



**YANGZIJIANG SHIPBUILDING (HOLDINGS) LTD.**

(Company Registration No. 200517636Z)

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

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**INTER-GROUP RESTRUCTURING EXERCISE**

**集團內部重組**

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The Board of Directors (the “**Board**”) of Yangzijiang Shipbuilding (Holdings) Ltd. (the “**Company**”, and together with its subsidiaries, the “**Group**”) is pleased to announce that the Company had completed a series of inter-group restructuring exercise to streamline its structure.

揚子江船業(控股)有限公司(以下簡稱“公司”，與其子公司並稱“集團”)董事局宣佈公司已完成一系列集團內部重組動作，以精簡集團架構。

Under the group restructuring exercise, the shareholding of the following subsidiaries had been reorganised:-

在集團重組后，以下子公司的持股已作如下安排：

**1. JIANGSU XINYANGZI MARINE EQUIPMENT MANUFACTURING CO., LTD (“JXME”)**

江蘇新揚子海洋工程裝備製造有限公司(以下簡稱“新揚子海工”)

Prior to the restructuring, 51% equity interest in the share capital of JXME was held by Jiangsu New Yangzi Shipbuilding Co., Ltd (“JNYS”), a wholly-owned subsidiary of the Company. Following the restructuring, the Company holds 100% equity interest directly in JXME.

重組前，新揚子海工51%的股權由公司全資子公司-江蘇新揚子造船有限公司（以下簡稱“新揚子”）所持有。重組后，公司直接持有新揚子海工100%的股權。

JXME had also changed its name to “Jiangsu Xinfu Heavy Industry Machinery Co., Ltd” (“JXHI”).

新揚子海工也已正式更名為江蘇鑫福重工有限公司(以下簡稱“鑫福重工”)。

To enhance the working capital of JXHI, the Company had further injected USD 50 million into the share capital of JXHI, increasing the share capital of JXHI from USD 40 million to USD 90 million.

為加強鑫福重工的營運資本，公司已增資5000萬美金從而將其註冊資本從現有的4000萬美金增加至9000萬美金。

**2. JIANGSU TONGZHOU MARINE EQUIPMENT CO., LTD (“JTME”)**

江蘇通舟海洋工程裝備有限公司(以下簡稱“通舟海洋”)

Prior to the restructuring, JTME was 100% held by Baoling Investments Pte Ltd, a wholly-owned subsidiary of the Company. After the restructuring exercise, JTME is now 100% held by JNYS.

重組完成前，通舟海洋的100%股權為公司全資子公司 - Baoling Investments Pte Ltd所持有。重組后，通舟海洋100%股權由新揚子直接持有。

**3. JIANGSU RUNZHOU SHIP ACCESSORIES CO., LTD (“JRSA”)**  
**江蘇潤舟船舶配套有限公司 (以下簡稱“潤舟船舶”)**

Prior to the restructuring, JRSA was 100% held by Seavi Advent Asia Investments (iii) Ltd, a wholly-owned subsidiary of the Company. After the restructuring exercise, JRSA is now 100% held by JNYS.

重組完成前，潤舟船舶的100%股權為公司全資子公司- Seavi Advent Asia Investments (Iii) Ltd所持有。重組后，新揚子直接持有潤舟船舶100%的股權。

**4. SHANGHAI HENGGAO SHIPS DESIGN CO., LTD. (“SHSD”)**  
**上海恒高船舶設計有限公司 (以下簡稱“上海恒高”)**

Prior to the restructuring, JNYS held 40% equity interest in SHSD, the remaining 60% equity interest of SHSD was held by Jiangsu Yangzijiang Shipbuilding Co., Ltd. (“JYS”), a wholly-owned subsidiary of the Company. After the restructuring exercise, SHSD is now 100% held by JNYS.

重組完成前，新揚子持有恒高40%的股權，恒高剩餘60%的股權則由集團另一全資子公司-江蘇揚子江船廠所持有。重組后，新揚子直接持有恒高100%的股權。

**5. JIANGSU ZHONGZHOU MARINE EQUIPMENT CO., LTD (“JZME”)**  
**江蘇中舟海洋工程有限公司 (以下簡稱“中舟海洋”)**

The Company had through its wholly owned indirect subsidiary - Yitian Investments Pte. Ltd., injected RMB 410 million into the share capital of JZME, a 100% owned subsidiary of the Company. Accordingly, the share capital of JZME will be increased from RMB 240 million to RMB 650 million to enhance the working capital of JZME.

公司已通過其間接全資子公司 - Yitian Investments Pte. Ltd.對旗下全資子公司-中舟海洋增資人民幣4.1億元，從而將其註冊資本由人民幣2.4億增加至人民幣6.5億。

**Financial Effects**

**財務影響**

The transaction 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 2013.

這項交易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每股淨資產產生顯著的影響。

**Interest of Directors, Substantial Shareholders or Controlling Shareholders**

**董事、主要股東或控股股東利益**

None of the directors, substantial shareholders or controlling shareholders of the Company has any interest, whether direct or indirect, in the transaction.

不考慮持有的公司股權，任何一位董事、主要股東或控股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)

2 December 2013 (2013年12月2日)