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**勝獅貨櫃企業有限公司**  
**SINGAMAS CONTAINER HOLDINGS LIMITED**

*(Incorporated in Hong Kong with limited liability)*

**Stock code: 716**

**DISCLOSEABLE TRANSACTIONS IN RELATION TO  
FINANCE LEASE ARRANGEMENTS WITH A CUSTOMER**

A wholly-owned subsidiary of the Company has entered into the First Finance Lease Agreement dated 16 May 2023 and the Second Finance Lease Agreement dated 14 June 2024 with the Customer. The Customer has agreed to lease 10,000 and 15,000 units of containers, respectively, for a term of 14 years pursuant to the First Finance Lease Agreement and the Second Finance Lease Agreement. The Customer has the right to buy out the products subject to the Transactions at the end of the relevant lease terms.

The First Finance Lease Agreement and the Second Finance Lease Agreement are not inter-conditional with each other.

**Listing Rules Implications**

While the Transactions are conducted in the ordinary and usual course of business of the Group, according to Rule 14.04(1)(c) of the Listing Rules, the entering into of a finance lease is a “transaction” of the Company for the purpose of Chapter 14 of the Listing Rules.

As one or more of the applicable percentage ratios calculated by reference to Rule 14.07 of the Listing Rules in respect of the transactions contemplated under each of the First Finance Lease Agreement and the Second Finance Lease Agreement reaches or exceeds 5% but is less than 25%, each of such transactions constitutes a discloseable transaction of the Company and is subject to the notification and announcement requirements under Chapter 14 of the Listing Rules.

**I. THE TRANSACTIONS**

A wholly-owned subsidiary of the Company has entered into the First Finance Lease Agreement and the Second Finance Lease Agreement with the Customer, details of which are set out as follows.

**The First Finance Lease Agreement**

Date: 16 May 2023

Parties:	The Customer as the lessee; and Singamas Subsidiary as the lessor.
Subject matter:	10,000 units of 20' GP containers.
Lease term:	14 years.
Maximum contract value:	Approximately USD34.92 million, based on rental amount for the lease term and buying out by the Customer upon expiry thereof.

### **The Second Finance Lease Agreement**

Date:	14 June 2024
Parties:	The Customer as the lessee; and Singamas Subsidiary as the lessor.
Subject matter:	15,000 units of 20'GP containers.
Lease term:	14 years.
Maximum contract value:	Approximately USD47.31 million, based on rental amount for the lease term and buying out by the Customer upon expiry thereof.

### **Miscellaneous**

The First Finance Lease Agreement and the Second Finance Lease Agreement are not inter-conditional with each other.

Ownership of the products subject to the Transactions will be retained by the Group unless the Customer exercises the buy-out option(s) pursuant to the First Finance Lease Agreement and/or the Second Finance Lease Agreement.

The terms of the Transactions were determined based on arm's length negotiation between the Customer and Singamas Subsidiary. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, none of the Customer and its ultimate beneficial owner is a connected person of the Company under the Listing Rules.

## **II. INFORMATION OF THE CUSTOMER, THE COMPANY, AND SINGAMAS SUBSIDIARY**

### **The Customer**

The Customer is MSC Mediterranean Shipping Company S.A., a company incorporated under the laws of Switzerland, which is principally engaged in global container shipping and logistics services.

## **The Company and Singamas Subsidiary**

The Company is an investment holding company incorporated in Hong Kong with limited liabilities and the activities of the Group include manufacturing of dry freight containers, collapsible flatrack containers, open top containers, bitainers, tank containers, offshore containers, customised specialised containers and other specialised containers and container parts; provision of logistics services, including operating container depots and container logistics.

Singamas Subsidiary is a wholly-owned subsidiary of the Company, a company incorporated in the British Virgin Islands, and is principally engaged in container leasing and container trading businesses.

### **III. REASONS FOR AND BENEFITS OF THE TRANSACTIONS**

Manufacturing of containers is one of the Group's main lines of business. In recent years, the Group has been exploring with certain key customers to structure the sale of container products as finance leases, pursuant to which the Group would first deliver the finished goods to customers, and the payment for the goods would be made in instalments over the term of the leases.

The Company notes that finance leasing is a common arrangement in the container manufacturing industry, and that the Transactions were conducted in the ordinary and usual course of business of the Group. The Directors believe that the terms of the Transactions are fair and reasonable and in the interests of the shareholders of the Company as a whole.

### **IV. LISTING RULES IMPLICATIONS**

While the Transactions are conducted in the ordinary and usual course of business of the Group, according to Rule 14.04(1)(c) of the Listing Rules, the entering into of a finance lease is a "transaction" of the Company for the purpose of Chapter 14 of the Listing Rules.

As one or more of the applicable percentage ratios calculated by reference to Rule 14.07 of the Listing Rules in respect of the transactions contemplated under each of the First Finance Lease Agreement and the Second Finance Lease Agreement reaches or exceeds 5% but is less than 25%, each of such transactions constitutes a discloseable transaction of the Company and is subject to the notification and announcement requirements under Chapter 14 of the Listing Rules.

The Company has reached the conclusion that Chapter 14 of the Listing Rules applies to the Transactions following a consultation with the Stock Exchange which took place after the First Finance Lease Agreement but before the Second Finance Lease Agreement was entered into, and notes that on the basis that the transaction contemplated under the First Finance Lease Agreement constitutes a discloseable transaction of the Company, there has been a delay in complying with the notification and announcement requirements in accordance with Chapter 14 of the Listing Rules in respect of the First Finance Lease Agreement.

The Company does not consider that the First Finance Lease Agreement and the Second Finance Lease Agreement shall be aggregated for the purpose of determining the size tests under Chapter 14 of the Listing Rules taking into account that the two agreements were entered into with more than 12 months apart from each other, the two agreements are not inter-conditional with each other and no agreement or arrangement has been in place between the parties with respect to the second agreement when the first agreement were entered into.

## V. DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise:

“Company”	Singamas Container Holdings Limited, a company incorporated in Hong Kong with limited liability, the issued shares of which are listed on the Main Board of the Stock Exchange (Stock Code: 716)
“Customer”	MSC Mediterranean Shipping Company S.A.
“Director(s)”	director(s) of the Company
“First Finance Lease Agreement”	the agreement dated 16 May 2023 entered into between the Customer as the lessee and Singamas Subsidiary as the lessor
“Group”	the Company together with its subsidiaries
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Second Finance Lease Agreement”	the agreement dated 14 June 2024 entered into between the Customer as the lessee and Singamas Subsidiary as the lessor
“Singamas Subsidiary”	Teamwill International Limited
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Transactions”	the transactions contemplated under the First Finance Lease Agreement and the Second Finance Lease Agreement
“USD”	United States dollars, the lawful currency of United States of America

By Order of the Board  
**Singamas Container Holdings Limited**  
**Teo Siong Seng**  
*Chairman and Chief Executive Officer*

Hong Kong, 14 June 2024

*The Directors as at the date of this announcement are Mr. Teo Siong Seng, Ms. Siu Wai Yee, Winnie and Ms. Chung Pui King, Rebecca as executive Directors, Ms. Lau Man Yee, Vanessa as non-executive Director and Mr. Cheng Fu Kwok, David, Mr. Lau Ho Kit, Ivan and Mr. Ho Teck Cheong as independent non-executive Directors.*