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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)

ANNOUNCEMENT PURSUANT TO RULE 13.18 OF THE LISTING RULES

This announcement is made pursuant to Rule 13.18 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

The board of directors (the “Board”) of Tianjin Port Development Holdings Limited (the “Company”) announces that on 24 March 2017, Tianjin Port Development Finance Limited, a wholly-owned subsidiary of the Company as borrower (the “Borrower”) and the Company as guarantor entered into a facility agreement (the “Facility Agreement”) with a financial institution as lender (the “Lender”) for a term loan facility of up to HK\$600 million (the “Facility”). The Facility is repayable in full on the date falling 36 months from the date of the Facility Agreement. The Facility will be used for financing the general corporate funding requirements of the Company and its subsidiaries (including refinancing existing facilities and financing general working capital requirement).

Pursuant to the Facility Agreement, it shall be an event of default if 天津港(集團)有限公司 (Tianjin Port (Group) Co., Ltd.*) (“Tianjin Port Group”, the controlling shareholder of the Company), together with its subsidiaries, ceases to (1) have the single largest shareholding interest in the Company in aggregate, or (2) hold no less than 35% (directly or indirectly) of the shareholding interest in the Company in aggregate. If an event of default under the Facility Agreement occurs, the Lender may, by notice to the Borrower, cancel the commitments under the Facility Agreement and/or declare that all or part of the loan(s) together with interest accrued thereon and all other amounts accrued or payable under the Facility Agreement be immediately due and payable.

As at the date of this announcement, Tianjin Port Group is (directly or indirectly) interested in 53.5% of the issued share capital of the Company.

The Company will continue to comply with its continuing disclosure requirements under the Listing Rules for so long as such obligations remain.

By Order of the Board
Tianjin Port Development Holdings Limited
Zhang Ruigang
Chairman

Hong Kong, 24 March 2017

As at the date of this announcement, the Board consists of Mr. Zhang Ruigang, Mr. Li Quanyong, Mr. Wang Rui, Mr. Yu Houxin and Ms. Shi Jing as executive directors; Professor Japhet Sebastian Law, Dr. Cheng Chi Pang, Leslie and Mr. Zhang Weidong as independent non-executive directors.

** For identification purposes only*