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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)

## **REVISION OF ANNUAL CAP FOR CONTINUING CONNECTED TRANSACTIONS**

Reference is made to the announcement of the Company dated 12 March 2010 (the "Announcement") in relation to the Continuing Connected Transactions and the Revised Annual Cap. Unless otherwise defined herein, the capitalized terms used in this announcement shall have the same meaning as defined in the Announcement.

## **REVISION OF THE ANNUAL CAP**

The Company would like to increase the annual monetary cap for the period from 1 January 2010 to 31 December 2010 from RMB66,000,000 to RMB109,000,000 so as to reflect the continuing growth in the logistics business.

The historical transaction amounts in respect of the Continuing Connected Transactions are as follows:

	Year ending 31 December		
	2007	2008	2009
	RMB'000	RMB'000	RMB'000
Actual transaction amount for the Continuing			
Connected Transactions	45,248	54,224	65,318

<sup>\*</sup> For identification purposes only

To reflect the continuing growth in the logistics business of the Group, it is proposed that the annual cap for the period from 1 January 2010 to 31 December 2010:

	Annual cap for the period from 1 January 2010 to 31 December 2010		
	<i>RMB'000</i> Current	RMB'000 Revised	
Aggregate transaction value for the Continuing Connected Transactions	66,000	109,000	

The Revised Annual Cap is based on the following:

The Revised Annual Cap of RMB109 million is determined primarily based on Toyota Tsusho's annual projection of its logistic and supply chain solution services demanded from the Group and the volume and types of the automobile and car components to be transported which, in turn, is based on the yearly production plan of Toyota Tsusho and its associates, and a buffer for the unexpected additional logistics and supply chain solution services to be demanded by Toyota Tsusho and its associates. Having considered the above, together with the facts that the actual monetary transaction amount of the Continuing Connected Transactions for the year ended 31 December 2009 has exceeded the Toyota Services Annual Cap by approximately 8.9% (representing an increase of approximately 20.5% as compared with the actual monetary value of the Continuing Connected Transactions for the year ended 31 December 2008); and the positive PRC government policies on the automobile industry, the Board considers that it is reasonable for the Group to adopt the above-mentioned bases and assumptions in determining the Revised Annual Cap and the Revised Annual Cap is on normal commercial terms, in the ordinary and usual course of business of the Group, fair and reasonable and in the interests of the Company and the Shareholders as a whole. All the terms of the Toyota Services Supply Agreement as disclosed in the Prospectus will remain unchanged.

Considering that the Company will soon convene its Annual General Meeting, the Directors consider it is more cost effective to propose the Revision of Annual Cap for the Continuing Connected Transactions in the forthcoming Annual General Meeting instead of convening an extraordinary meeting as disclosed in the Announcement.

A circular containing, among other things, further details of the Continuing Connected Transactions and the Revised Annual Cap, the recommendations from the Independent Board Committee and the opinion from the independent financial advisor in respect of the Continuing Connected Transactions together with a notice of the Annual General Meeting will be dispatched to the shareholders of the Company as soon as practicable in accordance with the requirements under the GEM Listing Rules.

> By order of the Board **Tianjin Binhai Teda Logistics (Group) Corporation Limited\* Zhang Jian** *Chairman*

Tianjin, the PRC 29 March 2010

As at the date of this announcement, the executive Directors are Mr. Zhang Jian and Mr. Wang Wei; the non-executive Directors are Mr. Zhang Jun, Mr. Hu Jun, Mr. Ding Yi and Mr. Zhang Jinming; and the independent non-executive Directors are Mr. Zhang Limin, Mr. Luo Yongtai and Mr. Liu Jingfu.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market ("GEM") of the Stock Exchange of Hong Kong Limited for the purpose of giving the information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, (i) the information contained in this announcement is accurate and complete in all material aspects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

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.