Gaush Meditech Ltd

高视医疗科技有限公司

(Incorporated in the Cayman Islands with limited liability)

(the "**Company**")

PROCEDURES FOR SHAREHOLDERS TO PROPOSE A PERSON FOR ELECTION AS A DIRECTOR

1. Provisions in the Articles of Association of the Company

Set out below is article 114 of the articles of association[1] (the "**Articles**") of the Company, pursuant to which the shareholders of the Company may propose ("**Nomination Proposal**") a person ("**Candidate**") for election as a director (the "**Director**") of the Company at a general meeting:

No person, other than a retiring Director, shall, unless recommended by the Board for election, be eligible for election to the office of Director at any general meeting, unless notice in writing of the intention to propose that person for election as a Director signed by a Shareholder and notice in writing signed by that person of his willingness to be elected shall have been lodged at the Head Office or at the Registration Office. The Company shall include the particulars of such proposed person for election as a Director in its announcement or supplementary circular, and shall give the Shareholders at least seven days to consider the relevant information disclosed in such announcement or supplementary circular prior to the date of the meeting of the election.

2. Requirements under the Listing Rules

Rules 13.70 and 13.74 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") are relevant to a Nomination Proposal and state as follows:

Nomination of directors

13.70 An issuer must give its shareholders the opportunity to lodge a notice with it proposing a person for election as a director at a general meeting. The issuer shall publish an announcement in accordance with rule 2.07C or issue a supplementary circular upon receipt of any such notice from a shareholder where such notice is received by the issuer after publication of the notice of meeting. The issuer shall include particulars of the proposed director in the announcement or supplementary circular. The issuer must give shareholders at least seven days to consider the relevant information disclosed in such an announcement or supplementary circular prior to the date of the meeting of the election.

[1] *The full Articles are available for viewing on the Company's website (www.gaush.com).*

Note: The issuer must assess whether or not it is necessary to adjourn the meeting of the election to give shareholders a longer period of at least 10 business days to consider the relevant information disclosed in the announcement or supplementary circular.

Notices

13.74 The issuer shall also disclose the details required under rule 13.51(2) of any directors proposed to be re-elected or proposed new director in the notice or accompanying circular to its shareholders of the relevant general meeting, if such re-election or appointment is subject to shareholders' approval at that relevant general meeting (including, but not limited to, an annual general meeting).

3. The Procedures for Making a Nomination Proposal

If a shareholder wishes to make a Nomination Proposal, such shareholder shall deposit a written notice (the "**Nomination Notice**") with the company secretary at 31/F, Tower Two, Times Square, 1 Matheson Street, Causeway Bay, Hong Kong.

The Nomination Notice must (i) include details of the Candidate as required by Listing Rule 13.51(2); (ii) be signed by the shareholder making the Nomination Proposal with its contact details (e.g. full name, contact telephone number, correspondence address); and (iii) be enclosed with a letter signed by the Candidate consenting to his/her willingness to be appointed or re-appointed and to the disclosure of information relating to himself/herself in any publication of the Company.

The period for lodgment of the Nomination Notice shall commence on the day after the dispatch of the notice of the relevant general meeting and end no later than seven days prior to date of such general meeting.

Note: in case of any discrepancies between the English and Chinese versions, the English version shall prevail.