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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 HELD ON 28 MAY 2014 AND ADOPTION OF NEW SHARE OPTION SCHEME

Reference is made to a circular containing, inter alia, a notice of annual general meeting dated 8 April 2014 (the “**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 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 28 May 2014 are as follows:

Ordinary Resolutions ^{Note}		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 2013	2,131,835,005 (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. Zhang Chuanjun as director of the Company	1,933,664,087 (90.70%)	198,170,918 (9.30%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			

Ordinary Resolutions ^{Note}		Number of Votes (%)		
		For	Against	
	(b)	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	2,130,807,005 (99.95%)	1,028,000 (0.05%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed.			
	(c)	To re-elect Mr. Pan Linwu as director of the Company	1,933,664,087 (90.70%)	198,170,918 (9.30%)
	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	2,131,785,005 (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		2,131,835,005 (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)	2,131,835,005 (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)	1,924,343,180 (90.27%)	207,491,825 (9.73%)
	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)	1,924,343,180 (90.27%)	207,491,825 (9.73%)
	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.			

Ordinary Resolutions ^{Note}		Number of Votes (%)	
		For	Against
5.	To adopt the new share option scheme (ordinary resolution in item No. 5 of the Notice of Annual General Meeting)	1,932,929,180 (90.67%)	198,905,825 (9.33%)
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.			

Note: The full text of the resolutions were set out in the notice convening the AGM which formed part of the Circular.

As at the date of the AGM, the total number of issued and fully paid up Shares was 4,619,591,000 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 4,619,591,000 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.

ADOPTION OF NEW SHARE OPTION SCHEME

According to the poll results of the AGM as set out above and the requirements of the Listing Rules, the ordinary resolution to approve the adoption of New Share Option Scheme, as referred to in item No. 5 of the resolutions proposed at the AGM, has been duly passed by way of poll.

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

Hong Kong, 28 May 2014

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.