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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)*

**ANNOUNCEMENT
FURTHER AMENDMENT TO THE ARTICLES OF ASSOCIATION**

Reference is made to the announcement of Shanghai HeartCare Medical Technology Corporation Limited (the “**Company**”) dated October 6, 2021 in relation to the proposed adoption of the 2021 H Share Incentive Scheme and the proposed amendments to the Company’s Articles of Association (the “**Announcement**”). Reference are also made to the notice (the “**EGM Notice**”) and the circular (the “**EGM Circular**”) of the 2021 extraordinary general meeting dated October 11, 2021 which set out the information including the time and venue thereof and the proposed resolution to be considered and approved by the shareholders of the Company. Unless otherwise defined, capitalized terms used in this announcement shall have the same meaning as those defined in the EGM Circular.

The Board proposes to make further amendments to the Articles of Association (the “**Revised Articles Amendments**”) after drawing reference from market precedents, relevant laws and regulations in the PRC and taking into account the actual condition of the Company. The Board proposed to make the following further amendments to the Articles of Association by reinstating Article 60 in the current Articles of Association and the following amendments will replace the proposed amendments in the EGM Circular:

Prior to the amendment	After the amendment
<p>Article 61 The following external guarantees to be provided by the Company shall be considered and approved by the general shareholders’ meeting (other than the guarantees accepted by the Company or provided for its controlled subsidiaries):</p> <p>(I) A single guarantee for an amount in excess of 10% of the Company’s latest audited net assets;</p>	<p>Article 61 Unless otherwise specified in the Articles of Association, all external guarantees of the Company shall be considered and approved by the Board of Directors. If the Company provides guarantee for a shareholder or de facto controller of the Company, a resolution must be passed by the general shareholders’ meeting.</p>

Prior to the amendment	After the amendment
<p>(II) Any guarantee provided after the total amount of guarantee to third parties provided by the Company, and its controlling subsidiary exceeds 50% of the Company's latest audited net assets;</p> <p>(III) A guarantee to be provided to a party which has an asset-liability ratio in excess of 70%;</p> <p>(IV) Any guarantee provided after the amount of guarantee exceeds 30% of the Company's latest audited net assets based on cumulative calculation for 12 consecutive months;</p> <p>(V) Guarantee to be provided to shareholders, de facto controllers and their related parties;</p> <p>(VI) Other guarantees as prescribed by laws, regulations, regulatory documents, the regulatory rules of the place where the shares of the Company are listed and the Articles of Association.</p> <p>The above external guarantees that shall be approved at a general shareholders' meeting shall be considered and approved by the Board of Directors before submission to the general shareholders' meeting for approval.</p> <p>The Board of Directors is authorised to review and approve other external guarantees except for the above guarantees subject to approval by general shareholders' meeting.</p> <p>When reviewing the resolution of providing guarantee to shareholders, de facto controllers and their related parties at the general shareholders' meeting, such shareholders or shareholders controlled by such de facto controller shall not vote on such resolution. Such resolution requires a simple majority of the voting rights of other shareholders attending the general shareholders' meeting to be passed.</p>	<p>When reviewing the resolution of providing guarantee to shareholders, de facto controllers at the general shareholders' meeting, such shareholders or shareholders controlled by such de facto controller shall not vote on such resolution. Such resolution requires a simple majority of the voting rights of other shareholders attending the general shareholders' meeting to be passed.</p>

Prior to the amendment	After the amendment
<p>Article 62 If a transaction of the Company, including the acquisition or sale of assets, the grant, acceptance, transfer, exercise or termination of an option, the purchase or sale of assets or the subscription of securities, the conclusion or termination of finance leases which has a financial impact on the Company's balance sheet and/or profit and loss, the conclusion or termination of operating leases which has a significant impact on the Company's operations, foreign investment, and the conclusion of any arrangement or agreement involving the establishment of a joint venture entity (the above transactions exclude the purchase of raw materials, fuel and power, and the sale of products, commodities and other assets related to daily operations, but the purchase or sale of such assets involved in a series of transactions is still included), meets one of the following standards, in addition to being subject to review and approval by the Board of Directors, it shall also be submitted to the general shareholders' meeting for review and approval:</p> <p>(I) If the total assets related to the transaction account for more than 25 % of the Company's total assets or the transaction amount (including the debts and expenses assumed) account for more than 25% of the Company's market capitalization, to the extent that the transaction amount involved in the transaction is different from the fair value, the higher one is used as the calculation data;</p> <p>(II) The operating income of the transaction target accounts for more than 25% of the Company's operating income;</p> <p>(III) The net profit of the transaction target accounts for more than 25% of the Company's net profit.</p> <p>If the data involved in the calculation of the above indicators is negative, the absolute value shall be used for calculation. The transactions of the same type related to the transaction target conducted by the Company within twelve months shall be submitted to the competent body for review in accordance with the principle of cumulative calculation.</p>	<p>Article 62 [Deleted]</p>

Prior to the amendment	After the amendment
<p>Unless otherwise stipulated or infringing on the legitimate rights and interests of shareholders, transactions that occur between the Company and its holding subsidiaries within the scope of its consolidated statements or between the above-mentioned holding subsidiaries are exempt from review in accordance with the provisions of this section.</p>	
<p>Article 102 The following matters shall be approved by special resolution at the general shareholders' meeting:</p> <ul style="list-style-type: none"> (I) The increase or decrease of the registered capital, or the issuance of shares, warrants or other quasi-securities of the Company; (II) The issuance of corporate bonds; (III) Division, merger, dissolution and liquidation of the Company and the change of form of the Company; (IV) Amendment of the Articles of Association; (V) Substantial assets acquired or disposed of or security provided for an amount exceeding 30% of the latest audited total assets of the Company within one year; (VI) The formulation, amendment and performance of share equity incentive plan; (VII) Other matters as required by the laws, administrative regulations, departmental rules, regulatory rules of the place where the shares are listed or the Articles of Association, and as approved by ordinary resolution of the general shareholders' meeting which are believed could materially affect the Company and need to be approved by special resolution. 	<p>Article 102 The following matters shall be approved by special resolution at the general shareholders' meeting:</p> <ul style="list-style-type: none"> (I) The increase or decrease of the registered capital, or the issuance of shares, warrants or other quasi-securities of the Company; (II) The issuance of corporate bonds; (III) Division, merger, dissolution and liquidation of the Company and the change of form of the Company; (IV) Amendment of the Articles of Association; (V) Substantial assets acquired or disposed of or security provided for an amount exceeding 30% of the latest audited total assets of the Company within one year; (VI) Other matters as required by the laws, administrative regulations, departmental rules, regulatory rules of the place where the shares are listed or the Articles of Association, and as approved by ordinary resolution of the general shareholders' meeting which are believed could materially affect the Company and need to be approved by special resolution.

Prior to the amendment	After the amendment
<p>Article 141 If a transaction of the Company meets one of the following standards, it shall be reviewed and approved by the Board of Directors:</p> <p>(I) If the total assets related to the transaction account for more than 5% of the Company's total assets or the transaction amount (including the debts and expenses assumed) account for more than 5% of the Company's market capitalization, to the extent that the transaction amount involved in the transaction is different from the fair value, the higher one is used as the calculation data;</p> <p>(II) The operating income of the transaction target accounts for more than 5% of the Company's operating income;</p> <p>(III) The net profit of the transaction target accounts for more than 5% of the Company's net profit.</p> <p>If the data involved in the calculation of the above indicators is negative, the absolute value shall be used for calculation. The transactions of the same type related to the transaction target conducted by the Company within twelve months shall be submitted to the competent body for review in accordance with the principle of cumulative calculation.</p> <p>Unless otherwise stipulated or infringing on the legitimate rights and interests of shareholders, transactions that occur between the Company and its holding subsidiaries within the scope of its consolidated statements or between the above-mentioned holding subsidiaries are exempt from review in accordance with the provisions of this section.</p> <p>For transactions that do not meet the aforementioned standards, the general manager of the Company or his/her authorized person shall execute upon approval in accordance with the requirements of the internal rules.</p>	<p>Article 141 <i>[Deleted]</i></p>

Such proposed further amendment to the Articles of Association will be included in the agenda of the EGM and submitted to the EGM for consideration, and shall be passed by way of a special resolution, coming into effect upon approval of the regulatory authorities.

A supplemental circular containing, among other things, details of the Revised Amendments, together with the supplemental notice of the EGM, will be despatched to the Shareholders in due course.

By order of the Board
Shanghai HeartCare Medical Technology Corporation Limited
Wang Guohui
Chairman of the Board

Shanghai, October 11, 2021

As at the date of this announcement, the executive Directors are Mr. Wang Guohui and Ms. Zhang Kun; the non-executive Directors are Mr. Ding Kui, Mr. Liu Yanbin, Mr. Chen Gang and Mr. Ouyang Xiangyu; and the independent non-executive Directors are Mr. Guo Shaomu, Mr. Feng Xiangqian and Mr. Gong Ping.