

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.



Cryofocus Medtech (Shanghai) Co., Ltd.
康濃生物科技(上海)股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 6922)

NOTICE OF THE H SHARE CLASS MEETING

NOTICE IS HEREBY GIVEN THAT that the H share class meeting (the “**H Share Class Meeting**”) of Cryofocus Medtech (Shanghai) Co., Ltd. (the “**Company**”) will be held at 3rd Floor, Building 25, Lane 3399, Kangxin Road, Pudong New Area, Shanghai, the People’s Republic of China (the “**PRC**”) at 9:30 on Friday, June 14, 2024, for the purpose of considering, and if thought fit, passing the following resolutions:

SPECIAL RESOLUTIONS

1. To consider and approve the grant of a general mandate (the “**General Mandate**”) to the board of directors of the Company (the “**Board**”), subject to terms and conditions set out in this resolution, for the exercise by the Board during the Relevant Period (as defined below) of powers to allot, issue and/or otherwise deal with additional H Shares (as defined below) and additional Unlisted Shares (as defined below) in the share capital of the Company (“**Additional Shares**”) and/or make offers, agreements or options which might require the issue, allotment and/or dealing with of Additional Shares (such Additional Shares being subject to a maximum of 20% of total number of Shares (as defined below) in issue as at the date of the passing of this resolution), and to make or grant offers or agreements in respect of such Additional Shares:
 - i. the General Mandate shall not extend beyond the Relevant Period save that the Board may, during the Relevant Period, make or grant offers or agreements which might require the exercise of such powers after the end of the Relevant Period;
 - ii. the total number of Shares approved to be allotted or agreed conditionally or unconditionally to be allotted by the Board shall not exceed 20% of the total number of Shares in issue as at the date of the passing of this resolution, otherwise than pursuant to any scrip dividend scheme or similar arrangement providing for the allotment of such Shares in lieu of the whole or part of a dividend on such Shares in accordance with the articles of association of the Company;

- iii. the Board will exercise its power under the General Mandate only in accordance with the relevant laws and regulations of the PRC (as amended from time to time) and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (as amended, supplemented or otherwise modified from time to time) and if all necessary filing procedures with the China Securities Regulatory Commission (中國證券監督管理委員會) and/or other relevant PRC government authorities are fulfilled within the time frame required under the relevant laws and regulations in the PRC (as amended from time to time);
- iv. for the purposes of this resolution:

“**H Shares**” means the overseas listed foreign invested ordinary share(s) in the ordinary share capital of the Company, with a nominal value of RMB1.00 each, which are subscribed for and traded in Hong Kong dollars and listed on the Stock Exchange;

“**Relevant Period**” means the period from the passing of this resolution at the 2023 annual general meeting of the Company until the earlier of:

- (a) the conclusion of the 2024 annual general meeting of the Company following the passing of this resolution; or
- (b) the date on which the authority conferred by this resolution is revoked or varied by a special resolution in a general meeting of the Company;

“**Shares**” means ordinary share(s) in the capital of the Company with a nominal value of RMB1.00 each, comprising Unlisted Shares and H Shares;

“**Unlisted Shares**” means the ordinary share(s) issued by the Company with a nominal value of RMB1.00 each and not listed on any stock exchange.

Subject to the Board issuing additional H Shares and/or Unlisted Shares pursuant to this resolution, the Board be authorized to:

- v. approve, execute and do or procure to be executed and done, all documents, deeds and things as it may consider necessary in connection with the issue of such new Shares (including but not limited to the time, price, quantity and place of issue, the filing of all necessary filings, registration and applications with or to relevant authorities in the PRC and/or Hong Kong (if applicable), the entering into of an underwriting agreement or any other agreement (if applicable));
- vi. determine the use of proceeds;

- vii. determine the registered capital and the number of Shares pursuant to the issue or allotment of Shares pursuant to this resolution, and register with the relevant authorities in the PRC and/or Hong Kong upon an increase of registered capital and the number of Shares; and
 - viii. make corresponding amendments to the articles of association of the Company as it thinks fit so as to reflect relevant matters such as the registered capital and new capital structure of the Company after the issue and allotment of Shares.
2. To consider and approve the proposed amendments to the articles of association of the Company.

By order of the Board
Cryofocus Medtech (Shanghai) Co., Ltd.
Mr. LI Kejian
Chairman of the Board

Hong Kong, April 26, 2024

As at the date of this notice, the Board comprises Mr. LI Kejian, Mr. ZHU Jun and Mr. LIU Wei as executive Directors, Mr. LV Shiwen and Mr. ZHAO Chunsheng as non-executive Directors, and Dr. GAO Dayong, Mr. LIANG Hsien Tse Joseph, Dr. QIN Zheng and Dr. HU Henan as independent non-executive Directors.

Notes:

1. Closure of register of members of H shares of the Company (“H Shares”) and ascertaining of eligibility for attending the H Share Class Meeting

The register of members of H Shares will be closed from Wednesday, May 15, 2024 to Friday, June 14, 2024, both days inclusive, during which no transfer of H Shares will be registered, in order to determine the holders of the H Shares who are entitled to attend and vote at the H Share Class Meeting. To be eligible to attend and vote at the H Share Class Meeting, all properly completed transfer documents in respect of H Shares, accompanied by relevant share certificate(s), must be lodged with the Company’s H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Tuesday, May 14, 2024 for registration.

2. Proxy

- (1) Each holder of H Shares entitled to attend and vote at the H Share Class Meeting may appoint one or more proxies in writing to attend and vote at the meeting on his/her behalf. A proxy needs not be a shareholder of the Company.
- (2) The instrument appointing a proxy must be in writing under the hand of the appointor or his/her attorney duly authorized in writing, or if the appointor is a legal entity, either under seal or signed by a director or a duly authorized attorney. If that instrument is signed by an attorney of the appointor, the power of attorney authorizing that attorney to sign or other document of authorization must be notarized.

- (3) To be valid, the proxy form and notarized power of attorney or other document of authorization (if any) must be delivered to the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time appointed for the H Share Class Meeting (i.e. no later than 9:30 a.m. on Thursday, June 13, 2024) or any adjournment thereof (as the case may be). Completion and return of the proxy form will not preclude the shareholders of the Company from attending and vote at the meeting should they so wish.
- (4) All voting at the H Share Class Meeting shall be taken by way of poll.

3. Registration procedures for attending the H Share Class Meeting

- (1) Holders of H Shares whose names appear on the register of members of the Company on Friday, June 14, 2024 will be entitled to attend and vote at the H Share Class Meeting or any adjournment thereof.
- (2) A holder of H Shares or his/her proxy should present proof of identity when attending the H Share Class Meeting. If a shareholder is a legal person, its legal representative or other person authorized by the board or other governing body of such shareholder may attend the H Share Class Meeting by providing a copy of the resolution of the board or other governing body of such shareholder appointing such person to attend the H Share Class Meeting.
- (3) Holders of H Shares or proxies attending the H Share Class Meeting should state clearly, in respect of each resolution requiring a vote, whether they are voting for or against a resolution. The votes abstained will not be counted in the calculation of the required majority.

4. Voting method at the H Share Class Meeting

According 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 a shareholders' general meeting must be taken by poll. Accordingly, the chairman of the H Share Class Meeting will demand a poll in relation to all the proposed resolutions at the H Share Class Meeting.

5. Miscellaneous

- (1) The H Share Class Meeting is expected to take no more than half a day. Shareholders who attend the H Share Class Meeting shall bear their own travelling and accommodation expenses.
- (2) The address of the Company's H share registrar is:

Shops 1712–1716, 17th Floor, Hopewell Centre
183 Queen's Road East
Wanchai, Hong Kong
- (3) The address and contact details of the Company's registered office is:

Building 15
Lane 3399, Kangxin Road
Pudong New Area
Shanghai
PRC

Telephone: +86 21 209 77850
Email: IR@cryofocus.com
- (4) References to times and dates in this notice are to Hong Kong local times and dates.

6. Arrangements for bad weather

If a Typhoon Signal No. 8 or above is hoisted, or a black rainstorm warning signal is in force at 9:00 a.m. on the date of the H Share Class Meeting, which requires the date of the H Share Class Meeting to be changed, the H Share Class Meeting will be automatically postponed or adjourned. The Company will post an announcement on the Company's website (www.cryofocus.com) and the Stock Exchange's website (www.hkexnews.hk) to notify shareholders of the Company of the date, time and place of the rescheduled meeting.