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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)**

**NOTICE OF 2022 FIRST EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the 2022 first extraordinary general meeting (the “EGM”) of Shanghai Bio-heart Biological Technology Co., Ltd. (the “Company”) will be held at Fourth Floor, Building 7, 59 Kaiqing Road, East Zhangjiang Hi-Tech Park, Pudong New Area, Shanghai, PRC on Thursday, November 10, 2022, at 2:00 p.m. for the purpose of considering, and if thought fit, passing the following resolutions:

**ORDINARY RESOLUTIONS**

1. To consider and approve the appointment of Ms. Peili Wang (王佩麗) as an executive director of the Company; and
2. To consider and approve the appointment of Mr. Lei Zhu (朱磊) as a supervisor of the Company.

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, October 25, 2022

As at the date of this notice, the Board comprises:

*Executive directors:*

Mr. Philip Li WANG (*Chairman*)  
Mr. Yunqing WANG

*Independent non-executive directors:*

Mr. Charles Sheung Wai CHAN  
Mr. Xubo LU  
Mr. George Chien Cheng LIN

*Non-executive directors:*

Ms. Li CAI  
Mr. Quan ZHOU  
Mr. Ji CHEN

Notes:

**1. Closure of register of members of H Shares and ascertaining of eligibility for attending the EGM**

The register of members of H Shares of the Company will be closed from Tuesday, October 11, 2022 to Thursday, November 10, 2022, 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 forthcoming EGM. To be eligible to attend and vote at the EGM, all properly completed transfer documents, accompanied by relevant share certificate, 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 Monday, October 10, 2022 for registration.

**2. Proxy**

- (1) Each shareholder entitled to attend and vote at the EGM may appoint one or more proxies in writing to attend and vote at the meeting on his behalf. A proxy need not be a shareholder of the Company. **The Company strongly recommends you to monitor the development of the situation with the COVID-19 and to assess, based on the social distancing policies, the necessity for attending the above meeting in person, and the board of directors of the Company respectfully recommends that, for the same reason, the shareholders to appoint the chairman of the above meeting as their proxy rather than a third party to attend and vote on their behalf at the above meeting (or any adjournment thereof).**
- (2) The instrument appointing a proxy must be in writing under the hand of the appointor or his attorney duly authorised in writing, or if the appointor is a legal entity, either under seal or signed by a director or a duly authorised attorney. If that instrument is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign or other document of authorisation must be notarised.
- (3) To be valid, the form of proxy and notarised power of attorney or other document of authorisation (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 (in case of holders of H Shares) or the Company's registered office at Room 302, 3/F, Building 4, No.590 Ruiqing Road, East Zhangjiang Hi-Tech Park, Pudong New Area, Shanghai, PRC (in case of holders of Domestic Shares and Unlisted Foreign Shares) not less than 24 hours before the time appointed for the EGM (i.e. no later than 2:00 p.m. on Wednesday, November 9, 2022) or any adjournment thereof (as the case may be). Completion and return of the proxy will not preclude shareholders from attending and vote at the meeting should they wish to do so.
- (4) Any voting at the EGM shall be taken by poll.

**3. Registration procedures for attending the EGM**

- (1) Shareholders of the Company whose names appear on the register of members of the Company on November 10, 2022 will be entitled to attend and vote at the EGM or any adjourned meetings.
- (2) A shareholder or his proxy should present proof of identity when attending the EGM. If a shareholder is a legal person, its legal representative or other person authorised by the Board or other governing body of such shareholder may attend the EGM by providing a copy of the resolution of the Board or other governing body of such shareholder appointing such person to attend the meeting.
- (3) Shareholders of the Company intending to attend the EGM in person or by their proxies should complete and return the reply slip for attending the EGM on or before Saturday, November 5, 2022 to (a) the Company's registered office at Room 302, 3/F, Building 4, No.590 Ruiqing Road, East Zhangjiang Hi-Tech Park, Pudong New Area, Shanghai, PRC (for holders of Domestic Shares and Unlisted Foreign Shares); or (b) Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares).

- (4) A shareholder may return the above reply slip in person, by post or by facsimile to the Company's registered office (for holders of Domestic Shares and Unlisted Foreign Share) or the office of Computershare Hong Kong Investor Services Limited (for holders of H Shares).
- (5) Shareholders or proxies attending the EGM should state clearly, in respect of each resolution requiring a vote, whether they are voting for or against a resolution. The votes abstained will be counted in the calculation of the required majority.

#### **4. Voting method at the EGM**

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 EGM will demand a poll in relation to all the proposed resolutions at the EGM.

#### **5. Miscellaneous**

- (1) The EGM is expected to take no more than half a day. Shareholders who attend the EGM 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:

Room 302, 3/F, Building 4  
No.590 Ruiqing Road, East Zhangjiang Hi-Tech Park  
Pudong New Area, Shanghai  
The People's Republic of China

Telephone: (86) 021-68798511  
Facsimile: (86) 021-50720533-8016  
Email: info@bio-heart.com

- (4) Precautionary measures for the EGM

During the period for the prevention and control of the coronavirus disease (COVID-19) in China and overseas, the Company will strictly comply with the requirements regarding the pandemic prevention and control stipulated by government departments, and take relevant prevention and control measures, including monitoring the temperatures of shareholders attending the EGM. Shareholders attending the EGM shall pay early attention to and comply with the relevant regulations and requirements regarding health report, quarantine and observation during the pandemic prevention and control period in Shanghai.

Shareholders having a fever or other symptoms, not wearing a surgical mask as required, or failing to comply with the relevant regulations and requirements regarding the pandemic prevention and control will not be able to enter the venue of the EGM. If the number of shareholders attending the EGM reaches the maximum (if any) stipulated by the relevant government departments at the date of the EGM in accordance with the regulations and requirements regarding the pandemic prevention and control, shareholders shall be admitted on a "first-come-first-served" basis, and shareholders subsequently arriving may not be able to enter the venue of the EGM.

The Company reminds attendees that they should carefully consider the risks of attending the EGM, taking into account their own personal circumstances. Shareholders are reminded that physical attendance at the EGM is not necessary for the purpose of exercising voting rights. Shareholders may appoint the chairman of the meeting as their proxy to vote on the relevant resolution(s) at the EGM instead of attending the EGM in person, by completing and returning the form of proxy. The Company will keep the evolving COVID-19 situation under review and may implement additional measures which it will announce closer to the date of the EGM.

- (5) All times set out in this notice refer to Hong Kong local time.

*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 as executive director, Ms. Li CAI, Mr. Quan ZHOU, and Mr. Ji CHEN as non-executive directors, and Mr. Charles Sheung Wai CHAN, Mr. Xubo LU and Mr. George Chien Cheng LIN as independent non-executive directors.*