

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.



BOC AVIATION LIMITED
中銀航空租賃有限公司*

(Incorporated in the Republic of Singapore with limited liability)

Stock code: 2588

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 31 MAY 2017
AND
RETIREMENT OF DIRECTOR**

POLL RESULTS OF THE ANNUAL GENERAL MEETING

At the annual general meeting (the “AGM”) of BOC Aviation Limited (the “Company”) held on 31 May 2017, all the proposed resolutions as set out in the notice of the AGM dated 26 April 2017 (the “Notice”) were taken by poll. Terms defined in the Notice shall have the same meanings in this announcement.

The poll results are as follows:

Ordinary Resolutions [#]		Number of Votes (Percentage of Total Number of Votes Cast) [*]		Passed by Shareholders
		For	Against	
1.	To receive and adopt the audited consolidated financial statements for the year ended 31 December 2016 together with the Directors’ statement and the Auditor’s report.	596,169,132 (99.999933%)	400 (0.000067%)	Yes
2.	To declare a final dividend of US\$0.119 per share for the year ended 31 December 2016.	596,169,132 (99.999933%)	400 (0.000067%)	Yes
3(a).	To re-elect CHEN Siqing as a Director.	593,288,766 (99.516787%)	2,880,766 (0.483213%)	Yes
3(b).	To re-elect Robert James MARTIN as a Director.	595,438,766 (99.877423%)	730,766 (0.122577%)	Yes

Ordinary Resolutions [#]		Number of Votes (Percentage of Total Number of Votes Cast) [*]		Passed by Shareholders
		For	Against	
3(c).	To re-elect GAO Zhaogang as a Director.	595,148,066 (99.828662%)	1,021,466 (0.171338%)	Yes
3(d).	To re-elect LIU Chenggang as a Director.	594,172,666 (99.665051%)	1,996,866 (0.334949%)	Yes
3(e).	To re-elect FU Shula as a Director.	595,810,466 (99.939771%)	359,066 (0.060229%)	Yes
3(f).	To re-elect YEUNG Yin Bernard as a Director.	595,810,466 (99.939771%)	359,066 (0.060229%)	Yes
4.	To authorize the Board of Directors to fix the Directors' remuneration for the year ending 31 December 2017.	595,225,132 (99.841589%)	944,400 (0.158411%)	Yes
5.	To re-appoint Messrs. Ernst & Young LLP as Auditor and to authorize the Directors to fix their remuneration for the year ending 31 December 2017.	596,061,832 (99.981935%)	107,700 (0.018065%)	Yes
6.	To grant a general mandate to the Directors to repurchase shares in the Company not exceeding 10% of the total number of the existing shares in the Company in issue.	596,156,232 (99.997769%)	13,300 (0.002231%)	Yes
7.	To grant a general mandate to the Directors to issue, allot and deal with shares in the Company not exceeding 20% of the total number of the existing shares in the Company in issue.	558,063,021 (93.608108%)	38,106,511 (6.391892%)	Yes
8.	To extend the general mandate granted to the Directors to issue, allot and deal with shares by the number of shares repurchased.	563,581,509 (94.533956%)	32,586,823 (5.466044%)	Yes
9.	To grant a general mandate to the Directors to purchase new aircraft from Airbus S.A.S. and The Boeing Company.	592,057,469 (99.310453%)	4,110,863 (0.689547%)	Yes

[#] The full text of the resolutions are set out in the Notice

^{*} All percentages rounded to 6 decimal places.

Notes:

- (1) Number of Shares in issue and number of Shares in respect of which the holders are entitled to attend and vote on the proposed resolutions at the AGM: 694,010,334 Shares.
- (2) Number of Shares in respect of which the holders are entitled to attend but are required to abstain from voting in favour of the resolutions set out in Rule 13.40 of the Listing Rules: Nil.
- (3) Number of Shares in respect of which the holders are required under the Listing Rules to abstain from voting at the AGM: Nil.
- (4) No Shareholder has stated its intention in the Circular to vote against or to abstain from voting on any of the proposed resolutions at the AGM.
- (5) The scrutineer for the poll at the AGM was Computershare Hong Kong Investor Services Limited, the Company's share registrar in Hong Kong.

RETIREMENT OF DIRECTOR

The Company announces that Mr. Wang Genshan, an Executive Director of the Company, retired from the board of Directors of the Company (the “**Board**”) after the conclusion of the AGM.

The Company wishes to express its appreciation for Mr. Wang Genshan's invaluable contributions during his tenure of office. Mr. Wang Genshan has confirmed that he has no disagreement with the Board and there is no matter which needs to be brought to the attention of the shareholders of the Company in respect of his retirement.

By Order of the Board
BOC Aviation Limited
Chan, Victor Sun Ho
Company Secretary

Hong Kong, 31 May 2017

Following the conclusion of the AGM, the Board of Directors of the Company comprises Mr. Chen Siqing as Chairman and Non-executive Director, Mr. Robert James Martin as Executive Director, Mr. Gao Zhaogang, Mr. Li Mang, Mr. Liu Chenggang and Ms. Zhu Lin as Non-executive Directors and Mr. Dai Deming, Mr. Fu Shula, Mr. Antony Nigel Tyler and Dr. Yeung Yin Bernard as Independent Non-executive Directors.

* *For identification purpose only*