

*Hong Kong Exchange and Clearings Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



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)

## **PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR**

The Board proposed to appoint Mr. Chen Yingzhong as an executive Director for a term expiring on 31 December 2016 subject to the approval of the Shareholders by way of an ordinary resolution at the AGM. Notice for convening the AGM containing details of the resolution will be dispatched to the Shareholders as soon as practicable.

The Board proposes to appoint Mr. Chen Yingzhong (“**Mr. Chen**”) as an executive Director subject to the approval of the Shareholders by way of an ordinary resolution at the AGM. Notice for convening the AGM containing details of the relevant resolution will be dispatched to the Shareholders as soon as practicable.

## **PARTICULARS OF THE PROPOSED EXECUTIVE DIRECTOR**

### **General Information**

Mr. Chen, aged 48, has over 20 years of substantial experience in sales and general management and has been extremely familiar with the business and operations of the Group. Mr. Chen has joined the Group since January 2004 when he first acted as the General Manager of the Sales Department of Guangdong Fulilong Compound Fertilizers Co. Ltd.. From 2007 to 2012, Mr. Chen assumed the position of the General Manager of the Sales Department of Shandong Hidersun Fertilizer Industry Co., Ltd. (“**Shandong Hidersun**”) and he has been appointed as the chairman of Shandong Hidersun since November 2012. Since March 2009, Mr. Chen has also become the sole equity owner and chairman of Shandong Zhinong Fertilizers Company Limited (“**Zhinong Fertilizers**”).

Mr. Chen does not hold any other position with the Company or other members of the Group nor does he have any relationship with any directors, supervisors, senior management, substantial shareholders or controlling shareholders of the Company or any of their associates (as defined in the GEM Listing Rules).

Moreover, save as disclosed in this announcement, Mr. Chen has not held 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.

As at the date hereof, Mr. Chen is deemed to be interested in 170,000,000 domestic ordinary shares of the Company (representing 11.97% of the issued share capital of the Company) through Zhinong Fertilizers. Save as disclosed above, Mr. Chen does not hold any shares, underlying shares or debentures of the Company which are required to be disclosed under Part XV of the SFO.

### **The Emoluments of the Director**

The proposed emoluments of Mr. Chen is RMB150,000 per annum during his term of service paid in proportion to the actual length of service starting from the date of appointment. The proposed emoluments of Mr. Chen is determined on the basis of prevailing market rate, scope of work, level of involvement, experience, seniority and the recommendation of the Remuneration Committee of the Company. It will be proposed at the AGM that the Board be authorized to fix the remuneration of Mr. Chen. Appropriate announcement shall be published as soon as reasonably practicable by the Company after due election of Mr. Chen at the AGM.

### **Service Agreement of the proposed Director**

Mr. Chen will enter into a service agreement with the Company after the proposed ordinary resolution regarding his appointment being passed at the AGM. The appointment of Mr. Chen will be for a term commencing from the date of passing the resolution at the AGM up to 31 December 2016.

The Board is not aware of any other matter which has 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.

### **ANNUAL GENERAL MEETING**

According to the Articles of Association of the Company, the appointment of the proposed Director is subject to the approval of the Shareholders by way of an ordinary resolution at a general meeting.

Details of the resolution for the proposed appointment of Mr. Chen will be set out in the notice for convening the AGM to be dispatched to the Shareholders.

## DEFINITIONS

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

“AGM”	the annual general meeting of the Company to be convened
“Articles of Association”	the articles of association adopted by the Company 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
“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
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“PRC”	the People’s Republic of China
“RMB”	Renminbi, the lawful currency 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  
**Wang Shuxin**  
*Chairman*

Tianjin, the PRC  
19 March 2014

*As at the date of this announcement, the Board comprises two executive Directors, being Mr. Wang Shuxin and Mr. Hao Zhihui; three non-executive Directors, being Mr. Feng Enqing, Mr. Xie Guangbei and Mr. Ou Linfeng and three independent non-executive Directors, being Mr. Guan Tong, Mr. Wu Chen and Mr. Peter K. S. Chan.*

*This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market 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 the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*The announcement will remain on the GEM website at <http://www.hkgem.com> at the “Latest Company Announcements” page for 7 days from the date of its publication. This announcement will also be published and remain on the website of the Company at [www.bioteda.com](http://www.bioteda.com).*