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**CHINA AEROSPACE INTERNATIONAL HOLDINGS LIMITED**  
**中國航天國際控股有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock code: 31)**

**ANNOUNCEMENT**

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING**

The Board is pleased to announce that, at the Extraordinary General Meeting held on 10 September 2010, the ordinary resolution to approve the Property Right Transfer Agreement and transactions contemplated thereunder in relation to the acquisition of 35% interests in Hainan Aerospace Investment Management Company Limited was duly passed by way of a poll by the Independent Shareholders and the ordinary resolution to approve the re-election of a Director and his director's fee was duly passed by way of a poll by the shareholders.

References are made to the announcements of China Aerospace International Holdings Limited (the "Company") dated 4 August 2010 and 24 August 2010 and the circular to its shareholders dated 24 August 2010 (the "Circular") in matters regarding the Property Right Transfer Agreement entered into between New Century, a wholly owned subsidiary of the Company, and Aerospace Times in relation to the acquisition of 35% interests in Hainan Aerospace, which constitutes a discloseable and connected transaction, and the re-election of Director.

The Board is pleased to announce that, at the Extraordinary General Meeting held on 10 September 2010, the ordinary resolution to approve the Property Right Transfer Agreement and transactions contemplated thereunder was duly passed by way of a poll by the Independent Shareholders and the ordinary resolution to approve the re-election of Director was duly passed by way of a poll by the shareholders. Voting results are as follows:

Resolutions*		Number of Votes Cast and Percentage of Total Number of Votes Cast	
		For	Against
1	To approve the Property Right Transfer Agreement and transactions contemplated thereunder.	68,987,087 (100%)	0 (0%)
2	To re-elect Mr Shi Weiguo as a Director of the Company and approve his director's fee.	1,155,411,872 (95.31%)	56,905,851 (4.69%)

\* Full text of the resolutions were set out in the notice of the Extraordinary General Meeting dated 24 August 2010.

As more than half of the votes were cast in favour of each of the above resolutions, each of the resolutions proposed at the Extraordinary General Meeting was duly passed as an ordinary resolution.

As at the date of the Extraordinary General Meeting, the total issued share capital of the Company was 3,085,021,882 shares. Pursuant to Chapter 14A of the Listing Rules, the vendor to the Property Right Transfer Agreement, Aerospace Times, being a subsidiary of China Aerospace Science & Technology Corporation (“CASC”) which in turn is the controlling shareholder of the Company, is a connected person of the Company. Accordingly, the Acquisition contemplated under the Property Right Transfer Agreement constitutes a connected transaction for the Company. Hence, the three wholly-owned subsidiaries of CASC, namely Jetcote Investments Limited, Burhill Company Limited and Sin King Enterprises Company Limited (which together hold 1,143,330,636 shares, approximately 37.06% equity interest in the Company), and their respective associates (as defined under the Listing Rules) have abstained from voting at the Extraordinary General Meeting in respect of the ordinary resolution in relation to the Property Right Transfer Agreement and transactions contemplated thereunder. A total of 1,941,691,246 shares, representing approximately 62.94% of the total issued share capital of the Company, were entitled to attend and vote at the Extraordinary General Meeting in respect of the ordinary resolution to approve the Property Right Transfer Agreement and transactions contemplated thereunder. Regarding the resolution to re-elect Mr Shi Weiguo as a Director of the Company and approve his director’s fee, a total of 3,085,021,882 shares, being the entire issued share capital of the Company, were entitled to vote. There was no shareholder who was entitled to attend but was only entitled to vote against the resolutions at the Extraordinary General Meeting.

Tricor Standard Limited, the Company’s share registrar, was appointed as scrutineer for the vote-taking of the polls at the Extraordinary General Meeting.

Unless otherwise stated, terms used herein shall have the same meanings as defined in the Circular dated 24 August 2010.

By order of the Board  
**Li Hongjun**  
*Executive Director & President*

Hong Kong, 10 September 2010

As at the date of this announcement, the Board of Directors of the Company comprises:

<b>Executive Directors</b>	<b>Non-Executive Directors</b>	<b>Independent Non-Executive Directors</b>
Mr Li Hongjun ( <i>President</i> ) Mr Jin Xuesheng	Mr Wu Zhuo ( <i>Chairman</i> ) Mr Chen Xuechuan Mr Shi Weiguo Dr Chan Ching Har, Eliza Mr Zhou Qingquan	Mr Chow Chan Lum, Charles Mr Luo Zhenbang Mr Wang Junyan