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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 PERPETUAL CAPITAL SECURITIES**

The Issuer, which is a wholly-owned subsidiary of the Company, proposes to conduct the Proposed Issuance. The Securities, if issued, will be unconditionally and irrevocably guaranteed by the Company. The Proposed Issuance 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 Securities by way of debt issues to professional investors only. Listing of the Securities on the Stock Exchange is not to be taken as an indication of the merits of the Issuer, the Company, the Group or the Securities.

**As no binding agreement in relation to the Proposed Issuance has been entered into as at the date of this announcement, the Proposed Issuance 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 Issuance will be made by the Company as and when appropriate.**

## **THE PROPOSED ISSUANCE**

The Issuer, which is a wholly-owned subsidiary of the Company, proposes to conduct the Proposed Issuance. The Securities, if issued, will be unconditionally and irrevocably guaranteed by the Company.

The Proposed Issuance 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 Issuance is subject to market conditions and investor interest. As at the date of this announcement, the amount and the terms and conditions of the Proposed Issuance have yet to be determined. Upon finalisation of the terms of the Proposed Issuance, the Issuer, the Company and the Managers will enter into a subscription agreement and other ancillary agreements in relation to the Proposed Issuance.

## **PROPOSED USE OF PROCEEDS**

The net proceeds of the Proposed Issuance are currently intended to be used to repay and/or refinance the existing indebtedness of the Group 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 Securities by way of debt issues to professional investors only. Listing of the Securities on the Stock Exchange is not to be taken as an indication of the merits of the Issuer, the Company, the Group or the Securities.

## **GENERAL**

**As no binding agreement in relation to the Proposed Issuance has been entered into as at the date of this announcement, the Proposed Issuance 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 Issuance 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
“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
“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
“Manager(s)”	The Hongkong and Shanghai Banking Corporation Limited, Merrill Lynch (Asia Pacific) Limited, BOCI Asia Limited, Haitong International Securities Company Limited and China International Capital Corporation Hong Kong Securities Limited
“Proposed Issuance”	the proposed issuance of the Securities by the Issuer as described in this announcement
“Securities”	the US\$ denominated senior unsecured guaranteed perpetual capital securities proposed to be issued by the Issuer and unconditionally and irrevocably guaranteed by the Company 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**  
**Zhou Yong**  
*Chairman and Executive Director*

Hong Kong, 16 November 2018

*As at the date of this announcement, the Board comprises Mr. Zhou Yong (Chairman), Mr. Zhang Haipeng (Chief Executive Officer), Mr. Tian Shuchen, Mr. Zhou Hancheng and Mr. Hung Cheung Shew as Executive Directors; 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.*