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China International Capital Corporation Limited
中國國際金融股份有限公司

(A joint stock limited company incorporated in the People's Republic of China)

(Stock Code: 3908)

VOLUNTARY ANNOUNCEMENT
ESTABLISHMENT OF U.S.\$2,000,000,000
GUARANTEED MEDIUM TERM NOTE PROGRAMME

The Company is pleased to announce that on 5 May 2016 the Programme has been established under which the Notes may be issued by the Issuer in series of an aggregate nominal amount of up to U.S.\$2,000,000,000 (or its equivalent in other currencies) to professional investors only as described in the Offering Circular. The Notes will be unconditionally and irrevocably guaranteed by the Guarantor with the benefit of the Keepwell Deed provided by the Company. The Notes will be issued in series with different issue dates and terms and may be denominated in any currency subject to compliance with all relevant laws, regulations and directives. There will be no public offering of the Notes issued under the Programme in the United States or to the public in Hong Kong.

CICC HK Securities, Citigroup and Standard Chartered Bank have been appointed as joint arrangers and dealers and ABC International, BOCOM HK Branch, CCBA, Goldman Sachs (Asia) L.L.C., HSBC, ICBC (Asia), OCBC Bank and Wing Lung Bank Limited have been appointed as dealers under the Programme by entering into the Dealer Agreement with the Issuer, the Guarantor and the Company.

As the Issuer may or may not proceed with drawdown(s) under the Programme, the timing of drawdown(s) (if any) is uncertain as it depends on market conditions and the corporate needs of the Hong Kong Group, and the terms of each drawdown may vary within the parameters set out in the Programme. Shareholders and potential investors are urged to exercise caution when dealing in the securities of the Company.

This is a voluntary announcement made by the Company.

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Proposed Use of Proceeds

If the Notes are issued, the Issuer intends to use the net proceeds from the offering of the Notes for the Hong Kong Group's working capital and general corporate purposes. If, in respect of any particular issue, there is a particular identified use of proceeds, this will be stated in the applicable pricing supplement.

Listing

An application has been made to the Stock Exchange for listing of the Programme by way of debt issues to professional investors only during the 12-month period from the date of the Offering Circular on the Stock Exchange. The listing of the programme is expected to become effective on 6 May 2016.

In relation to any issue of the Notes, the Company has the option to agree with the relevant dealer(s) as to whether the Notes will be listed on any stock exchange(s) and, if so, to list the Notes on the Stock Exchange or any other stock exchange. Listing of the Programme or the Notes on the Stock Exchange is not to be taken as an indication of the merits of the Company, its subsidiaries or the Programme.

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DEFINITIONS

In this announcement, unless the context requires otherwise, the following expressions have the following meanings:

“ABC International” ABCI Capital Limited

“Board” the board of directors of the Company

“BOCOM HK Branch”	Bank of Communications Co., Ltd. Hong Kong Branch
“CCBA”	China Construction Bank (Asia) Corporation Limited
“CICC HK Securities”	China International Capital Corporation Hong Kong Securities Limited (中國國際金融香港證券有限公司)
“Citigroup”	Citigroup Global Markets Limited
“Company”	China International Capital Corporation Limited (中國國際金融股份有限公司), a joint stock limited company incorporated in the PRC, whose shares are listed on the Stock Exchange, and as the provider of the Keepwell Deed
“Dealer Agreement”	the dealer agreement dated 5 May 2016 between the Issuer, the Guarantor, the Company, the joint arrangers and dealers relating to the Programme
“Goldman Sachs (Asia) L.L.C.”	Goldman Sachs (Asia) L.L.C.
“Guarantor”	China International Capital Corporation (Hong Kong) Limited (中國國際金融(香港)有限公司), incorporated with limited liability in Hong Kong and a wholly-owned subsidiary of the Company
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Hong Kong Group”	the Guarantor and its subsidiaries
“HSBC”	The Hongkong and Shanghai Banking Corporation Limited
“ICBC (Asia)”	Industrial and Commercial Bank of China (Asia) Limited

“Issuer”	CICC Hong Kong Finance 2016 MTN Limited, incorporated in the British Virgin Islands with limited liability and a wholly-owned subsidiary of the Guarantor
“Keepwell Deed”	the keepwell deed dated 5 May 2016 between the Issuer, the Guarantor, the Company and Citicorp International Limited as trustee
“Notes”	notes that may be issued by the Issuer from time to time under the Programme guaranteed by the Guarantor and with the benefit of the Keepwell Deed provided by the Company
“OCBC Bank”	Oversea-Chinese Banking Corporation Limited
“Offering Circular”	the offering circular in relation to the Programme dated 5 May 2016
“PRC”	the People’s Republic of China excluding, for the purpose of this announcement, Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Programme”	the U.S.\$2,000,000,000 guaranteed medium term note programme established by the Issuer, Guarantor and the Company
“Standard Chartered Bank”	Standard Chartered Bank
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“U.S.” or “United States”	the United States of America, its territories and possessions and all areas subject to its jurisdiction
“Securities Act”	the United States Securities Act of 1933, as amended

“U.S.\$” the lawful currency of the United States

“Wing Lung Bank Limited” Wing Lung Bank Limited

By order of the Board

China International Capital Corporation Limited

Secretary to the Board

Wu Bo

Beijing, the PRC, 6 May 2016

As at the date of this announcement, the Executive Director of the Company is Mr. Bi Mingjian; the Non-executive Directors are Mr. Ding Xuedong, Ms. Zhao Haiying, Mr. David Bonderman, Mr. Liu Haifeng David, Mr. Shi Jun and Mr. Cha Mou Daid Johnson; and the Independent Non-executive Directors are Mr. Edwin Roca Lim, Mr. Cao Tong, Mr. Siu Wai Keung and Mr. Ben Shenglin.