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## **VOLUNTARY ANNOUNCEMENT**

### **THE ENTERING INTO OF THE MERGER AGREEMENT IN RELATION TO THE PROPOSED STRATEGIC RESTRUCTURING OF THE CRM BUSINESS**

Reference is made to the announcement of MicroPort Scientific Corporation (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 16 July 2025 in relation to the proposed restructuring of the CRM business of the Group (the “**Announcement**”). Unless otherwise specified, capitalised terms used herein shall have the same meanings as used in the Announcement.

The board of directors of the Company (the “**Board**”) is pleased to announce that, on 29 September 2025, CRM Cayman, MicroPort CardioFlow, and MicroPort CardioFlow CRM Limited (the “**Merger Sub**”), an exempted company incorporated in the Cayman Islands with limited liability and an indirect wholly-owned subsidiary of MicroPort CardioFlow, entered into a merger agreement (the “**Merger Agreement**”).

Pursuant to the Merger Agreement, MicroPort CardioFlow will, through the Merger Sub, acquire CRM Cayman by way of merger whereby, at the effective time of such merger, CRM Cayman will become an indirect wholly-owned subsidiary of MicroPort CardioFlow (the “**Merger**”), and in consideration therefor, MicroPort CardioFlow will allot and issue certain new shares to the shareholders of CRM Cayman, including MicroPort International Corp. Limited, an indirect wholly-owned subsidiary of the Company, at the issue price of HK\$1.35 per share. Following completion of the Merger, CRM Cayman and its subsidiaries will become indirect subsidiaries of MicroPort CardioFlow and CRM Cayman, MicroPort CardioFlow and their respective subsidiaries will continue to be subsidiaries of the Company.

The pre-transaction equity value of CRM Cayman is US\$680 million, which was determined after arm’s length negotiations between CRM Cayman and MicroPort CardioFlow with reference to a valuation conducted by Jones Lang LaSalle Corporate Appraisal and Advisory Limited, an independent professional valuer.

CRM Cayman and its subsidiaries are principally engaged in the CRM business focusing on solutions for the management of cardiac rhythm disorders. It offers devices that monitor patient cardiac information in order to (1) identify abnormal heart conditions such as bradycardia and tachy-arrhythmia; and (2) apply electrical pulses and shocks to prevent or treat such abnormal conditions or provide cardiac resynchronization therapy.

MicroPort CardioFlow is a medical device company focusing on the R&D and commercialization of innovative transcatheter solutions for structural heart diseases. Its products mainly include valve products, left atrial appendage occluders, and surgical accessories.

The Directors are of the view that the transactions contemplated under the Merger Agreement are in line with the strategic development of MicroPort CardioFlow's business which will help MicroPort CardioFlow to build up a heart disease product platform with global presence offering diversified products and product pipelines and to achieve complementary synergies. Such synergies created will amplify and diversify the existing business of MicroPort CardioFlow, specifically enhancing MicroPort CardioFlow's products and pipelines in structural heart disease and CRM solutions, along with R&D capabilities, manufacturing capabilities, distribution channels, and market expansion.

The Merger is expected to optimise the financing structure of CRM Cayman, as well as that of the Group. As at 30 June 2025, CRM Cayman had a senior convertible bond and a junior convertible bond in issue. As at the date of this announcement, the senior convertible bond held by holders other than the Group in the principal amount of approximately US\$128 million, together with accrued interests, had been redeemed in September 2025 primarily through refinancing via a bank loan with an annual interest rate of 2.8% (adjusted annually based on the LPR and the agreed floating points and calculation method) granted to CRM Cayman. After such refinancing, the financing expenses borne by CRM Cayman have been significantly reduced. The remaining senior convertible bond and the principal amount of the junior convertible bond, both being held by the Group, will be converted into shares of CRM Cayman as part of the transactions contemplated under the Merger Agreement and upon completion of the Merger, all the ordinary shares and redeemable preferred shares of CRM Cayman will be cancelled in consideration of the new shares to be issued by MicroPort CardioFlow. After such capital restructuring, CRM Cayman is expected to have an improved financial position, turning around from net liabilities to net assets, and its cash flows and net loss would also be improved. The benefit will also reflect at the consolidated level of the Group. The Group's consolidated annualized interest expenses are expected to decrease significantly, effectively lowering the finance cost and optimizing the debt structure of the Group.

The entering into of the Merger Agreement does not constitute a notifiable transaction of the Company under Chapter 14 of the Listing Rules.

Completion of the Merger Agreement is subject to satisfaction or waiver (as applicable) of the conditions precedent set out in the Merger Agreement (including but not limited to the Merger Agreement and the transactions contemplated thereunder having been approved by the independent shareholders of MicroPort CardioFlow in accordance with the Listing Rules) and the Merger Agreement may or may not be completed. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By Order of the Board  
**MicroPort Scientific Corporation**  
**Dr. Zhaohua Chang**  
*Chairman*

Hong Kong, the PRC, 29 September 2025

*As at the date of this announcement, the executive director of the Company is Dr. Zhaohua Chang; the non-executive directors of the Company are Mr. Hiroshi Shirafuji, Mr. Norihiro Ashida and Ms. Weiqin Sun; and the independent non-executive directors of the Company are Mr. Jonathan H. Chou, Dr. Guoen Liu and Mr. Chunyang Shao.*