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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)

**PROPOSED ELECTION OF DIRECTORS**

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Recently, Air China Limited (the "**Company**") completed the nomination process of candidates for directors of the new session of the board (the "**Board**") of directors (the "**Director(s)**"). The Board resolved on 27 January 2025 to nominate Mr. Ma Chongxian and Mr. Wang Mingyuan as candidates for executive Directors of the seventh session of the Board, to nominate Mr. Cui Xiaofeng and Mr. Patrick Healy as candidates for non-executive Directors of the seventh session of the Board, and to nominate Mr. Xu Niansha, Mr. He Yun, Ms. Winnie Tam Wan-chi and Mr. Gao Chunlei as candidates for independent non-executive Directors of the seventh session of the Board. The biographical details of the Director candidates of the seventh session of the Board are set out in the Appendix to this announcement.

The Board also resolved to propose that the executive Directors and non-executive Directors of the seventh session of the Board will not receive any remuneration from the Company as a Director, while the remuneration of the independent non-executive Directors will be determined pursuant to relevant national policies. Each proposed Director shall enter into a service contract on this basis. The term of office of each proposed Director is three years, which shall commence from the date on which the appointment is approved by the shareholders of the Company (the "**Shareholder(s)**") and shall be eligible for re-election upon the expiry of the term of office.

Ordinary resolutions to consider and approve the election of the above proposed Directors and the proposal on their remuneration will be proposed at the forthcoming extraordinary general meeting of the Company (the "**EGM**").

Upon the election of Mr. Xu Niansha, Mr. He Yun, Ms. Winnie Tam Wan-chi and Mr. Gao Chunlei as independent non-executive Directors at the EGM becoming effective, Mr. Xu Junxin will cease to be an independent non-executive Director.

**THE EGM**

The Company will convene the EGM on Tuesday, 25 February 2025 to consider and, if thought fit, to pass the relevant resolutions. The register of members of H shares of the Company will be closed from Thursday, 20 February 2025 to Tuesday, 25 February 2025 (both days inclusive), during which time no transfer of H shares of the Company will be effected and registered. In order to qualify for attendance and voting at the EGM, instruments of transfer accompanied by share certificates and other appropriate documents must be lodged by H Shareholders with the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-16, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, by 4:30 p.m. on Wednesday, 19 February 2025. H Shareholders whose names appear on the register of members of H shares of the Company at the close of business on Wednesday, 19 February 2025 are entitled to attend and vote at the EGM.

The notice of EGM containing, among others, detailed information of the proposed election of Directors will be published by the Company in due course.

By Order of the Board  
**Air China Limited**  
**Xiao Feng Huen Ho Yin**  
*Joint Company Secretaries*

*As at the date of this announcement, the directors of the Company are Mr. Ma Chongxian, Mr. Wang Mingyuan, Mr. Cui Xiaofeng, Mr. Patrick Healy, Mr. Xiao Peng, Mr. He Yun\*, Mr. Xu Junxin\* and Ms. Winnie Tam Wan-chi\*.*

*\* Independent non-executive director of the Company*

## **Appendix - Biographical Details of Candidates for Directors**

**Mr. Ma Chongxian**, aged 59, graduated from the department of economics of Inner Mongolia University majoring in planning and statistics with a bachelor's degree, and holds a degree of EMBA in Tsinghua University. Mr. Ma started his career in the civil aviation industry in July 1988. Mr. Ma has been serving as the Vice President and a member of the Standing Committee of the Party Committee of the Company from April 2010 to May 2021. From December 2016 to April 2021, he served as deputy general manager and a member of the Party Leadership Group of China National Aviation Holding Corporation Limited ("CNAHC"). He was the deputy secretary of the Party Leadership Group of CNAHC from April 2021 to September 2022, as well as the director of CNAHC from May 2021. He was the general manager of CNAHC, and concurrently the President and deputy secretary of the Party Committee of the Company from May 2021 to September 2022. He has also served as the vice chairman of the board of directors of Cathay Pacific Airways Limited ("**Cathay Pacific**") since November 2022 and an executive Director of the Company since July 2021. He served as the Vice Chairman of the Company from July 2021 to September 2022. He has been serving as the chairman and secretary of the Party Leadership Group of CNAHC, the Chairman and secretary of the Party Committee of the Company since September 2022.

**Mr. Wang Mingyuan**, aged 59, graduated from Xiamen University majoring in planning and statistics. Mr. Wang started his career in the civil aviation industry in July 1988. Mr. Wang was appointed as a member of the Standing Committee of the Party Committee of the Company in February 2011, and served as the Vice President of the Company from February 2011 to March 2023. He was appointed as a member of the Party Leadership Group of CNAHC in April 2020, and served as the deputy general manager of CNAHC from April 2020 to January 2023. He has also served as the vice chairman of Tibet Airlines Co., Ltd. since June 2020 and the chairman of Air Macau Company Limited since March 2022. He was appointed as a director, the general manager and deputy secretary of the Party Leadership Group of CNAHC in January 2023, and was appointed as the deputy secretary of the Party Committee of the Company in February 2023. He has been serving as the President, Director and Vice Chairman of the Company since March 2023, and as a non-executive director of Cathay Pacific since April 2023.

**Mr. Cui Xiaofeng**, aged 55, graduated from Shaanxi Normal University majoring in political education with a bachelor's degree, and holds a master's degree in engineering and a master's degree in business administration. Mr. Cui started working in the civil aviation industry in July 1992. Mr. Cui served as the deputy director and a member of the Party Leadership Group of the Civil Aviation Administration of China from June 2019 to June 2024. He has served as a director and the deputy secretary of the Party Leadership Group of CNAHC since June 2024, and has served as the deputy secretary of the Party Committee of the Company since July 2024. He has been serving as a non-executive Director of the Company since August 2024.

**Mr. Patrick Healy**, aged 59, graduated from the University of Cambridge with a master's degree in Modern Languages. He has acted as an executive director of the beverages division of Swire Pacific Limited since January 2013 and a director of John Swire & Sons (H.K.) Limited since December 2014. He has been serving as the chairman of Swire Coca-Cola Limited since October 2019 and the executive director and chairman of Cathay Pacific since November 2019. He has been serving as a non-executive Director of the Company since December 2019, and a director of Swire Pacific Limited since August 2021. He is a member of the International Air Transport Association Board of Governors and its Chair Committee.

**Mr. Xu Niansha**, aged 67, holds a doctorate degree in economics majoring in political economics from the School of Economics, Peking University. He has acted as the chairman of CITIC Offshore Helicopter Co., Ltd., the chairman of China Ocean Aviation Group Limited, and the secretary of the Party Committee and the vice chairman of China National Machinery Industry Corporation. He served as the secretary of the Party Committee and the chairman of China Poly Group Corporation Limited from December 2017 to March 2021, and served as an external director of COFCO Corporation from July 2021 to December 2024.

**Mr. He Yun**, aged 63, holds a postgraduate diploma in software engineering from Beijing Institute of Technology. He served as the head of the fourth corporate audit office of the National Audit Office from April 2018 to March 2021. He has been serving as an independent non-executive Director of the Company since February 2022.

**Ms. Winnie Tam Wan-chi**, aged 63, graduated from the Faculty of Law of The University of Hong Kong, a barrister, international arbitrator and mediator. She was appointed as a "Senior Counsel" in 2006, and was awarded the Justice of the Peace and the Silver Bauhinia Star for her contributions to public service. She is currently the head of Chambers of Des Voeux

and the Chief Executive Officer for her connections to public sector. She is currently the head of chambers of the Royal Chambers, the chairman of the Hong Kong Communications Authority, a member of the Chief Executive's Advisory Council (Innovation and Entrepreneurship), a member of the Law Reform Commission, a member of the Independent Commission on Remuneration for Members of the Executive Council and the Legislature and Officials under the Political Appointment System of the Hong Kong Special Administrative Region appointed by the government and a member of the board of governors of Hong Kong Philharmonic Society Limited. She has been serving as an independent non-executive Director of the Company since February 2022.

**Mr. Gao Chunlei**, aged 58, holds a doctorate degree in business administration and is a senior economist. Mr. Gao served as the chief accountant of China Tower Corporation Limited from August 2014 to February 2022, and served as a director and the deputy secretary of the Party Committee of China Tower Corporation Limited from February 2022 to November 2024. He has been a full-time external director for state-owned enterprises since November 2024.

Mr. Xu Niansha, Mr. He Yun, Ms. Winnie Tam Wan-chi and Mr. Gao Chunlei have all confirmed that they have met the independence guidelines set out in Rule 3.13 of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("**Hong Kong Listing Rules**"). When considering the independent non-executive Director candidates for the seventh session of the Board, the Board has considered the independence confirmation of Mr. Xu Niansha, Mr. He Yun, Ms. Winnie Tam Wan-chi and Mr. Gao Chunlei as well as their skills, background, knowledge and experience. In particular, Mr. Xu Niansha has extensive experience in law, economics and management, Mr. He Yun has extensive experience in corporate financial supervision, Mr. Gao Chunlei has extensive experience in financial management and Ms. Winnie Tam Wan-chi has extensive experience in law. Their different education, background, professional experience and practices enable them to provide relevant valuable insights and make contributions to the diversity of the Board.

As at the date of this announcement, save as disclosed above, none of the above Director candidates has any relationship with the Directors, senior management, substantial Shareholder(s) or controlling Shareholder(s) of the Company nor has any interests in any shares (as defined under Part XV of the Securities and Futures Ordinance) of the Company. As at the date of this announcement, save as disclosed above, none of the above Director candidates held any other positions in the Company or any of its subsidiaries, nor directorships in any other public listed companies in the last three years.

Save as disclosed above, the Company is not aware of any matters in relation to the appointment of the above Director candidates that need to be brought to the attention of the Shareholders nor any other information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Hong Kong Listing Rules.

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