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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 liabilities)

(Stock Code: 357)

**CHANGE OF PRESIDENT
RESIGNATION OF NON-EXECUTIVE DIRECTOR
AND
PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR**

CHANGE OF PRESIDENT

The Board announces that, with a view to establish a clear division of responsibilities of the management of the Board and the day-to-day management of business of the Company to ensure a balance of power and authority, with effect from 19 March 2013, Mr. Liang Jun, an executive Director, has resigned as the president of the Company, and that, with effect from 19 March 2013, Mr. Yang Xiaobin, an executive Director, has been appointed as the president of the Company in place of Mr. Liang Jun.

RESIGNATION OF NON-EXECUTIVE DIRECTOR

The Board announces that, due to the expiration of term of office, Mr. Zhang Han'an has tendered his resignation as a non-executive Director, which will be effective upon the conclusion of the AGM.

PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR

The Board also announces that it has proposed to seek the approval of the Shareholders at the AGM on the appointment of Mr. Wang Zhen as an executive Director.

* For identification only

The board (the “**Board**”) of directors (the “**Directors**”) of Hainan Meilan International Airport Company Limited (the “**Company**”) will convene an annual general meeting (the “**AGM**”) on Monday, 27 May 2013 to seek, among others, the approval of the shareholders (the “**Shareholders**”) of the Company for the appointment of Mr. Wang Zhen as an executive Director. A circular convening the AGM will be despatched to the Shareholders on or before 12 April 2013.

CHANGE OF PRESIDENT

The Board announces that, with a view to establish a clear division of responsibilities of the management of the Board and the day-to-day management of business of the Company to ensure a balance of power and authority, with effect from 19 March 2013, Mr. Liang Jun, an executive Director, has resigned as the president of the Company.

Mr. Liang Jun has confirmed that he has no disagreement with the Board, and that there are no other matters that need to be brought to the attention of the Shareholders or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The Board has confirmed that there is no other matter relating to Mr. Liang Jun’s resignation that needs to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to express its gratitude to Mr. Liang Jun for his valuable contribution to the Company during his tenure of office of the president of the Company.

The Board also announces that Mr. Yang Xiaobin, an executive Director, has been appointed as the president of the Company for a term of three years with effect from 19 March 2013. Please refer to the announcement of the Company dated 12 December 2012 for the particulars of Mr. Yang Xiaobin.

RESIGNATION OF NON-EXECUTIVE DIRECTOR

The Board announces that Mr. Zhang Han’an has tendered his resignation as a non-executive Director, which will be effective upon the conclusion of the AGM. The Board was advised by Mr. Zhang Han’an that his resignation was because of the expiration of the term of office.

Mr. Zhang Han’an has confirmed that he has no disagreement with the Board and that there are no other matters that need to be brought to the attention of the Shareholders or the Stock Exchange. The Board has confirmed that there is no other matter relating to the resignation of Mr. Zhang Han’an that needs to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to express its gratitude to Mr. Zhang Han’an for his valuable contribution to the Company during his tenure of office of non-executive Director.

PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR

The Board has proposed to appoint Mr. Wang Zhen as an executive Director with effect from the passing of the resolution approving the appointment thereof at the AGM. The particulars of Mr. Wang Zhen are as follows:

Mr. Wang Zhen (王貞), aged 49, held a master's degree. From July 1983 to October 1992, he worked for Xinjiang Airlines Aircraft Repair Plant (新疆航空公司飛機維修廠) consecutively as the mechanic staff, the machinist, the maintenance leader, and the deputy workshop director. From March 1993 to October 1999, he worked for Hainan Airlines Co., Ltd. (海南航空股份有限公司) consecutively as the mechanic staff and the vice captain of the engineering department, the manager, the assistant of the department general manager and the branch department manager of the maintenance department. From October 1999 to January 2000, he was the vice general manager of the human resources department at Hainan Airlines Co., Ltd. (海南航空股份有限公司). From January 2000 to May 2000, he was the chief of the production operation center at Hainan Airlines Co., Ltd. (海南航空股份有限公司). From May 2000 to December 2002, he was consecutively the vice executive president and the assistant of the executive president at Hainan Airlines Co., Ltd. (海南航空股份有限公司). From December 2002 to May 2003, he was the president of Sanya Phoenix International Airport Co., Ltd. (三亞鳳凰國際機場有限公司). From March 2003 to November 2006, he was consecutively the chief executive officer and the general manager of the Company. From November 2006 to January 2007, he was the vice executive president of HNA Airport Group Limited (海航機場集團有限公司). From January 2007 to September 2008, he was the vice executive president of HNA Airport Group Holdings Limited (海航機場控股集團有限公司). From September 2008 to July 2012, he worked for Sanya Phoenix International Airport Co., Ltd. (三亞鳳凰國際機場有限公司) consecutively as the president, the deputy commander of the construction management department, the executive chairman of the board and the chairman of the board. He is also the deputy leader of the Meilan Airport aviation industrial park project promotion group of the airport management division at HNA Industrial Holdings (Group) Co., Ltd. (海航實業控股(集團)有限公司) since July 2012.

It is proposed that Mr. Wang Zhen enter into a service agreement with the Company, which is for a term of three years commencing on the date of the passing of the resolution at the AGM. Pursuant to the terms of his proposed service agreements, Mr. Wang Zhen's emolument will be RMB150,000 per annum determined with reference to the remuneration policies as approved at the AGM. In addition, Executive Directors are entitled to receive certain amount of bonus based on their positions and contributions with reference to the remuneration policy of the Company.

Save as disclosed herein, Mr. Wang Zhen (i) does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company; (ii) 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); (iii) has not entered into or proposed to enter into any other service agreements with the Company or any member of the group; (iv) does not hold any other positions with the Company and its subsidiaries; and (v) has not held any directorship in any public listed companies in the last three years from the date of the announcement.

Save as disclosed above, there is no information relating to Mr. Wang Zhen that is required to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange, nor is there any other matter about him that needs to be brought to the attention of the Shareholders.

CIRCULAR

A circular containing, among others, details of the appointment of Mr. Wang Zhen as an executive Director, together with a notice of the AGM, will be despatched on or before 12 April 2013.

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

Hong Kong, 19 March 2013

As at the date of this announcement, the Board comprises of (i) three executive Directors, namely Mr. Liang Jun, Mr. Yang Xiaobin and Mr. Yang Xuqiang; (ii) four non-executive Directors, namely Mr. Hu Wentai, Mr. Zhang Han'an, Mr. Chan Nap Kee Joseph and Mr. Yan Xiang; and (iii) four independent non-executive Directors, namely Mr. Xu Bailing, Mr. Fung Ching Simon, Mr. George F Meng and Mr. Feng Da'an.