

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this joint announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this joint announcement.*

*This joint announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of the Company nor shall there be any sale, purchase or subscription for securities of the Company in any jurisdiction in which such offer, solicitation or sale would be unlawful absent the filing of a registration statement or the availability of an applicable exemption from registration or other waiver.*

*This joint announcement is not for release, publication or distribution in or into any jurisdiction where to do so would constitute a violation of the relevant laws of such jurisdiction.*

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  
VOLUNTARY ANNOUNCEMENT IN RELATION TO THE  
INTRODUCTION MEETINGS FOR SHAREHOLDERS  
(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;  
(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**

**EXCLUSIVE FINANCIAL ADVISER TO AVIC INTERNATIONAL**



Reference is made to (i) 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 H Share Offer, the Delisting and the Merger; (ii) the notice, proxy form and attendance confirmation slip of each of the Extraordinary General Meeting and the H Share Class Meeting (collectively, the “**Shareholder Meetings**”) of the Company dated 30 December 2019; and (iii) the composite document jointly issued by the Company and AVIC International dated 8 January 2020 (the “**Composite Document**”). Unless otherwise defined, capitalised terms used in this joint announcement shall have the same meanings as those defined in the Composite Document.

Following the despatch of the Composite Document, the Company and AVIC International will hold two introduction meetings (the “**Introduction Meeting(s)**”) for Shareholders for the purpose of introducing and explaining the administrative and procedural matters in relation to the H Share Offer, the Delisting and the Merger set out in the Composite Document, such as what needs to be done in order to attend and/or vote at the Shareholder Meetings and how to accept the H Share Offer and the timeline thereof. The Exclusive Financial Adviser to AVIC International, China International Capital Corporation Hong Kong Securities Limited, will be present at the Introduction Meetings to assist AVIC International to answer Shareholders’ enquires (if any).

The date, time and venue of the two Introduction Meetings is respectively as follows:

- (i) The first Introduction Meeting (before the date of the Extraordinary General Meeting and the H Share Class Meeting):

Date: Friday, 7 February 2020 at 4:00 p.m.

Venue: Taishan Room of Island Shangri-La, Pacific Place, Supreme Court Road, Central, Hong Kong SAR

- (ii) The second Introduction Meeting (after the date of the Extraordinary General Meeting and the H Share Class Meeting):

Date: Friday, 21 February 2020 at 4:00 p.m.

Venue: Taishan Room of Island Shangri-La, Pacific Place, Supreme Court Road, Central, Hong Kong SAR

Shareholders are welcome to attend the Introduction Meeting(s) in person or join by telephone conference. If a Shareholder chooses to attend the Introduction Meeting(s) by telephone conference, please use the dial-in details below:

Hong Kong: 852 3027 6500

Mainland China: 400 821 0623

Conference Code: 43120748#

For the avoidance of doubt, the Introduction Meetings cannot and will not provide any advice on the merits or risks of the H Share Offer, the Delisting and/or the Merger or give any financial or legal advice. If you are in doubt as to any aspect of this joint announcement or action to be taken, you should consult a licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

We look forward to seeing you at the Introduction Meeting(s).

## 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 and any options or rights in respect of them). 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  
**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  
**AVIC International Holdings Limited**  
(中航國際控股股份有限公司)  
**Liu Hong De**  
*Chairman*

Shenzhen, the PRC, 20 January 2020

*As at the date of this joint announcement, AVIC International Board comprises: Mr. Liu Hong De, Mr. Li Zong Shun, Mr. Yan Dong, Mr. Xiao Zhi Yuan, 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.*