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北京市春立正達醫療器械股份有限公司

**Beijing Chunlizhengda Medical Instruments Co., Ltd.\***

*(A joint stock limited company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 1858)**

**DISCLOSEABLE TRANSACTIONS  
SUBSCRIPTION OF STRUCTURED DEPOSIT PRODUCTS WITH BANK  
OF BEIJING (FANGZHUANG BRANCH)**

**SUBSCRIPTION OF STRUCTURED DEPOSIT PRODUCTS**

We refer to the announcement of the Company dated 17 January 2023 (the “**Announcement**”) in relation to the subscription for structured deposit products of the Bank of Beijing (Daxing Branch) and the Bank of Beijing (Fangzhuang Branch) by the Company. As disclosed in the Announcement, on 17 January 2023, the Company entered into (i) the BOJ (Daxing Branch) Structured Deposit Products Agreement and agreed to subscribe for the structured deposit products of the Bank of Beijing (Daxing Branch) with a total amount of RMB300 million by using its temporary idle proceeds from the public issuance of A shares; and (ii) the BOJ (Fangzhuang Branch) Structured Deposit Products Agreement 1 and agreed to subscribe for the structured deposit products of the Bank of Beijing (Fangzhuang Branch) with a total amount of RMB225 million by using its internal resources and temporary idle proceeds from the public issuance of A shares. On 14 February 2023, the Company entered into the BOJ (Fangzhuang Branch) Structured Deposit Products Agreement 2 and agreed to subscribe for the structured deposit products of the Bank of Beijing (Fangzhuang Branch) with a total amount of RMB234 million by using its temporary idle proceeds from the public issuance of A shares.

**IMPLICATIONS UNDER THE LISTING RULES**

As the applicable percentage ratios (as defined under Rule 14.07 of the Listing Rules) of the transactions under the BOJ (Daxing Branch) Structured Deposit Products Agreement, the BOJ (Fangzhuang Branch) Structured Deposit Products Agreement 1 and the BOJ (Fangzhuang Branch) Structured Deposit Products Agreement 2 in aggregate exceeds 5% but are below 25%, such transactions constitute discloseable transactions of the Company and are subject to the reporting and announcement requirements but are exempt from the shareholders' approval requirement under Chapter 14 of the Listing Rules.

## INTRODUCTION

We refer to the announcement of the Company dated 17 January 2023 (the “**Announcement**”) in relation to the subscription for structured deposit products of the Bank of Beijing (Daxing Branch) and the Bank of Beijing (Fangzhuang Branch) by the Company. As disclosed in the Announcement, on 17 January 2023, the Company entered into (i) the BOJ (Daxing Branch) Structured Deposit Products Agreement and agreed to subscribe for the structured deposit products of the Bank of Beijing (Daxing Branch) with a total amount of RMB300 million by using its temporary idle proceeds from the public issuance of A shares; and (ii) the BOJ (Fangzhuang Branch) Structured Deposit Products Agreement 1 and agreed to subscribe for the structured deposit products of the Bank of Beijing (Fangzhuang Branch) with a total amount of RMB225 million by using its internal resources and temporary idle proceeds from the public issuance of A shares. On 14 February 2023, the Company entered into the BOJ (Fangzhuang Branch) Structured Deposit Products Agreement 2 and agreed to subscribe for the structured deposit products of the Bank of Beijing (Fangzhuang Branch) with a total amount of RMB234 million by using its temporary idle proceeds from the public issuance of A shares.

## THE BOJ (FANGZHUANG BRANCH) STRUCTURED DEPOSIT PRODUCTS AGREEMENT 2

The major terms of the BOJ (Fangzhuang Branch) Structured Deposit Products Agreement 2 are set out below:

<b>Date:</b>	14 February 2023
<b>Parties:</b>	(1) the Company; and (2) the Bank of Beijing (Fangzhuang Branch)
<b>Product category:</b>	Structured Deposit (結構性存款)
<b>Type of investment return of the product:</b>	Principal-guaranteed with floating return
<b>Principal amount:</b>	RMB234 million
<b>Term of the product:</b>	120 days commencing from 16 February 2023 to 16 June 2023

<b>Product linked and expected annualized rate of return:</b>	Pegging indicator:	EUR/USD rate set by BFIX: Bloomberg FX Fixings
	Initial price:	Mid-rate of EUR/USD at 3 p.m. (Tokyo time) published under the “EUR CURRENCY BFIX” on the Bloomberg’s website on 16 February 2023
	Observed price:	Mid-rate of EUR/USD at 3 p.m. (Tokyo time) published under the “EUR CURRENCY BFIX” on the Bloomberg’s website on 14 June 2023
	Annualized rate of return:	1.30% or 2.96%
<b>Principle for calculation of return:</b>	subscription amount × actual annualized rate of return × actual investment days/365	
<b>Termination and redemption:</b>	The BOJ (Fangzhuang Branch) Structured Deposit Products Agreement 2 shall be performed within the agreed period and the Company has no right of early termination or redemption. The Bank of Beijing (Fangzhuang Branch) has the right of early termination due to force majeure.	

## **REASONS AND BENEFITS OF THE BOJ (FANGZHUANG) STRUCTURED DEPOSIT PRODUCTS AGREEMENT 2**

The Company’s subscription of the structured deposit products under the BOJ (Fangzhuang) Structured Deposit Products Agreement 2 by reasonable and effective use of certain portions of its temporary idle funds from the public issuance of A shares is beneficial for enhancing the overall capital gain of the Group, which is consistent with the core objectives of the Company to safeguard its capital and ensure liquidity. It is expected that the impact of risk factors in connection with the expected return of the above-mentioned structured deposit products is low, while the Group can enjoy a higher return compared with fixed term deposits in commercial banks in the PRC.

The Directors (including the independent non-executive Directors) are of the view that the BOJ (Fangzhuang) Structured Deposit Products Agreement 2 is made on normal commercial terms and is fair and reasonable and in the interests of the Company and its shareholders as a whole.

## **INFORMATION OF THE PARTIES**

The Company is principally engaged in the research and development, production and sale of implantable orthopedic medical devices in PRC. Its products include joint prosthesis products, spinal internal fixation products, sports medical products, dental products and PRP products.

Bank of Beijing is a licensed bank in the PRC and a joint stock company established under the laws of the PRC, which provides corporate and personal banking business, treasury business, finance leasing, asset management and other financial services in the PRC. Its shares are listed on the Shanghai Stock Exchange (stock code: 601169). Bank of Beijing (Fangzhuang Branch) is a branch of Bank of Beijing. To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, Bank of Beijing and its ultimate beneficial owner(s) are third parties independent of the Company and its connected persons.

## **BASIS OF DETERMINATION FOR THE CONSIDERATION**

The Directors confirm that the considerations for the BOJ (Fangzhuang) Structured Deposit Products Agreement 2 were determined on the basis of commercial terms negotiated at arm's length between the Group and Bank of Beijing (Fangzhuang Branch), having considered the temporary idle funds from the public issuance of A shares of the Company.

## **LISTING RULES IMPLICATION**

As the applicable percentage ratios (as defined under Rule 14.07 of the Listing Rules) of the transactions under the BOJ (Daxing Branch) Structured Deposit Products Agreement, the BOJ (Fangzhuang Branch) Structured Deposit Products Agreement 1 and the BOJ (Fangzhuang Branch) Structured Deposit Products Agreement 2 in aggregate exceeds 5% but are below 25%, such transactions constitute discloseable transactions of the Company and are subject to the reporting and announcement requirements but are exempt from the shareholders' approval requirement under Chapter 14 of the Listing Rules.

As none of the Directors has a material interest in the subscription of the BOJ (Fangzhuang Branch) Structured Deposit Products Agreement 2, no Director is required to abstain from voting on the Board resolution approving the subscription of the BOJ (Fangzhuang Branch) Structured Deposit Products Agreement 2.

## DEFINITIONS

Unless otherwise specified, the following terms have the following meanings in this announcement:

“Bank of Beijing”	Bank of Beijing Co., Ltd.* (北京銀行股份有限公司), a licensed bank in the PRC and a joint stock company established under the laws of the PRC, the shares of which are listed on the Shanghai Stock Exchange (stock code: 601169)
“Board”	the board of Directors of the Company
“BOJ (Fangzhuang Branch) Structured Deposit Products Agreement 1”	the structured deposit products agreement entered into by the Company and Bank of Beijing (Fangzhuang Branch) on 17 January 2023, pursuant to which the Company agreed to subscribe for the structured deposit products of Bank of Beijing with an amount of RMB225 million
“BOJ (Fangzhuang Branch) Structured Deposit Products Agreement 2”	the structured deposit products agreement entered into by the Company and Bank of Beijing (Fangzhuang Branch) on 14 February 2023, pursuant to which the Company agreed to subscribe for the structured deposit products of Bank of Beijing with an amount of RMB234 million
“BOJ (Daxing Branch) Structured Deposit Products Agreement”	the structured deposit products agreement entered into by the Company and Bank of Beijing (Daxing Branch) on 17 January 2023, pursuant to which the Company agreed to subscribe for the structured deposit products of Bank of Beijing with an amount of RMB300 million
“Company”	Beijing Chunlizhengda Medical Instruments Co., Ltd.*, a joint stock limited company incorporated in the People’s Republic of China with limited liability, with A shares listed on the STAR Market of Shanghai Stock Exchange and H shares listed on the Main Board of the Stock Exchange
“connected person”	has the meaning as defined in the Listing Rules
“Director(s)”	the director(s) of the Company
“Group”	the Company and/or its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange

“PRC”	the People’s Republic of China
“RMB”	Renminbi, the lawful currency of the PRC
“Stock Exchange”	the Stock Exchange of Hong Kong Limited
“%”	per cent

By order of the Board  
**Beijing Chunlizhengda Medical Instruments Co., Ltd.\***  
**Shi Wenling**  
*Chairman*

Beijing, the PRC, 14 February 2023

\* *For identification purposes only*

*As at the date of this announcement, the executive Directors of the Company are Mr. Shi Chunbao, Ms. Yue Shujun, Mr. Xie Feng Bao and Ms. Shi Wenling; the non-executive Director of the Company is Mr. Wang Xin; and the independent non-executive Directors of the Company are Mr. Ge Changyin, Mr. Wong Tak Shing and Mr. Weng Jie.*