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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)

**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
GLOBAL OFFERING AND FINAL OFFER PRICE**

APPLICATION AND ALLOCATION OF THE GLOBAL OFFERING

Please refer to the announcement published by CIMC Vehicles on its website at www.cimcvehiclesgroup.com and the website of the Stock Exchange at www.hkexnews.hk on 10 July 2019 for information in respect of, among other things, the application and allocation of the Global Offering.

DETERMINATION OF THE FINAL OFFER PRICE

The Final Offer Price for the CIMC Vehicles H Shares in the Global Offering is HK\$6.38 per CIMC Vehicles H Share (exclusive of brokerage of 1.0%, SFC transaction levy of 0.0027% and the Stock Exchange trading fee of 0.005%).

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 (including the Preferential Offering) will proceed. If the Proposed Spin-off and Listing does not proceed for any reason, the Preferential Offering will not proceed. 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 9 August 2018, 14 August 2018, 14 September 2018, 26 September 2018, 4 December 2018, 21 December 2018, 27 December 2018, 14 March 2019, 24 March 2019, 31 March 2019, 3 April 2019, 23 June 2019 and 27 June 2019 (the “**Announcements**”) 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.

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If the Global Offering proceeds at the Final Offer Price of HK\$6.38 per CIMC Vehicles H Share, the market capitalisation of CIMC Vehicles immediately following completion of the Global Offering will be approximately HK\$11,260.70 million (assuming the Over-allotment Option is not exercised).

INTERNATIONAL UNDERWRITING AGREEMENT

Under the International Underwriting Agreement which was entered into by, among others, CIMC Vehicles and the International Underwriters, the International Underwriters have agreed, subject to certain conditions set out therein, to subscribe for or purchase, or procure subscribers or purchasers to subscribe for or purchase, the CIMC Vehicles H Shares being offered pursuant to the International Offering at the Final Offer Price of HK\$6.38 per CIMC Vehicles H Share (exclusive of brokerage of 1.0%, SFC transaction levy of 0.0027% and the Stock Exchange trading fee of 0.005%).

In addition, under the International Underwriting Agreement, CIMC Vehicles has granted to the International Underwriters the Over-allotment Option pursuant to which CIMC Vehicles may be required to allot and issue up to an aggregate of 39,750,000 additional CIMC Vehicles H Shares, representing no more than 15% of the CIMC Vehicles H Shares initially available under the Global Offering, at the Final Offer Price to cover over-allocations in the International Offering, if any.

LISTING DATE

Assuming completion of the Global Offering occurs in accordance with the current timetable, the CIMC Vehicles H Shares are expected to commence dealing on the Main Board of the Stock Exchange at 9:00 a.m. on Thursday, 11 July 2019. The CIMC Vehicles H Shares will be traded in board lots of 500 CIMC Vehicles H Shares each and the stock code is 1839.

GENERAL

The Global Offering (including the Preferential Offering) is subject to, among other things, (i) the Listing Committee of the Stock Exchange granting approval for the listing of, and permission to deal in, the CIMC Vehicles H Shares to be converted from the unlisted foreign shares of CIMC Vehicles and to be offered pursuant to the Global Offering (including any additional CIMC Vehicles H Shares which may be issued pursuant to the exercise of the Over-allotment Option) on the Main Board of the Stock Exchange and such approval not having been withdrawn; and (ii) the obligations of the Hong Kong Underwriters under the Hong Kong Underwriting Agreement and the obligations of International Underwriters under the International Underwriting Agreement becoming unconditional and not having been terminated in accordance with the terms of the respective agreements.

This announcement is not intended to, and does not, constitute an offer to sell or a solicitation of an offer to subscribe for or purchase any CIMC Vehicles H Shares in connection with the Global Offering or otherwise. Any such offer or solicitation is made solely through the Prospectus or other offering documents that may be issued in compliance with applicable laws and any decision to subscribe for or purchase the CIMC Vehicles H Shares in connection with the Global Offering or otherwise should be made solely on the basis of the information contained in the Prospectus and such other offering documents. No action has been or will be taken in any jurisdiction (other than in Hong Kong) that would permit a public offering of the CIMC Vehicles H Shares to be offered in the Global Offering in any jurisdiction where action for that purpose is required.

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.

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

Hong Kong, 10 July 2019

As at the date of this announcement, the Board comprises Mr. WANG Hong (Chairman), Mr. LIU Chong (Vice-chairman), Mr. HU Xianfu and Mr. MING Dong as non-executive Directors; Mr. MAI Boliang as an executive Director; and Mr. HE Jiale, Mr. PAN Zhengqi and Ms. LUI FUNG Mei Yee, Mabel as independent non-executive Directors.