
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in doubt about this circular, you should consult your stockbroker, other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **Suzhou Basecare Medical Corporation Limited**, you should at once hand this circular together with the form of proxy to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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Suzhou Basecare Medical Corporation Limited **蘇州貝康醫療股份有限公司**

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 2170)

(1) PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR **(2) PROPOSED CHANGE IN USE OF PROCEEDS** **(3) PROPOSED AMENDMENT TO THE ARTICLES OF ASSOCIATION** **AND** **(4) NOTICE OF 2022 FIRST EXTRAORDINARY GENERAL MEETING**

A notice convening the EGM of Suzhou Basecare Medical Corporation Limited to be held at Unit 101, Building A3, BioBay, No. 218 Xinghu Street, Suzhou Industrial Park, Suzhou, Jiangsu Province, PRC on, Saturday, April 30, 2022 at 9:00 a.m. is set out in this circular. A form of proxy for use at the EGM is also enclosed. Such form of proxy is also published on the websites of the Stock Exchange (<http://www.hkexnews.hk>) and the Company (<http://www.basecare.cn>).

Shareholders who intend to appoint a proxy to attend the EGM shall complete and return the enclosed form of proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the EGM (i.e. not later than 9:00 a.m. on Friday, April 29, 2022) or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the EGM if they so wish.

References to dates and time in this circular are to Hong Kong dates and time.

PRECAUTIONARY MEASURES FOR THE EGM

To safeguard the health and safety of the Shareholders and to prevent the spread of the COVID-19 pandemic at the EGM venue, the following precautionary measures will be implemented at the EGM:

1. compulsory body temperature checks on each attendee;
2. compulsory health declaration by each attendee;
3. compulsory wearing of a surgical face mask by each attendee;
4. physical distancing at the venue; and
5. no distribution of refreshments or drinks, or corporate gifts or gift coupons

Shareholders are advised to read page 16 of this circular for further details of the precautionary measures for the EGM.

Any person who, among other things, does not comply with the precautionary measures will be denied entry to the EGM venue. In view of the evolving COVID-19 pandemic situation, the Company may be required to change the meeting arrangement at short notice. Shareholders should constantly visit the websites of the Stock Exchange and the Company for further announcements and updates on the meeting arrangements. The Company reminds the Shareholders that they may appoint the chairman of the EGM as their proxy to vote on the relevant resolutions at the EGM as an alternative to attending the EGM in person.

April 7, 2022

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DEFINITIONS

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

“Articles of Association”	the articles of association of the Company, as amended from time to time
“Board of Directors” or “Board”	the board of Directors
“China” or the “PRC”	the People’s Republic of China, for the purpose of this circular, excluding the regions of Hong Kong, Macao Special Administrative Region of the People’s Republic of China and Taiwan
“Company”	Suzhou Basecare Medical Corporation Limited (蘇州貝康醫療股份有限公司), previously known as Jiangsu Double Helix Biology Science and Technology Co., Ltd. (江蘇雙螺旋生物科技有限公司), Saiye Health Research Center (Taicang) Co., Ltd. (賽業健康研究中心(太倉)有限公司) or Saiye (Suzhou) Biological Information Technology Co., Ltd. (賽業(蘇州)生物信息技術有限公司), a company incorporated in the PRC with limited liability on December 14, 2010 and converted into a joint stock company with limited liability on August 27, 2020
“Director(s)”	the director(s) of the Company
“Domestic Shares”	ordinary shares in the share capital of our Company, with a nominal value of RMB1.00 each, which are subscribed for and paid up in Renminbi by domestic investors
“EGM” or “Extraordinary General Meeting”	the 2022 First Extraordinary General Meeting of the Company to be held on Saturday, April 30, 2022 at 9:00 a.m.
“Group”	the Company and its subsidiaries
“Global Offering”	the offer of H shares for subscription as described in the Prospectus

DEFINITIONS

“H Share(s)”	overseas listed foreign share(s) in the ordinary share capital of the Company with a nominal value of RMB1.00 each, which are subscribed for and traded in Hong Kong Dollars and listed on the Stock Exchange
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Dollars” or “HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Latest Practicable Date”	April 1, 2022, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained herein
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended from time to time
“Proceeds”	the net proceeds obtained by the Company in relation to the Global Offering
“R&D”	research and development
“Notice of the EGM”	the notice of EGM dated April 7, 2022, a copy of which is set out on pages 17 to 18 of this circular
“Prospectus”	the prospectus issued by the Company dated January 27, 2021
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“Share(s)”	shares in the share capital of our Company, with a nominal value of RMB1.00 each
“Shareholder(s)”	holder(s) of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Unlisted Foreign Share(s)”	unlisted ordinary Share(s) issued by the Company, with a nominal value of RMB1.00 each, which are subscribed for in a currency other than RMB

LETTER FROM THE BOARD



Suzhou Basecare Medical Corporation Limited

蘇州貝康醫療股份有限公司

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

(Stock Code: 2170)

Executive Directors:

Dr. LIANG Bo (*Chairman and General Manager*)

Mr. KONG Lingyin

Mr. RUI Maoshe

Non-executive Directors:

Mr. XU Wenbo

Mr. ZHANG Jiecheng

Mr. WANG Weipeng

Independent Non-executive Directors:

Dr. KANG Xixiong

Dr. HUANG Taosheng

Mr. CHAU Kwok Keung

Headquarters and Registered

Office in the PRC:

Unit 101, Building A3

BioBay, No. 218 Xinghu Street

Suzhou Industrial Park, Suzhou

Jiangsu Province, PRC

Principal Place of Business

in Hong Kong:

40th Floor

Dah Sing Financial Centre

No. 248 Queen's Road East

Wanchai, Hong Kong

April 7, 2022

To the Shareholders

Dear Sir/Madam,

(1) PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR
(2) PROPOSED CHANGE IN USE OF PROCEEDS
(3) PROPOSED AMENDMENT TO THE ARTICLES OF ASSOCIATION
AND
(4) NOTICE OF 2022 FIRST EXTRAORDINARY GENERAL MEETING

1. INTRODUCTION

The purpose of this circular is to provide you with the notice of the EGM and the information reasonably necessary to enable you to make an informed decision on whether to vote for or against the proposed resolutions at the EGM.

LETTER FROM THE BOARD

At the EGM, resolutions will be proposed to consider, (and if thought fit) approve:

- (1) ordinary resolution — the proposed appointment of executive Director;
- (2) ordinary resolution — the proposed change in use of Proceeds; and
- (3) special resolution — the proposed amendment to the Articles of Association.

II. DETAILS OF THE RESOLUTIONS

(1) ORDINARY RESOLUTION — PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR

On March 30, 2022, the Board resolved to nominate Ms. YANG Ying (楊瑩) (“**Ms. Yang**”) as a candidate for executive Director of the first session of the Board.

The biographical details of Ms. Yang are set out as follows:

Ms. YANG Ying (楊瑩), aged 40, has been serving as our chief quality officer since joining our Company in September 2018. She is primarily responsible for establishing and maintaining our quality management system and leading quality control department of our Group.

Prior to joining our Group, from June 2015 to September 2018, Ms. Yang served as a quality manager of ET Healthcare, Inc. (星童醫療技術有限公司), where she was responsible for quality management and customer relationship maintenance. From August 2013 to June 2015, she served as a quality assurance director of Wantong (Suzhou) Quantitative Valve System Co., Ltd. (萬通(蘇州)定量閥系統有限公司). From September 2004 to August 2013, she served as a quality engineer of Schneider (Suzhou) Transformer Co., Ltd. (施耐德(蘇州)變壓器有限公司).

Ms. Yang received her bachelor’s degree in inorganic nonmetallic materials from Shaanxi University of Science and Technology (陝西科技大學) in China in July 2004.

We have taken, and will continue to take, steps to promote gender diversity at all levels of our Company. The proposed appointment of Ms. Yang as an executive Director can further enhance the gender diversity of our Board.

LETTER FROM THE BOARD

If Ms. Yang is appointed as an executive Director at the EGM, the Company will enter into a service contract with Ms. Yang in relation to her appointment as an executive Director for a term commencing from the date of approval of her appointment at the EGM and expiring on the conclusion of the first session of the Board, this term of office is determinable by either party serving on the other not less than three months' written notice, and subject to retirement and re-appointment in accordance with the Company's Articles of Association and the Listing Rules. Ms. Yang will not receive any director's fee or remuneration for serving as an executive Director from the Company.

Save as disclosed above, Ms. Yang has confirmed that, as of the Latest Practicable Date, she: (i) did not hold any position in the Company or any other subsidiaries of the Company, did not hold any directorship or positions of supervisor in any other listed companies in Hong Kong or overseas in the last three years; (ii) did not have any relationship with any Directors, supervisors, senior management, substantial or controlling shareholders (as defined in the Listing Rules) of the Company; and (iii) did not have any interests in the shares or underlying shares of the Company or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, Ms. Yang has confirmed that there is no other matter relating to her proposed appointment that needs to be brought to the attention of the Shareholders, and there is no other information that needs to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

(2) ORDINARY RESOLUTION — PROPOSED CHANGE IN USE OF PROCEEDS

The Company successfully listed its H shares on the Main Board of the Stock Exchange on February 8, 2021 (the "Listing") and obtained Proceeds of HK\$1,898.7 million from the Global Offering in association with the Listing. As disclosed in the Prospectus, the Group planned to use the Proceeds for the purposes of (i) core product; (ii) clinical trial, registration filing and commercialization of PGT-M kit; (iii) development, clinical trials and registration filings of PGT-SR kit, CNV kit and WES kit; (iv) improving our research and development capabilities and enhancing technologies of the Company; and (v) working capital and general corporate purposes.

At the 2021 second extraordinary meeting of the Company held on December 18, 2021, the Shareholders resolved to change the use of Proceed.

LETTER FROM THE BOARD

To better utilize the Proceeds, the Board proposes to change the use of Proceeds. An analysis of the utilization of the IPO Proceeds as of the date of this circular and the proposed change of allocation of unutilized Proceeds are summarized as follows:

Original use of the Proceeds	Original planned applications <i>HK\$ in million</i>	Original percentage of total Proceeds	Changed use of the Proceeds	Planned applications (after the proposed change) <i>HK\$ in million</i>	Percentage of total Proceeds (after the proposed change)	Utilized amount of the Proceeds as of the date of this circular <i>HK\$ in million</i>	Unutilized amount of the Proceeds as of the date of this circular <i>HK\$ in million</i>
1 Core Product — PGT-A kit	569.61	30%	Same as original	379.74	20%	110.89	458.72
1.1 Ongoing sales and marketing activities of our PGT-A kit and planned commercialization in China, in order to expand our sales channels, continue market coverage expansion, conduct patient education and clinical knowledge of physicians and increase the penetration rate of our PGT-A kit	379.74	20%	Same as original	151.90	8%	105.57	274.17
1.1.1 <i>Organizing science and technology promotion campaigns in hospitals to improve patient awareness and clinical knowledge of physicians in the field of IVF technology and PGT-A, as well as assisting hospitals to develop educational videos and materials to promote IVF technology and PGT-A</i>	189.87	10%	Same as original	113.92	6%	98.92	90.95
1.1.2 <i>Hosting and sponsoring domestic and international medical conferences relating to assisted reproduction procedures with experts and KOLs, particularly those with topics relating to IVF technology and PGT-A, in order to enhance our influence in this market</i>	113.92	6%	Same as original	37.97	2%	6.43	107.49

LETTER FROM THE BOARD

Original use of the Proceeds	Original planned applications HK\$ in million	Original percentage of total Proceeds	Changed use of the Proceeds	Planned applications (after the proposed change) HK\$ in million	Percentage of total Proceeds (after the proposed change)	Utilized amount of the Proceeds as of the date of this circular HK\$ in million	Unutilized amount of the Proceeds as of the date of this circular HK\$ in million
<p>1.1.3 <i>Assisting physicians to participate in national training course in genetic testing and obtain genetic counseling certification, in order to increase the number of physicians with ability to provide genetic consulting, which is expected to accelerate the penetration of our PGT-A kits; or to participate in advanced studies overseas in world-leading assisted reproduction medical institutions to communicate knowledge of IVF and PGT-A</i></p>	75.95	4%	Deleted	—	—	0.22	75.73
<p>1.2 <i>Optimizing the production process of our PGT-A kit by upgrading our existing manufacturing machinery and equipment, as well as procuring and installing new automated operational equipment and instruments to increase our production efficiency for PGT-A kit</i></p>	189.87	10%	Optimizing the production process of our PGT-A kit by upgrading our existing manufacturing machinery and equipment, as well as procuring and installing new automated operational equipment and instruments to increase our production efficiency for PGT-A kit, and optimizing and upgrading our PGT-A kit	227.84	12%	5.32	184.55

LETTER FROM THE BOARD

	Original planned applications <i>HK\$ in million</i>	Original percentage of total Proceeds	Changed use of the Proceeds	Planned applications (after the proposed change) <i>HK\$ in million</i>	Percentage of total Proceeds (after the proposed change)	Utilized amount of the Proceeds as of the date of this circular <i>HK\$ in million</i>	Unutilized amount of the Proceeds as of the date of this circular <i>HK\$ in million</i>
Original use of the Proceeds							
2 Clinical trial, registration filing and commercialization of PGT-M kit	379.74	20%	Clinical trial, registration filing and commercialization of PGT-M kit	189.97	10%	20.94	358.80
2.1 Clinical trial and registration filing of our PGT-M kit	189.87	10%	Clinical trial and registration filing of our PGT-M kit (including the relevant labor and consumables costs)	132.91	7%	10.99	178.88
2.2 Commercialization, sales and marketing activities of our PGT-M kit	189.87	10%	Same as original	56.96	3%	9.95	179.92
3 Development, clinical trials and registration filings of our other products	569.61	30%	Development, clinical trials, and registration filings and commercialization of our other products	569.61	30%	77.47	492.14
3.1 Development, clinical trials and registration filings of our other genetic test kit products	246.83	13%	Development, clinical trials, and registration filings and commercialization of our other genetic test kit products	227.84	12%	24.29	222.54

LETTER FROM THE BOARD

Original use of the Proceeds	Original planned applications <i>HK\$ in million</i>	Original percentage of total Proceeds	Changed use of the Proceeds	Planned applications (after the proposed change) <i>HK\$ in million</i>	Percentage of total Proceeds (after the proposed change)	Utilized amount of the Proceeds as of the date of this circular <i>HK\$ in million</i>	Unutilized amount of the Proceeds as of the date of this circular <i>HK\$ in million</i>
3.1.1 Development, clinical trials and registration filings of our PGT-SR product	75.95	4%	Development, clinical trials, ### <u>registration filings and commercialization of our PGT-SR product</u>	56.96	3%	5.50	70.45
3.1.2 Development, clinical trials and registration filings of our CNV kit	75.95	4%	Development, clinical trials, ### <u>registration filings and commercialization of our CNV kit</u>	37.97	2%	9.57	66.38
3.1.3 Development, clinical trials and registration filings of our WES kit	94.94	5%	Development, clinical trials, ### <u>registration filings and commercialization of our WES kit</u>	75.95	4%	9.22	85.72
3.1.4 —	—	—	Development, clinical trials, <u>registration filings and commercialization of other genetic test kit products</u>	56.96	3%	—	—
3.2 Research, development and manufacturing of our genetic testing devices and instruments	322.78	17%	Research, development, ### <u>manufacturing and commercialization of our genetic testing devices and instruments</u>	341.77	18%	53.17	269.61

LETTER FROM THE BOARD

Original use of the Proceeds	Original planned applications HK\$ in million	Original percentage of total Proceeds	Changed use of the Proceeds	Planned applications (after the proposed change) HK\$ in million	Percentage of total Proceeds (after the proposed change)	Utilized amount of the Proceeds as of the date of this circular HK\$ in million	Unutilized amount of the Proceeds as of the date of this circular HK\$ in million
3.2.1 Research and development of a proprietary NGS sequencer with higher throughput, more accurate testing results and lower cost, for our reagent products	151.90	8%	Research and development and <u>commercialization of a proprietary NGS sequencer with higher throughput, more accurate testing results and lower cost, for our reagent products</u>	113.92	6%	27.46	124.44
3.2.2 Research, development and registration filings of our automated workstation (BSI000)	75.95	4%	Research, development, and <u>registration filings and commercialization of our automated workstation (BSI000)</u>	56.96	3%	14.02	61.93
3.2.3 Research, development and manufacturing of our liquid nitrogen storage dewar (BCT38A) and cryostorage system (BSG800)	94.94	5%	Research, development, and <u>manufacturing and commercialization of our liquid nitrogen storage dewar (BCT38A) and cryostorage system (BSG800)</u>	75.95	4%	11.70	83.24
3.2.4 —	—	—	Research, development, <u>registration filings and commercialization of other genetic testing devices and instruments</u>	94.94	5%	—	—

LETTER FROM THE BOARD

		Original planned applications <i>HK\$ in million</i>	Original percentage of total Proceeds	Changed use of the Proceeds	Planned applications (after the proposed change) <i>HK\$ in million</i>	Percentage of total Proceeds (after the proposed change)	Utilized amount of the Proceeds as of the date of this circular <i>HK\$ in million</i>	Unutilized amount of the Proceeds as of the date of this circular <i>HK\$ in million</i>
	Original use of the Proceeds							
4	Improving our research and development capabilities and enhancing our technologies, including (i) introducing and acquiring new technologies in businesses upstream and downstream of genetic testing and expanding our product portfolio through investments, acquisition, in-licensing or other collaboration arrangements; (ii) recruiting talent in genetic testing, particularly senior R&D personnel with a high level of influence in the industry and with extensive international R&D and product development experience; (iii) funding our collaborations with academic and research institutions on joint research projects	189.87	10%	Same as original	284.81	15%	142.66	47.21
5	—	—	—	Constructing and decorating of our R&D center and expanding the manufacturing plant for our test kit products, testing devices and instruments	189.87	10%	—	—
6	Working capital and general corporate purposes	189.87	10%	Same as original	284.81	15%	131.98	57.89

LETTER FROM THE BOARD

The Board has been constantly evaluating the Group's business objective and may change or modify plans against the changing market conditions to ascertain the business growth of the Group. The Board has been also taking a cautious approach continually when considering using the Proceeds, and closely monitoring the changes of the market conditions from time to time. The reasons for the above changes in the proposed applications of the Proceeds and reallocation of the unutilized amount of the Proceeds are as follows:

1. As the first mover with the first NMPA-approved PGT product in China, we have been enjoying unique advantages in establishing and expanding our commercialization network for our registered product rapidly since the Listing. The commercialization of our products, especially the improvement of the coverage and penetration of key customers, namely, hospitals and reproductive clinics licensed to conduct PGT, have been progressed fast and smoothly. In addition, due mainly to the impact of the continuous COVID-19 pandemic, many domestic and international medical conferences and academic seminars relating to assisted reproduction procedures we planned to host or sponsor in order to promote the commercialization of our PGT-A and PGT-M products were canceled. The Board has re-assessed the fund needs of our PGT-A and PGT-M kits after taking into consideration the aforementioned factors and is of the view that part of the Proceeds originally allocated to such products can be re-allocated to other purposes.
2. In order to maintain technological leadership in the industry and capturing commercial opportunities in the China's PGT market firmly, we plan to further extend our product portfolio through both in-house R&D and external acquisitions and investments. Therefore, the Board proposes to allocate more proceeds to (i) the R&D, clinical trials and registration filings, manufacturing and commercialization of other early-stage or planned product candidates, and (ii) improving our research and development capabilities and enhancing our technologies. The Company has been prudently assess investment opportunities to expand its product portfolio through investments, acquisition, in-licensing or other collaboration arrangements with regard to these technologies.
3. Considering the growing market demands of our products and the rapid expansion of our R&D team in line with the development stage of our Group, the Board proposes to use 10% of the Proceeds for the purpose of constructing and decorating of our R&D center and expanding the manufacturing plant for our test kit products, testing devices and instruments

LETTER FROM THE BOARD

4. Considering our rapid development after the Listing, the Board also considered that it would be appropriate to reallocate additional unutilized Proceeds for the use of working capital and other general corporate purposes.

The Board has considered that the development direction of the Group is still in line with the disclosures in the Prospectus in spite of the change in use of the unutilized Proceeds as stated above. The Board is not aware that there are material changes in the nature of the businesses of the Group. The Board is of the view that the above change in the use of the Proceeds is fair and reasonable as this would allow the Group to deploy its financial resources more effectively to enhance the research and development capacity and pipeline of the Group, would not have any material adverse effect on the existing business and operations of the Group, and is therefore in the best interests of the Group and the Shareholder as a whole.

(3) SPECIAL RESOLUTION — PROPOSED AMENDMENT TO THE ARTICLES OF ASSOCIATION.

The Board is pleased to announce that, in order to bring the Articles of Association in line with the relevant requirements of the applicable laws of the PRC and the Listing Rules, the Board proposes to seek approval of the Shareholders by special resolution at the EGM to amend the existing Articles of Association. Details of the proposed amendment is set out below:

Article Before Amendment	Article After Amendment
<p>Article 74 Where the Company shall convene a shareholders' annual general meeting, the Company shall send out a written notice 20 days before the meeting (exclusive the date sending a notice and the date convening a meeting), and while convening a extraordinary shareholders' general meeting, the Company shall send out a written notice 15 days or 10 working days before the meeting (which is longer, exclusive the date sending a notice and the date convening a meeting). If the laws, regulations and securities regulators of the place where shares of the Company are listed provide otherwise, such provisions shall prevail.</p> <p>An extraordinary general meeting of shareholders may not decide any matters not stated in the notice.</p>	<p>Article 74 Where the Company shall convene a shareholders' annual general meeting, the Company shall send out a written notice 20<u>21</u> days before the meeting (exclusive the date sending a notice and the date convening a meeting), and while convening a extraordinary shareholders' general meeting, the Company shall send out a written notice 15 days or 10 working days before the meeting (which is longer, exclusive the date sending a notice and the date convening a meeting). If the laws, regulations and securities regulators of the place where shares of the Company are listed provide otherwise, such provisions shall prevail.</p> <p>An extraordinary general meeting of shareholders may not decide any matters not stated in the notice.</p>

LETTER FROM THE BOARD

Save for the above amendment to the Articles of Association, other provisions of the Articles of Association remain unchanged.

A special resolution will be proposed at the EGM to approve, among other things, the above proposal in relation to the proposed amendment to the Articles of Association. The amended Articles of Association shall become effective on the date of passing the relevant resolution at the EGM. Prior to the passing of the relevant resolution at the EGM, the prevailing Articles of Association shall remain valid.

III. THE EGM

The EGM will be held at Unit 101, Building A3, BioBay, No. 218 Xinghu Street, Suzhou Industrial Park, Suzhou, Jiangsu Province, PRC on Saturday, April 30, 2022 at 9:00 a.m. Notice convening the EGM is set out on pages 17 to 18 of this circular and published on the websites of the Stock Exchange (<http://www.hkexnews.hk>) and of the Company (<http://www.basecare.cn>).

IV. CLOSURE OF REGISTER OF MEMBERS OF H SHARES

The register of members of H Shares will be closed from Wednesday, April 27, 2022 to Saturday, April 30, 2022, both days inclusive, during which period no transfer of H Shares will be registered, in order to determine the holders of the H Shares of the Company who are entitled to attend and vote at the forthcoming EGM to be held on Saturday, April 30, 2022.

To be eligible to attend and vote at the EGM, all properly completed transfer documents accompanied by the relevant share certificates must be lodged with the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Tuesday, April 26, 2022 for registration.

V. PROXY ARRANGEMENT

The form of proxy of the EGM is enclosed and published on the websites of the Stock Exchange and the Company.

If you intend to appoint a proxy to attend the EGM, you are required to complete and return the accompanying form of proxy in accordance with the instructions printed thereon. For holders of H Shares, the form of proxy should be returned to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong; for holders of Domestic Shares or Unlisted Foreign Shares, the form of proxy should be returned to the Company's headquarters and registered office

LETTER FROM THE BOARD

in the PRC by personal delivery or by post, not less than 24 hours before the time fixed for holding the EGM (i.e. not later than 9:00 a.m. on Friday, April 29, 2022) or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or at any other adjourned meeting should you so wish.

VI. VOTING BY POLL

Any vote of Shareholders at the EGM must be taken by poll except where the chairman of the EGM, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. The Company shall publish the poll results announcement in the manner prescribed under Rule 13.39(5) of the Listing Rules. Accordingly, the chairman of the EGM will exercise his power under the Articles of Association to demand a poll in relation to all the proposed resolutions at the EGM.

To the best of the Directors' knowledge, information and belief, none of the Shareholders are required to abstain from voting at the EGM.

VII. RECOMMENDATION

The Board considers that all the resolutions proposed at the EGM are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favor of these proposed resolutions.

VIII. 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.

By order of the Board
Suzhou Basecare Medical Corporation Limited
Dr. Liang Bo
Chairman and General Manager

PRECAUTIONARY MEASURES FOR THE EGM

In view of the coronavirus disease 2019 (COVID-19) pandemic and in an attempt to protect the health of our Shareholders who might be attending the EGM, our staff and other participants, the Company will implement the following precautionary measures at the meeting venue:

- (a) Compulsory body temperature checks will be conducted for every Shareholder, proxy and other attendee at each entrance of the meeting venue. Any person with a body temperature of over 37.4 degrees Celsius may be denied entry into the meeting venue and be requested to leave the meeting venue.
- (b) Attendees may be required to complete the health declaration forms. Anyone who responds positively to any of the questions in the health declaration form may be denied entry into the meeting venue and be requested to leave the meeting venue.
- (c) Attendees are required to wear surgical face masks throughout the EGM including anytime inside the meeting venue before and after the EGM. Attendees are also advised to maintain social distancing and to observe good personal hygiene.
- (d) No refreshments or drinks will be provided to attendees at the EGM.

Shareholders are reminded that physical attendance in person at the meeting venue is not necessary for the purpose of exercising voting rights. Shareholders may appoint the chairman of the EGM as their proxy to vote according to their indicated voting instructions as an alternative to attending the EGM in person by completing and returning the proxy form attached to this document.

If Shareholders have any question relating to the resolutions to be proposed at the EGM and/or the Company, or would like to communicate with the Board of the Company, please write to 40th Floor, Dah Sing Financial Centre, No. 248 Queen's Road East, Wanchai, Hong Kong or email to us at ir@basecare.cn.

If Shareholders have any question relating to the EGM, please contact Computershare Hong Kong Investor Services Limited, the Hong Kong H Share Registrar of the Company, as follows.

Computershare Hong Kong Investor Services Limited
17M Floor, Hopewell Centre
183 Queen's Road East
Wanchai, Hong Kong

Contact us: www.computershare.com/hk/contact
Tel: (852) 2862 8555
Fax: (852) 2865 0990

NOTICE OF 2022 FIRST EXTRAORDINARY GENERAL MEETING



Suzhou Basecare Medical Corporation Limited

蘇州貝康醫療股份有限公司

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

(Stock Code: 2170)

NOTICE OF 2022 FIRST EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 2022 First Extraordinary General Meeting (the “EGM”) of Suzhou Basecare Medical Corporation Limited (the “Company”) will be held at Unit 101, Building A3, BioBay, No. 218 Xinghu Street, Suzhou Industrial Park, Suzhou, Jiangsu Province, PRC on Saturday, April 30, 2022 at 9:00 a.m. for the following purposes:

ORDINARY RESOLUTIONS

- 1 To consider and approve the resolution in relation to the proposed appointment of Ms. YANG Ying (楊瑩) as the Company’s executive Director.
- 2 To consider and approve the proposed change in use of net proceeds from the Global Offering.

SPECIAL RESOLUTION

- 3 To consider and approve the proposed amendment to the Articles of Association.

Details of the above resolutions are set out in the circular of the Company dated April 7, 2022 in relation to the EGM. Unless otherwise indicated, capitalized terms used in this notice shall have the same meanings as those defined in the circular.

By order of the Board

Suzhou Basecare Medical Corporation Limited

Dr. Liang Bo

Chairman and General Manager

Hong Kong, April 7, 2022

NOTICE OF 2022 FIRST EXTRAORDINARY GENERAL MEETING

Notes:

- 1 All resolutions at the EGM will 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) pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. The results of the poll will be published on the websites of the Company at www.basecare.cn and Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk after the EGM.
- 2 Any shareholder entitled to attend and vote at the EGM convened by the above notice is entitled to appoint one or more proxies to attend and vote instead of him/her. A proxy need not be a shareholder of the Company.
- 3 In order to be valid, the instrument appointing a proxy together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or authority, must be completed and returned to the Company's headquarters and registered office in the PRC (for holders of Domestic Shares or Unlisted Foreign Shares) or the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H shares), at least 24 hours before the EGM (i.e. before 9:00 a.m. on Friday, April 29, 2022) or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude a shareholder from attending and voting at the EGM or any adjourned meeting thereof should he/she so wish.
- 4 For the purpose of determining the list of holders of H shares who are entitled to attend the EGM, the H share register of members of the Company will be closed from Wednesday, April 27, 2022 to Saturday, April 30, 2022, both days inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the EGM, unregistered holders of the shares shall ensure all properly completed transfer documents accompanied by the relevant share certificates must be lodged with the Company's H share registrar, 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 Tuesday, April 26, 2022 for registration.
- 5 In case of joint shareholders, the vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose, seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholding.
- 6 Shareholders who attend the meeting in person or by proxy shall bear their own travelling and accommodation expenses.
- 7 A shareholder or his/her proxy should produce proof of identity when attending the EGM.
- 8 References to date and time in this notice are to Hong Kong dates and time.

As of the date of this notice, the Board comprises Dr. LIANG Bo, Mr. KONG Lingyin and Mr. RUI Maoshe as executive Directors; Mr. XU Wenbo, Mr. ZHANG Jiecheng and Mr. WANG Weipeng as non-executive Directors; and Dr. KANG Xixiong, Dr. HUANG Taosheng and Mr. CHAU Kwok Keung as independent non-executive Directors.