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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)

**RESIGNATION, PROPOSED APPOINTMENT
AND RE-ELECTION OF DIRECTORS**

The Board hereby announces that, due to adjustment of work, (i) Mr. Zhao Yahui has tendered his resignation as executive Director and chairman of the Board with effect from 25 January 2011 and (ii) Mr. Liang Jun has tendered his resignation as president with effect from 25 January 2011. Mr. Dong Zhanbin has been proposed to be appointed as executive Director and president of the Company.

Since the term of service of (i) Mr. Chan Nap Kee, Joseph as non-executive Director, (ii) Mr. Yan Xiang as non-executive Director, and (iii) Mr. George F. Meng as independent non-executive Director has expired on 14 October 2010, (i) Mr. Chan Nap Kee, Joseph has been proposed to be re-elected as a non-executive Director, (ii) Mr. Yan Xiang has been proposed to be re-elected as a non-executive Director, and (iii) Mr. George F. Meng has been proposed to be re-elected as an independent non-executive Director and member of the audit committee of the Board.

The aforesaid appointment and re-election of Directors are subject to approval by the Shareholders. The EGM of the Company will be held for the purpose of, among others, considering and approving the proposed appointment and re-election of Directors.

RESIGNATION OF EXECUTIVE DIRECTOR AND PRESIDENT

The board (the “**Board**”) of directors (the “**Directors**”) of Hainan Meilan International Airport Company Limited (the “**Company**”) hereby announces that, due to adjustment of work, (i) Mr. Zhao Yahui has tendered his resignation as executive Director and chairman of the Board with effect from 25 January 2011 and (ii) Mr. Liang Jun has tendered his resignation as president with effect from 25 January 2011.

Each of Mr. Zhao Yahui and Mr. Liang Jun has confirmed that he has no disagreement with the Board and he is not aware of any matters relating to his resignation that need to be brought to the attention of the Board and public investors.

The Board would like to take this opportunity to express its gratitude to Mr. Zhao Yahui and Mr. Liang Jun for their outstanding contribution and valuable advice to the Company during their term of office.

PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR AND PRESIDENT

Mr. Dong Zhanbin has been proposed to be appointed as executive Director and president of the Company.

The personal particulars of Mr. Dong Zhanbin are as follows:

Mr. Dong Zhanbin, aged 59, is currently the chairman and an executive director of Sanya Phoenix International Airport Co. Limited. Mr. Dong graduated from Party Cadet College of Guangxi Autonomous Region in 1986 with a major in politics. Mr. Dong has over 37 years of experience in the management and administration of civil aviation industry. From 1970 to May 1994, Mr. Dong served as the associate director of Control Center of Civil Aviation Administration of China (“CAAC”) Guangzhou Administration, the head of CAAC Zhanjiang Terminal, the deputy head of CAAC Nanning Terminal, the chief of Flight Operation Division and the head of Air Traffic Control Center of CAAC Guangxi Administration, and was then promoted to be deputy director of CAAC Hainan Administration in 1994. Since August 1998, Mr. Dong has held a number of senior management positions in HNA Group, including the vice general manager of Haikou Meilan International Airport Company Limited, the vice executive president of HNA Airport Group Company Limited, and the general manager, the vice chairman and the chairman of Yichang Three Gorges Airport Co., Ltd. and general manager of Hainan Meilan International Airport Company Limited, from which he gained ample experience in airport operation and management.

The term of service for Mr. Dong will be for three years commencing from 25 January 2011 subject to the approval and rectification by the shareholders of the Company (the “**Shareholders**”) at the extraordinary general meeting (“**EGM**”). The amounts of the emoluments of Mr. Dong will be RMB70,000 for each year during his term of office. The Company will determine the bonus for the Directors according to the 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.

Mr. Dong has not held any directorship in other listed companies in the past three years.

As at the date of the announcement, Mr. Dong has no relationship with any Directors, supervisors, senior management of the Company or substantial shareholders or controlling shareholders of the Company.

As at the date of the announcement, Mr. Dong does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong) (the “**SFO**”).

Save as disclosed above, the Board is not aware of any other matters in relation to Mr. Dong's appointment as executive Director and president that needs to be brought to the attention of the Shareholders nor any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

RE-ELECTION OF DIRECTORS

The Board hereby announces that since the term of service of (i) Mr. Chan Nap Kee, Joseph as non-executive Director, (ii) Mr. Yan Xiang as non-executive Director, and (iii) Mr. George F. Meng as independent non-executive Director has expired on 14 October 2010, (i) Mr. Chan Nap Kee, Joseph has been proposed to be re-elected as a non-executive Director, (ii) Mr. Yan Xiang has been proposed to be re-elected as a non-executive Director, and (iii) Mr. George F. Meng has been proposed to be re-elected as an independent non-executive Director and member of the audit committee of the Board.

Their personal particulars are as follows:

Mr. Chan Nap Kee, Joseph, aged 50, was appointed non-executive Director in October 2007. Mr. Chan received a master degree in international marketing from the University of Strathclyde and a diploma in China investment and trade study from the Peking University. He is licensed for Type 1 (dealing in securities), Type 4 (advising on securities), Type 6 (advising on corporate finance) and Type 9 (asset management) activities regulated under the SFO. Mr. Chan has about 25 years of practical experience in commercial banking, investment banking and asset management. He was the deputy manager of Credit Agricole Bank from 1986 to 1994, where he was in charge of China business. From 1992 to 1994, he was co-head of Credit Agricole Asset Management South East Asia Limited. From 1994 to the present, Mr. Chan has been a founding partner of Oriental Patron Financial Group Limited, a substantial shareholder of the Company, and executive director of Oriental Patron Asia Limited and Oriental Patron Securities Limited, respectively. In September 2008, he was appointed executive director of Kaisun Energy Group Limited (listed on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited; stock code: 8203) and is also the chairman of Kaisun Energy Group Limited and its subsidiaries at present.

The term of service for Mr. Chan will be for three years commencing from 15 October 2010 subject to the approval and rectification by the Shareholders at the EGM. The amounts of the emoluments of Mr. Chan will be RMB50,000 for each year during his term of office. The Company will determine the bonus for the Directors according to the 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, Mr. Chan has not held any directorship in other listed companies in the past three years.

Save as disclosed above, Mr. Chan has no relationship with any Directors, supervisors, senior management of the Company or substantial shareholders or controlling shareholders of the Company.

As at the date of the announcement, Mr. Chan does not have any interests in the shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, the Board is not aware of any other matters that need to be brought to the attention of the Shareholders nor any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Mr. Yan Xiang, aged 47, was appointed non-executive Director in October 2007. He is currently an independent director of China United Travel Company Limited, a company listed on the Shanghai Stock Exchange. Mr. Yan graduated from the Peking University with a bachelor degree in economics and master degree in economics. From January 1988 to August 1991, he had been a teaching assistant and a lecturer in the Faculty of Economics of the Peking University. Since August 1991, he had been a research fellow at the Research Centre of the People's Government of Hainan Province; general manager of Hainan Securities Exchange Centre; president of Hainan Securities Company Limited and director of Zhongfu Industrial Co., Ltd. Mr. Yan is currently the chairman of China of Oriental Patron Financial Group Limited and president of Oriental Patron Resources Investment Limited, both of which are the substantial shareholders of the Company. He had been a councilor of the Hainan Development Council, member of the Treasury Bond and Futures Expert Committee and a member of the Credit Rating Expert Board of China Chengxin Credit Management Co., Ltd.

The term of service for Mr. Yan will be for three years commencing from 15 October 2010 subject to the approval and rectification by the Shareholders at the EGM. The amounts of the emoluments of Mr. Yan will be RMB50,000 for each year during his term of office. The Company will determine the bonus for the Directors according to the 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, Mr. Yan has not held any directorship in other listed companies in the past three years.

Save as disclosed above, Mr. Yan has no relationship with any Directors, supervisors, senior management of the Company or substantial shareholders or controlling shareholders of the Company.

As at the date of the announcement, Mr. Yan does not have any interests in the shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, the Board is not aware of any other matters that need to be brought to the attention of the Shareholders nor any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Mr. George F. Meng, aged 66, was appointed independent non-executive Director in October 2007. He graduated from China Civil Aviation Institute in 1966, where he studied radio communications and English language, and furthered his studies in English language in Tianjin Foreign Studies University in 1972. From 1984 to 1991, Mr. Meng studied FAA aircraft dispatcher training course sponsored by Aviation Training Services, Long Island, New York; advanced training in aviation course with Ansett

Airlines of Australia; and an MBA course in Oklahoma City University in the United States. Between 1966 and 1988, Mr. Meng took several positions, including radio station master of Communication Department of CAAC Chengdu Administration, dean of the Technical English Department of China Civil Aviation Institute; and deputy director of CAAC Training Centre. He became director and general manager of China Resource Ltd., USA in 1991, and has been president of Soaring Eagle Industrial LLC., USA since 2000. Mr. Meng has been the headmaster of Huaxia Chinese School (Northern Branch), a non-profit-making organisation, since September 2010.

The term of service for Mr. Meng will be for three years commencing from 15 October 2010 subject to the approval and rectification by the Shareholders at the EGM. The amounts of the emoluments of Mr. Meng will be RMB100,000 for each year during his term of office. The Company will determine the bonus for the Directors according to the 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.

Mr. Meng has not held any directorship in other listed companies in the past three years.

As at the date of the announcement, Mr. Meng has no relationship with any Directors, supervisors, senior management of the Company or substantial shareholders or controlling shareholders of the Company.

As at the date of the announcement, Mr. Meng does not have any interests in the shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed above, the Board is not aware of any other matters that need to be brought to the attention of the Shareholders nor any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

EGM

The aforesaid appointment and re-election of Directors are subject to approval by the Shareholders.

The EGM of the Company will be held for the purpose of, among others, considering and approving the proposed appointment and re-election of Directors.

By Order of the Board
Hainan Meilan International Airport Company Limited
Xing Zhoujin
Company Secretary

Haikou, the PRC
25 January 2011

As at the date of this announcement, there are ten directors on the Board. The Board comprises of two executive directors, namely 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.

** For identification purpose only*