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中國航空科技工業股份有限公司
AviChina Industry & Technology Company Limited*

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

(Stock Code: 2357)

VOTING RESULTS OF EGM

The Board is pleased to announce that the EGM was held by the Company at 9:00 a.m. on Wednesday, 20 December 2017 and the Resolutions set out in the EGM Notice were considered and approved.

References are made to the circular (the “**Circular**”) of AviChina Industry & Technology Company Limited* (the “**Company**”) dated 16 November 2017 and the notice of EGM of the Company dated 16 November 2017 (the “**EGM Notice**”). Unless otherwise specified, capitalized terms used in this announcement shall have the same meanings as ascribed to them in the Circular and the EGM Notice.

The board of directors (the “**Board**”) of the Company is pleased to announce that the EGM was held by the Company at 9:00 a.m. on Wednesday, 20 December 2017 at AVIC Hotel, No. 10 Yi, Central East Third Ring Road, Chaoyang District, Beijing, the People's Republic of China (the “**PRC**”), during which the resolutions set out in the EGM Notice (the “**Resolutions**”) were duly passed. As at the date of the EGM, a total of 5,966,121,836 shares of the Company were in issue, of which 3,297,780,902 shares were directly held by Aviation

Industry Corporation of China* (“**AVIC**”), 183,404,667 shares were indirectly held by AVIC through AVIC Electromechanical Systems Company Limited* and 13,076,000 shares were indirectly held by AVIC through China Aviation Industry Group (Hong Kong) Ltd.* (in aggregate representing approximately 58.57% of the total number of issued shares of the Company).

For the ordinary resolutions numbered 1 to 6 as set out in the EGM Notice (the “**Ordinary Resolutions**”), the total number of shares entitling the holders to attend and vote for or against the Ordinary Resolutions at the EGM was 2,470,467,730. There were no shares of the Company entitling the holders to attend and vote only against the Ordinary Resolutions at the EGM. The Shareholders in attendance either in person or by proxy at the EGM represented 762,382,391 shares of the Company carrying voting rights or 30.86% of the total number of shares of the Company carrying voting rights for the Ordinary Resolutions.

For the special resolutions numbered 7 to 8 as set out in the EGM Notice (the “**Special Resolutions**”), the total number of shares entitling the holders to attend and vote for or against the Special Resolutions at the EGM was 5,966,121,836. There were no shares of the Company entitling the holders to attend and vote only against the Special Resolutions at the EGM. The Shareholders in attendance either in person or by proxy at the EGM represented 4,243,567,960 shares of the Company carrying voting rights or 71.13% of the total number of shares of the Company carrying voting rights for the Special Resolutions.

The EGM was legally and validly convened in accordance with the requirements of the Company Law of the PRC and the Articles of Association.

At the EGM, the following Resolutions were considered and approved by way of poll:

| Number | Resolutions | Number of shares (Approximate percentage) | |
|--------|-------------|--|---------|
| | | For | Against |
| | | | |

| Ordinary Resolutions | | | |
|-----------------------------|--|-----------------------|-----------|
| 1. | <p>“That:</p> <p>the terms of the Mutual Supply of Products Agreement and the proposed annual caps in respect thereof for the three financial years ending 31 December 2020 be and are hereby approved, ratified and confirmed; and any Director or authorized representative of the Chairman of the Board be and is hereby authorized to implement and take all steps and to do all acts and things as may be necessary or desirable to give effect and/or to complete the continuing connected transactions contemplated thereunder and all other matters ancillary thereto, and to sign and execute such further documents, or to do any other matters incidental thereto and/or as contemplated thereunder and to make changes or amendments to the aforesaid agreement, as such Director or authorized representative may in his absolute discretion deem fit.”</p> | 762,382,391 (100%) | 0 (0%) |
| 2. | <p>“That:</p> <p>the terms of the Mutual Provision of Services Agreement and the proposed annual caps in respect thereof for the three financial years ending 31 December 2020 be and are hereby approved, ratified and confirmed; and any Director or authorized representative of the Chairman of the Board be and is hereby authorized to implement and take all steps and to do all acts and things as may be necessary or desirable to give effect and/or to complete the continuing connected transactions contemplated thereunder and all other matters ancillary thereto, and to sign and execute such further documents, or to do any other matters incidental thereto and/or as contemplated thereunder and to make changes or amendments to the aforesaid agreement, as such Director or authorized representative may in his absolute discretion deem fit.”</p> | 762,382,391 (100%) | 0 (0%) |
| 3. | <p>“That:</p> <p>the terms of the Products and Services Mutual Supply and Guarantee Agreement and the proposed annual caps in respect thereof for the three financial years ending 31 December 2020 be and are hereby approved, ratified and confirmed; and any Director or authorized representative of the Chairman of the Board be and is hereby authorized to implement and take all steps and to do all acts and things as may be necessary or desirable to give effect and/or to</p> | 762,382,391 (100%) | 0 (0%) |

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| | complete the continuing connected transactions contemplated thereunder and all other matters ancillary thereto, and to sign and execute such further documents, or to do any other matters incidental thereto and/or as contemplated thereunder and to make changes or amendments to the aforesaid agreement, as such Director or authorized representative may in his absolute discretion deem fit.” | | |
| 4. | <p>“That:</p> <p>the terms of the Financial Services Framework Agreement and the proposed caps in respect thereof for the three financial years ending 31 December 2020 be and are hereby approved, ratified and confirmed; and any Director or authorized representative of the Chairman of the Board be and is hereby authorized to implement and take all steps and to do all acts and things as may be necessary or desirable to give effect and/or to complete the continuing connected transactions contemplated thereunder and all other matters ancillary thereto, and to sign and execute such further documents, or to do any other matters incidental thereto and/or as contemplated thereunder and to make changes or amendments to the aforesaid agreement, as such Director or authorized representative may in his absolute discretion deem fit.”</p> | 582,648,762 (76.42%) | 179,733,629 (23.58%) |
| 5. | <p>“That:</p> <p>the revision of the proposed annual cap for 2017 for the expenditure transactions under the Existing Mutual Provision of Services Agreement, be and are hereby approved, ratified and confirmed; and any Director or authorized representative of the Chairman of the Board be and is hereby authorized to implement and take all steps and to do all acts and things as may be necessary or desirable to give effect and/or to complete the continuing connected transactions contemplated thereunder and all other matters ancillary thereto, and to sign and execute such further documents or to do any other matters incidental thereto and/or as contemplated thereunder and to make changes or amendments to the aforesaid agreement, as such Director or authorized representative may in his absolute discretion deem fit.”</p> | 762,382,391 (100%) | 0 (0%) |
| 6. | <p>“That:</p> <p>the revision of the maximum outstanding daily balance of</p> | 582,648,762 (76.42%) | 179,733,629 (23.58%) |

| | | | |
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| | <p>Deposit Services and the annual cap for 2017 of Other Financial Services under the Existing Financial Services Framework Agreement (including the supplemental agreement thereto), be and are hereby approved, ratified and confirmed; and any Director or authorized representative of the Chairman of the Board be and is hereby authorized to implement and take all steps and to do all acts and things as may be necessary or desirable to give effect and/or to complete the continuing connected transactions contemplated thereunder and all other matters ancillary thereto, and to sign and execute such further documents or to do any other matters incidental thereto and/or as contemplated thereunder and to make changes or amendments to the aforesaid agreement, as such Director or authorized representative may in his absolute discretion deem fit.”</p> | | |
| Special Resolutions | | | |
| 7. | <p>“That:</p> <p>(1) subject to the required approval or endorsement from or registration with the relevant regulatory authorities in the PRC, the proposed amendments to the Articles of Association (details of which are set out in the paragraph headed “Proposed Amendments to the Articles of Association” in the letter from the Board contained in the Circular) be and are hereby approved and confirmed;</p> <p>(2) any one of the Directors or authorized representative of the Chairman of the Board be and is hereby authorized to implement and take all steps and to do all acts and things as may be necessary or desirable to give effect to the proposed amendments to the Articles of Association, including, without limitation, to obtain all necessary approvals from the relevant regulatory authorities in the PRC, and to sign and execute such further documents, or to do any other matters incidental thereto and/or as contemplated thereunder, as such Director or authorized representative may in his absolute discretion deem fit; and</p> <p>(3) any one of the Directors or authorized representative of the Chairman of the Board be and is hereby authorised to make such other modifications to the proposed amendments to the Articles of Association as may be required by the relevant regulatory authorities in the PRC.”</p> | <p>4,009,028,024 (94.47%)</p> | <p>234,539,936 (5.53%)</p> |
| 8. | <p>“That:</p> | <p>4,243,567,960</p> | <p>0</p> |

| | | | |
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| | <p>(1) subject to the required approval or endorsement from or registration with the relevant regulatory authorities in the PRC, the proposed amendments to the Rules Governing the Operation of Shareholders' General Meeting (details of which are set out in the paragraph headed "Proposed Amendments to the Rules Governing the Operation of Shareholders' General Meeting" in the letter from the Board contained in the Circular) be and are hereby approved and confirmed;</p> <p>(2) any one of the Directors or authorized representative of the Chairman of the Board be and is hereby authorized to implement and take all steps and to do all acts and things as may be necessary or desirable to give effect to the proposed amendments to the Rules Governing the Operation of Shareholders' General Meeting, including, without limitation, to obtain all necessary approvals from the relevant regulatory authorities in the PRC, and to sign and execute such further documents, or to do any other matters incidental thereto and/or as contemplated thereunder, as such Director or authorized representative may in his absolute discretion deem fit; and</p> <p>(3) any one of the Directors or authorized representative of the Chairman of the Board be and is hereby authorised to make such other modifications to the proposed amendments to the Rules Governing the Operation of Shareholders' General Meeting as may be required by the relevant regulatory authorities in the PRC."</p> | (100%) | (0%) |
|--|---|--------|------|

The Board confirmed that AVIC, AVIC Electromechanical Systems Company Limited* and China Aviation Industry Group (Hong Kong) Ltd.*, as well as Mr. Lin Zuoming, Mr. Tan Ruisong, Mr. Wu Xiandong and Mr. Li Yao, who are Directors and shareholders of the Company, had abstained from voting on the Ordinary Resolutions proposed at the EGM, which were duly passed. Computershare Hong Kong Investor Services Limited, the H Share Registrar of the Company, was appointed as the scrutineer for vote-taking purpose at the EGM.

By Order of the Board
AviChina Industry & Technology Company Limited*
Xu Bin
Company Secretary

Beijing, 20 December 2017

As at the date of this announcement, the Board comprises executive Director Mr. Lin Zuoming, non-executive Directors Mr. Tan Ruisong, Mr. Wu Xiandong, Mr. Li Yao, Mr. He Zhiping and Mr. Patrick de Castelbajac as well as independent non-executive Directors Mr. Lau Chung Man, Louis, Mr. Liu Renhuai and Mr. Yeung Chi Wai.

** For identification purposes only*