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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)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION; AND CLOSURE OF REGISTER OF MEMBERS

This announcement is made by Zylox-Tonbridge Medical Technology Co., Ltd. (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

References are made to (i) the announcements of the Company dated April 18, 2023, May 3, 2023, May 9, 2023, June 6, 2023 and July 26, 2023; and (ii) the circular of the Company dated April 26, 2023 in relation to, among others, the amendments to the articles of association of the Company (the “**Articles of Association**”) related to shareholder protection standards set out in Appendix 3 to the Listing Rules and consequential amendments, and for purpose of reflecting the “Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies” (境內企業境外發行證券和上市管理試行辦法) and relevant provisions announced by the China Securities Regulatory Commission on February 17, 2023 and other housekeeping amendments.

On September 27, 2023, in order to, among other things, further refine the existing Articles of Association and amend provisions that do not match with the “Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies” (境內企業境外發行證券和上市管理試行辦法) and its accompanying guidelines, and in particular, to update and adjust the mechanism and expressions involving the repurchase of shares, the board (the “**Board**”) of directors (the “**Director(s)**”) of the Company proposed to put forward to the shareholders of the Company (the “**Shareholder(s)**”) for approval at the extraordinary general meeting of the Company (the “**EGM**”) a special resolution to amend the existing Articles of Association of the Company.

The proposed amendments to the existing Articles of Association (the “**Proposed Amendments**”) are mainly related to the provisions that are no longer applicable under the “Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies” (境內企業境外發行證券和上市管理試行辦法) and its accompanying guidelines currently in effect, and other housekeeping amendments. Full version of the Proposed Amendments will be set out in the appendix to the circular to be despatched to the Shareholders. The Board is of the view that the Proposed Amendments are in the interests of the Company and the Shareholders as a whole.

The Proposed Amendments are subject to the approval of the Shareholders by way of special resolution at the EGM and, if approved, will become effective upon such approval. Prior to the passing of the relevant special resolution at the EGM, the prevailing Articles of Association shall remain valid.

After the Proposed Amendments come into effect, the full text of the revised Articles of Association will be published on the Company’s website (<http://www.zyloxtb.com>) and the Stock Exchange’s website (www.hkexnews.hk).

The Company will convene and hold the EGM at Meeting Room 202, 2nd Floor, Zylox-Tonbridge Industrial Park, No. 270 Shuyun Road, Cangqian Street, Yuhang District, Hangzhou, Zhejiang, the PRC on October 19, 2023 at 9:00 a.m.. A circular containing, among other things, full version of the Proposed Amendments together with the notice of the EGM will be despatched to the Shareholders in due course.

Closure of Register of Members

For the purpose of determining the Shareholders entitled to attend and vote at the EGM, the register of members of the Company will be closed from October 16, 2023 to October 19, 2023 (both days inclusive). Shareholders whose names appear on the register of members of the Company on October 19, 2023 are entitled to attend and vote at the EGM. In order to qualify for the entitlement to attend and vote at the EGM, the Shareholders must lodge all transfer forms accompanied by the relevant share certificates with the Company’s H share registrar, 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 October 13, 2023.

By order of the Board
Zylox-Tonbridge Medical Technology Co., Ltd.
Dr. Jonathon Zhong Zhao
Chairman and Executive Director

Hong Kong, September 27, 2023

As of the date of this announcement, 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.