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If you are in any doubt about this circular or as to the action to be taken, you should consult your stockbroker, or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **Shanghai Bio-heart Biological Technology Co., Ltd.**, you should at once hand this circular with the enclosed form of proxy and reply slip to the purchaser or transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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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)

(1) PROPOSED APPOINTMENT OF DIRECTOR;
(2) PROPOSED APPOINTMENT OF SUPERVISOR;
AND
(3) NOTICE OF 2022 FIRST EXTRAORDINARY GENERAL MEETING

A notice convening the EGM to 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. is set out on pages 10 to 12 of this circular. A reply slip and a form of proxy for use at the EGM are enclosed and are also published on the websites of the Hong Kong Stock Exchange (www.hkexnews.hk) and the Company (www.bio-heart.com). Shareholders who intend to attend the EGM or to appoint a proxy to attend the EGM shall complete and return (i) the reply slip in accordance with the instructions printed thereon no later than Saturday, November 5, 2022; and (ii) the form of proxy in accordance with the instructions printed thereon 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 form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish. **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 EGM in person.**

Reference to times and dates in this circular are to Hong Kong local times and dates.

October 25, 2022

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DEFINITIONS

In this circular, the following expression shall have the meanings set out below unless the context requires otherwise:

“Articles of Association” or “Articles”	The articles of association of the Company currently in force
“Board of Directors” or “Board”	the board of Directors of the Company
“Board of Supervisors”	the board of Supervisors of the Company
“China” or “PRC”	the People’s Republic of China
“Company” or “Our Company”	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 PRC with limited liability on December 8, 2020, or, where the context requires (as the case may be), its predecessor with the same English name (上海百心安生物技術有限公司), a limited liability company established in the PRC on July 18, 2014
“Director(s)”	the director(s) of the Company
“Domestic Share(s)”	ordinary share(s) in the share capital of our Company, with a nominal value of RMB1.00 each, which are subscribed for and paid up in RMB and are unlisted Shares which are currently not listed or traded in any stock exchange
“EGM” or “Extraordinary general meeting”	the 2022 first extraordinary general meeting of the Company to be held at Fourth Floor, Building 7, 59 Kaiqing Road, East Zhangjiang Hi-Tech Park, Pudong New Area, Shanghai, PRC at 2:00 p.m. on Thursday, November 10, 2022 or any adjournment thereof for the purpose of, considering and, if thought fit, approving the resolutions contained in the notice of 2022 first extraordinary general meeting which is set out on pages 10 to 12 of this circular
“Group”, “our Group”, “our”, “we”, or “us”	the Company and all of its subsidiaries, or any one of them as the context may require or, where the context refers to any time prior to its incorporation, the business which its predecessors or the predecessors of its present subsidiaries, or any one of them as the context may require, were or was engaged in and which were subsequently assumed by it

DEFINITIONS

“H Share(s)”	overseas listed foreign invested ordinary share(s) in the ordinary share capital of our Company, with a nominal value of RMB1.00 each, which are listed on the Stock Exchange
“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	October 18, 2022, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information contained in this circular
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended from time to time
“RMB”	Renminbi, the lawful currency of the PRC
“Notice of EGM”	the notice convening the EGM
“Share(s)”	share(s) in the share capital of the Company, with a nominal value of RMB1.00 each, comprising the Domestic Shares, Unlisted Foreign Shares and H Shares
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supervisor(s)”	the supervisor(s) of the Company
“Unlisted Foreign Share(s)”	ordinary shares issued by our company with a nominal value of RMB1.00 each and are held by foreign investors and are not listed on any stock exchange
“%”	per cent

LETTER FROM THE BOARD



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)

Executive Directors:

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

*Registered office, Headquarters and
Principal Place of Business in the PRC:*

Room 302, 3/F, Building 4
No.590 Ruiqing Road

East Zhangjiang Hi-Tech Park
Pudong New Area

Shanghai
PRC

Non-executive Directors:

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

Independent Non-executive Directors:

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

Principal place of business in Hong Kong:

Room 1901, 19/F, Lee Garden One
33 Hysan Avenue
Causeway Bay
Hong Kong

October 25, 2022

To the Shareholders:

Dear Sir or Madam,

**(1) PROPOSED APPOINTMENT OF DIRECTOR;
(2) PROPOSED APPOINTMENT OF SUPERVISOR;
AND
(3) NOTICE OF 2022 FIRST EXTRAORDINARY GENERAL MEETING**

I. INTRODUCTION

Reference is made to the Company's announcement dated September 26, 2022 in relation to, among others, the Proposed Appointment of Director and the Proposed Appointment of Supervisor.

The purpose of this circular is to provide you with the Notice of EGM and the information reasonably necessary to enable you to make an informed decision on whether to vote for or against the proposed resolutions at the EGM

LETTER FROM THE BOARD

II. DETAILS OF THE RESOLUTIONS

1. Proposed Appointment of Director

An ordinary resolution will be proposed at the EGM to appoint Ms. Peili Wang (王佩麗) (“**Ms. Wang**”) as an executive Director of the Company and to authorize the Board to do all such acts and things to give effect to such matters.

Reference is made to the announcement of the Company dated September 26, 2022 in relation to the resignation of Ms. Li Cai (蔡俐) as a non-executive Director and the proposed appointment of Ms. Peili Wang as an executive Director.

Ms. Cai proposes to resign as a non-executive director and a member of the Remuneration Committee of the Board of the Company due to her other personal commitments, with effect from the date on which the proposed appointment of the new Director is approved by the Shareholders at the EGM.

Ms. Cai has confirmed that she has no disagreement with the Board and there is no matter relating to her resignation that needs to be brought to the attention of the Shareholders or the Stock Exchange.

Pursuant to Articles 85 and 102 of the Articles of Association, the proposed appointment of a Director shall be subject to the approval by the Shareholders. The proposal on appointment of Ms. Wang as an executive Director and the authorisation to the Board to do all such acts and things to give effect to such matters is hereby proposed at the EGM for consideration and approval. The biographical details of Ms. Wang are set out below:

Ms. Peili Wang (王佩麗), aged 38, was appointed as a Supervisor on October 25, 2018. Ms. Wang is primarily responsible for the supervision of the performance of the Directors and senior management members. Ms. Wang has also been our financial manager since July 1, 2014 and the financial manager of AngioCare since September 2011. Ms. Wang has over 10 years of experience in financial management. From September 2004 to June 2005, she was an accountant at the Korman Shipping Company Limited (上海和明航運服務有限公司). From July 2005 to May 2006, she was an accountant at the Shanghai Heming International Freight Company Limited (和明國際貨運有限公司). From June 2006 to July 2010, she was the financial manager of Shanghai Xiyuan International Trading Company (上海曦原國際貿易有限公司). From August 2010 to December 2013, she was the financial manager of Forerunner Medical (Shanghai) Company Limited (方潤醫療器械科技(上海)有限公司).

Ms. Wang obtained her part-time bachelor’s degree in accountancy from the Shanghai University of Finance and Economic (上海財經大學) in January 2009. She was admitted as Certified Public Accountant in China in May 2010.

LETTER FROM THE BOARD

Subject to the approval by the Shareholders of Ms. Wang's appointment as an executive Director, Ms. Wang will enter into a service contract with the Company for a term commencing from the date of her appointment and ending on the expiration of the term of the current session of the Board. She shall be eligible for re-election upon the expiry of her term of office. Pursuant to such proposed service contract, as an executive Director, Ms. Wang will not receive any director remuneration from the Company.

Save as disclosed above, Ms. Wang does not and has not held any directorships in any other listed public companies in the last three years prior to the Latest Practicable Date, of which the securities are listed on any securities market in Hong Kong or overseas, and nor does she have other major appointments and professional qualifications. Furthermore, Ms. Wang has no relationship with any Directors, Supervisors, senior management, substantial shareholders (as defined in the Listing Rules) or controlling shareholders (as defined in the Listing Rules) of the Company, nor does she have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above and to the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, there are no other matters in relation to the proposed appointment of Ms. Wang as a Director that need to be brought to the attention of the Shareholders or disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

2. Proposed Appointment of Supervisor

An ordinary resolution will be proposed at the EGM to appoint Mr. Lei Zhu (朱磊) ("Mr. Zhu") as a Supervisor of the Company and to authorize the Board to do all such acts and things to give effect to such matters.

Reference is made to the announcement of the Company dated September 26, 2022 in relation to the resignation of Ms. Wang as a Supervisor and the proposed appointment of Mr. Zhu as a Supervisor.

Due to her proposed appointment as an executive Director, Ms. Wang proposes to resign as a Supervisor, with effect from the date on which the proposed appointment of the new Supervisor is approved by the Shareholders of the Company at the EGM.

Ms. Wang has confirmed that she has no disagreement with the Board of Supervisors of the Company during her term of office and there is no other matter relating to her resignation that needs to be brought to the attention of the Shareholders of the Company.

LETTER FROM THE BOARD

Pursuant to Articles 85 and 126 of the Articles of Association, the proposed appointment of a Supervisor shall be subject to the approval by the Shareholders. The proposal on appointment of Mr. Zhu as a Supervisor and the authorisation to the Board to do all such acts and things to give effect to such matters is hereby proposed at the EGM for consideration and approval. The biographical details of Mr. Zhu are set out below:

Mr. Lei Zhu (朱磊), aged 35, has been our quality compliance director since September 2020. 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 1.5% of its equity interest.

Mr. Zhu has over 10 years of experience in the medical industry. From August 2009 to September 2020, he served as the manager of quality and regulation at Shanghai Microport Medical (Group) Co., Ltd (上海微創醫療器械(集團)有限公司). In his role as the manager of quality and regulation, he supervised the quality management work in the storage, maintenance and transport of medical devices, the collection of quality management information, and led the training of quality management for employees.

Mr. Zhu obtained his bachelor's degree in engineering from Nanjing Technology University (南京工業大學) in June 2009. He then obtained his bachelor's degree in law from Xi'an Political College (西安政治學院) in December 2013. He obtained his master's degree in engineering from Tongji University (同濟大學) in December 2019. In June 2014, Mr. Zhu became a qualified national intermediate engineer holds General Administration of Quality Supervision, Inspection and Quarantine of the People's Republic of China.

Subject to the approval by the Shareholders of Mr. Zhu's appointment as a Supervisor, Mr. Zhu will enter into a service contract with the Company for a term commencing from the date of his appointment and ending on the expiration of the term of the current session of the Board of Supervisors. He shall be eligible for re-election upon the expiry of his term of office. Pursuant to such proposed service contract, as a Supervisor, Mr. Zhu will not receive any remuneration as Supervisor from the Company.

Save as disclosed above, Mr. Zhu does not and has not held any directorships in any other listed public companies in the last three years prior to the Latest Practicable Date, of which the securities are listed on any securities market in Hong Kong or overseas, and nor does he have other major appointments and professional qualifications. Furthermore, Mr. Zhu has no relationship with any Directors, Supervisors, senior management, substantial shareholders (as defined in the Listing Rules) or controlling shareholders (as defined in the Listing Rules) of the Company, nor does he have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

LETTER FROM THE BOARD

Save as disclosed above and to the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, there are no other matters in relation to the proposed appointment of Mr. Zhu as a Supervisor that need to be brought to the attention of the Shareholders of the Company or disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

III. THE EGM

The EGM will be held at Fourth Floor, Building 7, 59 Kaiqing Road, East Zhangjiang Hi-Tech Park, Pudong New Area, Shanghai, PRC at Thursday, November 10, 2022 at 2:00 p.m.. Notice of EGM is set out in pages 10 to 12 of this circular and are available on the websites of the Stock Exchange (www.hkexnews.hk) and of the Company (www.bio-heart.com).

IV. CLOSURE OF REGISTER OF MEMBERS OF H SHARES AND ASCERTAINING OF ELIGIBILITY FOR ATTENDING THE EGM OF H SHAREHOLDERS

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.

Enclosed herewith are the reply slip and proxy form for the EGM. If you intend to attend the EGM or to appoint a proxy to attend the EGM, you are required to complete and return (i) the reply slip in accordance with the instructions printed thereon no later than Saturday, November 5, 2022; and (ii) the proxy form in accordance with instructions printed thereon and return them to the Company's H shares 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) as soon as possible and in any event no later 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 (for the proxy form (if any)). Completion and return of the proxy form will not preclude you from attending and voting at the EGM or any adjournment thereof in person if you so wish. **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 EGM in person.**

LETTER FROM THE BOARD

V. VOTING BY POLL

In accordance with Rule 13.39(4) of the Listing Rules, any vote of Shareholders at the EGM must be taken by poll except where the chairman of each of the EGM, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. The Company shall publish the poll results announcement in the manner prescribed under Rule 13.39(5) of the Listing Rules. Accordingly, the chairman of the EGM will exercise his power under the Articles of Association to demand a poll in relation to all the proposed resolutions at the EGM.

To the best of the Directors' knowledge, information and belief, none of the Shareholders are required to abstain from voting at the EGM.

VI. 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.

LETTER FROM THE BOARD

VII. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

VIII. RECOMMENDATION

The Directors (including the Independent Non-executive Directors) consider that all the above resolutions proposed at the EGM are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of these proposed resolutions.

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

NOTICE OF 2022 FIRST EXTRAORDINARY GENERAL MEETING



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

NOTICE OF 2022 FIRST EXTRAORDINARY GENERAL MEETING

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).

NOTICE OF 2022 FIRST EXTRAORDINARY GENERAL MEETING

- (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.