



25 August 2010

RECEIVED 2010 SEP-7 P 12: -5 2025 SEP-7 P 12: -5

U.S. Securities and Exchange Commission Attn: Elliott Staffin Office of International Corporate Finance Division of Corporation Finance Mail Stop 36-28 100 F Street, NE Washington, DC 20549 USA

SUPPL

Dear Sirs

Rule 12g3-2 Exemptions for American Depository Receipts ("ADR") Neptune Orient Lines Limited File No. 82-2605

NOL has today made an announcement in relation to the Notice of a Change in the Percentage Level of a Substantial Shareholder's Interest by Temasek Holdings (Private) Limited. Attached is a copy of the announcement for your attention, please.

Yours faithfully

Wong Kim Wah (Ms) Company Secretary

Enc

/cl

De 9/7



Neptune Orient Lines Limited 456 Alexandra Road #06-00 NOL Building Singapore 119962 Tel: 65 6278 9000 Fax: 65 6278 4900 www.nol.com.sg Co. Reg. No.: 196800632D

Q:\CSD\SECRETARIAT\Neptune Orient Lines Limited\Correspondence\Letter2010\Letters to US SEC (Elliott Staffin)\Letter to SEC (Elliott Staffin) (Substantial Shareholder's Interest) - 25Aug10.DOC

Page 1 of 2

SEC Exemption No. 82-2605

Print this page

				er Print this page	
Noti	ice of a Change in the Percentag	e Level (of a Substantial Shareholder's Interest *	RECEIVED	
* As	terisks denote mandatory informatio	n			
Nam	e of Announcer *	NEPTUN	IE ORIENT LINES LIMITED	CELOF WITER	
Company Registration No. 196			D632D		
			IE ORIENT LINES LIMITED		
	ouncement is submitted with ect to *	NEPTUN	E ORIENT LINES LIMITED		
Anno	ouncement is submitted by *	Looi Lee	Hwa (Ms) & Wong Kim Wah (Ms)		
Desi	gnation *	Compan	y Secretaries		
Date	& Time of Broadcast	25-Aug-	2010 19:49:39		
Anno	ouncement No.	00158			
The	Announcement Details details of the announcement start he				
>>	PART I [Please complete this pa	<u>rt]</u>			
1.	Date of notice to issuer *		25-08-2010		
2.	Name of Substantial Shareholder * Temasek Holdings (Private) Limited				
3.	Please tick one or more appropriat	e box(es)	*		
>>	PART II				
1.	Date of change of [Select Option]				
2.	Name of Registered Holder				
3.	Circumstance(s) giving rise to the interest or change in interest		[Select Option]		
	# Please specify details				
1 .	Information relating to shares held	in the na	me of the Registered Holder		
	No. of [Select Option] held before the change				
	As a percentage of issued share of	apital	%		
	No. of N.A. which are subject notice	of this			
	As a percentage of issued share c	apital	%		
	Amount of consideration (e brokerage and stamp duties) po paid or received	xcluding er share			

No. 82-2605

No. of N.A. held after the change

As a percentage of issued share capital

>>	>> PART III					
1.	Date of change of <u>Interest</u>	24-08-2010				
2.	The change in the percentage level	From 67.93 % To 68.10 %				
3.	Circumstance(s) giving rise to the interest or change in interest	# Others				
	# Please specify details	Please refer to the attached Notice of Substantial Shareholder's Change in Interests from Temasek Holdings (Private) Limited, dated 25 August 2010.				
4.	A statement of whether the change in the percentage level is the result of a transaction or a series of transactions:	The change in the percentage level is the result of a series of transactions.				

%

>> PART IV

I

1. Holdings of Substantial Shareholder, including direct and deemed interest :

	Direct	Deemed
No. of shares held before the change	383,465,362	611,138,970
As a percentage of issued share capital	26.19 %	41.74 %
No. of shares held after the change	671,064,383	1,086,715,364
As a percentage of issued share capital	26.00 %	42.10 %

Footnotes

Please refer to the attached Notice of Substantial Shareholder's Change in Interests from Temasek Holdings (Private) Limited, dated 25 August 2010.

Attachments

Temasek_Notice_25Aug10.pdf
Total size = 78K
(2048K size limit recommended)

Close Window

25/08	2010	WED	17:47	FAX	68211162	Temasek	Holdings-Legal
-------	------	-----	-------	-----	----------	---------	----------------

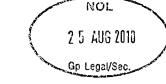
... SEC Exemption

2001/003

No. 82-2605

NOL

Singapore Exchange Securities Trading Limited To: 2 Shenton Way #19-00 SGX Centre 1 Singapore 068804 Attn: Head of Market Control Fax no: (65) 6438 4306



Neptune Orient Lines Limited To: 456 Alexandra Road #06-00 NOL Building Singapore 119962 Attn: The Company Secretary Fax no: (65) 6273 1697

Dear Sirs.

Notice Of Substantial Shareholder's Change in Interests

In accordance with Section 137 of the Securities and Futures Act 2001, Chapter 289 of Singapore 1. and Section 83 of the Companies Act, Chapter 50 of Singapore, we hereby notify you that we are a substantial shareholder of the company identified below which is listed on SGX-ST ("listed company") and the particulars of our interest(s) in the shareholdings of the listed company are as follows:-

PART I [Please complete this Part]

1. Date of notice to listed company:	25 August 2010
2. Name of Substantial Shareholder:	Temasek Holdings (Private) Limited ("Temasek")
3. Name of listed company:	Neptune Orient Lines Limited ("NOL")

4. Please tick one or more appropriate box(es):

- a New Substantial Shareholder's Interest. ::: [Please complete Parts II and IV]
- a Change in the Percentage Level of a Substantial Shareholder's Interest or Cessation of Interest. 1 [Please complete Parts III and IV]

PART II

- 1. Date of change of interest:
- 2. Name of Registered Holder:

3. Circumstance(s) giving rise to the interest or change in interest:

4. Information relating to shares held in the name of the Registered Holder: -

No. of shares held before the change: As a percentage of issued share capital:

No. of shares which are the subject of this notice: As a percentage of issued share capital:

Amount of consideration (excluding brokerage and stamp duties) per share paid or received:

No. of shares held after the change: As a percentage of issued share capital:

002/003

SEC Exemption No. 82-2605

PART III

1. Date of change of interest:

24 August 2010

2. The change in the percentage level:

3. Circumstance(s) giving rise to the interest or change in interest:

From *67.93% to **68.10%

There were open market transactions in the ordinary shares in NOL ("Shares") by subsidiaries of DBS Group Holdings Limited ("DBSH") which increased their aggregate holding to 5,795,417 Shares (**0.22%). In addition, Aranda Investments Pte. Ltd. ("Aranda") has purchased a total of 13,308,000 shares (**0.52%).

DBSH is an associated company of Temasek. Aranda is an indirect wholly owned subsidiary of Temasek.

By virtue of section 7(4A) of the Companies Act, Temasek is deemed to have an interest in all Shares held by the DBSH subsidiaries and Aranda.

Accordingly, as at 24 August 2010, Temasek has a total interest in 1,757,779,747 Shares (**68.10%) comprising a direct interest in 671,064,383 Shares (**26.00%) and a deemed interest in 1,086,715,364 Shares (**42.10%) being all the 5,795,417 Shares (**0.22%) held by the DBSH subsidiaries, 13,308,000 Shares (**0.52%) held by Aranda, the 43,524,250 Shares (**1.69%) and 1,024,087,697 Shares (**39.68%) held by Startree investments Pte. Ltd. and Lentor investments Pte. Ltd. (both of which are indirect wholly owned subsidiarles of Temasek).

Temasek became aware of the change in percentage level of its interest in the Shares on 24 August 2010.

4. A statement of whether the change in the percentage level is the result of a transaction or a series of transactions.

The change in the percentage level is the result of a series of transactions.

PART IV

1. Holdings of Substantial Shareholder, including direct and deemed interest: -

Г	Direct	Deemed	Total
No. of shares held before the change:	383,465,362	611,138,970	994,604,332
As a percentage of issued share capital:	*26.19%	*41.74%	*67.93%
No. of shares held after the change:	671,064,383	1,086,715,364	1,757,779,747
As a percentage of issued share capital:	**26.00%	**42.10%	**68.10%

Represents Temasek's interest as disclosed in the Notice of Substantial Shareholder's Change in Interest dated 5 June 2007. Percentage of interest was calculated on the basis of 1,464,109,062 issued Shares as at 29 May 2007.

** Percentage of interest was calculated on the basis of 2,581,114,401 issued Shares as at 19 August 2010.

SEC Exemption No. 82-2605

2. Our contact details, should you have any queries regarding this Notice and its contents are as follows:-

. . . .

- (a) Telephone number:
- (b) Name of contact person:
- (c) Address:

(65) 6828 6795 / 6828 8768 Christina Choo / Celine Koh 60B Orchard Road, #06-18 Tower 2, The Atrium@Orchard, Singapore 238891

Yours faithfully,

Name:Ms Christina ChooDesignation:Director, Legal & RegulationsDate:25 August 2010