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中國航空科技工業股份有限公司

**AviChina Industry & Technology Company Limited\***

*(A joint stock limited company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 2357)**

## **ANNOUNCEMENT**

### **COMPLETION OF DOMESTIC SHARES ISSUANCE; PROPOSED CHANGE OF REGISTERED CAPITAL; AND PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The announcement is published by AviChina Industry & Technology Company Limited (the “**Company**”) in accordance with Rule 13.51 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

#### **Completion of Domestic Shares Issuance**

Reference is made to the announcement of the Company dated 9 May 2023 in relation to, among others, the Non-public Issuance of Domestic Shares under General Mandate and entering into the Share Subscription Agreement (the “**Announcement**”). Unless the context otherwise requires, capitalized terms in this announcement shall have the same meanings as those defined in the Announcement.

The Board is pleased to announce that the Non-public Issuance has been completed. The Company has issued 261,522,000 Domestic Shares to National Industrial Investment Fund. Upon Completion, the total number of issued shares of the Company increased from 7,711,332,242 Shares to 7,972,854,242 Shares, among which 6,210,662,836 Shares are overseas listed foreign invested Shares and 1,762,191,406 Shares are Domestic Shares.

The shareholding structure of the Company immediately before and after the Completion is set out as follows:

Shareholders	Immediately before the Completion		Immediately after the Completion	
	Number of Shares	Approximate percentage of the issued share capital	Number of Shares	Approximate percentage of the issued share capital
<b> Holders of Domestic Shares </b>				
AVIC	1,250,899,906	16.22%	1,250,899,906	15.69%
Tianjin Free Trade Zone Investment	249,769,500	3.24%	249,769,500	3.13%
National Industrial Investment Fund	-	-	261,522,000	3.28%
<b>Sub-total</b>	<b>1,500,669,406</b>	<b>19.46%</b>	<b>1,762,191,406</b>	<b>22.10%</b>
<b> Holders of H Shares </b>				
AVIC	3,297,780,902	42.77%	3,297,780,902	41.36%
AVIC Airborne Systems <sup>1</sup>	183,404,667	2.38%	183,404,667	2.30%
China Aviation Industry (HK) Company Limited <sup>1</sup>	18,346,000	0.24%	18,346,000	0.23%
AVIC Industry-Finance <sup>1</sup>	53,538,000	0.69%	53,538,000	0.67%
Mr. Yan Lingxi <sup>2</sup>	267,740	0.003%	267,740	0.003%
Mr. Zheng Qiang <sup>2</sup>	240,653	0.003%	240,653	0.003%
Mr. Zhao Zhuo <sup>2</sup>	69,110	0.001%	69,110	0.001%
Public H Shareholders <sup>3</sup>	2,657,015,764	34.46%	2,657,015,764	33.33%
<b>Sub-total</b>	<b>6,210,662,836</b>	<b>80.54%</b>	<b>6,210,662,836</b>	<b>77.90%</b>
<b>Total</b>	<b>7,711,332,242</b>	<b>100.00%</b>	<b>7,972,854,242</b>	<b>100.00%</b>

Notes:

1. As at the date of this announcement, AVIC Airborne Systems and China Aviation Industry (HK) Company Limited are wholly-owned subsidiaries of AVIC, and AVIC Industry-Finance is a non-wholly owned subsidiary of AVIC.
2. Mr. Yan Lingxi is the executive Director of the Company, and Mr. Zheng Qiang and Mr. Zhao Zhuo are supervisors of the Company. Among the 240,653 H Shares in which Mr. Zheng Qiang is interested, 239,687 H Shares are held by Mr. Zheng Qiang and 966 Shares are held by the spouse of Mr. Zheng Qiang.
3. This includes the 312,255,827 H Shares held by Airbus.

## **Proposed Change of Registered Capital and Proposed Amendments to the Articles of Association**

For the purpose of reflecting the above changes, the Board proposed to update the registered capital of the Company accordingly and amend the articles of association of the Company (the “**Articles of Association**”) as follows:

**Article 19** Upon the approval of the securities regulatory authorities of the State Council, a total number of 1,679,800,500 shares of overseas listed foreign invested shares (including 1,527,090,000 shares issued by the Company, and 152,710,500 existing shares held by State-owned shareholder of the Company sold pursuant to the relevant requirements of the PRC regulations on reduction of State-owned shares), had been issued and sold after the establishment of the Company.

Upon the approval of the securities regulatory authorities of the State Council, the Company issued and sold 305,416,000 shares of overseas listed foreign invested shares on 10 March, 2010, and Aviation Industry Corporation of China sold 29,217,402 existing shares pursuant to the relevant requirements of the PRC regulations on reduction of state-owned shares. The Company issued 183,404,667 domestic shares on 18 January, 2012; the Company issued and allotted 342,000,000 shares of overseas listed foreign invested shares on 2 March, 2012; the Company issued 491,692,669 Domestic Shares in June 2016. 3,609,687,934 domestic shares of the Company were converted into overseas listed foreign invested shares in June 2018; the Company issued and allotted 279,000,000 shares of overseas listed foreign invested shares in December 2018; the Company cancelled a total of 34,459,000 repurchased shares of overseas listed foreign invested shares in June and September 2020; the Company issued 1,500,669,406 domestic shares in December 2020; the Company issued 261,522,000 domestic shares in July 2023.

The current shareholding structure of the Company is: the total number of issued ordinary shares of the Company amounts to ~~7,711,332,242~~ 7,972,854,242 shares. Among which ~~1,500,669,406~~ 1,762,191,406 shares are held by shareholders of domestic shares, representing ~~19.46%~~ 22.10% of the total number of issued ordinary shares of the Company, and 6,210,662,836 shares are held by shareholders of overseas listed foreign invested shares, representing ~~80.54%~~ 77.90% of the total number of issued ordinary shares of the Company.

**Article 22** The registered capital of the Company is RMB~~7,711,332,242~~ 7,972,854,242.

The proposed change of registered capital and proposed amendments to the Articles of Association will be submitted for the consideration and approval of the Shareholders by way of special resolution(s) at the general meeting of the Company. Notice of the general meeting and a circular in relation to, among other things, the proposed change of registered capital and proposed amendments to the Articles of Association will be despatched to the Shareholders in due course.

By Order of the Board  
**AviChina Industry & Technology Company Limited\***  
**Xu Bin**  
*Company Secretary*

Beijing, 3 July 2023

*As at the date of this announcement, the Board comprises executive Directors Mr. Yan Lingxi and Mr. Sun Jizhong, non-executive Directors Mr. Lian Dawei, Mr. Liu Bingjun, Mr. Xu Gang and Mr. Wang Jun as well as independent non-executive Directors Mr. Liu Weiwu, Mr. Mao Fugen and Mr. Lin Guiping.*

*\* For identification purpose only*