

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

**海南美蘭國際空港股份有限公司**  
**Hainan Meilan International Airport Company Limited\***  
*(A joint stock company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 357)**

**(1) CHANGE OF CHAIRMAN;  
(2) CHANGE OF AUTHORISED REPRESENTATIVE; AND  
(3) CHANGE OF COMPOSITION OF  
THE NOMINATION COMMITTEE AND  
THE STRATEGY COMMITTEE**

The Board announces that, with effect from 31 December 2021:

- (1) Mr. Wang Hong (王宏先生) (“**Mr. Wang Hong**”), an executive Director and the President of the Company, has been appointed as the chairman of the Board and succeeded Mr. Wang Zhen (王貞先生) (“**Mr. Wang Zhen**”) as an Authorised Representative;
- (2) Mr. Fung Ching, Simon (馮征先生) (“**Mr. Fung Ching, Simon**”), an independent non-executive Director, has been appointed as a member and the chairman of the Nomination Committee; and
- (3) Mr. Ye Zheng (葉政先生) (“**Mr. Ye Zheng**”), an independent non-executive Director, has been appointed as a member of the Strategy Committee.

**CHANGE OF CHAIRMAN**

Following the expiry of Mr. Wang Zhen’s term of office as the chairman of the Board on 9 October 2021, he has stepped down as the chairman of the Board on the same date but remained as an executive Director of the Company.

Mr. Wang Zhen has confirmed that he has no disagreement with the Company or the Board and there is no matter in relation to his step-down as chairman of the Board after expiration of his term of office which needs to be brought to the attention of the shareholders of the Company or the Stock Exchange. The Board would like to express its gratitude to Mr. Wang Zhen for his leadership and invaluable contribution to the Company as chairman of the Board.

\* *For identification purpose only*

The Board further announces that, Mr. Wang Hong, currently the President of the Company (the “**President**”) and an executive Director, has been appointed as the chairman of the Board with effect from 31 December 2021.

Since the Company’s internal procedures for election the chairman of the Board has not been completed, the Company was without a chairman of the Board between 9 October 2021 and 30 December 2021 before the appointment of Mr. Wang Hong as chairman of the Board took effect. Pursuant to the relevant requirements of the Company Law of the PRC and the Articles of Association, if the chairman of the Board is unable or fails to perform his duties, the deputy chairman of the Board shall perform his duties; if the deputy chairman of the Board is unable or fails to perform his duties, half or more of the Directors will jointly recommend a Director to perform his duties. Thus, the vacancy of the chairman of the Board due to the expiration of Mr. Wang Zhen’s term of office as chairman of the Board and before Mr. Wang Hong was appointed as the chairman of the Board has no material negative effect to the Company.

## **THE BIOGRAPHICAL INFORMATION OF MR. WANG HONG**

The biographical details of Mr. Wang Hong are as follows:

Mr. Wang Hong, aged 54, has rich experience in airport management. Mr. Wang Hong is currently the general manager of the Parent Company and has been serving as an executive Director and the President of the Company since 2019. He obtained a bachelor’s degree from Huazhong Normal University (華中師範大學), majoring in human resources in 2007. From August 1985 to January 2003, he served successively as a wireless communicator at Yichang Station of Civil Aviation (民航宜昌站), a project leader of the construction headquarters at Yichang Sanxia Airport (宜昌三峽機場建設指揮部), a deputy director and director at Yichang Sanxia Airport Command Center (宜昌三峽機場指揮中心), a manager at Ground Handling Service Branch of Yichang Sanxia Airport Co., Ltd. (宜昌三峽機場有限責任公司地勤服務分公司), and a director at Command Center of Yichang Sanxia Airport Co., Ltd. (宜昌三峽機場有限責任公司指揮中心). From January 2003 to July 2017, he successively served as an assistant to the general manager, the deputy general manager, the general manager and the chairman of the board of Yichang Sanxia Airport Co., Ltd. (宜昌三峽機場有限責任公司). From July 2017 to March 2018, he successively served as the president of the Sanya Phoenix International Airport Co., Ltd. (三亞鳳凰國際機場有限責任公司) and a deputy leader of the South China Sea modern logistics preparation working group of HNA Modern Logistics Group Co., Ltd. (海航現代物流集團有限公司). From March 2018 to July 2019, he served as a deputy general manager of the Parent Company and has been the general manager of the Parent Company since July 2019.

Mr. Wang Hong has been appointed as the chairman of the Board for a term commencing on 31 December 2021 and ending on the expiry date of his term as an executive Director and subject to re-election in accordance with the Articles of Association or pursuant to the Listing Rules.

Save as disclosed above and as at the date of this announcement, Mr. Wang Hong (i) has not held any other directorships in listed public companies in the last three (3) years; (ii) does not have any relationship with any 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 as defined in Part XV of the SFO. There is no information in relation to the appointment of Mr. Wang Hong as the chairman of the Board 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.

The Board wishes to express its warm welcome to Mr. Wang Hong on his new appointment as the chairman of the Board.

## **COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE**

Pursuant to code provision A.2.1 (code provision C.2.1 with effect from 1 January 2022) of the Corporate Governance Code as set forth in Appendix 14 to Listing Rules (the “CG Code”), the responsibilities between the chairman of the Board and chief executive of listed issuers should be segregated and should not be performed by the same individual. As Mr. Wang Hong will serve as both the chairman of the Board and the President, such practice deviates from code provision A.2.1 of the CG Code. Notwithstanding the deviation from code provision A.2.1 of the CG Code, given that the Company has set out clearly in writing the respective responsibilities for the chairman of the Board and the President (i.e., the general manager’s responsibilities specified in the Articles of Association), and Mr. Wang Hong, being the President, is familiar with and has superior knowledge and experience of the Company’s business, the Board considers that vesting the roles of both the chairman of the Board and the President in the same person has the benefit of ensuring consistent leadership with the Company and enables more effective and efficient overall strategic planning for the Company. The Board believes that the balance of power and authority for the present arrangement will not be impaired and this structure will enable the Company to make and implement decisions promptly and efficiently. The Board shall nevertheless review the structure from time to time and it will consider the appropriate move to take should suitable circumstance arise.

## **CHANGE OF AUTHORISED REPRESENTATIVE**

The Board also announces that Mr. Wang Hong has succeeded Mr. Wang Zhen and been appointed as the authorised representative of the Company under Rule 3.05 of the Listing Rules, with effect from 31 December 2021.

## **CHANGE OF COMPOSITION OF THE NOMINATION COMMITTEE AND THE STRATEGY COMMITTEE**

The Board further announces that, with effect from 31 December 2021, Mr. Fung Ching, Simon, an independent non-executive Director, has been appointed as a member and the chairman of the Nomination Committee, and Mr. Ye Zheng, an independent non-executive Director, has been appointed as a member of the Strategy Committee.

## **DEFINITIONS**

“Articles of Association”	the articles of association of the Company, as amended, modified or otherwise supplemented from time to time
“Board”	the board of Directors
“Company”	Hainan Meilan International Airport Company Limited (海南美蘭國際空港股份有限公司), a joint stock company incorporated in the PRC with limited liability, the H shares of which are listed on the main board of the Stock Exchange
“Director(s)”	the director(s) of the Company
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Parent Company”	Haikou Meilan International Airport Co., Ltd. (海口美蘭國際機場有限責任公司), a limited liability company established in the PRC on 25 August 1998, which is the controlling shareholder of the Company

“PRC”	the People’s Republic of China
“SFO”	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

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

Haikou, Hainan Province, the PRC  
31 December 2021

*As at the date of this announcement, the Board comprises (i) five executive directors, namely Mr. Wang Hong, Mr. Wang Zhen, Mr. Wang Hexin, Mr. Yu Yan and Mr. Xing Zhoujin; (ii) two non-executive directors, namely Mr. Tu Haidong and Mr. Yuan Yubao; and (iii) four independent non-executive directors, namely Mr. Deng Tianlin, Mr. Fung Ching, Simon, Mr. George F Meng and Mr. Ye Zheng.*

*Unless otherwise specified in this announcement, the English names of the PRC entities are transliteration of their Chinese names, and are included herein for identification purposes only. In the event of any inconsistency, the Chinese names shall prevail.*