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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)*

FURTHER DEVELOPMENT IN RELATION TO THE POSSIBLE MAJOR TRANSACTION INVOLVING PROPOSED ISSUANCE OF A SHARE CONVERTIBLE BONDS BY SCC: DEEMED DISPOSAL OF INTEREST IN SCC BY THE COMPANY

References are made to the announcements of AVIC International Holdings Limited (the “**Company**”) dated 8 April 2019, 24 April 2019, 29 April 2019, 30 May 2019, 6 June 2019, 26 June 2019, 26 July 2019, 19 August 2019, 20 October 2019, 10 December 2019 and 19 December 2019 and the circular of the Company dated 20 June 2019 (the “**Circular**”) respectively, in relation to the issuance of SCC CB (the “**Public Issuance**”). Capitalised terms used in this announcement shall have the meanings as ascribed to them in the Circular unless the context otherwise requires.

As disclosed in the announcement (the “**Announcement**”) of the Company dated 19 December 2019, the preferential allocation of the SCC CB to the original shareholders of SCC and the payment of the subscription price, and the online subscription of the remaining SCC CB after the preferential allocation to the original shareholders of SCC and the public investors (the “**Online Investors**”) have been conducted on 24 December 2019 (the T Day). The results of the preferential allocation and the status of the online subscription and payment are set out as follows:

Results of the Preferential Allocation to Original Shareholders

According to the online preferential allocation data provided by the Shenzhen Stock Exchange, a total of 4,937,016 SCC CB were placed to the original shareholders of SCC eventually (i.e. RMB493,701,600), representing 32.48% of the Public Issuance.

Status of the Online Subscription and Payment

According to the data provided by the Shenzhen Stock Exchange and the Shenzhen Branch of China Securities Depository and Clearing Co., Ltd, the joint sponsors (the lead underwriters) of the Public Issuance have generated the statistics as follows:

1. Number of SCC CB subscribed and to be paid by the Online Investors : 10,153,421
2. Amount to be paid by the Online Investors for the SCC CB subscribed : RMB1,015,342,100
3. Number of SCC CB abandoned by the Online Investors : 109,559
4. Amount of the SCC CB abandoned by the Online Investors : RMB10,955,900

Underwriting Status

As disclosed in the Announcement and the Circular, the SCC CB abandoned by the Online Investors will be fully underwritten by the joint sponsors (the lead underwriters). Further, as the subscription unit offered to the original shareholders under the preferential allocation is 1 SCC CB per unit; while the subscription unit offered in the online subscription is 10 SCC CB per unit; the extra 4 SCC CB remained from the preferential allocation will also be underwritten by the joint sponsors (the lead underwriters).

The total number of the SCC CB to be underwritten by the joint sponsors (the lead underwriters) is 109,563 (i.e. RMB10,956,300), representing a underwriting ratio of 0.72%.

On 30 December 2019 (T+4 Day), the joint sponsors (the lead underwriters) will transfer the subscription amount of the SCC CB to SCC pursuant to the underwriting agreement entered with SCC, and SCC will submit the registration application in relation to the registration of the SCC CB underwritten by the joint sponsors (the lead underwriters) to their designated securities accounts to the Shenzhen Branch of China Securities Depository and Clearing Co., Ltd.

By order of the Board
AVIC International Holdings Limited
Liu Hong De
Chairman

Shenzhen, PRC, 29 December 2019

As at the date of this announcement, the Board of the Company comprises a total of 9 Directors, namely 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.