



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)

**REVISED PROXY FORM (“REVISED PROXY FORM”) FOR
THE EXTRAORDINARY GENERAL MEETING
TO BE HELD ON 12 NOVEMBER 2018 (or at any adjournment thereof)**

I/We, _____
of ^(Note 1) _____

being the registered holder of _____ **Domestic Shares/H Shares** ^(Note 2) in Tianjin Binhai Teda Logistics (Group) Corporation Limited* (the “**Company**”), HEREBY APPOINT ^(Note 3) the Chairman of the Extraordinary General Meeting or _____
of _____

as my/our proxy to attend and act for me/us at the Extraordinary General Meeting of the Company (“**EGM**”) to be held at No. 39, Bohai Road, Tianjin Economic and Technological Development Zone, Tianjin, the People’s Republic of China (the “**PRC**”) on Monday, 12 November 2018 at 9:30 a.m. and at any adjournment thereof and to vote on my/our behalf as directed below.

| ORDINARY RESOLUTIONS | | FOR ^(Note 4) | AGAINST ^(Note 4) |
|----------------------|--|-------------------------|-----------------------------|
| 1. | To consider and approve the election of Mr. Peng Zuowen as an independent non-executive director of the Company for a term starting from the passing of the resolution in the EGM until the expiry of the term of the then session of the board of directors of the Company (the “ Board ”), and to authorize the Board to determine the remuneration of Mr. Peng Zuowen, to enter into a service agreement with him at and subject to the terms and conditions deemed appropriate by the Board and to take all necessary actions and things to execute these arrangements. | | |
| 2. | To consider and approve the election of Mr. Han Wanjin as a supervisor of the Company for a term starting from the passing of the resolution in the EGM until the expiry of the term of the then session of the supervisory committee of the Company, and to authorize the Board to enter into a service agreement with him at and subject to the terms and conditions deemed appropriate by the Board and to take all necessary actions and things to execute these arrangements. | | |

Dated this _____ date of _____ 2018 Signature(s) ^(Note 5) _____

* For identification purposes only

Notes:

1. Full name(s) (in Chinese or English) and address(es) (as shown in the register of members) are to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of shares in the Company registered in your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all shares in the capital of the Company registered in your name(s). Please also strike out the type of shares (Domestic Shares/H Shares) to which the proxy does not relate.
3. Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE EGM WILL ACT AS YOUR PROXY.**
4. If you wish to vote for any of the resolutions set out above, please **tick** (“✓”) in the boxes marked “FOR”. If you wish to vote against any of the resolutions, please **tick** (“✓”) in the boxes marked “AGAINST”. If this form of proxy returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his discretion. A proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those set out in the notice of the EGM.
5. This form of proxy must be signed by a shareholder, or his attorney duly authorized in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so authorized. All powers of attorney referred to in this note must be notarially certified.
6. In the case of a joint holding, this form of proxy may be signed by any one joint holder, but if more than one joint holder is present at the meeting, whether in person or by proxy, then the joint holder whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
7. As regards to the holders of H Shares, in order to be valid, this form of proxy, together with any power of attorney or other authority (if any), under which it is signed or a notarially certified copy of such power or authority, must be deposited with the Company’s H share registrar, Computershare Hong Kong Investor Services Limited (“**Share Registrar**”) at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 24 hours before the time appointed for holding the EGM or any adjournment thereof (“**Closing Time**”).
8. As regards to the holders of Domestic Shares, in order to be valid, this form of proxy, together with any power of attorney or other authority (if any), under which it is signed or a notarially certified copy of such power or authority, must be deposited with the Company’s registered office at No. 39, Bohai Road, Tianjin Economic and Technological Development Zone, Tianjin, the PRC not less than 24 hours before the time appointed for holding the EGM or any adjournment thereof.
9. The proxy need not be a member of the Company but must attend the EGM in person to represent you.
10. Completion and return of this form of proxy will not preclude you from attending and voting at the EGM if you so wish. If you attend and vote at the EGM, the authority of your proxy will be revoked.
11. Any alteration made to this form of proxy should be initialed by the person who signs the form of proxy.
12. Unless the context requires otherwise, terms defined in the notice of the EGM shall bear the same meanings when used in this form of proxy.

IMPORTANT: A shareholder of the Company (“**Shareholder**”) who has not yet lodged the proxy form which was sent together with the notice of EGM dated 23 August 2018 (“**First Proxy Form**”) with the Share Registrar is required to lodge the Revised Proxy Form if he/she wishes to appoint proxy(ies) to attend the EGM on his/her behalf. In this case, the First Proxy Form should not be lodged with the Share Registrar.

A Shareholder who has already lodged the First Proxy Form with the Share Registrar should note that:

- (i) If no Revised Proxy Form is lodged with the Share Registrar, the First Proxy Form, if correctly completed, will be treated as a valid proxy form lodged by him/her. The proxy so appointed by the Shareholder will be entitled to cast the vote at his/her discretion or to abstain from voting on any resolution properly put to the EGM except for those resolutions to which the Shareholder has indicated his/her voting direction in the First Proxy Form.
- (ii) If the Revised Proxy Form is lodged with the Share Registrar before the Closing Time, the Revised Proxy Form, if correctly completed, will revoke and supersede the First Proxy Form previously lodged by him/her. The Revised Proxy Form will be treated as a valid proxy form lodged by the Shareholder.
- (iii) If the Revised Proxy Form is lodged with the Share Registrar after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the proxy appointment under the Revised Proxy Form will be invalid. The proxy so appointed by the Shareholder under the First Proxy Form, if correctly completed, will be entitled to vote in the manner as mentioned in (i) above as if no Revised Proxy Form was lodged with the Share Registrar. Accordingly, Shareholders are advised to complete the Revised Proxy Form carefully and lodge the Revised Proxy Form with the Share Registrar before the Closing Time.