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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)

**POLL RESULTS OF THE 2023 ANNUAL GENERAL MEETING
HELD ON JUNE 21, 2024;
RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS;
APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS;
CHANGE OF COMPOSITION OF BOARD COMMITTEES;
AND
AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The Board is pleased to announce that all the resolutions set out in the Notice of the AGM were duly passed by the Shareholders by way of poll at the AGM.

The 2023 annual general meeting (the “AGM”) of Shanghai Bio-heart Biological Technology Co., Ltd. (the “Company”) was convened at 2:00 p.m. on Friday, June 21, 2024, at Room 302, 3/F, Building 4, No. 590 Ruiqing Road, East Zhangjiang Hi-Tech Park, Pudong New Area, Shanghai, PRC. References are made to the notice (the “Notice of the AGM”) and the circular (the “Circular”) of the AGM of the Company both dated May 30, 2024. Unless the context requires otherwise, capitalized terms used herein shall have the same meanings as those defined in the Circular.

The AGM was convened by the Board in accordance with the Company Law and the Articles of Association, and chaired by Mr. Philip Li WANG, the Chairman of the Board and an executive Director.

ATTENDANCE AT THE AGM

As at the date of the AGM, the total number of issued ordinary Shares was 243,937,000 Shares, comprising 236,223,322 H Shares and 7,713,678 Unlisted Foreign Shares, which was the total number of Shares entitling the Shareholders to attend and vote on the proposed resolutions at the AGM.

Shareholders (including proxies) representing 130,584,153 Shares (including 122,870,475 H Shares and 7,713,678 Unlisted Foreign Shares) or approximately 53.5319% of the total issued shares of the Company attended the AGM.

To the best knowledge, information and belief of the Company: (1) there were no Shares entitling the holder to attend and abstain from voting in favour of the resolutions proposed at the AGM as set out in Rule 13.40 of the Listing Rules; (2) no Shareholder was required under the Listing Rules to abstain from voting on the resolutions proposed at the AGM; and (3) no party has stated any intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the AGM.

All the Directors attended the AGM either in person or by electronic means.

POLL RESULTS OF THE AGM

The poll results of the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of Votes (%) ^{Note}		
		For	Against	Abstain
1.	To consider and approve the work report of board of directors of the Company (the “ Board ”) for 2023.	130,584,153 (100.0000%)	0 (0.0000%)	0 (0.0000%)
2.	To consider and approve the work report of supervisory committee of the Company (the “ Supervisory Committee ”) for 2023.	130,584,153 (100.0000%)	0 (0.0000%)	0 (0.0000%)
3.	To consider and approve the profit distribution plan of the Company for 2023.	130,584,153 (100.0000%)	0 (0.0000%)	0 (0.0000%)
4.	To consider and approve the audited consolidated financial statements of the Company for 2023.	130,584,153 (100.0000%)	0 (0.0000%)	0 (0.0000%)
5.	To consider and approve the annual report of the Company for 2023.	130,584,153 (100.0000%)	0 (0.0000%)	0 (0.0000%)
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 for a term until the conclusion of the next annual general meeting of the Company and to authorize the Board to determine their respective remuneration.	130,584,153 (100.0000%)	0 (0.0000%)	0 (0.0000%)

Ordinary Resolutions		Number of Votes (%) ^{Note}		
		For	Against	Abstain
7.	To consider and approve the appointment of Mr. Yiqing CHEN (陳軼青) as an independent non-executive director of the second session of the Board of Directors and to authorize the Board to determine his remuneration.	130,584,153 (100.0000%)	0 (0.0000%)	0 (0.0000%)
8.	To consider and approve the appointment of Mr. Yifei JIANG (蔣一斐) as an independent non-executive director of the second session of the Board of Directors and to authorize the Board to determine his remuneration.	130,584,153 (100.0000%)	0 (0.0000%)	0 (0.0000%)
9.	To authorize the Board to determine the remuneration of Directors.	130,584,153 (100.0000%)	0 (0.0000%)	0 (0.0000%)
10.	To authorize the Supervisory Committee to determine the remuneration of the Supervisors.	130,584,153 (100.0000%)	0 (0.0000%)	0 (0.0000%)
Special Resolutions		Number of Votes (%) ^{Note}		
		For	Against	Abstain
11.	To consider and approve the proposed amendments to the Articles of Association.	130,445,753 (99.8940%)	138,400 (0.1060%)	0 (0.0000%)
12.	To consider and approve issue additional H Share, and additional Unlisted Foreign Shares in the share capital of the Company and to grant the Board a general mandate to issue additional shares (the full text of the resolution is set out in the Notice of 2023 Annual General Meeting).	119,089,361 (91.1974%)	11,494,792 (8.8026%)	0 (0.0000%)

Note: All percentages are rounded to four decimal places.

As more than half of the votes were cast in favour of Ordinary Resolutions No. 1 to No. 10, and more than two-thirds of the votes were cast in favour of Special Resolutions No. 11 to No. 12, all resolutions proposed at the AGM were duly passed by way of poll by the Shareholders. The Company's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTORS

References are made to the announcement of the Company dated May 22, 2024 (the “**Announcement**”) and the Circular.

Mr. Charles Sheung Wai CHAN (“**Mr. Charles Chan**”) and Mr. Wing Yiu DJEN (“**Mr. Djen**”) resigned as independent non-executive Directors due to other personal pursuits with effect from the conclusion of the AGM.

Mr. Charles Chan and Mr. Djen have confirmed that they have no disagreement with the Board and there are no other matters related to their resignations that need to be brought to the attention of the Shareholders or the Stock Exchange. The Board would like to express its sincere gratitude to Mr. Charles Chan and Mr. Djen for their valuable contributions to the Board and the Company during their tenures of service.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Company is pleased to announce that Mr. Yiqing CHEN (陳軼青) (“**Mr. Chen**”) and Mr. Yifei JIANG (蔣一斐) (“**Mr. Jiang**”) were appointed as independent non-executive Directors with effect from June 21, 2024. Each of Mr. Chen and Mr. Jiang will hold office until the end of the current session of the Board.

The biographical details of Mr. Chen and Mr. Jiang are set out in the Announcement and the Circular. As at the date of this announcement, there has been no change in such information.

As at the date of this announcement, save as disclosed above and in the Announcement and the Circular, Mr. Chen and Mr. Jiang have confirmed that: (i) they are not related to any other Directors, Supervisors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company; (ii) they do not hold and have not held any directorship in any other public companies whose shares were listed in Hong Kong or any overseas stock exchange in the past three years and do not have and have not held other major appointments or professional qualifications; (iii) none of them have or are deemed to have any interest in the shares or underlying shares of the Company or associated corporations (as defined in Part XV of the Securities and Futures Ordinance); and (iv) no other matters are required to be brought to the attention of shareholders of the Company or the Stock Exchange or required to be disclosed under paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules.

Mr. Chen and Mr. Jiang have entered into service agreements with the Company respectively. The fee of remuneration for each of Mr. Chen and Mr. Jiang will be fixed at RMB150,000 (before tax) per annum, which is determined with reference to their duties, experience and responsibilities in the Company as well as the prevailing market conditions.

CHANGE OF COMPOSITION OF BOARD COMMITTEES

Following the resignation of Mr. Charles Chan and Mr. Djen, and the appointment of Mr. Chen and Mr. Jiang, the composition of the Audit Committee, the Remuneration Committee and the Nomination Committee shall be changed as follow with effect from the conclusion of the AGM:

- (i) Audit Committee: Mr. Chen as the chairperson in place of Mr. Charles Chan and Mr. Jiang as a member in place of Mr. Djen;
- (ii) Remuneration Committee: Each of Mr. Chen and Mr. Jiang as a member in place of Mr. Charles Chan and Mr. Djen; and
- (iii) Nomination Committee: Mr. Jiang as the chairperson in place of Mr. Philip Li WANG and Mr. Philip Li WANG as a member in place of Mr. Charles Chan.

Save as disclosed above, the composition of each Board committee remains unchanged.

AMENDMENTS TO THE ARTICLES OF ASSOCIATION

References are made to the Announcement and the Circular, in relation to, among other things, the proposed amendments to the Articles of Association. The proposal in relation to the amendments to the Articles of Association has been duly approved by Shareholders at the AGM by way of special resolution.

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, June 21, 2024

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 and Ms. Peili WANG as executive Directors, and Mr. Yiqing CHEN, Mr. Xubo LU and Mr. Yifei JIANG as independent non-executive Directors.