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海航基礎股份有限公司

HNA Infrastructure 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, CHAIRMAN AND
AUTHORIZED REPRESENTATIVE;
PROPOSED APPOINTMENT OF AN EXECUTIVE DIRECTOR
AND
CHANGE OF A STAFF REPRESENTATIVE SUPERVISOR**

RESIGNATION OF AN EXECUTIVE DIRECTOR, CHAIRMAN AND AUTHORIZED REPRESENTATIVE

The Board announces that Mr. Wang Zhen, due to work reallocation, has tendered his resignation from his position as an executive Director, the chairman of the Board and the authorized representative of the Company, as well as a member of nomination committee and strategic committee, with effect from the date of the EGM.

PROPOSED APPOINTMENT OF AN EXECUTIVE DIRECTOR

The Board announces that an ordinary resolution will be proposed at the EGM to appoint Mr. Liao Hongyu as an executive Director with the effect from the date of the EGM.

CHANGE OF A STAFF REPRESENTATIVE SUPERVISOR

The Company announces that Mr. Chen Wenbo, due to work reallocation, has tendered his resignation from his position as a staff representative supervisor of the Company with effect from 11 December 2017 and Ms. Liu Guiling was elected as a staff representative supervisor of the Company in a democratic election by the staff representatives of the Company in accordance with the Articles of Association on 11 December 2017.

CIRCULAR

A circular containing, among other things, further information regarding the proposed appointment of an executive Director, together with a notice to convene the EGM, will be dispatched to the Shareholders as soon as practicable.

RESIGNATION OF AN EXECUTIVE DIRECTOR, CHAIRMAN AND AUTHORIZED REPRESENTATIVE

The board (the “**Board**”) of directors (“**Directors**”) of HNA Infrastructure Company Limited (the “**Company**”) announces that Mr. Wang Zhen (王貞先生) (“**Mr. Wang**”), due to work reallocation, has tendered his resignation to the Board for resigning from his positions as an executive Director, the chairman of the Board and the authorized representative of the Company, as well as a member of nomination committee and strategic committee, with effect from the date of the extraordinary general meeting of the Company to be held on 30 January 2018 (the “**EGM**”).

Mr. Wang has confirmed that he has no disagreement with the Board and has no 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. Wang for his valuable contribution to the Company during his terms of office.

PROPOSED APPOINTMENT OF AN EXECUTIVE DIRECTOR

Subject to the approval by the Shareholders at the EGM, the Board proposes to appoint Mr. Liao Hongyu (廖虹宇先生) (“**Mr. Liao**”) as an executive Director with effect from the date of the EGM.

In order to allow the Shareholders to conduct the vote in respect of the proposed appointment, the biographical details of Mr. Liao are 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. Liao, aged 39, obtained a bachelor’s degree majoring in economic law from Southwest University of Political Science & Law* (西南政法大學) in Chongqing City, the People’s Republic of China (the “**PRC**”). He has been the chairman of the board and the president of HNA Airports Group Co., Ltd.* (海航機場集團有限公司) since April 2017.

Mr. Liao successively served as various roles in HNA Group Co., Ltd.* (海航集團有限公司). He served as a legal assistant from October 2001 to May 2004, as a senior legal counsel from May 2004 to October 2007 and as the legal manager from October 2007 to October 2009. He also served as the deputy general manager of comprehensive management department and the deputy general manager of risk control department of HNA Tourism Management Holding Co., Ltd.* (海航旅遊管理控股有限公司) from October 2009 to January 2010 and from January 2010 to August 2010, respectively. From July 2010 to April 2012, Mr. Liao served as the deputy general manager of compliance department of Hainan Airlines Holding Co., Ltd.* (海南航空控股股份有限公司), which is listed on the Shanghai Stock Exchange (stock code: 600221.SH). Mr. Liao successively held various positions in HNA Tourism Group Co., Ltd.* (海航旅遊集團有限公司), including as the assistant to president from April 2012 to April 2015, as the chief risk control officer from April 2015 to December 2015 and as the risk control director from December 2015 to January 2016. Mr. Liao also worked as the president of HNA Innovation Co., Ltd.* (海航創新股份有限公司), which is listed on the Shanghai Stock Exchange (stock code: 600555.SH), from January 2016 to February 2017 and as the chairman of the board and the president of Sanya Phoenix International Airport Co., Ltd.* (三亞鳳凰國際機場有限責任公司) from February 2017 to April 2017.

Mr. Liao will be appointed as an executive Director for a term of three years commencing from the grant of approval at the EGM and subject to re-election in accordance with the articles of association of the Company (the “**Articles of Association**”) or pursuant to the Listing Rules. The remuneration of Mr. Liao as an executive Director will be determined according to the remuneration policies as approved at the annual general meeting of the Company.

Save as disclosed above, Mr. Liao (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 Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”). 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.

CHANGE OF A STAFF REPRESENTATIVE SUPERVISOR

The Company announces that Mr. Chen Wenbo (陳文波先生) (“**Mr. Chen**”), due to the work reallocation, resigned his position as a staff representative supervisor of the Company with effect from 11 December 2017. Mr. Chen confirms that he has no disagreement with the Board and/or the supervisory committee of the Company, nor is there any matter relating to his resignation that needs to be brought to the attention of the Shareholders or the Stock Exchange.

The Company announces that Ms. Liu Guiling (劉桂玲女士) (“**Ms. Liu**”) was elected as a staff representative supervisor of the Company in a democratic election by the staff representatives of the Company in accordance with the Articles of Association with effect from 11 December 2017.

The biographical details of Ms. Liu are set out below pursuant to the Rule 13.51(2) of the Listing Rules:

Ms. Liu, aged 50, graduated from the Party School of C.P.C. of Hainan Province *(中共海南省黨校) in Hainan Province, the PRC, majoring in economic administration, and currently serves as the general manager of freight department of the Company.

Ms. Liu served as an employee of passenger traffic section of operation department of Air China Limited (中國國際航空股份有限公司), which is listed on the Shanghai Stock Exchange (stock code: 601111.SH), from July 1989 to April 1992. She also served as an employee of ticket office and the deputy head of freight office of transportation department in the Hainan Bureau of Civil Aviation Administration of China (中國民用航空局海南省局) from April 1992 to April 1996 and from April 1996 to February 1998, respectively. From February 1998 to March 1999, she served as the deputy head of business dispatch office of Haikou Dayingshan Airport* (海口大英山機場). Ms. Liu successively held various positions in Haikou Meilan International Airport Co., Ltd.* (海口美蘭國際機場有限責任公司), including as the deputy head of business dispatch office of the terminal management company from March 1999 to May 2000, as the head of passenger service department of the terminal management company from May 2000 to November 2000 and as the manager of passenger service office of ground service department from November 2000 to August 2002. She also served various roles in the Company, including as the manager of business office

of ground service department from August 2002 to February 2004, as the deputy general manager of ground service department from February 2004 to August 2004, as the manager of business office from August 2004 to May 2007, as the general manager of service department from May 2007 to October 2008, as the general manager of ground service department from October 2008 to September 2010, as the general manager of freight department from September 2010 to July 2012 and as the general manager of security checkpoint from July 2012 to March 2014. From April 2014 to February 2015, Mr. Liu served as the general manager of Tangshan Sannvhe Airport Management Co., Ltd.* (唐山三女河機場管理有限公司) and from February 2015 to January 2016, she served as the general manager of freight department of Sanya Phoenix International Airport Co., Ltd.* (三亞鳳凰國際機場有限責任公司). Ms. Liu also served as the general manager of terminal area management department of the Company from January 2016 to September 2016 and has been the general manager of freight department of the Company since September 2016.

Ms. Liu was appointed as the staff representative supervisor of the Company with effect from 11 December 2017 for a term of three years. According to the Articles of Association, such appointment does not require approval at the general meeting of the Company. The remuneration Ms. Liu will receive as a supervisor shall be determined with reference to the remuneration policy approved at the annual general meeting of the Company.

As at the date of this announcement, Ms. Liu (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. There is no other information in relation to the appointment of Ms. Liu which is required to be disclosed pursuant to Rules 13.5 1(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.

CIRCULAR

A circular containing, among other things, further information regarding the proposed appointment of an executive Director, together with a notice to convene the EGM, will be dispatched to the Shareholders as soon as practicable.

By order of the Board
HNA Infrastructure Company Limited*
Wang Zhen
Chairman

Haikou, the PRC
11 December 2017

As at the date of this announcement, the Board comprises of (i) four executive Directors, namely Mr. Wang Zhen, Mr. Tu Haidong, Mr. Zhou Feng and Mr. Wu Jian; (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. Deng Tianlin, Mr. Fung Ching, Simon, Mr. George F Meng and Mr. He Linji.

* For identification purposes only