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中国南方航空股份有限公司 CHINA SOUTHERN AIRLINES COMPANY LIMITED

(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 1055)

(1) POLL RESULTS OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2024, 2024 FIRST CLASS MEETING FOR HOLDERS OF A SHARES AND 2024 FIRST CLASS MEETING FOR HOLDERS OF H SHARES; AND (2) CHANGE OF DIRECTORS AND SUPERVISORS

The board (the **“Board”**) of directors (the **“Directors”**) of China Southern Airlines Company Limited (the **“Company”**) and all of its members confirm that this announcement does not contain any misrepresentation, misleading statement or material omission, and accept legal responsibility for the truthfulness, accuracy and completeness of the contents of this announcement.

POLL RESULTS OF EGM AND CLASS MEETINGS

The first extraordinary general meeting of 2024 of the Company (the **“EGM”**), the class meeting for holders of A shares of the Company (the **“A Share Class Meeting”**) and the class meeting for holders of H shares of the Company (the **“H Share Class Meeting”**, together with A Share Class Meeting, the **“Class Meetings”**) was held immediately one after another from 10:30 a.m. on Monday, 29 July 2024 at No. 3301 Conference Room, 33th Floor, China Southern Airlines Building, No. 68 Qixin Road, Baiyun District, Guangzhou, Guangdong Province, the PRC. The EGM and Class Meetings were convened by the Board and were chaired and presided over by Mr. Han Wen Sheng, the Vice Chairman of the Board and President of the Company. Save for executive Director Mr. Ma Xu Lun, executive Director Mr. Luo Lai Jun, independent non-executive Director Mr. Gu Hui Zhong, independent non-executive Director Mr. Cai Hong Ping and Supervisor Mr. Lin Xiao Chun who did not attend the EGM and Class Meetings due to other business arrangement, other Directors and supervisors of the Company attended the EGM and Class Meetings. Some members of the senior management of the Company also attended the EGM and Class Meetings. None of the resolutions proposed at the EGM and Class meetings was vetoed or amended.

The total number of shares (the **“Shares”**) of the Company entitling the holders to attend and vote for or against the resolutions proposed at the EGM was 18,120,908,426 . 443 shareholders of the Company (the **“Shareholders”**) and authorized proxies (of which 440 are A Shareholders and 3 are H Shareholders) holding an aggregate of 13,372,321,331 Shares carrying voting rights, representing approximately 73.79% of the total number of voting Shares of the Company, were present at the EGM.

Number of Shareholders and authorized proxies attended the EGM	443
Of which: number of holders of A shares of the Company(the “ A Shareholders ”)	440
number of holders of H shares of the Company (the “ H Shareholders ”)	3
Total number of voting Shares held (Shares)	13,372,321,331
Of which: total number of Shares held by A Shareholders	10,135,495,479
total number of Shares held by H Shareholders	3,236,825,852
Percentage of the total number of voting Shares of the Company (%)	73.79
Of which: percentage of total number of Shares held by A Shareholders (%)	55.93
percentage of total number of Shares held by H Shareholders (%)	17.86

The total number of A Shares entitling the holders to attend and vote for or against the resolutions proposed at the A Share Class Meeting was 13,476,911,118. 440 Shareholders and authorized proxies holding an aggregate of 10,135,495,479 A Shares carrying voting rights, representing approximately 75.21% of the total number of voting A Shares, were present at the A Share Class Meeting.

Number of Shareholders and authorized proxies attended the A Share Class Meeting	440
Total number of voting Shares held (Shares)	10,135,495,479
Percentage of the total number of voting A Shares of the Company (%)	75.21

The total number of H Shares entitling the holders to attend and vote for or against the resolutions proposed at the H Share Class Meeting was 4,643,997,308. 3 Shareholders and authorized proxies holding an aggregate of 3,236,825,852 H Shares carrying voting rights, representing approximately 69.70% of the total number of voting H Shares, were present at the H Share Class Meeting.

Number of Shareholders and authorized proxies attended the H Share Class Meeting	3
Total number of voting Shares held (Shares)	3,236,825,852
Percentage of the total number of voting H Shares of the Company (%)	69.70

No Shareholder was required to abstain from voting on the resolutions at the EGM and Class Meetings pursuant to The Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). There were no Shareholders who were entitled to attend but were required to abstain from voting in favor of the resolutions at the EGM and Class Meetings pursuant to Rule 13.40 of the Listing Rules.

All resolutions as set out in the notice of the EGM and Class Meetings were duly passed and the poll results are as follows:

I. EGM

Special Resolutions

1. **Resolution:** the resolution regarding the amendments to the Articles of Association of China Southern Airlines Company Limited.

Result: Passed

Details:

Types	For		Against		Abstain	
	For	For (%)	Against	Against (%)	Abstain	Abstain (%)
A Shares	10,038,635,548	99.0443	95,779,631	0.9449	1,080,300	0.0108
H Shares	3,106,889,799	95.9856	129,716,053	4.0075	220,000	0.0069
Total	13,145,525,347	98.3039	225,495,684	1.6862	1,300,300	0.0099

2. **Resolution:** the resolution regarding the amendments to the Procedural Rules of the Shareholders' General Meeting of China Southern Airlines Company Limited.

Result: Passed

Details:

Types	For		Against		Abstain	
	For	For (%)	Against	Against (%)	Abstain	Abstain (%)
A Shares	10,093,564,700	99.5862	41,512,579	0.4095	418,200	0.0043
H Shares	3,212,417,158	99.2459	24,407,694	0.7540	1,000	0.0001
Total	13,305,981,858	99.5039	65,920,273	0.4929	419,200	0.0032

3. **Resolution:** the resolution regarding the amendments to the Procedural Rules of the Board of Directors of China Southern Airlines Company Limited.

Result: Passed

Details:

Types	For		Against		Abstain	
	For	For (%)	Against	Against (%)	Abstain	Abstain (%)
A Shares	10,042,733,578	99.0847	91,978,901	0.9074	783,000	0.0079
H Shares	3,116,772,116	96.2910	120,053,736	3.7090	0	0.0000
Total	13,159,505,694	98.4085	212,032,637	1.5856	783,000	0.0059

4. **Resolution:** the resolution regarding the amendments to the Procedural Rules of the Supervisory Committee of China Southern Airlines Company Limited.

Result: Passed

Details:

Types	For		Against		Abstain	
	For	For (%)	Against	Against (%)	Abstain	Abstain (%)
A Shares	10,134,054,179	99.9857	1,006,600	0.0099	434,700	0.0044
H Shares	3,236,809,852	99.9995	16,000	0.0005	0	0.0000
Total	13,370,864,031	99.9891	1,022,600	0.0076	434,700	0.0033

5. **Resolution:** the resolution regarding the general mandate to the Board to repurchase shares.

Result: Passed

Details:

Types	For		Against		Abstain	
	For	For (%)	Against	Against (%)	Abstain	Abstain (%)
A Shares	10,134,439,627	99.9895	902,300	0.0089	153,552	0.0016
H Shares	3,236,809,852	99.9995	0	0.0000	16,000	0.0005
Total	13,371,249,479	99.9919	902,300	0.0067	169,552	0.0014

Ordinary Resolution

6. **Resolution:** the resolution regarding the allowance of the independent non-executive Directors of the 10th session of the Board of the Company.

Result: Passed

Details:

Types	For		Against		Abstain	
	For	For (%)	Against	Against (%)	Abstain	Abstain (%)
A Shares	10,133,389,639	99.9792	1,759,388	0.0173	346,452	0.0035
H Shares	3,236,809,852	99.9995	0	0.0000	16,000	0.0005
Total	13,370,199,491	99.9841	1,759,388	0.0131	362,452	0.0028

Additional Ordinary Resolution

7. **Resolution:** the resolution regarding the purchase of 100 C919 aircraft by the Company.

Result: Passed

Details:

Types	For		Against		Abstain	
	For	For (%)	Against	Against (%)	Abstain	Abstain (%)
A Shares	10,133,775,127	99.9830	1,566,650	0.0154	153,702	0.0016

H Shares	3,236,809,852	99.9995	0	0.0000	16,000	0.0005
Total	13,370,584,979	99.9870	1,566,650	0.0117	169,702	0.0013

Ordinary Resolutions (by accumulative voting method)

Resolution		Number of votes	Percentage of the number of votes against the total number of votes with valid voting rights present at the EGM(%)	Whether elected or not
8.00	the resolution regarding the election of executive Directors of the 10th session of the Board of the Company:			
8.01	the resolution regarding the election of Mr. Ma Xu Lun as an executive Director of the 10th session of the Board of the Company.	13,345,876,444	99.8022	Yes
8.02	the resolution regarding the election of Mr. Han Wen Sheng as an executive Director of the 10th session of the Board of the Company.	13,295,087,758	99.4224	Yes
8.03	the resolution regarding the election of Mr. Luo Lai Jun as an executive Director of the 10th session of the Board of the Company.	13,367,131,014	99.9611	Yes
9.00	the resolution regarding the election of independent non-executive Directors of the 10th session of the Board of the Company:			
9.01	the resolution regarding the election of Ms. Pansy Catilina Chiu King Ho as an independent non-executive Directors of the 10th session of the Board of the Company.	13,335,202,540	99.7224	Yes
9.02	the resolution regarding the election of Mr. Guo Wei as an independent non-executive Directors of the 10th session of the Board of the Company.	13,350,622,382	99.8377	Yes
9.03	the resolution regarding the election of Mr. Zhang Jun Sheng as an independent non-executive Directors of the 10th session of the	13,353,074,406	99.8560	Yes

	Board of the Company.			
10.00	the resolution regarding the election of shareholder representative Supervisors of the 10th session of the Supervisory Committee of the Company:			
10.01	the resolution regarding the election of Mr. Ren Ji Dong as a shareholder representative Supervisor of the 10th session of the Supervisory Committee of the Company.	13,368,198,545	99.9691	Yes
10.02	the resolution regarding the election of Mr. Wei Zhen Xing as a shareholder representative Supervisor of the 10th session of the Supervisory Committee of the Company.	13,352,892,912	99.8547	Yes

More than 2/3 of the total valid voting rights held by attending Shareholders and authorized proxies were cast in favour of resolutions No. 1 to No. 5 at the EGM. More than 50% of the total valid voting rights held by attending Shareholders and authorized proxies were cast in favour of resolutions No. 6 to No. 7 at the EGM. Accumulative Voting was used in carrying out the voting and the counting of voting results in respect of Resolution No. 8.00 to No. 10.00. As the votes cast for the candidates of Directors and Supervisors are more than half of the total number of Shares held by all Shareholders attending the EGM (before accumulation), the candidates have been elected as directors and supervisors.

II. A Share Class Meeting

Special Resolutions

1. **Resolution:** the resolution regarding the amendments to the Articles of Association of China Southern Airlines Company Limited.

Result: Passed

Details:

	For		Against		Abstain	
	For	For (%)	Against	Against(%)	Abstain	Abstain(%)
Results	10,038,635,548	99.0443	95,779,631	0.9449	1,080,300	0.0108

2. **Resolution:** the resolution regarding the general mandate to the Board to repurchase shares.

Result: Passed

Details:

	For		Against		Abstain	
	For	For (%)	Against	Against(%)	Abstain	Abstain(%)
Results	10,134,439,627	99.9895	902,300	0.0089	153,552	0.0016

More than 2/3 of the total valid voting rights held by attending Shareholders and authorized proxies were cast in favour of resolutions No. 1 to No. 2 at the A Share Class Meeting.

III. H Shares Class Meeting

Special Resolutions

1. **Resolution:** the resolution regarding the amendments to the Articles of Association of China Southern Airlines Company Limited.

Result: Passed

Details:

	For		Against		Abstain	
	For	For (%)	Against	Against(%)	Abstain	Abstain(%)
Results	3,106,889,799	95.9856	129,716,053	4.0075	220,000	0.0069

2. **Resolution:** the resolution regarding the general mandate to the Board to repurchase shares.

Result: Passed

Details:

	For		Against		Abstain	
	For	For (%)	Against	Against(%)	Abstain	Abstain(%)
Results	3,236,809,852	99.9995	0	0.0000	16,000	0.0005

More than 2/3 of the total valid voting rights held by attending Shareholders and authorized proxies were cast in favour of resolutions No. 1 to No. 2 at the H Share Class Meeting.

According to the requirements of the Listing Rules, KPMG was appointed as the scrutineer in respect of voting at the EGM and Class Meetings. *(Note)*

Lv Hui and Huang Kuangchun, PRC lawyers from Beijing Dentons Law Offices, LLP (Guangzhou), attended the EGM and Class Meetings and issued legal opinion stating that the convening, holding and voting procedures of the EGM and Class Meetings are in compliance with the PRC Company Law, the Regulation of the Shareholders' General Meetings of a Listed Company and other relevant laws, regulations and normative documents, and the articles of association of the Company, and that the eligibility of the persons who attended or were present at the EGM and Class Meetings and the convener are lawful and valid, and that voting results of the EGM and Class Meetings and the resolutions passed at the EGM and Class Meetings are lawful and valid.

Note: Scope of work of KPMG

The poll results were subject to scrutiny by KPMG, Certified Public Accountants, whose work was limited to certain procedures requested by the Company to agree the poll results summary prepared by the Company to poll forms collected and provided by the Company to KPMG. The work performed by KPMG in this respect did not constitute an assurance engagement made in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong

Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

CHANGE OF DIRECTORS AND SUPERVISORS

The Company is pleased to announce that, Mr. Ma Xu Lun, Mr. Han Wen Sheng and Mr. Luo Lai Jun are elected as executive Directors of the 10th session of the Board for a term of three years, and Ms. Pansy Catilina Chiu King Ho, Mr. Guo Wei and Mr. Zhang Jun Sheng are elected as independent non-executive Directors of the 10th session of the Board for a term of three years, after approval by the Shareholders at the EGM.

All the independent non-executive Directors have confirmed that (i) they met the independence as regards each of the factors referred to in Rule 3.13(1) to (8) of the Listing Rules; (ii) none of them have past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected person of the Company; and (iii) there are no other factors that may affect the independent non-executive director's independence at the time of his/ her appointment.

Mr. Ren Ji Dong and Mr. Wei Zhen Xing are elected as the shareholder representative supervisors (the “**Supervisor**”) of the 10th session of the supervisory committee of the Company (the “**Supervisory Committee**”) for a term of three years, after approval by the Shareholders at the EGM. As disclosed in the announcement of the Company dated 16 July 2024, Mr. Yang Bin was elected as an employees’ representative Supervisor of the 10th session of the Supervisory Committee for a term of three years. The appointment of Mr. Yang Bin has taken effect from the conclusion of the EGM.

Each of the Directors and Supervisors will enter into a service contract with the Company. The biographies and the emolument information of the re-elected and elected Directors and Supervisors have been set out in the announcements of the Company dated 24 May 2024 and 16 July 2024 and the circular of the Company dated 14 June 2024.

The term of office of Mr. Gu Hui Zhong and Mr. Cai Hong Ping expired upon the conclusion of the EGM, and they also resigned as the chairmen and members of the relevant Board committees of the Company (if applicable). The retiring Directors confirm that there is no disagreement between them and the Company and there is no matter in relation to their retirement that need to be brought to the attention of the Shareholders.

The Board and the Supervisory Committee would like to take this opportunity to thank all members of the 9th session of the Board and the Supervisory Committee for their valuable contribution to the Company and to welcome Mr. Zhang Jun Sheng to join the Board, and Mr. Wei Zhen Xing to join the Supervisory Committee.

Save as disclosed above and in the circular of the Company dated 14 June 2024, as at the date of this announcement, (i) the above Directors and Supervisors have not held any directorships in the last three years in publicly companies the securities of which are listed on any securities market in Hong Kong or overseas or other major appointments and professional qualifications; (ii) none of the above Directors and Supervisors had any relationship with any Directors, Supervisors, senior management, substantial or controlling Shareholders of the Company; (iii) none of the above Directors and Supervisors had any interests in Shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance

(Chapter 571 of the Laws of Hong Kong); and (iv) there is no other matter relating to the appointment of the above Directors and Supervisors that needs to be brought to the attention of the Shareholders, nor is there any other information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

On 29 July 2024, the Board considered and approved (i) the appointment of Mr. Ma Xu Lun as the Chairman of the 10th session of the Board; (ii) the appointment of Mr. Han Wen Sheng as the Vice Chairman of the 10th session of the Board and the President of the Company; (iii) the appointment of Mr. Zhang Jun Sheng as the chairman, and Ms. Pansy Catilina Chiu King Ho and Mr. Guo Wei as the members of the Audit and Risk Management Committee; (iv) the appointment of Mr. Guo Wei as the chairman, and Mr. Luo Lai Jun and Ms. Pansy Catilina Chiu King Ho as the members of the Remuneration and Assessment Committee; (v) the appointment of Ms. Pansy Catilina Chiu King Ho as the chairman, and Mr. Luo Lai Jun and Mr. Zhang Jun Sheng as the members of the Nomination Committee; (vi) the appointment of Mr. Han Wen Sheng as the chairman, and Mr. Guo Wei and Mr. Zhang Jun Sheng as the members of the Strategic and Investment Committee; and (vii) the appointment of Mr. Han Wen Sheng as the chairman, and Mr. Guo Wei and Mr. Zhang Jun Sheng as the members of the Aviation Safety Committee.

On 29 July 2024, the Supervisory Committee considered and approved the appointment of Mr. Ren Ji Dong as the Chairman of the 10th session of the Supervisory Committee.

By order of the Board
China Southern Airlines Company Limited
Chen Wei Hua and Liu Wei
Joint Company Secretaries

Guangzhou, the People's Republic of China
29 July 2024

As at the date of this notice, the Directors include Ma Xu Lun, Han Wen Sheng and Luo Lai Jun as executive Directors; and Pansy Catilina Chiu King Ho, Guo Wei and Zhang Jun Sheng as independent non-executive Directors.