

*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.*



中國國際航空股份有限公司  
AIR CHINA LIMITED

*(a joint stock limited company incorporated in the People's Republic of China with limited liability)*  
(Stock Code: 00753)

**PROPOSED CHANGE OF AUDITOR AND  
INTERNAL CONTROL AUDITOR**

This announcement is made by Air China Limited (the “**Company**”) pursuant to Rule 13.51(4) and Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

China National Aviation Holding Company, being the controlling shareholder of the Company, is a central state-owned enterprise regulated by the State-owned Assets Supervision and Administration Commission of the State Council. According to the relevant regulations issued by the Ministry of Finance of the People's Republic of China and the State-owned Assets Supervision and Administration Commission of the State Council, there are restrictions on the number of years an accounting firm can continuously provide audit services to a central state-owned enterprise and its subsidiaries. Since the number of years the Company has engaged Ernst & Young and Ernst & Young Hua Ming CPAs Limited Company (Special General Partnership) (collectively, “**E&Y**”) has exceeded the prescribed time limit, E&Y will retire as the auditors of the Company (the “**Auditors**”) with effect from the close of the forthcoming 2012 annual general meeting of the Company (the “**AGM**”) and will not be re-appointed. Meanwhile, the Company will not re-appoint Deloitte Touche Tohmatsu CPA Ltd. (Special General Partnership) (“**Deloitte**”) as its internal control auditor.

As recommended by the Audit Committee of the Company, the board of directors of the Company (the “**Board**”) has resolved to propose an ordinary resolution at the AGM to appoint KPMG as the Company's international auditor and KPMG Huazhen (Special General Partnership) as the Company's domestic auditor and internal control auditor respectively for the year 2013.

E&Y has confirmed in writing that there are no matters that need to be brought to the attention of the shareholders of the Company in connection with the change of Auditors. The Board is not aware of any matters that need to be brought to the attention of the shareholders of the Company in connection with the above change of Auditors.

The Board takes this opportunity to express its sincere gratitude to E&Y as well as Deloitte (as the Company's internal control auditor for the year 2012) for their professional services and support rendered to the Company in the past years.

By order of the Board  
**Air China Limited**  
**Rao Xinyu      Tam Shuit Mui**  
*Joint Company Secretaries*

Beijing, the PRC, 26 March 2013

*As at the date of this announcement, the directors of the Company are Mr. Wang Changshun, Ms. Wang Yinxiang, Mr. Cao Jianxiong, Mr. Sun Yude, Mr. Christopher Dale Pratt, Mr. Ian Sai Cheung Shiu, Mr. Cai Jianjiang, Mr. Fan Cheng, Mr. Fu Yang\*, Mr. Li Shuang\*, Mr. Han Fangming\* and Mr. Yang Yuzhong\*.*

\* *Independent non-executive Director of the Company*