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天津濱海泰達物流集團股份有限公司

**Tianjin Binhai Teda Logistics (Group) Corporation Limited\***

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

**(Stock code: 8348)**

## **RESULTS OF EXTRAORDINARY GENERAL MEETING HELD ON 20 DECEMBER 2012**

The extraordinary general meeting (the “**EGM**”) of Tianjin Binhai Teda Logistics (Group) Corporation Limited\* (the “**Company**”) was held at the registered office of the Company at No. 39, Bohai Road, Tianjin Economic and Technological Development Zone, Tianjin, the People's Republic of China (the “**PRC**”) on Thursday, 20 December 2012 at 9:30 a.m..

References are made to the circular (the “**Circular**”) and the notice of EGM (the “**Notice**”) of the Company dated 2 November 2012 and the two clarification announcements of the Company dated 5 November 2012 and 6 November 2012 respectively. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Circular and the Notice.

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that all the resolutions as set out in the Notice were duly passed. The voting of all the resolutions as set out in the Notice was taken by poll. The poll results are as follows:

<b>ORDINARY RESOLUTIONS</b>		<b>Number of H Shares and Domestic Shares represented by votes cast and percentage of total number of H Shares and Domestic Shares represented by votes cast</b>	
		<b>FOR</b>	<b>AGAINST</b>
1.	To consider and approve the distribution of an interim dividend of RMB0.05 per share as proposed by the board of directors of the Company (the “ <b>Board</b> ”) to all the shareholders of the Company whose names appear on the register of members of the Company on 3 January 2013;	288,228,800 (100%)	0 (0%)
2.	To consider and approve the appointment of Mr. Tse Ping as a non-executive director of the Board effective from the date of the passing of the resolution hereof be and is hereby approved until the conclusion date of the annual general meeting to be held by the Company in 2014 and to authorize the Board to enter into a service agreement with Mr. Tse Ping and subject to such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such matters;	288,228,800 (100%)	0 (0%)
3.	To consider and approve the appointment of Mr. Yang Xiaoping as a non-executive director of the Board effective from the date of the passing of the resolution hereof be and is hereby approved until the conclusion date of the annual general meeting to be held by the Company in 2014 and to authorize the Board to enter into a service agreement with Mr. Yang Xiaoping and subject to such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such matters;	288,228,800 (100%)	0 (0%)
4.	To consider and approve the appointment of Mr. Chen Chung-Yi as a supervisor of the Company effective from the date of the passing of the resolution hereof be and is hereby approved until the conclusion date of the annual general meeting to be held by the Company in 2014 and to authorize the Board to enter into a service agreement with Mr. Chen Chung-Yi and subject to such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such matters; and	288,228,800 (100%)	0 (0%)

SPECIAL RESOLUTIONS	FOR	AGAINST
<p>5. To consider and approve the amendment to the Articles of the Company (the “Articles”) in the following manner:</p> <p>To delete the existing Article 17 of the Articles in its entirety and replace it with the following:</p> <p>“The business scope shall comply with the business field approved by registration authority.</p> <p>The scope of business of the Company includes: domestic freight forwarding; general warehousing services (excluding hazardous materials); warehousing and logistics, storehouse and venue rental services, operation and management of commodity market, and operation of port equipment and high-tech equipment; international delivery agent for import and export of goods, international exhibits, private orders and goods in transit from sea, land and air, including cargo canvassing, shipping, booking, warehousing, transiting, LCL service, charges clearing, inspection application, international multimodal transport, and bulk cargo business; wholesale and retail of metals, building materials, new chemical materials, hardware, machinery and electrical equipment, aviation, aerospace and maritime transport equipment, auto parts, hardware, software and peripherals for computer, electronic products, instruments, general merchandise, coke and by-products, coal and coal products, minerals (excluding iron ore, alumina and aluminum soil), chemical raw materials and products, petroleum products (excluding crude oil and refined oil), fuel oil, textile raw materials, chemical fertilizers and edible agricultural products; operation and agent for the import and export of various goods and technologies (except items restricted by the PRC government); acquisition of grain; import, wholesale and retail of agricultural products, pre-packed food and bulk food, dairy products (including infant formula milk powder); re-export; inventory control management, logistics, consultation, technology services and related information consultation (businesses regarding commodities which are subject to quota license and special franchise administration shall be operated in compliance with applicable regulations).”</p>	<p>288,228,800 (100%)</p>	<p>0 (0%)</p>

<b>SPECIAL RESOLUTIONS</b>		<b>FOR</b>	<b>AGAINST</b>
6.	<p>To consider and approve the amendment to the Articles in the following manner:</p> <p>To delete the existing Article 23 of the Articles in its entirety and replace it by the following:</p> <p>“The total share of the Corporation is 354,312,000 and the par value of each share is RMB1.00. The structure of the share capital: domestic share 256,068,800, foreign share 98,243,200. The proportion of shareholder and share amount: domestic shareholder Teda Investment Holding Co., Ltd. bears 150,420,051 (42.45%); domestic shareholder Chia Tai Pharmaceutical Investment (Beijing) Co. Ltd. bears 77,303,789 (21.82%); domestic shareholder Chia Tai Land Company Limited bears 28,344,960 (8.00%); and Shareholder of H-share bears 98,243,200 (27.73%). The domestic shares (including state-owned shares) and foreign shares &amp; overseas listed foreign shares of the founder mentioned in this Articles of Association are all ordinary shares.”</p>	<p>288,228,800 (100%)</p>	<p>0 (0%)</p>

As at the date of the EGM, the issued share capital of the Company was 354,312,000 shares of nominal value of RMB1.00 each, which was divided into 98,243,200 H Shares and 256,068,800 Domestic Shares. The total number of shares entitled to attend and vote in respect of the resolutions at the EGM was 354,312,000 shares. There were no restrictions on shareholders of the Company to cast votes on any of the resolutions proposed at the EGM. Shareholders and authorized proxies holding an aggregate of 288,228,800 shares (representing approximately 81.35% of the total issued share capital of the Company) were present at the EGM.

All the resolutions, which were voted on by poll, were approved by the Shareholders. The H share registrar of the Company, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

As more than half of the total number of votes held by the shareholders and authorized proxies who attended the EGM were cast in favour of the resolutions No. 1 to 4 in the Notice, these resolutions were duly passed as ordinary resolutions.

As more than two-third of the total number of votes held by the shareholders and authorized proxies who attended the EGM were cast in favour of the resolutions No. 5 to 6 in the Notice, this resolution was duly passed as special resolutions.

By order of the Board  
天津濱海泰達物流集團股份有限公司  
**Tianjin Binhai Teda Logistics (Group) Corporation Limited\***  
**Zhang Jian**  
Chairman

Tianjin, the PRC  
20 December 2012

*As at the date of this announcement, the executive Director is Mr. Zhang Jian; the non-executive Directors are Mr. Hu Jun, Mr. Zhang Jun, Mr. Tse Ping and Mr. Yang Xiaoping; and the independent non-executive Directors are Mr. Zhang Limin, Mr. Liu Jingfu, Mr. Luo Yongtai and Mr. Japhet Sebastian Law.*

*This announcement, for which the directors of the Company 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 announcement 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 announcement misleading.*

*This announcement will remain on the “Latest Company Announcements” page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for 7 days from the date of its posting. This announcement will also be posted on the Company’s website at [www.tbtl.cn](http://www.tbtl.cn).*

\* *for identification purpose only*