

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.



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 AGM

The board of directors (the “**Board**”) of AviChina Industry & Technology Company Limited (the “**Company**”) is pleased to announce that all the resolutions set out in the AGM Notice (the “**AGM Notice**”) dated 21 April 2011 were considered and approved at the annual general meeting of the Company (“**AGM**”) held on Friday, 27 May 2011.

Reference is made to the circular of the Company dated 21 April 2011 (the “**Circular**”) and the AGM Notice dated 21 April 2011. Unless otherwise specified, capitalized terms used in this announcement shall have the same meanings as those defined in the AGM Notice and the Circular.

The Board is pleased to announce that the AGM was held at 9:00 a.m. on Friday, 27 May 2011 at AVIC Hotel, No.10 Yi, Central East Third Ring Road, Chaoyang District, Beijing, the People's Republic of China (the “**PRC**”) during which all the resolutions set out in the AGM Notice were duly passed. As at the date of AGM a total of 4,949,024,500 shares of the Company were in issue, of which 2,806,088,233 shares (representing approximately 56.70%

of the total number of issued shares of the Company) were held by Aviation Industry Corporation of China.

For ordinary resolution numbered 1 to 6 and special resolution numbered 7 to 10 as set out in the AGM Notice (the “**Resolutions**”), the total number of shares entitling the holders to attend and vote for or against the Resolutions at the AGM was 4,949,024,500. There were no shares of the Company entitling the holder to attend and vote only against the Resolutions at the AGM. The Shareholders in attendance either in person or by proxy at the AGM represented 3,393,568,507 shares of the Company carrying voting rights, or 68.57% of the total number of shares of the Company carrying voting rights for the Resolutions.

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

At the AGM, the following resolutions were considered and approved by way of poll:

Num-ber	Resolutions	Number of shares (Approximate Percentage)	
		For	Against
Ordinary Resolutions			
1.	The resolution relating to the Report of the Board of the Company for the year ended 31 December 2010	3, 393, 568, 507 (100%)	0 (0%)
2.	The resolution relating to the Report of the Supervisory Committee of the Company for the year ended 31 December 2010.	3, 393, 568, 507 (100%)	0 (0%)
3.	The resolution relating to the audited financial statements of the Company for the year ended 31 December 2010.	3, 393, 568, 507 (100%)	0 (0%)
4.	The resolution relating to the profit distribution (including distribution of a final dividend) of the Company for the year ended 31 December 2010.	3, 382, 272, 025 (99. 67%)	0 (0%)
5.	The resolution relating to the appointment of PricewaterhouseCoopers and PricewaterhouseCoopers Zhong Tian CPAs Limited Company as the international	3, 393, 568, 507 (100%)	0 (0%)

	and domestic auditors of the Company for the financial year 2011 respectively and to determine their remuneration.		
6.	The resolution(s) to be proposed at the AGM by shareholders holding 5% or more of the total number of the Company's shares carrying voting rights, if any, by way of ordinary resolution(s).	N/A	N/A
Special Resolutions			
7.	To grant an unconditional General Mandate to issue shares to the Board.	3, 261, 032, 467 (96. 09%)	132, 536, 040 (3. 91%)
8	The resolution relating to the increase of the registered capital of the Company.	3, 391, 928, 507 (99. 95%)	1, 640, 000 (0. 05%)
9	The resolution relating to the amendments to Article 16 and Article 19 of the Articles of Association.	3, 393, 568, 507 (100%)	0 (0%)
10.	The resolution(s) to be proposed at the AGM by Shareholders holding 5% or more of the total number of the Company's shares carrying voting rights, if any, by way of special resolution(s).	N/A	N/A

The Board confirmed that all the resolutions mentioned above were duly passed. Computershare Hong Kong Investor Services Limited, the H Share Registrar of the Company, was appointed as the scrutineer for vote-taking at the AGM.

By Order of the Board
AviChina Industry & Technology Company Limited*
Yan Lingxi
Company Secretary

Hong Kong, 27 May 2011

As at the date of this announcement, the Board comprises executive directors Mr. Lin Zuoming, Mr. Tan Ruisong and Mr. Wu Xiandong and non-executive directors Mr. Gu Huizhong, Mr. Xu Zhanbin, Mr. Geng Ruguang, Mr. Zhang Xinguo, Mr. Gao Jianshe, Mr. Li Fangyong, Mr. Chen Yuanxian, Mr. Wang Yong, Mr. Maurice Savart as well as independent non-executive directors Mr. Guo Chongqing, Mr. Li Xianzong and Mr. Lau Chung Man, Louis.

** For identification purposes only.*