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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)

PROPOSED RE-ELECTION OF EXECUTIVE DIRECTOR AND SUPERVISOR AND SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

The Company has recently received from Haikou Meilan International Airport Company Limited, the controlling shareholder of the Company, a proposal in relation to the re-election of Mr. Liang Jun and Mr. Dong Guiguo as a director and a supervisor of the Company, respectively.

According to the relevant laws and regulations and the Articles of Association of the Company, the appointment of directors and supervisors is subject to the approval of the Shareholders.

The Board hereby submits the proposal as additional ordinary resolutions at the Annual General Meeting to approve the following appointments, respectively:

- (1) Mr. Liang Jun, as an executive director of the Company; and
- (2) Mr. Dong Guiguo, as a supervisor of the Company.

The above proposed re-election of director and supervisor are subject to the approval of the Shareholders by way of ordinary resolution(s) at the Annual General Meeting. The Company will as soon as practicable issue a supplemental circular and a supplemental notice of 2011 Annual General Meeting proposing and putting forward the above mentioned proposals.

PROPOSED RE-ELECTION OF EXECUTIVE DIRECTOR AND SUPERVISOR

Hainan Meilan International Airport Company Limited (the “**Company**” and together with its subsidiaries, collectively the “**Group**”) has issued a circular and a notice of 2011 annual general meeting on 10 April 2012. As set out in the notice, the annual general meeting (“**Annual General**

* *for identification purposes only*

Meeting”) will be held in the meeting room of the Company on 3rd Floor, Office Building of Meilan Airport, Haikou City, Hainan Province, the People’s Republic of China on 29 May 2012 (Tuesday) at 10:00 a.m.

The Company has recently received from Haikou Meilan International Airport Company Limited, the controlling shareholder of the Company, a proposal in relation to the re-election of Mr. Liang Jun and Mr. Dong Guiguo as a director and a supervisor of the Company, respectively.

According to the relevant laws and regulations and the articles of association of the Company (the “**Articles of Association**”), the appointment of directors and supervisors is subject to the approval of the shareholders of the Company (“**Shareholders**”). The board of directors of the Company (“**Board**”) hereby submits the proposal as additional ordinary resolutions at the Annual General Meeting to approve the following appointments, respectively:

- (1) Mr. Liang Jun, as an executive director of the Company; and
- (2) Mr. Dong Guiguo, as a supervisor of the Company.

The above proposed appointments of director and supervisor are subject to the approval of the Shareholders by way of ordinary resolution(s) at the Annual General Meeting. The Company will as soon as practicable issue a supplemental circular and a supplemental notice of 2011 Annual General Meeting proposing and putting forward the above mentioned proposals.

BACKGROUND OF THE PROPOSED CANDIDATES STANDING FOR ELECTION

Background of Mr. Liang Jun and Mr. Dong Guiguo are as follows:

Liang Jun

Mr. Liang Jun, aged 49, has a master degree in business administration. From October 1991 to January 1999, Mr. Liang served as the general manager of Hainan Airlines Co., Ltd. Sanya Branch, Ningbo Base and acted as its chief representative in Shanghai. He was appointed as the chairman of HNA Hotel Management Group in February 1999, executive vice president of HNA Group Co., Ltd. in March 2001. From August 2003 to March 2006, he served as the chief executive officer, vice president and president of HNA Hotel Holdings Ltd. Mr. Liang became the president and general manager of HNA International Hotel Ltd. in April 2006, and also the president and chief executive officer of HNA Food Holdings Ltd., general manager of Hainan Airlines Food Company Limited, and became the vice president of HNA Hotels & Resorts Ltd. and HNA Hotel Holdings Ltd. in March 2007. Mr. Liang has extensive experience in corporate management. He has served as the chairman and legal representative of Sanya Phoenix International Airport Co., Ltd. since 31 January 2012. He has been the vice chairman and president of HNA Airport Group Company Limited since 20 February 2012. Mr. Liang was appointed as the executive director of the Company on 25 May 2009 and appointed as the chairman of the Company on 21 March 2011. He has also served as a member of the nomination committee and the strategic committee of the Board of the Company.

Save as disclosed above, Mr. Liang has not held any directorship in other listed companies in the past three years.

Save as disclosed above, Mr. Liang has not held any concurrent position in the Company or any other member of the Group in the past three years, and does not have any relationship with any other directors, senior management or substantial or controlling shareholder of the Company.

As at the date of this announcement, Mr. Liang does not have any interest 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) and does not hold any shares of the Company.

Upon approval of Mr. Liang's appointment by the Shareholders, Mr. Liang will enter into a service contract with the Company for a term of three years commencing from the date on which approval by the Shareholders of the Company at the Annual General Meeting is obtained.

Pursuant to the Articles of Association, Mr. Liang will, if approved by the Shareholders, be elected and appointed at the general meeting and may offer himself for subsequent re-election and reappointment.

The remuneration of Mr. Liang will be determined at the general meeting pursuant to the Articles of Association and with reference to recommendation of the remuneration committee of the Board in accordance with its terms of reference, taking into account, among other matters, his duties and responsibilities.

Save as disclosed above, the Board is not aware of any other matters in relation to Mr. Liang's proposed appointment as a director of the Company 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 Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**").

Dong Guiguo

Mr. Dong Guiguo, aged 49, was appointed as a supervisor of the Company on 25 May 2009 and has served as the chairman of the supervisory committee of the Company. Mr. Dong graduated from Civil Aviation University of China majoring in aircraft engine. He has pursued further studies in China Europe International Business School. He is an aviation engineer and accountant. Mr. Dong has worked at civil aviation maintenance base in Beijing, Beijing Aircraft Maintenance Engineering Co., Ltd., HNA Group Purchase Management Department, HNA Group Airport Management Department and HNA Airport Group Co., Ltd.. Since October 2000, he has respectively served as standing deputy manager of the aviation material and equipment procurement center of the procurement department of HNA Group, deputy general manager of airport management department of HNA Group, general manager of Haikou Meilan International Airport Co., Ltd., executive chairman's assistant, general manager of the finance department and general manager of the project management department of HNA Airport Group Company Limited and vice chairman, vice president and chief financial officer of HNA Airport Group Company. Mr. Dong was appointed as a Director of the Company from March 2006 to October 2008 and become the Financial Officer of the Company in December 2006. He was appointed as the Chief

Financial Director of the Company in April 2007. In December 2008, he was resigned and quitted the Company. Currently, Mr. Dong is the vice president of HNA Infrastructure Industry Group Limited (海航基礎產業集團有限公司) and the chairman of HNA Airport Group Company Limited. He has extensive work experience in civil aviation and finance.

Save as disclosed above, Mr. Dong has not held any directorship in other listed companies in the past three years.

Save as disclosed above, Mr. Dong has not held any concurrent position in the Company or any other member of the Group in the past three years, and does not have any relationship with any other directors, senior management or substantial or controlling shareholder of the Company.

As at the date of this announcement, Mr. Dong does not have any interest 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) and does not hold any shares of the Company.

Upon approval of Mr. Dong's appointment by the Shareholders, Mr. Dong will enter into a service contract with the Company for a term of three years commencing from the date on which approval by the Shareholders of the Company at the Annual General Meeting is obtained. Pursuant to the Articles of Association, Mr. Dong will, if approved by the Shareholders, be elected and appointed at the general meeting and may offer himself for subsequent re-election and reappointment.

The remuneration of Mr. Dong will be determined at the general meeting pursuant to the Articles of Association and with reference to recommendation of the remuneration committee of the Board in accordance with its terms of reference, taking into account, among other matters, his duties and responsibilities.

Save as disclosed herein, Mr. Dong has confirmed that there are no matters that need to be brought to the attention of the Shareholders, and there is no other information in relation to the appointment of Mr. Dong that is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

GENERAL

A supplemental circular and a supplemental notice of 2011 Annual General Meeting proposing and putting forward the above proposed appointment of director and supervisor will be issued and despatched to the Shareholders as soon as practicable.

By the order of the Board
Hainan Meilan International Airport Company Limited
Liang Jun
Chairman

Hainan, the PRC
10 May 2012

As at the date of this announcement, there are eleven directors on the Board. The Board comprises of three executive directors, namely Mr. Liang Jun, Mr. Dong Zhanbin 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.