



YANGZIJIANG SHIPBUILDING (HOLDINGS) LTD.

(Company Registration No. 200517636Z)

(Incorporated in the Republic of Singapore on 21 December 2005)

ACQUISITION OF 54.47% BENEFICIAL INTEREST IN JIANGSU RUNZHOU HEAVY INDUSTRY CO., LTD (THE "TRANSACTION")

收購江蘇潤舟重工有限公司（以下簡稱“潤舟重工”）54.47%的股權（以下簡稱“交易”）

The Board of Directors (the "Board") of Yangzijiang Shipbuilding (Holdings) Ltd. (the "Company") is pleased to announce that its subsidiaries, Jiangsu New Yangzi Shipbuilding Co Ltd ("JNYSCO") and Yitian Investments Pte Ltd ("YITIAN") have collectively acquired 54.47% equity interest in the registered capital of Runzhou Heavy Industry Co., Ltd ("RHICO") and its subsidiary, Jiangsu New Yangzi Gas Co., Ltd ("JNYG") (the "Acquisition").

揚子江船業（控股）有限公司（以下簡稱“公司”）董事局欣然宣佈公司通過旗下子公司江蘇新揚子造船有限公司和Yitian Investments Pte Ltd已收購江蘇潤舟重工有限公司（“潤舟重工”）54.47%的股權及其控股子公司江蘇新揚子氣體有限公司（“新揚子氣體”）（以下簡稱“收購”）。

RHICO was incorporated in the People's Republic of China with a registered paid-up capital and net book value of USD12,000,000 and RMB97,000,000 respectively as at 31 December 2010. Its core business is of steel structure and paint surface preparation as well as coating related business. RHICO holds 51% equity interest in the registered capital of JNYG, a company incorporated in Jiangjiang city with a registered paid-up capital of RMB30,000,000, dealing with supplying of gas.

潤舟重工在中國成立，註冊資本為1200萬美元，截止2010年12月31日公司淨資產為9700萬人民幣。潤舟重工的核心業務主要為加工鋼鐵結構及鋼材前期預處理工程。潤舟重工持有新揚子氣體51%的股權，新揚子氣體在靖江成立，註冊資本為3000萬人民幣，新揚子氣體的核心業務為包括各類液化氣體的供應銷售。

The total investment by the Company in RHICO was USD6,536,431 which is equivalent to 54.47% of RHICO's registered paid-up capital of USD12,000,000. The amount of the investment was arrived at after arms' length negotiations on a willing buyer willing seller basis and taking into account, inter alia, the paid up capital and the net book value of RHICO based on the financial statement audited by Jiangyin Tiancheng Certified Public Accountant.

此項投資的總收購額為6,536,431美元，等值於潤舟重工1200萬美元注資準備的54.47%。此收購對價是在買賣雙方平等自願的協商下，並權衡了潤舟重工的註冊資本和由江蘇天成會計師事務所有限公司審計的截止2010年12月31日的賬面淨值而協定的。

This investment is expected to reduce the Company's dependency on the steel structure, paint surface preparation of steel as well as coating related business. It also helps to reduce the business costs of the Company and securing long term stable supply of gas to meet the production needs of its shipbuilding business.

本項投資有望降低船舶建造成本并減少在船舶建造過程中對第三方加工鋼鐵結構及鋼材前期預處理工程和使用氣體供應上的依賴。

The above investment will not have any significant impact on the earnings per share and net tangible assets per share of the Group for the current financial year ending 31 December 2011.

上述投資將不會對揚子江集團當前截止至2011年12月31日財務年度的每股盈餘及每股淨資產產生顯著的影響。

Save for their respective shareholdings in the Company, none of the directors or controlling shareholders or substantial shareholders of the Company, has any interest, direct or indirect, in the transaction contemplated herein.

不考慮持有的公司股權，任何一位董事、控股股東或主要股東與本項交易均無直接或間接的利益關係。

By Order of the Board

謹代表董事局

Ren Yuanlin (任元林)

Executive Chairman (執行主席)

27 June 2011 (2011年6月27日)