



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)

**REVISED FORM OF PROXY FOR EXTRAORDINARY GENERAL MEETING**

Number of shares to which this revised form of proxy relates <sup>(Note 1)</sup> \_\_\_\_\_

I/We <sup>(Note 2)</sup> \_\_\_\_\_

of \_\_\_\_\_

being the registered holder(s) of <sup>(Note 3)</sup> \_\_\_\_\_

H Shares in the share capital of Air China Limited (the "Company"), **HEREBY APPOINT** <sup>(Note 4)</sup> the chairman of the meeting and/or <sup>(Note 4)</sup> \_\_\_\_\_

of \_\_\_\_\_

as my/our proxy/proxies: (a) to act for me/us at the extraordinary general meeting (or at any adjournment thereof) of the Company to be held at 9:00 a.m. on Thursday, 19 December 2019 at The Conference Room C713, No. 30, Tianzhu Road, Airport Industrial Zone, Shunyi District, Beijing, the PRC (the "Meeting") for the purpose of considering and, if thought fit, passing the resolutions (the "Resolutions") as set out in the notice convening the Meeting (the "Notice") and the supplemental notice (the "Supplemental Notice"); and (b) at the Meeting (or at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the Resolutions as hereunder indicated or, if no such indication is given, as my/our voting proxy thinks fit. The terms used in this revised form of proxy shall have the same meanings as those defined in the Notice and the Supplemental Notice, unless the context requires otherwise.

	<b>ORDINARY RESOLUTIONS</b>	<b>FOR</b> <sup>(Note 5)</sup>	<b>AGAINST</b> <sup>(Note 5)</sup>	<b>ABSTAIN</b> <sup>(Note 5)</sup>
1.	To consider and approve the framework agreement dated 30 October 2019 entered into between the Company and Air China Cargo and the transactions contemplated thereunder, as well as the annual caps for the three years ending 31 December 2022.			
2.	To consider and approve the framework agreement dated 30 October 2019 entered into between the Company and CNACG and the transactions contemplated thereunder, as well as the annual caps for the three years ending 31 December 2022.			
3.	To consider and approve the appointment of Mr. Patrick Healy as a non-executive Director of the fifth session of the Board of the Company.			
4.	To consider and approve the appointment of Mr. Zhao Xiaohang as a supervisor of the fifth session of the Supervisory Committee of the Company.			

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2019

Signature <sup>(Note 6)</sup> \_\_\_\_\_

*Notes:*

1. Please insert the number of shares registered in your name(s) to which this revised form of proxy relates. If no number is inserted, this revised form of proxy will be deemed to relate to all shares registered in your name(s).
2. Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
3. Please insert the total number of shares registered in your name(s).
4. A member entitled to attend and vote at the Meeting is entitled to appoint one or more proxies of his own choice to attend and vote instead of him. A proxy need not be a member of the Company. If any proxy other than the chairman of the Meeting is preferred, please strike out the words “the chairman of the meeting and/or” and insert the name(s) and address(es) of the proxy/proxies desired in the space provided. In the event that two or more persons (other than the chairman of the Meeting) are named as proxies and the words “the chairman of the meeting and/or” are not deleted, those words and references shall be deemed to have been deleted.
5. **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK IN THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK IN THE BOX MARKED “AGAINST”. IF YOU WISH TO ABSTAIN FROM VOTING, TICK THE APPROPRIATE BOX MARKED “ABSTAIN”.** Failure to complete the boxes will entitle your voting proxy to cast his vote at his discretion. A member is entitled to one vote for every fully-paid share held and a member entitled to more than one vote need not use all his votes in the same way. A tick in the relevant box indicates that the votes attached to all the shares stated above as held by you will be cast accordingly. The total number of shares referred to in the three boxes for the same resolution cannot exceed the number of Shares stated above as held by you. The shares abstained will be counted in the calculation of the required majority.
6. This revised form of proxy must be signed by you or your attorney duly authorised in writing, or in the case of a corporation, must be either under seal or under the hand of a director or attorney duly authorised. If this revised form of proxy is signed by your attorney, the power of attorney or other document of authorisation must be notarised.
7. In order to be valid, this revised form of proxy, together with the notarised copy of the power of attorney or other document of authorisation (if any) under which it is signed, for holders of H Shares, must be delivered to the Company’s H Share registrar, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong, not less than 24 hours prior to the time appointed for holding the Meeting (or any adjournment thereof) (the “Closing Time”).
8. Completion and delivery of this revised form of proxy will not preclude you from attending and/or voting at the Meeting (or any adjournment thereof) if you so wish.
9. **ANY ALTERATION MADE TO THIS REVISED FORM OF PROXY MUST BE INITIALLED BY THE PERSON(S) WHO SIGN(S) IT.**
10. To attend and represent the shareholder(s) at the Meeting, the proxy so appointed must produce beforehand his identification document and any power of attorney duly signed by his appointor(s) or the legal representative(s) of his appointor(s). The power of attorney must state the date of issuance.
11. **IMPORTANT: If you have not yet lodged the original form of proxy which was sent to you together with the Notice (the “Original Proxy Form”) with the Company’s H share registrar, you are requested to lodge this revised form of proxy if you wish to appoint proxy/proxies to attend the Meeting on your behalf. In this case, the Original Proxy Form should not be lodged with the Company’s H Share registrar.**
12. **IMPORTANT: If you have already lodged the Original Proxy Form with the Company’s H Share registrar, you should note that:**
  - (i) If this revised form of proxy is not lodged with the Company’s H share registrar before the Closing Time as mentioned in note 7 above or if it is incorrectly completed, the Original Proxy Form will be treated as a valid proxy form lodged by you if correctly completed. The proxy so appointed by you will be entitled to vote at his or her discretion or to abstain on any resolution properly put to the Meeting other than those referred to in the Notice and the Original Proxy Form, including the newly added resolution as set out in the Supplemental Notice.
  - (ii) If you have lodged this revised form of proxy with the Company’s H share registrar before the Closing Time as mentioned in note 7 above, this revised form of proxy will revoke and supersede the Original Proxy Form previously lodged by you provided that this revised form of proxy is correctly completed.