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AVIC International Holding (HK) Limited **中國航空工業國際控股(香港)有限公司**

(Incorporated in Bermuda with limited liability)
(Stock Code: 232)

POLL RESULTS OF THE ANNUAL GENERAL MEETING AND THE SPECIAL GENERAL MEETING HELD ON 22 MAY 2013

POLL RESULTS OF THE ANNUAL GENERAL MEETING

Reference is made to a circular containing, inter alia, a notice of annual general meeting dated 28 March 2013 (the “**AGM Circular**”) issued by AVIC International Holding (HK) Limited (the “**Company**”) to the shareholders of the Company (the “**Shareholders**”). Capitalized terms used herein shall have the same meanings as those defined in the AGM Circular unless defined otherwise.

The Board is pleased to announce that the poll results in respect of the resolutions proposed at the AGM held on 22 May 2013 are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the report of the directors and the independent auditors’ report of the Company for the year ended 31 December 2012	2,327,519,918 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
2.	(a) To re-elect Mr. You Lei as director of the Company	2,117,295,000 (90.97%)	210,224,918 (9.03%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			

Ordinary Resolutions		Number of Votes (%)	
		For	Against
(b)	To re-elect Mr. Ip Tak Chuen, Edmond as director of the Company	2,125,009,000 (91.30%)	202,510,918 (8.70%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
(c)	To re-elect Mr. Li Ka Fai, David as director of the Company	2,325,547,918 (99.92%)	1,972,000 (0.08%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
(d)	To re-elect Mr. Ji Guirong as director of the Company	2,327,519,918 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
(e)	To authorize the board of directors of the Company to fix the remuneration of directors	2,327,519,918 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
3.	To re-appoint Ernst & Young as auditors and authorize the board of directors of the Company to fix the remuneration of auditors	2,327,519,918 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
4.	(a) To give a general mandate to the board of directors of the Company to repurchase shares of the Company (ordinary resolution in item No. 4A of the Notice of Annual General Meeting)	2,327,519,918 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution of the Company.			
(b)	To give a general mandate to the board of directors of the Company to issue new shares of the Company (ordinary resolution in item No. 4B of the Notice of Annual General Meeting)	2,107,767,000 (90.56%)	219,752,918 (9.44%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution of the Company.			
(c)	To extend the general mandate to the board of directors of the Company to issue new shares of the Company (ordinary resolution in item No. 4C of the Notice of Annual General Meeting)	2,107,767,000 (90.56%)	219,752,918 (9.44%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution of the Company.			

Shareholders may refer to the AGM Circular for details of the above ordinary resolutions nos. 4(a) to 4(c) passed at the AGM.

POLL RESULTS OF THE SPECIAL GENERAL MEETING

Reference are made to an announcement of the Company dated 10 April 2013 and a circular issued by the Company to the Shareholders dated 6 May 2013 in relation to the major transaction of the Company (the “**SGM Circular**”). Capitalized terms used herein shall have the same meanings as those defined in the SGM Circular unless defined otherwise.

The Board is pleased to announce that the poll results in respect of the resolutions proposed at the SGM held on 22 May 2013 are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To approve, authorize, confirm and ratify the Sale and Purchase Agreement and all the transactions thereunder and to authorize any one director of the Company to do such further acts and things to give effect to the transactions under the Sale and Purchase Agreement.	2,324,611,918 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution of the Company.			
2.	To approve and authorize the Possible Conversion and all the transactions thereunder and to authorize any one director of the Company to do such further acts and things to give effect to the Possible Conversion.	2,324,611,918 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution of the Company.			

Shareholders may refer to the SGM Circular for details of the above ordinary resolutions nos. 1 and 2 passed at the SGM.

GENERAL

As at the date of the AGM and the SGM, the total number of issued and fully paid up Shares was 4,642,765,000 Shares. In relation to all resolutions proposed at the AGM and the SGM, the total number of Shares entitling the holders to attend and vote for or against the resolutions at the AGM and the SGM was 4,642,765,000 Shares.

There were no Shares entitling the holders to attend and abstain from voting in favour of any of the resolutions at the AGM and the SGM as set out in Rule 13.40 of the Listing Rules and there were no Shares requiring the holders to abstain from voting at the AGM and the SGM under the Listing Rules.

Computershare Hong Kong Investor Services Limited, the branch share registrar of the Company in Hong Kong, acted as the scrutineer for the purpose of vote-taking at the AGM and the SGM.

By order of the Board
AVIC International Holding (HK) Limited
Leung Yuen Chee, Sara
Company Secretary

Hong Kong, 22 May 2013

As at the date of this announcement, the Board comprises Mr. Wu Guangquan, Mr. Pan Linwu, Mr. You Lei, Mr. Ji Guirong and Mr. Zhang Chuanjun as executive directors; Mr. Ip Tak Chuen, Edmond as non-executive director; Mr. Chu Yu Lin, David, Mr. Li Ka Fai, David and Mr. Li Zhaoxi as independent non-executive directors.