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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)

(1) Voting Results of AGM; and
(2) Changes in Compositions of the Board and
Members of the Special Committees of the Board

The Board is pleased to announce that (1) the resolutions set out in the AGM Notice were considered and approved at the AGM; and (2) the Board had passed the resolutions in respect of the changes in compositions of the Board and members of the special committees of the Board.

(1) Voting Results of AGM

Reference is made to the circular (the “**Circular**”) of AviChina Industry & Technology Company Limited* (the “**Company**”) in relation to the annual general meeting of the Company for the financial year ended 31 December 2015 (the “**AGM**”), the notice of AGM (the “**AGM Notice**”), both dated 22 April 2016, the announcement in relation to the postponement of the AGM and change of book closure period dated 4 May 2016 and the supplemental notice of the AGM dated 10 May 2016. Unless otherwise specified, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular and the AGM Notice.

The Board is pleased to announce that the AGM was held at 9:00 a.m. on Monday, 13 June 2016 at Avic Hotel, No.10 Yi, Central East Third Ring Road, Chaoyang District, Beijing, the People’s Republic of China during which all the resolutions set out in the AGM Notice were duly passed. As at the date of the AGM, the total number of issued Shares of the Company is 5,474,429,167 Shares.

For ordinary resolution numbered 1 to 7 and special resolutions numbered 8 to 9 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 5,474,429,167. There were no Shares of the

Company entitling the holder to attend and abstain from voting in favour of the Resolutions at the AGM as set out in Rule 13.40 of the Listing Rules. There were no Shareholders that are required under the Listing Rules to abstain from voting at the AGM. The Shareholders in attendance either in person or by proxy at the AGM represented 3,591,320,867 Shares of the Company carrying voting rights, or 65.60% 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 :

Number	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 2015	3,590,374,867 (100%)	0 (0%)
2	The resolution relating to the Report of the supervisory committee of the Company for the year ended 31 December 2015	3,590,374,867 (100%)	0 (0%)
3	The resolution relating to the audited financial statements of the Company for the year ended 31 December 2015	3,590,374,867 (100%)	0 (0%)
4	The resolution relating to the profit distribution plan(including distribution of 2015 final dividend) of the Company for the year ended 31 December 2015	3,591,320,867 (100%)	0 (0%)
5	The resolution relating to the appointment of Ernst & Young and Ernst & Young Hua Ming CPAs, as the international and domestic auditors of the Company for the financial year 2016, respectively and to determine their remuneration	3,590,374,867 (100%)	0 (0%)
6	The resolution relating to the appointment of Mr. Kiran Rao as a non-executive Director of the Company with a term of office commencing from the date on which the proposed appointment has been approved at the AGM, until the date on which the resolution relating to the election of the sixth session of the Board will be approved at the annual generalmeeting to be convened in 2018, the grant of an authorization to the Remuneration Committee of the Board to determine his remuneration by reference to his qualifications, experience and the prevailing market conditions and the grant of an authorization to any executive Director of the Company to sign the relevant service contract on behalf of the Company with	3,567,820,767 (99.37%)	22,590,100 (0.63%)

7	The resolution(s) to be proposed at the AGM by Shareholders holding 3% 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			
8	The resolution relating to granting the General Mandate to the Board to issue new Shares	3,313,823,699 (92.30%)	276,551,168 (7.70%)
9	The resolution(s) to be proposed at the AGM by Shareholders holding 3% 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.

(2) Changes in compositions of the Board and members of the special committees of the Board

At the AGM, Mr. Kiran Rao was appointed as the new non-executive Director, with a term of office from the conclusion of the AGM to the date on which the resolution relating to the election of the sixth session of the Board will be approved at the annual general meeting to be convened in 2018. On the same day, Mr. Kiran Rao was also appointed as a member of the Development and Strategy Committee of the Board, with effect from the conclusion of the Board meeting convened following the AGM.

The biographical details of Mr. Kiran Rao as required under Rule 13.51(2) of the Listing Rules are set out in the Circular. As far as the Board is aware and save as disclosed in the Circular, (i) Mr. Kiran Rao did not have any major appointments in other public listed companies in the last three years, and does not have any relationship with any other Directors, supervisors, senior management or substantial or controlling Shareholders of the Company; (ii) Mr. Kiran Rao does not have any interests in the Shares, underlying shares or debentures of the Company or associated corporations within the meaning of Part XV of the Securities and Futures Ordinance; and (iii) there is no other information in relation to Mr. Kiran Rao which is discloseable pursuant to any of the requirements set out in Rule 13.51(2) of the Listing Rules nor are there any other matters that need to be brought to the attention of the Shareholders.

After the conclusion of the AGM, Mr. Maurice Savart ceased to be a non-executive Director and a member of the Development and Strategy Committee of the Board. Mr. Maurice Savart has confirmed in writing that there is no disagreement with the Board and that there is no matter that needs to be brought to the attention of the Shareholders in respect of his cessation of office.

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

Beijing, 13 June 2016

As at the date of this announcement, the Board comprises executive Directors Mr. Lin Zuoming and Mr. Tan Ruisong and non-executive Directors Mr. GuHuizhong, Mr. Gao Jianshe, Mr. Guo Chongqing and Mr. Kiran Rao as well as independent non-executive Directors Mr. Lau Chung Man, Louis, Mr. Liu Renhuai and Mr. Yeung Jason Chi Wai.

** For identification purposes only*