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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)

(1) PROPOSED AMENDMENTS TO THE ARTICLES OF THE COMPANY

(2) RESIGNATION AND PROPOSED APPOINTMENT OF SUPERVISOR

PROPOSED AMENDMENTS TO THE ARTICLES OF THE COMPANY

The Board announces that a special resolution will be proposed at the AGM to amend the Article regarding the business scope of the Company.

RESIGNATION AND PROPOSED APPOINTMENT OF SUPERVISOR

The Board proposes to seek the approval of the Shareholders at the AGM on the resignation of Mr. Chen Chung-Yi as the Supervisor of the Company and the appointment of Mr. Hai Tianmin as the Supervisor of the Company. The above matters shall take effect from the passing of the resolution approving the appointment thereof at the AGM.

CIRCULAR

A circular containing, among others, details of (i) the proposed amendments to the Articles; (ii) biographical details of Mr. Hai Tianmin, together with a notice of the AGM, will be dispatched to the Shareholders on or before 28 March 2013.

The Board will convene the AGM to seek the approval of the Shareholders on the following matters and a circular convening the AGM will be dispatched to the Shareholders before 28 March 2013.

1. PROPOSED AMENDMENTS TO THE ARTICLES

The Board announces that a special resolution will be proposed at the AGM to amend the Article regarding the business scope of the Company.

* *for identification purpose only*

The Company proposes to amend the Article regarding business scope by deleting the existing Article 17 in its entirety and replacing it with the following:

“The scope of business of the Company is in pursuant to those approved by the registration authorities.

The scope of business of the Company includes: domestic freight forwarding; general warehousing services (excluding hazardous materials); warehousing and logistics, and 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, chemical raw materials and products, petroleum products (excluding crude oil and refined oil), fuel oil, textile raw materials, chemical fertilizers and edible agricultural products; sale of aquatic products and motor vehicles (excluding cars); 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 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).”

2. RESIGNATION AND PROPOSED APPOINTMENT OF SUPERVISOR

Resignation of the Supervisor

Mr. Chen Chung-Yi (“**Mr. Chen**”) has tendered his resignation from the position as a Supervisor. The Board was advised by Mr. Chen that his resignation was because Chia Tai Land Company Limited which recommended him to be a Supervisor of the Company asked him to do so.

The resignation of Mr. Chen will take effect from the conclusion of the AGM. Mr. Chen has confirmed that he has no disagreement with the Board and the Supervisory Board and that there are no other matters that need to be brought to the attention of the Shareholders and the Stock Exchange. The Board has confirmed that there is no other matter relating to Mr. Chen’s resignation that needs to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to express its gratitude to Mr. Chen for his valuable contribution to the Company during his tenure of office.

Proposed appointment of the Supervisor

The Company proposes to appoint Mr. Hai Tianmin (“**Mr. Hai**”) as the Supervisor of the Company with effect from the passing of an ordinary resolution approving the appointment thereof at the AGM.

Mr. Hai Tianmin, aged 57, is the assistant to the president of Sino Biopharmaceutical Limited, a listed company on the Hong Kong Stock Exchange (stock code: 01177). He is responsible for assisting the president of Sino Biopharmaceutical Limited in managing the overall operations of the group. Chia Tai Pharmaceutical Investment (Beijing) Co., Ltd. is the wholly-owned subsidiary of Sino Biopharmaceutical Limited. With more than 30 years of finance, investment and management experience in China, Mr. Hai is currently the executive deputy president of Chia Tai Energy Chemical Group Limited. Mr. Hai was also formerly the executive deputy managing director of Chia Tai International Finance Co., Ltd., the executive deputy president and chief of the investment decision committee of Chia Tai Pharmaceutical Group, a director of Tianjin Taifeng Industrial Park Investment Co., Ltd., the executive deputy president of Chia Tai Tianfu Group (正大天福集團), the vice chairman of Chia Tai Freda Biopharmaceutical Co., Ltd., a director of Lianyungang Chia Tai-Tianqing Pharmaceutical Co., Ltd., a director of Ankang Chia Tai Pharmaceutical Co., Ltd., a director of Xian C.P. Pharmaceutical Co., Ltd., the chairman of Hainan Tigerlily Pharmaceutical Co., Ltd. (海南萱華藥業有限公司), a director of Wuxi Chia Tai Kepuli Co., Ltd.(無錫正大科普利有限公司) and the managing director of Guangxi Liuzhou Mining Exploration Co., Ltd.(廣西柳州地區礦業勘察有限公司).

Subject to the approval of the resolution at the AGM and in accordance with the Articles, it is proposed that the appointment of Mr. Hai will take effect from the conclusion of the AGM.

Save as disclosed herein, Mr. Hai (i) does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company; (ii) does not have any interests in the shares of the Company within the meaning of Part XV of the SFO; (iii) does not hold any other positions with the Company and its subsidiaries; and (iv) has not held any directorship in any public listed companies in the last three preceding years from the date of the announcement.

Subject to the approval of the resolution at the AGM and in accordance with the Articles, it is proposed that the appointment of Mr. Hai will take effect from the conclusion of the AGM. The Company proposes to enter into a service agreement with Mr. Hai for a term commencing from the date of the passing of the resolution in the AGM until the conclusion date of the annual general meeting to be held by the Company in 2014. Pursuant to the terms of the proposed service agreement, Mr. Hai will receive an emolument of RMB30,000 per annum which is determined with reference to his duties and responsibilities in the Company.

There is no information relating to Mr. Hai that is required to be disclosed pursuant to paragraphs (h) to (v) of Rule 17.50(2) of the GEM Listing Rules nor is there any matter about him that needs to be brought to the attention of the Shareholders.

An ordinary resolution concerning the appointment of Mr. Hai as the Supervisor of the Company will be proposed at the AGM.

CIRCULAR

A circular containing, among others, (i) details of the proposed amendments to the Articles; (ii) biographical details of Mr. Hai Tianmin, together with a notice of the AGM, will be dispatched to the Shareholders on or before 28 March 2013.

DEFINITION

“Articles”	the Articles of Association of the Company from time to time;
“Board”	the board of Directors;
“Company”	Tianjin Binhai Teda Logistics (Group) Corporation Limited* (天津濱海泰達物流集團股份有限公司), a joint stock limited company incorporated in the PRC with limited liability;
“Directors”	the directors of the Company;
“AGM”	the 2012 annual general meeting of the Company to be held at No. 39, Bohai Road, Tianjin Economic and Technological Development Zone, Tianjin, the PRC in 2013 or any adjournment thereof;
“GEM”	the Growth Enterprise Market of the Stock Exchange;
“GEM Listing Rules”	the Rules Governing the Listing of Securities of the GEM;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“PRC”	the People’s Republic of China, which for the purpose of this announcement shall exclude Hong Kong, the Macau Special Administrative Region and Taiwan;
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong);
“Shareholder(s)”	holders of the Share(s);

“Stock Exchange” The Stock Exchange of Hong Kong Limited; and

“Supervisor(s)” the supervisor(s) of the Company

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

19 March 2013

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 Rules Governing the Listing of Securities on the Growth Enterprise Market 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, 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 for 7 days from the date of its posting. This announcement will also be posted on the Company’s website at www.tbtl.cn

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