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Shanghai Bio-heart Biological Technology Co., Ltd.
上海百心安生物技術股份有限公司

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

(Stock Code: 2185)

**POLL RESULTS OF THE 2022 ANNUAL GENERAL MEETING
HELD ON JUNE 26, 2023;
RETIREMENT OF DIRECTORS;
APPOINTMENT OF MEMBERS FOR THE SECOND SESSION OF THE
BOARD AND THE SUPERVISORY COMMITTEE;
APPOINTMENT OF CHAIRMAN FOR THE SECOND SESSION OF THE
BOARD AND THE SUPERVISORY COMMITTEE;
CHANGE OF COMPOSITION OF BOARD COMMITTEES;
AND
AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The Board is pleased to announce that all the resolutions set out in the Notice of the AGM were duly passed by the Shareholders by way of poll at the AGM.

The 2022 annual general meeting (the “AGM”) of Shanghai Bio-heart Biological Technology Co., Ltd. (the “Company”) was convened at 2:00 p.m. on Monday, June 26, 2023 at Fourth Floor, Building 7, 59 Kaiqing Road, East Zhangjiang Hi-Tech Park, Pudong New Area, Shanghai, PRC. References are made to the notice (the “Notice of the AGM”) and the circular (the “Circular”) of the AGM of the Company both dated May 31, 2023. Unless the context requires otherwise, capitalized terms used herein shall have the same meanings as those defined in the Circular.

The AGM was convened by the Board in accordance with the Company Law of the PRC and the Articles of Association, and chaired by Mr. Philip Li Wang, the Chairman of the Board and an executive director of the Company.

ATTENDANCE AT THE AGM

As at the date of the AGM, the total number of issued ordinary Shares was 243,937,000 Shares, comprising 236,223,322 H Shares and 7,713,678 Unlisted Foreign Shares, which was the total number of Shares entitling the Shareholders to attend and vote on the proposed resolutions at the AGM.

Shareholders (including proxies) representing 123,390,910 Shares (including 115,677,232 H Shares and 7,713,678 Unlisted Foreign Shares) or approximately 50.5831% of the total issued Shares of the Company attended the AGM.

To the best knowledge, information and belief of the Company: (1) there were no Shares entitling the holder to attend and abstain from voting in favour of the resolutions proposed at the AGM as set out in Rule 13.40 of the Listing Rules; (2) no Shareholder was required under the Listing Rules to abstain from voting on the resolutions proposed at the AGM; and (3) no party has stated any intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the AGM.

All the Directors attended the AGM either in person or by electronic means.

POLL RESULTS OF THE AGM

The poll results of the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of Votes (%) ^{Note}		
		For	Against	Abstain
1.	To consider and approve the work report of board of directors of the Company (the “ Board ”) for 2022.	123,390,910 (100.0000%)	0 (0.0000%)	0 (0.0000%)
2.	To consider and approve the work report of supervisory committee of the Company (the “ Supervisory Committee ”) for 2022.	123,390,910 (100.0000%)	0 (0.0000%)	0 (0.0000%)
3.	To consider and approve the profit distribution plan for 2022.	123,390,910 (100.0000%)	0 (0.0000%)	0 (0.0000%)
4.	To consider and approve the audited consolidated financial statements of the Company for 2022.	123,390,910 (100.0000%)	0 (0.0000%)	0 (0.0000%)
5.	To consider and approve the annual report of the Company for 2022.	123,390,910 (100.0000%)	0 (0.0000%)	0 (0.0000%)
6.	To consider and approve the re-appointment of Ernst & Young Hua Ming LLP as the domestic auditor of the Company and Ernst & Young as the international auditor of the Company, respectively for a term until the conclusion of the next annual general meeting of the Company and to authorize the Board to determine their respective remuneration.	123,390,409 (99.9996%)	501 (0.0004%)	0 (0.0000%)

Ordinary Resolutions		Number of Votes (%) ^{Note}		
		For	Against	Abstain
7.	Each as a separate resolution, to consider and approve the election of Directors of the second session of the Board of Directors:			
7.1	election of Mr. Philip Li WANG (汪立) as an executive director of the Company.	123,390,910 (100.0000%)	0 (0.0000%)	0 (0.0000%)
7.2	election of Mr. Yunqing WANG (王雲磬) as an executive director of the Company.	123,390,409 (99.9996%)	501 (0.0004%)	0 (0.0000%)
7.3	election of Ms. Peili WANG (王佩麗) as an executive director of the Company.	123,390,910 (100.0000%)	0 (0.0000%)	0 (0.0000%)
7.4	election of Mr. Charles Sheung Wai CHAN (陳尚偉) as an independent non-executive director of the Company.	123,390,409 (99.9996%)	501 (0.0004%)	0 (0.0000%)
7.5	election of Mr. Xubo LU (魯旭波) as an independent non-executive director of the Company.	123,390,910 (100.0000%)	0 (0.0000%)	0 (0.0000%)
8.	Each as a separate resolution, to consider and approve the election of Supervisors of the second session of the Supervisory Committee:			
8.1	election of Mr. Tao CAI (蔡濤) as a supervisor of the Company.	123,390,910 (100.0000%)	0 (0.0000%)	0 (0.0000%)
8.2	election of Mr. Lei ZHU (朱磊) as a supervisor of the Company.	110,485,918 (89.5414%)	12,904,992 (10.4586%)	0 (0.0000%)
9.	To consider and approve the appointment of Mr. Wing Yiu DJEN (鄭榮曜) as an independent non-executive director of the second session of the Board of Directors.	123,390,910 (100.0000%)	0 (0.0000%)	0 (0.0000%)
10.	To authorize the Board to determine the remuneration of Directors.	123,390,910 (100.0000%)	0 (0.0000%)	0 (0.0000%)
11.	To authorize the Supervisory Committee to determine the remuneration of the Supervisors.	123,390,910 (100.0000%)	0 (0.0000%)	0 (0.0000%)

Special Resolutions		Number of Votes (%) ^{Note}		
		For	Against	Abstain
12.	To consider and approve the proposed amendments to the Articles of Association.	123,390,910 (100.0000%)	0 (0.0000%)	0 (0.0000%)
13.	To consider and approve issue additional H Share, and additional Unlisted Foreign Shares in the share capital of the Company and to grant the Board a general mandate to issue additional shares (the full text of the resolution is set out in the Notice of 2022 Annual General Meeting).	110,151,417 (89.2703%)	13,239,493 (10.7297%)	0 (0.0000%)

Note: All percentages are rounded to four decimal places.

As more than half of the votes were cast in favour of Ordinary Resolutions No. 1 to No. 11, and more than two-thirds of the votes were cast in favour of Special Resolutions No. 12 to No. 13, all resolutions proposed at the AGM were duly passed by way of poll by the Shareholders. The Company's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

RETIREMENT OF DIRECTORS OF THE FIRST SESSION OF THE BOARD

References are made to the announcements of the Company dated March 31, 2023 and May 19, 2023.

Mr. Ji Chen, Mr. Quan Zhou and Mr. George Chien Cheng Lin (“**Mr. Lin**”) had decided not to offer themselves for re-election at the AGM due to other personal pursuits and retired from office upon conclusion of the AGM.

Mr. Ji Chen, Mr. Quan Zhou and Mr. Lin have confirmed that they have no disagreement with the Board and there are no other matters related to their retirements that need to be brought to the attention of the Shareholders or the Stock Exchange. The Board would like to express its sincere gratitude to Mr. Ji Chen, Mr. Quan Zhou and Mr. Lin for their valuable contributions to the Board and the Company during their tenures of service.

APPOINTMENT OF DIRECTORS AND SUPERVISORS

Appointment of Directors for the Second Session of the Board

The Company is pleased to announce that Mr. Philip Li Wang, Mr. Yunqing Wang and Ms. Peili Wang were re-elected as executive Directors, Mr. Charles Sheung Wai Chan and Mr. Xubo Lu were re-elected as independent non-executive Directors at the AGM for a term of three years commencing from the date of the AGM.

The Company is also pleased to announce that Mr. Wing Yiu Djen (“**Mr. Djen**”) was appointed as independent non-executive Director with effect from June 26, 2023. He will hold office until the end of the second session of the Board.

The biographical details of the Directors listed above and Mr. Djen are set out in the Circular. As at the date of this announcement, there has been no change in such information.

Appointment of Supervisors for the Second Session of the Supervisory Committee

The Company is pleased to announce that Mr. Tao Cai and Mr. Lei Zhu were re-elected as Supervisors at the AGM for a term of three years commencing from the date of the AGM.

The biographical details of the Supervisors listed above are set out in the Circular. As at the date of this announcement, there has been no change in such information.

Election of Chairman of the Board, Chairman of the Supervisory Committee and Employee Representative Supervisors

The Board is pleased to announce that immediately following the AGM, Mr. Philip Li Wang was unanimously elected by the Board as the Chairman of the second session of the Board. His term of office would be consistent with the term of office of his directorship.

At the employees’ representative conference convened by the Company on June 26, 2023, Mr. Chenzhao Zhang was re-elected as the employee representative Supervisor. His term of office would be consistent with the term of other Supervisors. Also, immediately following the AGM, Mr. Tao Cai was unanimously elected by the Supervisory Committee as the Chairman of the second session of the Supervisory Committee of the Company. His term of office would be consistent with his term of office as a Supervisor. The second session of the Supervisory Committee of the Company comprises three Supervisors, including two Supervisors, namely Mr. Tao Cai and Mr. Lei Zhu, and one employee representative Supervisor, namely Mr. Chenzhao Zhang.

The biographical details of Mr. Chenzhao Zhang are as follows:

Mr. Chenzhao ZHANG (張晨朝), aged 40, was appointed as a Supervisor on December 8, 2020. Since January 15, 2016, he has been serving as our Group’s head of technology (renal denervation). As the head of technology (renal denervation), Mr. Zhang is primarily responsible for directing and overseeing the research and development of our Group. He is also a limited partner of Shanghai Baixinantong Enterprise Management Consulting L.P. (Limited Partnership) (上海百心安通企業管理諮詢合夥企業(有限合夥)), holding 3.0% of its partnership interest, and a limited partner of Shanghai Baihate Enterprise Management Consulting L.P. (Limited Partnership) (上海百哈特企業管理諮詢合夥企業(有限合夥)), holding 7.56% of its partnership interest, both being our employee incentive platforms.

Since January 2017, Mr. Zhang is also the head of technology at Shanghai AngioCare Medical Technology Co., Ltd.* (上海安通醫療科技有限公司).

From January 2011 to March 2015, he served as the project manager at Yinyi (Liaoning) Biotech Company Limited (遼寧垠藝生物科技股份有限公司) (formerly known as the Liaoning Biomaterial Research and Development Centre Company Limited (遼寧生物醫學材料研發中心有限公司), where he was primarily responsible for project development and production management. From March 2015 to January 2016, he was a research and development engineer at the Shanghai Kinetic Medical Co., Ltd. (上海凱利泰醫療科技股份有限公司), which is listed on the Shenzhen Stock Exchange (stock code: 300326). From October 2018 to March 2020, he was the project director of Shanghai Heartcare Medical Technology Company Limited (上海心瑋醫療科技有限公司), a neuro-interventional medical device company in China. From April 2020 to July 2020, he was the project director of Weiming Medical Devices (Shanghai) Company Limited (瑋銘醫療器械(上海)有限公司), a wholly-owned subsidiary of SH Heartcare focusing on the manufacturing and sales of medical devices.

Mr. Zhang obtained his bachelor's degree in medicine from Dalian University (大連大學) in July 2008. He obtained his master of science degree in biomedical engineering from the Dalian University of Technology (大連理工大學) in July 2011. He is currently pursuing his doctor of philosophy degree in biology and medicine at Fudan University (復旦大學).

As at the date of this announcement, save as disclosed above and in the Circular, all of the Directors and Supervisors have confirmed that: (i) they are not related to any other Directors, Supervisors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company; (ii) they do not hold and have not held any directorship in any other public companies whose shares were listed in Hong Kong or any overseas stock exchange in the past three years and do not have and have not held other major appointments or professional qualifications; (iii) none of them have or are deemed to have any interest in the shares or underlying shares of the Company or associated corporations (as defined in Part XV of the Securities and Futures Ordinance); and (iv) no other matters are required to be brought to the attention of shareholders of the Company or the Stock Exchange or required to be disclosed under paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules.

The above Directors and Supervisors have entered into service agreements with the Company respectively. The executive Directors, namely Mr. Philip Li Wang, Mr. Yunqing Wang and Ms. Peili Wang shall not receive any remuneration in their capacities as Directors, but will only receive corresponding remuneration in their respective capacities and roles in the Group. The fee of remuneration for each independent non-executive Director, namely Mr. Charles Sheung Wai Chan and Mr. Xubo Lu and Mr. Djen will be fixed at RMB400,000 (before tax) per annum, which is determined with reference to their duties, experience and responsibilities in the Company as well as the prevailing market conditions. The Supervisors namely Mr. Tao Cai, Mr. Lei Zhu and Mr. Chenzhao Zhang shall not receive any remuneration in their capacities as Supervisors during their term of office but will only receive corresponding remuneration in their respective capacities and roles in the Group.

CHANGE OF COMPOSITION OF BOARD COMMITTEES

Following the retirement of Mr. Lin, and the appointment of Mr. Djen, the composition of the Audit Committee and the Remuneration Committee shall be changed as follow with effect from the conclusion of the AGM:

- (i) Audit Committee: Mr. Lin shall cease to be a member and Mr. Djen shall become a member in place of Mr. Lin; and
- (ii) Remuneration Committee: Mr. Lin shall cease to be a member and Mr. Djen shall become a member in place of Mr. Lin.

The Board is pleased to announce that, with effect from June 26, 2023, Mr. Charles Sheung Wai Chan, an independent non-executive Director, has been appointed as the chairman of the Audit Committee, and Mr. Xubo Lu, an independent non-executive Director, has been appointed as the chairman of the Remuneration Committee.

Save as disclosed above, the composition of each Board committee remains unchanged.

AMENDMENTS TO THE ARTICLES OF ASSOCIATION

References are made to the announcements of the Company dated March 31, 2023 and May 19, 2023 and the Circular, in relation to, among other things, the proposed amendments to the Articles of Association. The proposal in relation to the amendments to the Articles of Association has been duly approved by Shareholders at the AGM by way of special resolution.

By Order of the Board
Shanghai Bio-heart Biological Technology Co., Ltd.
Philip Li WANG
Chairman and executive Director

Shanghai, the People's Republic of China, June 26, 2023

As at the date of this announcement, the Board of the Company comprises Mr. Philip Li WANG as Chairman and executive Director, Mr. Yunqing WANG and Ms. Peili WANG as executive Directors, and Mr. Charles Sheung Wai CHAN, Mr. Xubo LU and Mr. Wing Yiu DJEN as independent non-executive Directors.

* For identification purpose only