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天津泰達生物醫學工程股份有限公司
Tianjin TEDA Biomedical Engineering Company Limited
(a joint stock company incorporated in the People's Republic of China with limited liability)
(Stock code: 8189)

**(1) RESIGNATION OF DIRECTOR
AND
(2) PROPOSED APPOINTMENT OF DIRECTOR
AND
(3) PROPOSED AMENDMENTS TO THE
ARTICLES OF ASSOCIATION**

(1) RESIGNATION OF DIRECTOR

The Company announced that the Board has accepted the resignation of Mr. Li Xudong as independent non-executive Director with effect from 28 March 2024. Mr. Li will also cease to be the chairman of the Audit Committee of the Company with effect from 28 March 2024.

(2) PROPOSED APPOINTMENT OF DIRECTOR

The Board proposed to appoint Mr. Tu Xiangzhen as independent non-executive Director and a member of the Audit Committee for a term commencing on the date of approval by the Shareholders and expiring on 31 December 2025.

A notice for convening the AGM which contains the details of the proposed appointment will be dispatched to the Shareholders as soon as practicable.

(3) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The Board would like to announce the proposed amendments to the Articles of Association of the Company so as to reflect the implementation of paperless corporate communication by the Company pursuant to the requirements of the Hong Kong Stock Exchange, and the proposed amendments to the Articles of Association of the Company in relation to the publish deadlines of annual and interim reports so as to comply with the latest requirements of the GEM Listing Rules.

The proposed amendments to the Articles of Association are subject to the approval of the Shareholders at the AGM by way of special resolutions and the fulfilment of the filing requirements with the Administration of Industry and Commerce. A circular, containing the details of the relevant special resolutions, and the notice of the AGM will be despatched to the Shareholders as soon as practicable.

(1) RESIGNATION OF DIRECTOR

Mr. Li Xudong (“Mr. Li”) tendered a written notice to resign as independent non-executive Director of the Company and the chairman of the Audit Committee due to his busy business schedule which makes him unable to spend sufficient time on the business of the Company.

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

The Board would like to express its sincere gratitude to Mr. Li for his valuable contributions to the Company during his tenure of service.

(2) PROPOSED APPOINTMENT OF DIRECTOR

Due to the resignation of director as aforesaid, the Board proposes to appoint Mr. Tu Xiangzhen (“Mr. Tu”) as independent non-executive Director and a member of the Audit Committee for a term commencing on the date of approval by the Shareholders at the AGM and expiring on 31 December 2025.

(2.1) PARTICULARS OF THE PROPOSED DIRECTOR

(2.1.1) General Information

Tu Xiangzhen, male, aged 66 with on-the-job postgraduate qualification. From September 1981 to October 1989, he served as the accountant and the chief accountant of Shangrao District Grain Bureau of Jiangxi Province. From October 1989 to October 2000, he was the section deputy secretary, the section chief secretary, and the chief officer of the research section of the Shangrao Prefectural Committee Office of Jiangxi Province. From October 2000 to December 2006, he served as the deputy secretary-general, office deputy director, and the director of the office to the deputy secretary-general of the Shangrao Municipal People's Political Consultative Conference. From December 2006 to August 2016, he served as the director of Shangrao Municipal Culture Bureau and the secretary of the Party Leadership Group. In August 2016, he resigned from his leadership positions and became a researcher. He has been retired since August 2018.

(2.1.2) Emolument of Director

The proposed emolument of Mr. Tu is RMB80,000 per annum during his term of service which will be paid on a pro-rata basis according to the actual tenure of service commencing from the date of appointment.

The proposed emolument of Mr. Tu is determined based on prevailing market rate, his scope of work, level of involvement, experience, seniority and the recommendation of the Remuneration Committee of the Company.

(2.1.3) Service Agreement of the proposed Director

Mr. Tu will enter into a service agreement with the Company after the proposed ordinary resolution regarding his appointment is passed at the AGM. The newly appointed independent non-executive Director will have a term commencing on the date of approval by Shareholders at the AGM and expiring on 31 December 2025.

Save as disclosed above, Mr. Tu does not hold any other position with the Company or other members of the Group nor does he has any relationship with any other directors, supervisor, senior management, substantial shareholders or controlling shareholders of the Company or any of their associates (as defined in the GEM Listing Rules).

Save as disclosed above, Mr. Tu does not hold any shares, underlying shares or debentures of the Company and its associated corporations which are required to be disclosed under Part XV of the SFO.

In addition, Mr. Tu does not hold any position in other companies listed on the Stock Exchange or any other securities market for the last three years and does not have any other major appointments or professional qualifications.

The Board is not aware of any other matter which needs to be brought to the attention of holders of securities of the Company in respect of the proposed change of Director nor is there any other information required to be disclosed pursuant to the requirements as set out in Rule 17.50(2) of the GEM Listing Rules.

(2.2) ANNUAL GENERAL MEETING

According to the Articles of Association of the Company, the proposed appointment of Mr. Tu is subject to the approval by the Shareholders by way of ordinary resolution at the AGM.

A notice for convening the AGM which contains the details of the relevant resolutions will be dispatched to the Shareholders as soon as practicable.

(3) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

(3.1) IMPLEMENTATION OF PAPERLESS CORPORATE COMMUNICATION

The Hong Kong Stock Exchange launched an expanded paperless listing regime on 31 December 2023. Companies whose articles of association that are inconsistent with the paperless requirements shall be amended accordingly as soon as possible. The Articles of Association of the Company will be amended accordingly to implement paperless corporate communication.

(3.2) AMENDMENTS TO THE PUBLISH DEADLINES OF INTERIM AND ANNUAL REPORTS

The Hong Kong Stock Exchange issued the amendments to the GEM Listing Rules in December 2023 to amend the publish deadlines of interim and annual reports. The Company decided to amend the content of the Articles of Association of the Company which is inconsistent with the latest requirements so as to comply with the GEM Listing Rules.

(3.3) AGM

The proposed amendments to the Articles of Association are subject to the approval of the Shareholders at the AGM by way of special resolutions and the fulfilment of the filing requirements with the Administration of Industry and Commence. A circular, containing the details of the relevant resolutions, and the notice of the AGM will be despatched to the Shareholders as soon as practicable.

DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise.

“Administration of Industry and Commence”	Tianjin Administration of Industry and Commence of the PRC
“Articles of Association”	the articles of association adopted by the Company on 25 May 2002 (as amended from time to time)
“Board”	the board of Directors (including the independent non-executive directors)
“Company”	天津泰達生物醫學工程股份有限公司 (Tianjin TEDA Biomedical Engineering Company Limited), a joint stock company established in the PRC with limited liability on 8 September 2000 whose H shares are listed and traded on GEM (Stock Code: 8189)
“Director(s)”	director(s) of the Company
“AGM”	the annual general meeting of the Company to be convened
“GEM”	the Growth Enterprise Market of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“Group”	the Company and its subsidiaries

“Independent Third Party(ies)”	person who is/are not connected with any of the directors, supervisors, chief executive, promoters, substantial shareholders or management shareholders (both as defined in the GEM Listing Rules) of the Company and of its subsidiaries and their respective associates (as defined in the GEM Listing Rules) and is not a/are not connected person(s) (as defined in the GEM Listing Rules)
“MOC”	Ministry of Commerce of the PRC
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong)
“Shareholder(s)”	shareholder(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

By order of the Board
Tianjin TEDA Biomedical Engineering Company Limited
Sun Li
Chairman

Tianjin, the PRC
28 March 2024

As at the date of this announcement, the executive directors of the Company are Sun Li and He Xin; the non-executive directors of the Company are Cao Aixin, Li Ximing and Li Xueying; the independent non-executive directors of the Company are Gao Chun and Wang Yongkang.

This announcement, for which the directors are willing to collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief that the information contained in this announcement is accurate and complete in all material respects and is not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the GEM website at <http://www.hkgem.com> on the “Latest Company Announcements” page for 7 days from the date of its posting, and it will also be published and remain on the website of the Company at www.bioteda.com.