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

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**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)**

**(1) TERMINATION OF IMPLEMENTATION OF 2022 RESTRICTED  
A SHARE INCENTIVE SCHEME AND LAPSE OF RESTRICTED SHARES;  
(2) PROPOSED CANCELLATION OF REPURCHASED SHARES AND  
CHANGE OF THE REGISTERED CAPITAL OF  
THE COMPANY;  
(3) REPURCHASE OF A SHARES THROUGH  
CENTRALIZED PRICE BIDDING;  
AND  
(4) NOTICES OF EXTRAORDINARY GENERAL MEETING AND  
H SHARE CLASS MEETING**

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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 3 to 19 of this circular.

The EGM and the H Share Class Meeting of the Company will be held at 3 p.m. on Tuesday, April 30, 2024 at the Meeting Room, 18/F, Shengda Science Park Tower A, No. 19 Jugong Road, Binjiang District, Hangzhou, the PRC. A notice of the EGM is set out on pages EGM-1 to EGM-3 of this circular, and a notice of the H Share Class Meeting is set out on pages H-1 to H-3 of this circular.

The forms of proxy for use at the EGM and the H Share Class Meeting respectively were published on the websites of the Stock Exchange at (<http://www.hkexnews.hk>) and the Company ([www.tigermedgrp.com](http://www.tigermedgrp.com)) on April 10, 2024. If you intend to appoint a proxy to attend the EGM and/or the H Share Class Meeting, 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 and/or the H Share Class Meeting 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/or the H Share Class Meeting and voting in person if you so wish.

April 10, 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:*

“A Share Class Meeting”	the A share class meeting of the Company to be held at the Meeting Room, 18/F, Shengda Science Park Tower A, No. 19 Jugong Road, Binjiang District, Hangzhou, the PRC, on Tuesday, April 30, 2024 after the conclusion or adjournment of the EGM , or any adjournment thereof;
“Announcements”	the announcements of the Company dated (i) March 28, 2024 relating to, among others, the termination of implementation of 2022 Restricted A Share Incentive Scheme and lapse of Restricted Shares, the proposed cancellation of repurchased shares and change of registered capital of the Company; and (ii) February 6, 2024, relating to, among other things, repurchase of A Shares through centralized price bidding;
“Articles of Association”	the articles of association of the Company, as amended from time to time;
“Board”	the board of Directors of the Company;
“Class Meetings”	A Share Class Meeting and H Share Class Meeting;
“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 second extraordinary general meeting of the Company to be held at 3 p.m. on Tuesday, April 30, 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;

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## DEFINITIONS

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“H Shares”	overseas listed foreign shares in the share capital of the Company with a nominal value of RMB1.00 each, which are to be subscribed for and traded in Hong Kong Dollars and are to be listed on the Stock Exchange;
“H Share Class Meeting”	the H share class meeting of the Company to be held at the Meeting Room, 18/F, Shengda Science Park Tower A, No. 19 Jugong Road, Binjiang District, Hangzhou, the PRC, on Tuesday, April 30, 2024 after the conclusion or adjournment of the EGM and A Share Class Meeting, or any adjournment thereof;
“Incentive Scheme”	the 2022 Restricted A Share Incentive Scheme (Draft) of Hangzhou Tigermed Consulting Co., Ltd., which became effective on November 23, 2022;
“Latest Practicable Date”	April 5, 2024, being the latest practicable date for the purpose of ascertaining certain information contained in this circular prior to its publication;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“Restricted Shares”	the 6,079,784 Type II restricted shares that have been granted but not yet vested under the Incentive Scheme;
“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);
“Share Repurchase”	the Company intends to repurchase part of A shares of the Company by self-owned funds or self-raised funds through centralized price bidding, which will be subsequently used to implement the A share equity incentive scheme or A share employee stock ownership plan; 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

*Independent Non-executive Directors:*

Mr. Liu Kai Yu Kenneth  
Mr. Yuan Huagang  
Ms. Liu Yuwen

*Registered Office:*

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

*Principal Place of Business in Hong Kong:*

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

Hong Kong, April 10, 2024

*To the Shareholders*

Dear Sir or Madam,

- (1) TERMINATION OF IMPLEMENTATION OF 2022 RESTRICTED A SHARE INCENTIVE SCHEME AND LAPSE OF RESTRICTED SHARES;  
(2) PROPOSED CANCELLATION OF REPURCHASED SHARES AND CHANGE OF THE REGISTERED CAPITAL OF THE COMPANY;  
(3) REPURCHASE OF A SHARES THROUGH CENTRALIZED PRICE BIDDING;  
AND  
(4) NOTICES OF EXTRAORDINARY GENERAL MEETING AND H SHARE CLASS MEETING**

#### **I. INTRODUCTION**

Reference is made to the Announcements. The purpose of this circular is to provide further information in relation to (1) termination of implementation of 2022 Restricted A Share Incentive Scheme and lapse of Restricted Shares; (2) proposed cancellation of repurchased shares and change of the registered capital of the Company; and (3) repurchase of A Shares through centralized price bidding and to provide you with all reasonable and necessary information to enable you to make an informed decision on whether to vote for or against the resolutions to be proposed on the EGM and the H Share Class Meeting.

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## LETTER FROM THE BOARD

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

The following resolutions will be considered and approved at the EGM (as appropriate):

### SPECIAL RESOLUTIONS

- (1) Termination of implementation of 2022 Restricted A Share Incentive Scheme and lapse of Restricted Shares;
- (2) Proposed cancellation of repurchased shares and change of the registered capital of the Company; and
- (3) Repurchase of A Shares through centralized price bidding.

The following resolutions will be considered and approved at the H Share Class Meeting (as appropriate):

### SPECIAL RESOLUTIONS

- (1) Proposed cancellation of repurchased shares and change of the registered capital of the Company; and
- (2) Repurchase of A Shares through centralized price bidding.

## II. Termination of the Implementation of 2022 Restricted A Share Incentive Scheme and Lapse of Restricted Shares

Reference is made to the announcement of the Company dated March 28, 2024 in relation to, among others, termination of the Implementation of 2022 Restricted A Share Incentive Scheme and lapse of Restricted Shares. At the sixth meeting of the fifth session of the Board and fourth meeting of the fifth session of the supervisory committee of the Company (the “**Supervisory Committee**”) held on March 28, 2024 to consider and approve the Resolution on Terminating the Implementation of the 2022 Restricted A Share Incentive Scheme and the Lapse of the Restricted Shares. The Company decided that the implementation of the Incentive Scheme, together with the relevant ancillary documents such as the Management Measures for Assessment Relating to the Implementation of the 2022 Restricted A Share Incentive Scheme of the Company shall be terminated, and all Restricted Shares that have been granted but not yet vested will lapse. Explanations on the relevant particulars are as follows:

### *1. Reasons for terminating the implementation of the Incentive Scheme*

Given the significant changes in the internal and external environment faced by the Company’s operations, as well as the operational situation compared to the time of formulating the Incentive Scheme, there is a deviation between the expected operating situation of the Company and the setting of assessment indicators in the Incentive Scheme. Continuing to

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## LETTER FROM THE BOARD

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implement the Incentive Scheme will be difficult to achieve the expected incentive objectives and effects. Taking into account the industry and actual business situation of the Company, recent market environment factors, and the Company's future development strategy plan, after the prudent consideration, in order to ensure the long-term sustainable and stable development of the Company, the Board decided that the implementation of the Incentive Scheme, together with the ancillary documents such as the Management Measures for Assessment Relating to the Implementation of the 2022 Restricted A Share Incentive Scheme of Hangzhou Tigermed Consulting Co., Ltd., shall be terminated, and all of the 6,079,784 Type II Restricted Shares that have been granted but not yet vested will lapse and no share repurchases shall be involved.

### ***2. Impact of terminating the implementation of the Incentive Scheme on the Company and subsequent measures***

The termination of the Incentive Scheme by the Company complies with relevant laws, regulations, normative documents such as the Company Law of the People's Republic of China ("**Company Law**"), the Securities Law of the People's Republic of China ("**Securities Law**"), the Management Measures for Equity Incentives of Listed Companies ("**Management Measures**"), and the relevant provisions of the Incentive Scheme, which will not prejudice the interests of the Company and its Shareholders as a whole, will not have a material adverse effect on the daily operation and future development of the Company, and will not affect the diligence of management and core staff of the Company.

The relevant share-based payment that need to be confirmed for the termination of the Incentive Scheme by the Company shall be handled by the Company's finance department in accordance with the provisions of the Accounting Standard for Business Enterprises No. 11 – Share-based Payments. The termination of the Incentive Scheme will not have a substantial impact on the financial condition of the Company and shareholders' equity. The impact of the final share-based payment on the Company's net profit will be subject to the annual audit report issued by an accounting firm.

In accordance with the provisions of the Management Measures for Equity Incentives of Listed Companies, the Board undertakes that no share incentive scheme will be considered within three months from date of the announcement of the resolution of the EGM and Class Meetings on terminating the implementation of the Incentive Scheme. Upon termination of the Incentive Scheme, the Company will continuously optimize the existing salary system, improve internal performance evaluation mechanisms, and other means to ensure the motivation of the Company's core team, in order to promote the long-term sustainable and healthy development of the Company.

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## LETTER FROM THE BOARD

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### ***3. Approval procedures for terminating the Incentive Scheme***

The termination of the Incentive Scheme by the Company and the lapse of the Restricted Shares by the Company have been approved by the remuneration and evaluation committee of the fifth session of the Board at its first meeting in 2024. The Company convened the sixth meeting of the fifth session of the Board and fourth meeting of the fifth session of the Supervisory Committee on March 28, 2024 to consider and approve the Resolution on Terminating the Implementation of the 2022 Restricted A Share Incentive Scheme and the Lapse of the Restricted Shares. This resolution is subject to consideration at the EGM.

### ***4. Opinions of Supervisory Committee***

Upon review, the Supervisory Committee considers that the termination of the implementation of the Incentive Scheme by the Company complies with relevant laws and regulations such as the Management Measures for Equity Incentives of Listed Companies and the relevant provisions of the Incentive Scheme of the Company, which will not have a material effect on the financial condition and operating results of the Company, and there is no circumstance existing that harms the interests of the Company and the Shareholders as a whole. Therefore, the Supervisory Committee agrees to the termination of the implementation of the Incentive Scheme by the Company.

### ***5. Conclusion of the Legal Opinion***

Beijing Jia Yuan Law Offices is of the view that the termination of the Incentive Scheme has obtained the necessary approvals and authorisations and is consistent with the relevant provisions of the Company Law, the Securities Law and the Administrative Measures. The termination of the Scheme is in compliance with the Company Law, the Securities Law, the Management Measures and other relevant laws and regulations, regulatory documents and the relevant provisions of the Incentive Scheme, and there are no circumstances that will obviously prejudice the interests of the Company and all Shareholders. The information disclosure obligations fulfilled by the Company in respect of matters relating to the termination of the Scheme are in compliance with the relevant provisions of the Company Law, the Securities Law and the Administrative Measures and other relevant laws, regulations and regulatory documents. The termination of the Scheme is subject to the approval of the Shareholders at the general meeting of the Company and the Company shall fulfil its obligations in relation to the disclosure of information.

The resolution on termination of implementation of 2022 Restricted A Share Incentive Scheme and lapse of Restricted Shares is subject to the approval of the special resolution to be passed at the EGM.

## LETTER FROM THE BOARD

### III. Proposed Cancellation of Repurchased Shares and Change of the Registered Capital of the Company

Reference is made to the announcement of the Company dated March 28, 2024 in relation to, among others, the proposed cancellation of repurchased shares and change of the registered capital of the Company. At the sixth meeting of the fifth session of the Board and fourth meeting of the fifth session of the Supervisory Committee held on March 28, 2024 considered and approved the resolution on terminating the implementation of the 2022 Restricted A Share Incentive Scheme and the lapse of the Restricted Shares and all Restricted Shares that have been granted but not yet vested will lapse.

The 7,469,650 shares repurchased by the Company for the implementation of the employee share ownership plan or the A share incentive scheme in the previous two repurchases through centralized bidding transactions have not been utilized. In accordance with the Company's share repurchase plan and the relevant requirements of the Self-regulatory Guidelines for the Companies Listed on the Shenzhen Stock Exchange No. 9 – Repurchase of Shares, given that the shares repurchased by the Company were not expected to be used for the implementation of the A share incentive scheme or the employee share ownership plan, the Company intended to cancel the 7,469,650 shares deposited in the designated account set up Specially for repurchases and reduced the registered capital of the Company accordingly.

#### 1. Changes of the Shareholding Structure of the Company after the Cancellation of Repurchased Shares

Nature of Shares	Before the Cancellation of the Repurchased Shares		Number of Cancelled Repurchased Shares	After the Cancellation of the Repurchased Shares	
	Number of shares (Share)	Proportion (%)	(Share)	Number of shares (Share)	Proportion (%)
I. Circulating Shares subject to selling restrictions	171,687,044	19.68	0	171,687,044	19.85
Locked Shares held by senior management	171,687,044	19.68	0	171,687,044	19.85
II. Circulating Shares not subject to selling restrictions	700,731,176	80.32	(7,469,650)	693,261,526	80.15
RMB ordinary Shares (A Shares)	577,606,376	66.21	(7,469,650)	570,136,726	65.92
Overseas-listed foreign Shares (H Shares)	123,124,800	14.11	(0)	123,124,800	14.23
III. Total number of Shares	872,418,220	100	(7,469,650)	864,948,570	100

*Note:* Any discrepancies in the above table between totals and sums of figures listed are due to rounding.

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## LETTER FROM THE BOARD

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### *2. Effect of the Cancellation of Repurchased Shares of the Company*

The cancellation of repurchased shares will not materially affect the financial position and operating results of the Company, and will not jeopardize the interests of the Company and the minority investors. After the cancellation of repurchased shares, the shareholding distribution of the Company is still able to fulfill the listing conditions and will not change the Company's status as a listed company.

### *3. Opinions of Supervisory Committee*

Upon verification, the Supervisory Committee is of the view that, the cancellation of repurchased shares and reduction of registered capital are in compliance with the Company Law, Rules for Share Repurchase by Listed Companies and the Self-regulatory Guidelines for the Companies Listed on the Shenzhen Stock Exchange No. 9 – Repurchase of Shares and other relevant laws and regulations, and will not jeopardize the interests of the shareholders, in particular, the minority shareholders. The Supervisory Committee agrees with the cancellation of repurchased shares and reduction of registered capital.

Pursuant to the relevant requirements of the Company Law and the Articles of Association, the registered capital of the Company and the total number of Shares of the Company shall be changed as a result of the aforesaid cancellation of the repurchased shares. The total number of shares of the Company will be changed from 872,418,220 shares to 864,948,570 shares and the registered capital of the Company will be changed from RMB872,418,220 to RMB864,948,570.

As a result of the change of the registered capital of the Company above, the Board proposed to change the registered capital of the Company from RMB872,418,220 (divided into 872,418,220 shares) to RMB864,948,570 (divided into 864,948,570 shares).

The proposed cancellation of repurchased shares and change of the registered capital of the Company is subject to approval of the special resolution by the Shareholders at the EGM and Class Meetings.

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## LETTER FROM THE BOARD

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### **IV. Repurchase of A Shares through centralized price bidding**

Reference is made to the announcement of the Company dated February 6, 2024, in relation to, among others to repurchase of A Shares through centralized price bidding. In order to promote the healthy and stable long-term development of the Company, to enhance investors' confidence in the Company and to protect the interests of general investors, and at the same time, to further establish and improve the Company's long-term incentive mechanism, based on the recognition of the Company's development prospects and intrinsic value, the Company formulated its Share Repurchase plan in accordance with relevant laws and regulations after taking into consideration the actual situation of the current capital market, as well as the Company's current financial position, operating conditions, valuation level and other factors, which is used to be the Company's source of shares for subsequent A share equity incentive scheme or A share employee stock ownership plan, and for the reduction of registered capital of the Company. Among others, the number of shares to be used for the implementation of the equity incentive scheme or employee stock ownership plan shall not be higher than 60% of the total number of repurchased shares, and the number of shares to be used for the cancellation for the purpose of reducing the registered capital shall not be lower than 40% of the total number of repurchased shares.

The partial shares to be repurchased will be used as the source of shares for subsequent implementation of the Company's equity incentive scheme or employee stock ownership plan. In accordance with the Company Laws, the Securities Laws and other relevant laws and regulations, the Company will then formulate its equity incentive scheme or relevant employee stock ownership plan based on specific conditions and submit the same to the Board and the general meeting for consideration.

#### ***1. Purpose and usage of the Share Repurchase***

In order to promote the healthy and stable long-term development of the Company, to enhance investors' confidence in the Company and to protect the interests of general investors, and at the same time, to further establish and improve the Company's long-term incentive mechanism, based on the recognition of the Company's development prospects and intrinsic value, the Company formulated its Share Repurchase plan in accordance with relevant laws and regulations after taking into consideration the actual situation of the current capital market, as well as the Company's current financial position, operating conditions, valuation level and other factors, which is used to be the Company's source of shares for subsequent A share equity incentive scheme or A share employee stock ownership plan, and for the reduction of registered capital of the Company. Among others, the number of shares to be used for the implementation of the equity incentive scheme or employee stock ownership plan shall not be higher than 60% of the total number of repurchased shares, and the number of shares to be used for the cancellation for the purpose of reducing the registered capital shall not be lower than 40% of the total number of repurchased shares.

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## LETTER FROM THE BOARD

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### ***2. Fulfillment of relevant conditions for the Share Repurchase***

The Share Repurchase by the Company is in compliance with relevant requirements of Article 8 of the Share Repurchase Rules by Listed Companies and Article 10 of the Regulatory Guidelines No. 9:

- (1) The Company's shares have been listed for at least six months;
- (2) There has been no material breach of laws by the Company over the past one year;
- (3) The Company will be solvent and able to operate as an ongoing concern after the Share Repurchase;
- (4) The distribution of the Company's shareholdings after the Share Repurchase is in compliance with listing conditions;
- (5) Other conditions stipulated by the CSRC and the Shenzhen Stock Exchange.

### ***3. Methods of the Share Repurchase***

The Company will adopt centralized price bidding or other methods permitted by laws and regulations to repurchase the public shares in issue.

### ***4. Type and number of shares to be repurchased and the proportion to the total share capital***

Type of shares to be repurchased: A shares held by the public and issued by the Company.

Number of shares to be repurchased: The total amount of the fund for the repurchase is within the range of not less than RMB500 million and not more than RMB1 billion. Price of the Share Repurchase is not more than RMB60.00 per share (inclusive). Based on the price cap of the Share Repurchase of RMB60.00 per share and the minimum repurchase amount of not less than RMB500 million, the number of shares to be repurchased by the Company is estimated at 8,333,333 shares, accounting for 0.96% of the current total share capital of the Company and 1.11% of the current total A share capital of the Company; based on the maximum repurchase amount of not more than RMB1 billion, the number of shares to be repurchased by the Company is estimated at 16,666,666 shares, accounting for 1.91% of the current total share capital of the Company and 2.22% of the current total A share capital of the Company, subject to the actual number of shares to be repurchased upon the conclusion of the period of the Share Repurchase.

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## LETTER FROM THE BOARD

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In the event of any conversion of capital reserve into share capital, distribution of shares or cash dividends, stock split, stock consolidation, share placing or issuance of equity warrants during the period of the Share Repurchase, the Company shall adjust the number of shares to be repurchased starting from the ex-rights date or ex-dividend dates in accordance with the requirements of the CSRC and the Shenzhen Stock Exchange.

### **5. *Total amount of the repurchase funds and the source of funds***

The total amount of funds for the Share Repurchase is not less than RMB500 million and not more than RMB1 billion. The specific amount of funds for the Share Repurchase is subject to the amount of funds actually used for the Share Repurchase at the expiry of the period of the Share Repurchase. The source of funds to be used for the proposed Share Repurchase is self-owned funds or self-raised funds of the Company, and the Share Repurchase will not use the proceeds received from the previous issuance of overseas listed foreign shares (i.e. H shares).

### **6. *The price or price range and pricing principle for the Share Repurchase***

The price of the proposed Share Repurchase is not more than RMB60.00 per share (inclusive), and such maximum repurchase price does not exceed 150% of the average trading price of the Company's shares within 30 trading days prior to the date of the consideration and approval of the resolution on the Share Repurchase by the Board. The actual repurchase price shall be determined by the Board according to the specific conditions of the Company's shares and the overall market trend, as well as the Company's financial and operation conditions after the commencement of the Share Repurchase.

In the event of any ex-rights or ex-dividend matters of the Company during the period of the Share Repurchase, such as conversion of capital reserve into share capital, distribution of shares or cash dividends, stock split, stock consolidation, share placing or issuance of equity warrants, the Company will adjust the cap of repurchase price accordingly from the ex-rights or ex-dividend date in accordance with the regulations of the CSRC and the Shenzhen Stock Exchange.

### **7. *Period of the Share Repurchase***

- (1) The period of the proposed Share Repurchase shall be no more than 12 months from the date on which the Share Repurchase plan is considered and approved by the General Meeting. The period of the Share Repurchase shall end prematurely, and the Share Repurchase plan shall be deemed completed if the following conditions are triggered:
  - a. The Share Repurchase plan shall be deemed completed and the period of the Share Repurchase shall end prematurely if and when the amount of fund application reaches its maximum limit of RMB1 billion during such period;

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## LETTER FROM THE BOARD

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- b. The period of the Share Repurchase shall end prematurely from the date on which a resolution to terminate to the Share Repurchase plan is passed by the General Meeting if the General Meeting has decided to terminate the Share Repurchase plan for sufficiently justifiable causes.
- (2) The Company shall not repurchase any shares during the following periods:
- a. from the date of the occurrence of a significant event that may have a material impact on the trading price of the shares of the Company or during the decision – making process thereof to the date of disclosure thereof according to the law;
  - b. other circumstances as stipulated by the CSRC and the Shenzhen Stock Exchange.
- (3) The Company shall not entrust the Share Repurchase within the following trading hours:
- a. opening call auction;
  - b. closing call auction;
  - c. during a trading day when there is no trading price limit on share price.

During the period of the Share Repurchase, if the Company's stock trading is suspended due to planning of major matters, the Company will postpone the implementation of the Share Repurchase plan until the resumption of stock trading and make disclosure in a timely manner.

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## LETTER FROM THE BOARD

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### 8. *Expected changes in the shareholding structure of the Company after the Share Repurchase*

Based on the maximum repurchase amount of RMB1 billion and the maximum repurchase price of RMB60.00 per share, it is estimated that the number of shares to be repurchased will be approximately 16,666,666 shares, representing approximately 1.91% of the current total issued share capital of the Company; based on the minimum repurchase amount of RMB500 million and the maximum repurchase price of RMB60.00 per share, it is estimated that the number of shares to be repurchased will be approximately 8,333,333 shares, representing approximately 0.96% of the current total issued share capital of the Company. The specific number of shares to be repurchased shall be subject to the actual number of shares to be repurchased upon the expiry of the period of the Share Repurchase.

If the final number of shares repurchased by the Company is 16,666,666 shares, the number of shares repurchased to be used for the implementation of the equity incentive scheme or employee stock ownership plan shall be 60% of the total number of repurchased shares, and the number of shares to be used for the cancellation for the purpose of reducing the registered capital shall be 40% of the total number of repurchased shares, then changes in the shareholding structure of the Company after the Share Repurchase are as follows:

<b>Item</b>	<b>Before the Share Repurchase</b>		<b>After the Share Repurchase</b>	
	<i>Number of shares (shares)</i>	<i>Proportion (%)</i>	<i>Number of shares (shares)</i>	<i>Proportion (%)</i>
Shares subject to selling restrictions	171,687,044	19.68	181,687,043	20.99
Shares not subject to selling restrictions	700,731,176	80.32	684,064,510	79.01
Total number of shares	872,418,220	100	865,751,553	100

*Note:* The above changes do not temporarily take into account the impact of other factors, and the specific number of shares to be repurchased shall be subject to the actual number of shares to be repurchased upon the expiry of the period of the Share Repurchase.

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## LETTER FROM THE BOARD

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If the final number of shares repurchased by the Company is 8,333,333 shares, the number of shares repurchased to be used for the implementation of the employee stock ownership plan or equity incentive scheme shall be 60% of the total number of repurchased shares, and the number of shares to be used for the cancellation for the purpose of reducing the registered capital shall be 40% of the total number of repurchased shares, the changes in the shareholding structure of the Company after the Share Repurchase are as follows:

Item	Before the Share Repurchase		After the Share Repurchase	
	<i>Number of shares (shares)</i>	<i>Proportion (%)</i>	<i>Number of shares (shares)</i>	<i>Proportion (%)</i>
Shares subject to selling restrictions	171,687,044	19.68	176,687,043	20.33
Shares not subject to selling restrictions	700,731,176	80.32	692,397,843	79.67
Total number of shares	872,418,220	100	869,084,886	100

*Note:* The above changes do not temporarily take into account the impact of other factors, and the specific number of shares to be repurchased shall be subject to the actual number of shares to be repurchased upon the expiry of the period of the Share Repurchase.

### ***9. Analysis of the management on impacts of the repurchase of A shares on the operations, finances and future development of the Company***

The repurchase of A shares by the Company from the public reflects the recognition of the intrinsic value of the Company by the management and the major shareholders, which will help to realize the return and enhancement of the value of all shareholders, protect the interests of all shareholders, especially the minority shareholders, and enhance public investors' confidence.

As of December 31, 2023 (audited), the total assets of the Company amounted to RMB29,680.70 million, owners' equity attributable to shareholders of the listed company amounted to RMB21,026.7747 million, and current assets amounted to RMB11,342.0030 million. Assuming that the maximum repurchase amount of RMB1 billion has been fully utilized, based on the financial data on December 31, 2023, the repurchase funds represent approximately 3.37% of the total assets of the Company, approximately 4.76% of owners' equity attributable to shareholders of the listed company and approximately 8.82% of the current assets of the Company. Based on the current operations, financial position and future development plans of the Company, the Company is of the view that the total amount of its own funds or self-raised funds of not less than RMB500 million and not more than RMB1 billion will be used for the repurchase of shares on an optional basis during the period of the Share Repurchase with certain flexibility, which will not have any material impact on the operations, financial position and major future development of the Company.

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## LETTER FROM THE BOARD

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Based on the maximum total amount of repurchase funds of RMB1 billion and the maximum repurchase price of RMB60.00 per share, it is estimated that the number of shares to be repurchased represents approximately 1.91% of the current total issued share capital of the Company, and there will be no material change in the shareholding structure of the Company after the completion of the Share Repurchase. The shareholding of the Company meets the requirements for listing, therefore, the Share Repurchase will not cause the Company to fail to meet the requirements for listing.

***10. The proposer of the Share Repurchase plan, the time of proposal, whether the listed company's controlling shareholders, de facto controllers and their parties acting in concert, Directors, supervisors and senior management and the proposer deal in the Shares of the Company within six months before the Board resolved on the repurchase of shares, explanations as to whether there are insider trading and market manipulation alone or jointly with others, and share increase or decrease plan during the period of the Share Repurchase; share decrease plan to be proposed by the Directors, supervisors, senior management, controlling shareholders, de facto controllers, shareholders holding more than 5% of the shares, the proposer of the Share Repurchase of the Company in the next six months***

The proposer of the Share Repurchase plan of the Company is Mr. Ye Xiaoping, the Chairman of the Company, and the proposal time was February 1, 2024.

After the Company's self-inspection, controlling shareholders, de facto controllers and their parties acting in concert, Directors, all supervisors, other senior management and the proposer of the Company did not deal in the shares of the Company within six months before the Board resolved on the repurchase of shares, nor did they engage in insider trading or market manipulation alone or jointly with others.

It was confirmed that as of the Latest Practicable Date, the Company's controlling shareholders, de facto controllers and their parties acting in concert, Directors, supervisors and senior management of the Company temporarily have no definite plans to reduce their shareholdings in the Company in the next six months and during the period of the Share Repurchase (except for the increase in shares due to the implementation of the employee stock ownership plan or the equity incentive scheme by the Company), but do not rule out the possibility to reduce their shareholdings in the Company.

Shareholders holding more than 5% of the shares of the Company and their parties acting in concert temporarily have no definite plans to reduce their shareholdings in the next six months, but do not rule out the possibility to reduce their shareholdings in the Company.

In case of the Directors, supervisors, senior management, controlling shareholders, de facto controllers of the Company and their parties acting in concert, shareholders holding more than 5% of the shares of the Company propose an share increase or decrease plan during the period of the Share Repurchase, the Company will strictly comply with the relevant laws and regulations and fulfill its information disclosure obligations.

Guidelines for the Supervision and Administration of Listed Companies No. 5 – Measures on Registration of Insiders of Listed Companies

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## LETTER FROM THE BOARD

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***11. The repurchased shares are used for subsequent A share equity incentive scheme or A share employee stock ownership plan and the reduction of the Company's registered capital***

If the above-mentioned purposes cannot be implemented within the time limit specified according to relevant laws and regulations after the completion of the Share Repurchase, part of the shares that have not been granted or transferred will be cancelled in accordance with the law. In the event that the Company cancels the repurchased shares, the Company will promptly perform relevant decision-making procedures and notify all creditors in accordance with the relevant provisions of the Company Law to fully protect the legal rights and interests of creditors, and perform its disclosure obligations in a timely manner.

***12. Authorization matters***

According to the Articles of Association, the Share Repurchase of the Company's shares is required to be considered by the general meeting. In order to implement the Share Repurchase smoothly, the Board will be authorized at the general meeting handle matters related to the Share Repurchase, including but not limited to:

- (1) Formulating and implementing a specific repurchase plan, selecting the opportunity to repurchase the Company's shares during the period of the Share Repurchase, including but not limited to the implementation time, price, quantity, etc., and making corresponding adjustments in accordance with relevant laws and regulations and the Articles of Association.
- (2) Adjusting the specific implementation plan for Share Repurchase to the extent permitted by the relevant laws, regulations and regulatory documents, and handling other matters related to the Share Repurchase, except for the matters that require a re-voting by the Board according to relevant laws, regulations and regulatory documents and the Articles of Association.
- (3) Formulating and adjusting the Share Repurchase plan in accordance with market conditions, stock price performance and the actual situation of the Company, except for the matters that require a re-voting by the Board according to relevant laws, regulations and regulatory documents, and the Articles of Association.
- (4) Specifically setting up a repurchase-specific securities account or other related securities accounts.
- (5) Handling related approval matters, including but not limited to authorization, signing, executing, amending and completing all necessary documents, contracts, agreements and deeds in connection with the Share Repurchase.
- (6) Notifying, liaising and making any disposition arrangements with all creditors on debts.

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## **LETTER FROM THE BOARD**

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- (7) Deciding whether to engage relevant intermediaries and signing the relevant agreements and contracts.
- (8) Making corresponding modification to relevant clauses in the Articles of Association relating to the registered capital, total share capital and other items according to the actual repurchase situation, and conducting industrial and commercial registration formalities for amendments in the Articles of Association, change in registered capital and other matters.
- (9) Specifically dealing with other necessary matters in relation to the Share Repurchase.

The afore-mentioned matters shall begin from the date of approval of the Share Repurchase at the General Meeting until the completion of above authorization matters.

### **CONSIDERATION AND IMPLEMENTATION PROCEDURES OF THE SHARE REPURCHASE PLAN**

On February 6, 2024, the Resolution on Plan for the Repurchase of the Shares of the Company was considered and approved at the fourth meeting of the fifth session of the Board. In accordance with the Company Law, the Securities Law, the Repurchase Implementation Rules and the relevant requirements, the Board has approved the Share Repurchase plan.

### **RISK REMINDER FOR THE SHARE REPURCHASE PLAN**

- (1) The Share Repurchase plan may be exposed to the risk of failure in its implementation as a result of the occurrence of significant events having a material impact on the trading price of the Company's shares, resulting in the decision of the Board to terminate the Share Repurchase plan, or the Company failing to meet the requirements of share repurchase in accordance with the laws and regulations;
- (2) Due to significant changes in the Company's operations, financial position, and objective external conditions, there may be the risk of change or termination of the Share Repurchase plan according to relevant rules;
- (3) Such equity incentive scheme or employee stock ownership plan may not be approved by the Board and the General Meeting, and participants in the equity incentive scheme or employee stock ownership plan may waive entitlements to the relevant shares, resulting in a risk that the shares repurchased may be cancelled due to failing to be fully granted;
- (4) The Share Repurchase plan is required to be submitted to the General Meeting for consideration and approval, and there may be exposed to the risk of failure to be approved at the General Meeting;

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## LETTER FROM THE BOARD

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- (5) The part of shares repurchased will be used for cancellation, and there is risk that the Company is unable to satisfy creditors' requirements to repay debts or provide corresponding guarantees, which in turn there may be the risk of failure in implementation of the Share Repurchase plan;
- (6) The Share Repurchase plan may be exposed to the risk of failure in its implementation as result of that the funds required for the repurchase of shares cannot be raised.

During the period of the Share Repurchase, the Company will make and implement the decision to repurchase as and when appropriate based on market conditions and perform its information disclosure obligations in a timely manner in respect of the progress of the Share Repurchase. Investors of the Company are advised to exercise caution when dealing in the securities of the Company.

### **V. CLOSURE OF REGISTER OF MEMBERS**

In order to ascertain the entitlement to attend and vote at the EGM and the H Share Class Meeting, the register of members of the Company will be closed from Thursday, April 25, 2024 to Tuesday, April 30, 2024, both days inclusive, during which no transfer of Shares will be effected. The record date of the entitlement to attend and vote at the EGM and the H Share Class Meeting will be Thursday, April 25, 2024. In order to determine whether Shareholders are entitled to attend and vote at the EGM and the H Share Class Meeting, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's H Share Registrar Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration no later than 4:30 p.m. on Wednesday, April 24, 2024.

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## LETTER FROM THE BOARD

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### VI. EXTRAORDINARY GENERAL MEETING AND H SHARE CLASS MEETING

The EGM and the H Share Class Meeting will be held at 3:00 p.m. on Tuesday, April 30, 2024 at the Meeting Room, 18/F, Shengda Science Park Tower A, No. 19 Jugong Road, Binjiang District, Hangzhou, the PRC. The forms of proxy for use at the EGM and the H Share Class Meeting were published on the website of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.tigermedgrp.com](http://www.tigermedgrp.com)) on April 10, 2024.

None of the Shareholders has any material interest in any of the resolutions to be proposed at the EGM and H Share Class Meeting and is required to abstain from voting at the EGM and H Share Class Meeting.

No Director has a material interest in any of the resolutions to be proposed at the EGM and H Share Class Meeting.

### VII. RECOMMENDATION

The Directors (including the independent non-executive Directors) believe that all the resolutions set out in the Circular are 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.

### VIII. 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.

### IX. FURTHER INFORMATION

Your attention is drawn to the additional information set out in the Appendix to this circular.

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

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

The following is the explanatory statement required to be sent to the Shareholders under Rule 10.06(1)(b) of the Listing Rules in connection with the A Shares Repurchase Plan.

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### **REASONS FOR THE REPURCHASE**

In order to promote the healthy and stable long-term development of the Company, to enhance investors' confidence in the Company and to protect the interests of general investors, and at the same time, to further establish and improve the Company's long-term incentive mechanism, based on the recognition of the Company's development prospects and intrinsic value, the Company formulated its Share Repurchase plan in accordance with relevant laws and regulations after taking into consideration the actual situation of the current capital market, as well as the Company's current financial position, operating conditions, valuation level and other factors, which is used to be the Company's source of shares for subsequent A share equity incentive scheme or A share employee stock ownership plan, and for the reduction of registered capital of the Company. Among others, the number of shares to be used for the implementation of the equity incentive scheme or employee stock ownership plan shall not be higher than 60% of the total number of repurchased shares, and the number of shares to be used for the cancellation for the purpose of reducing the registered capital shall not be lower than 40% of the total number of repurchased shares.

### **SHARE CAPITAL AND THE NUMBER OF SHARES TO BE REPURCHASED**

As at Latest Practicable Date, the total issued capital of the Company is 872,418,220 Shares comprising 749,293,420 A Shares of RMB1.00 each and 123,124,800 H Shares of RMB1.00 each.

The total amount of the fund for the repurchase is within the range of not less than RMB500 million and not more than RMB1 billion. Price of the Share Repurchase is not more than RMB60.00 per share (inclusive). Based on the price cap of the Share Repurchase of RMB60.00 per share and the minimum repurchase amount of not less than RMB500 million, the number of shares to be repurchased by the Company is estimated at 8,333,333 shares, accounting for 0.96% of the current total share capital of the Company and 1.11% of the current total A share capital of the Company; based on the maximum repurchase amount of not more than RMB1 billion, the number of shares to be repurchased by the Company is estimated at 16,666,666 shares, accounting for 1.91% of the current total share capital of the Company and 2.22% of the current total A share capital of the Company, subject to the actual number of shares to be repurchased upon the conclusion of the period of the Share Repurchase

**SHAREHOLDERS'S APPROVAL**

The A Shares Repurchase Plan will be conditional upon the special resolutions being passed at the EGM, the Class Meetings to be held on April 30, 2024.

- (1) The period of the proposed Share Repurchase shall be no more than 12 months from the date on which the Share Repurchase plan is considered and approved by the General Meeting. The period of the Share Repurchase shall end prematurely, and the Share Repurchase plan shall be deemed completed if the following conditions are triggered:
  - a. The Share Repurchase plan shall be deemed completed and the period of the Share Repurchase shall end prematurely if and when the amount of fund application reaches its maximum limit of RMB1 billion during such period;
  - b. The period of the Share Repurchase shall end prematurely from the date on which a resolution to terminate to the Share Repurchase plan is passed by the General Meeting if the General Meeting has decided to terminate the Share Repurchase plan for sufficiently justifiable causes.
- (2) The Company shall not repurchase any shares during the following periods:
  - a. from the date of the occurrence of a significant event that may have a material impact on the trading price of the shares of the Company or during the decision – making process thereof to the date of disclosure thereof according to the law;
  - b. other circumstances as stipulated by the CSRC and the Shenzhen Stock Exchange.
- (3) The Company shall not entrust the Share Repurchase within the following trading hours:
  - a. opening call auction;
  - b. closing call auction;
  - c. during a trading day when there is no trading price limit on share price.

During the period of the Share Repurchase, if the Company's stock trading is suspended due to planning of major matters, the Company will postpone the implementation of the Share Repurchase plan until the resumption of stock trading and make disclosure in a timely manner.

**SOURCE OF FUNDS FOR THE REPURCHASE**

The source of funds to be used for the proposed Share Repurchase is self-owned funds or self-raised funds of the Company, and the Share Repurchase will not use the proceeds received from the previous issuance of overseas listed foreign shares (i.e. H shares). The Company may only apply funds legally available for such purpose in accordance with the Articles of Association, the Listing Rules and the applicable laws and regulations of the PRC.

**IMPACT ON WORKING CAPITAL**

As of December 31, 2023 (audited), the total assets of the Company amounted to RMB29,680.70 million, owners' equity attributable to shareholders of the listed company amounted to RMB21,026.7747 million, and current assets amounted to RMB11,342.0030 million. Assuming that the maximum repurchase amount of RMB1 billion has been fully utilized, based on the financial data on December 31, 2023, the repurchase funds represent approximately 3.37% of the total assets of the Company, approximately 4.76% of owners' equity attributable to shareholders of the listed company and approximately 8.62% of the current assets of the Company. Based on the current operations, financial position and future development plans of the Company, the Company is of the view that the total amount of its own funds or self-raised funds of not less than RMB500 million and not more than RMB1 billion will be used for the repurchase of shares on an optional basis during the period of the Share Repurchase with certain flexibility, which will not have any material impact on the operations, financial position and major future development of the Company.

Based on the maximum total amount of repurchase funds of RMB1 billion and the maximum repurchase price of RMB60.00 per share, it is estimated that the number of shares to be repurchased represents approximately 1.91% of the current total issued share capital of the Company, and there will be no material change in the shareholding structure of the Company after the completion of the Share Repurchase. The shareholding of the Company meets the requirements for listing, therefore, the Share Repurchase will not cause the Company to fail to meet the requirements for listing.

**A SHARE PRICES AND H SHARE PRICES**

The highest and lowest traded prices for the A Shares recorded on the Shenzhen Stock Exchange and the H Shares recorded on the Stock Exchange during each of the twelve months preceding the Latest Practicable Date were as follows:

Month	A Shares		H Shares	
	Highest <i>RMB</i>	Lowest <i>RMB</i>	Highest <i>HK\$</i>	Lowest <i>HK\$</i>
<b>2023</b>				
April	106.01	90.96	86.80	64.70
May	92.63	80.80	69.50	56.10
June	81.88	63.60	60.35	41.35
July	68.80	61.66	52.55	42.60
August	69.80	59.77	52.15	39.90
September	68.32	61.50	45.65	39.00
October	71.75	57.41	47.00	36.75
November	71.31	62.11	50.50	41.00
December	62.35	51.89	41.85	32.10
<b>2024</b>				
January	54.97	40.60	36.30	24.05
February	45.05	37.85	29.05	22.10
March	53.15	41.18	35.30	24.50
April (up to the Latest Practicable Date)	53.10	50.24	30.60	26.90

**SHARES REPURCHASED BY THE COMPANY**

No repurchase of Shares (whether on the Stock Exchange or otherwise) has been made by the Company in the six months preceding the Latest Practicable Date.

**DIRECTORS' UNDERTAKINGS AND GENERAL INFORMATION**

The Directors will exercise the powers of the Company to make repurchases pursuant to the mandate to be granted by the Shareholders at the EGM and Class Meetings in accordance with the Listing Rules, the applicable laws, rules and regulations of the PRC.

None of the Directors or Supervisors nor, to the best of their knowledge, having made all reasonable enquiries, any of their close associates (as defined in the Listing Rules) presently intends to sell any Shares to the Company in the event that the Repurchase Plan is approved by the Shareholders at the EGM and the Class Meetings.

The Company has not been notified by any core connected persons (as defined in the Listing Rules) of the Company that they have a present intention to sell any Shares to the Company, or that they have undertaken not to sell any Shares held by them to the Company in the event that the Repurchase Plan is approved by the Shareholders at the EGM and the Class Meetings.

#### **TAKEOVERS CODE AND THE PUBLIC FLOAT REQUIREMENT**

If as a result of a share repurchase by the Company, a substantial Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purpose of Rule 32 of the Codes on Takeovers Code. Accordingly, a Shareholder, or a group of Shareholders acting in concert could obtain or consolidate control of the Company or become obligated to make a mandatory offer in accordance with Rules 26 and 32 of the Takeovers Code.

The Listing Rules prohibit a company from making repurchase on the Stock Exchange if the result of the repurchase would be that less than 25% (or such other prescribed minimum percentage as determined by the Stock Exchange) of the issued share capital would be in public hands. The Directors do not propose to repurchase Shares which would result in less than the prescribed minimum percentage of Shares in public hands.

The Company confirms that neither this explanatory statement nor the proposed Share Repurchase has any unusual features.

#### **STATUS OF A SHARES FROM THE REPURCHASE**

The A Shares to be repurchased by the Company shall be respectively processed under the laws and regulations of the PRC and the Listing Rule.

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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 SECOND 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 Tuesday, April 30, 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 April 10, 2024 of the Company (the “**Circular**”).

#### SPECIAL RESOLUTIONS

1. To consider and approve the termination of implementation of 2022 Restricted A Share Incentive Scheme and lapse of Restricted Shares.
2. To consider and approve the proposed cancellation of repurchased shares and change of registered capital of the Company.
3. To consider and approve the repurchase of A Shares through centralized price bidding:
  - 3.1 Purpose and usage of the Share Repurchase
  - 3.2 Fulfillment of relevant conditions for the Share Repurchase
  - 3.3 Methods of the Share Repurchase
  - 3.4 Type and number of shares to be repurchased and the proportion to the total share capital

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## NOTICE OF THE EGM

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- 3.5 Total amount of the repurchase funds and the source of funds
- 3.6 The price or price range and pricing principle for the Share Repurchase
- 3.7 Period of the Share Repurchase
- 3.8 Grant of mandate to deal with matters in relation to the repurchase of A Shares

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

Hong Kong, April 10, 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 Mr. Liu Kai Yu Kenneth, Mr. Yuan Huagang and Ms. Liu Yuwen.*

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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 Thursday, April 25, 2024 to Tuesday, April 30, 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 Thursday, April 25, 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 Wednesday, April 24, 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 special resolutions require at least 2/3 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.

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## NOTICE OF THE H SHARE CLASS MEETING

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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 H SHARE CLASS MEETING

**NOTICE IS HEREBY GIVEN** that the 2024 first H share class meeting (the “**H Share Class Meeting**”) of Hangzhou Tigermed Consulting Co., Ltd. (the “**Company**”) will be held on Tuesday, April 30, 2024 at the Meeting Room, 18/F, Shengda Science Park Tower A, No. 19 Jugong Road, Binjiang District, Hangzhou, the PRC after the conclusion or adjournment of the 2024 first extraordinary general meeting of the Company and the 2024 first A share class meeting of the Company, 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 April 10, 2024 of the Company (the “**Circular**”).

#### SPECIAL RESOLUTIONS

1. To consider and approve the proposed cancellation of repurchased shares and change of the registered capital of the Company.
2. To consider and approve the repurchase of A Shares through centralized price bidding:
  - 2.1 Purpose and usage of the Share Repurchase
  - 2.2 Fulfillment of relevant conditions for the Share Repurchase
  - 2.3 Methods of the Share Repurchase
  - 2.4 Type and number of shares to be repurchased and the proportion to the total share capital
  - 2.5 Total amount of the repurchase funds and the source of funds

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## NOTICE OF THE H SHARE CLASS MEETING

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- 2.6 The price or price range and pricing principle for the Share Repurchase
- 2.7 Period of the Share Repurchase
- 2.8 Grant of mandate to deal with matters in relation to the repurchase of A Shares

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

Hong Kong, April 10, 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 Mr. Liu Kai Yu Kenneth, Mr. Yuan Huagang and Ms. Liu Yuwen.*

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## NOTICE OF THE H SHARE CLASS MEETING

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*Notes:*

1. The voting at the H Share Class Meeting will be conducted by way of poll.
2. The Company's register of members for the H Shares will be closed from Thursday, April 25, 2024 to Tuesday, April 30, 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 Thursday, April 25, 2024 are entitled to attend the H Share Class Meeting. In order to be entitled to attend at the H Share Class Meeting, 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 Wednesday, April 24, 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 H Share Class Meeting may appoint one or more proxies to attend and vote on his or her behalf. A proxy needs not be a Shareholder. Each H Shareholder who wishes to appoint one or more proxies should first review the Circular.
4. The form of proxy must be signed by the H Shareholder or his/her attorney duly authorized in writing. If the H 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 H Shareholder, the power of attorney authorizing that attorney to sign or other authorization document must be notarized.
5. In order to be valid, the form of proxy of the holders of H Shares together with the power of attorney or other authorization document (if any) signed by the authorized 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 H Share Class Meeting or any adjournment thereof (as the case may be). Completion and return of a form of proxy will not preclude a H Shareholder from attending and voting in person at the H Share Class Meeting if he/she so wishes.
6. The H Share Class Meeting is expected to last for no more than half a day. H Shareholders (or their proxies) attending the meeting are responsible for their own transportation and accommodation expenses. H Shareholders (or their proxies) attending the meeting shall produce their identity documents.
7. For details of the resolutions proposed for approval at the H Share Class Meeting, please refer to the Circular.