In this Annual Report, unless the context otherwise requires, the following terms shall have the meanings indicated.

"3C" CCC, being the abbreviation of China Compulsory Certification, which shall mean

the "China Compulsory Certification", the certification marking is the certified mark in the Catalogue permitted for use in the ex-factory sale, import and use of the

products

"A Shares" Renminbi-denominated Domestic Shares traded on the Shanghai Stock Exchange

by PRC legal persons or individuals

"automobile financing and

insurance"

"AVIC"

a type of insurance cover in the vehicle insurance in the PRC, where vehicle buyers obtaining bank mortgage loans must first purchase this type of insurance cover, and the insurance company is responsible to make investigation on the credibility of the

loan applicant, so that in the event the money borrower fails to make repayments as agreed, the insurance company will be responsible for the losses of the bank

中國航空工業總公司(Aviation Industry of China Corporation), the predecessor of AVIC

I and AVIC II

"AVIC II" 中國航空工業第二集團公司 (China Aviation Industry Corporation II)

"AVIC II Group" AVIC II and its subsidiaries and associates (excluding the Group)

"AviChina", "the Company" 中國航空科技工業股份有限公司(AviChina Industry & Technology Company Limited, a

joint stock limited company established in the PRC with limited liability on 30 April

2003.

"Board" or "Board of

Directors"

the board of directors of the Company

company whose shares are listed on the Shanghai Stock Exchange with 63.88% of its interests being held by Changhe Industry Company and 0.96% of its interests being

held by Dongan Motor

"Changhe Group" 昌河飛機工業(集團)有限責公司(Changhe Aircraft Industries (Group) Ltd.), a wholly-

owned subsidiary of AVIC II

"Changhe Industry Company" 江西昌河航空工業有限公司 (Jiangxi Changhe Aviation Industry Company Limited), a

wholly-owned subsidiary of the Company

"Directors" the director(s) of the Company

"Domestic Shares" ordinary shares of the Company, with a nominal value of RMB1.00 each, which are

subscribed for or credited as fully paid in Renminbi by PRC corporate entities

"Dongan Group" 哈爾濱東安發動機集團有限公司 (Harbin Dongan Engine (Group) Co., Ltd., a wholly-

owned subsidiary of AVIC II, formerly known as Harbin Dongan Engine Manufacturing

Company

*Dongan Motor" 哈爾濱東安汽車動力股份有限公司(Harbin Dongan Auto Engine Co., Ltd.), a joint stock

limited company whose shares are listed on the Shanghai Stock Exchange with 70.01%

of its interests being held by the Company

"EADS" European Aeronautic Defence and Space Company -EADS N.V., a limited liability

corporation incorporated in the Netherlands, with its principal place of business at

Le Carre, Beechavenue 130-132, 1119 PR Schiphol, Rijk, the Netherlands

"economy sedan" for the purpose of this annual report, sedans with a total engine capacity below 1.6

litres (excluding 1.6 litres) and basic sales price below RMB100,000

"Group" AviChina and all or any of its subsidiaries

"H Shares" overseas listed foreign invested shares in the share capital of the Company, with a

nominal value of RMB1.00 each, which are traded in Hong Kong dollars and listed on

the Stock Exchange

"Hafei Auto" 哈飛汽車股份有限公司 (Hafei Motor Co., Ltd.), a joint stock limited liability company

with foreign investment which is held as to 74.81% by Hafei Industry Company

"Hafei Aviation" 哈飛航空工業股份有限公司 (Hafei Aviation Industry Co., Ltd.), a joint stock limited

company whose shares are listed on the Shanghai Stock Exchange with 55.73% of its

interests being held by Hafei Industry Company

"Hafei Industry Company"	哈爾濱飛機工業集團有限公司(Harbin Aircraft Industry (Group) Co., Ltd.), the Company's
	wholly-owned subsidiary, formerly known as Hafei Aircraft Manufacturing Company
"Hafei Machinery"	哈爾濱哈飛機電產品製造有限責公司(Harbin Hafei Mechanical and Electrical Products
	Manufacturing Company Limited)
"Harbin Embraer"	哈爾濱安博威飛機工業有限公司 (Harbin Embraer Aircraft Industry Co., Ltd.), a joint
	venture established in the PRC held as to 24.5% by Hafei Industry Group, 24.5% by
	Hafei Aviation and 51% by Embraer
"Hongdu Aviation"	江西洪都航空工業股份有限公司(Jiangxi Hongdu Aviation Industry Co., Ltd.), a joint stock
	limited company whose shares are listed on the Shanghai Stock Exchange with 54.75%
	of its interests being held by Hongdu Industry Company
"Hongdu Group "	江西洪都航空工業集團有限責任公司(Jiangxi Hongdu Aviation Industrial Group
	Corporation), a wholly-owned subsidiary of AVIC II
"Hongdu Industry Company"	江西洪都飛機工業有限公司(Jiangxi Hongdu Aircraft Industry Co., Ltd.), a wholly-owned
	subsidiary of the Company
"Interim Performance"	a programme involving the formulation of critical performance appraisal indicators
Incentive Programme	for various positions, and the entering of performance agreements with persons
	participating in such programme for a term of three years. To be qualified for the
	award under the Interim Performance Incentive Programme, the participants must
	achieve the requirement for key performance indicators, and the award will be paid
	in cash to the qualified participants. The amounts of the awards are to be calculated
	according to the adjusted key performance indicators
"Listing"	listing of the Company's overseas listed foreign shares on the main board of the
	Hong Kong Stock Exchange on 30 October 2003
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange (as amended
	from time to time)

"mini-sized vehicles"

generally refers to mini-vans and mini-trucks with lengths not exceeding 3.5 metres, with engine capacity below 1.0 litre and total loading capability below 600 kilogrammes, according to "Motor Vehicles and Semi-trailer—Types—Terms and definitions" (reference No. GB/T 3730-1-1998) issued by the China Association of Automobile Manufacturers. In recent years, the length of mini-sized vehicles was extended to 3.7 metres as a result of modification to comply with new anti-crash reinforcement requirements

"Over-allotment Option"

the option granted by the Company and the Promoters to the Joint Global Coordinators, pursuant to the underwriting and placing agreement dated 20 October 2003, to require the Company and the Promoters to allot, issue or sell up to an aggregate of 79,999,500 additional H Shares at the Offer Price solely to cover overallocations in the International Offering

"Promoters"

AVIC II, China Hua Rong Asset Management Corporation, China Cinda Asset Management Corporation and China Orient Asset Management Corporation

"Prospectus"

the prospectus issued by the Company on 21 October 2003 solely in respect of the

Public Offer

"SARS"

severe acute respiratory syndrome, also known as atypical pneumonia

"Share Appreciation Rights Plan" an incentive plan for a term of ten years, wherein grantees of this plan may receive payment in cash in respect of the appreciated portion of the shares during the period between the date of grant and the exercise date, subject to the terms of the plan

"Shares"

Domestic Shares and H Shares

"ST Aero"

Singapore Technologies Aerospace Ltd.(新加坡科技宇航公司), formerly the Singapore Aerospace Technology Pte Ltd. (新加坡宇航技術國際飛機結構私人有限公司)

"Stock Exchange"

The Stock Exchange of Hong Kong Limited

Definitions

"Strategic Cooperation the agreement entered into between the Company and EADS on 17 October 2003

Agreement" in relation to cooperation between the Company and EADS in aviation business

"Supervisors" the members of the Supervisory Committee of AviChina

"Trainer" aeroplanes designed and used for pilot training purposes