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CATIC INTERNATIONAL HOLDINGS LIMITED

中國航空技術國際控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 232)

PROFIT WARNING

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

The board of directors (the “Board”) of the Company wishes to inform the shareholders of the Company (the “Shareholders”) and potential investors that the consolidated annual results of the Company and its subsidiaries (the “Group”) for the year ended 31 December 2008 is likely to have a substantial decline as compared to that of the year ended 31 December 2007. Such decrease was primarily attributable to the unsatisfactory return from certain investments of the Group as a result of the economic downturn and the global financial crisis.

This announcement is only based on the preliminary calculations by the Company’s management according to the management accounts of the Group, which have not been confirmed nor audited by the Company’s auditors. Details of the audited consolidated annual results of the Group for the year ended 31 December 2008 will be announced as soon as practicable.

Shareholders and potential investors should exercise caution when dealing in the shares of the Company.

By order of the Board of
CATIC International Holdings Limited
Fu Shula
Chairman of the Board

Hong Kong, 31 March 2009

As at the date of this announcement, the Board of the Company comprises Mr. Fu Shula, Mr. Ji Guirong, Mr. Ma Zhiping, Mr. Pan Linwu, Mr. Liu Rongchun and Mr. Zhang Chuanjun as executive directors; Mr. Ip Tak Chuen, Edmond as non-executive director; Mr. Chu Yu Lin, David, Mr. Li Ka Fai, David and Mr. Li Zhaoxi as independent non-executive directors.

* *for identification purpose only*