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Unless otherwise defined herein, capitalized terms and expressions used in this announcement shall have the same meanings as those defined in the prospectus dated March 14, 2023 (the "**Prospectus**") of Seacon Shipping Group Holdings Limited (the "**Company**").

This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for any securities of the Company. This announcement is not a prospectus. Potential investors should read the Prospectus carefully for detailed information about the Company and the Global Offering before deciding whether or not to invest in the Offer Shares. Any investment decision in relation to the Global Offering should be taken solely in reliance on the information provided in the Prospectus.

This announcement is not for release, publication or distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia) or to any person (as defined in Regulation S under the United States Securities Act of 1933, as amended from time to time, (the "U.S. Securities Act")) ("U.S. Persons") or any other jurisdiction where such distribution is prohibited by law. This announcement does not constitute or form a part of any offer to sell or solicitation to purchase or subscribe for securities in the United States or in any other jurisdiction. The Offer Shares have not been and will not be registered under the U.S. Securities Act or securities law of any state or other jurisdiction of the United States and may not be offered, sold, pledged or transferred within the United States, except in transactions exempt from, or not subject to, the registration requirements of the U.S. Securities Act. There will not be and is not currently intended to be any public offer of the Offer Shares in the United States. The Offer Shares are being offered and sold outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act.

In connection with the Global Offering, Zhongtai International Securities Limited, as the stabilizing manager (the "Stabilizing Manager"), its affiliates or any person acting for it, on behalf of the Underwriters, may over-allocate or effect transactions with a view to stabilizing or maintaining the market price of the Shares at a level higher than that which might otherwise prevail in the open market for a limited period which begins on the Listing Date. However, there is no obligation on the Stabilizing Manager, its affiliates or any person acting for it to conduct any such stabilizing action, which, if commenced, will be done at the sole and absolute discretion of the Stabilizing Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilizing activity is required to be brought to an end on Sunday, April 16, 2023, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering. Such stabilizing action, if taken, may only be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong), as amended, made under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Potential investors should be aware that stabilizing action cannot be taken to support the price of the Shares for longer than the stabilization period which begins on the Listing Date and is expected to expire on Sunday, April 16, 2023, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering. After this date, no further stabilizing action may be taken, and demand for the Shares and the price of the Shares could fall.

The Hong Kong Offer Shares will be offered to the public in Hong Kong subject to the terms and conditions as set out in the Prospectus and the related application forms. Potential investors of the Offer Shares should note that the Sole Overall Coordinator (for itself and on behalf of the Hong Kong Underwriters) and the Sole Sponsor shall be entitled at their sole and absolute discretion to terminate the Hong Kong Underwriting Agreement upon the occurrence of any of the events set out in "Underwriting — Underwriting Agreement and Expenses — Hong Kong Public Offering — Grounds for Termination" in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date (which is currently expected to be Wednesday, March 29, 2023).

In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the International Underwriters. Pursuant to the Over-allotment Option, the International Underwriters will have the right, exercisable by the Sole Overall Coordinator (for itself and on behalf of the International Underwriters) at any time from the Listing Date until the 30th day after the last day for lodging applications under the Hong Kong Public Offering (being Sunday, April 16, 2023), to require the Company to issue up to 18,750,000 Shares, representing 15% of the total number of the Offer Shares initially available under the Global Offering at the Offer Price to cover over-allocations, if any, in the International Placing.



# Seacon Shipping Group Holdings Limited

洲際船務集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

# **GLOBAL OFFERING**

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Number of Offer Shares under the Global Offering : 125,000,000 Shares (subject to the Over-allotment

- Number of Hong Kong Offer Shares :
- Number of International Placing Shares
- Number of International Placing Shares
- Offer Price (subject to a Downward Offer Price Adjustment)
- 125,000,000 Shares (subject to the Over-allotment Option)
- 12,500,000 Shares (subject to reallocation)
- 112,500,000 Shares (subject to reallocation and the Over-allotment Option)
- Not more than HK\$3.91 per Offer Share and expected to be not less than HK\$3.27 per Offer Share, plus brokerage of 1.0%, SFC transaction levy of 0.0027%, AFRC transaction levy of 0.00015% and Stock Exchange trading fee of 0.00565% (payable in full on application in Hong Kong dollars and subject to refund) (If the Offer Price is set at 10% below the low end of the indicative Offer Price range after making a Downward Offer Price Adjustment, the Offer Price will be HK\$2.95 per Offer Share)
  HK\$0.01 per Share

Nominal value : Stock Code :

Sole Sponsor

2409



**Zhongtai International Capital Limited** 

Sole Overall Coordinator, Sole Global Coordinator, Joint Bookrunner and Joint Lead Manager

#### ZTSC 中泰國際

**Zhongtai International Securities Limited** 

Joint Bookrunners and Joint Lead Managers



**Citrus**鉅誠證券





Joint Lead Managers



🕝 富途證券

#### **IMPORTANT NOTICE TO INVESTORS: FULLY ELECTRONIC APPLICATION PROCESS**

We have adopted a fully electronic application process for the Hong Kong Public Offering. We will not provide printed copies of the Prospectus or printed copies of any application forms to the public in relation to the Hong Kong Public Offering.

The Prospectus is available at the website of the Stock Exchange at <u>www.hkexnews.hk</u> under the "HKEXnews > New Listings > New Listing Information" section and our website at <u>www.seacon.com</u>. If you require a printed copy of the Prospectus, you may download and print from the website addresses above.

To apply for the Hong Kong Offer Shares, you may:

- (a) apply online via the **HK eIPO White Form** service in the **IPO App** (which can be downloaded by searching "**IPO App**" in App Store or Google Play or downloaded at <u>www.hkeipo.hk/IPOApp</u> or <u>www.tricorglobal.com/IPOApp</u>) or at www.hkeipo.hk; or
- (b) apply through the **CCASS EIPO** service to electronically cause HKSCC Nominees to apply on your behalf, including by:
  - (i) instructing your **broker** or **custodian** who is a CCASS Clearing Participant or a CCASS Custodian Participant to give **electronic application instructions** via CCASS terminals to apply for the Hong Kong Offer Shares on your behalf; or
  - (ii) (if you are an existing CCASS Investor Participant) giving electronic application instructions through the CCASS Internet System (<u>https://ip.ccass.com</u>) or through the CCASS Phone System by calling +852 2979 7888 (using the procedures in HKSCC's "An Operating Guide for Investor Participants" in effect from time to time). HKSCC can also input electronic application instructions for CCASS Investor Participants through HKSCC's Customer Service Centre at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong by completing an input request.

If you have any question about the application for the Hong Kong Offer Shares, you may call the enquiry hotline of our Hong Kong Branch Share Registrar, Tricor Investor Services Limited, at +852 3907 7333 on the following dates:

Tuesday, March 14, 2023 — 9:00 a.m. to 6:00 p.m. Wednesday, March 15, 2023 — 9:00 a.m. to 6:00 p.m. Thursday, March 16, 2023 — 9:00 a.m. to 6:00 p.m. Friday, March 17, 2023 — 9:00 a.m. to 12:00 noon

We will not provide any physical channels to accept any application for the Hong Kong Offer Shares by the public. The contents of the electronic version of the Prospectus are identical to the printed prospectus as registered with the Registrar of Companies in Hong Kong pursuant to section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance.

If you are an **intermediary**, **broker** or **agent**, please remind your customers, clients or principals, as applicable, that the Prospectus is available online at the website addresses above.

Please refer to the section headed "How to Apply for Hong Kong Offer Shares" in the Prospectus for further details of the procedures through which you can apply for the Hong Kong Offer Shares electronically. Your application through the **HK eIPO White Form** service or the **CCASS EIPO** service must be for a minimum of 1,000 Hong Kong Offer Shares and in one of the numbers set out in the table below. You are required to pay the amount next to the number you select.

No. of Hong Kong Offer Shares applied for	Amount payable on application (HK\$)	No. of Hong Kong Offer Shares applied for	Amount payable on application (HK\$)	No. of Hong Kong Offer Shares applied for	Amount payable on application (HK\$)
1,000	3,949.44	40,000	157,977.29	700,000	2,764,602.65
2,000	7,898.86	50,000	197,471.62	800,000	3,159,545.88
3,000	11,848.30	60,000	236,965.93	900,000	3,554,489.11
4,000	15,797.72	70,000	276,460.26	1,000,000	3,949,432.36
5,000	19,747.16	80,000	315,954.59	2,000,000	7,898,864.70
6,000	23,696.60	90,000	355,448.91	3,000,000	11,848,297.06
7,000	27,646.03	100,000	394,943.24	4,000,000	15,797,729.40
8,000	31,595.46	200,000	789,886.46	5,000,000	19,747,161.76
9,000	35,544.89	300,000	1,184,829.70	6,000,000	23,696,594.10
10,000	39,494.33	400,000	1,579,772.95	6,250,000*	24,683,952.19
20,000	78,988.65	500,000	1,974,716.18		
30,000	118,482.98	600,000	2,369,659.41		

\* Maximum number of Hong Kong Offer Shares you may apply for

No application for any other number of the Hong Kong Offer Shares will be considered and any such application is liable to be rejected.

# THE LISTING APPLICATION

The Company has applied to the Stock Exchange for the granting of the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Global Offering (including any Shares which may be issued pursuant to the exercise of the Over-allotment Option and any Shares which may be issued pursuant to the exercise of the options which may be granted under the Share Option Scheme).

#### STRUCTURE OF THE GLOBAL OFFERING

The Global Offering comprises:

- (i) the Hong Kong Public Offering of initially 12,500,000 Offer Shares (subject to reallocation) in Hong Kong, representing 10% of the total number of Offer Shares initially available under the Global Offering; and
- (ii) the International Placing of initially 112,500,000 Offer Shares (subject to reallocation and the Over-allotment Option), representing 90% of the total number of Offer Shares initially available under the Global Offering.

The allocation of the Shares between the Hong Kong Public Offering and the International Placing is subject to reallocation as described in the section headed "Structure and Conditions of the Global Offering" in the Prospectus.

In particular, subject to the requirements under Practice Note 18 of the Listing Rules and Guidance Letter HKEx-GL91-18, the Sole Overall Coordinator may, at its discretion, reallocate Offer Shares initially allocated for the International Placing to the Hong Kong Public Offering to satisfy valid applications under the Hong Kong Public Offering. In accordance with Guidance Letter HKEX-GL91-18 issued by the Stock Exchange, if such reallocation is done other than pursuant to Practice Note 18 of the Listing Rules, the maximum total number of Offer Shares that may be allocated to the Hong Kong Public Offering following such reallocation shall be not more than 25,000,000 Offer Shares, representing two times the number of Hong Kong Offer Shares initially available under the Hong Kong Public Offering. In such case, the final Offer Price shall be fixed at the low end of the Offer Price range (that is, HK\$3.27 per Offer Share) stated in the Prospectus or (if a Downward Offer Price Adjustment is made) the final Offer Price after making a Downward Offer Price Adjustment.

In connection with the Global Offering, the Company is expected to grant the Over-allotment Option to the International Underwriters, which will be exercisable by the Sole Overall Coordinator (for itself and on behalf of the International Underwriters) at any time during the 30-day period from the last day for lodging applications under the Hong Kong Public Offering, to require the Company to issue up to an aggregate of 18,750,000 Shares, representing 15% of the total number of the Offer Shares initially available under the Global Offering, under the International Placing to, cover

over-allocations, if any, in the International Placing. In the event that the Over-allotment Option is exercised, an announcement will be made by the Company on the Company's website at **www.seacon.com** and the Stock Exchange's website at **www.hkexnews.hk**.

# PRICING

The Offer Price will not be more than HK\$3.91 per Offer Share and is expected to be not less than HK\$3.27 per Offer Share (subject to a reduction of up to 10% below the low end of the indicative Offer Price range through making a Downward Offer Price Adjustment as set out in the Prospectus). If the Offer Price is set after making a 10% Downward Offer Price Adjustment, the Offer Price will be HK\$2.95 per Offer Share. If the Company decides to reduce the Offer Price by making a Downward Offer Price Adjustment (a reduction of up to 10% below the low end of the indicative Offer Price range), the Company will separately announce the final Offer Price no later than Tuesday, March 28, 2023 on the website of the Stock Exchange at www.hkexnews.hk and our website at www.seacon.com.

Applicants under the Hong Kong Public Offering are required to pay in full, on application, the maximum Offer Price of HK\$3.91 per Offer Share plus the brokerage of 1.0%, SFC transaction levy of 0.0027%, AFRC transaction levy of 0.00015% and Stock Exchange trading fee of 0.00565% payable on each Offer Share, and subject to refund if the Offer Price as finally determined is lower than the maximum Offer Price of HK\$3.91 per Offer Share. Further details are set out in the section headed "How to Apply for Hong Kong Offer Shares" in the Prospectus.

### EXPECTED TIMETABLE

Hong Kong Public Offering commences				
Latest time for completing electronic applications under the <b>HK eIPO White Form</b> service through one of the below ways:				
<ol> <li>the IPO App, which can be downloaded by searching "IPO App" in App Store or Google Play or downloaded at <u>www.hkeipo.hk/IPOApp</u> or <u>www.tricorglobal.com/IPOApp</u></li> </ol>				
(2) the designated website <u>www.hkeipo.hk</u> 11:30 a.m. on Friday, March 17, 2023				
Application lists open				

Latest time for (a) completing payment for HK eIPO
White Form applications by effecting internet
banking transfer(s) or PPS payment transfer(s) and
(b) giving electronic application instructions to
HKSCC
March 17, 2023

If you are instructing your **broker** or **custodian** who is a CCASS Clearing Participant or a CCASS Custodian Participant to give **electronic application instructions** via CCASS terminals to apply for the Hong Kong Public Offer Shares on your behalf, you are advised to contact your **broker** or **custodian** for the latest time for giving such instructions which may be different from the latest time as stated above.

Application lists close
Expected Price Determination Date Friday, March 17, 2023
Where applicable, announcement of the Offer Price being set below the low end of the indicative Offer Price range after making a Downward Offer Price Adjustment (see the section headed "Structure and Conditions of the Global Offering — Pricing and Allocation" in the Prospectus) on our website at www.seacon.com and the website of the Stock
Exchange at <u>www.hkexnews.hk</u> on or before Tuesday, March 28, 2023
Announcement of the final Public Offer Price on or around
Announcement of the level of indications of interest in the International Placing, the level of applications in the Hong Kong Public Offering and the basis of allocations of the Hong Kong Offer Shares to be published on our website at <u>www.seacon.com</u> and the website of the Hong Kong Stock Exchange at www.hkexnews.hk on or before
Results of allocations in the Hong Kong Public Offering will be available at the "IPO Results" function in the IPO App or at <u>www.tricor.com.hk/ipo/result</u> or www.hkeipo.hk/IPOResult with a "search by ID"
function from

Share certificates in respect of wholly or partially successful applications to be dispatched/collected or deposited into CCASS on or before Tuesday, March 28, 202	23
HK eIPO White Form e-Auto Refund payment instructions/refund cheques in respect of wholly or partially successful applications (if applicable) or wholly or partially unsuccessful applications	
to be dispatched/collected on or before Tuesday, March 28, 202 Dealings in the Shares on the Stock Exchange expected to commence at	y,

Note: Unless otherwise stated, all times and dates refer to Hong Kong local times and dates.

#### SETTLEMENT

Subject to the granting of the approval for the listing of, and permission to deal in, the Shares on the Stock Exchange and the Company complies with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Shares or any other date as determined by HKSCC. Settlement of transactions between Exchange Participants (as defined in the Listing Rules) is required to take place in CCASS on the second settlement day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. Investors should seek the advice of their stockbroker or other professional adviser for details of the settlement arrangement as such arrangements may affect their rights and interests. All necessary arrangements have been made to enable the Shares to be admitted into CCASS.

### **ELECTRONIC APPLICATION CHANNELS**

#### HK eIPO White Form service

You may submit your application online to the **HK eIPO White Form** Service Provider on the **IPO App** or the designated website at <u>www.hkeipo.hk</u> (24 hours daily, except on the last application day) from 9:00 a.m. on Tuesday, March 14, 2023 until 11:30 a.m. on Friday, March 17, 2023 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Friday, March 17, 2023 or such later time as described in the section headed "How to Apply for Hong Kong Offer Shares — 11. Effect of Bad Weather and Extreme Conditions on the Opening of the Application Lists" in the Prospectus.

# CCASS EIPO Service<sup>(1)</sup>

CCASS Clearing/Custodian Participants can input electronic application instructions at the following times on the following dates:

Tuesday, March 14, 2023 — 9:00 a.m. to 8:30 p.m. Wednesday, March 15, 2023 — 8:00 a.m. to 8:30 p.m. Thursday, March 16, 2023 — 8:00 a.m. to 8:30 p.m. Friday, March 17, 2023 — 8:00 a.m. to 12:00 noon

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Tuesday, March 14, 2023 until 12:00 noon on Friday, March 17, 2023 (24 hours daily, except on Friday, March 17, 2023, the last application day).

The latest time for inputting your **electronic application instructions** will be 12:00 noon on Friday, March 17, 2023, the last application day or such later time as described in the section headed "How to Apply for Hong Kong Offer Shares — 11. Effect of Bad Weather and Extreme Conditions on the Opening of the Application Lists" in the Prospectus.

Note:

(1) The times in this sub-section are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/Custodian Participants and/or CCASS Investor Participants.

If you are instructing your **broker** or **custodian** who is a CCASS Clearing Participant or a CCASS Custodian Participant to give **electronic application instructions** via CCASS terminals to apply for the Hong Kong Offer Shares on your behalf, you are advised to contact your **broker** or **custodian** for the latest time for giving such instructions which may be different from the latest time as stated above.

The application monies (including the brokerage, SFC transaction levy, the Stock Exchange trading fee and AFRC transaction levy) will be held in separate bank account(s) with the receiving bank or other bank(s) in Hong Kong licensed under the Banking Ordinance (Chapter 155 of the Laws of Hong Kong) and on behalf of the Company after the closing of the application lists and the refund monies, if any, will be returned to the applicants without interest on or before Tuesday, March 28, 2023.

Please refer to the sections headed "Structure and Conditions of the Global Offering" and "How to Apply for Hong Kong Offer Shares" of the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

Application for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus, the GREEN Application Form, in the IPO App and on the designated website (www.hkeipo.hk) for the HK eIPO White Form service.

### PUBLICATION OF RESULTS

Irrespective of whether a Downward Offer Price Adjustment is made, the Company expects to announce the final Offer Price, the indication of the level of interest in the International Placing, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares on Tuesday, March 28, 2023 on the Company's website at <u>www.seacon.com</u> and the website of the Stock Exchange at <u>www.hkexnews.hk</u>.

The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers/certificate of incorporation numbers of successful applicants under the Hong Kong Public Offering will be available at the times and date and in the manner specified in the section headed "How to Apply for Hong Kong Offer Shares — 12. Publication of Results" in the Prospectus.

If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is less than the maximum Offer Price of HK\$3.91 per Offer Share (excluding brokerage, SFC transaction levy, AFRC transaction levy and Stock Exchange trading fee thereon), or if the conditions of the Hong Kong Public Offering are not fulfilled in accordance with the section headed "Structure and Conditions of the Global Offering — Conditions of the Global Offering" in the Prospectus or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy, AFRC transaction levy and Stock Exchange trading fee, will be refunded, without interest or the cheque or banker's cashier order will not be cleared.

No temporary document of title will be issued in respect of the Shares. No receipt will be issued for sums paid on application. Share certificates will only become valid at 8:00 a.m. on Wednesday, March 29, 2023 provided that the Global Offering has become unconditional and the right of termination described in the section headed "Underwriting" in the Prospectus has not been exercised. Investors who trade Shares prior to the receipt of the Share certificates or the Share certificates becoming valid do so at their own risk.

Assuming that the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Wednesday, March 29, 2023, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Wednesday, March 29, 2023. The Shares will be traded on the Main Board of the Hong Kong Stock Exchange in board lots of 1,000 Shares each. The stock code of the Shares will be 2409.

By order of the Board Seacon Shipping Group Holdings Limited Guo Jinkui Chairman of the Board and Executive Director

Hong Kong, March 14, 2023

As at the date of this announcement, the Board comprises four executive Directors, namely, Mr. Guo Jinkui, Mr. Chen Zekai, Mr. He Gang, and Mr. Zhao Yong and three independent non-executive Directors, namely, Mr. Fu Junyuan, Ms. Zhang Xuemei, and Mr. Zhuang Wei.