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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 A DIRECTOR AND
AN INDEPENDENT SUPERVISOR,**

(2) PROPOSED REDESIGNATION OF AN EXECUTIVE DIRECTOR

AND

**(3) PROPOSED APPOINTMENT OF A DIRECTOR AND AN
INDEPENDENT SUPERVISOR**

(1) RESIGNATION OF A DIRECTOR AND AN INDEPENDENT SUPERVISOR

The Company announced that the Board has accepted the resignations of Mr. Xie Guangbei, a non-executive Director and Mr. Zhao Kuiying, an Independent Supervisor with effect from 30 June 2015.

(2) PROPOSED REDESIGNATION OF AN EXECUTIVE DIRECTOR

Mr. Chen Yingzhong, an executive Director will be redesignated as a non-executive Director of the Company with effect from the date of approval by the Shareholders and expiring on 31 December 2016.

(3) PROPOSED APPOINTMENT OF A DIRECTOR AND AN INDEPENDENT SUPERVISOR

The Board proposed to appoint Ms. Sun Li as an executive Director and Mr. Liang Weitao as an Independent Supervisor for a term commencing on the date of approval by the Shareholders and expiring on 31 December 2016.

Notice for convening the EGM containing details of the proposed appointments will be dispatched to the Shareholders as soon as practicable.

(1) RESIGNATION OF A DIRECTOR AND AN INDEPENDENT SUPERVISOR

Mr. Xie Guangbei (“**Mr. Xie**”) tendered a written notice to resign as a non-executive Director and a member of the Remuneration Committee of the Company due to his busy schedule and increasing commitments in other business which make him no longer possible to spend sufficient time on the business of the Company.

Mr. Zhao Kuiying (“**Mr. Zhao**”) also tendered a written notice to resign as an Independent Supervisor of the Company as his current working location in Tang Shan is too distant from the Company which renders him not possible to fulfill his duty as an Independent supervisor of the Company.

Both Mr. Xie and Mr. Zhao have confirmed that they have 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 their resignation.

The Board would like to express its sincere gratitude to Mr. Xie and Mr. Zhao for both of their valuable contributions to the Company during their tenure of service.

(2) PROPOSED REDESIGNATION OF AN EXECUTIVE DIRECTOR AS A NON-EXECUTIVE DIRECTOR

Mr. Chen Yingzhong (“**Mr. Chen**”), an executive Director will be redesignated as a non-executive Director and as a member of the Remuneration Committee of the Company with effect from the date of approval by the Shareholders.

Mr. Chen, aged 48, was appointed as an executive Director of the Company on 13 May 2014. He 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. Since March 2009, Mr. Chen has also been the sole equity owner of Shandong Zhinong Fertilizers Company Limited (“**Zhinong Fertilizers**”) and held the position of the Chairman of Zhinong Fertilizers.

As at the date hereof, Mr. Chen is deemed to be interested in 170,000,000 domestic ordinary shares of the Company (representing 10.66% of the issued share capital of the Company) through Zhinong Fertilizers.

(3) PROPOSED APPOINTMENT OF AN EXECUTIVE DIRECTOR AND AN INDEPENDENT SUPERVISOR

Due to the resignation and redesignation of the Directors and the Independent Supervisor as aforesaid, the Board proposes to appoint Ms. Sun Li (“**Ms. Sun**”) as an executive Director and Mr. Liang Weitao (“**Mr. Liang**”) as an Independent Supervisor for a term commencing on the date of approval by the Shareholders at the EGM and expiring on 31 December 2016.

PARTICULARS OF THE PROPOSED DIRECTOR AND INDEPENDENT SUPERVISOR

Executive Director

Ms. Sun Li, aged 42, graduated from the Economic and Trade Faculty of Central South University with a bachelor's degree in Technological Economics in June 1995 and with a master's degree in Management Business Administration Faculty in June 1998. Ms. Sun was among the first batch of candidates who obtained the qualification of sponsor representatives from the Securities Association of China in 2004.

Ms. Sun has engaged in investment banking for 15 years, with rich experience in filtering quality corporations, restructuring, counseling, IPO operating as well as mergers and acquisitions of listed companies. From August 1998 to April 2004, she successively acted as business director, senior manager, and business manager at the investment banking headquarter of Dapeng Securities Co., Ltd. (大鵬證券有限責任公司). From May 2004 to August 2005, she served as deputy general manager in Shenzhen investment banking division of Centergate Securities Co., Ltd. (中關村證券股份有限公司). From September 2005 to March 2010, she successively served as business director, internal auditor, member of GEM's advisory committee at the investment banking headquarter of China Merchants Securities Co., Ltd. (招商證券股份有限公司). From April 2010 to April 2013, she served as general manager and internal auditor in mergers and acquisitions division of Minsheng Securities Co., Ltd. (民生證券有限責任公司). From May 2013 until now, she served as president, director and co-partner of Beijing Yingguxinye Investment Co., Ltd (北京盈谷信擘投資有限公司).

Independent Supervisor

Mr. Liang Weitao, aged 33, obtained a bachelor's degree in Science at Tongji University, a master's degree in Science at Zhejiang University and a master's degree in management at City University of Hong Kong. He worked in the investment banking division of China Merchants Securities, and was responsible for and engaged in various investment banking businesses, such as IPO, corporate bonds, refinancing, mergers, acquisitions and reorganization. Currently, he acts as a deputy managing director at the NEEQ business headquarter of China Great Wall Securities Co., Ltd (長城證券股份有限公司) and a responsible officer of the recommended listing division.

(i) The Emolument of the Directors and the Independent Supervisor

The proposed emoluments of Ms. Sun, Mr. Chen and Mr. Liang are RMB200,000, RMB40,000 and RMB30,000 per annum respectively during their term of service which will be paid in proportion to the actual length of service starting from the date of appointment.

The proposed emoluments for each of the proposed executive and non-executive Directors and the Independent Supervisor are 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.

(ii) Service Agreement of the proposed Directors and Independent Supervisor

Each of the proposed executive and non-executive Directors and the Independent Supervisor will enter into a service agreement with the Company after the proposed ordinary resolutions regarding their appointments being passed at the EGM. The newly appointed executive and non-executive Directors and the Independent Supervisor will be for a term commencing on the date of approval by Shareholders at the EGM and expiring on 31 December 2016.

Save as disclosed, each of Ms. Sun, Mr. Chen and Mr. Liang does not hold any other position with the Company or other members of the Group nor does he/she have 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, each of Ms. Sun, Mr. Chen and Mr. Liang 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, each of Ms. Sun, Mr. Chen and Mr. Liang 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 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.

EXTRAORDINARY GENERAL MEETING

According to the Articles of Association of the Company, the proposed redesignation of Mr. Chen, appointment of Ms. Sun and Mr. Liang are subject to the approval by the Shareholders by way of ordinary resolutions at EGM.

Notice for convening the EGM containing details of the relevant resolutions will be dispatched 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.

“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
“EGM”	the extraordinary 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
“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
30 June 2015

As at the date of this announcement, the Board comprises three executive Directors, being Mr. Wang Shuxin, Mr. Hao Zhihui and Mr. Chen Yingzhong; two non-executive Directors, being Mr. Feng Enqing 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> on the Latest Company Announcements” page for 7 days from the date of its posting.