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*This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the securities of OOIL.*



中遠海運控股股份有限公司  
**COSCO SHIPPING Holdings Co., Ltd.\***  
*(a joint stock limited company  
incorporated in the People's Republic of  
China with limited liability)*  
**(Stock Code: 1919)**



**ORIENT OVERSEAS  
(INTERNATIONAL) LIMITED**  
東方海外(國際)有限公司\*  
*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 316)**

**Faulkner Global Holdings Limited**  
*(Incorporated in the British Virgin Islands  
with limited liability)*



**Shanghai Port Group (BVI)  
Development Co., Limited**  
上港集團BVI發展有限公司  
*(Incorporated in the British Virgin  
Islands with limited liability)*

**JOINT ANNOUNCEMENT**  
**(1) CLOSE OF VOLUNTARY GENERAL CASH OFFER**  
**BY UBS ON BEHALF OF THE JOINT OFFERORS TO ACQUIRE ALL**  
**OF THE ISSUED SHARES OF ORIENT OVERSEAS**  
**(INTERNATIONAL) LIMITED**  
**(2) RESULTS OF THE OFFER**  
**AND**  
**(3) PUBLIC FLOAT AND SUSPENSION OF TRADING**

Reference is made to the joint announcement dated 7 July 2017 in respect of the Offer, the joint announcement dated 29 June 2018 in respect of the fulfilment of all the Pre-Conditions, the composite document dated 6 July 2018 in respect of the Offer (the “**Composite Document**”) and the joint announcement dated 13 July 2018 in respect of the Offer having become unconditional in all respects jointly issued by Faulkner Global Holdings Limited, Shanghai Port Group (BVI) Development Co., Limited, COSCO SHIPPING Holdings Co., Ltd.\* and Orient Overseas (International) Limited. Unless the context requires otherwise, capitalized terms used herein shall have the same meanings as those defined in the Composite Document.

All references to time and dates contained in this announcement are to Hong Kong time and dates.

## **CLOSE OF THE OFFER**

The Joint Offerors, COSCO SHIPPING Holdings and OOIL jointly announce that the Offer closed at 4:00 p.m. on 27 July 2018 and was not revised or extended.

## **RESULTS OF THE OFFER**

Prior to the commencement of the Offer Period, neither the Joint Offerors nor their Concert Parties held, controlled or directed any OOIL Shares or any rights over OOIL Shares. Save as described below, the Joint Offerors and their Concert Parties have not acquired or agreed to acquire any OOIL Shares or rights over OOIL Shares during the Offer Period.

As at 4:00 p.m. on 27 July 2018, being the latest time and date for acceptance of the Offer, valid acceptances of the Offer have been received in respect of 615,938,743 OOIL Shares (including the acceptances by the Controlling Shareholders in respect of the IU Shares in accordance with the Irrevocable Undertaking), representing approximately 98.43% of the issued share capital in OOIL as at the date of this announcement.

Taking into account such acceptances, the Joint Offerors and their Concert Parties own or control an aggregate of 615,938,743 OOIL Shares, representing 98.43% of the issued share capital of OOIL as at the date of this announcement, which includes 553,985,207 OOIL Shares held by COSCO SHIPPING Offeror (representing approximately 88.53% of the issued share capital of OOIL) and 61,953,536 OOIL Shares held by SIPG Offeror (representing approximately 9.9% of the issued share capital of OOIL).

None of the Joint Offerors or any of their Concert Parties (save for those entities controlling, controlled by or under the same control as UBS that are exempt principal traders or exempt fund managers) has borrowed or lent any relevant securities (as defined in Note 4 to Rule 22 of the Code) in OOIL during the Offer Period and up to and including the date of this announcement, save for any borrowed OOIL Shares which have either been on-lent or sold.

## **SETTLEMENT OF THE OFFER**

Remittances in respect of the OOIL Shares tendered for acceptance and taken up by the Joint Offerors under the Offer (after, if applicable, deducting the seller's ad valorem stamp duty arising therefrom and, if applicable, the fees payable to the Share Registrar in respect of lost or unavailable OOIL Share certificates) has been or will be posted to the relevant Qualifying OOIL Shareholders by ordinary post at their own risk as soon as possible, but in any event within seven business days (as defined in the Code) following the later of (i) the Offer Unconditional Date (which was 13 July 2018), and (ii) the date of receipt of a duly completed Form of Acceptance and the relevant documents of title of OOIL Shares in respect of such acceptance by the Share Registrar in respect of the Offer.

## **PUBLIC FLOAT AND SUSPENSION OF TRADING**

Immediately following the close of the Offer, subject to the due registration by the Share Registrar of the transfer of the OOIL Shares in respect of which valid acceptances were received, 71,808,090 OOIL Shares, representing approximately 11.47% of the issued share capital of OOIL as at the date of this announcement, are held by the public (within the meaning of the Listing Rules), which includes 61,953,536 OOIL Shares held by SIPG Offeror, representing approximately 9.9% of the issued share capital of OOIL. Accordingly, as at the date of this announcement, the minimum public float requirement of 25% as set out in Rule 8.08(1)(a) of the Listing Rules is not satisfied.

Pursuant to Note 1 to Rule 8.08(1)(b) of the Listing Rules, the trading in the securities of a listed issuer will normally be required to be suspended if the percentage of public float falls below 15%. As the percentage of the public float of the OOIL Shares has fallen below 15% upon the close of the Offer, an application has been made for the suspension of trading in the OOIL Shares on the Stock Exchange with effect from 9:00 a.m. on Monday, 30 July 2018 pending the restoration of the public float of OOIL Shares.

The Joint Offerors have jointly and severally undertaken to the Stock Exchange to take appropriate steps to ensure that sufficient public float exists in the OOIL Shares. As disclosed in the Composite Document, COSCO SHIPPING Offeror has entered into the Sale and Purchase Agreements with the Purchasers in respect of the proposed sale of OOIL Shares to restore the required minimum public float under the Listing Rules. Based on the level of acceptances as described above and in accordance with the Sale and Purchase Agreements, an aggregate of 84,640,235 OOIL Shares will be transferred by COSCO SHIPPING Offeror to the Purchasers (representing approximately 13.53% of the issued share capital of OOIL as at the date of this announcement), upon completion of which the public float of OOIL Shares will be restored to at least 25%. Completion of the Sale and Purchase Agreements is expected to occur on or around 17 August 2018. Further announcement(s) will be made by OOIL regarding the restoration of public float as and when appropriate.

*\* For identification purpose only*

By order of the board of  
**COSCO SHIPPING Holdings  
Co., Ltd.**  
**GUO Huawei**  
**Company Secretary**

By order of the board of  
**Faulkner Global Holdings  
Limited**  
**WANG Haimin**  
**Director**

By order of the board of  
**Orient Overseas (International)  
Limited**  
**Lammy LEE**  
**Company Secretary**

By order of the board of  
**Shanghai Port Group (BVI)  
Development Co., Limited**  
**XI Yanbing**  
**Director**

Hong Kong, 27 July 2018

*As at the date of this announcement, the Executive Directors of OOIL are Messrs. TUNG Chee Chen, TUNG Lieh Cheung Andrew and TUNG Lieh Sing Alan; Non-Executive Director of OOIL is Professor Roger KING and Independent Non-Executive Directors of OOIL are Mr. Simon MURRAY, Mr. CHOW Philip Yiu Wah, Professor WONG Yue Chim Richard, Mr. CHENG Wai Sun Edward and Mr. KWOK King Man Clement.*

*The OOIL Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than information relating the Joint Offerors or any of their associates or any parties acting in concert with any of them) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement (other than opinions expressed by the Joint Offerors or any of their associates or any parties acting in concert with any of them) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.*

*As at the date of this announcement, the directors of COSCO SHIPPING Offeror are Mr. WANG Haimin, Mr. DENG Huangjun and Ms. LI Yan.*

*As at the date of this announcement, the directors of COSCO SHIPPING Holdings are Mr. HUANG Xiaowen<sup>1</sup> (Vice Chairman), Mr. WANG Haimin<sup>1</sup>, Mr. ZHANG Wei (張為)<sup>1</sup>, Mr. FENG Boming<sup>2</sup>, Mr. ZHANG Wei (張煒)<sup>2</sup>, Mr. CHEN Dong<sup>2</sup>, Mr. YANG, Liang Yee Philip<sup>3</sup>, Mr. WU Dawei<sup>3</sup>, Mr. ZHOU Zhonghui<sup>3</sup>, Mr. TEO Siong Seng<sup>3</sup>.*

<sup>1</sup> *Executive director*

<sup>2</sup> *Non-executive director*

<sup>3</sup> *Independent non-executive director*

*The directors of COSCO SHIPPING Offeror and the directors of COSCO SHIPPING Holdings jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than information relating to OOIL or any of its associates or any parties acting in concert with any of them, SIPG Offeror or any of its associates or SIPG or any of its associates) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement (other than opinions expressed by OOIL or any of its associates or any parties acting in concert with any of them, SIPG Offeror or any of its associates or SIPG or any of its associates) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.*

*As at the date of this announcement, the sole director of SIPG Offeror is XI Yanbing.*

*As at the date of this announcement, the directors of SIPG are CHEN Xuyuan, BAI Jingtao, YAN Jun, WANG Erzhang, ZHUANG Xiaoqing, ZHENG Shaoping, GUAN Yimin, DU Yongcheng and LI Yifan.*

*The sole director of SIPG Offeror and the directors of SIPG jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than information relating to OOIL or any of its associates or any parties acting in concert with any of them, COSCO SHIPPING Offeror or any of its associates or COSCO SHIPPING Holdings or any of its associates) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement (other than opinions expressed by OOIL or any of its associates or any parties acting in concert with any of them, COSCO SHIPPING Offeror or any of its associates or COSCO SHIPPING Holdings or any of its associates) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement in this announcement misleading.*