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

If you have sold or transferred all your shares in **Beijing Chunlizhengda Medical Instruments Co., Ltd.*** (北京市春立正達醫療器械股份有限公司), you should at once hand this circular together with the accompanying form of proxy to the purchaser or transferee or to the bank, licensed securities dealer or registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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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)

**2024 INTERIM PROFIT DISTRIBUTION PLAN
RESOLUTION ON THE UPDATE OF EXPECTED TIMELINE AND
CHANGE OF CERTAIN PROCEEDS-FUNDED PROJECTS
AND
NOTICE OF THE EGM**

The EGM will be held at 2:00 p.m. on Tuesday, 15 October 2024 at No. 10 Xinmi Xi Er Road, Southern District of Tongzhou Economic Development Zone, Tongzhou District, Beijing, the PRC.

A form of proxy for use at the EGM is enclosed and is also published on the website of the Hong Kong Stock Exchange (<http://www.hkexnews.hk>) and the website of the Company (<http://www.clzd.com>). 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 not less 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.

* For identification purposes only

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DEFINITIONS

In this circular, unless the context otherwise requires, the following terms shall have the following meanings:

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| “A Share(s)” | the ordinary share(s) issued by the Company, with a nominal value of RMB1.00 each, which are subscribed for or credited as paid in RMB and are listed for trading on the STAR Market of Shanghai Stock Exchange; |
| “Articles of Association” | the articles of association of the Company currently in force; |
| “Board” | the board of Directors; |
| “Company” | Beijing Chunlizhengda Medical Instruments Co., Ltd.*, a joint stock limited company incorporated in the People’s Republic of China with limited liability, with A shares listed on the STAR Market of Shanghai Stock Exchange and H Shares listed on the Main Board of the Hong Kong Stock Exchange; |
| “Director(s)” | the director(s) of the Company; |
| “EGM” or “Extraordinary General Meeting” | an extraordinary general meeting of the Company to be held at to be held at 2:00 p.m. on Tuesday, 15 October 2024 at No. 10 Xinmi Xi Er Road, Southern District of Tongzhou Economic Development Zone, Tongzhou District, Beijing, the PRC; |
| “H Share(s)” | overseas listed foreign share(s) with a nominal value of RMB1.00 each in the ordinary share capital of the Company, which are listed on the Main Board of the Hong Kong Stock Exchange; |
| “H Shareholder(s)” | the holder(s) of H Shares; |
| “Hong Kong” | the Hong Kong Special Administrative Region of PRC; |
| “Hong Kong Stock Exchange” | The Stock Exchange of Hong Kong Limited; |
| “Latest Practicable Date” | 19 September 2024, being the latest practicable date prior to the issue of this circular for ascertaining certain information contained in this circular; |

DEFINITIONS

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|---------------------------|--|
| “Listing Rules” | the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange (as may be amended, modified or otherwise supplemented from time to time); |
| “PRC” or “China” | the People’s Republic of China, excluding, for the purpose of this circular only, Hong Kong, Macau Special Administrative Region, and Taiwan; |
| “RMB” | Renminbi, the lawful currency of PRC; |
| “Shanghai Stock Exchange” | the Shanghai Stock Exchange; |
| “Share(s)” | the A Share(s) and/or the H Share(s); |
| “Shareholder(s)” | the holder(s) of the Share(s). |

If there is any inconsistency between the English and Chinese versions of this circular, the English version shall prevail.

* *For identification purpose only*



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)

Executive Directors:

Ms. Shi Wenling (*Chairman*)

Mr. Shi Chunbao

Ms. Yue Shujun

Mr. Xie Feng Bao

Non-executive Director:

Mr. Wang Xin

Independent Non-executive Directors:

Ms. Xu Hong

Mr. Wong Tak Shing

Mr. Weng Jie

Registered Office and

Headquarters in the PRC:

No. 10 Xinmi Xi Er Road

Southern District of Tongzhou

Economic Development Zone

Tongzhou District

Beijing the PRC

Postal Code: 101112

Principal Place of Business in Hong Kong:

20th Floor, Winbase Centre

208 Queen's Road Central

Sheung Wan

Hong Kong

To the Shareholders

Dear Sir or Madam,

**2024 INTERIM PROFIT DISTRIBUTION PLAN
RESOLUTION ON THE UPDATE OF EXPECTED TIMELINE AND
CHANGE OF CERTAIN PROCEEDS-FUNDED PROJECTS
AND
NOTICE OF THE EGM**

1. INTRODUCTION

Reference is made to the announcements of the Company dated 30 August 2024 and 2 September 2024 in relation to the Resolution on the Update of Expected Timeline and Change of Certain Proceeds-funded Projects (募投項目延期及變更的議案) and the interim profit distribution plan for 2024.

The purpose of this circular is to provide you with information on the interim profit distribution plan for 2024 and the Resolution on the Update of Expected Timeline and Change of Certain Proceeds-funded Projects (募投項目延期及變更的議案), and enable you to make informed decisions on whether to vote for or against the proposed ordinary resolution at the EGM.

LETTER FROM THE BOARD

2. 2024 INTERIM PROFIT DISTRIBUTION PLAN

An ordinary resolution will be proposed at the EGM to consider and approve the 2024 Interim Profit Distribution Plan of the Company.

The Company achieved a net profit attributable to the owners of the parent company of RMB79,026,078.82 for the first half of 2024. In accordance with the Notice on Further Implementation of Matters Related to Cash Dividends of Listed Companies (關於進一步落實上市公司現金分紅有關事項的通知) and the Guidelines for the Supervision of Listed Companies No. 3 – Cash Dividends of Listed Companies (上市公司監管指引第3號–上市公司現金分紅) issued by the China Securities Regulatory Commission, as well as the relevant provisions of the Articles of Association, after comprehensive consideration of reasonable returns for investors and the long-term development of the Company, and under the premise of ensuring the normal business development of the Company, the Board of Directors has resolved that the Company plans to distribute profits based on the total share capital registered on the equity registration date for the implementation of rights distribution in the first half of 2024, after deducting the number of shares held in the repurchase account. The 2024 interim profit distribution plan is as follows:

The Company plans to distribute an interim cash dividend of RMB0.83 (tax inclusive) for every 10 shares to all shareholders. As of 31 July 2024, the Company's total share capital is 383,568,500 shares. After deducting the number of shares held in the A-share repurchase account, which is 227,145 shares, the actual number of shares participating in profit distribution is 383,341,355 shares. Based on this calculation, the total proposed cash dividend distribution is RMB31,817,332.47 (tax inclusive). The proportion of the cash dividend amount for the first half of 2024 to the net profit attributable to shareholders of the listed company in the consolidated financial statements is 40.26%, the Company will not convert capital reserve into share capital, and no bonus shares will be distributed.

If the total share capital of the Company changes due to the conversion of convertible bonds, share repurchase, share repurchase and cancellation due to equity incentive grants, share repurchase and cancellation due to significant asset restructuring, etc., from the date of disclosure of this announcement to the equity registration date for the implementation of the rights distribution, the Company intends to maintain the cash dividend per share unchanged and adjust the total distribution amount accordingly. A separate announcement will be made for the details of the adjustment.

This 2024 Interim Profit Distribution Plan has been approved by the tenth meeting of the fifth session of the Supervisory Committee and the sixteenth meeting of the fifth session of the Board of Directors convened by the Company on 30 August 2024 and will be submitted, by way of an ordinary resolution, for the Shareholders' consideration and approval at the EGM.

LETTER FROM THE BOARD

WITHHOLDING AND PAYMENT OF DIVIDEND TAX

In accordance with the Enterprise Income Tax Law of the People's Republic of China (《中華人民共和國企業所得稅法》) and its implementation rules effective on 1 January 2008, where a PRC domestic enterprise distributes dividends for financial periods beginning from 1 January 2008 to non-resident enterprise shareholders, it is required to withhold 10% enterprise income tax for such non-resident enterprise shareholders. Therefore, the Company will, after withholding 10% of the final dividend as enterprise income tax, distribute the final dividend to non-resident enterprise shareholders, i.e. any shareholders who hold the Company's shares in the name of non-individual shareholders, including but not limited to HKSCC Nominees Limited, other nominees, trustees, or holders of H Shares registered in the name of other organizations and groups.

According to regulations by the State Administration of Taxation (Guo Shui Han [2011] No. 348) (《國家稅務總局國稅函[2011]348號》) and relevant laws and regulations, if the individual holders of H shares are residents of Hong Kong or Macau or those countries which have entered into a tax treaty with the PRC stipulating a dividend tax rate of 10%, the Company will withhold and pay individual income tax at the rate of 10% on behalf of these shareholders. However, if otherwise provided by tax laws, relevant tax treaties or notices, the tax will be withheld in accordance with the relevant requirements and tax levy and administration requirements.

According to the requirements of the Notice on the Tax Policies Concerning the Pilot Program of the Shanghai-Hong Kong Stock Connect published by the Ministry of Finance, the State Administration of Taxation and the CSRC (Cai Shui [2014] No. 81) (《財政部、國家稅務總局、中國證監會關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2014]81號)), H-share companies shall withhold an individual income tax at the rate of 20% on dividends from the H shares of the company invested by mainland individual investors on the Hong Kong Stock Exchange through the Shanghai-Hong Kong Stock Connect. For dividends of the shares listed on the Hong Kong Stock Exchange received by mainland securities investment funds from investment through the Shanghai-Hong Kong Stock Connect, individual income tax shall be calculated in accordance with the above requirements. For dividends of the shares listed on the Hong Kong Stock Exchange received by mainland enterprise investors from investment through the Shanghai-Hong Kong Stock Connect, H-share companies shall not withhold income tax of dividends, and mainland enterprise investors shall report and pay the tax amount by themselves. In particular, the dividends received by resident enterprises in mainland which hold H shares for at least 12 consecutive months shall be exempted from enterprise income tax according to law.

LETTER FROM THE BOARD

According to the requirements of the Notice on the Tax Policies Concerning the Pilot Program of the Shenzhen-Hong Kong Stock Connect published by the Ministry of Finance, the State Administration of Taxation and the CSRC (Cai Shui [2016] No. 127) (《財政部、國家稅務總局、中國證監會關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016]127號)), H-share companies shall withhold an individual income tax at the rate of 20% on dividends from the H shares of the company invested by mainland individual investors on the Hong Kong Stock Exchange through the Shenzhen-Hong Kong Stock Connect. For dividends of the shares listed on the Hong Kong Stock Exchange received by mainland securities investment funds from investment through the Shenzhen-Hong Kong Stock Connect, individual income tax shall be calculated in accordance with the above requirements. For dividends of the shares listed on the Hong Kong Stock Exchange received by mainland enterprise investors from investment through the Shenzhen-Hong Kong Stock Connect, H-share companies shall not withhold income tax of dividends, and mainland enterprise investors shall report and pay the tax amount by themselves. In particular, the dividends received by resident enterprises in mainland which hold H shares for at least 12 consecutive months could be exempted from enterprise income tax according to law.

3. RESOLUTION ON THE UPDATE OF EXPECTED TIMELINE AND CHANGE OF CERTAIN PROCEEDS-FUNDED PROJECTS

At the EGM, an ordinary resolution will be proposed to consider and, if thought fit, approve the Resolution on the Update of Expected Timeline and Change of Certain Proceeds-funded Projects (募投項目延期及變更的議案), the full text of which is set out in Appendix I to this circular.

4. EGM

Notice convening the EGM to be held at 2:00 p.m. on Tuesday, 15 October 2024 at No. 10 Xinmi Xi Er Road, Southern District of Tongzhou Economic Development Zone, Tongzhou District, Beijing, the PRC are set out on pages 21 to 22 of this circular and the form of proxy for use at the EGM is also enclosed hereto.

In order to determine the shareholders who are entitled to attend and vote at the EGM, the Company's register of members of H Shares will be closed from Thursday, 10 October 2024 to Tuesday, 15 October 2024 (both days inclusive) during which period no transfer of H Shares will be effected. In order to be qualified to attend and vote 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 office of the H Share registrar of the Company, 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 Wednesday, 9 October 2024. Holders of H Shares whose names appear on the Company's register of members for H Shares at the close of business on Wednesday, 9 October 2024 are entitled to attend and vote at the EGM.

LETTER FROM THE BOARD

A form of proxy for use at the EGM is enclosed and is also published on the website of the Hong Kong Stock Exchange (<http://www.hkexnews.hk>) and the website of the Company (<http://www.clzd.com>). 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 not less 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.

In order to determine the entitlement to the interim dividend, the Company's register of members of H Shares will be closed from Monday, 21 October 2024 to Wednesday, 23 October 2024 (both days inclusive) during which period no transfer of H Shares will be effected. In order to be qualified for the interim dividend, all the transfer documents of the Company's H Shares together with the relevant share certificates shall be lodged at the H Share registrar of the Company in Hong Kong, 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 Friday, 18 October 2024 for registration.

As at the Latest Practicable Date, and to the best knowledge, belief and information of the Directors having made all reasonable enquiries, no Shareholder is required under the Listing Rules to abstain from voting on the proposed resolution at the EGM.

None of the Directors has any material interest in the resolution to be proposed at the EGM.

5. PROCEDURES FOR VOTING AT THE EGM

According to Rule 13.39(4) of the Listing Rules, the vote of Shareholders at the EGM will be taken by poll. Accordingly, all the resolution could be taken by poll at the EGM pursuant to the Articles of Association.

6. RECOMMENDATION

The Directors believe that the resolution mentioned above is in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend that Shareholders vote in favour of the resolution to be proposed at the EGM as set out in the notice of the EGM.

LETTER FROM THE BOARD

7. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept 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.

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

Beijing, the PRC
20 September 2024

* *For identification purposes only*

APPENDIX I RESOLUTION ON THE UPDATE OF EXPECTED TIMELINE AND CHANGE OF CERTAIN PROCEEDS-FUNDED PROJECTS

The details of the Resolution on the Update of Expected Timeline and Change of Certain Proceeds-funded Projects (募投項目延期及變更的議案) are as follows:

On 30 August 2024, the Company held the sixteenth meeting of the fifth session of the Board of Directors and the tenth meeting of the fifth session of the Supervisory Committee, at which the Resolution on the Update of Expected Timeline and Change of Certain Proceeds-funded Projects (募投項目延期及變更的議案) was considered and approved. The resolution approved the Company to update the expect timeline for the Proceeds-funded Projects to reach the expected conditions for use and make adjustments including addition of main implementation entities and places. The sponsor, Huatai United Securities Co., Ltd. (hereinafter referred to as the “**Sponsor**”), issued verification opinions of no objection on this matter.

I. BASIC INFORMATION ON THE PROCEEDS

As reviewed and approved by the listing committee of the Science and Technology Innovation Board of the Shanghai Stock Exchange, and pursuant to the document for the approval of registration Zheng Jian Xu Ke [2021] No. 3702 (證監許可[2021]3702號) issued by the China Securities Regulatory Commission, the Company was allowed to publicly issue 38,428,000 RMB ordinary shares (A shares) to the general public with a par value of RMB1.00 each, at the issue price of RMB29.81 per Share. The proceeds amounted to RMB1,145.5387 million in aggregate. The net proceeds amounted to RMB1,067.1283 million after deducting the issue expenses (exclusive of value-added tax). The payment of the proceeds mentioned above (the “**Proceeds**”) was verified by WUYIGE Certified Public Accountants LLP, and a Capital Verification Report (WUYIGE Yan Zi [2021] No. 3-00041) (大信驗字[2021]第3-00041號《驗資報告》) was issued by them.

The Company has deposited the Proceeds in a special account. A supervision agreement on the special account for the Proceeds has also been entered into among the Company, the Sponsor and the relevant bank of the special account for the Proceeds in accordance with the requirements. The supervision agreement clearly stipulates the relevant responsibilities and obligations of the Company, the Sponsor, and the relevant bank for the deposit of the Proceeds, clarifies the rights and obligations of all parties, and implements strict approval procedures for the use of the Proceeds to ensure the special funds are for specified purpose only.

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| APPENDIX I RESOLUTION ON THE UPDATE OF EXPECTED TIMELINE AND CHANGE OF CERTAIN PROCEEDS-FUNDED PROJECTS |
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II. INFORMATION ON THE PROCEEDS-FUNDED PROJECTS

As the actual net Proceeds of the Company from the public issuance of A Shares amounted to RMB1,067.1283 million, which was lower than the proposed amount of RMB2,000 million as disclosed in the A Share Prospectus for the Initial Public Offering and Listing of Shares of Beijing Chunlizhengda Medical Instruments Co., Ltd.* on the Science and Technology Innovation Board (《北京市春立正達醫療器械股份有限公司首次公開發行股票並在科創板上市招股說明書》). With reference to the actual net Proceeds from the Initial Public Offering and the actual situation of the Proceeds-funded Projects, the Company adjusted the Proceeds to be invested in each of the Proceeds-funded Projects. The specific adjustment allocation is as follows:

Unit: RMB0'000

| No. | Name of Proceeds-funded Project | Total investment for the project | Amount of Proceeds proposed to be invested before adjustment | Amount of Proceeds proposed to be invested after adjustment |
|-----|---|----------------------------------|--|---|
| 1 | Integrated Construction Project of Orthopedic Implants and Supporting Materials | 94,470.38 | 86,000.00 | 46,000.00 |
| 2 | Research and Development (“R&D”) Centre Construction Project | 70,806.59 | 68,000.00 | 36,000.00 |
| 3 | Marketing Network Construction Project | 16,736.34 | 16,000.00 | 8,000.00 |
| 4 | Replenishment of Working Capital Project | 30,000.00 | 30,000.00 | 16,712.83 |
| | Total | 212,013.31 | 200,000.00 | 106,712.83 |

As of 30 June 2024, for details of the Proceeds-funded Projects and the use of the Proceeds of the Company, please refer to the “Special Report on the Deposit and Actual Use of Proceeds for the First Half of 2024 of Beijing Chunlizhengda Medical Instruments Co., Ltd.* (《北京市春立正達醫療器械股份有限公司2024年半年度募集資金存放與實際使用情況的專項報告》)” published by the Company on the website of the Shanghai Stock Exchange (www.sse.com.cn) on 31 August 2024.

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III. DETAILS AND REASONS FOR THE DELAY AND CHANGES IN ADJUSTMENTS OF THE PROCEEDS-FUNDED PROJECTS

(I) Details and reasons for delay of the Proceeds-funded Projects

1. Details for the delay of the Proceeds-funded Projects

With the continuous expansion of the implementation of centralized procurement policies in the field of orthopedic consumables, the Company, taking into account the actual progress of the proceeds-funded projects, has extended the date for the proceeds-funded projects to reach the expected conditions for use after prudent study on the premise of no change in the investment scale in the proceeds-funded projects.

Details of the delay for the proceeds-funded projects to reach the expected conditions for use are as follows:

| No. | Name of Proceeds-funded Project | Before changes | After changes |
|-----|---|----------------|---------------|
| 1 | Integrated Construction Project of Orthopedic Implants and Supporting Materials | August 2024 | December 2026 |
| 2 | R&D Centre Construction Project | December 2024 | December 2026 |
| 3 | Marketing Network Construction Project | December 2024 | December 2026 |

2. Analysis of reasons for the delay of the Proceeds-funded Projects

Upon its listing, the Company has actively promoted the construction of the above proceeds-funded projects. At the early stage, the construction progress has slowed down compared with expectations resulted from the market environment filled with uncertainties due to the consolidated impact of the COVID-19 pandemic and changes in industry policies along with other multiple factors. In addition, based on the principle of cost control and risk prevention, the Company has taken more cautious actions towards investment and expenditure on the proceeds-funded projects in response to the uncertain domestic and oversea political, economic and other macro-factors during recent years. Aiming to ensure the steady implementation of its proceeds-funded projects and reduction in the risk using funds, the Company proposed to extend the date for the proceeds-funded projects to reach the expected conditions for use after full consideration and prudent study.

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| APPENDIX I RESOLUTION ON THE UPDATE OF EXPECTED TIMELINE AND CHANGE OF CERTAIN PROCEEDS-FUNDED PROJECTS |
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(II) Details and reasons for changes in adjustments to the Proceeds-funded Projects

1. Details and reasons for changes in adjustments to Integrated Construction Project of Orthopedic Implants and Supporting Materials

(1) Changes in adjustments to the main implementation entities of Integrated Construction Project of Orthopedic Implants and Supporting Materials

The Company targeted to satisfy the strategic demands of business expansion and production base layout, combined with its plan on the proceeds-funded projects and actual needs of business development and operation, and to safeguard the progress of the implementation of the proceeds-funded projects and further improve the efficiency of funding considering the market environment in the future. Accordingly, Xingtai Langtai Benyuan Medical Devices Co., Ltd.* (邢台市琅泰本元醫療器械有限公司) (hereinafter referred to as “**Langtai Benyuan**”), Hebei Chunli Hangnuo New Materials Technology Co., Ltd.* (河北春立航諾新材料科技有限公司) (hereinafter referred to as “**Chunli Hangnuo**”), two wholly-owned subsidiaries of the Company will become joint implementation entities of Integrated Construction Project of Orthopedic Implants and Supporting Materials, along with Chunli Medical.

Details of which are as follows:

| No. | Changes proposed | Before changes | After changes |
|-----|--|----------------|--|
| 1 | Addition of main implementation entities | Chunli Medical | Chunli Medical, Langtai Benyuan and Chunli Hangnuo |

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| APPENDIX I RESOLUTION ON THE UPDATE OF EXPECTED TIMELINE AND CHANGE OF CERTAIN PROCEEDS-FUNDED PROJECTS |
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Basic information of the new main implementation entities of the proceeds-funded projects are as follows:

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| ① | Xingtai Langtai Benyuan Medical Devices Co., Ltd.* | |
| | Company Name | Xingtai Langtai Benyuan Medical Devices Co., Ltd.* |
| | Company Type | Limited Liability Company |
| | Unified Social Credit Identifier | 91130533MA0G0WJG0P |
| | Legal Representative | Wei Zhangli |
| | Date of Establishment | 22 February 2021 |
| | Registered Capital | RMB5,000,000.00 |
| | Address of Registration | Area B, No. 6 Factory, Weixian County Hi-Tech Industrial Development Zone of Hebei province, the east end of Kuayue road, and north end of Mianfang road and west end of Binhe road, Xingtai City, Hebei Province |
| | Scope of Business | Production and sale of medical devices; import and export of goods or technology (except for the import and export of goods or technology prohibited for approval). (Items subject to approval in accordance with the laws, operating activities can only be conducted upon approval by relevant authorities) |
| | Shareholding Structure | 100% shareholding by the Company |

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| APPENDIX I RESOLUTION ON THE UPDATE OF EXPECTED TIMELINE AND CHANGE OF CERTAIN PROCEEDS-FUNDED PROJECTS |
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② Hebei Chunli Hangnuo New Materials Technology Co., Ltd.*

Company name Hebei Chunli Hangnuo New Materials Technology Co., Ltd.*

Company type Limited Liability Company

Unified Social Credit Identifier 91130533MA0CKBIU9C

Legal representative Yue Shutong

Date of establishment 2 August 2018

Registered Capital RMB3,000,000.00

Address of registration Area A, No. 6 Factory, Weixian County Hi-Tech Industrial Development Zone of Hebei province, the east end of Kuayue road, and north end of Mianfang road and west end of Binhe road, Xingtai City, Hebei Province

Scope of Business R&D and promotion of alloy material technology; production and sales of medical devices and metal materials; forging of precision parts; import and export of goods or technology (except for the import and export of goods or technology prohibited by the state or involving administrative approval). (Items subject to approval in accordance with the laws, operating activities can only be conducted upon approval by relevant authorities)

Shareholding structure 100% shareholding by the Company

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- (2) *Analysis of reasons for changes in the main implementation entities of Integrated Construction Project of Orthopedic Implants and Supporting Materials*

Langtai Benyuan and Chunli Hangnuo are added as the main implementation entities in this change. Langtai Benyuan is a wholly-owned subsidiary of the Company specializing in the spraying process in the production of various products, and Chunli Hangnuo is a wholly-owned subsidiary of the Company specializing in the upstream raw materials of various products. The addition of the above two enables the Company to better utilize its internal resources so as to bring into play the synergistic effect of the main production entities within the Company.

2. *Details and reasons for changes in adjustments to R&D Centre Construction Project*

- (1) *Details for changes in adjustments to R&D Centre Construction Project*

The Company targeted to satisfy the strategic demands of business expansion and production base layout, combined with its plan on the proceeds-funded projects and actual needs of business development and operation, and to safeguard the progress of the implementation of the proceeds-funded projects and further improve the efficiency of funding considering the market environment in the future. Accordingly, Langtai Benyuan and Beijing Lechi Inspection Technology Co.* (北京樂馳檢測技術有限公司) (hereinafter referred to as “**Lechi Medical**”) will become joint implementation entities of R&D Centre Construction Project.

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Details of which are as follows:

| No. | Change proposed | Before changes | After changes |
|-----|--|--|---|
| 1 | Addition of main implementation entities | Chunli Medical | Chunli Medical, Langtai Benyuan, Lechi Medical |
| 2 | Addition of main implementation places | <ol style="list-style-type: none"> 1. Daxing Biomedicine Industrial Base of the Zhongguancun Science Park in Beijing 2. Weixian County New Production Base and Research and Development Center, Weixian County, Xingtai City, Hebei Province | <ol style="list-style-type: none"> 1. Daxing Biomedicine Industrial Base of the Zhongguancun Science Park in Beijing 2. Weixian County New Production Base and Research and Development Center, Weixian County, Xingtai City, Hebei Province 3. Tongzhou Economic Development Zone, Tongzhou District, Beijing |
| 3 | Addition of implementation methods | <ol style="list-style-type: none"> 1. The R&D project conducted in Beijing used the existing site without R&D center construction 2. Proposed new R&D center in Weixian County, Hebei Province | <ol style="list-style-type: none"> 1. The R&D center construction for projects will be conducted in Beijing through owned space and leasing, as well as the purchase of R&D and inspection Devices 2. Proposed new R&D center in Weixian County, Hebei Province |

**APPENDIX I RESOLUTION ON THE UPDATE OF EXPECTED TIMELINE AND
CHANGE OF CERTAIN PROCEEDS-FUNDED PROJECTS**

Basic information of the new main implementation entities of the proceeds-funded projects are as follows:

① Xingtai Langtai Benyuan Medical Devices Co., Ltd.*

Please refer to “1. Details and reasons for changes in adjustments to Integrated Construction Project of Orthopedic Implants and Supporting Materials” in this section.

② Beijing Lechi Inspection Technology Co.*

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| Company Name | Beijing Lechi Inspection Technology Co.* |
| Company Type | Limited liability company (sole proprietorship) |
| Unified Social Credit Identifier | 91110115MA04H1Y617 |
| Legal Representative | Zhang Chun |
| Date of Establishment | 8 November 2021 |
| Registered Capital | RMB10,000,000.00 |
| Address of Registration | 1/F, Building 2, Huatuo Road No. 39, Daxing Biomedicine Industrial Base of the Zhongguancun Science Park, Huatuo Road, Beijing |

**APPENDIX I RESOLUTION ON THE UPDATE OF EXPECTED TIMELINE AND
CHANGE OF CERTAIN PROCEEDS-FUNDED PROJECTS**

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| Scope of Business | Inspection and testing services. (The enterprise shall select business items and carry out operating activities at its discretion in accordance with the law; for inspection and testing services and items subject to approval in accordance with the laws, operating activities can only be conducted upon approval by relevant authorities and to the extent authorized by such approval; it is not allowed to engage in operating activities prohibited or restricted by industrial policies of the PRC and the city where it is located.) |
| Shareholding Structure | 100% shareholding by the Company |

(2) *Analysis of reasons for changes in the main implementation entities of R&D Centre Construction Project*

Langtai Benyuan and Lechi Medical are added as the main implementation entities in this change. Langtai Benyuan is a wholly-owned subsidiary of the Company specializing in the spraying process in the production of various products, and Lechi Medical is a wholly-owned subsidiary of the Company specializing in the inspection and testing. The addition of the above two enables the Company to strengthen its spraying technology improvement of the relevant products as well as the enhancement of inspection and testing capabilities in the R&D process. It thus contributes to fulfilling the synergistic effect of the various main production entities within the Company and developing the R&D capabilities.

The addition of Tongzhou Economic Development Zone, Tongzhou District, Beijing as one of the implementation places for the proceeds-funded projects has expanded the places from Beijing Daxing Biomedicine Industrial Base and Weixian County Hi-Tech Industrial Development Zone to Beijing Daxing Biomedicine Industrial Base, Weixian Hi-Tech Industrial Development Zone, and Tongzhou Economic Development Zone, Beijing. This will enable the Company to fully realize synergistic development of its original and new production and R&D bases, integrate its internal resources, and better promote the implementation of the proceeds-funded projects, in line with its strategic development plan with a positive impact on business development of the Company.

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| APPENDIX I RESOLUTION ON THE UPDATE OF EXPECTED TIMELINE AND CHANGE OF CERTAIN PROCEEDS-FUNDED PROJECTS |
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The tightness of the existing R&D office space of the Company's proceeds-funded projects will be alleviated while their implementation progress will gain acceleration with the improving efficiency of the use of proceeds, benefiting from the addition of implementation places and the adjustment of implementation methods. The new implementation places of the Company near the existing ones, favors maintaining staff stability with the complete matching facilities to create convenience for the later R & D materials management, promote the further development of the Company, and ensure the smooth implementation of the projects, in line with its overall strategic planning.

IV. IMPACT OF THE DELAY, THE ADDITION OF MAIN IMPLEMENTATION ENTITIES AND ADJUSTMENTS TO IMPLEMENTATION METHODS OF THE PROCEEDS-FUNDED PROJECTS ON THE DAILY OPERATION OF THE COMPANY

The delay and adjustments including the addition of main implementation entities and places, changes in methods of the Proceeds-funded Projects are a prudent decision made by the Company based on the actual situation of the implementation of the relevant Proceeds-funded Projects and the Company's own development strategy and actual operation needs. The addition of main implementation entities and places for certain Proceeds-funded Projects fully integrates the overall operation and development planning of the Company and the business positioning of the subsidiaries, reasonably utilizes the location advantages of the subsidiaries, improves the overall utilization efficiency of the Company's existing resources, and helps to accelerate the implementation progress of the Proceeds-funded Projects in compliance with the relevant laws, regulations and regulatory documents including "Rules for Listing of Stocks on the Technology Innovation Board of the Shanghai Stock Exchange", the Guideline No. 1 on the Application of Self-Regulatory Rules for Listed Companies on the Science and Technology Innovation Board of Shanghai Stock Exchange – Regulated Operation (《上海證券交易所科創板上市公司自律監管指引第1號－規範運作》) and Regulatory Guideline for Listed Companies No. 2 – Regulatory Requirements for the Administration and Use of Proceeds of the Listed Companies (《上市公司監管指引第2號－上市公司募集資金管理和使用的監管要求》), and there is no change or disguised change in the direction of the investment of the proceeds and detriment to the interests of shareholders. These changes will not adversely affect the normal operation of the Company, will not prejudice the interests of the shareholders, and are in line with the long-term development plan of the Company and the long-term interests of the shareholders.

**APPENDIX I RESOLUTION ON THE UPDATE OF EXPECTED TIMELINE AND
CHANGE OF CERTAIN PROCEEDS-FUNDED PROJECTS**

This resolution has been considered and approved by the tenth meeting of the fifth session of the Supervisory Committee and the sixteenth meeting of the fifth session of the Board of Directors convened by the Company on 30 August 2024. For details, please refer to the announcement of the Company titled “Announcement on the Update of Expected Timeline and Change of Certain Proceeds-Funded Projects of Beijing Chunlizhengda Medical Instruments Co., Ltd.” disclosed on the website of the Shanghai Stock Exchange (www.sse.com.cn) on 31 August 2024 (Announcement No.: 2024-034).

The Resolution on the Update of Expected Timeline and Change of Certain Proceeds-funded Projects will be proposed by way of ordinary resolution to be approved by the Shareholders at the EGM.

NOTICE OF THE EXTRAORDINARY GENERAL MEETING



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)

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

Notice is hereby given that the extraordinary general meeting (the “EGM”) of Beijing Chunlizhengda Medical Instruments Co., Ltd. (the “Company”) will be held at 2:00 p.m. on Tuesday, 15 October 2024 at No. 10 Xinmi Xi Er Road, Southern District of Tongzhou Economic Development Zone, Tongzhou District, Beijing, the PRC to consider and, if thought fit, to pass the following resolution. Unless otherwise defined, capitalized terms used in this notice shall have the same meanings as defined in the circular (the “Circular”) of the Company dated 20 September 2024.

ORDINARY RESOLUTION

1. To consider and approve the interim profit distribution plan for 2024.
2. To consider and approve the Resolution on the Update of Expected Timeline and Change of Certain Proceeds-funded Projects.

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

Beijing, the PRC
20 September 2024

* *For identification purposes only.*

As at the date of this notice, the executive Directors are Ms. Shi Wenling, Mr. Shi Chunbao, Ms. Yue Shujun and Mr. Xie Feng Bao; the non-executive Director is Mr. Wang Xin; and the independent non-executive Directors are Ms. Xu Hong, Mr. Wong Tak Shing and Mr. Weng Jie.

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

Notes:

1. REGISTRATION OF MEMBERS

In order to be qualified to attend and vote 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 office of the H Share registrar of the Company, 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 Wednesday, 9 October 2024.

Holders of H Shares whose names appear on the Company's register of members for H Shares at the close of business on Wednesday, 9 October 2024 are entitled to attend and vote at the EGM.

2. APPOINTMENT OF PROXY

Any Shareholder entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote at the meeting instead of him/her. A proxy need not be a Shareholder of the Company.

The instrument to appoint a proxy shall be in writing and signed by the Shareholder or of his/her attorney duly authorised in writing or, if the Shareholder is a corporate body, either executed under its common seal or signed by its legal representative, director or duly authorised attorney. If the proxy form is signed by the attorney of the Shareholder, the power of attorney or other authorisation document authorising the attorney to sign the proxy form must be notarised.

To be valid, the proxy form, together with the power of attorney or other authority (if any), shall be lodged by hand or post, to the Company's H Share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for holders of H Shares) not less than 24 hours before the time appointed for holding the EGM or its adjourned meeting (as the case may be). Completion and return of the proxy form shall not preclude Shareholders from attending and voting in person at the EGM.

3. CONTACT INFORMATION OF THE COMPANY

Contact Person: Ms. Zhang Lili
Contact Tel: (8610) 8736 1998

4. PROCEDURES OF VOTING AT THE EGM

Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any vote of Shareholders at the EGM must be taken by poll.

5. OTHERS

The EGM is expected to take half a day. Shareholders attending the EGM (in person or by proxy) are responsible for their own transportation and accommodation fees. Identification documents must be shown by Shareholder(s) or proxies to attend the EGM.

Further details of the resolution are set out in the circular.

This notice of EGM is despatched to the holders of H Shares only. The notice of EGM to the holders of A Shares is separately published on the website of the Shanghai Stock Exchange (<http://www.sse.com.cn/>).