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If you have sold or transferred all your shares in **Beijing Chunlizhengda Medical Instruments Co., Ltd.*** (北京市春立正達醫療器械股份有限公司), you should at once hand this circular to the purchaser or transferee or to the bank or stockbroker or other licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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北京市春立正達醫療器械股份有限公司
Beijing Chunlizhengda Medical Instruments Co., Ltd.*

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 1858)

**ANNUAL REPORT FOR THE YEAR 2025 AND
ITS SUMMARY 2025 PROFIT DISTRIBUTION PLAN
2025 PERFORMANCE REPORT OF THE
INDEPENDENT NON-EXECUTIVE DIRECTORS
REPORT OF BOARD OF DIRECTORS FOR THE YEAR 2025
FINANCIAL REPORT FOR THE YEAR 2025
REMUNERATION FOR DIRECTORS OF
THE COMPANY FOR 2026
APPOINTMENT OF AUDITORS (DOMESTIC AND OVERSEAS) AND
INTERNAL CONTROL AUDITOR FOR 2026
GRANTING THE GENERAL MANDATE TO THE BOARD
TO REPURCHASE H SHARES
NOTICE OF THE 2025 ANNUAL GENERAL MEETING
AND
NOTICE OF H SHAREHOLDERS' CLASS MEETING**

The 2025 Annual General Meeting and Class Meetings will be held at 2:00 p.m., on Tuesday, 26 May 2026 at No. 10 Xinmi Xi Er Road, Southern District of Tongzhou Economic Development Zone, Tongzhou District, Beijing, the PRC.

The forms of proxy for use at the 2025 Annual General Meeting and the H Shareholders' Class Meeting are enclosed and are also published on the website of the Hong Kong Stock Exchange (<http://www.hkexnews.hk>) and the website of the Company (<http://www.clzd.com>). If you intend to appoint a proxy to attend the 2025 Annual General Meeting and/or the H Shareholders' Class Meeting, you are requested to complete and return the form of proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the 2025 Annual General Meeting and/or the H Shareholders' Class Meeting or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending the 2025 Annual General Meeting and/or the H Shareholders' Class Meeting and voting in person if you so wish.

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DEFINITIONS

Unless the context otherwise requires, the following expressions in this circular shall have the following meanings:

“2025 Annual General Meeting”	the annual general meeting of the Company to be held at 2:00 p.m., on Tuesday, 26 May 2026 at No. 10 Xinmi Xi Er Road, Southern District of Tongzhou Economic Development Zone, Tonghou District, Beijing, the PRC
“A Share(s)”	the ordinary share(s) issued by the Company, with a nominal value of RMB1.00 each, which are subscribed for or credited as paid in RMB and are listed for trading on the STAR Market of Shanghai Stock Exchange
“A Shareholder(s)”	the holder(s) of A Share(s)
“A Shareholders’ Class Meeting”	the A Shareholders’ class meeting of the Company to be held at 2:00 p.m. (or the time immediately after the conclusion of the 2025 Annual General Meeting) on Tuesday, 26 May 2026
“Articles of Association”	the articles of association of the Company currently in force
“Board” or “Board of Directors”	the board of Directors of the Company
“Class Meetings”	the A Shareholders’ Class Meeting and the H Shareholders’ Class Meeting
“Company”	Beijing Chunlizhengda Medical Instruments Co., Ltd.* (北京市春立正達醫療器械股份有限公司), a joint stock limited company incorporated in the People’s Republic of China with limited liability, the A Shares of which are listed on the STAR Market of Shanghai Stock Exchange (stock code: 688236) and the H Shares of which are listed on the Hong Kong Stock Exchange (stock code: 1858)
“CSRC”	China Securities Regulatory Commission
“Director(s)”	director(s) of the Company

DEFINITIONS

“H Share(s)”	ordinary share(s) of the Company, with a nominal value of RMB1.00 each, which are listed on the Hong Kong Stock Exchange and traded in Hong Kong dollars
“H Shareholder(s)”	the holder(s) of H Shares
“H Shareholders’ Class Meeting”	the H Shareholders’ class meeting of the Company to be held at 2:00 p.m. (or the time immediately after the conclusion of the A Shareholders’ Class Meeting) on Tuesday, 26 May 2026
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Latest Practicable Date”	28 April 2026, being the latest practicable date prior to the issue of this circular for ascertaining certain information contained in this circular;
“PRC” or “China”	the People’s Republic of China, but for the purposes of this circular only, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Repurchase Mandate”	the general mandate to be granted to the Board at the 2025 Annual General Meeting and Class Meetings to exercise the power of the Company to repurchase H Shares not exceeding 10% of the total number of the H Shares in issue at the time when the relevant resolution proposed for granting such mandate for repurchasing H Shares is passed at the 2025 Annual General Meeting, the Class Meetings, respectively
“RMB”	Renminbi, the lawful currency of the PRC

DEFINITIONS

“Securities and Futures Ordinance”	Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong, as amended from time to time
“Shareholders”	holders of the Company’s Share(s)
“Shares”	ordinary share(s) of RMB1.00 each in the share capital of the Company
“SSE”	the Shanghai Stock Exchange
“treasury shares”	has the meaning ascribed to it under the Listing Rules

* *For identification purposes only*

LETTER FROM THE BOARD



北京市春立正達醫療器械股份有限公司
Beijing Chunlizhengda Medical Instruments Co., Ltd.*

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

(Stock Code: 1858)

Executive Directors:

Ms. Shi Wenling (*Chairman*)

Mr. Shi Chunbao

Ms. Yue Shujun

Mr. Xie Feng Bao

Non-Executive Director:

Mr. Wang Xin

Independent Non-executive Directors:

Ms. Xu Hong

Mr. Weng Jie

Mr. Wong Tak Shing

Registered Office and

Headquarters in the PRC:

No. 10 Xinmi Xi Er Road

Southern District of Tongzhou

Economic Development Zone

Tongzhou District

Beijing

the PRC

Postal Code: 101112

Principal Place of Business in Hong Kong:

20th Floor, Winbase Centre

208 Queen's Road Central

Sheung Wan

Hong Kong

To the Shareholders

Dear Sir or Madam,

**ANNUAL REPORT FOR THE YEAR 2025 AND
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AND
NOTICE OF H SHAREHOLDERS' CLASS MEETING**

INTRODUCTION

The purpose of this circular is to give you notice of the 2025 Annual General Meeting and the Class Meetings and to provide you with information reasonably necessary to

LETTER FROM THE BOARD

enable you to make an informed decision on whether to vote for or against the resolutions to be proposed at the 2025 Annual General Meeting and/or the Class Meetings (where applicable), which includes, among other things:

- (1) consider and approve the annual report for 2025 and its summary;
- (2) consider and approve the proposed profit distribution plan for 2025;
- (3) consider and approve the 2025 performance report of the independent non-executive Directors;
- (4) consider and approve the report of the Board of Directors for 2025;
- (5) consider and approve the financial report for the year 2025;
- (6) consider and approve the remuneration of the Directors of the Company for 2026;
- (7) consider and approve the appointment of auditors (domestic and overseas) and internal control auditor for 2026; and
- (8) consider and approve the grant of the general mandate to the Board of Directors to repurchase the H Shares of the Company.

The item (8) as mentioned above is required to be proposed at the 2025 Annual General Meeting and Class Meetings for consideration in the form of special resolutions.

ANNUAL REPORT FOR THE YEAR 2025 AND ITS SUMMARY

An ordinary resolution will be proposed at the 2025 Annual General Meeting to approve the Company's 2025 annual report and its summary. Please refer to the Company's annual report for the year 2025 published on the websites of the Hong Kong Stock Exchange and the Company on 29 April 2026.

PROFIT DISTRIBUTION PLAN FOR 2025

An ordinary resolution will be proposed at the 2025 Annual General Meeting to consider and approve the 2025 Profit Distribution Plan of the Company.

As audited by WUYIGE Certified Public Accountants LLP (大信會計師事務所(特殊普通合夥)), the Company's actual profit available for distribution in 2025 was approximately RMB1,364 million. The Board of Directors reviewed and approved the Profits Distribution Plan for 2025 of the Company on 30 March 2026.

LETTER FROM THE BOARD

According to the Profits Distribution Plan of the Company, the Company proposes to distribute a final dividend of RMB1.50 (tax inclusive) per 10 shares to all shareholders (31 December 2024: RMB0.49 (tax inclusive) per 10 shares). As of 31 December 2025, the total share capital of the Company was 383,568,500 shares, and after deducting the number of shares held by the A-share repurchase account of 1,376,851 shares, the actual number of shares participating in the profit distribution was 382,191,649 shares, and based on this calculation, a total of RMB57,328,747.35 (tax inclusive) was proposed to be paid out as final dividend. As the Company had distributed the dividend of RMB80,260,246.29 for the first three quarters, the total amount of cash dividend for the year shall be RMB137,588,993.64 (tax inclusive), accounting for 50.48% of the net profit attributable to ordinary shareholders of the listed company in the consolidated statement. The Company did not distribute bonus shares and carry out any capitalization of capital reserve in 2025.

In particular: A Shareholders will be paid in RMB; H Shareholders will be paid in HK dollars. The exchange rate of HK dollars will be calculated in accordance with the average closing price for foreign exchange published by the People's Bank of China at the seven working days prior to the date on which the dividend is declared. The final dividend is expected to be paid on or before 30 June 2026 to Shareholders whose names appear on the register of members of the Company as at 1 June 2026 in respect of H Shares.

In order to determine the entitlement to the final dividend, the Company's register of members of H Shares will be closed from 1 June 2026 to 3 June 2026 (both days inclusive) during which period no transfer of H Shares will be effected. In order to be qualified for the final dividend, all the transfer documents of the Company's H Shares together with the relevant share certificates shall be lodged at the H Share registrar of the Company in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong by no later than 4:30 p.m. on 29 May 2026 (being the business day before the first day of closure of the register of members of H Shares) for registration.

If the total share capital of the Company changes before the record date(s) for the implementation of the profit distribution, the Company intends to maintain the distribution amount per Share unchanged and adjust the total distribution amount accordingly.

WITHHOLDING AND PAYMENT OF DIVIDEND TAX

In accordance with the Enterprise Income Tax Law of the People's Republic of China (《中華人民共和國企業所得稅法》) and its implementation rules effective on 1 January 2008, where a PRC domestic enterprise distributes dividends for financial periods beginning from 1 January 2008 to non-resident enterprise shareholders, it is required to withhold 10% enterprise income tax for such non-resident enterprise shareholders. Therefore, the Company will, after withholding 10% of the final dividend as enterprise income tax, distribute the final dividend to non-resident enterprise shareholders, i.e. any shareholders who hold the Company's shares in the name of non-individual shareholders, including but not limited to HKSCC Nominees Limited, other nominees, trustees, or holders of H Shares registered in the name of other organizations and groups.

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According to regulations by the State Administration of Taxation (Guo Shui Han [2011] No. 348) (《國家稅務總局國稅函[2011]348號》) and relevant laws and regulations, if the individual holders of H shares are residents of Hong Kong or Macau or those countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate of 10%, the Company will withhold and pay individual income tax at the rate of 10% on behalf of these shareholders. However, if otherwise provided by tax laws, relevant tax treaties or notices, the tax will be withheld in accordance with the relevant requirements and tax levy and administration requirements.

According to the requirements of the Notice on the Tax Policies Concerning the Pilot Program of the Shanghai-Hong Kong Stock Connect published by the Ministry of Finance, the State Administration of Taxation and the CSRC (Cai Shui [2014] No. 81) (《財政部、國家稅務總局、中國證監會關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2014]81號)), H-share companies shall withhold an individual income tax at the rate of 20% on dividends from the H shares of the company invested by mainland individual investors on the Hong Kong Stock Exchange through the Shanghai-Hong Kong Stock Connect. For dividends of the shares listed on the Hong Kong Stock Exchange received by mainland securities investment funds from investment through the Shanghai-Hong Kong Stock Connect, individual income tax shall be calculated in accordance with the above requirements. For dividends of the shares listed on the Hong Kong Stock Exchange received by mainland enterprise investors from investment through the Shanghai-Hong Kong Stock Connect, H-share companies shall not withhold income tax of dividends, and mainland enterprise investors shall report and pay the tax amount by themselves. In particular, the dividends received by resident enterprises in mainland which hold H shares for at least 12 consecutive months shall be exempted from enterprise income tax according to law.

According to the requirements of the Notice on the Tax Policies Concerning the Pilot Program of the Shenzhen-Hong Kong Stock Connect published by the Ministry of Finance, the State Administration of Taxation and the CSRC (Cai Shui [2016] No. 127) (《財政部、國家稅務總局、中國證監會關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016]127號)), H-share companies shall withhold an individual income tax at the rate of 20% on dividends from the H shares of the company invested by mainland individual investors on the Hong Kong Stock Exchange through the Shenzhen-Hong Kong Stock Connect. For dividends of the shares listed on the Hong Kong Stock Exchange received by mainland securities investment funds from investment through the Shenzhen-Hong Kong Stock Connect, individual income tax shall be calculated in accordance with the above requirements. For dividends of the shares listed on the Hong Kong Stock Exchange received by mainland enterprise investors from investment through the Shenzhen-Hong Kong Stock Connect, H-share companies shall not withhold income tax of dividends, and mainland enterprise investors shall report and pay the tax amount by themselves. In particular, the dividends received by resident enterprises in mainland which hold H shares for at least 12 consecutive months could be exempted from enterprise income tax according to law.

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2025 PERFORMANCE REPORT OF THE INDEPENDENT NON-EXECUTIVE DIRECTORS

An ordinary resolution will be proposed at the 2025 Annual General Meeting to approve the 2025 performance report of the independent non-executive Directors.

The full text of the performance report of the independent non-executive Directors is set out in Appendix I of this circular.

REPORT OF THE BOARD OF DIRECTORS FOR THE YEAR 2025

An ordinary resolution will be proposed at the 2025 Annual General Meeting to approve the report of the Board of Directors for the year 2025. Please refer to the report of the Board of Directors as set out in the Company's annual report for the year 2025.

FINANCIAL REPORT FOR THE YEAR 2025

An ordinary resolution will be proposed at the 2025 Annual General Meeting to approve the financial report for the year 2025. The audited financial statements prepared in compliance with the China Accounting Standards and the auditor's report for the year 2025 have been set out in the Company's 2025 annual report.

REMUNERATION FOR DIRECTORS OF THE COMPANY FOR 2026

An ordinary resolution will be proposed at the 2025 Annual General Meeting to consider and approve the remuneration for Directors of the Company for 2026.

In accordance with the current economic environment, the regions of operations of the Company, industry and scale of the Company and with reference to remuneration of the industry, the Company has formulated the Remuneration Plan for the Directors for 2026, which is set out in Appendix II to this circular.

APPOINTMENT OF AUDITORS (DOMESTIC AND OVERSEAS) AND INTERNAL CONTROL AUDITORS FOR 2026

An ordinary resolution will be proposed at the 2025 Annual General Meeting to consider and approve the appointment of WUYIGE Certified Public Accountants LLP (大信會計師事務所(特殊普通合夥)) as the domestic auditor and overseas auditor of the Company's financial report for 2026, until the conclusion of the Company's 2026 annual general meeting, and that the Board be authorized to fix its remuneration.

GRANTING THE GENERAL MANDATE TO THE BOARD OF DIRECTORS TO REPURCHASE H SHARES

A special resolution will be proposed at the 2025 Annual General Meeting and the Class Meetings to consider and approve the proposal on granting the general mandate to the Board to repurchase H Shares of the Company.

LETTER FROM THE BOARD

It is proposed that a general mandate be granted to the Board to repurchase H Shares of the Company not exceeding 10% of its total number of the H Shares in issue when the Repurchase Mandate is approved at the 2025 Annual General Meeting and the Class Meetings with reference to market conditions, funding arrangements and the needs of the Company and in accordance with the relevant laws and regulations, the Articles of Association, requirements of securities regulatory authorities of the places where the shares of the Company are listed and any other relevant government or regulatory authorities in the PRC when the Board believes that such repurchase is beneficial to the Company and the Shareholders as a whole.

It is proposed that the authorization granted to the Board by the 2025 Annual General Meeting and the Class Meetings includes but not limited to:

- i) formulating and implementing specific repurchase plan, including but not limited to repurchase price(s), number of H Shares to be repurchased, timing(s) of repurchase and period(s) of repurchase, etc;
- ii) notifying creditors and making announcement(s) in accordance with the requirements of the Company Law of the PRC, other laws and regulations and the Articles of Association;
- iii) opening overseas stock accounts, capital accounts and carrying out relevant procedures of change in foreign exchange registration;
- iv) carrying out relevant approval, filing and/or disclosure procedures (if necessary) in accordance with laws, regulations, the Articles of Association and requirements of the securities regulatory authorities of the places where the shares of the Company are listed and any other relevant government or regulatory authorities in the PRC;
- v) carrying out the cancellation procedure of the repurchased H Shares, reducing the registered capital of the Company, amending the Articles of Association in relation to the total amount of share capital, share capital structure and other relevant contents and carrying out the legal registration and filing procedures in the PRC and overseas; and
- vi) executing all documents and dealing with other matters in relation to the repurchase of H Shares.

The General Mandate will expire on the earlier of:

- (a) the conclusion of the annual general meeting of the Company for the year 2026; or
- (b) the date on which the authorization granted by the relevant special resolution is revoked or varied by a special resolution at the general meeting, the class meeting of the holders of H Shares and the class meeting of the holders of A Shares of the Company (the “**Relevant Period**”).

LETTER FROM THE BOARD

The Explanatory Statement of the Repurchase Mandate is set out in Appendix III to this circular, which contains further details of the Repurchase Mandate.

2025 ANNUAL GENERAL MEETING AND CLASS MEETING

The 2025 Annual General Meeting, A Shareholders' Class Meeting and H Shareholders' Class Meeting of the Company will be held at 2:00 p.m., immediately after the conclusion of the 2025 Annual General Meeting and immediately after the conclusion of the A Shareholders' Class Meeting, respectively, on Tuesday, 26 May 2026 at No. 10 Xinmi Xi Er Road, Southern District of Tongzhou Economic Development Zone, Tongzhou District, Beijing. The notice to convene the 2025 Annual General Meeting and notice to convene the H Shareholders' Class Meeting are published on Wednesday, 29 April 2026 and are set out on pages 18 to 21 and 22 to 25 of this circular respectively and the forms of proxy for use at the 2025 Annual General Meeting and H Shareholders' Class Meeting are also enclosed hereto.

In order to determine the shareholders who are entitled to attend and vote in the 2025 Annual General Meeting and the H Shareholders' Class Meeting, the Company register of members of H Shares will be closed from 20 May 2026 to 26 May 2026 (both days inclusive) during which period no transfer of H Shares will be effected. In order to be qualified to attend and vote at the 2025 Annual General Meeting and the H Shareholders' Class Meeting, holders of H Shares whose transfers have not been registered must deposit the transfer documents together with the relevant share certificates at the office of the H Share registrar of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong by no later than 4:30 p.m. on Tuesday, 19 May 2026.

Holders of H Shares whose names appear on the Company's register of members at the close of business on Tuesday, 19 May 2026 are entitled to attend and vote at the 2025 Annual General Meeting and the H Shareholders' Class Meeting.

The forms of proxy for use at the 2025 Annual General Meeting and H Shareholders' Class Meeting are published on the website of the Hong Kong Stock Exchange (<http://www.hkexnews.hk>) and the website of the Company (<http://www.clzd.com>) on Wednesday, 29 April 2026. If you intend to appoint a proxy to attend the 2025 Annual General Meeting and/or H Shareholders' Class Meeting, you are requested to complete and return the form of proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the 2025 Annual General Meeting and/or the H Shareholders' Class Meeting or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending the 2025 Annual General Meeting and/or the H Shareholders' Class Meeting and voting in person if you so wish.

As Mr. Shi Chunbao and Ms. Yue Shujun are controlling shareholders (as defined in the Listing Rules) and executive Directors of the Company, Mr. Shi Chunbao and Ms. Yue Shujun will abstain from voting on the relevant resolution in relation to the Remuneration Plan for the Directors for 2025. Save as mentioned above, as at the Latest Practicable Date, and to the best knowledge, belief and information of the Directors having made all reasonable enquiries, no Shareholder is required under the Listing Rules to abstain from voting on the proposed resolutions at the 2025 Annual General Meeting and the H Shareholders' Class Meeting.

LETTER FROM THE BOARD

PROCEDURES FOR VOTING AT THE 2025 ANNUAL GENERAL MEETING AND CLASS MEETING

According to Rule 13.39(4) of the Hong Kong Listing Rules, the vote of Shareholders at the 2025 Annual General Meeting will be taken by poll. Accordingly, all the resolutions could be taken by poll at the 2025 Annual General Meeting and the Class Meetings pursuant to the Articles of Association.

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, 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.

RECOMMENDATION

As Mr. Shi Chunbao and Ms. Yue Shujun are controlling shareholders (as defined in the Listing Rules) and executive Directors of the Company, Mr. Shi Chunbao and Ms. Yue Shujun have abstained from voting on the relevant resolution in relation to the Remuneration Plan for the Directors for 2026. Save as mentioned above, none of the Directors has any material interest in the resolutions to be proposed at the 2025 Annual General Meeting and the H Shareholders' Class Meeting. The Directors believe that the proposals mentioned above are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend that Shareholders vote in favour of the resolutions to be proposed at the 2025 Annual General Meeting and/or the Class Meetings as set out in the notices of the 2025 Annual General Meeting and/or the Class Meetings.

By order of the Board
Beijing Chunlizhengda Medical Instruments Co., Ltd.*
Shi Wenling
Chairman

Beijing, the PRC
29 April 2026

* For identification purposes only

Dear Shareholders and proxies,

In 2025, the Company's Directors, senior management and related personnel have given strong support and cooperation to the independent non-executive Directors in performing their duties, and we would like to express our sincere gratitude.

The independent non-executive Directors of the Company have discharged their duties based on the principles of objectivity, fairness and independence, with integrity and diligence, and in strict compliance with the relevant regulations such as the Company Law of the People's Republic of China, the Securities Law of the People's Republic of China, the Rules Governing the Listing of Stocks on the STAR Market of the Shanghai Stock Exchange, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, and the Articles of Association. The independent non-executive Directors carefully reviewed various meeting proposals, financial reports and other documents submitted by the Company, participated in the decision-making of material matters of the Company, fully performed their roles as independent non-executive Directors and safeguarded the interests of the Company as a whole and the legitimate rights and interests of the Shareholders (especially minority and medium-sized Shareholders).

In 2026, the independent non-executive Directors will continue to comply with the requirements of relevant laws, regulations and the Articles of Association, uphold their commitment to accountability to all Shareholders, maintain effective communication with the Company's management and express their opinions independently and objectively. Meanwhile, they will leverage their professional expertise and experience to provide suggestions and recommendations for the Company's development, playing an active role in continuously enhancing and improving corporate governance and promoting the stable and sound operation of the Company.

This proposal was approved at the thirty-first meeting of the fifth session of the Board of Directors convened on 30 March 2026. For details, please refer to the 2025 Performance Report of the Independent Directors of Beijing Chunlizhengda Medical Instruments Co., Ltd.* disclosed on the website of the Shanghai Stock Exchange (www.sse.com.cn) by the Company on 31 March 2026. This proposal is submitted to the 2025 Annual General Meeting for consideration.

Dear Shareholders and proxies,

In consideration of the current economic environment, the geographical location of the Company, its industry, scale and other actual circumstances, along with reference to the remuneration benchmarks of the industry, the Company has formulated the Remuneration Plan for the Directors of the Company for 2026 (hereinafter as the “Plan”).

I. The Plan applies to: the Directors of the Company

II. Applicable period of the Plan: from 1 January 2026 to 31 December 2026

III. Remuneration criteria of the Plan:

1. Remuneration of Executive Directors

Executive Directors are remunerated based on their performance appraisal in accordance with the specific management positions they hold in the Company and shall no longer receive separate remuneration in their capacity as Directors.

2. Remuneration of non-executive Directors (including independent Non-Executive Directors)

Non-executive Directors (including independent non-executive Directors) receive fixed remunerations, of which Wang Xin, a non-executive Director, Weng Jie and Xu Hong, independent non-executive Directors, receive a remuneration of RMB100,000/year (before tax) and Wong Tak Shing, an independent non-executive Director, receives a remuneration of RMB175,800/year (before tax).

This proposal was considered and approved at the thirty-first meeting of the fifth session of the Board of the Company convened on 30 March 2026 and is submitted to the 2025 Annual General Meeting for consideration.

In accordance with the Hong Kong Listing Rules, this appendix serves as an explanatory statement to provide you with information reasonably necessary to enable you to make an informed decision on whether to vote for or against the special resolution to be proposed at the 2025 Annual General Meeting, the A Shareholders Class Meeting and the H Shareholders Class Meeting for the grant of the Repurchase Mandate to the Directors.

REASONS FOR REPURCHASE OF H SHARES

The Directors believe that the flexibility afforded by the Repurchase Mandate would be beneficial to and in the best interest of the Company and its Shareholders. Such repurchases of the H Shares may, depending on market conditions and funding arrangements at such time, lead to an enhancement of the net asset value per Share and/or earnings per Share of the Company. Such repurchases of the H Shares will only be made when the Directors believe that it will benefit the Company and its Shareholders as a whole.

SHARE CAPITAL

As at the Latest Practicable Date, the total issued capital of the Company was RMB383,568,500, comprising 95,140,500 H Shares with a par value of RMB1.00 each and 288,428,000 A Shares with a par value of RMB1.00 each. As at the Latest Practicable Date, the Company held 1,376,851 A Shares as treasury shares; but did not hold any H Share as treasury shares.

EXERCISE OF REPURCHASE MANDATE

Subject to the passing of the relevant special resolution set out in the notices of the 2025 Annual General Meeting and the Class Meetings, respectively, the Board will be granted the Repurchase Mandate until the earlier of (a) the conclusion of the annual general meeting of the Company for the year 2025; or (b) the date on which the authorization granted by the relevant special resolution is revoked or varied by a special resolution at the general meeting, the class meeting of the holders of H Shares and the class meeting of the holders of A Shares of the Company (the “**Relevant Period**”). The exercise of the Repurchase Mandate is subject to relevant approval(s) of and/or filings with relevant regulatory authorities as required by the laws, rules and regulations of the PRC being obtained and/or carried out.

The exercise in full of the Repurchase Mandate (on the basis of 95,140,500 H Shares in issue as at the Latest Practicable Date and no H Shares will be allotted and issued or repurchased by the Company on or prior to the date of the 2025 Annual General Meeting and the Class Meetings) would result in a maximum of 9,514,050 H Shares being repurchased by the Company during the Relevant Period, being the maximum of 10% of the total number of the H Shares in issue as at the date of passing the relevant special resolution at the 2025 Annual General Meeting and the Class Meetings.

FUNDING OF REPURCHASE

In repurchasing its H Shares, the Company intends to apply funds from the Company's internal resources (which may include capital common reserve funds and distributable profits) legally available for such purpose in accordance with the Articles of Association and the applicable laws, rules and regulations of the PRC.

The Directors consider that there may not be a material adverse impact on the working capital or on the gearing position of the Company (as compared with the position disclosed in the latest published audited accounts contained in the financial report of the Company for the year ended 31 December 2025) in the event that the Repurchase Mandate is to be exercised in full at any time during the proposed repurchase period.

PRICES OF H SHARE

The highest and lowest prices at which the H Shares have been trading on the Hong Kong Stock Exchange during the 12 calendar months preceding the Latest Practicable Date were as follows:

Month	Highest HK\$	Lowest HK\$
2025		
May	11.460	8.990
June	12.960	10.400
July	18.500	12,280
August	17.760	14.480
September	18.130	15.100
October	20.800	14.290
November	20.820	15.990
December	16.790	14.710
2026		
January	17.070	13.980
February	14.500	13.210
March	13.800	11.680
April (up to the Latest Practicable Date)	14.030	12.170

SHARES REPURCHASED BY THE COMPANY

No repurchase of Shares has been made by the Company during the six months prior to the Latest Practicable Date (whether on the Stock Exchange or other stock exchanges).

DIRECTORS' CONFIRMATION AND GENERAL INFORMATION

The Directors confirm that, so far as the same may be applicable, they will exercise the powers of the Company to make repurchases pursuant to the proposed special resolution to approve the Repurchase Mandate in accordance with the Hong Kong Listing Rules and the applicable laws, rules and regulations of the PRC.

None of the Directors nor, to the best of their knowledge, having made all reasonable enquiries, any of their close associates (as defined in the Hong Kong Listing Rules) presently intends to sell H Shares to the Company in the event that the Repurchase Mandate is approved by the Shareholders at the 2025 Annual General Meeting and the Class Meetings, and the conditions (if any) to which the Repurchase Mandate is subject are fulfilled.

The Company has not been notified by any core connected persons (as defined in the Hong Kong Listing Rules) of the Company that they have a present intention to sell any H Shares to the Company, or that they have undertaken not to sell any H Shares held by them to the Company in the event that the Repurchase Mandate is approved by the Shareholders at the 2025 Annual General Meeting and the Class Meetings and the conditions (if any) to which the Repurchase Mandate is subject are fulfilled. The Directors have confirmed that neither the explanatory statement set out in Appendix III to this circular nor the proposed share repurchase has unusual features.

TAKEOVERS CODE AND PUBLIC FLOAT REQUIREMENT

If as a result of a share repurchase by the Company, a substantial Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purpose of Rule 32 of the Codes on Takeovers Code. Accordingly, a Shareholder, or a group of Shareholders acting in concert could obtain or consolidate control of the Company or become obligated to make a mandatory offer in accordance with Rules 26 and 32 of the Takeovers Code.

As at the Latest Practicable Date, to the best knowledge and belief of the Directors, Mr. Shi Chunbao ("**Mr. Shi**") and Ms. Yue Shujun ("**Ms. Yue**") were deemed to be interested in 210,920,943 A Shares and 4,736,000 H Shares (as defined in part XV of the SFO), representing approximately 56.22% of the Company's total issued capital. Mr. Shi holds 115,473,043 A Shares and 4,736,000 H Shares as the beneficial owner. Mr. Shi, as the spouse of Ms. Yue, was deemed to be interested in 95,447,900 A Shares in the Company under the SFO. Ms. Yue holds 95,447,900 A Shares as the beneficial owner. Ms. Yue, as the spouse of Mr. Shi, was deemed to be interested in 115,473,043 A Shares and 4,736,000 H Shares in the Company under the SFO. In the event that the Directors fully exercise their Repurchase Mandate, the total interests held by Mr. Shi and Ms. Yue in the Company's total issued capital will increase to approximately 57.65%, assuming that the A Shares held by Mr. Shi and Ms. Yue as at the Latest Practicable Date remain unchanged and there is no other change to the issued share capital of the Company, and such increase would not give rise to an obligation to make a mandatory general offer under the Takeovers Code. Save as aforesaid, the Directors are not aware of any consequences which would arise under the Takeovers Code as a result of any repurchase of Shares pursuant to the Repurchase Mandate.

Assuming that no Shares are issued between the Last Practicable Date and the repurchase date, the exercise of the Repurchase Mandate in whole or in part will not result in the public float being less than 25% of the Company's shares or other minimum shareholding percentage as required by the Hong Kong Stock Exchange. The Directors do not intend to make share repurchase on the Hong Kong Stock Exchange if such repurchase would result in failure to comply with the requirements under Rule 8.08 of the Hong Kong Listing Rules.

STATUS OF REPURCHASED SHARES

Under the existing Listing Rules, if the Company purchases any H Shares pursuant to the Repurchase Mandate, the Company will either (i) cancel the H Shares repurchased and reduce the Company's registered capital by an amount equivalent to the aggregate nominal value of the H Shares so cancelled, and/or (ii) hold such H Shares in treasury, subject to market conditions and the Company's capital management needs at the relevant time any repurchases of H Shares are made. If the Company holds any H Shares in treasury, any sale or transfer of H Shares in treasury will be made in accordance with the Listing Rules and applicable laws and regulations of the PRC.

NOTICE OF 2025 ANNUAL GENERAL MEETING

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北京市春立正達醫療器械股份有限公司
Beijing Chunlizhengda Medical Instruments Co., Ltd.*

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

(Stock Code: 1858)

NOTICE OF THE 2025 Annual General Meeting

Notice is hereby given that the annual general meeting for the year 2025 (the “**2025 Annual General Meeting**”) of Beijing Chunlizhengda Medical Instruments Co., Ltd.* (the “**Company**”) will be held at 2:00 p.m. on Tuesday, 26 May 2026 at No. 10 Xinmi Xi Er Road, Southern District of Tongzhou Economic Development Zone, Tongzhou District, Beijing, the PRC to consider and, if thought fit, to pass the following resolutions:

As ordinary resolutions

- (1) consider and approve the annual report for 2025 and its summary;
- (2) consider and approve the proposed profit distribution plan for 2025;
- (3) consider and approve the 2025 performance report of the independent non-executive Directors;
- (4) consider and approve the report of the Board of Directors for 2025;
- (5) consider and approve the financial report for the year 2025;
- (6) consider and approve the remuneration of the Directors of the Company for 2026;
- (7) consider and approve the appointment of auditors (domestic and overseas) and internal control auditor for 2026; and

NOTICE OF 2025 ANNUAL GENERAL MEETING

As special resolution

- (8) to consider and approve the grant of the following general mandate to the Board to repurchase the H Shares (the “H Shares”) of the Company:

“That:

- (a) the Board be and is hereby granted a general mandate to repurchase H Shares not exceeding 10% of the total number of the H Shares as of the date when the repurchase mandate is approved at the 2025 Annual General Meeting and the class meeting of the holders of H Shares and the class meeting of the holders of A Shares of the Company in issue during the Relevant Period (as defined below) with reference to market conditions, funding arrangements and the needs of the Company and in accordance with the relevant laws and regulations, the Articles of Association, requirements of securities regulatory authorities of the places where the shares of the Company are listed and any other relevant government or regulatory authorities of the PRC;
- (b) the Board be and is hereby authorised to deal with, all matters in relation to the repurchase of H Shares, including but not limited to:
 - (i) formulating and implementing specific repurchase plan, including but not limited to repurchase price(s), number of H Shares to be repurchased, timing(s) of repurchase and period(s) of repurchase, etc;
 - (ii) notifying creditors and making announcement(s) in accordance with the requirements of the Company Law of the PRC, other laws and regulations and the Articles of Association;
 - (iii) opening overseas stock accounts, capital accounts and carrying out relevant procedures of change in foreign exchange registration;
 - (iv) carrying out relevant approval, filing and/or disclosure procedures (if necessary) in accordance with laws, regulations, the Articles of Association and requirements of the securities regulatory authorities of the places where the shares of the Company are listed and any other relevant government or regulatory authorities in the PRC;
 - (v) carrying out the cancellation procedure of the repurchased H Shares, reducing the registered capital of the Company, amending the Articles of Association in relation to the total amount of share capital, share capital structure and other relevant contents and carrying out the legal registration and filing procedures in the PRC and overseas; and

NOTICE OF 2025 ANNUAL GENERAL MEETING

- (vi) executing all documents and dealing with other matters in relation to the repurchase of H Shares.

The above general mandate will expire on the earlier of:

- (a) the conclusion of the annual general meeting of the Company for the year 2026; or
- (b) the date on which the authorization granted by the relevant special resolution is revoked or varied by a special resolution at the general meeting, the class meeting of the holders of H Shares and the class meeting of the holders of A Shares of the Company (the “**Relevant Period**”).”

By order of the Board
Beijing Chunlizhengda Medical Instruments Co., Ltd.*
Shi Wenling
Chairman

Beijing, the PRC
29 April 2026

* *For identification purposes only*

As at the date of this notice, the executive Directors are Ms. Shi Wenling, Mr. Shi Chunbao, Ms. Yue Shujun and Mr. Xie Feng Bao; the non-executive Director is Mr. Wang Xin; and the independent non-executive Directors are Ms. Xu Hong, Mr. Weng Jie and Mr. Wong Tak Shing.

Notes:

1. REGISTRATION OF MEMBERS

In order to be qualified to attend and vote at the 2025 Annual General Meeting, holders of H Shares whose transfers have not been registered must deposit the transfer documents together with the relevant share certificates at the office of the H Share registrar of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong by no later than 4:30 p.m. on Tuesday, 19 May 2026.

Holders of H Shares whose names appear on the Company’s register of members at the close of business on Tuesday, 19 May 2026 are entitled to attend and vote at the 2025 Annual General Meeting.

2. APPOINTMENT OF PROXY

Any Shareholder entitled to attend and vote at the 2025 Annual General Meeting is entitled to appoint one or more proxies to attend and vote at the meeting instead of him/her. A proxy need not be a Shareholder of the Company.

The instrument to appoint a proxy shall be in writing and signed by the Shareholder or of his/her attorney duly authorised in writing or, if the Shareholder is a corporate body, either executed under its common seal or signed by its legal representative, director or duly authorised attorney. If the proxy form is signed by the attorney of the Shareholder, the power of attorney or other authorisation document authorising the attorney to sign the proxy form must be notarised.

NOTICE OF 2025 ANNUAL GENERAL MEETING

To be valid, the proxy form, together with the power of attorney or other authority (if any), shall be lodged by hand or post, to the Company's H Share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for holders of H Shares) not less than 24 hours before the time appointed for holding the 2025 Annual General Meeting or its adjourned meeting (as the case may be). Completion and return of the proxy form shall not preclude Shareholders from attending and voting in person at the 2025 Annual General Meeting.

3. CONTACT INFORMATION OF THE COMPANY

Contact Person: Mr. Xie Fengbao
Contact Tel: 86-10-8056 1677

4. PROCEDURES OF VOTING AT THE 2025 ANNUAL GENERAL MEETING

Pursuant to 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 the 2025 Annual General Meeting must be taken by poll.

5. OTHERS

The 2025 Annual General Meeting is expected to take half a day. Shareholders attending the 2025 Annual General Meeting (in person or by proxy) are responsible for their own transportation and accommodation fees.

Identification documents must be shown by Shareholder(s) or proxies to attend the 2025 Annual General Meeting.

Further details of the resolutions will be included in the circular of the Company dated 29 April 2026. This notice of 2025 Annual General Meeting is despatched to the holders of H Shares only.

The notice of 2025 Annual General Meeting to the holders of A Shares is separately published on the website of the Shanghai Stock Exchange (<http://www.sse.com.cn/>).

NOTICE OF H SHAREHOLDERS' CLASS MEETING

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北京市春立正達醫療器械股份有限公司 Beijing Chunlizhengda Medical Instruments Co., Ltd.*

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

(Stock Code: 1858)

NOTICE OF THE H SHAREHOLDERS' CLASS MEETING

Notice is hereby given that a class meeting of the holders of H shares (the “**H Shareholders’ Class Meeting**”) of Beijing Chunlizhengda Medical Instruments Co., Ltd.* (the “**Company**”) will be held at 2:00 p.m. (or the time immediately after the conclusion of the annual general meeting for the year 2025 (the “**2025 Annual General Meeting**”) and the class meeting of A shareholders of the Company held on the same date as indicated hereunder) on Tuesday, 26 May 2026 or any adjournment thereof at No. 10 Xinmi Xi Er Road, Southern District of Tongzhou Economic Development Zone, Tongzhou District, Beijing, the PRC, to consider and, if thought fit, to pass the following resolution:

As special resolution

1. to consider and approve the grant of the following general mandate to the Board to repurchase the H Shares (the “**H Shares**”) of the Company:

“**That:**

- (a) the Board be and is hereby granted a general mandate to repurchase H Shares not exceeding 10% of the total number of the H Shares as of the date when the repurchase mandate is approved at the 2025 Annual General Meeting and the H Shareholders’ Class Meeting and the class meeting of the holders of A Shares of the Company in issue during the Relevant Period (as defined below) with reference to market conditions, funding arrangements and the needs of the Company and in accordance with the relevant laws and regulations, the Articles of Association, requirements of securities regulatory authorities of the places where the shares of the Company are listed and any other relevant government or regulatory authorities of the PRC;

NOTICE OF H SHAREHOLDERS' CLASS MEETING

- (b) the Board be and is hereby authorised to deal with, all matters in relation to the repurchase of H Shares, including but not limited to:
 - (i) formulating and implementing specific repurchase plan, including but not limited to repurchase price(s), number of H Shares to be repurchased, timing(s) of repurchase and period(s) of repurchase, etc;
 - (ii) notifying creditors and making announcement(s) in accordance with the requirements of the Company Law of the PRC, other laws and regulations and the Articles of Association;
 - (iii) opening overseas stock accounts, capital accounts and carrying out relevant procedures of change in foreign exchange registration;
 - (iv) carrying out relevant approval, filing and/or disclosure procedures (if necessary) in accordance with laws, regulations, the Articles of Association and requirements of the securities regulatory authorities of the places where the shares of the Company are listed and any other relevant government or regulatory authorities in the PRC;
 - (v) carrying out the cancellation procedure of the repurchased H Shares, reducing the registered capital of the Company, amending the Articles of Association in relation to the total amount of share capital, share capital structure and other relevant contents and carrying out the legal registration and filing procedures in the PRC and overseas; and
 - (vi) executing all documents and dealing with other matters in relation to the repurchase of H Shares.

NOTICE OF H SHAREHOLDERS' CLASS MEETING

The above general mandate will expire on the earlier of:

- (a) the conclusion of the annual general meeting of the Company for the year 2026; or
- (b) the date on which the authorization granted by the relevant special resolution is revoked or varied by a special resolution at the general meeting, the class meeting of the holders of H Shares and the class meeting of the holders of A Shares of the Company (the “**Relevant Period**”).”

By order of the Board
Beijing Chunlizhengda Medical Instruments Co., Ltd.*
Shi Wenling
Chairman

Beijing, the PRC
29 April 2026

* For identification purposes only

As at the date of this notice, the executive Directors are Ms. Shi Wenling, Mr. Shi Chunbao, Ms. Yue Shujun and Mr. Xie Feng Bao; the non-executive Director is Mr. Wang Xin; and the independent non-executive Directors are Ms. Xu Hong, Mr. Weng Jie and Mr. Wong Tak Shing.

Notes:

1. REGISTRATION OF MEMBERS

In order to be qualified to attend and vote at the H Shareholders' Class Meeting, holders of H Shares whose transfers have not been registered must deposit the transfer documents together with the relevant share certificates at the office of the H Share registrar of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong by no later than 4:30 p.m. on Tuesday, 19 May 2026.

H Shareholders whose names appear on the Company's register of members at the close of business on Tuesday, 19 May 2026 are entitled to attend and vote at the H Shareholders' Class Meeting

2. APPOINTMENT OF PROXY

Any H Shareholder entitled to attend and vote at the H Shareholders' Class Meeting is entitled to appoint one or more proxies to attend and vote at the meeting instead of him/her. A proxy need not be a H Shareholder of the Company.

NOTICE OF H SHAREHOLDERS' CLASS MEETING

The instrument to appoint a proxy shall be in writing and signed by the H Shareholder or of his/her attorney duly authorised in writing or, if the H Shareholder is a corporate body, either executed under its common seal or signed by its legal representative, director or duly authorised attorney. If the proxy form is signed by the attorney of the H Shareholder, the power of attorney or other authorisation document authorising the attorney to sign the proxy form must be notarised.

To be valid, the proxy form, together with the power of attorney or other authority (if any), shall be lodged by hand or post, to the Company's H Share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, not less than 24 hours before the time appointed for holding the H Shareholders' Class Meeting or its adjourned meeting (as the case may be). Completion and return of the proxy form shall not preclude H Shareholders from attending and voting in person at the H Shareholders' Class Meeting.

3. CONTACT INFORMATION OF THE COMPANY

Contact Person: Mr. Xie Fengbao
Contact Tel: (8610) 8736 1998

4. PROCEDURES OF VOTING AT THE H SHAREHOLDERS' CLASS MEETING

An H Shareholder or his/her/its proxy may exercise the right to vote by poll.

5. OTHERS

The H Shareholders' Class Meeting is expected to take place immediately after the 2025 Annual General Meeting and the class meeting of the holders of A Shares of the Company.

Further details of the resolutions will be included in the circular of the Company dated 29 April 2026.

H Shareholders attending the H Shareholders' Class Meeting (in person or by proxy) are responsible for their own transportation and accommodation fees. Identification documents must be shown by shareholder(s) or proxies to attend the H Shareholders' Class Meeting.