

CHINA EASTERN AIRLINES CORP LTD
Form 6-K
July 16, 2018

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 6-K

Report of Foreign Private Issuer
Pursuant to Rule 13a-16 or 15d-16
under the Securities Exchange Act of 1934
For the month of July 2018
Commission File Number: 001-14550

China Eastern Airlines Corporation Limited
(Translation of Registrant's name into English)

Board Secretariat's Office
5/F, Block A2, Northern District, CEA Building
36 Hongxiang 3rd Road, Minhang District

Shanghai, China 200335

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934: Yes No

If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): n/a

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

China Eastern Airlines Corporation Limited
(Registrant)

Date July 16, 2018

By /s/ Wang Jian
Name: Wang Jian
Title: Company Secretary

Certain statements contained in this announcement may be regarded as forward-looking statements within the meaning of the U.S. Securities Exchange Act of 1934, as amended. Such forward-looking statements involve known and unknown risks, uncertainties and other factors, which may cause the actual performance, financial condition or results of operations of the Company to be materially different from any future performance, financial condition or results of operations implied by such forward-looking statements. Further information regarding these risks, uncertainties and other factors is included in the Company's filings with the U.S. Securities and Exchange Commission. The forward-looking statements included in this announcement represent the Company's views as of the date of this announcement. While the Company anticipates that subsequent events and developments may cause the Company's views to change, the Company specifically disclaims any obligation to update these forward-looking statements, unless required by applicable laws. These forward-looking statements should not be relied upon as representing the Company's views as of any date subsequent to the date of this announcement.

Proxy Form for the 2018 Third Extraordinary General Meeting

I/We _____
 _____ (Note 1), H Shares shareholder account number (if applicable): _____
 _____, address: _____
 _____ (Note 1), hold _____
 _____ H Shares (Note 2) of China Eastern Airlines Corporation Limited (the **Company**) and hereby
 appoint the chairman of the 2018 third extraordinary general meeting of the Company (the **EGM**) or
 Mr./ Ms. _____ of address: _____ (Note 3), to represent
 me/us to attend the EGM to be held at Four Seasons Hall, 2/F, Shanghai International Airport Hotel (_____), No.
 Yingbin (1) Road, Shanghai, the People's Republic of China (**PRC**), at 9:00 a.m. on Thursday, 30 August 2018, and
 any adjournment thereof, and vote on behalf of me/us according to the following instructions upon the proposed
 resolutions as listed in the Company's notice of the EGM (the **Notice**). In the absence of any instruction on any
 particular matter, the proxy shall exercise his/her discretion as to whether, and if so how, he/she votes.

Note: Shareholders should read the contents of the relevant resolutions contained in the Notice carefully before
 exercising your vote on the below resolutions. Capitalised terms defined herein should have the same meanings
 as ascribed to them in the Notice.

| | AGREE | DISAGREE | ABSTAIN |
|---|-----------------|-----------------|-----------------|
| RESOLUTIONS | <i>(Note 4)</i> | <i>(Note 4)</i> | <i>(Note 4)</i> |
| 1 Ordinary resolution: THAT , to consider and approve the Fulfilment of conditions of the non-public issuance of A shares by China Eastern Airlines Corporation Limited . | | | |
| 2.00 Special resolution: THAT , to consider and approve the Proposal for the non-public issuance of A shares and the non-public issuance of H shares to specific subscribers by China Eastern Airlines Corporation Limited ^(Note 10) . (Each part of this resolution shall be decided by voting in sequence.) | | | |
| 2.01 Type and nominal value of A shares to be issued | | | |
| 2.02 Method of issuance of A shares | | | |
| 2.03 Method of subscription of A shares | | | |
| 2.04 Price benchmark date, pricing principles and issue price of A shares | | | |
| 2.05 Subscribers of A shares and number of A shares to be issued | | | |
| 2.06 Use of proceeds of A shares | | | |
| 2.07 Lock-up period of A shares | | | |
| 2.08 Place of listing of A shares | | | |
| 2.09 Arrangement of accumulated undistributed profits before non-public issuance of A shares | | | |
| 2.10 Validity period of the resolution of non-public issuance of A shares | | | |
| 2.11 Type and nominal value of H shares to be issued | | | |
| 2.12 Method of issuance of H shares | | | |
| 2.13 Method of subscription of H shares | | | |
| 2.14 Price determination date, pricing principles and issue price of H shares | | | |

- 2.15 Subscribers of H shares and number of H shares to be issued
- 2.16 Use of proceeds from H shares
- 2.17 Lock-up period of H shares
- 2.18 Place of listing of H shares
- 2.19 Arrangement of accumulated undistributed profits before non-public issuance of H shares
- 2.20 Validity period of the resolution of non-public issuance of H shares
- 2.21 Relationship between the non-public issuance of A shares and the non-public issuance of H shares
- 3 Special resolution: **THAT**, to consider and approve the Proposal for the non- public issuance of A shares by China Eastern Airlines Corporation Limited .
- 4 Ordinary resolution: **THAT**, to consider and approve the Explanation on the previous use of proceeds .

| | AGREE | DISAGREE | ABSTAIN |
|--------------------|---|-----------------|-----------------|
| | <i>(Note 4)</i> | <i>(Note 4)</i> | <i>(Note 4)</i> |
| RESOLUTIONS | | | |
| 5 | Special resolution: THAT , to consider and approve the Feasibility report on the use of proceeds from the non-public issuance of A shares by China Eastern Airlines Corporation Limited . | | |
| 6 | Special resolution: THAT , to consider and approve the Conditional share subscription agreement of the non-public issuance signed with specific subscribers . | | |
| 7 | Special resolution: THAT , to consider and approve the Connected transactions involved in the non-public issuance of A shares and the non-public issuance of H shares . | | |
| 8 | Ordinary resolution: THAT , to consider and approve the Dilution of current returns by the non-public issuance, remedial measures and undertakings by controlling shareholders, directors and senior administrative officers in respect of the measures . | | |
| 9 | Ordinary resolution: to consider and approve the Plan of shareholder return for the next three years (2018 2020) of China Eastern Airlines Corporation Limited . | | |
| 10 | Special resolution: THAT , to consider and approve the Authorization to the board of directors and its authorized persons to amend relevant provisions of the articles of association upon the completion of the non-public issuance of A shares and the non-public issuance of H shares . | | |
| 11 | Special resolution: THAT , to consider and approve the Proposal to authorize the board of directors and its authorized persons to proceed with relevant matters in respect of the non-public issuance of A shares and the non-public issuance of H shares in their sole discretion . | | |
| 12 | Special resolution: THAT , to consider and approve the Amendments to certain provisions of the articles of association . | | |
| 13 | Special resolution: THAT , to consider and approve the Amendments to certain provisions of the rules for the meeting of the board of directors . | | |
| 14 | Special resolution: THAT , to consider and approve the Amendments to certain provisions of the rules for the meeting of the supervisory committee . | | |

Signature(s): _____ *(Note 6)*

Date: _____

Notes:

1. Please print your full name(s) and address(es) in English as well as in Chinese (as registered in the register of members).
2. Please fill in the number of shares registered in your name(s). If such number is not provided, this proxy form will be deemed to relate to all the shares registered in your name(s).
3. If you wish to appoint someone other than the chairman of the EGM, please delete the words the chairman of the EGM or and fill in the name and address of the proxy as entrusted by you in the space provided. A shareholder can appoint one or more proxies of his/her own choice for the purpose of attending the meeting and the proxy/proxies do(es) not have to be the Company's shareholder(s). Any changes on this proxy form must be duly

authenticated by the signature of the signer of this proxy form.

4. **IMPORTANT:** If you would like to vote for the resolution, please put a tick () in the appropriate box marked **Agree** . If you would like to vote against the resolution, please put a tick () in the box marked **Disagree** . If you would like to abstain from voting the resolution, please put a tick () in the box marked **Abstain** . In the absence of any instruction, the proxy may vote at his/her discretion.
5. This proxy form must bear the signature of the entrustor. In the event that the shareholder is a company or an institution, the proxy form must bear the company chop of that company or institution.
6. This proxy form must be duly signed by the appointer or his attorney. If this proxy form is signed by an attorney of the appointer, the power of attorney authorising that attorney to sign (or other documents of authorisation) must be notarially certified. For holders of the H Shares, the notarially certified power of attorney or other documents of authorisation and proxy forms must be delivered to Hong Kong Registrars Limited, the Company's H Share registrar at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 24 hours before the time scheduled for the holding of the EGM in order for such documents to be considered valid.
7. If more than one proxy has been appointed by any shareholders of the Company, such proxies shall not vote at the same time.
8. If a proxy attends the EGM, appropriate identification documents must be produced.
9. The Company reserves the right to treat any proxy form which has been incorrectly completed in some manner which (at its absolute discretion) is not material as being valid.
10. Vote of Agree , Disagree or Abstain under this row of resolution shall be deemed as votes of Agree , Disagree or Abstain to all sub-resolutions under that resolution. If there is inconsistency between the votes of the sub-resolutions and the vote of this row of resolution by shareholders, the latter shall prevail.

PERSONAL INFORMATION COLLECTION STATEMENT

Your supply of your and your proxy's (or proxies') name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the meeting of the Company (the **Purposes**). We may transfer your and your proxy's (or proxies') name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy's (or proxies') name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. You/ your proxy (or proxies) has/have the right to request access to and/or correction of the relevant personal data in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Company/Hong Kong Registrars Limited at the above address.