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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; AND CHANGE OF DIRECTOR**

The Board is pleased to announce that the EGM was held by the Company in order starting from 9:00a.m. on Wednesday, 26 October 2022 during which all the resolutions set out in the Notice, including the resolution relating to the share swap and absorption of AVIC Electromechanical by AVIC Avionics and the appointment of new Director, were duly considered and approved.

### **POLL RESULTS OF THE EGM**

References are made to the circular (the “**Circular**”) of AviChina Industry & Technology Company Limited\* (the “**Company**”) dated 29 September 2022; the notice (the “**Notice**”) of the extraordinary general meeting of the Company (the “**EGM**”) dated 29 September 2022; and the announcement of the Company in respect of the latest arrangements of the EGM (the “**Announcement**”) dated 14 October 2022. Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular, the Notice and the Announcement.

The board of Directors of the Company (the “**Board**”) is pleased to announce that the EGM was held in order at 6/F, Building A, No. 14 Xiaoguan Dongli, Andingmenwai, Chaoyang District, Beijing, the People's Republic of China on Wednesday, 26 October 2022 at 9:00a.m., during which all the resolutions (the “**Resolutions**”) set out in the Notice were duly considered and approved. As at the date of the EGM, the total number of issued shares of the Company (the “**Shares**”) is 7,711,332,242, of which 3,553,069,569 H Shares and 1,250,899,906 domestic shares (in aggregate representing approximately 62.30% of the total number of issued shares of the Company) were held directly and indirectly by Aviation Industry Corporation of China, Ltd.\* (“**AVIC**”), a controlling shareholder of the Company.

After excluding the Shares held by AVIC and its associates, the total number of Shares entitling the holders to attend and vote for or against Resolutions 1 and 2 at the EGM was 2,907,362,767. The total number of Shares entitling the holders to attend and vote for or against Resolution 3 at the EGM was 7,711,332,242. There were no Shares entitling to holders to attend and abstain from voting in favour of

the resolutions at the EGM as set out in Rule 13.40 of the Listing Rules. The Shareholders in attendance either in person (including the Shareholders attending the EGM by way of electronic means through the Online Platform) or by proxy at the EGM represented 5,988,541,289 Shares carrying voting rights, or 77.66% of the total number of Shares carrying voting rights for the Resolutions.

The Directors, being Mr. Zhang Minsheng, Mr. Yan Lingxi, Mr. Lian Dawei, Mr. Liu Bingjun, Mr. Xu Gang, Mr. Liu Weiwu and Mr. Lin Guiping attended the EGM in person or via the Online Platform. Other Directors did not attend the EGM due to personal health reasons or other business arrangements.

The EGM 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 EGM, the following resolutions were considered and approved by way of poll:

No.	Resolutions	Number of Shares (Approximate Percentage)	
		For	Against
<b>Ordinary Resolutions at the EGM</b>			
1.	<p><b>“THAT:</b></p> <p>(1) the Share Swap and Absorption Agreement entered into between AVIC Avionics and AVIC Electromechanical, and the transactions contemplated thereunder, be and is hereby approved, ratified and confirmed; and</p> <p>(2) any Director or authorized representative of the Chairman of the Board be and is hereby authorised 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 relevant actions and transactions contemplated under the Share Swap and Absorption Agreement, including but not limited to obtain necessary approval from relevant PRC government authorities, and to sign any further documents, or to do any other matters incidental thereto and/or as contemplated thereunder.”</p>	<p>1,227,007,921 ( 97.78% )</p>	<p>27,868,000 ( 2.22% )</p>
2.	<p><b>“THAT:</b></p> <p>(1) the Subscription Agreements entered into between the AVIC Avionics and: (i) the Company; and (ii) AVIC Aviation Industry Investment, AVIC Shenfei and Chengdu</p>	<p>1,226,987,921 ( 97.80% )</p>	<p>27,648,000 ( 2.20% )</p>

	<p>Aircraft Industry, and the transactions contemplated thereunder, be and is hereby approved, ratified and confirmed; and</p> <p>(2) any Director or authorized representative of the Chairman of the Board be and is hereby authorised 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 relevant actions and transactions contemplated under the Subscription Agreements, including but not limited to obtain necessary approval from relevant PRC government authorities, and to sign any further documents, or to do any other matters incidental thereto and/or as contemplated thereunder.”</p>		
3.	<p>The resolution relating to the new appointment of Mr. Liu Bingjun as the non-executive Director of the Company with a term of office commencing from the date on which his proposed appointment is approved at the EGM until the date on which the election of the new session of the Board is resolved at the annual general meeting to be convened in 2024, the grant of an authorization to the Remuneration Committee to determine his remuneration and the grant of an authorization to an executive Director of the Company to sign the relevant service contract on behalf of the Company with him.</p>	<p>5,948,452,078 (99.33%)</p>	<p>40,089,211 (0.67%)</p>

AVIC and its associates are required to abstain from voting at the EGM in respect of the Resolutions 1 and 2, and save as disclosed below, have abstained from voting on the Resolutions 1 and 2. Due to themselves or external reasons, 183,404,667 H Shares of AVIC Airborne Systems Co., Ltd.\* (中航機載系統有限公司, a wholly-owned subsidiary of AVIC) were voted “for” for the Resolutions 1 and 2. According to the articles of association of the Company, the 183,404,667 H Shares voted “for” were not counted in the results.

All the resolutions in the EGM 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 EGM.

### Change of Director

At the EGM, the appointment of Mr. Liu Bingjun (“**Mr. Liu**”) as non-executive Director was duly approved by the Shareholders and such appointment took effect immediately thereafter. Upon the appointment of Mr. Liu, Mr. Li Xichuan would resign from his position as the non-executive Director and the member of Development and Strategy Committee of the Board. Mr. Li Xichuan has confirmed in

writing that there is no disagreement with the Board and there is no matter that needs to be brought to the attention of the Shareholders in respect of his resignation.

The biographical details of Mr. Liu as required under Rule 13.51(2) of the Listing Rules are set out in the Circular. Save as disclosed in the Circular, Mr. Liu: (i) does not presently and did not in the past three years hold any directorship in any other listed public company; (ii) has no relationship with any directors, senior management or substantial or controlling shareholders of the Company; and (iii) does not have any other interest, within the meaning of Part XV of the Securities and Futures Ordinance, in the securities of the Company. Furthermore, save as disclosed in the Circular, there is no other information in relation to Mr. Liu that is required to be disclosed pursuant to Rule 13.51(2) (h) to (v) of the Listing Rules nor is there any other matter that needs to be brought to the attention of the Shareholders.

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

Beijing, 26 October 2022

*As at the date of this announcement, the Board comprises executive Directors Mr. Zhang Minsheng and Mr. Yan Lingxi, non-executive Directors Mr. Lian Dawei, Mr. Liu Bingjun, Mr. Xu Gang and Mr. Wang Jun as well as independent non-executive Directors Mr. Liu Weiwu, Mr. Mao Fugen and Mr. Lin Guiping.*

*\* For identification purpose only*