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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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**If you are in doubt** as to any aspect of this circular or as to the action to be taken, you should consult your licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in Tianjin Binhai Teda Logistics (Group) Corporation Limited\* (天津濱海泰達物流集團股份有限公司), you should at once hand this circular and the accompanying form of proxy to the purchaser(s) or the transferee(s) or to the bank, the licensed securities dealer or registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or the transferee(s).

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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)**

- (1) PROPOSED GRANT OF GENERAL MANDATE TO ISSUE SHARES**  
**(2) PROPOSED AMENDMENTS TO THE ARTICLES OF THE COMPANY**  
**(3) PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**  
**AND**  
**(4) NOTICE OF ANNUAL GENERAL MEETING**

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A notice convening the Annual General Meeting of Tianjin Binhai Teda Logistics (Group) Corporation Limited\* (天津濱海泰達物流集團股份有限公司) to be held at No. 39, Bohai Road, Tianjin Economic and Technological Development Zone, Tianjin, the PRC on Thursday, 16 June 2022 at 9:30 a.m. is set out on pages 10 to 13 of this circular.

A form of proxy for use at the Annual General Meeting is enclosed with this circular and such form of proxy is also published on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.tbtl.cn](http://www.tbtl.cn)). Whether or not you intend to attend the Annual General Meeting, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the Annual General Meeting or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending the Annual General Meeting and voting in person if you so wish.

This circular will remain on the "Latest Company Announcement" page of the GEM website at [www.hkgem.com](http://www.hkgem.com) and on the Company's website at [www.tbtl.cn](http://www.tbtl.cn) for at least 7 days from the date of its publication.

\* For identification purposes only

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## CHARACTERISTICS OF GEM

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GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board and no assurance is given that there will be a liquid market in the securities traded on GEM.

This circular, 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 circular 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 any statement herein or this circular misleading.

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## DEFINITIONS

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*In this circular, unless the context otherwise requires, the following expressions have the following meanings:*

“Annual General Meeting”	an annual general meeting of the Company to be held at No. 39, Bohai Road, Tianjin Economic and Technological Development Zone, Tianjin, the PRC on Thursday, 16 June 2022 at 9:30 a.m., to consider and, if appropriate, to approve the resolutions contained in the notice of the annual general meeting which is set out on pages 10 to 13 of this circular, or any adjournment thereof;
“Articles”	the articles of association of the Company, as amended from time to time;
“Board”	the board of Directors;
“Company”	Tianjin Binhai Teda Logistics (Group) Corporation Limited* (天津濱海泰達物流集團股份有限公司), a joint stock limited company incorporated in the PRC with limited liability;
“Director(s)”	the director(s) of the Company;
“Domestic Share(s)”	ordinary share(s) of nominal value of RMB1.00 each in the share capital of the Company which are subscribed for or credited as fully paid in RMB;
“GEM”	GEM of the Stock Exchange;
“GEM Listing Rules”	the Rules Governing the Listing of Securities of GEM;
“General Mandate”	the mandate proposed to be brought at the Annual General Meeting to authorise the Directors to allot, issue and deal with Shares not exceeding 20% of each of the aggregated nominal value of Domestic Shares and H Shares in issue as at the date of the resolution;
“Group”	the Company and its subsidiaries;
“H Share(s)”	overseas-listed foreign shares of the Company with a nominal value of RMB1.00 each, which are listed on the GEM;
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;

\* For identification purposes only

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## DEFINITIONS

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“Latest Practicable Date”	11 May 2022, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained in this circular;
“PRC”	the People’s Republic of China, which for the purpose of this circular shall exclude Hong Kong, the Macau Special Administrative Region and Taiwan;
“RMB”	Renminbi, the lawful currency of the PRC;
“SFO”	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong;
“Shareholder(s)”	holder(s) of the Shares;
“Share(s)”	the Domestic Shares and the H Shares;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“%”	per cent.

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LETTER FROM THE BOARD

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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)**

*Executive Director:*

Mr. Yang Weihong (Chairman)

*Non-executive Directors:*

Mr. Li Jian

Ms. Peng Bo

Mr. Jo Shibin

Mr. Zheng Yuying

*Independent non-executive Directors:*

Mr. Cheng Xinsheng

Mr. Japhet Sebastian Law

Mr. Peng Zuowen

*Registered office and principal place of business in the PRC:*

Third Floor of the Office Building,  
No. 39, Bohai Road,  
Tianjin Economic and  
Technological Development Zone,  
Tianjin,  
The PRC

*Principal place of business in Hong Kong:*

25th Floor, Neich Tower,  
128 Gloucester Road,  
Wanchai, Hong Kong

*Hong Kong share registrar and transfer office:*

Computershare Hong Kong Investor  
Services Limited  
Shops 1712-1716, 17/F,  
Hopewell Centre,  
183 Queen's Road East,  
Wanchai, Hong Kong

16 May 2022

*To the Shareholders*

Dear Sir or Madam,

**(1) PROPOSED GRANT OF GENERAL MANDATE TO ISSUE SHARES**  
**(2) PROPOSED AMENDMENTS TO THE ARTICLES OF THE COMPANY**  
**(3) PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**  
**AND**  
**(4) NOTICE OF ANNUAL GENERAL MEETING**

**1. INTRODUCTION**

The purpose of this circular is, inter alia, to provide you with information regarding the resolutions to be proposed at the Annual General Meeting for (i) the grant of the General Mandate to the Directors; (ii) the amendments to the Articles of the Company; and (iii) the appointment of independent non-executive Director; and to give you a notice of the Annual General Meeting and to seek your approval of, among others, these resolutions to be proposed thereat.

\* For identification purposes only

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## LETTER FROM THE BOARD

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### 2. PROPOSED GRANT OF GENERAL MANDATE TO ISSUE SHARES

To increase the flexibility and efficiency in operation, and to give discretion to the Board in the event that it becomes desirable to issue new Shares, the Company proposes to obtain the Shareholders' approval for the General Mandate to allot, issue and otherwise deal with additional Domestic Shares and/or H Shares not exceeding 20% of the issued Shares of that class as at the date of the passing of the relevant resolution. Any exercise of the power by the Directors under the General Mandate shall be subject to the relevant requirements of the GEM Listing Rules, the Articles and the applicable laws and regulations of the PRC. The Board has no present plan to issue new Shares pursuant to the General Mandate. The General Mandate shall be effective from the date of passing of the relevant resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required to be held by the Articles or other applicable laws; or
- (iii) the revocation or variation of the authority given under the relevant resolution by a special resolution in the general meeting of the Company.

As at the Latest Practicable Date, the Company had 354,312,000 Shares in issue, which comprised 256,068,800 Domestic Shares and 98,243,200 H Shares. Subject to the passing of the resolution for the approval of the General Mandate and in accordance with the terms therein, the Company will be allowed to allot, issue and deal with up to a maximum of 51,213,760 Domestic Shares and/or 19,648,640 H Shares on the basis that no further Shares will be issued by the Company prior to the Annual General Meeting.

### 3. PROPOSED AMENDMENTS TO THE ARTICLES OF THE COMPANY

Reference is made to the announcement in relation to the proposed amendments to the Articles published by the Company on 22 March 2022. In order to comply with Appendix 3 "Core Shareholder Protection Standards" of 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.

In respect of the proposed amendments to the Articles, three articles are amended, and no article is added or deleted. The number of the articles of the amended Articles remains the same after the amendments. The proposed amendments to the Articles are subject to the consideration and approval at the Annual General Meeting by way of special resolution and all necessary approvals, authorizations or registration (if applicable) having been obtained from or filed with the relevant government or regulatory authorities in the PRC. Details of the proposed amendments to the Articles are set out in the appendix to this circular.

The Articles 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, the Chinese version shall prevail.

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## LETTER FROM THE BOARD

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#### 4. PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

Reference is made to the announcement in relation to the proposed appointment of independent non-executive Director published by the Company on 11 May 2022. The Board recommended Mr. He Yongjun (“**Mr. He**”) to be appointed as the independent non-executive Director of the fifth session of the Board of the Company subject to approval of the Shareholders at the Annual General Meeting.

The nomination committee of the Company and the Board have learned from market research that Mr. He has extensive experience in project investment, financial and industrial interactive development, and believe that Mr. He’s skills and knowledge can complement the professional background of the composition of the Board in these areas. This could bring a new perspective to the business development of the Company and enhance the diversity of the Board. Further, the addition of Mr. He will increase the proportion of independent non-executive Directors on the Board, increase the number of Directors under the age of 50, and increase the proportion of Directors with a term of 0-3 years, which is in line with the board diversity policy of the Company. After enquiry on independence, Mr. He has declared and confirmed his independence in accordance with the provisions on the independence of independent non-executive directors set out in Rule 5.09 of the GEM Listing Rules. To the best knowledge of the Company, there is no matter that may affect Mr. He’s independent judgment. Mr. He does not have any relationship with any substantial shareholder, Director, supervisor and other senior management of the Company that would affect his independence. Therefore, the nomination committee of the Company and the Board believe that Mr. He has the experience, skills, knowledge, morality, integrity and independence required as an independent non-executive Director.

Biographical details and information relating to Mr. He pursuant to Rule 17.50(2) of the GEM Listing Rules are set out hereunder.

Mr. He, aged 44, graduated in Technical Economics and Management from Tianjin University (天津大學) with a master’s degree and a doctorate degree. He served as the deputy general manager of Tianjin Haitai Advantage Venture Capital Management Company Limited\* (天津海泰優點創業投資管理有限公司). He is currently the chairman of Tianjin Ruiyi Jinrong Enterprise Management Consulting Company Limited\* (天津銳意津融企業管理諮詢有限公司), the general manager of Tianjin Beiyang Haitang Venture Capital Management Company Limited\* (天津北洋海棠創業投資管理有限公司), the partner of Beiyang Haitang Fund\* (北洋海棠基金), the general manager of Tianjin University Science Park\* (天津大學科技園) (Nankai Park, Jinnan Park), the director of Tianjin Science and Technology and Finance Center\* (天津科技金融中心), and the chairman and the executive director of the Tianjin Zhongzheng Logistics Company Limited\* (天津中正物流有限公司). He also serves as an independent director of Tianjin Rianlon New Materials Company Limited\*(天津利安隆新材料股份有限公司) (stock code: 300596, Shenzhen Stock Exchange ChiNext) and Tianjin King-meter Technology Company Limited\* (天津金米特科技股份有限公司) (stock code: 872249, National Equities Exchange and Quotations).



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## LETTER FROM THE BOARD

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Subject to the passing of the resolution at the Annual General Meeting and in accordance with the Articles, it is proposed that the appointment of Mr. He will take effect immediately upon the passing of the resolution at the Annual General Meeting. The Company proposes to enter into a service agreement with Mr. He for a term starting from the date of the passing of the resolution in the Annual General Meeting until the expiry of the term of the then session of the Board. Pursuant to the terms of the proposed service agreement, Mr. He will receive an emolument of RMB150,000 per annum which is at the same rate as that payable by the Company to the other independent non-executive Directors.

Save as disclosed herein, as at the Latest Practicable Date, Mr. He has confirmed that he (i) does not have any relationship with any Director, supervisor, senior management, substantial shareholder or controlling shareholder of the Company; (ii) does not have any interests in the Shares within the meaning of Part XV of the SFO; (iii) has not held any other directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iv) does not hold any other position in the Company and other members of the Group, or have any other major appointments and professional qualifications.

Save as disclosed above, the Board is not aware of any matters in relation to the appointment of Mr. He 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 Rules 17.50(2)(h) to (v) of the GEM Listing Rules.

### 5. ANNUAL GENERAL MEETING

The notice of the Annual General Meeting is set out on pages 10 to 13 of this circular. At the Annual General Meeting, resolutions will be proposed to approve, inter alia, the grant of the General Mandate, the amendments to the Articles of the Company, the appointment of independent non-executive Director and the re-appointment of auditors.

A form of proxy for use at the Annual General Meeting is enclosed with this circular and such form of proxy is also published on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company ([www.tbtl.cn](http://www.tbtl.cn)). Whether or not you intend to attend the Annual General Meeting, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the Annual General Meeting or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending the Annual General Meeting and voting in person if you so wish. According to Rule 17.47(4) of the GEM Listing Rules, any vote of the Shareholders at a general meeting must be taken by poll.

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## LETTER FROM THE BOARD

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### 6. RECOMMENDATION

The Directors are of the view that all resolutions proposed for consideration and approval by the Shareholders at the Annual General Meeting are in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of all the resolutions as set out in the notice of the Annual General Meeting.

Yours faithfully,  
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*

\* *For identification purposes only*

The proposed amendments to the Articles are as follows:

No.	Original Articles	Revised Articles
1.	<p><b>Article 45.</b></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><b>Article 45.</b></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><b>Article 71.</b></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"> <li>1. the shareholder's right to speak at the shareholders' general meeting;</li> <li>2. the right to require by himself or in conjunction with others to make a resolution by voting;</li> <li>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.</li> </ol> <p>.....</p>	<p><b>Article 71.</b></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"> <li>1. the shareholder's right to speak at the shareholders' general meeting;</li> <li>2. the right to require by himself or in conjunction with others to make a resolution by voting;</li> <li>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.</li> </ol> <p>.....</p>

No.	Original Articles	Revised Articles
3.	<p><b>Article 112.</b></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><b>Article 112.</b></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>

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## NOTICE OF ANNUAL GENERAL MEETING

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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)**

## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an annual general meeting (the “**Meeting**”) 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**”) will be held on Thursday, 16 June 2022 at 9:30 a.m. at the registered office of the Company at No. 39, Bohai Road, Tianjin Economic and Technological Development Zone, Tianjin, the PRC for the purpose of considering, and, if thought fit, passing the following resolutions:

### ORDINARY RESOLUTIONS

1. To consider and approve the report of the board of directors (the “**Director(s)**”) of the Company (the “**Board**”) for the year ended 31 December 2021.
2. To consider and approve the report of the supervisory committee of the Company (the “**Supervisory Committee**”) for the year ended 31 December 2021.
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 2021.
4. 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.

\* For identification purposes only

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## NOTICE OF ANNUAL GENERAL MEETING

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5. To consider and approve the appointment of Mr. He Yongjun as an independent non-executive director of the Company for a term starting from the passing of the resolution in the Meeting until the expiry of the term of the then session of the Board, and to authorize the Board to determine the remuneration of Mr. He Yongjun, 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.

### SPECIAL RESOLUTIONS

6. To review and approve the resolution on amendments to the Articles of Association of Tianjin Binhai Teda Logistics (Group) Corporation Limited.
7. 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**”) (collectively, the “**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 of association of the Company (the “**Articles**”) as it thinks fit so as to reflect the new capital structure upon the allotment, issuance and dealing of Shares:

“**THAT**

- (A) (a) subject to paragraph (c) and in accordance with the relevant requirements of the Rules Governing the Listing of Securities on GEM of 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 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;
- (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;
- (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

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## NOTICE OF ANNUAL GENERAL MEETING

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(d) for the purposes of this resolution:

“Relevant Period” means the period from the passing of this resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required to be held by the Articles or other applicable laws; or
- (iii) the revocation or variation of the authority given under this resolution by a special resolution in a general meeting of the Company.

(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, issuance or dealing of Shares as provided in sub-paragraph (a) of paragraph (A) of this resolution.”

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  
16 May 2022

*Notes:*

- (i) A member of the Company (“**Member**”) entitled to attend and vote at the Meeting is entitled to appoint a proxy or proxies to attend and vote in his stead. A proxy needs not be a Member. A form of proxy for use at the Meeting is enclosed herewith. In the case of joint holders of any Domestic Share(s) or H Share(s), only the person whose name appears first in the register of Members shall be entitled to receive this notice, to attend and exercise all the voting powers attached to such Share(s) at the Meeting, and this notice shall be deemed to be given to all joint holders of such Share(s).
- (ii) To be valid, the 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 that power of attorney or authority must be deposited with the Company’s H Share registrar, Computershare Hong Kong Investor Services Limited, at 17M, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, and in case of holders of Domestic Shares, to the Company’s mailing address at Third floor of the Office Building, No. 39, Bohai Road, Tianjin Economic and Technological Development Zone, Tianjin, the PRC, not later than 24 hours before the time appointed for holding the Meeting or any adjournment thereof or the time appointed for passing the resolutions. Delivery of the form of proxy shall not preclude a Member from attending and voting in person at the Meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.

\* For identification purposes only

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## NOTICE OF ANNUAL GENERAL MEETING

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- (iii) The register of Members in Hong Kong will be closed from 13 June 2022 to 16 June 2022, both days inclusive, during which period no transfer of H Shares will be effected. For the identification of Members eligible to attend and vote at the Meeting, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on 10 June 2022.
- (iv) Whether or not holders of H Shares intend to attend the Meeting, they are requested to complete the enclosed form of proxy for the Meeting and return it, by hand or by post, to the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at 17M, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong on or before 9:30 a.m. on 15 June 2022.
- (v) Whether or not holders of Domestic Shares intend to attend the Meeting, they are requested to complete the enclosed form of proxy for the meeting and return it, by hand or by post, to the Company's mailing address at Third floor of the Office Building, No. 39, Bohai Road, Tianjin Economic and Technological Development Zone, Tianjin, the PRC on or before 9:30 a.m. on 15 June 2022.

*As at the date of this notice, 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 notice, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited 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 notice 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 notice or any statement herein misleading.*

*This notice will remain on the "Latest Company Announcements" page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for 7 days from the date of its publication. This notice will also be posted on the Company's website at [www.tbt.cn](http://www.tbt.cn).*