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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)

**INSIDE INFORMATION
THE H SHARE FULL CIRCULATION
LISTING APPROVAL GRANTED BY THE STOCK EXCHANGE**

This announcement is made by 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**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on the GEM of the Stock Exchange (the “**GEM Listing Rules**”) and the Inside Information Provisions (as defined under the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

References are made to the announcements of the Company dated 4 May 2023 and 20 July 2023 (the “**Announcements**”) in relation to the proposed participation in the H share full circulation programme by the Company and the approval by the CSRC of the filing application for H share full circulation programme of the Company. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

LISTING APPROVAL GRANTED BY THE STOCK EXCHANGE

The Company has applied to the Listing Committee of the Stock Exchange for the approval (the “**Listing Approval**”) of the listing of and permission to deal in 256,068,800 H Shares (the “**Converted H Shares**”), representing the maximum number of the domestic unlisted shares. The Company is pleased to announce that the Listing Approval was granted by the Stock Exchange on 13 October 2023.

SHAREHOLDING STRUCTURE OF THE COMPANY BEFORE AND AFTER THE COMPLETION OF THE CONVERSION AND LISTING

The Conversion and Listing will involve a total of three participating holders (the “**Participating Shareholders**”) of 256,068,800 domestic unlisted shares who will, after the Conversion and Listing, hold a total of approximately 72.27% of the total issued H Shares. Set out below is the percentage holding of

the Participating Shareholders upon completion of the Conversion and Listing:

Name of the Participating Shareholders	Number of Converted H Shares	Approximate percentage of total issued H Shares upon completion of the Conversion and Listing
Tianjin TEDA Investment Holding Co., Ltd.	150,420,051	42.45%
Chia Tai Pharmaceutical Investment (Beijing) Co., Ltd.	77,303,789	21.82%
Chia Tai Land Company Limited	28,344,960	8%
Total	<u>256,068,800</u>	<u>72.27%</u>

Note: The percentages are rounded off to two decimal places. Any discrepancies between the totals and the sums of amounts listed therein are due to rounding.

The share capital structure of the Company immediately before and upon completion of the Conversion and Listing is set out below:

Class of shares	Immediately before completion of the Conversion and Listing		Upon completion of the Conversion and Listing	
	Number of shares	Approximate percentage	Number of shares	Approximate percentage
Domestic shares	256,068,800	72.27%	0	0%
H shares	98,243,200	27.73%	354,312,000	100%
Total	<u>354,312,000</u>	<u>100%</u>	<u>354,312,000</u>	<u>100%</u>

Note: The percentages are rounded off to two decimal places.

CONVERSION AND TRADING PROCEDURES

With their authorisation and on behalf of the Participating Shareholders, the Company has applied for the cancellation registration of the unlisted shares held by the Participating Shareholders in China Securities Depository and Clearing Corporation Limited (“China Clearing”) Shenzhen Branch, so that the Participating Shareholders will be removed from the register of members of the unlisted shares maintained by China Clearing.

The Company will complete the following procedures in connection with the Conversion and Listing:

- (i) For Participating Shareholders who are PRC nationals, the Company will apply to China Clearing as the nominee to deposit their relevant securities (the “**Relevant Securities**”) at China Securities Depository and Clearing (Hong Kong) Company Limited (“**China Clearing HK**”) and China Clearing HK in its own name shall deposit the Relevant Securities at Hong Kong Securities Clearing Company Limited (“**HKSCC**”). China Clearing as the nominee of the Participating Shareholders will handle all matters relating to the Converted H Shares for the Participating Shareholders who are PRC nationals, such as custody, maintenance of detailed records, cross-border settlement and corporate actions;
- (ii) The Company will instruct the H share registrar of the Company, Computershare Hong Kong Investor Services Limited, in relation to the issue of the relevant share certificates of the Converted H Shares; and
- (iii) The Company will make arrangements to procure the Converted H Shares to be accepted as eligible securities by HKSCC for deposit, clearance and settlement in the Central Clearing and Settlement System (“**CCASS**”).

The holders of the Converted H Shares who are PRC nationals shall only conduct share trading after the arrangement procedures below relating to the registration, depository and transaction settlement of the Conversion and Listing have been completed:

- (i) The Company will apply to China Clearing, Shenzhen Branch for the maintenance of the detailed record of the initial holding of the Converted H Shares held by the relevant holders. Meanwhile, the Company will submit applications for a domestic transaction commission code and abbreviation, which shall be confirmed by China Clearing, Shenzhen Branch pursuant to the authorisation of the Shenzhen Stock Exchange (the “**Shenzhen Stock Exchange**”);
- (ii) The Shenzhen Stock Exchange authorises Shenzhen Securities Communication Co., Ltd. to provide services relating to trading entrustment orders and transmission of trading messages between a domestic securities company (the “**Domestic Securities Company**”) and a Hong Kong securities company (the “**Hong Kong Securities Company**”) for the Converted H Shares, and the real-time market forwarding services of the relevant Converted H Shares;
- (iii) According to the “Circular of the State Administration of Foreign Exchange on Issues concerning the Administration of Foreign Exchange Involved in Overseas Listing” (《國家外匯管理局關於境外上市外匯管理有關問題的通知》), the holders of the Converted H Shares who are PRC nationals should complete the overseas shareholding registration with the local foreign exchange administration bureau before the shares are sold, and after the overseas shareholding registration, open a specified bank account for the holding of shares overseas by onshore investors at an onshore bank with relevant qualifications, and open a fund account for H share “Full Circulation” at the Domestic Securities Company. The Domestic Securities Company shall open a securities trading account for H share “Full Circulation” at the Hong Kong Securities Company; and
- (iv) The holders of the Converted H Shares who are PRC nationals shall submit entrusted trading orders of the Converted H Shares through the Domestic Securities Company. The relevant orders will be submitted to the Stock Exchange for trading through the securities trading account opened

by the Domestic Securities Company at the Hong Kong Securities Company. After completion of the transaction, Hong Kong Securities Company and China Clearing HK, China Clearing HK and China Clearing, China Clearing and the Domestic Securities Company, the Domestic Securities Company and the holders of the Converted H Shares will conduct settlement respectively.

The Company will make further announcement(s) on the progress of the Conversion and Listing in compliance with the requirements under the Listing Rules and the applicable laws, as and when appropriate.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

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 October 2023

As at the date of this announcement, the Board comprises Mr. Yang Weihong as executive Director; Mr. Li Jian, Ms. Meng Jun, Ms. Sun Jing and Mr. Zhang Yan as non-executive Directors; and Prof. Cheng Xinsheng, 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*