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中國建築國際集團有限公司
CHINA STATE CONSTRUCTION INTERNATIONAL HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3311)

PROPOSED ISSUE OF US\$ DENOMINATED GUARANTEED NOTES

The Issuer, which is a wholly-owned subsidiary of the Company, proposes to conduct the Proposed Notes Issue. The Notes, if issued, will be unconditionally and irrevocably guaranteed by the Company. The Proposed Notes Issue will only be offered and sold outside the United States in compliance with Regulation S under the U.S. Securities Act.

The Issuer intends to apply to the Stock Exchange for listing of, and permission to deal in, the Notes by way of debt issues to professional investors only. The Stock Exchange has confirmed that the Issuer and its debt securities are eligible for listing on the Stock Exchange. Listing of the Notes on the Stock Exchange is not to be taken as an indication of the merits of the Issuer, the Company, the Group or the Notes.

As no binding agreement in relation to the Proposed Notes Issue has been entered into as at the date of this announcement, the Proposed Notes Issue may or may not materialise. Investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company. Further announcement(s) in relation to the Proposed Notes Issue will be made by the Company as and when appropriate.

THE PROPOSED NOTES ISSUE

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The Proposed Notes Issue will only be offered and sold outside the United States in compliance with Regulation S under the U.S. Securities Act.

Completion of the Proposed Notes Issue is subject to market conditions and investor interest. BofA Merrill Lynch, CICC HKS and Deutsche Bank are joint bookrunners and joint lead managers for the Proposed Notes Issue. As at the date of this announcement, the amount and the terms and conditions of the Proposed Notes Issue have yet to be determined. Upon finalisation of the terms of the Proposed Notes Issue, the Issuer, the Company, BofA Merrill Lynch, CICC HKS and Deutsche Bank will enter into a subscription agreement and other ancillary agreements in relation to the Proposed Notes Issue.

PROPOSED USE OF PROCEEDS

The net proceeds of the Proposed Notes Issue are currently intended to be used to repay and/or refinance the existing indebtedness of the Group, to finance new and existing projects and for general corporate purposes.

PROPOSED APPLICATION FOR LISTING

The Issuer intends to apply to the Stock Exchange for listing of, and permission to deal in, the Notes by way of debt issues to professional investors only. The Stock Exchange has confirmed that the Issuer and its debt securities are eligible for listing on the Stock Exchange. Listing of the Notes on the Stock Exchange is not to be taken as an indication of the merits of the Issuer, the Company, the Group or the Notes.

GENERAL

As no binding agreement in relation to the Proposed Notes Issue has been entered into as at the date of this announcement, the Proposed Notes Issue may or may not materialise. Investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company. Further announcement(s) in relation to the Proposed Notes Issue will be made by the Company as and when appropriate.

DEFINITIONS

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

“Board”	the board of directors of the Company
“BofA Merrill Lynch”	Merrill Lynch International
“CICC HKS”	China International Capital Corporation Hong Kong Securities Limited
“Company”	China State Construction International Holdings Limited (Stock Code: 3311), a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on the main board of the Stock Exchange
“Deutsche Bank”	Deutsche Bank AG, Singapore Branch
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Issuer”	China State Construction Finance (Cayman) I Limited, a company incorporated in the Cayman Islands with limited liability and a wholly-owned subsidiary of the Company
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Notes”	the US\$ denominated notes proposed to be issued by the Issuer as described in this announcement
“Proposed Notes Issue”	the proposed issue of the Notes by the Issuer as described in this announcement
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“United States”	the United States of America

“U.S. Securities Act” the United States Securities Act of 1933, as amended

“US\$” the United States dollars

By order of the Board
**China State Construction
International Holdings Limited**
Kong Qingping
Chairman and Non-executive Director

Hong Kong, 4 February 2013

As at the date of this announcement, the Board comprises Mr. Kong Qingping as Chairman and Non-executive Director; Mr. Zhou Yong (Vice-chairman and Chief Executive Officer), Mr. Zhang Yifeng, Mr. Zhou Hancheng, Mr. Tian Shuchen, Mr. Hung Cheung Shew and Mr. Pan Shujie as Executive Directors; Mr. Li Jian as Non-executive Director; and Dr. Raymond Ho Chung Tai, Mr. Adrian David Li Man Kiu, Dr. Raymond Leung Hai Ming and Mr. Lee Shing See as Independent Non-executive Directors.