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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)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an extraordinary general meeting (the “EGM”) of AviChina Industry & Technology Company Limited* (the “Company”) will be held at 9:00 a.m. on Thursday, 27 October 2016, at Avic Hotel, No. 10 Yi, Central East Third Ring Road, Chaoyang District, Beijing, the People’s Republic of China to consider and approve the following resolution relating to the appointment of Mr. Zheng Qiang as a supervisor of the Company. For the biographical details of Mr. Zheng Qiang, please refer to note (1) to this notice.

ORDINARY RESOLUTION

To consider and approve the resolution relating to the appointment of Mr. Zheng Qiang as a supervisor of the Company.

By Order of the Board

AviChina Industry & Technology Company Limited*

Xu Bin

Company Secretary

Beijing, 15 September 2016

* *For identification purpose only*

Notes:

(1) The biographical details of Mr. Zheng Qiang (“Mr. Zheng”) are set out as follows:

Mr. Zheng, 52 years old, a master degree holder and a researcher. He graduated from Northwestern Polytechnical University with a master degree majoring in aircraft design in 1988. Mr. Zheng commenced his career in aviation industry from 1988, and served as an engineer, deputy director and director of Civil Aircraft Division of China Aviation System Engineering Research Institute (“CASERI”); deputy chief engineer and director of Aircraft System Engineering Research Division of CASERI since March 1996; deputy director-general and director-general of CASERI since October 1996; deputy head and head of Civil Aircraft Department of China Aviation Industry Corporation I since August 2001; and assistant to the general manager of China Aviation Industry Corporation I since September 2004. Mr. Zheng also served as director at AVICOPTER PLC from August 2014 to March 2015. Mr. Zheng was appointed as vice general manager of the Company from June 2009 to June 2015. Mr. Zheng has been appointed as director of the management innovation office of Aviation Industry Corporation of China since June 2015.

As far as the directors of the Company are aware, save as disclosed above, as at the date of this notice, Mr. Zheng (i) did not hold any directorships in other public listed companies nor did he hold any position with the Company or other members of the Company in the last three years; (ii) Mr. Zheng does not have any relationship with any director, supervisor, senior management or substantial or controlling shareholder of the Company; (iii) Mr. Zheng does not have or is not deemed to have any interests or short positions within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of Hong Kong Laws) in the shares, underlying shares or debentures of the Company or its associated corporations, save for 322,653 shares of the Company held by Mr. Zheng.

Save as disclosed above, there is no other information that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited nor are there any matters that need to be brought to the attention of the shareholders of the Company (the “Shareholder(s)”) in relation to the proposed appointment of Mr. Zheng.

(2) Closure of register of members and eligibility to attend the EGM

Pursuant to Article 40 of the Articles of Association of the Company, the H Share register of the Company will be closed from Friday, 7 October 2016 to Thursday, 27 October 2016 (both days inclusive), during which period no transfer of H shares will be effected. Holders of the Company’s H shares (the “H Shares”) and domestic shares (the “Domestic Shares”) whose names appear on the Company’s Register of Members at the opening of business on Thursday, 27 October 2016 are entitled to attend the EGM and to vote at the EGM.

In order to be eligible to attend and vote at the EGM, holders of the Company’s H Shares shall lodge all transfer instruments together with the relevant share certificates with Computershare Hong Kong Investor Services Limited, the Company’s H Shares Registrar, not later than 4:30 p.m. on Thursday, 6 October 2016 at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queens’ Road East, Wan Chai, Hong Kong.

(3) Registration procedures for attending the EGM

- (a) The Shareholder or its proxies shall produce his identification proof. If a corporation Shareholder's legal representative or any other person authorized by the board of directors or other governing body of such corporate Shareholder attends the EGM, such legal representative or other person shall produce his proof of identity, and proof of designation as legal representative and the valid authorization document of the board of directors or other governing body of such corporate Shareholder (as the case may be) to prove the identity and authorisation of that legal representative or other person.
- (b) Holders of H Shares or Domestic Shares who wish to attend the EGM must complete the reply slip to confirm the attendance, and return the same to the correspondence address designated by the Company not later than 20 days before the date of the EGM, i.e. on or before Thursday, 6 October 2016.
- (c) Shareholders may deliver the reply slip by post or facsimile to the correspondence address designated by the Company.

(4) Proxies

- (a) Any Shareholder who is entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote on his behalf at the EGM. A proxy need not be a Shareholder of the Company. Any Shareholder who wishes to appoint a proxy should first review the form of proxy for use in the EGM.
- (b) Any Shareholder shall appoint its proxy in writing. The instrument appointing a proxy must be in writing signed under the hand of the appointer or his attorney duly authorized in writing. If the appointer is a body corporate, the instrument shall be affixed with the seal of the body corporate or shall be signed by the directors of the board of the body corporate or by attorneys duly authorized. If the instrument is signed by an attorney of the appointer, the power of attorney authorizing the attorney to sign or other documents of authorization must be notarially certified. In order to be valid, the form of proxy, and a notarially certified copy of the power of attorney or other documents of authorization, where appropriate, must be delivered in the case of holders of Domestic Shares, to the correspondence address designated by the Company, and in the case of holders of H Shares, to Computershare Hong Kong Investor Services Limited, at 17M Hopewell Centre, 183 Queens' Road East, Wanchai, Hong Kong not less than 24 hours before the time for holding the EGM and return of a form of proxy will not preclude a Shareholder from attending in person and voting at the EGM or any adjournment thereof (as the case may be) if he or she so wishes.

- (5) The EGM is expected to last for half a day. Shareholders attending the meeting are responsible for their own transportation and accommodation expenses.**

Designated address of the Company:

9/F, Easyhome Tower, No. 3A Dongzhimen South Avenue, Dongcheng District, Beijing, the PRC
(Postal code: 100007)

Telephone No.: 86-10-58354335/4752

Facsimile No.: 86-10-58354310

Attention: Mr. Liu Kai/Mr. Hao Weidi

As at the date of this notice, the Board comprises executive director Mr. Lin Zuoming and non-executive directors Mr. Tan Ruisong, Mr. Gu Huizhong, Mr. Gao Jianshe, Mr. He Zhiping 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.