

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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)

**NOMINATION FOR RE-ELECTION OF
INDEPENDENT NON-EXECUTIVE DIRECTORS**

**CHANGE IN MEMBERS OF AUDIT COMMITTEE, REMUNERATION COMMITTEE,
NOMINATION COMMITTEE AND STRATEGIC COMMITTEE**

Reference is made to the notice dated 10 August 2010 of Hainan Meilan International Airport Company Limited (the “**Company**”) regarding the board meeting.

The board of directors of the Company (the “**Board**”) announces that since the term of service of Mr. Xu Bailing as an independent non-executive director of the Company expired on 2 August 2010, Mr. Xu Bailing has been nominated to be re-elected as independent non-executive director of the Company. Besides, since the term of service of Mr. Fung Ching, Simon as an independent non-executive director of the Company will expire on 14 October 2010, Mr. Fung Ching, Simon has been nominated to be re-elected as independent non-executive director of the Company.

The aforesaid re-election of directors is subject to approval by shareholders of the Company at an extraordinary general meeting of the Company (“**EGM**”) to be held by the Company.

Besides, following the termination of Mr. Xie Zhuang’s service as an independent non-executive director of the Company, he ceased to be a member in the audit committee, remuneration committee, nomination committee and strategic committee of the Board. The Board is pleased to announce that as Mr. Xie Zhuang’s replacement, Mr. George F Meng, an independent non-executive director of the Company, was appointed as member of the audit committee of the Board, and Mr. Feng Da’an, an independent non-executive director of the Company, was appointed as Chairman of the remuneration committee and member of the nomination committee and strategic committee of the Board. The aforementioned appointment is effective as of 25 August 2010.

* For identification purpose only

NOMINATION FOR RE-ELECTION OF DIRECTORS

The Board hereby announces that since the term of service of Mr. Xu Bailing as an independent non-executive director of the Company expired on 2 August 2010, Mr. Xu Bailing has been nominated to be re-elected as independent non-executive director of the Company. Besides, since the term of service of Mr. Fung Ching, Simon as an independent non-executive director of the Company will expire on 14 October 2010, Mr. Fung Ching, Simon has been nominated to be re-elected as independent non-executive director of the Company.

Mr. Xu Bailing, aged 78, was appointed as an independent non-executive director of the Company in June 2001, re-appointed as an independent non-executive director of the Company in June 2004 and re-appointed as an independent non-executive director of the Company in August 2007. Mr. Xu was a representative of the Fourth and Fifth National People's Congress and a member of the Ninth Chinese People's Political Consultative Conference. Mr. Xu had worked for the Civil Aviation Beijing Administrative Bureau since 1954, holding various positions such as pilot, supervisor and captain and was appointed Deputy Head and Head of Department. Mr. Xu was then appointed as the vice director of Civil Aviation Administration of China ("CAAC") in December 1986 and then as the president of Air China in March 1988. He was appointed as a consultant of CAAC in August 1993.

Mr. Fung Ching, Simon, aged 41, was appointed as an independent non-executive director of the Company in October 2004 and was re-appointed as an independent non-executive director of the Company in October 2007. Mr. Fung is the chief financial officer and company secretary of Greentown China Holdings Limited, an H-share company listed on the Main Board of the Hong Kong Stock Exchange Company Limited (stock code: 03900). Mr. Fung is also a non-executive director of Baoye Group Company Limited, an H-share company listed on the Main Board of the Hong Kong Stock Exchange Company Limited (stock code: 02355). Prior to joining Baoye Group Company Limited, Mr. Fung had over 10 years of experience in auditing, accounting and business advisory with one of the "Big-4" international accounting firms. Mr. Fung graduated from the Queensland University of Technology, Australia and obtained a bachelor's degree in accountancy. Mr. Fung is a Hong Kong resident. He is a fellow member of the Hong Kong Institute of Certified Public Accountants and a fellow member of the CPA Australia.

The term of service for Mr. Xu Bailing and Mr. Fung Ching, Simon will be for three years commencing from the date on which approval by the shareholders of the Company at the EGM is obtained. The amounts of the emoluments for each of Mr. Xu Bailing and Mr. Fung Ching, Simon will be RMB100,000 for each year. The Company will determine the bonus for the relevant directors accordingly to status of the Company's operation, provided that such bonus shall not exceed the limitation of 2% of the Company's net profits for each year audited by an international accounting firm.

Save as disclosed above, neither of Mr. Xu Bailing and Mr. Fung Ching, Simon has any relationships with any directors, supervisors, senior management of the Company or substantial shareholders or controlling shareholders of the Company, nor do they have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. There is no other information

which is discloseable pursuant to Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited. There is no other matter that needs to be brought to the attention of the shareholders of the Company.

EGM

The aforesaid re-elections of directors of the Company are subject to approval by shareholders of the Company.

The EGM of the Company will be held for the purpose of, among other things, considering and approving the proposed re-election of directors of the Company.

CHANGE IN MEMBERS OF AUDIT COMMITTEE, REMUNERATION COMMITTEE, NOMINATION COMMITTEE AND STRATEGIC COMMITTEE

Following the termination of Mr. Xie Zhuang's service as an independent non-executive director of the Company, he ceased to be a member in the audit committee, remuneration committee, nomination committee and strategic committee of the Board. The Board is pleased to announce that as Mr. Xie Zhuang's replacement, Mr. George F Meng, an independent non-executive director of the Company, was appointed as member of the audit committee of the Board, and Mr. Feng Da'an, an independent non-executive director of the Company, was appointed as Chairman of the remuneration committee and member of the nomination committee and strategic committee of the Board. The aforementioned appointment is effective as of 25 August 2010.

As of 25 August 2010, the audit committee of the Board comprised of the following three members: Mr. Xu Bailing, Mr. Fung Ching, Simon and Mr. George F Meng; the remuneration committee of the Board comprised of the following three members: Mr. Feng Da'an (Chairman), Mr. Fung Ching, Simon and Ms. Xing Xihong; the nomination committee of the Board comprised of the following three members: Mr. Xu Bailing, Mr. Feng Da'an and Mr. Liang Jun; and the strategic committee of the Board comprised of the following five members: Mr. Fung Ching, Simon, Mr. Xu Bailing, Mr. Feng Da'an, Mr. Hu Wentai and Mr. Liang Jun.

By Order of the Board
Hainan Meilan International Airport Company Limited
Zhao Yahui
Chairman

Haikou, the PRC
25 August 2010

As at the date of this announcement, there are eleven directors on the Board. The Board comprises of three executive directors, namely Mr. Zhao Yahui, Mr. Liang Jun and Ms. Xing Xihong, and four non-executive directors, namely Mr. Hu Wentai, Mr. Zhang Han'an, Mr. Chan Nap Kee Joseph and Mr. Yan Xiang, and four independent non-executive directors, namely Mr. Xu Bailing, Mr. Fung Ching Simon, Mr. George F Meng and Mr. Feng Da'an.