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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
# (I) SUBSCRIPTION OF STRUCTURED DEPOSIT PRODUCTS WITH SHANGHAI PUDONG DEVELOPMENT BANK (HAIDIANYUAN BRANCH)
# (II) SUBSCRIPTION OF STRUCTURED DEPOSIT PRODUCTS WITH BANK OF BEIJING (DAXING BRANCH)
# (III) SUBSCRIPTION OF STRUCTURED DEPOSIT PRODUCTS WITH BANK OF BEIJING (FANGZHUANG BRANCH)

## SUBSCRIPTION OF STRUCTURED DEPOSIT PRODUCTS

Reference is made to the announcement of the Company dated 31 March 2025 (the "**Announcement**") in relation to, among other things, the subscription for structured deposit products of the Bank of Beijing (Fangzhuang Branch) and Bank of Beijing (Daxing Branch) by the Company. As disclosed in the Announcement, on 31 March 2025, 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 RMB320 million by using its temporary idle proceeds from the public issuance of A shares; and (ii) the BOJ (Fangzhuang Branch) Structured Deposit Products Agreement and agreed to subscribe for the structured deposit products of the Bank of Beijing (Fangzhuang Branch) with a total amount of RMB290 million by using its internal resources. On 26 September 2025, the Company entered into the SPD (Haidianyuan Branch) Structured Deposit Products Agreement and agreed to subscribe for the structured deposit products of the SPD Bank (Haidianyuan Branch) with a total amount of RMB85 million by using its internal resources. The BOJ (Daxing Branch) Structured Deposit Products Agreement, the BOJ (Fangzhuang Branch) Structured Deposit Products Agreement and the SPD (Haidianyuan Branch) Structured Deposit Products Agreement, have been fully redeemed prior to the date of this announcement.

On 11 November 2025, the Company entered into (i) the BOJ (Daxing Branch) Structured Deposit Products Agreement 1 and agreed to subscribe for the structured deposit products of the Bank of Beijing (Daxing Branch) with a total amount of RMB290 million by using its temporary idle proceeds from the public issuance of A shares; (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 RMB210 million by using its temporary idle proceeds from the public issuance of A shares; and (iii) 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 RMB290 million by using its internal resources.

## 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 SPD (Haidianyuan Branch) Structured Deposit Products Agreement, the BOJ (Daxing Branch) Structured Deposit Products Agreement and the BOJ (Fangzhuang Branch) Structured Deposit Products Agreement 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. The SPD (Haidianyuan Branch) Structured Deposit Products Agreement, the BOJ (Daxing Branch) Structured Deposit Products Agreement and the BOJ (Fangzhuang Branch) Structured Deposit Products Agreement, have been fully redeemed prior to the date of this announcement.

As at the date of this announcement, 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 1, 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

On 26 September 2025, the Company entered into the SPD (Haidianyuan Branch) Structured Deposit Products Agreement and agreed to subscribe for the structured deposit products of the SPD Bank with a total amount of RMB85 million by using its internal resources. The SPD (Haidianyuan Branch) Structured Deposit Products Agreement has been redeemed prior to the date of this announcement.

On 11 November 2025, the Company entered into (i) the BOJ (Daxing Branch) Structured Deposit Products Agreement 1 and agreed to subscribe for the structured deposit products of the Bank of Beijing (Daxing Branch) with a total amount of RMB290 million by using its temporary idle proceeds from the public issuance of A shares; (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 RMB210 million by using its temporary idle proceeds from the public issuance of A shares; and (iii) 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 RMB290 million by using its internal resources.

## THE SPD (HAIDIANYUAN BRANCH) STRUCTURED DEPOSIT PRODUCTS AGREEMENT

| | |
|---|---|
| **Date:** | 26 September 2025 |
| **Parties:** | (1) the Company; and<br><br>(2) the SPD Bank (Haidianyuan Branch) |
| **Product category:** | Structured Deposit (結構性存款) |
| **Type of investment return of the product:** | Principal-guaranteed with floating return |
| **Principal amount:** | RMB85 million |
| **Term of the product:** | 22 days commencing from 9 October 2025 to 31 October 2025 |
| **Product linked:** | EUR/USD exchange rate, the fixing price of EUR/USD rate rounding to the nearest four decimal places, published under the "BFIX" page on the Bloomberg's website |
| **Observation date:** | 28 October 2025 |

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| **Expected annualized rate of return:** | The guaranteed rate of return of this product is 0.70%, and the floating rate of return is 0% or 1.35% (mid-range floating rate of return) or 1.55% (high-range floating rate of return). The mid-range rate of return is equal to the guaranteed rate of return plus the mid-range floating rate of return, and the high-range rate of return is equal to the guaranteed rate of return plus the high-range floating rate of return. The opening price is the price of the product linked to the subject at 14:00 Beijing time on 10 October 2025, and the ceiling price is the "opening price × 104.23%", and the floor price is "opening price × 95.59%", and the observation price is the price of the product linked to the subject at 14:00 Beijing time on the observation date. If the observation price is less than the floor price, the guaranteed rate of return will be attained; if the observation price is greater than or equal to the floor price and less than the ceiling price, the mid-range rate of return will be attained; if the observation price is greater than or equal to the ceiling price, the high-range rate of return will be attained. |
| **Principle for calculation of return:** | principal amount × (guaranteed return rate + floating return rate) × number of days of interest accrual/360, actual return is calculated based on simple interest; Number of days of interest accrual = the number of days during the period from the date of calculation of the return to the expiry date, i.e., the number of whole years × 360 + the number of whole months × 30 + the number of days (with beginning date inclusive and end date exclusive) |
| **Termination and redemption:** | The SPD (Haidianyuan Branch) Structured Deposit Products Agreement shall be performed within the agreed period and the Company has no right of early termination or redemption. The SPD Bank (Haidianyuan Branch) has the right to early terminate this product according to the actual investment situation without further notice to the Company, provided that it shall publish an information announcement at its branches or websites or in other means within two working days before the date of early termination. |

## THE BOJ (DAXING BRANCH) STRUCTURED DEPOSIT PRODUCTS AGREEMENT 1

The major terms of the BOJ (Daxing Branch) Structured Deposit Products Agreement 1 are set out below:

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| **Date:** | 11 November 2025 |
| **Parties:** | (1) the Company; and<br><br>(2) the Bank of Beijing (Daxing Branch) |
| **Product category:** | Structured Deposit (結構性存款) |
| **Type of investment return of the product:** | Principal-guaranteed with floating return |
| **Principal amount:** | RMB290 million |
| **Term of the product:** | 186 days commencing from 13 November 2025 to 18 May 2026 |
| **Product linked and expected annualized rate of return:** | Pegging indicator: EUR/USD rate set by BFIX: Bloomberg FX Fixings<br><br>Initial price: Mid-rate of EUR/USD at 3 p.m. (Tokyo time) published under the "EUR CURNCY BFIX" on the Bloomberg's website on 13 November 2025<br><br>Observed price: Mid-rate of EUR/USD at 3 p.m. (Tokyo time) published under the "EUR CURNCY BFIX" on the Bloomberg's website on 14 May 2026<br><br>Annualized rate of return: 1.20% or 1.90% |
| **Principle for calculation of return:** | principal amount × actual annualized rate of return × actual investment days/365 |

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| **Termination and redemption:** | The BOJ (Daxing Branch) Structured Deposit Products Agreement 1 shall be performed within the agreed period and the Company has no right of early termination or redemption. The Bank of Beijing (Daxing Branch) has the right of early termination due to force majeure. |

## THE BOJ (FANGZHUANG BRANCH) STRUCTURED DEPOSIT PRODUCTS AGREEMENT 1

The major terms of the BOJ (Fangzhuang Branch) Structured Deposit Products Agreement 1 are set out below:

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|---|---|
| **Date:** | 11 November 2025 |
| **Parties:** | (1) the Company; and<br><br>(2) the Bank of Beijing (Fangzhuang Branch) |
| **Product category:** | Structured Deposit (結構性存款) |
| **Type of investment return of the product:** | Principal-guaranteed with floating return |
| **Principal amount:** | RMB210 million |
| **Term of the product:** | 186 days commencing from 13 November 2025 to 18 May 2026 |
| **Product linked and expected annualized rate of return:** | Pegging indicator: EUR/USD rate set by BFIX: Bloomberg FX Fixings<br><br>Initial price: Mid-rate of EUR/USD at 3 p.m. (Tokyo time) published under the "EUR CURNCY BFIX" on the Bloomberg's website on 13 November 2025<br><br>Observed price: Mid-rate of EUR/USD at 3 p.m. (Tokyo time) published under the "EUR CURNCY BFIX" on the Bloomberg's website on 14 May 2026<br><br>Annualized rate of return: 1.20% or 1.90% |

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|---|---|
| **Principle for calculation of return:** | principal amount × actual annualized rate of return × actual investment days/365 |
| **Termination and redemption:** | The BOJ (Fangzhuang Branch) Structured Deposit Products Agreement 1 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. |

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

| | |
|---|---|
| **Date:** | 11 November 2025 |
| **Parties:** | (1) the Company; and<br><br>(2) the Bank of Beijing (Fangzhuang Branch) |
| **Product category:** | Structured Deposit (結構性存款) |
| **Type of investment return of the product:** | Principal-guaranteed with floating return |
| **Principal amount:** | RMB290 million |
| **Term of the product:** | 186 days commencing from 13 November 2025 to 18 May 2026 |
| **Product linked and expected annualized rate of return:** | Pegging indicator: EUR/USD rate set by BFIX: Bloomberg FX Fixings<br><br>Initial price: Mid-rate of EUR/USD at 3 p.m. (Tokyo time) published under the "EUR CURNCY BFIX" on the Bloomberg's website on 13 November 2025<br><br>Observed price: Mid-rate of EUR/USD at 3 p.m. (Tokyo time) published under the "EUR CURNCY BFIX" on the Bloomberg's website on 14 May 2026<br><br>Annualized rate of return: 1.20% or 1.90% |

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| **Principle for calculation of return:** | principal amount × actual annualized rate of return × actual investment days/365 |
| **Termination and redemption:** | 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 STRUCTURED DEPOSIT PRODUCTS AGREEMENTS

The Company's subscription of the Structured Deposit Products Agreements respectively 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.

All Directors are of the view that the above-mentioned Structured Deposit Products Agreements respectively are made on normal commercial terms, are 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 the PRC. Its products include joint prosthesis products, spinal internal fixation products, sports medical products, dental products and platelet-rich plasma products.

SPD Bank 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: 600000). SPD Bank (Haidianyuan Branch) is a branch of SPD Bank. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, SPD Bank and its ultimate beneficial owner(s) are third parties independent of the Company and its connected persons.

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 (Daxing Branch) and Bank of Beijing (Fangzhuang Branch) are branches 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 each of the Structured Deposit Products Agreements were determined on the basis of commercial terms negotiated at arm's length between the Group and each of SPD Bank (Haidianyuan Branch), Bank of Beijing (Daxing Branch) and Bank of Beijing (Fangzhuang Branch) respectively, having considered the internal resources and/or temporary idle funds from the public issuance of A shares of the Company.

## 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 SPD (Haidianyuan Branch) Structured Deposit Products Agreement, the BOJ (Daxing Branch) Structured Deposit Products Agreement and the BOJ (Fangzhuang Branch) Structured Deposit Products Agreement 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. The SPD (Haidianyuan Branch) Structured Deposit Products Agreement, the BOJ (Daxing Branch) Structured Deposit Products Agreement and the BOJ (Fangzhuang Branch) Structured Deposit Products Agreement, have been fully redeemed prior to the date of this announcement.

As at the date of this announcement, 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 1, 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 above-mentioned Structured Deposit Products Agreements respectively, no Director is required to abstain from voting on the Board resolution approving the subscription of above-mentioned Structured Deposit Products Agreements.

Although the applicable percentage ratios (as defined under Rule 14.07 of the Listing Rules) of the transaction under the SPD (Haidianyuan Branch) Structured Deposit Products Agreement entered into on 26 September 2025, on a standalone basis, is less than 5%, when aggregated with the then subsisting BOJ (Daxing Branch) Structured Deposit Products Agreement and the BOJ (Fangzhuang Branch) Structured Deposit Products Agreement having a product maturity date of 13 October 2025, the aggregated the applicable percentage ratios exceeds 5% but is below 25%. The Company discovered the aforementioned miscalculation when preparing for the announcement of the above three agreements entered into on 11 November 2025, and has therefore taken immediate steps to comply with the reporting and announcement requirements under the Listing Rules.

To ensure the Company's ongoing compliance with the requirements under Chapter 14 of the Listing Rules, the Company will continue to strengthen its internal control management and strictly control the compliance of its activities and oversee risk management matters to prevent similar incidents from occurring. Specific measures to be implemented include: (i) providing immediate training to personnel responsible for approving transactions; (ii) enhancing real-time communication among the finance department, the securities affairs department, and the company secretary, whereby the finance department supplies relevant information to the company secretary, who may consult the Company's legal counsel as necessary; and (iii) providing timely training to newly appointed or replacement staff in the finance department regarding the disclosure requirements for transactions under the Listing Rules.

## DEFINITIONS

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

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| "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 |

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|---|---|
| "BOJ (Daxing Branch) Structured Deposit Products Agreement" | the structured deposit products agreement entered into by the Company and Bank of Beijing (Daxing Branch) on 31 March 2025, pursuant to which the Company agreed to subscribe for the structured deposit products of Bank of Beijing (Daxing Branch) with an amount of RMB320 million |
| "BOJ (Daxing Branch) Structured Deposit Products Agreement 1" | the structured deposit products agreement entered into by the Company and Bank of Beijing (Daxing Branch) on 11 November 2025, pursuant to which the Company agreed to subscribe for the structured deposit products of Bank of Beijing (Daxing Branch) with an amount of RMB290 million |
| "BOJ (Fangzhuang Branch) Structured Deposit Products Agreement" | the structured deposit products agreement entered into by the Company and Bank of Beijing (Fangzhuang Branch) on 31 March 2025, pursuant to which the Company agreed to subscribe for the structured deposit products of Bank of Beijing (Fangzhuang Branch) with an amount of RMB290 million |
| "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 11 November 2025, pursuant to which the Company agreed to subscribe for the structured deposit products of Bank of Beijing (Fangzhuang Branch) with an amount of RMB210 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 11 November 2025, pursuant to which the Company agreed to subscribe for the structured deposit products of Bank of Beijing (Fangzhuang Branch) with an amount of RMB290 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 |

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|---|---|
| "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 |
| "SPD Bank" | the Shanghai Pudong Development Bank |
| "SPD (Haidianyuan Branch) Structured Deposit Products Agreement" | the structured deposit products agreement entered into by the Company and SPD Bank (Haidianyuan Branch) on 26 September 2025, pursuant to which the Company agreed to subscribe for the structured deposit products of SPD Bank (Haidianyuan Branch) with an amount of RMB85 million |
| "Stock Exchange" | the Stock Exchange of Hong Kong Limited |
| "Structured Deposit Products Agreements" | the SPD (Haidianyuan Branch) Structured Deposit Products Agreement, the BOJ (Daxing Branch) Structured Deposit Products Agreement 1, the BOJ (Fangzhuang Branch) Structured Deposit Products Agreement 1 and the BOJ (Fangzhuang Branch) Structured Deposit Products Agreement 2 |
| "%" | per cent |

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

Beijing, the PRC, 11 November 2025

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

* *For identification purposes only*