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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)

NOTICE OF 2025 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2025 annual general meeting (the "**AGM**") of Shanghai HeartCare Medical Technology Corporation Limited (the "**Company**") will be held at SealMed Hall, 4/F, Building 8, No. 356, Zhengbo Road, Lingang New District, Pilot Free Trade Zone, Shanghai, PRC on Thursday, May 28, 2026, at 10:00 a.m. for the purpose of considering, and if thought fit, passing the following resolutions. Unless otherwise defined, capitalized terms used in this notice shall have the same meanings as those defined in the circular of the Company dated April 27, 2026.

ORDINARY RESOLUTIONS

1. To consider and approve the work report of board of directors of the Company (the "**Board**") for 2025.

2. To consider and approve the profit distribution plan of the Company for 2025.

3. To consider and approve the audited consolidated financial statements of the Company for 2025.

4. To consider and approve the annual report of the Company for 2025.

5. To authorise the Board to determine the remuneration of the directors of the Company.

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 authorise the Board to determine their respective remuneration.

7. To consider and approve the proposed amendments to the Rules of Procedure for the Board of Directors.

8. To consider and approve the proposed amendments to the Rules of Procedure for Shareholders' General Meetings.

SPECIAL RESOLUTIONS

9. To consider and approve the Company the issuance of additional H Shares, additional Domestic Shares and additional Unlisted Foreign Shares in the share capital of the Company ("**Additional Shares**") and to grant to the Board a general mandate ("**General Mandate**"), subject to terms and conditions set out in this resolution, for the exercise by the Board during the Relevant Period (as defined below) of powers to allot or issue Additional Shares and/or make offers, agreements or options which might require the issue, allotment or disposal of Additional Shares, sell and/or transfer treasury shares (such Additional Shares being subject to a maximum of 20% of the respective aggregate number of issued H Shares (excluding any treasury shares) and Unlisted Shares of the Company as at the date of approval of this resolution), and to make or grant offers or agreements in respect of such Additional Shares:

   (1) To consider and approve the Company to issue additional H Shares and additional Unlisted Shares in the share capital of the Company and to grant to the Board a general mandate, subject to terms and conditions set out, to allot or issue Additional Shares and/or make offers, agreements or options which might require the issue, allotment or disposal of Additional Shares and to make or grant offers or agreements in respect of such Additional Shares, sell and/or transfer treasury shares:

      i. such General Mandate shall not extend beyond the Relevant Period (as defined below) save that the Board may during the Relevant Period make or grant offers or agreements which might require the exercise of such powers after the end of the Relevant Period;

      ii. the total number of Shares of the Company approved to be allotted or agreed conditionally or unconditionally to be allotted by the Board, shall not exceed: (a) 20% of the total number of H Shares of the Company in issue (excluding any treasury shares) at the date of the passing of this resolution; and/or (b) 20% of the total number of Unlisted Shares of the Company in issue at the date of the passing of this resolution, otherwise than pursuant to any scrip

dividend scheme or similar arrangement providing for the allotment of such shares of the Company in lieu of the whole or part of a dividend on such Shares in accordance with the articles of association of the Company;

iii. the Board will only exercise its power under such mandate in accordance with the relevant laws and regulations of the PRC (as amended from time to time) and the Hong Kong Listing Rules and only if all necessary approvals from the China Securities Regulatory Commission, The Stock Exchange of Hong Kong Limited (the "**Hong Kong Stock Exchange**") and/or other relevant PRC government authorities are obtained; and

(2) Subject to the Board issuing additional H Shares, additional Domestic Shares and additional Unlisted Foreign Shares pursuant to this resolution, the Board be authorised to:

i. approve, execute and do or procure to be executed and done, all documents, deeds and things as it may consider necessary in connection with the issue of such new shares of the Company (including, but not limited to the time, price, quantity and place of issue, making all necessary applications to the relevant authorities, entering into an underwriting agreement or any other agreement);

ii. determine the use of proceeds and make all necessary filing, registration and applications with or to the relevant authorities in the PRC and/or Hong Kong (if required);

iii. determine the registered capital and the number of shares of the Company pursuant to the issue or allotment of Shares pursuant to this resolution, and register with the relevant authorities in the PRC and/or Hong Kong upon an increase of registered capital and the number of shares of the Company; and

iv. make amendments to the articles of association of the Company accordingly as it thinks fit so as to reflect relevant matters such as the registered capital and new capital structure of the Company after the issue and allotment of shares of the Company.

10. To consider and if thought fit, pass with or without amendments, the following resolution regarding the granting of general mandate to repurchase H Shares:

"**THAT**:

a) Subject to the restrictions set forth in paragraph (b) and (c) below, the exercise by the Board during the Relevant Period (as defined below) of all the powers of the Company to repurchase the H Shares listed on the Hong Kong Stock Exchange, subject to and in accordance with all applicable laws, regulations and rules and/or requirements of the governmental or regulatory body of securities in the PRC, the Hong Kong Stock Exchange or any other governmental or regulatory body be and is hereby approved;

b) The aggregate nominal amount of H Shares authorized to be repurchased by the Company pursuant to the approval mentioned above during the Relevant Period (as defined below) will represent approximately 10% of the Company's total number of H Shares (excluding any treasury shares) in issue as at the date of the passing of this resolution and approximately 8.08% of the Company's total issued share capital (excluding any treasury shares);

c) The first approval mentioned above shall be conditional upon satisfaction of all the following conditions:

(i) the obtainment of an approval from all relevant regulatory authorities having jurisdiction over the Company (if applicable) as required by the laws, regulations and rules of the PRC; and

(ii) the Company not being required by any of its creditors to repay or to provide guarantees in respect of any amount due to any of them (or if the Company is so required by any of its creditors, the Company having, at its absolute discretion, repaid or provided guarantee in respect of such amount) pursuant to the notification procedures under the Company Law and the Articles of Association. If the Company determines to repay any amount to any of its creditors, the Company will do so out of its internal funds.

d) Subject to the approval of all relevant government authorities in the PRC for the repurchase of such shares of the Company being granted and subject to the abovementioned conditions, the Board be and is hereby authorized to:

(i) formulate and implement the specific repurchase plans, including but not limited to repurchase price and number of repurchased shares, and determine the time and duration of repurchase, etc.;

(ii) notify creditors and issue announcements in accordance with the requirements of the relevant laws, regulations, normative documents and the Articles of Association;

(iii) open overseas share accounts and carry out the related changes of foreign exchange registration procedures;

(iv) carry out the relevant approval and filing procedures as required by regulatory authorities and the stock exchanges in the place where the shares of the Company are listed;

(v) carry out, execute and implement all such documents, do all such acts and things or take any steps as they consider desirable, necessary or expedient in connection with and to give effect to the repurchase of shares in accordance with the requirements of relevant laws and regulations and the listing rules of the stock exchanges in the place where the shares of the Company are listed;

(vi) carry out the cancellation procedures for repurchased H Shares but not designated as held as treasury shares, reduce the registered capital, and make amendments which it deems appropriate to the Articles of Association to reflect the relevant provisions such as the total share capital and shareholding structure of the Company, and carry out the relevant statutory registrations and filings procedures at home and abroad; and

(vii) execute and handle other documents and matters related to the repurchase of shares.

For the purposes of resolutions 9 and 10 above:

"**H Shares**" means the overseas listed foreign shares with a nominal value of RMB1.00 each in the share capital of the Company, which are listed on the Hong Kong Stock Exchange and subscribed for and traded in Hong Kong dollars;

"**Domestic Shares**" means the ordinary shares in the share capital of the Company, with a nominal value of RMB1.00 each, which are subscribed for and paid up in Renminbi by domestic investors and are not listed on any stock exchange;

"**Unlisted Foreign Shares**" means the ordinary shares in the share capital of the Company, with a nominal value of RMB1.00 each, which are subscribed for and paid for in currency other than Renminbi by foreign investors and are not listed on any stock exchange;

"**Unlisted Shares**" means Domestic Shares and Unlisted Foreign Shares;

"**Relevant Period**" means the period from the passing of the resolution until the earlier of:

(a) the conclusion of the next annual general meeting of the Company; or

(b) the expiration of a period of twelve months following the passing of the resolution; or

(c) the date on which the authority conferred by the resolution is revoked or varied by a special resolution in a general meeting of the Company.

11. To consider and approve the Proposed Amendments to the Articles of Association.

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

Shanghai, April 27, 2026

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

Executive directors:
Mr. Wang Guohui *(Chairman)*
Ms. Zhang Kun
Mr. Wei Jiawei

Non-executive directors:
Mr. Ding Kui
Mr. Chen Shaoxiong
Mr. Chen Gang

Independent non-executive directors:
Mr. Guo Shaomu
Mr. Feng Xiangqian
Mr. Gong Ping

Notes:

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

The register of members of H Shares of the Company will be closed from Friday, May 22, 2026 to Thursday, May 28, 2026, both days inclusive, during which no transfer of H Shares will be registered. In order to qualify for attending the AGM and vote for all resolutions to be submitted thereat, all transfer instruments of the H Shares together with the relevant share certificates shall be lodged with the Company's H Shares registrar, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, before 4:30 p.m., on Thursday, May 21, 2026 for registration. The record date for determining the entitlement of the Shareholders of the Company to attend and vote at the AGM will be Thursday, May 28, 2026.

2. Proxy

(1) Each shareholder entitled to attend and vote at the AGM 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.

(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) In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power or authority, 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 (for holders of H Shares) or the Company's registered office at Building 38, No. 356, Zhengbo Road, Lingang New District, Pilot Free Trade Zone, Shanghai, PRC (for holders of Unlisted Shares) as soon as practicable but in any event not less than 24 hours before the time appointed for the AGM (i.e. no later than 10:00 a.m. on Wednesday, May 27, 2026) or any adjournment thereof (as the case may be). Completion and return of the proxy will not preclude shareholders from attending and voting at the meeting should they wish to do so.

(4) Any voting at the AGM shall be taken by poll.

3. Registration procedures for attending the AGM

(1) Shareholders of the Company whose names appear on the register of members of the Company on Thursday, May 28, 2026 will be entitled to attend and vote at the AGM or any adjourned meetings.

(2) A shareholder or his proxy should present proof of identity when attending the AGM. 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 AGM 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 or proxies attending the AGM 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 AGM

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

5. Miscellaneous

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

Building 38
No. 356, Zhengbo Road
Lingang New District
Pilot Free Trade Zone, Shanghai
The People's Republic of China

Telephone: (86) 21 5897 5056
Facsimile: (86) 21 5897 5005
Email: ir@heartcare.com.cn

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