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If you have sold all your shares in China Aerospace International Holdings Limited, you should at once hand this document and the accompanying form of proxy to the purchaser or to the bank, stockbroker or other agent through whom the sale was effected for transmission to the purchaser.

If you are in any doubt as to any aspect of this document or as to any action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional advisers.

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)

PROPOSALS FOR GENERAL MANDATES TO ISSUE SHARES AND REPURCHASE SECURITIES, RE-ELECTION OF DIRECTORS, RE-APPOINTMENT OF AUDITOR AND NOTICE OF ANNUAL GENERAL MEETING

A notice convening the Annual General Meeting of China Aerospace International Holdings Limited to be held at The Salon One, First Floor, Harbour Grand Kowloon, 20 Tak Fung Street, Hung Hom, Kowloon, Hong Kong at 10:00 a.m. on Thursday, 18 June 2026 is set out on pages 14 to 17 of this document.

Whether or not you are able to attend the Annual General Meeting, you are requested to complete and return the accompanying form of proxy in accordance with the instructions printed thereon to the Company's share registrar, Tricor Investor Services Limited of 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not later than 10:00 a.m. on Tuesday, 16 June 2026. Completion of a form of proxy will not preclude you from attending and voting at the Annual General Meeting in person if you so wish.

The Company reminds Shareholders that they may appoint the chairman of the meeting as their proxy to vote on the relevant resolution(s) at the meeting as an alternative to attending the meeting in person.

13 May 2026

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In this document, the following expressions have the following meanings, unless the context requires otherwise:

"Annual General Meeting"	the annual general meeting of the Company to be held at 10:00 a.m. on Thursday, 18 June 2026, the notice of which is set out on pages 14 to 17 of this circular;
"Articles of Association"	the articles of association of the Company;
"Auditor"	the auditor of the Company;
"Board"	the Board of Directors;
"Companies Ordinance"	the Companies Ordinance (Cap. 622 of the laws of Hong Kong);
"Company"	China Aerospace International Holdings Limited, a company incorporated in Hong Kong with limited liability, the securities of which are listed on the Stock Exchange;
"Directors"	the directors of the Company;
"HK$"	Hong Kong dollars;
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China;
"Latest Practicable Date"	6 May 2026, being the latest practicable date prior to the printing of this document for ascertaining certain information referred to in this document;
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange;
"Nomination Committee"	the nomination committee of the Company;
"Register"	the Register of Members of the Company;
"Registrar"	the Company's share registrar, Tricor Investor Services Limited, of 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong;
"Repurchase Proposal"	the general and unconditional mandate proposed to be granted to the Directors to empower the Directors to repurchase Shares, details of which are set out in the section headed "General Mandates to Issue Shares and Repurchase Securities";

"SFO"	the Securities and Futures Ordinance (Cap. 571 of the laws of Hong Kong);
"Share(s)"	share(s) in the share capital of the Company;
"Shareholders"	holders of Shares;
"Stock Exchange"	The Stock Exchange of Hong Kong Limited;
"Takeovers Code"	the Codes on Takeovers and Mergers and Share Buy-backs; and
"treasury shares"	has the meaning ascribed to it under the Listing Rules.

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)

Executive Directors:
Mr Wang Hui *(Chairman)*
Mr Song Shuqing *(President)*

Non-Executive Directors:
Mr Teng Fangqian
Mr Peng Jianguo
Mr Liu Yong

Independent Non-Executive Directors:
Mr Luo Zhenbang
Ms Chen Jingru
Ms Xue Lan

Registered Office:
Room 1103–1107A
One Harbourfront
18 Tak Fung Street
Hung Hom, Kowloon
Hong Kong

Hong Kong, 13 May 2026

To Shareholders,

Dear Sir or Madam,

PROPOSALS FOR GENERAL MANDATES TO ISSUE SHARES AND REPURCHASE SECURITIES, RE-ELECTION OF DIRECTORS, RE-APPOINTMENT OF AUDITOR AND NOTICE OF ANNUAL GENERAL MEETING

INTRODUCTION

It is proposed that the Annual General Meeting of the Company be held on Thursday, 18 June 2026, the notice of which is set out on pages 14 to 17 of this document, the Shareholders are requested to consider and, if appropriate, amongst others, to grant to the Directors general mandates to issue and repurchase securities of the Company, to re-elect Directors, and to re-appoint Auditor.

In accordance with the Listing Rules, the Company is required to send to its Shareholders an explanatory statement containing information reasonably necessary to enable the Shareholders to make an informed decision on whether to vote for or against the resolution to approve the granting of a mandate to the Directors to exercise the powers of the Company to purchase its own securities.

The purpose of this document is to set out such information in relation to the proposed mandate, the re-election of Directors, the re-appointment of Auditor and the Annual General Meeting.

GENERAL MANDATES TO ISSUE SHARES

At the Annual General Meeting, an ordinary resolution will be proposed for Shareholders' approval whereby the Directors will be given a general and unconditional mandate to allot, issue and otherwise deal with new Shares (including any sale or transfer of treasury shares), representing up to 20 per cent of the issued Shares (excluding treasury shares) of the Company as at the date the resolution is passed. As of the Latest Practicable Date, the number of issued Shares of the Company is 3,085,021,882 and the Company did not hold any treasury shares.

GENERAL MANDATES TO REPURCHASE SECURITIES

At the Annual General Meeting, an ordinary resolution will be proposed for Shareholders' approval whereby the Directors will be given a general and unconditional mandate to exercise all powers of the Company to repurchase issued Shares subject to the criteria set out in this document. An explanatory statement containing information reasonably necessary to enable the Shareholders to make an informed decision on whether to vote for or against the resolution to approve the granting of a mandate to the Directors to exercise the powers of the Company to purchase its own securities is set out in Appendix 1 to this document.

In addition, conditional upon the proposed resolution to authorise the repurchase of securities as more particularly described under the paragraph headed ''Shareholders' Approval'' under the ''Explanatory Statement on the Repurchase Proposal'' in Appendix 1 being passed, an ordinary resolution will be proposed to authorise the Directors to allot, issue and otherwise deal with new Shares (including any sale or transfer of treasury shares) up to a number equal to the Shares purchased under the authority to repurchase. In accordance with the Listing Rules, the Company may not make a new issue of Shares or announce a proposed new issue of Shares for a period of 30 days after any purchase by it of Shares, whether on the Stock Exchange or otherwise, other than an issue of securities pursuant to the exercise of warrants, share options or similar instruments requiring the Company to issue securities which were outstanding prior to that purchase of its own securities, without the prior approval of the Stock Exchange.

RE-ELECTION OF DIRECTORS

As at the Latest Practicable Date, the Executive Directors were Mr Wang Hui and Mr Song Shuqing; the Non-Executive Directors were Mr Teng Fangqian, Mr Peng Jianguo and Mr Liu Yong; and the Independent Non-Executive Directors were Mr Luo Zhenbang, Ms Chen

Jingru and Ms Xue Lan. Mr Luo Zhenbang, Ms Chen Jingru and Ms Xue Lan have served as Independent Non-Executive Directors for approximately 21 years and 4 months, 3 years and 8 months, and 2 years and 1 month, respectively.

According to Article 103(A) of the Articles of Association, Mr Song Shuqing, Ms Chen Jingru and Ms Xue Lan shall retire from office by rotation at the Annual General Meeting. All, being eligible, offer themselves for re-election.

Having considered the structure, size and composition of the Board as well as the skill, knowledge and experience of the above retiring Directors and their respective contribution to the Board with reference to the director nomination policy and the board diversity policy of the Company, the Nomination Committee had nominated the above retiring Directors to the Board for it to propose to the Shareholders their re-election at the Annual General Meeting. The re-election of each of the retiring Directors shall be subject to a separate resolution to be approved by the Shareholders at the Annual General Meeting.

The Nomination Committee has reviewed the declarations provided by Ms Chen Jingru and Ms Xue Lan regarding their independence in accordance with the independence criteria set out in Rule 3.13 of the Listing Rules, in which confirming that no direct or indirect interest in the Company was being held by them or their immediate family members. The Nomination Committee considers that Ms Chen Jingru and Ms Xue Lan continue to demonstrate the qualities of Independent Non-Executive Director, and believes that their professional background, knowledge and experience contribute to promoting the diversity among Board members. Having carefully considered the opinions of the Nomination Committee, the Board believes that the background, expertise and experience of Ms Chen Jingru and Ms Xue Lan respectively enable them to balance differing perspectives and provide unique advices and analysis.

Accordingly, with the recommendation of the Nomination Committee, the Board considers that the re-election of the retiring Directors is in the best interests of the Company and the Shareholders as a whole, and recommends that Shareholders re-elect them as Directors of the Company at the Annual General Meeting.

The biographical details, the interests in the Shares (if any) of the Company and the remuneration of the retiring Directors are set out in Appendix 2 to this circular.

RE-APPOINTMENT OF AUDITOR

PKF Hong Kong Limited will retire as the Auditor at the Annual General Meeting and, being eligible, offer themselves for re-appointment. The Board, upon the recommendation of the audit committee of the Company, proposed to re-appoint PKF Hong Kong Limited as the Auditor and to hold office until the conclusion of the next annual general meeting of the Company; and the Board proposed it be authorised to fix the remuneration of the Auditor. The estimated audit fee agreed with PKF Hong Kong Limited for the audit services for the year ending 31 December 2026 was within the range of HK$2.5 million to HK$2.9 million, which was estimated based on complexity and business plan of the Company, expected audit scope, audit timetable and auditor's resources required and on the assumption that there is no material change to the Company's business.

VOTING PROCEDURE

Pursuant to Rules 13.39(4) and 13.39(5) of the Listing Rules, the vote of Shareholders at the Annual General Meeting will be taken by poll and a scrutineer will be appointed by the Company for vote taking at the Annual General Meeting. The Company will announce the results of the poll in the manner prescribed under Rule 13.39(5).

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

RECOMMENDATION

The Directors are of the opinion that the proposed general mandates to issue Shares and repurchase securities, the re-election of the retiring Directors and the re-appointment of Auditor, are in the best interests of the Company and Shareholders, and therefore recommend that all Shareholders vote in favour of all the resolutions to be proposed at the forthcoming Annual General Meeting.

ANNUAL GENERAL MEETING

Notice of the Annual General Meeting is set out on pages 14 to 17 of this document.

A form of proxy is enclosed with this document for use at the Annual General Meeting. Whether or not you intend to be present at the meeting, you are requested to complete and return the enclosed form of proxy to the Company's share registrar, Tricor Investor Services Limited, 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong in accordance with the instructions printed thereon not later than 10:00 a.m. on Tuesday, 16 June 2026. Completion of a form of proxy will not preclude you from attending and voting at the Annual General Meeting in person if you so wish.

Yours faithfully,
For and on behalf of the Board
China Aerospace International Holdings Limited
Wang Hui
Chairman & Executive Director

Set out below further information of the Repurchase Proposal.

Shareholders' Approval

At the Annual General Meeting, an ordinary resolution will be proposed for Shareholders' approval whereby the Directors will be given a general and unconditional mandate to exercise all powers of the Company to repurchase issued Shares subject to the criteria set out in this document.

The Directors believe that the grant of a general mandate to repurchase securities would give the Company additional flexibility that would be beneficial. The repurchases may, depending on market conditions and funding arrangements of the Company at the time, lead to an enhancement of the net asset value per Share and/or earnings per Share. A maximum of 10 per cent of the issued Shares (excluding treasury shares) as at the date the resolution is passed may be repurchased by the Company. As of the Latest Practicable Date, the number of Shares may be repurchased are 308,502,188 Shares. Shareholders can be assured that the Directors would only make such purchases in circumstances where they consider them to be in the best interests of the Company. On the basis of the consolidated financial position of the Company as at 31 December 2025 (being the date to which the latest published audited accounts of the Company have been made up) and in particular the working capital or gearing position of the Company at that time and the number of Shares in issue, the Directors consider that there may be a material adverse impact on the working capital or gearing position of the Company in the event that the proposed purchases were to be carried out in full at any time during the proposed purchase period. However, no purchase would be made in circumstances that would have a material adverse impact on the working capital or gearing position of the Company (as compared with the financial position as at 31 December 2025).

Under the Listing Rules and Companies Ordinance, the Company may cancel any Shares it repurchased and/or hold them as treasury shares subject to, among other things, market conditions and its capital management needs at the relevant time of repurchases.

Source of Funds

Purchase of Shares must be funded out of funds legally available for the purpose in accordance with the Company's Articles of Association and the laws of Hong Kong.

Directors and Connected persons

None of the Directors nor, to the best of their knowledge and belief and having made all reasonable enquiries, any of the associates (as defined in the Listing Rules) of any of the Directors have any present intention, in the event that the grant to the Directors of a repurchase mandate is approved by the Shareholders, to sell Shares to the Company.

No persons who are connected persons (as defined in the Listing Rules) of the Company have notified the Company that they have a present intention to sell Shares to the Company nor have they undertaken not to sell any of the Shares held by them to the Company in the event that the Company is authorised to make purchases of Shares. In accordance with the Listing Rules, the Company shall not knowingly purchase Shares from a connected person on the Stock Exchange.

Undertaking

The Directors will exercise the power of the Company to make purchases pursuant to the proposed resolution in accordance with the Listing Rules, all applicable laws of Hong Kong, the jurisdiction in which the Company is incorporated, and in accordance with the Articles of Association.

The Directors confirmed that neither this explanatory statement nor the Repurchase Proposal has any unusual features.

Takeovers Code

If, as a result of a share repurchase, a shareholder's proportionate interest in the voting capital of the Company increases, such increase will be treated as an acquisition for the purposes of the Takeovers Code and, if such increase results in a change in control, may in certain circumstances give rise to an obligation to make a general offer for shares under Rule 26 of the Takeovers Code.

As of the Latest Practicable Date, for the Register's records kept in accordance with Section 336 of SFO, the following corporations hold interests in the issued share capital or relevant Shares of the Company that are required to be disclosed to the Company under Sections 2 and 3 of Part XV of the SFO:

Name	Capacity	Direct Interest (Yes/No)	Number of Shares Interested (Long Position)	Percentage of Issued Share Capital
China Aerospace Science & Technology Corporation	Interests in controlled corporation	No	1,183,598,636	38.37%
Burhill Company Limited	Beneficial owner	Yes	1,183,598,636	38.37%

Note: Burhill Company Limited is a wholly-owned subsidiary of China Aerospace Science & Technology Corporation, the shares held by it form the total number of shares in which China Aerospace Science & Technology Corporation was deemed interested.

Save as disclosed above, as of the Latest Practicable Date, the Company has not received any notification indicating that there are any interests or short positions in the issued share capital or relevant Shares of the Company that are required to be disclosed under Sections 2 and 3 of Part XV of the SFO or that are required to be recorded in the Register pursuant to Section 336 of the SFO.

In the event that the Directors exercise in full the power to repurchase Shares which is proposed to be granted pursuant to the Repurchase Proposal, then (if the above shareholdings otherwise remain the same) the attributable shareholdings of China Aerospace Science & Technology Corporation and Burhill Company Limited in the Company would be increased to approximately 42.63 per cent of the issued Shares of the Company. The increase would give rise to China Aerospace Science & Technology Corporation an obligation to make a mandatory offer under Rule 26 of the Takeovers Code. As of the Latest Practicable Date, the Directors are not aware of any other consequence which would arise under the Takeovers Code as a result of any purchases by the Company of its Shares, and the Company does not have the intention to repurchase the Shares to such extent at present as would result in the number of Shares in public hands (as defined under the Listing Rules) falling below 25 per cent.

Shares Repurchased

During the 6 months preceding the Latest Practicable Date, no Shares were repurchased by the Company.

Trading Prices for Shares in the Past 12 Months

During the 12 months preceding the Latest Practicable Date, the highest and lowest traded prices for Shares on the Stock Exchange were as follows:

Month	**Per Share**	
	Highest	**Lowest**
	HK$	*HK$*
2025		
May	0.440	0.355
June	0.465	0.375
July	0.540	0.430
August	0.660	0.475
September	0.850	0.590
October	0.770	0.540
November	0.590	0.495
December	0.660	0.540
2026		
January	0.770	0.600
February	0.670	0.580
March	0.660	0.435
April	0.510	0.435
May (up to the Latest Practicable Date)	0.660	0.460

The followings are the particulars of the Directors proposed to be re-elected at the Annual General Meeting:

(1) Mr Song Shuqing, Executive Director and President

Mr Song Shuqing, aged 54, Master, Researcher, is an Executive Director and President of the Company, graduated from National University of Defense Technology with a Master Degree. From 1994 to 2011, he held such positions as the Chief Engineer, the General Manager of Tertiary Industry Division of the China Academy of Space Technology and a Deputy Director General, the Director General of its Infrastructure Department; an Assistant to the General Manager, a Deputy General Manager of Shenzhou Tianchen Science and Technology Industrial Co. Ltd, and a Deputy General Manager of its Assurance Service Division and the Director General of the Infrastructure Department; the Officer-in-charge of the Preparatory Unit of Zhongguancun Aerospace Innovation Park Company Limited. From 2011 to 2019, he served as the General Manager, a Director and the General Manager of Aerospace Times Real Estate Development Co., Ltd. During such period, he also served as a Director of Xian National Civil Aerospace Industry Base Development Co., Ltd. and an Executive Director of Aerospace Times Real Estate Development (Wuhan) Co., Ltd. and a Vice Chairman of Beijing Aerospace Hengrun Real Estate Co., Ltd. From June 2019 to January 2023, he served as a Vice President of China Academy of Aerospace Electronics Technology. From November 2019 to March 2023, he served as a Director of China Aerospace Times Electronics Co., Ltd. (shares of which are listed on Shanghai Stock Exchange (stock code: 600879)). From August 2020 to February 2023, he served as the Chairman of Chongqing Aerospace Rocket Electronics Technology Co., Ltd. From November 2024 to December 2025, he served as Chairman of Shenzhen Aerospace Technology Investment Company Limited. He has been serving as Chairman of RAYITEK Hi-Tech Film Company Ltd., Shenzhen (shares of which are listed on Shanghai Stock Exchange (stock code: 688323)) since July 2023. Mr Song Shuqing has extensive experience in corporate management. In February 2023, he was appointed as Executive Director and President of the Company.

Save as disclosed above, Mr Song Shuqing did not hold directorships in any other listed public companies in the last three years and is not connected with any other Directors, senior management, substantial or controlling shareholders of the Company and does not have any interests in the Shares within the meaning of Part XV of the SFO.

Mr Song Shuqing did not enter into any service contract with the Company except for an engagement letter with the Company pursuant to the Listing Rules, terms of which, *inter alia*, are subject to the rotational retirement requirements under the Articles of Association. Based on the Company's emolument policy, Mr Song Shuqing is entitled to receive a monthly salary of HK$123,220, payable on a 13-month basis per annum, and a bonus determined in accordance with the result performance of the Company and his contributions to the Company, and will not receive any director's remuneration.

Save as disclosed above, there is no other information that needs to be brought to the attention of the Shareholders or disclosed pursuant to Rule 13.51(2) of the Listing Rules.

(2) Ms Chen Jingru, Independent Non-Executive Director

Ms Chen Jingru, aged 61, Master of Law, is an Independent Non-Executive Director of the Company and a global partner of DeHeng Law Offices. Ms Chen Jingru obtained a Bachelor's Degree majoring in law in 1985 and a Master's Degree majoring in law in 1990 from Nankai University. Ms Chen Jingru was awarded her professional qualification as a lawyer conferred by the Lawyer Qualification Committee of the PRC Ministry of Justice in 1993. She served as Deputy Officer of the Comprehensive Teaching and Research Office of the Insurance Department of the Central Institute of Finance and Economics (now known as Central University of Finance and Economics), Director of the Beijing Insurance Association, Director of the China Maritime Law Association, Deputy Officer of the Law Department of the Central University of Finance and Economics, and Member of the Third GEM Issuance Examination Committee of the China Securities Regulatory Commission. From May 2011 to January 2014, Ms Chen Jingru was an Independent Director of Cloud Live Technology Group Co., Ltd. (stock code: 002306) listed on the Shenzhen Stock Exchange. Ms Chen Jingru was an Independent Non-Executive Director of Glory Health Industry Limited from July 2014 to November 2022, shares of which are listed on The Stock Exchange of Hong Kong (stock code: 2329) and the external internal auditor of BOC International (China) Co., Ltd. (stock code: 601696) from October 2019 to October 2022, shares of which are listed on the Shanghai Stock Exchange. In 2015, Ms Chen Jingru was given a warning and an administrative fine by China Securities Regulatory Commission. Ms Chen Jingru has been working in DeHeng Law Offices since 1993. She has extensive experience in the corporate and securities aspects. She was appointed as an Independent Non-Executive Director of the Company in August 2022.

Save as disclosed above, Ms Chen Jingru did not hold directorships in any other listed public companies in the last three years and is not connected with any other Directors, senior management, substantial or controlling shareholders of the Company and does not have any interests in the Shares within the meaning of Part XV of the SFO.

Ms Chen Jingru did not enter into any service contract with the Company except for an engagement letter with the Company pursuant to the Listing Rules, terms of which, *inter alia*, have a fixed term of two years and is subject to the rotational retirement requirements under the Articles of Association. Pursuant to the Company's standards on directors' remuneration and special allowances, Ms Chen Jingru is entitled to receive a director's fee of HK$190,000, a remuneration to the member of audit committee of HK$80,000 and the member of remuneration committee of HK$30,000, and a meeting allowance of not more than HK$28,000 per year.

Save as disclosed above, there is no other information that needs to be brought to the attention of the Shareholders or disclosed pursuant to Rule 13.51(2) of the Listing Rules.

(3) Ms Xue Lan, Independent Non-Executive Director

Ms Xue Lan, aged 60, is an Independent Non-Executive Director of the Company, graduated from Renmin University of China with Bachelor's Degree in history in 1986 and Master Degree in economics in 1996. She obtained an EMBA Degree from the Guanghua School of Management of Peking University in 2001. From August 1986 to December 1988, Ms Xue Lan served as an Assistant Archivist at the Archives of the Ministry of Foreign Affairs of the People's Republic of China. From December 1988 to May 1992, she served as the Deputy Consul at the Consulate General of the People's Republic of China in Sydney, Australia. Ms Xue Lan joined the Securities Association of China as the Director of the International Department from December 1992 to August 1997. She served as the General Manager of the International Business Department at China Securities Co., Ltd. from August 1997 to December 2005. From December 2005 to August 2006, she served as the General Manager of the International Business Department at CSC Financial Co., Ltd. (shares of which are listed on The Stock exchange of Hong Kong (stock code: 6066) and Shanghai Stock Exchange (stock code: 601066)). Ms Xue Lan held the positions of Director and General Manager at Financial Products Department, BOC International Holdings Limited from August 2006 to March 2014. From March 2014 to March 2018, she served as the Chief Operating Officer of Huatai Financial Holdings Ltd. During March 2018 to December 2025, Ms Xue Lan held such positions respectively as the Chief Operating Officer at China Securities (International) Finance Holding Co., Ltd. and as Director of several of its subsidiaries, including but not limited to CSCI Insurance Broker Limited, CSCIF China Limited, CSCIF Hong Kong Limited, China Securities (International) Finance Company Limited, CSCIF Asia Limited (Bond Codes: CSCIF A N2508, N2406, N2504, N2604), China Securities City Development Equity Investment Asset Management (Shenzhen) Company Limited; and the Director and a Responsible Officer of China Securities (International) Brokerage Company Limited in respect of types 1 (dealing in securities), 2 (dealing in futures contracts), 4 (advising on securities), and 5 (advising on futures contracts) regulated activities under the Securities and Futures Ordinance; and a Responsible Officer of China Securities (International) Asset Management Co. Ltd in respect of types 1 (dealing in securities) and 9 (asset management) regulated activities under the Securities and Futures Ordinance. Ms Xue Lan holds licenses as a responsible officer registered with the Securities and Futures Commission of Hong Kong for types 1 (dealing in securities), 2 (dealing in futures contracts), 4 (advising on securities), 5 (advising on futures contracts), and 9 (asset management) regulated activities. Ms Xue Lan has extensive experience and knowledge in the financial sector. She was appointed as an Independent Non-Executive Director of the Company in March 2024.

Save as disclosed above, Ms Xue Lan did not hold directorships in any other listed public companies in the last three years and is not connected with any other Directors, senior management, substantial or controlling shareholders of the Company and does not have any interests in the Shares within the meaning of Part XV of the SFO.

Ms Xue Lan did not enter into any service contract with the Company except for an engagement letter with the Company pursuant to the Listing Rules, terms of which, *inter alia*, have a fixed term of two years and is subject to the rotational retirement requirements under the Articles of Association. Pursuant to the Company's standards on directors' remuneration and special allowances, Ms Xue Lan is entitled to receive a director's fee of HK$190,000, a remuneration to the member of remuneration committee of HK$30,000, and a meeting allowance of not more than HK$28,000 per year.

Save as disclosed above, there is no other information that needs to be brought to the attention of the Shareholders or disclosed pursuant to Rule 13.51(2) of the Listing Rules.

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 IS HEREBY GIVEN that the Annual 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 at 10:00 a.m. on Thursday, 18 June 2026 for the following purposes:

1. To receive and adopt the Audited Accounts of the Company and the Reports of the Directors and the auditor of the Company for the year ended 31 December 2025.

2. (i) To re-elect Mr Song Shuqing as Director of the Company ("Director");

   (ii) To re-elect Ms Chen Jingru as Director;

   (iii) To re-elect Ms Xue Lan as Director; and

   (iv) To authorise the board of director (the "Board") to fix the remuneration of Directors.

3. To re-appoint PKF Hong Kong Limited as the auditor of the Company and to authorise the Board to fix their remuneration.

As special business, to consider and, if thought fit, passing the following resolutions as Ordinary Resolutions:

4. "**THAT**:

   (i) subject to paragraph (iii) below, the exercise by the Directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional shares in the capital of the Company (including any sale or transfer of shares out of treasury that are held as treasury shares) and to make or grant offers, agreements and options, including warrants to subscribe for Shares, which might require the exercise of such powers be and is hereby generally and unconditionally approved;

   (ii) the approval in paragraph (i) above shall be in addition to any other authorisation given to the Directors of the Company and shall authorise the Directors of the Company during the Relevant Period to make or grant offers, agreements and options, including warrants to subscribe for Shares, which might require the exercise of such powers after the end of the Relevant Period;

(iii) the aggregate amount of Shares allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) by the Directors of the Company pursuant to the approval in paragraph (i) above, otherwise than pursuant to a Rights Issue (as hereinafter defined) or any issue of the Shares of the Company on the exercise of subscription rights attaching to any warrants of the Company or on the exercise of any options granted under the share option scheme of the Company or on the exercise of the conversion rights attaching to any convertible notes of the Company, shall not exceed 20 per cent of the Shares of the Company in issue (excluding treasury shares) as at the date of passing this resolution, and the said approval shall be limited accordingly; and

(iv) for the purposes of this Resolution:

"Relevant Period" means the period from the passing of this Resolution until whichever is the earliest of:

(a) the conclusion of the next annual general meeting of the Company;

(b) the expiration of the period within which the next annual general meeting of the Company is required by the applicable laws or the Articles of Association of the Company to be held; and

(c) the passing of an ordinary resolution of the Company in the general meeting revoking or varying the authority set out in this Resolution;

"Rights Issue" means an offer of Shares open for a period fixed by the Directors of the Company to holders of Shares whose names appear on the Register of Members of the Company on a fixed record date in proportion to their then holdings of such Shares (subject to such exclusions or other arrangements as the Directors of the Company may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of any recognised regulatory body or any stock exchange in, any territory applicable to the Company)."

5. "**THAT**:

(i) subject to paragraph (ii) below, the exercise by the Directors of the Company during the Relevant Period (as hereinafter defined) of all powers of the Company to repurchase issued Shares or any other rights to subscribe issued Shares of the Company in each case on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") or on any other stock exchange on which the securities of the Company may be listed and which is recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange for this purpose, subject to and in accordance with all applicable laws and/or the requirements of the Stock Exchange or of any other stock exchange as amended from time to time, be and is hereby generally and unconditionally approved;

(ii) the Shares of the Company which are authorised to be repurchased by the Directors of the Company pursuant to the approval in paragraph (i) above during the Relevant Period shall not exceed 10 per cent. of the issued Shares of the Company (excluding treasury shares) as at the date of passing this Resolution and the said approval shall be limited accordingly; and

(iii) for the purposes of this Resolution:

"Relevant Period" means the period from the passing of this Resolution until whichever is the earliest of:

(a) the conclusion of the next annual general meeting of the Company;

(b) the expiration of the period within which the next annual general meeting of the Company is required by any applicable laws or the Articles of Association of the Company to be held; and

(c) the passing of an ordinary resolution of the Company in the general meeting revoking or varying the authority set out in this Resolution."

6. "**THAT** conditional on the passing of the Resolution No. 5 set out in the notice of the Annual General Meeting at which this Resolution is considered, the general mandate granted to the Directors of the Company and for the time being in force to exercise the powers of the Company to allot, issue and deal with new Shares (including any sale or transfer of treasury shares) pursuant to the Resolution No. 4 set out in the said notice be and is hereby extended by the addition to the share capital of the Company which may be allotted or agreed (including any sale or transfer of treasury shares) conditionally or unconditionally to be allotted by the Directors of the Company pursuant to such general mandate of an amount representing the Shares of the Company repurchased by the Company under the authority granted pursuant to the said Resolution No. 5, provided that such extended amount shall not exceed 10 per cent of the issued Shares of the Company in issue (excluding treasury shares) as at the date of passing this Resolution."

7. Any other business.

By order of the Board
China Aerospace International Holdings Limited
Luo Yuxin
Company Secretary

Hong Kong, 13 May 2026

Notes:

1. Any Shareholder 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 needs 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 Company's share registrar, Tricor Investor Services Limited of 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 10:00 a.m., Tuesday, 16 June 2026.

3. To ensure Shareholders the right to attend and vote at the Annual General Meeting, the Register of Members of the Company will be closed and details of which are as follows:

Latest time for lodging transfers of shares and related documents for registration	:	4:30 p.m. on Friday, 12 June 2026
Closure of Register of Members	:	from Monday, 15 June 2026 to Thursday, 18 June 2026 (both days inclusive)
Record Date	:	Thursday, 18 June 2026

4. The Register of Members of the Company will be closed at the abovementioned periods. To ensure Shareholders the right to attend and vote at the Annual General Meeting, all transfer forms accompanied by the relevant share certificates must be lodged with the Company's share registrar, Tricor Investor Services Limited of 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration on or before 4:30 p.m., on Friday, 12 June 2026.