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瑞港國際機場集團股份有限公司
Regal International Airport Group Company Limited*
(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 357)

**TERMINATION OF THE DISCLOSEABLE
AND CONNECTED TRANSACTION
IN RELATION TO THE EQUITY TRANSFER AGREEMENT**

References are made to the announcement of the Regal International Airport Group Company Limited (the “**Company**”) dated 13 November 2015, the circular of the Company dated 4 December 2015 and the extension announcement of the Company dated 28 September 2018 (the “**Extension Announcement**”) in relation to, among other things, the Equity Transfer Agreement entered into between the Parent Company and the Company and the transactions contemplated thereunder. Terms defined in such announcements and circular shall have the same meanings when used herein, unless the context requires otherwise.

As disclosed in the Extension Announcement, pursuant to the Equity Transfer Agreement, both parties unanimously agreed that in case that the Parent Company could not transfer all the contributed assets to the Target Company before 30 September 2018, or any later date as agreed by the Company in writing (the “**Contribution Expiration Date**”), the Equity Transfer Agreement shall be void. The Company agreed in writing to extend the Contribution Expiration Date from 30 September 2018 to 31 March 2019.

Since the Parent Company could not transfer all the contributed assets to the Target Company before 31 March 2019 due to the continuous suspension of transfer procedures regarding the relevant land and buildings by relevant local government authorities according to the requirements of policies and the Company didn't agree in writing to further extend the Contribution Expiration Date, the Equity Transfer Agreement became void and both parties mutually agreed not to proceed with the transaction contemplated thereunder. Pursuant to the Equity Transfer Agreement, the Parent Company shall make a full refund of the transfer payment (i.e. RMB574,560,000 (being 95% of the total consideration)) to the Company within 30 business days from the Contribution Expiration Date (i.e. 31 March 2019), and the Parent Company shall pay the interest calculated at benchmark lending rate for the same period to the Company from the date of payment of the transfer consideration to the date of refunding the transfer payment in full to the Company by the Parent Company.

The Directors believe that the termination of the transaction contemplated under the Equity Transfer Agreement shall have no material adverse impacts on the business, operations and financial position of the Group.

By order of the Board
Regal International Airport Group Company Limited*
Wang Zhen
Chairman

Haikou, the PRC
1 April 2019

As at the date of this announcement, the Board comprises of (i) four executive directors, namely Mr. Wang Zhen, Mr. Tu Haidong, Mr. Xing Zhoujin and Mr. Yu Yan; (ii) three non-executive directors, namely Mr. Liao Hongyu, 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*