

CHINA EASTERN AIRLINES CORP LTD
Form 6-K
June 29, 2009

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 June 2009

Commission File Number: 001-14550

China Eastern Airlines Corporation Limited

(Translation of Registrant's name into English)

2550 Hongqiao Road
Hongqiao Airport
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 June 29, 2009

By /s/ Luo Zhuping
Name: Luo Zhuping
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.

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(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock code: 670)

ANNOUNCEMENT
COMPLETION OF SUBSCRIPTION OF H SHARES

Reference is made to (i) the announcement of China Eastern Airlines Corporation Limited (the "Company") dated 29 December 2008 in relation to the subscriptions of A Shares and H Shares of the Company by China Eastern Air Holding Company and CES Global Holdings (Hong Kong) Limited respectively (the "Announcement"); (ii) the announcement of the Company dated 22 May 2009 relating to the approval of the non-public issuance of H Shares by CSRC; and (iii) the announcements of the Company dated 23 June 2009 in relation to obtaining approvals from CSRC regarding the issuance of A Shares and waiver of the obligation of CEA Holding to make a general offer. Unless otherwise defined herein, capitalized terms used herein shall have the same meanings as ascribed to them in the Announcement.

The Company is pleased to announce that, completion of the H Share Subscription took place on 26 June 2009. A total of 1,437,375,000 H Shares have been issued to CES Global pursuant to the Revised H Share Subscription Agreement.

The issuance of 1,437,375,000 A Shares to CEA Holding is underway, and the Company will make further announcement as and when the A Share Subscription is completed.

The shareholding structure of the Company prior to, and immediately after completion of the H Share Subscription is as follows:

| | Prior to completion of the H Share Subscription | Immediately after completion of the H Share Subscription |
|--------------|---|--|
| Shareholders | Number of shares | Number of shares |

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| | | |
|-------------|---------------|---------------|
| CEA Holding | 2,904,000,000 | 2,904,000,000 |
| CES Global | – | 1,437,375,000 |
| Public | 1,962,950,000 | 1,962,950,000 |
| – A Shares | 396,000,000 | 396,000,000 |
| – H Shares | 1,566,950,000 | 1,566,950,000 |
| Total | 4,866,950,000 | 6,304,325,000 |

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As announced by the Company on the announcement dated 8 June 2009, the Company will issue an announcement of price-sensitive in nature and the Company is in the course of preparing such information for disclosure. Trading of the H shares of the Company has been suspended from 8 June 2009 and it will remain suspended until the publication of the said announcement.

By order of the Board
CHINA EASTERN AIRLINES CORPORATION LIMITED
Luo Zhuping
Director and Company Secretary

The Directors as at the date of this announcement are:

| | |
|------------------|--------------------------------------|
| Liu Shaoyong | (Chairman) |
| Li Jun | (Vice Chairman) |
| Ma Xulun | (Director, President) |
| Luo Chaogeng | (Director) |
| Luo Zhuping | (Director, Company Secretary) |
| Hu Honggao | (Independent Non-executive Director) |
| Sandy Ke-Yaw Liu | (Independent Non-executive Director) |
| Wu Baiwang | (Independent Non-executive Director) |
| Zhou Ruijin | (Independent Non-executive Director) |
| Xie Rong | (Independent Non-executive Director) |

Shanghai, the PRC
26 June 2009