



Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 31 December 2022

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Cathay Pacific Airways Limited 國泰航空有限公司

Date Submitted: 03 January 2023

I. Movements in Authorised / Registered Share Capital Not applicable

Remarks:

After the new Companies Ordinance (Cap 622 of the Laws of Hong Kong) came into operation on 3 March 2014, Cathay Pacific Airways Limited 國泰航空有限公司, a company incorporated in Hong Kong, no longer has an authorised share capital and par value of shares.

II. Movements in Issued Shares

1. Type of shares	Ordinary shares	Class of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	00293	Description	Not applicable			
Balance at close of preceding month			6,437,200,203			
Increase / decrease (-)			0			
Balance at close of the month			6,437,200,203			

2. Type of shares	Preference shares	Class of shares	Not applicable	Listed on SEHK (Note 1)	No	
Stock code	N/A	Description	Not applicable			
Balance at close of preceding month			195,000,000			
Increase / decrease (-)			0			
Balance at close of the month			195,000,000			

III. Details of Movements in Issued Shares

(A). Share Options (under Share Option Schemes of the Issuer) Not applicable

(B). Warrants to Issue Shares of the Issuer which are to be Listed

1. Type of shares issuable		Ordinary shares		Class of shares		Not applicable		Shares issuable to be listed on SEHK (Note 1)		Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1)				00293							
Description of Warrants		Currency	Nominal value at close of preceding month	Movement during the month		Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto (B)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month			
1).	416,666,666 unlisted warrants issued on 12 August 2020	HKD					0	416,666,666			
Stock code of the Warrant (if listed on SEHK) (Note 1)											
Subscription price		HKD	4.68								
Date of expiry		11 August 2025									
General Meeting approval date (if applicable)		13 July 2020									

Total B (Ordinary shares): _____ 0

(C). Convertibles (i.e. Convertible into Issue Shares of the Issuer which are to be Listed)

1. Type of shares issuable	Ordinary shares	Class of shares	Not applicable	Shares issuable to be listed on SEHK (Note 1)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1)		00293				
Description of the Convertibles	Currency	Amount at close of preceding month	Movement during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto (C)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1). HK\$6,740,000,000 2.75% guaranteed convertible bonds due 2026	HKD			6,740,000,000	0	786,464,410
Type of convertibles	Bond/Notes					
Stock code of the Convertibles (if listed on SEHK) (Note 1)	40580					
Subscription/Conversion price	HKD	8.57				
General Meeting approval date (if applicable)						

Total C (Ordinary shares): _____ 0

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be listed, including Options (other than Share Options Schemes)

1. Type of shares issuable	Ordinary shares	Class of shares	Not applicable	Shares issuable to be listed on SEHK (Note 1)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1)		00293				
Description	General Meeting approval date (if applicable)	No. of new shares of issuer issued during the month pursuant thereto (D)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month			
1). On 9 June 2020, the Company entered into a subscription agreement (the "Subscription Agreement") with Aviation 2020 Limited ("Subscriber") pursuant to which the Company has agreed to issue to the Subscriber 416,666,666 warrants, which will entitle the Subscriber to subscribe for up to 416,666,666 fully paid ordinary shares of the Company at the warrant exercise price of HK\$4.68 per share. The Subscription Agreement and the issue of warrants and the allotment and issue of warrant shares have been approved by the shareholders of the Company at the Extraordinary General Meeting held on 13 July 2020. The issue of 416,666,666 warrants to the Subscriber has been completed on 12 August 2020.	13 July 2020	0	0			

Please refer to the Company's announcement dated 9 June 2020, circular dated 19 June 2020 and announcement dated 12 August 2020 for details.						
2. Type of shares issuable	Ordinary shares	Class of shares	Not applicable	Shares issuable to be listed on SEHK (Note 1)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1)		00293				
Description			General Meeting approval date (if applicable)	No. of new shares of issuer issued during the month pursuant thereto (D)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	
1).	On 27 January 2021 (after trading hours), Cathay Pacific Finance III Limited, a wholly-owned subsidiary of the Company, as the Issuer, the Company as the Guarantor, and BNP Paribas Securities (Asia) Limited, BOCI Asia Limited, The Hongkong and Shanghai Banking Corporation Limited and Morgan Stanley & Co. International plc as the Managers, entered into the Subscription Agreement in relation to the issuance of 2.75% guaranteed convertible bonds (the "Bonds") in a principal amount of HK\$6,740,000,000. Assuming full conversion of the Bonds at the initial conversion price of HK\$8.57 per share, the Bonds will be convertible into 786,464,410 conversion shares. Please refer to the Company's announcements dated 28 January 2021 and 8 February 2021 for details.			0	0	

Total D (Ordinary shares): _____ 0

(E). Other Movements in Issued Share Not applicable

Total increase / decrease (-) in Ordinary shares during the month (i.e. Total of A to E) _____ 0

IV. Information about Hong Kong Depositary Receipt (HDR) Not applicable

V. Confirmations

Not applicable

Remarks:

Since there was no movement in the issued share capital during the month, no confirmation is required to be made in Part V of this return.
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Submitted by: Joanna LaiTitle: Company Secretary(Director, Secretary or other Duly Authorised Officer)

Notes

1. SEHK refers to Stock Exchange of Hong Kong.
2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under Main Board Rule 13.25A / GEM Rule 17.27A in relation to the securities issued, no further confirmation is required to be made in this return.
3. "Identical" means in this context:
 - the securities are of the same nominal value with the same amount called up or paid up;
 - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
4. If there is insufficient space, please submit additional document.
5. In the context of repurchase of shares:
 - "shares issuable to be listed on SEHK" should be construed as "shares repurchased listed on SEHK"; and
 - "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares repurchased (if listed on SEHK)"; and
 - "type of shares issuable" should be construed as "type of shares repurchased"; and
 - "issue and allotment date" should be construed as "cancellation date"

6. In the context of redemption of shares:
- . “shares issuable to be listed on SEHK” should be construed as “shares redeemed listed on SEHK”; and
 - . “stock code of shares issuable (if listed on SEHK)” should be construed as “stock code of shares redeemed (if listed on SEHK)”; and
 - . “type of shares issuable” should be construed as “type of shares redeemed”; and
 - . “issue and allotment date” should be construed as “redemption date”