

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Zoomlion Heavy Industry Science and Technology Co., Ltd.*

中联重科股份有限公司

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

(Stock Code: 1157)

PROPOSED ACQUISITION OF TEREX CORPORATION

This announcement is made by Zoomlion Heavy Industry Science and Technology Co., Ltd. (the “**Company**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

Reference is made to the announcements of the Company dated 27 January 2016 and 17 February 2016 (together, the “**Announcements**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meaning as those defined in the Announcements.

The Company is pleased to announce that on 23 March 2016, the Company made a revised and updated non-binding offer to the board of directors of Terex Corporation (“**Terex**”), a company listed on the New York Stock Exchange, for the acquisition of all of the outstanding common stock of Terex in cash (the “**Proposed Transaction**”) and in which revised non-binding offer, the Company increased the offer price from US\$30 per share of Terex in cash to US\$31 per share of Terex in cash (the “**Revised Offer**”).

The Proposed Transaction, if it materializes, would constitute a notifiable transaction of the Company under the Listing Rules and the consummation of which would be subject to a number of conditions precedent including, without limitation, the obtaining of relevant regulatory approvals and the review of multiple regulatory authorities as well as shareholders’ approval of the Company.

Further announcement(s) will be made by the Company in accordance with all applicable requirements of the Listing Rules as and when appropriate.

The Company wishes to emphasize that no binding agreement in relation to the Proposed Transaction has been entered into as at the date of this announcement and the negotiation in respect of the Proposed Transaction may or may not proceed. Shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.

By Order of the Board
Zoomlion Heavy Industry Science and Technology Co., Ltd.*
Zhan Chunxin
Chairman

Changsha, the PRC, 24 March 2016

As at the date of this announcement, the executive director of the Company is Dr. Zhan Chunxin; the non-executive directors are Mr. Hu Xinbao and Mr. Zhao John Huan; and the independent non-executive directors are Mr. Zhao Songzheng, Mr. Lai Kin Keung and Ms. Liu Guiliang.

** For identification purpose only*