

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.



CLARITY MEDICAL GROUP HOLDING LIMITED

清晰醫療集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1406)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (“**EGM**”) of Clarity Medical Group Holding Limited (the “**Company**”) will be held at 1st Floor, China Building, 29 Queen’s Road Central, Hong Kong on Wednesday, 23 November 2022 at 10:30 a.m. (or any adjournment thereof) for the purpose of considering and, if thought fit, passing the following resolution as ordinary resolution of the Company, and unless otherwise defined herein, the terms herein shall have the same meanings as defined in the circular of the Company dated on the same day as this notice (the “**Circular**”):

To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution of the Company:

ORDINARY RESOLUTION

1. “**THAT:**

- (a) conditional upon the Stock Exchange granting approval of the listing of, and permission to deal in, such number of Shares which may fall to be allotted and issued pursuant to the grant of any awards under the share award plan proposed to be adopted by the Company, the principal terms of which are set out in the printed document marked “A” now produced to the meeting and for the purpose of identification signed by the Chairman hereof (the “**Share Award Plan**”), the Share Award Plan be and is hereby approved and adopted to be the share award plan of the Company; and that the Directors be and is hereby authorised to

grant awards thereunder and to allot and issue shares pursuant to the Share Award Plan and take all such steps as may be necessary or desirable to implement the Share Award Plan;

- (b) the total number of Shares which may be awarded by the Company for the purpose of the Share Award Plan and the Share Option Scheme shall not exceed 10% of the total number of issued Shares as at the date of the passing of this resolution, and the approval in paragraph (a) above shall be limited accordingly; and
- (c) the total number of Shares which may be awarded to all Service Providers pursuant to the Share Award Plan shall not exceed 5% of the total number of issued Shares as at the date of the passing of this resolution, and the approval in paragraph (a) above shall be limited accordingly.”

By Order of the Board
Clarity Medical Group Holding Limited
WU Ting Yuk Anthony
Non-Executive Director and Chairman

Hong Kong, 7 November 2022

Notes:

1. Any member entitled to attend and vote at the EGM is entitled to appoint another person as his or her or its proxy to attend and vote instead of him or her or it. A member may appoint a proxy in respect of only part of his or her or its holding of Shares. A proxy need not be a shareholder of the Company.
2. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his or her attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer or attorney duly authorised to sign the same. In the case of an instrument of proxy purporting to be signed on behalf of a corporation by an officer thereof it shall be assumed, unless the contrary appears, that such officer was duly authorised to sign such instrument of proxy on behalf of the corporation without further evidence of the facts.
3. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed, or a certified copy of such power of attorney or authority, must be deposited at Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong in accordance with the instructions printed thereon as soon as possible and in any event not less than 48 hours before the time appointed for holding the EGM (i.e. not later than Monday, 21 November 2022 at 10:30 a.m.) or any adjournment thereof.
4. Delivery of an instrument appointing a proxy shall not preclude a shareholder of the Company from attending and voting in person at the EGM and in such event, the instrument appointing a proxy shall be deemed to be revoked.

5. Where there are joint holders of any Share any one of such joint holders may vote, either in person or by proxy, in respect of such Share as if he were solely entitled thereto, but if more than one of such joint holders be present at the EGM the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholding.
6. The register of members of the Company will be closed from Friday, 18 November 2022 to Wednesday, 23 November 2022 (both days inclusive), during which period no transfer of Shares will be effected in order to determine the entitlement to attend and vote at the EGM. All share transfers accompanied by the relevant share certificates, must be lodged with the Company's Hong Kong branch share registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration not later than 4:30 p.m. on Thursday, 17 November 2022 for such purpose.
7. Taking into account the recent developments of the COVID-19 pandemic, the Company will implement the following prevention and control measures at the EGM to safeguard the health and safety of the Shareholders attending the EGM:
 1. Compulsory body temperature check will be conducted for every Shareholder or proxy at the entrance of the venue.
 2. Every Shareholder or proxy is required to wear a surgical face mask throughout the meeting.
 3. No refreshments and drinks will be served and no corporate gifts will be distributed.
 4. Seat will be assigned at the EGM venue to ensure appropriate social distancing.

Attendees who do not comply with the precautionary measures referred to in (1) to (4) above may be denied entry to the EGM venue, at the absolute discretion of the Company as permitted by law.

For the health and safety of the Shareholders, the Company would like to encourage the Shareholders to exercise their right to vote at the EGM by appointing the Chairman of the EGM as their proxy and to return their proxy forms by the time specified above, instead of attending the EGM in person.

8. As at the date of this notice, the Board comprises Mr. HUI Yung Chris, Dr. TSE Wai Ip and Mr. LO Tsz Hong as executive Directors, Mr. WU Ting Yuk Anthony as Chairman and non-executive Director, Mr. NG Roy and Ms. ZHAO Wei as non-executive Directors and Mr. LI Michael Hankin, Mr. MA Wai Hung Vincent and Professor LAU Wan Yee Joseph as independent non-executive Directors.