



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

-Translation-

Ref. No. RCL 016/2024

August 22nd, 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 additional newly built 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 6.39% based on the total value of consideration criteria from the Company's financial statements as of June 30th, 2024. However, when considering the total value of asset acquisitions during the past six months, the accumulated transaction size reaches 26.87%, 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.

The Company has ordered two additional vessels, marking the 7th and 8th in its 4,400 TEUs series. These vessels will either be integrated into the Company's fleet for its operation or long-term charter out. In addition, in the second half of 2024, the Company is scheduled to receive three new vessels with a capacity of 7,000 TEUs. One of these vessels has already been secured under a long-term charter agreement, while the remaining two will be deployed on the West India route. Moreover, two of the 12,000 TEUs vessels will be utilized on the Middle East route. This fleet expansion will not only enhance the Company's operational efficiency but also augment its competitiveness in the global market and establish a sustainable operational foundation for the Company.

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

August 22nd, 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 June 30th, 2024

Total value of consideration: 4,062 million Baht

Total assets: 63,540 million Baht or equal to 6.39%

4. Details of the assets to be purchased

Two container vessels with a capacity of 4,400 TEUs with expected delivery by the latter of 2027 and the beginning of 2028, respectively.

5. Value of the assets to be purchased

The purchase price of each vessel is 57.6 million USD or approximately 2,031 million Baht. (exchange rate 1 USD = 35.26 Baht)

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

Price based on an agreement contract

7. Purpose and expected benefit

For the Company's fleet expansion and operation, augment its competitiveness, and establish a sustainable operational foundation.

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.



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Regional Container Lines Public Company Limited

12. Opinion of the Audit Committee

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

Please be informed accordingly.

Yours faithfully,

-signed-

(Ms. Nadrudee Rungruengphon)
Company Secretary

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