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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)

- (I) RESIGNATION OF CHAIRMAN, AUTHORIZED REPRESENTATIVE AND MEMBER OF NOMINATION COMMITTEE;**
- (II) RESIGNATION OF A NON-EXECUTIVE DIRECTOR, VICE CHAIRMAN AND MEMBER OF STRATEGIC COMMITTEE;**
- (III) APPOINTMENT OF CHAIRMAN, AUTHORIZED REPRESENTATIVE AND MEMBER OF NOMINATION COMMITTEE AND STRATEGIC COMMITTEE;**
- (IV) APPOINTMENT OF VICE CHAIRMAN AND RE-DESIGNATION OF DIRECTOR;**
- (V) PROPOSED APPOINTMENT OF AN EXECUTIVE DIRECTOR; AND**
- (VI) RESIGNATION OF AN INDEPENDENT REPRESENTATIVE SUPERVISOR AND THE CHAIRMAN OF SUPERVISORY COMMITTEE AND PROPOSED APPOINTMENT OF AN INDEPENDENT REPRESENTATIVE SUPERVISOR**

RESIGNATION OF CHAIRMAN, AUTHORIZED REPRESENTATIVE AND MEMBER OF NOMINATION COMMITTEE

The Board announces that Mr. Liao Hongyu (廖虹宇先生), due to work reallocation, has tendered his resignation from his positions as the chairman of the Board, the authorized representative of the Company and a member of nomination committee of the Board with effect from 10 October 2018.

RESIGNATION OF A NON-EXECUTIVE DIRECTOR, VICE CHAIRMAN AND MEMBER OF STRATEGIC COMMITTEE

The Board announces that as Mr. Hu Wentai (胡文泰先生) has attained the age of retirement, he has tendered his resignation from his positions as a non-executive Director with effect from the date of the EGM and as the vice chairman of the Board and a member of strategic committee of the Board with effect from 10 October 2018.

APPOINTMENT OF CHAIRMAN, AUTHORIZED REPRESENTATIVE AND MEMBER OF NOMINATION COMMITTEE AND STRATEGIC COMMITTEE

The Board is pleased to announce that, according to the Board meeting held on 10 October 2018, Mr. Wang Zhen (王貞先生) has been appointed as the chairman of the Board, the authorized representative of the Company and a member of nomination committee and strategic committee of the Board by the Board with effect from 10 October 2018.

APPOINTMENT OF VICE CHAIRMAN AND RE-DESIGNATION OF DIRECTOR

The Board is pleased to announce that, according to the Board meeting held on 10 October 2018, Mr. Liao Hongyu (廖虹宇先生) has been appointed as the vice chairman of the Board by the Board with effect from 10 October 2018. The Board also resolved to re-designate Mr. Liao Hongyu from an executive Director to a non-executive Director with effect from the same date.

PROPOSED APPOINTMENT OF AN EXECUTIVE DIRECTOR

The Board announces that an ordinary resolution will be proposed at the EGM to appoint Mr. Yu Yan (遇言先生) as an executive Director with the effect from the date of the EGM.

RESIGNATION OF AN INDEPENDENT REPRESENTATIVE SUPERVISOR AND THE CHAIRMAN OF SUPERVISORY COMMITTEE AND PROPOSED APPOINTMENT OF AN INDEPENDENT REPRESENTATIVE SUPERVISOR

The Board announces that Mr. Yang Xiao (楊瀟先生), due to work reallocation, has tendered his resignation from his positions as an independent representative supervisor and the chairman of the supervisory committee of the Company with effect from the date of the EGM. The Board announces that an ordinary resolution will be proposed at the EGM to appoint Mr. Ren Mingqi (任明琦先生) as an independent representative supervisor of the Company with the effect from the date of the EGM.

CIRCULAR

A circular containing, among other things, further information regarding the proposed appointment of an executive Director and an independent representative supervisor of the Company, together with a notice to convene the EGM, will be despatched to the Shareholders as soon as possible.

RESIGNATION OF CHAIRMAN, AUTHORIZED REPRESENTATIVE AND MEMBER OF NOMINATION COMMITTEE

The board (the “**Board**”) of directors (the “**Directors**”) of Regal International Airport Group Company Limited (the “**Company**”) announces that Mr. Liao Hongyu (廖虹宇先生) (“**Mr. Liao**”), due to work reallocation, has tendered his resignation from his positions as the chairman of the Board, the authorized representative of the Company and a member of nomination committee of the Board with effect from 10 October 2018.

Mr. Liao 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. Liao for his valuable contribution to the Company during his terms of office.

RESIGNATION OF A NON-EXECUTIVE DIRECTOR, VICE CHAIRMAN AND MEMBER OF STRATEGIC COMMITTEE

The Board also announces that as Mr. Hu Wentai (胡文泰先生) (“**Mr. Hu**”) has attained the age of retirement, he has tendered his resignation from his positions as a non-executive Director with effect from the date of the extraordinary general meeting to be held by the Company on 3 December 2018 (the “**EGM**”) and as the vice chairman of the Board and a member of strategic committee of the Board with effect from 10 October 2018.

Mr. Hu 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 or the Stock Exchange.

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

APPOINTMENT OF CHAIRMAN, AUTHORIZED REPRESENTATIVE AND MEMBER OF NOMINATION COMMITTEE AND STRATEGIC COMMITTEE

The Board is pleased to announce that, according to the Board meeting held on 10 October 2018, Mr. Wang Zhen (王真先生) (“**Mr. Wang**”) has been appointed as the chairman of the Board, the authorized representative of the Company and a member of nomination committee and strategic committee of the Board by the Board with effect from 10 October 2018.

The biographical details of Mr. Wang are as follows:

Mr. Wang, aged 55, obtained a master 's degree majoring in software engineering from Dalian University of Technology (大連理工大學) in Dalian City, the People's Republic of China (the "PRC") in December 2009. From July 1983 to October 1992, he worked for Xinjiang Airlines Aircraft Repair Plant* (新疆航空公司飛機維修廠) consecutively as the mechanic staff, the machinist, the maintenance leader, and the deputy workshop director. From March 1993 to October 1999, he worked for Hainan Airlines Co., Ltd.* (海南航空股份有限公司) consecutively as the mechanic staff and the vice captain of the engineering department, the manager, the assistant to the department general manager and the branch department manager of the maintenance department. From October 1999 to January 2000, he served as the vice general manager of the human resources department in Hainan Airlines Co., Ltd.* (海南航空股份有限公司). From January 2000 to May 2000, he served as the chief of the production operation center in Hainan Airlines Co., Ltd.* (海南航空股份有限公司). From May 2000 to December 2002, he consecutively served as the vice executive president and the assistant of the executive president of Hainan Airlines Co., Ltd.* (海南航空股份有限公司). From December 2002 to May 2003, he served as the president of Sanya Phoenix International Airport Co., Ltd.* (三亞鳳凰國際機場有限責任公司). From March 2003 to November 2006, he consecutively served as the chief executive officer and the general manager of the Company. From November 2006 to January 2007, he served as the vice executive president of HNA Airport Group Limited* (海航機場集團有限公司). From January 2007 to September 2008, he served as the vice executive president of HNA Airport Group Holdings Limited* (海航機場控股集團有限公司). From September 2008 to July 2012, he worked for Sanya Phoenix International Airport Co., Ltd.* (三亞鳳凰國際機場有限責任公司) consecutively as the president, the deputy commander of the construction management department, the executive chairman of the board and the chairman of the board. From July 2012 to May 2013, he served as the deputy leader of the Meilan Airport aviation industrial park project promotion group of the airport management division of HNA Infrastructure Holdings Group Co., Ltd.* (海航實業控股(集團)有限公司). He served as the vice chairman of the Company from May 2013 to May 2014 and as the chairman of the Company from May 2014 to January 2018. And he also served as the leader of Xinjiang modern logistics preparation group of HNA Modern Logistics Group Co., Ltd.* (海航現代物流集團有限公司) from January 2018 to March 2018. He served as the vice chairman of the board of Hong Kong Air Cargo Carrier Limited (香港貨運航空有限公司) from March 2018 to August 2018. Mr. Wang was elected as an executive Director at the extraordinary general meeting of the Company held on 10 October 2018.

Mr. Wang was appointed as the chairman of the Board, the authorized representative of the Company and a member of nomination committee and strategic committee of the Board for a term commencing from 10 October 2018 to the expiry of his term of office as an executive Director, subject to re-election in accordance with the articles of association of the Company (the “**Articles of Association**”) or pursuant to the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”).

APPOINTMENT OF VICE CHAIRMAN AND RE-DESIGNATION OF DIRECTOR

The Board is also pleased to announce that, according to the Board meeting held on 10 October 2018, Mr. Liao has been appointed as the vice chairman of the Board by the Board with effect from 10 October 2018. Considering that Mr. Liao will not hold any executive position in the Company upon his resignation as the chairman of the Board, the authorized representative of the Company and a member of nomination committee of the Board on 10 October 2018, the Board also resolved to re-designate Mr. Liao from an executive Director to a non-executive Director with effect from the same date.

The biographical details of Mr. Liao are as follows:

Mr. Liao, aged 40, 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 PRC. 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. He also served as the chairman of the board and the president of HNA Airports Group Co., Ltd.* (海航機場集團有限公司) from April 2017 to January 2018. Mr. Liao was elected as an executive Director at the extraordinary general meeting of the Company held on 30 January 2018 and he served as the chairman of the Board, the authorized representative of the Company and an executive Director from January 2018 to October 2018.

Save as disclosed above and as at the date of this announcement, 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 in relation to the re-designation of Mr. Liao as a non-executive Director 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.

Mr. Liao was appointed as the vice chairman of the Board and re-designated as a non-executive Director for a term commencing from 10 October 2018 to the expiry of his term of office as a Director (i.e. 29 January 2021), subject to re-election in accordance with the Articles of Association or pursuant to the Listing Rules. The remuneration of Mr. Liao as a non-executive Director will be determined according to the remuneration policies as approved at the annual general meeting of the Company.

PROPOSED APPOINTMENT OF AN EXECUTIVE DIRECTOR

Subject to the approval by the Shareholders at the EGM, the Board proposes to appoint Mr. Yu Yan (遇言先生) (“**Mr. Yu**”) 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. Yu are set out below pursuant to the Rule 13.51(2) of the Listing Rules.

Mr. Yu, aged 36, graduated from Huaqiao University (國立華僑大學) in Quanzhou City, the PRC, with a bachelor’s degree majoring in business administration in July 2005. Mr. Yu successively served as the director and the manager of cash flow management center of the financial planning department in Hainan Airlines Co., Ltd* (海南航空股份有限公司) from July 2007 to April 2008 and from April 2008 to July 2013, respectively. From August 2013 to May 2016, he served as the vice president

and chief financial officer of Baoji Market Co., Ltd.* (寶雞商場有限公司). From May 2016 to June 2017, he served as the president of Shanghai Jiadeli Supermarket Co., Ltd.* (上海家得利超市有限公司). From June 2017 to August 2017, he served as the general manager of Shanghai Branch of Kupu Trading Co., Ltd.* (酷鋪商貿有限公司上海分公司). Mr. Yu also served as the chief financial officer of Sanya Phoenix International Airport Co., Ltd.* (三亞鳳凰國際機場有限責任公司) from August 2017 to August 2018. He has served as the chief financial officer of the Company since August 2018.

Save as disclosed above and as at the date of this announcement, Mr. Yu (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 information in relation to the appointment of Mr. Yu as an executive Director 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.

Mr. Yu will be appointed as an executive Director for a term of three years commencing on the grant of approval at the EGM, subject to re-election in accordance with the Articles of Association or pursuant to the Listing Rules. The remuneration of Mr. Yu as an executive Director will be determined according to the remuneration policies as approved at the annual general meeting of the Company.

RESIGNATION OF AN INDEPENDENT REPRESENTATIVE SUPERVISOR AND THE CHAIRMAN OF SUPERVISORY COMMITTEE AND PROPOSED APPOINTMENT OF AN INDEPENDENT REPRESENTATIVE SUPERVISOR

The Board announces that Mr. Yang Xiao (楊瀟先生) (“**Mr. Yang**”), due to the work reallocation, has tendered his resignation from his positions as an independent representative supervisor and the chairman of supervisory committee of the Company with effect from the date of the EGM.

Mr. Yang has confirmed that he has no disagreement with the Board and/or the supervisory committee of the Company and has no any other matters in relation to his resignation that needs to be brought to the attention of the Shareholders or 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.

Subject to the approval by the Shareholders at the EGM, the Board proposes to appoint Mr. Ren Mingqi (任明琦先生) (“**Mr. Ren**”) as an independent representative supervisor of the Company 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. Ren are set out below pursuant to the Rule 13.51(2) of the Listing Rules.

Mr. Ren, aged 58, graduated from Jilin University (吉林大學) in Changchun City, the PRC, with a master’s degree majoring in corporate management in July 1999. Mr. Ren worked as an officer in the Personnel Bureau of Shanxi Province Jinzhong Area* (山西晉中地區人事局) from February 1982 to December 1983. From December 1983 to March 1989, he successively served as a teacher, the deputy head of academic affairs division and the secretary of the Communist Youth League of Shanxi Textile Industry College* (山西紡織工業學院). From March 1989 to October 1996, Mr. Ren successively held several positions in Haikou Textile Printing and Dyeing Factory* (海口紡織印染廠) as the workshop director of spinning branch, the director of production technology support department, the deputy director of factory, the assistant to the director of factory and the office manager, and the secretary of Communist Party branch of weaving branch. Mr. Ren also successively served as the office secretariat chief, the deputy office manager and the office manager of Haikou Meilan Airport International Head Company* (海口美蘭機場國際總公司) from October 1997 to March 1999, as the office manager of Haikou Meilan Airport Co., Ltd.* (海口美蘭機場有限責任公司) from October 2000 to July 2003 and as the general manager of operation department and the assistant to the chief security officer of Haikou Meilan International Airport Co., Ltd.* (海口美蘭國際機場有限責任公司) from July 2003 to July 2007. He also successively served as the assistant to the president and the general manager of business development department of the Company from July 2007 to November 2010 and as the general manager and chairman of the board of Tangshan Sannvhe Airport Management Co., Ltd.* (唐山三女河機場管理有限公司) from November 2010 to April 2016. Mr. Ren has been the chairman of the board of Weifang Nanyuan Airport Co., Ltd.* (濰坊南苑機場有限責任公司) since April 2016.

Save as disclosed above and as at the date of this announcement, Mr. Ren (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 information in relation to the appointment of Mr. Ren as an independent representative supervisor of the Company 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.

Mr. Ren will be appointed as an independent representative supervisor of the Company for a term of three years commencing on the grant of approval at the EGM, subject to re-election in accordance with the Articles of Association or pursuant to the Listing Rules. The remuneration of Mr. Ren as an independent representative supervisor of the Company will be determined according to the remuneration policies as approved at the annual general meeting of the Company.

CIRCULAR

A circular containing, among other things, further information regarding the proposed appointment of an executive Director and an independent representative supervisor of the Company, together with a notice to convene the EGM, will be despatched to the Shareholders as soon as possible.

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

Haikou, the PRC
10 October 2018

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