



Yangzijiang Financial Holding Ltd.
(Company Registration No. 202143180K)
(Incorporated in the Republic of Singapore on 14 December 2021)

PROPOSED SPIN-OFF AND LISTING OF THE GROUP'S MARITIME SEGMENT

Introduction

Singapore, 27 April 2025 – The Board of Directors (the “**Board**”) of Yangzijiang Financial Holding Ltd. (the “**Company**” and together with its subsidiaries, the “**Group**”) wishes to announce that the Company is exploring the possibility of undertaking a plan to spin-off the Group’s maritime investments segment via the transfer of existing maritime investments into a new company to be incorporated (the “**Spin-off Company**” and together with its subsidiaries, the “**Spin-off Group**”) and the proposed listing of the Spin-off Company by way of an introduction (the “**Proposed Spin-off and Listing**”) on the Mainboard of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”). The Spin-off Group will focus on maritime investments and it is intended that the Proposed Spin-off and Listing will create two separate listed company groups to pursue more targeted business strategies and accelerate growth.

Building on considerable progress in expanding and strengthening the Group’s maritime investments segment, the Company intends to pursue the Proposed Spin-off and Listing so as to establish the Spin-off Group as a pure-play maritime fund manager, with the remaining group (“**Legacy Group**”) continuing its focus on funds, diversified asset management capabilities, and investment operations.

Rationale and Benefits of the Proposed Spin-off and Listing

The Proposed Spin-off and Listing are expected to yield a range of strategic and financial benefits to shareholders of the Company (“**Shareholders**”), including:

- **Sharpens Capital Allocation** – provides each listed company group with tailored capital structures aligned with their business models and investment horizons, optimising funding flexibility and capital efficiency.
- **Enhances Strategic Focus** – allows both the Spin-off Group and the Legacy Group to pursue their respective strategic priorities with greater agility – one focused exclusively on maritime investments, and the other on diversified funds and its asset manager role.
- **Unlocks Shareholder Value** – enables a clearer market valuation of each business by separating the high-growth maritime fund management business from the broader asset management operations, allowing Shareholders to independently assess and invest in each listed company.
- **Improves Operational Efficiency** – streamlines governance, decision-making and resource allocation within each listed company, enabling targeted growth and responsiveness to market opportunities. Such a move positions both listed companies to independently explore strategic partnerships, co-investments, and capital raising initiatives aligned to their unique mandates.
- **Strengthens Shareholder Engagement** – offers Shareholders greater transparency and choice, and opportunity to align their portfolios more closely with their specific risk and investment preferences in either maritime-focused or diversified fund management strategies.

Status of the Proposed Spin-off and Listing

Shareholders should note that the Proposed Spin-off and Listing are at a preliminary stage and the Company has not formally consulted the SGX-ST on the Proposed Spin-off and Listing, and no definitive decision has been made.

The Company will be appointing SAC Capital Private Limited as the financial adviser and issue manager in connection with the Proposed Spin-off and Listing. The Company is currently working with its legal, financial and regulatory advisers to evaluate the Proposed Spin-off and Listing, and is committed to ensuring that the process is executed in a manner that preserves value and protects the interests of all Shareholders.

While the Company is targeting the completion of the Proposed Spin-off and Listing within an estimated 6 to 12 months, the Proposed Spin-off and Listing are dependent on, *inter alia*, the results of preparatory work to be undertaken, requisite approvals being obtained from the Board, Shareholders and the relevant regulatory authorities, compliance with applicable rules of the listing manual of the SGX-ST (the "**Listing Manual**") and the then-prevailing market conditions. Further, the Board may, notwithstanding that all requisite approvals have been obtained, decide not to proceed with the Proposed Spin-off and Listing if, having regard to Shareholders' interests and response at the material time and any other relevant factors, the Board deems that it is not in the interests of the Company to proceed with the Proposed Spin-off and Listing. Accordingly, there is no assurance regarding the timing as to when the Proposed Spin-off and Listing will be completed or that the Proposed Spin-off and Listing will materialise in due course.

Interests of Directors and Substantial Shareholders

As at the date of this announcement, save for their shareholdings in the Company (if any) which would entitle them to receive shares in the Spin-off Company through distributions in specie upon the successful completion of the proposed Spin-off and Listing none of the directors or substantial shareholders of the Company has any interest, direct or indirect, in the Proposed Spin-off and Listing.

Further Announcements and Cautionary Statement

The Company will announce any material developments on the Proposed Spin-off and Listing in due course, and in accordance with the requirements of the Listing Manual.

Shareholders of the Company and potential investors should exercise caution when dealing in the securities of the Company as there is no certainty or assurance as at the date of this announcement that the Proposed Spin-off and Listing will be undertaken, that the requisite approvals for the Proposed Spin-off and Listing will be obtained or that the Proposed Spin-off and Listing will proceed to completion. Shareholders should consult their stockbrokers, bank managers, solicitors, accountants or other professional advisers if they have any doubt as to the actions that they should take.

By Order of the Board

YANGZIJIANG FINANCIAL HOLDING LTD.

Ren Yuanlin

Executive Chairman and Chief Executive Officer

27 April 2025

IMPORTANT NOTICE

This document contains certain statements that are not statements of historical fact, i.e., forward-looking statements. These forward-looking statements are based on current expectations, projections and assumptions about future events. Although the Company believes that these expectations, projections and assumptions are reasonable, these forward-looking statements are subject to the risks (whether known or unknown), uncertainties and assumptions. Investors are advised not to place undue reliance on the information in this document. If underlying assumptions prove inaccurate or known or unknown risks or uncertainties materialise, actual results could vary materially from the expectations and projections of Company. Risks and uncertainties include, but are not limited to: the Company's ability to satisfy the necessary conditions to consummate the Proposed Spin-off and Listing on a timely basis or at all, the Company's ability to successfully spin-off the Spin-off Company and realise the anticipated benefits from the Proposed Spin-off and Listing, the Spin-off Company's ability to succeed as a standalone publicly traded company, economic factors, such as interest rate and currency exchange rate fluctuations; competition; changes to applicable laws and regulations, including tax laws; financial instability of international economies and legal systems and sovereign risk; Any forward looking statement made in this announcement speaks only as of the date of this announcement. The Company does not undertake to update any forward-looking statement as a result of new information or future events or developments.