

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, H SHARE CLASS MEETING AND
DOMESTIC SHARE CLASS MEETING; AND
CHANGE OF DIRECTOR AND MEMBERS OF THE DEVELOPMENT
AND STRATEGY COMMITTEE**

The Board is pleased to announce that the AGM, the H Share Class Meeting and the Domestic Share Class Meeting were held by the Company in order starting from 9:00 a.m. on Thursday, 18 May 2023, during which all the resolutions set out in the Notices were duly considered and approved.

Voting Results of AGM, H Share Class Meeting and Domestic Share Class Meeting

References are made to (i) the circulars (the “**Circulars**”) of AviChina Industry & Technology Company Limited* (the “**Company**”) dated 27 April 2023; and (ii) the notices of the AGM, the H Share Class Meeting and the Domestic Share Class Meeting (collectively, the “**General Meetings**”) dated 27 April 2023 (collectively, the “**Notices**”). Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circulars and the Notices.

The board of directors of the Company (the “**Board**”) is pleased to announce that the AGM, the H Share Class Meeting and the Domestic Share Class Meeting were held in order at Avic Hotel, No. 10 Yi, Central East Third Ring Road, Chaoyang District, Beijing, the PRC on Thursday, 18 May 2023 starting from 9:00 a.m., during which all the resolutions set out in the Notices were duly considered and approved. As at the date of the General Meetings, the total number of issued shares of the Company (the “**Shares**”) was 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 AVIC, the 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 resolution numbered 7 at the AGM was 2,907,362,767. The total number of Shares entitling the holders to attend and vote for or against ordinary resolutions numbered 1 to 6 and special resolutions numbered 9 to 12 at the AGM was 7,711,332,242. There were no Shares entitling the holders to attend and abstain from voting in favour of the resolutions as set out in Rule 13.40 of the Listing Rules. The Shareholders in attendance either in person or by proxy at the AGM represented 5,443,229,375 Shares carrying voting rights, or 70.59% of the total number of Shares carrying voting rights for the resolutions.

For the special resolution as set out in the notice of the H Share Class Meeting, the total number of Shares entitling the holders to attend and vote for or against the special resolution at the H Share Class Meeting was 6,210,662,836. There were no Shares entitling the holders to attend and abstain from voting in favour of the special resolution at the H Share Class Meeting as set out in Rule 13.40 of the Listing Rules. The Shareholders in attendance either in person or by proxy at the H Share Class Meeting represented 3,942,607,969 Shares carrying voting rights, or 63.48% of the total number of H Shares carrying voting rights for the special resolution.

For the special resolution as set out in the notice of the Domestic Share Class Meeting, the total number of Shares entitling the holders to attend and vote for or against the special resolution at the Domestic Share Class Meeting was 1,500,669,406. There were no Shares entitling the holders to attend and abstain from voting in favour of the special resolution at the Domestic Share Class Meeting as set out in Rule 13.40 of the Listing Rules. The Shareholders in attendance either in person or by proxy at the Domestic Share Class Meeting represented 1,500,669,406 Shares carrying voting rights, or 100% of the total number of Shares carrying voting rights for the special resolution.

The Company currently has eight Directors as at the time of the General Meetings. Mr. Yan Lingxi, the executive Director; Mr. Lian Dawei and Mr. Wang Jun, the non-executive Directors; and Mr. Liu Weiwu, Mr. Mao Fugen and Mr. Lin Guiping, the independent non-executive Directors attended the General Meetings. Mr. Liu Bingjun and Mr. Xu Gang, the non-executive Directors, did not attend the General Meetings due to other business arrangement.

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

No.	Resolutions	Number of Shares (Approximate Percentage)	
		For	Against
Ordinary Resolutions at the AGM			
1.	The resolution relating to the Report of the Board of the Company for the year ended 31 December 2022.	5,441,278,375 (99.96%)	1,951,000 (0.04%)
2.	The resolution relating to the Report of the Supervisory Committee of the Company for the year ended 31 December 2022.	5,441,278,375 (99.96%)	1,951,000 (0.04%)
3.	The resolution relating to the audited financial statements of the Company for the year ended 31 December 2022.	5,439,841,375 (99.94%)	3,388,000 (0.06%)
4.	The resolution relating to the profit distribution plan (including distribution of 2022 final dividend) of the Company for the year ended 31 December 2022.	5,443,229,375 (100%)	0 (0%)
5.	The resolution relating to the re-appointment of Da Hua Certified Public Accountants LLP (大華會計師事務所 (特殊普通合夥)) as the auditor of the Company for the financial year 2023 and the determination of its remuneration.	5,135,801,691 (94.35%)	307,427,684 (5.65%)
6.	The resolution relating to the appointment of Mr. Sun Jizhong as an executive Director of the Company with a term of office commencing from the date on which his proposed appointment is approved at the AGM 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, and the grant of an authorization to the remuneration committee of the Board 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.	5,433,519,881 (99.82%)	9,709,494 (0.18%)
7.	The resolution relating to the continuing connected transaction agreement entered into between the Company and Harbin Aircraft.	711,143,900 (100%)	0 (0%)
8.	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 at the AGM			
9.	The resolution relating to the proposed amendments to the Articles of Association of the Company.	5,443,229,375 (100%)	0 (0%)
10.	The resolution relating to the proposed amendments to the Rules Governing the Operation of Shareholders' General Meeting.	5,029,086,605 (92.39%)	414,142,770 (7.61%)
11.	The resolution relating to granting the general mandate to the Board to issue new Shares.	5,103,781,879 (93.76%)	339,447,496 (6.34%)
12.	The resolution relating to granting the general mandate to the Board to repurchase Shares.	5,438,029,992 (99.90%)	5,199,383 (0.10%)
13.	The resolution(s) to be proposed at the Annual General Meeting by Shareholders holding 3% or more of the total number of the Shares carrying voting rights, if any, by way of special resolution(s).	N/A	N/A
Special Resolution at the H Share Class Meeting			
1.	The resolution relating to granting the general mandate to the Board to repurchase Shares.	3,937,408,586 (99.87%)	5,199,383 (0.13%)
Special Resolution at the Domestic Share Class Meeting			
1.	The resolution relating to granting the general mandate to the Board to repurchase Shares.	1,500,669,406 (100%)	0 (0%)

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 General Meetings.

Change of Director and Members of the Development and Strategy Committee

At the AGM, the appointment of Mr. Sun Jizhong (“**Mr. Sun**”) as executive Director was duly approved by the Shareholders and such appointment took effect immediately thereafter.

The biographical details of Mr. Sun as required under Rule 13.51(2) of the Listing Rules are set out in the Circular. Save as disclosed in the Circular, Mr. Sun: (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. Sun 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.

The Board is pleased to announce that at the Board meeting held on 18 May 2023, Mr. Sun was appointed as a member of the Development and Strategy Committee of the Board.

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

Beijing, 18 May 2023

As at the date of this announcement, the Board comprises executive Directors Mr. Yan Lingxi and Mr. Sun Jizhong, 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 purposes only*