

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.



中國東方航空股份有限公司
CHINA EASTERN AIRLINES CORPORATION LIMITED

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock code: 00670)

ANNOUNCEMENT
PROPOSED AMENDMENTS TO
(1) THE ARTICLES OF ASSOCIATION; AND
(2) THE RULES FOR PROCEDURES FOR
GENERAL MEETINGS

China Eastern Airlines Corporation Limited (the “**Company**”) has convened the 2023 first regular meeting of the board of directors on 13 January 2023 to consider and approve the resolution regarding the delisting of the American depository shares of the Company. The Company has been steadily and orderly promoting the delisting related work. Upon such delisting takes effect, the relevant content regarding the American depository shares in the Company’s articles of association (the “**Articles of Association**”) and the rules for procedures for general meetings (the “**Rules for Procedures for General Meetings**”) shall be adjusted accordingly.

In view of the above and in accordance with the relevant provisions of laws and regulations such as the Company Law of the People’s Republic of China, Rules for General Meetings of Listed Companies, the Rules Governing the Listing of Stocks on Shanghai Stock Exchange and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, based on the actual circumstances of the Company, the Company proposes to revise the Articles of Association and the Rules for Procedures for General Meetings. The Company has convened the 2023 second regular meeting of the board of directors on 30 March 2023 to consider and approve the relevant resolution. The full texts of the proposed amendments to the Articles of Association and the Rules for Procedures for General Meetings are set out below.

The resolution regarding the amendments to certain provisions of the Articles of Association and the Rules for Procedures for General Meetings is still subject to consideration at the general meeting of the Company.

By order of the Board
CHINA EASTERN AIRLINES CORPORATION LIMITED
Wang Jian
Company Secretary
Shanghai, the People's Republic of China
30 March 2023

As at the date of this announcement, the directors of the Company include Li Yangmin (Vice Chairman, President), Tang Bing (Director), Lin Wanli (Director), Cai Hongping (Independent non-executive Director), Dong Xuebo (Independent non-executive Director), Sun Zheng (Independent non-executive Director), Lu Xiongwen (Independent non-executive Director) and Jiang Jiang (Employee Representative Director).

Articles of Association

No.	Existing Articles	Revised Articles
1	<p>Article 20 Domestic-Invested Shares issued by the Company shall be called “A Shares”. Overseas-Listed Foreign-Invested Shares issued by the Company and listed in Hong Kong shall be called “H Shares”. H Shares are shares which have been admitted for listing on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”), the par value of which is denominated in Renminbi and which are subscribed for and traded in Hong Kong dollars. H Shares can also be listed on a stock exchange in the United States of America in the form of American depositary receipts.</p>	<p>Article 20 Domestic-Invested Shares issued by the Company shall be called “A Shares”. Overseas-Listed Foreign-Invested Shares issued by the Company and listed in Hong Kong shall be called “H Shares”. H Shares are shares which have been admitted for listing on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”), the par value of which is denominated in Renminbi and which are subscribed for and traded in Hong Kong dollars. H Shares can also be listed on a stock exchange in the United States of America in the form of American depositary receipts.</p>
2	<p>Article 44 No changes in the shareholders’ register due to the transfer of shares may be made within thirty (30) days before the date of a Shareholders’ general meeting or within five (5) days before the record date for the Company’s distribution of dividends.</p>	<p>Article 44 <u>Where laws, administrative regulations, other normative documents and relevant stock exchanges or regulatory authorities in the places where the Company’s shares are listed have provisions on the period of closure of register of members before convening the Shareholders’ general meeting or the record date for determining the distribution of dividends of the Company, such provisions shall prevail.</u></p>

Articles of Association

No.	Existing Articles	Revised Articles
3	<p>Article 62 When the company convenes a Shareholders’ general meeting, written notice of the meeting shall be given forty five (45) days before the date of the meeting to notify all of the shareholders in the share register of the matters to be considered and the date and the place of the meeting. A shareholder who intends to attend the meeting shall deliver his written reply concerning the attendance of the meeting to the Company twenty (20) days before the date of the meeting.</p>	<p>Article 62 <u>When the Company convenes an annual general meeting, written notice of the meeting shall be given to Shareholders who are entitled to attend this general meeting at least twenty (20) days before the date of the meeting. When the Company convenes an extraordinary general meeting, written notice of the meeting shall be given to Shareholders who are entitled to attend this general meeting at least fifteen (15) days before the date of the meeting.</u></p> <p><u>Where laws, administrative regulations, departmental rules and the authorities in charge of the securities or stock exchanges in the places where the Company’s shares are listed provide otherwise, such provisions shall prevail.</u></p>
4	<p>Article 64 The Company shall, based on the written replies received twenty (20) days before the date of the Shareholders’ general meeting from the shareholders, calculate the number of voting shares represented by the shareholders who intend to attend the meeting. If the number of voting shares represented by the shareholders who intend to attend the meeting reaches one half or more of the Company’s total voting shares, the Company may hold the meeting; if not, then the Company shall within five (5) days notify the shareholders again by public notice of the matters to be considered, the place and date for, the meeting. The Company may then hold the meeting after such publication of notice.</p> <p>A shareholders’ extraordinary general meeting shall not decide on any matter not stated in the notice of meeting.</p>	<p>Article 64 <u>A</u> shareholders’ extraordinary general meeting shall not decide on any matter not stated in the notice of meeting.</p>

Articles of Association

No.	Existing Articles	Revised Articles
5	<p>Article 66 Notice of Shareholders’ general meeting shall be served on the shareholders (whether or not entitled to vote at the meeting), by delivery or prepaid airmail to their addresses as shown in the register of shareholders. For the holders of Foreign-Invested Shares, such notice of meeting may be issued by way of publishing such notice on the Company’s website. For the holders of Domestic-Invested Shares, such notice of meeting may be issued by way of public notice.</p> <p>The public notice referred to in the preceding paragraph shall be published in one or more newspapers designated by the securities governing authority of the State Council within the interval between forty-five (45) days and fifty (50) days before the date of the meeting; after the publication of notice, the holders of Domestic-Invested Shares shall be deemed to have received the notice of the relevant Shareholders’ general meeting.</p>	<p>Article 66 Notice of Shareholders’ general meeting shall be served on the shareholders (whether or not entitled to vote at the meeting), <u>by any means permitted by stock exchanges in the places where the Company’s shares are listed (including but not limited to, by delivery, mail, email, facsimile, announcement or publishment on the website of the Company or stock exchanges in the places where the Company’s shares are listed).</u> If the notice of Shareholders’ general meeting is sent by delivery or prepaid airmail, <u>the address of the recipient shall be based on the address as shown in the register of shareholders.</u> For the holders of Foreign-Invested Shares, such notice of meeting may be issued by way of publishing such notice on the Company’s website. For the holders of Domestic-Invested Shares, such notice of meeting may be issued by way of public notice.</p> <p>The public notice referred to in the preceding paragraph shall be published <u>on the website of stock exchanges in the places where the Company’s shares are listed and</u> in one or more newspapers designated by the securities governing authority of the State Council within the interval between forty-five (45) days and fifty (50) days before the date of the meeting; after the publication of notice, the holders of Domestic-Invested Shares shall be deemed to have received the notice of the relevant Shareholders’ general meeting.</p>

Articles of Association

No.	Existing Articles	Revised Articles
6	<p>Article 94 Written notice of a class meeting shall be given forty-five (45) days before the date of the class meeting to notify all of the shareholders in the share register of the class of the matters to be considered, the date and the place of the class meeting. A shareholder who intends to attend the class meeting shall deliver his written reply concerning attendance at the class meeting to the Company twenty (20) days before the date of the class meeting.</p> <p>If the number of shares carrying voting rights at the meeting represented by the shareholders who intend to attend the class meeting reaches more than one half of the voting shares at the class meeting, the Company may hold the class meeting; if not, the Company shall within five (5) days notify the shareholders again by public notice of the matters to be considered, the date and the place for the class meeting. The Company may then hold the class meeting after such publication of notice.</p>	<p>Article 94 Written notice of a class meeting shall be given <u>in accordance with the requirement regarding the notice period for a Shareholders' general meeting herein</u> to notify all of the shareholders in the share register of the class of the matters to be considered, the date and the place of the class meeting.</p> <p><u>Where regulatory rules in the places where the Company's shares are listed provide specially, such provisions shall prevail.</u></p>
7	<p>Article 156 The Company shall implement an internal auditing system, and establish an internal auditing organization or provide internal auditing personnel to undertake the internal auditing and supervision over the Company's income and expenses and other economic activities under the leadership of the supervisory committee.</p>	<p>Article 156—The Company shall implement an internal auditing system, and establish an internal auditing organization or provide internal auditing personnel to undertake the internal auditing and supervision over the Company's income and expenses and other economic activities under the leadership of the supervisory committee.</p>

Note: After deleting certain articles, the subsequent articles shall be re-numbered.

RULES FOR PROCEDURES FOR GENERAL MEETINGS

No.	Existing Articles	Revised Articles
1	<p>Article 19 When the Company convenes a Shareholders' general meeting, the board of directors, the supervisory committee and shareholders individually or jointly holding 3% or more of the total shares of the Company are entitled to propose resolutions to the Company.</p> <p>Shareholder(s) either individually or jointly holding 3% or more of the Company's issued and outstanding voting shares may propose extraordinary resolutions and submit the same in writing to the convener prior to the holding of the Shareholders' general meeting. However, subject to the requirement of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the Company shall issue supplemental circular of the new extraordinary resolutions and the relevant materials to the Shareholders not less than 14 business days before the date of holding the general meeting, therefore, the time for the proposing Shareholders to propose new extraordinary resolutions shall not be later than such time limit for issuing the supplemental circular to the Shareholders and shall consider and provide the Company reasonable time to prepare and despatch the supplemental circular.</p>	<p>Article 19 When the Company convenes a Shareholders' general meeting, the board of directors, the supervisory committee and shareholders individually or jointly holding 3% or more of the total shares of the Company are entitled to propose resolutions to the Company.</p> <p>Shareholder(s) either individually or jointly holding 3% or more of the Company's issued and outstanding voting shares may propose extraordinary resolutions and submit the same in writing to the convener <u>ten (10) days</u> prior to the holding of the Shareholders' general meeting. <u>The convener shall, within two (2) days after the receipt of such extraordinary resolutions, issue a supplemental notice of the Shareholders' general meeting, announce the contents of such extraordinary resolutions and submit the same to the Shareholders' general meeting for consideration. Where rules of stock exchanges in the places where the Company is listed provide otherwise, such provisions shall be complied as well. The time for the proposing Shareholders to propose new extraordinary resolutions shall not be later than such time limit for issuing the supplemental notice to the Shareholders and shall consider and provide the Company with reasonable time to prepare and despatch the supplemental notice.</u></p>

RULES FOR PROCEDURES FOR GENERAL MEETINGS

No.	Existing Articles	Revised Articles
	<p>The aforesaid proposed resolutions shall be reviewed by the Company's board of directors and shall be included in the agenda of such meeting if the matters fall within the scope of terms of reference of the Shareholders' general meeting. The convener shall announce the content of the extraordinary resolutions by issuing a supplemental notice of the general meeting upon receipt of the proposed resolutions as soon as possible. If the board of directors considers that the content of the proposed resolutions do not fall within the scope of terms of reference of the general meeting, explanation and description shall be given at such general meeting, which, together with the content of such proposed resolutions and explanation of the board of directors, shall be published along with the resolutions of the general meeting in announcement after the conclusion of the meeting.</p> <p>No voting may take place and no resolutions may be made at the Shareholders' general meeting on proposals which are not set out in the notice of general meeting or do not meet the requirements of Article 21 hereof.</p>	<p>The aforesaid proposed resolutions shall be reviewed by the Company's board of directors and shall be included in the agenda of such meeting if the matters fall within the scope of terms of reference of the Shareholders' general meeting. The convener shall announce the content of the extraordinary resolutions by issuing a supplemental notice of the general meeting upon receipt of the proposed resolutions as soon as possible. If the board of directors considers that the content of the proposed resolutions do not fall within the scope of terms of reference of the general meeting, explanation and description shall be given at such general meeting, which, together with the content of such proposed resolutions and explanation of the board of directors, shall be published along with the resolutions of the general meeting in announcement after the conclusion of the meeting.</p> <p><u>Except as prescribed in the preceding paragraph, the convener, after issuing the notice of the Shareholders' general meeting, shall neither revise the resolutions stated in the notice of the Shareholders' general meeting nor add new resolutions.</u></p> <p>No voting may take place and no resolutions may be made at the Shareholders' general meeting on proposals which are not set out in the notice of general meeting or do not meet the requirements of Article 23 hereof.</p>

RULES FOR PROCEDURES FOR GENERAL MEETINGS

No.	Existing Articles	Revised Articles
2	<p>Article 20 When the company convenes a Shareholders’ general meeting, the Board shall notify all of the shareholders of the Company in the share register as at the record date forty five (45) days before the date of the meeting (the day on which the Shareholders’ general meeting is convened by the Company shall be excluded when calculating the time limits). Holders of A shares shall be notified by announcement, and holders of H shares shall be notified in writing or in other forms stipulated in the articles of association of the Company. The notice of a class meeting shall only be given the shareholders who have the right to vote at the meeting.</p>	<p>Article 20 When the Company convenes <u>an annual general meeting, written notice of the meeting shall be given to Shareholders who are entitled to attend this general meeting at least twenty (20) days before the date of the meeting. When the Company convenes an extraordinary general meeting, written notice of the meeting shall be given to Shareholders who are entitled to attend this general meeting at least fifteen (15) days before the date of the meeting.</u> Holders of A shares shall be notified by announcement, and holders of H shares shall be notified in writing or in other forms stipulated in the articles of association of the Company. The notice of a class meeting shall only be given the shareholders who have the right to vote at the meeting.</p> <p><u>Where laws, administrative regulations, departmental rules and the authorities in charge of the securities or stock exchanges in the places where the Company’s shares are listed provide otherwise, such provisions shall prevail.</u></p>
3	<p>Article 34 The Board, after issuing the notice of meetings, shall not propose new resolutions regarding matters not stated in the notice of meetings, and the revision on the original resolutions shall be announced fifteen (15) days before the date of meetings. Otherwise, the date of meetings shall be postponed to ensure that there is at least a fifteen (15)-day interval.</p>	<p>Article 34 The Board, after issuing the notice of meetings, shall not propose new resolutions regarding matters not stated in the notice of meetings, and the revision on the original resolutions shall be announced fifteen (15) days before the date of meetings. Otherwise, the date of meetings shall be postponed to ensure that there is at least a fifteen (15)-day interval.</p>

Note: After deleting certain articles, the subsequent articles shall be re-numbered.