



## YANGZIJIANG SHIPBUILDING (HOLDINGS) LTD.

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

### ACQUISITION OF THE REMAINING 49% OF EQUITY INTEREST IN THE CAPITAL OF JIANGSU YANGZI CHANGBO SHIPBUILDING CO., LTD (THE “ACQUISITION”) 收購江蘇揚子長博船廠有限公司的剩餘 49% 股權

The Board of Directors of Yangzijiang Shipbuilding (Holdings) Ltd. (the “Company” or “YZJ”) is pleased to announce that the Company has acquired the remaining balance of 49% of the equity interest in the capital of Jiangsu Yangzi Changbo Shipbuilding Co., Ltd. (“JCSC”), of which 25% of the equity interest in JCSC was acquired by the Company directly, and the remaining 24% of the equity interest in JCSC was acquired by its wholly-owned subsidiary, Jiangsu Yangzijiang Shipbuilding Co. Ltd (“JYSCO”).

揚子江船業（控股）有限公司（以下簡稱“公司”或“揚子江”）董事局公佈公司已收購江蘇揚子長博造船有限公司（以下簡稱“長博船廠”）剩餘 49% 的股權。其中 25% 股權由公司直接收購，剩餘 24% 股權則通過公司的全資子公司江蘇揚子江船廠有限公司（以下簡稱“揚子江船廠”）收購。

Prior to the acquisition, the Company was holding 51% of the equity interest in the registered capital of JCSC. Following the Acquisition, JCSC will become a wholly-owned subsidiary of the Company. 完成本次收購前，公司持有長博船廠 51% 的股權。完成收購后，長博船廠將成為公司的全資子公司。

JCSC is a company registered in the People’s Republic of China with a registered share capital of RMB100,000,000. The principle activities of JCSC are shipbuilding, ship repair, production and processing of large scales steel structures.

長博船廠是一家註冊于中國的公司，擁有註冊資本一億元人民幣。長博船廠的主營業務包括造船、修船及大型鋼結構生產加工。

The total consideration for the Acquisition is RMB110,000,000. The amount of the investment was arrived at after an arms’ length negotiations on a willing buyer willing seller basis and taking into account, inter alia, the net book value of RMB286,098,601 of JCSC as at 31 December 2012.

本次收購之總代價為人民幣 1.1 億元人民幣。該金額為買賣雙方在平等自願的前提下參考長博船廠 2012 年 12 月 31 日人民幣 286,098,601 的帳面資產淨值而達成。

The relative figures for the acquisition computed on the applicable bases set out in Rule 1006 of the Listing Manual of the SGX-ST are set out as follows:

根據新交所上市手冊第 1006 條規則計算收購的相關數字載列如下：

Rule 1006 (a) Net asset value of the assets to be disposed of, compared with the Group’s net asset value - N/A

第 1006 條規則 ( a ) 處置資產淨值，與集團的資產淨值相比 - 不適用

Rule 1006 (b) Net profits attributable to the assets acquired compared with the Group’s net profits - 0.09%

第 1006 條規則 ( b ) ，歸屬於收購資產的淨利潤占集團淨利潤的比例 - 0.09%

Rule 1006 (c) Aggregate value of the consideration given compared with the market capitalization - 0.74%

第 1006 條規則 ( c ) ，總支付對價與市值相比 - 0.74%

Rule 1006 (d) Number of equity securities issued as consideration for the acquisition compared with the number of equity securities previously issued - N/A

第 1006 條規則 ( d ) ，作為本次收購支付對價新發行的股票數量與原有股票數量相比 - 不適用

The above investment will not have any significant impact on the earnings per share and net tangible assets of the Group for the current financial year ending 31 December 2013.

上述投資將不會對揚子江集團當前截止至 2013 年 12 月 31 日財務年度的每股盈餘及淨資產產生顯著的影響。

Save for their respective shareholdings in the Company, none of the Directors, controlling shareholders or substantial shareholders of the Company, has any direct or indirect interest, in this transactions 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**

**謹代表董事會**

Ren Yuanlin/任元林

Executive Chairman /執行主席

4 July 2013/2013 年 7 月 4 日