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**中國航空技術國際控股有限公司**  
**(AVIC International Holding Corporation)**

*(a limited liability company incorporated in the People's Republic of China)*

**中航國際控股股份有限公司**  
**AVIC International Holdings Limited**

*(formerly known as CATIC Shenzhen Holdings Limited  
(深圳中航集團股份有限公司)  
(a joint stock company incorporated in the People's Republic of China with limited liability)  
(Stock Code: 00161)*

## **JOINT ANNOUNCEMENT**

### **DELAY IN DESPATCH OF THE COMPOSITE DOCUMENT IN RELATION TO**

**(1) VOLUNTARY CONDITIONAL OFFER BY  
CHINA INTERNATIONAL CAPITAL CORPORATION HONG KONG  
SECURITIES LIMITED ON BEHALF OF AVIC INTERNATIONAL  
TO ACQUIRE ALL OF THE ISSUED H SHARES IN THE COMPANY**

**AND**

**(2) PROPOSED VOLUNTARY WITHDRAWAL  
OF LISTING OF THE H SHARES OF THE COMPANY**

**AND**

**(3) PROPOSED MERGER BY ABSORPTION OF  
THE COMPANY BY AVIC INTERNATIONAL**

**AND**

**EXCLUSIVE FINANCIAL ADVISER TO AVIC INTERNATIONAL**



Reference is made to the announcement jointly issued by AVIC International Holdings Limited (the “**Company**”) and AVIC International Holding Corporation (“**AVIC International**”) dated 2 October 2019 (the “**Joint Announcement**”) in relation to, among other things, the voluntary conditional offer to be made by China International Capital Corporation Hong Kong Securities Limited, for and on behalf of AVIC International for all the issued H shares of the Company. Unless otherwise defined, capitalised terms used in this joint announcement shall have the same meanings as those defined in the Joint Announcement.

## **DELAY IN DESPATCH OF THE COMPOSITE DOCUMENT AND FORM OF ACCEPTANCE**

As set out in the Joint Announcement, it is the intention of AVIC International and the Company to combine the offer document and the offeree board circular into the Composite Document. Pursuant to Rule 8.2 of the Takeovers Code, the Composite Document together with the relevant form of acceptance and transfer (the “**Form of Acceptance**”) shall be despatched to the Shareholders within 21 days (i.e. on or before 23 October 2019) of the date of the Rule 3.5 Announcement or such later date as the Executive may approve.

As additional time is required to finalise certain information to be included in the Composite Document, including, among others, the valuation of the relevant properties of the Group, an application has been made to the Executive pursuant to Rule 8.2 of the Takeovers Code for its consent to extend the deadline for the despatch of the Composite Document, together with the Form of Acceptance, to a date falling on or before 15 January 2020. The Executive has granted its consent for such extension as at the date of this joint announcement.

Further announcement(s) will be jointly made by AVIC International and the Company when the Composite Document, together with the Form of Acceptance, is despatched.

## **WARNING**

**The H Share Offer is conditional upon the fulfilment of the Conditions and the Merger is conditional upon the fulfilment or waiver (where applicable) of the Merger Conditions, in each case as described in the Joint Announcement in all aspects. Accordingly, the H Share Offer may or may not become unconditional and the issue of this joint announcement does not imply that the H Share Offer or the Delisting will be completed. As the Merger Conditions (in respect of the Merger) are different from the Conditions (in respect of the H Share Offer), shareholders and potential investors of the Company should be aware that even following the successful completion of the H Share Offer and the Delisting, there is no certainty that the Merger will proceed. Shareholders and/or potential investors of the Company should therefore exercise caution when dealing in the securities of the Company (including the H Shares). Persons who are in doubt as to the action they should take should consult their licensed securities dealers or registered**

**institutions in securities, bank managers, solicitors, professional accountants or other professional advisers.**

On behalf of the board of directors of  
**AVIC International Holding Corporation**  
(中國航空技術國際控股有限公司)

**Liu Hong De**  
Chairman

On behalf of the board of directors of  
**AVIC International Holdings Limited**  
(中航國際控股股份有限公司)

**Liu Hong De**  
Chairman

Shenzhen, the PRC, 23 October 2019

*As at the date of this joint announcement, AVIC International Board comprises: Mr. Liu Hong De, Mr. Li Zong Shun, Mr. Li Shang Fu, Mr. Yan Dong, Mr. Lai Wei Xuan, Mr. Li Qi Feng, Mr. Fu Fang Xing, Ms. Kong Ling Fen and Mr. You Lei.*

*The directors of AVIC International jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to the Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than that expressed by the Company's Board) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.*

*As at the date of this joint announcement, the Company's Board comprises: Mr. Liu Hong De, Mr. Lai Wei Xuan, Mr. You Lei, Mr. Liu Jun, Mr. Fu Fang Xing and Mr. Chen Hong Liang as executive directors; and Ms. Wong Wai Ling, Mr. Wu Wei and Mr. Wei Wei as independent non-executive directors.*

*The directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to AVIC International and parties acting in concert with it (except for the Group)) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than that expressed by the AVIC International Board and parties acting in concert with AVIC International (except for the Company's Board)) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.*