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CATHAY PACIFIC AIRWAYS LIMITED

國泰航空有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 293)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**Meeting**”) of the shareholders of Cathay Pacific Airways Limited (the “**Company**”) will be held on Friday, 23rd December 2022 at 3:30 p.m. at the Ballroom, Level 3, JW Marriott Hotel Hong Kong, Pacific Place, 88 Queensway, Hong Kong for the purpose of considering and passing the following resolutions of the Company. Unless otherwise indicated, capitalised terms used in this notice shall have the same meanings as those defined in the circular of the Company dated 30th November 2022 of which this notice forms part (the “**Circular**”).

ORDINARY RESOLUTION

To consider and, if thought fit, to pass with or without amendments, the following resolution as ordinary resolution:

THAT the entering into of the Framework Agreement by the Company (a copy of which marked “A” and signed by the chairman of the Meeting for the purpose of identification is produced to the Meeting), its term, the Transactions and the annual caps set out below be and are hereby approved:

<i>(HK\$ million)</i>	2023	2024	2025	2026	2027
Services	Cap	Cap	Cap	Cap	Cap
	3,815	4,691	4,992	5,218	5,451
<i>(HK\$ million)</i>	2028	2029	2030	2031	2032
Services	Cap	Cap	Cap	Cap	Cap
	5,697	5,954	6,221	6,502	6,794

SPECIAL RESOLUTION

To consider and, if thought fit, to pass with or without amendments, the following resolution as special resolution:

THAT:

- (a) the references in the articles of association of the Company to “Chairman”, “chairman” and “Chairmen” be amended to “Chair”, “chair” and “Chairs”, respectively; and
- (b) any one of the Directors be authorised to submit or file all such relevant documents with the relevant regulatory authorities for approval, endorsement and/or registration as appropriate, and to do or authorise doing all such acts, matters and things as s/he may in his/her absolute discretion consider necessary, expedient or desirable to give effect to and implement the amendments.

By Order of the Board
CATHAY PACIFIC AIRWAYS LIMITED
國泰航空有限公司
Joanna Lai
Company Secretary

Hong Kong, 30th November 2022

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 vote instead of him. A proxy need not be a member of the Company.
- (2) All proxies must be deposited with the Registrar, Computershare Hong Kong Investor Services Limited, 17M 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 register of members will be closed from Tuesday, 20th December 2022 to Friday, 23rd December 2022, both days inclusive. In order to be entitled to attend and vote at the Meeting, all transfers should be lodged with the Registrar, Computershare Hong Kong Investor Services Limited, Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Hong Kong, for registration not later than 4:30 p.m. on Monday, 19th December 2022.
- (4) Each of the resolutions set out in this notice will be voted on by poll.
- (5) Shareholders with disabilities are requested to indicate in advance whether, because of their disabilities, they need special arrangements to assist them in participating at the Meeting.

- (6) The Meeting is being held at the Ballroom, Level 3, JW Marriott Hotel Hong Kong, Pacific Place, 88 Queensway, Hong Kong. The hotel may refuse entry to the hotel by persons who fail temperature checks or do not comply with any other entry requirements that may be imposed by the hotel. Persons so refused entry to the hotel will not be able to attend the Meeting. Persons attending the Meeting will be required to (a) undergo compulsory temperature check; (b) scan the “LeaveHomeSafe” venue QR code; (c) present vaccination records, either electronic or print, for scanning by the hotel and (d) wear surgical face masks on entry to and throughout the meeting. Additional precautionary safety measures may also be adopted. Shareholders are in any event asked (i) to consider carefully the risk of attending the Meeting which will be held in an enclosed environment, (ii) to follow any guidelines or requirements of the Hong Kong government relating to COVID-19 in deciding whether or not to attend the Meeting and (iii) not to attend the Meeting if they have contracted or are suspected to have contracted COVID-19, or have been in close contact with any person who has contracted or is suspected to have contracted COVID-19, or has any flu-like symptoms or is otherwise unwell. No refreshments will be served at the Meeting. As a precautionary safety measure, seating at the Meeting will be arranged so as to reduce interaction between participants. As a result, there will be limited capacity for Shareholders to attend the Meeting. Shareholders are reminded that attendance at the Meeting in person is not necessary for the purpose of exercising voting rights. They may (as indicated above) appoint proxies to vote on their behalf.

As at the date of this announcement, the Directors of the Company are:

Executive Directors: Patrick Healy (Chairman), Gregory Hughes, Ronald Lam, Rebecca Sharpe, Augustus Tang;

Non-Executive Directors: Guy Bradley, Ma Chongxian, Sun Yuquan, Merlin Swire, Samuel Swire, Xiao Feng, Zhang Zhuo Ping;

Independent Non-Executive Directors: Bernard Chan, John Harrison, Christoph Mueller and Andrew Tung.