

## FORMS RELATING TO LISTING

### Form F

#### The Growth Enterprise Market (GEM)

#### Company Information Sheet

The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this information sheet, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this information sheet.

**Company name: Tianjin Binhai Teda Logistics (Group) Corporation Limited\***

天津濱海泰達物流集團股份有限公司

**Stock code (ordinary shares): 8348**

This information sheet contains certain particulars concerning the above company (the "Company") which is listed on the Growth Enterprise Market ("GEM") of the Stock Exchange of Hong Kong Limited (the "Exchange"). These particulars are provided for the purpose of giving information to the public with regard to the Company in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the "GEM Listing Rules"). They will be displayed at the GEM website on the Internet. This information sheet does not purport to be a complete summary of information relevant to the Company and/or its securities.

The information in this sheet was updated as of 16 August 2012.

#### **A. General**

Place of incorporation	:	The People's Republic of China (the "PRC")
Date of initial listing on GEM	:	30 April 2008
Name of Sponsor(s)	:	Guotai Junan Capital Limited
Names of directors and supervisors (Please distinguish the status of the directors -Executive, Non-Executive or Independent Non-Executive)	:	<b>Executive Director</b> Mr. Zhang Jian (Chairman)  <b>Non-Executive Directors</b> Mr. Hu Jun Mr. Zhang Jun Mr. Wang Jincai Mr. Chen Fang  <b>Independent Non-Executive Directors</b> Mr. Zhang Limin Mr. Liu Jingfu Mr. Luo Yongtai Mr. Law Japhet Sebastain

\* For identification purposes only

**Supervisors:**

Ms. Xu Jianxin (*Chairman*)

Mr. Tian Shuyong

Mr. Wang Rui

Ms. Lu Xia

Mr. Yu Ang

Mr. He Hongsheng

Name(s) of substantial shareholder(s)  
(as such term is defined in rule 1.01 of the  
GEM Listing Rules) and their respective  
interests in the ordinary shares  
and other securities of the Company :

Tianjin Teda Investment Holding Co., Ltd.  
178,765,011 domestic shares (beneficial interest)

Tianjin Economic and Technological Development Area  
State Asset Operation Company  
77,303,789 domestic shares (beneficial interest)

Tianjin Port Development Holdings Limited  
20,000,000 H shares (beneficial interest)

Hongkong Topway Trading Co., Limited  
10,000,000 H shares (beneficial interest)

The National Council for Social Security Fund of the  
People's Republic of China  
8,931,200 H shares (beneficial interest)

On 18th November, 2011, Tianjin Teda Investment Holding Co., Ltd. entered into a share transfer agreement with Chia Tai Land Company Limited, while Tianjin Economic and Technological Development Area State Asset Operation Company entered into a share transfer agreement with Chia Tai Pharmaceutical Investment (Beijing) Co., Ltd. Accordingly, Tianjin Teda Investment Holding Co., Ltd. and Tianjin Economic and Technological Development Area State Asset Operation Company agreed to transfer 28,344,960 and 77,303,789 domestic shares of the Company held by them to Chia Tai Land Company Limited and Chia Tai Pharmaceutical Investment (Beijing) Co., Ltd. respectively. In accordance with the relevant requirements and regulations for state-owned assets administration of the PRC, the two aforementioned domestic share transfers are pending for approval by the relevant state-owned assets supervision and administration authorities of the PRC. So far as is known to the directors, chief executives and supervisors of the Company, as at 16 August 2012, the deemed interests of Chia Tai Land Company Limited, Chia Tai Pharmaceutical Investment (Beijing) Co., Ltd. and their associates under Part XV of the SFO are as follows:

Chia Tai Land Company Limited  
28,344,960 domestic shares (beneficial interest)

Fortune (Shanghai) Limited  
28,344,960 domestic shares (interest of corporation  
controlled by a substantial shareholder)

Charoen Pokphand Group Co., Ltd.  
28,344,960 domestic shares (interest of corporation  
controlled by a substantial shareholder)

Chia Tai Pharmaceutical Investment (Beijing) Co. Ltd.  
77,303,789 domestic shares (beneficial interest)

Sino Biopharmaceutical Limited  
77,303,789 domestic shares (interest of corporation  
controlled by a substantial shareholder)

Tse Ping  
77,303,789 domestic shares (interest of corporation  
controlled by a substantial shareholder)

Cheng Cheung Ling  
77,303,789 domestic shares (interest of a substantial  
shareholder's child under 18 or spouse)

Name(s) of company (ies) listed on GEM  
or the Main Board of the Stock Exchange  
within the same group as the Company:

NIL

Financial year end date : 31 December

Registered address : No.39, Bohai Road, Tianjin Economic and  
Technological Development Area, the PRC

Head office and principal : *The PRC:*  
place of business No.39, Bohai Road, Tianjin Economic and  
Technological Development Area, the PRC

*Hong Kong:*  
Unit B, 1st Floor, Neich Tower, 128 Gloucester Road,  
Wanchai, Hong Kong.

Web-site address (if applicable) : www.tbtl.cn

Share registrar : ***H share registrar and transfer office***  
Computershare Hong Kong Investor Services Limited  
46th Floor, Hopewell Centre, 183 Queen's Road East,  
Wanchai, Hong Kong

Auditors : PricewaterhouseCoopers  
22<sup>nd</sup> Floor, Prince's Building,  
Central, Hong Kong.

**B. Business activities**

The Group is principally engaged in the provision of comprehensive logistics services in China, mainly including supply chain solutions and materials procurement businesses and related services.

**C. Ordinary shares**

Number of Domestic Shares in issue	:	256,068,800 shares
Number of H Shares in issue	:	98,243,200 shares
Par value of H Shares in issue	:	RMB1.00 per H share
Board lot size (in number of shares)	:	2000 H shares
Name of other stock exchange(s) on which ordinary shares are also listed	:	N/A

**D. Warrants**

Stock code	:	N/A
Board lot size	:	N/A
Expiry date	:	N/A
Exercise price	:	N/A
Conversion ratio (Not applicable if the warrant is denominated in dollar value of conversion right)	:	N/A
No. of warrants outstanding	:	N/A
No. of shares falling to be issued upon the exercise of outstanding warrants	:	N/A

**E. Other securities**

There are no securities in issue other than those mentioned above.

## Responsibility statement

The directors of the Company (the "Directors") as at the date hereof hereby collectively and individually accept full responsibility for the accuracy of the information contained in this information sheet ("the Information") and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief the Information is accurate and complete in all material respects and not misleading and that there are no other matters the omission of which would make any Information inaccurate or misleading.

The Directors also collectively and individually accept full responsibility for submitting a revised information sheet, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.

The Directors acknowledge that the Stock Exchange has no responsibility whatsoever with regard to the Information and undertake to indemnify the Exchange against all liability incurred and all losses suffered by the Exchange in connection with or relating to the Information.

Signed:

(Signed)

\_\_\_\_\_  
Mr. Zhang Jian

(Signed)

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Mr. Hu Jun

(Signed)

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Mr. Zhang Jun

(Signed)

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Mr. Wang Jincai

(Signed)

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Mr. Chen Fang

(Signed)

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Mr. Zhang Limin

(Signed)

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Mr. Liu Jingfu

(Signed)

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Mr. Luo Yongtai

(Signed)

\_\_\_\_\_  
Mr. Law Japhet Sebastain

## **NOTES**

- 1 *This information sheet must be signed by or pursuant to a power of attorney for and on behalf of each of the Directors of the Company.*
- 2 *Pursuant to rule 17.52 of the GEM Listing Rules, the Company must submit to the Exchange (in the electronic format specified by the Exchange from time to time) for publication on the GEM website a revised information sheet, together with a hard copy duly signed by or on behalf of each of the Directors, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.*
- 3 *Please send a copy of this form by facsimile transaction to Hong Kong Securities Clearing Company Limited (on 2815-9353) or such other number as may be prescribed from time to time at the same time as the original is submitted to the Exchange.*