
The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this document, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this document.

Hong Kong Aircraft Engineering Company Limited
(Incorporated in Hong Kong with limited liability)
(Stock Code: 44)

Notice of Extraordinary General Meeting

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of the shareholders of Hong Kong Aircraft Engineering Company Limited will be held at the Pacific Place Conference Centre, Level 5, One Pacific Place, 88 Queensway, Hong Kong on Friday, 9th December 2005 at 11:00 a.m. for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolution as an ordinary resolution:

ORDINARY RESOLUTION

THAT:

1. the entering into of the HAECO Service Agreement by the Company, the entering into of the TAECO Service Agreement and the TAECO Line Maintenance Agreement by TAECO (copies of which agreements have been produced to the meeting marked "A", "B" and "C" respectively and signed by the chairman of the meeting for the purpose of identification), the Transactions and the Annual Caps set out below be and are hereby approved (terms defined in the circular to shareholders of the Company dated 22nd November 2005 having the same meanings when used in this resolution):

For the year ending 31st December:

(HK\$ million)	<u>2006</u>	<u>2007</u>
HAECO Services	1,155	1,234
TAECO Main and LM Services	350	394

By order of the Board
Margaret Yu
Secretary

Hong Kong, 22nd November 2005

Notes:

1. Any member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him. A proxy need not be a member of the Company.
2. All proxies must be deposited with the Registrars, Computershare Hong Kong Investor Services Limited, 46th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong, not less than 48 hours before the time appointed for the meeting or any adjourned meeting thereof.
3. The vote at the Extraordinary General Meeting will be taken by poll.
4. As at the date of this notice, the Directors of the Company are:
Executive Directors: D.M. Turnbull (Chairman), J.C.G. Bremridge, P.K. Chan, J.R. Gibson, M. Hayman;
Non-Executive Directors: D.G. Cridland, D.C.Y. Ho, P.A. Johansen, A.N. Tyler; and
Independent Non-Executive Directors: R.E. Adams, J.S. Dickson Leach, and L.K.K. Leong.
5. The circular to shareholders is also available on the Company's website: <http://www.haeco.com>.

(Please refer to the published version of this notice in The Standard.)