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If you are in any doubt as to the action to be taken, you should immediately consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Tianjin TEDA Biomedical Engineering Company Limited, you should at once hand this circular to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.



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)

**(I) CESSATION OF THE TERMS OF SERVICES AND
PROPOSED APPOINTMENT AND RE-ELECTION OF DIRECTORS
AND
(II) NOTICE OF EXTRAORDINARY GENERAL MEETING**

Notice for convening the EGM (as defined in this circular) of Tianjin TEDA Biomedical Engineering Company Limited to be held at 9th Floor, Block A2, Tianda High-Tech Park, No. 80, The 4th Avenue, TEDA, Tianjin, the People's Republic of China at 10:00 a.m. on Wednesday, 31 December 2025, is set out on pages 15 to 17 of this circular.

Whether or not you are able to attend the meetings, you are reminded to complete the form of proxy enclosed with this circular, in accordance with the instructions printed thereon and send the relevant form of proxy to the registered office of the Company at No. 12 Tai Hua Road, The 5th Avenue, TEDA, Tianjin, the People's Republic of China (for the holders of Domestic Shares), or to the office of the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited of 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for the holders of H Shares) as soon as practicable and in any event not later than 24 hours before the time appointed for the holding of the EGM. Completed and returned form of proxy will not preclude you from attending and voting in person at the EGM or at any adjourned meeting should you so wish.

This circular will remain on the GEM website at www.hkgem.com on the "Latest Company Announcements" page for at least 7 days from the date of its posting.

12 December 2025

CHARACTERISTICS OF GEM

GEM has been positioned as a market designed to accommodate companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration. The greater risk profile and other characteristics of GEM mean that it is a market more suited to professional and other sophisticated investors.

Given the emerging nature of companies listed on GEM, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board and no assurance is given that there will be a liquid market in the securities traded on GEM.

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DEFINITIONS

In this circular, the following words and expressions shall have the following meanings unless the context indicates otherwise:

“Administration of Industry and Commence”	Tianjin Administration of Industry and Commence of the PRC
“Articles of Association”	the articles of association of the Company adopted on 9 September 2025 (as amended from time to time)
“associates”	has the same meaning as ascribed to it under the GEM Listing Rules
“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(Tian jin TEDA Biomedical Engineering Company Limited), a joint stock company established in the PRC with limited liability whose H Shares are listed and traded on GEM (Stock Code: 8189)
“Director(s)”	the director(s) of the Company
“Domestic Shares”	the domestic invested shares of nominal value of RMB0.10 each in the share capital of the Company, which is subscribed in RMB
“EGM”	the extraordinary general meeting to be convened by the Company to approve the proposed appointment of Directors
“GEM”	the GEM of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong

DEFINITIONS

“H Shares”	overseas listed foreign share(s) of nominal value of RMB0.10 each in the share capital of the Company, listed on the GEM and subscribed and traded in HK\$
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Third Party”	person who is not connected with any of the directors, supervisors, chief executive, promoters, substantial shareholders or management shareholders (both as defined in the GEM Listing Rules) of the Company and of its subsidiaries and their respective associates (as defined in the GEM Listing Rules) and is not a connected person (as defined in the GEM Listing Rules)
“MOC”	Ministry of Commerce of the PRC
“PRC”	the People’s Republic of China which, for the purpose of this circular, excludes Hong Kong, Macau Special Administrative Region and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“SFO”	Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong)
“Shareholder(s)”	the shareholder(s) of the Company
“Shares”	Domestic Shares and H Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent

LETTER FROM THE BOARD



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)

Executive Director:

Ms. Sun Li (*Chairman and Joint Chief Executive Officer*)

Non-Executive Directors:

Mr. He Xin

Ms. Li Xueying

Mr. Li Ximing

Registered Office:

No. 12 Tai Hua Road,
The 5th Avenue,
TEDA,
Tianjin,
PRC

Independent Non-Executive Directors:

Mr. Tu Xiangzhen

Mr. Wang Yongkang

Ms. Gao Chun

12 December 2025

To the Shareholders

Dear Sir/Madam,

**(I) CESSATION OF THE TERMS OF SERVICES AND
PROPOSED APPOINTMENT AND RE-ELECTION OF DIRECTORS
AND
(II) NOTICE OF EXTRAORDINARY GENERAL MEETING**

1. INTRODUCTION

On 12 December 2025, the Directors announced that the Board has submitted the proposed cessation of the terms of services and appointment and re-election of Directors to the Shareholders for approval.

The purpose of this circular is to provide you with, inter alia, the details in relation to (1) the ordinary resolutions on the cessation of the terms of services and proposed appointment and re-election of Directors; and (2) the notice convening the EGM.

LETTER FROM THE BOARD

2. CESSATION OF THE TERMS OF SERVICES AND PROPOSED APPOINTMENT AND RE-ELECTION OF DIRECTORS

Expiry of the term of office of the eighth session of the Board

The term of office of the eighth session of Board of Directors (the “**Board**”) of Tianjin TEDA Biomedical Engineering Company Limited (the “**Company**”) will expire on 31 December 2025.

Retirement of certain Directors

Ms. Li Xueying who is a non-executive Director and Mr. Wang Yongkang who is an independent non-executive Director will retire as Directors upon the appointment of Directors to the ninth session of the Board being approved at the extraordinary general meeting of the Company, and Mr. Wang Yongkang will retire as a member and chairman of the Remuneration Committee, a member of the Nomination Committee and a member of the Audit Committee.

Both Ms. Li Xueying and Mr. Wang Yongkang have confirmed that they have no disagreement with the Board in any aspect during their terms of office and there is no matter relating to their retirements that will need to be brought to the attention of the Shareholders. Save as disclosed, the Board is not aware of any other matter relating to their cessation that is required to be brought to the attention of the Shareholders.

The Company would like to take this opportunity to express its sincere gratitude for valuable contribution of Ms. Li Xueying and Mr. Wang Yongkang to the Company during their terms of service.

Proposed appointments of Directors

In view of their retirements, the Board has proposed to nominate the appointments of (i) Mr. Yang Zeng as an executive Director; (ii) Mr. Xia Ruizhe as an executive Director; (iii) Mr. Wang Lei as a non-executive Director; and (iv) Mr. Chen Jiang as an independent non-executive Director, to the ninth session of the Board (the “**Proposed Appointments of Directors**”).

The Proposed Appointments of Directors is subject to the approval of Shareholders by ordinary resolutions at the EGM. The terms of office of Directors of the ninth session of the Board shall be three years from the date of approval at the extraordinary general meeting (the “**EGM**”).

LETTER FROM THE BOARD

Re-election and Appointments of Directors

Other than the Directors who will retire as mentioned above, the other Directors of the Company are seeking for re-election. The new term of office shall be three years from the date of approval at the EGM (“**Proposed Re-election**”). The Proposed Re-election is subject to the approval of the Shareholders by ordinary resolutions at the EGM.

The biographical details of the candidates who are seeking for re-election and being appointed as members of the ninth session of Board are set out below:

A. Biographical details of candidates seeking for re-election

Candidate for executive Director

1. Ms. Sun Li

Ms. Sun Li (“**Ms. Sun**”), aged 52, the Chairman of the Board of the Company, 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 graduated from City University of Hong Kong with a doctorate degree in Business Administration in 2021. Ms. Sun was among the first batch of candidates to obtain 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, initial public offering projects, 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 headquarters 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 (北京盈谷信暉投資有限公司). From September 2014 until now, she was the founding member of Tianjin Teda “Wings of the Angel” Investor Club. From August 2015 until now, Ms. Sun was appointed as the executive Director and the Chairman of the Board of the Company. From September 2015 to January 2019, from December 2019 to September 2022 and from March 2024 to date, she concurrently served as Chief Executive Officer of the Company. From September 2022 to March 2024, she also concurrently served as the Joint Chief Executive Officer of the Company.

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Candidates for non-executive Directors

2. Mr. He Xin

Mr. He Xin (“**Mr. He**”), aged 55, postgraduate who 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 was appointed as an executive Director of the Company from December 2018 to March 2025, and was redesignated to the non-executive Director of the Company from March 2025.

LETTER FROM THE BOARD

3. Dr. Li Ximing

Dr. Li Ximing (“**Dr. Li**”), aged 64, graduated from Chinese Academy of Medical Science with a master’s degree in neuropharmacology in 1988; graduated from Karolinska Institute in Sweden with a doctoral degree in neuroscience in 1995; graduated from the neuroscience drug development research center (神經藥物研究中心) at Lilly Research Laboratories as a postdoctoral researcher in 1998. Dr. Li is hired specifically as an expert for the Recruitment Program of Global Experts (千人計劃) in PRC, who owns more than twenty years of national and foreign experiences in new drug research and development. Dr. Li has also accumulated fruitful experience in project management of international new drug research and development, designing and practicing clinical trial, contract research organisation (CRO) management, Food and Drug Administration (FDA) drug approvals, expert consultation and selection of investors. Dr. Li was a researcher at the department of obesity studies (肥胖研究部) of Bayer U.S. innovation Center from 1998 to 2001; was an expert of clinical trial at the department of central neuroscience drug development (中樞神經藥物研究部) of Pharmacia from 2001 to 2002; was an associate director at the department of central neuroscience drug development (中樞神經藥物研究部) of Eisai Inc. (a subsidiary of Japan-based Eisai Company Limited) from 2002 to 2004; was an associate director of clinical trial at the research center of central neuroscience drug development (中樞神經藥研究所) of Roche Diagnostic USA from 2004 to 2005; was a vice president of medical research at the international research and development center (國際研發中心) of Bayer Healthcare Co., Ltd. from 2005 to 2012; is the vice president of registry clinical studies at Luye Pharma Group Limited since 2013. Dr. Li was appointed as a non-executive Director of the Company since January 2017.

Independent non-executive Directors

4. Ms. Gao Chun

Ms. Gao Chun (“**Ms. Gao**”), aged 55, graduated from Gannon University in the United States with a master’s degree in business administration. Ms. Gao was a financial analyst in 6 sigma Black Belts (quality management method) at General Electric Company from 2000 to 2004. Ms. Gao was a financial manager at the Bayer U.S., development officer and business operation officer of Bayer China from 2004 to 2016. Ms. Gao was appointed as an independent non-executive Director of the Company since January 2017.

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5. Mr. Tu Xiangzhen

Mr. Tu Xiangzhen (“**Mr. Tu**”), aged 67 with on-the-job postgraduate qualification. From September 1981 to October 1989, he served as the accountant and the chief accountant of Shangrao District Grain Bureau of Jiangxi Province. From October 1989 to October 2000, he was the section deputy secretary, the section chief secretary, and the chief officer of the research section of the Shangrao Prefectural Committee Office of Jiangxi Province. From October 2000 to December 2006, he served as the deputy secretary-general, office deputy director, and the director of the office to the deputy secretary-general of the Shangrao Municipal People’s Political Consultative Conference. From December 2006 to August 2016, he served as the director of Shangrao Municipal Culture Bureau and the secretary of the Party Leadership Group. In August 2016, he resigned from his leadership positions and became a researcher. He has been retired since August 2018. From June 2024 to present, Mr. Tu has been serving as an independent non-executive Director of the Company.

B. Biographical details of the candidates appointed

Candidates for executive Directors

1. Mr. Yang Zeng

Mr. Yang Zeng (“**Mr. Yang**”), aged 58, holds a bachelor’s degree in Stomatology from Peking University School of Medicine, master of business administration degrees from National School of Development of Peking University and Fordham University, New York, the USA (BiMBA), holder of Certificate in Business Administration from China Europe International Business School Shanghai, Independent Director Certification from National Accounting Institute, and the professional title of Engineer (Management Engineering). He has been deeply engaged in the healthcare sector for over three decades and possesses extensive experience in clinical diagnosis and treatment, industrial operations, medical innovation translation, management of medical and pharmaceutical enterprises, as well as investment and mergers & acquisitions.

- From 1992 to 1993: served as a doctor at Peking University School and Hospital of Stomatology, mainly engaged in clinical diagnosis and treatment of periodontal diseases;

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- From 1993 to 2001: successively served as medical representative and regional manager at Glaxo Wellcome, national sales training manager and market coordination manager at Pharmacia, leading clinical promotion of pharmaceutical products, building medical channels and establishing industry training systems;
- From 2001 to 2010: held positions including director, general manager and deputy general manager in the pharmaceutical division of China Grand Enterprises and its various affiliated companies, responsible for operational management of related pharmaceutical industries and investment, mergers & acquisitions and post-investment management of pharmaceutical and medical enterprises;
- From 2010 to 2012: served as chief operating officer of Beijing Genegrow Pediatric Group, managing six rehabilitation and healthcare institutions for children and establishing a standardized system for diagnosis, treatment and rehabilitation of growth and development diseases of children;
- From 2012 to 2017: successively served as director of strategic investment department at Yiling Pharmaceutical, deputy general manager of JD.com Pharmacy, and director of strategic development and investment at Qizheng Tibetan Medicine, establishing the “Air Hospital (空中醫院)” mobile healthcare model, laying out new drug R&D investment and medical industry M&A, and building an investment service system in the healthcare segment;
- From 2017 to 2024: successively served as partner of Beijing Yicheng Pharmaceutical Division, senior vice president of China Agricultural Wholesale Cold Chain, executive chairman and general manager of Daoshengji Hospital Management Company, leading hospital M&A, building integrated medical and elderly care platforms and rare medicinal materials import and processing business, and successfully translated multiple clinical medical devices into commercial use and achieved import substitution;
- From 2025 to present: successively served as manager of medical department at Weihai Lotus Pharmaceuticals and president of Demo Group (德摩集團), focusing on clinical research and registration of new drugs, value-added empowerment of healthcare enterprises and industrial operation in the area of regenerative medicine.

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2. Mr. Xia Ruizhe

Mr. Xia Ruizhe (“**Mr. Xia**”), aged 51, holds a bachelor’s degree in economics from School of Business Sun Yat-sen University and a master of business administration degree from Australia Graduate School of Management (AGSM). He is a type-9 licensed responsible officer of Hong Kong, and holds the qualification of certified practising accountant of Australia. He has been deeply engaged in cross-border investment, alternative asset operations and fund management for over twenty years and possesses extensive experience in investment and financing and platform establishment.

- From 2000 to 2008: held positions including finance manager of two Australian telecommunications giants, namely Optus and Telstra, responsible for M&A analysis, capital project accounting and large-scale expense budget planning, laying his foundation in financial and capital operations;
- From 2008 to 2015: successively served as director and executive director at UBS Global Asset Management (China) Co., Ltd., leading cross-border fund raising, real estate investment and debt financing;
- From 2016 to 2023: served as senior managing director and founding partner at SDIC RE Asset Management Co., Ltd. (國投萬和資產管理有限公司), building investment platforms and leading investment strategy formulation, completing large-scale cross-border investment and financing layout;
- From 2023 to date: served as managing director and licensed responsible officer (RO) at INV Advisory Limited (place of registration in Hong Kong), leading non-performing assets, REITs business and Southeast Asia cross-border investment.

LETTER FROM THE BOARD

Candidate for non-executive Director

3. Mr. Wang Lei

Mr. Wang Lei (“**Mr. Wang**”), aged 35, holds a bachelor degree in traditional Chinese pharmacy from Hebei University (河北大學) and a master degree in traditional Chinese pharmacy from Shaanxi University of Chinese Medicine (陝西中醫藥大學).

- From July 2017 to July 2018, served as marketing promotion manager of Tianjin GoalGen Biotechnology Co., Ltd. (天津冠勤醫藥科技有限公司);
- From July 2018 to September 2020, staff member in the investment promotion department of Tianjin TEDA Science & Technology Development Group (天津泰達科技發展集團有限公司);
- From September 2020 to date, successively held the positions of a staff member in the investment promotion department, a staff member in the industrial investment and operation centre, and an industrial investment promotion position in the Business Development Department of Tianjin TEDA Industrial Development Corporation (天津泰達產業發展集團有限公司).

Candidate for independent non-executive Director

4. Mr. Chen Jiang

Mr. Chen Jiang (“**Mr. Chen**”), aged 62, graduated from Xinjiang University (新疆大學) in 2000 with a postgraduate degree in political economics. Mr. Chen obtained the senior economist certification in September 1999, the financial CEO executive training certification jointly awarded by Cheung Kong Graduate School of Business (長江商學院), London Business School (倫敦商學院) and Columbia Business School (哥倫比亞商學院) in January 2009. He became a permanent member of the Hong Kong Institute of Independent Directors in 2023 and has extensive experience in capital operations, industrial investment and supply chain management.

LETTER FROM THE BOARD

Mr. Chen is one of the founders of Markor Investment Group (美克投資集團) and has held the core positions including chairman, vice chairman, and general manager in Markor Investment Group and its affiliated companies since 1993, where he is primarily responsible for the group's capital operations, industrial investment and supply chain management. His key achievements are as follows:

- **Capital Operations:** He successfully facilitated the listing of Markor Home Furnishings (stock code: 600337) controlled by Markor Group on the Shanghai Stock Exchange in 2000, in an effort to establish the core capital platform for the Group. In 2011, he spearheaded the IPO listing project of Markor Chemical, introduced various strategic investors, completed the shareholding system reform, and contributed to the capitalisation of the chemical business segment.
- **Industrial Investment and Supply Chain Management:** In 1993, he facilitated the establishment of the group's first 100% furniture manufacturing export factory, marking the first step into the international furniture market. In 2005, he led the ground-breaking of the Markor Chemical project, driving the group's cross-sector expansion from its core home furnishings business into the chemical industry. In 2019 and 2018, he successively led the acquisitions of U.S. Schnadig company and A.R.T. company respectively and built a vertically integrated home furnishings industry chain ecosystem. In 2012, he facilitated the construction of a wood processing base in Russian Far East. In 2017, he acquired a 60% equity in Vietnamese M.U.S.T. company. In 2018, he increased investments in three Vietnamese furniture companies to improve the global supply chain deployment.

Save as disclosed above, as at the date of this announcement, none of the candidates for re-election and appointment to the ninth session of the Board (i) has, or is deemed to have, any interest or short position in the shares, underlying shares or debentures of the Company or its associated corporations (within the meaning as set out under Part XV of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong)); (ii) has any connection with any Director, senior management, substantial shareholder or controlling shareholder of the Company or any of their associates (as defined in the GEM Listing Rules); and (iii) has held any other positions in the Company or other members of the Group or any directorship in any other listed companies in the past three years immediately preceding this announcement, and does not hold any other major appointments or professional qualifications.

LETTER FROM THE BOARD

Mr. Chen Jiang has confirmed (i) his independence as regards to each of the factors contained in Rule 5.09 (1) to (8) of the GEM Listing Rules; (ii) that he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected persons (as defined in the GEM Listing Rules) of the Company; and (iii) that there are no other factors that may affect his independence at the time of his appointment. The Board considers that Mr. Chen Jiang is independent according to the independence criteria as set out in the GEM Listing Rules.

Moreover, the Board is not aware of any other matters relating to the proposed changes in directorship that require the attention of the holders of the Company's securities, nor is there any other information that needs to be disclosed pursuant to any requirement under Rule 17.50(2) of the GEM Listing Rules.

Emoluments of Directors

The current annual basic emoluments of each Director are: RMB530,000 for the Chairman of the Board, Ms. Sun Li, RMB40,000 for each non-executive Director, being Mr. He Xin and Mr. Li Ximing, RMB80,000 for each independent non-executive Director. Ms. Li Xueying, a non-executive Director, does not receive any emolument from the Company due to regulations of the state-owned enterprise where she is employed. Except for Ms. Sun Li, there are currently no other executive Directors in office among the executive Directors, so their remunerations are still not determined.

The proposed annual basic emoluments for each Director during their respective terms of service in the ninth session of the Board are: RMB530,000 for the Chairman of the Board, Ms. Sun Li, RMB80,000 for each executive Director, being Mr. Yang Zeng and Mr. Xia Ruizhe, RMB40,000 for each non-executive Director, being Mr. He Xin and Mr. Li Ximing, RMB80,000 for each independent non-executive Director, being Ms. Gao Chun, Mr. Tu Xiangzhen and Mr. Chen Jiang. Mr. Wang Lei, a non-executive Director, does not receive any emolument from the Company due to regulations of the state-owned enterprise where he is employed.

The proposed annual basic emoluments for the proposed Directors are determined on the basis of the 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 EGM that the Board be authorized to fix the emoluments of all the proposed Directors. Upon the due election of the proposed Directors at the EGM, the Company will issue an announcement as soon as practicable, which shall contain, inter alia, the emoluments of all newly elected Directors.

LETTER FROM THE BOARD

Service Agreement of all Directors

Each of the proposed Directors will enter into a service contract with the Company after the proposed ordinary resolutions regarding their re-election and appointment being passed at the EGM. The new appointment of Directors will be for a term of three years commencing from the date of approval at the EGM.

3. EGM

A notice convening the EGM at which the resolutions mentioned above, among other things, will be proposed is set out on pages 15 to 17 of this circular.

4. VOTING BY POLL AT THE EXTRAORDINARY GENERAL MEETING

Pursuant to Rule 17.47 of the GEM Listing Rules, all votes of the Shareholders at the general meetings must be taken by poll, except where the chairman of the meeting may, in good faith, allow a resolution which relates purely to a procedural or administrative matter to be voted by a show of hands. Accordingly, the chairman of the meeting will demand a poll for every resolution put forward at the EGM pursuant to the Articles of Association.

5. RESPONSIBILITY STATEMENT

This circular, for which the Directors 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, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this circular 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 circular misleading.

6. RECOMMENDATION

The Directors consider that the proposed resolutions are fair and reasonable, and are in the interest of the Company and its Shareholders as a whole. Accordingly, the Directors recommend all Shareholders to vote in favour of the relevant resolutions to be proposed at the EGM as set out in the notice of the EGM.

Yours faithfully,

By order of the Board

Tianjin TEDA Biomedical Engineering Company Limited

Sun Li

Chairman

Tianjin, the PRC

NOTICE OF THE EGM

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, 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 notice.



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)

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting (the “**EGM**”) of the holders of domestic invested shares (the “**Domestic Shares**”) of nominal value of RMB0.10 each and the holders of foreign invested shares (the “**H Shares**”) of nominal value of RMB0.10 each in Tianjin TEDA Biomedical Engineering Company Limited (the “**Company**”) will be held at 9th Floor, Block A2, Tianda High-Tech Park, No. 80, The 4th Avenue, TEDA, Tianjin, the People's Republic of China (the “**PRC**”) on Wednesday, 31 December 2025 at 10:00 a.m. to consider and, if thought fit, pass, with or without modifications, the resolutions set out below:

to consider and, if thought fit, pass with or without modifications, the following resolutions as ordinary resolutions:

1. “**THAT** Ms. Sun Li be and is hereby re-elected as an executive Director of the Company for a term of three years, effective from the date of approval by the Shareholders of the Company at such amount of remuneration and upon and subject to such terms and conditions for the renewed term as contained in a service contract to be entered into with the Company.”
2. “**THAT** Mr. Yang Zeng be and is hereby elected as an executive Director of the Company for a term of three years, effective from the date of approval by the Shareholders of the Company at such amount of remuneration and upon and subject to such terms and conditions as contained in a service contract to be entered into with the Company.”
3. “**THAT** Mr. Xia Ruizhe be and is hereby elected as an executive Director of the Company for a term of three years, effective from the date of approval by the Shareholders of the Company at such amount of remuneration and upon and subject to such terms and conditions as contained in a service contract to be entered into with the Company.”

NOTICE OF THE EGM

4. “**THAT** Mr. He Xin be and is hereby re-elected as a non-executive Director of the Company for a term of three years, effective from the date of approval by the Shareholders of the Company at such amount of remuneration and upon and subject to such terms and conditions for the renewed term as contained in a service contract to be entered into with the Company.”
5. “**THAT** Mr. Li Ximing be and is hereby re-elected as a non-executive Director of the Company for a term of three years, effective from the date of approval by the Shareholders of the Company at such amount of remuneration and upon and subject to such terms and conditions for the renewed term as contained in a service contract to be entered into with the Company.”
6. “**THAT** Mr. Wang Lei be and is hereby elected as a non-executive Director of the Company for a term of three years, effective from the date of approval by the Shareholders of the Company at such amount of remuneration and upon and subject to such terms and conditions as contained in a service contract to be entered into with the Company.”
7. “**THAT** Ms. Gao Chun be and is hereby re-elected as an independent non-executive Director of the Company for a term of three years, effective from the date of approval by the Shareholders of the Company at such amount of remuneration and upon and subject to such terms and conditions for the renewed term as contained in a service contract to be entered into with the Company.”
8. “**THAT** Mr. Tu Xiangzhen be and is hereby re-elected as an independent non-executive Director of the Company for a term of three years, effective from the date of approval by the Shareholders of the Company at such amount of remuneration and upon and subject to such terms and conditions for the renewed term as contained in a service contract to be entered into with the Company.”
9. “**THAT** Mr. Chen Jiang be and is hereby elected as an independent non-executive Director of the Company for a term of three years, effective from the date of approval by the Shareholders of the Company at such amount of remuneration and upon and subject to such terms and conditions as contained in a service contract to be entered into with the Company.”

NOTICE OF THE EGM

10. “**THAT** the Board of the Company is and hereby authorized to negotiate the remuneration and the terms and conditions of, and to sign the service contract with each of the proposed Directors on behalf of the Company in accordance with the Articles of Association of the Company, the relevant laws of the People’s Republic of China and the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited.”

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

Tianjin, the PRC
12 December 2025

Notes:

1. Any Shareholders of the Company entitled to attend and vote at the meeting mentioned above is entitled to appoint one or more proxies to attend and vote at the meeting on his, her or its behalf in accordance with the Articles of Association of the Company. A proxy needs not be a shareholder of the Company.
2. In order to be valid, the proxy form of the holder of the H Shares of the Company and, if such proxy form is signed by a person under a power of attorney or other authority on behalf of the appointer, a notarially certified copy of that power of attorney or authority shall be deposited at Computershare Hong Kong Investor Services Limited of 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (the “**Company’s Share Registrar**”) not less than 24 hours before the time for holding the meeting or 24 hours before the time appointed for taking the poll.
3. In order to be valid, the proxy form of the holder of the Domestic Shares of the Company and, if such proxy form is signed by a person under a power of attorney or other authority on behalf of the appointer, a notarially certified copy of that power of attorney or authority shall be deposited at the registered address of the Company not less than 24 hours before the time for holding the meeting or 24 hours before the time appointed for taking the poll.
4. Shareholders of the Company or their proxies shall produce documents of their proof of identity when attending the meeting. Delivery of the form of proxy shall not preclude a Shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
5. The register of the shareholders of the Company will be closed from 27 December 2025 to 31 December 2025 (both days inclusive), during which no transfer of shares will be registered. As regards holders of H Shares of the Company and in order to ascertain the entitlement to attendance at the above meeting, all properly completed transfer forms accompanied by the relevant share certificates must be lodged with the Company’s Share Registrar not later than 4:30 p.m., 26 December 2025 for registration.
6. The registered address of the Company and the contact details of the Company are as follows:

No. 12 Tai Hua Road, The 5th Avenue, TEDA, Tianjin, the PRC
Fax No.: (8622) 5981 6909