



China International Holdings Limited

中 翔 國 際 集 團 有 限 公 司

(Incorporated in Bermuda with limited liability)

PROPOSED DISPOSAL OF 100% EQUITY INTEREST IN HEBEI BRIDGES INVESTMENTS LIMITED (河北桥梁投资有限公司)

The Board of Directors (the **“Board”**) of China International Holdings Limited (the **“Company”**, together with its subsidiaries, the **“Group”**) refers to its announcement on 2 January 2013 (**“Earlier Announcement”**).

On 10 November 2015 the Company had entered into an equity transfer agreement (the **“Agreement”**) with Beijing Hongda Kechuang Technology Limited (北京宏达科创科技有限公司) (the **“Purchaser”**), in relation to the sale of 100% equity interest in Hebei Bridges Investments Limited (河北桥梁投资有限公司) (the **“Hebei Bridges”**) to the Purchaser (**“Proposed Disposal”**) for a consideration of RMB1,000 (**“Consideration”**).

The Purchaser is a private limited company incorporated in the People’s Republic of China with its principal business in investment management and consulting services.

In the Earlier Announcement, the Board had announced that CCI Andi Bridge Co., Ltd (**“Andi”**), a 60%-owned subsidiary of Hebei Bridges, received a notification from the Hebei Provincial Government on 31 December 2012 to cease its toll charging operations effective immediately.

Hebei Bridges has been in discussion with the Hebei Provincial Government since 2013 in relation to the compensation amount due to Hebei Bridges, as a result of the cessation of the toll bridge operations (**“Compensation”**), but to date has not been able to reach a mutually satisfactory settlement with the Hebei Provincial Government. As far as Hebei Bridges is concerned, Andi estimates the amount of compensation to be received from the Hebei Provincial Government to be RMB8,368,000, which is the value carried in the Andi's accounts.

As at the date of the Agreement, the net tangible asset value of Hebei Bridges is RMB 2,931,152.

The Proposed Disposal allows the Group to settle the outstanding compensation amount due from the Hebei Provincial Government and an opportunity to realise its investments in a business, that has discontinued since 2013, with a view to improving liquidity of the Group. It has been the Group’s intention to dispose of Hebei Bridges after the cessation of the toll bridge operations.

The Directors are of the view that the Proposed Disposal would represent the best possible means in which the Group is able to maximise shareholders’ value by allowing the Group’s business to be streamlined.

The consideration for the Proposed Disposal shall be RMB1,000 and was arrived at arms’

length, on a willing-buyer and willing-seller basis after taking into account the net asset value of Hebei Bridges and the possibility that a mutually satisfactory settlement may not be reached with the Hebei Provincial Government shortly.

Following the Proposed Disposal, Hebei Bridges will cease to be a subsidiary of the Group.

As each of the relative figures computed on the applicable bases as set out in Rule 1006 of the SGX-ST Listing Manual is less than 5%, the Proposed Disposal is a “Non-Discloseable Transaction” for the purposes of Chapter 10 of the SGX-ST Listing Manual. The Proposed Disposal is not expected to have a material impact on the net tangible assets and earnings per share of the Group for the year ending 31 December 2015.

None of the Directors and the controlling shareholders of the Company has any interest, direct or indirect, in the Proposed Disposal.

By Order of the Board
China International Holdings Limited

Shan Chang
Chairman
11 November 2015