



บริษัท อาร์ ซี แอล จำกัด (มหาชน) Regional Container Lines Public Company Limited

-Translation-

Ref. No. RCL 011/2024

April 25th, 2024

Subject : Acquisition of the Vessels of the Subsidiary and Notification of Acquisition of Assets of the Company
To : The President
The Stock Exchange of Thailand

Regional Container Lines Public Company Limited (the “Company”) would like to inform that Regional Container Lines Pte. Ltd. (“RCS”), a wholly-owned subsidiary of the Company in Singapore, will purchase two new build 4,400 TEUs vessels.

The entering into the above transaction is an acquisition of assets by the Company which the transaction size is calculated to be 7.47% based on the total value of consideration criteria from the Company's financial statements as of December 31st, 2023. However, when considering the total value of asset acquisitions during the past six months, the accumulated transaction size reaches 22.02%, which is equal to or higher than 15% but lower than 50%, according to the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition and Disposition of Assets.

In this regard, the Company is required to disclose the transaction to the Stock Exchange of Thailand and submit a notification to the shareholders within 21 days from the date of disclosure of the transaction to the Stock Exchange of Thailand. The Company, therefore, would like to inform the details of the acquisition as follows.

1. Date on which the transaction occurs

April 25th, 2024

2. Contractual parties

Buyer: Regional Container Lines Pte. Ltd. (“RCS” or “Buyer”)

Seller: China Shipbuilding Trading Co., Ltd. (“Seller”) and CSSC Huangpu Wenchong Shipbuilding Co., Ltd. (“Ship Builder”). The Seller and Ship Builder are not related to the Buyer in any aspect.

3. General characteristics, type of transaction, and transaction value

Size of transaction

The calculation of the asset acquisition is as follows.

The total value of consideration

Consolidated financial statements as of December 31st, 2023

Total value of consideration: 4,212 million Baht

Total assets: 56,382 million Baht or equal to 7.47%

4. Details of the assets to be purchased

Two container vessels with a capacity of 4,400 TEUs with expected delivery by November and December 2027, respectively

5. Value of the assets to be purchased

The purchase price of each vessel is 56.615 million USD or approximately 2,106 million Baht. (exchange rate 1 USD = 37.20 Baht)

6. Basis used to determine the value of the assets to be acquired

Price based on an agreement contract



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Regional Container Lines Public Company Limited

7. Purpose and expected benefit

For the Company's fleet expansion and operation

8. Source of funds

The Company's own fund and loan from financial institute

9. Term of payment

1st installment at 20% upon signing of the contract

2nd installment at 10% upon the steel cutting of the first steel plate of the vessel

3rd installment at 10% upon the keel-laying of the first section of the vessel

4th installment at 10% upon the launching of the vessel

5th installment at 50% upon the delivery of the vessel

10. Connected Transaction and conflict of interest

None.

11. Opinion of the Board of Directors

The Board of Directors considered the transaction and opined that the transaction is necessary and reasonable.

12. Opinion of the Audit Committee

The Audit Committee and the Board of Directors have no conflict of opinions.

Please be informed accordingly.

Yours faithfully,

-signed-

(Ms. Nadrudee Rungruengphon)
Company Secretary

Company Secretary
Tel. 02-296-1093 / 02-296-1395