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中國國際海運集裝箱(集團)股份有限公司

**CHINA INTERNATIONAL MARINE CONTAINERS (GROUP) CO., LTD.**

*(a joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 2039)**

**DISCLOSEABLE TRANSACTION  
ANNOUNCEMENT REGARDING LISTING OF  
CIMC SAFEWAY TECHNOLOGY CO., LTD. ON THE CHINEXT OF  
THE SHENZHEN STOCK EXCHANGE**

The A Shares of CIMC Safe Tech have been listed and commenced trading on the ChiNext Market of the Shenzhen Stock Exchange since 11 October 2023. Upon completion of the A Share Offering, the Company remains as the indirect controlling shareholder of CIMC Safe Tech, and retains control on and consolidates the financial statements of CIMC Safe Tech.

**IMPLICATION UNDER THE HONG KONG LISTING RULES**

Due to the dilution of shareholding of the Group in CIMC Safe Tech upon the A Share Offering, reducing from 60.84% to 51.71%, therefore it shall constitute a deemed disposal of equity interest of the Group in a subsidiary and, under Rule 14.07 of the Hong Kong Listing Rules, the applicable percentage ratio(s) with respect to the transactions contemplated under the A Share Offering is/are more than 5% but less than 25%, the A Share Offering shall constitute a deemed disposal of the equity interest by the Company in a subsidiary and a discloseable transaction of the Company under Chapter 14 of the Hong Kong Listing Rules, thus they are subject to the reporting and announcement requirements but exempt from the circular and shareholders' approval requirements.

**I. OVERVIEW**

References are made to the announcements of the Company dated 16 December 2020, 17 May 2021, 21 May 2021, 31 December 2021, 30 October 2022, 28 July 2023 and 10 October 2023, in relation to the A Shares listing of CIMC Safe Tech and relevant matters (collectively, the “**Announcements**”). Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcements.

Upon the completion of the A Share Offering by CIMC Safe Tech, CIMC Safe Tech remains as a non-wholly-owned subsidiary within the consolidated statements of the Company.

## **II. A SHARE OFFERING**

The relevant information about the A Share Offering is as follows:

1. Stock abbreviation of the A Shares: CIMC Safeway
2. Stock Code of the A Shares: 301559.SZ
3. Date of A Share Listing: 11 October 2023
4. Issue amount: 90,000,000 shares
5. Issue price: RMB24.22 per A Share. Pursuant to the Measures of the Administration of Issue and Underwriting of Securities (《證券發行與承銷管理辦法》), the issue price of the A Share Offering was determined directly by CIMC Safe Tech and its joint lead underwriters through offline preliminary price consultation.
6. Listing location: the ChiNext of the Shenzhen Stock Exchange

Details of the listing document with respect to the listing of CIMC Safe Tech on the ChiNext Market of the Shenzhen Stock Exchange are available on the website of the Shenzhen Stock Exchange (<http://www.szse.cn/>).

## **III. FUND TO BE RAISED**

The total proceeds from the A Share Offering amounted to RMB2,179,800,000. After deducting expenses (exclusive of value added tax) of RMB151,526,600, the net proceeds raised amounted to RMB2,028,273,400.

The funds raised from the A Share Offering will be used for the construction of flexible, green and intelligent “lighthouse” factories for tank containers; the upgrade of after-sales services and intelligent network for tank containers; the optimisation of manufacturing capacity for high-end medical supportive equipment; the construction of non-ferrous metal precision components manufacturing center; the expansion of research & development center; the informatisation and upgrade of operation system; and will be used to supplement the working capital. Details of the listing document with respect to the use of proceeds of CIMC Safe Tech are available on the website of the Shenzhen Stock Exchange (<http://www.szse.cn/>).

#### IV. CHANGES IN PERCENTAGE OF SHAREHOLDING

Set out below is the shareholding structure of CIMC Safe Tech immediately upon the completion of the A Share Offering.

| Name of Shareholders  | Before Offering           |                | After Offering            |                |
|---|---------------------------|----------------|---------------------------|----------------|
|   | Number of shares (shares) | Percentage (%) | Number of shares (shares) | Percentage (%) |
| Win Score Investment Limited<br>(note 1)  | 459,000,000               | 90.00          | 459,000,000               | 76.50          |
| Zhuhai Zilang Enterprise Administration Centre (Limited Partnership)* (珠海紫琅企業管理中心(有限合夥)) (note 2)             | 26,156,101                | 5.13           | 26,156,101                | 4.36           |
| Zhuhai Pengrui Senmao Enterprise Administration Centre (Limited Partnership)* (珠海鵬瑞森茂企業管理合夥企業(有限合夥)) (note 2) | 24,843,899                | 4.87           | 24,843,899                | 4.14           |
| A-share public shareholders   | —                         | —              | 90,000,000                | 15.00          |
| <b>Total</b>  | <b>510,000,000</b>        | <b>100.00</b>  | <b>600,000,000</b>        | <b>100.00</b>  |

*Notes:*

1. Win Score Investment Limited is a wholly-owned subsidiary of CIMC Enric as at the date of this announcement. As at the date of this announcement, the proportion of equity interest held by the Group in CIMC Enric is approximately 67.60%.
2. Zhuhai Zilang Enterprise Administration Centre (Limited Partnership) and Zhuhai Pengrui Senmao Enterprise Administration Centre (Limited Partnership) are equity-holding platforms for certain employees of CIMC Enric and CIMC Safe Tech. Mr. GAO Xiang, Mr. YU Yuqun, Mr. ZENG Han, Mr. YANG Xiaohu and Mr. WANG Yu, the senior management and other connected persons of the Company, indirectly hold approximately 0.33%, 0.13%, 0.13%, 2.19% and 0.13% equity interests in CIMC Safe Tech through the abovementioned equity-holding platforms, respectively. Details of the listing document with respect to above-mentioned situation are available on the website of the Shenzhen Stock Exchange (<http://www.szse.cn/>).

## V. INFORMATION ABOUT CIMC SAFE TECH

CIMC Safe Tech was incorporated on 14 August 2003 as a limited liability company in the PRC and was converted into a joint stock limited company on 23 November 2020. As at the date of this announcement, CIMC Safe Tech is an indirect non-wholly-owned subsidiary of the Company with a registered capital of RMB510 million. CIMC Safe Tech is a leading global chemical logistics equipment manufacturer and full life circle service provider specializing in the design, research and development, manufacturing and sales of tank containers with the largest manufacturing scale and the most complete product types and series in the world. Insisting on the business development direction of “Manufacturing + Services + Intelligence”, CIMC Safe Tech focuses on the research and development, manufacturing and sales of a wide category of tank containers for chemical liquid, liquefied gas and powder commodities. It also provides aftermarket services in respect of tank containers such as maintenance, cleaning, refurbishment and renovation as well as customized tank container information service based on IoT technology.

The audited consolidated financial information of CIMC Safe Tech Group is summarized as below:

|   | <i>RMB ten thousand</i> |                    |                   |
|---|-------------------------|--------------------|-------------------|
|   | <b>2021</b>             | <b>2022</b>        | <b>January to</b> |
|   | <i>(Audited)</i>        | <i>(Audited)</i>   | <b>June 2023</b>  |
|   |                         |                    | <i>(Audited)</i>  |
| Revenue                                       | 415,111.27              | 553,921.47         | 256,316.87        |
| Net profit before tax                         | 36,204.48               | 81,785.05          | 41,628.19         |
| Net profit after tax                          | 30,630.45               | 68,941.34          | 35,502.98         |
| Net profit attributable to the parent company | 31,018.78               | 70,796.70          | 35,829.06         |
|   | <b>31 December</b>      | <b>31 December</b> | <b>30 June</b>    |
|   | <b>2021</b>             | <b>2022</b>        | <b>2023</b>       |
|   | <i>(Audited)</i>        | <i>(Audited)</i>   | <i>(Audited)</i>  |
| Total asset                                   | 299,311.82              | 382,990.70         | 409,791.36        |
| Net asset attributable to the parent company  | 180,667.98              | 252,552.54         | 289,230.05        |

## VI. REASONS FOR AND BENEFITS OF THE A SHARE OFFERING

1. The A Share Offering will be conducive for CIMC Safe Tech to further expand its financing channels in the A-share capital market, to facilitate its business transformation and development, and to create greater value for its shareholders and investors.
2. CIMC Safe Tech can further optimize and improve the corporate governance structure by offering shares in China and listing A Shares, thus improving its comprehensive corporate governance level.
3. In the industry, as a leader in the global tank container industry, CIMC Safe Tech is a manufacturer of tank containers with the largest manufacturing scale, the most diversified range of types and the leading technology in the world. The successful listing of CIMC Safe Tech on the A-share capital market will facilitate a more comprehensive understanding of the tank container industry in the capital market and promote the development and upgrade of the tank container industry.

Upon completion of the A Share Offering, the Company will remain as indirect controlling shareholder of CIMC Safe Tech, which will remain as a non-wholly-owned subsidiary within the consolidated statements of the Company, and therefore the A Share Offering will not damage the continuing profitability of the Company.

In summary, the A Share Offering of CIMC Safe Tech will add value to the whole system of the Group, and maximize the values of shareholders of the Group and will not harm the independent listing status and continuing profitability of the Company.

## **VII. GENERAL INFORMATION**

The Company is a joint stock company established in the PRC with limited liability, the H Shares and A Shares of which are listed on the Main Board of the Hong Kong Stock Exchange and the Shenzhen Stock Exchange, respectively. The Group is principally engaged in the manufacture of containers, road transportation vehicles, energy, chemical, liquid food equipment, offshore engineering equipment, logistics services and airport facilities equipment.

CIMC Enric is an exempted company incorporated in the Cayman Islands on 28 September 2004 with limited liability under the Companies Act (Revised) of the Cayman Islands, the shares of which are listed on the Main Board of the Stock Exchange. The CIMC Enric Group is principally engaged in the design, development, manufacturing, engineering, sales and operations of various transportation, storage and processing equipment widely used in three sectors, namely clean energy, chemical environment and liquid food, as well as provision of relevant technical and maintenance services and integrated services.

CIMC Safe Tech is a joint stock company established in the PRC with limited liability. CIMC Safe Tech is a leading global chemical logistics equipment manufacturer and full life circle service provider specializing in the design, research and development, manufacturing and sales of tank containers with the largest manufacturing scale and the most complete product types and series in the world. Insisting on the business development direction of “Manufacturing + Services + Intelligence”, CIMC Safe Tech focuses on the research and development, manufacturing and sales of a wide category of tank containers for chemical liquid, liquefied gas and powder commodities. It also provides aftermarket services in respect of tank containers such as maintenance, cleaning, refurbishment and renovation as well as customized tank container information service based on IoT technology.

## **VIII. IMPLICATION UNDER THE HONG KONG LISTING RULES**

The Directors of the Company (including the independent non-executive Directors) confirm that the A Share Offering is fair and reasonable and in the interests of the Company and all the shareholders. Due to the dilution of shareholding of the Group in CIMC Safe Tech upon the A Share Offering, reducing from 60.84% to 51.71%, therefore it shall constitute a deemed disposal of equity interest of the Group in a subsidiary and, under Rule 14.07 of the Hong Kong Listing Rules, the applicable percentage ratio(s) with respect to the transactions contemplated under the A Share Offering is/are more than 5% but less than 25%, the A Share Offering shall constitute a deemed disposal of the equity interest by the Company in a subsidiary and a discloseable transaction of the Company under Chapter 14 of the Hong Kong Listing Rules, thus they are subject to the reporting and announcement requirements but exempt from the circular and shareholders' approval requirements.

## IX. DEFINITIONS

|                              |   |
|------------------------------|---|
| “A Share(s)”                 | the A shares of CIMC Safe Tech  |
| “A Share Offering”           | the listing of the shares of CIMC Safe Tech on the ChiNext of the Shenzhen Stock Exchange by way of initial public offering of A Shares   |
| “Board”                      | the board of Directors of the Company   |
| “ChiNext”                    | the ChiNext of the Shenzhen Stock Exchange  |
| “CIMC Safe Tech”             | CIMC Safeway Technology Co., Ltd. (中集安瑞環科技股份有限公司, formerly known as Nantong CIMC Tank Storage and Transport Equipment Manufacturing Co., Ltd. (南通中集罐式儲運設備製造有限公司)), a joint stock limited company with limited liability established in the PRC, and a holding subsidiary of the Company and CIMC Enric  |
| “CIMC Safe Tech Group”       | CIMC Safeway Technology Co., Ltd. and its subsidiaries  |
| “Company”                    | China International Marine Containers (Group) Co., Ltd. (中國國際海運集裝箱(集團)股份有限公司), a joint stock company incorporated in the PRC with limited liability under the Company Law of the PRC in January 1980, the H shares of which are listed on the Hong Kong Stock Exchange and the A Shares of which are listed on the Shenzhen Stock Exchange (stock code: 000039) |
| “connected person(s)”        | has the meaning ascribed thereto under the Hong Kong Listing Rules, and Mr. YANG Xiaohu and Mr. WANG Yu are directors of the material subsidiaries of the Company   |
| “controlling shareholder(s)” | has the meaning ascribed thereto under the Hong Kong Listing Rules  |
| “Director(s)”                | the director(s) of the Company  |
| “CIMC Enric”                 | CIMC Enric Holdings Limited, an exempted company incorporated in the Cayman Islands on 28 September 2004 with limited liability under the Companies Law (Revised) of the Cayman Islands and a holding subsidiary of the Company, the shares of which are listed on the Main Board of the Hong Kong Stock Exchange (stock code: 3899)                            |
| “CIMC Enric Group”           | CIMC Enric Holdings Limited and its subsidiaries  |

|                            |   |
|----------------------------|---|
| “Group”                    | the Company and its subsidiaries  |
| “Hong Kong”                | the Hong Kong Special Administrative Region of the PRC                        |
| “Hong Kong Listing Rules”  | the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange |
| “Hong Kong Stock Exchange” | The Stock Exchange of Hong Kong Limited                                       |
| “PRC”                      | the People’s Republic of China  |
| “RMB”                      | Renminbi, the lawful currency of the PRC                                      |
| “Shenzhen Stock Exchange”  | the Shenzhen Stock Exchange   |
| “%”                        | per cent  |

This announcement is available for reviewing on the website of the Company (<http://www.cimc.com>) and the website of the Hong Kong Stock Exchange (<http://www.hkexnews.hk>).

By order of the Board  
**China International Marine Containers (Group) Co., Ltd.**  
**WU Sanqiang**  
*Joint Company Secretary*

Hong Kong, 12 October 2023

*As at the date of this announcement, the Board comprises Mr. MAI Boliang (Chairman) as an executive Director; Mr. ZHU Zhiqiang (Vice-chairman), Mr. HU Xianfu (Vice-chairman), Mr. SUN Huirong, Mr. DENG Weidong and Ms. ZHAO Feng as non-executive Directors; and Mr. YANG Xiong, Mr. ZHANG Guanghua and Ms. LUI FUNG Mei Yee, Mabel as independent non-executive Directors.*