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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)

Extraordinary General Meeting held on 23rd December 2022 - Poll Results

Reference is made to the announcement dated 17th November 2022 and circular to the Shareholders dated 30th November 2022 (the “**Circular**”) issued by Cathay Pacific Airways Limited (the “**Company**”). Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

At the Extraordinary General Meeting (the “**EGM**”) held on 23rd December 2022, a poll was demanded by the chairman of the EGM for voting on all the proposed resolutions (the “**Resolutions**”, each a “**Resolution**”) as set out in the notice of EGM dated 30th November 2022.

As at the date of the EGM, Swire Pacific Limited (“**Swire Pacific**”) held an approximately 45% shareholding in the Company and was the sole shareholder of HAECO. Therefore, Swire Pacific and its associates were required to abstain, and had abstained from voting on the ordinary resolution relating to the Framework Agreement, its term and the Transactions (including the annual caps) under the Listing Rules. Save as disclosed above, there were no shares entitling the Shareholders to attend and abstain from voting in favour of the Resolutions at the EGM pursuant to Rule 13.40 of the Listing Rules and none of the Shareholders had stated their intention in the Circular to vote against or to abstain from voting on any of the Resolutions at the EGM.

As at the date of the EGM, the Company had an aggregate of 6,437,200,203 ordinary shares in issue, of which a total of 2,896,753,089 ordinary shares were held by Swire Pacific and a total of 3,540,447,114 ordinary shares were held by Independent Shareholders. Accordingly:

- (i) the total number of ordinary shares entitling the Shareholders to attend and vote on the ordinary resolution in relation to the Framework Agreement, its term, the Transactions and the annual caps proposed at the EGM was 3,540,447,114 ordinary shares (representing approximately 55% of the total number of ordinary shares in issue as at the date of the EGM); and
- (ii) the total number of ordinary shares entitling the Shareholders to attend and vote on the special resolution proposed at the EGM was 6,437,200,203 ordinary shares (representing all of the ordinary shares in issue as at the date of the EGM).

The Registrar, Computershare Hong Kong Investor Services Limited, acted as scrutineers at the EGM for the purpose of vote-taking. Set out below are the poll results in respect of the Resolutions put to the vote at the EGM:

Ordinary Resolution*	Number of votes (%)	
	For	Against
To approve the Framework Agreement, its term, the Transactions and the annual caps	2,870,832,502 (100%)	0 (0%)
As more than 50% of the votes from the Independent Shareholders (either in person or by authorised proxies) attending the EGM and entitled to vote were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.		
Special Resolution*	Number of votes (%)	
	For	Against
To approve the amendment to the articles of association of the Company.	5,477,910,291 (100%)	0 (0%)
As more than 75% of the votes from the Shareholders (either in person or by authorised proxies) attending the EGM and entitled to vote were cast in favour of the resolution, the resolution was duly passed as a special resolution.		

* Full text of each of the Resolutions is set out in the notice of EGM dated 30th November 2022.

Except for Guy Bradley, Bernard Chan, Ronald Lam, Ma Chongxian, Sun Yuquan, Merlin Swire, Samuel Swire and Xiao Feng, all Directors of the Company attended the EGM in person or by electronic means.

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

Executive Directors: Patrick Healy (Chair), 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.

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

Joanna Lai
 Company Secretary

Hong Kong, 23rd December 2022