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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)

**ANNOUNCEMENT
COMPLETION OF SUBSCRIPTION OF A SHARES**

Reference is made to the announcement of Air China Limited (the “**Company**”) dated 12 March 2010, in relation to the issuance of new A Shares and new H Shares under specific mandates and the circular dated 15 March 2010 (the “**Circular**”). Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

IMPORTANT NOTE:

The Company is pleased to announce the following results of the A Share Issue:

1. Number of shares issued and issue price

Type of shares:	RMB ordinary shares (A Shares)
Number of shares issued:	483,592,400 A Shares
Issue price:	RMB11.58 per Share
Total proceeds:	RMB5,599,999,992
Net proceeds:	RMB5,536,436,399.73

2. Number of shares subscribed and lock-up period

No.	Placee	Number of shares subscribed (shares)	Subscription amount (RMB)	Lock-up period (months)
1	CNAHC	129,533,679	1,500,000,002.82	36
2	China National Aviation Fuel Group Corporation	86,300,000	999,354,000.00	12
3	New China Life Insurance Co., Ltd	65,600,000	759,648,000.00	12
4	PICC Asset Management Company Limited	56,158,721	650,317,989.18	12
5	Youngor Group Co., Ltd.	50,000,000	579,000,000.00	12
6	Guo Hua Life Insurance Co., Ltd	48,000,000	555,840,000.00	12
7	Guo Dian Capital Holding Co., Ltd	48,000,000	555,840,000.00	12
	Total	483,592,400	5,599,999,992.00	-

Among the placees above, CNAHC is the Controlling Shareholder of the Company. After the A Share Issue, CNAHC will hold directly and indirectly 6,477,935,166 Shares, representing 50.87% of the total issued share capital of the Company, and CNAHC will remain the Controlling Shareholder of the Company. All the other placees are independent of the Company within the meaning of the Listing Rules.

3. Expected listing date

On 12 November 2010, the procedures for registration of the non-public issued new A Shares with the Shanghai Branch of China Securities Depository & Clearing Co. Ltd. (中國證券登記結算有限責任公司) were completed. The shares subscribed by CNAHC are subject to a lockup period of 36 months from the completion date of the issue and are expected to be listed on 12 November 2013. Those shares subscribed by other investors are subject to a lockup period of 12 months from the completion date of the issue and are expected to be listed on 14 November 2011 (extended to the next trading day 14 November 2011 as 12 November 2011 is a Saturday).

4. Transfer of Assets

The issued Shares were subscribed by placees in cash and did not involve any transfer of assets.

5. Changes in the top ten Shareholders of the Company before and after the A Share Issue

(1) Top ten Shareholders of the Company before the A Share Issue

Top ten Shareholders of the Company before the A Share Issue (as at 3 November 2010, being the day prior to the date of the issue)

No.	Name of Shareholder	Number of Shares held	Percentage of Shareholding	Type
1	CNAHC	4,949,066,567	40.40%	A Shares (not subject to trading moratorium)
2	Cathay Pacific	2,360,945,455	19.27%	H Shares (not subject to trading moratorium)
3	HKSCC NOMINEES LIMITED	1,950,858,684 <i>Note 1</i>	15.92%	H Shares (not subject to trading moratorium)
4	CNACG	1,399,334,920	11.42%	<i>Note 2</i>
5	Sinotrans Air Transportation Development Co., Ltd	78,000,000	0.64%	A Shares (not subject to trading moratorium)
6	Bank of China – Dacheng Blue Chip Steady Securities Investment Fund	29,000,000	0.24%	A Shares (not subject to trading moratorium)
7	The Industrial and Commercial Bank of China – Boshi Selective Shares Securities Investment Fund	25,999,781	0.21%	A Shares (not subject to trading moratorium)
8	The Industrial and Commercial Bank of China – Huitianfu Universal Balanced Growth Stock Investment Fund	25,599,874	0.21%	A Shares (not subject to trading moratorium)
9	Agricultural Bank of China – Changshengtongde Subject Growth Stock Investment Fund	25,062,954	0.20%	A Shares (not subject to trading moratorium)
10	Bank of Communication – Rongtong Industry Prosperous Securities Investment Fund	24,299,806	0.20%	A Shares (not subject to trading moratorium)

Note 1: HKSCC NOMINEES LIMITED is a subsidiary of Hong Kong Exchanges and Clearing Limited and its main business is acting as nominee for other corporate shareholders or individual shareholders. The 1,950,858,684 H Shares it held in the Company did not include the 66,852,000 H Shares which HKSCC NOMINEES LIMITED held as nominee for CNACG.

Note 2: CNACG held 1,399,334,920 Shares, among which, 1,332,482,920 Shares were A Shares not subject to trading moratorium and 66,852,000 Shares were H Shares not subject to trading moratorium.

(2) Top ten Shareholders of the Company after the A Share Issue

As at 12 November 2010, the top ten Shareholders of the Company upon completion of registration of the new A Shares issued pursuant to the A Share Issue were as follows:

No.	Name of Shareholder	Number of Shares held	Percentage of Shareholding	Type
1	CNAHC	5,078,600,246	39.88%	<i>Note 1</i>
2	Cathay Pacific	2,360,945,455	18.54%	H Shares (not subject to trading moratorium)
3	HKSCC NOMINEES LIMITED	1,950,932,684 <i>Note 2</i>	15.32%	H Shares (not subject to trading moratorium)
4	CNACG	1,399,334,920	10.99%	<i>Note 3</i>
5	China National Aviation Fuel Group Corporation	86,300,000	0.68%	A Shares (subject to trading moratorium)
6	Sinotrans Air Transportation Development Co., Ltd	75,800,000	0.60%	A Shares (not subject to trading moratorium)
7	New China Life Insurance Co., Ltd	65,600,000	0.52%	A Shares (subject to trading moratorium)
8	Youngor Group Co., Ltd	50,000,000	0.39%	A Shares (subject to trading moratorium)
9	Guo Dian Capital Holding Co., Ltd	48,000,000	0.38%	A Shares (subject to trading moratorium)
10	Guo Hua Life Insurance Co., Ltd	48,000,000	0.38%	A Shares (subject to trading moratorium)

Note 1: CNAHC has undertaken not to transfer the subscribed 129,533,679 Shares within 36 months from the completion date of the issue. Such Shares are A Shares subject to trading moratorium, and the remaining 4,949,066,567 Shares are A Shares not subject to trading moratorium.

Note 2: The 1,950,932,684 H Shares held by HKSCC NOMINEES LIMITED in the Company did not include the 66,852,000 Shares which HKSCC NOMINEES LIMITED held as nominee for CNACG.

Note 3: CNACG held 1,399,334,920 Shares, among which, 1,332,482,920 Shares were A Shares not subject to trading moratorium and 66,852,000 Shares were H Shares not subject to trading moratorium.

The issue did not result in the change in the control of the Company.

6. Intermediaries

Sponsor (lead underwriter): CITIC Securities Co., Ltd.

By order of the Board
Air China Limited
Huang Bin **Tam Shuit Mui**
Joint Company Secretaries

Beijing, the PRC, 24 November 2010

As at the date of this announcement, the Directors of the Company are Mr. Kong Dong, 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. Jia Kang, Mr. Fu Yang*, Mr. Han Fangming* and Mr. Li Shuang*.*

* *Independent non-executive Director of the Company*