



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)

**PROXY FORM FOR THE ANNUAL GENERAL MEETING TO BE HELD ON 19 JUNE 2024
(OR AT ANY ADJOURNMENT THEREOF)**

I/We, _____

of _____ (Note 1)

being the registered holder of _____ **H Shares** (Note 2) in 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 APPOINT** (Note 3) the

Chairman of the annual general meeting or _____

_____ of _____

_____ as my/our proxy to attend and act for me/us at the annual general meeting of the Company (“**AGM**”) to be held at No. 39, Bohai Road, Tianjin Economic and Technological Development Zone, Tianjin, the People’s Republic of China on Wednesday, 19 June 2024 at 9:30 a.m. and at any adjournment thereof and to vote on my/our behalf as directed below.

ORDINARY RESOLUTIONS (Note 4)		For (Note 5)	Against (Note 5)
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 2023.		
2.	To consider and approve the report of the supervisory committee of the Company (the “ Supervisory Committee ”) for the year ended 31 December 2023.		
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 2023.		
4.	To consider and approve the distribution of a final dividend of RMB0.02 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 2 July 2024.		
5.	To consider and approve annual financial budget for 2024.		
6.	To consider and approve annual comprehensive line of credit of the Company for 2024.		
7.	To consider and approve the appointment of Zhongxingcai Guanghua Certified Public Accountants LLP (中興財光華會計師事務所 (特殊普通合夥)) and the re-appointment of 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.		
8.	To consider and approve the re-election of Ms. Ma Xin as an executive Director for a term beginning on 19 June 2024 and ending upon expiry of the term of the then session of the Board, and authorize the Board to determine the remuneration of Ms. Ma Xin (if any), 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.		

* For identification purposes only

ORDINARY RESOLUTIONS <i>(Note 4)</i>		For <i>(Note 5)</i>	Against <i>(Note 5)</i>
9.	To consider and approve the re-election of Ms. Meng Jun as a non-executive Director for a term beginning on 19 Jun 2024 and ending upon expiry of the term of the then session of the Board, and authorize the Board to determine the remuneration of Ms. Meng Jun (if any), 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.		
10.	To consider and approve the election of Mr. Han Wanjin as a shareholder representative supervisor for a term beginning on 19 June 2024 and ending upon expiry of the term of the then session of the Supervisory Committee, and authorize the Board 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 <i>(Note 4)</i>		For <i>(Note 5)</i>	Against <i>(Note 5)</i>
11.	To consider and approve the grant of general mandate to the Board to issue Shares.		
12.	To consider and approve the grant of general mandate to the Board to repurchase Shares.		

Dated this _____ day of _____ 2024 Signature(s)^{*(Note 6)*} _____

Notes:

1. Full name(s) (in Chinese or English) and address(es) (as shown in the register of members) are to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of Shares registered in your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all Shares in the capital of the Company registered in your name(s).
3. Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE AGM WILL ACT AS YOUR PROXY.**
4. Unless otherwise stated or the context otherwise requires herein, capitalised terms used herein shall have the same meanings as those defined in the circular of the Company dated 20 May 2024 (the “**Circular**”). The full text of these resolutions is set out in the Circular.
5. If you wish to vote for any of the resolutions set out above, please **tick** (“✓”) in the boxes marked “**FOR**”. If you wish to vote against any of the resolutions, please **tick** (“✓”) in the boxes marked “**AGAINST**”. If this form of proxy returned is duly signed but without specific direction on any of the resolutions, the proxy will vote or abstain at his discretion in respect of all resolutions; or if in respect of a particular resolution there is no specific direction, the proxy will, in relation to that particular resolution, vote or abstain at his discretion. A proxy will also be entitled to vote at his discretion on any resolution properly put to the AGM other than those set out in the notice of the AGM.
6. This form of proxy must be signed by a shareholder of the Company (the “**Shareholder(s)**”), or his attorney duly authorized in writing, or if the Shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so authorized. All powers of attorney referred to in this note must be notarially certified.
7. In the case of a joint holding, this form of proxy may be signed by any one joint holder, but if more than one joint holder is present at the AGM, whether in person or by proxy, then the joint holder whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
8. In order to be valid, this 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 such power 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 not less than 24 hours before the time appointed for holding the AGM or any adjournment thereof.
9. A proxy needs not be a Shareholder but must attend the AGM in person to represent you. A proxy attending the AGM on behalf of a Shareholder must present this form of proxy, duly completed and signed, and the proxy’s proof of identification.
10. This form of proxy is in duplicate. One of which should be lodged in accordance with the instruction under note 8 and the other shall be presented at the AGM in accordance with the instruction under note 9.
11. Completion and return of this form of proxy will not preclude you from attending and voting at the AGM if you so wish. If you attend and vote at the AGM, the authority of your proxy will be revoked.
12. Any alteration made to this form of proxy should be initialed by the person who signs the form of proxy.