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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 OF AN EXECUTIVE DIRECTOR PROPOSED APPOINTMENT OF AN EXECUTIVE DIRECTOR**

### **RESIGNATION OF AN EXECUTIVE DIRECTOR**

The board of directors (the “**Board**”) of Hainan Meilan International Airport Company Limited (the “**Company**”) wishes to announce that, according to the practice of listed companies, a chief financial officer of a company also serves as a director of the company, so as to better perform his/her duties. Based on the Company's adjustments to duties, Mr. Yang Xuqiang (“**Mr. Yang**”) has submitted his resignation to the Board for resigning from the office as an executive director of the Company, with effect from the date of the annual general meeting of 2013 (the “**AGM**”). After his resignation, he will continue to serve as the vice-president of the Company. Mr. Yang has confirmed that he has no disagreement with the Board and is not aware of any other matters in relation to his resignation that need to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to take this opportunity to express its gratitude to Mr. Yang for his valuable contribution to the Company during his term of office.

### **PROPOSED APPOINTMENT OF AN EXECUTIVE DIRECTOR**

Subject to the approval by the shareholder of the Company, the Board of the Company proposes to appoint Mr. Zhang Peihua (“**Mr. Zhang**”) as an executive director with effect from the date of the AGM of the Company.

In order to allow the shareholders of the Company to make an informed decision in respect of the proposed appointment, the biographical details of Mr. Zhang is set out below pursuant to the Rule 13.51 (2) of the Rules Governing the Listing of Securities on the Stock Exchange (“**Listing Rules**”).

\* *For identification purposes only*

Mr. Zhang, aged 42, graduated from Anhui University of Finance & Economic\* (安徽財經大學) with a bachelor degree in International trade in 1994 and from Xi'an Jiaotong University\* (西安交通大学) with a master degree in accounting in 2009. He is a certified public accountant in the People's Republic of China.

Mr. Zhang has extensive experience in the field of financial management and company governance. He served as the accountant of Hainan Branch of China Construction Bank (中國建設銀行, Shanghai Stock Exchange stock code: 601939, the Stock Exchange stock code: 0939) from July 1994 to January 1995 and the chief accountant of Hainan International Financial Co., Ltd.\* (海南國際財務有限公司) from February 1995 to June 2000 and the deputy manager of planning and financial department and head of financial data processing center in Hainan Airlines Co., Ltd. (海南航空股份有限公司, Shanghai Stock Exchange stock code: 600221) from September 2000 to August 2003. He held various positions, including the assistant of general accountant, chief financial officer (“CFO”) and chief information officer, in Xi'an Minsheng Group Co., Ltd.\* (西安民生股份有限公司, Shenzhen Stock Exchange stock code: 000564) from August 2003 to September 2005. He was the vice general manager of department of planning and finance in Chang'an Airlines Co., Ltd.\* (長安航空有限責任公司) from August 2005 to March 2006 and the general manager of department of planning and finance in Hainan Airline Hotel Holdings Group Co., Ltd.\* (海航酒店控股集團有限公司) from March 2006 to November 2007, during which he also served as the CFO and the general manager of department of planning and finance in Yangzi River Real Estate Group Co., Ltd.\* (揚子江地產集團有限公司). He has served various positions including general manager of department of planning and finance in Daxinhua Logistics Holdings (Group) Co., Ltd.\* (大新華物流控股(集團)有限公司) from August 2007 to February 2009, the CFO and general manager of department of planning and finance in Daxinhua Steamship (Yantai) Company Ltd.\* (大新華輪船(煙臺)有限公司) from February 2009 to December 2009, the CFO in Hainan Zhuxin Investment Co., Ltd.\* (海南築信投資股份有限公司, Shanghai Stock Exchange stock code: 600515) from December 2009 to August 2010, the CFO in Hainan Airlines Real Estate Holdings (Group) Co., Ltd.\* (海航地產控股(集團)有限公司) from August 2010 to December 2011, the CFO in Hainan Airlines International Tourism Island Development and Construction (Group) Co., Ltd.\* (海航國際旅遊島開發建設(集團)有限公司) from March 2011 to March 2012 and the CFO in Hainan Airlines Airport Group Co., Ltd.\* (海航機場集團有限公司) since February 2012.

Mr. Zhang joined the Company as the CFO on 23 August 2012 and served as the vice president of the Company since 19 March 2013.

Save as disclosed above, Mr. Zhang (i) has not held any other directorships in listed public companies in the last three years; (ii) does not have any relationship with any other directors, supervisors and senior management of the Company or substantial shareholders or controlling shareholders of the Company; and (iii) was not interested in any shares of the Company as defined in Part XV of the SFO (Chapter 571 of the Laws of Hong Kong). There is no information which is required to be disclosed pursuant to Rules 13.51 (2)(h) to (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the shareholders of the Company.

Mr. Zhang will be appointed for a term of 3 years commencing from the grant of approval at the AGM of the Company and subject to re-election in accordance with the articles of association of the Company or pursuant to the Listing Rules. The remuneration of Mr. Zhang as director will be determined according to the standards for executive directors of the Company.

A circular containing, inter alia, details of the proposed election of director and the accompanying notice for convening the AGM to approve the above matters, will be despatched to the shareholders of the Company as soon as practicable.

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

Haikou, the PRC  
25 March 2014

*As at the date of this announcement, the Board comprises of (i) four executive Directors, namely Mr. Liang Jun, Mr. Wang Zhen, Mr. Yang Xiaobin and Mr. Yang Xuqiang; (ii) three non-executive Directors, namely Mr. Hu Wentai, 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.*