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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 ANNUAL GENERAL MEETING**

The Board is pleased to announce that all of the proposed resolutions were duly passed by way of a poll by the Shareholders at the Annual General Meeting held on 24 May 2011.

The Board is pleased to announce that all the proposed resolutions were duly passed by way of a poll by the Shareholders as ordinary resolutions of the Company at the Annual General Meeting held on 24 May 2011. Voting results are as follows:

Resolutions*		Number of Votes Cast and Percentage of Total Number of Votes Cast	
		For	Against
1	To receive and adopt the Audited Accounts of the Company and the Reports of the Directors and the Auditors for the year ended 31 December 2010.	1,306,359,823 (100%)	0 (0%)
2	To approve the payment of a final dividend.	1,306,359,823 (100%)	0 (0%)
3A(i)	To re-elect Mr Zhou Qingquan as a Director.	1,212,038,972 (92.78%)	94,320,851 (7.22%)
3A(ii)	To re-elect Mr Chow Chan Lum, Charles as a Director.	1,306,359,823 (100%)	0 (0%)
3A(iii)	To re-elect Mr Luo Zhenbang as a Director.	1,306,359,823 (100%)	0 (0%)
3A(iv)	To re-elect Mr Wang Junyan as a Director.	1,306,359,823 (100%)	0 (0%)

Resolutions*		Number of Votes Cast and Percentage of Total Number of Votes Cast	
		For	Against
3B	To approve the payment of HK\$150,000 to each of the directors as director's fee, and HK\$50,000 to each of the members of Audit Committee and HK\$30,000 to each of the members of Remuneration Committee as remunerations for the year ending 31 December 2011.	1,306,359,823 (100%)	0 (0%)
4	To re-appoint Messrs. Deloitte Touche Tohmatsu (德勤•關黃陳方會計師行) as the auditors of the Company and to authorise the Board of Directors to fix their remuneration.	1,306,359,823 (100%)	0 (0%)
5	To grant a general mandate to the Directors to allot, issue and deal with new shares not exceeding 20 per cent. of the issued share capital of the Company.	1,155,436,092 (88.45%)	150,923,731 (11.55%)
6	To grant a general mandate to the Directors to repurchase shares of the Company not exceeding 10 per cent. of the issued share capital of the Company.	1,306,359,823 (100%)	0 (0%)
7	To extend the general mandate granted to the Directors to allot, issue and deal with new shares not exceeding the amount of shares repurchased by the Company.	1,155,436,092 (88.45%)	150,923,731 (11.55%)

\* Full text of the resolutions were set out in the notice of the Annual General Meeting dated 19 April 2011.

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

As at the date of the Annual General Meeting, the entire total issued share capital of the Company was 3,085,021,882 Shares. A total of 3,085,021,882 Shares were entitled to vote at the Annual General Meeting in respect of the ordinary resolutions. There was no Shareholder who was entitled to attend but was only entitled to vote against the resolution at the Annual General Meeting.

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

Unless otherwise stated, terms used herein shall have the same meanings as defined in the Circular dated 19 April 2011.

By order of the Board  
**Wu Zhuo**  
*Vice Chairman*

Hong Kong, 24 May 2011

As of the date of this Announcement, the Board of Directors of the Company comprises:

**Executive Directors**

Mr Li Hongjun (*President*)  
Mr Jin Xuesheng

**Non-Executive Directors**

Mr Rui Xiaowu (*Chairman*)  
Mr Wu Zhuo (*Vice Chairman*)  
Mr Chen Xuechuan  
Mr Shi Weiguo  
Dr Chan Ching Har, Eliza  
Mr Zhou Qingquan

**Independent  
Non-Executive Directors**

Mr Chow Chan Lum, Charles  
Mr Luo Zhenbang  
Mr Wang Junyan