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Courage Marine Group Limited
(勇利航業集團有限公司)

(Incorporated in Bermuda with limited liability)

(Hong Kong Stock Code: 1145)

(Singapore Stock Code: E91.SI)

CONTINUING CONNECTED TRANSACTIONS

Since August 2011, the Broker has acted as a broker of the Group for the sale of the Group's vessels on a non-exclusive basis and on normal commercial terms at an agreed commission equivalent to 0.5% of the purchase price of each vessel sold through the Broker.

The Broker is a connected person of the Group under Rule 14A.11 of the Listing Rules.

The total commission paid and payable by the Broker from the sale of the Group's vessels through its services since August 2011 has exceeded HK\$1,000,000.00, but the applicable percentage ratios of these transactions are less than 5%. These transactions are subject to reporting and announcement requirements under Rules 14A.45 to 14A.47 of the Listing Rules, and are exempt from the independent shareholders' approval requirements under Rule 14A.48 of the Listing Rules.

While the Broker is an "interested person" as defined under Chapter 9 of the Listing Manual of the Singapore Exchange Securities and Trading Limited ("SGX-ST"), as the amount of commission paid or payable to the Broker for the transactions contemplated under the Brokerage Agreement falls below S\$100,000.00 for each transaction, this announcement is made under the general disclosure obligations of the Company under the SGX-ST Listing Manual.

On 16 April 2012, Courage Marine (Holdings) Co., Limited, an indirect wholly-owned subsidiary of the Company, and the Broker entered into the Brokerage Agreement.

BACKGROUND

The Group principally carries on the business of providing vessel chartering services to its charterers.

Since October 2011, the Group has adopted a fleet renewal strategy under which older vessels owned by the Group are replaced by newer ones.

Pursuant to this fleet renewal strategy, the Group has engaged various shipbrokers (one of whom is the Broker) to source potential buyers for the vessels which the Group intended to sell.

The Broker was engaged by the Group on a non-exclusive basis. The agreed commission payable by the Group to the Broker for each vessel sold through the Broker's services is 0.5% of the purchase price for each vessel sold. The commissions are payable to the Broker after the completion of the sale of the relevant vessel and the payment of commission is conditional upon the completion of the sale. The commission rate and payment terms applicable to the Broker follow standard market rates and practice.

From August 2011 to the date of this announcement, the vessels which were sold by the Group through the Broker's services and the commission paid and payable by the Group to the Broker are set out below:

Vessel	Date of sale	Commission paid and payable
M/V Heroic	16 August 2011	US\$20,113.68
M/V Zorina	3 October 2011	US\$26,237.20
M/V Bravery	17 November 2011	US\$16,668.38
M/V Sea Pioneer	21 December 2011	US\$25,824.34
M/V Raffles	18 January 2012	US\$15,454.12
M/V Valour	5 April 2012	US\$25,355.65
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		US\$129,653.37
		(equivalent to HK\$1,011,296.28)

(The date of sale is the date on which a binding memorandum of agreement between the Group as seller and the buyer is entered into).

The Broker is a connected person of the Company because it is a company which is an "associate" of Mr. Chang Shun-Chi, Director, within the meaning of Rule 14A.11(4) of the Listing Rules. These transactions constitute "continuing connected transactions" under the Listing Rules.

The applicable percentage ratios of these transactions (aggregated together) are less than 5% but the aggregate consideration of these transactions has recently exceeded HK\$1,000,000.00.

These transactions are subject to reporting and announcement requirements under Rules 14A.45 to 14A.47 of the Listing Rules, and are exempt from the independent shareholders' approval requirement under Rule 14A.48 of the Listing Rules.

Pursuant to Rule 14A.35 of the Listing Rules, Courage Marine (Holdings) Co., Limited, an indirect wholly-owned subsidiary of the Company, and the Broker entered into the Brokerage Agreement.

BROKERAGE AGREEMENT

Date:	16 April 2012
Effective period:	One year from 1 August 2011 and expiring on 31 July 2012
Parties:	Broker as service provider Courage Marine (Holdings) Co., Limited as customer
Nature of transactions:	Broker will provide brokerage services to the Group on a non-exclusive basis for the sale of the Group's vessels by providing to the Group market information on the prices of vessels and by assisting the Group in sourcing potential buyers of the Group's vessels which the Group intends to sell
Commission:	The commission payable by the Group to the Broker is 0.5% of the price for each vessel sold through the Broker's service. The commission is to be paid against invoice after the completion of the sale of the relevant vessel and the payment is conditional upon the completion of sale.
Annual cap:	HK\$1,500,000.00
Basis of the annual cap:	<p>The aggregate commission paid by the Group to the Broker from 1 August 2011 to the date of this announcement is US\$129,653.37 (equivalent to HK\$1,011,296.28). The Directors estimate that except for the sale of M/V Courage, the Group would have completed its fleet renewal strategy for the time being.</p> <p>The value of M/V Courage is currently estimated to be US\$5,000,000.00, (equivalent to HK\$39,000,000.00). The commission payable by the Group to the Broker (assuming that this sale shall be completed through its service) based on this estimate is US\$25,000.00 (equivalent to HK\$195,000.00). Therefore, for the period commencing from 1 August 2011 and ending on 31 July 2012, the Company does not expect that the commission payable by the Group to the Broker for its service shall exceed HK\$1,500,000.00 and therefore the annual cap under the Brokerage Agreement is set at HK\$1,500,000.00.</p>
Purpose of the transactions:	The vessel brokerage services are essential in assisting the Group in obtaining market information on the price of vessels and sourcing potential buyers for the vessels which the Group intends to sell. The Broker has the capabilities and experience to serve the Group.

“Brokerage Agreement”	a vessel brokerage agreement entered between Courage Marine (Holdings) Co., Limited and the Broker on 16 April 2012;
“Company”	Courage Marine Group Limited, a company incorporated under the laws of Bermuda with limited liability the shares of which are listed on main board of SEHK and on Singapore Exchange Securities Trading Limited;
“connected person”	has the meaning ascribed to it under the Listing Rules;
“Directors”	directors of the Company for the time being;
“Group”	the Company and its subsidiaries;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“Listing Rules”	the Rules Governing the Listing of Securities on SEHK;
“SEHK”	The Stock Exchange of Hong Kong;
“Shareholders”	the shareholders of the company for the time being;
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong;
“S\$”	Singaporean dollars, the lawful currency of Singapore; and
“US\$”	United States dollars, the lawful currency of the United States of America.

By order of the Board
Courage Marine Group Limited
Hsu Chih-Chien
Chairman

Hong Kong, 16 April 2012

For the purpose of this announcement, unless otherwise specified, conversion of United States dollars into Hong Kong dollars are based on the approximate exchange rates of US\$1.00 to HK\$7.80. The exchange rate is for illustration purpose only and do not constitute a representation that any amounts have been, could have been or may be exchanged at this or any other rates at all.

As at the date of this announcement, the managing Director is Mr. Wu Chao-Huan, the Chairman and non-executive Director is Mr. Hsu Chih-Chien, the non-executive Directors are Mr. Sun Hsien-Long and Mr. Chang Shun-Chi, the independent non-executive Directors are Mr. Lui Chun Kin, Gary, Mr. Sin Boon Ann and Mr. Chu Wen Yuan.