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Zylox-Tonbridge Medical Technology Co., Ltd.

歸創通橋醫療科技股份有限公司

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

(Stock Code: 2190)

NOTICE OF 2023 FIRST CLASS MEETING OF HOLDERS OF DOMESTIC SHARES

NOTICE IS HEREBY GIVEN THAT the 2023 first class meeting of holders of domestic shares (the “**Class Meeting of Holders of Domestic Shares**”) of Zylox-Tonbridge Medical Technology Co., Ltd. (the “**Company**”) will be held at Meeting Room 202, 2nd Floor, Zylox-Tonbridge Industrial Park, No. 270 Shuyun Road, Cangqian Street, Yuhang District, Hangzhou, Zhejiang, the PRC on June 6, 2023 at 11:00 a.m. (or immediately after conclusion of the 2022 annual general meeting and the 2023 first class meeting of holders of H shares of the Company to be held on the same date or any adjournment thereof) for the purpose of considering and, if thought fit, passing the following resolution:

Special Resolution

1. To consider and approve the resolution on the grant of a general mandate to the board of directors of the Company to repurchase H shares of the Company.
- 2A. To consider and approve the proposed amendments to Articles 1, 3, 7, 12, 17, 18, 19, 48, 49, 61, 63, 65, 66, 67, 79, 85, 86, 87, 88, 89, 90, 91, 92, 95, 100 and 159 of the articles of association of the Company as set out in Appendix III (the “**revised Articles of Association**”) to the circular of the Company dated April 26, 2023 (the “**Proposed Amendments**”), and to authorise the directors of the Company to deal with on behalf of the Company the relevant application(s), approval(s), registration(s), filing(s) and other related procedures or issues and to make further amendment(s) (where necessary) pursuant to the requirements of the relevant governmental and/ or regulatory authorities arising therefrom.
- 2B. To consider and approve the change of scope of business of the Company as set out in Article 12 of the revised Articles of Association, and to authorise the directors of the Company to deal with on behalf of the Company the relevant application(s), approval(s), registration(s), filing(s) and other related procedures or issues and to make further amendment(s) (where necessary) pursuant to the requirements of the relevant governmental and/ or regulatory authorities arising therefrom.

2C. To consider and approve the change of registered office of the Company as set out in Article 3 of the revised Articles of Association, and to authorise the directors of the Company to deal with on behalf of the Company the relevant application(s), approval(s), registration(s), filing(s) and other related procedures or issues and to make further amendment(s) (where necessary) pursuant to the requirements of the relevant governmental and/ or regulatory authorities arising therefrom.

By order of the Board
Zylox-Tonbridge Medical Technology Co., Ltd.
歸創通橋醫療科技股份有限公司
Dr. Jonathon Zhong Zhao
Chairman and Executive Director

Hong Kong, April 26, 2023

Notes:

- (i) Any domestic shareholder of the Company entitled to attend and vote at the Class Meeting of Holders of Domestic Shares is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him/her. A proxy need not be a member of the Company.
- (ii) The instrument appointing a proxy shall be in writing under the hand of the appointer or of his/her attorney duly authorized in writing or, if the appointer is a corporation, either under its seal or under the hand of any officer or attorney duly authorized.
- (iii) In order to be valid, the form of 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 or authority, must be deposited with the Company's office at No. 270, Shuyun Road, Cangqian Street, Yuhang District, Hangzhou, Zhejiang Province, the PRC as soon as practicable but in any event not less than 24 hours before the time appointed for holding the Class Meeting of Holders of Domestic Shares (i.e. June 5, 2023 at 11:00 a.m.), or any adjourned meeting thereof (as the case may be).
- (iv) Completion and return of the form of proxy shall not preclude the shareholders of the Company (the "Shareholders") from attending and voting in person at the Class Meeting of Holders of Domestic Shares or at any adjourned meeting thereof (as the case may be) should they so wish, and in such event, the form of proxy shall be deemed to be revoked.
- (v) Where there are joint registered holders of any share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the Class Meeting of Holders of Domestic Shares, whether in person or by proxy, the joint registered holder present whose name stands first on the register of members of the Company in respect of the shares shall alone be entitled to vote in respect thereof.
- (vi) The record date for determining the entitlement of holders of domestic shares of the Company to attend and vote at the Class Meeting of Holders of Domestic Shares will be June 6, 2023.

- (vii) The Company will adopt the following special arrangements at the Class Meeting of Holders of Domestic Shares for the purpose of public health and safety:
- (a) All resolutions at the Class Meeting of Holders of Domestic Shares will be decided on a poll. Shareholders will still be able to vote by doing so in advance of the Class Meeting of Holders of Domestic Shares by proxy. If a Shareholder (other than those who can attend the Class Meeting of Holders of Domestic Shares physically) wishes to vote on any resolution at the Class Meeting of Holders of Domestic Shares, he/she/it can appoint the chairman of the Class Meeting of Holders of Domestic Shares or proxy who can attend the Class Meeting of Holders of Domestic Shares physically to exercise his/her/its right to vote at the Class Meeting of Holders of Domestic Shares in accordance with his/her/its instructions.
- (viii) The Class Meeting of Holders of Domestic Shares is expected to take less than half a day. Shareholders who attend the Class Meeting of Holders of Domestic Shares shall be responsible for their own travel and accommodation expenses. Shareholders (or their proxies) attending the meeting shall procure their identity documents.
- (ix) All times refer to Hong Kong local time, except as otherwise stated.

As of the date of this notice, the Board comprises Dr. Jonathon Zhong Zhao, Mr. Yang Xie and Dr. Zheng Li as executive Directors, Mr. Stephen Hui Wang, Dr. Steven Dasong Wang and Mr. Dongfang Li as non-executive Directors, and Dr. Jian Ji, Mr. Hongze Liang and Ms. Yun Qiu as independent non-executive Directors.