



海南美蘭國際機場股份有限公司
HAINAN MEILAN INTERNATIONAL AIRPORT COMPANY LIMITED *

(A joint stock company incorporated in the People's Republic of China with limited liability)

Stock code: 357

**ANNOUNCEMENT ON
APPOINTMENT OF EXECUTIVE-DIRECTOR AND
SUPERVISOR AND
ELECTION OF THE CHAIRMAN OF
THE BOARD OF DIRECTORS AND
THE CHAIRMAN OF THE SUPERVISORY COMMITTEE**

The board of directors ("the Board") of Hainan Meilan International Airport Company Limited ("the Company") announces that at the Extraordinary General Meeting ("EGM") of the Company held on January 27, 2006, Mr. Zhang Cong was appointed as an executive director of the Company and Mr. Chen Kewen was appointed as a supervisor of the Company. Accordingly the resignation of Mr. Chen Wenli as director of the Company and the resignation of Mr. Zhang Cong as supervisor of the Company have become effective. The Board is also pleased to announce that Mr. Zhang Cong was elected as the Chairman of the Board by the Board and Mr. Chen Kewen was elected as the Chairman of the Supervisory Committee by the supervisory committee.

Further to the announcement of the Company on December 6, 2005 and the circular of the Company dispatched on December 21, 2005, the Board of the Company announces that at EGM of the Company held on January 27, 2006, Mr. Zhang Cong was appointed as a Executive Director of the Company and Mr. Chen Kewen was appointed as a supervisor of the Company. Accordingly the resignation of Mr. Chen Wenli as director of the Company and the resignation of Mr. Zhang Cong as supervisor of the Company have become effective.

* *For identification purpose only*

Mr. Zhang Cong, aged 46, graduated from the China Civil Aviation Institution in 1990 with a degree in English literature. From May 1997 to December 2001, he worked in the personnel department of Hainan Airlines Company Limited, in turn, as the general manager's assistant, deputy general manager and the general manager of the department. Thereafter, Mr. Zhang had taken on the positions as the general manager of the project development and management department and the senior assistant to the chief executive officer in HNA Group Company Limited. Mr. Zhang was appointed as the chairman of the supervisory committee in December 2000 and was reappointed in January 2004. Mr. Zhang Cong has resigned from his position as a supervisor and the chairman of the supervisor committee of the Company.

Mr. Zhang Cong complies with the qualification for directors stated in the articles of association of the Company, the relevant Chinese Law and the Listing Rules. As at the date hereof, Mr. Zhang Cong does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, Mr. Zhang Cong confirms that he has not held any office of director in any public listed companies in the last three years.

Save as disclosed above, Mr. Zhang Cong does not have any relationship with any other director, senior management, substantial shareholder or controlling shareholder of the Company. There is no other matter that needs to be brought to the attention of the shareholders.

The term of appointment of Mr. Zhang Cong will be three years. In accordance with the current scheme of directors' remuneration of the Company, the proposed amount of emolument payable to Mr. Zhang Cong for serving as Director is determined at market rate and will be RMB 70,000 (approximately HKD 66,037, exclusive of basic salary) per year. Mr. Zhang Cong will be entitled to discretionary bonus payment.

Mr. Chen Kewen, aged 45, graduated from the China Civil Aviation Institution in 1982 and joined the air maintenance department of CAAC, Heilongjiang branch as the chief of the quality inspection office in the same year. In 1990, Mr. Chen Kewen became the deputy manager of the planning and development department of Dalian International Airport. Mr. Chen was awarded a master degree in management science and engineering by Dalian University of Technology in 2000. Since 2001, Mr. Chen Kewen has been acting as the general manager of the strategy development department of HNA Group.

Mr. Chen Kewen complies with the qualification for supervisors stated in the articles of association of the Company, the relevant Chinese Law and the Listing Rules. As at the date hereof, Mr. Chen Kewen does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, Mr. Chen Kewen confirms that he has not held any office of director in any public listed companies in the last three years.

Save as disclosed above, Mr. Chen Kewen does not have any relationship with any other director, senior management, substantial shareholder or controlling shareholder of the Company. There is no other matter that needs to be brought to the attention of the shareholders.

In accordance with the articles of association and current scheme of supervisors' remuneration of the Company, the term of appointment of Mr. Chen Kewen will be three years. In line with the remuneration of other supervisors, the amount of emoluments payable to Mr. Chen Kewen for serving as a supervisor will be RMB 20,000 (approximately HK\$ 18,867) per year. He will not be entitled to any bonus.

The Board believes the appointment of Mr. Zhang Cong and Mr. Chen Kewen would bring contributions to the development of the Company. The Board would also like to take this opportunity to thank Mr. Chen Wenli for the devotion he had for the Company.

ELECTION OF CHAIRMAN OF THE BOARD

The resolution to approve the election of Mr. Zhang Cong as the Chairman of the Board was also passed by the Board after the EGM which was held on January 27, 2006.

ELECTION OF CHAIRMAN OF SUPERVISORY COMMITTEE

The resolution to approve the election of Mr. Chen Kewen as the Chairman of the Supervisory Committee was also passed by the Supervisory Committee after the EGM which was held on January 27, 2006.

GENERAL INFORMATION

The Company is principally engaged in the operation of aeronautical and non-aeronautical business at the Meilan Airport in Hainan Province, the PRC.

As at the date of this announcement, there are nine directors on the Board. They are: Zhang Cong, Wang Zhen, Huang Qiu and Gunnar Moller as executive directors; Zhang han'an and Kjeld Binger as non-executive director; and Xu bailin, Xie Zhuang and Fung Ching Simon as independent non-executive directors.

By Order of the Board
**Hainan Meilan International Airport
Company Limited**
Mr. Zhang Cong
Chairman

Haikou, People's Republic of China

27 January, 2006

*Please also refer to the published version of this announcement in
The Standard and Wen Wei Po Post.*