with requisite information reasonably necessary for the Shareholders to make an informed decision on whether to vote for or against the proposed ordinary resolution for granting the Repurchase Mandate is set out in Appendix III to this circular.

The Board notes that with effect from 11 June 2024, the Listing Rules have been amended to introduce flexibility for listed companies to cancel shares repurchased and/or to adopt a framework to (i) allow repurchased shares to be held in treasury; and (ii) govern the resale of treasury shares. Subsequent to 11 June 2024, and subject to adoption of the Repurchase Mandate at the 2025 AGM, if the Company repurchases Shares pursuant to the Repurchase Mandate, the Company may (i) cancel the repurchased Shares; and/or (ii) hold such Shares in treasury, subject to market conditions and the capital management needs of the Company at the relevant time such repurchases of Shares are made. If the Company holds Shares in treasury, any resale of Shares held in treasury will be subject to the ordinary resolution numbered 4 of the 2026 AGM Notice and made in accordance with the Listing Rules and applicable laws and regulations of the Cayman Islands.

4. RE-ELECTION OF RETIRING DIRECTORS

As at the Latest Practicable Date, there were three executive Directors, namely Mr. Chu Chuanfu, Mr. Jin Dongkun ("**Mr. Jin**") and Mr. Zhao Zehua ("**Mr. Zhao**"); and three INEDs, namely Mr. Cheng Sheung Hing, Ms. Chiang Su Hui Susie and Mr. Zou Haiyan ("**Mr. Zou**").

In accordance with Article 16.18 of the Articles of Association, at every AGM one-third of the Directors for the time being (or, if their number is not three or a multiple of three, then the number nearest to, but not less than, one-third) shall retire from office by rotation provided that every Director (including those appointed for a specific term) shall be subject to retirement by rotation at least once every three years. Accordingly, Mr. Jin, Mr. Zhao and Mr. Zou shall retire by rotation and being eligible, have offered themselves for re-election as Directors at the 2026 AGM. Details of the above retiring Directors who are subject to re-election at the 2026 AGM are set out in Appendix I to this circular in accordance with the relevant requirements of the Listing Rules.

Procedure and Process for Nomination of Directors

The Nomination Committee will recommend to the Board for the appointment of a Director including an INED in accordance with the following procedures and process:

(a) The Nomination Committee will, giving due consideration to the current composition and size of the Board, develop a list of desirable skills, perspectives and experience at the outset to focus the search effort;

(b) The Nomination Committee may consult any source it considers appropriate in identifying or selecting suitable candidates, such as referrals from existing Directors, advertising, recommendations from a third party agency firm and proposals from the Shareholders with due consideration given to the criteria (the "**Criteria**") which include but are not limited to:

(i) diversity in the aspects of, amongst others, gender, age, cultural and educational background, professional experience, skills, knowledge and length of service;

(ii) commitment for responsibilities of the Board in respect of available time and relevant interest;

(iii) qualifications, both academic and professional, including accomplishment and experience in the relevant industries in which the business(es) of the Group is/are involved;

(iv) independence (for INEDs);

(v) reputation for integrity;

(vi) potential contributions that the individual can bring to the Board; and

(vii) plan(s) in place for the orderly succession of the Board.

(c) The Nomination Committee may adopt any process it considers appropriate in evaluating the suitability of the candidates, such as interviews, background checks, presentations and third party reference checks;

(d) The Nomination Committee will consider a broad range of candidates who are in and outside of the Board's circle of contacts;

(e) Promptly after considering a candidate's suitability for the directorship, the Nomination Committee will hold a meeting and/or by way of written resolutions to, if thought fit, approve the recommendation to the Board for appointment;

(f) The Nomination Committee will provide the relevant information of the selected candidate to the Remuneration Committee for consideration of the remuneration package of such selected candidate;

(g) The Nomination Committee will thereafter make the recommendation to the Board in relation to the proposed appointment, and where a non-executive Director is considered, the Remuneration Committee will make the recommendation to the Board on the policy and structure for the remuneration;

(h) The Board may arrange for the selected candidate to be interviewed by the members of the Board, who are not members of the Nomination Committee and the Board will thereafter deliberate and decide the appointment as the case may be;

(i) All appointment of Directors will be confirmed by the filing of the consent to act as Director of the relevant Director (or any other similar filings requiring the relevant Director to acknowledge or accept the appointment as Director, as the case may be) to be filed with the relevant regulatory authorities, if required; and

(j) The Nomination Committee will evaluate and recommend the retiring Director(s) to the Board for re-appointment by giving due consideration to the Criteria, including but not limited to:

(i) the overall contribution and service of the retiring Director(s) to the Company, including but not limited to the attendance of the meetings of the Board and/or its committees and the general meetings of the Company where applicable, in addition to the level of participation and performance on the Board and/or its committees; and

(ii) the continuity of the retiring Director(s) to satisfy the Criteria.

Recommendations of the Nomination Committee

The Nomination Committee has assessed and reviewed the annual written confirmation of independence based on the independence criteria as set out in Rule 3.13 of the Listing Rules received from each of the INEDs and confirmed that all the INEDs, including Mr. Zou, remains independent notwithstanding that he has been serving the Company for more than nine years. The Nomination Committee considers that based on Mr. Zou's perspective, skill and experience, he can bring further contribution to the Board and its diversity.

In addition, the Nomination Committee had, among other matters, evaluated the performance of each of the retiring Directors for the Year and found their performance satisfactory. Therefore, with the recommendation of the Nomination Committee, the Board has proposed that Mr. Jin, Mr. Zhao and Mr. Zou stand for re-election as Directors at the 2026 AGM. As a good corporate governance practice, each of Mr. Jin, Mr. Zhao and Mr. Zou abstained from voting at the relevant Board meeting on the respective propositions of their recommendations for re-election by the Shareholders at the 2026 AGM.

The biographical details of each of the retiring Directors to be re-elected at the 2026 AGM are set out in Appendix I to this circular in accordance with the relevant requirements under the Listing Rules.

According to code provision B.2.3 of Part 2 of the Corporate Governance Code (the "**CG Code**") set out in Appendix C1 to the Listing Rules, if an independent non-executive director has served for more than nine years, any further appointment of such INED should be subject to a separate resolution to be approved by the shareholders. The papers to shareholders accompanying that resolution should state why the board (or the nomination committee) believes that the director is still independent and should be re-elected, including the factors considered, the process and the discussion of the board (or the nomination committee) in arriving at such determination.

In determining whether Mr. Zou is still independent in spite of the fact that he has been serving the Company for more than nine years, the Nomination Committee has considered, in addition to the independence requirements under Rule 3.13 of the Listing Rules, whether he (i) has involved in the

management of the Group, which is executive in nature; (ii) has involved in other business of any of the connected persons; and (iii) is financially independent on the Group and its connected persons. Having made all reasonable enquiries by the Company, and as confirmed by Mr. Zou, he has not involved in the executive management of the Group or other business of the connected persons of the Company or the controlling shareholders. Besides, save that he is entitled to a director's fee for his office as an INED, he is not financially dependent on the Group or any of its connected persons. As a result, and after taking into consideration that Mr. Zou has always provided his valuable advice to the Group with a view to protecting the interest of the Company and the Shareholders as a whole, the Nomination Committee is of the view that he is still independent.

5. PROPOSED APPOINTMENT OF A NEW INED

Pursuant to the code provision B.2.4(a) of the CG Code, the length of tenure of each existing INED is set out below:

Mr. Cheng Sheung Hing	Approximately 13 years as at the date of this circular
Ms. Chiang Su Hui Susie	Approximately 13 years as at the date of this circular
Mr. Zou	Approximately 9 years 3 months as at the date of this circular

Pursuant to code provision B.2.4(b) of the CG Code, the Company should appoint a new INED at its forthcoming AGM, i.e. 2026 AGM, if all INEDs are long serving INEDs for more than nine years. All existing INEDs will have served in the Company for more than nine years at the 2026 AGM. As such, the Company proposes to appoint Mr. Cao as a new INED at the 2026 AGM in compliance with the CG Code.

The Company has a nomination policy in place which set out the criteria and procedures when considering the candidates to be appointed or re-appointed as Directors. The Nomination Committee has reviewed the skills, knowledge, experience and qualifications of Mr. Cao when making the recommendation to the Board for the proposed appointment of Mr. Cao at the 2026 AGM. In addition, the Nomination Committee has also taken into account the diversity aspects (including but not limited to gender, age, cultural and educational background, ethnicity, professional and business experiences, skills, knowledge and length of service) set out in the board diversity policy of the Company. The Nomination Committee was of the view that Mr. Cao met the criteria set out in the nomination policy and has recommended to the Board on the proposed appointment of Mr. Cao as a new INED at the 2026 AGM. The Board believes that the proposed appointment of Mr. Cao will bring additional experience, knowledge and new insights to the Board and promote the diversity of the Board in terms of professional experience, skills, knowledge and experience.

Biographical details of Mr. Cao are set out in Appendix II to this circular.

6. RE-APPOINTMENT OF AUDITOR

An ordinary resolution will be proposed at the 2026 AGM to approve the re-appointment of Forvis Mazars CPA Limited as the auditor of the Company for the financial year ending 30 June 2027, to hold office until the conclusion of the next AGM and to authorise the Board to determine their remunerations for the financial year ending 30 June 2027.

The estimated audit fee payable to Forvis Mazars CPA Limited as the auditor of the Company for the audit of the consolidated financial statements of the Group for the financial year ending 30 June 2027 is expected to be HK$1.68 million (exclusive of out-of-pocket expenses and statutory audit fee of the subsidiaries of the Company).

The estimated audit fee has been determined after due consideration and arm's length negotiations between the Company and Forvis Mazars CPA Limited, after taking into account, among other things, the size, nature and complexity of the Group's business operations, the expected scope of the audit, the audit timetable, and the level and mix of professional staff to be deployed. The estimated audit fee also assumes that there will be no material change in the Group's operations, accounting policies or regulatory environment during the financial year, and that the Company will provide timely and adequate assistance and information as reasonably required for the purposes of the audit.

7. 2026 AGM AND PROXY ARRANGEMENT

The 2026 AGM Notice is set out in pages AGM-1 to AGM-6 of this circular.

Pursuant to the Listing Rules and the Articles of Association, any vote of shareholders at a general meeting must be taken by poll except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands. An announcement on the poll results will be published by the Company after the 2026 AGM in the manner prescribed under the Listing Rules.

A form of proxy for use at the 2026 AGM is enclosed with this circular and such form of proxy is also published on the respective websites of the Stock Exchange (http://www.hkexnews.hk) and the Company (http://www.uhighl.com). If you do not intend to attend the 2026 AGM but wish to exercise your right as a Shareholder, you are required to complete and sign in accordance with the instructions stated thereon and deposited together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority at the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, as soon as possible but in any event not later than 48 hours before the time appointed for holding the 2026 AGM or its adjournment. Completion and return of the form of proxy will not preclude you from attending and voting in person at the 2026 AGM or its adjournment if you so wish. In such event, the form of proxy should be deemed to be revoked.

8. RECOMMENDATION

The Directors consider that the proposed resolutions referred to in this circular and the 2026 AGM Notice are in the best interests of the Company and the Shareholders as a whole. The Directors therefore recommend the Shareholders to vote in favour of all the resolutions as referred to therein.

9. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief: (i) the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive; and (ii) there are no other matters the omission of which would make any statement herein misleading.

10. GENERAL INFORMATION

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

Yours faithfully,
By Order of the Board
Universal Health International Group Holding Limited
Chu Chuanfu
Chairman

The following are details of the Directors who will retire and being eligible, offer themselves for re-election at the 2026 AGM.

Mr. JIN Dongkun (金東昆), aged 53, was appointed as an executive Director and the Vice Chairman of the Board on 12 March 2012. He is one of the co-founders of the Group and has served as Business Manager, General Manager and Vice Chairman of the Group since June 1998. He is responsible for overseeing the Group's external affairs and relationships.

Mr. Jin has over 27 years of experience in the pharmaceutical distribution industry and in marketing.

Other experience:

- 2010 – September 2014: Vice Chairman of the Heilongjiang Alliance of Pharmaceutical Retailers (黑龍江藥店聯盟)

- November 2014 – present: Vice Chairman of the China Medical Pharmaceutical Material Association (中國醫藥物資協會)

Education:

- December 1994: graduated from Harbin Engineering University (哈爾濱工程大學), China, with a major in Electric Technology

- July 2013: obtained a Master's degree in Business Management in a programme run by the Scandinavian Art and Business Institute, Finland

Mr. Jin is subject to retirement from office by rotation and re-election at the 2026 AGM and vacation of office in accordance with the Articles of Association. He received a total remuneration of HK$120,000 for the Year. Mr. Jin is entitled to a monthly director's fee of HK$10,000 and a discretionary bonus, which was determined by the Board on the recommendation of the Remuneration Committee by reference to, amongst others, his qualifications and experience, the duties and responsibilities undertaken by him as an executive Director and the prevailing market conditions.

Mr. ZHAO Zehua (趙澤華), aged 58, was appointed as the General Manager of Finance of the Group in October 2011 and as an executive Director on 16 June 2015. He joined the Group in January 2005 as Financial Controller and was promoted to his current position in October 2011, responsible for financial control and management.

Mr. Zhao has over 37 years of experience in financial management, with strong expertise in financial accounting, treasury management and internal control.

Other experience:

- August 1989 – May 2001: Head of Finance at Hebei Chengde Tianyuan Pharmaceutical Co., Ltd. (河北省承德天原藥業有限公司)

- June 2001 – December 2004: Finance Manager and Deputy General Manager of Hebei Chengde Tianyuan Pharmaceutical Co., Ltd. (河北省承德天原藥業有限公司)

- January 2003 – December 2004: Finance Manager and Deputy General Manager of Chengde Pharmaceutical Group Liuhe Pharmaceutical Co., Ltd. (承德藥業集團六合製藥有限責任公司)

Education:

- July 1992: graduated from Hebei Radio and Television University (河北廣播電視大學), China, with a major in Finance and Accounting

Mr. Zhao is subject to retirement from office by rotation and re-election at the 2026 AGM and vacation of office in accordance with the Articles of Association. He received a total remuneration of HK$204,000 for the Year. Mr. Zhao is entitled to a monthly director's fee of HK$10,000 and a discretionary bonus, which was determined by the Board on the recommendation of the Remuneration Committee by reference to, amongst others, his qualifications and experience, the duties and responsibilities undertaken by him as an executive Director and the prevailing market conditions.

Mr. ZOU Haiyan (鄒海燕), aged 61, was appointed as an INED on 20 July 2017.

Mr. Zou is a Fellow of the Chinese Institute of Certified Public Accountants (CICPA), a Fellow of the Institute of Public Accountants of Australia (FIPA), a Fellow of the Institute of Financial Accountants of British (FFA), an Associate member of International Accountants (AAIA), a member of the Institute of Cost Accountants of India (ACMA), and a Certified Financial Planner (FChFP). He has over 40 years of extensive experience in the financial accounting and financial services industry.

He has served as a training instructor and guest lecturer at the Hong Kong Branch of the Association of Chartered Certified Accountants, the Hong Kong Institute of International Accountants, the Hong Kong Chinese Accountants Association, City University of Hong Kong, The Hong Kong University of Science and Technology, The University of Hong Kong, Capital University of Economics and Business, South China University of Technology, Hong Kong Productivity Council, Vocational Training Council, and the Hong Kong General Chamber of Commerce. He also served as Associate Professor at The Hong Kong Polytechnic University and Distinguished Professor at the School of Continuing Education of Shanghai University of Finance and Economics. He was Vice Chairman of the Hong Kong Heyuan Association, Executive Vice Chairman of the Hong Kong Jiangdong New District Association, Honorary Accountant of the Hong Kong Brand General Chamber of Commerce, Vice Chairman of the Shenzhen Zijin Chamber of Commerce, and Council Member of the Shenzhen Taxation Society and the Shenzhen Audit Society.

Other experience:

- July 1985 – May 1994: Principal Staff Member at the Guangdong Provincial Department of Finance (廣東省財政廳)

- June 1987 – March 1989: Senior Auditor at KPMG Hong Kong

- June 1994 – March 2001: Finance Manager at Guangdong Enterprises (Holdings) Limited (粵海企業(集團)有限公司) in Hong Kong

- January 2000 – March 2001: Managing Director at Guangdong Finance Co., Limited (百粵金融財務有限公司) in Hong Kong

- July 2001 – November 2003: Practised as a Certified Public Accountant at Guangdong Kangyuan Certified Public Accountants (廣東康元會計師事務所)

- December 2003 – August 2009: Served as Chief Partner of Guangdong Gaowich Certified Public Accountants (廣東高域會計師事務所)

Current positions:

- Managing Director of Kaowick Listing and Financial Services Company Limited (嘉域上市融資服務有限公司)

- Partner of Shenzhen Guangshen Certified Public Accountants (深圳廣深會計師事務所)

- Managing Director of China Tax and Business Consultants Company Limited (中國稅務商務顧問有限公司)

Directorships:

- October 2016 – October 2019: Independent Director of Asia Power Equipment (Shenzhen) Co., Ltd.* (亞洲電力設備(深圳)有限公司), a company listed on National Equities Exchange and Quotations ("NEEQ") in China (Stock Code: 837584), delisted on 13 December 2018 due to business development needs and strategic plans for domestic capital market

- September 2017 – September 2023: Independent Director of Shenzhen AV-Display Co., Ltd. (深圳秋田微電子股份有限公司), a company listed on the ChiNext Market of the Shenzhen Stock Exchange (Stock Code: 300939)

- June 2021 – June 2022: Independent Non-executive Director and a member of the audit committee of Anchorstone Holdings Limited (基石控股有限公司), a company listed on the Main Board (stock code: 01592)

- February 2022 – Present: Independent Director of Shenzhen Yanmade Technology Inc. (深圳市燕麥科技股份有限公司), a company listed on the STAR Market of the Shanghai Stock Exchange ("SSE STAR Market")

- June 2023 – Present: Independent Non-executive Director, the Chairman of the audit committee and nomination committee, and a member of the remuneration of HG Semiconductor Limited, a company listed on the Main Board committee (Stock Code: 06908)

- November 2023 – Present: Independent Director of Shenzhen Lifotronic Technology Co., Ltd. (深圳普門科技股份有限公司), a company listed on the SSE STAR Market (Stock Code: 688389)

- February 2025 – Present: Independent Director of Inner Mongolia Xianhong Science Co., Ltd. (內蒙古顯鴻科技股份有限公司), a company listed on the NEEQ (Stock Code: 836619)

Education:

- July 1985: graduated from Guangdong Provincial Finance School in Taxation (廣東省財政學校)

- July 1997: obtained a Diploma in Business Management from The Hong Kong Polytechnic University

- January 2015: graduated from University of Electronic Science and Technology of China (電子科技大學), majoring in Human Resources Management

- February 2018: obtained a master's degree of Business Administration (EMBA) awarded by EuroPort Business School, Netherlands

- July 2018: graduated from Shaanxi Normal University (陝西師範大學) in China, majoring in Law

- March 2025: obtained a doctor's degree of Business Administration from European City University, France

Mr. Zou is subject to retirement from office by rotation and re-election at the 2026 AGM and vacation of office in accordance with the Articles of Association. He received a total remuneration of HK$180,000 for the Year. Mr. Zou is entitled to a monthly director's fee of HK$15,000 and a discretionary bonus, which was determined by the Board on the recommendation of the Remuneration Committee by reference to, amongst others, his qualifications and experience, the duties and responsibilities undertaken by her as an INED and the prevailing market conditions.

General

(a) Save as the information set out above and as at the Latest Practicable Date, none of the above retiring Directors proposed for re-election:

i. held any other directorships in any listed public company in the past three years;

ii. held other positions in the Company or other members of the Group;

iii. had any interests or deemed interests in the shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the SFO; and

iv. had any relationship with any existing Directors, senior management of the Company, substantial Shareholders or controlling shareholders.

(b) The service agreement/letter of appointment of each of the retiring Directors entered into with the Company may be terminated by not less than three months' notice served by either party on the other.

(c) Save as disclosed above, there is no other information relating to the re-election of each of the retiring Directors that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, nor is there other matter concerning them that needs to be brought to the attention of the Shareholders pursuant to Rule 13.51(2)(w) of the Listing Rules. In addition, there is no other information to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

The following are details of the INED proposed to be appointed at the 2026 AGM.

Mr. Cao Hailin (曹海林), aged 34, holds (i) a master's degree in Financial Management (Investment Analysis) from University of Boston, United States of America; (ii) a mater's degree in Business Administration from Xiamen University, Chinese Mainland; and (iii) a bachelor's degree in English from Nanjing University of Finance and Economics, Chinese Mainland. Mr. Cao has extensive experience and expertise in finance and accounting. Since March 2026, Mr. Cao has serve as an executive director of Scenery Oriental Corporate Management Limited, responsible for the capital market services business. Since October 2024, Mr. Cao has served as a director and Chief Financial Officer of Huan Guan Jia Holdings Limited, primarily responsible for the company's financial management, financial reporting, information disclosure, and related compliance matters. From March 2023 to March 2026, Mr. Cao has served as Investment Director at China International Corporate Management Limited, primarily engaged in equity investment-related work. From October 2021 to December 2022, Mr. Cao worked at TD Securities (USA) LLC as an analyst, primarily engaged in investment banking analysis. From January 2017 to June 2021, Mr. Cao worked at the Securities Affairs Department at Guangdong Adway Construction (Group) Holdings Company Limited (whose shares are listed on the Stock Exchange with stock code 6189), responsible for corporate governance and securities affairs. From September 2013 to October 2016, Mr. Cao served as Finance Manager at Matrix Li Group Xing Ida (Angola), responsible for financial management and investment matters.

Save as disclosed above, Mr. Cao did not hold any directorship in other public listed companies in the last three years or other major appointments and professional qualifications nor hold any other position with the Company or any member of the Group.

Mr. Cao will enter into an appointment letter with the Company and will not be appointed for a specific term of service, but he will be subject to retirement by rotation and re-election at the annual general meetings in accordance with the Articles of Association. Mr. Cao will be entitled to a director's fee of HK$120,000 per annum, which is determined by the Board based on the recommendation of the remuneration committee of the Board with reference to his skill, knowledge and experience, duties and responsibilities with the Company and the prevailing market benchmark.

Mr. Cao has confirmed that (a) he has met the independence criteria set out in Rule 3.13(1) to (8) of Listing Rules; (b) he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected persons (as such term is defined in the Listing Rules) of the Company; and (c) there are no other factors that may affect his independence at the time of his proposed appointment.

As at the Latest Practicable Date, Mr. Cao does not have any interests in the shares of the Company within the meaning of Part XV of the SFO. Mr. Cao is not connected with any directors, senior management or substantial or controlling shareholders of the Company.

Save as disclosed above, there is no information which is discloseable nor is/was Mr. Cao involved in any of the matters required to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters concerning Mr. Cao that need to be brought to the attention of the Shareholders.

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 ordinary resolution to be proposed at the 2026 AGM in relation to the granting of the Repurchase Mandate.

1. SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 110,546,218 Shares. Subject to the passing of the resolution granting the Repurchase Mandate and on the basis that no further Shares are issued or repurchased, nor consolidated or subdivided, before the Annual General Meeting, the Company will be allowed to repurchase a maximum of 11,054,621 Shares which represent 10% of the issued Shares (excluding any treasury shares) during the period ending on the earlier of (i) the conclusion of the next AGM; or (ii) the expiration of the period within which the next AGM is required by any applicable laws or the Articles of Association to be held; and (iii) the revocation or variation of the authority given under the resolution by an ordinary resolution of the Shareholders in general meeting.

If the Company repurchases Shares pursuant to the Repurchase Mandate, the Company may (i) cancel the repurchased Shares; and/or (ii) hold such Shares in treasury, subject to market conditions and the capital management needs of the Company at the relevant time such repurchases of Shares are made.

2. FUNDING OF REPURCHASES

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

For any treasury shares deposited with CCASS pending resale on the Stock Exchange, the Company will adopt appropriate measures to ensure that it does not exercise any Shareholders' rights or receive any entitlements which would otherwise be suspended under the applicable laws if those Shares were registered in the Company's own name as treasury shares. These measures may include approval by the Board that (i) the Company would not (or would procure its licensed securities dealer not to) give any instructions to Hong Kong Securities Clearing Company Limited to vote at general meetings for the treasury shares deposited with CCASS; and (ii) in the case of dividends or distributions, the Company will withdraw the treasury shares from CCASS, and either re-register them in its own name as treasury shares or cancel them, in each case before the record date for the dividends or distributions.

3. TAKEOVERS CODE

If as a result of a repurchase of the Shares pursuant to the Repurchase Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase 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 (within the meaning of the Takeovers

Code), depending on the level of increase in the Shareholder's interest, could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

As at the Latest Practicable Date, the following Shareholders had interests representing 5% or more of the issued share capital of the Company:

Name	Nature of Interest	Number of Shares	Approximate percentage of shareholding as at the Latest Practicable Date[3]	Approximate percentage of shareholding if the Company exercises in full the power to repurchase[4]
Mr. Chu	Interest of a controlled corporation	9,069,079[1] (Long Position)	8.20%	9.12%
	Beneficial owner	743,020 (Long Position)	0.67%	0.75%
Asia Health Century International Inc. ("**Asia Health**")	Beneficial owner	9,069,079[2] (Long Position)	8.20%	9.12%

Notes:

(1) Such interest represents the interest beneficially held by Asia Health. As Asia Health is wholly-owned by Mr. Chu, Mr. Chu is deemed to be interested in all the interest beneficially held by Asia Health under the SFO.

(2) Asia Health is wholly-owned by Global Health Century International Group Ltd. ("**Global Health**") which is in turn wholly-owned by Mr. Chu. As such, each of Global Health and Mr. Chu is deemed to be interested in all the interest beneficially held by Asia Health under the SFO.

(3) The approximate percentage was calculated based on 110,546,218 Shares in issue as at the Latest Practicable Date.

(4) The approximate percentage was calculated based on 99,491,596 Shares in issue in the event that the Directors exercise in full the power to repurchase Shares which is proposed to be granted pursuant to the Repurchase Mandate.

In the event that the Directors exercise in full the power to repurchase Shares which is proposed to be granted pursuant to the Repurchase Mandate, the interests of Mr. Chu and Asia Health in the Company would be increased to approximately 9.87% of the total number of issued Shares and such increase will not give rise to an obligation to make a mandatory offer under Rule 26 of the Takeovers Code. The Directors have no present intention to exercise the buy-back of Shares to an extent that will result in any takeovers obligations.

The Directors are not aware of any consequence which may arise under the Takeovers Code as a consequence of any repurchase of Shares under the Repurchase Mandate. The Listing Rules prohibit a company from making any repurchase on the Stock Exchange if the repurchase would result in less than 25% (or such other prescribed minimum percentage as determined by the Stock Exchange) of the issued shares of that company in public hands. The Directors do not envisage that an exercise of the Repurchase Mandate with all the Shares repurchased being cancelled will result in the number of Shares in public hands falling below the prescribed minimum percentage of 25%.

4. MARKET PRICES OF SHARES

The highest and lowest prices per Share at which Shares were traded on the Stock Exchange during each of the previous twelve months before the Latest Practicable Date were as follows:

Month	**Highest traded prices** *HK$*	**Lowest traded prices** *HK$*
2025		
October	2.020	1.620
November	2.000	1.700
December	2.020	1.670
2026		
January	5.360	1.240
February	1.040	0.610
March	0.760	0.485
April	0.670	0.500
May	0.630	0.460
June	0.600	0.440
July	0.720	0.415
August	0.900	0.585
September	0.700	0.416
October (up to the Latest Practicable Date)	0.520	0.390

5. GENERAL

To the best of the knowledge of the Directors and having made all reasonable enquiries, none of the Directors nor any of their respective close associates have any present intention to sell any Shares to the Company in the event that the granting of the Repurchase Mandate is approved by the Shareholders.

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

6. DIRECTORS' POWER

The Directors will so far as the same may be applicable, exercise the power of the Company to make repurchases of Shares pursuant to the Repurchase Mandate in accordance with the Listing Rules and the applicable laws of the Cayman Islands.

7. SHARE BUY-BACK MADE BY THE COMPANY

The Company has not repurchased any of the Shares (whether on the Stock Exchange or otherwise) in the six months preceding the Latest Practicable Date.

UNIVERSAL HEALTH INTERNATIONAL GROUP HOLDING LIMITED
大健康國際集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2211)

NOTICE IS HEREBY GIVEN THAT the annual general meeting (the "**Meeting**") of Universal Health International Group Holding Limited (the "**Company**") will be held at Conference Room, 2nd Floor, No.14-1 Bei Yi Zhong Road, Tiexi District, Shenyang City, Liaoning Province, PRC on Thursday, 10 December 2026 at 10:00 a.m. for considering and, if thought fit, passing, with or without amendments, the following ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

1. To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditors of the Company for the year ended 30 June 2026.

2. (a) To re-elect the following retiring directors of the Company:

   (i) Mr. Jin Dongkun, as an executive director

   (ii) Mr. Zhao Zehua, as an executive director

   (iii) Mr. Zou Haiyan, as an independent non-executive director

   (b) To authorise the board of directors of the Company (the "Board") to fix the remuneration of the directors of the Company.

3. To appoint Mr. Cao Hailin as an independent non-executive director of the Company.

4. To re-appoint Forvis Mazars CPA Limited as auditors of the Company and authorise the Board to fix its remuneration.

5. To consider and, if thought fit, pass the following resolutions as ordinary resolutions:

(A) "**That:**

(i) subject to paragraph (iii) below, the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue or otherwise deal with additional shares in the capital of the Company (the "**Shares**") (including any sale or transfer of treasury shares (which shall have the meaning ascribed thereto under the Listing Rules) out of treasury)) or securities convertible into shares, or options, warrants or similar rights to subscribe for shares or such convertible securities of the Company and to make or grant offers, agreements and/or options which may require the exercise of such powers be and is hereby generally and unconditionally approved;

(ii) the approval in paragraph (i) above shall be in addition to any other authorisation given to the directors of the Company and shall authorise the directors of the Company during the Relevant Period (as hereinafter defined) to make or grant offers, agreements and/or options which may require the exercise of such power after the end of the Relevant Period;

(iii) the aggregate number of shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to options or otherwise) by the directors of the Company during the Relevant Period (as hereinafter defined) pursuant to paragraph (i) above, otherwise than pursuant to (1) a Rights Issue (as hereinafter defined); or (2) the grant or exercise of any option under the Share Option Scheme of the Company or any other option, scheme or similar arrangement for the time being adopted for the grant or issue to the directors, officers and/or employees of the Company and/or any of its subsidiaries and/or other eligible participants specified thereunder of shares or rights to acquire shares of the Company; or (3) any scrip dividend 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 in force from time to time; or (4) any issue of shares in the Company upon the exercise of rights of subscription or conversion under the terms of any existing convertible notes issued by the Company or any existing securities of the Company which carry rights to subscribe for or are convertible into shares of the Company, shall not exceed the aggregate of 20 per cent of the aggregate nominal amount of the issued share capital of the Company in issue (excluding any treasury shares) at the date of the passing of this resolution and the said approval shall be limited accordingly; and

(iv) for the purpose of this resolution:

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

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

(2) 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 of the Company to be held;

(3) the revocation or variation of the authority given under this resolution by an ordinary resolution of the shareholders of the Company in a general meeting; and

(b) "**Rights Issue**" means an offer of shares of the Company, or an offer or issue of warrants, options or other securities giving rights to subscribe for shares, open for a period fixed by the directors of the Company to holders of shares of the Company or any class thereof whose names appear 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 exclusion or other arrangements as the directors of the Company may deem necessary or expedient in relation to fractional entitlements or, having regard to any restrictions or obligations under the laws of, or the requirements of, or the expense or delay which may be involved in determining the exercise or extent of any restrictions or obligations under the laws of, or the requirements of, any jurisdiction applicable to the Company, any recognised regulatory body or any stock exchange applicable to the Company).

(c) Any reference to a/an allotment, issue, grant or offer of, or dealing in, Shares shall include the sale or transfer of treasury shares in the capital of the Company (to, amongst others, satisfy any obligation upon the conversion or exercise of any convertible securities, options, warrants or similar rights to subscribe for Shares) to the extent permitted by, and subject to the provisions of, the Listing Rules and applicable laws and regulations."

(B) "**That:**

(i) subject to paragraph (iii) below, the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to repurchase shares of the Company on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") or on any other stock exchange on which the shares of the Company may be listed and recognised for this purpose by the Securities and Futures Commission in Hong Kong (the "**SFC**") and the Stock Exchange under the Codes on Takeovers and Share Buy-backs issued by the SFC and, subject to and in accordance with all applicable laws and the Rules Governing the Listing of Securities on the Main Board of the Stock Exchange (the "**Listing Rules**"), be and is hereby generally and unconditionally approved;

(ii) the approval in paragraph (i) of this resolution above shall be in addition to any other authorisation given to the directors of the Company and shall authorise the directors of the Company on behalf of the Company during the Relevant Period (as hereinafter defined) to procure the Company to repurchase its shares at a price determined by the Directors;

(iii) the aggregate number of the shares of the Company, which may be repurchased by the Company during the Relevant Period (as hereinafter defined) pursuant to the approval in paragraph (i) above shall not exceed 10 per cent of the aggregate nominal amount of the issued share capital of the Company in issue (excluding any treasury shares) as at the date of passing of this resolution, and the said approval shall be limited accordingly;

(iv) subject to the passing of each of the paragraphs (i), (ii) and (iii) of this resolution, any prior approvals of the kind referred to in paragraphs (i), (ii) and (iii) of this resolution which had been granted to the directors of the Company and which are still in effect be and are hereby revoked; and for the purpose of this resolution:

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

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

(b) 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 of the Company to be held; and

(c) the revocation or variation of the authority given under this resolution by an ordinary resolution of the shareholders of the Company in general meeting."

(C) "**That** conditional upon the resolutions numbered 5(A) and 5(B) set out in the notice convening this Meeting being passed, the general mandate granted to the directors of the Company to exercise the powers of the Company to allot, issue and otherwise deal with new shares of the Company and to make or grant offers, agreements and options which might require the exercise of such powers pursuant to the ordinary resolution numbered 5(A) set out in the notice convening this meeting be and is hereby extended by the addition to the aggregate number of shares of the Company which may be allotted or agreed conditional or unconditionally to be allotted by the directors of the Company pursuant to such general mandate of an amount representing the aggregate number of shares of the Company repurchased by the Company under the authority granted pursuant to ordinary resolution numbered 5(B) set out in the notice convening this Meeting, provided that such extended amount shall not exceed 10 per cent of the aggregate nominal amount of the issued share capital of the Company in issue (excluding any treasury shares) as at the date of passing of this resolution."

By Order of the Board
Universal Health International Group Holding Limited
Chu Chuanfu
Chairman

Hong Kong, 30 October 2026

Registered Office:
P.O. Box 472, Harbour Place
2nd Floor, North Wing
103 South Church Street,
George Town
Grand Cayman KY1-1106
Cayman Islands

Principal place of business in Hong Kong:
2404, 24th Floor
World-Wide House
19 Des Voeux Road Central
Central, Hong Kong

Notes:

(i) Ordinary resolution numbered 5(C) will be proposed to the shareholders of the Company for approval provided that ordinary resolutions numbered 5(A) and 5(B) are passed by the shareholders of the Company. A shareholder entitled to attend and vote at the Meeting is entitled to appoint another person as his/her proxy to attend and vote instead of him/her; a proxy need not be a shareholder of the Company. A shareholder who is the holder of two or more shares may appoint more than one proxy to represent him/her/it and vote on his/her/its behalf at the Meeting. On a poll, votes may be given either personally or by proxy.

(ii) In the case of joint holders, any one of such joint holders may vote at the Meeting, either in person or by proxy, in respect of such share as if he/she/it were solely entitled thereto, but if more than one of such joint holders be present at the Meeting, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s) and for this purpose seniority shall be determined as that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.

(iii) In order to be valid, a form of proxy must be deposited at the Hong Kong registrar and transfer office of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong together with the power of attorney or other authority (if any) under which it is signed (or a notarially certified copy thereof) not less than 48 hours before the time appointed for the holding of the above meeting (i.e. before 10:00 a.m. on 8 December 2026) or any adjournment thereof. The completion and return of the form of proxy shall not preclude shareholders of the Company from attending and voting in person at the Meeting (or any adjournment thereof) if they so wish.

(iv) The transfer books and register of members of the Company will be closed from Monday, 7 December 2026 to Thursday, 10 December 2026, both days inclusive, during which period no share transfers can be registered. In order to qualify for attending the Meeting, all transfers accompanied by the relevant share certificates and transfer forms must be lodged with the Hong Kong share registrar and transfer office of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Friday, 4 December 2026.

(v) In respect of ordinary resolutions numbered 2 above, Mr. Jin, Mr. Zhao and Mr. Zou, shall retire at the Meeting and being eligible, have offered themselves for re-election as directors of the Company at the Meeting. Details of the above retiring directors are set out in Appendix I to the accompanied circular dated 30 October 2026.

(vi) In respect of the ordinary resolution numbered 5(A) above, the directors of the Company wish to state that they have no immediate plans to issue any new shares of the Company. Approval is being sought from the shareholders of the Company as a general mandate for the purposes of the Listing Rules.

(vii) In respect of ordinary resolution numbered 5(B) above, the directors of the Company wish to state that they will exercise the powers conferred by the general mandate to repurchase shares of the Company in circumstances which they deem appropriate for the benefits of shareholders of the Company. The explanatory statement containing the information necessary to enable shareholders to make an informed decision on whether to vote for or against the resolution to approve the repurchase by the Company of its own shares, as required by the Listing Rules, is set out in Appendix III to the accompanied circular dated 30 October 2026.