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**CIMC | TianDa**

**CIMC-TianDa Holdings Company Limited**

**中集天達控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 445)**

**CONTINUING CONNECTED TRANSACTIONS**

**(1) SUPPLEMENTAL AGREEMENT IN RELATION TO  
THE MASTER SALE AND PURCHASE AGREEMENT;**

**AND**

**(2) DELAY IN DESPATCH OF CIRCULAR**

Reference is made to the announcement of the Company dated 20 September 2018 (the “**Announcement**”) in relation to the Continuing Connected Transactions with CIMC Group. Capitalised terms used herein shall have the same meanings as those defined in the Announcement unless the context requires otherwise.

**THE SUPPLEMENTAL MASTER SALE AND PURCHASE AGREEMENT**

As disclosed in the Announcement, pursuant to the Master Sale and Purchase Agreement, the Company (as seller) agreed to sell and CIMC Group (as purchaser) agreed to purchase fire engines, firefighting equipment and baggage, materials and warehouse handling system and equipment (collectively known as, “**Fire Engines and Other Equipment**”) subject to the relevant annual caps of RMB90,000,000, RMB150,000,000 and RMB190,000,000 for the years ending 31 December 2018, 31 December 2019 and 31 December 2020 respectively.

The Board announces that after the trading hours on 19 October 2018, the Company entered into a supplemental agreement to the Master Sale and Purchase Agreement (the “**Supplemental Master Sale and Purchase Agreement**”) with CIMC to amend the product range of the Master Sale and Purchase Agreement to include the sale of aircraft catering truck and such ancillary parts by the Group to the CIMC Group, in addition to the sale of Fire Engines and Other Equipment.

Save for the amendments contained in the Supplemental Master Sale and Purchase Agreement as stated above and such other alterations (if any) as may be necessary to make the Master Sale and Purchase Agreement consistent with the Supplemental Master Sale and Purchase Agreement, all other terms and conditions of the Master Sale and Purchase Agreement, including its annual caps, remain unchanged.

## **DELAY IN DESPATCH OF CIRCULAR IN RELATION TO THE CONTINUING CONNECTED TRANSACTIONS**

As disclosed in the Announcement, a circular (the “**Circular**”) containing, among other things, further details of the Continuing Connected Transactions Agreements and the transactions contemplated thereunder, a letter of recommendation from the Independent Board Committee, a letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders on the Continuing Connected Transactions Agreements and a notice convening the EGM is expected to be despatched to the Shareholders on or before 19 October 2018 in compliance with the Listing Rules.

As additional time is required to prepare and finalise certain information to be included in the Circular, it is expected that the despatch date of the Circular will be postponed to a date falling on or before 2 November 2018.

By order of the Board of  
**CIMC-TianDa Holdings Company Limited**  
**Li Ching Wah**  
*Company Secretary*

Hong Kong, 19 October 2018

*As at the date of this announcement, the Company’s Directors are as follows:*

<i>Dr. Li Yin Hui</i>	<i>Chairman and Non-executive Director</i>
<i>Mr. Jiang Xiong</i>	<i>Honorary Chairman and Executive Director</i>
<i>Mr. Zheng Zu Hua</i>	<i>Executive Director</i>
<i>Mr. Luan You Jun</i>	<i>Executive Director</i>
<i>Mr. Yu Yu Qun</i>	<i>Non-executive Director</i>
<i>Mr. Robert Johnson</i>	<i>Non-executive Director</i>
<i>Dr. Loke Yu</i>	<i>Independent non-executive Director</i>
<i>Mr. Heng Ja Wei</i>	<i>Independent non-executive Director</i>
<i>Mr. Ho Man</i>	<i>Independent non-executive Director</i>