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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)

CONNECTED TRANSACTION

ADVERTISING COOPERATION AGREEMENT

The Board wishes to announce that on 12 July 2013, the Company and Tianjin Football (a subsidiary of Teda Holdings) entered into an advertising cooperation agreement, pursuant to which Tianjin Football agreed to play the Company's advertisements during the period from July 2013 to November 2013 of the Chinese Super League 2013, at a consideration of RMB2,000,000 (equivalent to approximately HK\$2,512,721).

LISTING RULES IMPLICATIONS

As at the date of this announcement, Teda Holdings holds approximately 42.45% of the issued share capital of the Company and is thus a substantial shareholder of the Company. Teda Holdings holds 85.41% equity interests in Tianjin Football which is hence a subsidiary of Teda Holdings. Accordingly, Tianjin Football is a connected person of the Company under Chapter 20 of the GEM Listing Rules, and the transaction contemplated under the Advertising Cooperation Agreement constitutes a connected transaction for the Company under Chapter 20 of the GEM Listing Rules.

As the applicable percentage ratios calculated pursuant to Rule 20.32 of the GEM Listing Rules in respect of the Advertising Cooperation Agreement exceed 0.1% but all are less than 5%, the transaction contemplated under the Advertising Cooperation Agreement is only subject to the reporting and announcement requirements and is exempted from the independent shareholders' approval under Chapter 20 of the GEM Listing Rules.

ADVERTISING COOPERATION AGREEMENT

Date: 12 July 2013

Parties

(1) the Company

(2) Tianjin Football

Terms

Pursuant to the Advertising Cooperation Agreement, Tianjin Football agreed to play the Company's advertisements during the period from July 2013 to November 2013 of the Chinese Super League 2013, at a total consideration of RMB2,000,000 (equivalent to HK\$2,512,721).

The Company has paid up the consideration in *cash* to Tianjin Football on the date of the Advertising Cooperation Agreement.

The consideration of the Advertising Cooperation Agreement is arrived at with reference to advertising market prices on football matches, and after arm's length negotiation between the Company and Tianjin Football based on such fair market value.

REASONS AND BENEFITS FOR THE ADVERTISING COOPERATION AGREEMENT

The Advertising Cooperation Agreement provides the Company with an opportunity for business development by expanding its influence and uplifting its corporate image.

The Board (including the independent non-executive Directors) is of the view that the Advertising Cooperation Agreement is on normal commercial terms and is fair and reasonable and in the interests of the Shareholders as a whole.

GENERAL

The principal businesses of the Group are logistics and supply chain services for transportation of finished automobiles and their components, logistics and supply chain services for electronic components, materials procurement and related logistics services and other services such as bonded warehouse, container yard, supervision, agency and transportation services.

Tianjin Football, established on 16 February 1998, is a professional football club based in Tianjin, the PRC which operates the home court of Teda Football Stadium and is the only football club on behalf of Tianjin in the Chinese Super League.

LISTING RULES IMPLICATIONS

As at the date of this announcement, Teda Holdings holds approximately 42.45% of the issued share capital of the Company and is thus a substantial shareholder of the Company. Meanwhile, Teda Holdings holds 85.41% equity interests in Tianjin Football which is hence a subsidiary of Teda Holdings. Accordingly, Tianjin Football is a connected person of the Company under Chapter 20 of the GEM Listing Rules, and the transaction contemplated under the Advertising Cooperation Agreement constitutes a connected transaction for the Company under Chapter 20 of the GEM Listing Rules.

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COMPLIANCE

As at the date of this announcement, none of the Directors have any material interest in any of the transaction contemplated under the Advertising Cooperation Agreement and, thus, none of the Directors are required to abstain from voting.

DEFINITIONS

Unless otherwise stated, the following words and phrases shall have the following meanings in this announcement:

“Board”	the board of Directors;
“Company”	天津濱海泰達物流集團股份有限公司 (Tianjin Binhai Teda Logistics (Group) Corporation Limited*) (Stock code: 8348), a joint stock limited company incorporated in the PRC with limited liability;
“connected person(s)”	has the meaning given to under the GEM Listing Rules;
“Director(s)”	the director(s) of the Company;
“Advertising Cooperation Agreement”	the advertising cooperation agreement on Chinese Super League entered into between Tianjin Football and the Company on 12 July 2013, pursuant to which Tianjin Football agreed to play the Company's advertisements during the period from July 2013 to November 2013 of the Chinese Super League 2013;

“GEM”	the Growth Enterprise Market of the Stock Exchange;
“GEM Listing Rules”	the Rules Governing the Listing of Securities on the GEM;
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong;
“Hong Kong”	Hong Kong Special Administrative Region of the PRC;
“PRC”	the People’s Republic of China;
“Shareholder(s)”	the holders of shares of nominal value of RMB1.00 each in the share capital of the Company which are listed on GEM;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“RMB”	Renminbi, the lawful currency of the PRC;
“Teda Holdings”	天津泰達投資控股有限公司 (Tianjin Teda Investment Holdings Co., Ltd*), a company incorporated in the PRC with limited liability and a controlling shareholder of the Company;
“Tianjin Football”	天津泰達足球俱樂部有限公司 (Tianjin Teda Football Club Co., Ltd*), a company incorporated in the PRC with limited liability and a 85.41%-owned subsidiary of Teda Holdings;
“%”	per cent.

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, 12 July 2013

Unless otherwise stated, amount in RMB has been translated into HK\$ at exchange rate of HK\$1.00 to RMB0.79595 for illustration purposes only. No representation is made that any amounts in RMB or HK\$ can be or could have been converted at the relevant dates at the above rates or any other rates at all.

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

This announcement, for which the Directors 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 for 7 days from the date of its posting. This announcement will also be posted on the Company’s website at www.tbt.cn.

** For identification purpose only*