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CIMC ENRIC

CIMC Enric Holdings Limited

中集安瑞科控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 3899)

VOLUNTARY ANNOUNCEMENT

CONVERSION OF PREFERENCE SHARES INTO ORDINARY SHARES

On 7 May 2013, the Company received a conversion notice from China International Marine Containers (Hong Kong) Limited (“**CIMC HK**”), a subsidiary of China International Marine Containers (Group) Co., Ltd. (“**CIMC**”) being the controlling shareholder of the Company and being a company listed on the main board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (stock code: 2039), for converting 495,000,000 preference shares of the Company held by CIMC HK into ordinary shares of HK\$0.01 each in the ordinary share capital of the Company.

As stated in the articles of association of the Company (the “**Articles**”), among others, the holders of preference shares are entitled to participate pari passu in any dividends payable to the holders of ordinary shares on a pro rata as-if-converted basis, but shall not be entitled to vote at general meetings of the Company except for certain situations set out in the Articles. Moreover, the preference shares are convertible into ordinary shares on a one for one basis. The conversion shall be effected by way of re-designation which means the preference shares to be converted shall be automatically be re-classified and re-designated as ordinary shares without the further approval of the shareholders on the date of conversion.

Upon receipt of the conversion notice, 495,000,000 ordinary shares of the Company will be issued to CIMC HK, and the Company will no longer have any preference shares in issue. The conversion will take place on 7 May 2013 (after trading hours).

Details of shareholding structure of the Company immediately before and after the conversion are set out below:

	Immediately before the conversion				Immediately after the conversion		
	Number of ordinary shares held	% of issued ordinary shares	Number of preference shares held	% of issued preference shares	Number of ordinary shares held	% of issued ordinary shares	Number of preference shares held
Charm Wise Limited (<i>Note 1</i>)	190,703,000	13.75%	-	-	190,703,000	10.13%	-
CIMC HK (<i>Note 1</i>)	636,632,645	45.89%	495,000,000	100%	1,131,632,645	60.12%	-
CIMC indirectly held	827,335,645	59.64%	495,000,000	100%	1,322,335,645	70.25%	-
P.G.M. Holding B.V. (<i>Note 2</i>)	87,985,085	6.34%	-	-	87,985,085	4.67%	-
Mr. Zhao Qingsheng (<i>Note 3</i>)	214,000	0.02%	-	-	214,000	0.01%	-
Public	471,766,792	34.00%	-	-	471,766,792	25.07%	-
Total	1,387,301,522	100%	495,000,000	100%	1,882,301,522	100%	-

Notes:

1. Charm Wise Limited and CIMC HK are wholly-owned subsidiary of CIMC.
2. P.G.M. Holding B.V. is controlled by Mr. Petrus Gerardus Maria van der Burg, a director of the Company.
3. Mr. Zhao Qingsheng is a director of the Company.

By order of the Board
CIMC Enric Holdings Limited
Cheong Siu Fai
Company Secretary

Hong Kong, 7 May 2013

As at the date of this announcement, the Board consists of Mr. Zhao Qingsheng (Chairman), Mr. Gao Xiang (General Manager), Mr. Jin Jianlong and Mr. Yu Yuqun as executive directors; Mr. Jin Yongsheng and Mr. Petrus Gerardus Maria van der Burg as non-executive directors; and Mr. Wong Chun Ho, Mr. Tsui Kei Pang and Mr. Zhang Xueqian as independent non-executive directors.