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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)

VOLUNTARY ANNOUNCEMENT

FURTHER ANNOUNCEMENT ON POSSIBLE DISPOSAL OF DOMESTIC SHARES

The Company would like to announce that the controlling and largest shareholder of the Company Tianjin Teda Investment Holding Co., Ltd. (天津泰達投資控股有限公司), and the second largest shareholder of the Company Tianjin Economic and Technological Development Area State Asset Operation Company (天津經濟技術開發區國有資產經營公司), intend to dispose of 28,344,960 and 77,303,789 domestic shares respectively of the Company held by them, representing approximately 8% and 21.82% of the total share capital of the Company respectively, and in compliance with relevant procedures, to seek transferee(s) in relation to the intended disposal(s). The transfer of the domestic shares is subject to the approvals by the relevant state-owned assets supervision and administration authorities of the PRC.

*This announcement is a voluntary announcement for reference only. Another version of this announcement, which is titled as "Search for transferee(s) by the largest and second largest shareholders in relation to the shares of the Company", is to be published under the section of Information Disclosure of China Securities Journal on 6 August 2011. As at the date of this announcement, Tianjin Teda Investment Holding Co., Ltd. ("**TEDA Holding**") and Tianjin Economic and Technological Development Area State Asset Operation Company ("**State Asset Company**") are the controlling shareholder and largest shareholder and the second largest shareholder of Tianjin Binhai Teda Logistics (Group) Corporation Limited (the "Company") respectively.*

The Company and the members of the board of directors confirm the truthfulness, accuracy and completeness of the disclosed information and there is no false representation or misleading statement contained or material omission from this announcement.

Reference is made to the announcement of the Company dated 17 January 2011 in relation to the possible disposal/proposed transfer of the Company's domestic shares in the aggregate amount of not more than 29.82% of the total share capital of the Company.

* For identification purposes only

Recently, as the approval-in-principle has been granted by the State-owned Assets Supervision and Administration Commission of Tianjin Municipal Government (天津市人民政府國有資產監督管理委員會), the Company has been advised by TEDA Holding and State Asset Company in writing that they, in compliance with the relevant procedures, intend to seek transferee(s) for their respective holdings in domestic shares (the “**Domestic Shares**”), totally representing approximately 29.82% of the total share capital of the Company (of which, TEDA Holding intend to transfer 8% and the State Asset Company intend to transfer 21.82%). The Company shall make announcement(s) in accordance with the requirements set out in the Provisional Measures on the Management of Transfer of the Shares of Listed Companies Owned by State Shareholders (國有股東轉讓所持上市公司股份管理暫行辦法) jointly issued by the State-owned Assets Supervision and Administration Commission of the State Council (國務院國有資產監督管理委員會) and China Securities Regulatory Commission (“CSRC”) (中國證券監督管理委員會), and the relevant laws and regulations in relation to the search for transferee(s) of the Domestic Shares by TEDA Holding and State Asset Company.

Subject to the relevant requirements of CSRC, state-owned assets administration authorities and The Stock Exchange of Hong Kong Limited, the Company hereby announces the matters in relation to the search for transferee(s) of the shares of the Company by TEDA Holding and State Asset Company respectively as follows:

I. INFORMATION OF THE COMPANY

1. Establishment

The Company was established by promotion and is registered with Tianjin Administration Bureau for Industry and Commerce (天津市工商行政管理局) where it obtained the business license on 26 June 2006. The business license number is 120000000002857. The promoters of the Company are TEDA Holding and State Asset Company.

2. Scope of business

The business scope of the Company includes: national freight agency; storage services (except hazardous products); transportation, storage logistics, warehouse and venue leasing services, operation and management of commodity trading market, operation of high-tech port facilities; rendering international transportation agency services for importing and exporting cargo by sea, land and air, international exhibition articles, personal articles and goods in transit, including cargo canvassing, cargo consigning, cargo space booking, cargo storage, cargo transshipping, containers assembling and disassembling, freights and miscellaneous costs and expenses settlement, customs declaration, commodity inspection, commodity examination, insurance service, related short-distance transportation service and transport consultancy service, international multi-modal transportation service, courier service; wholesaling, retailing, importing and exporting business of metal materials, construction materials, new materials for chemical industry, metal hardware and electronic appliances, mechanical electronic equipment, aviation, space, sea and modern transportation equipment, parts and components of cars, computer software and hardware and external

equipment, electronic products, instrument and meters, daily groceries, coke carbon and finished products, coal and coal products, mineral products (without iron ore, alumina and aluminium ore), raw materials for and products of chemical industry, products of petroleum (without crude oil and processed oil), raw material for textile, vegetable oil and processed food; storage control management, logistic technology consultancy, technology support service and relevant information consultancy (the above-mentioned products that require quota permits and special management should be transacted in accordance with relevant PRC regulations).

3. Listing

The Company has been listed on the Growth Enterprise Market (“GEM”) of The Stock Exchange of Hong Kong Limited on 30 April 2008 (Stock Code: 8348).

The Company has not issued shares on open market in the PRC.

4. The registered capital and structure of shareholding of the Company

The Company is a joint stock limited company with perpetual existence. Its registered capital is RMB354,312,000.

The total number of shares of the Company is 354,312,000, with nominal value of RMB1 each share. The structure of the share capital of the Company includes 256,068,800 domestic shares and 98,243,200 H shares. The number of shareholders and their percentages in shareholdings are as follows: domestic shareholders of TEDA Holding holds 178,765,011 shares (50.45%); domestic shareholders of State Asset Company holds 77,303,789 shares (21.82%); shareholders of H shares holds 98,243,200 shares (27.73%). All of the said domestic shares and H shares are ordinary shares.

Please refer to the Company’s website and the HKExnews website of the Stock Exchange of Hong Kong Limited for more information of the Company.

II. PRICE FLOOR OF THE SHARES

The price floor of the transfer is determined on basis of the higher of the arithmetic mean of the daily weighted average price of the Company’s H shares listed on the GEM of The Stock Exchange of Hong Kong Limited in the 30 trading days preceding the date of the announcement in relation to the transfer information and the audited net asset value attributable to the parent company per share as at 31 December 2010 prepared by qualified auditors times the number of shares to be transferred.

III. QUALIFICATION OF THE PROPOSED TRANSFEREE

1. Pursuant to the relevant regulations of the PRC, the proposed transferee(s) (the “**Proposed Transferee(s)**”) shall be a corporation incorporated and subsisting under the PRC laws; the transferee or its de facto controller shall have been subsisting for more than three years and shall have recorded profits in the recent two consecutive years without significant violation of the laws and regulations;
2. The Proposed Transferee(s) shall have sound financial positions, adequate cash payment capability and good standing, and shall provide proof(s) of deposit issued by domestic banks in the PRC which verifies(y) that the Proposed Transferee(s) has(ve) an amount of RMB deposit equivalent to the price floor of the shares to be transferred when applying for the transfer registration;
3. The registered capital of the Proposed Transferee(s) shall not be less than RMB100 million;
4. The Proposed Transferee(s) shall have clear development strategy and be able to promote the Company’s sustainable development and improve the Company’s corporate governance structure;
5. The Proposed Transferee(s) shall transfer an amount equivalent to 30% of the price floor of the transfer as deposits to the designated accounts of TEDA Holding and State Asset Company respectively within three working days upon the confirmation of the qualification of its capacity as transferee;
6. Other conditions as stipulated under the relevant laws and regulations of the PRC.

IV. DEADLINE AND METHOD FOR SUBMITTING THE APPLICATION BY THE PROPOSED TRANSFEREE

The transfer of the equity interests of domestic shares shall be completed in stages as follows:

1. The deadline for the Proposed Transferee(s) to submit the application materials and bid shall be the twentieth working day from the date of this announcement;
2. The Transferor shall confirm with the transferee(s) and sign the share transfer agreement;
3. The Company shall be notified in writing with the signed share transfer agreement and the Company shall observe the obligation of information disclosure;
4. The signed share transfer agreement and other relevant materials shall be filed with the state-owned assets supervision and administration authorities under the State Council;
5. The Transferee shall pay all transfer monies and complete the relevant transfer procedures upon approval by the state-owned assets supervision and administration authorities under the State Council.

The Proposed Transferee(s) shall submit the relevant materials and bid in writing and the delivery date should be the date when the following contact persons from TEDA Holding and State Asset Company sign the acknowledgement of delivery.

	TEDA Holding	State Asset Company
Contact person	Mr. Yang Xing	Mr. Tian Shuyong
Office telephone	022-66286250	022-66211376
E-mail	yangxing@teda.com.cn	tsy0531@163.com
Contact address	1201 No. 9 Shengda Street, Tianjin Economic and Technological Development Zone	6F Public Records Office, No. 21 Hongda Street, Tianjin Economic and Technological Development Zone
Postcode	300457	300457
Business hours	Legal working days 09:00-12:00, 13:00-17:00	

V. REQUIRED MATERIALS TO BE SUBMITTED BY THE PROPOSED TRANSFEREE

1. Profile of the Proposed Transferee and its de facto controller, including development history, principal business, management team, photocopies of its business license, internal decision-making documents or approvals by supervisory authorities of the Proposed Transferee (if necessary), contact methods, etc.;
2. The audited financial report for the year 2010 of the Proposed Transferee;
3. The bid and the relevant bid description, fund sources, payment arrangement and guarantee and proof of deposit issued by domestic banks of the PRC;
4. The future development plan of the Company upon obtaining the equity interest;
5. The authorization to submit the materials related to the possible transfer (including photocopies of the business license for the enterprise legal person, the identity document of the legal representative, the power of attorney of the legal representative and photocopies of the identity card of the authorized person);
6. Other information required by the transferor.

All the above materials should be attached with the official seal, otherwise the submission is considered invalid.

VI. MISCELLANEOUS

The share transfer is subject to the final approvals by related state-owned assets supervision and administration authorities of the PRC.

The Domestic Shares shall not be converted into H shares of the Company after completion of this possible disposal.

Further announcement in respect of such possible disposal of the Domestic Shares will be made by the Company in due course.

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

Tianjin, the PRC
5 August 2011

As at the date of this announcement, the executive Directors are Mr. Zhang Jian and Mr. Wang Wei; the non-executive Directors are Mr. Hu Jun, Mr. Zhang Jun, Mr. Wang Jincai and Chen Fang; 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, 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 at least 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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