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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)

## INSIDE INFORMATION

### ACQUISITION OF THE ENTIRE EQUITY INTEREST IN SHANGHAI WEIDI NETWORK TECHNOLOGY COMPANY LIMITED

This announcement is made by Tianjin TEDA Biomedical Engineering Company Limited (the “**Company**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”) and the inside information provisions within the meaning of Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (as defined in the GEM Listing Rules).

On 18 July 2022, the Company and the vendor entered into the Equity Transfer Agreement, pursuant to which the Company agreed to purchase, and the vendor agreed to sell to the Company, all the shares in Shanghai Weidi at a consideration of RMB12,800,000 (equivalent to approximately HK\$14,950,000). Upon completion, Shanghai Weidi becomes a wholly-owned subsidiary of the Company.

Pursuant to Chapter 19 of the GEM Listing Rules, the entering into of the Equity Transfer Agreement and the transactions contemplated thereunder do not constitute discloseable transactions for the Company as the relevant percentage ratios are all below 5%.

## CONTENT OF THE AGREEMENT

Date: 18 July 2022

Purchaser: the Company

Vendor A: Disposal of 80.69% equity interest in Shanghai Weidi Network Technology Company Limited (“**Shanghai Weidi**”) for a cash consideration of RMB10,328,300 (equivalent to approximately HK\$12,065,520). Vendor A is registered in the People’s Republic of China and is a company engaged in investment management. The ultimate beneficial owner of Vendor A is a natural person who is a citizen of the People’s Republic of China.

Vendor B: Disposal of 17.24% equity interest in Shanghai Weidi for a cash consideration of RMB2,206,900 (equivalent to approximately HK\$2,578,100). Vendor B is a natural person and a citizen of the People's Republic of China.

Vendor C: Disposal of 2.07% equity interest in Shanghai Weidi for a cash consideration of RMB264,800 (equivalent to approximately HK\$309,000). Vendor C is a natural person and a citizen of the People's Republic of China.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the Purchasers and their respective ultimate beneficial owners are independent third parties.

Consideration: The unaudited net asset value of Shanghai Weidi as of 30 June 2022 was RMB13,100,000 (equivalent to approximately HK\$15,300,000) in the accounts prepared in accordance with the PRC accounting standards. Taking this as a reference, the total consideration for this transaction is RMB12,800,000 (equivalent to approximately HK\$15,000,000). The consideration was determined after arm's length negotiations between the Company and the Purchaser with reference to the above unaudited net asset value.

Delivery conditions:

The Company shall pay the equity transfer amount to the account designated by the vendor within three working days after the vendor's issuance of the following documents.

1. Resolutions of the board of directors and shareholders' meeting passed by Shanghai Weidi, approving the equity transfer and relevant documents including the revision of Shanghai Weidi's articles of association;
2. Payment notice;
3. The exclusive labour agreement and non-compete agreement entered into between all core technical staff of Shanghai Weidi and Shanghai Weidi;

The vendor shall commence the submission of the business change procedures for the entire equity interest in Shanghai Weidi to the Company within three working days after the receipt of the full amount of the equity transfer. Upon completion, Shanghai Weidi becomes a wholly-owned subsidiary of the Company.

## **PURPOSE OF THE ACQUISITION OF SHANGHAI WEIDI**

Reference is made to the announcement of the Company dated 21 June 2022, pursuant to which the Company will issue not more than 2,800,000,000 Subscription Domestic Shares under the Specific Mandate, and intends to use approximately 60% of the net proceeds from the Domestic Shares Subscription to build a DTC (Direct to Consumer) platform for compound fertilizer business. Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings ascribed to them in previous announcements.

Founded on August 20, 2013 and registered in the People's Republic of China, Shanghai Weidi is a company specializing in system platform development. It has rich professional talents, technology and development experience required for DTC platform development. Through the acquisition of Shanghai Weidi, the Company enhances the advantages of professional development talents, technology and development experience required for building DTC platform.

By order of the Board

**Tianjin TEDA Biomedical Engineering Company Limited**

**Sun Li**

*Chairman*

Tianjin, the PRC

18 July 2022

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

*This announcement, for which the directors are willing to collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM 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 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.*

*This 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, and it will also be published and remain on the website of the Company at [www.bioteda.com](http://www.bioteda.com).*