

Hong Kong Exchanges and Clearing 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)

CHANGE OF AUDITORS AND CHANGE OF INDEPENDENT SUPERVISOR

CHANGE OF AUDITORS

This announcement is made by the board of directors (the “**Board**”) of Tianjin TEDA Biomedical Engineering Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 17.50(4) of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”).

The Board announces that BDO Limited (“**BDO**”) has tendered its resignation as the auditor of the Company with effect from 17 December 2021 as BDO and the Company could not reach a consensus on the audit fee for the year ending 31 December 2021. Save for the aforesaid, BDO confirmed that there are no other matters in its view that need to be brought to the attention of the holders of securities of the Company in relation to its resignation.

The Board and the audit committee of the Company (the “**Audit Committee**”) also confirmed that, save for the audit fee for the year ending 31 December 2021, there is no disagreement or pending issue between the Company and BDO and there is no other matter in respect of the resignation of BDO as the auditor of the Company that needs to be brought to the attention of the holders of securities of the Company.

The Board further confirmed that no audit work has been carried out by BDO on the consolidated financial statements of the Group for the year ending 31 December 2021. It is therefore expected that the change of auditor will not have any significant impact on the annual audit and the release of annual results of the Company for the year ending 31 December 2021.

The Board would like to express its sincere gratitude to BDO for its professional and quality services provided to the Company during the past years.

The Board, has resolved, on the recommendation of the Audit Committee, to suggest the appointment of Fan, Chan & Co. Limited as the new auditor of the Company with effect from 20 December 2021 to fill the casual vacancy following the resignation of BDO and to hold office until the conclusion of the next annual general meeting of the Company.

Pursuant to the articles of association of the Company (the “**Articles of Association**”), the appointment of a new auditor of the Company is subject to the approval of the shareholders of the Company at a special general meeting (“**SGM**”). A circular containing information in relation to the proposed appointment of Fan, Chan & Co. Limited as the new auditor of the Company, together with the notice of SGM and a form of proxy, will be despatched to the shareholders of the Company (“**Shareholders**”) as soon as practicable.

CHANGE OF INDEPENDENT SUPERVISOR

Ms. Feng Ling (“**Ms. Feng**”), an independent supervisor of the Company, has tendered a written notice to resign from her position as an independent supervisor of the Company as she could no longer afford to devote sufficient time to the business of the Company due to her busy commitments in other matters.

Ms. Feng confirmed that she has no disagreement with the Board and the supervisory committee of the Company (the “**Supervisory Committee**”), and there is no other matter that needs to be brought to the attention of the Shareholders or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in relation to her resignation.

Pursuant to the Articles of Association and the nomination of the Supervisory Committee, Mr. Zhao Zhiyou (趙志友) (“**Mr. Zhao**”) is proposed to be a candidate for the independent supervisor of the seventh session of the Supervisory Committee. Mr. Zhao’s term shall commence on the date of approval at the SGM and end upon the conclusion of the seventh session of the Supervisory Committee.

DETAILS OF MR. ZHAO AS CANDIDATE FOR INDEPENDENT SUPERVISOR

(1) General information

Mr. Zhao, who was born in May 1982, is a Chinese national with a bachelor’s degree. He served as an accountant and finance manager at the financial department of Wuhan Iron and Steel Construction Group Limited Electricity Company* (武漢鋼鐵建工集團有限責任公司電氣分公司) and Wugang Group International Economic and Trading Company Limited* (武鋼集團國際經濟貿易有限公司) from August 2004 to January 2017. He served as a foreign exchange business manager in Hubei Daye Non-ferrous Metal Company Limited* (湖北大冶有色金屬有限責任公司) from January 2017 to January 2018. He was a finance officer at the offshore business department of Zhejiang Fuye Group Co., Ltd* (浙江富冶集團有限公司) from April 2018 to October 2018. He has been serving as a deputy financial controller in Beijing Yingguxinye Investment Co., Ltd* (北京盈谷信暉投資有限公司) from October 2018 to June 2020. He has been the financial controller of Xinjiang Changyuan Yinggu Coal Sales Company Limited* (新疆昌源盈谷煤炭銷售有限公司) from June 2020 to August 2021. He has been a director at Ningxia Yinggu Industry Company Limited* (寧夏盈谷實業股份有限公司), a company listed on the National Equities Exchange and Quotations System (stock code: 830855), since May 2021.

(2) Emolument of Independent Supervisor

Subject to the election of Mr. Zhao as an independent supervisor of the Company at the SGM, the Supervisory Committee is authorised to fix his remuneration at RMB30,000 per annum before tax.

The proposed emolument of Mr. Zhao is determined on the basis of, among others, the prevailing market rates, the experience and qualifications of Mr. Zhao and the recommendation of the Supervisory Committee.

(3) Service agreement of the proposed Independent Supervisor

Mr. Zhao shall enter into a service agreement with the Company after the proposed ordinary resolution regarding his appointment as an independent supervisor of the Company is passed at the SGM. The newly appointed independent supervisor shall have a term commencing on the date of approval at the SGM and ending upon the conclusion of the seventh session of the Supervisory Committee.

Save as disclosed above, Mr. Zhao confirmed that he (i) does not hold any position with the Company or other members of the Group; (ii) does not have any relationship with any director, supervisor, senior management, substantial shareholder or controlling shareholder of the Company or any of its associates (as defined in the GEM Listing Rules); (iii) 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 Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iv) 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 material 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 independent supervisor of the Company 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.

The proposed appointment of Mr. Zhao as an independent supervisor of the Company is subject to the approval of the Shareholders at the SGM by way of ordinary resolutions. A circular containing details of the relevant resolutions, together with the notice of SGM and form of proxy, will be despatched to the Shareholders as soon as practicable.

The Board and the Supervisory Committee would like to take this opportunity to express their gratitude to Ms. Feng for her invaluable contributions to the Company during her tenure of office with the Company.

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

Tianjin, the PRC
20 December 2021

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

This announcement, for which the directors are willing to collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The directors of the Company, 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.

The announcement will remain at the “Latest Company Announcements” page on the GEM website at www.hkgem.com for at least 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.