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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)**

## COMPLETION OF PLACING OF NEW H SHARES

The Board is pleased to announce that the Company has obtained the approval for the listing of and permission to deal in not more than 175,000,000 New H Shares and not more than 17,500,000 Sale H Shares by the Company from the GEM Listing Committee and all conditions for the Placing were fulfilled. Thus, the Placing was completed in accordance with the terms and conditions of the Placing Agreement and an aggregate of 192,500,000 Total Placing H Shares have been successfully placed to not less than six independent professional, institutional and/or individual investors, who together with their ultimate beneficial owners are independent of the Company and not connected persons (as defined in the GEM Listing Rules) of the Company or any of its subsidiaries or their respective associates, at the placing price of HK\$0.70 per each Total Placing H Share.

References are made to (i) the announcement of the Company dated 13 January 2015 and the circular of the Company dated 25 February 2015 in relation to, among others, the proposed placing of the Total Placing H Shares and proposed granting of a specific mandate; (ii) the announcement of the Company dated 16 April 2015 in relation to the results of extraordinary general meeting and class meetings of the Company in relation to, among others, approval of the proposed placing of the Total Placing H Shares and granting of the Specific Mandate; and (iii) the announcement (the “**Announcement**”) of the Company dated 21 April 2015 in relation to the Placing of the New H Shares.

Unless otherwise stated, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcement.

## COMPLETION OF THE PLACING

The Board is pleased to announce that the Company has obtained the approval for the listing of and permission to deal in the 192,500,000 Total Placing H Shares by the Company from the GEM Listing Committee and all conditions for the Placing were fulfilled. Thus, the Placing was completed in accordance with the terms and conditions of the Placing Agreement and an aggregate of 192,500,000 Total Placing H Shares have been successfully placed to not less than six independent professional, institutional and/or individual investors, who together with their ultimate beneficial owners are independent of the Company and not connected persons (as defined in the GEM Listing Rules) of the Company or any of its subsidiaries or their respective associates, at the placing price of HK\$0.70 per each Total Placing H Share.

The Total Placing H Shares comprise (i) 175,000,000 New H Shares which have been allotted and issued by the Company; and (ii) 17,500,000 Sale H Shares which have been converted from the same number of existing Domestic Shares held by TTII. Due to the conversion of 17,500,000 Domestic Shares into H Shares, the total number of Domestic Shares including those held by TTII will be reduced by 17,500,000 Domestic Shares. The Placing Shares represent approximately 12.07% of the total issued share capital of the Company immediately after completion of the Placing.

The gross proceeds of the Placing of the New H Shares and the Sale H Shares are approximately HK\$122.50 million and HK\$12.25 million, respectively. After deduction of placing commission and all related costs, fees and expenses which represent approximately 2.5% of the gross proceeds, the net proceeds of the Placing of New H Shares and the Sale H Shares are approximately HK\$119.44 million and HK\$11.94 million, respectively. The net proceeds from the Sale H Shares will be paid to NSSF Council as required by the State-owned Shares Reduction Regulations.

## SHAREHOLDING STRUCTURE OF THE COMPANY AFTER COMPLETION OF THE PLACING

The shareholding structure of the Company immediately after completion of the Placing is as follows:

<b> Holders of Domestic Shares or H Shares</b>	<b> Number of Shares</b>	<b> %</b>
<i>Domestic Shares</i>		
TTII	182,500,000	11.44
Gu Hanqing	14,000,000	0.88
Guangdong Wenguang Media Company Limited	12,000,000	0.75
Beijing Zhongxing Wuhuan Building Company Limited	10,000,000	0.63
Xie Kehua	9,000,000	0.56
Shenzhen Xiangyong Investment Company Limited	180,000,000	11.29
Shandong Zhinong Fertilizers Company Limited	170,000,000	10.66
Dongguan Lvye Fertilizers Company Limited	120,000,000	7.52
Subtotal	697,500,000	43.73

<b>Holders of Domestic Shares or H Shares</b>	<b>Number of Shares</b>	<b>%</b>
<i>H Shares</i>		
Public Shareholders	705,000,000	44.20
Placees	192,500,000	12.07
Subtotal	897,500,000	56.27
Total:	<u>1,595,000,000</u>	<u>100.00</u>

By Order of the Board  
**Wang Shuxin**  
Chairman

Tianjin, the PRC  
28 April 2015

*As at the date of this announcement, the Board comprises of three executive Directors, being Mr. Wang Shuxin, Mr. Hao Zhihui and Mr. Chen Yingzhong; 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.*

*This announcement will remain on the GEM website at <http://www.hkgem.com> on the “Latest Company Announcements” page for at least 7 days from the date of its posting.*