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)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR; PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR; AND PROPOSED CHANGES IN COMPOSITION OF BOARD COMMITTEES

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board hereby announces that Mr. Yiqing CHEN (陳軼青) ("**Mr. Chen**") has tendered his resignation as an independent non-executive Director on August 26, 2026 in order to devote more time to his other business commitments. According to the Company Law of the People's Republic of China, the articles of association of the Company and related requirements, Mr. Chen will continue to perform his duties as an independent non-executive Director and his responsibilities in each of the committees under the Board until the date when the appointment of the new independent non-executive Director is approved by the shareholders of the Company. The Company will make further announcement on the date when Mr. Chen ceases to be an independent non-executive Director.

With effect from the date on which Mr. Chen's resignation as the independent non-executive Director becomes effective, he will also cease to act as the chairman of the Audit Committee and a member of the Remuneration Committee.

Mr. Chen has confirmed that he has no disagreement with the Board and there are no other matters relating to his resignation that should be brought to the attention of the shareholders of the Company or the Stock Exchange.

The Board would like to express its heartfelt gratitude to Mr. Chen for his valuable contributions to the Company during his term of office.

PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND PROPOSED CHANGES IN COMPOSITION OF BOARD COMMITTEES

After considering the recommendation of the Nomination Committee, the Board has resolved to nominate Ms. Qianwen FEI (費倩雯) ("**Ms. Fei**") as an independent non-executive Director to fill the vacancy arising from the resignation of Mr. Chen. The appointment of Ms. Fei is subject to the approval by the shareholders of the Company at the EGM by way of ordinary resolution and will take effect, if approved, from the conclusion of the EGM.

The Board also proposed to appoint Ms. Fei as a member of each of the Audit Committee and the Remuneration Committee, and Mr. Yifei JIANG (蔣一斐) ("**Mr. Jiang**"), one of the independent non-executive Directors and a current member of the Audit Committee, as the chairman of the Audit Committee if Ms. Fei's appointment is approved by the shareholders of the Company at the EGM. Ms. Fei and Mr. Jiang confirmed that they have no disagreement on such nominations.

The biographical details of Ms. Fei, which are required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, are set out as follows:

Ms. Qianwen FEI (費倩雯), aged 41, graduated from Shanghai University of Finance and Economics (上海財經大學) in June 2008 with dual bachelor's degrees in management and arts. From 2008 to 2010, Ms. Fei worked at the Shanghai branch of Ernst & Young (安永華明會計師事務所上海分所). From 2010 to 2016, she served as a finance supervisor of MTS Systems (China) Co., Ltd.* (美特斯工業系統(中國)有限公司). From 2016 to 2019, she served as a finance manager of Shanghai Treasure House Cultural Development Co., Ltd.* (上海寶庫文化發展股份有限公司). Since 2019, Ms. Fei has been serving as a director of Group Operation Management Department at Shanghai Jinghua Medical Management Co., Ltd.* (上海菁華醫療管理股份有限公司), a company focusing on operation and investment in the assisted-reproductive medical services, where she is responsible for finance and operational analysis for its subsidiary hospitals, and from 2022 to 2025, she also acted as a vice president at one of its subsidiary hospital, Hainan Jinghua Reproductive and Maternity Hospital* (海南菁華生殖婦產醫院). Ms. Fei is a member of the Chinese Institute of Certified Public Accountants (中國註冊會計師協會).

Save as disclosed above, as at the date of this announcement, Ms. Fei does not and has not held any directorships in any other listed public companies in the last three years prior to the date of this announcement, of which the securities are listed on any securities market in Hong Kong or overseas, and nor does Ms. Fei have other major appointments and professional qualifications. Furthermore, Ms. Fei 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 Ms. Fei have any interests 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). Also, Ms. Fei does not hold any other positions in the Company or other members of the Group.

Ms. Fei has confirmed (i) her independence to the Company by reference to the factors set out in Rule 3.13 of the Listing Rules; (ii) that she had no past or present financial or other interests in the business of the Company or its subsidiaries or any connection with any core connected persons (as defined in the Listing Rules) of the Company; and (iii) that there are no other factors that may affect her independence at the time of her appointment.

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. Fei as an independent non-executive Director 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.

Upon approval of the appointment of Ms. Fei as an independent non-executive Director by the shareholders of the Company at the EGM, a service agreement will be entered into between the Company and Ms. Fei for a term commencing from the date of approval at the EGM and ending on the expiration of the term of the current session of the Board, which may be terminated by either party by giving not less than two months' notice in writing and Ms. Fei is eligible for re-election upon the expiry of her term of office. Subject to the approval by the shareholders of the Company at the EGM, the Board will determine Ms. Fei's remuneration as an independent non-executive Director by reference to her duties, experience and responsibilities in the Company as well as the prevailing market conditions. The Company will announce the changes to the compositions of the Audit Committee, the Remuneration Committee and the Nomination Committee in due course.

GENERAL

A circular of the Company containing, among other things, details in relation to the proposed appointment of Ms. Fei as an independent non-executive Director and a notice convening the EGM, will be despatched to the shareholders of the Company as soon as practicable.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings.

"Audit Committee"	the audit committee of the Board
"Board"	the board of Directors

"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 or any one of them
"EGM"	the forthcoming extraordinary general meeting of the Company
"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended, supplemented or otherwise modified from time to time)
"Nomination Committee"	the nomination committee of the Board
"Remuneration Committee"	the remuneration committee of the Board
"Stock Exchange"	The Stock Exchange of Hong Kong Limited

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, August 26, 2026

As at the date of this announcement, the Board comprises Mr. Philip Li WANG as Chairman and executive director, Mr. Yunqing WANG and Ms. Peili WANG as executive directors, and Mr. Yiqing CHEN, Mr. Xubo LU and Mr. Yifei JIANG as independent non-executive directors.

* *For identification purpose only*