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## **Continental Aerospace Technologies Holding Limited** **大陸航空科技控股有限公司**

(formerly known as AVIC International Holding (HK) Limited

中國航空工業國際控股(香港)有限公司)

(Incorporated in Bermuda with limited liability)

(Stock code: 232)

### **NOTICE OF SPECIAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that a special general meeting (the “**Meeting**”) of Continental Aerospace Technologies Holding Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) will be held at Monaco Room, Basement 1, Regal Hongkong Hotel, 88 Yee Wo Street, Causeway Bay, Hong Kong on Monday, 6 December 2021 at 11:00 a.m. for the purpose of considering and, if thought fit, passing, with or without modification, the following resolutions to be proposed as ordinary resolutions of the Company:

#### **ORDINARY RESOLUTIONS**

1. “**THAT**

- (a) the supplemental sale framework agreement dated 25 October 2021 (the “**Supplemental Sale Framework Agreement**”) and entered into between the Company and Aviation Industry Corporation of China, Ltd. (a copy of which is marked “A” and produced to the Meeting and signed by the chairman of the Meeting for the purpose of identification) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) the revised annual cap for the transactions contemplated under the Supplemental Sale Framework Agreement for the year ending 31 December 2021 be and is hereby approved, confirmed and ratified; and
- (c) any one or more of the directors of the Company (the “**Directors**”) be and is/are hereby authorised to do all such acts and things and execute all such documents which he/they consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Supplemental Sale Framework Agreement and the transactions contemplated thereunder.”

2. **“THAT**

- (a) the sale framework agreement dated 25 October 2021 (the **“2021 Sale Framework Agreement”**) and entered into between the Company and China Aviation Industry General Aircraft Co., Ltd. (中航通用飛機有限責任公司)(a copy of which is marked “B” and produced to the Meeting and signed by the chairman of the Meeting for the purpose of identification) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
  - (b) the respective annual caps for the transactions contemplated under the 2021 Sale Framework Agreement for the three years ending 31 December 2024 be and are hereby approved, confirmed and ratified; and
  - (c) any one or more of the Directors be and is/are hereby authorised to do all such acts and things and execute all such documents which he/they consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the 2021 Sale Framework Agreement and the transactions contemplated thereunder.”
3. **“THAT** Ms. Jiao Yan be re-elected as executive Director and to authorise the board of Directors to fix her remuneration.”

By Order of the Board  
**Continental Aerospace Technologies Holding Limited**  
**Lai Weixuan**  
*Chairman*

Hong Kong, 18 November 2021

*Notes:*

1. Any member of the Company entitled to attend and vote at the meeting shall be entitled to appoint one or, if he is the holder of two or more shares, more than one person as his proxy to attend and vote instead of him. A proxy need not be a member of the Company.
2. Where there are joint registered holders of any share of the Company, any one of such persons may vote at the meeting either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders be present at the meeting personally or by proxy, that one of the said persons whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
3. Completion and return of the form of proxy will not preclude a member from attending and voting at the above meeting or any adjournment thereof if he so wishes. In that event, his form of proxy will be deemed to have been revoked.
4. In order to be valid, the form of proxy duly completed and signed in accordance with the instructions printed thereon together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof must be delivered to the Hong Kong branch share registrar and transfer office of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong as soon as possible and in any event no later than 48 hours before the time appointed for holding the SGM (i.e. 11:00 a.m. (Hong Kong time) on Saturday, 4 December 2021) or any adjournment thereof.

5. The record date for determining the entitlement of the shareholders of the Company to attend and vote at the special general meeting will be Monday, 6 December 2021. For the purposes of holding the SGM, the register of members of the Company will be closed from Wednesday, 1 December 2021 to Monday, 6 December 2021, both days inclusive, during which period no transfer of shares will be registered, in order to determine the entitlement to attend and vote at the SGM. All transfers of shares of the Company accompanied by the relevant share certificates must be lodged with the Hong Kong branch share registrar and transfer office of the Company, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, for registration no later than 4:30 p.m. on Tuesday, 30 November 2021.

*As at the date of this announcement, the Board comprises Mr. Lai Weixuan, Mr. Huang Yongfeng, Mr. Yu Xiaodong, Mr. Zhao Yang and Ms. Jiao Yan as executive Directors; Mr. Chow Wai Kam as non-executive Director; Mr. Chu Yu Lin, David, Mr. Li Ka Fai, David and Mr. Zhang Ping as independent non-executive Directors.*