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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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**If you are in any doubt** as to any aspect of this circular or as to the action to be taken, you should consult the registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in **Hangzhou Tigermed Consulting Co., Ltd.**, you should at once hand this circular and the accompanying form of proxy to the purchaser or transferee, or to the bank, registered dealer in securities or other agent through whom the sale or the transfer was effected for transmission to the purchaser or transferee.

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**HANGZHOU TIGERMED CONSULTING CO., LTD.****杭州泰格醫藥科技股份有限公司**

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

**(Stock Code: 3347)**

**PROPOSED APPOINTMENT OF AN INDEPENDENT  
NON-EXECUTIVE DIRECTOR  
AND  
NOTICE OF THE EGM**

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All capitalized terms used in this circular have the meanings set out in the section headed "Definitions" of this circular. A letter from the Board is set out on pages 2 to 5 of this circular.

The Company will convene a meeting of the EGM or any adjournment thereof at 3 p.m. on Thursday, March 21, 2024 at the Meeting Room, 18/F, Shengda Science Park Tower A, No. 19 Jugong Road, Binjiang District, Hangzhou, the PRC. The notice of the EGM is set out on pages EGM-1 to EGM-2 of this circular.

The forms of proxy for use at the EGM was published on the website of the Stock Exchange at <http://www.hkexnews.hk> on March 1, 2024. If you intend to appoint a proxy to attend the EGM, you are requested to complete and return the form of proxy in accordance with the instructions printed thereon as soon as practicable and in any event not later than 24 hours before the time fixed for holding the EGM or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending the EGM and voting in person if you so wish.

March 1, 2024

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## DEFINITIONS

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

“Announcement”	the announcement of the Company dated February 27, 2024 relating to, among other things, the proposed appointment of an independent non-executive Director;
“Board”	the board of Directors of the Company;
“Company”	Hangzhou Tigermed Consulting Co., Ltd. (杭州泰格醫藥科技股份有限公司), the A Shares of which are listed on the Shenzhen Stock Exchange (stock code: 300347) and the H Shares of which are listed on the Stock Exchange (stock code: 3347);
“Director(s)”	the directors of the Company;
“EGM”	the 2024 first extraordinary general meeting of the Company to be held at 3 p.m. on Thursday, March 21, 2024 at the Meeting Room, 18/F, Shengda Science Park Tower A, No. 19 Jugong Road, Binjiang District, Hangzhou, the PRC;
“Group”	the Company and its subsidiaries;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“Ms. Liu”	Ms. Liu Yuwen (劉毓文), who was nominated and proposed by the Board for appointment as an independent non-executive Director at the EGM;
“Share(s)”	ordinary shares in the share capital of the Company, with a nominal value of RMB1.00 each, comprising A Shares and H Shares;
“Shareholder(s)”	the shareholder(s) of the Company, including the holders of A Share(s) and H Share(s); and
“Stock Exchange”	The Stock Exchange of Hong Kong Limited.

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LETTER FROM THE BOARD

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**HANGZHOU TIGERMED CONSULTING CO., LTD.**

**杭州泰格醫藥科技股份有限公司**

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

**(Stock Code: 3347)**

*Executive Directors:*

Dr. Ye Xiaoping  
Ms. Cao Xiaochun  
Mr. Wu Hao  
Mr. Wen Zengyu

*Registered Office:*

Room 2001-2010  
20/F, Block 8  
No. 19 Jugong Road  
Xixing Sub-District  
Binjiang District  
Hangzhou, the PRC  
Postal Code: 310051

*Independent Non-executive Directors:*

Dr. Yang Bo  
Mr. Liu Kai Yu Kenneth  
Mr. Yuan Huagang

*Principal Place of Business in Hong Kong:*

40th Floor, Dah Sing Financial Centre  
No. 248 Queen's Road East  
Wanchai  
Hong Kong

Hong Kong, March 1, 2024

*To the Shareholders*

Dear Sir or Madam,

**PROPOSED APPOINTMENT OF AN INDEPENDENT  
NON-EXECUTIVE DIRECTOR  
AND  
NOTICE OF THE EGM**

**I. INTRODUCTION**

Reference is made to the Announcement. The purpose of this circular is to provide further information in relation to the proposed appointment of an independent non-executive Director.

Unless otherwise defined in this circular, the terms and expressions used herein shall have same meanings as those defined in the Announcement.

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## LETTER FROM THE BOARD

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### II. PROPOSED APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

As disclosed in the Announcement, on February 27, 2024, the Company convened the fifth meeting of the fifth session of the Board to consider and approve the nomination of Ms. Liu Yuwen (劉毓文) for proposed appointment as an independent non-executive Director of the Company. She will also act as the convener (chairperson) and a member of the nomination committee, a member of the audit committee and a member of the strategy development committee of the fifth session of the Board, with a term commencing from the date of the approval by Shareholders at the general meeting of the Company until the conclusion of the fifth session of the Board.

Ms. Liu's curriculum vitae is set out below:

Ms. Liu Yuwen (劉毓文), aged 49. Ms. Liu has been the legal representative and founding partner of Suzhou Industrial Park Bohe Venture Investment Management Co., Ltd.\* (蘇州工業園區薄荷創業投資管理有限公司) since August 2015, served as the executive deputy general manager, chairperson and general manager and executive director of Suzhou Industrial Park Biotech Development Co., Ltd.\* (蘇州工業園區生物產業發展有限公司) (BioBAY) from December 2005 to July 2015, served as the chief representative of the Shanghai representative office of Perrigo International Inc. (美國百利高國際公司) from May 2003 to November 2005 (now known as Perrigo Trading (Shanghai) Co., Ltd. (百利高貿易(上海)有限公司))\* Ms. Liu also worked as the new business development manager of Suzhou Capsugel Co., Ltd.\* (蘇州膠囊有限公司) (“**Suzhou Capsugel**”), a Sino-US joint venture, from April 2000 to April 2003, a quality control and assurance manager of Suzhou Capsugel from May 1998 to April 2000, and a quality engineer of Suzhou Capsugel from July 1997 to April 1998.

Ms. Liu became a registered pharmacist in 2000, obtained a senior economist certificate from Jiangsu Provincial Department of Human Resources and Social Security in 2013 and obtained the qualification certificate of fund practitioner issued by the Asset Management Association of China in 2016.

Ms. Liu obtained the bachelor's and master's degree in pharmacy from the China Pharmaceutical University in 1994 and 1997, respectively, and a BI-Fudan master's degree in business and administration offered in partnership by BI Norwegian Business School and Fudan University.

As of the date of this circular, Ms. Liu has confirmed that, save as disclosed above: (i) she does not hold any other position with the Company or any of its subsidiaries and has not been a director in any other listed companies during the past three years; (ii) she has no relationship with any other Directors, supervisors, senior management, substantial or controlling shareholders of the Company; and (iii) she does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

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## LETTER FROM THE BOARD

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As of the date of this circular, Ms. Liu has confirmed that (i) she meets the independence criteria set out in rule 3.13 of the Listing Rules; (ii) she has no past or present financial or other interests in the business of the Company or its subsidiaries and does not have any connection with any of the Company's core connected persons (as defined in the Listing Rules); and (iii) there are no other factors which might affect her independence.

There is no other information in relation to her appointment that needs to be disclosed pursuant to the requirements of rules 13.51(2)(h) to (v) of the Listing Rules, and there is no other matter in relation to the proposed appointment of independent non-executive Director that needs to be brought to the attention of the Shareholders.

If appointed, Ms. Liu, is entitled to a director's fee of RMB200,000 (before tax) per annum, which is determined in accordance with the Company's remuneration policy and with reference to the level of remuneration paid by comparable companies, the time commitment of the Director, duties and responsibilities in the Group, her qualification and experience. She is entitled to travel expenses to attend relevant meetings and events of the Company and expenses incurred in the exercise of her duties in accordance with the articles of association of the Company. The Company will also disclose the total remuneration received by the Director in the annual report accordingly. After the appointment of Ms. Liu comes into effect, the Company will enter into a service contract with her.

The nomination committee of the Company and the Board, upon receipt of the proposal for the appointment of Ms. Liu as an independent non-executive Director and her profile, have considered various factors relating to the diversity of the Board's membership, including but not limited to gender, age, cultural and educational backgrounds, professional experience, skills, knowledge and industry and geographical experience, in determining the suitability of Ms. Liu to serve as an independent non-executive Director.

The Board is of the view that (i) Ms. Liu has an excellent professional background and extensive working experience; and (ii) based on the assessment conducted, Ms. Liu meets the independence requirements as set out in rule 3.13 of the Listing Rules, and will inject new impetus into the subsequent management and development of the Company after Ms. Liu joins the Company as an independent non-executive Director. Accordingly, the Board has proposed a resolution to the Shareholders to consider the appointment of Ms. Liu as an independent non-executive Director. The Board has also taken into account that Ms. Liu does not hold any directorship in other listed companies and is capable of devoting sufficient time and effort to perform her duties as an independent non-executive Director. In view of the above, the Board considers that Ms. Liu will be able to make valuable contribution to the Company.

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## LETTER FROM THE BOARD

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### III. RECOMMENDATION

The Directors believe that the resolution in relation to the proposed appointment of the independent non-executive Directors as set out in the notice of the EGM is in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favor of the resolution.

### IV. RESPONSIBILITY STATEMENT

This circular, for which the Board collectively and individually accepts 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.

In the event of any discrepancy between the English translation and the Chinese version of this circular, the Chinese version shall prevail.

\* *For identification purpose only*

Yours faithfully,  
By Order of the Board  
**Hangzhou Tigermed Consulting Co., Ltd.**  
**Ye Xiaoping**  
*Chairman*

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## NOTICE OF THE EGM

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### HANGZHOU TIGERMED CONSULTING CO., LTD.

### 杭州泰格醫藥科技股份有限公司

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

**(Stock Code: 3347)**

#### NOTICE OF THE 2024 FIRST EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the extraordinary general meeting (the “**EGM**”) of Hangzhou Tigermed Consulting Co., Ltd. (the “**Company**”) will be held at 3 p.m. on Thursday, March 21, 2024 at the Meeting Room, 18/F, Shengda Science Park Tower A, No. 19 Jugong Road, Binjiang District, Hangzhou, the PRC, or any adjournment thereof, for the purpose of considering and, if thought fit, approving the following resolutions. Unless the context otherwise requires, the terms and expressions used herein shall have same meanings as those defined in the circular dated March 1, 2024 of the Company (the “**Circular**”).

#### ORDINARY RESOLUTION

1. To consider and approve the appointment of Ms. Liu Yuwen (劉毓文) as an independent non-executive Director and to authorize the Board to determine the commencement date of such appointment.

By order of the Board  
**Hangzhou Tigermed Consulting Co., Ltd.**  
**Ye Xiaoping**  
Chairman

Hong Kong, March 1, 2024

*As at the date of this notice, the executive Directors are Dr. Ye Xiaoping, Ms. Cao Xiaochun, Mr. Wu Hao and Mr. Wen Zengyu; the independent non-executive Directors are Dr. Yang Bo, Mr. Liu Kai Yu Kenneth and Mr. Yuan Huagang.*

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## NOTICE OF THE EGM

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*Notes:*

1. The voting at the EGM will be conducted by way of poll.
2. Holders of A Shares and H Shares will vote as one class of Shareholders. The Company's register of members for the H Shares will be closed from Monday, March 18, 2024 to Thursday, March 21, 2024, both days inclusive, during which no transfer of H Shares will be effected. Holders of H Shares of the Company whose names appear on the Company's register of members of H Shares on Monday, March 18, 2024 are entitled to attend the EGM. In order to be entitled to attend at the EGM, holders of H Shares whose transfers have not been registered must deposit the transfer documents together with the relevant share certificates at the H Share Registrar of the Company, Tricor Investor Services Limited no later than 4:30 p.m. on Friday, March 15, 2024. The address of Tricor Investor Services Limited is 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong.
3. Each Shareholder entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote on his or her behalf. A proxy needs not be a Shareholder. Each Shareholder who wishes to appoint one or more proxies should first review the Circular.
4. Passing an ordinary resolution requires at least 1/2 of the Shareholders with voting rights (including their proxies) attending the EGM.
5. The form of proxy must be signed by the Shareholder or his/her attorney duly authorized in writing. If the Shareholder is a corporation, the instrument must be either under its common seal or signed by the director or his/her attorney duly authorized. If the instrument is signed by an attorney of the Shareholder, the power of attorney authorizing that attorney to sign or other authorization document must be notarized.
6. In order to be valid, the form of proxy of holders of H Shares together with the power of attorney or other authorisation documents (if any) signed by the authorised person or notarially certified power of attorney must be deposited at 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 EGM or any adjournment thereof (as the case may be). Completion and return of a form of proxy will not preclude a Shareholder from attending and voting in person at the EGM if he/she so wishes.
7. The EGM is expected to last for no more than half a day. Shareholders (or their proxies) attending the meeting are responsible for their own transportation and accommodation expenses. Shareholders (or their proxies) attending the meeting must produce their identity documents.
8. All times refer to Hong Kong local time unless otherwise stated.