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深圳中航集團股份有限公司 CATIC SHENZHEN HOLDINGS LIMITED

(a joint stock 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 annual results of the Group for the period ended 31 December 2009 may decline quite significantly as compared with those for the corresponding period in 2008 and a loss may be incurred.

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 2009 may decline quite significantly as compared to those for the corresponding period in 2008 and a loss may be incurred. The Board believes that the negative effect on the Group’s results for the year ended 31 December 2009 is mainly attributable to (i) the loss from Tian Ma Microelectronics Co., Ltd. (“Tian Ma”), a subsidiary of the Company, caused by the outburst of the global financial crisis, leading in insufficient market demand and a decline in product prices. In addition, as the production capacity of the production line of Shanghai Tianma Microelectronics Company Limited has not been fully utilized and coupled with loss incurred from the impaired receivables from Amoi Electronics Co., Ltd, hence Tian Ma recorded a loss; (ii) the loss from Guangdong International Building Industrial Company Limited (“Guangdong International”), a subsidiary of the Company, due to the expenses incurred in the renovation project being carried out in Guangdong International Building owned by Guangdong International and complete suspension of guest accommodation and restaurant business since the end of 2008; and (iii) the decline in results of CATIC Resources Company Limited (“CATIC Resources”), a wholly-owned subsidiary of the Company, due to the factors such as the decrease in product prices and historical cost consolidation, which attributed to the loss incurred to CATIC Resources.

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 reviewed by the Company's auditors. Shareholders and potential investors are advised to carefully read the annual results announcement of the Group for the period ended 31 December 2009, which is expected to be published in March 2010.

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

By Order of the Board
CATIC Shenzhen Holdings Limited
Wu Guang Quan
Chairman

Shenzhen, the PRC, 8 February 2010

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