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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 ANNUAL GENERAL MEETING
HELD ON 26 June 2012**

The Annual General Meeting (the “**AGM**”) 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 Tuesday, 26 June 2012 at 9:30 a.m..

References are made to the circular (the “**Circular**”) and the notice of AGM (the “**Notice**”) of the Company dated 12 May 2012. 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:

ORDINARY RESOLUTIONS		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	
		FOR	AGAINST
1.	To consider and approve the report of the board of Directors of the Company (the “Board”) for the year ended 31 December 2011;	286,068,800 (100%)	0 (0%)
2.	To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2011;	286,068,800 (100%)	0 (0%)

ORDINARY RESOLUTIONS		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	
		FOR	AGAINST
3.	To consider and approve the audited consolidated financial statements of the Company and its subsidiaries and the auditor's report for the year ended 31 December 2011;	286,068,800 (100%)	0 (0%)
4.	To consider and approve the re-appointment of PricewaterhouseCoopers Zhong Tian Certified Public Accountants Co., Ltd. and PricewaterhouseCoopers as the PRC auditor and the international auditor of the Company respectively to hold office until the conclusion of the next annual general meeting and to authorize the Board to fix their remuneration;	286,068,800 (100%)	0 (0%)
5.	To consider and approve the distribution of a final dividend of RMB0.02 per share as proposed by the board of directors of the Company to all the shareholders of the Company whose names appear on the register of members of the Company on 6 July 2012;	286,068,800 (100%)	0 (0%)
6.	To consider, approve, confirm and ratify: <p>(a) the capital increase agreement (the "Capital Increase Agreement") entered into among Tedahang Cold Chain Logistic Co., Ltd., the Company, Toyota Tsusho (China) Co., Ltd., and Kamigumi (Hong Kong) Company Limited, and the joint venture agreement dated 21 March 2012 and the ("Joint Venture Agreement") entered into among the Company, Toyota Tsusho (China) Co., Ltd., and Kamigumi (Hong Kong) Company Limited, a copy of which has been produced at the meeting marked "A" and initialed by the chairman of the meeting for identification purpose, as more particularly described in the circular to the shareholders of the Company dated 12 May 2012, of which this notice forms part and all the transactions contemplated thereunder; and</p> <p>(b) that the directors of the Company be and are hereby authorised to do all other acts and things and execute all documents which they consider necessary or expedient for the implementation of and giving effect to the Capital Increase Agreement and the Joint Venture Agreement and the transactions contemplated thereunder.</p>	286,068,800 (100%)	0 (0%)

SPECIAL RESOLUTIONS		FOR	AGAINST
7.	<p>To consider and approve the amendment to the Articles of the Company (the “Articles”) in the following manner:</p> <p>To delete the existing Articles 17 of the Articles in its entirety and replace it by the following:</p> <p>The scope of business of the Corporation is subject to the approval by the relevant registration authority of the Corporation:</p> <p>The scope of business of the Corporation includes: domestic freight forwarding; general warehousing services (excluding hazardous materials); transportation, 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, retail, import and export 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), textile raw materials, and chemical fertilizers; 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>286,068,800 (100%)</p>	<p>0 (0%)</p>
8.	<p>To grant a general mandate to issue, allot and deal with additional domestic shares of nominal value of RMB1.00 each in the share capital of the Company (the “Domestic Shares”) and/or overseas-listed foreign shares of nominal value of RMB1.00 each in the Share capital of the Company (the “H Shares”), not exceeding 20% of the issued shares of that class as at the date of the resolution and authorize the Board to make corresponding amendments to the Articles as it thinks fit so as to reflect the new capital structure upon the allotment and issuance of shares:</p>	<p>286,068,800 (100%)</p>	<p>0 (0%)</p>

SPECIAL RESOLUTIONS		FOR	AGAINST
8A	<p>“THAT</p> <p>(a) subject to paragraph (c) and in accordance with the relevant requirements of the Rules Governing the Listing of Securities on the Growth Enterprise Market operated by The Stock Exchange of Hong Kong Limited, the Articles and the applicable laws and regulations of the PRC, the exercise by the Board during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with, either separately or concurrently, additional shares of the Company and to make or grant offers, agreements, options and rights of exchange or conversion which might require the exercise of such powers be hereby generally and unconditionally approved;</p> <p>(b) the approval in paragraph (a) shall authorize the Board during the Relevant Period to make or grant offers, agreements, options and rights of exchange or conversion which might require the exercise of such powers after the end of the Relevant Period;</p> <p>(c) the aggregate number of Domestic Shares and/or H Shares to be allotted, issued and dealt with or agreed conditionally or unconditionally to be allotted, issued and dealt with (whether pursuant to an option or otherwise) by the Board pursuant to the approval granted in paragraph (a) shall not exceed 20% of the issued shares of that class as at the date of passing of this resolution; and</p> <p>(d) for the purposes of this resolution:</p> <p>“Relevant Period” means the period from the passing of this resolution until whichever is the earliest of:</p> <p>(i) the conclusion of the next annual general meeting of the Company; (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Articles or other applicable laws to be held; or (iii) the revocation or variation of the authority given under this resolution by a special resolution of the Company in a general meeting.</p>	286,068,800 (100%)	0 (0%)
8B	The Board be authorized to make corresponding amendments to the Articles as it thinks fit so as to reflect the new capital structure upon the allotment or issuance of shares as provided in sub-paragraph (a) of paragraph (A) of this resolution.”	286,068,800 (100%)	0 (0%)

As at the date of the AGM, 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 AGM was 286,068,800 shares. There were no restrictions on shareholders of the Company to cast votes on any of the resolutions proposed at the AGM. Shareholders and authorized proxies holding an aggregate of 286,068,800 shares (representing approximately 80.74% of the total issued share capital of the Company) were present at the AGM.

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 AGM 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 AGM were cast in favour of the resolutions No. 1 to 6 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 AGM were cast in favour of the resolution No. 7 to 8 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
26 June 2012

As at the date of this announcement, the executive Directors are Mr. Zhang Jian; the non-executive Directors are Mr. Hu Jun, Mr. Zhang Jun, Mr. Wang Jincui and Mr. 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 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 GEM website at <http://www.hkgem.com> on the “Latest Company Announcements” page 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.com.cn.

* For identification purpose only