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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 People's Republic of China with limited liability)

(Stock Code: 2039)

INSIDE INFORMATION

UPDATE ON THE PROPOSED SPIN-OFF AND LISTING OF CIMC VEHICLES (GROUP) CO., LTD. ON THE MAIN BOARD OF THE STOCK EXCHANGE OF HONG KONG LIMITED

THE CHINA SECURITIES REGULATORY COMMISSION'S APPROVAL ON THE ISSUANCE OF OVERSEAS LISTED FOREIGN INVESTED SHARES OF CIMC VEHICLES (GROUP) CO., LTD.

The Board is pleased to announce that the China Securities Regulatory Commission (the “CSRC”) has confirmed that it has approved the issuance of overseas listed foreign invested shares of CIMC Vehicles, a subsidiary of the Company.

The implementation of the Proposed Spin-off and Listing is subject to, among other things, the approval of the Stock Exchange, market conditions and other factors. Accordingly, shareholders and potential investors of the Company should be aware that there is no assurance from the Company that the Proposed Spin-off and Listing will take place or as to when it may take place. Shareholders and potential investors of the Company should therefore exercise caution when dealing in or investing in the shares or other securities of the Company. Any person who is in doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional advisers.

INTRODUCTION

This announcement is made pursuant to the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rule 13.09(2) of the Listing Rules.

Reference is made to the announcements of China International Marine Containers (Group) Co., Ltd. (the “**Company**”) dated 10 August 2018, 14 August 2018, 14 September 2018, 26 September 2018, 4 December 2018, 21 December 2018 and 27 December 2018 (the “**Announcements**”) and the circular dated 5 September 2018 regarding the proposed spin-off and separate listing of CIMC Vehicles (Group) Co., Ltd. (“**CIMC Vehicles**”), a subsidiary of the Company, on the Main Board of the Stock Exchange (the “**Proposed Spin-off and Listing**”). Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

THE CSRC’S APPROVAL ON THE ISSUANCE OF OVERSEAS LISTED FOREIGN INVESTED SHARES OF CIMC VEHICLES

The Board is pleased to announce that, on 14 March 2019, CIMC Vehicles received the Approval on the Issuance of Overseas Listed Foreign Invested Shares of CIMC Vehicles (Group) Co., Ltd. (Zheng Jian Xu Ke [2019] No. 356) from the CSRC with the approvals as follows:

- i. CIMC Vehicles is approved with the new issuance of no more than 383,801,955 overseas listed foreign invested shares of RMB1 per share, all being ordinary shares. Upon the issuance, CIMC Vehicles could be listed on the Main Board of the Stock Exchange.
- ii. Upon the issuance by CIMC Vehicles, China International Marine Containers (Hong Kong) Limited and Sumitomo Corporation, being the shareholders of CIMC Vehicles, are approved with the conversion of no more than 284,985,000 and 13,935,000 unlisted foreign shares of CIMC Vehicles respectively (no more than 298,920,000 unlisted foreign shares in aggregate), into overseas listed foreign invested shares, in which such shares could be traded on the Main Board of the Stock Exchange in accordance with the relevant domestic and foreign laws, regulations and rules.
- iii. Within 15 working days after its listing, the non-overseas listed shares of CIMC Vehicles shall be centrally registered with and in custody of the China Securities Depository and Clearing Corporation Ltd., and CIMC Vehicles shall report in writing to the CSRC on matters relating to the centralized registration and custody of its non-overseas listed shares and its issuance and listing.
- iv. In its process of issuance of shares and listing, CIMC Vehicles shall strictly comply with the relevant domestic and foreign laws, regulations and rules.

GENERAL

The implementation of the Proposed Spin-off and Listing is subject to, among other things, the approval of the Stock Exchange, market conditions and other factors. Accordingly, shareholders and potential investors of the Company should be aware that there is no assurance from the Company that the Proposed Spin-off and Listing will take place or as to when it may take place. Shareholders and potential investors of the Company should therefore exercise caution when dealing in or investing in the shares or other securities of the Company. Any person who is in doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional advisers.

Further announcement(s) will be made by the Company in relation to the Proposed Spin-off and Listing as and when appropriate in accordance with the Listing Rules.

This announcement is available for viewing on the website of the Company at <http://www.cimc.com> and the website of the Stock Exchange at <http://www.hkexnews.hk>.

By the order of the Board
China International Marine Containers (Group) Co., Ltd.
YU Yuqun
Company Secretary

Hong Kong, 14 March 2019

As at the date of this announcement, the Board comprises Mr. WANG Hong (Chairman), Mr. WANG Yuhang (Vice-chairman), Mr. HU Xianfu and Mr. LIU Chong as non-executive Directors; Mr. MAI Boliang as an executive Director; and Mr. PAN Chengwei, Mr. PAN Zhengqi and Mr. WONG Kwai Huen, Albert as independent non-executive Directors.