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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)**



**天津發展控股有限公司**  
TIANJIN DEVELOPMENT HOLDINGS LIMITED

*(Incorporated in Hong Kong with limited liability  
under the Companies Ordinance)*  
**(Stock Code: 00882)**

## **COMPLETION OF ACQUISITION OF 56.81% INTEREST IN TIANJIN PORT HOLDINGS CO., LTD.**

The boards of directors of Tianjin Port Development and Tianjin Development are pleased to announce that the Acquisition was completed on 4 February 2010 in accordance with the terms of the Sale and Purchase Agreement.

Reference is made to the joint circular of Tianjin Port Development Holdings Limited (“**Tianjin Port Development**”) and Tianjin Development Holdings Limited (“**Tianjin Development**”) dated 19 June 2009 (“**Circular**”) and the announcements of Tianjin Port Development dated 13 January 2010 and 20 January 2010 (together, the “**Announcements**”). Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular and the Announcements.

On 16 March 2009, Tianjin Port Development, Grand Point Investment Limited (“**Grand Point**”) and Tianjin Port (Group) Co., Ltd. (the “**Vendor**”) entered into the Sale and Purchase Agreement, pursuant to which Tianjin Port Development, through its wholly-owned subsidiary Grand Point, agreed to conditionally acquire from the Vendor 951,512,511 shares in Tianjin Port Holdings Co., Ltd. (the “**Target**”), representing 56.81% in the registered share capital of the Target, for a total consideration of HK\$10,961 million (the “**Acquisition**”) payable partly in cash and partly by way of issuance of new shares of Tianjin Port Development. Extraordinary general meetings were convened on 15 July 2009 and the Sale and Purchase Agreement was approved by the independent shareholders of Tianjin Port Development and Tianjin Development respectively.

The boards of directors of Tianjin Port Development and Tianjin Development are pleased to announce that the Acquisition was completed on 4 February 2010 in accordance with the terms of the Sale and Purchase Agreement.

By Order of the Board  
**Tianjin Port Development Holdings Limited**  
**Yu Rumin**  
*Chairman*

By Order of the Board  
**Tianjin Development Holdings Limited**  
**Yu Rumin**  
*Acting Chairman*

Hong Kong, 5 February 2010

*As at the date of this announcement, the board of directors of Tianjin Port Development consists of Mr. Yu Rumin, Mr. Zhang Jinming, Mr. Dai Yan, Mr. Xue Lingsen and Mr. Liu Qingshan as executive directors; Mr. Wang Guanghao as non-executive director; Mr. Kwan Hung Sang, Francis, Professor Japhet Sebastian Law and Dr. Cheng Chi Pang, Leslie as independent non-executive directors.*

*As at the date of this announcement, the board of directors of Tianjin Development consists of Mr. Yu Rumin, Mr. Wu Xuemin, Mr. Dai Yan, Mr. Zheng Daoquan, Dr. Wang Jiandong, Mr. Bai Zhisheng, Mr. Zhang Wenli, Mr. Sun Zengyin, Dr. Gong Jing and Mr. Wang Zhiyong as executive directors; Mr. Cheung Wing Yui and Dr. Chan Ching Har, Eliza as non-executive directors; and Mr. Kwong Che Keung, Gordon, Dr. Cheng Hon Kwan and Mr. Mak Kwai Wing as independent non-executive directors.*