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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)

**DISCLOSEABLE TRANSACTION
SUPPLEMENTARY AGREEMENT TO THE
CURRENT FINANCIAL SERVICES AGREEMENT**

We refer to the announcement of the Company dated 29 August 2013 in relation to the Current Financial Services Agreement entered into by the Company and HNA Group Finance, pursuant to which HNA Group Finance has agreed to continue to provide the Group with (i) the Deposit Services; (ii) the General Credit Services; and (iii) the Other Financial Services during the term of the Current Financial Services Agreement subject to the terms and conditions provided therein.

With the development of the Group's business, the existing daily maximum deposit limit of RMB450,000,000 (equivalent to HK\$562,500,000) was not able to meet the need of the Group's daily settlement and the increase of the existing deposit limit will help improve the efficiency of use of funds of the Group. In addition, the increase of deposit interest rate will further increase the Group's revenue taking into account the fact of the sufficient cash of the Group at hand. Therefore, the Supplementary Agreement to the Current Financial Services Agreement is entered into by the Company and HNA Group Finance on 18 December 2013, pursuant to which the terms of (i) deposit limits; and (ii) deposit interest rate under the Current Financial Service Agreement are amended.

The Deposit Services and the Other Financial Services are aggregated pursuant to Rule 14.22 of the Listing Rules. The General Credit Services do not fall within the definition of transactions under Chapter 14 of the Listing Rules thus are not aggregated.

* For identification purposes only

As the applicable percentage ratios defined under Rule 14.07 of the Listing Rules in relation to the Deposit Services under the New Deposit Limit and New Deposit Interest Rate provided in the Supplementary Agreement and the Other Financial Services exceed 5% but are less than 25%, the Deposit Services under the New Deposit Limit and New Deposit Interest Rate provided in the Supplementary Agreement and the Other Financial Services also constitute discloseable transactions for the Company, and are therefore subject to disclosure by way of an announcement under Chapter 14 of the Listing Rules.

BACKGROUND

Reference is made to the announcement of the Company dated 29 August 2013 in relation to the Current Financial Services Agreement.

On 18 December 2013, the Company and HNA Group Finance entered into the Supplementary Agreement, pursuant to which the terms of (i) deposit limits; and (ii) deposit interest rate under the Current Financial Service Agreement are amended, details of which are set out below.

SUPPLEMENTARY AGREEMENT

1. **Date:** 18 December 2013
2. **Parties:** The Company
HNA Group Finance
3. **Terms amended:** Pursuant to the Supplementary Agreement:
 - (i) the daily maximum deposit limit balance with HNA Group Finance provided in the Current Financial Services Agreement during the term of the Current Financial Services Agreement is increased from RMB450,000,000 (equivalent to HK\$562,500,000) to RMB650,000,000 (equivalent to HK\$812,500,000) (the “**New Deposit Limit**”); and
 - (ii) the deposit interest rate for the Deposit Services provided in the Current Financial Services Agreement is changed from the fixed deposit interest rate issued by PBOC, to a deposit interest rate up 10% of the benchmark deposit interest rate as issued by PBOC (the “**New Deposit Interest Rate**”) and such deposit interest rate may be further adjusted if PBOC amends its deposit interest policies (other than the adjustment of the benchmark deposit interest rate by PBOC).

- 4. Term:** the Supplementary Agreement is for the same term as that of the Current Financial Services Agreement commencing from the date of the Supplementary Agreement.

Other than the above amendments, the terms and conditions of the Current Financial Services Agreement remained effective and if there is any inconsistency between the Current Financial Services Agreement and the Supplemental Agreement, the Supplemental Agreement will prevail. For further details of the Current Financial Services Agreement, please refer to the announcement of the Company dated 29 August 2013.

REASONS FOR ENTERING INTO THE SUPPLEMENTARY AGREEMENT

With the development of the Group's business, the existing daily maximum deposit limit of RMB450,000,000 (equivalent to HK\$562,500,000) was not able to meet the need of the Group's daily settlement and the increase of the existing deposit limit will help improve the efficiency of use of funds of the Group. In addition, the increase of deposit interest rate will further increase the Group's revenue taking into account the fact of the sufficient cash of the Group at hand. The Board believes that the terms of the Supplementary Agreement are fair and reasonable and in the interest of the shareholders of the Company as a whole.

LISTING RULES IMPLICATIONS

The Deposit Services and the Other Financial Services are aggregated pursuant to Rule 14.22 of the Listing Rules. The General Credit Services do not fall within the definition of transactions under Chapter 14 of the Listing Rules thus are not aggregated.

As the applicable percentage ratios defined under Rule 14.07 of the Listing Rules in relation to the Deposit Services under the New Deposit Limit and New Deposit Interest Rate provided in the Supplementary Agreement and the Other Financial Services exceed 5% but are less than 25%, the Deposit Services under the New Deposit Limit and New Deposit Interest Rate provided in the Supplementary Agreement and the Other Financial Services constitute discloseable transactions for the Company, and are therefore subject to disclosure by way of an announcement under Chapter 14 of the Listing Rules.

INFORMATION OF THE GROUP AND HNA GROUP FINANCE

The Company is principally engaged in aeronautical and non-aeronautical businesses at Meilan Airport. The business scope of the Company mainly includes the provision of transit and ground transportation services to domestic and foreign air transportation companies and transit passengers, the leasing of the aviation commercial area, business and commercial premises within the terminal building and the provision of integrated services, the construction and operation of aviation facilities within the airport and the ancillary buildings thereto, the provision of cargo storage, packing, loading and unloading and transportation services.

HNA Group Finance is a non-bank financial institution established in the PRC. HNA Group Finance mainly engages in the provision of financial service, including deposit services, settlement service, loans and finance leasing service, bill acceptance and discount services, entrusted loans and entrusted investment services, corporate bonds underwriting service, financial and financing consultation and credit certification service.

DEFINITION

“Board”	board of Directors
“CBRC”	中國銀行業監督管理委員會 (China Banking Regulatory Commission)
“Company”	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 PRC with limited liability
“Current Financial Services Agreement”	the financial services agreement entered into between HNA Group Finance and the Company on 29 August 2013
“Deposit Services”	the deposit services to be provided by HNA Group Finance to the Group under the Current Financial Services Agreement
“General Credit Services”	the general credit services to be provided by HNA Group Finance to the Group under the Current Financial Services Agreement
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong Dollars, the lawful currency of Hong Kong
“HNA Group Finance”	海航集團財務有限公司 (HNA Group Finance Co., Ltd.), a non-bank financial institution established in the PRC
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Other Financial Services”	financial services other than the Deposit Services and General Credit Services to be provided by HNA Group Finance to the Group under the Current Financial Services Agreement
“PBOC”	中國人民銀行 (People’s Bank of China)
“PRC”	People’s Republic of China
“RMB”	Renminbi, the lawful currency of the PRC
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

“Supplementary Agreement” the supplementary agreement to the Current Financial Services Agreement entered into between HNA Group Finance and the Company on 18 December 2013

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

Haikou, Hainan Province, the PRC
18 December 2013

As at the date of this announcement, there are eleven directors on the Board. They are: Mr. Liang Jun, Mr. Wang Zhen, Mr. Yang Xiaobin and Mr. Yang Xuqiang as executive directors; Mr. Hu Wentai, Mr. Chan Nap Kee, Joseph and Mr. Yan Xiang as non-executive directors; and Mr. Xu Bailing, Mr. Fung Ching, Simon, Mr. George F. Meng and Mr. Feng Da'an as independent non-executive directors.

In this announcement, RMB has been translated to HK\$ at the exchange rate of RMB1.00 to HK\$1.25 for illustration purpose only. No representation is made that any amounts in HK\$ or RMB have been, could have been or could be converted at this or any other rate.