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ZHUHAI HOLDINGS INVESTMENT GROUP LIMITED

珠海控股投資集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 00908)

CONNECTED TRANSACTIONS: 2021 FERRY LEASING AGREEMENTS

INTRODUCTION

On 28 May 2020, Ferry Company entered into the May 2020 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line) with Jiuzhou Blue Sea Jet Investment to lease the Subject Ferries from Jiuzhou Blue Sea Jet Investment for a period of one year commencing on 1 June 2020 and ending on 31 May 2021 (both days inclusive), pursuant to which Ferry Company shall use the Subject Ferries for the operation of the Jiuzhou Port-Shekou Line.

The May 2020 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line) will expire on 31 May 2021. On 29 January 2021, Ferry Company entered into the January 2021 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line) with Jiuzhou Blue Sea Jet Investment to lease the Subject Ferries from Jiuzhou Blue Sea Jet Investment for a period of one year commencing on 1 June 2021 and ending on 31 May 2022 (both days inclusive) on substantively the same terms as the May 2020 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line), pursuant to which Ferry Company shall use the Subject Ferries for the operation of the Jiuzhou Port-Shekou Line.

On the same date (i.e. 29 January 2021), Ferry Company entered into the January 2021 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line and HK-Macau Ferry Terminal Line) with Jiuzhou Blue Sea Jet Investment to lease the New Subject Ferries from Jiuzhou Blue Sea Jet Investment for a period of one year commencing on 1 February 2021 and ending on 31 January 2022 (both days inclusive), pursuant to which Ferry Company shall use the New Subject Ferries for the operation of the Jiuzhou Port-Shekou Line and HK-Macau Ferry Terminal Line.

LISTING RULES IMPLICATIONS

Ferry Company is a connected subsidiary of the Company under Rule 14A.16 of the Listing Rules, and Jiuzhou Blue Sea Jet Investment is a connected person of the Company under Chapter 14A of the Listing Rules. The 2021 Ferry Leasing Agreements (i.e. the January 2021 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line) and January 2021 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line and HK-Macau Ferry Terminal Line)) and the transactions contemplated thereunder thus constitute connected transactions for the Company under Chapter 14A of the Listing Rules.

Pursuant to Rule 14A.81 of the Listing Rules, the transactions contemplated under the 2021 Ferry Leasing Agreements and the Previous Ferry Leasing Agreements shall be aggregated as if they were one transaction, on the basis that the transactions contemplated under the Previous Ferry Lease Agreements were entered into or completed within the 12-month period prior to the entering into of the 2021 Ferry Leasing Agreements.

According to the Listing Rules, the leases of the Subject Ferries and the New Subject Ferries under the 2021 Ferry Leasing Agreements will be regarded as acquisitions of assets (i.e. acquisitions of capital assets). Since the leases of the Subject Ferries and the New Subject Ferries under the 2021 Ferry Leasing Agreements are subject to fixed terms, the transactions contemplated under the 2021 Ferry Leasing Agreements will be treated as one-off connected transactions of the Company. The relevant applicable ratios (as prescribed under Chapter 14 of the Listing Rules) for the aggregate value of the right-of-use assets in respect of the transactions contemplated under the 2021 Ferry Leasing Agreements and the Previous Ferry Leasing Agreements is more than 0.1% and less than 5%. Accordingly, the 2021 Ferry Leasing Agreements and the transactions contemplated thereunder shall constitute partially-exempt connected transactions under Rule 14A.76(2) of the Listing Rules and are subject to the annual review and disclosure requirements but are exempt from circular and Shareholders' approval requirements under Chapter 14A of the Listing Rules.

Reference is made to (i) the Company's announcement dated 27 February 2019 in relation to the February 2019 Ferry Leasing Agreement; (ii) the Company's announcement dated 12 April 2019 in relation to the April 2019 Ferry Company Ferry Leasing Agreement; and (iii) the Company's announcement dated 28 May 2020 in relation to the May 2020 Supplemental Agreement (Xunxian 6) and May 2020 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line).

INTRODUCTION

On 28 May 2020, Ferry Company entered into the May 2020 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line) with Jiuzhou Blue Sea Jet Investment to lease the Subject Ferries from Jiuzhou Blue Sea Jet Investment for a period of one year commencing on 1 June 2020 and ending on 31 May 2021 (both days inclusive), pursuant to which Ferry Company shall use the Subject Ferries for the operation of the Jiuzhou Port-Shekou Line.

The May 2020 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line) will expire on 31 May 2021. On 29 January 2021, Ferry Company entered into the January 2021 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line) with Jiuzhou Blue Sea Jet Investment to lease the Subject Ferries from Jiuzhou Blue Sea Jet Investment for a period of one year commencing on 1 June 2021 and ending on 31 May 2022 (both days inclusive) on substantively the same terms as the May 2020 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line), pursuant to which Ferry Company shall use the Subject Ferries for the operation of the Jiuzhou Port-Shekou Line.

On the same date (i.e. 29 January 2021), Ferry Company entered into the January 2021 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line and HK-Macau Ferry Terminal Line) with Jiuzhou Blue Sea Jet Investment to lease the New Subject Ferries from Jiuzhou Blue Sea Jet Investment for a period of one year commencing on 1 February 2021 and ending on 31 January 2022 (both days inclusive), pursuant to which Ferry Company shall use the New Subject Ferries for the operation of the Jiuzhou Port-Shekou Line and HK-Macau Ferry Terminal Line.

2021 FERRY LEASING AGREEMENTS

January 2021 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line)

Principal terms of the January 2021 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line) are set out below:

Date: 29 January 2021

Parties: (i) Ferry Company (as lessee); and
(ii) Jiuzhou Blue Sea Jet Investment (as lessor)

Ferry Company was established in the PRC and is owned as to 49% by the Group, 43% by ZJ Holdings and 8% by an Independent Third Party. Ferry Company is accounted for as a subsidiary of the Company. Ferry Company is principally engaged in the provision of ferry services and investment holding in the PRC.

As ZJ Holdings has 10% or more of equity interest in Ferry Company, Ferry Company is a connected subsidiary of the Company under Rule 14A.16 of the Listing Rules.

ZJ Holdings is a state-owned enterprise established in the PRC and is the controlling Shareholder of the Company. As at the date of this announcement, it is interested in 878,155,109 Shares, representing approximately 61.50% of the total number of Shares in issue. The principal activities of ZJ Holdings include investment in tourism and transportation businesses and properties letting.

Jiuzhou Blue Sea Jet Investment was established in the PRC and is a wholly-owned subsidiary of ZJ Holdings. The principal activities of Jiuzhou Blue Sea Jet Investment include, among other things, investments on passenger transportation business, operation of passenger-transportation for Hong Kong-Macao ferry lines, operation of marine passenger-transportation for between Zhuhai and Shenzhen and operation of marine passenger-transportation in Zhuhai.

As Jiuzhou Blue Sea Jet Investment is owned as to more than 30% by ZJ Holdings, it is an associate of ZJ Holdings, hence a connected person of the Company under Chapter 14A of the Listing Rules.

- Term:** 1 June 2021 to 31 May 2022 (both days inclusive)
- Rental charge:** In consideration of the leasing of the Subject Ferries, Ferry Company agreed to pay to Jiuzhou Blue Sea Jet Investment monthly rental charges calculated based on the actual distance travelled by the Subject Ferries at RMB376 per nautical mile. The rental charges for each month shall be settled by Ferry Company within the 15th day of the following month.
- Responsibilities of the parties:**
- (i) Ferry Company will be:
 - (a) entitled to deploy the Subject Ferries for its operational needs provided that Ferry Company shall inform Jiuzhou Blue Sea Jet Investment of its needs for the Subject Ferries no less than one day in advance and there shall be no more than eight trips per day for each Subject Ferry;
 - (b) responsible for coordinating with ferry terminals and relevant authorities regarding its operations using the Subject Ferries; and
 - (c) responsible for the agency fees for ferry terminals; and
 - (ii) Jiuzhou Blue Sea Jet Investment will be:
 - (a) responsible for maintaining the seaworthiness of the Subject Ferries;
 - (b) responsible for providing ferry services at the designated time and place as requested by Ferry Company;
 - (c) responsible for the safety management for the Subject Ferries and the supervision of the ferry crew for the purpose of such safety management; and
 - (d) responsible for the employment and staff costs (including salary, meal expenses, social insurance, provident fund, employment insurance, transportation and communication expenses) of the ferry crew, the maintenance fees (including repair charges, inspection fees, fees for replacing indoor object, cables, motor oil and other materials) for the Subject Ferries, fuel costs and necessary insurance for the operation of the Subject Ferries.

January 2021 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line and HK-Macau Ferry Terminal Line)

Principal terms of the January 2021 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line and HK-Macau Ferry Terminal Line) are set out below:

Date: 29 January 2021

Parties: (i) Ferry Company (as lessee); and
(ii) Jiuzhou Blue Sea Jet Investment (as lessor)

As explained in the paragraph headed “January 2021 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line) – Parties” above, Ferry Company is a connected subsidiary of the Company under Rule 14A.16 of the Listing Rules, and Jiuzhou Blue Sea Jet Investment is a connected person of the Company under Chapter 14A of the Listing Rules.

Term: 1 February 2021 to 31 January 2022 (both days inclusive)

Rental charge: In consideration for the leasing of the New Subject Ferries, Ferry Company agreed to pay to Jiuzhou Blue Sea Jet Investment monthly rental charges calculated based on the actual distance travelled by the New Subject Ferries at RMB376 per nautical mile. The rental charges for each month shall be settled by Ferry Company within the 15th day of the following month.

Responsibilities of the parties: (i) Ferry Company will be:

- (a) entitled to deploy the New Subject Ferries for its operational needs provided that Ferry Company shall inform Jiuzhou Blue Sea Jet Investment of its needs for the New Subject Ferries;
- (b) responsible for coordinating with ferry terminals and relevant authorities regarding its operations using the New Subject Ferries;
- (c) responsible for the agency fees for the ferry terminals; and
- (d) responsible for safety management of the New Subject Ferries and typhoon prevention measures; and

- (ii) Jiuzhou Blue Sea Jet Investment will be:
 - (a) responsible for maintaining the seaworthiness of the New Subject Ferries;
 - (b) responsible for providing ferry services at the designated time and place as requested by Ferry Company;
 - (c) responsible for the supervision of the ferry crew for the purpose of such safety management; and
 - (d) responsible for the employment and staff costs (including salary, meal expenses, social insurance, provident fund, employment insurance, transportation and communication expenses) of the ferry crew, the maintenance fees (including repair charges, inspection fees, fees for replacing indoor object, cables, motor oil and other materials) for the New Subject Ferries, fuel costs and necessary insurance for the operation of the New Subject Ferries.

Maximum aggregate rental charges and the aggregate value of the right-of-use assets

The expected maximum aggregate of the rental charges payable under the January 2021 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line) is approximately RMB6 million (FY2021: approximately RMB3.5 million; and FY2022: approximately RMB2.5 million), with reference to the estimated number of trips to be operated by the Subject Ferries, the average distance per trip to be operated by the Subject Ferries and the rental charges per nautical mile payable under the January 2021 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line).

The expected maximum aggregate of the rental charges payable under the January 2021 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line and HK-Macau Ferry Terminal Line) is approximately RMB50 million (FY2021: approximately RMB45.8 million; and FY2022: approximately RMB4.2 million), with reference to the estimated number of trips to be operated by the New Subject Ferries, the average distance per trip to be operated by the New Subject Ferries and the rental charges per nautical mile payable under the January 2021 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line and HK-Macau Ferry Terminal Line).

The aggregate value of the right-of-use assets in respect of the leases of the Subject Ferries and the New Subject Ferries under the 2021 Ferry Leasing Agreements is approximately RMB54,906,000 (January 2021 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line): approximately RMB5,902,000; and January 2021 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line and HK-Macau Ferry Terminal Line): approximately RMB49,004,000), being the approximate present value (with reference to applicable interest rate for discounting purpose) of the expected maximum aggregate of the rental charges payable under the 2021 Ferry Leasing Agreements.

PREVIOUS FERRY LEASING AGREEMENTS

Prior to entering into the 2021 Ferry Leasing Agreements, Ferry Company entered into a number of ferry leasing agreements (i.e. the Previous Ferry Leasing Agreements) with Jiuzhou Blue Sea Jet Investment and the transactions contemplated thereunder were entered into or completed within the preceding 12-month period. A summary of the Previous Ferry Leasing Agreement is as set out below.

On 27 February 2019, Ferry Company entered into the February 2019 Ferry Leasing Agreement with Jiuzhou Blue Sea Jet Investment to lease 「尋仙6」輪 (the “Xunxian 6” Ferry*) from Jiuzhou Blue Sea Jet Investment for a period commencing on 27 February 2019 and ending on 31 May 2020 (both days inclusive), pursuant to which Ferry Company shall use the leased ferry for the Ferry Operations (Pearl River Estuary & Wanshan Islands).

On 12 April 2019, Ferry Company entered into the April 2019 Ferry Company Ferry Leasing Agreement with Jiuzhou Blue Sea Jet Investment to lease another ferry, namely 「尋仙5」輪 (the “Xunxian 5” Ferry*), from Jiuzhou Blue Sea Jet Investment for a period commencing on 12 April 2019 and ending on 31 October 2020 (both days inclusive), pursuant to which Ferry Company shall use the leased ferry for the Ferry Operations (Pearl River Estuary & Wanshan Islands).

On 28 May 2020, Ferry Company entered into the May 2020 Supplemental Agreement (Xunxian 6) with Jiuzhou Blue Sea Jet Investment for the extension of the term of the February 2019 Ferry Leasing Agreement for a period of seven months commencing on 1 June 2020 and ending on 31 December 2020 (both days inclusive).

On 28 May 2020, Ferry Company also entered into the May 2020 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line) with Jiuzhou Blue Sea Jet Investment to lease the Subject Ferries from Jiuzhou Blue Sea Jet Investment for a period of one year commencing on 1 June 2020 and ending on 31 May 2021 (both days inclusive), pursuant to which Ferry Company shall use the Subject Ferries for the operation of the Jiuzhou Port-Shekou Line.

Maximum aggregate rental charges and the aggregate value of the right-of-use assets

The expected maximum aggregate of the rental charges payable under the Previous Ferry Leasing Agreements is approximately RMB28,815,000.

The aggregate value of the right-of-use assets in respect of the leases of the ferries under the Previous Ferry Leasing Agreements is approximately RMB27,849,000, being the approximate present value (with reference to applicable interest rate for discounting purpose) of the expected maximum aggregate of the rental charges payable under the Previous Ferry Leasing Agreements.

BACKGROUND IN RELATION TO THE LEASES OF FERRIES

Ferry Company provided ferry services by operating ferries owned by Ferry Company. Under the Special Administrative Measures (Negative List) for the Access of Foreign Investment (2019 edition) (外商投資准入特別管理措施(負面清單)(2019年版)), the equity interest of domestic waterway transportation companies is required to be held by Chinese party(ies). Under the Administrative Provisions on Domestic Waterway Transport (revised in 2020) (國內水路運輸管理規定(2020年修訂)), licences for operation of waterway transportation (including operation of ferry lines) may only be granted to foreign-invested enterprises if Chinese waterway transport operations fail to meet the demand. According to the Ferry Company's PRC legal advisers, as Ferry Company is a member of the Group, it is not considered as a domestic waterway transport operator. Therefore, it would be difficult for Ferry Company to apply for a new licence for operation.

Ferry Company therefore entered into the Previous Ferry Leasing Agreements with Jiuzhou Blue Sea Jet Investment, being a domestic waterway transportation company whose ferries hold the requisite licences for ferry lines operation, to continue and maintain its provision of ferry services. The Company understands from the market that there are practical difficulties to identify a lessor which owns comparable ferries that are available for lease to the Group (at terms acceptable to the Group or at all).

Due to the strategic importance of the Greater Bay Area, Ferry Company intends to maintain its ferry services for the Jiuzhou Port-Shekou Line and HK-Macau Ferry Terminal Line. The January 2021 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line) and January 2021 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line and HK-Macau Ferry Terminal Line) provide Ferry Company with ferries for the operation of the Jiuzhou Port-Shekou Line and HK-Macau Ferry Terminal Line.

After considering the factors above, the Directors (including the independent non-executive Directors) are of the view that the 2021 Ferry Leasing Agreements are on normal commercial terms and in the ordinary and usual course of business of the Group and the terms of the 2021 Ferry Leasing Agreements were reached after arm's length negotiation between the parties, which are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

INFORMATION ON THE GROUP

The Company is an investment holding company. The principal activities of the Group consist of investment holding, the provision of port facilities in Zhuhai, the provision of ferry services between Zhuhai on the one part and Hong Kong and Shekou on the other part, the management of a holiday resort, a theme park and an amusement park, property development and the operation of a golf club, the provision of factoring services, the construction of river-regulating facilities and provision of river maintenance services and the trading and distribution of fuel oil, to form three major business segments, namely (1) 九洲藍色幹線 (Jiuzhou Blue Sea Jet*, maritime transportation) and 藍色海洋旅遊 (Blue Marine Tourism*); (2) green leisure tourism and composite real estate; and (3) public utilities and financial investments.

LISTING RULES IMPLICATIONS

As explained in the paragraph headed “January 2021 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line) – Parties” above, Ferry Company is a connected subsidiary of the Company under Rule 14A.16 of the Listing Rules, and Jiuzhou Blue Sea Jet Investment is a connected person of the Company under Chapter 14A of the Listing Rules. The 2021 Ferry Leasing Agreements and the transactions contemplated thereunder therefore constitute connected transactions for the Company under Chapter 14A of the Listing Rules.

The expected maximum aggregate of the rental charges payable under the 2021 Ferry Leasing Agreements and Previous Ferry Leasing Agreements is approximately RMB84,815,000.

The aggregate value of the right-of-use assets in respect of the leases of the ferries under the 2021 Ferry Leasing Agreements and Previous Ferry Leasing Agreements is approximately RMB82,755,000, being the approximate present value (with reference to applicable interest rate for discounting purpose) of the expected maximum aggregate of the rental charges payable under the 2021 Ferry Leasing Agreements and Previous Ferry Leasing Agreements.

Pursuant to Rule 14A.81 of the Listing Rules, the transactions contemplated under the 2021 Ferry Leasing Agreements and the Previous Ferry Leasing Agreements shall be aggregated as if they were one transaction, on the basis that the transactions contemplated under the Previous Ferry Lease Agreements were entered into or completed within the 12-month period prior to the entering into of the 2021 Ferry Leasing Agreements. According to the Listing Rules, the leases of the Subject Ferries and the New Subject Ferries under the 2021 Ferry Leasing Agreements will be regarded as acquisitions of assets (i.e. acquisitions of capital assets). Since the leases of the Subject Ferries and the New Subject Ferries under the 2021 Ferry Leasing Agreements are subject to fixed terms, the transactions contemplated under the 2021 Ferry Leasing Agreements will be treated as one-off connected transactions of the Company. The relevant applicable ratios (as prescribed under Chapter 14 of the Listing Rules) for the aggregate value of the right-of-use assets in respect of the transactions contemplated under the 2021 Ferry Leasing Agreements and the Previous Ferry Leasing Agreements is more than 0.1% and less than 5%. Accordingly, the 2021 Ferry Leasing Agreements and the transactions contemplated thereunder shall constitute partially-exempt connected transactions under Rule 14A.76(2) of the Listing Rules and are subject to the annual review and disclosure requirements but are exempt from circular and Shareholders’ approval requirements under Chapter 14A of the Listing Rules.

Since (i) Mr. Zeng Jianping, Mr. Jin Tao, Mr. Ye Yuhong (all being executive Directors) and Mr. Zou Chaoyong (being a non-executive Director) are also directors of ZJ Holdings; and (ii) Mr. Li Wenjun (being an executive Director) is also a deputy general manager of ZJ Holdings, they abstained from voting on the relevant board resolutions for the approval of the 2021 Ferry Leasing Agreements and the connected transactions contemplated thereunder.

Save as disclosed above, none of the Directors has a material interest in the 2021 Ferry Leasing Agreements nor is any of them required to abstain or abstained from voting on the relevant board resolutions.

DEFINITIONS

“2021 Ferry Leasing Agreements”	the January 2021 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line) and the January 2021 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line and HK-Macau Ferry Terminal Line)
“April 2019 Ferry Company Ferry Leasing Agreement”	the leasing agreement dated 12 April 2019 entered into between Ferry Company and Jiuzhou Blue Sea Jet Investment, under which Ferry Company leases 「尋仙5」輪 (the “Xunxian 5” Ferry*) from Jiuzhou Blue Sea Jet Investment for a period commencing on 12 April 2019 and ending on 31 October 2020 (both days inclusive)
“Board”	the board of Directors
“Company”	Zhuhai Holdings Investment Group Limited, a company incorporated in Bermuda with limited liability whose Shares are listed on the Stock Exchange
“Director(s)”	the director(s) of the Company
“February 2019 Ferry Leasing Agreement”	the leasing agreement dated 27 February 2019 entered into between Ferry Company and Jiuzhou Blue Sea Jet Investment, under which Ferry Company leases 「尋仙6」輪 (the “Xunxian 6” Ferry*) from Jiuzhou Blue Sea Jet Investment for a period commencing on 27 February 2019 and ending on 31 May 2020 (both days inclusive)
“Ferry Company”	珠海高速客輪有限公司 (Zhuhai High-speed Passenger Ferry Co., Ltd.*), established as a sino-foreign equity joint venture enterprise under the PRC law and a connected subsidiary of the Company
“Ferry Operations (Pearl River Estuary & Wanshan Islands)”	land-to-island and inter-islands passengers sea travel and sea transportation for tourists (including both day and evening services) along the waters of Pearl River Estuary and Wanshan Islands
“FY”	a financial year of the Company ended or ending 31 December
“Group”	the Company and its subsidiaries
“HK-Macau Ferry Terminal Line”	ferry line between 九洲港 (Jiuzhou Port*) on the one part and 中港客運碼頭 (Hong Kong China Ferry Terminal) or 港澳客輪碼頭 (Hong Kong-Macau Ferry Terminal) on the other part

“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Independent Third Party”	third party whose ultimate beneficial owner(s) is(are) third party(ies) independent of the Company and connected persons of the Company
“January 2021 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line)”	the leasing agreement dated 29 January 2021 entered into between Ferry Company and Jiuzhou Blue Sea Jet Investment, under which Ferry Company leases the Subject Ferries from Jiuzhou Blue Sea Jet Investment for a period of one year commencing on 1 June 2021 and ending on 31 May 2022 (both days inclusive)
“January 2021 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line and HK-Macau Ferry Terminal Line)”	the leasing agreement dated 29 January 2021 entered into between Ferry Company and Jiuzhou Blue Sea Jet Investment, under which Ferry Company leases the New Subject Ferries from Jiuzhou Blue Sea Jet Investment for a period commencing on 1 February 2021 and ending on 31 January 2022 (both days inclusive)
“Jiuzhou Blue Sea Jet Investment”	珠海九洲藍色幹線投資控股有限公司 (Zhuhai Jiuzhou Blue Sea Jet Investment Holdings Co., Ltd.*) (previously known as 珠海九洲船務有限公司 (Zhuhai Jiuzhou Shipping Co., Ltd.*)), established as a domestic enterprise under the PRC law and a wholly-owned subsidiary of ZJ Holdings
“Jiuzhou Port-Shekou Line”	ferry line between 九洲港 (Jiuzhou Port*) on the one part and 蛇口 (Shekou) on the other part
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“May 2020 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line)”	the leasing agreement dated 28 May 2020 entered into between Ferry Company and Jiuzhou Blue Sea Jet Investment, under which Ferry Company leases the Subject Ferries from Jiuzhou Blue Sea Jet Investment for a period of one year commencing on 1 June 2020 and ending on 31 May 2021 (both days inclusive)
“May 2020 Supplemental Agreement (Xunxian 6)”	the supplemental agreement dated 28 May 2020 entered into between Ferry Company and Jiuzhou Blue Sea Jet Investment, under which the term of the February 2019 Ferry Leasing Agreement is extended for a period of seven months commencing on 1 June 2020 and ending on 31 December 2020 (both days inclusive)
“New Subject Ferries”	「新海駿」輪 (“Xinhaijun” Ferry) and 「新海韻」輪 (“Xinhaiyun” Ferry)

“PRC”	for the purpose of this announcement, the People’s Republic of China (other than the regions of Hong Kong, Macau and Taiwan)
“Previous Ferry Leasing Agreements”	the February 2019 Ferry Leasing Agreement, April 2019 Ferry Company Ferry Leasing Agreement, May 2020 Supplemental Agreement (Xunxian 6) and May 2020 Ferry Leasing Agreement (Jiuzhou Port-Shekou Line)
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	ordinary share(s) of HK\$0.10 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Subject Ferries”	「新海濱」輪 (“Xinhaibin” Ferry), 「新海亮」輪 (“Xinhailiang” Ferry), 「新海天」輪 (“Xinhaitian” Ferry), 「新海珠」輪 (“Xinhaizhu” Ferry), 「新海洋」輪 (“Xinhaiyang” Ferry) and other ferries at Jiuzhou Blue Sea Jet Investment’s deployment which may be used for the operation of the Jiuzhou Port-Shekou Line
“ZJ Holdings”	珠海九洲控股集團有限公司 (Zhuhai Jiuzhou Holdings Group Co., Ltd.*), a state-owned enterprise established in the PRC and the controlling Shareholder of the Company

In this announcement, the terms “associate”, “connected person”, “connected subsidiary”, “subsidiary” and “controlling shareholder” have the meanings given to such terms in the Listing Rules, unless the context otherwise requires.

By order of the Board
Zhuhai Holdings Investment Group Limited
Zeng Jianping
Chairman

Hong Kong, 29 January 2021

As at the date of this announcement, the Board comprises Mr. Zeng Jianping, Mr. Jin Tao, Mr. Ye Yuhong and Mr. Li Wenjun as executive Directors; Mr. Zou Chaoyong as non-executive Director; and Mr. Hui Chiu Chung, Mr. Chu Yu Lin, David, Mr. Albert Ho and Mr. Wang Yijiang as independent non-executive Directors.

* *The English transliteration of the Chinese names in this announcement, where indicated, is included for information only, and should not be regarded as the official English names of such Chinese names.*