



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 FIRST EXTRAORDINARY GENERAL MEETING IN 2023  
TO BE HELD ON 10 FEBRUARY 2023 (OR AT ANY ADJOURNMENT THEREOF)**

I/We, \_\_\_\_\_

of \_\_\_\_\_ (Note 1)

being the registered holder of \_\_\_\_\_ **Domestic Shares/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 First Extraordinary General Meeting in 2023 or \_\_\_\_\_

\_\_\_\_\_ of \_\_\_\_\_

\_\_\_\_\_ as my/our proxy to attend and act for me/us at the First Extraordinary General Meeting in 2023 (“EGM”) to be held at No. 39, Bohai Road, Tianjin Economic and Technological Development Zone, Tianjin, the People’s Republic of China (the “**PRC**”) on Friday, 10 February 2023 at 9:30 a.m. and at any adjournment thereof and to vote on my/our behalf as directed below.

<b>ORDINARY RESOLUTION</b> (Note 4)		<b>For</b> (Note 5)	<b>Against</b> (Note 5)
1.	<p>“That:</p> <p>(a) the Finance Lease Arrangement (a copy of the Finance Lease Agreement and the Mortgage Agreements marked “A” have been tabled before the EGM and initialed by the chairman of the meeting for the purpose of identification) (all as defined and described in the circular of the Company dated 19 January 2023) and all other transactions contemplated thereunder and in connection therewith and any other ancillary documents and be and are hereby approved, confirmed and/or ratified; and</p> <p>(b) any one director of the Company be and is hereby authorised for and on behalf of the Company to do all such acts and things, and execute, sign all such other documents and take all such steps as he/she may in his/her discretion consider necessary, desirable, expedient or appropriate for the implementation of the Finance Lease Arrangement (as defined in the circular of the Company dated 19 January 2023), including consent to or make modifications, amendments or waivers under the Finance Lease Agreement and the Mortgage Agreements.”</p>		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2023 Signature(s) (Note 6) \_\_\_\_\_

\* For identification purposes only

*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 proxy form relates. If no number is inserted, this proxy form will be deemed to relate to all Shares in the capital of the Company registered in your name(s). Please also strike out the type of Shares (Domestic Shares/H Shares) to which the proxy does not relate.
3. Please insert the name and address of the proxy desired. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE EGM WILL ACT AS YOUR PROXY.**
4. The full text of this resolution is set out in the notice of the EGM which is sent to the shareholders of the Company (the “Shareholders”) together with this proxy form.
5. If you wish to vote for the resolution set out above, please **tick** (“✓”) in the box marked “**FOR**”. If you wish to vote against the resolution, please **tick** (“✓”) in the box marked “**AGAINST**”. If this proxy form returned is duly signed but without specific direction on the resolution, the proxy will vote or abstain at his discretion in respect of the resolution. A proxy will also be entitled to vote at his discretion on any resolution properly put to the EGM other than those set out in the notice of the EGM.
6. This proxy form must be signed by a Shareholder, 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 proxy form may be signed by any one joint holder, but if more than one joint holder is present at the EGM, 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. As regards to the holders of H Shares, in order to be valid, this proxy form, 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 EGM or any adjournment thereof.
9. As regards to the holders of Domestic Shares, in order to be valid, this proxy form, 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 registered office at Third Floor of the Office Building, No. 39, Bohai Road, Tianjin Economic and Technological Development Zone, Tianjin, the PRC not less than 24 hours before the time appointed for holding the EGM or any adjournment thereof.
10. A proxy need not be a Shareholder but must attend the EGM in person to represent you. A proxy attending the EGM on behalf of a Shareholder must present this proxy form, duly completed and signed, and the proxy’s proof of identification.
11. This proxy form is in duplicate. One of which should be lodged in accordance with the instruction under note 8 or note 9 and the other shall be presented at the EGM in accordance with the instruction under note 10.
12. Completion and return of this proxy form will not preclude you from attending and voting at the EGM if you so wish. If you attend and vote at the EGM, the authority of your proxy will be revoked.
13. Any alteration made to this proxy form should be initialed by the person who signs the proxy form.
14. Unless the context requires otherwise, terms defined in the notice of the EGM shall bear the same meanings when used in this proxy form.