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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)

**THIRD QUARTERLY RESULTS ANNOUNCEMENT
FOR THE NINE MONTHS ENDED 30 SEPTEMBER 2023**

The board (the “**Board**”) of directors (the “**Directors**”) 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**”) is pleased to announce the unaudited condensed consolidated financial results of the Company and its subsidiaries for the nine months ended 30 September 2023. This announcement, containing the full text of the 2023 third quarterly report of the Company (the “**Third Quarterly Report**”), complies with the relevant requirements of the Rules Governing the Listing of Securities (the “**GEM Listing Rules**”) on the GEM of the Stock Exchange in relation to information to accompany preliminary announcement of quarterly results. The printed version of the Third Quarterly Report will be despatched to the shareholders of the Company in due course, and will be available on the Stock Exchange’s website at www.hkexnews.hk and the Company’s website at www.tbtl.cn.

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

10 November 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 purpose only*

CHARACTERISTICS OF GEM (“GEM”) OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE”)

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.

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This report, for which the directors (the “Directors”) of Tianjin Binhai Teda Logistics (Group) Corporation Limited (the “Company”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (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 report 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 report misleading.*

香港聯合交易所有限公司(「聯交所」)GEM(「GEM」)的特色

GEM的定位，乃為中小型公司提供一個上市的市場，此等公司相比起其他在主板上市的公司帶有較高投資風險。有意投資的人士應瞭解投資於該等公司的潛在風險，並應經過審慎周詳的考慮後方作出投資決定。

由於**GEM**上市的公司普遍為中小型公司，在**GEM**買賣的證券可能會較於主板買賣的證券承受較大的市場波動風險，同時無法保證在**GEM**買賣的證券會有高流通量的市場。

香港交易及結算所有限公司及聯交所對本報告之內容概不負責，對其準確性或完整性亦不發表任何聲明，且明確表示概不就因本報告全部或任何部份內容而產生或因依賴該等內容而引致的任何損失承擔任何責任。

本報告乃遵照《香港聯合交易所有限公司之GEM證券上市規則》(「GEM上市規則」)而刊載，旨在提供有關天津濱海泰達物流集團股份有限公司(「本公司」)的資料；本公司的董事(「董事」)願就本報告所載內容共同及個別承擔全部責任。各董事在作出一切合理查詢後，確認就彼等所知及所信，本報告所載資料在各重要方面均屬準確完備，沒有誤導或欺詐成份，且無遺漏任何事項，足以令本報告或其所載任何陳述產生誤導。

HIGHLIGHTS

For the nine months ended 30 September 2023, the financial highlights were as follows:

- Total operating revenue amounted to approximately RMB2,255,180,000 (corresponding period in 2022: RMB2,193,342,000), representing an increase of approximately 2.82% as compared with the corresponding period last year.
- Gross profit amounted to approximately RMB41,921,000 (corresponding period in 2022: RMB107,539,000), representing a decrease of approximately 61.02% as compared with the corresponding period last year.
- Gross profit margin was approximately 1.86%, representing a decrease of approximately 3.04 percentage points as compared with 4.9% of the corresponding period last year.
- Profit attributable to owners of the Company amounted to approximately RMB20,525,000 (corresponding period in 2022: RMB15,128,000), representing an increase of approximately 35.68% as compared with the corresponding period last year.
- Earnings per share was RMB5.8 cents (corresponding period in 2022: RMB4.3 cents).

摘要

截至二零二三年九月三十日止九個月期間，財務摘要如下：

- 營業收入總計約為人民幣2,255,180,000元，（二零二二年同期：人民幣2,193,342,000元），較上年同期上升約為2.82%。
- 毛利約為人民幣41,921,000元，（二零二二年同期：人民幣107,539,000元），較上年同期下降約為61.02%。
- 毛利率約為1.86%，較上年同期4.9%下降約3.04個百分點。
- 本公司擁有人應佔溢利約為人民幣20,525,000元（二零二二年同期：人民幣15,128,000元），較上年同期上升約為35.68%。
- 每股盈利為人民幣5.8分（二零二二年同期：人民幣4.3分）。

UNAUDITED CONSOLIDATED THIRD QUARTERLY RESULTS OF 2023

The board of Directors (the “Board”) of Tianjin Binhai Teda Logistics (Group) Corporation Limited* (the “Company”) hereby announces the unaudited results of the Company and its subsidiaries (collectively referred to as the “Group”) for the nine months ended 30 September 2023 together with the unaudited comparative figures for the corresponding period in 2022.

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME (UNAUDITED)

For the nine months ended 30 September 2023

二零二三年未經審核合併第三季度業績

天津濱海泰達物流集團股份有限公司(「本公司」)董事會(「董事會」)謹此公佈本公司及其附屬公司(統稱「本集團」)截至二零二三年九月三十日止九個月的未經審核業績，連同二零二二年同期的未經審核比較數據。

簡明合併損益及其他全面收入表(未經審核)

截至二零二三年九月三十日止九個月

		For the nine months ended 30 September 截至九月三十日止九個月	
		2023 二零二三年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核)
	Notes 附註		
Revenue	收入	4	2,255,180
Cost of sales	銷售成本	5	(2,213,259)
Gross profit	毛利		41,921
Administrative expenses	行政開支	5	(33,560)
Other gains and losses - net	其他收益與虧損－淨額	6	8,972
Impairment loss of trade receivables, bills receivables and other receivables, net	貿易應收款項、應收票據及其他應收款項減值虧損淨額		3,300
Operating profit	營業溢利		20,633
Finance costs	融資成本		(16,629)
Share of results of investments accounted for using the equity method	採用權益法入帳的應佔投資業績		22,925
Profit before income tax	除所得稅前溢利		26,929
Income tax expense	所得稅開支	7	(3,221)
Profit and total comprehensive income for the period	期內溢利及期內全面收入總額		23,708
Attributable to:	下列各方應佔：		43,384
Owners of the Company	本公司擁有人		20,525
Non-controlling interests	非控股權益		3,183
Earnings per share	每股盈利	9	
—Basic and diluted (RMB cents)	—基本及攤薄(人民幣分)		5.8
			4.3

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL INFORMATION (UNAUDITED)

For the nine months ended 30 September 2023

1. GENERAL

The Company was established as an investment holding joint stock limited company in the People's Republic of China (the "PRC") by its promoters, Tianjin TEDA Investment Holding Co., Ltd. ("TEDA Holding") and Tianjin Economic and Technological Development Area State Asset Operation Company ("TEDA Asset Company") on 26 June 2006. TEDA Holding and TEDA Asset Company are controlled by State-owned Assets Supervision and Administration Commission of Tianjin Municipal People's Government ("Tianjin SASAC") and Tianjin Economic and Technological Development Area Administrative Commission ("TEDA Administrative Commission") respectively.

Pursuant to the group reorganisation in preparation of the listing of the Company's overseas listed foreign shares (the "H Shares") on the GEM, the Company became the holding company of the Group in June 2006. The Company's H Shares were listed on the GEM on 30 April 2008.

On 18 November 2011, TEDA Holding entered into a share transfer agreement with Chia Tai Land Company Limited ("Chia Tai Company"), while TEDA Asset Company entered into a share transfer agreement with Chia Tai Pharmaceutical Investment (Beijing) Co., Ltd. ("Chia Tai Pharmaceutical Company"). Accordingly, TEDA Holding and TEDA Asset Company agreed to transfer 28,344,960 (8% of ordinary shares) and 77,303,789 (21.82% of ordinary shares) domestic shares of the Company held by them to Chia Tai Company and Chia Tai Pharmaceutical Company respectively. The two aforementioned domestic share transfers were approved by the relevant state-owned assets supervision and administration authorities of the PRC. The registration procedures of the related transfers have been completed on 7 June 2013.

The Group is principally engaged in the provision of comprehensive logistics services in the PRC, mainly including supply chain solutions and materials procurement and related logistics services.

The Group's principal operations are conducted in the PRC. The consolidated financial statements have been presented in Renminbi ("RMB"), which is the functional currency of the Company.

簡明合併財務資料附註(未經審核)

截至二零二三年九月三十日止九個月

1. 一般資料

本公司由其發起人天津泰達投資控股有限公司(「泰達控股」)及天津經濟技術開發區國有資產經營公司(「天津開發區資產公司」)於二零零六年六月二十六日在中華人民共和國(「中國」)成立為投資控股股份有限公司。泰達控股及天津開發區資產公司分別由天津市人民政府國有資產監督管理委員會(「天津市國資委」)和天津經濟技術開發區管理委員會(「天津開發區管理委員會」)控制。

根據為籌備本公司之海外上市外資股(「H股」)在GEM上市而進行的集團重組，本公司於二零零六年六月成為本集團之控股公司。本公司的H股於二零零八年四月三十日在GEM上市。

於二零一一年十一月十八日，泰達控股與正大置地有限公司(「正大置地」)簽署一項股份轉讓協議，而天津開發區資產公司與正大製藥投資(北京)有限公司(「正大製藥」)簽署一項股份轉讓協議。據此，泰達控股與天津開發區資產公司同意分別向正大置地及正大製藥轉讓其持有的本公司內資股28,344,960股(普通股的8%)及77,303,789股(普通股的21.82%)。上述兩項內資股轉讓已獲得中國相關國有資產監督管理機構批准，於二零一三年六月七日，轉讓的股份過戶手續已經完成。

本集團致力於在中國提供綜合物流服務，主要包括供應鏈解決方案及物資採購及相關物流服務。

本集團主要業務於中國進行。合併財務報表以本公司功能貨幣人民幣(「人民幣」)呈列。

2. BASIS OF PREPARATION

The unaudited condensed consolidated financial statements have been prepared in accordance with International Accounting Standard 34 (“IAS 34”) “Interim Financial Reporting” issued by the International Accounting Standards Board (“IASB”) as well as the applicable disclosure requirements of Chapter 18 of the GEM Listing Rules.

3. SIGNIFICANT ACCOUNTING POLICIES

In the current period, the Group has applied the following amendments to International Financial Reporting Standards (“IFRSs”) issued by the IASB, for the first time, which are mandatorily effective for the Group’s annual period beginning on 1 January 2023 for the preparation of the Group’s unaudited condensed consolidated financial statements:

IFRS 3 (Amendments)	Reference to the Conceptual Framework
IFRS 16 (Amendments)	Covid-19-Related Rent Concessions beyond 30 June 2021
IAS 16 (Amendments)	Property, Plant and Equipment — Proceeds before Intended Use
IAS 37 (Amendments)	Onerous Contracts — Cost of Fulfilling a Contract
IFRSs (Amendments)	Annual Improvements to IFRSs 2018–2020

The application of the amendments to IFRSs in the current period has had no material impact on the Group’s financial positions and performance for the current and prior periods and/or on the disclosures set out in these condensed consolidated financial statements.

2. 編製基準

本未經審核簡明合併財務報表乃根據國際會計準則理事會(「國際會計準則理事會」)頒佈的國際會計準則第34號(「國際會計準則第34號」)「中期財務報告」以及GEM上市規則第十八章之適用披露規定而編製。

3. 重大會計政策

於本期間編製本集團的未經審核簡明合併財務報表時，本集團已首次應用於二零二三年一月一日開始的年度期間強制生效的下列國際會計準則理事會頒佈的經修訂之國際財務報告準則(「國際財務報告準則」)：

國際財務報告準則第3號(修訂本)	概念框架的提述
國際財務報告準則第16號(修訂本)	二零二一年六月三十日後Covid-19相關租金寬免
國際會計準則第16號(修訂本)	物業、廠房及設備—於作擬定用途前之所得款項
國際會計準則第37號(修訂本)	虧損性合約—履行合約之成本
國際財務報告準則(修訂本)	國際財務報告準則二零一八年至二零二零年之年度改進

於本期間應用經修訂之國際財務報告準則並無對本集團本期間及過往期間財務狀況及表現及／或該等簡明合併財務報表所載披露產生重大影響。



4. SEGMENT INFORMATION

The operating segments of the Group are classified into two categories. These segments are managed independently by the responsible segment management bodies in line with the products and services offered and the distribution channels and customer profiles involved. Components of entity are defined as segments on the basis of the existence of segment managers with revenue and segment results (profit before tax less interest income, finance cost and corporate expenses) responsibility who report directly to the Group's senior management who make strategic decisions.

Principal business of the Group's two reportable segments are as follows:

- a. Supply chain and logistics services for finished automobiles and components – Provision of logistics services and supply chain management, i.e. planning, storage and transportation management for finished automobiles and components;
- b. Materials procurement and related logistics services – Sale of bulk commodities and agricultural products to customers that are principally trading companies and provision of related services of transportation, management, storage, warehouse supervision and management.

4. 分部資料

本集團的經營分部分為兩大類。該等分部由負責的分部管理組織按所提供的產品及服務以及所涉及的分銷渠道和客戶組合獨立地管理。實體組成部份按存在肩負直接向負責作出策略性決策的本集團高級管理層報告收入和分部業績(除稅前溢利減利息收入、融資成本及公司開支)職責的分部管理人作出分類。

本集團兩個可呈報分部之主要業務如下：

- a. 汽車整車及零部件供應鏈物流服務－提供物流服務及供應鏈管理，即有關汽車整車及零部件的規劃、儲存及運輸管理；
- b. 物資採購及相關物流服務－向主要為貿易公司之客戶銷售大宗商品和農產品及提供運輸、管理、儲存、貨倉監督及管理等相关服務。

For the nine months ended 30 September 2023

截至二零二三年九月三十日止九個月

		Supply chain and logistics services for finished automobiles and components		Materials procurement and related logistics services	Reportable segments subtotal	All other segments	Total
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)	(未經審核)
		汽車整車及零部件供應鏈	物資採購及相關	可呈報	所有		
		物流服務	物流服務	分部小計	其他分部		總計
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
Revenue	收入	882,274	1,342,465	2,224,739	37,772	2,262,511	
Inter-segment revenue	分部間的收入	—	(2,311)	(2,311)	(5,020)	(7,331)	
Revenue from external customers	來自外部客戶的收入	882,274	1,340,154	2,222,428	32,752	2,255,180	
Segment results	分部業績	10,433	(8,007)	2,426	11,039	13,465	
Share of results of investments accounted for using the equity method	採用權益法入帳的應佔投資業績						22,925
Unallocated other income	未分配其他收入						11,564
Unallocated corporate expenses	未分配公司開支						(4,396)
Finance costs	融資成本						(16,629)
Profit before income tax	除所得稅前溢利						26,929
Income tax expense	所得稅開支						(3,221)
Profit for the period	期內溢利						23,708
Other information:	其他資料：						
Depreciation and amortisation	折舊及攤銷	(18,986)	(542)	(19,528)	(4,085)	(23,613)	
Income tax expense	所得稅開支	(3,192)	(26)	(3,218)	(3)	(3,221)	

For the nine months ended 30 September 2022

截至二零二二年九月三十日止九個月

	Supply chain and logistics services for finished automobiles and components 汽車整車及零部件供應鏈 物流服務	Materials procurement and related logistics services 物資採購及相關 物流服務	Reportable segments subtotal 可呈報 分部小計	All other segments 所有 其他分部	Total 總計
	RMB'000 人民幣千元 (Unaudited) (未經審核)	RMB'000 人民幣千元 (Unaudited) (未經審核)	RMB'000 人民幣千元 (Unaudited) (未經審核)	RMB'000 人民幣千元 (Unaudited) (未經審核)	RMB'000 人民幣千元 (Unaudited) (未經審核)
Revenue	收入	1,023,259	1,138,358	2,161,617	2,204,254
Inter-segment revenue	分部間的收入	—	(2,527)	(2,527)	(10,912)
Revenue from external customers	來自外部客戶的收入	1,023,259	1,135,831	2,159,090	2,193,342
Segment results	分部業績	76,410	(14,212)	62,198	72,179
Share of results of investments accounted for using the equity method	採用權益法入帳的應佔投資業績				34,702
Unallocated other income	未分配其他收入				12,089
Unallocated corporate expenses	未分配公司開支				(41,090)
Finance costs	融資成本				(14,557)
Profit before income tax	除所得稅前溢利				63,323
Income tax expense	所得稅開支				(19,939)
Profit for the period	期內溢利				43,384
Other information:	其他資料:				
Depreciation and amortisation	折舊及攤銷	(18,483)	(668)	(19,151)	(23,777)
Income tax expense	所得稅開支	(19,845)	(40)	(19,885)	(19,939)

5. EXPENSES BY NATURE

		For the nine months ended 30 September 截至九月三十日止九個月	
		2023 二零二三年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Depreciation and amortisation	折舊及攤銷	23,613	23,777
Other expenses	其他開支	9,947	15,969
Cost of sales	銷售成本	2,213,259	2,085,803
Total cost of sales and administrative expenses	銷售成本及行政開支總額	2,246,819	2,125,549

5. 按性質分類的支出

		For the nine months ended 30 September 截至九月三十日止九個月	
		2023 二零二三年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Depreciation and amortisation	折舊及攤銷	23,613	23,777
Other expenses	其他開支	9,947	15,969
Cost of sales	銷售成本	2,213,259	2,085,803
Total cost of sales and administrative expenses	銷售成本及行政開支總額	2,246,819	2,125,549

6. OTHER GAINS AND LOSSES, NET

		For the nine months ended 30 September 截至九月三十日止九個月	
		2023 二零二三年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Interest income	利息收入	8,264	12,089
Government grant	政府補貼	731	1,183
Litigation compensation	訴訟賠償款	—	(37,935)
Others	其他	(23)	48
		8,972	(24,615)

6. 其他收益與虧損淨額

		For the nine months ended 30 September 截至九月三十日止九個月	
		2023 二零二三年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Interest income	利息收入	8,264	12,089
Government grant	政府補貼	731	1,183
Litigation compensation	訴訟賠償款	—	(37,935)
Others	其他	(23)	48
		8,972	(24,615)

7. INCOME TAX EXPENSE

		For the nine months ended 30 September 截至九月三十日止九個月	
		2023 二零二三年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核)
PRC Enterprise Income Tax – Provision for the period	中國企業所得稅 — 期內撥備	(3,221)	(19,939)

Under the prevailing tax law in the PRC, the Enterprise Income Tax rate of the Group is 25%.

根據現行中國稅法，本集團之企業所得稅稅率為25%。

8. DIVIDEND

The Board does not recommend the payment of an interim dividend for the nine months ended 30 September 2023 (interim dividend for the nine months ended 30 September 2022: nil).

8. 股息

董事會建議不派發截至二零二三年九月三十日止九個月之中期股息(截至二零二二年九月三十日止九個月之中期股息：無)。

9. EARNINGS PER SHARE

		For the nine months ended 30 September 截至九月三十日止九個月	
		2023 二零二三年 RMB'000 人民幣千元 (Unaudited) (未經審核)	2022 二零二二年 RMB'000 人民幣千元 (Unaudited) (未經審核)
Profit for the period attributable to owners of the Company and earnings for the purpose of calculating basic and diluted earnings per share	本公司擁有人應佔期內溢利及計算每股基本及攤薄盈利之盈利	20,525	15,128

		Number of Shares 股份數目	
		For the nine months ended 30 September 截至九月三十日止九個月	
		2023 二零二三年 '000 千股 (Unaudited) (未經審核)	2022 二零二二年 '000 千股 (Unaudited) (未經審核)
Weighted average number of shares for the purpose of calculating basic and diluted earnings per share	計算每股基本及攤薄盈利之股份加權平均數	354,312	354,312

10. SHARE CAPITAL AND RESERVES

10. 股本及儲備

Attributable to owners of the Company
本公司擁有人應佔

		Share capital	Share premium	Statutory reserves	Other reserves	Retained earnings	Equity attributable to owners of the Parent company owners	Non-controlling interests	Total
		股本	股份溢價	法定公積金	其他儲備	保留盈利	應佔權益	非控股權益	總計
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
At 1 January 2022 (Audited)	於二零二二年一月一日 (經審核)	354,312	55,244	105,361	(62,381)	394,308	846,844	137,196	984,040
Profit and total comprehensive income for the period	期內溢利及期內全面收入總額	—	—	—	—	15,128	15,128	28,256	43,384
Dividends paid to non-controlling interests	已向非控股權益分派的股息	—	—	—	—	—	—	(41,795)	(41,795)
Transfer to statutory reserves	轉撥至法定公積金	—	—	5,042	—	(5,042)	—	—	—
At 30 September 2022 (Unaudited)	於二零二二年九月三十日 (未經審核)	354,312	55,244	110,403	(62,381)	404,394	861,972	123,657	985,629
At 1 January 2023 (Audited)	於二零二三年一月一日 (經審核)	354,312	55,244	110,403	(64,891)	418,816	873,884	125,384	999,268
Profit and total comprehensive income for the period	期內溢利及期內全面收入總額	—	—	—	—	20,525	20,525	3,183	23,708
Dividends paid to non-controlling interests	已向非控股權益分派的股息	—	—	—	—	—	—	(28,303)	(28,303)
Dividends recognised as distribution	確認為分派之股息	—	—	—	—	(10,789)	(10,789)	—	(10,789)
Transfer to statutory reserves	轉撥至法定公積金	—	—	3,414	—	(3,414)	—	—	—
At 30 September 2023 (Unaudited)	於二零二三年九月三十日 (未經審核)	354,312	55,244	113,817	(64,891)	425,138	883,620	100,264	983,884

11. FINANCIAL GUARANTEE LIABILITIES

The Company has provided a guarantee for Tianjin TEDA Supply Chain Technology Co., Ltd. (“TEDA Supply Chain”), its wholly-owned subsidiary, for loans amounting to RMB4,000,000 drawn by TEDA Supply Chain from banks, with a maturity date of 26 September 2023.

The Company has provided a guarantee for TEDA General Bonded Warehouse Co., Ltd. (“Bonded Warehouse”), its wholly-owned subsidiary, for the finance lease amounting to RMB56,000,000 drawn by Bonded Warehouse from CIMC Capital Ltd., with a maturity date of 15 February 2028.

12. COMPARATIVE FIGURES

Certain comparative figures have been reclassified to conform to the current period’s presentation.

11. 財務擔保責任

本公司為其全資附屬公司天津泰達供應鏈科技有限公司(「泰達供應鏈」)就金額為人民幣4,000,000元的泰達供應鏈向銀行提取之貸款提供擔保，貸款到期日為二零二三年九月二十六日。

本公司為其全資附屬公司天津開發區公共保稅倉有限公司(「保稅倉」)就金額為人民幣56,000,000元的保稅倉向中集融資租賃有限公司提取之融資租賃提供擔保，融資租賃到期日為二零二八年二月十五日。

12. 比較數字

若干比較數字已重新分類，以符合本期間的呈列方式。

MANAGEMENT DISCUSSION AND ANALYSIS

Financial Review

For the nine months ended 30 September 2023 (the “Reporting Period”), the Group recorded an operating income of RMB2,255,180,000, representing an increase of RMB61,838,000 or 2.82% as compared to RMB2,193,342,000 of the corresponding period last year. During the Reporting Period, the materials procurement and related logistics services recorded an increase as compared with the corresponding period last year, while the supply chain and logistics services for finished automobiles and components recorded a decrease as compared with the corresponding period last year, and the bonded warehouse and supervision and transportation services also recorded a decrease as compared with the corresponding period last year.

During the Reporting Period, the overall gross profit margin for the Group was 1.86%, representing a decrease of 3.04 percentage points as compared with the overall gross profit margin of 4.90% of the corresponding period last year. The decrease in the overall gross profit margin was mainly attributable to a significant decline in the performance of the supply chain and logistics services for finished automobiles and components as a result of a decrease in the number of imported automobiles by the Group’s major customers.

During the Reporting Period, the management fee for the Group was RMB33,560,000, representing a decrease of RMB6,186,000 or 15.56% as compared with RMB39,746,000 of the corresponding period last year.

During the Reporting Period, the share of results of joint ventures and associates of the Group was RMB22,925,000, representing a decrease of RMB11,777,000 or 33.94% as compared with RMB34,702,000 of the corresponding period last year. The decrease in the share of results of joint ventures and associates was mainly due to the significant year-on-year decrease in the operating performance of Tedahang Cold Chain Logistics Co., Ltd. (“Tedahang”) and Tianjin Alps Teda Logistics Co., Ltd. (“Tianjin Alps Teda”), two joint ventures and Port Gangwan International Automobile, an associate.

During the Reporting Period, the finance cost for the Group was RMB16,629,000, representing an increase of RMB2,072,000 or 14.23% as compared with RMB14,557,000 of the corresponding period last year. The increase in finance cost was mainly attributable to the increase in costs of finance leases.

管理層討論與分析

財務回顧

本集團截至二零二三年九月三十日止九個月（「本報告期」）實現營業收入人民幣2,255,180,000元，較上年同期營業收入人民幣2,193,342,000元增加人民幣61,838,000元，增幅為2.82%。於報告期內，物資採購及相關物流服務較上年同期有所上升，而汽車整車及零部件供應鏈物流服務較上年同期有所下降，保稅倉儲服務、監管及運輸服務較上年同期亦有所下降。

本集團本報告期的整體毛利率為1.86%，較上年同期的整體毛利率4.90%下降3.04個百分點，整體毛利率下降的主要原因是本集團主要客戶進口車數量減少導致汽車整車及零部件供應鏈物流服務業務業績嚴重下滑。

本集團本報告期管理費用為人民幣33,560,000元，較上年同期管理費用減少人民幣6,186,000元（上年同期人民幣39,746,000元），降幅為15.56%。

本集團本報告期應佔合營聯營公司業績為人民幣22,925,000元，較上年同期減少人民幣11,777,000元（上年同期人民幣34,702,000元），降幅為33.94%。應佔合營聯營公司業績下降的主要原因是合營公司泰達行（天津）冷鏈物流有限公司（「泰達行」）、天津泰達阿爾卑斯物流有限公司（「天津泰達阿爾卑斯」）及聯營公司港灣國際汽車同比經營業績大幅下滑。

本集團本報告期財務費用為人民幣16,629,000元，較上年同期財務費用增加人民幣2,072,000元（上年同期人民幣14,557,000元），增幅為14.23%，財務費用上升的主要原因是增加融資租賃成本。

During the Reporting Period, the profit attributable to equity holders of the Group amounted to RMB20,525,000, representing an increase of RMB5,397,000 or 35.68% as compared with RMB15,128,000 of the corresponding period last year, which was mainly attributable to the absence of a provision of RMB37,935,000 for Guofu litigation compensation in the corresponding period last year.

Business Review

The principal businesses of the Group are supply chain and logistics services for finished automobiles and components, supply chain and logistics services for electronic components, materials procurement and related logistics services, cold chain logistics services and other services such as bonded warehouse, container yard, supervision, agency and transportation services.

During the Reporting Period, both the operating income and gross profit have significantly decreased for the supply chain and logistics services of finished automobiles and components business of the Group as compared with that of the corresponding period last year, resulting in a significant decrease in the operating results as compared with the corresponding period last year.

During the Reporting Period, both the operating income and operating results of materials procurement and related logistics services of the Group increased as compared with the corresponding period last year.

During the Reporting Period, the bonded warehouse, transportation and supervision business of a subsidiary of the Group recorded a decrease in its operating revenue and an increase in its operating results as compared with the corresponding period last year.

The operating income and operating results of Tianjin Alps Teda, a joint venture of the Group, decreased as compared with the corresponding period last year. The operating income of Dalian Alps Teda Logistics Co., Ltd., a joint venture of the Group, increased slightly as compared with the corresponding period last year, while the operating results decreased slightly as compared with the corresponding period last year.

The operating income and operating results of Tedahang, a joint venture of the Group, both decreased as compared with the corresponding period last year.

本集團本報告期權益持有人錄得溢利為人民幣20,525,000元，較上年同期增加人民幣5,397,000元（上年同期人民幣15,128,000元），增幅為35.68%，業績同比增加的主要原因是減少上年同期計提的國釜訴訟賠償款人民幣37,935,000元。

業務回顧

本集團之業務主要為汽車整車及零部件供應鏈物流服務業務、電子零部件供應鏈物流服務業務、物資採購及相關的物流服務業務、冷鏈物流服務業務及保稅倉儲服務、集裝箱堆場服務、監管、代理、運輸等其他服務業務。

本集團汽車整車及零部件供應鏈物流服務業務於本報告期內營業收入及毛利較上年同期均大幅下降，導致營業業績較上年同期大幅下降。

本集團物資採購及相關物流服務業務於本報告期內營業收入及營業業績較上年同期均有所增長。

本集團之附屬公司的保稅倉儲、運輸、監管業務於本報告期內營業收入較上年同期有所下降，營業業績較上年同期有所增長。

本集團之合營公司天津泰達阿爾卑斯營業收入及營業業績較上年同期有所下降。本集團之合營公司大連泰達阿爾卑斯物流有限公司的營業收入較上年同期略有增長，營業業績較上年同期略有下降。

本集團之合營公司泰達行營業收入及營業業績較上年同期均有所下降。

Supply Chain and Logistics Services for Finished Automobiles and Components

During the Reporting Period, the throughput of the logistics services for domestic finished automobiles was 369,249 sets, representing a decrease of 18,471 sets or 4.76% as compared to 387,720 sets of the corresponding period last year. During the Reporting Period, the throughput of logistics services for the imported automobiles was 30,689 sets, representing a decrease of 9,179 sets or 23.02% as compared to 39,868 sets of the corresponding period last year. The turnover recorded for the Reporting Period amounted to RMB882,274,000, representing a decrease of RMB140,985,000 or 13.78% as compared with the corresponding period last year.

Materials Procurement and Related Logistics Services

During the Reporting Period, the turnover amounted to RMB1,340,154,000, representing an increase of RMB204,323,000 or 17.99% as compared with the corresponding period last year.

Warehousing, Supervision, Agency and Other Services

During the Reporting Period, the turnover of the warehousing, supervision, agency and other services amounted to RMB32,752,000, representing a decrease of RMB1,500,000 or 4.38% as compared with the corresponding period last year.

Supply Chain and Logistics Services for Electronic Components (Conducted through Investments in Joint Ventures)

During the Reporting Period, the turnover amounted to RMB574,952,000, representing a decrease of RMB193,687,000 or 25.20% as compared with the corresponding period last year.

Cold Chain Logistics Services (Conducted through Investments in Joint Ventures)

During the Reporting Period, the turnover amounted to RMB156,210,000, representing a decrease of RMB37,554,000 or 19.38% as compared with the corresponding period last year.

汽車整車及零部件供應鏈物流服務

本報告期內國產整車物流服務量為369,249台，較上年同期387,720台減少18,471台，降幅為4.76%；本報告期內進口車物流服務量為30,689台，較上年同期39,868台減少9,179台，降幅為23.02%。本報告期內實現營業額人民幣882,274,000元，較上年同期下降人民幣140,985,000元，降幅為13.78%。

物資採購及相關物流服務

本報告期內實現營業額人民幣1,340,154,000元，較上年同期增加人民幣204,323,000元，增幅為17.99%。

倉儲、監管、代理及其他服務

本報告期內，倉儲、監管、代理及其他服務實現營業額人民幣32,752,000元，較上年同期減少人民幣1,500,000元，降幅為4.38%。

電子零部件供應鏈物流服務(通過投資合營公司來進行)

本報告期內實現營業額人民幣574,952,000元，較上年同期減少人民幣193,687,000元，降幅為25.20%。

冷鏈物流服務(通過投資合營公司來進行)

本報告期內實現營業額人民幣156,210,000元，較上年同期減少人民幣37,554,000元，降幅為19.38%。

PROSPECTS AND OUTLOOK


In the first three quarters of 2023, with the gradual implementation of a series of national policies to stabilize growth, China's economy has shown an on-going positive recovery, with a year-on-year increase in gross output value of national social logistics of 4.8% and a year-on-year increase in gross output value of industrial products of 4%, and a rapid growth has been maintained in terms of industrial upgrading. However, the international environment has become more complex and difficult, posing new impacts on global trade and supply chains. In this context, during the Reporting Period, the Group has intensified its efforts to develop businesses to mitigate the impact of the significant decline in the performance of the supply chain and logistics services for finished automobiles and components, the Group has maintained relatively stable operating results as compared with the corresponding period last year.

The Group will continue to prepare itself well for the complicated situation, take a comprehensive and objective view of the current economic situation, prioritize stability and seek progress while maintaining stability, focus on the goal of pursuing high-quality development with operation as the major task, strengthen its internal growth momentum, utilise inventories, expand volumes and improve the quality. It will continue to develop the five operations, namely automobile logistics, digital and intelligent logistics, warehousing logistics, electronic components logistics and cold chain logistics. The resources of the subsidiaries will be consolidated and coordinated, with an aim to enhance the quality and efficiency of warehousing and multimodal transportation business. The Group will provide market-oriented services and promote the transformation and upgrade of logistics assets. Meanwhile, the Group will actively carry out business transformation by promoting the transformation of the materials procurement business to supply chain management services, and deepen and solidify the business of supply chain management services under the premise of risk control. The Group will continue to be confident in assessing and fully utilising relevant national policies that promote economic development, spare no efforts to solidly promote high-quality development, and strive to achieve the expected business targets for this year.

前景展望

2023年前三個季度，隨著國家一系列穩增長政策逐步落地實施，國民經濟持續恢復向好，全國社會物流總額同比增長4.8%，工業品物流總額同比增長4%，產業升級領域保持快速增長。但國際環境更趨複雜嚴峻，對全球貿易和供應鏈帶來新的衝擊。在此背景下，於本報告期內，本集團加大業務開拓力度，降低汽車整車及零部件供應鏈物流服務業務之業績大幅下降的影響，本集團經營業績較上年同期保持穩定。

本集團將繼續做好應對複雜局面的準備，全面、客觀看待當前經濟形勢，堅持穩字當先，穩中求進，圍繞高質量發展的任務目標，堅持以經營為中心任務，增強內生動力，盤活存量、擴大增量、提升質量。繼續發展汽車物流、數智物流、倉儲物流以及電子部品物流、冷鏈物流五項經營業態，統籌所屬公司資源協同，推動倉儲、多式聯運業務提質增效，結合市場定制服務，推進物流資產改造更新。同時，積極開展業務轉型，推動物資採購業務向供應鏈管理服務業務轉型，在控制風險的前提下，將供應鏈管理服務業務做深做實。本集團將繼續堅定信心，研判並充份利用好國家推動經濟發展的相關政策，全力以赴扎實推進高質量發展，努力實現全年預期經營目標。



DIRECTORS', SUPERVISORS' AND CHIEF EXECUTIVES' INTERESTS AND/OR SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY OR ANY OF ITS ASSOCIATED CORPORATIONS

As at 30 September 2023, none of the Directors, supervisors and chief executives of the Company held interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) ("SFO") (Part XV of the SFO)), which were required to be notified to the Company and the Stock Exchange under Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they had or have been deemed to have under the SFO), or which were recorded in the register required to be kept by the Company under Section 352 of the SFO, or which were otherwise required to be notified to the Company and Stock Exchange pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules.

DIRECTORS', SUPERVISORS' AND CHIEF EXECUTIVES' RIGHTS TO ACQUIRE SHARES OR DEBENTURES OF THE COMPANY

So far as is known to the Directors, as at 30 September 2023, none of the Directors, supervisors and chief executives of the Company had any interest in the shares of the Company, or has been granted, or exercised, any rights to subscribe for shares (or warrants or debentures, if applicable) of the Company or to purchase shares of the Company.

董事、監事及最高行政人員於本公司或任何相關法團之股份、相關股份及債券之權益及／或淡倉

於二零二三年九月三十日，本公司的董事、監事及最高行政人員在本公司或其任何相關法團（定義見香港法例第571章《證券及期貨條例》（「證券及期貨條例」）第XV部）的股份、相關股份或債權證中，並無擁有根據證券及期貨條例第XV部第7及8分部須知會本公司及聯交所的權益或淡倉（包括根據證券及期貨條例彼等擁有或被視作擁有的權益或淡倉），或根據證券及期貨條例第352條記錄本公司須按該條例規定備存的登記冊內的權益或淡倉，或根據GEM上市規則第5.46至5.67條須知會本公司及聯交所的權益或淡倉。

董事、監事及最高行政人員購買本公司股份或債權證的權利

就董事所知，於二零二三年九月三十日，本公司的董事、監事及最高行政人員並無本公司任何股份權益，或獲授予任何權利或行使任何權利以認購本公司的股份（或認股權證或債權證（如適用））或購買本公司股份。

SUBSTANTIAL SHAREHOLDERS AND PERSONS HOLDING INTERESTS AND SHORT POSITIONS IN THE SHARES AND UNDERLYING SHARES OF THE COMPANY

So far as is known to the Directors, supervisors and chief executives of the Company, as at 30 September 2023, the following persons (other than the Directors, supervisors and chief executives of the Company) had or were deemed to have interests or short positions in the shares and underlying shares of the Company, which were required to be disclosed to the Company pursuant to Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company under Section 336 of the SFO, or directly or indirectly hold 5% or more interests of any class of share capital carrying rights to vote in all circumstances at general meetings of any member of the Group:

主要股東及於本公司股份及相關股份持有權益及淡倉的人士

就本公司的董事、監事及最高行政人員所知，於二零二三年九月三十日，下列人士(本公司董事、監事及最高行政人員除外)擁有或被視作擁有本公司股份及相關股份的權益或淡倉，而根據證券及期貨條例第XV部第2及3分部向本公司披露，或根據證券及期貨條例第336條記錄在本公司須按規定備存的登記冊內的權益或淡倉，或在本集團任何集團成員的股東大會上直接或間接持有在任何情況下附有投票權的任何類別股本5%或以上之權益的人士如下：

Name	Capacity	Number and class of shares	Approximate percentage of shareholding in the same class of shares	Approximate percentage of shareholding to the Company's total issued share capital
名稱	身份	股份數目及類別 (Note 1) (附註1)	於同一類別 股份持股量 概約百分比	於本公司 已發行股本 總數持股量 概約百分比
Tianjin TEDA Investment Holding Co., Ltd. 天津泰達投資控股有限公司	Beneficial owner 實益持有人	150,420,051 (L) Domestic shares 150,420,051 股 (L) 內資股	58.74%	42.45%
Chia Tai Pharmaceutical Investment (Beijing) Co., Ltd. 正大製藥投資(北京)有限公司	Beneficial owner 實益持有人	77,303,789 (L) Domestic shares 77,303,789 股 (L) 內資股	30.19%	21.82%
Chia Tai Land Company Limited 正大置地有限公司	Beneficial owner 實益持有人	28,344,960 (L) Domestic shares 28,344,960 股 (L) 內資股	11.07%	8%
Tianjin Port Development Holdings Limited 天津港發展控股有限公司	Beneficial owner 實益持有人	20,000,000 (L) H Shares 20,000,000 股 (L) H 股	20.36%	5.64%
Hongkong Topway Trading Co., Limited 香港拓威貿易有限公司	Beneficial owner 實益持有人	10,000,000 (L) H Shares 10,000,000 股 (L) H 股	10.18%	2.82%

So far as is known to the Directors, chief executives and supervisors of the Company, as at 30 September 2023, the deemed interests of Chia Tai Company, Chia Tai Pharmaceutical Company and their associates under Part XV of the SFO are as follows:

據本公司董事、主要行政人員及監事所知，於二零二三年九月三十日，正大置地、正大製藥及其聯繫人士於證券及期貨條例第XV部項下的視作權益如下：

Name	Capacity	Number and class of shares	Approximate percentage of shareholding in the same class of shares 於同一類別股份持股量概約百分比	Approximate percentage of shareholding to the Company's total issued share capital 於本公司已發行股本總數持股量概約百分比
名稱	身份	股份數目及類別 (Note 1) (附註1)		
Chia Tai Land Company Limited 正大置地有限公司	Beneficial owner 實益持有人	28,344,960(L) Domestic shares 28,344,960 股 (L) 內資股	11.07%	8%
Fortune (Shanghai) Limited 富泰(上海)有限公司	Interest of corporation controlled by a substantial shareholder 主要股東的受控法團權益	28,344,960(L) Domestic shares 28,344,960 股 (L) 內資股	11.07%	8%
Charoen Pokphand Group (BVI) Holdings Limited 正大集團(BVI)控股有限公司	Interest of corporation controlled by a substantial shareholder 主要股東的受控法團權益	28,344,960(L) Domestic shares 28,344,960 股 (L) 內資股	11.07%	8%
CPG Overseas Company Limited CPG Overseas Company Limited	Interest of corporation controlled by a substantial shareholder 主要股東的受控法團權益	28,344,960(L) Domestic shares 28,344,960 股 (L) 內資股	11.07%	8%

Name	Capacity	Number and class of shares	Approximate percentage of shareholding in the same class of shares 於同一類別股份持股量概約百分比	Approximate percentage of shareholding to the Company's total issued share capital 於本公司已發行股本總數持股量概約百分比
名稱	身份	股份數目及類別 (Note 1) (附註1)		
Charoen Pokphand Group Co., Ltd.	Interest of corporation controlled by a substantial shareholder	28,344,960(L) Domestic shares	11.07%	8%
卜蜂集團有限公司	主要股東的受控法團權益	28,344,960 股 (L) 內資股		
Chia Tai Pharmaceutical Investment (Beijing) Co., Ltd.	Beneficial owner	77,303,789(L) Domestic shares	30.19%	21.82%
正大製藥投資(北京)有限公司	實益持有人	77,303,789 股 (L) 內資股		
Sino Biopharmaceutical Limited	Interest of corporation controlled by a substantial shareholder	77,303,789(L) Domestic shares	30.19%	21.82%
中國生物製藥有限公司	主要股東的受控法團權益	77,303,789 股 (L) 內資股		

Note:

1. The letter "L" denotes the long position of the shareholders of the Company (the "Shareholders") in the share capital of the Company

附註：

1. 「L」指本公司股東(「股東」)於本公司股本中的好倉

Save as disclosed in this report, so far as is known to the Directors, supervisors and chief executives of the Company, as at 30 September 2023, no any other persons (other than Directors, supervisors and chief executives of the Company) had interests or short positions which would fall to be disclosed to the Company under provisions of Divisions 2 and 3 of Part XV of the SFO or, who were directly or indirectly interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of the Company and/or any subsidiary of the Company or, which were required to be recorded in the register of the Company under Section 336 of the SFO.

除本報告所披露者外，於二零二三年九月三十日，據本公司董事、監事及最高行政人員所知，概無其他人士(本公司董事、監事及最高行政人員除外)擁有根據證券及期貨條例第XV部第2及3分部之條文須向本公司作出披露之權益或淡倉；或直接或間接擁有附有一切情況於本公司及／或本公司任何附屬公司股東大會上投票之權利之任何類別股本面值5%或以上之權益；或根據證券及期貨條例第336條須記錄於本公司之登記冊之權益或淡倉。

COMPETING INTERESTS

None of the Directors, controlling shareholders, substantial shareholders of the Company nor their respective associates are engaged in business that competes or may compete with the business of the Group and have any other conflicts of interests with the Group.

CHANGE IN INFORMATION OF DIRECTOR, SUPERVISOR OR CHIEF EXECUTIVE

At the fourth (temporary) meeting of the sixth session of the Board of the Company held on 13 July 2023, Mr. Yang Weihong resigned as the General Manager of the Company due to work arrangements, and Ms. Ma Xin was appointed as the Deputy General Manager (presiding work) of the Company at the meeting. Her position is equivalent to that of chief executive. For details, please refer to the announcement of the Company dated 13 July 2023.

Save as disclosed above and as at the date of this report, the Company is not aware of any change in the information of Director, supervisor or chief executive required to be disclosed pursuant to Rule 17.50A(1) of the GEM Listing Rules.

CORPORATE GOVERNANCE CODE

The Company has complied with the code provisions in the Corporate Governance Code as set out in Part 2 of Appendix 15 of the GEM Listing Rules throughout the Reporting Period, except for the following deviation: according to code provision C.2.1, the roles of the chairman of the Board (the “Chairman”) and the chief executive officer should be separate and should not be performed by the same individual. The division of responsibilities between the Chairman and chief executive officer should be clearly established and set out in writing.

At the fourth meeting of the fourth session of the Board of the Company held on 20 March 2018, Mr. Yang Weihong was appointed as the president of the Company (the “President”, equivalent to the “chief executive”), details of which were set out in the announcement of the Company dated 20 March 2018.

At the 2022 annual general meeting convened by the Company on 12 May 2023, Mr. Yang Weihong was re-appointed as an executive Director of the sixth session of the Board of the Company, and was elected as the Chairman of the Board at the first meeting of the sixth session of the Board of the Company convened on the same day.

競爭利益

本公司之董事、控股股東、主要股東或彼等各自之聯繫人士概無從事與本集團之業務構成競爭或可能構成競爭之業務，且亦無與本集團任何其他利益衝突。

董事、監事或最高行政人員資料變更

於二零二三年七月十三日，本公司第六屆董事會第四次(臨時)會議上，由於工作安排，楊衛紅先生辭任本公司總經理職務，並在該會議上聘任馬欣女士為本公司副總經理(主持工作)，其職位相當於行政總裁職務。詳情載於本公司於二零二三年七月十三日刊發的公告。

除上文所披露者外，於本報告日期，據本公司所知，概無根據GEM上市規則第17.50A(1)條須予披露的任何董事、監事或最高行政人員資料變更。

企業管治守則

於本報告期內，本公司一直遵守GEM上市規則附錄十五第二部份所載之企業管治守則之守則條文，惟以下偏離者除外：根據守則條文C.2.1，董事會主席(「主席」)與行政總裁的角色應有區分，並不應由一人同時兼任。主席與行政總裁之間職責的分工應清楚界定並以書面列載。

於二零一八年三月二十日本公司第四屆董事會第四次會議上楊衛紅先生獲委任本公司總裁(「總裁」)(其職位相當於行政總裁)職務，詳情載於本公司於二零一八年三月二十日刊發的公告。

在本公司於二零二三年五月十二日召開的二零二二年度股東周年大會上，楊衛紅先生獲重選連任為本公司第六屆董事會執行董事，並於同日召開的本公司第六屆董事會第一次會議上獲選為主席。



At the fourth (temporary) meeting of the sixth session of the Board of the Company held on 13 July 2023, Mr. Yang Weihong resigned as the General Manager of the Company due to work arrangements, and Ms. Ma Xin was appointed as the Deputy General Manager (presiding work) of the Company at the fourth (temporary) meeting of the sixth session of the Board of the Company held on the same date. Her position is equivalent to that of chief executive. For details, please refer to the announcement of the Company dated 13 July 2023. Mr. Yang Weihong remains the executive Director and Chairman of the Board. Accordingly, the Company has complied with the requirements of code provision C.2.1.

In future, the Board will continue to review the corporate governance structure of the Group and further improve the corporate governance system according to the operation and development requirement of the Company.

AUDIT COMMITTEE

Pursuant to the requirements under Rule 5.28 of the GEM Listing Rules, the Company has set up an audit committee with terms of reference, which clearly defines the authorities and duties of the committee. In compliance with the requirements under Rule 5.29 of the GEM Listing Rules, the authority and responsibility of the audit committee have been properly set out in writing. The audit committee currently comprises independent non-executive Directors, namely Prof. Cheng Xinsheng (Chairman), Prof. Japhet Sebastian Law and Mr. He Yongjun, among which Prof. Cheng Xinsheng has the relevant professional qualification and financial experience. The audit committee has reviewed the Company's unaudited results for the Reporting Period and respective recommendation and opinion have been made.

SECURITIES TRANSACTIONS BY DIRECTORS

The Group has adopted a code of dealing in securities by the Directors of the Group, which was formulated in accordance with Rules 5.48 to 5.67 of the GEM Listing Rules for the purpose of setting out its own required standards for assessment of the conduct of the Directors of the Group in dealings in the securities of the Group. Upon enquiries made to each Director by the Company, all Directors confirmed that they have complied with the code of dealing in securities by the Directors.

於二零二三年七月十三日，本公司第六屆董事會第四次(臨時)會議上，由於工作安排，楊衛紅先生辭任本公司總經理職務，並於同日召開的本公司第六屆董事會第四次(臨時)會議上聘任馬欣女士為本公司副總經理(主持工作)，其職位相當於行政總裁職務。詳情載於本公司於二零二三年七月十三日刊發的公告。楊衛紅先生仍然為執行董事及董事會主席。據此，本公司已遵守守則條文C.2.1之規定。

未來，董事會亦會根據公司經營發展需要，繼續檢討本集團企業管治架構，進一步完善公司治理體系建設。

審核委員會

本公司已根據GEM上市規則第5.28條之規定成立審核委員會，並清楚界定其職權及職責。遵照GEM上市規則第5.29條之規定書面列明其職權及職責。審核委員會現由獨立非執行董事程新生教授(主席)、羅文鈺教授及何勇軍先生組成，其中程新生教授具備合適的專業資格和財務經驗。審核委員會已審閱本公司本報告期內之未經審核業績，並已據此提供建議及意見。

董事進行證券交易

本集團已採納按照GEM上市規則第5.48至5.67條規定本集團董事證券交易買賣守則，目的為列明本集團董事於買賣本集團的證券時用以衡量本身操守的所需標準。經本公司向各董事作出查詢後，所有董事均已確認一直遵守董事證券交易買賣守則。

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES OF THE COMPANY

During the Reporting Period, neither the Company nor any of its subsidiaries have purchased, redeemed or sold or cancelled any listed securities of the Company.

By order of the Board

Tianjin Binhai Teda Logistics (Group) Corporation Limited*

Yang Weihong

Chairman

Tianjin, the PRC

10 November 2023

As at the date of this report, 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.

購買、出售或贖回本公司之上市證券

於本報告期內，本公司或其任何附屬公司概無購入、贖回或出售或註銷本公司任何上市證券。

承董事會命

天津濱海泰達物流集團股份有限公司

主席

楊衛紅

中國天津市

二零二三年十一月十日

於本報告日期，董事會包括執行董事楊衛紅先生；非執行董事李健先生、孟雋女士、孫靜女士及張炎先生；及獨立非執行董事程新生教授、何勇軍先生、羅文鈺教授及彭作文先生。