

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, 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 announcement.*



**Shanghai HeartCare Medical Technology  
Corporation Limited**

**上海心瑋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: 6609)**

- (I) CHANGE OF JOINT COMPANY SECRETARY,  
ALTERNATE TO AUTHORIZED REPRESENTATIVE  
AND PROCESS AGENT;  
(II) WAIVER FROM STRICT COMPLIANCE WITH  
RULES 3.28 AND 8.17 OF THE LISTING RULES; AND  
(III) CHANGE OF PRINCIPAL PLACE OF BUSINESS IN HONG KONG**

**CHANGE OF JOINT COMPANY SECRETARY, ALTERNATE TO AUTHORIZED  
REPRESENTATIVE AND PROCESS AGENT**

The board (the “**Board**”) of directors (the “**Directors**”) of Shanghai HeartCare Medical Technology Corporation Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Mr. AU-YEUNG Wai Ki, Joseph (“**Mr. Au-Yeung**”) has tendered his resignation as (i) the joint company secretary of the Company (the “**Joint Company Secretary**”), (ii) an alternate authorized representative of the Company pursuant to Rule 3.05 of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Alternate to Authorized Representative**”); and (iii) an authorized representative of the Company to accept service of process and notices on behalf of the Company in Hong Kong as required under Rule 19A.13(2) of the Listing Rules and Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the “**Process Agent**”) with effect from March 24, 2022.

Mr. Au-Yeung has confirmed that he does not have any disagreement with the Board and there are no other matters in relation to his cessation to act in the above positions of the Company that need to be brought to the attention of the shareholders of the Company and the Stock Exchange.

Following the cessation of Mr. Au-Yeung to act as a Joint Company Secretary, the Board is pleased to announce that Ms. KWOK Siu Ying, Sarah (“**Ms. Kwok**”) has been appointed as a Joint Company Secretary, an Alternate to Authorized Representative and the Process Agent with effect from March 24, 2022. Mr. ZHANG Han (“**Mr. Zhang**”) will continue to serve as the other Joint Company Secretary.

The biographical details of Mr. Zhang and Ms. Kwok are set out below:

Mr. Zhang, is currently the chief financial officer of the Company. He is primarily responsible for the financial management of our Company. He was appointed as our company secretary on December 22, 2020. Mr. Zhang has extensive experience in equity capital market and financial management. Mr. Zhang started to work at Ernst & Young Hua Ming LLP (安永華明會計師事務所(特殊普通合夥)) in December 2009 and left as a senior associate in June 2012. From June 2012 to November 2020, he served as a senior manager, a director and an executive director of investment banking at Sinolink Securities Corporation Limited (國金證券股份有限公司), where he also served as the deputy general manager responsible for the corporate finance and M&A business in healthcare sector. Mr. Zhang obtained his bachelor’s degree in accounting and international economic law from Shanghai University of Finance and Economics (上海財經大學) in the PRC in July 2009. He is a member of CICPA since March 2014 and also a member of Certified Public Accountants Association of Australia since June 2012.

Ms. Kwok is currently a manager of corporate services of Vistra Corporate Services (HK) Limited. She has over six years of experience in the corporate services industry. She obtained a bachelor’s degree in Business Studies from University College Dublin, National University of Ireland in June 2012 and a master’s degree in Corporate Governance from Hong Kong Metropolitan University (formerly known as The Open University of Hong Kong) in November 2017. She has been an associate member of The Hong Kong Chartered Governance Institute (formerly known as The Hong Kong Institute of Chartered Secretaries) and an associate member of The Chartered Governance Institute (formerly known as The Institute of Chartered Secretaries and Administrators) in the United Kingdom since March 2018. Furthermore, Ms. Kwok is currently a joint company secretary of Shanghai Bio-heart Biological Technology Co., Ltd., a company listed on the Stock Exchange (stock code: 2185).

## **WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES**

Reference is made to the waiver (the “**Waiver**”) granted to the Company by the Stock Exchange from strict compliance with the requirements of Rules 3.28 and 8.17 of the Listing Rules in respect of the eligibility of Mr. Zhang to act as a Joint Company Secretary for a three-year period from the date of the Company’s listing on the Main Board of the Stock Exchange (i.e. August 20, 2021) (the “**Waiver Period**”), on the conditions that (i) Mr. Zhang would be assisted by Ms. Kwok, who meets the requirements under Rule 3.28 of the Listing Rules and was appointed as a Joint Company Secretary, during the Waiver Period; and (ii) the Waiver will be revoked if there are material breaches of the Listing Rules by the Company. Relevant details of the Waiver were disclosed in the section headed “Waivers and Exemption from Strict Compliance with the Listing Rules and the Companies (Winding Up and Miscellaneous Provisions) Ordinance – Waiver in relation to Joint Company Secretaries” of the prospectus of the Company dated August 10, 2021.

Given the condition of the Waiver could no longer be fulfilled following the departure of Mr. Au-Yeung, the Company has applied to the Stock Exchange and has already been granted with an updated waiver (the “**Updated Waiver**”) by the Stock Exchange from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules for the remaining period of the Waiver Period (i.e. from March 24, 2022 to August 19, 2024) (the “**Remaining Waiver Period**”) in relation to the eligibility of Mr. Zhang to act as a Joint Company Secretary, on the conditions that:

- (i) Mr. Zhang must be assisted by Ms. Kwok during the Remaining Waiver Period;
- (ii) the Updated Waiver could be revoked if there are material breaches of the Listing Rules by the Company; and
- (iii) the Company will announce the reasons for, and the details and conditions of the Updated Waiver, and the qualification and experience of both Mr. Zhang and Ms. Kwok.

The publication of this announcement aims to satisfy condition (iii) set out above.

Before the end of the Remaining Waiver Period, the Company must demonstrate and seek the Stock Exchange’s confirmation that Mr. Zhang, having had the benefit of Ms. Kwok’s assistance during the Remaining Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Listing Rules such that a further waiver will not be necessary. The Updated Waiver applied to Ms. Kwok’s appointment as the Joint Company Secretary only. The Stock Exchange may withdraw or change the Updated Waiver if the Company’s situation changes.

The Board would like to take this opportunity to express its gratitude to Mr. Au-Yeung for his valuable contributions to the Company during his tenure of service and extend its warm welcome to Ms. Kwok on his new appointment.

## **CHANGE OF PRINCIPAL PLACE OF BUSINESS IN HONG KONG**

The Board also announces that the address of the principal place of business of the Company in Hong Kong has been changed to Room 1901, 19/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong with effect from March 24, 2022.

By Order of the Board  
**Shanghai HeartCare Medical Technology Corporation Limited**  
**WANG Guohui**  
*Chairman of the Board*

Shanghai, March 24, 2022

*As at the date of this announcement, the executive Directors are Mr. Wang Guohui and Ms. Zhang Kun; the non-executive Directors are Mr. Ding Kui, Mr. Chen Gang and Mr. Ouyang Xiangyu; and the independent non-executive Directors are Mr. Guo Shaomu, Mr. Feng Xiangqian and Mr. Gong Ping.*