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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)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF THE COMPANY

The board of directors (the “**Board**”) of Tianjin Binhai Teda Logistics (Group) Corporation Limited* (天津濱海泰達物流集團股份有限公司) (the “**Company**”) hereby announces that in order to comply with Appendix 3 “Core Shareholder Protection Standards” of the Rules Governing the Listing of Securities on the GEM of the Stock Exchange (the “**GEM Listing Rules**”) as newly amended by the Stock Exchange with effect from 1 January 2022, the Board proposes to amend the relevant provisions of the articles of association of the Company (the “**Articles of Association**”). Accordingly, the Company will propose a special resolution at the upcoming annual general meeting of the Company (the “**AGM**”) to amend the relevant provisions of the Articles of Association. Details of the proposed amendments are as follows:

No.	Original Articles	Revised Articles
1.	<p>Article 45.</p> <p>The Corporation may, pursuant to an understanding or agreement reached between the State Council authorities in charge of securities and a securities regulatory organization outside China, keep its register of holders of foreign investment shares listed outside China, and entrust the administration thereof to an agent outside China. The Corporation shall keep the original register of holders of foreign investment shares listed in Hong Kong, and entrust the administration thereof to an agent in Hong Kong.</p> <p>... ..</p>	<p>Article 45.</p> <p>The Corporation may, pursuant to an understanding or agreement reached between the State Council authorities in charge of securities and a securities regulatory organization outside China, keep its register of holders of foreign investment shares listed outside China, and entrust the administration thereof to an agent outside China. The Corporation shall keep the original register of holders of foreign investment shares listed in Hong Kong, and entrust the administration thereof to an agent in Hong Kong, <u>and the register of shareholders of overseas listed foreign shares be open for inspection by members.</u></p> <p>... ..</p>
2.	<p>Article 71.</p> <p>Any shareholder entitled to attend and vote at a shareholders' meeting shall have the right to appoint one or more persons (who need not be shareholders) as his proxies to attend and vote on his behalf. Such proxy may exercise the following rights according to his entrustment by the shareholder:</p> <ol style="list-style-type: none"> 1. the shareholder's right to speak at the shareholders' general meeting; 2. the right to require by himself or in conjunction with others to make a resolution by voting; 3. the right to vote by raising hands or ballot, except that if a shareholder has appointed more than one proxy, such proxies may only exercise their voting rights by ballot. <p>.....</p>	<p>Article 71.</p> <p>Any shareholder <u>(including Hong Kong Securities Clearing Limited (HKSCC))</u> entitled to attend and vote at a shareholders' meeting shall have the right to appoint one or more persons (who need not be shareholders) as his proxies to attend and vote on his behalf. Such proxy may exercise the following rights according to his entrustment by the shareholder:</p> <ol style="list-style-type: none"> 1. the shareholder's right to speak at the shareholders' general meeting; 2. the right to require by himself or in conjunction with others to make a resolution by voting; 3. the right to vote by raising hands or ballot, except that if a shareholder has appointed more than one proxy, such proxies may only exercise their voting rights by ballot. <p>.....</p>

No.	Original Articles	Revised Articles
3.	<p>Article 112.</p> <p>Directors shall be elected or changed by the shareholders' meeting. Every term of a director is three years. Upon expiry of the term, a director shall be eligible for re-election and re-appointment. Prior to expiration of a director's term, the shareholders' committee may not remove him without cause.</p> <p>.....</p>	<p>Article 112.</p> <p>Directors shall be elected or changed by the shareholders' meeting. Every term of a director is three years. Upon expiry of the term, a director shall be eligible for re-election and re-appointment. Prior to expiration of a director's term, the shareholders' committee may not remove him without cause.</p> <p><u>The board of directors may appoint a director to fill a casual vacancy on the board of directors, and any person appointed by the board of directors to fill a casual vacancy on the board of directors shall hold office only until the next annual general meeting and shall then be eligible for re-election.</u></p> <p>.....</p>

In respect of the proposed amendments to the Articles of Association, three articles are amended, and no article is added or deleted. The number of articles of the amended Articles of Association remains the same. The Articles of Association is written in Chinese and the English translated version is for reference only. In case of inconsistency between the Chinese and English versions of the Articles of Association, the Chinese version shall prevail.

The above-mentioned proposed amendments to the Articles of Association are subject to the consideration and approval at the AGM by way of special resolution. A circular containing details of the above-mentioned proposed amendments to the Articles of Association and the notice of AGM will be despatched to the shareholders of the Company in due course. Your attention is drawn to the circular containing details on the proposed amendments to the Articles of Association and the notice of the AGM.

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*
Yang Weihong
Chairman

Tianjin, the PRC
22 March 2022

As at the date of this announcement, the Board comprises Mr. Yang Weihong as executive Director; Mr. Li Jian, Ms. Peng Bo, Mr. Jo Shibin and Mr. Zheng Yuying as non-executive Directors; and Mr. Cheng Xinsheng, Mr. Japhet Sebastian Law and Mr. Peng Zuowen 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 this announcement or any statement herein 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.tbtl.cn.

** For identification purposes only*