



## **YANGZIJIANG SHIPBUILDING (HOLDINGS) LTD.**

(Company Registration No. 200517636Z)

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

---

### **PROPOSED SPIN-OFF AND LISTING OF THE GROUP'S INVESTMENT SEGMENT**

---

- A more efficient capital allocation for a more focused business
- To create a leading Asia Investment Manager with funds and asset management capabilities across multiple asset classes and a spectrum of private market and public market funds
- To unlock shareholder value for shareholders

#### **Introduction**

**Singapore, 29 November 2021** – The Board of Directors (the “**Board**”) of Yangzijiang Shipbuilding (Holdings) 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 investment segment via the transfer of existing investments to a newly incorporated company (collectively, the “**Spin-off Group**”) and the proposed listing of the Spin-off Group (the “**Proposed Spin-off and Listing**”). The Spin-off Group will focus on asset management and direct investments and it is intended that the Proposed Spin-off and Listing will create two separate listed companies to pursue more targeted business strategies and accelerate growth.

Building on the significant momentum from the shipbuilding segment’s strengthened financial position, operating performance and order book, the Group intends to pursue the Proposed Spin-off and Listing so as to focus on building the world’s leading ESG shipbuilding company. As two independently run companies, the businesses will be better positioned to deliver long-term growth and create value for customers and investors. Each will benefit from:

- sharpened operational focus;
- customized capital allocation decisions in line with distinct strategies and industry-specific dynamics;
- strategic and financial flexibility to pursue growth opportunities; and
- dedicated boards of directors and management team with strong governance, transparency and deep domain expertise;

As of 1 November 2021, the Group has secured order wins for 124 vessels worth USD7.41 billion in 2021, the Group’s largest order wins in history, and has an outstanding orderbook of USD8.86 billion for 165 vessels. As a result, the Group believes it is in a strong position to execute this plan to form two well-capitalized, investment grade companies.

#### **The Spin-off Group**

The Group’s principal activities under the investment segment currently consist of micro-financing, debt investments at amortised cost and other investments.

With the Proposed Spin-off and Listing, it is intended for the Spin-off Group to realign its existing investment portfolios towards more growth-oriented investments, expanding global footprint and growing fee-income business, hence diversifying from the current single industry, country and asset portfolio.

Following the completion of the Proposed Spin-off and Listing, the Spin-off Group will have greater capital resources and flexibility to form asset management capabilities.

## **Status of the Proposed Spin-off and Listing**

Shareholders should note that the Proposed Spin-off and Listing is at a preliminary stage and the Board has not formally consulted the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) on the Proposed Spin-off and Listing.

While the Company is targeting the completion of the Proposed Spin-off and Listing in 6 to 12 months, the Proposed Spin-off and Listing is 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 listing rules 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 investors’ interests and response at the material time and any other relevant factors, the Board deems it 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 materialize in due course.

## **Interests of Directors and Substantial Shareholders**

As at the date of this announcement, save for their shareholdings in Company, 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 as and when appropriate.

**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 or that the requisite approvals for the Proposed Spin-off and Listing will be obtained. Shareholders should consult their stock brokers, bank managers, solicitors, accountants or other professional advisers if they have any doubt about the actions that they should take.**

By Order of the Board

Ren Letian  
Executive Chairman and Chief Executive Officer

29 November 2021

## **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 materialize, 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 of the Proposed Spin-off Group on a timely basis or at all, the Company's ability to successfully spin-off the Proposed Spin-off Group and realize the anticipated benefits from the Proposed Spin-off and Listing, the Proposed Spin-off Group'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.