
NOTICE OF ANNUAL GENERAL MEETING

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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)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 2025 annual general meeting (the “**AGM**”) of China Eastern Airlines Corporation Limited (the “**Company**”) will be held at Eastern Air Hotel, No. 99 Konggang Third Road, Changning District, Shanghai (上海市長寧區空港三路99號東航大酒店) at 2:00 p.m. on Thursday, 28 May 2026, or any adjournment thereof, for the purpose of considering, and if thought fit, passing, with or without modifications, the following resolutions:

1. Ordinary Resolution: “**THAT**, to consider and approve the report of the board of directors of the Company for the year 2025.”
2. Ordinary Resolution: “**THAT**, to consider and approve the financial reports of the Company for the year 2025.”
3. Ordinary Resolution: “**THAT**, to consider and approve the Company’s profit distribution proposal for the year 2025.” *(Note 1)*
4. Ordinary Resolution: “**THAT**, to consider and approve the resolution in relation to the appointment of the Company’s PRC domestic and international auditors for financial reporting and the auditors for internal control for the year 2026.” *(Note 2)*

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5. Special Resolution: “**THAT**, to consider and approve the resolution on granting of a general mandate to the board of directors to issue bonds:

Details of the general mandate to be granted to the board of directors to issue bonds of the Company, which is to be submitted to the AGM for consideration, are as follows:

Agreed the board of directors to issue debt financing instruments in one or multiple tranches within the limits of bonds issuable under the requirements of applicable laws, upon obtaining general and unconditional mandate from the general meeting:

- (a) Type of debt financing instruments: debt financing instruments include but are not limited to corporate bonds, super short-term commercial papers, short-term commercial papers, medium-term notes, bonds denominated in offshore Renminbi or US Dollars or other currencies, asset-backed securities, enterprise bonds, perpetual bonds or other onshore and offshore debt financing instruments issuable upon approval by or filing with the China Securities Regulatory Commission, Securities Association of China and other relevant authorities in accordance with relevant regulations. However, bonds issued and/or debt financing instruments adopted under this mandate shall not include bonds that are convertible to shares of the Company.
- (b) Issuer: the Company and/or its wholly-owned or controlled subsidiaries. The actual issuer shall be determined by the board of directors according to the needs of issuance.
- (c) Issuance size: the amount of debt financing instruments permitted to be issued under this mandate shall fall within the outstanding balance available for issuance of such type of instruments under the requirements of applicable laws. The actual issuance size shall be determined by the board of directors according to funding requirements and market conditions.

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- (d) Term and type: save for perpetual bonds, not more than 15 years and may have single or multiple maturities. The actual term and issuance size of each type of the debt financing instruments shall be determined by the board of directors according to relevant requirements and market conditions.
- (e) Use of proceeds: the proceeds raised from the issuance are expected to be used in ways which are in accordance with the requirements of laws and regulations, such as to fund the production and operation needs of the Company, to adjust the debt structure, to supplement working capital and/or to make project investment. The actual use of proceeds shall be determined by the board of directors according to funding requirements.
- (f) Effective period of the mandate: one year from the date of approving this resolution at the general meeting of the Company.

Where the board of directors and/or its authorised representatives have, during the effective period of the mandate, decided the issuance, and provided that the Company has also, during the effective period of the mandate, obtained the approval or permission from or registration with regulatory authorities on the issuance, the Company may, during the effective period of such approval, permission or registration, complete the issuance.

- (g) Guarantees and other arrangements: the guarantees and other credit enhancement arrangements shall be determined based on the features of the onshore and offshore debt financing instruments and the issuance needs in accordance with the laws.
- (h) Target subscribers and arrangements on placement to shareholders of the Company: the target subscribers shall be the investors who meet the conditions for subscription in accordance with the requirements of laws and regulations. The specific target subscribers shall be determined in accordance with relevant laws, the market conditions and other specific matters related to the issuance.

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(i) Authorisation to the board of directors

The board of directors proposes to the general meeting to grant the general and unconditional mandate to the board of directors for the following purposes, after taking into account of the specific requirements of the Company and other market conditions:

- (i) to confirm the issuer, type, actual type, actual terms and conditions and other matters in relation to the issuance, including but not limited to the actual issuance size, actual aggregate amount, currency, issuance price, interest rate or methods of determining interest rate, issuance place, timing of issuance, term, whether to issue on multi-tranche issuances, number of tranches of issuance, whether to incorporate terms of repurchase or redemption, rating arrangement, guarantees and other arrangements, term of repayment of principal and payment of interest, use of proceeds and underwriting arrangement, etc.
- (ii) to undertake actions and procedures necessary and ancillary to each issuance, including but not limited to the engagement of intermediary agencies to deal with procedures such as applying approval from, registering and filing with relevant regulatory authorities relating to the issuance on behalf of the Company, signing all legal documents necessary and relating to the issuance, and handling other matters such as issuance, repayment of principal and payment of interest during the duration and trading and circulation.
- (iii) to approve, confirm and ratify the aforementioned actions and procedures given that the Company has taken any of the actions and procedures in respect of any issuance.
- (iv) to make relevant adjustments to matters relating to actual proposal for issuance within the scope of the mandate granted to the board of directors according to the advice of regulatory authorities or the then prevailing market conditions in the event of changes in the issuance policy of regulatory authorities or market conditions, unless re-approval at the general meeting of the Company is otherwise required pursuant to the relevant laws, regulations and the Articles of Association of China Eastern Airlines Corporation Limited.

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- (v) to decide and deal with matters relating to the listing of issued debt financing instruments upon the completion of issuance.
 - (vi) to approve, sign and dispatch announcements and circulars relating to the issuance to disclose relevant information according to the applicable regulatory rules at the places of listing of the Company.
 - (vii) to adjust the currency structure and interest rate structure of bonds within the duration of the bonds according to market conditions.
 - (viii) to assign the aforementioned mandate to other candidates whom the board of directors finds appropriate.”
6. Special Resolution: “**THAT**, to consider and approve the resolution on granting of a general mandate to the board of directors to issue shares:

Details of the general mandate to be granted to the board of directors to issue shares of the Company, which is to be submitted to the AGM for consideration, are as follows:

- (a) Subject to the conditions set out in item (b) below, to grant a general mandate to the board of directors during the Relevant Period (as defined below) to, having regard to market conditions and the needs of the Company, resolve to issue additional H shares of the Company (including convertible bonds), and to resolve, or to delegate authority to resolve, on such matters which might require the exercise of such mandate (including authorising the board of directors, during the Relevant Period, to resolve, or to delegate authority to resolve, on such matters which might require the exercise of such mandate after the expiry of the Relevant Period).
- (b) The underlying H shares (including convertible bonds) which the general meeting authorises the board of directors to allot, issue and deal with shall not exceed 20% of the total issued share capital. The discount of the trading price shall not exceed 20% of the benchmarked price as stipulated in the Listing Rules of the Hong Kong Stock Exchange.

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- (c) To authorise the board of directors, when exercising the aforesaid general mandate, to formulate and implement specific issuance plans, including but not limited to:
 - (i) the class and number of shares to be issued;
 - (ii) the pricing method and/or issuance price (including any price range);
 - (iii) target subscribers;
 - (iv) the commencement and termination dates of the issuance;
 - (v) the specific use of proceeds;
 - (vi) the power to resolve, or to delegate authority to resolve, on such matters which might require the exercise of such mandate;
 - (vii) any other matters which are required to be included in a specific issuance plan pursuant to relevant laws, regulations, other normative documents, and the requirements of the relevant regulatory authorities and stock exchange of the places of listing of the Company.

- (d) To authorise the board of directors to approve and execute all acts, documents, and other related matters necessary for, or in connection with, the issuance, including but not limited to the execution of subscription agreements and underwriting agreements, etc. relating to the issuance on behalf of the Company.

- (e) To authorise the board of directors to consider, approve, and execute on behalf of the Company the statutory documents required to be submitted to the relevant regulatory authorities in connection with the issuance, to complete the relevant approval procedures in accordance with the requirements of regulatory authorities and the Company's places of listing, and to handle all necessary archiving, registration, and filing procedures with the relevant government authorities in Hong Kong and/or any other relevant regions and jurisdictions (as applicable).

- (f) To authorise the board of directors to make such amendments to the agreements and statutory documents referred to in items (d) and (e) above as may be required by the domestic and overseas regulatory authorities.

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- (g) To authorise the board of directors to approve the increase of the Company's registered capital following the issuance of new shares, to make appropriate and necessary amendments to the Articles of Association of China Eastern Airlines Corporation Limited in respect of the total share capital, shareholding structure, and other related matters, to complete the statutory approval, registration, and filing procedures domestically and abroad, and to take any other necessary actions and handle any necessary formalities to implement the share issuance and the increase of the Company's registered capital pursuant to this resolution.
- (h) To authorise the board of directors, subject to obtaining the aforesaid mandate and unless otherwise required by laws and regulations, to sub-delegate the aforesaid mandate to authorised representatives of the board of directors to jointly or severally sign, execute, amend, complete, and deliver all agreements, contracts, and documents in relation to the issuance of shares under the general mandate.
- (i) The board of directors may only exercise the aforesaid mandate in accordance with all applicable laws, regulations, and rules, including the Company Law of the People's Republic of China, the Securities Law of the People's Republic of China, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, or the requirements of any other government or regulatory authorities.
- (j) Duration of the mandate:

Save where the board of directors has resolved, or has delegated authority to resolve, during the Relevant Period, on matters in relation to the issuance of H shares (including convertible bonds) which might require the exercise of such mandate and such resolutions may need to continue to be carried out or implemented after the expiry of the Relevant Period, the aforesaid mandate shall only be valid during the Relevant Period. The "Relevant Period" as referred to in this resolution shall be the period commencing from the date of passing of this resolution by the general meeting by way of a special resolution until the earliest of the following dates:

- (i) the conclusion of the 2026 annual general meeting of the Company;
- (ii) the date falling 12 months after the date of passing of this resolution by the general meeting;

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(iii) the date on which the mandate set out in this resolution is revoked or varied by a special resolution passed at any general meeting of the Company.

If, during the Relevant Period, the board of directors or its authorised representatives have signed necessary documents, completed necessary procedures or taken the relevant actions, and such documents, procedures or actions may need to be performed, carried out or continued at or after the end of the aforesaid Relevant Period until completion, the Relevant Period shall be extended accordingly.”

7. Ordinary Resolution: “**THAT**, to consider and approve the resolution in relation to the management system of remuneration of the directors and senior management of the Company.”
8. Ordinary Resolution: “**THAT**, to consider and approve the resolution in relation to the purchases of aircraft by the Company.”

By order of the Board

CHINA EASTERN AIRLINES CORPORATION LIMITED

Li Ganbin

Joint Company Secretary

Shanghai, the People’s Republic of China

7 May 2026

As at the date of this notice, the Directors of the Company include Wang Zhiqing (Chairman), Gao Fei (Vice Chairman, President), Cheng Guowei (Director), Sun Zheng (Independent non-executive Director), Lu Xiongwen (Independent non-executive Director), Luo Qun (Independent non-executive Director), Fung Wing Yee Sabrina (Independent non-executive Director), Zheng Hongfeng (Independent non-executive Director) and Jie Xiaoqing (Employee Representative Director).

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Notes:

1. Profit distribution proposal for the year ended 31 December 2025

The board of directors recommended the Company not to distribute profit for 2025.

For details, please refer to the announcement of the Company published on the website of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) on 30 March 2026.

2. Re-appointment of independent auditors

According to the ordinary resolution passed at the annual general meeting of the Company convened on 28 May 2025, Deloitte Touche Tohmatsu Certified Public Accountants LLP served as the domestic auditor for financial reporting and the auditor for internal control for the year 2025, and Deloitte Touche Tohmatsu served as the international auditor for financial reporting of the Company for the year 2025 (“**Deloitte**”), who will retire at the 2025 annual general meeting.

The Audit Committee and the board of directors of the Company have, in accordance with the relevant requirements under the Listing Rules, negotiated with Deloitte in respect of the estimated audit fees for the year ending 31 December 2026. Pursuant to the preliminary agreement reached by both parties, the estimated audit fees for the year ending 31 December 2026 are expected to be RMB10.45 million, of which the audit fee for financial reporting is RMB8.40 million and the audit fee for internal control is RMB2.05 million. The basis for determining the aforesaid fees, and the assumptions adopted by the Company and Deloitte in the course of their negotiation, primarily include the complexity of the business of the Group, the business plan of the Group, the expected scope of audit, the audit timetable and the audit resources required. Unless there is any material change to the aforesaid basis or assumptions, it is not expected that the final audit fees will differ materially from the estimated amounts preliminarily disclosed. In the event of any material change, the Company will make further disclosure in due course. The board of directors and the Audit Committee are of the view that the aforesaid estimated audit fees were determined after arm’s length and fair and reasonable negotiations and are in the interests of the Company and the shareholders as a whole.

3. Persons entitled to attend the AGM

Persons who hold H shares of the Company and are registered as holders of the H shares on the register of members maintained by Computershare Hong Kong Investor Services Limited at the close of business on Thursday, 21 May 2026 will be entitled to attend the AGM upon completion of the necessary registration procedures. Notice will be made to the holders of the A shares of the Company separately.

4. Registration procedures for attending the AGM

(1) Holders of the H shares of the Company shall deliver their written replies for attending the AGM, copies of transfers or copies of their share certificates or copies of receipts of share transfers, together with copies of their identity cards or other documents of identity, to the Board Office of China Eastern Airlines Corporation Limited located at 5/F, Block A2, Northern District, CEA Building, 36 Hongxiang 3rd Road, Minhang District, Shanghai, the PRC (postal code: 201100) (please indicate the detailed address on the letter for the Company to reply) between Friday, 22 May 2026 to Wednesday, 27 May 2026 (by post). If proxies are appointed by shareholders to attend the AGM, they shall, in addition to the aforementioned documents, deliver the proxy forms and copies of their identity cards or other documents of identity to the above place of business of the Company.

(2) Shareholders can deliver the necessary documents for registration to the Company in the following manner: by post or by email.

5. Appointing proxies

(1) Shareholders who have the right to attend and vote at the AGM are entitled to appoint in writing one or more proxies (whether a member of the Company or not) to attend and vote at the meeting on their behalf.

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- (2) The instrument appointing a proxy must be duly authorised in writing by the appointor or his/her attorney. If that instrument is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign (or other documents of authorisation) must be notarially certified. For the holders of the H shares of the Company, the notarially certified power of attorney or other documents of authorisation and proxy forms must be delivered to Computershare Hong Kong Investor Services Limited, the Company's H share registrar, not less than 24 hours before the time scheduled for the holding of the AGM in order for such documents to be considered valid.
- (3) If more than one proxy has been appointed by any shareholder of the Company, such proxies shall not vote at the same time.

6. Other matters

Shareholders or their proxies attending the AGM shall be responsible for their own travel and accommodation expenses.

7. Closure of books

The H share register of members of the Company will be closed from Friday, 22 May 2026 to Thursday, 28 May 2026, both days inclusive, during which period no transfer of the H shares of the Company will be effected. Where applicable, holders of the H shares of the Company intending to attend the AGM are therefore required to lodge their respective instrument(s) of transfer and the relevant share certificate(s) to Computershare Hong Kong Investor Services Limited, the Company's H share registrar, by 4:30 p.m. on Thursday, 21 May 2026.

The address and contact details of Computershare Hong Kong Investor Services Limited are as follows:

Computershare Hong Kong Investor Services Limited

Rooms 1712–1716, 17th Floor, Hopewell Centre

183 Queen's Road East

Wanchai, Hong Kong

Telephone: +852 2862 8555

Fax: +852 2865 0990

8. Abstention from voting

No person is required to abstain from voting in respect of any resolution set out in this notice.