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深圳中航集團股份有限公司

CATIC SHENZHEN HOLDINGS LIMITED

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 00161)

PROFIT WARNING

This announcement is made by the Company pursuant to Rule 13.09(1) of the Listing Rules.

The Board wishes to inform the Shareholders and potential investors that it is expected the results of the Group for the year ended 31 December 2008 may decline significantly as compared with those for the corresponding period in 2007.

Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.

This announcement is made by CATIC Shenzhen Holdings Limited (the “Company”) pursuant to Rule 13.09(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

The board of directors (the “Board”) of the Company wishes to inform the shareholders of the Company (the “Shareholders”) and potential investors that the results of the Company and its subsidiaries (collectively, the “Group”) for the year ended 31 December 2008 may decline significantly as compared to those for the corresponding period in 2007. The Board believes that the negative effect on the Group’s results for the year ended 31 December 2008 is mainly attributable to (i) the decline in results of the subsidiaries of the Company, namely Tian Ma Microelectronics Co., Ltd. and Shenzhen Shennan Circuit Corp. caused by the outburst of the global financial crisis in 2008; (ii) the loss from Guangdong International Building Industrial Company Limited, a subsidiary of the Company; (iii) the loss from the sales of the shares of Amoi Electronics Co., Ltd. (a company listed on the Shanghai Stock Exchange); and (iv) the loss attributed from Shenzhen CATIC Real Estate Co., Ltd. under the International Financial Reporting Standards, which is a company principally engaged in property development and real estate business held by the Company as to 22.35% as at the date of this announcement, due to the global financial crisis and property market downturn in the PRC in 2008.

This profit warning announcement is only based on the preliminary assessment by the Board in accordance with the unaudited consolidated management accounts of the Group and is not based on any figures or information audited or reviewed by the Company's auditors. Shareholders and potential investors are advised to carefully read the annual results announcement of the Group for the year ended 31 December 2008, which is expected to be published in April 2009.

Shareholders and potential investors are advised to exercise caution when dealing in the shares of the Company.

By Order of the Board
Wu Guang Quan
Chairman

Shenzhen, the PRC, 19 March 2009

As at the date of this announcement, the Board comprises of a total 13 Directors: Mr. Wu Guang Quan, Mr. Lai Wei Xuan, Mr. Sui Yong, Mr. Cheng Bao Zhong, Mr. Liu Rui Lin, Mr. Xu Dong Sheng, Mr. You Lei and Mr. Wang Bao Ying as executive Directors, Mr. Wang Bin Bin and Mr. Li Cheng Ning as non-executive Directors; and Mr. Poon Chiu Kwok, Mr. Liu Xian Fa and Ms. Wong Wai Ling as independent non-executive Directors.