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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  
CHANGES IN COMPOSITIONS OF THE BOARD**

The Board is pleased to announce that (1) the EGM was held by the Company at 9:00 a.m. on Friday, 11 December 2020 and the Resolutions set out in the EGM Notice were considered and approved at the EGM; and (2) the compositions of the Board have changed.

**VOTING RESULTS OF EGM**

References are made to the circular (the “**Circular**”) of AviChina Industry & Technology Company Limited\* (the “**Company**”) dated 10 November 2020, and the notice of EGM dated 10 November 2020 (the “**EGM Notice**”). Unless otherwise specified, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular and the EGM Notice.

The board of Directors of the Company (the “**Board**”) is pleased to announce that the EGM was held at 9:00 a.m. on Friday, 11 December 2020 at Avic Hotel, No.10 Yi, Central East Third Ring Road, Chaoyang District, Beijing, the People's Republic of China (the “**PRC**”) during which the resolutions set out in the EGM Notice (the “**Resolutions**”) were duly passed. As at the date of the EGM, a total of 6,210,662,836 Shares of the Company were in issue, of which 3,297,780,902 Shares were directly held by Aviation Industry Corporation of China, Ltd.\* (“**AVIC**”), 183,404,667 Shares were indirectly held by AVIC through AVIC Airborne Systems Company Limited\* and 18,346,000 Shares were indirectly held by AVIC through China Aviation Industry (HK) Company Limited\* (in aggregate representing approximately 56.35% of the total number of issued Shares of the Company).

For the ordinary resolutions numbered 1 to 6 as set out in the EGM Notice, after excluding the Shares held by AVIC together with its associates (being 3,500,054,996 Shares), the total number of Shares entitling the holders to attend and vote for or

against the ordinary resolutions numbered 1 to 6 at the EGM was 2,710,607,840 Shares. There were no Shares entitling the holders to attend and abstain from voting in favour of ordinary resolutions numbered 1 to 6 at the EGM as set out in Rule 13.40 of the Hong Kong Listing Rules. The Shareholders in attendance either in person or by proxy at the EGM represented 963,529,407 Shares carrying voting rights, or 35.55% of the total number of Shares carrying voting rights for ordinary resolutions numbered 1 to 6.

For the ordinary resolution numbered 7 and the special resolution numbered 8 as set out in the EGM Notice, the total number of Shares entitling the holders to attend and vote for or against these two resolutions was 6,210,662,836. There were no Shares entitling the holders to attend and abstain from voting in favour of these two resolutions as set out in Rule 13.40 of the Hong Kong Listing Rules. The Shareholders in attendance either in person or by proxy at the EGM represented 4,444,714,976 Shares carrying voting rights, or 71.57% of the total number of Shares carrying voting rights for the ordinary resolution numbered 7 and the special resolution.

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

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

Number	Resolutions	Number of Shares (Approximate Percentage)	
		For	Against
<b>Ordinary Resolutions</b>			
1	<p>“<b>THAT</b> the terms of the Mutual Product Supply Agreement and the proposed annual caps in respect thereof for the three financial years ending 31 December 2023 be and are hereby approved, ratified and confirmed; and any Director or authorized representative of the Chairman of the Board be and is hereby authorized 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 continuing connected transactions contemplated thereunder and all other matters ancillary thereto, and to sign and execute such further documents, or to do any other matters incidental thereto and/or as contemplated thereunder and to make changes or amendments to the aforesaid agreement, as such Director or authorized representative may in his absolute discretion deem fit.”</p>	<p>963,529,407 (100%)</p>	<p>0 (0%)</p>

2	<p>“<b>THAT</b> the terms of the Mutual Service Supply Agreement and the proposed annual caps in respect of the revenue transactions thereunder for the three financial years ending 31 December 2023 be and are hereby approved, ratified and confirmed; and any Director or authorized representative of the Chairman of the Board be and is hereby authorized 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 continuing connected transactions contemplated thereunder and all other matters ancillary thereto, and to sign and execute such further documents, or to do any other matters incidental thereto and/or as contemplated thereunder and to make changes or amendments to the aforesaid agreement, as such Director or authorized representative may in his absolute discretion deem fit.”</p>	963,529,407 (100%)	0 (0%)
3	<p>“<b>THAT</b> the terms of the Mutual Product and Service Supply and Guarantee Agreement and the proposed annual caps in respect of the expenditure transactions thereunder for the three financial years ending 31 December 2023 be and are hereby approved, ratified and confirmed; and any Director or authorized representative of the Chairman of the Board be and is hereby authorized 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 continuing connected transactions contemplated thereunder and all other matters ancillary thereto, and to sign and execute such further documents, or to do any other matters incidental thereto and/or as contemplated thereunder and to make changes or amendments to the aforesaid agreement, as such Director or authorized representative may in his absolute discretion deem fit.”</p>	963,529,407 (100%)	0 (0%)
4	<p>“<b>THAT</b> the terms of the Financial Services Framework Agreement and the proposed caps in respect of the Deposit Services and AVIC Finance Factoring Services thereunder for the three financial years ending 31 December 2023 be and are hereby approved, ratified and confirmed; and any Director or authorized representative of the Chairman of the Board be and is hereby authorized to implement and take</p>	685,771,151 (71.17%)	277,758,256 (28.83%)

	all steps and to do all acts and things as may be necessary or desirable to give effect and/or to complete the continuing connected transactions contemplated thereunder and all other matters ancillary thereto, and to sign and execute such further documents, or to do any other matters incidental thereto and/or as contemplated thereunder and to make changes or amendments to the aforesaid agreement, as such Director or authorized representative may in his absolute discretion deem fit.”		
5	<p>“<b>THAT</b> the terms of the Finance Lease and Factoring Framework Agreement and the proposed caps in respect of the Finance Lease Services (both direct lease and sale and leaseback transactions) and AVIC Lease Factoring Services thereunder for the three financial years ending 31 December 2023 be and are hereby approved, ratified and confirmed; and any Director or authorized representative of the Chairman of the Board be and is hereby authorized 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 continuing connected transactions contemplated thereunder and all other matters ancillary thereto, and to sign and execute such further documents, or to do any other matters incidental thereto and/or as contemplated thereunder and to make changes or amendments to the aforesaid agreement, as such Director or authorized representative may in his absolute discretion deem fit.”</p>	<p>963,529,407 (100%)</p>	<p>0 (0%)</p>
6	<p>“<b>THAT</b> the revision of the maximum outstanding daily balance of Deposit Services for 2020 under the Existing Financial Services (Supplemental) Framework Agreement, be and are hereby approved, ratified and confirmed; and any Director or authorized representative of the Chairman of the Board be and is hereby authorized 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 continuing connected transactions contemplated thereunder and all other matters ancillary thereto, and to sign and execute such further documents or to do any other matters incidental thereto and/or as contemplated thereunder and to make changes or amendments to the aforesaid agreement, as</p>	<p>682,716,151 (70.86%)</p>	<p>280,813,256 (29.14%)</p>

	such Director or authorized representative may in his absolute discretion deem fit.”		
7	“ <b>THAT</b> the appointment of Mr. Zhao Hongwei as an executive Director of the Company with a term of office commencing from the approval at the EGM until the date on which the term of the sixth session of the Board will expire, the grant of an authorization to the executive Director of the Company to sign the relevant service contract on behalf of the Company with him and the grant of an authorization to the remuneration committee of the Company to determine his remuneration.”	4,434,729,337 (99.78%)	9,985,639 (0.22%)
<b>Special Resolution</b>			
8	<p>“<b>That</b></p> <p>(1) subject to the required approval or endorsement from or registration with the relevant regulatory authorities in the PRC, the proposed amendments to the Articles of Association (details of which are set out in the paragraph headed “Proposed Amendments to the Articles of Association” in the letter from the Board contained in the Circular) be and are hereby approved and confirmed; and</p> <p>(2) any one of the Directors or authorized representative of the Chairman of the Board be and is hereby authorized to implement and take all steps and to do all acts and things as may be necessary or desirable to give effect to the proposed amendments to the Articles of Association, including, without limitation, to obtain all necessary approvals from the relevant regulatory authorities in the PRC, and to sign and execute such further documents, or to do any other matters incidental thereto and/or as contemplated thereunder, as such Director or authorized representative may in his absolute discretion deem fit.”</p>	4,359,352,425 (98.08%)	85,362,551 (1.92%)

The Board confirmed that AVIC, AVIC Airborne Systems Company Limited\* and China Aviation Industry (Hong Kong) Company Limited\*, as well as Mr. Chen Yuanxian and Mr. Yan Lingxi, being the then Shareholders and Directors of the Company, had abstained from voting on the ordinary resolutions numbered 1 to 6

proposed at the EGM and 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 purpose at the EGM.

## **CHANGES IN COMPOSITIONS OF THE BOARD**

At the EGM, Mr. Zhao Hongwei was appointed as the new executive Director with a term of office from the date of approval of the EGM to the date on which the resolution relating to the election of the new session of the Board will be considered at the annual general meeting to be convened in 2021. For the biographic details in relation to Mr. Zhao Hongwei, please refer to the announcement of the Company dated 16 October 2020 and the Circular.

After the conclusion of the EGM, Mr. Chen Yuanxian ceased to be an executive Director. Mr. Chen has confirmed to the Company that he has no disagreement with the Board and there are no matters that need to be brought to the attention of the Shareholders of the Company in connection with his resignation.

The Board takes this opportunity to express sincere gratitude for the contributions that Mr. Chen has made for the Company during his term of service.

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

Beijing, 11 December 2020

*As at the date of this announcement, the Board comprises executive Directors Mr. Wang Xuejun and Mr. Zhao Hongwei, non-executive Directors Mr. Yan Lingxi, Mr. Lian Dawei and Mr. Xu Gang as well as independent non-executive Directors Mr. Liu Renhuai, Mr. Liu Weiwu and Mr. Wang Jianxin.*

*\* For identification purposes only*