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Zylox-Tonbridge Medical Technology Co., Ltd.

歸創通橋醫療科技股份有限公司

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

(Stock Code: 2190)

POLL RESULTS OF THE 2025 ANNUAL GENERAL MEETING

Reference is made to the circular (the “**Circular**”) of Zylox-Tonbridge Medical Technology Co., Ltd. (the “**Company**”) dated April 21, 2026. Unless otherwise defined, capitalized terms in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the AGM was convened and held on Wednesday, May 13, 2026 at Meeting Room 202, 2nd Floor, Zylox-Tonbridge Industrial Park, No. 270 Shuyun Road, Cangqian Street, Yuhang District, Hangzhou, Zhejiang, the PRC. All resolutions proposed at the AGM were duly passed.

As at the record date for determining the entitlement of the Shareholders to attend and vote at the AGM (i.e. May 13, 2026) (the “**Record Date**”), the total number of issued Shares include 327,456,113 H Shares (excluding Treasury Shares held or deposited with CCASS) and 7,781,257 Domestic Shares, which were the total number of Shares of the Company entitling the Shareholders to attend the AGM and vote for or against all resolutions. As of the Record Date, (i) there were 8,894,631 Treasury H Shares held by the Company and completed delivery (including any Treasury Shares held or deposited with CCASS) and no voting rights of such Treasury Shares have been exercised at the AGM; and (ii) except for the Treasury Shares held or deposited with CCASS, there were no Shares repurchased by the Company which are pending cancellation and should be excluded from the total number of Shares for the purpose of the AGM.

Save as disclosed above and to the best knowledge, information and belief of the Directors: (1) no Shareholders were required under the Listing Rules to abstain from voting on any of the resolutions; (2) there were no Shares entitling the holders thereof to attend the AGM and abstain from voting in favor of any of the resolutions under Rule 13.40 of the Listing Rules; and (3) no Shareholders have indicated in the Circular that they intend to vote against or to abstain from voting on any of the resolutions.

Tricor Investor Services Limited, the Company's H share registrar, acted as the scrutineer for the vote-taking at the AGM. The convening of the AGM was in compliance with the Company Law of the People's Republic of China and the Articles of Association.

All directors attended the Meeting either in person or by electronic means.

I. CONVENING OF THE AGM

The number of Shareholders and proxies of Shareholders attending the AGM was 1, holding a total of 180,783,959 Shares with voting rights (including 7,781,257 Domestic Shares and 173,002,702 H Shares), representing approximately 53.93% of the total number of Shares with voting rights.

II. POLL RESULTS OF THE AGM

The poll results in respect of the resolutions proposed at the AGM were as follows:

Ordinary Resolutions		For		Against	
		Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
1.	To consider and approve the resolution on the 2025 report of the Board.	180,762,898	99.99	21,061	0.01
2.	To consider and approve the resolution on the 2025 report of the Supervisory Committee.	180,762,898	99.99	21,061	0.01
3.	To consider and adopt the resolution on the 2025 financial auditing report.	180,762,898	99.99	21,061	0.01
4.	To consider and approve the 2025 profit distribution plan.	170,707,342	94.43	10,076,617	5.57
5.	To consider and approve the re-appointment of the external auditor of the Company for 2026.	172,625,147	95.49	8,158,812	4.51
6.	To authorize the Board to fix the remuneration of the Directors and senior management officers of the Company.	180,716,203	99.96	67,756	0.04
7.	To consider and approve the resolution on the amendments to the 2021 H Share Award and Trust Scheme.	161,024,240	89.07	19,759,719	10.93

As more than half of the votes from the Shareholders (including their proxies) attending the AGM were cast in favor of the resolutions numbered 1 to 7 above, these resolutions were duly passed.

Special Resolutions		For		Against	
		Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
8.	To consider and approve the resolution on the grant of a general mandate to the Board to issue or otherwise deal with ordinary Shares.	158,108,451	87.46	22,675,508	12.54
9.	To consider and approve the resolution on the grant of a general mandate to the Board to repurchase H Shares.	180,780,739	99.99	3,220	0.01
10.	To consider and approve the resolution on the change of term of operation of the Company.	180,783,959	100.00	0	0.00
11.	To consider and approve the resolution on the cancellation of the Supervisory Committee and the amendments to the Articles of Association.	180,136,073	99.64	647,886	0.36

As more than two-thirds of the votes from the Shareholders (including their proxies) attending the AGM were cast in favor of the resolutions numbered 8 to 11 above, these resolutions were duly passed.

III. PAYMENT OF FINAL DIVIDEND

Resolution relating to the declaration and payment of a Final Dividend of RMB0.22 per Share (tax inclusive) for the year ended December 31, 2025 were approved by the Shareholders at the AGM. The Final Dividend will be paid by the Company on or before Thursday, June 18, 2026 to Shareholders whose names appear on the register of members of the Company on Tuesday, June 2, 2026.

Final Dividend will be denominated in Renminbi and is payable in Renminbi to the Domestic Shareholders and H Shareholders of the Company under the H-Share “Full Circulation”, and in Hong Kong dollars to other H Shareholders. The exchange rate for calculating the dividends payable in Hong Kong dollars is based on the average exchange rate of Renminbi against Hong Kong dollars as announced by the People’s Bank of China for the five working days prior to Wednesday, May 13, 2026, the date of declaration of dividends at the 2025 AGM of the Company, i.e. RMB0.874486 to HK\$1.00, amounting to a cash dividend of HK\$0.2515764 (tax inclusive) per Share. For the purpose of determining the H Shareholders entitled to the Final Dividend, the register of members of the Company will be closed from Friday, May 29, 2026 to Tuesday, June 2, 2026 (both days inclusive), during which no transfer of H Shares will be registered. H Shareholders who wish to be entitled to the 2025 Final Dividend and have not yet registered their transfers must lodge all transfer forms accompanied by the relevant H share certificates with the Company’s H share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong by no later than 4:30 p.m. on Thursday, May 28, 2026.

For Shareholders under the H Share “Full Circulation”, China Securities Depository and Clearing Corporation Limited, as the nominee of the holders of Shares under the H Share “Full Circulation”, will receive the Final Dividend distributed by the Company and distribute the Final Dividend to relevant Shareholders through its registration and clearing system. The schedule for arrangement including the record date and payment date of Final Dividend for Shareholders under the H Share “Full Circulation” are the same as those for other H Shareholders of the Company. For H Shareholders other than those under the H Share “Full Circulation”, the dividend payable will be mailed by the Company’s H share registrar, Tricor Investor Services Limited, to the H Shareholders who are entitled to receive the Final Dividend by ordinary post at their own risk. Industrial and Commercial Bank of China (Asia Limited) acts as the dividend payment agent.

In accordance with the requirements of relevant PRC laws and regulations such as the Enterprise Income Tax Law of the PRC (2018 amendment) and its Implementation Rules (2019 amendment) and the Notice of the State Administration of Taxation on the Issues Concerning Withholding the Enterprise Income Tax on the Dividends Paid by Chinese Resident Enterprises to H Shareholders Which are Overseas Non-resident Enterprises (Guo Shui Han [2008] No. 897), where the Company distributes Final Dividend to overseas non-resident enterprise H Shareholders (including HKSCC Nominees Limited, other agents or trustees, or other organizations or groups) whose names appear on the register of members for H Shares of the Company, it is required to withhold and pay enterprise income tax at the rate of 10%. Upon receipt of such dividends, an overseas non-resident enterprise Shareholder may apply to the competent tax authorities for enjoying the treatment under the tax treaties (arrangements) in person or through a proxy or a withholding agent and provide evidence in support of its status as a beneficial owner as defined in the tax treaties (arrangements). Upon verification by the competent PRC tax authorities, the difference between the tax levied and the amount of tax payable as calculated at the tax rate under the tax treaties (arrangements) will be refunded.

In accordance with the Notice on Certain Issues Concerning the Policies of Individual Income Tax (Cai Shui Zi [1994] No. 020) promulgated by the Ministry of Finance and the State Administration of Taxation on May 13, 1994, individual foreigners are, as an interim measure, exempted from the PRC individual income tax for dividends or bonuses received from foreign-invested enterprises. As the Company is a foreign-invested enterprise, it will not withhold and pay the PRC individual income tax on the Final Dividend distributed to individual foreign Shareholders whose names appear on the register of members for H Shares of the Company.

When distributing the Final Dividend to domestic individual Shareholders under the H Share “Full Circulation”, the Company is required to withhold and pay individual income tax at the rate of 20%.

Where otherwise required by the laws and regulations or requested by the relevant regulatory authorities, the procedure shall be made accordingly.

The Company assumes no responsibility for any claims arising from any delay in or inaccurate determination of the status of the Shareholders or any disputes over the withholding and payment mechanism.

IV. AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The resolution on the amendments to the Articles of Association was approved at the AGM and took immediate effect. The full set of amended Articles of Association will be published on the website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the website of the Company (www.zyloxtb.com).

V. AMENDMENTS TO THE 2021 H SHARE AWARD AND TRUST SCHEME

The resolution on the amendments to the 2021 H Share Award and Trust Scheme was approved at the AGM and took immediate effect. Upon such adjustment, the maximum size of the 2021 H Share Award and Trust Scheme shall be the maximum number of H Shares that will be acquired by the trustee from time to time, and in any case being not more than 33,493,437 H Shares. The validity period of the 2021 H Share Award and Trust Scheme has been extended to 10 years commencing from May 13, 2026.

VI. CANCELLATION OF THE SUPERVISORY COMMITTEE

The Board announces that, in accordance with “The Company Law of the People’s Republic of China” (《中華人民共和國公司法》) which has taken into effect on July 1, 2024 (the “**New Company Law**”), and the amended Articles of Association, the Company cancels the Supervisory Committee of the Company, following which the duties and powers of the Supervisory Committee shall be taken up by the Audit Committee of the Board. Hence, each of Mr. Chang’an Ma, Mr. Tao Liu and Ms. Hongbo Wang (the “**Supervisors**”) ceased to be the Supervisor with effect from May 13, 2026. Each of the Supervisors has confirmed that he or she has no disagreement with the Board or the Supervisory Committee and there is no matter relating to his or her resignation as a Supervisor that needs to be brought to the attention of the Shareholders or the Stock Exchange.

The Board would like to express heartfelt gratitude to each of the Supervisors for their valuable contributions and services to the Company during their tenures as Supervisors.

VII. APPOINTMENT OF AN EMPLOYEE DIRECTOR

The Board announces that, upon election by the employee representative meeting of the Company, Mr. Yang Xie (“**Mr. Xie**”) has been appointed as an employee Director, with his term of office being the same as that of the other Directors of the second session of the Board. Mr. Xie will continue being the executive Director of the Company. Biographical details of Mr. Xie are set out below.

Mr. Yang Xie (謝陽), aged 56, is an executive Director, employee Director and a senior vice president of the Company. Mr. Xie joined the Group in July 2016. He was first appointed as a Director of the Company in March 2018 and appointed as an employee Director of the Company in May 13, 2026. He is primarily responsible for the overall sales and marketing and business strategies of the Group.

Prior to joining our Group, Mr. Xie served as the director of sales and marketing of Johnson & Johnson Medical (China) Ltd. (強生(中國)醫療器材有限公司) from July 1995 to October 2010. He then served as a vice president of Panshi Information Technology Co., Ltd. (磐石信息技術有限公司) from January 2011 to September 2012. During October 2012 to September 2014, Mr. Xie served as the general manager of Shanghai Puwei Medical Instrument Factory Co., Ltd. (上海浦衛醫療器械廠有限公司), after which he joined and served as an investment partner of Milestone Capital from October 2014 to June 2016, specializing in investments in the medical device and related industries.

Mr. Xie received a bachelor’s degree in biomedical electronics and a master’s degree in radio electronics from Fudan University in the PRC in July 1992 and July 1995, respectively. He also completed the Executive M.B.A. program in Washington University in St. Louis in the United States in December 2003.

As the Company has entered into a service agreement with Mr. Xie as an executive Director, the Company will not enter into a service agreement with Mr. Xie in relation to the appointment of employee Director. Mr. Xie will not receive any remuneration from the Company for his directorship.

As at the date of this announcement, Mr. Xie was interested or deemed to be interested in 13,889,621 H Shares and 1,583,492 Domestic Shares.

Save as disclosed above, as at the date of this announcement, Mr. Xie has confirmed that (1) he has not held any directorships in other listed companies in the last three years and does not have any other major appointments or professional qualifications; (2) he does not hold any other position in the Company or any of its subsidiaries; and (3) he does not have any relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Company and any of its subsidiaries.

Save as disclosed above, there is no other information relating to Mr. Xie that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules, and there are no other matters relating to him that need to be brought to the attention of the Shareholders.

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

Hong Kong, May 13, 2026

As of the date of this announcement, the Board comprises Dr. Jonathon Zhong Zhao, Mr. Yang Xie and Dr. Zheng Li as executive Directors, Dr. Steven Dasong Wang and Mr. Dongfang Li as non-executive Directors, and Dr. Jian Ji, Ms. Yun Qiu and Dr. Xiang Qian as independent non-executive Directors.