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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 accordance with the new requirements of the “Company Law” and relevant laws and regulations and those relating to hybrid general meetings and electronic voting under the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”), and taking into account the actual circumstances of the Company, the Board proposes to amend relevant provisions of the Company’s articles of association (the “**Articles of Association**”). Accordingly, the Company will propose amendments of the relevant provisions of the Articles of Association at the forthcoming 2025 annual general meeting of the Company (the “**AGM**”). Details of the proposed amendments are as follows:

No.	Original Articles	Revised Articles
1.	<p>Article 1.</p> <p>.....</p> <p>Founder of the Corporation: TEDA Investment Holding Co., Ltd (Legal Add: No. 9 Shengda Street, TEDA, Tianjin), Tianjin TEDA State-Owned Asset Management Company (Legal Add: No.19 Hongda Street, TEDA, Tianjin).</p>	<p>Article 1.</p> <p>.....</p> <p>Founder of the Corporation: TEDA Investment Holding Co., Ltd, currently renamed as: Tianjin TEDA Investment Holding (Group) Co., Ltd. (Legal Add: No. 9 Shengda Street, TEDA, Tianjin), Tianjin TEDA State-Owned Asset Management Company (Legal Add: No.19 Hongda Street, TEDA, Tianjin).</p>

No.	Original Articles	Revised Articles
2.	<p>Article 22.</p> <p>As approved by the Securities Regulatory Authority of the State Council, the Corporation may issue shares to both domestic and foreign investors.</p> <p>.....</p>	<p>Article 22.</p> <p>As approved by <u>Subject to the registration or filing with</u> the Securities Regulatory Authority of the State Council, the Corporation may issue shares to both domestic and foreign investors.</p> <p>.....</p>
3.	<p>Article 23.</p> <p>.....</p> <p>As approved by the Securities Regulatory Authority of the State Council, domestic shareholders can hand over all or part of their shares to foreign investors and these shares can be listed abroad, and all or part of the domestic shares may be converted to foreign shares and the foreign shares so converted may be listed and traded on overseas stock exchange(s), but shall comply with the process, regulations and requirements of supervision and management of a foreign security market. Any shareholders meeting is unnecessary in such case.</p>	<p>Article 23.</p> <p>.....</p> <p>As approved by <u>Subject to the filing with</u> the Securities Regulatory Authority of the State Council, domestic shareholders can hand over all or part of their shares to foreign investors and these shares can be listed abroad, and all or part of the domestic shares may be converted to foreign shares and the foreign shares so converted may be listed and traded on overseas stock exchange(s), but shall comply with the process, regulations and requirements of supervision and management of a foreign security market. Any shareholders meeting is unnecessary in such case.</p>
4.	<p>Article 25.</p> <p>.....</p> <p>The plan of respective issuance of overseas listed foreign shares and domestic shares mentioned above can be carried out within 15 months upon approval from China Securities Regulatory Commission.</p>	<p>Article 25.</p> <p>.....</p> <p>The plan of respective issuance of overseas listed foreign shares and domestic shares mentioned above can be carried out within 15 months upon approval <u>from registration or filing with</u> China Securities Regulatory Commission.</p>

No.	Original Articles	Revised Articles
5.	<p>Article 49.</p> <p>When the Corporation is to hold an annual general meeting, it shall notify shareholders not less than 21 days prior to the meeting; and where the Corporation is to hold an extraordinary general meeting, it shall notify the shareholders not less than 15 days prior to the meeting.</p> <p>Regarding the calculation of the notice period, the date on which the meeting is convened shall not be included.</p>	<p>Article 49.</p> <p>When the Corporation is to hold an annual general meeting, it shall notify shareholders not less than 21 days prior to the meeting; and where the Corporation is to hold an extraordinary general meeting, it shall notify the shareholders not less than 15 days prior to the meeting.</p> <p>Regarding the calculation of the notice period, the date on which the meeting is convened shall not be included.</p> <p><u>The Corporation shall convene a shareholders meeting at the domicile of the Corporation or the place of the meeting as specified in the notice of the meeting. The shareholders meeting shall be held in a venue and in the form of an on-site meeting or by electronic communication or a combination of both. After the shareholders meeting notice is issued, the venue of the shareholders meeting shall not be changed without a justifiable reason. If it is necessary to change, the convener shall announce it and explain the reason at least two working days before the date of the on-site meeting.</u></p> <p><u>The Corporation can provide convenience for shareholders to attend and speak at the shareholders meeting through various modern information technology means, provided that the shareholders meeting is legal and valid and meets the conditions. Shareholders who participate in the shareholders meeting virtually through the above-mentioned technology shall be deemed to be present, and can vote electronically through the internet.</u></p> <p><u>When the Corporation holds a shareholders meeting in the form of electronic communication and a poll is conducted by way of internet, it shall be carried out in accordance with the Company Law and the relevant regulations of the securities regulatory authorities and stock exchanges where the Corporation's stocks are listed.</u></p>

No.	Original Articles	Revised Articles
6.	<p>Article 50.</p> <p>The shareholder(s) (either independently or jointly) holding of the total number 1% or more (including 1%) of the Corporation's voting shares shall be entitled to propose temporary proposal(s) 10 days before the convening of the shareholders meeting and in writing to the Board, and the temporary proposal(s) shall have a clear topic of discussion and a specific matter to be resolved. The Board shall notify other shareholders within 2 days upon receipt of such proposal(s), and propose the temporary proposal(s) to the shareholders meeting, except for the breach of laws, administrative regulations or the Articles of Association requirement or the matters in the proposal(s) that do not fall within the scope of functions and rights of the shareholder meeting.</p> <p>.....</p>	<p>Article 50.</p> <p>The shareholder(s) (either independently or jointly) holding of the total number 1% or more (including 1%) of the Corporation's voting shares shall be entitled to propose temporary proposal(s) 10 days before the convening of the shareholders meeting and in writing to the Board, and the temporary proposal(s) shall have a clear topic of discussion and a specific matter to be resolved. The Board shall notify other shareholders within 2 days upon receipt of such proposal(s), and propose the temporary proposal(s) to the shareholders meeting, except for the breach of laws, administrative regulations or the Articles of Association requirement or the matters in the proposal(s) that do not fall within the scope of functions and rights of the shareholder meeting.</p> <p>.....</p>
7.	<p>Article 52. The notice of a shareholder meeting shall meet the following requirements :</p> <p>1. it shall be made in writing ;</p> <p>.....</p> <p>9. it shall state the written reply of the potential attendants and the time and place for the delivery of the meeting's proxy's forms. and</p> <p>10. it shall prepare a regular contact form which contains the names and telephone numbers of the attendants.</p>	<p>Article 52. The notice of a shareholder meeting shall meet the following requirements :</p> <p>1. it shall be made in writing ;</p> <p>.....</p> <p>9. it shall state the written reply of the potential attendants and the time and place for the delivery of the meeting's proxy's forms;and</p> <p>10. it shall state prepare <u>the name and telephone number of a regular contact person of the meeting</u> form which contains the names and telephone numbers of the attendants.; <u>and</u></p> <p><u>11. it shall state voting time and voting procedures by internet or other means.</u></p>
8.	<p>Article 61. Resolutions of the shareholders meeting can be ordinary resolutions or special resolutions.</p> <p>Ordinary resolutions of the shareholders meeting shall be passed by more than half of the voting rights held by the shareholders (including proxies) present at the meeting.</p>	<p>Article 61. Resolutions of the shareholders meeting can be ordinary resolutions or special resolutions.</p> <p>Ordinary resolutions of the shareholders meeting shall be passed by more than half of the voting rights held by the shareholders (including proxies) present at the meeting.</p>

No.	Original Articles	Revised Articles
9.	<p>Article 72. Shareholders meeting shall be convened and presided over by the chairman of the board. Where the chairman of the board cannot perform duties or do not perform duties for any reason, the meeting shall be presided over by the director elected by more than half of the board of directors.</p>	<p>Article 72. Shareholders meeting shall be convened and presided over by the chairman of the board. Where the chairman of the board cannot perform duties or do not perform duties for any reason, the meeting shall be presided over by the director elected by more than half of the board of directors.</p>
10.	<p>Article 98. The board of directors is accountable to the shareholder meeting, and it formulates strategies, makes decisions and prevents risks, and shall exercise the following powers:</p> <ol style="list-style-type: none"> 1. being responsible for calling meetings of shareholders meeting and presenting reports thereto; 3. determining the Corporation's business programs and investment plans, except major investment plans that shall be submitted to the shareholders meeting for approval as prescribed by the Articles of Association; 17. Other authorities authorized by shareholders meeting and the Articles of Association. <p>Resolutions by the board of directors on matters referred to in the preceding paragraph may be passed by the affirmative vote of more than half of the directors with the exception of resolutions on matters referred to in Items 6, 7, 12 and 13, which shall require the affirmative vote of more than two-thirds of the directors.</p> <p>.....</p>	<p>Article 98. The board of directors is accountable to the shareholder meeting, and it formulates strategies, makes decisions and prevents risks, and shall exercise the following powers:</p> <ol style="list-style-type: none"> 1. being responsible for calling meetings of shareholders meeting and presenting reports thereto; 3. determining the Corporation's business <u>plans</u> programs and investment <u>proposals</u> plans, except major investment <u>proposals</u> plans that shall be submitted to the shareholders meeting for approval as prescribed by the Articles of Association; 17. Other authorities authorized by shareholders meeting and the Articles of Association. <p>Resolutions by the board of directors on matters referred to in the preceding paragraph may be passed by the affirmative vote of more than half of <u>all</u> the directors with the exception of resolutions on matters referred to in Items 6, 7, 12 and 13, which shall require the affirmative vote of more than two-thirds of <u>all</u> the directors.</p> <p>.....</p>

No.	Original Articles	Revised Articles
11.	<p>Article 100. The chairman shall exercise the following authorities:</p> <p>1. presiding over shareholders meetings, and calling and presiding over meetings of the board of directors;</p> <p>.....</p> <p>7. other functions granted by the board of directors.</p> <p>If the chairman of the board of directors is unable to perform his duties, the duties shall be performed by a director jointly recommended by half or more of the directors.</p> <p>Significant matters shall be subject to discussion by the Party Organisation before any decision shall be made by the chairman.</p>	<p>Article 100. The chairman shall exercise the following authorities:</p> <p>1. presiding over shareholders meetings, and calling and presiding over meetings of the board of directors;</p> <p>...</p> <p>7. other functions granted by the board of directors.</p> <p>If the chairman of the board of directors is unable to perform his duties, the duties shall be performed by a director jointly recommended more than by half or more of the directors.</p> <p>Significant matters shall be subject to discussion by the Party Organisation before any decision shall be made by the chairman.</p>
12.	<p>Article 180. If the liquidation committee, having thoroughly examined the Corporation's assets and prepared a balance sheet and asset list, discovers that the Corporation's property is insufficient to pay its debts in full, it shall apply to the people's court for a declaration of bankruptcy in accordance with the law.</p> <p>Once the Corporation is adjudged bankrupt by a ruling of the People's Court, the liquidating committee shall transfer the liquidating affairs to bankruptcy administrator appointed by the People's Court.</p>	<p>Article 180. If the liquidation committee, having thoroughly examined the Corporation's assets and prepared a balance sheet and asset list, discovers that the Corporation's property is insufficient to pay its debts in full, it shall apply to the people's court for a declaration of bankruptcy liquidation in accordance with the law.</p> <p>Once the Corporation is adjudged bankrupt by a ruling of the People's Court accepts the bankruptcy application, the liquidating committee shall transfer the liquidating affairs to bankruptcy administrator appointed by the People's Court.</p>

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 a special resolution. A circular containing details of the above-mentioned proposed amendments to the Articles of Association and the notice of the AGM will be despatched to the shareholders of the Company in due course.

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
18 March 2026

As at the date of this announcement, the Board comprises Mr. Yang Weihong and Ms. Ma Xin as executive Directors; Mr. Li Jian, Ms. Meng Jun and Ms. Hu Shanshan as non-executive Directors; and Prof. Cheng Xincheng, Mr. He Yongjun, Prof. 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