



YANGZIJIANG SHIPBUILDING (HOLDINGS) LTD.

(Company Registration No. 200517636Z)

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

ACQUISITION OF REMAINING 55% BENEFICIAL INTEREST IN EXISTING JOINT VENTURES WITH DÖHLE (IOM) LTD AND NAKONA ENTERPRISES LIMITED
收購與DÖHLE (IOM) LTD, NAKONA ENTERPRISES LIMITED設立之聯營公司剩餘 55%股權

Unless otherwise defined, all capitalised terms used herein shall bear the same meanings ascribed to them in the Company's announcement no. 00040 released on 17 January 2012 (the "Announcement")

除另有定義，下文使用詞彙之定義將與2012年1月17日公司發佈之公告（公告編號00040）一致。

The Board of Directors (the "Board") of Yangzijiang Shipbuilding (Holdings) Ltd. (the "Company") refers to the Announcement and wishes to announce that the Company has through its wholly-owned subsidiary, Yangzijiang Shipping Pte Ltd ("YZJ Shipping") entered into an agreement (the "Agreement") with Döhle (IOM) Ltd and Nakona Enterprises Limited to acquire the remaining 55% of the equity interest in the share capital of four single ship-owning companies, namely, MV TW Hamburg Shipping Company Ltd, MV TW Manila Shipping Company Ltd, MV TW Beijing Shipping Company Ltd, and MV TW Jiangsu Shipping Company Ltd ("SPVs"). Each ship-owning company is the owner of one unit of 92,500 DWT post-panamax bulk carriers.

揚子江船業（控股）有限公司（以下簡稱“公司”）董事會（以下簡稱“董事會”）僅此公佈，在上述公告基礎上，公司已通過其全資子公司—揚子江航運有限公司（以下簡稱“揚子江航運”），與 Döhle (IOM) Ltd 及 Nakona Enterprises Limited 簽署協議，收購四家單船公司，分別為 MV TW Hamburg Shipping Company Ltd, MV TW Manila Shipping Company Ltd, MV TW Beijing Shipping Company Ltd 及 MV TW Jiangsu Shipping Company Ltd 剩餘 55%的股權。每家單船公司各持有一艘 92,500DWT 超巴拿馬型散貨輪。

1. The Transaction

交易

Under the Agreement, the consideration to acquire the remaining 55% equity of four SPVs is USD1,250,000 each, with an arms' length negotiation on a willing buyer, willing seller basis taking into account, inter alia, the cost of investments.

依據協議，四家單船公司剩餘 55%股權的收購對價為每家單船公司 125 萬美金。該金額為買賣雙方在平等自願的前提下參考投資成本而達成。

Prior to the Transaction, the Company was the indirect holder of 45% of the equity interest in the registered capital of the four SPVs through Yangzijiang Shipping. Following the Transaction, the four SPVs become wholly-owned subsidiaries of the Company.

完成本次收購前，公司通過揚子江航運間接持有四家單船公司各 45%的股權。完成收購后，四家單船公司將成為公司的全資子公司。

2. General Rationale of the Transaction

進行此項交易的理由

The Board is of the view that the investment is in the best interest of the Group and it is in consistent with its diversification strategy.

董事局認為本項投資將符合集團的最佳利益，並符合集團的多元化戰略。

3. Financial Effects

財務影響

The above Transaction 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 2014.

上述投資將不會對揚子江集團當前截止至 2014 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。

5. Further Information

更多信息

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 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

23 January 2014/ 2014 年 1 月 23 日