



YANGZIJIANG SHIPBUILDING (HOLDINGS) LTD.
(Company Registration No. 200517636Z)
(Incorporated in the Republic of Singapore on 21 December 2005)

INCORPORATION OF JIANGSU ZHUORAN YANGZIJIANG ENERGY EQUIPMENT CO., LTD

註冊成立江蘇卓然揚子江新能源裝備有限公司

The Board of Directors (the “Board”) of Yangzijiang Shipbuilding (Holdings) Ltd. (“YZJ” or the “Company”) announced that the Company, through its wholly-owned subsidiary, Jiangsu New Yangzi Shipbuilding Co., Ltd (“JNYSCO”), has entered into an agreement with Shanghai Zhuoran Engineering Co., Ltd (“SZE”) and Zhuoran Jinjiang Equipment Manufacturing Co., Ltd (“ZJEM”) to incorporate a new subsidiary, Jiangsu Zhuoran Yangzijiang Energy Equipment Co., Ltd (“JZYEE”) in the People’s Republic of China with a registered paid-up capital of RMB30 million.

揚子江船業（控股）有限公司（以下簡稱“揚子江”或“公司”）董事局宣佈公司通過其全資子公司-江蘇新揚子造船有限公司（以下簡稱“新揚子”）與上海卓然工程技術有限公司（以下簡稱“上海卓然”）、卓然（靖江）設備製造有限公司（以下簡稱“靖江卓然”）簽署一項協議，共同成立一家新的中國子公司-江蘇卓然揚子江新能源裝備有限公司（以下簡稱“卓然揚子江”），新公司的註冊資本為人民幣 3000 萬元。

JNYSCO, SZE and ZJEM will invest RMB12 million, RMB9 million and RMB9 million to subscribe for 40%, 30% and 30% equity interest in the share capital of JZYEE respectively. As SZE and ZJEM have the reputable standings in the energy equipment manufacturing field for both domestic and international market, the Board believes that the partnership with SZE and ZJEM to incorporate JZYEE would enhance the steel fabrication capability of the Group.

新揚子、上海卓然和靖江卓然將分別出資人民幣 1200 萬元、900 萬元和 900 萬元，分別佔卓然揚子江註冊資本的 40%、30%和 30%。上海卓然和靖江卓然在石油化工能源裝備製造領域具備一定的國際和國內市場地位，成立該公司能夠有效拓展集團的鋼結構加工能力。

This investment is in line with the Group’s strategy to diversify its offerings beyond its core shipbuilding business and it can supplement the existing Group’s business positively.

這項投資是集團在造船主業之外適度多元化的一次償試，對集團造船主業形成有益、良性的補充。

The transaction will not have any significant impact on the earnings per share and net tangible assets per share of the YZJ’s Group for the current financial year ending 31 December 2012.

這項交易將不會對揚子江集團當前截止至 2012 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)
15 November 2012 (2012年11月15日)