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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)

**POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 12 MAY 2017;
AND CHANGE OF DIRECTORS AND SUPERVISORS**

POLL RESULTS OF ANNUAL GENERAL MEETING

The Annual General Meeting (“AGM”) of Tianjin Binhai Teda Logistics (Group) Corporation Limited* (the “Company”) was held at No. 39 Bohai Road, Tianjin Economic and Technological Development Zone, Tianjin, the People’s Republic of China (the “PRC”) on Friday, 12 May 2017 at 9:30 a.m..

Reference is made to the circular (“Circular”) and notice of AGM (“Notice”) of the Company issued on 27 March 2017. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Circular and Notice.

The Board 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 for the year ended 31 December 2016.	276,068,800 (97.64%)	6,672,000 (2.36%)
2.	To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2016.	276,068,800 (97.64%)	6,672,000 (2.36%)

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 2016.	276,068,800 (97.64%)	6,672,000 (2.36%)
4.	To consider and approve the distribution of a final dividend of RMB0.03 per share as proposed by the Board to all the shareholders of the Company whose names appear on the register of members of the Company on 25 May 2017.	276,540,800 (97.81%)	6,200,000 (2.19%)
5.	To consider and approve the re-appointment of CAC CPA Limited Liability Partnership* (中審華會計師事務所 (特殊普通合夥)) and HLB Hodgson Impey Cheng Limited 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.	276,068,800 (97.64%)	6,672,000 (2.36%)
6.	To consider and approve the re-election of Mr. Zhang Jian as an executive Director for a term beginning on 12 May 2017 and ending upon expiry of the term of the session of the Board, and authorize the Board to determine the remuneration of Mr. Zhang Jian, 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.	276,068,800 (97.64%)	6,672,000 (2.36%)
7.	To consider and approve the re-election of Mr. Cui Xuesong as a non-executive Director for a term commencing on 12 May 2017 and ending upon expiry of the term of the session of the Board, and authorize the Board to determine the remuneration of Mr. Cui Xuesong, 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.	276,068,800 (97.64%)	6,672,000 (2.36%)

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
8.	To consider and approve the re-election of Mr. Zhang Wang as a non-executive Director for a term commencing on 12 May 2017 and ending upon expiry of the term of the session of the Board, and authorize the Board to determine the remuneration of Mr. Zhang Wang, 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.	282,740,800 (100%)	0 (0%)
9.	To consider and approve the election of Miss Tse, Therese YY as a non-executive Director for a term commencing on 12 May 2017 and ending upon expiry of the term of the session of the Board, and authorize the Board to determine the remuneration of Miss Tse, Therese YY, to enter into a service agreement with her 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.	282,268,800 (99.83%)	472,000 (0.17%)
10.	To consider and approve the re-election of Mr. Yang Xiaoping as a non-executive Director for a term commencing on 12 May 2017 and ending upon expiry of the term of the session of the Board, and authorize the Board to determine the remuneration of Mr. Yang Xiaoping, 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.	276,068,800 (97.64%)	6,672,000 (2.36%)
11.	To consider and approve the re-election of Mr. Cheng Xinsheng as an independent non-executive Director for a term commencing on 12 May 2017 and ending upon expiry of the term of the session of the Board, and authorize the Board to determine the remuneration of Mr. Cheng Xinsheng, 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.	282,268,800 (99.83%)	472,000 (0.17%)

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
12.	To consider and approve the re-election of Mr. Japhet Sebastian Law as an independent non-executive Director for a term commencing on 12 May 2017 and ending upon expiry of the term of the session of the Board, and authorize the Board to determine the remuneration of Mr. Japhet Sebastian Law, 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.	282,268,800 (99.83%)	472,000 (0.17%)
13.	To consider and approve the re-election of Mr. Zhou Zisheng as an independent non-executive Director for a term commencing on 12 May 2017 and ending upon expiry of the term of the session of the Board, and authorize the Board to determine the remuneration of Mr. Zhou Zisheng, 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.	282,268,800 (99.83%)	472,000 (0.17%)
14.	To consider and approve the election of Mr. Chia Pun Kok as an independent non-executive Director for a term commencing on 12 May 2017 and ending upon expiry of the term of the session of the Board, and authorize the Board to determine the remuneration of Mr. Chia Pun Kok, 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.	282,268,800 (99.83%)	472,000 (0.17%)
15.	To consider and approve the re-election of Ms. Xu Jianxin as a shareholder representative supervisor of the Company for a term commencing on 12 May 2017 and ending upon expiry of the term of the session of the Supervisory Committee, and authorize the Board to determine the remuneration of Ms. Xu Jianxin, to enter into a service agreement with her 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.	276,068,800 (97.64%)	6,672,000 (2.36%)

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
16.	To consider and approve the election of Mr. Wang Yonggan as a shareholder representative supervisor of the Company for a term commencing on 12 May 2017 and ending upon expiry of the term of the session of the Supervisory Committee, and authorize the Board to determine the remuneration of Mr. Wang Yonggan, 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.	276,068,800 (97.64%)	6,672,000 (2.36%)
17.	To consider and approve the re-election of Mr. Wang Rui as a shareholder representative supervisor of the Company for a term commencing on 12 May 2017 and ending upon expiry of the term of the session of the Supervisory Committee, and authorize the Board to determine the remuneration of Mr. Wang Rui, 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.	276,068,800 (97.64%)	6,672,000 (2.36%)
18.	To consider and approve the election of Mr. Wu Gang as an independent supervisor of the Company for a term commencing on 12 May 2017 and ending upon expiry of the term of the session of the Supervisory Committee, and authorize the Board to determine the remuneration of Mr. Wu Gang, 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.	276,068,800 (97.64%)	6,672,000 (2.36%)

SPECIAL 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
19.	<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>“THAT</p> <p>(A) (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>	282,740,800 (100%)	0 (0%)

SPECIAL 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
	<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;</p> <p>(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</p> <p>(iii) the revocation or variation of the authority given under this resolution by a special resolution of the Company in a general meeting.</p> <p>(B) 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.”</p>		

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 354,312,000 shares. There were no restrictions on Shareholders to cast votes on any of the resolutions at the AGM. Shareholders and authorized proxies holding an aggregate of 282,740,800 shares (representing approximately 79.8% 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 Nos.1 to 18 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.19 in the Notice, the resolution was duly passed as a special resolution.

CHANGE OF DIRECTORS

The Board would like to announce that the following changes in the composition of the Board:

(1) Appointment of non-executive Director

Miss Tse, Therese YY(謝其潤) was appointed as a non-executive Director with effect from 12 May 2017 until the expiry of the term of the then session of the Board.

Miss Tse, Therese YY (謝其潤) (“Miss Tse”), aged 25, holds a Bachelor’s degree in Science from the Department of Economics of Wharton School at the University of Pennsylvania. She majored in finance and medical management at the school. She once worked with the investment, finance and corporate development departments of various companies. She has been an executive director, Chairlady of the board of directors, Chairlady of the executive board committee and nomination committee of Sino Biopharmaceutical Limited (Stock Code: 01177, Stock Exchange) since June 2015. Miss Tse is the daughter of Mr. Tse Ping (a former non-executive Director of the Company).

Save as disclosed above, Miss Tse does not hold any other positions in the Company or any other member of the Group. She has no relationship with any Director, supervisor, senior management and substantial or controlling shareholder of the Group, nor does she have any interests in any securities of the Company within the meanings of Part XV of the Securities and Futures Ordinance. The Company and Miss Tse have entered into a service agreement after her appointment as a non-executive Director. Miss Tse is entitled to a Director’s fee in an amount to be determined by the Board from time to time with reference to her positions and duties in the Company, the prevailing market rates and the Group’s performance, subject to the approval at the Shareholders’ meeting. Save as disclosed above, the Board is not aware of any matters in relation to the appointment of Miss Tse that need to be brought to the attention of the Shareholders, nor is there any information required to be disclosed by the Company pursuant to the GEM Listing Rules 17.50(2)(h) to (v) .

(2) Appointment of independent non-executive Director

Mr. Chia Pun Kok (車品覺) was appointed as an independent non-executive Director with effect from 12 May 2017 until the expiry of the term of the then session of the Board.

Mr. Chia Pun Kok (車品覺) (“Mr. Chia”), aged 51, holds an Executive Master of Business Administration (EMBA) degree from Tsinghua University, an EMBA degree from the Institut

Européen d' Administration des Affaires (INSEAD), a Bachelor's degree in Business Computing from the University of Southern Queensland and a postgraduate diploma from the University of New South Wales. He is also the author of the best-selling book "A Decisive Battle against Big Data: A weapon to control the future business". Mr. Chia has more than ten years' practical experience in data with unique insights into the future trend of big data. He led Alibaba's data team in making a series of important achievements regarding the application of big data. Mr. Chia served as International Product Manager of Microsoft from 2001 to 2005, Chief Product Officer at Dunhuang Network (DHgate.com) from August 2006 to July 2010, Vice Chairman of Alibaba Group and Chairman of Ali Data Committee from 2010 to 2016, a non-executive Director of CITIC 21CN Company Limited (now known as Alibaba Health Information Technology Limited) (Stock Code: 00241, Stock Exchange) from 2014 to 2015, Product Director of eBay from 2015 to 2016. Currently, Mr. Chia is the president of the Data Research Institute of Youedata and an expert partner of Sequoia Capital China, Deputy Director of the Working Group for big data standardization of China National Information Technology Standardization Committee, an advisor to the Big Data Committee of Guiyang City, a part-time professor of the Management School of Zhejiang University and a member of the Education Steering Committee (the big data project) of Tsinghua University.

Save as disclosed above, Mr. Chia does not hold any other positions in the Company or any other member of the Group. He has no relationship with any Director, supervisor, senior management and substantial or controlling shareholder of the Group, nor does he have any interests in any securities of the Company within the meanings of Part XV of the Securities and Futures Ordinance. Mr. Chia and the Company have entered into a service agreement after his appointment as an independent non-executive Director. Mr. Chia is entitled to a Director's fee in an amount to be determined by the Board from time to time with reference to his positions and duties in the Company, the prevailing market rates and the Group's performance, subject to the approval at the Shareholders' meeting. Save as disclosed above, the Board is not aware of any matters in relation to the appointment of Mr. Chia that need to be brought to the attention of the Shareholders, nor is there any information required to be disclosed by the Company pursuant to the GEM Listing Rules 17.50(2)(h) to (v) .

CHANGE OF SUPERVISORS

The Board would like to announce the following changes to the composition of the Supervisory Committee:

(1) Appointment of Shareholder Representative Supervisor

Mr. Wang Yonggan (王永干) was appointed as a shareholder representative supervisor with effect from 12 May 2017 until the expiry of the term of the then session of the Supervisory Committee.

Mr. Wang Yonggan (王永干) (“Mr. Wang”), aged 39, is a certified public accountant registered in China and a tax accountant registered in China. He graduated from Dalian University of Technology with a Master’s degree in Business Administration. He was the assistant to the director and Deputy Director of the Finance Department of Jiangsu Chia Tai Tian Qing Pharmaceutical Co., Ltd, Finance Manager and Assistant Finance Director of Chia Tai Pharmaceutical Group, Deputy General Manager, General Manager and Director of Chia Tai Energy Materials (Dalian) Co., Ltd, General Manager of the Risk Audit Department of Chia Tai Pharmaceutical Group. Currently, he is Deputy General Manager and a director of TEDA Hang Cold-chain Logistics.

Save as disclosed above, Mr. Wang does not hold any other positions in the Company or any other member of the Group. He has no relationship with any Director, supervisor, senior management and substantial or controlling shareholder of the Group, nor does he have any interests in any securities of the Company within the meanings of Part XV of the Securities and Futures Ordinance. Mr. Wang and the Company have entered into a service agreement after his appointment as Supervisor. Mr. Wang is entitled to a supervisor’s fee in an amount to be determined by the Board from time to time with reference to his positions and duties in the Company, the prevailing market rates and the Group’s performance, subject to the approval at the Shareholders’ meeting. Save as disclosed above, the Board is not aware of any matters in relation to the appointment of Mr. Wang that need to be brought to the attention of the Shareholders, nor is there any information required to be disclosed by the Company pursuant to the GEM Listing Rules 17.50(2) (h) to (v) .

(2) Appointment of Independent Supervisor

Mr. Wu Gang (巫鋼) was appointed as an independent supervisor with effect from 12 May 2017 until the expiry of the term of the then session of the Supervisory Committee.

Mr. Wu Gang (巫鋼) (“**Mr. Wu**”), aged 51, graduated from the Business School of Tianjin University of Finance and Economics with a Doctor’s degree. Mr. Wu has extensive experience in corporate management and capital market operations with involvement in listing and refinancing of companies. He was Deputy Director of the Office of Tianjin Li Da Group Co., Ltd, Secretary of the Board and Deputy General Manager of Tianjin Jinbin Development Co., Ltd. (Stock code: 000897, Shenzhen Stock Exchange) , Chairman and General Manager of Tianjin Jinbin Yadu Real Estate Development Co., Ltd, Chairman and General Manager of Tianjin Jinbin Science and Technology

Industrial Park Investment Co., Ltd, assistant to the General Manager of Tianjin Development Holdings Limited (Stock Code: 0882, Stock Exchange) and Secretary of the Board of Tianjin Jinlian Holdings Limited. Currently, he is a teacher at the Business School of Hainan Tropical Ocean University.

Save as disclosed above, Mr. Wu does not hold any other positions in the Company or any other member of the Group. He has no relationship with any Director, supervisor, senior management and substantial or controlling shareholder of the Group, nor does he have any interests in any securities of the Company within the meanings of Part XV of the Securities and Futures Ordinance. Mr. Wu and the Company have entered into a service agreement after his appointment as a Supervisor. Mr. Wu is entitled to a Supervisor's fee in an amount to be determined by the Board from time to time with reference to his positions and duties in the Company, the prevailing market rates and the Group's performance, subject to the approval at the Shareholders' meeting. Save as disclosed above, the Board is not aware of any matters in relation to the appointment of Mr. Wu that need to be brought to the attention of the Shareholders, nor is there any information required to be disclosed by the Company pursuant to the GEM Listing Rules 17.50(2)(h) to (v) .

Pursuant to the Articles, the term of the Directors and Supervisors is three years and upon expiry of such term, the Directors and Supervisors shall be eligible for re-election. The term of office of all Directors and all Supervisors of the current term will expire on the date of the AGM. Mr. Tse Ping and Mr. Hai Tainmin had not offered themselves for re-election thereat and he confirmed that they have no disagreement with the Board and there is no other matter relating to their retirement that needs to be brought to the attention of the Shareholders.

The Board wishes to take this opportunity to express its gratitude to Mr. Tse Ping and Mr. Hai Tianmin for their contributions to the Company during his tenure of service with the Company and to express its welcome to Miss Tse, Mr. Chia, Mr. Wang and Mr. Wu.

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

12 May 2017

As at the date of this announcement, the Board comprises of Mr. Zhang Jian as executive director; Mr. Cui Xuesong, Mr. Zhang Wang, Miss Tse, Theresa Y Y and Mr. Yang Xiaoping as non-executive directors; and Mr. Cheng Xinsheng, Mr. Japhet Sebastian Law, Mr. Zhou Zisheng and Mr. Chia Pun Kok as independent non-executive Directors.

This announcement, for which the Directors 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 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.tbt.cn.

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