
DEFINITIONS

In this document, the following expressions shall have the meanings set out below unless the context otherwise requires.

“Accountant’s Report”	the accountant’s report of our Company, the text of which is set out in Appendix I to this document
“affiliate(s)”	any other person, directly or indirectly, controlling or controlled by or under direct or indirect common control with such specified person
“AFRC”	Accounting and Financial Reporting Council of Hong Kong
“Akai Holding”	Akai Holding Pte. Ltd., an exempt private company limited by shares incorporated in Singapore on December 13, 2019, which is wholly-owned by Mr. Chen
“Articles” or “Articles of Association”	the amended and restated articles of association of our Company conditionally adopted on March 2, 2023 which will become effective upon the [REDACTED], a summary of which is contained in Appendix III to this document, as amended, supplemented or modified from time to time
“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Audit Committee”	the audit committee of our Board
“Board” or “Board of Directors”	the board of Directors
“Business Day(s)”	any day (other than a Saturday, Sunday or public holiday in Hong Kong) on which banks in Hong Kong are generally open for normal banking business
“BVI”	British Virgin Islands
“BVI Legal Advisers”	Appleby, our legal advisers as to BVI laws
[REDACTED]	[REDACTED]

THIS DOCUMENT IS IN DRAFT FORM, INCOMPLETE AND SUBJECT TO CHANGE AND THAT THE INFORMATION MUST BE READ IN CONJUNCTION WITH THE SECTION HEADED “WARNING” ON THE COVER OF THIS DOCUMENT.

DEFINITIONS

“Cayman Companies Act” or “Companies Act”	the Companies Act (as revised) of the Cayman Islands, as amended, supplemented or modified from time to time
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“China” or “the PRC”	the People’s Republic of China, and for the purposes of this document only, except where the context requires otherwise, excluding Hong Kong, the Macau Special Administrative Region of the People’s Republic of China and Taiwan
“close associate(s)”	has the meaning ascribed to it under the Listing Rules

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“Companies Ordinance”	Companies Ordinance (Chapter 622 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Companies (Winding Up and Miscellaneous Provisions) Ordinance”	Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Company”, “our Company”, or “the Company”	Seacon Shipping Group Holdings Limited (洲際船務集團控股有限公司), an exempted company incorporated under the laws of the Cayman Islands with limited liability on October 22, 2021
“Comprehensively Sanctioned Countries”	Cuba, Iran, North Korea, Syria, the Crimea Region of Russia/ Ukraine and the self-proclaimed Luhansk People’s Republic and self-proclaimed Donetsk People’s Republic regions
“connected person(s)”	has the meaning ascribed to it under the Listing Rules
“connected transaction(s)”	has the meaning ascribed to it under the Listing Rules
“Controlling Shareholder(s)”	has the meaning ascribed to it under the Listing Rules and in this context, refers to the controlling shareholders of our Company, being Mr. Guo, Jin Chun, Jin Qiu, Jovial Alliance and Shining Friends, or any of them
“core connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Corporate Governance Code”	the Corporate Governance Code as set out in Appendix 14 to the Listing Rules
“COVID-19”	the novel coronavirus identified as the source of a global outbreak in late 2019
“CZK Holding”	CZK HOLDING LTD., a company incorporated in the BVI with liability limited by shares on October 19, 2021 and is directly wholly-owned by Mr. Chen, being one of our Shareholders
“Deed of Indemnity”	the deed of indemnity dated March 2, 2023 and executed by each of our Controlling Shareholders in favor of our Company (for itself and as trustee for each of its subsidiaries as stated therein) regarding certain indemnities, particulars of which are set out in “Statutory and General Information — E. Other information — 2. Tax and other indemnities” in Appendix IV to this document

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“Deed of Non-competition”	the deed of non-competition dated March 2, 2023 and executed by each of our Controlling Shareholders in favor of our Company (for itself and as trustee for each of its subsidiaries as stated therein) regarding certain non-competition undertakings, as further described in the paragraph headed “Relationship with our Controlling Shareholders — Non-competition undertakings” in this document
“Director(s)” or “our Directors”	the director(s) of our Company
[REDACTED]	an adjustment that has the effect of setting the final [REDACTED] up to 10% below the low end of the indicative [REDACTED] range
“English Legal Advisers”	Ince & Co, our legal advisers as to the laws of England and Wales
“ESG Committee”	the environmental, social and governance committee of our Board
“extreme condition(s)”	extreme condition(s) including but not limited to serious disruption of public transport services, extensive flooding, major landslides and large-scale power outage caused by a super typhoon according to the revised “Code of Practice in Times of Typhoons and Rainstorms” issued by the Labor Department of the government of Hong Kong in June 2019, as announced by the government of Hong Kong
“Frost & Sullivan” or “F&S”	Frost & Sullivan International Limited, an independent market research and consulting company
“Frost & Sullivan Report” or “F&S Report”	the industry report commissioned by us and independently prepared by Frost & Sullivan, summary of which is set forth in the section headed “Industry Overview” in this document
[REDACTED]	the [REDACTED] and the [REDACTED]
“Golden Bridge”	Golden Bridge Ships Limited, a company incorporated in Hong Kong with limited liability on October 22, 2018 and an indirect wholly-owned subsidiary of our Company
“Golden Camellia”	Golden Camellia Limited, a company incorporated in Hong Kong with limited liability on September 13, 2021 and an indirect wholly-owned subsidiary of our Company
“Golden Dahlia”	Golden Dahlia Limited, a company incorporated in Hong Kong with limited liability on September 13, 2021 and an indirect wholly-owned subsidiary of our Company

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“Golden Daisy”	Golden Daisy Limited, a company incorporated in Hong Kong with limited liability on September 13, 2021 and an indirect wholly-owned subsidiary of our Company
“Golden Lavender”	Golden Lavender Limited, a company incorporated in Hong Kong with limited liability on September 13, 2021 and an indirect wholly-owned subsidiary of our Company
“Golden Lotus”	Golden Lotus Ltd, a corporation incorporated in the Marshall Islands on November 24, 2021 and an indirect wholly-owned subsidiary of our Company
“Golden Orchid”	Golden Orchid Ltd., a corporation incorporated in the Marshall Islands on April 6, 2017 and an indirect wholly-owned subsidiary of our Company
“Golden River”	Golden River Ships Limited, a company incorporated in Hong Kong with limited liability on October 22, 2018 and an indirect wholly-owned subsidiary of our Company
“Golden Violet”	Golden Violet Ltd (formerly named Estar Shipping Ltd), a corporation incorporated in the Marshall Islands on November 3, 2021 and an indirect wholly-owned subsidiary of our Company
[REDACTED]	[REDACTED]
“Group”, “our Group”, “the Group”, “we”, “us”, or “our”	our Company and its subsidiaries or, where the context so requires, in respect of the period before our Company became the holding company of its present subsidiaries, such subsidiaries as if they were subsidiaries of our Company at the relevant time, and the businesses carried on by them or their predecessors (as the case may be)
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“HKICPA”	Hong Kong Institute of Certified Public Accountants
[REDACTED]	[REDACTED]

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[REDACTED]	[REDACTED]
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Legal Counsel”	Ms. Queenie W.S. NG, barrister-at-law in Hong Kong
“Hongkong Xinyihai”	Hongkong Xinyihai 55 Co., Limited (香港新一海55有限公司), a company incorporated in Hong Kong with limited liability on April 10, 2018 and an associate of our Company, which is owned as to 35% by Seacon Shipping and 65% by Hongkong Zhoushan Yihai Shipping Co., Limited (香港舟山一海海運有限公司), an Independent Third Party
“Hongkong Zengzhou”	Hongkong Zengzhou Co., Limited (香港增洲有限公司), a company incorporated in Hong Kong with limited liability on January 15, 2013 which is wholly-owned by Seacon Star Group, and our connected person
[REDACTED]	[REDACTED]
“Hong Kong dollars” or “HK dollars” or “HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Hong Kong Takeovers Code” or “Takeovers Code”	Code on Takeovers and Mergers and Share Buy-backs issued by the SFC, as amended, supplemented or otherwise modified from time to time
[REDACTED]	[REDACTED]

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[REDACTED]	[REDACTED]
“Independent Third Party(ies)”	a person or entity which, to the best of our Directors’ knowledge, information, and belief having made all reasonable enquiries, is not a connected person of our Company within the meaning of the Listing Rules
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“International Sanctions”	all applicable laws and regulations related to economic sanctions, export controls, trade embargoes and wider prohibitions and restrictions on international trade and investment related activities, including those adopted, administered and enforced by the United States, the European Union and its member states, the United Nations, the United Kingdom and its overseas territories or Australia
“International Sanctions Legal Advisers”	Hogan Lovells, our legal advisers as to International Sanctions laws
[REDACTED]	[REDACTED]

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[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Japanese Legal Advisers”	City-Yuwa Partners, our legal advisers as to the laws of Japan
“Jasper Shipping”	Jasper Shipping Ltd (formerly named Sky Height Shipping Ltd), a corporation incorporated in the Marshall Islands on February 19, 2021 and an indirect wholly-owned subsidiary of our Company
“Jin Chun”	JIN CHUN HOLDING LTD., a company incorporated in the BVI with liability limited by shares on October 19, 2021 and is directly wholly-owned by Mr. Guo, being one of our Controlling Shareholders
“Jin Qiu”	JIN QIU HOLDING LTD., a company incorporated in the BVI with liability limited by shares on December 15, 2021 and is directly wholly-owned by Shining Friends, being one of our Controlling Shareholders
“Jovial Alliance”	Jovial Alliance Limited, a company incorporated in the BVI with liability limited by shares on December 8, 2021 and is directly wholly-owned by Mr. Guo, being one of our Controlling Shareholders
“JPY”	Japanese yen, the lawful currency of Japan
“Junyue Holding”	Junyue Holding Pte. Ltd., an exempt private company limited by shares incorporated in Singapore on December 12, 2019, which is wholly-owned by Mr. Guo
“Kaimei Holding”	KAIMEI HOLDING LTD., a company incorporated in the BVI with liability limited by shares on December 15, 2021 and is directly wholly-owned by Oceanic Flame, being one of our Substantial Shareholders

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“Latest Practicable Date”	February 28, 2023, being the latest practicable date for the purpose of ascertaining certain information in this document prior to its publication
“Liberia”	the Republic of Liberia
“Liberian Legal Advisers”	Pierre, Tweh & Associates, Inc., our legal advisers as to the laws of Liberia
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
“Main Board”	the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operates in parallel with the GEM of the Stock Exchange
“Marshall Islands”	the Republic of the Marshall Islands
“Marshall Islands Legal Advisers”	Norton Rose Fulbright US LLP, our legal advisers as to the laws of the Marshall Islands
“Memorandum” or “Memorandum of Association”	the amended and restated memorandum of association of our Company conditionally adopted on March 2, 2023 and effective upon the [REDACTED], a summary of which is contained in Appendix III to this document, as amended, supplemented or modified from time to time
“MOF”	the Ministry of Finance of the PRC (中華人民共和國財政部)
“MOFCOM”	the Ministry of Commerce of the PRC (中華人民共和國商務部)
“Mr. Chen”	Mr. Chen Zekai (陳澤凱), one of our Substantial Shareholders and our executive Director
“Mr. Guo”	Mr. Guo Jinkui (郭金魁), one of our Controlling Shareholders, chairman of our Board and our executive Director

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“Mr. He Gang”	Mr. He Gang (賀罡), our executive Director and chief financial officer
“Mr. Shi Yi”	Mr. Shi Yi (施藝), the investor in the [REDACTED] Investment
“Mr. Zhao Yong”	Mr. Zhao Yong (趙勇), our executive Director and president of ship management
“MSM Ship”	MSM Ship Management Pte. Ltd., a private company limited by shares incorporated in Singapore on September 30, 2019 and an associate of our Company, which is owned as to 50% by Seacon Ships Management (SG) and 50% by Ocean Wealth Enterprise Pte. Ltd., an Independent Third Party
“Nomination Committee”	the nomination committee of our Board
“Ocean Fleet Shipmanage”	Ocean Fleet Shipmanage Limited (香港萬通船舶管理有限公司), a company incorporated in Hong Kong with limited liability on November 1, 2021 and an indirect wholly-owned subsidiary of our Company
“Oceanic Flame”	OCEANIC FLAME LIMITED, a company incorporated in the BVI with liability limited by shares on December 7, 2021 and all of its issued shares are held by Tricor Equity Trustee as trustee for the benefit of Mr. Chen and his family members, being one of our Substantial Shareholders
“OFAC”	the U.S. Department of Treasury’s Office of Foreign Assets Control
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]

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[REDACTED]	[REDACTED]
“Panama”	the Republic of Panama
“Panamanian Legal Advisers”	Morgan & Morgan, our legal advisers as to the laws of Panama
“Passion Wealth”	PASSION WEALTH LTD., a company incorporated in the BVI with liability limited by shares on November 24, 2021 and is directly wholly-owned by Mr. He Gang, being one of our Shareholders
“PRC Legal Advisers”	AllBright Law Offices, our legal advisers as to PRC law
“[REDACTED] Investment”	the investment by Mr. Shi Yi in Seacon Ships Qingdao pursuant to the [REDACTED] Investment Agreement, see “History, Reorganization and Corporate Structure — The [REDACTED] Investment” for details
“[REDACTED] Investment Agreement”	the investment agreement dated October 6, 2021 entered into between Mr. Shi Yi and Mr. Chen relating to the investment in Seacon Ships Qingdao by Mr. Shi Yi
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]

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“Primary Sanctioned Activity”	any activity in a Comprehensively Sanctioned Country or (i) with; or (ii) directly or indirectly benefiting or involving the property or interests in property of, a Sanctioned Target by the Company incorporated or located in a Relevant Jurisdiction or which otherwise has a nexus with such jurisdiction with respect to the relevant activity, such that it is subject to the relevant sanctions law and regulation
[REDACTED]	[REDACTED]
“Relevant Jurisdiction”	any jurisdiction that is relevant to the Company and has sanctions related law or regulation restricting, among other things, its nationals and/or entities which are incorporated or located in that jurisdiction from directly or indirectly making assets or services available to or otherwise dealing in assets of certain countries, governments, person or entities targeted by such law or regulation
“Relevant Persons”	means the Company, together with its investors and shareholders and persons who might, directly or indirectly, be involved in permitting the listing, trading, clearing and settlement of Shares including the Stock Exchange and related group companies
“Relevant Regions”	Egypt, Hong Kong, Myanmar, Russia (excluding Crimea), Turkey and Ukraine (excluding Crimea, the self-proclaimed Luhansk People’s Republic and Donetsk People’s Republic regions)
“Remuneration Committee”	the remuneration committee of our Board
“Reorganization”	the restructuring of our Group in preparation for the [REDACTED], details of which are set out in “History, Reorganization and Corporate Structure — Reorganization”
“Risk Management Committee”	the risk management committee of our Board
“RMB” or “Renminbi”	Renminbi, the lawful currency of China
“Ruigao Holding”	RUIGAO HOLDING LTD., a company incorporated in the BVI with liability limited by shares on November 24, 2021 and is directly wholly-owned by Mr. Zhao Yong, being one of our Shareholders
“SAFE”	the State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局)

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“SAFE Circular No. 37”	Circular of the SAFE on Foreign Exchange Administration of Overseas Investments and Financing and Round-Trip Investments by Domestic Residents via Special Purpose Vehicles (《國家外匯管理局關於境內居民通過特殊目的公司境外投融資及返程投資外匯管理有關問題的通知》) promulgated by SAFE on July 4, 2014
“SAIC”	the State Administration for Industry and Commerce of the PRC (中華人民共和國國家工商行政管理總局) (since March 2018 known as the State Administration for Market Regulation of the PRC (中華人民共和國國家市場監督管理總局))
“Sanctioned Target”	any person or entity (i) designated on any list of targeted persons or entities issued under the sanctions-related law or regulation of a Relevant Jurisdiction; (ii) that is, or is owned or controlled by, a government of a country or territory for which Relevant Jurisdictions maintain various forms of sanctions programs in place; or (iii) that is the target of sanctions under the law or regulation of a Relevant Jurisdiction because of a relationship of ownership, control, or agency with a person or entity described in (i) or (ii)
“SAT”	the State Taxation Administration of the PRC (中華人民共和國國家稅務總局)
“Seacon 6”	Seacon 6 Limited (海洲六號有限公司), a company incorporated in Hong Kong with limited liability on September 7, 2012 and an associate of our Company, which is owned as to 49.5% by Seacon Shipping and 50.5% by Hongkong Zhoushan Yihai Shipping Co., Limited (香港舟山一海海運有限公司), an Independent Third Party
“Seacon 7”	Seacon 7 Limited (海洲七號有限公司), a company incorporated in Hong Kong with limited liability on September 7, 2012 and an associate of our Company, which is owned as to 49.5% by Seacon Shipping and 50.5% by Hongkong Zhoushan Yihai Shipping Co., Limited (香港舟山一海海運有限公司), an Independent Third Party
“Seacon 8”	Seacon 8 Limited (海洲八號有限公司), a company incorporated in Hong Kong with limited liability on September 7, 2012 and an associate of our Company, which is owned as to 49.5% by Seacon Shipping and 50.5% by Hongkong Zhoushan Yihai Shipping Co., Limited (香港舟山一海海運有限公司), an Independent Third Party

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- “Seacon 9” Seacon 9 Limited (海洲九號有限公司), a company incorporated in Hong Kong with limited liability on September 7, 2012 and an associate of our Company, which is owned as to 49.5% by Seacon Shipping and 50.5% by Hongkong Zhoushan Yihai Shipping Co., Limited (香港舟山一海海運有限公司), an Independent Third Party
- “Seacon Africa” Seacon Africa Ltd, a corporation incorporated in the Marshall Islands on March 31, 2021 and an indirect wholly-owned subsidiary of our Company
- “Seacon Brazil” Seacon Brazil Ltd, a company incorporated in Liberia with limited liability on April 18, 2019 and an indirect wholly-owned subsidiary of our Company
- “Seacon Enterprise” Seacon Enterprise Pte. Ltd., a private company limited by shares incorporated in Singapore on April 19, 2017, an indirect non-wholly owned subsidiary of our Company, owned as to 60% by Seacon Marine (SG) and 40% by Wealthy & Glory Marine Pte. Ltd.. Wealthy & Glory Marine Pte. Ltd. is wholly-owned by Mr. Wang Guangfu (王光福), who is a director of Seacon Enterprise. Wealthy & Glory Marine Pte. Ltd. is a substantial shareholder of Seacon Enterprise, hence Mr. Wang Guangfu is also a substantial shareholder of Seacon Enterprise. Both Wealthy & Glory Marine Pte. Ltd. and Mr. Wang Guangfu are our connected persons
- “Seacon Hamburg” Seacon Hamburg Ltd, a company incorporated in Liberia with limited liability on August 10, 2022 and an indirect wholly-owned subsidiary of our Company
- “Seacon Kobe” Seacon Kobe Ltd, a corporation incorporated in the Marshall Islands on January 20, 2021 and an indirect wholly-owned subsidiary of our Company
- “Seacon Logistics (Japan)” Seacon Logistics Company Limited* (洲際物流株式会社), a joint stock company incorporated in Japan with limited liability on May 25, 2021 and an indirect wholly-owned subsidiary of our Company
- “Seacon Manila” Seacon Manila Ltd, a corporation incorporated in the Marshall Islands on February 23, 2021 and an indirect wholly-owned subsidiary of our Company
- “Seacon Marine (BVI)” SEACON MARINE LTD., a company incorporated in the BVI with liability limited by shares on October 27, 2021 and a direct wholly-owned subsidiary of our Company

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“Seacon Marine (SG)”	Seacon Marine Pte. Ltd., a private company limited by shares incorporated in Singapore on January 20, 2020 and an indirect wholly-owned subsidiary of our Company
“Seacon Marine Technical”	Seacon Marine Technical Pte. Ltd., a private company limited by shares incorporated in Singapore on June 17, 2020 and an indirect wholly-owned subsidiary of our Company
“Seacon Marine Technical (Qingdao)”	Seacon Marine Technical Company Limited (Qingdao)* (青島洲際海事諮詢有限公司), a company established in the PRC with limited liability on June 15, 2020 and an indirect non-wholly owned subsidiary of our Company
“Seacon Ningbo”	Seacon Ningbo Ltd, a company incorporated in Liberia with limited liability on June 5, 2019 and an indirect wholly-owned subsidiary of our Company
“Seacon Nola”	Seacon Nola Ltd, a company incorporated in Liberia with limited liability on August 10, 2022 and an indirect wholly-owned subsidiary of our Company
“Seacon Osaka”	Seacon Osaka Ltd, a corporation incorporated in the Marshall Islands on January 20, 2021 and an indirect wholly-owned subsidiary of our Company
“Seacon Peru”	Seacon Peru Ltd, a corporation incorporated in the Marshall Islands on May 27, 2019 and an indirect wholly-owned subsidiary of our Company
“Seacon Qingdao”	Seacon Qingdao Ltd, a corporation incorporated in the Marshall Islands on April 8, 2019 and an indirect wholly-owned subsidiary of our Company
“Seacon Qingdao Shipping”	Seacon Shipping Company Limited (Qingdao)* (青島洲際星航運有限公司), a company established in the PRC with limited liability on May 10, 2022 and an indirect wholly-owned subsidiary of our Company
“Seacon Rizhao”	Seacon Rizhao Ltd, a corporation incorporated in the Marshall Islands on February 3, 2021 and an indirect wholly-owned subsidiary of our Company
“Seacon Santos”	Seacon Santos Ltd, a company incorporated in Liberia with limited liability on August 10, 2022 and an indirect wholly-owned subsidiary of our Company

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“Seacon Shanghai”	Seacon Shanghai Ltd, a company incorporated in Liberia with limited liability on June 11, 2019 and an indirect wholly-owned subsidiary of our Company
“Seacon Shipping”	Seacon Shipping Pte. Ltd., a private company limited by shares incorporated in Singapore on January 29, 2020 and an indirect wholly-owned subsidiary of our Company
“Seacon Shipping (Qingdao)”	Seacon Shipping (Qingdao) Co., Limited (洲際海運(青島)有限公司), a company incorporated in Hong Kong with limited liability on December 29, 2021 and an indirect wholly-owned subsidiary of our Company
“Seacon Shipping Group”	Seacon Shipping Group Limited (洲際船務集團有限公司) (formerly named Seacon Star Group Limited (香港洲際船務集團有限公司) and Seacon Star Group Limited (香港星洲集團有限公司)), a company incorporated in Hong Kong with limited liability on February 1, 2013 which is wholly-owned by Seacon Star Group, and our connected person
“Seacon Shipping Japan”	Seacon Shipping Japan Ltd* (洲際海運ジャパン株式会社), a joint stock company incorporated in Japan with limited liability on October 25, 2018 and an indirect wholly-owned subsidiary of our Company
“Seacon Ships Europe”	SEACON SHIPS MANAGEMENT (EUROPE) SA, a corporation incorporated in the Marshall Islands on April 19, 2022 and an indirect non-wholly owned subsidiary of our Company, which is owned as to 51% by Seacon Ships Group (HK) and 49% by China Maritime General Services Co., Limited (an Independent Third Party)
“Seacon Ships Fujian”	Seacon Ships Management Co., Limited (Fujian)* (福建洲際星船務有限公司), a company established in the PRC with limited liability on November 3, 2021 and an indirect non-wholly owned subsidiary of our Company
“Seacon Ships Group (BVI)”	SEACON SHIPS MANAGEMENT GROUP (BVI) LTD., a company incorporated in the BVI with liability limited by shares on October 27, 2021 and a direct wholly-owned subsidiary of our Company
“Seacon Ships Group (HK)”	Seacon Ships Management Group (HK) Limited, a company incorporated in Hong Kong with limited liability on November 8, 2021 and an indirect wholly-owned subsidiary of our Company

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“Seacon Ships Management (Fuzhou)”	Seacon Ships Management (Fuzhou) Co., Limited, a company incorporated in Hong Kong with limited liability on September 14, 2022 and an indirect wholly-owned subsidiary of our Company
“Seacon Ships Management Group”	Seacon Ships Management Group Ltd, a corporation incorporated in the Marshall Islands on December 18, 2019 which is wholly-owned by Sunny Star, and our connected person
“Seacon Ships Management (HK)”	Seacon Ships Management Co., Limited (香港洲際船舶管理有限公司) (formerly named Seacon Ships Management Co., Limited (海洲船舶管理有限公司)), a company incorporated in Hong Kong with limited liability on December 14, 2012 and an indirect wholly-owned subsidiary of our Company
“Seacon Ships Management (HK) (Qingdao Representative Office)”	Seacon Ships Management Co., Limited (Qingdao Representative Office)* (香港洲際船舶管理有限公司青島代表處), a representative office established in the PRC by Seacon Ships Management (HK) on October 17, 2016
“Seacon Ships Management (Ningbo)”	Seacon Ships Management (Ningbo) Ltd., a corporation incorporated in the Marshall Islands on May 12, 2021 and an indirect wholly-owned subsidiary of our Company
“Seacon Ships Management (SG)”	Seacon Ships Management Pte. Ltd., a private company limited by shares incorporated in Singapore on May 14, 2019 and an indirect wholly-owned subsidiary of our Company
“Seacon Ships Ningbo”	Seacon Ningbo Company Limited* (洲際船務(寧波)有限公司), a company established in the PRC with limited liability on March 25, 2021 and an indirect non-wholly owned subsidiary of our Company
“Seacon Ships Qingdao”	Seacon Ships Management Co., Limited (Qingdao)* (青島洲際之星船務有限公司), a company established in the PRC with limited liability on April 12, 2013 and an indirect non-wholly owned subsidiary of our Company, owned as to 97% by Seacon Ships Shanghai and 3% by Mr. Shi Yi
“Seacon Ships Qingdao (Shanghai)”	Seacon Ships Management Co., Limited (Qingdao) (Shanghai Branch Office)* (青島洲際之星船務有限公司上海分公司), a branch office established by Seacon Ships Qingdao in the PRC on December 21, 2018

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“Seacon Ships Shanghai”	Seacon Ships Technology Co., Limited (Shanghai)* (上海洲際之星海事科技有限公司), a company established in the PRC with limited liability on December 21, 2021 and an indirect wholly-owned subsidiary of our Company
“Seacon Ships Zhejiang”	Seacon Ships Management Co., Limited (Zhejiang)* (浙江洲際之星船務有限公司), a company established in the PRC with limited liability on June 27, 2018 and an indirect non-wholly owned subsidiary of our Company
“Seacon Ships Zhejiang (Qingdao)”	Seacon Ships Management Co., Limited (Zhejiang) (Qingdao Branch Office)* (浙江洲際之星船務有限公司青島分公司), a branch office established by Seacon Ships Zhejiang in the PRC on February 18, 2020
“Seacon Singapore”	Seacon Singapore Ltd, a corporation incorporated in the Marshall Islands on April 8, 2019 and an indirect wholly-owned subsidiary of our Company
“Seacon Star Group”	Seacon Star Group Ltd (星洲集團有限公司), a corporation incorporated in the Marshall Islands on January 24, 2013 which is owned as to 80% by Mr. Guo, and 20% by Mr. Chen, respectively, and our connected person
“Seacon Star Marine Consultant”	Seacon Star Marine Consultant Pte. Ltd. (formerly named Seacon Maritime Pte. Ltd.), a private company limited by shares incorporated in Singapore on June 3, 2013, and our connected person. Prior to the Reorganization, it was owned as to 51% and 49% by Seacon Ships Management (HK) and Mr. Gao Xianfeng (杲先鋒) (an Independent Third Party), respectively. After the Reorganization, it was owned as to 51% and 49% by Seacon Shipping Group, our connected person, and Mr. Gao Xianfeng (杲先鋒) (an Independent Third Party), respectively
“Seacon Tankers”	Seacon Tankers Shipmanage Pte. Ltd. (formerly named Seacon Xin Yuan Shipping Pte. Ltd.), a private company limited by shares incorporated in Singapore on July 17, 2019 and an indirect wholly-owned subsidiary of our Company
“Seacon Tokyo”	Seacon Tokyo Ltd, a company incorporated in Liberia with limited liability on August 10, 2022 and an indirect wholly-owned subsidiary of our Company
“Seacon Vancouver”	Seacon Vancouver Ltd, a company incorporated in Liberia with limited liability on August 10, 2022 and an indirect wholly-owned subsidiary of our Company

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“Seacon Victory”	Seacon Victory Ltd, a corporation incorporated in the Marshall Islands on April 8, 2015 and an indirect wholly-owned subsidiary of our Company
“Secondary Sanctionable Activity”	certain activity by the Company that may result in the imposition of sanctions against the Relevant Person(s) by a Relevant Jurisdiction (including designation as a Sanctioned Target or the imposition of penalties), even though the Company is not incorporated or located in that Relevant Jurisdiction and does not otherwise have any nexus with that Relevant Jurisdiction
“SFC”	Securities and Futures Commission of Hong Kong
“SFO” or “Securities and Futures Ordinance”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“SGD” or “S\$”	Singapore dollars, the lawful currency of Singapore
“Share(s)”	ordinary share(s) with a nominal or par value of HK\$0.01 each in the share capital of our Company
“Share Award Plan”	the share award plan of our Company which was adopted on February 22, 2022, amended on April 11, 2022 and cancelled on January 20, 2023, see “History, Reorganization and Corporate Structure — Reorganization”
“Share Award Trust”	Seacon Shipping Share Award Trust, a discretionary trust established pursuant to a Deed of Settlement dated February 22, 2022 and varied on April 11, 2022 made between our Company as settlor and Tricor Trust (Hong Kong) as the trustee, and was subsequently terminated on February 3, 2023
“Shareholder(s)”	holder(s) of our Share(s)
“Share Option Scheme”	the share option scheme conditionally adopted by our Company on March 2, 2023 for the benefit of our Directors, senior management, employees and other eligible participants defined in the scheme, a summary of the principal terms and conditions of which is set forth in “Statutory and General Information — D. Share Option Scheme” in Appendix IV to this document
“Shining Friends”	SHINING FRIENDS LIMITED, a company incorporated in the BVI with liability limited by shares on December 7, 2021 and all of its issued shares are held by Tricor Equity Trustee as trustee for the benefit of Mr. Guo and his family members, being one of our Controlling Shareholders

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“Singapore”	the Republic of Singapore
“Singaporean Legal Advisers”	Avant Law LLC, our legal advisers as to the laws of Singapore
[REDACTED]	[REDACTED]
“Sole Sponsor” or “Sponsor”	Zhongtai International Capital Limited (中泰國際融資有限公司), a licensed corporation under the SFO to carry out type 1 (dealing in securities) and type 6 (advising on corporate finance) regulated activities
“Star Wealth”	Star Wealth Ltd, a corporation incorporated in the Marshall Islands on August 23, 2016 and a direct wholly-owned subsidiary of Seacon Star Group prior to its dissolution on January 6, 2022
[REDACTED]	[REDACTED]
“Stock Exchange” or “Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary” or “subsidiaries”	has the meaning ascribed to it in the Listing Rules
“Substantial Shareholder(s)”	has the meaning ascribed to it under the Listing Rules and in this context, refers to the substantial shareholders of our Company
“Sunny Star”	Sunny Star Shipping Ltd., a company incorporated in the BVI with liability limited by shares on December 12, 2019, which is owned as to 80% by Mr. Guo, and 20% by Mr. Chen, respectively, and our connected person
“The CZK Trust”	The CZK Trust, a discretionary trust pursuant to a Deed of Settlement dated December 6, 2021 made between Mr. Chen, as settlor and protector, and Tricor Equity Trustee, as the trustee, for Mr. Chen’s succession planning purposes, the beneficiaries of which are Mr. Chen and his family members

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“The J&Y Trust”	The J&Y Trust, a discretionary trust pursuant to a Deed of Settlement dated December 6, 2021 made between Mr. Guo, as settlor and protector, and Tricor Equity Trustee, as the trustee, for Mr. Guo’s succession planning purposes, the beneficiaries of which are Mr. Guo and his family members
“Track Record Period”	the years ended December 31, 2019, 2020 and 2021 and the nine months ended September 30, 2022
“Tricor Equity Trustee”	Tricor Equity Trustee Limited, a company incorporated in the BVI with limited liability, which was appointed as the trustee of The J&Y Trust and The CZK Trust, see “History, Reorganization and Corporate Structure”
“Tricor Trust (Hong Kong)”	Tricor Trust (Hong Kong) Limited, a company incorporated in Hong Kong with limited liability, which was appointed as the trustee of the Share Award Trust throughout its subsistence, see “History, Reorganization and Corporate Structure”
“U.S. Securities Act”	United States Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder
[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]
“United States”, “U.S.” or “US”	United States of America, its territories, its possessions and all areas subject to its jurisdiction
“US dollars”, “U.S. dollars”, “US\$” or “USD”	United States dollars, the lawful currency of the United States
[REDACTED]	[REDACTED]
“%”	per cent

THIS DOCUMENT IS IN DRAFT FORM, INCOMPLETE AND SUBJECT TO CHANGE AND THAT THE INFORMATION MUST BE READ IN CONJUNCTION WITH THE SECTION HEADED “WARNING” ON THE COVER OF THIS DOCUMENT.

DEFINITIONS

For ease of reference, the English names of Chinese or Japanese laws and regulations, governmental authorities, institutions, natural persons or other entities (including certain of our subsidiaries) are translations of their Chinese or Japanese names and have been included in this document for identification purpose only. In the event of any inconsistency between the Chinese/Japanese names and their English translation, the Chinese/Japanese names shall prevail.

*English translations of company names and other terms from the Chinese/Japanese language are marked with “ * ”.*