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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)

**FURTHER ANNOUNCEMENT
AND
FURTHER DELAY IN DESPATCH OF CIRCULAR**

References are made to (i) the announcement made by the Company dated 5 December 2022 (the “**Announcement**”) in relation to the Finance Lease Arrangement, pursuant to which Bonded Warehouse, a wholly-owned subsidiary of the Company, proposes to sell the Leased Assets to CIMC Capital by way of finance lease, and Bonded Warehouse proposes to lease back the Leased Assets from CIMC Capital; and (ii) the announcement made by the Company dated 20 December 2022 (the “**Delay Announcement**”) in relation to the delay in despatch of circular. Unless otherwise stated, capitalized terms used herein shall have the same meanings as those defined in the Announcement.

FINANCE LEASE AGREEMENT

The Board announces that after negotiations between the Company and CIMC Capital, on 6 January 2023, Bonded Warehouse and CIMC Capital entered into the Finance Lease Agreement which was originally scheduled to be entered into after the approval in the Extraordinary General Meeting. In light of the aforementioned situation, a condition precedent has been added for the payment of consideration by CIMC Capital to Bonded Warehouse as compared to the principal terms of the Finance Lease Agreement disclosed in the Announcement, and the said additional condition precedent is the shareholders of the Company having approved the Finance Lease Agreement and the transactions contemplated thereunder. Save as disclosed above, all other terms of the Finance Lease Agreement entered into are the same as that disclosed in the Announcement.

MORTGAGE AGREEMENTS

As part of the Finance Lease Arrangement, on 6 January 2023, Bonded Warehouse and CIMC Capital entered into the Mortgage Agreements.

The principal terms of the Mortgage Agreement in relation to the Leased Assets are set out below:

Date : 6 January 2023

Mortgagor : Bonded Warehouse

Although the ownership of the Leased Assets was vested in CIMC Capital during the lease term according to the Finance Lease Agreement, since the ownership of the Leased Assets was transferred by mutual agreement rather than through the relevant PRC authorities, Bonded Warehouse could act as the mortgagor and mortgage the Leased Assets with CIMC Capital as the mortgagee, in compliance with the relevant PRC laws and regulations.

Mortgagee : CIMC Capital

Pledged asset : two special railway lines with the length of 1.2 kilometers located in the yard of Bonded Warehouse

Scope of mortgage : All creditor's rights of CIMC Capital under the Finance Lease Agreement, all expenses and fees paid by CIMC Capital to realize the creditor's rights and security interests, and other debts and obligations to be performed by Bonded Warehouse under the Finance Lease Agreement

Mortgage registration : Bonded Warehouse is responsible for the registration of the mortgage, and CIMC Capital shall provide assistance. Bonded Warehouse shall complete the registration procedures within five working days after the signing of the Mortgage Agreement or within other period agreed by CIMC Capital, and hand over the original mortgage registration documents or certificates of other rights and interests to CIMC Capital for custody.

The principal terms of the Mortgage Agreement in relation to the Non-leased Pledged Asset are set out below:

Date : 6 January 2023

Mortgagor : Bonded Warehouse

Mortgagee : CIMC Capital

Pledged asset : the land located at Ninth Street North and Bohai Road West, Tianjin Economic and Technological Development Zone, Tianjin

Scope of mortgage : All creditor's rights of CIMC Capital under the Finance Lease Agreement, all expenses and fees paid by CIMC Capital to realize the creditor's rights and security interests, and other debts and obligations to be performed by Bonded Warehouse under the Finance Lease Agreement

Mortgage registration : Bonded Warehouse is responsible for the registration of the mortgage, and

CIMC Capital shall provide assistance. Bonded Warehouse shall complete the registration procedures within five working days after the signing of the Mortgage Agreement or within other period agreed by CIMC Capital, and hand over the original mortgage registration documents or certificates of other rights and interests to CIMC Capital for custody.

As stated in the section headed “Reasons for and benefits of entering into the Finance Lease Arrangement” in the Announcement, the Finance Lease Arrangement will not have any material impact on the actual production or operation of the Company and will help to revitalize the Company’s stock assets and provide financial support for the Company’s business, which will in turn meet the funding needs of the Group and optimize its financing structure, thus benefiting the Group as a whole. The Finance Lease Arrangement is entered into in the ordinary and usual course of business of the Group, and the Board considers that the Finance Lease Agreement, Mortgage Agreements and the transactions contemplated thereunder are entered into on normal commercial terms, and their terms are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

FURTHER DELAY IN DESPATCH OF CIRCULAR

As disclosed in the Delay Announcement, a circular of the Company containing further details of the Finance Lease Arrangement, the notice convening the Extraordinary General Meeting together with the proxy form and any other information as required by the GEM Listing Rules was expected to be despatched to the Shareholders on or before 6 January 2023. As additional time is required to prepare the information for inclusion in the circular, the date of despatch of the circular is postponed to a date on or before 17 February 2023.

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

6 January 2023

As at the date of this announcement, the Board comprises Mr. Yang Weihong as executive Director; Mr. Li Jian, Mr. Jo Shibin, Mr. Zhou Zhiyuan and Mr. Zhang Yan as non-executive Directors; and Mr. Cheng Xincheng, Mr. He Yongjun, 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 Listed Company Announcements” page of the Stock Exchange’s website at www.hkexnews.hk 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*