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CNQC INTERNATIONAL HOLDINGS LIMITED

青建國際控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 1240)

VOLUNTARY ANNOUNCEMENT PROPOSED DRAWDOWN UNDER THE MEDIUM TERM NOTE AND PERPETUAL SECURITIES PROGRAMME

Reference is made to the announcement of the Company dated 26 October 2017 in relation to its establishment of the Programme.

The Board is pleased to announce that, on 31 October 2017, the Company, the Subsidiary Guarantors and the Joint Lead Managers entered into the Subscription Agreement to carry out the First Drawdown under the Programme to offer and issue the Drawdown Notes in an aggregate nominal amount of SGD100,000,000 which are exempt from, and not subject to, the registration requirements under the U.S. Securities Act. The Drawdown Notes are denominated in Singapore dollars.

PRINCIPAL TERMS OF THE DRAWDOWN NOTES

Issuer	:	CNQC International Holdings Limited
Subsidiary Guarantors	:	Rich Prospect Holdings Limited (豐景控股有限公司), One Million International Limited, Wang Bao Development Limited (旺寶發展有限公司), New Chic International Limited, CNQC (South Pacific) Holding Pte. Ltd. and CNQC Engineering & Construction Pte. Ltd.
Joint Lead Managers	:	DBS Bank Ltd., BOCI Asia Limited and Shanghai Pudong Development Bank Co., Ltd. Singapore Branch
Issue Currency	:	Singapore dollars
Issue Size	:	SGD100,000,000
Issue Price	:	99.724 per cent. of the Issue Size
Pricing Date	:	31 October 2017
Issue Date	:	7 November 2017
Rate of Interest	:	4.90 per cent. per annum
Maturity Date	:	7 November 2020

Listing

An application will be made by the Company to the SGX-ST for the listing of and permission to deal in the Drawdown Notes and such permission is expected to be granted when the Drawdown Notes have been admitted to the Official List of the SGX-ST, which is expected to be on or about 8 November 2017.

Use of proceeds

The Company currently intends to use the net proceeds from the issue of the Drawdown Notes for general corporate purposes.

Completion of the Subscription Agreement is subject to the satisfaction, or waiver, of the conditions precedent. In addition, the Subscription Agreement may be terminated under certain circumstances. As the Subscription Agreement may or may not be completed and the First Drawdown may or may not proceed, shareholders of the Company and potential investors are reminded to exercise caution when dealing in the securities of the Company.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following respective meanings.

“Board”	the board of Directors
“Company”	CNQC International Holdings Limited (青建國際控股有限公司), a company incorporated under the laws of Cayman Islands with limited liability and the issued Shares of which are listed on the Main Board of the Stock Exchange
“Director(s)”	director(s) of the Company
“Drawdown Notes”	the SGD100,000,000 4.90 per cent. guaranteed notes offered and issued by the Company pursuant to the First Drawdown under the Programme, as set out in this announcement
“First Drawdown”	the proposed first drawdown under the Programme
“Joint Lead Managers”	DBS Bank Ltd., BOCI Asia Limited and Shanghai Pudong Development Bank Co., Ltd. Singapore Branch
“Programme”	US\$500 million medium term note and perpetual securities programme established by the Company on 25 October 2017
“SGD”	Singapore Dollar, the lawful currency of Singapore
“SGX-ST”	the Singapore Exchange Securities Trading Limited
“Subsidiary Guarantors”	Rich Prospect Holdings Limited (豐景控股有公司), One Million International Limited, Wang Bao Development Limited (旺寶發展有限公司), New Chic International Limited, CNQC (South Pacific) Holding Pte. Ltd. and CNQC Engineering & Construction Pte. Ltd., all of which are direct or indirect wholly-owned subsidiaries of the Company
“Subscription Agreement”	the subscription agreement dated 31 October 2017 entered into between the Company, the Subsidiary Guarantors and the Joint Lead Managers in relation to the issue of the Drawdown Notes
“U.S. Securities Act”	U.S. Securities Act of 1933, as amended

“United States”

the United States of America

“US\$”

United States dollars, the lawful currency of the United States

By Order of the Board
CNQC International Holdings Limited
Mr. Cheng Wing On, Michael
Chairman

Hong Kong, 31 October 2017

As at the date of this announcement, the Board comprises (i) five executive Directors, namely Mr. Cheng Wing On, Michael (Chairman), Mr. Wang Congyuan, Mr. Ho Chi Ling, Mr. Zhang Yuqiang and Mr. Wang Linxuan; (ii) two non-executive Directors, namely Dr. Sun Huiye and Mr. Wang Xianmao; and (iii) four independent non-executive Directors, namely Mr. Chuck Winston Calptor, Mr. Ching Kwok Hoo, Pedro, Mr. Tam Tak Kei, Raymond and Mr. Chan Kok Chung, Johnny.