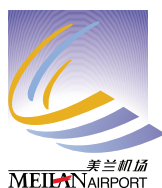


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海南美蘭國際機場股份有限公司

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 INDEPENDENT NON-EXECUTIVE DIRECTOR PROPOSED PAYMENT OF INTERIM DIVIDENDS PROPOSED APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR RE-ELECTION OF A SUPERVISOR

Mr. Feng Da'an, due to personal reasons, have submitted his resignation to the Board for resigning from the office as an independent non-executive director of the Company with effect from the date of EGM.

The EGM will be held at 10:00 a.m. on 3 November 2014 (Monday) for the purpose of, among others, considering and, if thought fit, passing the following resolutions:

1. to consider and approve the interim dividend distribution plan for the six months ended 30 June 2014;
2. to consider and approve the appointment of Mr. Deng Tianlin as an independent non-executive director of the Company, to authorise the Board to determine his remuneration and to authorise the chairman of the Board or any executive director of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company;
3. to consider and approve other proposals (if any) put forward at the EGM by any Shareholder(s) holding 5 per cent or more of the shares carrying the right to vote at such meeting.

A circular containing, among other things, further information regarding (i) the proposed independent non-executive director of the Company; and (ii) the proposed payment of interim dividends will be despatched to the Shareholders as soon as possible.

RESIGNATION OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

The board of directors (the “**Board**”) of Hainan Meilan International Airport Company Limited (the “**Company**”) wishes to announce that Mr. Feng Da’an (“**Mr. Feng**”), due to personal reasons, has submitted his resignation to the Board for resigning from the office as an independent non-executive director of the Company, with effect from the date of the extraordinary general meeting (“**EGM**”). Mr. Feng was appointed an independent non-executive director of the Company on 26 July 2010. During his service as the chairman of the remuneration committee and a member of the nomination committee of the Company, Mr. Feng made significant contributions to the company by applying his extensive experience in the field of financial management and corporate governance.

Mr. Feng 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 (the “**Shareholders**”) 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. Feng for his valuable contribution to the Company during his term of office.

PROPOSALS TO THE EGM

NOTICE IS HEREBY GIVEN that the EGM will be held at 10:00 a.m. on 3 November 2014 (Monday) 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 (the “**PRC**”) for the purpose of considering and, if thought fit, passing the following resolutions:

Payment of interim dividends

The Board hereby submits the proposal for the EGM to consider and approve, if thought fit, as an ordinary resolution, the payment of an interim dividend of RMB0.085 per share (before tax) on or before 29 November 2014 to Shareholders of the Company whose names appear on the Company’s Register of Members on Wednesday, 12 November 2014 for the six months ended 30 June 2014 and the authorisation to the directors to take necessary actions required under the applicable laws and regulations in connection thereto.

Proposed appointment of an independent non-executive director

According to the relevant laws and regulations and the articles of association of the Company (the “**Articles of Association**”), the appointment of directors is subject to the approval of the Shareholders. The Board hereby submits the proposal as an ordinary resolution at the EGM to approve the appointment of Mr. Deng Tianlin (“**Mr. Deng**”) as an independent non-executive director 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. Deng is set out below pursuant to the Rule 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

Mr. Deng, aged 65, is a certified public accountant, a senior accountant and a guest professor of Hainan University* (海南大學). Mr. Deng has extensive experience in the field of finance and accounting. He previously served, among others, as the section chief in the personnel division of Hubei Provincial Department of Finance* (湖北省財政廳), a deputy director of Fang County Tax Bureau in Hubei Province* (湖北省房縣稅務局), the chief of the loan section of the World Bank Group and a deputy director of the Department of Agricultural Tax* (農業稅處). Mr. Deng was appointed by the Organization Department of the CPC Central Committee* (中央組織部) to Hainan Provincial Department of Finance* (海南省財政廳) as a director of the accounting department and the secretary general of Hainan Provincial Institute of Certified Public Accountants* (海南省註冊會計師協會) in 1990. Mr. Deng retired in 2009 and has been an independent director of Hainan Airlines Co., Ltd.* (海南航空股份有限公司) since April 2012.

Subject to the approval of the resolution at the EGM, it is proposed that Mr. Deng 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 EGM. Pursuant to the terms of his proposed service agreement, Mr. Deng’s emolument will be determined with reference to the remuneration policies as approved at the EGM.

Save as disclosed above, Mr. Deng (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 Future Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”); (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 other listed companies in the last three years from the date of this announcement.

In addition, there is no information relating to Mr. Deng that is required to be disclosed pursuant to paragraphs (h) to (w) of Rule 13.51(2) of the Listing Rules, nor is there any matter about them that needs to be brought to the attention of the Shareholders.

RE-ELECTION OF A SUPERVISOR

Biography of Mr. Han Aimin (韓愛民), the staff representative supervisor of the Company, is set out below:

Mr. Han, aged 44, joined the Company since November 2008. From July 1995 to June 2004, he worked at the freight department of Hainan Airlines Co., Ltd.* (海南航空股份有限公司貨運部). He served as the vice general manager of Haikou freight center of the marketing department of Hainan Airlines Co., Ltd.* (海南航空股份有限公司市場部海口貨運中心) from June 2004 to March 2007.

He was the general manager of the freight company under Hainan Meilan International Airport Company Limited* (海南美蘭國際機場股份有限公司貨運公司) from November 2008 to December 2009, and the general manager of Hainan Meilan International Airport Freight Co., Ltd.* (海南美蘭國際機場貨運有限責任公司) from January 2009 to September 2010. He has been the general manager of the business development department of the Company since September 2010. He graduated from Beijing Business College* (北京商學院) in 1995. He also served as the staff representative supervisor of the Company since August 2011.

Mr. Han, as the staff representative supervisor of the Company, will be for a term of three years commencing from 28 August 2014. According to the Articles of Association, such re-election does not require approval at the general meeting of the Company. The remuneration of Mr. Han as a supervisor will be determined according to the remuneration policies passed in the general meetings of the Company.

Save as disclosed above, Mr. Han (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 SFO; and (iii) has not held any directorship in other listed companies in the last three years from the date of this announcement.

In addition, there is no information relating to Mr. Han that is required to be disclosed pursuant to paragraphs (h) to (w) of Rule 13.51(2) of the Listing Rules, nor is there any matter about them that needs to be brought to the attention of the Shareholders.

Other proposals

Other proposals (if any) put forward by any shareholder(s) holding 5 per cent or more of the shares carrying the right to vote at the EGM will be considered and approved, if thought fit.

THE EGM

Resolutions will be proposed at the EGM for the purpose of approving, among other things, (i) the interim dividend distribution plan for the six months ended 30 June 2014; (ii) the appointment of Mr. Deng as an independent non-executive director of the Company; and (iii) other proposals (if any) put forward at the EGM by any shareholder(s) holding 5 per cent or more of the shares carrying the right to vote at such meeting.

A circular containing, among other things, further information regarding (i) the proposed independent non-executive director of the Company; and (ii) the proposed payment of interim dividends will be despatched to the Shareholders as soon as possible.

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

Hainan, the PRC
28 August 2014

As at the date of this announcement, the Board comprises of (i) four executive directors, namely Mr. Wang Zhen, Mr. Liang Jun, Mr. Yang Xiaobin and Mr. Zhang Peihua; (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.

* *For identification purposes only*