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天津港發展控股有限公司
Tianjin Port Development Holdings Limited
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 03382)

CONNECTED TRANSACTION
PLATFORM CONSTRUCTION PROJECT

PLATFORM CONSTRUCTION AGREEMENT

On 19 December 2025, Wuze Logistics Co, a subsidiary of the Company, entered into the Platform Construction Agreement with Information Co in respect of the Platform Construction Project, at the consideration of RMB31,865,892 (inclusive of tax).

LISTING RULES IMPLICATIONS

Information Co is a subsidiary of Tianjin Port Group Co, the controlling shareholder of the Company, and is therefore a connected person of the Company. Accordingly, the Platform Construction Project constitutes a connected transaction of the Company under Chapter 14A of the Listing Rules.

As one or more of the applicable percentage ratios (as defined in the Listing Rules) in respect of the Platform Construction Project are more than 0.1% but all of the applicable percentage ratios are less than 5%, the Platform Construction Project is only subject to the reporting and announcement requirements, but is exempt from the circular (including independent financial advice) and independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

PRINCIPAL TERMS OF THE PLATFORM CONSTRUCTION AGREEMENT

Date : 19 December 2025

Parties : (1) Purchaser: Wuze Logistics Co
(2) Seller: Information Co

A tender by way of open bidding was made in relation to the Platform Construction Agreement whereby the bid evaluation committee evaluated the technical, informational, and commercial aspects of the bidding documents in accordance with the parameters stipulated in the tender documents. Upon examination, the bid submitted by Information Co received the highest overall score as its bidding documents satisfied all standards and substantive requirements set out in the tender documents. The bid evaluation committee had therefore recommended Information Co as the successful bidder.

Scope : The construction of the port hazardous chemicals intelligent monitoring platform for Wuze Logistics Co is a turnkey project. The scope covers the design, procurement, construction, training, and after-sales quality warranty services for the construction of the container intelligent monitoring and management system, including the corresponding front-end cameras and back-end data center support environment. This includes video front-end points, data center infrastructure, network and security, technical support environment, and related platform software development, all aimed at enhancing management and control capabilities. The Seller should provide the relevant services, including contract equipment, technical services, and warranty period services, in accordance with the specifications in the tender documents.

Terms : From the date of signing of the Platform Construction Agreement to completion by 31 July 2026.

Consideration : The consideration is RMB31,865,892 (inclusive of tax), which will be payable by instalments in accordance with the progress of the Platform Construction Project in the following manner:-

(i) within 5 business days after both parties sign the Platform Construction Agreement, the Seller shall submit a general VAT invoice to the Purchaser, and the Purchaser shall thereupon pay 50% of the consideration, being RMB15,932,946, to the Seller;

(ii) after delivery of the hardware equipment listed in the equipment list of Platform Construction Agreement, the Seller shall co-operate with the Purchaser's inspection of the goods for acceptance. Within 5 business days after acceptance of the inspection, the Seller shall submit a general VAT invoice to the Purchaser, and the Purchaser shall thereupon pay 25% of the consideration, being RMB7,966,473, to the Seller;

(iii) after the Seller completes the equipment installation and commissioning and meets the Purchaser's requirements, the Seller shall co-operate with the Purchaser in conducting project acceptance inspection. Within 5 business days after acceptance of the inspection, the Seller shall submit a general VAT invoice to the Purchaser, and the Purchaser shall thereupon pay 20% of the consideration, being RMB6,373,178.4, to the Seller; and

(iv) one year after the acceptance (i.e. the date of the warranty period ends), the Purchaser shall pay the Seller the warranty balance. After the Seller submits a general VAT invoice to the Purchaser, the Purchaser shall thereupon pay 5% of the consideration, being RMB1,593,294.6 to the Seller.

Such consideration was arrived at through the above-mentioned tender process held by Wuze Logistics Co in accordance with the relevant PRC laws and regulations. It is expected that the consideration will be funded by internal resources of the Group.

REASONS FOR AND BENEFITS OF ENTERING INTO THE PLATFORM CONSTRUCTION AGREEMENT

By entering into the Platform Construction Agreement, Wuze Logistics Co can strengthen and enhance its control capacities and management level for hazardous chemicals, achieving comprehensive, visual, and intelligent control requirements of container operation areas. Through intelligent and informatisation measures, this initiative accelerates the development of smart systems, reduce logistics costs, improve operational efficiency, enhances the competitiveness of Wuze Logistics Co, and thereby reaping greater benefits for the Group.

The Directors (including the independent non-executive Directors) are of the view that the Platform Construction Project is conducted in the ordinary and usual course of business of the Group on normal commercial terms, and the terms of the Platform Construction Agreement are fair and reasonable and in the interests of the Company and the shareholders of the Company as a whole.

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None of the Directors had a material interest in the Platform Construction Project. In view of good corporate governance practices, Chu Bin, Luo Xunjie, Liu Nan and Jiang Wei, the Directors who are also directors and/or senior management of Tianjin Port Group Co, have abstained from voting in the relevant Board resolutions in relation to transactions with Tianjin Port Group Co and/or its associates.

GENERAL

The Group is principally engaged in containerised and non-containerised cargo handling services, sales and other port ancillary services at the port of Tianjin in the PRC, primarily through its subsidiaries and associated companies.

Tianjin Port Group Co is the controlling shareholder of the Company. Its principal businesses include port handling and stevedoring services, warehousing, logistics, and port area land development at the port of Tianjin in the PRC through its group companies.

Wuze Logistics Co is a subsidiary of the Company and is principally engaged in warehousing, logistics and other port ancillary services.

Information Co is a subsidiary of Tianjin Port Group Co and is principally engaged in the development, transfer, and sales of computer and network software and hardware technologies; computer system integration; construction of access control systems, video surveillance, and security protection systems; technology trade; commercial information services; computer information services; enterprise marketing planning consulting and training; computer repair; fiber optic cable, communication pipeline, communication base station, and computer room leasing; and building intelligent engineering.

DEFINITIONS

In this announcement, unless the context requires otherwise, the following terms shall have the following meanings:

"associate(s)"	has the meaning ascribed to it under the Listing Rules;
"Board"	the board of Directors;
"Company"	Tianjin Port Development Holdings Limited, a company incorporated in the Cayman Islands with limited liability and the shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 03382);
"connected person(s)"	has the meaning ascribed to it under the Listing Rules;
"controlling shareholder"	has the meaning ascribed to it under the Listing Rules;
"Director(s)"	the director(s) of the Company;

"Group"	the Company and its subsidiaries;
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC;
"Information Co" or "Seller"	天津港信息技術發展有限公司(Tianjin Port Information Technology Development Co., Ltd.*), a company incorporated in the PRC with limited liability and a subsidiary of Tianjin Port Group Co;
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange;
"Platform Construction Agreement"	the agreement dated 19 December 2025 entered into between Wuze Logistics Co and Information Co for the Platform Construction Project, details of which are set out in the section headed "*Principal terms of the Platform Construction Agreement*" of this announcement;
"Platform Construction Project"	the platform construction project in respect of the construction of port hazardous chemicals intelligent monitoring platform for Wuze Logistics Co which was contemplated under the Platform Construction Agreement;
"PRC"	the People's Republic of China;
"RMB"	Renminbi, the lawful currency of the PRC;
"Stock Exchange"	The Stock Exchange of Hong Kong Limited;
"Tianjin Port Group Co"	天津港（集團）有限公司(Tianjin Port (Group) Co., Ltd.*), an entity reorganised as a wholly state-owned enterprise in the PRC on 29 July 2004 and holding the business owned and operated by the former government regulatory body of the port of Tianjin; and the indirect holder of 53.5% of the issued share capital of the Company as at the date of this announcement;
"Wuze Logistics Co" or "Purchaser"	天津物澤物流有限公司(Tianjin Wuze Logistics Co., Ltd.*), a company incorporated in the PRC with limited liability and a subsidiary of the Company; and
"%"	per cent.

By Order of the Board
Tianjin Port Development Holdings Limited
Chu Bin
Chairman

Hong Kong, 19 December 2025

As at the date of this announcement, the Board comprises Mr. Chu Bin, Mr. Luo Xunjie, Mr. Teng Fei, Mr. Liu Nan, Mr. Jiang Wei and Mr. Lou Zhanshan as executive Directors; and Professor Japhet Sebastian Law, Mr. Zhang Weidong and Ms. Luo Laura Ying as independent non-executive Directors.

** For identification purposes only*