

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.



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)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting of China Aerospace International Holdings Limited (the “Company”) will be held at the Salon One, First Floor, Harbour Grand Kowloon, 20 Tak Fung Street, Hung Hom, Kowloon, Hong Kong, on Friday, 7 October 2016 at 11:00 a.m. to consider and, if thought fit, to pass the following resolutions as ordinary resolutions:

Ordinary Resolutions

- (1) **THAT** (a) the entering into of the facility agreement (and ancillary documentations in respect of the provisions the Mortgages (as defined in the circular of the Company dated 14 September 2016 (the “Circular”)) dated 30 August 2016 with 航天科技財務有限責任公司* (Aerospace Science & Technology Finance Company Limited) (“Aerospace Finance”) by 深圳市航天高科投資管理有限公司* (Shenzhen Aerospace Technology Investment Company Limited) (“Shenzhen Aerospace”) for a RMB1,300 million facility for a period of 12 years; (b) (1) the provision of the mortgage of the land use right of the Shenzhen Aerospace Science & Technology Plaza in favour of Aerospace Finance; and (2) the subsequent replacement of the mortgage of the land use right of the Shenzhen Aerospace Science & Technology Plaza with a mortgage of the property ownership certificates of the whole storey of each of the third to twenty-third floor of Tower A of the Shenzhen Aerospace Science & Technology Plaza with an aggregate gross floor area of approximately 39,927.93 square metres of office space (which has an estimated value of RMB1,895.58 million as at 30 June 2016) in favour of Aerospace Finance after Shenzhen Aerospace has obtained the relevant certificates, as more particularly set out in the Circular, be and are hereby approved **AND THAT** the Directors of the Company be and are hereby authorized to take such action and execute such documents as they may deem appropriate and expedient in respect of the proposed transaction contemplated thereunder;

- (2) **THAT** the appointment of Mr Mao Jiyin as a Non-Executive Director of the Company be and is hereby approved; and
- (3) **THAT** the appointment of Mr Xu Liangwei as a Non-Executive Director of the Company be and is hereby approved.

By order of the Board
Chan Ka Kin, Ken
Company Secretary

Hong Kong, 14 September 2016

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

<i>Executive Directors</i>	<i>Non-Executive Directors</i>	<i>Independent Non-Executive Directors</i>
Mr Li Hongjun (<i>President</i>)	Mr Zhang Jianheng (<i>Chairman</i>)	Mr Luo Zhenbang
Mr Jin Xuesheng	Mr Mao Yijin	Ms Leung Sau Fan, Sylvia
	Mr Xu Liangwei	Mr Wang Xiaojun

Notes:

1. Any member entitled to attend and vote at the above meeting is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not be a member of the Company.
 2. To be valid, a form of proxy, together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of that power or authority must be deposited at the share registrar of the Company, Tricor Standard Limited, of Level 22, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 48 hours before the time appointed for the holding of the meeting or any adjourned meeting.
 3. Resolutions numbered (1) to (3) are required to be approved by way of a poll, and CASC and its associates shall abstain from voting on resolution numbered (1).
- * *This PRC entity does not have an English name, the English name sets out herein is for identification purpose only.*