

*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.*



# **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 HELD ON 16 MAY 2012**

Reference is made to the circular containing, inter alia, a notice of annual general meeting dated 28 March 2012 (the “Circular”) issued by the Company to the shareholders of the Company (the “Shareholders”). Capitalized terms used herein shall have the same meanings as those defined in the Circular unless defined otherwise.

#### **POLL RESULTS OF THE AGM**

The Board is pleased to announce that the poll results in respect of the resolutions proposed at the AGM held on 16 May 2012 are as follows:

<b>Ordinary Resolutions</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
1.	To receive and consider the audited financial statements and the report of the directors and the independent auditors’ report of the Company for the year ended 31 December 2011	2,359,705,918 (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. Li Zhaoxi as director of the Company	2,359,265,918 (99.98%)	440,000 (0.02%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
	(b) To re-elect Mr. Pan Linwu as director of the Company	2,102,595,000 (89.10%)	257,110,918 (10.90%)
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
	(c)	To re-elect Mr. Wu Guangquan as director of the Company	2,102,595,000 (89.10%)	257,110,918 (10.90%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.				
	(d)	To authorize the board of directors of the Company to fix the remuneration of directors	2,359,705,918 (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-elect Mr. Chu Yu Lin, David (who has served as an independent non-executive director for more than 9 years) as independent non-executive director of the Company and to authorize the board of directors of the Company to fix his remuneration	2,359,265,918 (99.98%)	440,000 (0.02%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.				
4.		To re-appoint Ernst & Young as auditors and authorize the board of directors of the Company to fix the remuneration of auditors	2,359,265,918 (99.98%)	440,000 (0.02%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.				
5.	(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. 5A of the Notice of Annual General Meeting)	2,359,705,918 (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. 5B of the Notice of Annual General Meeting)	2,105,663,000 (89.23%)	254,042,918 (10.77%)
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. 5C of the Notice of Annual General Meeting)	2,105,663,000 (89.23%)	254,042,918 (10.77%)
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.				

As at the date of the AGM, the total number of issued and fully paid up Shares was 4,680,851,000 Shares. In relation to all resolutions proposed at the AGM, the total number of Shares entitling the holders to attend and vote for or against the resolutions at the AGM was 4,680,851,000 Shares.

There were no Shares entitling the holders to attend and abstain from voting in favour of any of the resolutions at the AGM 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 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.

Shareholders may refer to the Circular for details of the above resolutions nos. 5(a) to 5(c) proposed at the AGM.

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

Hong Kong, 16 May 2012

*As at the date of this announcement, the Board comprises Mr. Wu Guangquan, Mr. Jiang Wei, Mr. Ji Guirong, Mr. Liu Rongchun, Mr. Pan Linwu 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.*