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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)

# POLL RESULTS OF THE RESOLUTIONS PASSED AT THE 2022 ANNUAL GENERAL MEETING AND 2023 A SHAREHOLDERS' CLASS MEETING

Reference is made to circular of Beijing Chunlizhengda Medical Instruments Co., Ltd.\* (the "**Company**") dated 29 May 2023 (the "**Circular**") and the notice of the 2022 annual general meeting dated 26 May 2023 (the "**Notice**"). Unless the context requires otherwise, terms used herein shall have the same respective meanings as those defined in the Circular and the Notice.

## CONVENING AND ATTENDANCE OF THE MEETINGS

The 2022 Annual General Meeting and the A Shareholders' Class Meeting (the "**Meetings**") of the Company were held at 2:00 p.m. on Wednesday, 28 June 2023 at No. 10 Xinmi Xi Er Road, Southern District of Tongzhou Economic Development Zone, Tongzhou District, Beijing, the PRC.

The Meetings were convened by the board of Directors of the Company (the "**Board**") and chaired by Ms. Shi Wenling, chairman of the Board. Voting at the Meeting was conducted by a registered poll onsite. WUYIGE Certified Public Accountants LLP, the Company's auditor, was appointed by the Company as the scrutineer for the voting.

The convening of the Meetings were in compliance with the requirements of the applicable laws and regulations of the PRC, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") and the articles of association of the Company.

The total number of issued Shares of the Company as at the date of the 2022 Annual General Meeting was 383,568,500 Shares, including 288,428,000 A Shares and 95,140,500 H Shares, respectively, which was the total number of eligible Shares that entitled the Shareholders to attend and vote for or against or abstain from voting on the resolutions proposed at the 2022 Annual General Meeting. The total number of issued A Shares of the Company as at the date of the A Shareholders' Class Meeting was 288,428,000 Shares, which was the total number of Shares entitling the A Shareholders to attend and vote for or against or abstain from vote for or against or abstain from vote for or against or the total number of the A Shareholders' Class Meeting was 288,428,000 Shares, which was the total number of shares entitling the A Shareholders to attend and vote for or against or abstain from voting on the resolution proposed at the A Shareholders' Class Meeting.

No party has stated its intention in the Circular that it would vote against any resolution at the Meetings.

As disclosed in the Circular, Mr. Shi Chunbao (the executive Director and controlling shareholder of the Company), holding 114,840,685 Shares of the Company in aggregate (113,685,435 A Shares and 1,155,250 H Shares) and Ms. Yue Shujun (the executive Director, deputy general manager and controlling shareholder of the Company) holding 95,447,900 Shares of the Company in aggregate (95,447,900 A Shares and 0 H Shares) were required to abstain and have abstained from voting in respect of resolutions 3 at the 2022 Annual General Meeting. As such, the aggregate number of Shares entitling Shareholders to attend the 2022 Annual General Meeting and vote for or against resolutions 3 was 173,279,915 Shares representing approximately 45.18% of the Company's total share capital in issue.

Saved as disclosed above, to the best knowledge, information and belief of the Directors of the Company, there was no restriction on any Shareholder casting votes on any of the proposed resolutions at the Meetings. There were no Shares entitling the Shareholders to attend the Meetings and abstain from voting in favor as set out in Rule 13.40 of the Listing Rules and no Shareholders were required under the Listing Rules to abstain from voting at the Meetings.

All Directors attended the Meetings. The attendance record of the Directors at the Meetings was as follows:

- the executive Directors of the Company, Mr. Shi Chunbao, Ms. Yue Shujun and Ms. Shi Wenling and Mr. Xie Feng Bao attended the Meetings in person; and
- the non-executive Director of the Company, Mr. Wang Xin, and the independent nonexecutive Directors of the Company, Mr. Ge Changyin, Mr. Wong Tak Shing and Mr. Weng Jie attended the Meetings by telephone.

Details about the attendance of the Shareholders and their authorized proxies at the Meetings are set out as follows:

	Class of Shares	Number of Shareholders and authorised proxies attending the Meetings	Total number of the A Shares/ H Shares held by the attendees	Percentage of the total number of A Shares/ H Shares of the Company
The 2022 Annual	A Shares	6	210,114,794	72.85%
General Meeting	H Shares	1	14,837,243	3.87%
The A Shareholders' Class Meeting	A Shares	6	210,114,794	72.85%

# POLL RESULTS OF THE 2022 ANNUAL GENERAL MEETING

The poll results of the resolutions proposed at the 2022 Annual General Meeting are as follows:

Ordinary resolutions		Number of votes & percentage of the total voting shares at the 2022 Annual General Meeting (%)		
		For	Against	Abstained
1.	To consider and approve the proposed profit distribution plan for 2022	224,952,036 (99.9999%)	1 (0.0001%)	0 (0%)
	As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
2.	To consider and approve the appointment of auditors (domestic and overseas) and internal control auditor for 2023	224,952,036 (99.9999%)	1 (0.0001%)	0 (0%)
	As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
3.	To consider and approve the remuneration for the Directors of the Company for 2023	15,818,701 (99.9999%)	1 (0.0001%)	0 (0%)
	As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			

Ordinary resolutions		Number of votes & percentage of the total voting shares at the 2022 Annual General Meeting (%)			
		For	Against	Abstained	
4.	To consider and approve the annual report for 2022 and its summary	224,952,036 (99.9999%)	1 (0.0001%)	0 (0%)	
	As more than half of the votes were cast passed as an ordinary resolution.	in favour of this	resolution, the res	olution was duly	
5.	To consider and approve the financial report for the year 2022	224,952,036 (99.9999%)	1 (0.0001%)	0 (0%)	
	As more than half of the votes were cast passed as an ordinary resolution.	in favour of this	resolution, the res	olution was duly	
6.	To consider and approve the 2022 performance report of the independent non-executive Directors	224,952,036 (99.9999%)	1 (0.0001%)	0 (0%)	
	As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
7.	To consider and approve the report of the Board of Directors for 2022	224,952,036 (99.9999%)	1 (0.0001%)	0 (0%)	
	As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
8.	To consider and approve the remuneration for Supervisors of the Company for 2023	224,952,036 (99.9999%)	1 (0.0001%)	0 (0%)	
	As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
9.	To consider and approve the report of the Board of Supervisors for 2022	224,952,036 (99.9999%)	1 (0.0001%)	0 (0%)	
	As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
10.	To consider and approve the re-election of Mr. Shi Chunbao (史春寶) as an executive director of the Company	224,924,736 (99.9879%)	27,300 (0.0121%)	0 (0%)	
	As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				

Ordinary resolutions		Number of votes & percentage of the total shares at the 2022 Annual General Meeting			
		For	Against	Abstained	
11.	To consider and approve the re-election of Ms. Yue Shujun (岳術俊) as an executive director of the Company	224,314,134 (99.9333%)	149,798 (0.0667%)	0 (0%)	
	As more than half of the votes were cast passed as an ordinary resolution.	in favour of this	resolution, the res	olution was duly	
12.	To consider and approve the re-election of Ms. Shi Wenling (史文玲) as an executive director of the Company	223,715,281 (99.6665%)	748,651 (0.3335%)	0 (0%)	
	As more than half of the votes were cast passed as an ordinary resolution.	in favour of this	resolution, the res	olution was duly	
13.	To consider and approve the re-election of Mr. Xie Feng Bao (解鳳寶) as an executive director of the Company	224,924,736 (99.9879%)	27,300 (0.0121%)	0 (0%)	
	As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
14.	To consider and approve the re-election of Mr. Wang Xin $(\pm 3)$ as a non- executive director of the Company	223,798,781 (99.7037%)	665,151 (0.2963%)	0 (0%)	
	As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
15.	To consider and approve the re- election of Mr. Weng Jie (翁杰) as an independent non-executive director of the Company	224,952,036 (100.0000%)	0 (0.0000%)	0 (0%)	
	As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
16.	To consider and approve the re-election of Mr. Wong Tak Shing (黃德盛) as an independent non-executive director of the Company	224,952,036 (100.0000%)	0 (0.0000%)	0 (0%)	
	As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				

Ordinary resolutions		Number of votes & percentage of the total voting shares at the 2022 Annual General Meeting (%)			
		For	Against	Abstained	
17.	To consider and approve the re- election of Ms. Yao Lijie (姚立杰) as an independent non-executive director of the Company	224,952,036 (100.0000%)	0 (0.0000%)	0 (0%)	
	As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
18.	To consider and approve the re-election of Mr. Zhang Jie (張杰) as a non- employee Representative Supervisor of the Company	224,410,655 (99.7593%)	541,381 (0.2407%)	0 (0%)	
	As more than half of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.				
	Special resolution		s & percentage of 022 Annual Gener	0	
	1	For	Against	Abstained	
19.	To consider and approve the grant of the general mandate to the Board of Directors to repurchase the H Shares of the Company	224,952,036 (99.9999%)	1 (0.0001%)	0 (0%)	
	As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.				

# POLL RESULTS OF THE A SHAREHOLDERS' CLASS MEETING

The poll results in respect of the resolution proposed at the A Shareholders' Class Meeting are as follows:

Special resolution		Number of votes & percentage of the total voting shares at the A Shareholders' Class Meeting (%)		
		For	Against	Abstained
1.	To consider and approve the grant of the general mandate to the Board of Directors to repurchase the H Shares of the Company	210,114,793 (99.9999%)	1 (0.0001%)	0 (0%)
	As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			

For the full text of the resolutions, please refer to the Circular of the Company dated 29 May 2023.

## PAYMENT OF FINAL DIVIDEND

The Board announces that the proposal of payment of final dividend of RMB3.13 per 10 Shares in cash (tax inclusive) for the year ended 31 December 2022 ("**Final Dividend**") to all Shareholders was approved at the 2022 Annual General Meeting.

In order to determine the Shareholders who are entitled to the receipt of the Final Dividend, the Final Dividend will be distributed to those Shareholders whose names appear on the register of members of the Company on Monday, 3 July 2023 in respect of H Shares. In order to qualify for receiving the Final Dividend, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's office at No. 10 Xinmi Xi Er Road, Southern District of Tongzhou Economic Development Zone, Tongzhou, District, Beijing, the PRC (for holders of A Shares), or the Company's H Share registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for holders of H Shares) no later than 4:30 p.m. on Monday, 3 July 2023.

The Final Dividend will be paid to holders of A Shares in RMB and to holders of H Shares in HK dollar. The actual amount of H Share dividend paid in HK dollar will be calculated according to the average exchange rate of the relevant foreign exchange published by the People's Bank of China the mid-rate of seven business days prior to the date of approval of Final Dividend in 2022 Annual General Meeting. The average exchange rate of the relevant foreign exchange published by the People's Bank of China for the mid-rate of seven business days prior to the date of approval of Final Dividend in 2022 Annual General Meeting. The average exchange rate of seven business days prior to the date of approval of Final Dividend in 2022 Annual General Meeting (i.e. 15 June 2023 to 27 June 2023) is 1:0.91561 (HK\$/RMB). Applying that average, the dividend for each H Share is HK\$0.34185.

The Company will withhold and pay the income tax strictly in accordance with the relevant laws or requirements of the relevant government authorities. For more information about the withholding tax, please refer to the Circular.

#### **RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

Mr. Ge Changyin retired at the conclusion of the 2022 Annual General Meeting and did not offer himself for re-election as an independent non-executive Director. Mr. Ge Changyin has confirmed to the Company that he has no disagreement with the Board and there is no matter relating to his retirement that needs to be brought to the attention of the Shareholders. The Board would like to express its sincere gratitude to them for his diligence and contributions during his/her tenure as independent non-executive Director of the Company.

#### APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

At the 2022 Annual General Meeting, Ms. Yao Lijie ("**Ms. Yao**") was elected an independent non-executive Director of the fifth session of the Board of the Company. The term of office of Ms. Yao will commence from the conclusion of the 2022 Annual General Meeting and expire upon the election of the sixth session of the Board of the Company. For biographical details of Ms. Yao and other information which is required to be disclosed under Rule 13.51(2) of the Listing Rules, please refer to the announcement of the Company dated 30 March 2023 and the Circular.

# INFORMATION ON THE SUPERVISOR ELECTED AT THE 2022 ANNUAL GENERAL MEETING

Mr. Zhang Jie ("Mr. Zhang"), who was a member of the fourth session of the Supervisory Committee, was re-elected as a non-employee Representative Supervisor of the Company the fifth session of the Supervisory Committee at the 2022 Annual General Meeting. For biographical details of Mr. Zhang and other information which is required to be disclosed under Rule 13.51(2) of the Listing Rules, please refer to the announcement of the Company dated 30 March 2023 and the Circular.

#### LEGAL ADVISERS AS TO PRC LAWS

The Meetings were witnessed by lawyers from V&T Law Firm, Beijing, the PRC legal adviser of the Company, who concluded that the convening and convening procedures of the Meetings are in compliance with the relevant requirements of the laws, administrative regulations and the articles of association of the Company. The eligibilities of the attendees, the convener of the Meetings and the procedures and results of voting at the Meetings were legal and valid.

#### POSTPONEMENT OF THE H SHAREHOLDERS' CLASS MEETING

The H Shareholders' Class Meeting which was originally scheduled to be held at 2:00 p.m. (or immediately after the conclusion of the A Shareholders' Class Meeting) on Wednesday, 28 June 2023 has been adjourned and will be held at 2:00 p.m. on Tuesday, 4 July 2023 (the "Adjourned H Shareholders' Class Meeting"). Please refer to the announcement published by the Company on 27 June 2023 for more details.

Implementation of the matters relating to resolution no. 19 of the 2022 Annual General Meeting and resolution no. 1 of the A Shareholders' Class Meeting is subject to the approval of the H Shareholders attending the Adjourned H Shareholders' Class Meeting on Tuesday, 4 July 2023.

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

Beijing, the PRC, 28 June 2023

As at the date of this announcement, the executive directors of the Company are Mr. Shi Chunbao, Ms. Yue Shujun, Ms. Shi Wenling and Mr. Xie Feng Bao; the non-executive director of the Company is Mr. Wang Xin; and the independent non-executive directors of the Company are Ms. Yao Lijie, Mr. Wong Tak Shing and Mr. Weng Jie.

\* For identification purposes only