



# **INTERPOOL, INC.**

211 College Road East  
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**FOR IMMEDIATE RELEASE**

## **INTERPOOL, INC. AMENDS TENDER OFFER AND CONSENT SOLICITATION FOR ITS OUTSTANDING 6.0% NOTES DUE 2014**

PRINCETON, N.J. June 29, 2007 – Interpool, Inc. (NYSE: IPX) announced today that it has amended its tender offer for all of the \$230 million principal amount of its outstanding 6.0% Senior Notes due 2014 (the “Notes”), CUSIP Number 46062R AP 3. In connection with the tender offer, consents are being solicited from noteholders to make certain proposed amendments to the indenture governing the Notes.

The amendment (i) extends the date of expiration of the consent solicitation to 5:00 p.m., New York City time, on July 3, 2007 (as extended, the “Consent Date”), (ii) increases the total consideration from \$1,015.00 to \$1,027.50 per \$1,000 principal amount of the Notes (the “Total Consideration”) and (iii) amends the amount of the consent payment that is included in the Total Consideration and that is payable only in respect of Notes validly tendered with consents on or prior to the new Consent Date from \$20.00 to \$0.50 per \$1,000 principal amount of the Notes (the “Consent Payment”). The Total Consideration includes the Consent Payment payable only in respect of Notes validly tendered with consents on or prior to the new Consent Date. The Total Consideration less the Consent Payment is referred to as the “Tender Offer Consideration.” In addition, holders who validly tender and do not validly withdraw their Notes in the tender offer will receive accrued and unpaid interest from the last interest payment date up to, but not including, the date of payment for the Notes, if the Notes are accepted for purchase pursuant to the tender offer. Holders who tender their Notes after the new Consent Date, will not be eligible to receive the Consent Payment. Any holder validly tendering Notes after the new Consent Date will, if such Notes are accepted for purchase pursuant to the tender offer, receive the Tender Offer Consideration, plus accrued but unpaid interest to, but not including, the date of payment for the Notes so tendered.

The expiration date of the tender offer, 8:00 a.m., New York City time, on July 19, 2007, remains unchanged. Except as described above, all other terms, provisions and conditions of the tender offer and consent solicitation remain in full force and effect. The terms of the tender offer and consent solicitation, including the proposed amendments to the indenture governing the Notes, are described in the Offer to Purchase and Consent Solicitation Statement dated June 13, 2007, as amended (the “Statement”).

The Company has been informed that holders owning an aggregate of \$213,025,000 principal amount of the Notes have indicated their intention to tender pursuant to the Offer on or prior to the Consent Date.

The exclusive dealer manager and solicitation agent for the tender offer and consent solicitation is Bear, Stearns & Co. Inc (“Bear Stearns”). Questions regarding the tender offer may directed to Bear Stearns at (877) 696-BEAR (toll free) or (212) 272-5112 (collect). The tender agent for the tender offer is D.F. King & Co., Inc.



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Requests for Tender Offer Documents may be directed to D.F. King & Co., Inc., as information agent for the tender offer, at 48 Wall Street, 22<sup>nd</sup> Floor, New York, New York 10005. The information agent may be contacted at (212) 269-5550 (for banks and brokers only) and (888) 628-8208 (for all others toll free).

This release does not constitute an offer to purchase, a solicitation of an offer to sell or a solicitation of consents with respect to any securities. The tender offer is being made solely by the Statement.

## **ABOUT INTERPOOL, INC.**

Interpool is one of the world's leading suppliers of equipment and services to the transportation industry. It is the world's largest lessor of intermodal container chassis and a world-leading lessor of cargo containers used in international trade.

## **CAUTIONARY STATEMENTS**

This press release contains certain forward-looking statements regarding future circumstances. These forward-looking statements are subject to risk and uncertainties that could cause actual results to differ materially from those contemplated in such forward-looking statements, including in particular the risks and uncertainties described in Interpool's SEC filings. The company undertakes no obligation to publicly release any revisions to these forward-looking statements to reflect events or circumstances after the date hereof.

Note: This press release and other press releases and information can be viewed at Interpool's website at [www.interpool.com](http://www.interpool.com).

### **Contacts:**

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