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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) RE-DESIGNATION OF DIRECTOR  
AND  
(2) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

**(1) RE-DESIGNATION OF DIRECTOR**

The Board hereby announces that the Board has accepted the re-designation of Mr. He Xin from executive Director to non-executive Director with effect from 31 March 2025.

**(2) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The Board would like to announce the proposed amendments to the Articles of Association of the Company of the provisions in relation to the time at which notice is given of the shareholders' general meeting(s) and the supervisory committee.

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) RE-DESIGNATION OF DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Tianjin TEDA Biomedical Engineering Company Limited (the “**Company**” and together with its subsidiaries and consolidated affiliated entities, collectively the “**Group**”) hereby announces that Mr. He Xin (“**Mr. He**”) was re-designated from executive Director to non-executive Director of the Company with effect from 31 March 2025 as he would like to devote more time to his personal developments.

Mr. He, aged 55, postgraduate, graduated from Beijing Jiaotong University majoring in Mechanical Engineering. From July 1992 to June 1994, he served as a business manager of the export department of China Railway Import and Export Company under the Ministry of Railway (鐵道部中鐵進出口公司). From June 1994 to May 2005, he worked as a secretary of the administrative department of Shenzhen Golden Century Development Company Limited (深圳金世紀發展有限公司). From May 2005 to September 2009, he served as an investment manager of the international department of China Merchants Securities Company Limited. From September 2010 to March 2014, he held a position as a vice president of Beijing Yingguxinye Investment Co., Ltd. From March 2014 to August 2016, he held positions as a director and a general manager of Ningxia Yinggu Industry Company Limited (寧夏盈谷實業股份有限公司). From August 2016 to present, he has been serving as a general manager of Beijing Yingguxinye Investment Co., Ltd. Mr. He joined the Company in December 2018 and was appointed as executive director of the Company.

In respect of the re-designation, Mr. He has entered into a new service agreement (“**New Service Agreement**”) with the Company for a term commencing from 31 March 2025 to 31 December 2025. His appointment is subject to the rotational retirement and re-election requirements at the general meetings pursuant to the articles of association of the Company and the Listing Rules.

Under the New Service Agreement, Mr. He is entitled to a remuneration of HK\$40,000 per annum from the Company as non-executive Director. Mr. He will be reimbursed by the Company for the expenses incurred in connection with the discharge of his duties as non-executive Director. Mr. He’s annual emoluments as non-executive Director were determined by the Board based on the recommendations from the remuneration committee of the Company (the “**Remuneration Committee**”) with reference to the market salary rates and Mr. He’s qualifications and experience. The remuneration of Mr. He will be subject to review by the Remuneration Committee and the Board from time to time in accordance with the articles of association of the Company and pursuant to the authorisation to be granted by the shareholders of the Company at general meetings of the Company.

As at the date of this announcement, Mr. He does not (i) have any relationship with any directors, senior management, or substantial or controlling shareholders (as defined under the Listing Rules) of the Company; (ii) hold any position with the Company or any other member of the Group; (iii) have any interest 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); or (iv) have any other major appointments or professional qualifications; (v) hold any directorship in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the three years preceding the date of this announcement. Save as disclosed in this announcement, the Board is not aware of any other information that is required to be disclosed pursuant to any of the requirements under Rule 17.50(2) of the GEM Listing Rules or any other matters that need to be brought to the attention of the shareholders of the Company in relation to the re-designation.

## **(2) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

### **(2.1) Convening of Shareholders' General Meetings**

In accordance with the existing Articles of Association of the Company, the notice of a shareholders' general meeting must be given not less than 45 days before the meeting, which is formulated according to the "Mandatory Provisions for Articles of Association of Companies to be Listed Overseas (到境外上市公司章程必備條款)" issued by Securities Commission of State Council and the State Commission for Restructuring the Economic System of the PRC in 1994.

On 17 February 2023, the CSRC issued the Trial Administrative Measures of Overseas Securities Offering and Listing by Domestic Companies (境內企業境外發行證券和上市管理試行辦法) to revoke the Mandatory Provisions for Articles of Association of Companies to be Listed Overseas (到境外上市公司章程必備條款), with effect from 31 March 2023. On 29 December 2023, the 7th meeting of the Standing Committee of the 14th National People's Congress of the People's Republic of China revised and promulgated "The Company Law of the People's Republic of China" (the "Company Law"), which came into effect on 1 July 2024. Article 115 of the Company Law stipulates that "when the Company convenes a shareholders' general meeting, a notice stating the date and place of and matters to be examined at the meeting shall be given to all shareholders twenty days before the meeting. A notice of shareholders' extraordinary general meetings shall be given to all shareholders fifteen days prior to the meeting."

In accordance with the adjustments to the above rules and to improve the decision-making of the Company, the Board of the Company has resolved that the date and place of and matters to be examined at the AGM shall be notified to all Shareholders not less than twenty days before the meeting; and the notice of the extraordinary general meeting shall be given to all Shareholders not less than fifteen days before the meeting, pursuant to which, the relevant provisions in the Articles of Association regarding the convening of shareholders' general meetings shall be amended.

**(2.2) Powers of the Supervisory Committee Exercised by the Audit Committee to Abolish the Supervisory Committee**

Article 121 of the Company Law prescribes that “a joint stock limited company can, in accordance with its articles of association, instead of setting up a supervisory committee or having supervisor(s), establish an audit committee comprising the directors of the board of directors and exercises the powers of the supervisory committee as prescribed under this law. The audit committee shall consist of not less than three members. A majority of the members of the audit committee shall not hold positions in the Company other than as directors and shall not have any relationship with the Company that may affect their independent and objective judgment.”

In accordance with the above provisions, the Board of the Company has resolved to enable the audit committee to exercise the authority of the supervisory committee, abolish the supervisory committee and amend the relevant provisions in the Articles of Association.

The above mentioned 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 notice of the AGM, containing the details of the relevant resolutions, together with a circular containing proposed amendments to the Articles of Association 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
“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  
31 March 2025

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

*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 [www.hkgem.com](http://www.hkgem.com) on the “Latest Company Announcements” page for seven (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](http://www.bioteda.com).*