

# 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

於中華人民共和國註冊成立之股份有限公司

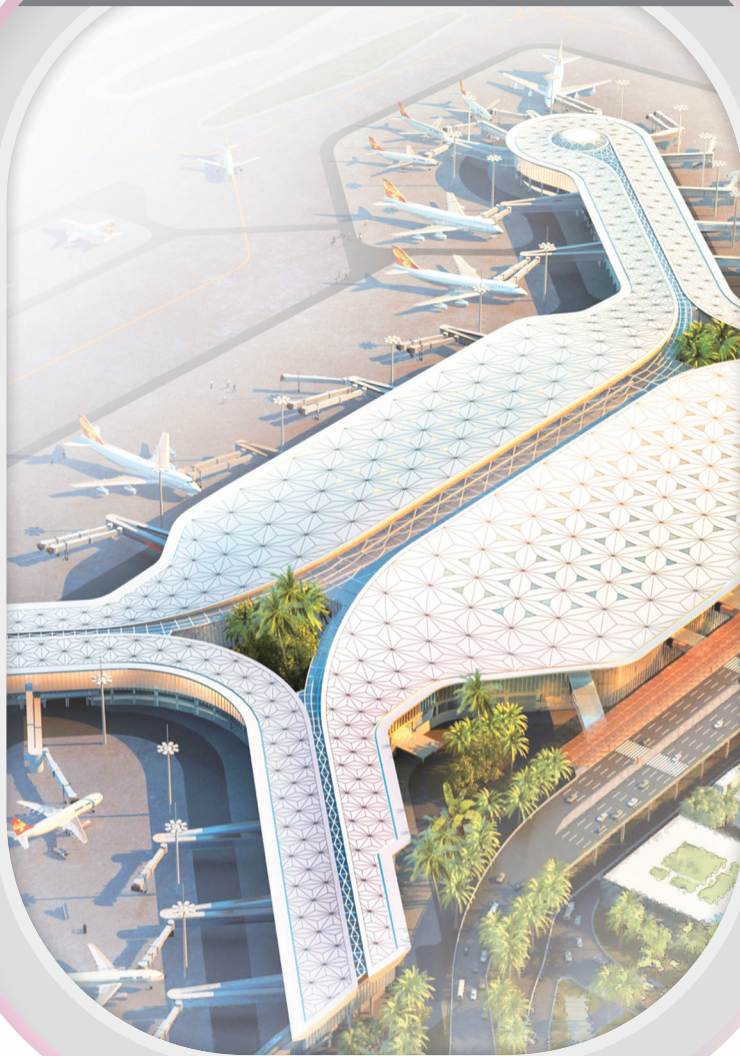
Stock Code 股份代號：00357

FUTURE



2022

2002









**海南美蘭國際空港股份有限公司**  
Hainan Meilan International Airport Company Limited





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# CORPORATE MISSION

## 企業使命

Leveraging on the positioning of Hainan Free Trade Port (“**Hainan Free Trade Port**”), we will build a safe, intelligent, dynamic and sustainable first-class airport, helping Hainan reaches the World and the world approach Hainan.

立足於海南自由貿易港(「**海南自貿港**」)，建設安全、智慧、活力、可持續的一流空港，讓海南走向世界、讓世界走近海南。

# COMPANY BACKGROUND

## 公司簡介

Hainan Meilan International Airport Company Limited (the “**Meilan Airport**” or the “**Company**”) is a joint stock Company incorporated in the People’s Republic of China (“**PRC**” or “**China**”) with limited liability on 28 December 2000. The H shares of the Company were issued and listed on the Main Board (the “**Main Board**”) of The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) on 18 November 2002.

海南美蘭國際空港股份有限公司(「**美蘭機場**」或「**本公司**」或「**公司**」)於二零零零年十二月二十八日在中華人民共和國(「**中國**」)註冊成立為股份有限公司，於二零零二年十一月十八日發行H股並在香港聯合交易所有限公司(「**香港聯交所**」)主板(「**主板**」)上市。

On 6 November 2003, the Company was approved by the Ministry of Commerce of the PRC to convert into a foreign invested joint stock company. The Company changed its name from “Hainan Meilan International Airport Company Limited” to “HNA Infrastructure Company Limited”, with effect from 2 March 2015. The Company changed its name from “HNA Infrastructure Company Limited” to “Regal International Airport Group Company Limited”, with effect from 9 August 2018. The Company changed its name from “Regal International Airport Group Company Limited” to “Hainan Meilan International Airport Company Limited”, with effect from 20 November 2019.

於二零零三年十一月六日，經中國商務部批准，成為一家外商投資股份有限公司。於二零一五年三月二日起正式由「海南美蘭國際機場股份有限公司」更名為「海航基礎股份有限公司」。於二零一八年八月九日起正式由「海航基礎股份有限公司」更名為「瑞港國際機場集團股份有限公司」。於二零一九年十一月二十日起正式由「瑞港國際機場集團股份有限公司」更名為「海南美蘭國際空港股份有限公司」。

The Company and its subsidiaries (together, the “**Group**”) are currently engaged in both aeronautical and non-aeronautical businesses at Meilan Airport, Haikou City, Hainan Province, the PRC. The aeronautical businesses of the Company mainly consist of the provision of terminal facilities, ground handling services and passenger services. The non-aeronautical businesses of the Company mainly include the leasing of commercial and retail spaces at Meilan Airport, franchising of airport-related business, advertising, car parking, cargo handling and sales of consumable goods.

目前本公司及其子公司(合稱「**本集團**」)經營中國海南省海口市美蘭機場內的航空及非航空業務。航空業務主要包括提供航站樓設施、地勤服務以及旅客服務；非航空業務則主要包括出租美蘭機場的商業及零售舖位、機場相關業務特許經營、廣告位、停車場、貨物處理及出售消費品。

Major awards of the Company in 2022 were as follows:

- “The Voice of the Customer” granted by ACI (Airport Council International)
- “ASQ Best Airport in the Asia-Pacific Region (15–25 Million Passengers)” granted by ACI
- “ASQ Best Airport in the Asia-Pacific Region for Hygiene Measures” granted by ACI
- “Best Regional Airport in China” and “Best Airport Staff” granted by SKYTRAX

二零二二年本公司獲得之主要榮譽如下：

- ACI (Airport Council International, 國際機場協會)「旅客之聲」
- ACI「ASQ亞太區最佳機場(1,500–2,500萬規模組)」
- ACI「ASQ亞太區最佳衛生措施機場」
- SKYTRAX「中國最佳區域機場獎」、「最佳機場員工獎」



# CORPORATE INFORMATION

## 公司資料

### NAME IN CHINESE

海南美蘭國際空港股份有限公司

### NAME IN ENGLISH

Hainan Meilan International Airport Company Limited

### CORPORATE WEBSITE

www.mlairport.com

### EXECUTIVE DIRECTORS

Wang Hong, Chairman and President  
Wang Zhen  
Ren Kai  
Xing Zhoujin

### NON-EXECUTIVE DIRECTORS

Li Zhiguo  
Wu Jian

### INDEPENDENT NON-EXECUTIVE DIRECTORS

Fung Ching, Simon  
Deng Tianlin  
George F Meng  
Ye Zheng

### SUPERVISORS

Liao Hongyu, Chairman  
Hu Yunyun  
Zheng Yabo

### JOINT COMPANY SECRETARIES

Xing Zhoujin  
Chen Yingjie

### AUTHORISED REPRESENTATIVES

Wang Hong  
Xing Zhoujin

### 中文名稱

海南美蘭國際空港股份有限公司

### 英文名稱

Hainan Meilan International Airport Company Limited

### 公司網址

www.mlairport.com

### 執行董事

王 宏 · 董事長兼總裁  
王 貞  
任 凱  
邢周金

### 非執行董事

李志國  
吳 健

### 獨立非執行董事

馮 征  
鄧天林  
孟繁臣  
葉 政

### 監事

廖虹宇 · 主席  
胡運運  
鄭亞波

### 聯席公司秘書

邢周金  
陳英杰

### 授權代表

王 宏  
邢周金



## CORPORATE INFORMATION

### 公司資料

#### MEMBERS OF AUDIT COMMITTEE

Fung Ching, Simon, Chairman  
George F Meng  
Ye Zheng

#### 審核委員會成員

馮 征，主席  
孟繁臣  
葉 政

#### MEMBERS OF REMUNERATION COMMITTEE

Deng Tianlin, Chairman  
Fung Ching, Simon  
Ren Kai

#### 薪酬委員會成員

鄧天林，主席  
馮 征  
任 凱

#### MEMBERS OF NOMINATION COMMITTEE

Fung Ching, Simon, Chairman  
Wang Zhen  
Deng Tianlin

#### 提名委員會成員

馮 征，主席  
王 貞  
鄧天林

#### MEMBERS OF STRATEGIC COMMITTEE

Fung Ching, Simon, Chairman  
Deng Tianlin  
Ye Zheng  
Wang Zhen  
Ren Kai

#### 戰略委員會成員

馮 征，主席  
鄧天林  
葉 政  
王 貞  
任 凱

#### LEGAL ADDRESS AND HEAD OFFICE

Office Building of Meilan Airport  
Haikou City  
Hainan Province, the PRC

#### 法定地址及總辦事處

中國海南省  
海口市  
美蘭機場辦公樓

#### PLACE OF BUSINESS IN HONG KONG

Room 2204, 22/F, Fu Fai Commercial Centre  
27 Hillier Street  
Sheung Wan, Hong Kong

#### 香港營業地點

香港上環  
禧利街27號  
富輝商業中心22樓2204室



## CORPORATE INFORMATION

### 公司資料

#### AUDITOR

PricewaterhouseCoopers Zhong Tian LLP

##### Recognized Public Interest Entity Auditor

11/F PricewaterhouseCoopers Center  
2 Link Square, 202 Hu Bin Road  
Huangpu District  
Shanghai, China

#### PRINCIPAL BANKER

##### Bank of China

Haikou Jinyu Sub-branch  
1/F, Geology Building  
66 Nansha Road  
Haikou City  
Hainan Province, the PRC

##### China Everbright Bank

Haikou Yingbin Sub-branch  
1/F Longquan Garden  
56 Longkun South Road  
Haikou City  
Hainan Province, the PRC

#### H SHARE REGISTRAR AND TRANSFER OFFICE

##### Computershare Hong Kong Investor Services Limited

Rooms 1712-1716  
17th Floor Hopewell Centre  
183 Queen's Road East  
Wanchai, Hong Kong

#### STOCK CODE

00357

#### 核數師

普華永道中天會計師事務所  
(特殊普通合伙)

認可公眾利益實體核數師  
中國上海市  
黃浦區  
湖濱路202號領展企業廣場2座  
普華永道中心11樓

#### 主要往來銀行

##### 中國銀行

海口金宇支行  
中國海南省  
海口市  
南沙路66號  
地質大廈一樓

##### 中國光大銀行

海口迎賓支行  
中國海南省  
海口市  
龍昆南路56號  
龍泉花園首層

#### H股過戶登記處

##### 香港中央證券登記有限公司

香港灣仔  
皇后大道東183號  
合和中心17樓  
1712-1716室

#### 股票代碼

00357

# FINANCIAL HIGHLIGHTS

## 財務摘要

### TWO-YEAR COMPARISON OF KEY FINANCIAL FIGURES

#### 兩年主要財務資料比較

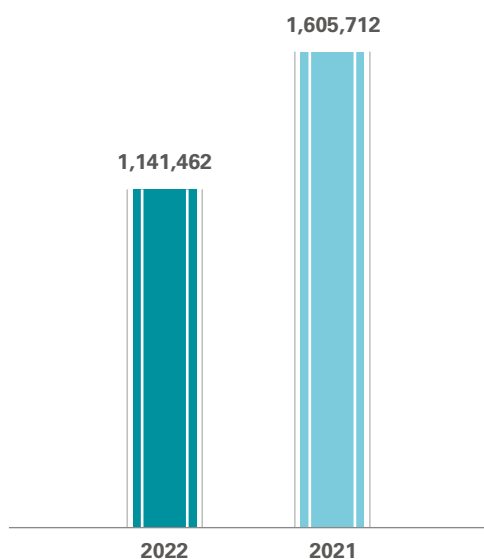
		For the year ended or as at 31 December 截至十二月三十一日止年度或於十二月三十一日		
(RMB'000) (人民幣千元)		2022 二零二二年	2021 二零二一年	Change 變動
Revenue	收入	1,141,462	1,605,712	-28.91%
Gross profit*	毛利*	18,717	734,270	-97.45%
Net (loss)/profit attributable to shareholders of the Company	歸屬於本公司股東淨(虧損)/利潤	(155,299)	765,132	-120.30%
(Losses)/Earnings per share – basic (RMB)	每股(虧損)/盈利 – 基本(人民幣元)	(0.33)	1.62	-120.37%
Net cash generated from operating activities	營運活動產生的淨現金	174,042	828,186	-78.99%
Current ratio	流動比率	8%	10%	-2%
Gearing ratio	資產負債率	58.58%	58.99%	-0.41%
EBITDA	EBITDA	252,492	967,216	-73.90%

\* Gross profit is calculated as revenue minus cost of sales.

\* 毛利等於營業收入減去營業成本。

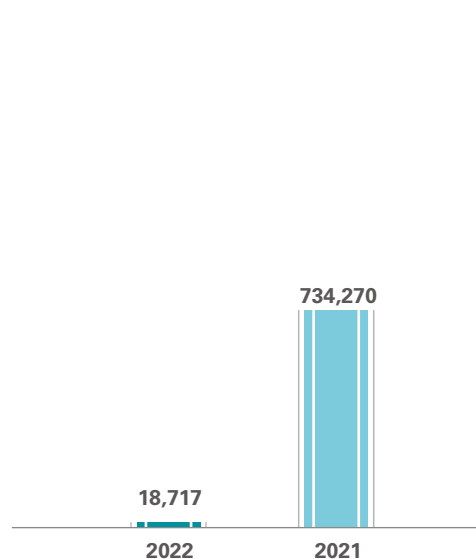
#### Revenue (RMB'000)

收入(人民幣千元)



#### Gross profit (RMB'000)

毛利(人民幣千元)





# FINANCIAL HIGHLIGHTS

## 財務摘要

### FIVE-YEAR SUMMARY OF FINANCIAL PERFORMANCE

#### 五年財務表現概要

		For the year ended 31 December 截至十二月三十一日止年度				
(RMB'000) (人民幣千元)		2022 二零二二年	2021 二零二一年	2020 二零二零年	2019 二零一九年	2018 二零一八年
Revenue	收入	1,141,462	1,605,712	1,369,532	1,576,371	1,703,824
Net (loss)/profit attributable to shareholders of the Company	歸屬於本公司股東淨(虧損)/利潤	(155,299)	765,132	(1,340,376)	575,413	622,041
EBITDA	EBITDA	252,492	967,216	(1,116,645)	969,660	1,143,377

### FIVE-YEAR SUMMARY OF FINANCIAL POSITION

#### 五年財務狀況概要

		For the year ended 31 December 截至十二月三十一日止年度				
(RMB'000) (人民幣千元)		2022 二零二二年	2021 二零二一年	2020 二零二零年	2019 二零一九年	2018 二零一八年
Total assets	總資產	10,639,551	11,135,347	11,077,488	11,456,163	8,866,141
Total liabilities	總負債	6,233,031	6,569,278	7,266,970	6,303,572	4,294,201
Total equity	權益合計	4,406,520	4,566,069	3,810,518	5,152,591	4,571,940

### OPERATION DATA HIGHLIGHTS

#### 生產運營資料摘要

#### Two-year Comparison of Key Operation Data

#### 兩年主要生產運營資料比較

		For the year ended 31 December 截至十二月三十一日止年度		
		2022 二零二二年	2021 二零二一年	Change 變動
<b>The passenger throughput (headcount in ten thousand)</b>	<b>旅客吞吐量 (單位：萬人次)</b>	<b>1,116.22</b>	1,751.97	-36.29%
In which: Domestic	其中：國內	1,116.00	1,751.97	-36.30%
International and regional	國際及地區	0.22	0.00	Not applicable 不適用
<b>Aircraft takeoff and landing (flights)</b>	<b>飛機起降架次(單位：架次)</b>	<b>105,675</b>	138,930	-23.94%
In which: Domestic	其中：國內	105,181	138,353	-23.98%
International and regional	國際及地區	494	577	-14.38%
<b>Cargo and mail throughput (tons)</b>	<b>貨郵吞吐量(單位：噸)</b>	<b>124,372.70</b>	148,378.70	-16.18%
In which: Domestic	其中：國內	118,758.10	141,041.00	-15.80%
International and regional	國際及地區	5,614.60	7,337.70	-23.48%

# CHAIRMAN'S STATEMENT

## 主席報告



“Reaching Higher with Service Excellence” refers to the service concept of “All start from the needs of passengers” upheld by the staff of Meilan to offer “sincere, smooth, comfortable and delightful” super-value services to worldwide passengers continuously according to international, professional and personalized five-star standards.

「星美蘭、馨服務」是指美蘭人秉承「一切從旅客需求出發」的服務理念，依據國際化、專業化、人性化的五星標準，持續為全球旅客提供「真心、順暢、舒適、愉悅」的超值服務。

To shareholders:

In 2022 (the “**Year**”), given the interwoven impacts of changes that have not been seen in a century and the COVID-19 epidemic (the “**Epidemic**”), the development environment faced increased complexity, severity and uncertainty. Encountering the tense international environment and arduous tasks in relation to domestic reform, development and stability, the Chinese government balanced both domestic and international situations, coordinated the epidemic prevention and control with economic and social development, and development with security, intensified its efforts in macro control, and responded to the impact of unexpected factors, thus maintaining an overall economic and social stability.

In the preceding year of 2022, China’s economy witnessed rebounding and steady growth in the midst of fluctuations. In terms of economic growth, residents’ employment, price level and other indicators, China stood out among the major economies in the world, demonstrating its economic resilience and influence as a major country. In the past five years, China’s economy has grown at an average annual rate of over 5%, which is above the global average; in the past decade, the total economic output has doubled, which made the biggest contribution to world’s economic growth.

致各位股東：

二零二二年（「**本年度**」），百年變局和新冠肺炎疫情（「**疫情**」）的影響交織疊加，發展環境的複雜性、嚴峻性、不確定性上升。面對形勢緊張的國際環境和艱巨繁重的國內改革發展穩定任務，中國政府統籌國內、國際兩個大局，統籌疫情防控和經濟社會發展，統籌發展和安全，加大宏觀調控力度，應對超預期因素衝擊，保持了經濟社會大局穩定。

剛剛過去的二零二二年，中國經濟在波動中回穩向好，綜合經濟增長、居民就業、物價水平等多項指標來看，中國在全球主要經濟體中表現突出，彰顯出大國經濟韌性和影響力。近五年來，中國經濟年均增長5%以上，高於全球平均水平；近十年來，經濟總量實現成倍增長，對世界經濟增長的貢獻居於首位。



# CHAIRMAN'S STATEMENT

## 主席報告

In light of various new risks and challenges, China has always adhered to the new development concept, abided by the theme of promoting high-quality development, and accelerated efforts to foster a new development pattern in which domestic and foreign markets boost each other, with the domestic market as the mainstay, so as to stimulate market vitality and social creativity. China has kept increasing the innovation momentum with enhancement in breakthroughs in key core technology areas as well as constant emergence of technological innovations. As the effect of reform in key areas and key links gradually emerges, China endeavours to create a market-oriented, rule-based and international business environment. The trade and investment liberalization and facilitation have continued to improve, and new progress has been made in the high-quality development of the "One Belt and One Road". The RCEP Agreement (Regional Comprehensive Economic Partnership Agreement) has achieved initial results. China is also constantly safeguarding and improving people's livelihood in the process of development.

Faced with the overlapping impact of the epidemic prevention and control, operating losses, safety pressure and other difficulties, China's civil aviation industry insisted on the principle of prioritizing stability and pursuing progress while ensuring stability, and has been tested in adversity. It effectively coordinated the epidemic prevention and control and industry recovery and development, and stabilized the fundamentals of industry development. It made further efforts to make up the shortcomings of civil aviation infrastructure, laying a solid foundation for the long-term industry development. It completed a number of major high-quality tasks, fully demonstrating the undertaking of political responsibilities in the civil aviation industry.

Looking back on 2022, against the backdrop of multiple challenges, the Group ensured smooth emergency transportation, stable production and operation, sufficient material reserves and the provision of genuine and sincere service, bravely took up social responsibilities in production and operation work such as guarding the airport to prevent the Epidemic from spreading outside of China and ensuring the return of stranded passengers, and successfully achieved the 24th Safety Year. As of 31 December 2022, the Group completed the annual passenger throughput of 11.1622 million.

## RESULTS

In 2022, the Group's total revenue amounted to RMB1,141,461,624, representing a decrease of 28.91% as compared to 2021. Revenue from aviation business amounted to RMB361,136,944, representing a decrease of 30.36% as compared to 2021. Revenue from non-aviation business amounted to RMB780,324,680, representing a decrease of 28.22% as compared to 2021. The decrease in the Group's total revenue was mainly due to the drop in the passenger throughput and the cargo and mail throughput of Meilan Airport in 2022 as affected by the repeated epidemic outbreaks in China.

面對種種新風險、新挑戰，中國始終堅持貫徹新發展理念，堅持以推動高質量發展為主題，加快構建以國內大循環為主體、國內國際雙循環相互促進的新發展格局，更大激發市場活力和社會創造力。創新動能繼續增強，關鍵核心技術領域攻關加強，科技創新成果不斷湧現；重點領域和關鍵環節改革效應逐步顯現，全力打造市場化、法治化、國際化營商環境，貿易投資自由化便利化程度持續提升，高質量共建「一帶一路」取得新進展，RCEP協定(Regional Comprehensive Economic Partnership，《區域全面經濟夥伴關係協定》)建設成效初顯；在發展中不斷保障和改善民生。

在疫情防控、經營虧損、安全壓力等困難交織疊加影響下，全國民航業堅持穩字當頭、穩中求進，在逆境中經受了考驗。高效統籌疫情防控與行業恢復發展，穩住行業發展基本盤；加大民航基礎設施補短板力度，為行業長遠發展奠定堅實基礎；高質量完成多項重大任務，充分彰顯民航政治擔當。

回顧二零二二年，在多重挑戰並存的背景下，本集團確保應急運輸通暢、確保生產運行穩定、確保物資儲備充足、確保真情服務到位，在守牢機場防外溢關口、保障滯留旅客返程等生產運營工作中勇扛社會責任擔當，順利實現第二十四個安全年。截至二零二二年十二月三十一日止，本集團全年完成旅客吞吐量1,116.22萬人次。

## 業績

於二零二二年，本集團之總收入為人民幣1,141,461,624元，較二零二一年下降28.91%。來自航空業務的收入為人民幣361,136,944元，較二零二一年下降30.36%；來自非航空業務的收入為人民幣780,324,680元，較二零二一年下降28.22%。本集團總收入下降主要是二零二二年受國內多輪疫情衝擊，美蘭機場旅客吞吐量及貨郵吞吐量下降所致。

# CHAIRMAN'S STATEMENT

## 主席報告

In 2022, the Group's loss after tax was RMB190,703,238 (2021: net profit was RMB755,551,347); the net loss attributable to shareholders of the Company was RMB155,298,891 (2021: the net profit attributable to shareholders of the Company was RMB765,131,573). The Group's loss after tax and the net loss attributable to shareholders of the Company was due to the continuous impact of the Epidemic. The number of flights taking off and landing, passenger throughput and cargo and mail throughput in Meilan Airport dropped significantly, resulting in a year-on-year decrease in the Company's revenue by approximately RMB464 million. In addition, given that Meilan Airport Phase II Expansion Project (the "Phase II Expansion Project") has been put into operation, the depreciation, amortization and operating expenses of related assets increased significantly during the twelve-month period ended 31 December 2022; the relevant borrowings interest expenses also ceased to be capitalized, leading to a significant increase in the financial expenses.

## OVERVIEW OF AVIATION BUSINESS

2022 is the year that the Epidemic had the most serious impact on China's civil aviation industry. Meilan Airport overcame difficulties, strived for development in times of adversity, took full initiative to resume work and production by introducing on-site transport capacity, switching to the use of wide-body aircraft, intensifying popular routes and other measures to minimize the impact of the Epidemic. In 2022, Meilan Airport recorded passenger throughput in aggregate of 11.1622 million, flight take-offs and landings of 105,675 times, and the cargo and mail throughput of 124,372.70 tons, which represents a year-on-year decrease of 36.29%, 23.94% and 16.18%, respectively. The passenger throughput ranked 15th among China airports, up one place as compared with 2021 and up two places as compared with the corresponding period in 2019.

In 2022, under the impact of the global Epidemic and the fact that international passenger ports had not yet been opened, Meilan Airport paid close attention to the progress of the opening of international passenger ports and the airline demand for international flights from various airlines. Building on the international flight support process of advanced airports, the Company accelerated the improvement of its full-process support capability and strived to promote the resumption of international and regional passenger routes. In February 2023, Meilan Airport Terminal 2 international flight support area was officially put into full operation. It has an annual designed international passenger throughput of 4.2 million, which is expected to reach 8-10 million after future expansion.

At the end of 2022, with the change in the epidemic prevention and control policies and the reopening of international passenger ports, the passenger route "Haikou = Hong Kong" officially resumed operation on 16 November 2022, which received enthusiastic response from the Haikou and Hong Kong aviation markets and marked Meilan Airport's the official resumption of traffic in the international market, which has been suspended for nearly three years. As the routes in Hong Kong have been resumed and intensified, the Company will accelerate the resumption of operations in Japan, South Korea and Southeast Asia, as well as gradually promote the resumption of medium and long-distance routes in Europe and Australia. The Company will leverage the opening policies of the fifth and seventh freedom of the air to tap into the international route market and constantly improve the route network layout, so as to gather strength for the construction of Hainan Free Trade Port and the development of Meilan Airport's international aviation market.

二零二二年，本集團之稅後虧損為人民幣190,703,238元(二零二一年：淨利潤為人民幣755,551,347元)；歸屬於本公司股東淨虧損為人民幣155,298,891元(二零二一年：歸屬於本公司股東淨利潤為人民幣765,131,573元)。本集團稅後虧損及歸屬於本公司股東淨虧損系受疫情的持續影響，美蘭機場航班起降架次、旅客吞吐量及貨郵吞吐量出現大幅下降，從而導致本公司的經營收入同比下降約人民幣4.64億元；此外，因美蘭機場二期擴建項目(「二期擴建項目」)投入使用，於截至二零二二年十二月三十一日止十二個月期間，相關資產的折舊攤銷和運營費用大幅增加；相關借款的利息費用也停止資本化，從而使得財務費用顯著增加。

## 航空業務概覽

二零二二年，是疫情對中國民航業影響最嚴重的一年，美蘭機場克服困難，在逆境中謀求發展，充分發揮主觀能動性，通過引進駐場運力、更換寬體機、加密熱門航線等多項舉措開展復工復產工作，最大限度緩解疫情衝擊帶來的影響。二零二二年美蘭機場累計完成旅客吞吐量1,116.22萬人次，航班起降105,675架次，貨郵吞吐量124,372.70噸，同比分別下降36.29%、23.94%和16.18%。旅客吞吐量全國機場排名第15位，同比二零二一年上升1位，較二零一九年同期上升2位。

二零二二年，在全球疫情衝擊及國際客運口岸尚未開放的影響下，美蘭機場緊密關注國際客運口岸開放進展及各航空公司對於國際航線的開航需求，通過借鑒先進機場國際航班保障流程，加快提升全流程保障能力，全力推進國際及地區客運航線復航工作。二零二三年二月，美蘭機場T2航站樓國際航班保障區域正式對外全面啓用，國際旅客年設計吞吐量達到420萬人次，未來擴容後預計可達800-1,000萬人次。

二零二二年底，隨著防疫政策變化及國際地區客運口岸恢復開放，「海口=香港」客運航線於二零二二年十一月十六日正式恢復運營，海口及香港兩地航空市場反響熱烈，標誌著美蘭機場停航近三年的國際市場正式恢復通航。隨著香港航線的恢復及加密，本公司後續將加快推進日韓、東南亞航線恢復運營，逐步推進恢復歐洲、澳洲等中遠程航線，以及利用第五、第七航權開放政策，深耕國際航線市場，不斷完善航線網絡佈局，為海南自貿港建設及美蘭機場國際航空市場發展賦能蓄勢。



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## 主席報告

### OVERVIEW OF NON-AVIATION BUSINESS

In 2022, the non-aviation business of the Group experienced a declining momentum and attained revenue of RMB780,324,680, representing a year-on-year decrease of 28.22%. It accounted for 68.36% of the Group's total revenue.

In 2022, due to the impact of the Epidemic, the offline sales of the offshore duty-free stores at Meilan Airport declined significantly, leading to a decrease in franchise income of the Company. Meanwhile, due to the impact of the epidemic prevention and control, the passenger throughput and the cargo and mail throughput of Meilan Airport decreased, resulting in a relatively significant decline in hotel income brought by operating Hainan Meilan Airport Hotel Investment Co., Ltd. ("Meilan Airport Hotel"), VIP room income, freight and packaging income. As a result, the year-on-year decline in revenue from non-aviation business was significant.

In 2022, the Group recorded franchise income of RMB453,939,102, representing a year-on-year decrease of 32.04%; the hotel income amounted to RMB71,931,611, representing a year-on-year decrease of 21.07%; rental income reached RMB70,150,817, representing a year-on-year increase of 8.54%; freight and packaging income reached RMB65,325,788, representing a year-on-year decrease of 25.49%; VIP room income reached RMB32,400,608, representing a year-on-year decrease of 58.50%.

### TERMINAL COMPLEX PROJECT

Situated on the north side of Meilan Airport, the terminal complex project has a gross floor area of 315,300 sq.m. The project has comprehensive business patterns and functions and encompasses the commercial building, the hotel building, GTC (Ground Traffic Center, a traffic hub) and the parking building. The commercial building brings together various business patterns, including offshore duty-free shopping, Hainan featured products shopping, OUTLETS and food court.

GTC on the ground floor of the terminal complex project integrates inter-city express, bus, high-speed railway, car-hailing, taxi, and other transportation tools. Roundabout high-speed railway and suburban trains of Hainan pass directly to GTC, which forms a preliminary land-based three-dimensional transportation service system for Meilan Airport and provides diverse and convenient traffic services for travelers. In 2022, a total of 6 bus routes were in operation at GTC, with 74,071 departures which carried 514,574 passengers; a total of 6 intercity routes towards Danzhou and Wenchang and other cities were in operation, with 10,053 departures which carried 51,596 passengers; 333,441 taxis accessed the GTC and carried 567,712 passengers.

### 非航空業務概覽

二零二二年，本集團非航空業務出現下滑態勢。全年實現非航空業務收入人民幣780,324,680元，同比下降28.22%，在本集團總收入的佔比達68.36%。

二零二二年，因遭受疫情衝擊，美蘭機場離島免稅店線下銷售額大幅下降，使得本公司特許經營權收入減少；同時受疫情管控影響，美蘭機場旅客吞吐量及貨郵吞吐量下降，導致經營海南美蘭機場酒店投資有限公司（「美蘭機場酒店」）帶來的酒店收入、貴賓室收入、貨物及包裝收入等出現較大幅度下降，導致非航空業務收入同比大幅下降。

二零二二年，本集團特許經營權收入累計達人民幣453,939,102元，同比下降32.04%；酒店收入達到人民幣71,931,611元，同比下降21.07%；租金收入達人民幣70,150,817元，同比增長8.54%；貨運及包裝收入達人民幣65,325,788元，同比下降25.49%；貴賓室收入達到人民幣32,400,608元，同比下降58.50%。

### 站前綜合體項目

站前綜合體項目位於美蘭機場北側，總建築面積31.53萬平方米，業態功能齊全，匯集商業樓、酒店、GTC (Ground Traffic Center, 交通樞紐中心)及停車樓。商業樓集合多種業態，包括離島免稅購物、海南美購、奧特萊斯(OUTLETS)及美食廣場等。

位於站前綜合體項目一層的GTC集城際快線、公交巴士、高鐵、網約車及出租車等多種交通方式於一體，海南環島高鐵、市郊列車直通GTC，初步形成美蘭機場陸側立體交通服務體系，為旅客提供多樣和便捷的交通出行服務。二零二二年，GTC運行公交班線共計6條，發車74,071次，保障旅客514,574人次；運行儋州、文昌等方向的城際班線共計6條，發車10,053次，保障旅客51,596人次；進場出租車333,441車次，保障旅客567,712人次。

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The room occupancy rate of Meilan Airport Hotel was 56.25% and about 296,000 guests were received for the Year, representing a decrease of 14.87% and 17.64%, respectively, as compared to the same period of the previous year. In 2022, due to the impact of the Epidemic, the passenger throughput of Meilan Airport decreased significantly, leading to a decline in the business volume of Meilan Airport Hotel. In this context, Meilan Airport Hotel focused on developing the market of long-stay epidemic prevention teams. Meanwhile, Meilan Airport constantly explored the market demand of the government, universities and commercial companies around the airport, and continued to maintain long-term cooperation with civil aviation units. With its high quality and good reputation, Meilan Airport Hotel was awarded the title of "Top 100 Hotels in China" by the Red Velvet High Star Hotel Guide (紅絲絨高星酒店指南), and received awards such as the "Best Airport Hotel in China" at the 17th International Hotel Platinum Award (中外酒店(十七屆)白金獎), "Top 100 Business Brands in Hainan Province" and "Most Promising Hotel of the Year" by ctrip.com in 2022.

Duty-paying commercial area of the terminal complex project is situated at the south side of the second to fifth floors of the aviation tourism city of the terminal complex, with a gross floor area of approximately 78,000 sq.m., of which approximately 12,859 sq.m. is retail business area and approximately 3,180 sq.m. is catering area. The outlet stores in the terminal complex project gather numerous well-known domestic and foreign brands.

In the future, the Company will timely re-conduct commercial planning for the terminal complex project, strengthen the differentiated operation mindset, identify its accurate position through business district benchmarking, and improve the shopping experience and commercial service quality, so as to meet the deep needs of consumers and continue to enhance commercial value.

## THE PROGRESS OF PROPOSED ISSUANCE OF NEW DOMESTIC SHARES AND PROPOSED ISSUANCE OF NEW H SHARES

References are made to the circulars of the Company dated 28 April 2017, 6 March 2018, 18 April 2019 and 7 January 2020 in relation to, among other things, the past subscription by Haikou Meilan International Airport Company Limited (the "Parent Company") and the past new H shares issue, and the extension of validity period of the shareholders' resolutions and authorisation granted to the Board in relation to the past Parent Company subscription and the past new H shares issue.

According to the past Parent Company subscription, the Parent Company agreed to subscribe for the new domestic shares, which include:

- (1) 189,987,125 new domestic shares as consideration for the transfer of assets in relation to the Phase I runway by the Parent Company to the Company; and
- (2) 12,500,000 new domestic shares by cash at an aggregate subscription price of RMB100,000,000, at the subscription price of RMB8.00 per new domestic share.

美蘭機場酒店本年度客房入住率為56.25%，接待住客約29.60萬人次，較上一年度同期分別降低14.87%及17.64%。二零二二年，受疫情影響，美蘭機場旅客吞吐量大幅下降，導致美蘭機場酒店業務量下滑，在此背景下，美蘭機場酒店著重開發防疫長住團隊市場。同時，不斷挖掘機場週邊政府、大學高校及商務公司的市場需求，繼續保持與民航單位的長期合作。憑藉高質量和好口碑，美蘭機場酒店於二零二二年榮獲紅絲絨高星酒店指南授予「全國百強酒店」稱號，並獲得中外酒店(十七屆)白金獎「中國最佳機場酒店」、「海南省商業百強品牌」以及攜程網頒發的「年度最具潛力酒店」等獎項。

站前綜合體項目有稅商業區位於站前綜合體航空旅遊城二層至五層南側，總建築面積約7.8萬平方米。其中，零售商業區面積約12,859平方米、餐飲區面積約3,180平方米。站前綜合體項目內的奧特萊斯店鋪聚集了眾多國內外知名品牌。

後續，本公司將適時對站前綜合體項目重新進行商業規劃，加強差異化經營思維，通過商圈對標，找準定位，改善購物體驗和商業服務品質，滿足消費者深層需求，持續提升商業價值。

## 建議新內資股發行及建議新H股發行項目進展情況

茲提述本公司日期為二零一七年四月二十八日之通函、日期為二零一八年三月六日之通函、日期為二零一九年四月十八日之通函及日期為二零二零年一月七日之通函，內容有關(其中包括)過往海口美蘭國際機場有限責任公司(「**母公司**」)認購事項及過往新H股發行，及就過往母公司認購事項及過往新H股發行延長股東決議案及授予董事會權限的有效期。

根據過往母公司認購事項，母公司同意認購新內資股，其中包括：

- (1) 作為母公司向本公司轉讓一期跑道相關資產代價認購的189,987,125股新內資股；及
- (2) 按人民幣100,000,000元的總認購價以現金認購的12,500,000股新內資股，每股新內資股的認購價為人民幣8.00元。



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Pursuant to the past new H shares issue, the Company may proceed to place no more than 200,000,000 new H shares to qualified institutional, corporate and individual and other investors.

The validity period of the shareholders' resolutions and authorisation granted to the Board in relation to the past Parent Company subscription and the past new H shares issue expired on 25 June 2020.

References are made to the announcement of the Company dated 24 July 2020 and the circular of the Company dated 20 August 2020 in relation to, among other things, the Parent Company subscription and the new H shares issue. On 24 July 2020, the Company and the Parent Company entered into the Parent Company domestic shares subscription agreement (the "**2020 Parent Company Domestic Shares Subscription Agreement**"), pursuant to which the Parent Company agreed to subscribe for the subscription shares, being no more than 140,741,000 new domestic shares as consideration for the transfer of the assets in relation to the Phase I runway by the Parent Company to the Company (the "**Parent Company Subscription**"). There were no other material changes on the terms of the 2020 Parent Company Domestic Shares Subscription Agreement as compared to those of the past Parent Company domestic shares subscription agreements, except for the adjustments on the subscription price, number and method of the subscription shares. Meanwhile, the Board proposed the new H shares issue (i.e. the issue of no more than 155,000,000 new H shares, the "**New H Shares Issue**"). The Company convened the extraordinary general meeting, H shareholders class meeting and domestic shareholders class meeting on 18 September 2020 to consider and approve relevant resolutions in relation to the Parent Company Subscription and the New H Shares Issue.

References are made to the announcement of the Company dated 21 August 2021 and the circular dated 21 September 2021 in relation to, among other things, the Parent Company Subscription and the New H Shares Issue. On 21 August 2021, the Company and the Parent Company entered into the 2021 supplemental Parent Company domestic shares subscription agreement, pursuant to which, the Company and the Parent Company mutually agreed to make certain amendments to the 2020 Parent Company Domestic Shares Subscription Agreement. The Company held the extraordinary general meeting, the H shareholders class meeting and the domestic shareholders class meeting on 8 October 2021, where the relevant resolutions were considered and approved to extend the validity period of shareholders' resolutions and authorization granted to the Board in relation to the Parent Company Subscription and the New H Shares Issue for a further period of twelve months, commencing from 18 September 2021 and ending on 17 September 2022.

References are made to the announcement of the Company dated 8 August 2022 and the circular of the Company dated 30 September 2022 in relation to, among other things, the Parent Company Subscription and the New H Shares Issue. The Company held the extraordinary general meeting, the H shareholders class meeting and the domestic shareholders class meeting on 8 November 2022, where the relevant resolutions were considered and approved to extend the validity period of shareholders' resolutions and authorization granted to the Board in relation to the Parent Company Subscription and the New H Shares Issue for a further period of twelve months, commencing from 18 September 2022 and ending on 17 September 2023.

根據過往新H股發行，本公司可向合格的機構、企業和個人及其他投資者配售不超過200,000,000股新H股。

有關過往母公司認購事項及過往新H股發行的股東決議案及授予董事會權限之有效期已於二零二零年六月二十五日屆滿。

茲提述本公司日期為二零二零年七月二十四日之公告及日期為二零二零年八月二十日之通函，內容有關(其中包括)母公司認購事項及新H股發行。於二零二零年七月二十四日，本公司與母公司訂立母公司內資股認購協議(「**二零二零年母公司內資股認購協議**」)，據此，母公司同意認購認購股份(即作為母公司向本公司轉讓一期跑道相關資產代價的不超過140,741,000股新內資股，「**母公司認購事項**」)。除認購股份的認購價、認購數量及認購方式有所調整外，二零二零年母公司內資股認購協議的條款與過往母公司內資股認購協議的條款相比無其他重大變化。同時，董事會建議進行新H股發行(即發行不超過155,000,000股新H股，「**新H股發行**」)。就母公司認購事項及新H股發行，本公司已於二零二零年九月十八日召開股東特別大會、H股類別股東大會及內資股類別股東大會，審議並通過了相關決議案。

茲提述本公司日期為二零二一年八月二十一日之公告及日期為二零二一年九月二十一日之通函，內容有關(其中包括)母公司認購事項及新H股發行。於二零二一年八月二十一日，本公司與母公司訂立二零二一年母公司內資股認購補充協議，據此，本公司與母公司一致同意對二零二零年母公司內資股認購協議作出若干修訂。本公司於二零二一年十月八日召開股東特別大會、H股類別股東大會及內資股類別股東大會，審議並通過了相關決議案，並將有關母公司認購事項及新H股發行延長股東決議案及授予董事會權限的有效期進一步延長十二個月(自二零二一年九月十八日起至二零二二年九月十七日)。

茲提述本公司日期為二零二二年八月八日之公告及日期為二零二二年九月三十日之通函，內容有關(其中包括)母公司認購事項及新H股發行。本公司於二零二二年十一月八日召開股東特別大會、H股類別股東大會及內資股類別股東大會，審議並通過了相關決議案，並將有關母公司認購事項及新H股發行延長股東決議案及授予董事會權限的有效期進一步延長十二個月(自二零二二年九月十八日起至二零二三年九月十七日)。

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The completion of the Parent Company Subscription and the New H Shares Issue shall be subject to certain conditions precedent, respectively. For details, please refer to the circulars of the Company dated 20 August 2020, 21 September 2021 and 30 September 2022. As of the date of this annual report, none of such conditions precedent were satisfied or waived. The Company will notify the shareholders and potential investors of the Company with the information on the progress of the Parent Company Subscription and the New H Shares Issue in the future (if necessary).

### SMART AIRPORT CONSTRUCTION

In 2022, Meilan Airport, faced with an extremely complex Epidemic situation, improved the construction of the smart epidemic prevention platform through "big data + artificial intelligence" empowerment, and realized refined management of epidemic prevention and control. In May 2022, the smart epidemic prevention gates were officially implemented for testing. Through the gates, passengers can verify certain epidemic prevention data such as comparing their faces against their ID cards, taking temperature tests and checking their health codes. Since June 2022, passengers departing from Meilan Airport have been able to complete a series of quarantine checks at the entrance of the terminals with their ID cards to improve the efficiency of passenger exit checks.

After the Phase II Expansion Project has been put into use in December 2021, the configuration and operation mode of the north-south flight area of Meilan Airport gave rise to some hot spot areas (which refer to the area where aircraft taxiing speed is relatively fast and some of the corridors block the view of vehicles). In order to avoid the risk of conflict or collision between vehicles and aircraft in operation within the hot spots, after nine months of testing, the traffic light system in the hot spot areas of the apron of Meilan Airport passed the test and was put into operation in October 2022, which has achieved the goal of reducing the risk of operating in the hot spot areas of the apron.

The whole-process luggage tracking system of Meilan Airport was officially launched on 25 June 2022 for trial run, and achieved real-time return of luggage data to the Civil Aviation Administration of China (the "CAAC"). Up to now, the system equipment has run well, and the recognition rate of basic nodes has reached more than 99.4%, which meets the CAAC's requirement of more than 90% recognition rate.

### OUTLOOK

According to China's strategic arrangement of building itself into a strong modern socialist country, by 2035, China will achieve high-level scientific and technological self-reliance and become a world-leading country in terms of innovation. The national governance system and capacity will be modernized. China will be a leader in education, technology, human resources, culture, sports, and health and China's cultural soft power will be significantly enhanced. Eco-friendly production and lifestyles will permeate all areas of society. Carbon emissions will steadily decline after reaching its peak, and there will be a fundamental improvement in the eco-environment after the goal of building a Beautiful China is met. The national security system and capacity will be comprehensively strengthened.

母公司認購事項及新H股發行各自的完成取決於若干先決條件，詳情請見本公司日期為二零二零年八月二十日、日期為二零二一年九月二十一日及日期為二零二二年九月三十日之通函。截至本年報刊發日期，該等先決條件概無達成或獲豁免。本公司日後將通知本公司股東及潛在投資者有關母公司認購事項及新H股發行的進展情況(如需要)。

### 智能化機場建設

二零二二年，面對極為複雜的疫情形勢，美蘭機場通過「大數據+人工智能」賦能完善了智慧防疫平台的建設，實現了疫情防控的精細化管理。二零二二年五月，智慧防疫閘機正式投入測試，旅客可在通過閘機時使用身份證實現人證比對、測溫以及健康碼等防疫數據的查驗。二零二二年六月起，從美蘭機場出港的旅客可憑身份證在航站樓入口處完成一系列防疫查驗工作，提升旅客出港查驗效率。

二期擴建項目於二零二一年十二月投入使用後，美蘭機場形成的南北飛行區構型及運行模式導致存在部分熱點區域(指航空器滑行速度較快，且部分廊橋對車輛視線形成遮擋的區域)。為避免出現熱點區域車輛與航空器運行衝突或碰撞的風險，經過九個月的測試，美蘭機場機坪熱點區域紅綠燈系統於二零二二年十月通過測試並投入運作，實現了降低機坪熱點區域運行風險的目標。

美蘭機場行李全流程跟蹤系統於二零二二年六月二十五日正式上線投入試運行，實現了向中國民用航空局(「民航局」)實時回傳行李數據。截至目前，系統設備運行良好，基本節點識別率達到99.4%以上，滿足民航局識別率90%以上的要求。

### 展望

根據中國全面建成社會主義現代化強國的戰略安排，到二零三五年，中國將實現高水平科技自立自強，進入創新型國家前列；基本實現國家治理體系和治理能力現代化；建成教育強國、科技強國、人才強國、文化強國、體育強國、健康中國，國家文化軟實力顯著增強；廣泛形成綠色生產生活方式，碳排放達峰後穩中有降，生態環境根本好轉，美麗中國目標基本實現；國家安全體系和能力全面加強。



## CHAIRMAN'S STATEMENT

### 主席報告

As a model of China's reform and opening-up in the new era, Hainan Province will firmly take up the mission of being at the forefront of the country in the process of Chinese modernization, adhere to the overall goal of accelerating the construction of a free trade port with Chinese characteristics with world influence, and give full play to the unique advantages of testing the highest level of open policy. We will strive to lead the way in promoting high-level institutional opening-up and building an important intersection of domestic and international dual circulation. The forthcoming five years, which span before and after the island-wide closure of customs, will be a critical period for the construction of Hainan Free Trade Port and a window period for high-quality development of Hainan Province.

On 8 January 2023, the Chinese government officially implemented the "Class B infectious disease under Category B" (the "**Class B infectious disease under Category B**") policy on COVID-19 infections. After the policy was implemented, China's civil aviation market recovered rapidly during the Spring Festival peak season. The CAAC has cancelled the "Five-One (五個一)" (that is, the measures implemented by the CAAC since March 2020 for domestic and foreign airlines to operate international passenger flights on the basis of "one company, one country, one line, one flight per week (一司一國一線一週一班)") and "One Country, One Policy (一國一策)" control measures on international passenger flights, and returned to the implementation of management under the framework of bilateral air transport agreements. Since 8 January 2023, the CAAC has accepted applications from domestic and foreign airlines for resuming flights in this flight season and for increasing flights in the new flight season. This will bring clear benefits to the regional economy and global trade.

In accordance with the requirements of the "14th Five-Year" Plan for Integrated Transportation of Hainan Province (《海南省「十四五」綜合交通運輸規劃》) (the "**14th Five-Year' Plan for Integrated Transportation**"), Meilan Airport, as the gateway hub of Hainan Province, will focus on its principal business, build its core competitiveness, and proactively promote the construction of "Four Types of Airport" (i.e. "Safe Airport", "Green Airport", "Smart Airport" and "Humanitarian Airport") and the phase III expansion project of Meilan Airport (the "**Phase III Expansion Project**"). Meilan Airport will build a comprehensive transportation core hub in Hainan Province and take the air transportation industry as support to become a regional aviation hub facing the Pacific Ocean and the Indian Ocean ("**the Pacific Ocean and the Indian Ocean**"), so as to expand and strengthen the airport economy to facilitate the development of air passenger and freight at the airport, and drive Meilan Airport to become an important power source for the economic development of Hainan Province.

海南省作為新時代中國改革開放的示範，將堅定扛起在中國式現代化進程中走在全國前列的使命擔當，堅持以加快建設具有世界影響力的中國特色自由貿易港為總抓手，充分發揮試驗最高水平開放政策的獨特優勢，着力在擴大高水平制度型開放、打造國內國際雙循環重要交匯點等方面探路先行。今後五年橫跨全島封關運作前後，是海南自貿港建設關鍵期，也是海南省高質量發展窗口期。

二零二三年一月八日，中國政府對新冠病毒感染正式實施「乙類乙管」(「**乙類乙管**」)政策。政策實施後，中國民航適逢春運旺季，市場迅速恢復。民航局取消「五個一」(即民航局自二零二零年三月起實施中外航空公司國際客運航班按照「一司一國一線一週一班」的方式運營)和「一國一策」國際客運航班調控措施，回歸在雙邊航空運輸協定框架下實施管理，自二零二三年一月八日起受理中外航空公司本航季恢復航班申請和新航季的增班申請。此舉將對區域經濟和全球貿易帶來明顯利好。

美蘭機場作為海南省門戶樞紐，將按照《海南省「十四五」綜合交通運輸規劃》(「《**十四五綜合交通運輸規劃**》」)要求，聚焦主業，打造核心競爭力，積極推進「四型機場」(即平安機場、綠色機場、智慧機場及人文機場)建設及美蘭機場三期擴建項目(「**三期擴建項目**」)建設工作，打造全省綜合交通核心樞紐，以航空運輸產業為支撐打造面向太平洋和印度洋(「**兩洋**」)的航空區域門戶樞紐，做大做強臨空經濟反哺機場航空客貨運發展，推動美蘭機場成為海南全省經濟發展重要的動力源。

# CHAIRMAN'S STATEMENT

## 主席報告

The Group will seize the development opportunities brought by the favourable policies implemented by the government, coordinate the recovery of transportation and production and improve the operational support capabilities. Holding on the bottom line of aviation safety, the Group will improve and optimize the various operation procedures and improve the professional quality of employees. In addition, the Group will continuously improve the safety service management level, tap the profit potential and make full use of the policy on the seventh freedom of the air to contribute to the construction of the Hainan Free Trade Port. It will also strengthen the construction of the workforce and increase investment in vocational education for employees. At the same time, the Group will further improve the dual-way interaction channels for internal and external information, establish a smooth communication channel with investors and win the trust and recognition of the market and investors; improve the development of the risk management system, internal control system and other management system, carry out standardized corporate governance, and solidly promote the modernization of corporate governance. The Group will also carry out capital operation projects in a timely manner to improve the quality of the Group's assets, achieve further development and reward all shareholders with better performance.

### Promote Transformation and Upgrade, Strive for Win-Win in "Output Quantity" and "Operation Quality"

The Phase II Expansion Project has been put into operation for one year. Since its operation, Meilan Airport has adjusted safeguard measures in a timely manner according to the model of "dual terminals, dual runways" to ensure the smooth operation of Meilan Airport. Due to the negative impact of the Epidemic on passenger and cargo and mail throughput, the operating potential of Meilan Airport's "dual terminals, dual runways" has not been fully released.

Certain international and regional passenger routes have been gradually resumed at Meilan Airport from November 2022. In addition, at the beginning of 2023, the implementation of the "Class B infectious disease under Category B" policy and the CAAC's adjustment to control measures targeted at international passenger flights have brought benefits to the civil aviation passenger market.

Looking forward to 2023, the Group will:

- accelerate the preparation and construction of the second-tier port of Meilan Airport, and strive to have the hardware for the closure of customs ready by the end of 2023, so as to accelerate the smooth implementation of policy on "the First-tier being Opened and the Second-tier being Controlled" (一線放開、二線管住) of the Hainan Free Trade Port;
- continue to promote the resumption of international and regional passenger routes, seize market opportunities and actively communicate with airlines to promote the implementation of the policy on the seventh freedom of the air, so as to accelerate the construction of Hainan Free Trade Port; and

本集團將把握政府實施的利好政策帶來的發展機遇，統籌運輸生產恢復，提高運行保障能力；堅守航空安全底線，完善優化各項作業流程，提高員工專業素質；持續提升安全服務管理水平，挖掘盈利潛力，充分利用第七航權政策，為海南自貿港建設做出貢獻；加強員工隊伍建設，加大對於員工職業教育的投入；同時，進一步暢通內外部信息雙向交互渠道，建立暢通的投資者溝通渠道，贏得市場及投資者的信任與認可；完善風險管理體系及內部控制體系等管理體系建設，做好公司規範治理，紮實推進公司治理能力現代化；適時開展資本運作項目，提升本集團資產質量，實現進一步發展，以更佳業績反饋全體股東。

### 推動轉型升級，爭取「生產數量」與「運營質量」的雙贏

二期擴建項目已投入運行一年，自投運以來，美蘭機場及時按照「雙航站樓、雙跑道」的模式調整保障措施，確保美蘭機場平穩運行。因受到疫情給旅客及貨郵吞吐量帶來的負面影響，美蘭機場「雙航站樓、雙跑道」運行潛能未能得到充分釋放。

美蘭機場於二零二二年十一月起陸續恢復部分國際及地區客運航線。此外，二零二三年伊始，「乙類乙管」政策的實施以及民航局針對國際客運航班調控措施的調整，為民航客運市場帶來了利好。

展望二零二三年，本集團將：

- 加快推進美蘭機場二線口岸籌備及建設，力爭於二零二三年底前具備封關硬件條件，助力海南自貿港「一線放開、二線管住」政策順利落地；
- 繼續推進國際及地區客運航線恢復工作；緊抓市場機遇，積極溝通航空公司推動第七航權政策落地，助力海南自貿港建設；及



## CHAIRMAN'S STATEMENT

### 主席報告

- continue to facilitate the flight time expansion application and the preparatory work for Phase III Expansion Project, so as to further remove the bottleneck restriction of the development of Meilan Airport and open up the scope for future development.

#### Stick to Core Capability Construction and Constantly Clutch Attention on Safety

In 2023, the Group will establish a core risk management mechanism based on the core risk list, refine the performance indicator system with the aid of the civil aviation safety capability improvement project; continue to update and optimize the safety and security system, organize and conduct specific trainings on key rules and regulations, and strengthen employees' awareness to comply with the rules and regulations, so as to ensure effective implementation of such rules and regulations; ensure the implementation of primary responsibility and continue to carry out investigation, especially to clarify the ambiguous delineation of authority, so as to further enable the system and operation to complement each other, and to achieve two-way flow and mutual promotion. The Group will comprehensively strengthen the identification and alignment of public safety and general safety standards of the nation and local governments and upper-level units, and continuously improve the long-term mechanism of public safety management at Meilan Airport, so as to maintain the public operation order of the airport and protect the safety of passengers and employees and the company's property. The Group will focus on the lockdown operation of customs at the Hainan Free Trade Port and improve risk prediction and control abilities.

#### Firmly Enhance Efficiency Promotion and Solidly Develop Brand Promotion

In 2023, the Group will continue to explore and adjust the equipment guarantee model of "dual-terminal operation", and improve the emergency support and linkage mechanism for important equipment and facilities such as power supply, water supply, environmental protection, baggage conveying system, corridor bridges, elevators and high-pole lights. Focusing on the coordination of security at the dual terminals, the Group will urge the outsourcing units to enhance their security performance capabilities and steadily improve the security management level of the entire site area, which could ensure the smooth operation of the dual buildings and the dual terminals.

In addition, Meilan Airport will continue to improve the deepening development of AOCC (Airport Operations Control Centre), promote the 24-hour normal operation of operation coordination positions, establish operation manuals for operation coordination positions, and solidify and improve various operation mechanisms and procedures. Meilan Airport will promote the joint operation with aviation control, airlines and ground support units, and supervise the implementation of flight operation security standards. Based on the mechanism establishment and implementation result evaluation method of the Operation Coordination and Management Committee (the "Operation Management Committee") of Meilan Airport, the internal and external performance management mechanism of the Operation Management Committee shall be established, which stimulates the motivation of all units through "positive incentive + reverse constraint" to strengthen their advantages and complement their weaknesses.

- 繼續推動時刻擴容申請及三期擴建項目籌備工作，進一步解除美蘭機場發展的瓶頸制約，打開未來發展空間。

#### 堅持核心能力建設，緊抓安全關注度不放鬆

二零二三年，本集團將圍繞核心風險清單，建立核心風險管理機制，借助民航安全能力提升項目，細化績效指標體系；持續對安全安保制度進行更新優化，並對重點規章制度組織開展專題培訓，強化員工守規守法意識，以確保規章有效落地實行；壓實運行管理主體責任，持續開展排查，尤其是針對職權劃分模糊的情況進行明確劃分，進一步使得體系與運行實現相輔相成、雙向流轉、相互促進；全面加強對國家和地方政府、上級單位公共安全、通用安全標準的識別和對標，持續完善美蘭機場公共安全管理長效機制，切實維護機場公共運行秩序，保障旅客及員工生命安全和公司財產安全；聚焦海南自貿港封關運作，提升風險預判管控能力。

#### 深化效率提升不動搖，紮實開展品牌提升工作

二零二三年，本集團將持續探索調整「雙樓運行」的設備保障模式，完善供電、供水、環保、行李傳送系統、廊橋、電梯及高桿燈等重要設備設施的應急保障和聯動機制；重點關注雙航站樓安保協同，督促外包單位增強安保履職能力，穩固提升全場區的安保管理水平，確保雙樓雙場運行順暢。

此外，美蘭機場將持續完善AOCC(Airport Operations Control Centre，機場運行控制指揮中心)深化建設工作，推動實現運行協調席位24小時常態化運行，建立運行協調崗位操作手冊，固化完善各項運行機制流程；推動與空管、航空公司、地面保障單位聯席運作，督促航班運行保障標準落地；以美蘭機場運行協調管理委員會(「運管委」)機制建設和實施結果評估辦法為藍本，建立運管委對內和對外的績效管理機制，以「正向激勵+反向約束」的方式激發各單位主動作為的積極性，強優勢，補短板。

# CHAIRMAN'S STATEMENT

## 主席報告

Following the stabilized operation of Phase II Expansion Project, Meilan Airport commenced the capacity assessment in July 2022 based on the actual situation of Meilan Airport in accordance with the requirements of the Notice on Further Strengthening Airport Capacity Management (Ju Fa Ming Dian [2016] No. 2657) (《關於進一步加強機場容量管理工作的通知》(局發明電[2016]2657號)) issued by the CAAC and will continue with this task in 2023, to support the construction of Hainan Free Trade Port through the expansion of flight schedule.

In 2023, the Group will continue to solidify the achievement of brand building, strengthen international cooperation, and take the idea of “providing genuine services and building a humanistic airport” and the elements of service quality management system as the guidance to carry out whole-process tracking and all-round supervision on the fulfillment of the “Ten Service Commitments (服務承諾十條)”. Firstly, the Group will further improve the planning of the top-level of service branding system and continue to promote the development and implementation of the service branding system. Secondly, the Group will benchmark advanced airports at home and abroad, fully learn from the industry-leading experience in refined service management, establishment of airport system and cross-over service brand building, and take into account the service culture concept of Meilan Airport to create a high-quality product of the service system. Through scientific organization and standardized management, it is expected that the commercial value of brand will be finally realized.

### Efforts to Build an Aviation Regional Gateway Hub Facing “the Pacific Ocean and the Indian Ocean”

In 2023, the Group will continue to give full play to the advantages of offshore duty-free shopping and southbound location, make full use of the policy on the seventh freedom of the air, reasonably arrange international air routes, and promote substantial progress in the construction of an aviation regional gateway hub facing “the Pacific Ocean and the Indian Ocean”. Anchored by this position, the Group will establish a special route to build an aviation hub facing “the Pacific Ocean and the Indian Ocean”, thoroughly study and formulate the overall implementation plan of “1+7+N”, actively contact relevant provincial and municipal units to put forward work suggestions, and at the same time, shift its strategic focus to the upstream and downstream of the industry, so as to improve its own economic benefits in the process of building an aviation regional gateway hub facing “the Pacific Ocean and the Indian Ocean”. Meanwhile, the Group will give full play to the fundamental, pioneering, strategic and service-oriented role of air transportation, improve the facilitation of passenger and cargo transit, open new, stable and encrypted international air routes, and build an extensive and accessible air transport network to enhance the appeal of offshore duty-free shopping and tourism holidays.

隨著二期擴建項目運營趨於穩定，美蘭機場已根據民航局下發的《關於進一步加強機場容量管理工作的通知》(局發明電[2016]2657號)要求，立足美蘭機場實際情況，於二零二二年七月啟動容量評估工作，二零二三年將繼續推進此項工作，通過航班時刻擴容支持海南自貿港建設。

二零二三年，本集團將繼續鞏固品牌創建成果，加強國際化合作，以「打造真情服務，構建人文機場」為導向，以服務質量管理體系要素為指導，對履行「服務承諾十條」情況實行全過程跟蹤、全方位監督。一是進一步完善服務品牌體系的頂層設計，持續深入推進服務品牌體系建設與落地；二是對標國內外先進機場，充分學習借鑒行業領先的精細化服務管理、機場體系建設、跨界服務品牌打造等方面經驗，兼顧美蘭機場服務文化理念，打造服務體系拳頭產品。通過科學組織、規範管理，最終實現品牌商業價值。

### 全力打造面向「兩洋」的航空區域門戶樞紐

二零二三年，本集團將繼續發揮離島免稅購物和南向區位優勢，用好第七航權，合理佈局國際航線，推動面向「兩洋」的航空區域門戶樞紐建設取得實質性進展。本集團錨定此定位，成立打造面向「兩洋」航空樞紐專班，深入研究並制定「1+7+N」總體實施方案，積極聯繫省市相關單位提出工作建議，同時將戰略目光移向產業上下游，在打造面向「兩洋」的航空區域門戶樞紐建設過程中提升自身經濟效益，同時充分發揮航空運輸基础性、先導性、戰略性、服務性作用，提高客貨中轉便利化水平，新開穩定加密國際航線，構建覆蓋廣泛、通達通暢的航空運輸網絡，增強離島免稅購物及旅遊度假吸引力。



## CHAIRMAN'S STATEMENT

### 主席報告

### ACKNOWLEDGEMENT

On behalf of the Board and the management of the Group, I would like to express our heartfelt gratitude to our business partners, clients and shareholders for their continuous support, as well as to our fellow staff for their dedicated efforts. We look forward to becoming a successful regional airport management player with the cooperation of all our working partners.

#### **Wang Hong**

*Chairman and President*

Hainan Province, the PRC  
28 March 2023

### 致意

本人謹代表董事會及管理層向本集團的業務夥伴、客戶及股東的支持表示感謝，向本集團員工團隊之全情投入致以衷心謝意，並祈望各方攜手為打造區域性機場管理公司而努力。

#### **王 宏**

*董事長兼總裁*

中國海南省  
二零二三年三月二十八日



# 美蘭空港上市 20週年大事記

## MAJOR EVENTS OF 20TH ANNIVERSARY OF LISTING OF MEILAN AIRPORT



On 18 November 2002, Meilan Airport was listed on the Hong Kong Stock Exchange for trading, Meilan Airport became the second mainland airport to be listed in Hong Kong, after Beijing Capital International Airport's listing.

2002年11月18日，美蘭機場在香港聯交所掛牌交易，成為繼北京首都國際機場之後，第二家在香港上市的內地機場。

On 31 July 2003, "Haikou Meilan Airport" was renamed as "Haikou Meilan International Airport" with the approval of the General Administration of Civil Aviation under the pilot policy of opening the third, fourth and fifth freedom of the air.

2003年7月31日，在第三、四、五航權開放試點政策之下，經民航總局批准，「海口美蘭機場」更名為「海口美蘭國際機場」。



On 25 March 2004, Flight 9R8324 of Thai Phuket Airways Ltd. arrived in Haikou from Bangkok. This was the first time that a foreign airline had flown to Hainan since the opening of the third, fourth and fifth freedom of the air in Hainan, signifying that the opening of Hainan's freedom of the air had entered a stage of substantive operation and a major breakthrough had been made in the expansion of international routes.

2004年3月25日泰國普吉航空有限公司9R8324航班，由曼谷飛抵海口，這是海南開放三四五航權以來，國外航空公司首次開飛海南航線，標誌着海南航權開放進入實質運作階段，國際航線拓展工作取得了重大突破。

On 13 May 2010, Meilan Airport was awarded the 2010 ACI Global Director General's Award for Outstanding Contribution at the 5th ACI (Airport Council International) Asia Pacific Annual Conference and ASQ Global Awards Ceremony.

2010年5月13日，第五屆ACI(Airport Council International·國際機場協會)亞太區年會暨ASQ全球頒獎儀式中，美蘭機場獲得2010年ACI全球總幹事傑出貢獻獎。



In March 2011, Meilan Airport obtained the SKYTRAX China Regional Best Airport Award for its efforts in passenger service, marking the first time that the quality of service at Meilan Airport has been recognised and acknowledged by the SKYTRAX accreditation body.

2011年3月，美蘭機場憑藉在旅客服務工作中所作出的努力，榮膺SKYTRAX中國區域最佳機場獎，標誌着美蘭機場服務品質首獲SKYTRAX評審機構認可和肯定。

On 6 December 2011, Meilan Airport was accredited as a SKYTRAX Four-star Airport under the theme of "Reaching Higher with Service Excellence".

2011年12月6日，以「星美蘭·譽體驗」為主題的美蘭機場獲認證為SKYTRAX四星機場。



On 21 December 2011, under the favourable conditions of the pilot policy of "offshore duty-free shopping for nationals" and Hainan Island becoming the fourth duty-free zone in the world, the first "offshore duty-free shop" in China which was set up in an airport, Meilan Airport Haikou Shop, was opened for business on its first day.

2011年12月21日，在「國人離島免稅購物」政策試點頒佈、海南島成為全球第四個離島免稅地區的政策利好條件下，全國第一家設置在機場內的「離島免稅店」-美蘭機場海口店首日營業。



On 26 December 2011, a series of celebrations were held to celebrate Meilan Airport passenger throughput exceeding 10 million. Since then, Meilan Airport has become one of the largest passenger airports in China.

2011年12月26日，美蘭機場旅客吞吐量突破1,000萬系列慶典活動順利舉行。自此，美蘭機場躋身國內大型客運機場行列。

On 14 August 2013, the International Terminal of Meilan Airport was officially opened. It further improved the hardware environment for investment in Meilan Airport and greatly enhanced the comprehensive protection capacity of Meilan Airport.

2013年8月14日，美蘭機場國際航站樓正式啓用。進一步改善美蘭機場投資硬環境並極大地提升美蘭機場的綜合保障能力。



In May 2014, the International Terminal at Meilan Airport was awarded the second SKYTRAX Five-star Terminal in China and the sixth SKYTRAX Five-star Terminal in the world for its first-class service facilities, distinctive service software and excellent passenger experience.

2014年5月，美蘭機場國際航站樓憑藉一流的服務設施、特色的服務軟件及優質的乘機體驗，獲評全國第二座、全球第六座「SKYTRAX五星級航站樓」。



On 18 November 2015, Meilan Airport Phase II Expansion Project was officially launched. It heralded a new era for Meilan Airport.

2015年11月18日，美蘭機場二期擴建工程奠基儀式正式啓動。預示着美蘭機場即將開啓新的紀元。



On 7 April 2017, Meilan Airport officially passed the SKYTRAX Five-star Airport certification, becoming the eighth airport in the world and the first airport in China (excluding Hong Kong, Macao and Taiwan) to receive this award, marking that Meilan Airport has achieved the world-leading level in terms of service innovation and service quality.

2017年4月7日，美蘭機場正式通過SKYTRAX五星機場認證，成為全球第八家、國內首家(不含港澳台地區)獲此殊榮的機場，標誌着美蘭機場在服務創新及服務品質方面達到了世界領先水平。



In November 2017, Meilan Airport forged ahead after 18 years, breaking through the 20 million passenger throughput threshold, indicating that Meilan Airport ranks among the world's largest airports.

2017年11月，美蘭機場歷經18年砥礪奮進，突破旅客吞吐量2,000萬人次大關，預示着美蘭機場躋身於世界大型機場行列。



On 2 December 2021, Meilan Airport Phase II Expansion Project was officially put into use.

2021年12月2日，美蘭機場二期擴建項目正式投入使用。



In 2022, the Company celebrated the 20th anniversary of its listing. Looking back, the Group has been deeply engaged in the aviation market, expanded its business scale step by step, continuously improved Meilan Airport's ranking among the domestic airports, and provided excellent and considerate services to passengers and partners. The Group is fully aware that standardized governance is the cornerstone of the long-term sustainable corporate development. Along the way, the Group has strictly abided by the relevant provisions of various laws and regulations, continuously optimized the level of corporate governance, improved the level of internal control management, and actively resisted and prevented various risks.

In the future, the Group will remain true to its original aspiration to grasp development opportunities and strive to develop Meilan Airport into a regional aviation gateway hub to the Pacific Ocean and the Indian Ocean, and to be socially responsible and reward the community with better performance.

2022年，本公司迎來上市二十週年，回顧過往，本集團深耕航空市場，一步一個腳印拓展業務規模，不斷提升美蘭機場在國內機場行列中的排名，為旅客及合作單位提供卓越、細緻的服務。本集團深知規範治理是公司長遠持續發展的基石，一路走來，本集團嚴守各項法律法規的相關規定，不斷優化公司治理水平，提升內控管理水平，積極抵禦防範各項風險。

未來，本集團將不忘初心，把握發展機遇，致力於將美蘭機場打造成為面向「兩洋」的航空區域門戶樞紐，承擔社會責任，以更佳的業績回饋社會各方。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### BUSINESS ENVIRONMENT

#### Civil Aviation Industry of China

2022 was an extraordinary year. In the face of the interwoven factors of safety pressure, the prevention and control of the Epidemic, operating losses, and other difficulties, China's civil aviation industry has withstood the critical tests. The whole civil aviation industry adhered to the principle of putting the people and their lives above all else, coordinated safe operation and prevention and control of the Epidemic, closely followed the working principle of "keeping the epidemic at bay, stabilizing the economy and ensuring safe development", adhered to the principle of "zero tolerance for potential safety hazards", strengthened the awareness of stance, and further improved the awareness of the importance of safety. The focus of stable operation was highlighted, and the security situation returned to stable and continuous improvement. It seized the key to eliminate hidden dangers and strengthen the system safety management in an all-round way, effectively consolidated the security foundation by implementing comprehensive strategies for responding to the changes, and focused on the main responsibilities and strict supervision, which steadily improved the effectiveness of safety supervision, and gradually reversed and stabilized the overall aviation safety trend.

In 2022, China's civil aviation industry efficiently coordinated the epidemic prevention and control with the industry's resumption and development to stabilize the fundamentals of industry development, stepped up efforts in improving weaknesses of the civil aviation infrastructure to lay a solid foundation for the long-term industry development, and completed a number of major tasks with high quality, which fully demonstrated the civil aviation industry's undertaking of political responsibility.

In 2022, China's civil aviation industry recorded total air transportation turnover of 59.93 billion ton-km, passenger transportation of 250 million person-times and cargo and mail throughput of 6.076 million tons, which represent a return to 46.3%, 38.1% and 80.7% of the level before the Epidemic, respectively. The annual fixed asset investment in the industry exceeded RMB120 billion, which has exceeded RMB100 billion for three consecutive years. There were 8 new and rebuilt airports, 254 transport airports and 399 general airports in total. During the year, there were 1,309 flights for assuring the prevention and control of the Epidemic, transporting nearly 120,000 medical personnel and 5,633 tons of the epidemic prevention materials. The airworthiness validation of large passenger aircraft C919 was completed, and the high-quality and efficiency, and the airworthiness certificate and production license have been issued.

The Company, under the guidance of the Xi Jinping Thought on Socialism with Chinese Characteristics in the New Era, will thoroughly implement the guiding principles of the 20th National Congress of the Communist Party of China. We will continue to implement General Secretary Xi Jinping's important statement on the overall national security concept and production safety and important instructions on civil aviation safety work, adhere to the principles of putting the people and their lives above all else; insist on prioritizing safety and seeking progress while maintaining stability; pursue strict discipline and solid efforts; strictly implemented responsibilities, and regulations and strengthened systematic ideas. The Company will promote regulatory innovation, foster a new development pattern on the basis of the new security pattern, lay a solid foundation for building a new chapter of the development of civil aviation in a strong transportation nation, and continuously consolidate and enhance Meilan Airport's position among large-scale airports in China.

### 經營環境

#### 中國民航業

二零二二年是極不平凡的一年，面對安全壓力、疫情防範、經營虧損等因素交織疊加，中國民航業經受了嚴峻的考驗。全民航堅持人民至上、生命至上，統籌安全運行和疫情防範，緊緊圍繞「疫情要防住、經濟要穩住、發展要安全」工作方針，堅持「安全隱患零容忍」；強化認識提站位，對安全重要性的認識進一步提高；突出重點穩態勢，安全形勢回歸平穩且持續向好；抓住關鍵除隱患，系統安全管理得到全面加強；綜合施策應變局，安全基礎保障得到有效夯實；聚焦主責嚴監管，安全監管效能得到穩步提升，逐步扭轉並穩住了航空安全整體態勢。

二零二二年，中國民航高效統籌疫情防範與行業恢復發展，穩住行業發展基本盤；加大民航基礎設施補短板力度，為行業長遠發展奠定堅實基礎；高質量完成多項重大任務，充分彰顯民航政治擔當。

二零二二年，全國民航完成運輸總週轉量599.3億噸公里、旅客運輸量2.5億人次、貨郵吞吐量607.6萬噸，分別恢復至疫情前的46.3%、38.1%、80.7%；全年完成固定資產投資超過人民幣1,200億元，連續三年超千億，新建、遷建機場8個，運輸機場總數達到254個，通用機場399個；全年保障抗疫防疫航班1,309架次，運送醫療人員近12萬人次、防疫物資5,633噸；高質高效完成C919大型客機適航審定工作，頒發型號合格證和生產許可證。

本公司將以習近平新時代中國特色社會主義思想為指導，深入貫徹黨的二十大精神，持續貫徹落實習近平總書記關於總體國家安全觀、安全生產的重要論述和對民航安全工作的重要指示批示，堅持人民至上、生命至上；堅持安全第一、穩中求進；堅持嚴字當頭、真抓實幹；嚴格落實責任，嚴格執行規章，強化系統觀念，推進監管創新，以新安全格局保障新發展格局，為譜寫交通強國建設民航新篇章夯實安全基礎，不斷鞏固、提升美蘭機場在國內大型機場中的地位。



# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### OVERVIEW OF TOURISM IN HAINAN

2022 was another year of the normalized prevention and control of the Epidemic. Affected by the Epidemic, Hainan received a total of 60.0398 million domestic and international tourists, representing a year-on-year decrease of 25.9%. The total revenue of tourism was RMB105.476 billion, representing a year-on-year decrease of 23.8%.

In 2022, Hainan Province promoted the recovery of tourism economy by implementing unconventional measures and other policies to facilitate the restoration of the tourism industry. For example, through the introduction of ten major theme marketing activities, the nationwide issuance of tourism consumption vouchers amounting to RMB53 million, and other means, the impact of the Epidemic on the tourism market was alleviated. Meanwhile, various cities and counties launched a variety of thematic tourism promotion activities incorporating their regional characteristics and enriched products in the tourism market, which made a positive contribution to the recovery of tourism consumption.

In addition, anchored around the construction of major projects such as the tourist highway relay station around the island, the tropical rainforest national park, and the transformation of the western general-speed railway for tourism, Hainan Province hosted multiple industry investment promotion campaigns in place such as Changsha and Quanzhou and a series of investment promotion and exchange activities in Macao. Hainan Province actively promoted investments in key projects, and Haikou International Duty Free Shopping Complex, the world's largest single duty-free shopping mall, has been opened for business. The festival exhibition brand activities were held smoothly. Hainan Province also successfully held the first Hainan International Offshore Duty-free Shopping Festival, the 23rd Hainan Island Carnival, the 7th Hainan World Leisure Tourism Expo, the 8th Hainan International Tourism Food Expo, the 3rd Hainan International Tourism Equipment Expo and other themed festival and exhibition activities in Haikou and the sub-venues of other cities and counties.

In the future, Hainan Province will focus on building an international tourism consumption center and accelerate the tourism development in three aspects. Firstly, Hainan Province will make every effort to help enterprises solve their difficulties, push forward the reform of the administrative examination and approval system, the reform of "streamlining administration, delegating power, improving regulation and services (放管服)" and the implementation of relevant industrial policies and measures, and make good use of the RMB1 billion credit facility under the "Guaranteed Loan for Hainan Tourism (瓊旅保貸)" to support and help tourism, culture and sports enterprises. Secondly, it will accurately carry out tourism promotion and marketing. Hainan Province will focus on the core strengths of Hainan's tourism resources and the key characteristics of its tourist source market, promote the tourism brand of "Sunshine Hainan, Vacation Paradise" and facilitate the return of high-end shopping, medical care and education consumption from abroad. Hainan Province will launch domestic tourism promotion, such as "Sunshine Hainan, Quality Tourism" promotion campaigns in six provinces, and "Sunshine Hainan, Colorful Folk Culture" Hainan Li and Miao Folk Culture Promotion Week. Hainan Province will also accurately implement overseas tourism marketing campaign of "marketing goes with the flight route (航線開到哪, 宣傳做到哪)". Thirdly, Hainan Province will conduct investment promotion and project construction. Hainan Province will carry out key investment promotion activities centered on tourism products such as province-wide tourism, eco-tourism, tourist highway relay stations, tropical rain forest national park, and transformation of the western general-speed railway for tourism. It will support Haikou to upgrade tourism, culture and sports products.

### 海南旅遊業概覽

二零二二年是疫情進入常態化防疫的又一年，受疫情影響，海南省共接待國內外遊客6,003.98萬人次，同比下降25.9%；旅遊總收入人民幣1,054.76億元，同比下降23.8%。

二零二二年，海南省通過實施促進旅遊業恢復重振超常規措施等政策推進旅遊經濟復甦，如通過推出十大主題營銷活動、面向全國發放人民幣5,300萬元旅遊消費券等方式，減緩了疫情對旅遊市場的衝擊。同時，各市縣結合地區特點推出的多樣特色主題旅遊宣傳促銷活動，豐富了旅遊市場產品，為恢復旅遊消費作出了積極貢獻。

同時，圍繞環島旅遊公路驛站、熱帶雨林國家公園、西線普速鐵路旅遊化改造等重大項目建設，在長沙、泉州等地舉辦多場產業招商推介會，赴澳門開展招商交流系列活動；重點項目投資建設積極推進，全球最大單體免稅購物場所－海口國際免稅城建成開業；節慶會展品牌活動順利舉辦，首屆海南國際離島免稅購物節、第二十三屆海南國際旅遊島歡樂節、第七屆海南世界休閒旅遊博覽會、第八屆海南國際旅遊美食博覽會、第三屆海南國際旅遊裝備博覽會等主題節慶會展活動在海口以及各市縣分會場順利舉辦。

未來，海南省將以建設國際旅遊消費中心為重點，從三方面加快推動旅遊業快速發展。首先是全力幫助企業紓困解難，推進行政審批制度改革和「放管服」改革及相關產業政策措施落地見效，用好用足「瓊旅保貸」人民幣10億元銀行貸款額度支持和幫助旅文體企業；其次是精準開展旅遊宣傳營銷，將聚焦海南旅遊資源核心優勢和主要客源市場特點，提升「陽光海南·度假天堂」的旅遊宣傳品牌，助力高端購物、醫療、教育境外消費回流。將推出「陽光海南·品質旅遊」海南旅遊六省巡迴推廣、「陽光海南·多彩民俗」海南黎苗風情推廣週等國內旅遊宣傳活動。並精準實施「航線開到哪，宣傳做到哪」的境外旅遊營銷行動；第三是開展招商引資和項目建設，將圍繞全域旅遊、生態旅遊、環島旅遊公路驛站、熱帶雨林國家公園、西線普速鐵路旅遊化改造等旅遊產品開展重點招商活動，支持海口升級旅遊文化體育消費產品。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### TOURISM HIGHLIGHTS OF HAINAN PROVINCE

In 2022, affected by the resurgence of the Epidemic, Hainan's tourism, cultural, broadcasting and sports system took the construction of an international tourism consumption center as the starting point and seized the major opportunity for Hainan to build a free trade port while coordinating the prevention and control of the Epidemic and industry development, which promoted and made positive progress in the development of tourism, culture, broadcasting and sports industry.

- On 28 October 2022, Haikou International Duty Free Shopping Complex, the world's largest single duty-free store, officially opened for business, adding a "new landmark" to Hainan's duty-free shopping landscape. Haikou International Duty Free Shopping Complex was built by China Duty-free Group Co., Ltd. (中國免稅品(集團)有限責任公司) ("CDF"), a subsidiary of China Tourism Group Corporation Limited (中國旅遊集團有限公司). It is close to Xinhai Port, an important transportation hub of Haikou City, and has gathered more than 800 international and domestic famous brands, including 25 first-in brands in Hainan duty-free shops and 78 exclusive Hainan offshore duty-free brands from CDF. Haikou International Duty Free Shopping Complex has created a brand new international first-class immersive shopping experience environment, which has injected new momentum into Hainan's efforts to improve the island-wide duty-free sales layout, continuously amplify the effect of offshore duty-free policies, and enhance the international competitiveness in duty-free shopping, which will effectively promote Hainan to build an international tourism consumption center.
- In 2022, the first batch of eight key relay stations of Hainan Island tourism highway started the preparatory work for land expropriation, planning and design, relay station investment promotion, etc. In December 2022, the construction of first four demonstration stations officially commenced. The Hainan Island tourism highway officially started construction in July 2021, and the construction is progressing well. It is planned that the Hainan Island tourism highway will be completed on 30 June 2023 and will be fully opened to traffic in December 2023. The Hainan Island tourism highway relay stations will be positioned as a comprehensive tourist service facility integrating the three functions of "tourist service base, featured tourist products and regional integration platform", creating a featured tourist destination and boosting the overall tourism development of coastal cities and counties.
- In order to promote the rapid recovery and enhancement of the offshore duty-free shopping, the first Hainan International Offshore Duty-free Shopping Festival has been held across the province for six months from 28 June 2022. The event was jointly held by the Department of Commerce of Hainan Province (海南省商務廳), the Publicity Department of Hainan Provincial Party Committee (海南省委宣傳部), the Department of Culture, Radio, Film, Television, Publication and Sports of Hainan Province (海南省旅遊和文化廣電體育廳) and other relevant departments, the governments of Haikou City, Sanya City and Qionghai City, as well as various duty-free business entities, in the form of "1+N" (i.e. one launch ceremony plus over 50 special marketing and branding activities). The event was promoted online and offline with high-frequency in an all-round way through multiple platforms and multiple channels. In addition to the wonderful and affordable activities organized by government departments and duty-free business entities, the event will also promote international high-end consumer brands to hold activities for launch of new products in Hainan, such as the first launch, the first display and the first exhibition, so as to make Hainan a destination that leads new fashion consumption.

### 海南旅遊業亮點

二零二二年，受疫情反覆影響的海南旅遊和文化廣電體育系統以國際旅遊消費中心建設為抓手，搶抓海南建設自貿港的重大機遇，統籌疫情防控和行業發展，推動旅文廣體事業產業發展取得積極進展。

- 二零二二年十月二十八日，全球最大的單體免稅店－海口國際免稅城正式開業，海南免稅購物版圖再添「新地標」。海口國際免稅城由中國旅遊集團有限公司旗下中國免稅品(集團)有限責任公司(「中免集團」)傾力打造，緊鄰海口市重要的交通樞紐新海港，聚集800多個國際國內知名品牌，其中包括25個海南免稅店首進品牌以及78個海南離島免稅中免集團獨家品牌。海口國際免稅城全新打造了國際一流的沉浸式購物體驗環境，為海南完善全島免稅銷售佈局、持續放大離島免稅政策效應、提升免稅購物國際競爭力注入了新動能，將有力助推海南打造國際旅遊消費中心。
- 二零二二年，海南環島旅遊公路首批8個重點驛站啟動土地收儲、規劃設計、驛站招商等前期工作。二零二二年十二月，4個首批示範驛站正式開工建設。海南環島旅遊公路全線於二零二一年七月正式開工，目前施工進展順利。按計劃，海南環島旅遊公路將於二零二三年六月三十日貫通，並於二零二三年十二月全線通車。環島旅遊公路驛站將以集「旅遊服務基地、特色旅遊產品、區域整合平台」功能三位一體的綜合型旅遊服務設施為定位，打造特色旅遊目的地，助力沿海市縣全域旅游發展。
- 為推動離島免稅購物快速恢復增長，首屆海南國際離島免稅購物節於二零二二年六月二十八日起在全省範圍內舉辦，為期半年。此次活動由海南省商務廳聯合海南省委宣傳部、海南省旅遊和文化廣電體育廳等有關部門，海口市、三亞市、瓊海市政府，以及各免稅經營主體，採取「1+N」(即舉辦1場啟動儀式和超過50場專場營銷活動、品牌活動)的形式舉行，通過跨平台、多渠道、高頻次、線上線下全方位開展推介，除了政府部門和免稅經營主體舉辦精彩、實惠的活動外，還將推動國際高端消費品品牌在海南舉辦首發、首秀、首展等新品發佈活動，讓海南成為引領新時尚消費的目的地。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

- On 23 December 2022, the 2022 (23rd) Hainan Island Carnival (“**Carnival**”) officially opened at the Qilou Old Street, Haikou. While insisting on the principle of “dual coordination” of Epidemic prevention and control and economic recovery, the Hainan provincial government has carefully designed the Carnival. The Carnival was presented in four sections, namely, the opening ceremony and closing ceremony, the Haikou main venue activities, the city and county sub-venue activities, and nine thematic tourist routes. As a Hainan Province’s festival brand with tourism and culture characteristics, the Carnival has long been dedicated to promoting the deep integration of culture and tourism.

During the seven-day holiday period of 2023 Spring Festival (i.e. from 21 January to 27 January 2023), Hainan Province received 6,393.6 thousand tourists, representing a year-on-year increase of 18.2%; and realized a total tourism revenue of RMB9,298 million, up 23.5% year-on-year.

In order to accelerate the recovery and revitalization of the tourism industry after the Epidemic, in 2023, Hainan Province will focus on the construction of an international tourism consumption center, and advance the rapid development of the tourism industry from the three aspects of going all out to help enterprises solve their difficulties, carrying out targeted tourism publicity and marketing, and attracting investment and conducting project construction. Meanwhile, Hainan Province will focus on the construction of a whole-region tourism demonstration province and endeavour to create a vivid whole-region tourism landscape.

The Group will surely pay close attention to the development trend of tourism in Hainan Province, actively cooperate with the local government to carry out the publicity and promotion of tourism products, grasp the development opportunities, and help Meilan Airport achieve a strong recovery in passengers and cargo and cargo throughput.

### TRAFFIC SITUATION ON HAINAN ISLAND

In 2022, under the firm leadership of Hainan Provincial Party Committee and Hainan Provincial Government, the transportation industry of Hainan Province, adhering to the target of “free and convenient transportation”, steadily promoted the implementation of various transportation tasks for the construction of Hainan Free Trade Port, and opened a good beginning for the “14th Five-Year” Plan. The investment of fixed assets in terms of roads and waterways in Hainan was approximately RMB20.2 billion, representing a year-on-year increase of 3.1%, among which, the investment in roads was approximately RMB18.71 billion and investment in waterways was approximately RMB1.48 billion.

In accordance with the “14th Five-Year” Plan for Integrated Transportation, in 2025, Hainan Province will strive to achieve a five-year accumulative investment of over RMB220 billion in transportation infrastructure construction, significantly improve the competitiveness and influence of gateway hub, realize smooth access to external comprehensive transportation channels, better improve the integrated transportation network of Hainan Island, integrate efficient transportation services and strong development momentum, and acquire remarkable results in the construction of a pioneering area in terms of transportation power, so as to effectively support and ensure the smooth realization of the phase objectives of the construction of Hainan Free Trade Port.

- 二零二二年十二月二十三日，二零二二年(第二十三屆)海南國際旅遊島歡樂節(「**歡樂節**」)在海口騎樓老街正式開幕。海南省政府在堅持疫情防範和經濟恢復「雙統籌」下，對本屆歡樂節進行了諸多精心設計，歡樂節以開幕式及閉幕式、海口主會場活動、市縣分會場活動、九大主題旅遊線路等四大版塊展現。作為海南省旅遊文化特色節慶品牌，多年來，歡樂節致力於推進文化和旅遊深度融合。

二零二三年春節七天假期期間(即二零二三年一月二十一日至一月二十七日)，海南省全省旅遊接待遊客639.36萬人次，同比增長18.2%；實現旅遊總收入人民幣92.98億元，同比增長23.5%。

為加快實現疫後旅遊業恢復振興，二零二三年海南省將以建設國際旅遊消費中心為重點，從全力幫助企業紓困解難、精準開展旅遊宣傳營銷、開展招商引資和項目建設等三方面加快推動旅遊業快速發展。同時，將以建設全域旅遊示範省為重點，着力打造全域旅遊生動局面。

本集團將密切關注省內旅遊發展態勢，積極配合當地政府開展旅遊產品的宣傳推廣工作，緊抓發展機遇，助力美蘭機場旅客及貨郵吞吐量強勁復甦。

### 島內交通形勢

二零二二年，在海南省委省政府的堅強領導下，海南省交通運輸行業以實現「運輸來往自由便利」為目標，穩步推進海南自貿港建設交通各項任務落地落實，實現了「十四五」良好開局。海南公路、水路固定資產完成投資約人民幣202億元，同比增長3.1%，其中，公路完成投資約人民幣187.1億元，水路完成投資約人民幣14.8億元。

按照《「十四五」綜合交通運輸規劃》，二零二五年，海南省將力爭實現交通基礎設施建設投資五年累計突破人民幣2,200億元，門戶樞紐競爭力影響力顯著提升、對外綜合運輸通道通達順暢，島內綜合交通網絡更加完善、綜合運輸服務一體高效、發展動能強勁有力，交通強國先行區建設取得顯著成效，有力支撐和保障海南自貿港建設階段性目標的順利實現。



## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

**In terms of railways,** under the guidance of the “14th Five-Year” Plan for Integrated Transportation, Hainan Province will build a high-speed railway network, accelerate the construction of Danzhou-Yangpu Railway (Yangpu Railway Branch Line), study and promote the planning and construction of the longitudinal channel from Haikou to Sanya, and strengthen the high-speed interconnection within Hainan Island, Hainan Province will also push the planning and construction of intercity rail transit in the “Haikou, Chengmai, Wenchang, Ding’an” (「海澄文定」) Comprehensive Economic Circle and the “Greater Sanya Zone” (「大三亚」) Tourism Economic Circle, advance the public transport transformation in Ledong-Sanya-Lingshui Section and Chengmai-Haikou-Wenchang Section of the round-island high speed railway, and improve the smooth connection of intercity express.

**In terms of highways,** on 28 December 2022, five transportation projects including the Haikou section of the G15 Shenyang-Haikou Expressway and the national highway G360 Wenchang-Lingao Expressway were announced to be opened to traffic. The Haikou section of the G15 Shenyang-Haikou Expressway is the “last kilometer” section of the G15 Shenyang-Haikou Expressway and G75 Lanzhou-Haikou Expressway in Hainan, which is the only path connecting the expressways in Hainan with the national expressway network. It is also a key construction project in the Hainan Province “14th Five-Year” Plan’s comprehensive transportation planning, and an important gateway to support Hainan’s all-round deepening reform and opening-up as well as the island-wide closed customs operation. The national highway G360 Wenchang-Lingao Expressway was a national “13th Five-Year” Plan for traffic poverty alleviation “double hundred” (「雙百」) project. It is an east-west corridor in the northern area of Hainan and plays a significant role in promoting the integration development of “Haikou-Chengmai-Wenchang-Ding’an”. With the completion and opening of the G15 Haikou section of the Shenyang-Haikou Expressway and the national highway G360 Wenchang-Lingao Expressway, Hainan’s expressway mileage has reached 1,397 kilometers. The first east-west expressway in Hainan’s expressway network of three east-west expressway and one north-south expressway has been completed, connecting Hainan’s expressway network with the national expressway network, which is an important step in speeding up the building of a transportation network catering for the development of Hainan Free Trade Port.

**In terms of airport investment and construction,** in accordance with the requirements of the “14th Five-Year” Plan for Integrated Transportation, Hainan Province will build a first-class international aviation hub, strive to promote the Meilan Airport Phase III Expansion Project during the “14th Five-Year Plan”, speed up the preparatory work for the Danzhou Airport construction, and implement the reconstruction and expansion project of Qionghai Boao Airport, so as to increase the competitiveness of the air transportation corridor during the “14th Five-Year” Plan period.

### OFFSHORE DUTY-FREE

Based on the statistics of Haikou Customs, in 2022, the offshore duty-free shopping amount of Hainan Province was approximately RMB34.899 billion, the number of buyers was approximately 4.2242 million, and the number of purchased goods was approximately 49.4409 million, which represent with a decrease of 29.5%, 37.1% and 29.8% respectively as compared with that in the previous year. In 2022, affected by the Epidemic, the annual offline sales revenue of offshore duty-free stores in Meilan Airport was approximately RMB2,180,269,000, representing a year-on-year decrease of 42.97%.

**鐵路方面，**根據《「十四五」綜合交通運輸規劃》，海南將構建島內高速鐵路網，加快推進儋州至洋浦鐵路(洋浦鐵路支線)項目建設，研究推進海口至三亞鐵路縱向通道規劃建設，強化島內快速互聯互通。推進「海澄文定」綜合經濟圈、「大三亚」旅遊經濟圈城際軌道交通規劃建設，推進環島高鐵樂東至三亞至陵水段、澄邁至海口至文昌段公文化改造，提升城際快速連通水平和聯繫強度。

**公路方面，**二零二二年十二月二十八日，包括G15瀋海高速公路海口段、國道G360文昌至臨高公路在內的五個交通項目宣佈建成通車，G15瀋海高速公路海口段是G15瀋海高速、G75蘭海高速在海南的「最後一公里」，是海南省高速公路連接全國高速公路網的唯一通道，也是海南省「十四五」綜合交通運輸規劃的重點建設項目，保障支撐海南全面深化改革開放、全島封關運作的重要門戶通道。國道G360文昌至臨高公路是國家「十三五」交通扶貧「雙百」工程，是瓊北地區一條東西大通道，對於促進「海澄文定」一體化發展將起到明顯帶動作用。隨著G15瀋海高速公路海口段、國道G360文昌至臨高公路的建成通車，海南高速公路通車里程已達1,397公里，海南「丰」字型高速公路網第一橫建成，並將海南高速公路網接入全國高速公路網中，在加快構建與海南自貿港建設相適應的交通運輸網絡中邁出了重要一步。

**機場投資建設方面，**按照《「十四五」綜合交通運輸規劃》要求，海南省將打造一流的國際航空樞紐，力爭於「十四五」期間推動美蘭機場三期擴建項目，加快儋州機場建設前期工作，實施瓊海博鳌機場改擴建工程，使空中運輸大通道在「十四五」期間更具競爭力。

### 離島免稅

二零二二年海口海關共監管海南離島免稅購物金額約人民幣348.99億元，購物人數約422.42萬人次，購物件數約4,944.09萬件，與上年相比分別下降29.5%、37.1%、29.8%。受疫情影響，二零二二年，美蘭機場離島免稅店全年線下銷售收入約人民幣218,026.90萬元，同比下降42.97%。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

During major holidays, the offshore duty-free shops in the Meilan Airport carried out thematic marketing activities, actively encouraged tourists to enter into the shops and purchase offline through measures such as distributing coupons at security checkpoints and on-site gifts to increase offline sales revenue, and expanded the campaign publicity coverage by means of, among others, trending topic in Weibo and offering discounts after the customers post photos on social media.

In 2022, Hainan Province added two more offshore duty-free shops. So far, there are five offshore duty-free business entities in Hainan, and the number of offshore duty-free shops has increased to 12. After the opening of the two new offshore duty-free shops, the operating area of offshore duty-free shops in Hainan will more than double from the current 220,000 square meters to over 500,000 square meters. The business facilities and environment will be significantly improved, which is conducive to the introduction of more high-end consumer brands. At the same time, the passenger accommodation capacity will be substantially increased, which can provide consumers with better shopping choices and experiences.

Among them, Haikou International Duty Free Shopping Complex, which was invested and constructed by CDF, officially opened for business on 28 October 2022 and is currently the largest single duty-free store in the world. Haikou International Duty Free Shopping Complex, together with more than 800 international and domestic well-known brands, has brought a feast for high-end luxury brands, and specially housed a perfumes and cosmetics world with the largest tourism retail area and the most comprehensive brand portfolio in the world. As a tourism and retail complex driven by the dual wheels of “duty-free + cultural travel”, Haikou International Duty Free Shopping Complex strives to meet consumers’ needs for one-stop shopping and entertainment and bring the consumers with brand-new immersive shopping experience, unlocking more new high-end consumption scenarios and experiences and creating a new high ground for China’s consumption market.

In addition, with the gradual recovery of cruise tourism, the domestic route of “cruise + offshore duty free” has attracted the attention of tourism and duty-free enterprises. On 30 December 2022, the first batch of domestic cruise passengers who enjoyed the Hainan offshore duty-free shopping policy ended their journey. The customs recorded a total of 56 passengers purchasing 169 duty-free goods with a value of approximately RMB104,000 during the voyage. Haikou Customs has upgraded its internal information-based system in order to meet the cruise passengers’ demand for Hainan offshore duty-free shopping, and linked with relevant duty-free goods enterprises and other entities to realize the information-based closed-loop supervision of the entire process of shopping, picking up and write-off, providing domestic cruise passengers with a better shopping and picking-up experience and stimulating a new momentum of offshore duty-free consumption.

The offshore duty-free policy is an important measure to support the construction of Hainan international tourism consumption center and is one of the important measures for the construction of Hainan Free Trade Port, which is not only conducive to stimulating the consumption potential of domestic tourists in Hainan, but also helpful to benchmarking the well-known international consumption center cities, gathering high-quality consumption resources from an international perspective and improving the convenient international consumption mechanism, with the purpose of building Hainan into a desirable tourist destination for tourists all over the world.

美蘭機場離島免稅店利用各大節假日開展主題營銷活動，通過在安檢口派發優惠券、現場買贈等舉措積極引導旅客進店線下消費，提升線下銷售收入，並通過微博熱搜、顧客打卡拍照上傳至社交媒體換取消費優惠等方式擴大活動宣傳範圍。

二零二二年，海南省再增兩家離島免稅店，截至目前，海南離島免稅經營主體共五家，離島免稅店已增至十二家。新設兩家離島免稅店開業後，全省離島免稅店經營面積將增加一倍以上，由現有的22萬平方米增加到超過50萬平方米。商業設施環境明顯提升，有利於引進更多高端消費品牌，同時大幅提高旅客承載能力，可以為消費者提供更好的購物選擇和購物體驗。

其中，由中免集團投資建設的海口國際免稅城已於二零二二年十月二十八日正式營業，為目前全球最大的單體免稅店。海口國際免稅城攜手800多個國際國內知名品牌帶來一場高奢雲集的品牌盛宴，特設了全球旅遊零售面積最大、品牌最全的香化世界。海口國際免稅城作為一個「免稅+文旅」雙輪驅動的旅遊零售綜合體，着力滿足消費者一站式購物消費娛樂需求，為廣大消費者帶來全新的沉浸式購物體驗，「解鎖」更多高端消費新場景、新體驗，打造中國消費市場的新高地。

此外，隨著郵輪旅遊逐步回暖，國內航線「郵輪+離島免稅」受到旅遊及免稅企業關注。二零二二年十二月三十日，首批享受海南離島免稅購物政策的國內航線郵輪旅客結束了他們的旅程，海關共監管該航次56名旅客購買免稅品169件，貨值約人民幣10.4萬元。海口海關為滿足郵輪旅客享受海南離島免稅購物政策訴求，升級海關內部信息化系統，並與相關免稅品經營企業等單位聯動，實現旅客購物、提貨、核銷全流程信息化閉環監管，為國內航線郵輪旅客提供更好的購物提貨體驗，激發離島免稅消費新動能。

離島免稅政策是支撐海南國際旅遊消費中心建設的重要措施，是海南自貿港建設的重要舉措之一，不僅有利於激發國內遊客赴海南消費的潛力，也有利於對標知名國際消費中心城市，立足國際視野聚集優質消費資源，完善便利化的國際消費促進機制，將海南打造成為全世界遊客向往的旅遊目的地。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

The Group will make full use of the opportunity of offshore duty-free policy, strengthen its cooperation with the offshore duty-free business entities, establish a sense of ownership, take the initiative to communicate and cooperate with offshore duty-free business entities, provide business support for them, give full play to the policy benefits, and assist the construction of the international tourism consumption center in Hainan Free Trade Port.

## BUSINESS AND REVENUE REVIEW

### Overview

In 2022, China's civil aviation industry has been put to test by the Epidemic. Against this backdrop, the Group has united to face the crisis and adhere to the guidance of Party building, with "Three Respects" (「三個敬畏」) (i.e. respect for life, respect for responsibilities and respect for rules and regulations in safe production) and "Six Up" (「六個起來」) (i.e. tight mind, meticulous heart, bright eyes, hard work, blushing face and tough manner) as the safety action guidelines. The Group has continued to strengthen the work style rectification, safety hazard control and the development of "Three Fundamental Aspects" (i.e. commitment to the grassroots, foundation and basic skills), which has ensured the smooth and safe operation of the "dual terminals, dual runways" mode and embraced the 24th safety year since the opening of Meilan Airport as expected.

In 2022, the Group's brand building achieved results as follows: due to its outstanding quality of customer service and undertaking of social responsibility, it was awarded "The Voice of the Customer" by the ACI, and was granted world-class awards such as the "Best Airport in the Asia-Pacific Region (15-25 Million Passengers Group)" and "Best Airport in the Asia-Pacific Region for Hygiene Measures" by Airport Service Quality (ASQ). In addition, the Group was awarded the "2022 Best Regional Airport in China" and "Best Airport Staff" by SKYTRAX, and the Terminal 2 of Meilan Airport was rated as a "Five-star Airport" by SKYTRAX. Throughout the year, the Group won 20 awards at provincial and ministerial-level or above, including 10 international awards and 6 national awards.

Over the past decade, China's civil aviation industry has pursued the general principle of making progress while ensuring stability. It has taken the supply-side structural reform as the main task and continuously promoted high-quality development, resulting in remarkable achievements, therefore, China's civil aviation industry has presented prominent position and role in the integrated transportation system, which is evidenced by the rapid growth in the scale of transportation, the significant enhancement in service quality and efficiency, more prominent role in strategic supporting, and the steady improvement in modern governance ability.

In 2022, the civil aviation sector has followed the requirements of "keeping the Epidemic at bay, stabilizing the economy and ensuring safe development". It has advanced various tasks to coordinate the prevention and control of the Epidemic and safe development in a holistic way, actively responded to various challenges, promoted the progress of civil aviation infrastructure construction basically on schedule, successfully fulfilled several major transport support tasks, and achieved new results in the high-quality development of civil aviation.

本集團將把握離島免稅政策的機遇，加強與離島免稅經營主體合作；樹立主人翁意識，積極與離島免稅經營主體進行溝通和協作，為其提供業務支持，充分發揮政策效益，助力海南自貿港國際旅遊消費中心建設。

## 業務及收入回顧

### 概況

二零二二年，中國民航業經受著疫情帶來的重重考驗，在此背景下，本集團上下一心，直面危機，堅持黨建引領，以「三個敬畏」(即安全生產中的敬畏生命、敬畏責任及敬畏制度)、「六個起來」(即腦要緊起來、心要細起來、眼要亮起來、腳要勤起來、臉要紅起來及手要硬起來)為安全行動指引；持續加強作風整頓、安全隱患治理和「三基」(即抓基層、打基礎及苦練基本功)建設，保障「雙航站樓，雙跑道」模式平穩安全運行，如期實現自美蘭機場通航以來持續的第二十四個安全年。

二零二二年，本集團品牌創建取得如下成果：憑藉卓越的客戶服務質量及社會擔當，被ACI授予「旅客之聲」榮譽，並榮膺ASQ(Airport Service Quality，機場服務質量)「亞太區最佳機場(1,500-2,500萬規模組)」、「亞太區最佳衛生措施機場」等世界級大獎。此外，獲得SKYTRAX機構頒發的「二零二二年中國最佳區域機場獎(Best Regional Airport in China)」、「最佳機場員工獎」，美蘭機場T2航站樓也已獲得SKYTRAX「五星機場認證」。本集團全年共獲得省部級(含)以上獎項20個，其中國際獎項10個、國家級獎項6個。

過往十年來，中國民航業堅持穩中求進的工作總基調，以供側結構性改革為主線，持續推動高質量發展，取得令人矚目的成就，使得中國民航業在綜合交通體系中的地位和作用更加明顯，運輸規模快速增長，服務質量、效率明顯提升，戰略支撐作用凸顯，行業現代治理能力穩步提升。

二零二二年，民航系統按照「疫情要防住、經濟要穩住、發展要安全」的要求，統籌疫情防控和發展各項工作，積極應對各項挑戰，民航基礎設施建設各項任務基本按期推進，圓滿完成多項重大運輸保障任務，民航高質量發展取得新成效。



## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

In 2022, Meilan Airport managed to provide strong support in a series of major events including the 2022 Beijing Winter Olympics, the National Two Sessions, the Boao Forum for Asia, the 2nd China International Consumer Products Expo (“**Consumer Expo**”) and the 20th National Congress of the CPC. It has always adopted the highest standards, the strictest requirements and the most thoughtful measures and adhered to the working guidelines of “one plan for one event, one inspection for one event and one designated team for one task” (一活動一方案·一活動一檢查·一保障一專班) for major events in terms of the top-level design, enhancement of response level, internal control, management and control at social level and other aspects.

In addition to ensure safety and operation quality, Meilan Airport further advanced the improvement of service quality, focused on the implementation of the campaign themed the “year for implementing the service plan” for 2022 set by the CAAC, formulated and unveiled special tasks plan, which demonstrated the charm of service culture and promoted the enhancement of quality and brand. Guided by the Guidelines for the Construction of Quality Management System for Passenger Service in Public Air Transport (《公共航空運輸旅客服務質量管理體系建設指南》), it reviewed and improved the core of the service management system of Meilan Airport, and completed the formulation of the service quality risk management system and working procedures, so as to promote the targeted improvement of service quality in multiple dimensions.

### Overview of Aviation Business

In 2022, the Epidemic continued to have a negative impact on the civil aviation industry in China. Under the circumstances of repeated multiple outbreaks of the Epidemic in China, Meilan Airport actively coordinated with airlines such as Hainan Airlines, Southern Airlines and Capital Airlines to operate wide-body passenger aircraft on popular routes and constantly increased airlines’ capacity in Haikou, in order to reduce the impact on production and operation.

In August 2022, Zhongzhou Airlines was awarded the Operation Certification of Public Air Carriers with Meilan Airport as the main operation base, and completed the overall relocation of its headquarters to settle in Hainan Free Trade Port, becoming the first carrier with a full cargo main base in Hainan Province. In November 2022, Meilan Airport and Juneyao Airlines signed a strategic cooperation agreement in Shanghai; in December, Juneyao Airlines launched its first overnight flight at Meilan Airport, opening a new chapter of in-depth cooperation between both parties.

In 2022, when the international passenger transport market has not fully recovered, Meilan Airport took international freight as a breakthrough and operated 5 international freight routes, including the bi-directional flight routes between Haikou and Hahn, Haikou and Sydney, Haikou and Paris, Jakarta and Singapore and Haikou, Haikou and Moscow, network of which covered Germany, Indonesia, Australia and other countries and 6 overseas freight destinations, with 1 all-cargo route and 4 passenger-to-freighter conversion routes.

二零二二年，美蘭機場圓滿完成了二零二二年北京冬奧會、全國兩會、博鰲亞洲論壇、第二屆中國國際消費品博覽會(「消博會」)、黨的二十大等系列重大活動保障，始終堅持最高標準、最嚴要求、最周密的措施，從頂層設計、響應等級提升、內部管控、社會面管控等方面，落實重大活動保障「一活動一方案，一活動一檢查，一保障一專班」的工作理念。

在確保安全及運行質量的基礎上，美蘭機場深入開展服務質量提升工作，以落實民航局二零二二年「服務規劃實施年」主題活動為抓手，制定下發專項工作方案，彰顯服務文化魅力，推進質量和品牌雙升級；以《公共航空運輸旅客服務質量管理體系建設指南》為指導依據，重新梳理、完善美蘭機場服務管理體系內核，完成了服務質量風險管理制度和工作程序的制定，多維度促進服務質量精準提升。

### 航空業務綜述

二零二二年，疫情對於中國民航業的負面影響依然存在。在國內疫情反覆多點爆發的情況下，為降低疫情對生產經營的影響，美蘭機場積極協調海南航空、南方航空及首都航空等航空公司投入寬體客機執飛熱門航線，不斷加大航司在海口的運力投放。

二零二二年八月，中州航空獲頒以美蘭機場為主運營基地的《航空承運人運行合格證》，並完成總部整體遷移，順利落戶海南自貿港，成為海南省首家全貨運主基地航空公司；二零二二年十一月，美蘭機場與吉祥航空在上海簽署戰略合作協議，十二月，吉祥航空在美蘭機場投放首架過夜運力，雙方開啓深入合作新篇章。

二零二二年，在國際客運市場未能全面恢復的情況下，美蘭機場以國際貨運為突破口，運營海口=哈恩、海口=悉尼、海口=巴黎、雅加達=新加坡=海口、海口=莫斯科5條國際貨運航線，其中全貨機航線1條，客改貨航線4條，航線網絡覆蓋德國、印度尼西亞及澳大利亞等國家，境外貨運航點達6個。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

As of 31 December 2022, Meilan Airport operated a total of 227 originating routes, including 221 domestic routes, 1 regional route and 5 international freight routes; Meilan Airport extended its reach to 122 cities, including 115 domestic cities, 1 regional city and 6 international freight cities. As compared with 2021, 46 domestic routes, 1 regional route, 10 domestic destinations and 1 regional destination were newly opened. A total of 38 airlines operated at Meilan Airport, including 35 domestic passenger airlines, 3 international freight airlines and 2 regional passenger airlines.

截至二零二二年十二月三十一日，美蘭機場共運營始發航線227條，其中國內航線221條，地區航線1條，國際貨運航線5條；通航城市122個，其中國內城市115個，地區城市1個，國際貨運城市6個。較二零二一年新開國內航線46條、地區航線1條，新開通國內航點10個、地區航點1個。共有38家航空公司在美蘭機場運營，其中執飛國內客運的航空公司35家，執飛國際貨運的航空公司3家，執飛地區客運的航空公司2家。

Details of the aviation traffic throughput of Meilan Airport in 2022 and comparative figures of last year are set out below:

二零二二年美蘭機場航空交通流量詳情及與上一年的對比載列如下：

		2022 二零二二年	2021 二零二一年	Change 變動
<b>Passenger throughput (headcount in ten thousand)</b>	<b>旅客吞吐量(單位：萬人次)</b>	<b>1,116.22</b>	1,751.97	-36.29%
In which: Domestic	其中：國內	<b>1,116.00</b>	1,751.97	-36.30%
International and regional	國際及地區	<b>0.22</b>	0.00	Not applicable 不適用
<b>Aircraft takeoff and landing (times)</b>	<b>飛機起降架次(單位：架次)</b>	<b>105,675</b>	138,930	-23.94%
In which: Domestic	其中：國內	<b>105,181</b>	138,353	-23.98%
International and regional	國際及地區	<b>494</b>	577	-14.38%
<b>Cargo and mail throughput (tons)</b>	<b>貨郵吞吐量(單位：噸)</b>	<b>124,372.70</b>	148,378.70	-16.18%
In which: Domestic	其中：國內	<b>118,758.10</b>	141,041.00	-15.80%
International and regional	國際及地區	<b>5,614.60</b>	7,337.70	-23.48%

The Group's total revenue from aviation business in 2022 was RMB361,136,944, representing a decrease of 30.36% as compared with 2021. The decrease in revenue from aviation business was mainly due to the decline in flight take-offs and landings, passenger throughput as well as cargo and mail throughput due to the impact of the Epidemic for the Year. A breakdown of the Group's revenue from aviation business is as follows:

本集團二零二二年航空業務總收入為人民幣361,136,944元，較二零二一年同期下降30.36%。航空業務收入下降主要是本年度受疫情影響，航班起降架次、旅客吞吐量和貨郵吞吐量下降所致。有關本集團航空業務收入詳情載列如下：

		Amount in 2022 (RMB) 二零二二年 金額 (人民幣元)	Changes over 2021 較二零二一年 變動
Passenger service charges	旅客服務費	158,814,739	-37.09%
Ground handling service income	地面服務費	122,099,994	-25.78%
Fees and related charges on aircraft take-offs and landing	飛機起降及相關收費	80,222,211	-21.05%
<b>Total revenue from aviation business</b>	<b>航空業務總收入</b>	<b>361,136,944</b>	<b>-30.36%</b>

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Overview of Non-aviation Business

In 2022, the non-aviation business of the Group experienced a declining momentum and attained revenue of RMB780,324,680, representing a year-on-year decrease of 28.22%. It accounted for 68.36% of the Group's total revenue.

In 2022, due to the impact of the Epidemic, the offline sales of the offshore duty-free stores at Meilan Airport declined significantly, leading to a decrease in franchise income of the Group. Meanwhile, due to the impact of prevention and control of the Epidemic, the passenger throughput and the cargo and mail throughput decreased, resulting in a relatively significant decline in hotel income, VIP service income, and freight and packaging income. The year-on-year decline in revenue from non-aeronautical business was relatively large.

In 2022, the Group recorded franchise income of RMB453,939,102, representing a year-on-year decrease of 32.04%; the hotel income amounted to RMB71,931,611, representing a year-on-year decrease of 21.07%; rental income reached RMB70,150,817, representing a year-on-year increase of 8.54%; freight and packaging income reached RMB65,325,788, representing a year-on-year decrease of 25.49%; VIP room income reached RMB32,400,608, representing a year-on-year decrease of 58.50%.

### 非航空業務綜述

二零二二年，本集團非航空業務出現下滑態勢。全年實現非航空業務收入人民幣780,324,680元，同比下降28.22%，在本集團總收入的佔比達68.36%。

二零二二年，因遭受疫情衝擊，導致美蘭機場離島免稅店線下銷售額大幅下降，使得本集團特許經營權收入減少。同時，受疫情管控影響，旅客吞吐量及貨郵吞吐量下降，導致酒店收入、貴賓服務收入、貨物及包裝收入等出現較大幅度下降，非航空業務收入同比下降幅度較大。

二零二二年，本集團特許經營權收入累計達人民幣453,939,102元，同比下降32.04%；酒店收入達人民幣71,931,611元，同比下降21.07%；租金收入達人民幣70,150,817元，同比增長8.54%；貨運及包裝收入達人民幣65,325,788元，同比下降25.49%；貴賓室收入達人民幣32,400,608元，同比下降58.50%。

		Amount in 2022 (RMB) 二零二二年 金額 (人民幣元)	Changes over 2021 較二零二一年 變動
Franchise income	特許經營權收入	453,939,102	-32.04%
Hotel income	酒店收入	71,931,611	-21.07%
Rental income	租金收入	70,150,817	8.54%
Freight and packaging income	貨運及包裝收入	65,325,788	-25.49%
VIP room income	貴賓室收入	32,400,608	-58.50%
Other income	其他收入	86,576,754	-11.33%
<b>Total revenue from non-aviation business</b>	<b>非航空業務總收入</b>	<b>780,324,680</b>	<b>-28.22%</b>

### Franchise Income

In 2022, the franchise income of the Group aggregated to RMB453,939,102, representing a year-on-year decrease of 32.04%, which was mainly attributable to the reduced passenger throughput due to the impact of the Epidemic that caused the significant decrease in the offline sales of the offshore duty-free stores at Meilan Airport, resulting in a decrease in franchise income of the Company.

### 特許經營權收入

二零二二年，本集團特許經營權收入累計為人民幣453,939,102元，同比下降32.04%，主要是受疫情影響，旅客吞吐量減少導致美蘭機場離島免稅店線下銷售額大幅下降，使得本公司特許經營權收入減少。



# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Hotel Income

In 2022, the hotel income of the Group amounted to RMB71,931,611, representing a year-on-year decrease of 21.07%, which was mainly due to the decrease in the occupancy rate of Meilan Airport Hotel as a result of the decrease in the passenger throughput of Meilan Airport impacted by the Epidemic.

### Rental Income

In 2022, the rental income of the Group amounted to RMB70,150,817, representing a year-on-year increase of 8.54%, which was mainly attributable to the Phase II Expansion Project put into operation, and the slight increase in rental income due to some new lease contracts.

### Freight and Packaging Income

In 2022, the freight and packaging income of the Group amounted to RMB65,325,788, representing a year-on-year decrease of 25.49%, which was mainly attributable to the decrease in the cargo and mail throughput at Meilan Airport and the reduction in charge rate of Meilan Airport due to the impact of the Epidemic, resulting in the decrease in freight and packaging income.

### VIP Room Income

In 2022, the VIP room income of the Group amounted to RMB32,400,608, representing a year-on-year decrease of 58.50%, which was mainly attributable to the decline in passenger throughput at Meilan Airport and the decrease in business volume of the VIP room due to the impact of the Epidemic.

### Constantly Insist on Production Safety

The Group constantly regards operation safety as the “lifeline” for its existence and development. In 2022, the overall operation safety of the civil aviation industry faced increasing pressure from the Epidemic. In this context, based on the core concept of “zero tolerance for hidden dangers”, the Group actively upgraded its own safety management by strengthening the following aspects of its work:

According to the experience in establishing SMS (Safety Management System) and the objectives for the current stage, the Group restated the Safety Management System Manual for Haikou Meilan International Airport (《海口美蘭國際機場安全管理體系手冊》), and, based on the suggestions of external review, revised several system documents relating to the core system elements such as assessment, review, investigation and hidden dangers. The Group drew lessons from the civil aviation SMS management concepts and methods, promoted the standardization and normalization of public safety management, extended the system to public safety, and was devoted to establishing and improving the long-lasting airport public safety management mechanism and broadening the breadth of system development.

### 酒店收入

二零二二年，本集團酒店收入為人民幣71,931,611元，同比下降21.07%，主要是受疫情影響，美蘭機場旅客吞吐量減少，美蘭機場酒店入住率下降。

### 租金收入

二零二二年，本集團租金收入為人民幣70,150,817元，同比增長8.54%，主要是二期擴建項目投入運營，新增部分租賃合同，租金收入小幅增長。

### 貨運及包裝收入

二零二二年，本集團貨運及包裝收入為人民幣65,325,788元，同比下降25.49%，主要是受疫情影響，美蘭機場貨郵吞吐量減少以及收費標準下調導致貨運及包裝收入減少。

### 貴賓室收入

二零二二年，本集團貴賓室收入為人民幣32,400,608元，同比下降58.50%，主要是受疫情影響，美蘭機場旅客吞吐量下降，美蘭機場貴賓室業務量減少所致。

### 緊抓安全生產不放鬆

本集團始終將安全生產作為生存發展的「生命線」。二零二二年，疫情給民航業整體安全運營帶來的壓力倍增，在此背景下，本集團堅持以「安全隱患零容忍」為核心理念，通過加強如下方面工作，積極提升自身安全管理水平：

根據SMS(Safety Management System，安全管理體系)建設經驗及本階段目標，重構《海口美蘭國際機場安全管理體系手冊》，並結合體系外審建議，完成了涉及考核、審核、調查、隱患等體系核心要素多個制度文件修訂工作；借鑒民航安全管理體系(SMS)的管理理念和方法，推進實現公共安全管理的標準化、常態化，將體系向公共安全延伸，致力於建立健全機場公共安全管理長效機制，拓寬體系建設的廣度。

## MANAGEMENT DISCUSSION AND ANALYSIS

### 管理層討論及分析

In 2022, Meilan Airport took the development of work style as an important starting point, managed the “Five Attributes” (namely, political attributes, economic attributes, social attributes, business attributes and cultural attributes) of safety, reorganized and reviewed the Three-year Master Plan for Establishing Safety Practitioners’ Work Style in Haikou Meilan International Airport (《海口美蘭國際機場安全從業人員作風建設三年總體規劃》). The Group studied and established a normalized and systematic rules and mechanism of “Three Respects”, integrated the work requirements for the development of the “Three Fundamental Aspects” and “Safety Whistleblower” action, and combined the concept of self-management and full participation with the traditional primary safety team building to fully promote the construction of a long-term mechanism for the safety staff work style.

In respect of the epidemic prevention and control, in 2022, all senior management and employees of Meilan Airport made concerted efforts to overcome difficulties, adhered to the basic policy of “prevention of imported infections and domestic repeated outbreak of the Epidemic, managing the customs, equal efforts on prevention of infections caused by contact with people and goods, and prevention from inbound and outbound flights” (「外防輸入、內防反彈、管住關口、人物同防、進出並防」), and completed the implementation of the system of the “three-level epidemic prevention and control command system at Meilan Airport region and the mechanism of the epidemic prevention and control committee at Meilan Airport region”. The Company completed the task of resuming the first international (regional) scheduled passenger route that had been suspended for almost three years due to the Epidemic, accomplished a series of major supporting tasks, such as the Two Sessions, Boao Forum for Asia, chartered flights for stranded passengers, flights for medical teams, and flights for students returning to Hainan universities, and kept the five major achievements of “zero employee being infected, zero Covid case being spread, zero prevention and control mistakes, zero safety accidents, and stable operation and production” before the adjustment of the epidemic prevention and control policy. The Company won high recognition and praise for many times from the State Council Joint Prevention and Control Mechanism Working Group, governments at provincial, municipal and district level, civil aviation industry authorities and other higher-level authorities, and firmly established the epidemic prevention and control barrier at the port of Meilan Airport, and made positive contributions to the Hainan Free Trade Port in “managing the customs and freeing the interior areas”.

二零二二年，美蘭機場將作風建設作為重要抓手，把握安全「五種屬性」(即政治屬性、經濟屬性、社會屬性、業務屬性及文化屬性)，重新組織梳理《海口美蘭國際機場安全從業人員作風建設三年總體規劃》，研究建立「三個敬畏」常態化、系統化制度和機制，融合「三基」建設、「安全吹哨人」行動等工作要求，將自管理、全員參與的理念與傳統的基層安全班組建設相結合，全力推動安全從業人員工作作風長效機制建設。

疫情防控方面，二零二二年，美蘭機場全體幹部員工上下一心、攻堅克難，堅持以「外防輸入、內防反彈、管住關口、人物同防、進出並防」為基本方針，完成「美蘭機場區域三級疫情防控指揮建制、美蘭機場區域疫情防控委員會機制」的體系建設，完成恢復首條因疫情停航達近三年的國際(地區)定期客運航線保障任務，完成兩會、博鰲亞洲論壇會議、滯留旅客包機航班、醫療團隊航班、入返瓊高校學生航班等系列重大保障任務，守住了疫情防控政策調整前「員工零感染、疫情零外溢、防控零失誤、安全零事故、生產穩運行」的五大方面成果，多次獲得國務院聯防聯控機制工作組、省市區政府、民航行業主管部門等上級領導單位的高度肯定與讚許，紮實築牢了美蘭機場空港口岸疫情防控屏障，為海南自貿港「管住關口、放活內部」保駕護航，作出積極貢獻。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

In addition, according to the requirements of the Notice on Issuing the Overall Plan regarding the “Class B Infectious Disease under Category B” Management for COVID-19 (Lian Fang Lian Kong Ji Zhi Zong Fa [2022] No.144) (《關於印發對新型冠狀病毒感染實施「乙類乙管」總體方案的通知》(聯防聯控機制綜發〔2022〕144號)) and the Notice on Work Plan for the Resumption of International Passenger Flights (《關於恢復國際客運航班工作方案的通知》), and in light of actual situation at Meilan Airport, the Company timely adjusted management measures at Meilan Airport, and focused on five aspects: strengthening its work in organization and leadership, refining flight supporting measures, insisting on routine prevention and control measures, enhancing staff health management, and optimizing the epidemic prevention and control mechanism. The Company has always adhered to the concerted direction with governments at all levels, continuously optimized and strengthened its management, service and guarantee, and took proper measures in Meilan Airport flight operation guarantee, prevention and control management for its employees, passenger service guarantee, terminal cleaning and disinfection, and emergency response capacity building to ensure a smooth and orderly transition of prevention and control measures.

### Raising the Quality of Service from the Inside Out

In 2022, Meilan Airport summarized and refined the service concept and unveiled the service commitment of “Warm Meilan • A Perfect Ten” (「星馨美蘭•十全十美」):

Easy arrival and departure, convenience in Meilan; warm smiles to enquiries, dignity in Meilan;

Enjoyable check-in, joy in Meilan; attentive security checks, comfortableness in Meilan;

Worry-free luggage consignment, reassuring in Meilan; featured business service, happiness in Meilan;

Heartfelt accompany, warmth in Meilan; safe travel, love in Meilan;

Civilized freight service, courtesy in Meilan; immediate response, sincerity in Meilan.

Meilan Airport and the resident units will serve passengers with reference to the above service commitments.

In line with the work arrangements of the “Year for System Optimization” and “Year for Capacity Ramp-up”, the Company aimed at “forging a team, building a system and setting a benchmark” to optimize quality control system. The Company comprehensively strengthened business management and control for external suppliers, promoted external suppliers to fully perform their duties, implemented airport safety and service standards, and achieved the goal of quality and efficiency improvement and win-win situation. With the goal of “improving operation quality and ensuring compliant operation”, Meilan Airport organized and carried out specific work to optimize business management and control system for external suppliers from five aspects: top-level design, service-oriented supervision, review of agreements, manpower allocation and training and cultivation.

此外，根據《關於印發對新型冠狀病毒感染實施「乙類乙管」總體方案的通知》(聯防聯控機制綜發〔2022〕144號)、《關於恢復國際客運航班工作方案的通知》等文件要求，結合美蘭機場實際情況，及時調整美蘭機場管理措施，重點圍繞堅持做好組織領導、優化航班配套措施、堅持常態防控措施、強化員工健康管理、優化疫情防控制度五方面明確相關防控工作要求，始終堅持與各級政府思想上同心、行動上同向，持續優化強化管理、服務和保障，穩妥有序做好美蘭機場航班運行保障、從業人員防控管理、旅客服務保障、航站樓清潔消毒、應急處置能力建設等工作，確保防控措施優化轉段平穩有序。

### 內外兼修，促進服務品質再提升

二零二二年，美蘭機場對服務理念進行總結提煉，發佈了「星馨美蘭•十全十美」服務承諾：

輕鬆抵離，暢享美蘭；陽光問詢，優享美蘭；

亮麗值機，悅享美蘭；親情安檢，馨享美蘭；

行李無憂，安享美蘭；特色商業，樂在美蘭；

傾心相伴，暖在美蘭；安心出行，愛在美蘭；

文明貨運，禮在美蘭；即刻響應，誠在美蘭。

美蘭機場及駐場單位將參照此服務承諾為旅客提供服務。

本公司結合「體系優化年」及「能力提升建設年」工作安排，以「鍛造一支隊伍、構建一套體系、形成一個標桿」為目標，開展品控體系優化工作。全面強化外部供應商的業務管控，促進外部供應商盡職履責，落實機場安全、服務標準，實現提質增效、雙贏的目的，以「提高運行品質、確保合規運行」為目標導向，美蘭機場從頂層設計、服務型監管、協議梳理、人力配置、培訓培養五個方面組織開展外部供應商業務管控體系優化專項工作。



# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### FINANCIAL REVIEW

#### Asset Analysis

As at 31 December 2022, the total assets of the Group amounted to RMB10,639,551,304, representing a year-on-year decrease of 4.45%, among which, current assets amounted to RMB480,005,585, representing approximately 4.51% of the total assets; and non-current assets amounted to RMB10,159,545,719, representing approximately 95.49% of the total assets.

#### Capital Structure

The major objective of the Group's capital management is to ensure the ability of ongoing operations and to maintain a healthy capital ratio in order to support its business operation and ensure the best interests of shareholders. The Group continued to emphasize the appropriate mix of equity and debt to ensure an efficient capital structure to reduce capital cost.

As at 31 December 2022, the interest-bearing debts of the Group mainly include bank loans (the "Total Borrowings"), amounting to approximately RMB2,044,000,000, and cash and cash equivalents were approximately RMB119,427,073.

The gearing ratio (net debt/total equity) of the Group was 30.40% as at 31 December 2022 (31 December 2021: 28.64%).

The Group maintained a balanced portfolio of loans at fixed interest rates and variable rates to manage interest expenses. As at 31 December 2022, the Group's syndicated loan (the "Syndicated Loan") contract was denominated in Renminbi with a fixed rate, the amount of which was RMB1,944,000,000.

The Group aimed to keep the balance between the continuity and flexibility of funds by capitalizing on its total borrowings. As at 31 December 2022, all of the Group's total borrowings will become due within one year or on demand. As at 31 December 2022, the Group's total borrowings and major cash and cash equivalents were denominated in Renminbi.

#### Costs Analysis

The cost of sales, selling and distribution expenses and general and administrative expenses of the Group aggregated to RMB1,207,643,474 in 2022, representing an increase of RMB216,324,746 or 21.82% as compared to that of 2021. Information on items with large changes in cost and expense for the Year is as follows:

- (1) the employee salary, and labour outsourcing and labour dispatch cost of the Group for the Year increased by RMB45,097,210 as compared with that of the corresponding period of 2021, mainly due to the increase in labor costs as a result of the increase in the number of employees since the commencement of operation of the Phase II Expansion Project;

#### 財務回顧

##### 資產分析

於二零二二年十二月三十一日，本集團的資產總額為人民幣10,639,551,304元，較上年同期減少4.45%。其中流動資產為人民幣480,005,585元，佔總資產約4.51%；非流動資產為人民幣10,159,545,719元，佔總資產約95.49%。

##### 資本架構

本集團資本管理的主要目標為確保本集團持續經營能力及保持良好的資本率，以支持其業務經營及使股東利益最大化。本集團持續重視股本和負債組合，確保最佳的資本架構以減低資本成本。

於二零二二年十二月三十一日，本集團的有息負債主要是銀行貸款（「總借款」）共約人民幣2,044,000,000元，持有現金及現金等價物約人民幣119,427,073元。

於二零二二年十二月三十一日，本集團資本負債率（債務淨額／總權益）為30.40%（二零二一年十二月三十一日：28.64%）。

本集團通過維持適當的固定利率債務與可變利率債務組合以管理利息成本。於二零二二年十二月三十一日，本集團銀團貸款（「銀團貸款」）為人民幣計價的固定利率合同，金額為人民幣1,944,000,000元。

本集團的目標是運用總借款在資金的持續性與靈活性之間保持平衡。於二零二二年十二月三十一日，本集團總借款都將在一年內到期或被要求償還。於二零二二年十二月三十一日，本集團的總借款和主要的現金及現金等價物以人民幣計算。

##### 成本費用分析

二零二二年本集團營業成本、銷售費用及管理費用合計為人民幣1,207,643,474元，較二零二一年增加人民幣216,324,746元，同比增長21.82%。本年度成本費用增減變動較大的項目情況如下：

- (1) 本年度本集團員工工資、勞務外包及勞務派遣費用較二零二一年同期增加了人民幣45,097,210元，主要是二期擴建項目投入使用，人員增多導致人工成本上升；

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

- (2) the Group's depreciation of fixed assets and investment properties and amortization of intangible assets for the Year increased by RMB176,267,172 as compared with the corresponding period in 2021, mainly due to the increase in depreciation and amortization of the relevant assets as the Phase II Expansion Project has been put into operation;
- (3) the airport and field comprehensive services fee of the Group for the Year increased by RMB38,101,384 as compared with that of the corresponding period of 2021, mainly due to the fact that the Phase II Expansion Project has been put into operation; and
- (4) the maintenance costs of the Group for the Year decreased by RMB28,710,856 as compared with that of the corresponding period of 2021, mainly due to the increase in maintenance and renovation expenses in 2021 as a result of the aging of facilities and equipment in Terminal 1 of Meilan Airport, and the reduction in such part of expenses for the Year.
- (2) 本年度本集團固定資產、投資性房地產折舊、無形資產攤銷費用較二零二一年同期增加人民幣176,267,172元，主要是二期擴建項目投入使用，相關資產折舊攤銷增加所致；
- (3) 本年度本集團機場及外勤綜合服務費用較二零二一年同期增加人民幣38,101,384元，主要是二期擴建項目投入使用所致；及
- (4) 本年度本集團維修費用較二零二一年同期減少人民幣28,710,856元，主要原因為二零二一年T1航站樓設備設施老化，維修和更新改造支出增加，而本年度減少此部分支出。

In 2022, the financial expenses of the Group amounted to RMB88,154,187, representing a year-on-year increase of RMB66,778,547, which is mainly attributable to the cessation of interest capitalization of relevant borrowings and the addition of borrowings of the Group due to the fact that the Group's Phase II Expansion Project has been put into operation during the Year.

二零二二年，本集團財務費用為人民幣88,154,187元，較去年同期增加人民幣66,778,547元，主要原因為本年度二期擴建項目投入使用，相關借款停止利息資本化及本集團新增借款所致。

### Expected Credit Losses

The Group recorded expected credit losses of RMB12,073,086 in 2022, which is mainly attributable to provision for the accounts receivable according to the expected credit loss rate.

### 信用減值損失

二零二二年度本集團的信用減值損失人民幣12,073,086元，主要是應收賬款按照預期信用損失率計提的撥備。

### Investment Loss

The Group recognised an investment loss of RMB12,343,546 for the year ended 31 December 2022, which mainly represents the net impact of: 1) HNA Group Co., Ltd. ("HNA Group") Substantial Consolidated Restructuring has been completed in April 2022, the Group recognised a gain from receipt of cash and trust unit as settlement of receivables/payables with the companies in the HNA Group Substantial Consolidated Restructuring; 2) HNA Airport Holding (Group) Co., Ltd ("HNA Airport Holdings", the Group's associate) disposed of its associate, Hainan Island Airport Development and Construction Co., Ltd.\* (海南海島臨空開發建設有限公司) ("Island Airport"), the related accumulated other comprehensive income and capital surplus, in different nature, were transferred out to retained earning and profit or loss accounts respectively.

### 投資虧損

二零二二年度本集團的投資虧損為人民幣12,343,546元，主要包括：1)海航集團有限公司(「海航集團」)實質合併重整程序於二零二二年四月執行完畢，本集團終止確認對海航集團實質合併重整範圍內公司之債權債務，同步確認現金和海航集團破產重整專項服務信託份額的賬面淨值與償債資產的公允價值的差額；2)本集團之聯營公司海航機場控股(集團)有限公司(「海航機場控股」)處置了其聯營公司海南海島臨空開發建設有限公司(「海島臨空」)，將原確認與海島臨空相關的其他綜合收益及資本公積按照其性質分別結轉至留存收益和當期損益。

### Cash Flow

In 2022, the Group's net cash inflow from operating activities was RMB174,041,584, representing a year-on-year decrease of 78.99%, which was mainly attributable to the decrease in Meilan Airport's aviation business volume due to the impact of the Epidemic, leading to the significant decrease in income and the decrease in cash inflow. Meanwhile, the Phase II Expansion Project has been put into operation, and the out-of-pocket costs have increased accordingly.

### 現金流量

二零二二年，本集團經營活動的現金淨流入為人民幣174,041,584元，同比下降78.99%，主要原因是受疫情影響，美蘭機場航空業務量下降，導致收入大幅下降，現金流入減少，同時二期擴建項目投入使用，付現成本也相應增加。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

In 2022, the Group's net cash outflow for investing activities was RMB106,215,926, which was mainly for the payment of construction costs for the Phase II Expansion Project.

In 2022, the Group's net cash outflow for financing activities was RMB125,860,945, which was mainly attributable to the repayment of loan interest in the Year.

### Pledge of Assets

As mentioned in the Company's announcement dated 1 February 2018, the Company and the Parent Company, as co-borrowers, pledged the lands and buildings owned by the Company and the Parent Company as security to secure a syndicated loan of RMB7.8 billion from China Development Bank Corporation Limited ("CDB"), Hainan Branch of Industrial and Commercial Bank of China Limited ("ICBC Hainan Branch") and Hainan Branch of Agricultural Bank of China Limited ("ABC Hainan Branch"), as co-lenders, for a period of 20 years. The loan proceeds shall be solely used for the construction of the airport project ("Airport Project") of the Phase II Expansion Project.

### Accounts Receivable

As at 31 December 2022, the accounts receivable and other receivables of the Group amounted to RMB312,430,810, representing a decrease of 14.26% as compared with the end of the previous year.

Details of the accounts receivable and other receivables of the Group are set out in Note 4(3) and Note 4(5) to the financial statements. The impairment policy and accounting estimates for accounts receivable are set out in Note 2(9) and Note 2(28) to the financial statements.

### Gearing Ratio

As at 31 December 2022, the current assets of the Group were RMB480,005,585, total assets were RMB10,639,551,304, current liabilities were RMB6,000,013,258, and total liabilities were RMB6,233,031,323.

As at 31 December 2022, the gearing ratio (total liabilities/total assets) of the Group was 58.58%, representing a decrease of 0.41% as compared with that as at 31 December 2021.

### Foreign Exchange Risks

The businesses of the Group are principally conducted in Renminbi, except certain aviation revenue, purchase of equipment and consulting service fee which are denominated in US dollars or Hong Kong dollars. The Group has not entered into any forward contracts to hedge its exposure to foreign exchange risks.

二零二二年，本集團的投資活動現金淨流出為人民幣106,215,926元，主要是支付二期擴建項目工程款。

二零二二年，本集團的籌資活動現金淨流出為人民幣125,860,945元，主要是因為本年度償還貸款利息所致。

### 資產抵押

如本公司日期為二零一八年二月一日之公告所述，本公司與母公司作為共同借款人，以本公司及母公司擁有的土地及樓宇作為抵押擔保，從國家開發銀行股份有限公司（「國家開發銀行」）、中國工商銀行股份有限公司海南省分行（「工商銀行海南省分行」）及中國農業銀行股份有限公司海南省分行（「農業銀行海南省分行」）（作為共同貸款人）借入銀團貸款人民幣78億元，為期20年，貸款僅可用於建設二期擴建項目的機場項目（「機場項目」）。

### 應收款項

於二零二二年十二月三十一日，本集團應收賬款及其他應收款為人民幣312,430,810元，較上年末減少14.26%。

本集團應收賬款及其他應收款的詳情載於財務報表附註四(3)和附註四(5)，有關應收款項減值政策和會計估計載於財務報表附註二(9)和附註二(28)。

### 資產負債率

於二零二二年十二月三十一日，本集團的流動資產為人民幣480,005,585元，資產總額為人民幣10,639,551,304元，流動負債為人民幣6,000,013,258元，負債總額為人民幣6,233,031,323元。

於二零二二年十二月三十一日，本集團資產負債率（負債總額／資產總額）為58.58%，較二零二一年十二月三十一日下降0.41%。

### 外匯風險

除若干航空收入、購買設備支出及諮詢服務費用以美元或港元計值外，本集團的業務主要以人民幣列賬。本集團並未訂立任何遠期合約以對沖外匯兌換風險。



# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### Financial Instruments

As at 31 December 2022, the financial instruments of the Group mainly comprised cash at bank and on hand, stock and trusts, Syndicated Loan and short-term borrowings. The major sources of these financial instruments are the fund-raising for operation of the Group and the repayment of liabilities. Besides, the Group had other financial instruments in relation to daily operations, such as receivables (excluding prepayments) and payables (excluding statutory liabilities).

### Contingent Liability

Save for the arrangement of the Syndicated Loan and the arbitration mentioned in the section headed “Material Litigation or Arbitration” in this annual report, as at 31 December 2022, the Group had no other significant contingent liability.

### Significant Investments Held and Their Performances

HNA Airport Holdings and its subsidiaries (“**HNA Airport Holdings Group**”) are principally engaged in the operation and management of Sanya Phoenix International Airport, and through the associates engaged in real estate development business and other investment activities.

HNA Airport Holdings Group is a subsidiary of Hainan Airport Infrastructure Co., Ltd. (海南機場設施股份有限公司) (“**Hainan Airport**”, formerly known as “HNA Infrastructure Investment Group Company Limited (海航基礎設施投資集團股份有限公司)”). HNA Airport Holdings has been included in the Hainan Airport restructuring in February 2021 and recorded a deficit in equity attributable to shareholders of approximately RMB2.20 billion as at 31 December 2021.

During the year ended 31 December 2022, HNA Airport Holdings Group recorded a net profit attributable to shareholders of approximately RMB260 million which is the combined impact of the loss from main operation due to the adverse impact of the Epidemic and offset by the gain from disposal of its associate, Island Airport. As of 31 December 2022, HNA Airport Holdings Group still recorded a deficit in equity attributable to shareholders of approximately RMB1.86 billion. Accordingly, the Group’s long-term equity investment in HNA Airport Holdings Group remained nil.

Details of the significant investments held are set out in Note 4(7) and Note 6(2) to the financial statements.

## MATERIAL ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES, ASSOCIATED COMPANIES AND JOINT VENTURES

During the year ended 31 December 2022 (the “**Reporting Period**”), the Company did not carry out any other material acquisitions or disposals of subsidiaries, associated companies or joint ventures.

### 金融工具

於二零二二年十二月三十一日，本集團的金融工具主要由現金和銀行存款、股票和信託、銀團貸款和短期借款等組成。這些金融工具主要來源於本集團的運作資金籌集及債權清償所得。另外，本集團還有來自日常經營的其他金融工具，諸如剔除預付款的應收款項及剔除法定負債的應付款項。

### 或然負債

除銀團貸款的安排及本年報「重大訴訟或仲裁」章節提及的仲裁事項外，於二零二二年十二月三十一日，本集團概無其他重大的或然負債。

### 所持的重大投資及其表現

海航機場控股及其子公司（「**海航機場控股集團**」）主要從事三亞鳳凰國際機場運營管理，並透過其投資的聯營公司參與地產開發業務以及其他投資經營活動。

海航機場控股集團為海南機場設施股份有限公司（「**海南機場**」，前稱為「海航基礎設施投資集團股份有限公司」）的子公司。海航機場控股於二零二一年二月納入海南機場重整，並於二零二一年十二月三十一日錄得歸屬股東權益赤字約人民幣22.0億元。

於二零二二年度，受疫情的影響，海航機場控股集團錄得主營業務虧損，以及處置其聯營公司海島臨空錄得收益，海航機場控股集團錄得歸屬股東淨利潤約人民幣2.6億元。於二零二二年十二月三十一日，海航機場控股集團歸屬股東權益仍為赤字約人民幣18.6億元，本集團對海航機場控股集團的長期股權投資仍為零。

所持的重大投資之詳情載於財務報表附註四(7)和附註六(2)。

## 有關附屬公司、聯營公司及合營企業的重大收購及出售

截至二零二二年十二月三十一日止年度（「**報告期**」），本公司概無其它有關附屬公司、聯營公司或合營企業的重大收購或出售。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### FUTURE PLANS FOR MATERIAL INVESTMENT AND EXPECTED SOURCE OF FUND

On 11 May 2020, the Company and the Parent Company entered into the supplemental investment and construction agreement (the “**Supplemental Investment and Construction Agreement**”), pursuant to which the Company agreed to provide funds amounting to approximately RMB7.646 billion to construct part of the Phase II Expansion Project (the “**Company Construction Project**”). The Company considers to provide the remaining funds required for the Company Construction Project by the followings (subject to future adjustment):

#### (1) Syndicated Loan

As disclosed in the circular of the Company dated 6 March 2018, pursuant to the RMB Fund Syndicated Loan Agreement for Phase II Expansion Project (the “**Loan Agreement**”) dated 1 February 2018, CDB, ICBC Hainan Branch and ABC Hainan Branch agreed to grant the Syndicated Loan to the Company and the Parent Company on a joint and several basis in the principal amount of RMB7.8 billion for a period of 20 years, which shall be solely used for the construction of the Airport Project, and pursuant to the Loan Allocation Agreement for RMB Fund Syndicated Loan Agreement for Phase II Expansion Project (the “**Loan Allocation Agreement**”) entered into between the Company and the Parent Company on 1 February 2018, the Company was allocated RMB3.9 billion (representing 50% of the Syndicated Loan). As of 31 December 2022, the Company has drawn down RMB1.944 billion and the remaining of RMB1.956 billion will be utilized in the construction of the Company Construction Project;

#### (2) Local Government Special Bonds

The local government special bonds are expected to be issued by relevant governmental authorities in Hainan Province to support the construction of the Airport Project. It is expected that certain proportion of the proceeds from the local government special bonds will be allocated to the Company, which will be utilized in the construction of the Company Construction Project; and

#### (3) Working Capital

The Company will use part of its working capital generated from its operation activities to support the construction of the Company Construction Project.

Save as disclosed above, during the year ended 31 December 2022 and as at the date of this annual report, there was no other future plan approved by the Group for any material investments or capital assets.

### PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

During the year ended 31 December 2022, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities.

### 未來重大投資及預期資金來源

本公司於二零二零年五月十一日與母公司訂立《投資建設補充協議》(「《投資建設補充協議》」)，據此，本公司同意提供約人民幣76.46億元以建設二期擴建項目中的部分項目(「本公司建設項目」)。本公司考慮透過下文所述撥付本公司建設項目的剩餘所需資金(日後可予以調整)：

#### (1) 銀團貸款

誠如本公司日期為二零一八年三月六日之通函所披露，根據日期為二零一八年二月一日之二期擴建項目人民幣資金銀團貸款協議(「貸款協議」)，國家開發銀行、工商銀行海南省分行及農業銀行海南省分行同意按共同及個別基準向本公司及母公司授出銀團貸款，本金額為人民幣78億元，為期20年，僅可用於興建機場項目。根據本公司與母公司於二零一八年二月一日訂立之二期擴建項目人民幣資金銀團貸款協議之貸款分配協議(「貸款分配協議」)，本公司獲分配人民幣39億元(佔銀團貸款的50%)，截至二零二二年十二月三十一日，本公司已提取人民幣19.44億元，餘下人民幣19.56億元將用於興建本公司建設項目；

#### (2) 地方政府專項債券

預期海南省相關政府部門將就支持興建機場項目發行地方政府專項債券。預期若干比例之地方政府專項債券所得款項將分配予本公司，該款項將用於興建本公司建設項目；及

#### (3) 營運資金

本公司將動用部分自身經營活動所得的營運資金，以支持本公司建設項目的建設。

除上文所披露者外，於截至二零二二年十二月三十一日止年度及截至本年報刊發日期，本集團概無批准其他未來作重大投資或購入資本資產的計劃。

### 購買、出售或贖回本公司的上市證券

本公司或其任何附屬公司於截至二零二二年十二月三十一日止年度內概無購買、出售或贖回任何本公司的上市證券。

# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### CHANGE OF DIRECTORS

As at the date of this annual report, the board of directors of the Company (the “**Board**”) comprises ten directors (the “**Directors**”). During the year ended 31 December 2022 and as at the date of this annual report, changes in the directorship of the Company are as follows:

Since 3 March 2022, Mr. Wang Hexin ceased to be an executive Director.

Mr. Li Zhiguo has been appointed as a non-executive Director with effect from 3 March 2022 for a term of three years. His appointment was approved at the extraordinary general meeting held on 3 March 2022.

Mr. Qiu Guoliang has taken over the role of non-executive Director of Mr. Tu Haidong with effect from 3 March 2022 for a term of three years. His appointment was approved at the extraordinary general meeting held on 3 March 2022. Mr. Qiu Guoliang resigned from his position as a non-executive Director on 13 April 2023.

Mr. Wu Jian has taken over the role of non-executive Director of Mr. Yuan Yubao with effect from 3 March 2022 for a term of three years. His appointment was approved at the extraordinary general meeting held on 3 March 2022.

Mr. Ren Kai has taken over the role of executive Director of Mr. Yu Yan with effect from 8 November 2022 for a term of three years. His appointment was approved at the extraordinary general meeting held on 8 November 2022.

### CHANGE OF SUPERVISORS

As at the date of this annual report, the supervisory committee of the Company (the “**Supervisory Committee**”) comprises three supervisors (the “**Supervisors**”). During the year ended 31 December 2022 and as at the date of this annual report, changes in the supervisorship of the Company are as follows:

Mr. Zheng Yabo has taken over the role of staff representative Supervisor of Ms. Liu Guiling with effect from 29 July 2022 for a term of three years. His appointment became effective from 29 July 2022.

### CHANGE OF SENIOR MANAGEMENT

During the year ended 31 December 2022 and as at the date of this annual report, the changes in the senior management of the Company are as follow:

Mr. Ren Kai has taken over the role of chief financial officer of Mr. Yu Yan with effect from 9 September 2022 for a term of three years. His appointment was approved at the Board meeting held on 9 September 2022.

Mr. Chen Yingjie has been appointed as a joint company secretary of the Company with effect from 9 November 2022 and would serve as the joint company secretary of the Company together with Mr. Xing Zhoujin, an incumbent company secretary of the Company.

### 董事變動

截至本年報刊發日期，本公司董事會（「**董事會**」）由十位董事（「**董事**」）組成。截至二零二二年十二月三十一日止年度內及截至本年報刊發日期，本公司董事職位變動如下：

自二零二二年三月三日起，王賀新先生不再擔任執行董事職務。

李志國先生自二零二二年三月三日起擔任非執行董事職務，任期三年，其委任由二零二二年三月三日舉行的股東特別大會批准。

邱國良先生自二零二二年三月三日起接替涂海東先生擔任非執行董事職務，任期三年，其委任由二零二二年三月三日舉行的股東特別大會批准。邱國良先生於二零二三年四月十三日辭任非執行董事職務。

吳健先生自二零二二年三月三日起接替苑玉寶先生擔任非執行董事職務，任期三年，其委任由二零二二年三月三日舉行的股東特別大會批准。

任凱先生自二零二二年十一月八日起接替遇言先生擔任執行董事職務，任期三年，其委任由二零二二年十一月八日舉行的股東特別大會批准。

### 監事變動

截至本年報刊發日期，本公司監事會（「**監事會**」）由三位監事（「**監事**」）組成。截至二零二二年十二月三十一日止年度內及截至本年報刊發日期，本公司監事職位變動如下：

鄭亞波先生自二零二二年七月二十九日起接替劉桂玲女士擔任職工代表監事，任期三年，其委任自二零二二年七月二十九日起生效。

### 高管變動

截至二零二二年十二月三十一日止年度內及截至本年報刊發日期，本公司高管職位變動如下：

任凱先生自二零二二年九月九日起接替遇言先生擔任財務總監職務，任期三年，其聘任由二零二二年九月九日舉行的董事會批准。

陳英杰先生自二零二二年十一月九日起獲委任為本公司聯席公司秘書，其將與本公司現任的公司秘書邢周金先生共同擔任本公司聯席公司秘書職務。



# MANAGEMENT DISCUSSION AND ANALYSIS

## 管理層討論及分析

### CHANGE IN INFORMATION OF DIRECTORS, SUPERVISORS AND CHIEF EXECUTIVES

Mr. Fung Ching, Simon, an independent non-executive Director, has been the chairman of the audit committee (the “**Audit Committee**”) since 5 May 2022. Mr. Ye Zheng, an independent non-executive Director, has been a member of the Audit Committee since 5 May 2022. Mr. Deng Tianlin, an independent non-executive Director, ceased to be a member and the chairman of the Audit Committee with effect from 5 May 2022.

Mr. Chen Yingjie, a joint company secretary, has been the general manager of the department of investment and operation (Office of the Board) of the Company, and ceased to be the deputy general manager of the General Office of the Company since February 2023.

Save as disclosed above, during the year ended 31 December 2022 and as at the date of this annual report, there were no other changes in the Directors, Supervisors and chief executive of the Company, and the Company is not aware of any other changes in the information of the Company’s Directors, Supervisors or chief executive which are required to be disclosed in accordance with Rule 13.51B(1) of the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange (the “**Listing Rules**”).

### EMPLOYEES, REMUNERATION POLICY AND TRAINING

As at 31 December 2022, the Group had a total of 1,296 employees, representing a year-on-year increase of 143 employees, which was mainly due to Phase II Expansion Project being put into use and Meilan Airport adjusting to the dual-terminal operation mode, resulting in the Group’s increased labor demand. Employees are remunerated by the Group based on their performance, experience and prevailing industry practices. The Group will review the remuneration policy and related packages on a regular basis. Bonuses and commissions may be awarded to employees according to the assessment of their performance. The Group upgraded the talent of employees and provided adequate training based on the requirements of the positions of employees. A total of 172 courses were completed, and 9,354 staffs participated in such courses for the Year.

#### Retirement Pension

The Company and its subsidiaries shall participate in the retirement scheme operated by the relevant local governmental institutions. The PRC government shall be responsible for the pension of the retired employees. The Group has to make contribution at a certain percentage of the employees’ salary for those employees who hold permanent residency in the PRC (according to the retirement pension policies in Hainan Province, the Group’s contribution ratio was 16% from January to December 2022). Once contributions are made by the Group to the retirement scheme, the relevant employer’s contribution is fully owned by the employees. For the year ended 31 December 2022, the pension contribution of the Group was approximately RMB36,507,944 (2021: approximately RMB27,068,457). The pension contribution for the Year has increased significantly as compared with the previous year, mainly due to the increase in the number of employees in the Company as compared to the previous year.

### 董事、監事及最高行政人員資料的變動

獨立非執行董事馮征先生自二零二二年五月五日起擔任審核委員會(「**審核委員會**」)主席；獨立非執行董事葉政先生自二零二二年五月五日起擔任審核委員會委員；獨立非執行董事鄧天林先生自二零二二年五月五日起不再擔任審核委員會委員及主席。

聯席公司秘書陳英杰先生自二零二三年二月起，擔任本公司投資運營部(董事會辦公室)總經理，不再擔任本公司綜合辦公室副總經理。

除上文所披露者外，截至二零二二年十二月三十一日止年度內及截至本年報刊發日期，本公司董事、監事及最高行政人員並無其他變化，本公司亦未知悉任何有關本公司董事、監事或最高行政人員資料的其他變動須根據香港聯交所證券上市規則(「**上市規則**」)第13.51B(1)條的規定作出披露。

### 僱員、薪酬政策及培訓

於二零二二年十二月三十一日，本集團僱用人數為1,296人，同比增加143人，主要因為二期擴建項目投入使用，美蘭機場調整為雙航站樓運行模式導致本集團用工需求增大。本集團根據僱員的表現、資歷及當時的行業慣例給予僱員報酬。本集團會定期檢討薪酬政策及組合。根據對僱員工作表現的評估，確定僱員是否會獲得花紅及獎金。本集團根據僱員所在的職位需求，提高僱員素質並提供充足的技能培訓，本年度共完成培訓172項，參訓人數達9,354人次。

#### 養老保險金

本公司及其子公司須參與由當地政府機構管理的養老保險計劃。中國政府須承擔該等退休僱員的退休金責任。本集團須為擁有中國永久居民資格的僱員提供其薪金一定比例的供款(根據海南省養老保險金政策，二零二二年一月至十二月本集團供款比例為16%)。本集團一經向養老保險金計劃供款，有關僱主供款即全數歸僱員所有。本集團於截至二零二二年十二月三十一日止年度的退休金供款約為人民幣36,507,944元(二零二一年：約人民幣27,068,457元)。本年度退休金供款較上一年度大幅增加，主要因為本公司僱員人數較上一年度增加。

# Navigable Cities

## 通航城市



In 2022, Meilan Airport operated 227 originating routes, including 221 domestic routes, 1 regional passenger route and 5 international freight routes, which represents a year-on-year increase of 47 routes as compared to 2021, including 46 domestic routes and 1 regional route.

Meilan Airport extended its reach to a total of 122 cities, including 115 domestic destinations, 1 regional destination and 6 international freight destinations, representing a year-on-year increase of 11 destinations as compared to 2021, including 10 domestic destinations and 1 regional destination.

2022年美蘭機場始發航線227條，其中國內航線221條、地區客運航線1條、國際貨運航線5條；同比2021年新增航線47條，其中國內航線同比新增46條，地區航線同比新增1條。

通航城市共122個，其中國內航點115個、地區航點1個、國際貨運航點6個。同比2021年新增航點11個，其中同比新增國內航點10個，同比新增地區航點1個。

Note: Temporary and alternate routes and destinations are not included in the above data.  
備註：以上數據未包含臨時及備降航線、航點。





# 115 個國內通航城市 domestic navigable cities

Guangzhou, Shenzhen, Changsha, Wuhan, Chongqing, Hangzhou, Zhengzhou, Harbin, Beijing, Nanjing, Nanning, Xi'an, Shanghai, Jinan, Shenyang, Nanchang, Xiamen, Guiyang, Kunming, Zhuhai, Changchun, Tianjin, Chengdu, Shijiazhuang, Qingdao, Urumqi, Hohhot, Dalian, Hefei, Lanzhou, Taiyuan, Shantou, Ningbo, Fuzhou, Guilin, Zhanjiang, Yinchuan, Wenzhou, Xuzhou, Ganzhou, Yichun, Xinyang, Luzhou, Changzhou, Yichang, Quanzhou, Mianyang, Liuzhou, Quzhou, Linyi, Fuyang, Xichang, Sansha, Hengyang, Wanzhou, Zunyi, Nanyang, Yibin, Luoyang, Mei County, Linfen, Bazhong, Anqing, Nantong, Wuxi, Xining, Lianyungang, Jingdezhen, Heze, Tangshan, Handan, Sanming, Jingzhou, Xiangyang, Xingyi, Yuncheng, Jining, Jinggangshan, Jiujiang, Yongzhou, Taizhou, Huaihua, Yangzhou, Datong, Yantai, Yueyang, Changde, Hylule, Huizhou, Dazhou, Baotou, Shiyan, Huai'an, Rizhao, Yulin, Huangshan, Wuhu, Weifang, Yancheng, Chenzhou, Lhasa, Enshi, Bijie, Longnan, Moutai, Hanzhong, Xinzhou, Zhangjiajie, Chifeng, Ankang, Hechi, Yiwu, Yulin, Shaoguan, Qianjiang

廣州、深圳、長沙、武漢、重慶、杭州、鄭州、哈爾濱、北京、南京、南寧、西安、上海、濟南、瀋陽、南昌、廈門、貴陽、昆明、珠海、長春、天津、成都、石家莊、青島、烏魯木齊、呼和浩特、大連、合肥、蘭州、太原、汕頭、寧波、福州、桂林、湛江、銀川、溫州、徐州、贛州、宜春、信陽、瀘州、常州、宜昌、泉州、綿陽、柳州、衢州、臨沂、阜陽、西昌、三沙、衡陽、萬州、遵義、南陽、宜賓、洛陽、梅縣、臨汾、巴中、安慶、南通、無錫、西寧、連雲港、景德鎮、菏澤、唐山、邯鄲、三明、荊州、襄陽、興義、運城、濟寧、井岡山、九江、永州、台州、懷化、揚州、大同、煙台、岳陽、常德、海拉爾、惠州、達州、包頭、十堰、淮安、日照、玉林、黃山、蕪湖、濰坊、鹽城、郴州、拉薩、恩施、畢節、隴南、茅台、漢中、忻州、張家界、赤峰、安康、河池、義烏、榆林、韶關、黔江

# 6 個國際貨運通航城市 international freight navigable cities

Hahn, Sydney, Paris, Jakarta, Singapore, Moscow

哈恩、悉尼、巴黎、雅加達、新加坡、莫斯科

# 1 個地區客運通航城市 regional passenger navigable city

Hong Kong

香港





# CORPORATE GOVERNANCE REPORT

## 企業管治報告

### COMPLIANCE WITH THE CORPORATE GOVERNANCE CODE

The Company has been in compliance with all the rules prescribed by the China Securities Regulatory Commission and the Hong Kong Stock Exchange, as well as requirements of other regulatory bodies. The Company has applied the principles as set out in the Corporate Governance Code (the “CG Code”) contained in Appendix 14 to the Listing Rules and established a series of corporate governance systems in accordance with relevant requirements to continuously improve the corporate governance structure.

According to code provision C.2.1 of the CG Code, the roles of the chairman and chief executive officer of listed issuers should be separate and should not be performed by the same individual. The arrangement of Mr. Wang Hong concurrently serving as both the chairman of the Company (“Chairman”) and president of the Company (“President”) deviated from code provision C.2.1 of the CG Code.

Notwithstanding the deviation from code provision C.2.1 of the CG Code, given that the Company has set out clearly in writing the respective responsibilities for the Chairman and the President (i.e. the responsibilities of the general manager as stipulated in the Articles of Association), and Mr. Wang Hong, being the President, is familiar with and has superior knowledge of and experience in the Company’s business, the Board considers that Mr. Wang Hong concurrently serving as both the Chairman and the President can ensure consistent leadership within the Company and enable more effective formulation of the overall business development strategies 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 effectively. The Board shall nevertheless review the structure from time to time and will consider taking appropriate actions under appropriate circumstances.

Save for the deviation disclosed above, during the year ended 31 December 2022, the Company had complied with the other code provisions of the CG Code, and met with all reasonable governance and disclosure requirements. The Company will continue to improve its corporate governance and enhance transparency to its shareholders.

### 遵守企業管治守則

本公司一向致力於遵守中國證券監督管理委員會和香港聯交所的所有規定，以及其他管理機構規定。本公司已應用上市規則附錄14之企業管治守則（「企業管治守則」）載列的原則，並根據相關要求建立了一系列企業管治制度，不斷完善企業管治架構。

根據企業管治守則的守則條文第C.2.1條，上市發行人董事長及行政總裁的職責應有所區分，且不應由一人同時兼任。王宏先生同時擔任本公司董事長（「董事長」）及本公司總裁（「總裁」）的安排偏離企業管治守則的守則條文第C.2.1條。

儘管偏離企業管治守則的守則條文第C.2.1條，惟鑒於本公司已書面明確載列董事長及總裁各自的職責（即《公司章程》所規定的總經理的職責），且王宏先生作為總裁熟知本公司業務並對本公司業務擁有卓越的知識及經驗，故董事會認為，由王宏先生同時擔任董事長及總裁兩個職位，可確保對本公司領導的一致性，並較為有效率地制定本公司的整體經營發展策略。董事會相信，現時的安排不會損害權力及授權的平衡，且該架構能使本公司及時有效地作出及落實決定。儘管如此，董事會仍會不時檢討該架構，並考慮於合適的情況下，採取適當的行動。

除上述偏離外，截至二零二二年十二月三十一日止年度期間，本公司已遵守企業管治守則的其他守則條文，並符合合理的管治及披露規定。本公司將繼續改進公司管治並提高對本公司股東的透明度。

# CORPORATE GOVERNANCE REPORT

## 企業管治報告

### CORPORATE CULTURE

With the mission of “building a safe, intelligent, dynamic and sustainable first-class airport based at Hainan Free Trade Port to bring Hainan to the world and help the world approach Hainan”, the Group is committed to building Meilan Airport into a regional aviation gateway hub facing “the Pacific Ocean and the Indian Ocean”. In order to realize this vision, the Group implements the development concept of “safety-first, warm service, employee achievements and return to the society” and fosters the values of “loyalty and responsibility, honesty and legal compliance, unity and innovation, and integrity and efficiency”.

The Company formulates rules and regulations on talent selection and employment and internal control management based on the core corporate culture elements to guide employees to practice the corporate culture of the Company and regulate employees’ behavior. The Company disseminates its corporate culture through orientation training, conference and study for new employees, as well as formulating employees’ code of conduct, letter of commitment of good faith and job description, to ensure that all employees have a consistent understanding of the Company’s expectation on their behaviors and can perform their respective assigned duties.

The Company has included employees’ performance in implementing corporate culture as the key quality and ability evaluation indicator for talent selection, which is an important reference item for employees’ promotion and salary incentive adjustment. The Company has developed detailed and extensive corporate culture training courses for all employees, organized employees to continuously learn and understand corporate culture, and promoted the improvement of the employees’ quality and ability.

In order for stakeholders to share their ideas or raise concerns when any improper behavior or inconsistency is found, the Company has built an “internal and external” supervision and opinion collection system on the basis of platforms such as Service Express (customer service hotline), suggestion box on the Company’s website, Chairman’s mailbox, employee forum and employee service hotline, and gave timely responses to reasonable opinions.

The Company expects that by establishing a corporate culture and correct values for realizing its development strategy to guide employees to carry out their work, the Company can achieve sustainable long-term development and better performance.

### 企業文化

本集團以「立足於海南自貿港，建設安全、智慧、活力、可持續的一流空港，讓海南走向世界、讓世界走近海南」為使命，致力於將美蘭機場打造成面向「兩洋」的航空區域門戶樞紐。為實現這一企業願景，本集團踐行「安全為本、星馨服務、成就員工、回報社會」的發展理念，樹立「忠誠擔當、誠信守法、團結創新、廉潔高效」的價值觀。

本公司圍繞企業文化的核心要素制定選人用人、內控管理等規章制度，引導僱員踐行本公司企業文化並規範僱員行為。通過新僱員入職培訓、會議學習，制發僱員行為守則、誠信承諾書、崗位說明書等途徑傳播本公司企業文化，確保所有僱員對公司預期僱員應有的處事行為有一致的理解，並能夠履行各自的指定職責。

本公司把僱員貫徹落實企業文化的行為表現列入人才選拔關鍵素質能力評估指標，作為僱員職級晉升和薪酬激勵調整的重要參考項目，並為全體僱員制定詳細豐富的企業文化培訓課程，組織僱員不斷深入學習了解企業文化，促進僱員素質能力提升。

為供相關人士分享想法或在發現任何不當行為或不一致情況時提出關注，本公司以服務一號通(客服熱線)、本公司網站意見箱、董事長信箱、僱員座談會及僱員服務熱線等平台為依托，搭建「內外兼修」的監管及意見收集體系，並針對合理的意見給予及時的回應。

本公司期望通過建立有助於本公司實現發展戰略的企業文化及正確價值觀引導僱員開展工作，從而使本公司實現可持續長遠發展以及更佳的業績表現。

# CORPORATE GOVERNANCE REPORT

## 企業管治報告

### GOVERNANCE STRUCTURE

The committees under the Board are established in accordance with the relevant rules prescribed in the Listing Rules. Each of the chairmen of the committees is served by an independent non-executive Director.

### 管治架構

董事會下屬委員會均按照上市規則的規定設置，各委員會主席均由獨立非執行董事擔任。



The Company's corporate governance function is carried out by the Board pursuant to a set of written terms of reference adopted in compliance with Code Provision A.2.1 of the CG Code, which includes:

- (a) to develop and review the Company's policies and practices on corporate governance;
- (b) to review and monitor the training and continuous professional development of the Directors and senior management of the Company;
- (c) to review and monitor the Company's policies and practices on compliance with legal and regulatory requirements;
- (d) to develop, review and monitor the code of conduct and compliance manual applicable to employees of the Group and the Directors; and
- (e) to review the Company's compliance with the CG Code and disclosure in the corporate governance report.

For the year ended 31 December 2022, the Board has fulfilled the aforesaid corporate governance responsibilities. The Board has reviewed the Company's compliance with the CG Code for the year ended 31 December 2022 and this corporate governance report.

本公司的企業管治職能由董事會遵照企業管治守則的守則條文第A.2.1條採納的一套書面職權範圍執行，其中包括：

- (a) 制定及檢討本公司的企業管治政策及常規；
- (b) 檢討及監察董事及高級管理人員的培訓及持續專業發展；
- (c) 檢討及監察本公司在遵守法律及監管規定方面的政策及常規；
- (d) 制定、檢討及監察本集團僱員及董事適用的操守準則及合規手冊；及
- (e) 檢討本公司遵守企業管治守則的情況及在企業管治報告內的披露。

截至二零二二年十二月三十一日止年度，董事會已履行上述企業管治職責。董事會已檢討本公司於截至二零二二年十二月三十一日止年度遵守企業管治守則的情況及本企業管治報告。



# CORPORATE GOVERNANCE REPORT

## 企業管治報告

### DIRECTORS' AND SUPERVISORS' SECURITIES TRANSACTIONS

The Company has adopted a code of conduct regarding directors' and supervisors' securities transactions on terms no less exacting than the required standard set out in the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 to the Listing Rules. Having made specific enquiry to all the Directors and Supervisors, the Company confirmed that, all the Directors and Supervisors have complied with the required standard set out in the Model Code and the code of conduct of the Company regarding directors' and supervisors' securities transactions during the year ended 31 December 2022.

### COMPOSITION OF THE BOARD

As at the date of this annual report, the Board comprises ten Directors, including four executive Directors ("Executive Directors"), two non-executive Directors ("Non-executive Directors") and four independent non-executive Directors ("Independent Non-executive Directors").

The Company has complied with the requirements of the Listing Rules that at least three Independent Non-executive Directors are appointed, the number of Independent Non-executive Directors accounts for at least one third of the members of the Board and at least one of the Independent Non-executive Directors shall have appropriate professional qualifications or accounting or related financial management expertise.

The members of the Board are fully aware of their responsibilities and obligations and treat all shareholders of the Company equally. In order to safeguard the interests of all investors, the Company ensures that documents and information in relation to the Company's operations are provided to members of the Board in a timely manner. Independent Non-executive Directors act on their duties in accordance with the relevant laws and regulations to safeguard the interest of the Company and shareholders.

### 董事及監事證券交易

本公司已採納一套不低於上市規則附錄十所載的上市發行人董事進行證券交易的標準守則(「標準守則」)所定標準的董事及監事證券交易之行為守則。在向所有董事及監事做出特定查詢後，本公司確認，全體董事及監事在截至二零二二年十二月三十一日止年度內，已遵守標準守則及本公司行為守則所規定的有關董事及監事證券交易的標準。

### 董事會組成

截至本年報刊發日期，董事會由十位董事組成，其中四名執行董事(「執行董事」)、兩名非執行董事(「非執行董事」)及四名獨立非執行董事(「獨立非執行董事」)。

本公司已按照上市規則的要求設立至少三位獨立非執行董事及獨立非執行董事佔董事會成員人數至少三分之一，並且至少一名獨立非執行董事具備適當的專業資格或具備適當的會計或相關的財務管理專長。

董事會成員深知自己的責任和義務，對本公司股東一視同仁。為確保所有投資者的利益得到保障，本公司確保及時向董事會成員提供有關本公司業務文件及資料。獨立非執行董事按照有關法律法規的要求履行職責，維護本公司及股東的權利。

# CORPORATE GOVERNANCE REPORT

## 企業管治報告

### Chairman

Mr. Wang Hong  
(re-appointed on 6 June 2022)

### Executive Directors

Mr. Wang Hong  
(re-appointed on 25 May 2022)  
Mr. Wang Zhen  
(re-appointed on 8 October 2021)  
Mr. Ren Kai  
(duly appointed on 8 November 2022)  
Mr. Xing Zhoujin  
(re-appointed on 8 October 2021)

### Non-executive Directors

Mr. Li Zhiguo  
(duly appointed on 3 March 2022)  
Mr. Wu Jian  
(duly appointed on 3 March 2022)

### Independent Non-executive Directors

Mr. Fung Ching, Simon  
(re-appointed on 23 December 2020)  
Mr. Deng Tianlin  
(re-appointed on 23 December 2020)  
Mr. George F Meng  
(re-appointed on 23 December 2020)  
Mr. Ye Zheng  
(duly appointed on 8 October 2021)

There is no relationship among the members of the Board that is disclosable.

### 董事長

王宏先生  
(於二零二二年六月六日連續獲委任)

### 執行董事

王宏先生  
(於二零二二年五月二十五日連續獲委任)  
王貞先生  
(於二零二一年十月八日連續獲委任)  
任凱先生  
(於二零二二年十一月八日獲正式委任)  
邢周金先生  
(於二零二一年十月八日連續獲委任)

### 非執行董事

李志國先生  
(於二零二二年三月三日獲正式委任)  
吳健先生  
(於二零二二年三月三日獲正式委任)

### 獨立非執行董事

馮征先生  
(於二零二零年十二月二十三日連續獲委任)  
鄧天林先生  
(於二零二零年十二月二十三日連續獲委任)  
孟繁臣先生  
(於二零二零年十二月二十三日連續獲委任)  
葉政先生  
(於二零二一年十月八日獲正式委任)

董事會成員之間不存在任何應予以披露的關係。

# CORPORATE GOVERNANCE REPORT

## 企業管治報告

### DIRECTORS' RESPONSIBILITIES FOR FINANCIAL REPORTING

The Directors acknowledge their responsibilities for preparing the financial statements of the Company for the year ended 31 December 2022.

The Board is responsible for presenting a clear and understandable assessment of the Company's performance in annual reports, interim reports and other financial disclosures required by the Listing Rules. The senior management of the Company has provided sufficient explanation and information to the Board as necessary to enable the Board to carry out an informed assessment of the financial information and position of the Company in order to put forward such information to the Board for approval.

For the material uncertainties related to going concern, please refer to "Extract of Independent Auditor's Report" on page 190 of this annual report.

### PERFORMANCE ASSESSMENT

The Board believes that regular assessment of the Board's performance is important and beneficial for improving the operations. In 2022, the Board has conducted assessment on its performance.

### 董事財務申報的責任

董事確認彼等編製本公司截至二零二二年十二月三十一日止年度財務報表的責任。

董事會負責在年報、中期報告及按上市規則規定須予披露的其他財務資料內，對本公司表現做出清晰而可理解的評估。本公司高級管理層已在需要時向董事會提供充分的解釋及數據，以讓董事會對本公司財務資料及狀況作出知情評估，並提呈董事會批准。

關於與持續經營相關的重大不確定性，請參閱本年報第190頁的「獨立核數師報告摘要」。

### 表現評審

董事會了解定期評審本身表現以求運作上有所改善的重要性及好處。二零二二年，董事會已就其表現進行評審。



# CORPORATE GOVERNANCE REPORT

## 企業管治報告

### BOARD MEETINGS

- During the year ended 31 December 2022, the Board held 11 meetings, including the 1st to the 10th meetings of the eighth session of the Board, and one meeting held by the Chairman of the Board with the Independent Non-executive Directors only.
- The attendance records of the Directors in the Board meetings and the general meetings:

### 董事會會議

- 截至二零二二年十二月三十一日止年度期間，本公司共召開十一次董事會會議，包括第八屆第一次至第八屆第十次董事會會議，及董事會主席僅與獨立非執行董事舉行的一次會議。
- 董事出席董事會會議和股東會會議的情況：

Name of Directors	董事姓名	Independent Director or not	Number of Board meetings they should attend for the year	Attendance in person	Attendance by audio or video conferencing	Attendance by proxy	Absence	Not attending any meeting in person for two consecutive times	Attendance at the general meetings <sup>1</sup>
Wang Hong	王宏	No	11	0	11	0	0	No	100%
Wang Zhen	王貞	No	10	0	10	0	0	No	0%
Wang Hexin (former) (Note 1)	王賀新(前)(附註1)	No	1	0	1	0	0	No	0%
Li Zhiguo (Note 1)	李志國(附註1)	No	9	0	9	0	0	No	0%
Xing Zhoujin	邢周金	No	10	0	10	0	0	No	100%
Yu Yan (former) (Note 2)	遇言(前)(附註2)	No	8	0	8	0	0	No	33.3%
Ren Kai (Note 2)	任凱(附註2)	No	2	0	2	0	0	No	0%
Tu Haidong (former) (Note 3)	涂海東(前)(附註3)	No	1	0	1	0	0	No	0%
Qiu Guoliang (former) (Note 3)	邱國良(前)(附註3)	No	9	0	9	0	0	No	0%
Yuan Yubao (former) (Note 4)	苑玉寶(前)(附註4)	No	1	0	1	0	0	No	0%
Wu Jian (Note 4)	吳健(附註4)	No	9	0	9	0	0	No	0%
Fung Ching, Simon	馮征	Yes	11	0	11	0	0	No	0%
Deng Tianlin	鄧天林	Yes	11	0	11	0	0	No	0%
George F Meng	孟繁臣	Yes	11	0	11	0	0	No	0%
Ye Zheng	葉政	Yes	11	0	11	0	0	No	0%

Notes:

- Mr. Wang Hexin ceased to be an Executive Director on 3 March 2022, and Mr. Li Zhiguo has been a Non-executive Director with effect from 3 March 2022.
- Mr. Yu Yan ceased to be an Executive Director on 8 November 2022, and Mr. Ren Kai has been an Executive Director with effect from 8 November 2022.
- Mr. Tu Haidong ceased to be a Non-executive Director on 3 March 2022, and Mr. Qiu Guoliang has been a Non-executive Director with effect from 3 March 2022. Mr. Qiu Guoliang resigned from his position as a Non-executive Director on 13 April 2023.
- Mr. Yuan Yubao ceased to be a Non-executive Director on 3 March 2022, and Mr. Wu Jian has been a Non-executive Director with effect from 3 March 2022.

附註：

- 王賀新先生於二零二二年三月三日停止擔任執行董事職務，李志國先生於二零二二年三月三日起擔任非執行董事職務。
- 遇言先生於二零二二年十一月八日停止擔任執行董事職務，任凱先生於二零二二年十一月八日起擔任執行董事職務。
- 涂海東先生於二零二二年三月三日停止擔任非執行董事職務，邱國良先生於二零二二年三月三日起擔任非執行董事職務，邱國良先生已於二零二三年四月十三日辭任非執行董事職務。
- 苑玉寶先生於二零二二年三月三日停止擔任非執行董事職務，吳健先生於二零二二年三月三日起擔任非執行董事職務。

<sup>1</sup> Attendance at the general meetings= number of general meetings attended by the Director/number of general meetings actually held by the Company for the year\*100%.

<sup>1</sup> 出席股東大會的出席率=董事出席股東大會的次數/本公司全年實際召開的股東大會次數\*100%。

# CORPORATE GOVERNANCE REPORT

## 企業管治報告

### DIRECTORS' TRAINING

For the year ended 31 December 2022, the Company provided monthly update to all the members of the Board in respect of the operation situation, financial positions, major monthly events as well as the monthly disclosure of the Company.

According to the requirements of code provision C.1.4 of the CG Code in relation to the continuous professional training, the Company has encouraged the Directors to participate in the continuous professional development in order to develop and update their knowledge and skills. The Company has also actively organized relevant training in order to make sure that the Directors make contribution to the Company with comprehensive information under appropriate circumstances.

The Company set up registration forms, training records and training certificates to assist the Directors in recording the courses they have participated in. For the year ended 31 December 2022, the training records of the Directors are summarized as follows:

### 董事培訓

截至二零二二年十二月三十一日止年度，本公司向董事會全體成員提供有關本公司生產運營情況、財務狀況、月度大事記及月度信息披露情況的每月更新。

根據企業管治守則守則條文第C.1.4條有關持續專業培訓的要求，本公司積極鼓勵董事參與持續專業培訓，藉以發展並更新其知識和技能。本公司亦主動籌備組織相關培訓以確保董事在具備全面信息及切合所需的情況下對董事會做出貢獻。

本公司設定培訓簽到表、培訓記錄及培訓證書用以協助董事記錄他們所參與的培訓課程。截至二零二二年十二月三十一日止年度，董事接受的培訓記錄概述如下：

	Principal applicable Hong Kong laws and rules	Model code for securities transactions	Inside information disclosure system	Connected transaction	Taxation system	Responsibilities and obligations of the Directors, Supervisors and senior management under the PRC laws
	主要適用的香港法律與規則	證券交易的標準守則	內幕信息披露制度	關連交易	稅收制度	中國法下董監高的責任與義務
<b>Executive Directors</b>	<b>執行董事</b>					
Wang Hong	王宏	√	√	√	√	√
Wang Zhen	王貞	√	√	√	√	√
Ren Kai	任凱	√	√	√	√	√
Xing Zhoujin	邢周金	√	√	√	√	√
<b>Non-executive Directors</b>	<b>非執行董事</b>					
Qiu Guoliang (former)	邱國良(前)	√	√	√	√	√
Li Zhiguo	李志國	√	√	√	√	√
Wu Jian	吳健	√	√	√	√	√
<b>Independent Non-executive Directors</b>	<b>獨立非執行董事</b>					
Fung Ching, Simon	馮征	√	√	√	√	√
Deng Tianlin	鄧天林	√	√	√	√	√
George F Meng	孟繁臣	√	√	√	√	√
Ye Zheng	葉政	√	√	√	√	√

(Note: The above trainings were organized by the Office of the Board, together with the legal advisor of the Company and PricewaterhouseCoopers Zhong Tian LLP. As affected by the Epidemic, the trainings were held by way of online self-study on 18 November 2022, with a total of ten courses. The training courses aim at strengthening the understanding of the Directors, Supervisors and senior management of the Company in relation to laws and regulations in Hong Kong and the concept and implementation of corporate governance, so as to improve the standardized operation of the Company and enhance the level of corporate governance and internal control. Given that Mr. Wang Hexin, Mr. Yu Yan, Mr. Tu Haidong, and Mr. Yuan Yubao all ceased to be a Director prior to the date of training, they did not attend the training. Mr. Qiu Guoliang duly resigned as a Non-executive Director on 13 April 2023.)

(附註：以上培訓由董事會辦公室協同本公司法律顧問及普華永道中天會計師事務所(特殊普通合夥)組織，因受疫情影響，培訓於二零二二年十一月十八日通過在線自學方式進行，共計十課時。培訓課程的設置旨在加強本公司董事、監事及高級管理人員對香港法律法規、公司管治理念及實踐的了解，促進本公司規範運作，提升企業治理和內部控制水平。由於王賀新先生、遇言先生、涂海東先生以及苑玉寶先生均於培訓日期前停止擔任董事職務，因此未參加該等培訓。邱國良先生於二零二三年四月十三日正式離任非執行董事。)

# CORPORATE GOVERNANCE REPORT

## 企業管治報告

### DUTIES OF THE BOARD AND THE MANAGEMENT

Details of terms of reference of the Board and the management and the respective areas to exercise their authority are set out in the Articles of Association:

The Board is accountable to the general meeting and shall exercise the following duties and powers:

1. to be responsible for convening general meetings and report on its work to the meeting;
2. to implement the resolutions of the general meetings;
3. to decide on the business and investment plans;
4. to formulate the Company's proposed annual financial budget and final accounts;
5. to formulate the Company's proposals for distribution of profits and recovery of losses;
6. to formulate proposals for the increase or reduction of the Company's registered capital, the issue of corporate bonds and other securities, and listing;
7. to prepare plans for the merger, division, dissolution or change in corporate form of the Company;
8. to decide on the Company's internal management structure;
9. to appoint or dismiss the Company's general manager and the secretary to the Board based on the recommendation of the Chairman, and based on the general manager's recommendation, to appoint or dismiss deputy general manager and other senior management personnel of the Company and decide on their remuneration;
10. to formulate the Company's basic management system;
11. to formulate the proposal to amend the Articles of Association;
12. to prepare the Company's plans for major acquisition or disposal;
13. to evaluate and determine the nature and extent of the risks it is willing to take in achieving the Company's strategic objectives;
14. to ensure the establishment and maintenance of appropriate and effective risk management and internal control systems;
15. to oversee management's design, implementation and monitoring of the risk management and internal control systems;

### 董事會及管理層的職責

關於董事會與管理層的職權範圍及各自有權決定的事項，詳細列載於《公司章程》：

董事會對股東大會負責，行使下列職權：

1. 負責召集股東大會，並向股東大會報告工作；
2. 執行股東大會的決議；
3. 決定公司的經營計劃和投資方案；
4. 制定公司的年度財務預算方案、決算方案；
5. 制定公司的利潤分配方案和彌補虧損方案；
6. 制訂公司增加或者減少註冊資本的方案以及發行公司債券、其他證券及上市方案；
7. 擬訂公司合併、分立、解散或者變更公司形式的方案；
8. 決定公司內部管理機構的設置；
9. 根據董事長的提名，聘任或者解聘公司總經理和董事會秘書；根據總經理的提名，聘任或者解聘公司副總經理和其他高級管理人員，決定其報酬事項；
10. 制定公司的基本管理制度；
11. 制定《公司章程》修改方案；
12. 擬定公司的重大收購或出售方案；
13. 評估及確定風險的性質以及接受程度，以確保公司戰略目標的實現；
14. 確保建立及維持合適及有效的風險管理及內部監控系統；
15. 監督管理層對於風險管理和內部監控系統的設計、實施以及監控；



# CORPORATE GOVERNANCE REPORT

## 企業管治報告

16. to make proposals to the general meeting on the appointment, re-appointment or dismissal of accounting firms undertaking the audit of the Company; and
17. other powers conferred by the Articles of Association and the general meeting.

The Board has established the Audit Committee, nomination committee (the “**Nomination Committee**”), remuneration committee (the “**Remuneration Committee**”) and strategic committee (the “**Strategic Committee**”). Each of these committees has established its own written terms of reference and operates effectively on the set procedures.

The management of the Company can decide the following matters:

1. preside over the Company’s management work in production and operation and to organize and implement Board resolutions;
2. organize and implement the Company’s annual operational plan and investment strategy;
3. formulate the Company’s plan for installing internal management structure;
4. formulate the Company’s basic management system;
5. formulate the Company’s basic regulations;
6. offer suggestion to hire or dismiss deputy general managers and other senior management personnel of the Company (including the chief financial officer);
7. design, implement and monitor the risk management and internal control systems;
8. provide a confirmation to the Board on the effectiveness of the risk management and internal control systems;
9. hire and dismiss management staff who fall outside the scope of the Board’s hiring and dismissal powers; and
10. exercise other powers conferred by the Articles of Association and the Board.

Both the Board and the management act in strict compliance with relevant requirements of the Company Law of the PRC (the “**Company Law**”), the Articles of Association and the Listing Rules.

16. 向股東大會提請聘任或續聘或解聘承辦公司審計業務的會計師事務所；及

17. 《公司章程》規定或股東大會授予的其他職權。

董事會下設審核委員會、提名委員會(「**提名委員會**」)、薪酬委員會(「**薪酬委員會**」)和戰略委員會(「**戰略委員會**」)，其各自的職權範圍書已經分別訂立，並按照既定的程序進行有效運作。

本公司管理層決定如下事項：

1. 主持公司的生產經營管理工作，組織實施董事會決議；
2. 組織實施公司年度經營計劃和投資方案；
3. 擬訂公司內部管理機構設置方案；
4. 擬訂公司的基本管理制度；
5. 制訂公司的基本規章；
6. 提請聘任或者解聘公司副總經理和其他高級管理人員(包括財務負責人)；
7. 設計、實施以及監督風險管理和內部監控系統；
8. 向董事會提供風險管理及內部監控系統有效性的確認；
9. 聘任或者解聘除應由董事會聘任或者解聘以外的負責管理人員；及
10. 《公司章程》及董事會授予的其他職權。

董事會及管理層均嚴格按照《中華人民共和國公司法》(「**公司法**」)、《公司章程》及上市規則的相關規定運作。

# CORPORATE GOVERNANCE REPORT

## 企業管治報告

### CHAIRMAN OF THE BOARD AND PRESIDENT

The Chairman of the Company is responsible for guiding the development direction and maintaining the effective operation of the Board, and ensuring the Board to act in the best interests of the Company. The President of the Company is accountable to the Board, and is responsible for the Company's daily operations and management and implementing the resolutions of the Board.

For the year ended 31 December 2022, the position of the Chairman and the President of the Company was held by Mr. Wang Hong, an Executive Director.

Under code provision C.2.1 of the CG Code, the roles of chairman and chief executive officer of a listed issuer should be separate and should not be performed by the same individual. The arrangement of Mr. Wang Hong acting as both the Chairman and the President deviates from code provision C.2.1 of the CG Code.

Notwithstanding the deviation from code provision C.2.1 of the CG Code, given that the Company has clearly set out in writing the respective responsibilities of the Chairman and the President (i.e. the duties of the general manager as stipulated in the Articles of Association) and that Mr. Wang Hong, as the President, is familiar with the Company's business and has excellent knowledge of and experience in the Company's business, the Board considers that Mr. Wang Hong concurrently serving as both the Chairman and President can ensure consistent leadership within the Company and enable more effective formulation of the Company's overall business development strategies. 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 effectively. The Board shall nevertheless review the structure from time to time and shall consider taking appropriate actions under appropriate circumstances.

### NON-EXECUTIVE DIRECTORS AND INDEPENDENT NON-EXECUTIVE DIRECTORS

As at 31 December 2022, the Company had three Non-executive Directors, namely Mr. Qiu Guoliang, Mr. Li Zhiguo and Mr. Wu Jian, and four Independent Non-executive Directors, namely Mr. Fung Ching, Simon, Mr. Deng Tianlin, Mr. George F Meng and Mr. Ye Zheng.

Mr. Qiu Guoliang's term of appointment is from 3 March 2022 to 2 March 2025 (Mr. Qiu Guoliang resigned from his position as a Non-executive Director on 13 April 2023);

Mr. Li Zhiguo's term of appointment is from 3 March 2022 to 2 March 2025;

Mr. Wu Jian's term of appointment is from 3 March 2022 to 2 March 2025;

Mr. Fung Ching, Simon's term of appointment is from 23 December 2020 to 22 December 2023;

### 董事長及總裁

本公司董事長負責指引董事會正確的發展方向以及保持有效運作，確保董事會運作符合本公司的最佳利益。本公司總裁對董事會負責，負責本公司的日常經營管理以及組織實施董事會決議。

截至二零二二年十二月三十一日止年度，本公司董事長及總裁均由執行董事王宏先生出任。

根據企業管治守則的守則條文第C.2.1條，上市發行人董事長及行政總裁的職責應有所區分，且不應由一人同時兼任。王宏先生同時擔任董事長及總裁的安排偏離企業管治守則的守則條文第C.2.1條。

儘管偏離企業管治守則的守則條文第C.2.1條，惟鑒於本公司已書面明確載列董事長及總裁各自的職責（即《公司章程》所規定的總經理的職責），且王宏先生作為總裁熟知本公司業務並對本公司業務擁有卓越的知識及經驗，故董事會認為，由王宏先生同時擔任董事長及總裁兩個職位，可確保對本公司領導的一致性，並較為有效率地制定本公司的整體經營發展策略。董事會相信，現時的安排不會損害權力及授權的平衡，且該架構能使本公司及時有效地作出及落實決定。儘管如此，董事會仍會不時檢討該架構，並考慮於合適的情況下，採取適當的行動。

### 非執行董事及獨立非執行董事

截至二零二二年十二月三十一日止，本公司有三名非執行董事，即邱國良先生、李志國先生和吳健先生，以及四名獨立非執行董事，即馮征先生、鄧天林先生、孟繁臣先生和葉政先生。

邱國良先生的任期是自二零二二年三月三日至二零二五年三月二日（邱國良先生於二零二三年四月十三日辭任非執行董事職務）；

李志國先生的任期是自二零二二年三月三日至二零二五年三月二日；

吳健先生的任期是自二零二二年三月三日至二零二五年三月二日；

馮征先生的任期是自二零二零年十二月二十三日至二零二三年十二月二十二日；

# CORPORATE GOVERNANCE REPORT

## 企業管治報告

Mr. Deng Tianlin's term of appointment is from 23 December 2020 to 22 December 2023;

鄧天林先生的任期是自二零二零年十二月二十三日至二零二三年十二月二十二日；

Mr. George F Meng's term of appointment is from 23 December 2020 to 22 December 2023; and

孟繁臣先生的任期是自二零二零年十二月二十三日至二零二三年十二月二十二日；及

Mr. Ye Zheng's term of appointment is from 8 October 2021 to 7 October 2024.

葉政先生的任期是自二零二一年十月八日至二零二四年十月七日。

Each of the Non-executive Directors, Independent Non-executive Directors and Supervisors has entered into a letter of appointment with the Company with a term of three years, respectively.

各非執行董事、獨立非執行董事及監事已經分別與本公司訂立委任書，任期為期三年。

The Company has received an annual confirmation of independence from each of the Independent Non-executive Directors according to the Rule 3.13 of the Listing Rules. The Company considers that each of the Independent Non-executive Directors is still independent.

本公司已接獲各獨立非執行董事根據上市規則第3.13條就其獨立性而作出的年度確認函件，本公司認為各獨立非執行董事仍屬獨立人士。

Mr. Fung Ching, Simon currently has served more than eighteen years as an Independent Non-executive Director in the Company and Mr. George F Meng has served more than fifteen years as an Independent Non-executive Director in the Company. The Company confirms that Mr. Fung Ching, Simon and Mr. George F Meng still meet the independence requirements set out in Rule 3.13 of the Listing Rules and have a deep understanding of the Group's operation. Based on the above, the Company believes that Mr. Fung Ching, Simon and Mr. George F Meng are still independent of the Group and will continue to make contribution to the Company.

目前，馮征先生在本公司擔任獨立非執行董事已逾十八年，孟繁臣先生在本公司擔任獨立非執行董事已逾十五年。本公司確認，馮征先生、孟繁臣先生仍符合上市規則第3.13條所載的獨立性規定，並對本集團營運有深入的了解。基於以上所述，本公司認為馮征先生、孟繁臣先生仍獨立於本集團，並且將繼續對本公司作出貢獻。

## MECHANISM TO ENSURE INDEPENDENT VIEWS AND INPUT ARE AVAILABLE TO THE BOARD

Under code provision B.1.4 of the CG Code, the Board of the Company has the mechanism in place to ensure independent views and input are available to the Board, including but not limited to (i) the Nomination Committee identifies suitable candidates for appointment as Directors, including Independent Non-executive Directors; (ii) Independent Non-executive Directors are required to confirm their independence in writing and report relevant matters that may affect their independence to the Company in a timely manner; and (iii) the Directors have the right to seek independent professional advice in performing their duties where necessary at the expense of the Company. The Board will review the implementation and effectiveness of such mechanism on an annual basis.

## 確保董事會可獲得獨立的觀點和意見的機制

根據企業管治守則之守則條文B.1.4，本公司董事會已制定機制，以確保董事會可獲得獨立的觀點和意見，包括但不限於(i)由提名委員會物色合適的人選委任為董事，包括獨立非執行董事；(ii)獨立非執行董事需書面確認其獨立性及及時向本公司作出可能影響其獨立性相關的申報；及(iii)董事有權在必要情況下，於履行職責時尋求獨立專業意見，費用由本公司承擔。董事會將每年檢討本機制的實施及有效性。



# CORPORATE GOVERNANCE REPORT

## 企業管治報告

### JOINT COMPANY SECRETARY

All the Directors have the access to the advice and services of the joint company secretaries of the Company (Mr. Xing Zhoujin and Mr. Chen Yingjie). The joint company secretary shall report to the Chairman on the corporate governance of the Board and shall be responsible for ensuring the compliance with the relevant Board procedures and facilitating the communication among the Directors, as well as among the Directors, shareholders and the management. For the year ended 31 December 2022, Mr. Xing Zhoujin and Mr. Chen Yingjie, the joint company secretaries, have received over 15 hours of professional training for skill and knowledge updates.

### INSURANCE ARRANGEMENT

According to the code provision C.1.8 of the CG Code, an issuer should arrange appropriate insurance cover in respect of legal action against its directors. The Company has arranged the liability insurance for the Directors, the Supervisors and other senior management.

### RISK MANAGEMENT AND INTERNAL CONTROLS

The Company's risk management and internal control systems have a defined management structure with clear limits of authority and comprehensive policies and procedures, and are designed to facilitate effective and efficient operations, ensure reliability of financial reporting and comply with applicable laws and regulations, to identify and manage potential risks, and to safeguard the assets of the Company.

Such systems are designed to manage, rather than eliminate, the risk of failure to achieve business objectives, and can only provide reasonable and not absolute assurance against material misstatement or loss.

The Board is responsible for assessing and determining the nature and extent of the acceptable risks to take when pursuing strategic goals, and shall assure the establishment and maintenance of a suitable and effective risk management and internal control system. Moreover, the Board shall oversee the design, implementation and inspection of such system carried out by the management, while the management shall give feedback to the Board as to whether the system works. The Audit Committee of the Company conducts annual assessment on the risk management and internal control system on behalf of the Board.

To ensure that the work is carried out effectively, the Compliance and Legal Department of the Company conducted the review of the risk management and internal control processes for the year of 2022.

### 聯席公司秘書

所有董事均可向本公司聯席公司秘書(邢周金先生及陳英杰先生)諮詢有關意見和服務。聯席公司秘書就董事會管治事宜向董事長匯報，並負責確保董事會程序獲得遵從，以及促進董事之間及董事與股東及管理層之間的溝通。截至二零二二年十二月三十一日止年度，聯席公司秘書邢周金先生及陳英杰先生共分別接受超過15小時更新其技能及知識的專業培訓。

### 投保安排

根據企業管治守則守則條文C.1.8，發行人應就其董事可能會面對的法律行動作適當的投保安排。本公司已為董事、監事和其他高級管理人員購買了責任險。

### 風險管理及內部監控

本公司的風險管理及內部監控制度管理架構明確、權限分明、政策及程序全面，並旨在促進有效經營、確保財務匯報的可靠性及遵守適用法律法規，發現及管理潛在風險，以及保障本公司的資產。

該等制度旨在管理而非消除未能達成業務目標的風險，而且只能就不會有重大的失實陳述或損失作出合理而非絕對的保證。

董事會負責評估及釐定本公司達成策略目標時所願意接納的風險性質及程度，並確保本公司設立及維持合適及有效的風險管理及內部監控系統。董事會亦負責監督管理層對風險管理及內部監控系統的設計、實施及監察，而管理層則向董事會提供有關係統是否有效的確認。本公司審核委員會代表董事會每年檢討風險管理及內部監控系統。

為了有效地開展工作，本公司合規法務部統籌開展二零二二年度風險管理以及內部控制流程的審閱工作。

# CORPORATE GOVERNANCE REPORT

## 企業管治報告

### Risk Management

To maintain the effectiveness of the risk management and internal control system, under the supervision and guidance of the Board, the Company has established the framework of risk management as below:

### 風險管理

為了保障風險管理和內部監控系統的有效性，在董事會的監督和指導下，本公司已建立以下風險管理組織架構：



# CORPORATE GOVERNANCE REPORT

## 企業管治報告

The risk assessment procedure of the Company includes the following four steps:

Step 1: Project initiation – the management of the Company initiates the risk assessment project and prepares to carry out risk assessment activities.

Step 2: Risk identification – identify the risks currently confronted by the Company and its subsidiaries.

Step 3: Risk analysis – carry out risk analysis from the aspects of the degree of influence and possibility of occurrence, assess current risk management measures and decide whether it is necessary to formulate further risk management measures to keep the risk within an acceptable level.

Step 4: Risk report – summarize the result of risk assessment and analysis, and make plans. In 2022, the Company continuously implemented the “Special Project on Risk Management and Internal Control System” (“**Special Project**”) and will regularly implement the Special Project every year in the future, with a view to establishing a governance environment with controllable risks and standardized operation for the Company.

For the purpose of continuous improvements on the existing risk management and internal control system of the Company, including but not limited to business operations, financial affairs and legal compliance, in December 2022, based on the existing risk management database, the Company comprehensively considered the overall performance of each business department and determined the scope of risk screening for 2022. Through conducting scientific analysis of the identified risks and questionnaires targeted at the persons in charge of each business, risks are analyzed from the aspects of probability of occurrence and degree of impact, so as to confirm the critical risks at company level.

The Compliance and Legal Department adopts risk-oriented approach in preparing the self-assessment questionnaires on internal risk control, guides the administrative department to carry out self-assessment and collects the result of the self-assessment on internal risk control. The management of the Company reviews the self-assessment of risk internal control, makes an overall assessment of the effectiveness of the Company’s internal control system, and submits the written confirmation to the Audit Committee and the Board on behalf of the senior management team of the Company.

本公司風險評估的程序包括以下四個步驟：

步驟1：項目啟動 – 本公司管理層啟動風險評估項目並預備展開風險評估活動。

步驟2：風險識別 – 識別本公司及子公司目前面臨的風險。

步驟3：風險分析 – 從影響程度及發生的可能性兩個維度進行風險分析，評價現有的風險管理措施並決定是否需要制定進一步的風險管理措施使風險控制在可接受的水平之內。

步驟4：風險報告 – 總結風險評估分析的結果，制定行動。二零二二年度，本公司繼續開展了「風險管理及內部監控體系專項工作」(「**專項工作**」)，並將於未來以常規形式每年開展專項工作，以期為公司打造一個風險可控、運營規範的管治環境。

為持續進行本公司現有風險管理及內部監控體系建設，包括但不限於業務經營、財務及法律合規性等方面，二零二二年十二月，本公司於原有風險庫的基礎上，綜合考慮各業務部門整體業務表現，確定二零二二年風險篩查範圍，針對已識別的風險點進行了科學分析，通過對本公司各業務負責人進行風險問卷調查，根據風險發生可能性和影響程度兩個維度對風險進行分析，確認公司層面的關鍵風險。

合規法務部以風險為導向制定風險內控自評問卷，指導公司管理部門進行自評，並收集內控自評結果。本公司管理層審閱內控自評情況，總體評估公司內部監控體系的有效性，亦代表本公司高級管理團隊，將該書面確認呈交審核委員會及董事會。



# CORPORATE GOVERNANCE REPORT

## 企業管治報告

### Process for Inside Information Handling and Disclosing and Internal Control Measures

In handling inside information, the Company adheres to the Guidelines on Disclosure of Inside Information (《內幕消息披露指引》) published by the Securities and Futures Commission of Hong Kong and strictly prohibits the unauthorized use of confidential or inside information.

The Company has adopted the Management System for Registration of Insider of Inside Information (《內幕信息知情人登記管理制度》) to identify the definition and scope of the inside information and insider of inside information of the Company. In the meantime, stringent requirements on confidentiality management are put forward to protect the inside information of the Company. The management system for registration and filing of insider is adopted wherein matters in relation to accountabilities are defined.

In order to further publicize and carry out the inside information management procedure of the Company and enable the Company to timely identify, evaluate and draw the attention of the Board to all events that may materially influence the Company's stock price, as well as to make a right decision on the information disclosures, trainings on inside information handling were organized by the Company for the Directors, Supervisors, senior management and other employees who may have access to inside information.

### Internal Control System

With the further strengthening of corporate governance requirements under the Listing Rules, the Company is fully aware that review on the internal control process is necessary to optimize and improve its own risk management and internal control system for the purpose of satisfying the compliance requirements, providing a reasonable basis for the enhancement of the Company's operational level and future business growth and laying a solid foundation to achieve the Company's long term strategic goals.

The Company has developed the internal control model in accordance with the principles of COSO (The Committee of Sponsoring Organizations of the Treadway Commission), and the model includes eight elements of control environment, target confirmation, risk identification, risk assessment, risk response, control process, information and communication as well as supervision process. Under this control model, the management of the Company designs, implements and maintains the effectiveness of internal control policies while the Board and the Audit Committee are responsible for monitoring the adequacy of the internal control and risk management policies designed by the management as well as supervising the effective implementation of such policies.

The Compliance and Legal Department conducted review on the internal control procedures in 2022, reviewed the procedures for corporate risk management, including the procurement management process and outsourcing management process, and submitted specific work reports to the Audit Committee.

### 處理及發佈內幕消息的程序和內部監控措施

本公司於處理有關內幕消息的事務時恪守香港證券及期貨事務監察委員會頒佈的《內幕消息披露指引》，嚴格禁止未經授權使用機密或內幕消息。

本公司已制定了《內幕信息知情人登記管理制度》，明確了本公司內幕信息、內幕信息知情人的定義及範圍。同時，對本公司內幕信息的保密管理做了嚴格的要求，採用內幕信息知情人登記備案管理制度並明確了責任追究相關事項。

為進一步宣貫本公司內幕信息處理程序，使公司能夠及時發現、評估並提請董事會垂注所有可能對本公司股價有重大影響的情況，準確地作出是否需要披露的決定，本公司為董事、監事、高級管理人員及其他有可能接觸內幕信息的人員提供內幕信息培訓。

### 內部監控系統

隨著上市規則關於企業管治要求的進一步加強，本公司意識到需要通過對內部控制流程的審閱來優化及改善自身的風險管理及內部監控系統以滿足合規要求，為公司運營水平的提升以及未來業務的增長提供合理保障，為實現公司的長遠戰略目標打下堅實基礎。

本公司根據COSO(The Committee of Sponsoring Organizations of the Treadway Commission，美國反虛假財務報告委員會下屬的發起人委員會)原則制定內部監控模式，共設八個元素：監控環境、目標確認、風險識別、風險評估、風險應對、監控工作、信息與溝通，以及監察工作。在此監控模式下，本公司管理層負責設計、實施和維持內部監控措施有效性，而董事會及審核委員會負責監督管理層設計的內部監控措施及風險管理措施是否適當，以及是否得到有效的執行。

合規財務部開展了二零二二年度內部控制流程的審閱工作，對本公司風險管理流程中採購管理流程、外包業務管理流程進行了審閱，並形成專門的工作報告呈交審核委員會。

# CORPORATE GOVERNANCE REPORT

## 企業管治報告

### Internal Audit Function

In order to fulfil the requirements for corporate risk management and internal control as stipulated in the CG Code, the Company has established specific and independent internal audit function to ensure that the Company's governance is in conformity with the updates of requirements in the CG Code and to continuously improve the effectiveness of risk management and internal control of the Company.

### Reviewing Effectiveness of Risk Management and Internal Control Systems

In 2022, the Board and the Audit Committee conducted two reviews on the effectiveness of the risk management and internal control systems for the year, including finance control, operation control, compliance control and environmental, social and governance risks.

The Board believed that the resources, staff qualifications and experience, training programmes received by the employees and the relevant budget of the Company's accounting, internal audit and financial reporting functions, as well as those relating to the Company's environmental, social and governance performance and reporting are adequate.

Based on the provisions on risk management and internal control in the CG Code, the Board is of the view that the risk management and internal control systems were effective and adequate during the year ended 31 December 2022.

Please refer to the "Report from the Board" in this annual report for details of operating deficiencies or potential risks found by the Company for the year ended 31 December 2022 and countermeasures therefor.

## REMUNERATION OF DIRECTORS AND SENIOR MANAGEMENT

Directors' remuneration policy for 2022 (after-tax): allowance for Executive Directors, Non-executive Directors and Independent Non-executive Directors are RMB70,000, RMB50,000 and RMB100,000 per person, respectively.

For the year ended 31 December 2022, the remuneration of the senior management (excluding Directors and Supervisors) of the Company by band is set out below:

Remuneration band (HK\$) (Note) 薪酬範圍(港幣)(附註)	Number of individuals 人數
0-1,000,000	3
1,000,001-1,500,000	1

### 內部審核職能

為符合有關企業管治守則對公司風險管理及內部監控的要求，本公司現已設立專門獨立的內部審核功能，旨在使本公司治理與企業管治守則更新同步，不斷提升本公司風險管理及內部監控的有效性。

### 檢討風險管理及內部監控系統有效性

二零二二年期間，董事會聯同審核委員會負責對本年度風險管理及內部監控系統的有效性進行了兩次檢討，當中涵蓋財務監控、運作監控、合規監控及環境、社會和管治風險。

董事會信納，本公司的會計、內部審核及財務匯報職能方面以及與本公司環境、社會及管治表現和匯報相關的資源、員工資歷及經驗，以及員工所接受的培訓課程及有關預算是足夠的。

根據企業管治守則所規定的有關風險管理和內部監控的條文，就截至二零二二年十二月三十一日止年度而言，董事會認為風險管理和內部監控系統有效及足夠。

有關本公司截至二零二二年十二月三十一日止年度識別出的本公司經營不足或潛在風險及其應對措施的詳情，請參閱本年報中的「董事會報告」。

### 董事及高級管理人員薪酬

二零二二年董事薪酬政策(稅後)：執行董事津貼人民幣70,000元/人；非執行董事津貼人民幣50,000元/人；獨立非執行董事津貼人民幣100,000元/人。

截至二零二二年十二月三十一日止年度，按等級劃分的本公司高級管理人員(不含董事及監事)薪酬載列如下：

# CORPORATE GOVERNANCE REPORT

## 企業管治報告

### Note:

According to Rule 25(6) of Appendix 16 to the Listing Rules, the remuneration band of individuals falls within bands from HK\$nil up to HK\$1,000,000 or into higher bands (where the higher limit of the band is an exact multiple of HK\$500,000 and the range of the band is HK\$499,999).

In 2022, the remuneration of senior management (excluding Directors and Supervisors) of the Company was paid in RMB. The Company determined the number of individuals falling into each remuneration band in the above table based on the exchange rate of HK\$1:RMB0.8933 as at 31 December 2022.

The Company held the annual general meeting on 25 May 2022, where the resolution in relation to the remuneration packages of the Directors and Supervisors of the Company in 2022 was considered and approved. Proposed by the Directors and Supervisors recommended by the Parent Company, the Directors and Supervisors nominated by the Parent Company would not enjoy allowance for holding the position of Directors and Supervisors. However, they would be entitled to receive respective salaries according to their respective positions taken in the Company.

## REMUNERATION COMMITTEE

A Remuneration Committee has been set up by the Company, which is a subcommittee under the Board.

As of the date of this annual report, composition of the Remuneration Committee was: Mr. Deng Tianlin, an Independent Non-executive Director, is the chairman, and other members consist of Mr. Fung Ching, Simon, an Independent Non-executive Director, and Mr. Ren Kai, an Executive Director.

The principal duties of the Remuneration Committee are to make recommendations to the Board on the Company's policy and structure for all Directors' and senior management's remuneration, to review and approve the management's remuneration proposals with reference to the Board's corporate goals and objectives, to make recommendations to the Board on the remuneration packages of individual Executive Directors and senior management, etc.

During the year ended 31 December 2022, the Remuneration Committee held one meeting on 25 March 2022, assessed the performance of the Executive Directors, discussed the Directors' remuneration for 2022 and made recommendations to the Board. The remuneration of the Directors is determined with reference to the Directors' duties, responsibilities and performance.

### 附註：

根據上市規則附錄十六第25(6)條規定，有關高薪人士薪酬等級，港幣0元至100萬元為第一級，100萬元以上的，則每級最高限額為港幣50萬元的整倍數，而每級首尾相差港幣499,999元。

二零二二年度，本公司高級管理人員(不含董事及監事)薪酬按人民幣發放。本公司按照二零二二年十二月三十一日港幣兌人民幣利率：1:0.8933確定上表各薪酬範圍對應的人數。

本公司於二零二二年五月二十五日舉行的股東週年大會審議通過了本公司董事及監事二零二二年報酬方案的議案，經由母公司推薦的董事、監事提議，由母公司提名的董事、監事繼續不享受相應的董事、監事酬金津貼，但將根據其在本公司擔任的具體職務獲得相應的工資報酬。

## 薪酬委員會

本公司設立了薪酬委員會，薪酬委員會為董事會下設機構。

截至本年報日期，薪酬委員會的組成為：獨立非執行董事鄧天林先生擔任主席；獨立非執行董事馮征先生、執行董事任凱先生擔任委員。

薪酬委員會的主要職責是就本公司董事及高級管理人員的全體薪酬政策及架構向董事會提出建議，因應董事會所訂企業方針及目標而檢討及批准管理層的薪酬建議，向董事會建議執行董事及高級管理人員的薪酬待遇等。

於截至二零二二年十二月三十一日止年度，薪酬委員會於二零二二年三月二十五日召開一次會議，評估了執行董事的表現，討論了二零二二年度的董事酬金並向董事會提出建議。董事酬金乃參照董事職務、責任及表現釐定。



# CORPORATE GOVERNANCE REPORT

## 企業管治報告

### Meeting Attendance of the Remuneration Committee:

The Remuneration Committee held one meeting during the year. The attendance of the meeting held by the Remuneration Committee during the year ended 31 December 2022 is as follows:

### 薪酬委員會會議記錄：

薪酬委員會於年內舉行一次會議，以下為薪酬委員會於截至二零二二年十二月三十一日止年度舉行的薪酬委員會會議記錄：

#### Attendance at the meetings held by the Remuneration Committee for the year ended 31 December 2022<sup>2</sup>

截至二零二二年十二月三十一日止年度舉行的薪酬委員會會議出席率<sup>2</sup>

Member of the Remuneration Committee	薪酬委員會成員	
Deng Tianlin	鄧天林	100%
Fung Ching, Simon	馮 征	100%
Yu Yan (former) (Note)	遇 言(前)(附註)	100%
Ren Kai (Note)	任 凱(附註)	不適用(N/A)

Note:

Mr. Yu Yan ceased to be a member of the Remuneration Committee on 8 November 2022, and Mr. Ren Kai has been a member of the Remuneration Committee with effect from 5 December 2022.

附註：

遇言先生於二零二二年十一月八日停止擔任薪酬委員會委員，任凱先生於二零二二年十二月五日起擔任薪酬委員會委員。

## NOMINATION COMMITTEE

A Nomination Committee has been established by the Company, which is a sub-committee under the Board.

As of the date of this annual report, composition of the Nomination Committee was: Mr. Fung Ching, Simon, an Independent Non-executive Director, is the chairman, and other members consist of Mr. Deng Tianlin, an Independent Non-executive Director, and Mr. Wang Zhen, an Executive Director.

The principal duties of the Nomination Committee are to review the structure, size and composition (including the skills, knowledge and experience) of the Board at least annually and make recommendations on any proposed changes to the Board to complement the Company's corporate strategy, to access the independence of Independent Non-executive Directors, etc.

During the year ended 31 December 2022, the Nomination Committee held five meetings.

At the first meeting of the Nomination Committee in 2022, the Nomination Committee reviewed the structure, size and composition of the Board and nominated Mr. Qiu Guoliang, Mr. Li Zhiguo and Mr. Wu Jian to serve as Non-executive Directors in accordance with the Company's director nomination policies.

## 提名委員會

本公司設立了提名委員會，提名委員會為董事會下設機構。

截至本年報日期，提名委員會的組成為：獨立非執行董事馮征先生擔任主席；獨立非執行董事鄧天林先生及執行董事王貞先生擔任委員。

提名委員會的主要職責是至少每年檢討董事會的架構、人數及組成(包括技能、知識及經驗方面)，並就任何為配合本公司的公司策略而擬對董事會作出的變動提出建議，評核獨立非執行董事的獨立性等。

於截至二零二二年十二月三十一日止年度，提名委員會共召開五次會議。

二零二二年提名委員會第一次會議中，提名委員會檢討了董事會的架構、人數及組成，並根據本公司的董事提名政策，提名邱國良先生、李志國先生及吳健先生擔任非執行董事。

<sup>2</sup> Attendance at the meetings = the number of meetings each member actually attended / the number of meetings that the member should attend \* 100%.

<sup>2</sup> 出席率 = 每名委員實際出席的會議數目 / 應出席會議數目 \* 100%。

# CORPORATE GOVERNANCE REPORT

## 企業管治報告

At the second meeting of the Nomination Committee in 2022, the Nomination Committee reviewed the structure, size and composition of the Board and nominated Mr. Wang Hong to continue to serve as an Executive Director and the President of the Company and Mr. Xing Zhoujin to continue to serve the secretary to the Board in accordance with the Company's director nomination policies.

At the third meeting of the Nomination Committee in 2022, the Nomination Committee reviewed the structure, size and composition of the Board and nominated Mr. Wang Hong, an Executive Director, to continue to serve as the chairman of the Company in accordance with the Company's director nomination policies.

At the fourth meeting of the Nomination Committee in 2022, the Nomination Committee reviewed the structure, size and composition of the Board and nominated Mr. Ren Kai to serve as an Executive Director and the chief financial officer of the Company in accordance with the Company's director nomination policies.

At the fifth meeting of the Nomination Committee in 2022, the Nomination Committee reviewed and proposed the Board to amend the Board Diversity Policy to meet the requirements of the revised Listing Rules.

### Nomination Policy and Diversity Policy

The procedures for the appointment, re-election and removal of Directors are set out in the Articles of Association. The Nomination Committee will identify candidates through different channels based on the requirements of the Directors' duties made by the Company. Subject to the approval of the Nomination Committee, the candidates will be recommended to the Board and proposed to the general meeting for approval after passing the examination of the Board.

The Company has adopted a board diversity policy. The nomination of the Directors shall be made, in accordance with the Company's nomination policy, against the objective criteria with due regard for the benefits of diversity (including without limitation, gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and length of service) and shall also take into account their respective contributions to the Board and their firm commitment to their roles.

The Company has formulated the Board Diversity Policy, which clearly sets out the approach to achieve diversity on members of the Board. Selection of candidates by the Company will be based on a range of diversity perspectives, including but not limited to the Company's needs, gender, educational background, professional experience, skills, knowledge and length of service, age, cultural background and ethnicity. The Board will take opportunities to increase the ratio of female members over time when selecting and making recommendations on eligible candidates for Board appointments. Currently, all Directors of the Company are male. With reference to the international and local recommended best practices, the Board will strive to achieve gender diversity on the Board on or before 31 December 2024, and ensure that there will be at least one female Director on the Board.

二零二二年提名委員會第二次會議中，提名委員會檢討了董事會的架構、人數及組成，並根據本公司的董事提名政策，提名王宏先生繼續擔任執行董事及本公司總裁，提名邢周金先生繼續擔任本公司董事會秘書。

二零二二年提名委員會第三次會議中，提名委員會檢討了董事會的架構、人數及組成，並根據本公司的董事提名政策，提名執行董事王宏先生繼續擔任本公司董事長。

二零二二年提名委員會第四次會議中，提名委員會檢討了董事會的架構、人數及組成，並根據本公司的董事提名政策，提名任凱先生擔任執行董事及本公司財務總監。

二零二二年提名委員會第五次會議中，提名委員會審閱並建議董事會修訂《董事會成員多元化政策》，以滿足修訂後的上市規則要求。

### 提名政策及多元化政策

董事的委任、重選及罷免程序已載於《公司章程》。提名委員會根據本公司對董事職責的要求，會通過不同渠道物色人選。待提名委員會審核通過後，會向董事會推薦該等人選並在董事會審核通過後提交股東大會批准。

本公司已採納董事會多元化政策。董事的提名乃根據本公司提名政策進行，以客觀條件充分顧及董事會成員多元化的裨益(包括但不限於性別、年齡、文化與教育背景、種族、專業經驗、技能、知識及服務年期)，亦考慮到彼等對董事會的貢獻及對履行職責的熱忱。

本公司已制定《董事會成員多元化政策》，明確董事會成員為達致多元化而採取的方針，本公司甄選人選將按一系列多元化範疇為基準，包括但不限於本公司需求、性別、教育背景、專業經驗、技能、知識、服務任期、年齡、文化背景及種族等。董事會將藉著甄別及推舉適當董事人選時的機會，逐步提高女性董事的比例。本公司董事當前均為男性，董事會將參考國際和本地的建議最佳常規，以力爭在二零二四年十二月三十一日或之前實現董事會性別多元化，確保董事會至少有一位女性董事。

# CORPORATE GOVERNANCE REPORT

## 企業管治報告

As at 31 December 2022, among 1,296 employees (including senior management) of the Company, 61% were male and 39% were female, and the Board believes that the Group's workforce (including senior management) is diverse in terms of gender.

於二零二二年十二月三十一日，本公司1,296名僱員（包括高級管理人員）當中，男性僱員及女性僱員的比例分別為61%及39%，董事會認為，本集團的工作團隊（包括高級管理人員）在性別上已屬多元化。

### Meeting Attendance of the Nomination Committee:

The Nomination Committee held five meetings during the year. The attendance of the meeting held by the Nomination Committee during the year ended 31 December 2022 is as follows:

### 提名委員會會議記錄：

提名委員會於年內舉行五次會議，以下為提名委員會於截至二零二二年十二月三十一日止年度舉行的提名委員會會議記錄：

		<b>Attendance at the meetings held by the Nomination Committee for the year ended 31 December 2022<sup>3</sup></b>
		截至二零二二年十二月三十一日止年度舉行的提名委員會會議出席率 <sup>3</sup>
<b>Member of the Nomination Committee</b>	<b>提名委員會成員</b>	
Fung Ching, Simon	馮 征	100%
Deng Tianlin	鄧天林	100%
Wang Zhen	王 貞	100%

### REMUNERATION OF AUDITORS

The remuneration of auditors for the year ended 31 December 2022 was RMB2,559,955. The breakdown is set out as follows:

### 核數師酬金

截至二零二二年十二月三十一日止年度，核數師的酬金為人民幣2,559,955元，明細載列如下：

		<b>Amount (RMB)</b>
		金額(人民幣)
Service fee related to annual audit of financial statements	財務報表年度審計的服務費	1,857,502
Reporting accountant service fee for certain capital market transaction	為資本市場交易，作為申報會計師的服務費	702,453
<b>Total</b>	<b>合計</b>	<b>2,559,955</b>

<sup>3</sup> Attendance at the meetings = the number of meetings each member actually attended / the number of meetings that the member should attend \* 100%.

<sup>3</sup> 出席率=每名委員實際出席的會議數目/應出席會議數目\*100%。



# CORPORATE GOVERNANCE REPORT

## 企業管治報告

### AUDIT COMMITTEE

The Audit Committee has been set up by the Company, which is a subcommittee under the Board.

As of the date of this annual report, composition of the Audit Committee was: Mr. Fung Ching, Simon, an Independent Non-executive Director, is the chairman, and other members consisted of Mr. George F Meng, an Independent Non-executive Director, and Mr. Ye Zheng, an Independent Non-executive Director.

The principal duties of the Audit Committee are to assist the Board in fulfilling its responsibilities by supervision of financial reporting and by providing an independent view on the effectiveness of the internal controls of the Group and the adequacy of the external and internal auditors, to assure that appropriate accounting principles, reporting practices, etc. are followed by the Company. During the year ended 31 December 2022, the Audit Committee held two meetings.

During the first meeting of the Audit Committee in 2022, the Audit Committee reviewed the 2021 annual report, the auditors' report of 2021, the risk management and internal control report of 2021, the internal control review report of 2021 of the Company and considered the re-appointment of auditors for the year of 2022 and reviewed the work report of the Audit Committee for the year of 2021.

During the second meeting of the Audit Committee in 2022, the Audit Committee reviewed the 2022 interim report of the Company, and interim report of auditors of 2022 and interim work report of the Audit Committee for 2022.

During the above meetings, the Audit Committee also reviewed the Company's risk management and internal control systems, including finance control, operation control and compliance control, and considered that the Company's risk management and internal control systems and internal audit functions were effective.

### 審核委員會

本公司設立了審核委員會，審核委員會為董事會下設機構。

截至本年報日期，審核委員會的組成為：獨立非執行董事馮征先生擔任主席；獨立非執行董事孟繁臣先生及葉政先生擔任委員。

審核委員會的主要職責是監督財務報告，及按本集團之內部監控的效能、外聘核數師和內部核數師是否足夠向董事會提出獨立意見，以協助董事會完成其責任，確保本公司遵守適當的會計原則及匯報實務等。於截至二零二二年十二月三十一日止年度，審核委員會共召開兩次會議。

二零二二年審核委員會第一次會議中，審核委員會審閱了本公司的二零二一年年報、二零二一年審計師報告、二零二一年度風險管理及內部監控工作報告、二零二一年度內部控制審閱報告、續聘二零二二年度核數師的議案及二零二一年度審核委員會工作報告。

二零二二年審核委員會第二次會議中，審核委員會審閱了本公司二零二二年中期報告、二零二二年中期審計師報告及二零二二年中期審核委員會工作報告。

審核委員會在上述會議中亦檢討了本公司的風險管理及內部監控系統，當中涵蓋財務監控、運作監控及合規監控，並認為本公司的風險管理及內部監控系統以及內部審核功能是有有效的。

# CORPORATE GOVERNANCE REPORT

## 企業管治報告

### Meeting Attendance of the Audit Committee:

The Audit Committee held two meetings during the year. The attendance of the meetings held by the Audit Committee during the year ended 31 December 2022 is as follows:

### 審核委員會會議記錄：

審核委員會於年內舉行兩次會議，以下為審核委員會截至二零二二年十二月三十一日止年度舉行的審核委員會會議記錄：

#### Attendance at the meetings held by the Audit Committee for the year ended 31 December 2022<sup>4</sup>

截至二零二二年十二月三十一日止年度舉行的審核委員會會議出席率<sup>4</sup>

Member of the Audit Committee	審核委員會成員	審核委員會會議出席率 <sup>4</sup>
Fung Ching, Simon (Note)	馮 征(附註)	100%
Deng Tianlin (former)(Note)	鄧天林(前)(附註)	100%
George F Meng	孟繁臣	100%
Ye Zheng (Note)	葉 政(附註)	100%

Note:

Mr Deng Tianlin ceased to be the chairman and a member of the Audit Committee on 5 May 2022, Mr. Fung Ching, Simon has been the chairman of the Audit Committee with effect from 5 May 2022, and Mr. Ye Zheng has been a member of the Audit Committee with effect from 5 May 2022.

附註：

鄧天林先生於二零二二年五月五日停止擔任審核委員會主席及委員職務，馮征先生於二零二二年五月五日起擔任審核委員會主席，葉政先生於二零二二年五月五日起擔任審核委員會委員。

## SHAREHOLDING INTERESTS OF SENIOR MANAGEMENT

During the year, none of the senior management of the Company held any shareholding interests in the Company.

## 高級管理人員的持股權益

本年度內，本公司高級管理人員概無持有本公司任何股份之權益。

<sup>4</sup> Attendance at the meetings = the number of meetings each member actually attended/the number of meetings should attend \*100%. During the Reporting Period, both of Mr. Deng Tianlin and Mr. Ye Zheng should attend one meeting and actually attended one meeting.

<sup>4</sup> 出席率=每名委員實際出席的會議數目/應出席會議數目\*100%。鄧天林先生及葉政先生於報告期內應出席會議次數均為一次，實際出席次數均為一次。

# CORPORATE GOVERNANCE REPORT

## 企業管治報告

### AMENDMENTS TO THE ARTICLES OF ASSOCIATION

During the year, no amendments were made to the Articles of Association of the Company.

On 21 February 2023, the Company amended the Articles of Association.

To satisfy the needs of the Company's business development, the Company changed its business scope, and accordingly, the relevant articles of the Articles of Association of the Company were amended. The amendments were approved at the Company's extraordinary general meeting held on 21 February 2023.

Details of the amendment are as follows:

#### Amended articles in the Articles of Association

##### 《公司章程》修訂條款

##### Chapter 2 Article 11 第二章第十一條

##### Before amendments 修訂前內容

The scope of business of the Company is determined by the Company's Articles of Association and is registered in accordance with laws. The Company can amend the Articles of Association and the scope of business, provided however that the change of registration shall be completed.

公司的經營範圍由公司章程規定，並依法登記。公司可以修改公司章程，改變經營範圍，但是應當辦理變更登記。

### 公司章程變動

本年度內，本公司《公司章程》未進行過修改。

二零二三年二月二十一日，本公司對《公司章程》進行過一次修改。

為滿足本公司業務發展的需要，本公司變更了經營範圍，據此，對本公司《公司章程》相關條款進行了修訂。該次修訂已經本公司於二零二三年二月二十一日舉行的股東特別大會批准。

具體修訂如下：

##### After amendments 修訂後內容

The scope of business of the Company is determined by the Company's Articles of Association and is registered in accordance with laws. The Company can amend the Articles of Association and the scope of business, provided however that the change of registration shall be completed.

公司的經營範圍由公司章程規定，並依法登記。公司可以修改公司章程，改變經營範圍，但是應當辦理變更登記。

The scope of business of the Company includes:

公司的經營範圍包括：

Licensed items: civil airport operation; public air transport; project construction; storage, transportation and filling (including extraction) of civil aviation fuel; catering services; food production; retail of tobacco products; liquor operation; food sale and healthcare services. (For operation projects that are subject to approval in accordance with the law, their operation shall only commence after obtaining approval from the relevant authorities. The specific operation projects shall be subject to the permit or license issued by relevant authorities).

許可項目：民用機場運營；公共航空運輸；建設工程施工；民用航空油料儲運及加注(含抽取)服務；餐飲服務；食品生產；煙草製品零售；酒類經營；食品銷售；醫療服務。(依法須經批准的項目，經相關部門批准後方可開展經營活動，具體經營項目以相關部門批准文件或許可證件為準)。



# CORPORATE GOVERNANCE REPORT

## 企業管治報告

### Amended articles in the Articles of Association

《公司章程》修訂條款

### Before amendments

修訂前內容

Business scope of the Company: To provide aircraft transportation, passenger services and ground handling services for domestic and foreign airlines as well as transfer and transit passengers; lease aviation business spaces and commercial and office properties in the terminals and provide a wide range of services; build and operate aeronautical and auxiliary properties and facilities in the airport; provide cargo warehousing (excluding dangerous articles), packaging, handling and transport services; and provide retail sales of jet fuel, hardware, electric appliance, electronic products and communication devices, grocery, textile, arts and crafts, magazines, vehicles maintenance, food circulation and food and beverage service, business information consulting and management services, venue leasing, conference and exhibition services, import and export trading, office supplies, decorations, tobacco, alcohol, food, aquatic products, health products, cultural and sports goods, computer software, digital and electronic products, sales of audio and video products, property management services, design, production, distribution and agency services of various types of domestic advertising, operation of aviation science and technology museums, technology training services, ticket agency services, design, production and sales of souvenirs, playground operation and medical services to (among others) airlines or passengers within the premises of the airport. (Licenses are obtained for any business activities requiring administrative permit).

公司的經營範圍包括：為國內外航空運輸企業，過港和轉港旅客提供過港及地面運輸服務；出租候機樓內的航空營業場所，商業和辦公場所並提供綜合服務；建設、經營機場航空及其輔助房地產設施業務；貨物倉儲(危險品除外)、包裝、裝卸、搬運業務；在本機場範圍內為航空公司或旅客等提供航空油料、五金工具、交電產品、電子產品及通訊設備、日用百貨、針紡織品、工藝美術品、雜誌銷售、車輛維修、食品流通及餐飲服務，商業信息諮詢及管理服務，場地租賃，會議會展服務，進出口貿易，辦公用品、裝飾品、煙、酒、食品、水產品、保健品、文體用品、計算機軟件、數碼電子產品、音像製品的銷售，物業管理服務，設計、製作、發佈、代理國內各類廣告，航空科技館的經營，科技培訓服務，票務代理服務，紀念品設計、製作及銷售，遊樂場所經營，醫療服務。(凡需行政許可的項目憑許可證經營)。

### After amendments

修訂後內容

General items: housing rental; commercial complex management services; general cargo warehouse services (excluding items subject to licensing like hazardous chemicals); international air cargo transport agency; domestic cargo transport agency; packaging of goods transported by air; hardware retail; sale of electronic products; sale of communication equipment; sale of network equipment; general merchandise sale; sale of knitwear and textiles; retail of arts and crafts and collectibles (except ivory and its products); motor vehicle repair and maintenance; information consulting services (excluding information consulting services subject to licensing); conference and exhibition services; import and export of goods; sale of office supplies; retail of aquatic products; healthcare services (non-medical); stationery retail; wholesale of sporting goods and equipment; retail of computer hardware and ancillary equipment; sale of household appliances; sale of sound equipment; information technology consulting services; data processing and storage support services; property management; advertising production; advertising publication; advertising design and agency; cultural venue management services; business training (excluding educational training, vocational skill training and other forms of training that are subject to licensing); ticket agency; playground services; car park services and internet-based sales (except for sale of goods that are subject to licensing). (Except for projects that are subject to approval in accordance with the law, business activities can be carried out with business licenses).

一般項目：住房租賃；商業綜合體管理服務；普通貨物倉儲服務(不含危險化學品等需許可審批的項目)；航空國際貨物運輸代理；國內貨物運輸代理；航空運輸貨物打包服務；五金產品零售；電子產品銷售；通訊設備銷售；網絡設備銷售；日用百貨銷售；針紡織品銷售；工藝美術品及收藏品零售(象牙及其製品除外)；機動車修理和維護；信息諮詢服務(不含許可類信息諮詢服務)；會議及展覽服務；貨物進出口；辦公用品銷售；水產品零售；養生保健服務(非醫療)；文具用品零售；體育用品及器材批發；計算機軟硬件及輔助設備零售；家用電器銷售；音響設備銷售；信息技術諮詢服務；數據處理和存儲支持服務；物業管理；廣告製作；廣告發佈；廣告設計、代理；文化場館管理服務；業務培訓(不含教育培訓、職業技能培訓等需取得許可的培訓)；旅客票務代理；遊樂園服務；停車場服務；互聯網銷售(除銷售需要許可的商品)。(除依法須經批准的項目外，憑營業執照依法自主開展經營活動)。

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## 企業管治報告

### COMMUNICATIONS WITH SHAREHOLDERS

The Company has placed emphasis on the communication with shareholders. Shareholders are provided with the operational circumstances of the Company and market developments through means of website, email and phone enquiries. The information of the Company is delivered to the shareholders by the following methods:

1. publishing annual reports, interim reports, annual and interim results announcements and other information disclosures on the websites of the Hong Kong Stock Exchange and the Company;
2. general meetings of the Company, which is also one of the effective channels to communicate with the shareholders;
3. strengthening communication of the Company with shareholders by the following means including:
  - (1) arranging designated staff to meet with shareholders and answer their enquiries;
  - (2) arranging on-site visit to the Company for shareholders to understand the operation and the latest development of the Company in a timely manner; and
  - (3) providing relevant financial and operation information on the Company's website in a timely manner.

Shareholders may express their views on matters affecting the Company through the communication strategy set out in the Shareholders' Communication Policy disclosed by the Company on the website of the Company. In order to seek and understand the opinions from shareholders and stakeholders, the Company communicates with shareholders and stakeholders through general meetings, irregular online and offline surveys and other means.

During the Reporting Period, the Company organized and held three general meetings, including two meetings attended in person by the shareholders' proxies. The Company has carried out more than 70 events for the purposes of research and exchange of views via online and offline means. The Board believes that the contents of the Shareholders' Communication Policy could effectively guide the Company in implementing and conducting shareholders' communication during the Reporting Period.

### 與股東的溝通

本公司一直注重與股東的溝通，並利用網站、電郵、電話等各種平台，向股東反饋本公司的經營情況和市場動態。本公司數據通過以下方式向股東傳達：

1. 在香港聯交所網站及本公司網站刊發年報、中報、年度及中期業績和其他信息披露；
2. 本公司的股東大會，也是與股東溝通的有效渠道之一；
3. 本公司不斷加強與股東的持續溝通，其中包括：
  - (1) 安排專門人員接待股東，解答他們提出的相關問題；
  - (2) 安排股東到本公司實地考察，便於他們及時了解本公司的經營狀況及最新動向；及
  - (3) 通過本公司網站及時提供有關財務及運營數據。

股東可通過本公司於本公司網站披露的《股東通訊政策》所載的通訊策略就影響本公司的各種事項發表意見。為徵求及理解股東和持份者的意見，本公司通過股東大會、不定期線上、線下調研等方式與股東和持份者進行交流。

於報告期內，本公司共組織召開三次股東大會，其中股東代理人親身到場出席會議次數為兩次。本公司通過線上線下方式開展調研交流活動逾七十場。董事會認為於報告期內，《股東通訊政策》內容有效指導本公司實施開展股東溝通工作。

# CORPORATE GOVERNANCE REPORT

## 企業管治報告

### SHAREHOLDERS' RIGHTS

In terms of protection of interests of shareholders of the Company, the Articles of Association stipulated that where the Company convenes a general meeting, shareholders who individually or collectively hold more than three (3) percent (inclusive of three (3) percent) of the total number of voting shares of the Company are entitled to make and submit an interim proposal to the Company in writing ten (10) days before the general meeting. The content of the interim proposal shall be within the scope of power of the general meeting and have clear issues and specific resolutions.

Shareholders or investors may inquire and give opinions to the Company in the following ways:

E-mail: mlkgdb@mlairport.com

Mailing address: Office of the Board, Office Building of Meilan International Airport, Meilan District, Haikou City, Hainan Province, China

For the year ended 31 December 2022, the Board did not receive any request from shareholders to convene an extraordinary general meeting.

### INVESTORS' RELATIONS

1. Details of the classes of the Company's shareholders and particulars on shareholding in aggregate are set out in the "Report from the Board" in this annual report;
2. As at 31 December 2022, 226,913,000 shares of H shares of the Company were held by the public; and
3. The Company has maintained close communications and cooperation with a professional financial public relations firm and established communication channels with the investors and fund managers, securities analyst and media. The Company publishes key operation information on a weekly and monthly basis and report the Company's latest development in relevant media and at the Company's website by means of press releases and announcements in a timely manner.

By order of the Board  
**Wang Hong**  
Chairman and President

Hainan Province, the PRC  
28 March 2023

### 股東權利

在保護本公司股東權利方面，《公司章程》規定，本公司召開股東大會，單獨或合計持有本公司有表決權的股份總數百分之三(3)以上(含百分之三(3))的股東，有權在股東大會召開十(10)日前以書面形式向本公司提出臨時提案並提交股東大會召集人，臨時提案的內容應當屬股東大會職權範圍，並有明確議題和具體決議事項。

股東或投資者可通過以下方式向本公司查詢及提出意見：

電郵：mlkgdb@mlairport.com

通信地址：中國海南省海口市美蘭區美蘭國際機場辦公樓董事會辦公室

截至二零二二年十二月三十一日止年度期間，董事會未接到任何股東要求召集股東特別大會的申請。

### 投資者關係

1. 本公司股東類別的詳情及總持股量詳細刊載於本年報的「董事會報告」中；
2. 於二零二二年十二月三十一日，本公司的公眾持股量為226,913,000股的H股；及
3. 本公司同專業的財經公關公司保持了密切聯繫和合作，並與投資者及基金經理、證券分析師和媒體建立了溝通與聯繫的渠道。本公司每周及每月及時公佈主要運營數據，並通過新聞稿及公告，在有關媒體及本公司網站適時發佈本公司最新的業務發展。

承董事會命  
**王宏**  
董事長兼總裁

中國海南省  
二零二三年三月二十八日

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### ABOUT THIS REPORT

This environmental, social and governance (“ESG”) Report (the “Report”) sets out the performance of Hainan Meilan International Airport Company Limited and its subsidiaries on the environmental and social issues in relation to the sustainable development. The Report enables major stakeholders to have a better understanding of the philosophy, measures and related achievements in relation to the sustainable development of the Company. The Report should be read in conjunction with the section headed “Corporate Governance Report” in the 2022 Annual Report of Hainan Meilan International Airport Company Limited in order to have a full understanding on the Group’s relevant performance.

### Reporting Period

The content and data of the Report covers the period from 1 January to 31 December 2022 (the “Reporting Period”).

### Release Cycle

The Report is an annual report. The previous report was released in April 2022.

### Reporting Scope

Unless otherwise stated, the contents of the Report cover Hainan Meilan International Airport Company Limited and its subsidiaries. In the Report, the “Group” shall refer to “Hainan Meilan International Airport Company Limited and its subsidiaries. “Meilan Airport” or the “Company” shall refer to “Hainan Meilan International Airport Company Limited”.

### Basis of Preparation

The Report was prepared in accordance with the Environmental, Social and Governance Reporting Guide (the latest edition) (the “ESG Reporting Guide”) under Appendix 27 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) issued by The Stock Exchange of Hong Kong Limited (the “Hong Kong Stock Exchange”). The contents of the Report were determined and disclosed in accordance with the principles of materiality, quantitative, balance and consistency, and complied with the “comply or explain” provisions set out in the ESG Reporting Guide. When measuring materiality, the Group identified issues relevant to the development of the Company and focused by stakeholders, and made disclosures according to their relative materiality. Unless otherwise stated in the relevant sections, the disclosure statistics or key performance indicators used are generally consistent with those of prior years. The ESG management policies, strategies, relevant importance and goals of the Group during the Reporting Period will be disclosed in the Report.

### Procedures of Preparation

- (1) Project Initiation: to set up a working group to clarify the purpose of reporting and information scope;
- (2) Analysis of Substantive Issues: to collect and analyze internal and external information to determine substantive issues;
- (3) Preparation and Design of the Report: to determine the framework of the report and prepare the first draft of the report;
- (4) Review and Publication of the Report: to consult the Board and various departments of the Company, improve the contents of the report and publish the report through the website of the Company and other channels.

### 關於本報告

本環境、社會及管治(「ESG」)報告(「本報告」)闡述了本年度海南美蘭國際空港股份有限公司及其附屬公司在可持續發展方面環境及社會議題上的績效表現。通過本報告，各主要利益相關方能夠更好地了解本公司可持續發展的理念、措施及相關成果。本報告應與《海南美蘭國際空港股份有限公司二零二二年報》「企業管治報告」章節一併閱覽，以便全面了解本集團的相關表現。

### 時間範圍

本報告的內容及數據涵蓋二零二二年一月一日至十二月三十一日(「報告期」)。

### 發佈週期

本報告為年度報告，上一期報告已於二零二二年四月份發佈。

### 報告範圍

如無另行說明，本報告的組織範圍為海南美蘭國際空港股份有限公司及其附屬公司，本報告中，「本集團」指代「海南美蘭國際空港股份有限公司及其附屬公司」。「美蘭機場」和「本公司」指代「海南美蘭國際空港股份有限公司」。

### 編製依據

本報告按照香港聯合交易所有限公司(「香港聯交所」)發佈的《香港聯交所證券上市規則》(「上市規則」)附錄二十七《環境、社會及管治報告指引》(最新版)(「ESG報告指引」)編製。本報告以重要性、量化性、平衡性和一致性原則對本報告的內容進行界定和披露，遵守《ESG報告指引》所載「不遵守就解釋」條文。衡量重要性時，本集團識別了與公司發展相關及利益相關方關注的議題，並按其相對重要性作出披露。除相關部分另有說明外，所使用的披露統計方法或關鍵績效指標與往年基本一致。本集團報告期內的環境、社會及管治管理方針、策略、相關重要性及目標將在本報告的各章節作出披露。

### 編製流程

- (1) 項目啟動：成立工作小組，明確報告目的及信息範圍；
- (2) 實質性議題分析：收集分析內外部資料，確定實質性議題；
- (3) 報告編寫及設計：確定報告框架並編寫完成報告初稿；
- (4) 報告審核及發佈：徵詢董事會及本公司各部門意見，完善報告內容並於本公司網站等渠道發佈。



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### Form of Publication

The Report is published in two language versions, i.e. Traditional Chinese and English. If there is any inconsistency between the two versions, the Traditional Chinese version shall prevail. You are welcome to access the Report in the PDF format through the Company's website at [www.mlairport.com](http://www.mlairport.com) and Hong Kong Stock Exchange's HKEx news website at <https://www.hkexnews.hk/>.

### Data Source

The data disclosed in the Report is mainly derived from the Group's official documents and related statistics.

### Reliability Statement

The Report is published after being reviewed and approved by the Board. The information disclosed in the Report is true, reliable and timely, and there is no false record, misleading statement or material omission in the Report.

### Feedback

If you have any comments on the ESG work of the Group, please contact the Company in the following way:

Email: [mlkgdb@mlairport.com](mailto:mlkgdb@mlairport.com)

### 報告發佈形式

本報告以繁體中文及英文兩個語言版本進行發佈。若在內容理解上存在差異，請以繁體中文版本為準。閣下可在本公司網站主頁 ([www.mlairport.com](http://www.mlairport.com)) 以及香港聯交所披露易網站 (<https://www.hkexnews.hk/>) 獲取本報告的PDF版本。

### 數據來源

本報告所披露的數據主要來源於本集團官方文件及相關統計。

### 可靠性聲明

本報告經董事會審閱及批准後發佈，信息披露真實、可靠且及時，內容不存在任何虛假記載、誤導性陳述或重大遺漏。

### 意見反饋

如閣下對本集團的ESG工作有任何意見，歡迎通過以下方式與本公司聯繫：

電郵：[mlkgdb@mlairport.com](mailto:mlkgdb@mlairport.com)



### Special Topic 專題

**Further focusing on the principal aviation business to serve the development of Hainan Free Trade Port**  
深耕航空主業 服務海南自貿港建設

The Company issued H shares and was successfully listed on the Main Board of the Hong Kong Stock Exchange on 18 November 2002, becoming the first enterprise in Hainan Province and the second domestic airport company in mainland listed in Hong Kong.

We braved wind and rain and tided over the times. In 2022, Meilan Airport marked its 20th year of listing. Over the past two decades, Meilan Airport's total assets increased by about 6.38 times, its revenue increased by about 5.66 times, and its revenue from the non-aviation business showed constant increase.

二零零二年十一月十八日，本公司發行H股並在香港聯交所主板成功上市，成為海南省首家在香港上市的企業及全國第二家在香港上市的內地機場公司。

風雨砥礪，春華秋實。二零二二年，美蘭機場迎來上市的第二十年。上市二十年來，美蘭機場總資產增長約6.38倍，收入增長約5.66倍，非航業務收入節節攀升。

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### Company Profile

Meilan Airport is one of the important domestic trunk airports in China, and the first 4F airfield area airport in Hainan. The Phase II Expansion Project of Meilan Airport was officially put into operation on 2 December 2021. In 2022, Meilan Airport recorded 105,700 flights with passenger throughout of 11.1622 million and cargo and mail throughput of 124,400 tons, which ranked 15th in terms of the throughput in the PRC.

### 公司概況

美蘭機場是中國重要的國內幹線機場之一，為海南首個4F等級飛行區機場。美蘭機場二期擴建項目於二零二一年十二月二日正式投運，二零二二年，美蘭機場運送航班10.57萬架次，旅客1,116.22萬人次，貨郵吞吐量達到12.44萬噸。吞吐量排名位居全國第15位。



### Corporate Culture

**Positioning:** To build a regional aviation gateway hub facing the Pacific and Indian Oceans.

**Vision:** To become a new benchmark for international aviation hubs.

**Mission:** Based the positioning of Hainan Free Trade Port, we will build a safe, intelligent, dynamic and sustainable first-class airport, helping Hainan reach the world and the world approach Hainan.

### 企業文化

**定位：** 打造面向太平洋、印度洋的航空區域門戶樞紐。

**願景：** 成為國際航空樞紐的新標桿。

**使命：** 立足於海南自貿港定位，建設安全、智慧、活力、可持續的一流空港，讓海南走向世界、讓世界走進海南。



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### Focus on Main Responsibility and Principal Business to Build an Aviation Gateway Hub

The listing in Hong Kong injected vitality into Meilan Airport in its internationalization process. In March 2003, Hainan became the first pilot province in China to open the third, fourth and fifth freedom of the air, and in July of the same year, with the approval by the Civil Aviation Administration of China, the name of “Haikou Meilan Airport” was officially changed to “Haikou Meilan International Airport”. Adhering to the development strategy of “going global and welcoming in”, Meilan Airport advanced the steady growth of passenger throughput by hosting the forums for regional Asian route development, initiatively participating in development conferences for Asian routes and international routes and other meetings, and forming sister airports with Darwin Airport in Australia and Milan Airport in Italy.

Since its opening two decades ago, Meilan Airport’s annual passenger throughput increased from 5.59 million to 24.21 million at its peak, becoming one of the largest and busiest “20 million passenger throughput clubs” airports in China. The number of originating routes that it operates increased significantly from 129 in 1999 to 297 in 2019, and the number of navigable cities increased from 54 in 1999 to 149 in 2019. It basically constructed its routes layout featuring “as frequent as bus services in the first-tier cities, express routes service in the second-tier cities and reach-out service in the third- and forth-tier cities”. In 2018, its international route service covered all the 10 ASEAN countries, becoming the first airport in Hainan Province with international (regional) passenger throughput volume of over one million.

In recent years, capitalizing on the policy advantage of the Hainan Free Trade Port, Meilan Airport stepped up its efforts in developing international cargo aviation market. In 2021, it successively opened 10 international and regional cargo routes including Russia, Germany and France, hitting a record high. In August 2022, Meilan Airport became the first airport launching the cross-border e-commerce “9610” business in Hainan Province, empowering cross-border e-commerce enterprises to achieve “domestic goods going global” and building a “new bridge in the air” for overseas logistics in the Hainan free trade port.

At the same time, with Meilan Airport Phase II Expansion Project being officially put into operation on 2 December 2021, Meilan Airport ushered in the era of “dual terminals, dual runways” development.

### 聚焦主責主業，打造航空門戶樞紐

在香港上市為美蘭機場注入了國際化活力。二零零三年三月，海南成為全國首個開放第三、四、五航權的試點省份，同年七月，經中國民用航空總局批准，「海口美蘭機場」正式更名為「海口美蘭國際機場」。本著「走出去，請進來」的發展策略，美蘭機場通過舉辦區域亞洲航線發展論壇，積極參加亞洲航線、世界航線發展大會等會議，與澳洲達爾文機場、意大利米蘭機場結為友好機場等形式，促進旅客吞吐量穩步增長。

通航二十年來，美蘭機場年旅客吞吐量由559萬人次增長到高峰期的2,421萬人次，成功躋身「2,000萬級俱樂部」的全國大型繁忙機場行列；運營始發航線從一九九九年的129條大幅增加至二零一九年的297條，通航城市由一九九九年的54個增長至二零一九年的149個，基本構建出「一線城市公交化，二線城市快線化，三四線城市通達性」的航線佈局；國際航線市場於二零一八年實現東盟十國全覆蓋，成為海南省首個國際（地區）旅客吞吐量突破百萬人次的機場。

近年來，美蘭機場發揮海南自貿港政策優勢，發力國際貨運航空市場，二零二一年先後開通俄羅斯、德國、法國等10條國際及地區貨運航線，創歷史新高。二零二二年八月，美蘭機場成為海南省首家開通跨境電商「9610」業務的機場，為廣大跨境電商企業實現「國貨出海」，搭建海南自貿港海外物流「空中新橋樑」。

同時，美蘭機場二期擴建項目於二零二一年十二月二日正式投入運營，自此美蘭機場跨入「雙航站樓，雙跑道」發展時代。



Meilan Airport Phase II Expansion Project commenced operation  
美蘭機場二期投入運營



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### Benchmark First-class Airports and Continuously Improve Quality Services

In order to rapidly improve the service quality, Meilan Airport introduced the Airport Council International (ACI) Airport Service Quality (ASQ) service quality evaluation project and SKYTRAX evaluation mechanism, acquired advanced service concepts and leading service standards, continuously improved infrastructure and accelerated the pace of integration with the international peers to provide excellent travel experience for global travelers.

In April 2017, Meilan Airport was awarded “SKYTRAX Five-Star Airport”, which is the eighth airport in the world and the first airport in China (excluding Hong Kong, Macao and Taiwan) to achieve the title, and has maintained the title since 2017. The Company has been successively granted heavyweight awards in the industry, such as ACI “Best Asia-Pacific Airport Award (15-25 million passengers category)” for many years, and its service quality has been recognized by passengers and professional accreditation bodies. The Company has achieved a virtuous cycle of mutual promotion, mutual achievement and continuous improvement in terms of brand creation and service quality.

### Share the Development Fruits and Join Hands to Create a Better Society

Meilan Airport regards serving economic and social development as its utmost social responsibility. The Company joined hands with the China Duty Free Group (中國中免集團) to build the largest airport offshore duty-free business area in Meilan Airport Terminal 2, and introduce various brands and businesses, thus creating favorable conditions for further releasing the benefits of Hainan’s offshore duty-free policy and building an international tourism and consumption center. The Company established a long-term mechanism to help revitalize the rural areas and effectively consolidate the poverty alleviation achievements. During the Reporting Period, Meilan Airport successfully completed the transport guarantee for major events such as Spring Festival travel rush, Boao Forum for Asia and China International Consumer Products Expo, and shouldered the social responsibility as an aviation hub in Hainan Free Trade Port.

### 對標一流機場，持續提升品質服務

為快速提升服務品質，美蘭機場引入國際機場協會 (Airport Council International, ACI) ASQ (Airport Service Quality, 機場服務質量) 服務質量測評項目與 SKYTRAX 評審機制，學習先進的服務理念和領先的服務標準，不斷改進基礎設施，加快與國際接軌步伐，為全球旅客提供卓越旅行體驗。

二零一七年四月，美蘭機場榮膺全球第八家、國內首家(除港澳台地區)「SKYTRAX五星級機場」，並自二零一七年至今持續保持「SKYTRAX五星級機場」稱號，連續多年獲評ACI「亞太區最佳機場(1,500-2,500萬規模組)」等行業重量級獎項，服務品質獲得旅客及專業評審機構的認可，實現了品牌創建與服務品質互相促進、彼此成就、持續提升的良性循環。

### 共享發展成果，攜手共創美好社會

美蘭機場將服務經濟社會發展作為最大的社會責任。聯手中國中免集團，在美蘭機場T2航站樓內打造全國最大的機場離島免稅商業區，引進眾多品牌商家，為海南離島免稅政策利好進一步釋放和打造國際旅遊消費中心創造有利條件。建立長效幫扶機制，助力鄉村振興，有效鞏固脫貧攻堅成果。報告期內，美蘭機場順利完成民航春運、博鰲亞洲論壇、中國國際消費品博覽會等重大活動航運保障，勇擔海南自貿港航空樞紐社會責任。



Duty-free shops at Meilan Airport was becoming bustlingly popular  
美蘭機場免稅店人氣「爆棚」



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### Implement Green Development and Help Achieve the “Carbon Peak And Carbon Neutrality” Goal

Meilan Airport has made many achievements in building a green airport. Since the “13th Five-Year” Plan, Meilan Airport made a total investment of about RMB130 million in energy conservation and emission reduction projects. Through more than 10 energy-saving and emission reduction projects, such as reclaimed water reuse, bridge-borne equipment and ground energy equipment replacing aircraft Auxiliary Power Unit (APU) and green Light LED (Light Emitting Diode) renovation, the Company reduced annual carbon dioxide emission by approximately 23,000 tons, and saved annual electricity consumption by more than 13,793,700 kWh, equivalent to 1,695 tons of standard coal. It conserved 942,200 tons of water, with an estimated annual energy reduction of approximately RMB11.6 million.

### 落實綠色發展，助力實現「雙碳」目標

美蘭機場在打造綠色機場方面取得諸多成果。「十三五」以來，美蘭機場節能減排項目總投資約人民幣1.3億元。通過中水回用、橋載設備及地面能源設備替代飛機APU(Auxiliary Power Unit，飛機的輔助動力裝置)、綠色照明LED(Light Emitting Diode)改造等10餘個節能改造項目，每年減少二氧化碳排放約2.3萬噸，實現年節約用電1,379.37多萬度，折合標準煤1,695噸。節水94.22萬噸，預估每年可節約能耗費用約人民幣1,160萬元。



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### Responsibility and Honors

### 責任榮譽

Table: Table of Honors (Partial) in 2022

表：二零二二年榮譽統計表(部分)

#### International level

##### 國際級

February 2022 二零二二年二月	"The Voice of the Customer" granted by ACI 榮獲ACI「旅客之聲」榮譽
March 2022 二零二二年三月	Terminal 2 of Meilan Airport was rated as "Five-star Airport" by SKYTRAX T2航站樓榮獲SKYTRAX「五星機場認證」
March 2022 二零二二年三月	"ASQ Best Airport in the Asia-Pacific Region (15-25 Million Passengers Group)" granted by ACI 榮獲ACI頒發的ASQ亞太區「最佳機場(1,500-2,500萬規模組)」
March 2022 二零二二年三月	"ASQ Best Airport in the Asia-Pacific Region for Hygiene Measures" granted by ACI 榮獲ACI頒發的ASQ亞太區「最佳衛生措施機場」
June 2022 二零二二年六月	"Best Regional Airport in China" and "Best Airport Staff" granted by SKYTRAX 榮獲SKYTRAX「中國區最佳區域機場獎」、「最佳機場員工獎」
September 2022 二零二二年九月	Gold Award, the Top 80 Reports in the Asia-Pacific, the Top 50 Chinese Reports and the Technical Achievement Award granted by the LACP Vision Awards 榮獲美國傳媒專業聯盟年報評選(LACP Vision Awards)頒發的金獎、亞太地區報告八十強、中文報告五十強與技術成就獎

#### National level

##### 國家級

April 2022 二零二二年四月	"2021 Advanced Collective for Major Civil Aviation Transportation Work" granted by the Civil Aviation Administration of China ("CAAC") 榮獲中國民用航空局(「民航局」)「二零二一年民航重大運輸工作先進集體」表彰
June 2022 二零二二年六月	Meilan Airport was awarded the title of "Excellent Airport in Service Quality (for airports with 10 million passengers or more)" in the 2021 Civil Airport Service Quality Evaluation Report jointly released by China Civil Airports Association, the China Academy of Civil Aviation Science and Technology and the China Civil Aviation Newspaper Agency 中國民用機場協會、中國民航科學技術研究院和中國民航報社共同發佈《二零二一年民用機場服務質量評價報告》，美蘭機場獲得1,000萬以上量級機場「服務質量優秀機場」稱號
July 2022 二零二二年七月	"ESG Competitiveness-Customer First" enterprise in the "2022 Golden Bee Corporate Social Responsibility-China List" 在「二零二二年金蜜蜂企業社會責任·中國榜」活動中獲評「ESG競爭力·客戶至上」企業

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### DEDICATED TO CORPORATE GOVERNANCE: COMMITMENT TO SUSTAINABLE DEVELOPMENT

Meilan Airport strengthens modern enterprise management, continuously improves governance efficiency, develops a social responsibility management system with sustainable development as the strategic goal, in order to consolidate the foundation of its development and enhance the Company's development and competitiveness with high-quality and responsible governance.

#### ESG Concept

Social responsibility management has become an important driving force for enterprises to achieve sustainable development. The Company attaches great importance to social responsibility management. By establishing a social responsibility management organization system, identifying and determining substantive issues, and integrating economic, social and environmental responsibilities into the organization's business activities, the social responsibility management level of the Company is further improved.

#### ESG Management

The Company has established a well-organized and well-coordinated social responsibility work organization system with well-defined assignments, which is a four-tier management composed of the Board of Directors, General Office, Brand Management Center and Social Responsibility Post. The Company sets up the ESG targets according to the nature of the industry and the condition of business operation. On the basis of defining the ESG strategy and development direction, the General Office guides the work in its implementation and performance evaluation, regularly reviews and makes decisions on the work goals, disclosures of reports and related major matters, and reports the progress of the work to the Board of Directors. The Board reviews the ESG report annually to understand the setting of targets for energy and water consumption, waste and emissions, and reviewed the achievement of the targets at the Board meeting for the current year. The Social Responsibility Post constantly advances the implementation of relevant projects in accordance with the annual work plan, and reports the progress of the work to the Board of Directors and the Company's management team on a regular basis, so that the social responsibility management level of the Company is further enhanced.

- Board of Directors: the highest decision-making body for social responsibility management, responsible for reviewing and approving the ESG report of the Company and assessing the annual ESG issues at the regular meetings.
- General Office: to ensure that the Company establishes an appropriate and effective social responsibility risk management system, conducts preliminary review of the ESG report and submits it to the Board for review.
- Brand Management Center: responsible for analyzing and identifying risks and opportunities related to social responsibility, establishing social responsibility management policies and implementation paths, and taking the lead in preparing ESG reports.

### 精心治理：永續發展的擔當者

美蘭機場加強現代企業管理，持續提升治理效能，以可持續發展為戰略目標，構建社會責任管理體系，夯實企業發展根基，以高質量責任治理增強公司的發展力和競爭力。

#### ESG理念

社會責任管理已經成為企業實現可持續發展的重要推動力。本公司注重社會責任管理，通過確立社會責任管理組織體系，識別並確定實質性議題，將經濟、社會和環境責任融入組織經營活動，使本公司的社會責任管理水平進一步提升。

#### ESG治理

本公司已形成有條不紊、協作配合、分工明確的社會責任工作組織體系。該體系為董事會、綜合辦公室、品牌管理中心、社會責任崗四級管理體系。本公司根據行業特性及業務運營情況制定ESG目標，在明確企業ESG戰略及發展方向的基礎之上，由綜合辦公室指導工作實施和績效評估，定期對工作目標、報告披露以及相關重大事項進行審議與決策，並向董事會匯報工作進展。董事會每年審閱ESG報告，瞭解能耗和水耗、廢棄物和排放物等目標的設定情況，並於本年度董事會上針對目標達成情況進行檢討。社會責任崗按照年度工作計劃持續推進相關專案的實施，並定期向董事會及本公司經營管理團隊匯報工作進展，使本公司的社會責任管理水平進一步提升。

- 董事會：是社會責任管理的最高決策機構，負責審議及批准本公司ESG報告，於定期會議上對年度ESG議題進行評估。
- 綜合辦公室：確保本公司設立合適及有效的社會責任風險管理系統，對ESG報告進行初審並提交董事會審議。
- 品牌管理中心：負責分析及識別的社會責任相關風險及機遇，建立社會責任管理方針政策及實施路徑，以及牽頭編製ESG報告。



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

- Social Responsibility Post: responsible for establishing social responsibility indicator systems and promoting the various departments implementing and improving social responsibility management, implementing the annual work in accordance with the social responsibility management goals, and participating in the preparation of the ESG report.
- 社會責任崗：負責建立社會責任指標體系並推進各部門實施、改進社會責任管理，根據社會責任管理目標落實年度工作內容，以及參與編製ESG報告。

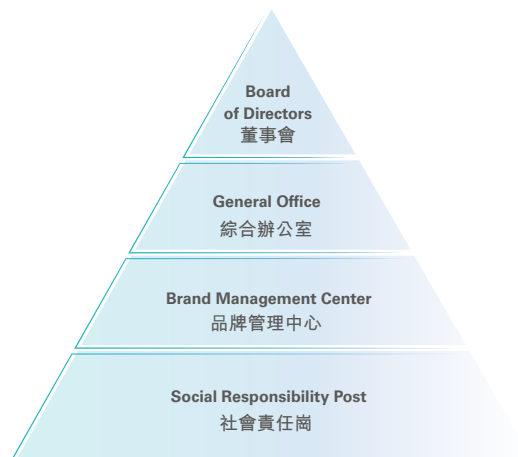


Chart: Social responsibility management system of the Company  
圖：本公司社會責任管理體系

### Risk Management

#### (I) Corporate governance structure

### 風險管理

#### (一) 公司治理架構

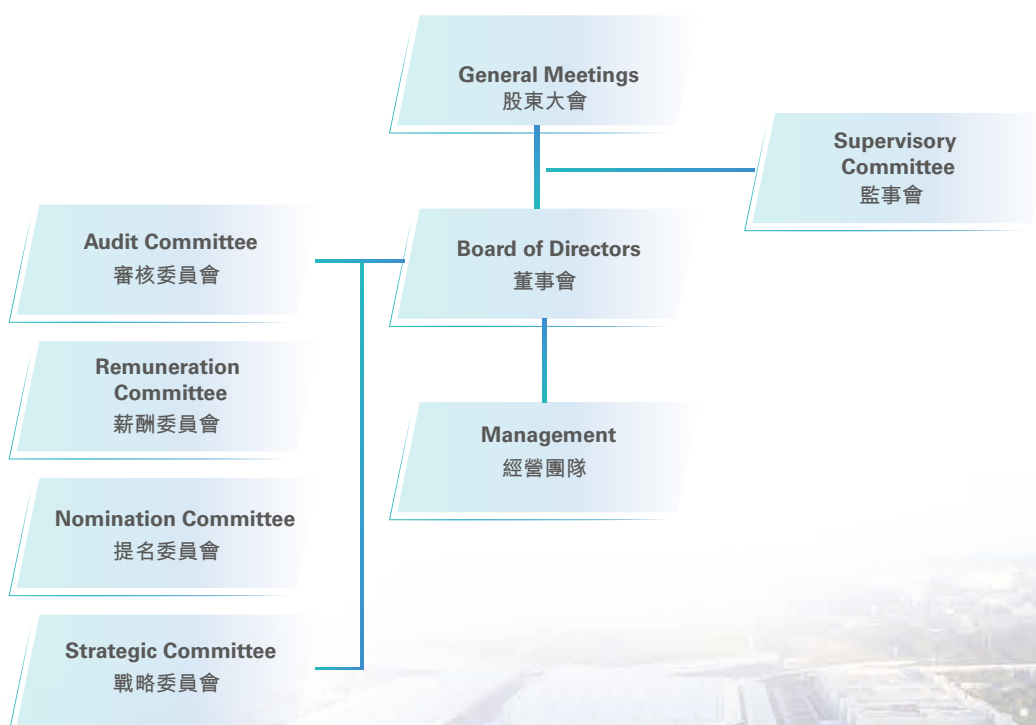


Chart: Corporate governance structure  
圖：公司治理架構

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

The Company conducts risk management of rights and responsibilities according to the top-down management requirements, continuously optimizes the corporate governance system, and forms a corporate governance mechanism covering the general meetings, the Board of Directors, the Supervisory Committee and the management team with statutory and transparent rights and responsibilities, coordinated operation and effective checks and balances. In 2022, the Company carried out the self-inspection special actions on corporate governance according to the revised Listing Rules, revised and adjusted the non-compliant contents, formulated a number of systems to meet the requirements of the Listing Rules, and further standardized the Company's operation.

### (II) Risk management and control system

The Company made great efforts to improve its compliance operation capability according to laws and regulations, strengthened risk control, improved compliance rules and regulations, created a compliance culture, and continuously improved its internal control system. In 2022, the Company put risk control in place, met the expected goal in terms of effect of control, and reached the standard in the annual system integration and optimization rate.

**Compliance review and supervision.** The Company carried out various business in a regulated manner, reviewed more than 1,000 documents on investment promotion, procurement and system throughout the year, and organized key business talents to provide compliance consultation and guidance to various departments, ensuring all work was carried out in compliance with laws and regulations, and no systematic compliance risks occurred throughout the year.

**Rules and systems improvement.** At the beginning of 2022, the Company organized various departments to review and revise the systems, and compiled 1,176 systems into four categories: continued use, proposed revision, proposed abolition and proposed addition. The Company has revised and issued 86 systems, forming a system supervision system with clear red line and bottom line for each system management.

**Compliance system construction.** In 2022, the Company revised and issued relevant management systems, such as Meilan Airport Management Decision-making Authority Table (《美蘭機場經營決策管理權限表》), Meilan Airport Contract Management Measures (《美蘭機場合同管理辦法》), and Business Notice on Strengthening Compliance Risk Management of Project Quality Assurance Issues (《關於加強工程項目質保問題合規風險管理的業務通告》), so as to consolidate the system management foundation.

**Compliance culture publicity.** During the year, the Company conducted two internal examination and approval system trainings to strengthen various departments' understanding of relevant systems and the change of compliance concepts, and to ensure the efficient and standardized deliberation of major issues. The Company conducted training on legal knowledge on the Epidemic prevention and control, as well as prevention of legal risk of accidental passenger injury, and pertinently raised employees' awareness of compliance starting from hot issues. The Company conducted six trainings on compliance culture for new employees, making ongoing publicity of compliance culture a new normal.

本公司按照自上而下的管理要求進行權責風險管理，持續優化公司治理體系，形成了股東大會、董事會、監事會和經營團隊權責法定、權責透明、協調運轉、有效制衡的公司治理機制。二零二二年，本公司根據修訂後上市規則，開展了上市公司治理專項行動自查工作，對存在偏離的內容進行修正調整，完成多項制度制定以滿足上市規則要求，進一步規範公司運作。

### (二) 風險管控體系

本公司着力於提升依法合規經營能力，加強風險管控，完善合規規章制度，打造合規文化，持續完善內控體系，二零二二年風險防控到位，管控效果達到預期目標，全年制度整合優化率合格達標。

**合規審核監督。**各項業務規範開展，全年審核招商採購及制度類文件1,000餘份，並組織業務骨幹對各部門進行合規諮詢指導，確保各項工作依法合規開展，全年未發生系統性合規風險。

**規章制度完善。**二零二二年初，本公司組織各部門開展制度梳理及修訂工作，按繼續使用、擬修訂、擬廢止、擬新增四類共梳理制度1,176項，已完成制度修訂下發86項，形成了各體系管理紅線、底線細化清晰的制度監管體系。

**合規體系建設。**二零二二年修訂並下發《美蘭機場經營決策管理權限表》《美蘭機場合同管理辦法》《關於加強工程項目質保問題合規風險管理的業務通告》等相關管理制度，夯實本體系制度管理基礎。

**合規文化宣貫。**本年度開展兩次內部審批制度相關的培訓宣貫，強化各部門對相關制度的理解及合規理念的轉變，保障重大事項審議的高效規範；開展了疫情防控法律知識培訓、旅客意外傷害法律風險防範培訓，從熱門問題切入，有針對性地提升員工合規工作意識；開展了6次新員工合規文化培訓，讓合規文化宣傳成為新常態。

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**Risk management and control research.** The Company conducted in-depth on-site inspection in front-line departments, carried out special investigation based on the difficult and painful problems of various business departments, and put forward measures such as reasonable improvement suggestions to strengthen risk management and control. The Company organized a total of 6 special investigations throughout the year, put forward 29 suggestions and followed up on rectifications.

**風險管控調研。**通過深入一線部門實地查看，結合各業務部門的難點痛點問題開展專項調研，提出合理化改進建議等措施，強化風險管控，全年共組織開展專項調研6次，提出建議29條並跟進整改落实。

## Integrity Construction

### (I) Integrity System Development

The Company abides by relevant laws and regulations, including but not limited to the laws and regulations on preventing bribery, extortion, fraud and money laundering such as Anti-Money Laundering Law of People's Republic of China (《中華人民共和國反洗黑錢法》), the Criminal Law of People's Republic of China (《中華人民共和國刑法》), the Prevention of Bribery Ordinance (Chapter 201 of the Laws of Hong Kong) and other relevant internal rules and regulations, and adopts a zero tolerance attitude towards all forms of bribery and corruption. The Company formulated the Integrity Management and Anti-corruption Policy Provisions of Hainan Meilan International Airport Co., Ltd. (Meilan Airport [2022] No.12), (《海南美蘭國際空港股份有限公司廉政管理及反貪污政策規定》(美蘭空港〔2022〕12號)) in order to establish a good image of the Company and its staff, promote all employees to practice integrity, standardize anti-corruption behavior and culture within the Company, and advocate integrity culture, so as to create a clean and corruption-free corporate ecological environment. The Discipline Inspection Office of the Company is responsible for supervising and managing bribery and other improper acts, taking active spot checks, and implementing corresponding management measures.

### (II) Fostering a corruption-free work style

The Company continued to carry out integrity publicity and education to enhance the awareness of directors and all managers and employees. During the Reporting Period, the Company, together with the legal advisors of the Company, organized training for Directors, including guidelines on directors' duties, the development of whistleblowing and anti-corruption policies. All the Directors of the Company have participated in the training by way of online self-study for a total of two courses, with a participation rate of 100%; and the Company organized party member managers and key business personnel in various departments to watch education video series entitled Anti-corruption at Your Side (《正風反腐就在身邊》). The Company compiled four issues of the Work Style Construction is Always on the Way – Party Constitution and Rules Learning and Education Series Materials (《作風建設永遠在路上 – 黨章黨規學習教育系列材料》) and distributed them to all departments for study, posted the "Ten Prohibitions on Integrity Practice of Project Managers" in the project office and the construction site and disclosed the integrity supervision reporting channels. The Company distributed to the new primary managers the series of "Party Discipline in My Heart", the 100 Prohibitions of CPC Party Member (《中共黨員的100條禁令》) and 39 Integrity Discipline Negative Lists (《39條廉潔紀律負面清單》), which were published by the Company's Discipline Inspection Commission. Through a combination of daily promotion and education, the Company fosters a clean working environment in the Company. In 2022, the Company received a total of 17 clues reporting, with no corruption litigation cases involved.

## 廉潔建設

### (一) 廉潔制度制定

本公司遵守相關法律法規，包括但不限於《中華人民共和國反洗黑錢法》《中華人民共和國刑法》《防止賄賂條例》(香港法例第201章)等有關防止賄賂、勒索、欺詐及洗黑錢的法律法規以及相關的內部規章制度，對一切形式的賄賂和貪污採取零容忍的態度，制定了《海南美蘭國際空港股份有限公司廉政管理及反貪污政策規定》(美蘭空港〔2022〕12號)，為樹立企業和員工隊伍的良好形象，促進全體員工誠信從業、規範公司內部反貪污行為，推崇廉潔文化，營造風清氣正的企業生態環境。本公司紀檢辦公室負責對賄賂等不正當行為進行監督管理及抽查，並實施相應管理措施。

### (二) 廉潔作風建設

本公司持續開展廉潔宣傳教育，提升董事及全體幹部員工廉潔意識。報告期內，本公司協同本公司法律顧問對董事組織開展相關培訓，其中包括董事職責、制定舉報及反貪污政策的相關指引，本公司全體董事均已通過線上自學的方式參與培訓，共計兩個課時，參訓率達100%；組織各部門黨員幹部及關鍵業務崗位人員觀看《正風反腐就在身邊》系列教育片；編寫4期《作風建設永遠在路上 – 黨章黨規學習教育系列材料》，下發各部門學習；在工程項目辦公場所及施工現場張貼「工程管理人員廉潔從業十不準」海報，公佈本公司廉政投訴監督渠道；為新任職中基層管理幹部下發公司紀委編印的「黨紀在我心」系列 – 《中共黨員的100條禁令》《39條廉潔紀律負面清單》。以日常宣傳教育相結合，在公司上下打造風清氣正的良好工作環境。二零二二年，累計收到線索舉報17條，未涉及貪污腐敗訴訟案件。

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告



Fostering a corruption-free work style  
開展廉潔作風建設活動

### (III) Integrity reporting procedures

In order to establish a good image of the Company and staff, promote the integrity of all employees, standardize the complaint reporting work, strengthen supervision and safeguard the legitimate rights and interests of whistleblowers, the Company has formulated the Interim Provisions on the Work System and Working Procedures for Complaint Reporting of Hainan Meilan International Airport Co., Ltd. (Meilan Airport [2022] No.13) (《海南美蘭國際空港股份有限公司信訪投訴舉報工作制度及工作程序暫行規定》(美蘭空港〔2022〕13號)) in accordance with relevant national laws and regulations, with reference to the Listing Rules and in light of actual situation of the Company, which standardized the reporting channels of general complaint and reporting channels of the Audit Committee under the Board of Directors and the reporting and follow-up system, and improved the integrity reporting procedures.

#### **General complaint reporting channels**

Reporting address: C302 Discipline Inspection Office, Building 4, Meilan International Airport, Haikou City, Hainan Province  
Weekday reporting telephone number: +86 898 69966110  
24-hour reporting Email: mljj@hnaport.com

#### **Reporting channels to the Audit Committee under the Board of Directors as required by the Listing Rules**

All employees and other stakeholders (such as business partners, customers or suppliers involving dealings with the Company) who may be affected by the employees' misconduct may raise any concerns about the Company's misconducts to the Audit Committee by submitting information to the Office of the Board of Directors (secretly or anonymously).

E-mail: mlkgdb@mlairport.com  
Address: Office of the Board of Directors, Meilan International Airport Office Building, Meilan District, Haikou City, Hainan Province  
Postal Code: 571126

### (三) 廉潔舉報程序

為樹立企業和員工隊伍的良好形象，促進公司全體員工誠信從業，規範信訪投訴舉報工作，加大監督力度，維護投訴舉報人合法權益，本公司根據國家相關法律法規，結合上市規則及本公司實際情況，制定《海南美蘭國際空港股份有限公司信訪投訴舉報工作制度及工作程序暫行規定》(美蘭空港〔2022〕13號)，規範了一般信訪投訴舉報渠道和董事會審核委員會舉報渠道以及舉報回訪制度，完善了廉潔舉報程序。

#### **一般信訪投訴舉報渠道**

舉報地址：海南省海口市美蘭國際機場4號樓C302紀檢辦公室  
工作日舉報電話：+86 898 69966110  
24小時舉報電子郵件：mljj@hnaport.com

#### **基於上市規則要求向董事會審核委員會舉報渠道**

本公司全體員工及可能受本公司員工不當行為影響的其他利益相關方(例如與本公司有往來的商業夥伴、客戶或供應商等)，可通過向本公司董事會辦公室提交信息的方式(暗中或以不具名方式)以向審核委員會提出其任何可能關於本公司不當事宜的關注。

電子郵件：mlkgdb@mlairport.com  
聯繫地址：海南省海口市美蘭區美蘭國際機場辦公樓董事會辦公室  
郵政編碼：571126



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### **System for responding to complaints and reports**

After handling real-name letters, visits and calls, the department shall promptly report the investigation and treatment to the complainant in person. If it is not possible to report back in person, it shall report back in written form. After an anonymous report case is settled, the Company can choose the appropriate target and occasion to give feedback according to the impact of the problem reflected. The feedback should be clear and logical.

### **信訪投訴舉報回訪制度**

凡署實名的來信、來訪、來電舉報，辦結後應及時將調查處理情況向投訴舉報人當面反饋，不能當面反饋的，以書面形式反饋。匿名舉報件辦結後，可根據所反映的問題造成的影響大小，選擇適當的對象和場合進行反饋。反饋時做到態度明朗，邏輯嚴密。

### **Stakeholder Engagement**

In order to further understand the expectations and needs of stakeholders and improve the pertinence and responsiveness of this Report, the Company has deeply analyzed the macro policy-oriented trends of sustainable development at home and abroad based on its own development strategy, business policies and stakeholders' expectations and needs, and has identified and screened out the substantive issues that both the Company and stakeholders are concerned about and focused on the needs of market entities and the relevant characteristics of the aviation industry with reference to the ESG Reporting Guide. According to the matrix of substantive issues, the Company has focused on the disclosure of information on the identified substantive issues as a direction for improving social management.

### **利益相關方參與**

為了進一步了解利益相關方的期望與需求，提高本報告的針對性和回應性，本公司深入分析國內外可持續發展的宏觀政策導向趨勢，以自身發展戰略、經營方針及利益相關方期望與需求為基礎，聚焦市場主體需求，圍繞航空業相關特徵，參照《ESG報告指引》，識別並篩選出本公司和利益相關方都關注的實質性議題，根據實質性議題矩陣，重點圍繞識別出的實質性議題進行報告信息披露，並以此作為社會管理的改進方向。

In formulating its operational strategy and ESG measures, the Company takes into account the expectations of stakeholders. In order to understand and address stakeholders' concerns, the Company has established an effective communication and feedback mechanism with stakeholders (including but not limited to employees, governments, investors, customers and suppliers) through different channels (such as conferences, electronic platforms and interviews, etc.).

在制定營運策略以及ESG措施時，本公司會考慮利益相關方的期望。為了解及解決利益相關方關注事項，本公司通過不同渠道(如會議、電子平台及訪談等)與利益相關方(包括但不限於僱員、政府、投資者、客戶及供應商等)建立有效的溝通反饋機制。



Meilan Airport actively connects with stakeholders such as provincial and municipal government agencies and core customers  
美蘭機場積極對接各級省市政府單位、核心客戶等利益相關方

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

The management and employees of the Company responsible for major functions are involved in the preparation of ESG reports to assist the Company in reviewing its operations and identifying key ESG issues, and assessing the importance of these matters to the Company's business and stakeholders. The Company has compiled a list based on the identified substantive ESG issues and collected information from the relevant departments and business units of the Company.

本公司負責各主要職能的管理層與僱員均有參與編製ESG報告，協助本公司檢討其運作情況及識別主要ESG事項，並評估相關事項對本公司業務以及利益相關方的重要性。本公司根據已識別的重大ESG事項編製清單，向本公司相關部門及業務單位收集資料。

Stakeholders 利益相關方	Expectations and Demands 期望與要求	Response of the Company 本公司的回應
<b>Government</b> 政府	<ul style="list-style-type: none"> <li>Implementation of national policies and strategies</li> <li>Operation in compliance with laws and regulations</li> </ul>	<ul style="list-style-type: none"> <li>Promote targeted poverty alleviation</li> <li>Payment of taxes according to law</li> <li>Operation by laws, eradication of corruption and bribery</li> </ul>
<b>Investors</b> 投資者	<ul style="list-style-type: none"> <li>Corporate governance improvement</li> <li>Enhancement of risk management and control</li> </ul>	<ul style="list-style-type: none"> <li>Corporate governance structure improvement</li> <li>Disclosure of the Company's information on a regular basis</li> </ul>
<b>Passengers</b> 旅客	<ul style="list-style-type: none"> <li>Service quality improvement</li> <li>Legal rights protection</li> </ul>	<ul style="list-style-type: none"> <li>Provision of the best passenger services</li> <li>Proper handling of customer complaints</li> <li>Customer privacy protection</li> </ul>
<b>Suppliers</b> 供應商	<ul style="list-style-type: none"> <li>Win-win cooperation</li> <li>Justice and equity</li> </ul>	<ul style="list-style-type: none"> <li>Fair, just and open supplier selection</li> <li>Improvement of supplier management process</li> <li>Provide training</li> </ul>

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

Stakeholders 利益相關方	Expectations and Demands 期望與要求	Response of the Company 本公司的回應
<b>Employees</b>	<ul style="list-style-type: none"> <li>Protect Rights and Interests of Employees</li> <li>Perfect career development path</li> <li>Health and safety</li> <li>Work-life balance</li> </ul>	<ul style="list-style-type: none"> <li>Improvement of human resource management system</li> <li>Implementation of the work for employees' occupational health and safety</li> <li>Construction of a talent training system</li> <li>Care for female employees and employees with difficulties</li> </ul>
員工	<ul style="list-style-type: none"> <li>保障員工權益</li> <li>完善的職業發展道路</li> <li>健康與安全</li> <li>工作與生活平衡</li> </ul>	<ul style="list-style-type: none"> <li>健全人力資源管理體系</li> <li>落實員工職業健康安全工作</li> <li>構建人才培訓體系</li> <li>關愛女性員工、生活困難員工</li> </ul>
<b>Environment</b>	<ul style="list-style-type: none"> <li>Ecological environmental protection</li> <li>Resources consumption reduction</li> </ul>	<ul style="list-style-type: none"> <li>Introduction of energy-saving and environmental protection technology</li> <li>Carbon footprint management</li> </ul>
環境	<ul style="list-style-type: none"> <li>保護生態環境</li> <li>減少資源消耗</li> </ul>	<ul style="list-style-type: none"> <li>節能環保技術引入</li> <li>碳足跡管理</li> </ul>
<b>Community</b>	<ul style="list-style-type: none"> <li>Support community development</li> <li>Volunteer service</li> </ul>	<ul style="list-style-type: none"> <li>One-on-one assistance</li> <li>Volunteer activities</li> </ul>
社區	<ul style="list-style-type: none"> <li>支持社區發展</li> <li>志願者服務</li> </ul>	<ul style="list-style-type: none"> <li>結對幫扶</li> <li>志願者活動</li> </ul>

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### SEEKING INNOVATION: PROMOTER OF SMART AIRPORTS

2022 is the “year of transformation” in the construction and management of smart airport. The Company firmly grasped the key opportunities of development and construction. Through the introduction of 5G, big data, cloud computing, Internet of Things, artificial intelligence and other advanced technologies and cutting-edge technologies, the Company accelerated the pace of smart airport construction, and improved the integrated comprehensive service level of Meilan Airport as the gateway of Hainan Free Trade Port.

#### Strengthening Innovation-driven Leadership

The Company attaches importance to strengthening innovation-driven leadership, increasing investment in scientific and technological innovation and cultivation of scientific research projects, and vigorously introducing core talents. Focusing on strengthening project architecture design, independent research and development of small and medium-sized systems, innovation and data governance planning, self-management of core business, security and internal control management improvement, etc., we restructured our organization and recruited professionals to strengthen our innovation-driven leadership capabilities. Through innovative test projects, the pilot of new technology application was strengthened, and a total of 4 projects were launched, which solved the information needs of CAAC such as the “safety whistleblower” action information management, the intelligent identification and control of “two-illegal” personnel (i.e. illegal solicitation and illegal passenger carrying), and the WeChat mini program of the employee service platform. In 2022, the total investment in scientific and technological innovation amounted to RMB52,924,700, and 9 new projects were established.

#### Improving Infrastructure

**Full coverage of 5G networks.** Meilan Airport has carried out strategic cooperation with the three major network operators on a new 5G smart airport, combining 5G technology with cutting-edge technologies such as the Internet of Things, cloud computing, big data, and VR. Both Terminal 1 and Terminal 2 of Meilan Airport have achieved 5G network coverage, effectively improving the service quality and safety management.

**Self-service customs clearance.** Equipped with 41 self-service check-in machines (12 of which have already been in use), 5 sets of self-service baggage check-in machines, 15 self-service gates for pre-security inspection, 10 self-service security gates, 2 millimeter-wave security gates, and 2 sets of intelligent basket return systems, Terminal 2 of Meilan Airport has realized the whole process of self-service check-in. In addition, four advanced baggage sorting systems have been built, and the baggage sorting speed can reach 4,000 pieces per hour, and it only takes 5 minutes for passengers’ baggage to arrive at the chute from check-in.

### 新益求新：智慧機場的推動者

二零二二年是智慧機場建設和管理的「轉變年」，本公司緊緊抓住發展建設關鍵機遇，通過引入5G、大數據、雲計算、物聯網、人工智能等先進技術和前沿科技，加快智慧機場建設步伐，提升美蘭機場作為海南自貿港門戶一體化綜合服務能級。

#### 加強創新驅動引領

本公司重視加強創新驅動引領，加大科技創新投入和科研項目培育力度，大力引進核心人才。圍繞強化項目架構設計、中小型系統自主研發、創新與數據治理規劃、核心業務自管、安全與內控管理提升等幾個方面能力提升，重構組織架構，招聘專業人才，加強創新驅動引領能力。通過創新測試項目方式加強新技術應用試點，共上線4個項目，解決了民航局「安全吹哨人」行動信息化管理、「兩非」人員（即非法拉客、非法載客）智能化識別管控、員工服務平台微信小程序等信息化需求。二零二二年，科技創新投入總計人民幣5,292.47萬元，年度新立項目9項。

#### 完善基礎設施建設

**5G網絡全覆蓋。**美蘭機場與三大網絡運營商開展新型5G智慧機場戰略合作，將5G技術與物聯網、雲計算、大數據、VR等前沿技術相結合。美蘭機場T1航站樓、T2航站樓均已實現5G網絡覆蓋，有效提升服務質量與安全管理。

**自助通關。**美蘭機場T2航站樓實現了全流程自助通關，配備41台自助值機設備（已啓用12台）、5套自助行李托運設備、15台預安檢自助開機、10台自助安檢開機、2台毫米波安檢門、2套智能回筐系統。另外，還建設了4條先進的行李分揀系統，行李分揀速度每小時可達到4,000件，旅客的行李從辦理完值機至到達滑槽只需5分鐘。



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告



Self-service customs clearance equipment  
自助通關設備

**Full process tracking service for baggage.** The baggage tracking system of Meilan Airport was officially put into trial operation on 25 June 2022, realizing the real-time transmission of baggage data to the CAAC. Up to now, the system equipment is running well, and the basic node identification rate has reached more than 99.4%, which meets the requirements of more than 90% of the CAAC identification rate.

**行李全流程跟蹤服務。**美蘭機場行李全流程跟蹤系統於二零二二年六月二十五日正式上線試運行，實現了行李數據對民航局的實時回傳。截至目前，系統設備運行良好，基本節點識別率達到99.4%以上，滿足民航局識別率90%以上的要求。



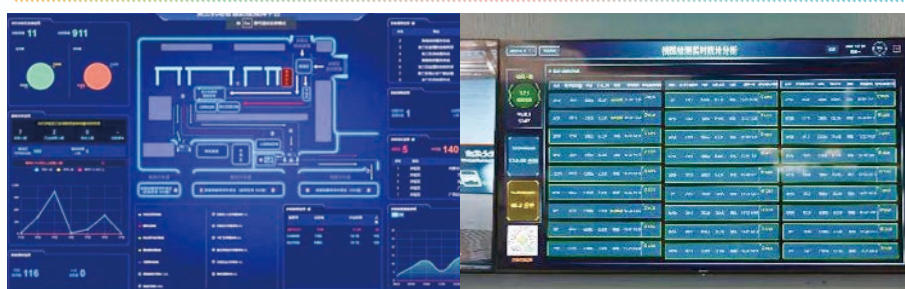
Self-service baggage check-in machines  
自助行李托運設備

**Smart epidemic prevention.** Meilan Airport introduced “big data + artificial intelligence technology” to build a smart epidemic prevention system, and combined with its big data to create a passenger intelligent inspection system. Passengers and employees can use artificial intelligence technologies such as face recognition and AI to verify identity and epidemic prevention information while wearing masks. In 2022, Meilan Airport deployed a total of 8 AI verification devices in Terminal 1 and Terminal 2, greatly improving the safety, accuracy and efficiency of verification.

**智慧防疫。**美蘭機場引入「大數據+人工智能技術」，建設智慧防疫系統。結合美蘭機場大數據，打造旅客智慧查驗系統。旅客及員工可在佩戴口罩的情況下，通過人臉識別、AI等人工智能技術，實現身份及防疫信息的查驗。二零二二年，美蘭機場在T1航站樓和T2航站樓共部署了8台AI驗證設備，極大地提升核驗的安全性、準確性及通行效率。

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告



Smart epidemic prevention command platform  
智慧防疫指揮平台

**Smart parking and trolley system.** Meilan Airport has set up 3,441 mechanical parking lots in the parking building of Terminal 2, including 297 charging parking lots, and is equipped with intelligent parking management system with parking guidance, reverse car search and other functions (such as plate identification, vehicle guidance, etc.), which can provide passengers with more convenient and humanized parking services. At the same time, Meilan Airport has introduced nearly 500 uGO smart trolleys in Terminal 2, integrating flight reminders, indoor navigation, film and television information, mobile charging, destination strategy and other functions, which is lighter than traditional trolleys and has a more technological shape, providing solutions for passengers' flight waiting needs.

**智能停車推車系統。**美蘭機場在T2停車樓設置3,441個機動停車位，包含297個充電車位，並配有泊車引導、反向尋車等功能的智能停車管理系統，具備車牌識別、車輛引導等功能，可為旅客提供更加便捷、人性化的停車服務。同時，美蘭機場在T2航站樓引進了近500輛uGO智能手推車，集航班提醒、室內導航、影視資訊、移動充電、目的地攻略等功能於一體，較之傳統手推車更輕便，造型更具科技感，解決旅客的航旅候機需求。



Smart parking and trolley system of Meilan Airport  
美蘭機場智能停車推車系統

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告



### Case 案例

#### Smart epidemic prevention turnstiles assist passengers with self-service customs clearance 智慧防疫閘機助旅客自助通關

On 27 May 2022, the smart epidemic prevention turnstiles at Gate 4 of the departure hall on the 2nd floor of Terminal 1 and Gate 5 of the departure hall on the 3rd floor of Terminal 2 of Meilan Airport were officially put into testing. Passengers can use their ID cards to realize the comparison of face and ID card, temperature measurement and check of health code and other epidemic prevention data when passing through the turnstiles. When all the inspection data of passengers meet the requirements, the gate door will automatically open, passengers can achieve self-service contactless passage. If a passenger's check information is suspicious or does not meet the requirements, the passenger can conduct the information review through the reserved manual channel.

二零二二年五月二十七日，美蘭機場T1航站樓2層出發廳4號門及T2航站樓3層出發廳5號門的智慧防疫閘機正式投入測試，旅客可使用身份證在通過閘機時實現人臉與身份證的比對、測溫以及健康碼等防疫數據的查驗，當旅客所有查驗數據都符合要求時則閘機門自動開啓，旅客可實現自助式無接觸通行；如旅客查驗信息存疑或不符合要求，旅客可通過預留的人工通道進行信息覆核。



Smart epidemic prevention turnstiles  
智慧防疫閘機

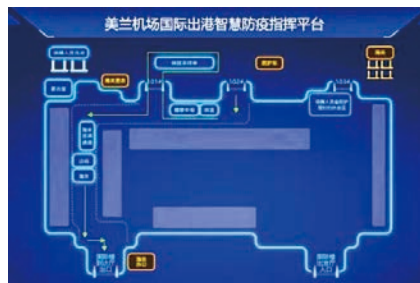


### Case 案例

#### Meilan Airport international port of entry and exit smart epidemic prevention command platform 美蘭機場國際進出港智慧防疫指揮平台

In order to gain a comprehensive insight into the on-site operation support and epidemic prevention and control, Meilan Airport has established international port of entry and exit epidemic prevention command platform. Staffs can use such platform to obtain real-time information on inbound and outbound flight data, passenger traffic efficiency, landing nucleic acid testing progress and special passenger handling status etc. So that the instructions of the comprehensive background study and judgement are accurately pushed to the support site, realizing the integration of on-site and background command and handling.

為全面洞察現場運行保障及疫情防控指揮聯動處置工作，美蘭機場建立了國際進出港防疫指揮平台，工作人員可藉助此平台，實時獲取進出港航班數據、旅客通行效率、落地核酸檢測進程、特殊旅客處置情況等信息，從而將後台綜合研判的處置指令精準推送到保障現場，真正實現現場和後台指揮處置一體化。



Smart epidemic prevention command platform  
智慧防疫指揮平台



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### QUALITY IMPROVEMENT: QUALITY AIRPORT BUILDER

Adhering to the commitment of “Warm Meilan • A Perfect Ten” (星馨美蘭 • 十全十美) to serve customers, the Group always keeps in mind that “safety is the lifeline of the civil aviation industry (安全是民航業的生命線)”, puts safety first, consolidates the foundation of the safety system, and strengthens safety management. The Group also attaches importance to the rights and interests of customers, improves service levels, develops passenger transport resources, improves cargo ecology, so as to build an excellent airport brand with outstanding service quality, and contribute to the construction of Hainan Free Trade Port.

#### Construction of Security System

The Company actively practices the concept of “zero tolerance for potential safety hazards (安全隱患零容忍)”, strictly abides by the Civil Aviation Law of the People’s Republic of China (《中華人民共和國民用航空法》), the Safety Management Manual of the International Civil Aviation Organization, the Regulations on the Operation Safety Management of Civil Airports (《民用機場運行安全管理規定》) and the Construction Guidelines for the Safety Management System (SMS) of Transport Airports(《運輸機場安全管理體系(SMS)建設指南》) of the CAAC and other domestic and foreign civil aviation safety regulations. Starting from the establishment of organizations and systems, the Company has strengthened the construction of safety awareness and the prevention of security risks, improved the ability to handle airport security incidents, and established a relatively complete security system and management mode adapted to its own characteristics, creating a safe travel environment for passengers.

### 品質提升：質量空港的鑄造者

本集團秉持「星馨美蘭•十全十美」的服務客戶承諾，時刻牢記「安全是民航業的生命線」，將安全置於首位，夯實安全體系根基，強化安全管理，重視客戶權益，提升服務水平，開拓客運資源，完善貨運生態，以優秀的服務品質打造卓越的機場品牌，助力海南自貿港建設。

#### 安全體系建設

本公司積極踐行「安全隱患零容忍」理念，嚴格遵守《中華人民共和國民用航空法》、國際民航組織《安全管理手冊》、民航局《民用機場運行安全管理規定》《運輸機場安全管理體系(SMS)建設指南》等國內外民航業安全規定，從組建機構、整章建制入手，強化安全意識建設，加強安全風險防範，提升機場安全事件處置能力，已建立了一套適應自身特點的較為完整的安全體系和管理模式，為廣大旅客營造安全出行環境。





# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

By learning from the management concepts and methods of civil aviation SMS (Safety Management System), Meilan Airport has established and improved the long-term mechanism of public safety management, formed a working pattern of "unified leadership of the party committee, supervision and management of the trade union, and conscientious performance and active participation of responsible departments (黨委統一領導、工會監督管理、責任部門認真履責、積極參與)", improved the relevant operating mechanism, and realized the standardization and normalization of safety management.

### Safe Operation Guarantee

#### (I) Safety assessment indicators

The control of security service assessment indicators is good, no security service errors and above incidents have occurred, and the overall number of complaints recorded in the indicators decreased by 65.28% compared with the same period last year, which is in line with the annual benchmark value setting.

In 2022, Meilan Airport had 0 incident of waiting level or above, and 2 unsafe incidents due to responsibility reasons.

#### (II) Operation safety

Meilan Airport attaches great importance to operation safety, continuously improves construction safety, air defense safety and runway safety capabilities to protect passengers' travel safety.

**Construction safety.** In terms of construction safety, the Regulations on the Management of Construction Safety of Construction Projects (《建設項目施工安全管理規定》) have been formulated, the management of potential safety hazards has been further promoted, the risk management of the whole process of construction projects has been continuously carried out, and the risk assessment before construction of all projects and the risk control measures during construction have been effectively implemented by 100%. We inspect the clearance height limit of the working equipment of the constructors of the projects under construction around the airport, require that all constructors must strictly abide by the clearance height limit requirements and the relevant regulations of the civil aviation industry, cautiously perform clearance height safety precautions and management, improve the construction procedures in the process, arrange special personnel to supervise the temporary aerial working machinery on site in risk control, strictly prohibit all illegal construction operations, and conduct return visits and spot checks on each constructor from time to time to eliminate the causes of related unsafe incidents from the source.

**Air defense safety.** We solidly carry out hierarchical management and control of operational risks and hidden danger investigation and governance, during which a total of 22 key risks have been investigated, 102 hidden dangers have been sorted out, and 103 regulatory measures have been formulated; we apply the TOC (Terminal Operation Center) system to strengthen video patrols in important areas of passenger boarding nodes, and to ensure the air defense safety; and we conduct visits and surveys to nearby villages and carry out air defense safety knowledge education, so as to effectively improve the air defense safety margin around the airport.

美蘭機場借鑒民航SMS(Safety Management System, 安全管理體系)的管理理念和方法, 建立健全機場公共安全管理長效機制, 形成「黨委統一領導、工會監督管理、責任部門認真履責、積極參與」的工作格局, 完善相關工作機制, 實現安全管理的標準化、常態化。

### 安全運營保障

#### (一) 安全考核指標

安全服務考核指標控制情況良好, 未發生安全服務差錯及以上事件, 整體計入指標投訴量較去年同期數據下降65.28%, 符合年度標桿值設定。

二零二二年, 美蘭機場徵候等級及以上事件發生0起, 責任原因不安全事件發生2起。

#### (二) 運行安全

美蘭機場高度重視運行安全, 持續提升施工安全、空防安全及跑道安全能力, 守護旅客出行安全。

**施工安全。**針對施工安全方面, 制定《建設項目施工安全管理規定》, 深入推進安全隱患管理, 持續開展建設項目全流程風險管理, 督促所有項目施工前的風險評估和施工過程中風險管控措施執行率100%。對機場週邊在建項目施工單位的作業機具淨空限高情況進行巡查, 要求各施工單位必須嚴格遵守淨空限高要求及民航行業相關規定, 做好淨空安全防範及管理工作, 流程上完善施工手續, 風險管控上安排專人現場監督臨時高空作業機械, 嚴禁一切違規施工操作, 並將不定期對各施工單位進行回訪抽查, 從源頭上杜絕相關不安全事件的誘因。

**空防安全。**紮實開展運行風險分級管控及隱患排查治理, 共排查22項重點風險, 梳理隱患102項, 制定103項監管措施; 應用TOC系統(Terminal Operation Center, 航站樓運行管理中心), 加強旅客乘機節點重要區域視頻巡視, 保障機場空防安全監管; 對附近村莊開展走訪調查, 開展空防安全知識宣教, 有效提升機場週邊空防安全裕度。

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**Runway safety.** We continue to strengthen runway safety management. In the early stage of dual-runway operation, we innovatively built a “three-member” exchange platform with pilots, dispatchers and controllers as the core for in-depth business exchanges, solved 18 problems raised by air traffic control, airlines and airports, and effectively prevented aircraft intrusion and incorrect taxiing by the crew. At the same time, combined with the local weather characteristics of frequent thunderstorms in summer and autumn, we organized emergency drills for the closure of wet and polluted runways, further standardized the opening and closing procedures of wet and polluted runways at Meilan Airport, and optimized the runway surface condition assessment and information notification process. Since April 2022, we have carried out a three-month special rectification work for runway safety, with a total of 2 special work plans and business tips, 4 special trainings, 3 special assessments, and 1 runway safety inspection.

### (III) Information security

Information security management has been included in the key part of the Group's security management. Driven by the pace of construction of “smart airport”, in order to continuously enhance employees' awareness of information security precautions and consolidate the foundation of network security management, we have formulated the Regulations on Confidentiality of Passenger Information (《旅客信息保密規定》), which has regulated the management requirements of passenger information security at Meilan Airport, protecting the privacy and security of passengers in terms of their itinerary, personal information, preferences, words and actions, and restraining the relevant staff through work account management and work instructions to ensure the security of passenger information. At the same time, the Regulations can improve the specifications for the use of office terminals and reduce the risk of information leakage. During the Reporting Period, there were no cases of complaints due to the leakage of passenger information. At the same time, the Group actively promotes the construction of informatization and operation and maintenance business standard system, continues to improve data governance, smoothly realizes the self-operation and maintenance of the back-end core such as systems and networks, completes the transformation of core network hidden dangers, firmly grasps the core security in its own hands, and has achieved zero major failures in core business systems and networks throughout the year, and successfully completed civil aviation network security assurance in 13 major events, including the 100th anniversary of the founding of the Party, the 2022 Beijing Winter Olympics and Winter Paralympics, the National Games, the Consumer Expo, the National “Two Sessions” and the Boao Forum for Asia 2022.

**跑道安全。**持續加強跑道安全管理，在雙跑道運行初期，創新搭建以飛行員、簽派員、管制員為核心的「三員」交流平台進行深度業務交流，解決空管、航空公司、機場提出的各類問題18項，有效防止航空器侵入及機組誤滑，同時，結合本場夏秋季節雷雨多發特點，組織開展濕跑道和污染跑道關閉應急演練，進一步規範美蘭機場濕跑道和污染跑道開放、關閉工作程序，優化跑道表面狀況評估及信息通報流程。二零二二年四月起，開展了為期三個月的跑道安全專項整治工作，共制發專項工作方案及業務提示2次、組織開展專題培訓4次、開展專項評估3次、實施跑道安全監察1次。

### (三) 信息安全

信息安全已納入本集團安全管理的重點環節，在「智慧機場」建設步伐的推動下，持續提升員工信息安全防範意識，夯實網絡安全管理基礎，制定《旅客信息保密規定》，制度規範了美蘭機場對於旅客信息安全的 management 要求，從旅客的行程、個人信息、喜好、言行等方面保護他們的隱私安全，通過工作賬號管理和工作指示對相關工作人員加以約束，以確保旅客信息安全。同時，完善辦公終端使用規範，降低信息泄露風險。報告期內，沒有發生因泄露旅客信息導致的投訴案件。同時，本集團積極推進信息化建設和運維業務標準體系建設，持續完善數據治理工作，平穩實現系統及網絡等後段核心自運維，完成核心網絡隱患改造，將核心安全牢牢掌握在自己手中，取得全年核心業務系統及網絡零重大故障的成績，先後順利完成建黨100週年、二零二二年北京冬奧會和冬殘奧會、全運會、消博會、全國「兩會」、二零二二年博鰲亞洲論壇等13個重大活動民航網絡安全保障工作。

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

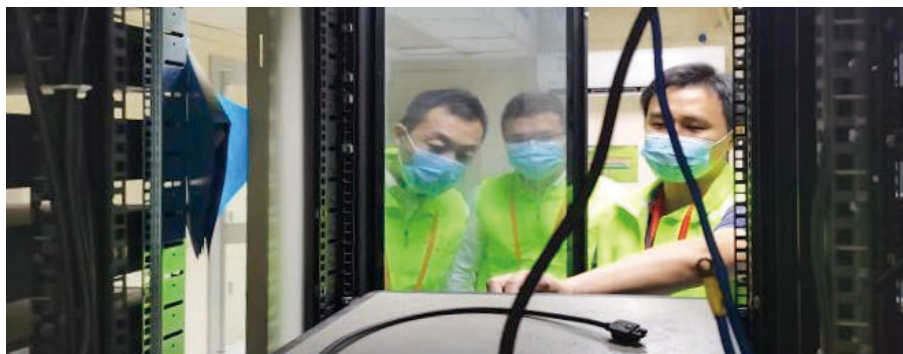
## 環境、社會和管治報告

### Key achievements in information security in 2022:

- In terms of network and information system operation guarantee, we have established 5 core operation and maintenance management processes for events, changes, closed loops, problems and assets, formulated and issued 15 management specifications, and improved 23 supplementary emergency SOP (Standard Operation Procedure) handling documents;
- In terms of technical research, we independently completed the disaster recovery environment construction process of 5 sets of core systems, which can shorten the troubleshooting time for downs and failures from 24 hours to 30 minutes, saving production costs of more than RMB1.8 million, and completed the localization of core network equipment;
- In terms of data governance, we have achieved preliminary results. According to the data governance planning, we took lead in the establishment of a working group, carried out the data asset sorting and inventory work, and completed the summary of data assets/indicator assets with a total of 4,344 data items and 200 indicator items, laying the foundation for the digital transformation of Meilan Airport.

### 二零二二年信息安全主要成效：

- 網絡與信息系統運行保障方面，建立了事件、變更、閉環、問題、資產5大核心運維管理流程，制定下發管理規範15個，完善補充應急SOP(Standard Operation Procedure，標準作業程)處置文檔23個；
- 技術攻關方面，自主完成5套核心系統的災備環境搭建工作進程，宕機故障處置時間從24小時縮減至30分鐘，節省生產成本超人民幣180萬元，並完成核心網絡設備國產化替代；
- 數據治理方面，已取得初步成果，根據數據治理規劃，牽頭成立工作組，開展本場數據資產梳理和盤點工作，已完成數據資產／指標資產匯總共計數據項4,344項，指標項200項，為美蘭機場數字化轉型奠定基礎。



Information security rectification work in progress  
開展信息安全整治工作

#### (IV) Intellectual property rights

The Group has registered trademarks to protect intellectual property rights. In case of infringement of the Group's intellectual property rights by external parties, the Group will simultaneously collect evidence and contact the Trademark Office of China National Intellectual Property Administration for intellectual property protection. In terms of advertising, the Group strictly manages the advertising resources of Meilan Airport. All advertising and advertising cooperation business within the scope of Meilan Airport must be submitted for approval in advance in accordance with the compliance review and business process. If advertising is carried out without permission, Meilan Airport will handle it in accordance with the management regulations of the Group.

#### (四) 知識產權

本集團已通過註冊商標保護知識產權，如外部單位侵犯本集團知識產權，本集團會同步收集證據並聯繫國家知識產權局商標局維護知識產權。廣告方面，本集團對美蘭機場廣告資源進行嚴格管理。美蘭機場範圍內所有的廣告投放及廣告合作業務須按照合規審核及業務流程提前報批後推進，如未經許可擅自進行廣告投放，美蘭機場將依照本集團管理規定進行處置。



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### (V) Emergency rescue

The Group strictly implemented the requirements of the Administrative Rules for Emergency Rescue of Civil Transport Airports(《民用運輸機場突發事件應急救援管理規則》) and the Civil Aviation Emergency Management Regulations of China(《中國民用航空應急管理規定》), and promoted the construction of “emergency management system standardization, emergency plan standardization, emergency training normalization, and comprehensive emergency response capabilities” with “Three Respects” (i.e. respect for life, respect for rules and regulations, and respect for responsibilities) as the core, so as to fully improve the emergency response capabilities.

### (五) 應急救援

本集團嚴格落實《民用運輸機場突發事件應急救援管理規則》《中國民用航空應急管理規定》等要求，以「三個敬畏」(即敬畏生命、敬畏規章、敬畏職責)為內核，推進「應急管理體系化、應急預案規範化、應急訓練常態化、應急能力全面化」建設，全面提升應急處置能力。



Meilan Airport organized emergency rescue drills for multiple times  
美蘭機場多次組織開展應急救援演練活動

#### **Constructing the emergency rescue management system**

The Company focused on the construction of emergency rescue management system, took emergency organization management, emergency operation management and emergency resource guarantee as the core, and clarified the general idea of Meilan Airport emergency rescue management system construction, in combination with organizational structure adjustment to reconstruct the emergency rescue organization system. The Company strengthened the emergency response and linkage response mechanism, established itself on the “dual-terminal, dual-area and dual-runway” operation mode, and reinforced the emergency linkage mechanism. The Company also incorporated the overall epidemic situation in Hainan Province to establish an emergency response team for passenger charter flights, found an epidemic prevention material management system, and comprehensively improve the emergency resource management efficiency.

#### **Rebuilding the fire safety management system**

With the Fire Prevention Safety Committee as coordinating unit, the Company revised and issued the Hot Work Safety Management Regulations in Haikou Meilan International Airport (《海口美蘭國際機場動火作業安全管理規定》), the Regulations on Secondary Fire Prevention Renovation Management in Haikou Meilan International Airport (《海口美蘭國際機場二次裝修消防改造管理規定》), the Detailed Safety Assessment Rules of Haikou Meilan International Airport Safety Management Committee (《美蘭機場安全管理委員會安全考核細則》), etc. The Company took the committee as the starting point to standardize fire safety management, eliminate potential safety hazards, carry out fire inspection and effectively implement fire safety responsibilities in accordance with the working guidelines of “prevention first, and combining prevention with firefighting”.

#### **構建應急救援管理體系**

以應急救援管理體系建設為中心，以應急組織管理、應急運行管理、應急資源保障為核心，明確美蘭機場應急救援管理體系建設總體思路，並結合組織架構調整，重新構建應急救援組織體系；強化應急處置與聯動響應機制，立足「雙樓雙區雙跑道」運行模式，強化應急聯動機制，並結合海南省整體疫情情況，建立美蘭機場旅客包機保障安應急處突隊伍，建立防疫物資管理制度，全面提升應急資源管理效能。

#### **重塑消防安全管理體系**

以消防安全委員會為統籌單位，結合實際重新修訂並下發《海口美蘭國際機場動火作業安全管理規定》《海口美蘭國際機場二次裝修消防改造管理規定》《美蘭機場安全管理委員會安全考核細則》等內容，以委員會為抓手，規範消防安全管理，依照「預防為主、防消結合」的工作方針，消除安全隱患，開展防火巡查工作，切實落實消防安全責任。



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### Organizing emergency drills

During the Reporting Period, Meilan Airport organized and carried out various types of emergency drills, such as emergency drills for aircraft emergencies, full-process drills for international cargo flight guarantee, and epidemic emergency drills, covering emergency rescue, security, natural disasters, operation guarantees, fire evacuation, transportation of dangerous goods, etc., which effectively strengthened the airport's emergency response and handling capabilities, and improved the comprehensive capabilities in emergency resources, communication contact, rapid handling and coordination to ensure timely and effective handling in the event of emergencies.

In 2022, the emergency drills expenditure was approximately RMB430,000, and a total of nine company-level emergency drills were organized, with a total of more than 1,100 participants.

### 組織開展應急演練

報告期內，美蘭機場組織開展航空器突發事件應急演練、國際貨運航班保障全流程演練、疫情應急演練等多類型應急演練，內容涉及應急救援、安全保衛、自然災害、運行保障、消防疏散、危險品運輸等，有效強化機場應急反應和處置能力，提升應急資源、通信聯絡、快速處置和協同聯動等方面的綜合能力，確保發生突發事件時，處置及時有效。

二零二二年應急演練活動支出人民幣約43萬元，組織開展公司級應急演練9次，參演人數1,100餘人。



### Case 案例

#### Aircraft fire emergency drill

##### 航空器失火應急演練

On 29 June 2022, Meilan Airport held an aircraft fire emergency drill on the boarding apron. The drill took the aircraft fire as the main subject, and seven emergency rescue modules, such as plan start-up, assembly and standby, firefighting and search and rescue, wounded treatment and rehabilitation, were carried out as sub-subjects. In order to improve the real drill conditions, Meilan Airport established a virtual drill flight, and employed one B787-9 aircraft, with nearly 300 people and 50 vehicles from airports, resident units and local rescue forces participating the drill.

二零二二年六月二十九日，美蘭機場在停機坪舉辦航空器失火應急演練。演練以航空器失火為主科目，以預案啟動、集結待命、滅火搜救、傷員救治、善後恢復等7個應急救援模塊為子科目開展。為提高演練的實戰性，美蘭機場建立演練虛擬航班，使用B787-9航空器1架，機場、駐場單位及地方救援力量等近300人、50輛車參演。



Aircraft fire emergency drill  
航空器失火應急演練

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### (VI) Safety culture

The Group pays attention to the leading role of safety culture, earnestly implements the core policy of “safety first, prevention foremost, and comprehensive governance”, actively creates a safety culture atmosphere, guides employees to keep safety culture in mind and implement in their actions, and comprehensively enhances Meilan Airport’s safety operation capability.

### (六) 安全文化

本集團注重發揮安全文化引領作用，切實落實「安全第一、預防為主、綜合治理」核心方針，積極營造安全文化氛圍，引導員工將安全文化內化於心、外化於行，全面提升美蘭機場安全運營能力。



Make every effort to create a safety culture atmosphere  
全力打造安全文化氛圍

#### **Establishing a safe work style**

With the work style construction as the starting point and the Special Checklist for the Work Style Construction of Safety Practitioners (《安全從業人員工作作風建設專項檢查單》) as the guidance, we transformed the regulatory requirements into employees’ self-discipline, so as to ensure that employees operate and implement in accordance with regulations, manuals, and regulations, so as to continuously improve the work safety capabilities.

#### **樹立安全工作作風**

以作風建設為抓手，以《安全從業人員工作作風建設專項檢查單》為指導，把規章要求轉化為員工自我約束，確保員工按章操作、按手冊運行、按規章執行，不斷提升安全業務從業能力。

#### **Building a safety talent team**

The Company carried out special training for core personnel, and systematically taught courses on safety, security, incident investigation, training, management tool application, etc., with a total of 300 participants, which effectively promoted the improvement of safety business and built a first-class safety talent team.

#### **建設安全人才隊伍**

對核心崗位人員開展專項培訓，從安全、安保、事件調查、培訓、管理工具運用等方面進行系統性授課，提高安全崗位操作標準，總計參訓300人次，有效促進安全業務提升，打造一流安全人才隊伍。

#### **Strengthening safety promotion and education**

The Company carried out the normal safety culture education development, and conducted safety culture publicity activities in combination with “Safety Culture Year” and “Safety Production Month” to integrate safety culture into daily work and life. The Company carried out special safety culture construction, focused on the creation of safety culture works and new media publicity works, refined excellent safety culture cases, and promoted the deep-rooted safety culture in all directions.

#### **加強安全宣傳教育**

推行安全文化教育常態化發展，結合「安全文化年」、「安全生產月」，開展安全文化宣講活動，讓安全文化融入日常工作與生活。開展安全文化專項建設，注重安全文化作品及新媒體宣教作品創作，提煉優秀安全文化案例，全方位推進安全文化深植。

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### Case 案例

#### “Safe Production Month” Publicity and Mobilization

「安全生產月」宣貫動員

In response to the 21st National “Safe Production Month”, Meilan Airport held a safe production conference in the afternoon on 30 May 2022. At the conference, the Company publicized and mobilized the “Safe Production Month” plan in 2022, and deployed the main activities and key tasks in 2022 in combination with the Meilan Airport annual work arrangement. After the conference, various departments launched internal publicity and mobilization, hung banners and posted posters to create a sound activity atmosphere.

為響應第21個全國「安全生產月」，二零二二年五月三十日下午，美蘭機場召開安全生產會議，會上進行了二零二二年「安全生產月」方案宣貫及動員，結合美蘭機場的年度工作安排，對二零二二年的主要活動安排和重點工作進行部署。會後，美蘭機場各部門紛紛開展內部宣貫動員、懸掛橫幅、張貼海報，營造良好的活動氛圍。



“Safe Production Month” Publicity and Mobilization

「安全生產月」活動宣貫

## (VII) Epidemic prevention and control

During the third year of epidemic prevention and control, in the face of the normalization of epidemic prevention and control, the Company consolidated the system of “three-level epidemic prevention and control command system in Meilan Airport region and the mechanism of epidemic prevention and control committee in Meilan Airport region”, resumed the first international (regional) scheduled passenger route which had been suspended for two and a half years due to the epidemic, won three victories in sniper battles against sudden epidemic, and completed a series of major security tasks such as the “Two Sessions”, Boao Forum for Asia, chartered flights for stranded passengers, flights for medical teams, and flights for students returning to Qiong (Hainan) universities. In 2022, a total of 670 normalized supervision and inspection problems have been carried out, and more than 80,000 person-times of epidemic prevention training and assessment have been completed. 624 emergency emergencies have been kept active and 5,349 people with overlapping trajectories have been investigated, and 10 international passenger flights with 1,059 person-times as well as 429 international cargo flights with a total cargo volume of 5,108 tons have been guaranteed. The Company has been highly affirmed and praised by the State Council Joint Prevention and Control Mechanism Working Group, the provincial and municipal governments, the competent departments of the civil aviation industry and other higher-level leading units for many times. It has solidly built the epidemic prevention and control barrier at the Meilan Airport, and has made positive contributions to the Hainan Free Trade Port in “managing the customs and freeing the interior areas”.

## (七) 疫情防控

進入疫情防控第三年，面對疫情防控常態化，本公司鞏固「美蘭機場區域三級疫情防控指揮建制、美蘭機場區域疫情防控委員會機制」的體系，恢復了首條因疫情停航達兩年半的國際(地區)定期客運航線，取得了三場突發疫情攻堅戰狙擊戰的勝利，完成了兩會、博鰲亞洲論壇、滯留旅客包機航班、醫療團隊航班、入返瓊高校學生航班等系列重大保障任務。二零二二年已累計開展常態化督導檢查問題670項，完成防疫培訓學習考核8萬餘人次，始終保持激活狀態並順利處置應急突發事件624起、排查軌跡重疊人員5,349人次，保障國際客運航班10架次、1,059人次，國際貨運航班429架次、貨物總量5,108噸，多次獲得國務院聯防聯控機制工作組、省市區政府、民航行業主管部門等上級領導單位的高度肯定與讚許，紮實築牢了美蘭機場空港口岸疫情防控屏障，為海南自貿港「管住關口、放活內部」保駕護航，作出積極貢獻。

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告



### Case 案例

#### Meilan Airport built an epidemic prevention and control barrier 美蘭機場築牢疫情防控制關口

In August 2022, with a new round of raging epidemic, tens of thousands of passengers were stranded at the airport. Meilan airport established a “4+1” inspection mode, adding a matching examination between the terminal examination list and the final boarding list, on the basis of the four barriers of airline inspection, on-site inspection, government itinerary cards verification and system inspection. At the same time, Meilan Airport quickly organized staff to carry out training and adjusted the procedures of the intelligent inspection system for outbound passengers according to the policy standards for leaving inspection formulated by the Haikou COVID-19 epidemic prevention and control headquarters, so that passengers can judge whether they meet the leaving inspection requirements by presenting their ID cards, which improved the inspection efficiency and reduced manual inspection and control errors. In addition, Meilan Airport has also upgraded the epidemic control level, implemented a “daily check-up” of nucleic acid testing for all staff, and increased the disinfection frequency in terminal buildings and public areas. The Company required front-line staff to wear N95 masks, implemented the requirements of only commuting between the office space and residence, and reminded employees to ensure personal and family protection.

二零二二年八月，新一輪疫情來勢洶湧，數以萬計離瓊旅客滯留機場。美蘭機場建立起「4+1」查驗模式，在航司查驗、現場查驗、政府核驗行程卡、系統查驗的4道關口基礎上，新增進入航站樓審核名單和最後登機名單匹配審核環節。同時，美蘭機場根據海口市新冠肺炎疫情防控工作指揮部制定的離島查驗政策標準，迅速組織工作人員開展培訓並調整出港旅客智慧查驗系統程序，實現旅客出示身份證即可判斷是否符合離島查驗要求，提升查驗效率的同時減少人工查控失誤。此外，美蘭機場還提升疫情管控級別，核酸檢測執行全體員工「每日一檢」，並增加候機樓及公共區域消毒頻次，要求一線崗位人員佩戴N95口罩，同時執行辦公場所、居住地點「兩點一線」要求，提醒員工做好個人及家屬防護。



Building an epidemic prevention and control barrier during security inspection  
安檢過程築牢疫情防控制關口



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### Improving Service Level

Meilan Airport sped up the smart airport construction through advanced and cutting-edge technology, constantly improved the service management system, and used intelligent means to improve service quality and service level to build a smart airport. The Company formulated and issued the 2022 Haikou Meilan International Airport Service Work Plan (《海口美蘭國際機場二零二二年服務工作方案》), and issued the service promise of “Warm Meilan • A Perfect Ten”. Meilan Airport scientifically combined the market development trend and passenger demand, constantly optimized the service mode, improved the service management system, elevated the service quality, and gained the customer and market recognition. The Company continued to optimize airspace and flight procedures, ensured smooth flight operation, enhanced customer travel experience and strived for a first-class service brand. During the Reporting Period, the Group received a total of 178 complaints and suggestions, with a year-on-year decrease of 27%. 100% of complaints were properly handled.

#### (I) Innovative service awareness

In order to implement standardized service management, Meilan Airport has established a set of standards with 1,181 service details by referring to international, national and industrial service standards and combining with the current service situation. The Company standardized the service quality from 12 aspects such as personnel, process, facilities and environment, and ensured that employees are trained to maintain a high service quality level throughout the process. At the same time, Meilan Airport dug deep into the detailed passenger travel service demand, and not only put forward the service concept of “warm and perfect Meilan service”, but also successively launched a number of convenience service measures such as special passenger love stickers, winter clothes deposit, love counters, first aid services, volunteer assistance, and a brand-new customer service hotline of 0898-966114. In 2022, the Company earnestly released the service promise of “Warm Meilan•A Perfect Ten”, covering ten major aspects, such as transportation, check-in security examination and cargo transportation, focusing on the passengers’ travel difficulties, blocking areas and pain points, and comprehensively promoted the service quality and brand improvement.

### 提升服務水平

美蘭機場通過先進技術和前沿科技加快智慧機場建設，不斷完善服務管理制度，利用智慧化手段，提升服務質量和服務水平，打造智慧機場。制定並印發《海口美蘭國際機場二零二二年服務工作方案》，發佈「星馨美蘭•十全十美」服務承諾，科學地結合市場發展趨勢及旅客需求，不斷優化服務模式，完善服務管理體系，提升服務質量，收穫客戶和市場認可。持續推進空域和飛行程序優化工作，保障航班運行順暢，提升客戶出行體驗，爭創一流服務品牌。報告期內，本集團接獲並處理共178起旅客投訴和建議，投訴量同比下降27%，妥善處理投訴比例達100%。

#### (一) 創新服務意識

為實行標準化服務管理，美蘭機場參考國際、國家、行業服務標準，並結合服務工作現狀，建立起了一套多達1,181項服務細則的標準。從人員、流程、設施、環境等12個方面規範服務質量，通過培訓確保員工始終保持高水準的服務品質。同時，美蘭機場深挖旅客出行服務細節需求，不僅提出「星美蘭•馨服務」服務理念，還先後推出了特殊旅客愛心貼、冬衣寄存、愛心櫃檯、急救服務、志願者幫扶、0898-966114全新客服熱線等多項便民服務舉措，並在二零二二年向社會鄭重發佈了「星馨美蘭•十全十美」服務承諾，涵蓋交通出行、值機安檢、貨物運輸等十大方面，聚焦旅客出行的難點、堵點和痛點，全面推進服務品質、品牌雙提升。



Meilan Airport quality service  
美蘭機場優質服務

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### (II) Normal flight services

For civil airports, normal flight is the best service. Meilan Airport anchored itself on the construction goal of becoming the window unit and a large hub airport of Hainan Free Trade Port. With the concept of "thorough knowledge, accurate control and coordination", at the end of 2021, the Company re-planned the building of a new Airport Operations Control Centre (AOCC), a new apron tower and a new tower, so as to promote Meilan Airport's two-way circulation and steady improvement in flight operation efficiency and profitability, and ensure passengers' smooth travel. In 2022, the year-on-year increase in normal departure rate, normal release rate and normal take-off rate of airport flights was 3.17%, 5.15% and 8.28% respectively, and the outbound flights taxiing time was 10.74 minutes, representing a year-on-year decrease of 0.26 minutes. The average taxiing efficiency in 2022 was 10.74 minutes, ranking first among 20 airports with two runways or more in China.

### (二) 航班正常服務

對於民用機場而言，航班正常是最好的真情服務，美蘭機場錨定海南自貿港窗口單位和大型樞紐機場的建設目標，以「上下貫通、管控精準、協同一體」為理念，二零二一年底，本公司重新部署規劃建設新AOCC(Airport Operations Control Centre，機場運行控制中心)、新機坪塔台與新塔台，促使美蘭機場在航班運行效率與效益方面得到雙向循環穩步提升，保障旅客順暢出行。二零二二年，機場航班始發正常率、放行正常率、起飛正常率分別同比上升3.17%、5.15%、8.28%，出港航班滑行時間10.74分鐘，同比減少0.26分鐘，二零二二年全年平均出港滑行效率10.74分鐘，在全國20家雙跑道(含)以上機場中排名第一。



Normal flight service assurance  
保障航班正常服務

### (III) Service honors

- "2022 Best Regional Airport in China" granted by SKYTRAX;
- "Best Airport in the Asia-Pacific Region (15-25 Million Passengers, ASQ Asia Pacific)" granted by Airport Council International (ACI);
- Won 10 honors in terms of service standards, service innovation, team building, youth civilization demonstration post, etc., granted by 6 units including Civil Aviation Central South Administration, Hainan Association for Quality, Youth League Committee of Civil Aviation Central South Administration and CAPSE Innovation Award Organizing Committee; and won 29 honors such as Best Agent, Best Partner and Quality Service for the Year granted by 14 airlines and contracting units;
- Received 324 pennants and 12,259 letters of commendation from passengers, and 144 employees were awarded Service Model Badges.

### (三) 服務榮譽

- 二零二二年SKYTRAX中國區最佳區域機場獎；
- ACI「最佳機場(1,500-2,500萬規模組)」(ASQ亞太區)；
- 獲得民航中南管理局、海南省質量協會、民航中南局團委、CAPSE創新獎組委會等6家單位在內的，涵蓋服務標準、服務創新、班組建設、青年文明示範崗等方面10項榮譽；同時，還獲得14家航空公司及協議單位年度最佳代理人、最佳合作夥伴、品質服務等29項榮譽；
- 收到旅客贈送的錦旗324面、表揚信12,259封；144名員工被授予服務標兵徽章。

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### HARMONIOUS SYMBIOSIS: THE ECOLOGICAL CIVILIZATION PRACTITIONER

Meilan Airport adhered to the overall idea of green development, deepened its management comprehensively from the aspects of green building energy saving, electronic equipment energy saving, clean energy utilization and green travel mode, continuously promoted low-carbon energy saving, dug deep in pollution prevention, actively responded to climate change, practiced ecological civilization, created greater environmental and social values, and built an eco-friendly green airport.

#### Practicing Green and Low Carbon Development

Guided by the Environmental Protection Law of the People's Republic of China (《中華人民共和國環境保護法》), the Law of the People's Republic of China on Environmental Impact Assessment (《中華人民共和國環境影響評價法》), the Law of the People's Republic of China on the Prevention and Control of Environmental Pollution by Solid Waste (《中華人民共和國固體廢物污染環境防治法》) and other environmental protection laws and regulations, and relying on the revision of the Energy Management Manual of Haikou Meilan International Airport (《海口美蘭國際機場能源管理手冊》), the Company newly formulated and issued the Meilan Airport Carbon Emission Management Regulations (Trial Implementation) and the Meilan Airport Energy Conservation and Emission Reduction Regulations during the Reporting Period, which systematically improved the Group's energy management level and provided guidance for energy conservation and emission reduction.

#### (I) Emissions management

##### *Exhaust gas emissions*

The Group strictly abided by the Air Pollution Prevention Law of People's Republic of China (《中華人民共和國大氣污染防治法》), the Air Pollution Prevention Action Plan (《大氣污染防治行動計劃》) and other laws and regulations, constantly improved the management of greenhouse gas and exhaust gas emissions, and took various measures to reduce the negative environment impact of business activities. The Company formulated and issued the Meilan Airport Carbon Emission Management Regulations and replaced all infield vehicles (except the exempted vehicles) with new energy vehicles, through the "replacing fuel vehicle with electricity vehicle" project. Meanwhile, the Company sped up the charging piles construction to ensure the realization of the goal of the overall exhaust gas and greenhouse gas emissions reduction by 10%, which is to reduce the total volume of greenhouse gas to approximately 54,498.95 tons by 2025.

### 和諧共生：生態文明的踐行者

美蘭機場堅持綠色發展總體思路，從綠色建築節能、電子設備節能、清潔能源利用、綠色出行方式等全方位深化管理，不斷推進低碳節能、深化污染防治，積極應對氣候變化，踐行生態文明，創造更大的環境價值與社會價值，打造生態友好型綠色空港。

#### 踐行綠色低碳

以《中華人民共和國環境保護法》《中華人民共和國環境影響評價法》《中華人民共和國固體廢物污染環境防治法》等環保法律法規為指導，修訂《海口美蘭國際機場能源管理手冊》為依托，報告期內新制訂並下發《美蘭機場碳排放管理規定(試行)》《美蘭機場節能減排管理規定》，從制度上提升本集團能源管理水平，為開展節能減排提供指引。

#### (一) 排放物管理

##### *廢氣排放*

本集團嚴格遵守《中華人民共和國大氣污染防治法》《大氣污染防治行動計劃》等法律法規，不斷完善溫室氣體和廢氣排放管理，多措並舉，降低經營活動對環境的負面影響。制訂下發《美蘭機場碳排放管理規定》，並通過車輛「油改電」項目，將除豁免用車外，其他內場車輛更換為新能源車輛。同時，加快充電樁建設，以保障實現廢氣和溫室氣體排放總體下降10%的目標，即至二零二五年，溫室氣體總量約下降至54,498.95噸。

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

Table: Exhaust emission types and amounts<sup>1</sup>

表：廢氣排放類型及數量<sup>1</sup>

Index 指標	Unit 單位	2022 二零二二年	2021 二零二一年	2020 二零二零年
Nitrogen oxides 氮氧化物	Tons 噸	26.90	26.68	8.09
Sulfur oxides 硫氧化物	Tons 噸	0.11	0.57	0.01
Carbon monoxide 一氧化碳	Tons 噸	7.75	8.72	9.87

Table: Greenhouse gas emissions and density

表：溫室氣體排放量及密度

Index 指標	Unit 單位	2022 二零二二年	2021 二零二一年	2020 二零二零年
Total greenhouse gas emissions 溫室氣體排放總量	Tons 噸	60,554.39	31,650.98	46,066.11
Emission of greenhouse gases (Scope 1: direct emissions) 溫室氣體排放(範圍一：直接排放)	Tons 噸	1,860.92	2,520.23	11,051.70
	kg/person 千克/人次	0.17	0.14	0.67
Emission of greenhouse gases (Scope 2: indirect emissions) 溫室氣體排放(範圍二：間接排放)	Tons 噸	58,693.47	29,130.75	35,014.40
	kg/person 千克/人次	5.26	1.66	2.12

Meilan Airport Phase II had a total of 89 new energy operation support vehicles. The Meilan Airport T2 parking building had introduced 297 charging piles, and it will gradually increase the proportion of new energy vehicles in the future to further reduce greenhouse gas emissions.

美蘭機場二期共有新能源運行保障車輛89輛，美蘭機場T2停車樓內已引入297台充電樁，未來將逐步提升新能源車輛使用比例，進一步減少溫室氣體排放。

<sup>1</sup> Exhaust emissions mainly come from off-road motor vehicles owned by Meilan Airport, and its calculation is based on the Technical Guidelines for the Compilation of Air Pollutant Emissions Inventory of Non-road Motor Vehicles (Trial Implementation) (《非道路機動車大氣污染物排放清單編製技術指南(試行)》).

<sup>1</sup> 廢氣排放主要來源於美蘭機場所擁有的非道路機動車。其計算乃參考《非道路機動車大氣污染物排放清單編製技術指南(試行)》。



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### Waste management

The Company strictly abides by the Law on the Prevention and Control of Environmental Pollution by Solid Wastes (《固體廢物污染環境防治法》) and other relevant laws and regulations, and actively carries out waste classification and recycling even though its own business does not directly produce waste (most of the waste is generated by inbound flights and passengers in the terminal). For harmless wastes that cannot be reused, a professional third party is entrusted for incineration. For hazardous wastes, the production of tires and other wastes is reduced by routine inspection and renovation at the source. For hazardous wastes that cannot be reused, a professional third party with hazardous waste disposal qualification is entrusted for harmless treatment to avoid adverse effects on the ecological environment. During the Reporting Period, we have realized the goal of overall waste emission reduction by 10%.

### 廢棄物管理

本公司嚴格遵守《固體廢物污染環境防治法》等相關法律法規要求，即使自身經營業務並不直接產生廢棄物（絕大部分廢棄物由到港航班和航站樓內往來人員產生），仍積極開展廢棄物分類回收工作。對於無法再利用的無害廢棄物，委託專業第三方進行焚燒處置。對於有害廢棄物，源頭上通過日常檢查、翻新等操作減少輪胎等廢棄物產生，對於無法重複利用的有害廢棄物，委託具有危險廢棄物處置資質的專業第三方進行無害化處理，避免對生態環境產生不良影響。報告期內，實現廢棄物排放總體下降10%的目標。

Table: Types and Quantity of Hazardous Waste

表：有害廢棄物類型及數量

Type of hazardous waste 有害廢棄物類型	Unit 單位	2022 二零二二年	2021 二零二一年	2020 二零二零年
Used engine oil 廢機油	Liter 升	6,840	15,360	21,548
Tires 輪胎	Piece 個	1,297	1,777	1,566
Storage battery 電瓶	Piece 個	267	559	782
Hazardous waste emission intensity <sup>2</sup> 有害廢棄物排放密度 <sup>2</sup>	Tons/RMB100 million 噸/億元人民幣	1.98	/	/

Table: Types and Quantity of Non-hazardous Waste

表：無害廢棄物類型及數量

Type of non-hazardous waste 無害廢棄物類型	Unit 單位	2022 二零二二年	2021 二零二一年	2020 二零二零年
Solid waste 固體廢棄物	Tons 噸	3,724.59	5,371.56	4,908.71
Domestic garbage in public areas of airport and hotel 機場及酒店公共區域生活垃圾	Tons 噸	5,786.07	8,791.50	7,587.30
Kitchen garbage of airport terminal, canteen and hotel, restaurant canteen 機場航站樓、食堂及酒店餐廳食堂廚餘垃圾	Tons 噸	260.38	243.57	134.32
Non-hazardous waste emissions intensity <sup>3</sup> 無害廢棄物排放密度 <sup>3</sup>	Tons/RMB100 million 噸/億元人民幣	856.36	/	/

<sup>2</sup> This is a new disclosure, 6,840 liters of used engine oil weighed in at 5.92 tons, 267 pieces of storage battery weighed in at 3.71 tons, tires weighed in at approximately 10 KG/piece, and unit of production volume was calculated as annual revenue of RMB1,141,461,624.

<sup>2</sup> 此項為新披露數據，6,840升廢機油過磅稱量為5.92噸，267個電瓶過磅稱量為3.71噸，輪胎重量每個約為10KG，產量單位計算指標為年度營業收入人民幣1,141,461,624元。

<sup>3</sup> This is a new disclosure, and unit of production volume was calculated as annual revenue of RMB1,141,461,624.

<sup>3</sup> 此項為新披露數據，產量單位計算指標為年度營業收入人民幣1,141,461,624元。

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

Table: Use and Quantity of Packaging Materials

表：包裝材料使用情況及數量

Type of packaging materials 包裝材料類型	Unit 單位	2022 二零二二年	2021 二零二一年	2020 <sup>4</sup> 二零二零年 <sup>4</sup>
Commodity packaging cartons 商品包裝紙箱	Ten thousand Pieces 萬個	26.63	32.07	50.10
Fully degradable food packaging boxes 全降解食品打包盒	Ten thousand Pieces 萬個	12.5	18.2	22.5
Food bags <sup>5</sup> 食品打包袋 <sup>5</sup>	Ten thousand Pieces 萬個	4.3	9.1	11.3
Packaging material usage intensity <sup>6</sup> 包裝材料使用密度 <sup>6</sup>	Tons/RMB100 million 噸/億元人民幣	63.29	/	/

### (II) Energy conservation and efficiency enhancement

#### Energy consumption

The Group strictly complied with the Promotion Law of the People's Republic of China on Cleaner Production (《中華人民共和國清潔生產促進法》) and other laws and regulations, adopted diversified measures to improve energy efficiency, strengthened energy conservation and emission reduction management, and promoted the green airport construction of Meilan Airport. The Group formulated and issued the Energy Conservation and Emission Reduction Management Regulations in Meilan Airport and the Business Notice on Energy Conservation and Consumption Reduction in Meilan Airport, and safeguard the goal of achieving an overall 10% decrease in energy consumption from 2022 to 2025 through the single buildings assessment, reclaimed water reuse projects, high-pole lamps energy-saving renovation, central air conditioners energy conservation and consumption reduction and other projects.

### (二) 節能增效

#### 能源消耗

本集團嚴格遵守《中華人民共和國清潔生產促進法》等法律法規，採取多樣化措施，提升能源使用效率，加強節能減排管理，促進美蘭機場綠色機場建設。本集團制定下發《美蘭機場節能減排管理規定》《關於美蘭機場節能降耗的業務通告》等制度、並通過單體樓考核、中水回用項目、高桿燈節能改造、中央空調節能降耗等項目，以保障二零二二年至二零二五年實現能源使用量總體下降10%的目標。

<sup>4</sup> During the Reporting Period, the range of type of packaging material statistics has been changed to include the Company and its subsidiaries, and the packaging material statistics for 2021 and 2020 have been recalculated and updated based on this range to ensure meaningful comparison. The relevant data for 2021 and 2020 are subject to this report.

<sup>5</sup> Since 2021, the Group has adopted degradable materials in food packaging bags.

<sup>6</sup> This is a new disclosure and the unit of production was calculated as annual revenue of RMB1,141,461,624, packaging cartons weighed in at 722.18 tons, packaging boxes weighed in at 0.00625 tons and packaging bags weighed in at 0.000645 tons.

<sup>4</sup> 報告期內包裝材料類型數據統計範圍有所改動，數據統計範圍包含本公司及其附屬公司，並根據該範圍對二零二一年及二零二零年包裝材料數據進行重新計算及更新，以確保有意義的比較。二零二一年及二零二零年相關數據以本報告為準。

<sup>5</sup> 自二零二一年起，本集團食品打包袋採用可降解材料。

<sup>6</sup> 此項為新披露數據，產量單位計算指標為年度營業收入人民幣1,141,461,624元，包裝紙箱重量為722.18噸，打包盒重量為0.00625噸，打包袋為0.000645噸。

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告



The terminal promotes the energy saving and carbon reduction concept  
 航站楼宣傳節能降碳理念

Table: Type and Quantity of Energy Consumption  
 表：能源消耗類型及數量

Type of energy 能源類型	Unit 單位	2022 二零二二年	2021 二零二一年	2020 二零二零年
Direct energy consumption 直接能源消耗	Tons (standard coal) 噸(標準煤)	882.86	1,193.29	746.55
	kg (standard coal)/ person <sup>7</sup> 千克(標準煤)/人次 <sup>7</sup>	0.08	0.07	0.05
Indirect energy consumption 間接能源消耗	Tons (standard coal) 噸(標準煤)	13,685.12	6,792.2	7,053.39
	kg (standard coal)/ person <sup>8</sup> 千克(標準煤)/人次 <sup>8</sup>	1.23	0.39	0.43

<sup>7</sup> The reference value is the annual passenger traffic of Meilan Airport.

<sup>7</sup> 此項參考數值為美蘭機場各年度旅客吞吐量。

<sup>8</sup> The reference value is the annual passenger traffic of Meilan Airport.

<sup>8</sup> 此項參考數值為美蘭機場各年度旅客吞吐量。

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### Water resources management

Meilan Airport strengthens the water resources utilization management, strictly abides by the relevant regulations on sewage treatment such as the Water Law of the People's Republic of China (《中華人民共和國水法》), the Water Pollution Prevention Law of the People's Republic of China (《中華人民共和國水污染防治法》), the Standards for Comprehensive Wastewater Discharge (《污水綜合排放標準》) and the Quality of Recycled Urban Wastewater for Landscape (《城市污水再生利用景觀環境用水水質》). During the construction process, Meilan Airport adopted reclaimed water treatment system to reuse the reclaimed water that reached the national first-class discharge standard and the urban miscellaneous water quality standard for urban sewage reuse for airport greening irrigation, landscape water system and cleaning water. In 2022, the Company saved a total of 942,100 tons of water resources, have already realized the goal of the volume of water resource usage reduction by 10%. The Group will further reduce the total volume of water resources usage through measures such as improving the utilization rate of water resources subsequently. The Group sourced all of its water sources from the municipal pipe network and had no issues in sourcing water that is fit for purpose in 2022.

### 水資源管理

美蘭機場強化水資源利用管理，嚴格遵守《中華人民共和國水法》《中華人民共和國水污染防治法》《污水綜合排放標準》及《城市污水再生利用景觀環境用水水質》等污水治理相關規定，在美蘭機場建設過程中，採用中水回用處理系統，將經處理達到國家一級排放標準及城市污水再生利用城市雜用水水質標準的中水回用於機場綠化灌溉、景觀水系、清潔洗滌用水。二零二二年節約水資源94.21萬噸，已實現本年度製定的水資源使用量總體下降10%的目標，後續本集團將通過提升水資源利用率等措施，進一步降低水資源使用總量。本集團所用水源均取自市政管網，二零二二年度內，本集團在求取適用水源方面無任何問題。

Table: Statistics of Water Resources Utilization

表：水資源利用情況統計表

Index 指標	Unit 單位	2022 二零二二年	2021 二零二一年	2020 二零二零年
Total water consumption 總耗水	Ten thousand tons 萬噸	290.97	328.48	218.72
Water consumption per capita <sup>9</sup> 人均耗水 <sup>9</sup>	ton/capita 噸/人次	0.26	0.19	0.13
Reclaimed water 中水回收	Ten thousand tons 萬噸	94.21	61.22	51.67



### Case 案例

#### Reclaimed water reuse equipment

#### 美蘭機場中水回用設施

According to the self-built reclaimed water reuse facilities, Meilan Airport Environmental Protection Station will treat and reuse sewage. The Company increased the coverage area and reuse amount of reclaimed water pipe network in 2022, and used reclaimed water for greening irrigation, road flushing and toilet flushing in the site area, with the reclaimed water reuse amount in 2022 of 942,100 tons, and can save cost of nearly RMB2 million.

美蘭機場環保站依據自建的中水回用設施，對污水進行中水處理回用，二零二二年加大中水管網覆蓋面積及回用量，並將中水用於場區的綠化灌溉、道路沖洗及沖廁，二零二二年中水回用量為94.21萬噸，可節支費用近人民幣200萬元。



Meilan Airport reclaimed water system  
美蘭機場中水系統

<sup>9</sup> The reference value is the annual passenger traffic of Meilan Airport.

<sup>9</sup> 此項參考數值為美蘭機場各年度旅客吞吐量。



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### Green airport construction

Meilan Airport actively responded to the special plan for civil aviation green development under the “14th Five-Year Plan”, focused on improving the green operation management system, and made every effort to build a new benchmark for civil aviation green airport construction through energy-saving renovation projects such as reclaimed water reuse, bridge-borne equipment and ground energy equipment replacing aircraft APU, green lighting LED renovation, central air conditioning energy-saving renovation, high-efficiency wind cabinet renovation, photovoltaic power station and “replacing fuel vehicle with electricity vehicle”. Meilan Airport Terminal 2 Project has obtained the “Three Star Green Building Design Identification Certificate”. In 2022, Meilan Airport won the title of “Demonstration Enterprise” for energy conservation and emission reduction issued by Hainan Energy Conservation and Emission Reduction Association, and successfully passed the energy management system certification and obtained the certificate.

### 綠色機場建設

美蘭機場積極響應「十四五」民航綠色發展專項規劃，圍繞綠色運營管理體系，通過中水回用、橋載設備及地面能源設備替代飛機APU、綠色照明LED改造、中央空調節能改造、高效風櫃改造、光伏電站、車輛「油改電」等節能改造項目，確保機場低碳高效運行，全力打造民航綠色機場建設新標桿。美蘭機場T2航站樓項目已獲得「三星綠色建築設計標識證書」。二零二二年，美蘭機場榮獲海南省節能減排協會頒佈的節能減排「示範企業」稱號，並順利通過能源管理體系認證，取得能源管理體系認證證書。



Energy conservation and emission reduction project in Meilan Airport  
美蘭機場節能減排項目

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告



### Case 案例

#### Meilan Airport Terminal 2 green and low carbon operation 美蘭機場T2航站樓綠色低碳運行

With the help of roof design, Meilan Airport Terminal 2 introduced natural light, configured the roof with bougainvillea, the Hainan provincial flower and the Haikou municipal flower, so that the main roof light transmittance reaches 60%, which adhered to the ecological harmony concept and effectively saved energy. At the same time, the Company also adopted energy-saving equipment and facilities such as air source heat pump hot water system, heat island intensity reduction technology, high-efficiency refrigeration system, reclaimed water reuse system and pipe network, water-saving irrigation system, air filter system, and indoor air quality monitoring system, which adhered to the economical and intensive use principle and ensured the low-carbon and high-efficiency operation of Meilan Airport Terminal 2.

美蘭機場T2航站樓借助屋面設計引入自然光，屋面以海南省花、海口市花三角梅為構型，巧妙引入自然採光，使主屋面透光度達60%，秉承生態和諧理念，有效節約能源。同時採用空氣源熱泵熱水系統、降低熱島強度技術、高效製冷系統、中水回用系統及管網、節水灌溉系統、空氣過濾器系統、室內空氣質量監控系統等節能設備設施，堅持節約集約使用原則，保障美蘭機場T2航站樓低碳高效運行。



Energy-saving equipment in Terminal 2  
T2航站樓節能設備

Meilan Airport will continue to promote green and low-carbon life, constantly improve its energy management system, and build an eco-friendly and green airport with "economy, environmental protection, technology and humanity" by promoting and implementing green LED lighting, optimizing electromechanical facilities operation monitoring system and central air-conditioning energy-saving management and control system, replacing fuel vehicle with electricity vehicle, accelerating the application of distributed photovoltaic power generation and expanding reclaimed water system.

美蘭機場將繼續推廣綠色低碳生活，不斷完善能源管理體系，並且通過推廣、實施綠色LED照明、優化機電設施運營監控系統與中央空調節能管控系統、車輛「油改電」工程、加快應用分佈式光伏發電、擴充中水系統等節能減排項目，持續推進可持續發展戰略，構建「節約、環保、科技、人性化」的生態綠色機場。

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### Addressing Climate Change

With the global industrialization acceleration and the influence of human activities, global climate change is seriously threatening survival of mankind and has become a challenge across the globe. Various countries signed the Paris Agreement with the aim to significantly reduce global greenhouse gas emissions, and China deeply participated in global climate change governance, and put forward the goal of “carbon peak and carbon neutrality” (“**Double Carbon**”) to deal with climate change.

As the air gateway for the construction of Hainan Free Trade Port, Meilan Airport has thoroughly implemented the “State Council’s Guideline to Accelerate the Development of a Green and Low-carbon Circular Economic Development System (國務院關於加快建立健全綠色低碳循環發展經濟體系的指導意見)”. According to the task of green development of CAAC, Meilan Airport has carried out “Double Carbon” work target of the country, actively adopted a series of energy conservation and emission reduction measures, greatly promoted the construction of green airport, established internal system of evaluation standards of green airport, carried out self-assessment of green airport, established carbon emission working group and carbon emission monitoring system, and formulated carbon emission management working plan, to consistently promote the application of carbon reduction technologies through issuing “Energy Conservation and Emission Reduction Regulations (節能減排管理規定)” and “Carbon Emission Management Regulations (碳排放管理規定)” and other over 20 sets of systems of energy measurement, monitoring and energy conservation and emission reduction. Meanwhile, Meilan Airport strives to improve climate change governance, combining with the climate working mechanism in specific areas in the airport, the Company has comprehensively identified the climate change risks and opportunities, formulated the Haikou Meilan International Airport Flood and Wind Prevention Special Emergency Plan (《海口美蘭國際機場防汛防風專項應急預案》), and set up a climate emergency organization to timely respond to the potential and real threats to the airport caused by extreme weather such as marine climate change, rainstorm, typhoon and fog, so as to scientifically and effectively improve Meilan Airport’s climate change response.

### 應對氣候變化

隨著世界工業化進程加快和人類活動影響，全球氣候變化嚴重威脅人類生存，氣候變化已成為全球性挑戰問題，各國簽署《巴黎協定》旨在大幅減少全球溫室氣體排放，中國深度參與全球性氣候變化治理，為應對氣候變化提出「碳達峰、碳中和」(「**雙碳**」)目標舉措。

美蘭機場作為海南自貿港建設的空中門戶，深入貫徹《國務院關於加快建立健全綠色低碳循環發展經濟體系的指導意見》，按照民航局綠色發展工作任務，落實國家雙碳工作目標，大力推進綠色機場建設，建立了內部的《綠色機場評價標準》制度，開展綠色機場自評工作，成立碳排放工作小組，建立碳排放監測制度，並制定碳排放管理工作計劃，通過下發《節能減排管理規定》《碳排放管理規定》等20餘項能源計量、監測及節能減排制度，不斷推廣應用減碳降碳技術。同時，美蘭機場着力提升氣候變化管治水平，結合機場特定區域氣候工作機制，全面識別氣候變化風險與機遇，制定了《海口美蘭國際機場防汛防風專項應急預案》，設置氣候應急組織機構，及時應對海洋氣候變化、暴雨、颱風和大霧等極端惡劣天氣對機場形成的潛在和現實威脅，科學有效提升美蘭機場應對氣候變化的能力。



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告



### Case 案例

#### Various departments united to respond to Typhoon Chaba

機場各部門齊心應對颱風「暹芭」

Facing the arrival of Typhoon Chaba No.3 in 2022, the staff of various departments in Meilan Airport rushed out to carry out a series of preparations, so as to effectively cope with and reduce the impact of the typhoon. All departments started the early warning mechanism for flood and typhoon prevention from the following aspects: holding a flood and typhoon prevention start-up meeting, overhauling equipment hidden dangers, improving logistics personnel and material arrangements, investigating the risk areas for flood and typhoon prevention and stagnant water, strengthening key equipment such as road guardrails doors and window locks, and enhancing employees' emergency response ability for flood and typhoon prevention, so as to ensure safe operation and smooth passenger travel under special weather.

面對二零二二年第三號颱風「暹芭」的到來，美蘭機場各部門的工作人員緊急出動，開展一系列針對颱風的準備工作，有效應對和降低颱風帶來的影響。機場各部門從召開防汛防風啓動會、檢修設備隱患、完善後勤人員和物資安排、排查防汛防風積水風險區域、加固道路護欄門窗門鎖等關鍵設備、強化員工防風防汛應急處置能力等方面入手，啓動防汛防風預警機制，確保特殊天氣下生產運行安全、旅客出行順暢。



Meilan Airport is united in its efforts to cope with Typhoon Chaba  
美蘭機場眾志成城應對颱風「暹芭」



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### Ecological Environment Protection

During the airport construction and operation of the Group, the ecological environment will be impacted to a certain extent. For example, noise will be generated during the aircraft take-off, which would impact the birds' living environment. The Group attaches great importance to ecological environmental protection and has taken a series of ecological protection measures to minimize the negative impact on the environment.

#### (I) Rare birds rescue and noise detection

The Group is well aware that while ensuring the civil aviation safety, it will inevitably impact birds in Meilan Airport and eventually the ecological environment. Therefore, on the premise of ensuring flight safety, the Group seeks a balance between civil aviation safety and ecological protection to reduce the harm to birds. During the Reporting Period, the Group continued to cooperate with Hainan Academy of Forestry, Hainan Libo Animal Protection Center and Haikou Swan Lake Animal Base to jointly carry out the precious birds rescue and the endemic birds research in Hainan Island. In addition, according to the requirements of relevant departments, the Group also implemented noise control and carried out noise monitoring around Meilan Airport in order to meet all noise monitoring and flight path monitoring requirements. In 2022, the Company rescued a total of 26 birds under national second-class protection and carried out 52 times of noise monitoring.

### 保護生態環境

本集團在機場建設和運營過程中，會對生態環境產生一定的影響，例如飛機起飛過程中會產生噪聲，會對鳥類生活環境造成一定的影響。本集團十分重視生態環境保護，為最大程度降低對環境的負面影響採取了一系列生態保護措施。

#### (一) 救助珍稀鳥類和噪聲檢測

本集團深明在保證民航安全的同時，不可避免地會對美蘭機場內活動的鳥類，以至生態環境造成影響。為此，本集團在保障航班安全的前提下，尋求民航安全與生態保護的平衡點，以降低對鳥類的傷害。報告期內，本集團持續與海南省林業科學研究所、海南理播動物保護中心、海口天鵝湖動物基地合作，共同開展珍稀鳥類救助及海南島特有鳥類研究工作。此外，本集團亦根據相關部門的要求，落實噪聲控制工作，在美蘭機場週邊開展噪聲監測工作，從而滿足噪聲監測和飛行航跡監測的所有要求。二零二二年全年共計救助國家二級保護鳥類26隻，開展52次噪聲監測。



Birds rescue and noise monitoring  
開展鳥類救助和噪聲監測

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### (II) Adhering to green public welfare

Adhering to green public welfare, the Group adopted the grid permeable brick paving material to construct ecological parking lots so as to enable it to have the functions of aesthetic and water conservation, and improved the landscape efficiency of public areas. The landscape renovation uses an environmentally friendly material, i.e. coconut husk, supplemented with roseite to improve the planting base and soil fertility and benefit the ecological environment in the long run. The Group also encouraged more employees to participate in ecological environmental protection and practice the concept of green living through various forms of green publicity and education activities such as tree planting festival activities, garbage classification publicity and promotion, environmental sanitation improvement, vector biological prevention system, sanitation cleaning, and post-typhoon restoration.

## FORGING AHEAD IN UNITY: PROTECTOR OF EMPLOYEES' RIGHTS

Employees are the Company's valuable resources and wealth. The Group adheres to the people-oriented management philosophy, creates a diverse, equal and inclusive workplace environment, respects and protects the rights and interests of employees, and regulates their career development path, which implements the care for employees and enhance their sense of belonging and happiness.

### Empowering Employee Growth

In order to broaden employees' career development and effectively plan the Group's human resources, the Group has formulated a dual-channel system for employees' career development, and made a development training plan suitable for employees and built a diversified development platform to meet the post demand and post-talent matching. In 2022, the Group conducted 172 trainings, with a total of 9,354 trainees, an average of 7 trainings per capita and a total training duration of 4,137 hours.

In order to further consolidate the grass-roots talent team construction, combined with the actual operation and management needs of "Double Terminals + Double Runways" in Meilan Airport, in 2022, the Group carried out the theme activity of "Capacity Improvement and Construction Year" within the Company, and regularly organized various skills training related to the daily work scope, so as to ensure smooth development of employees. The Group implemented the system of "open competition and selection of supervisors" to make the career promotion of employees smoother, fairer and more just.

### (二) 堅守綠色公益

本集團堅守綠色公益，採用網格透水磚材質鋪地建設生態停車場，使其兼具美觀與涵養水源功能，提高公共區域景觀效益。景觀改造使用環保材料椰糠土，並添加蛭石，改善種植基質，提高土壤肥力，更長久造福生態環境。本集團還通過開展植樹節活動、垃圾分類宣介、環境衛生整治、病媒生物防制、衛生大掃除、颱風過境後場區恢復等形式多樣的綠色宣傳教育活動，鼓勵更多員工參與生態環境保護、踐行綠色生活理念。

## 團結奮進：員工權益的保障者

員工是公司寶貴的資源和財富，本集團秉持以人為本的管理理念，創造多元、平等、包容的職場環境，尊重和保障職工權益，規範職業發展路徑，將對員工的關愛落到實處，提升員工的歸屬感和幸福感。

### 助力員工成長

本集團為拓寬員工職業發展，有效規劃本集團人力資源，為員工制定了職業發展雙通道制度，並以崗位需求、人崗匹配為目標，為員工制定適合自身的發展培訓計劃，搭建多元化的發展平台。二零二二年，實施培訓172項，受訓總人次9,354人次，人均受訓達7次，總受訓時長4,137小時。

為進一步夯實基層人才隊伍建設，結合美蘭機場「雙航站樓+雙跑道」運營管理實際需要，二零二二年在公司範圍內開展「能力提升建設年」主題活動以及定期組織各種涉及日常工作範圍的技能培訓，致力於員工發展道路暢通。實行「主管公開競聘選拔」制度，讓員工職業晉升道路更加暢通、公平、公正。

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告



### Case 案例

#### Leaders and managers go to the podium 領導幹部上講台

In order to thoroughly study and implement the spirit of the General Secretary Xi Jinping's important exposition on the construction of cadres' ability, give full play to the leading role of leaders and managers, and enhance the comprehensive ability of managers and workers, Meilan Airport organized a series of training activities themed "leaders and managers go to the podium" in 2022, in which company level leaders attended for 4 times and department level leaders attended for 24 times, and more than 1,500 managers and employees participated in the study, further promoting the standardization and normalization of managers' going to the podium, creating a strong atmosphere for improving the managers and workers' ability, and promoting the deep and solid establishment of a learning organization.

為深入學習貫徹習近平總書記關於幹部能力建設的重要論述精神，充分發揮領導幹部示範帶頭作用，提升廣大幹部職工綜合能力，美蘭機場組織二零二二年「領導幹部上講台」系列培訓活動，共開展公司領導上講台4期，部門領導上講台24期，1,500多名幹部員工參與學習，進一步推動管理幹部上講台規範化、常態化，營造幹部員工能力提升建設濃厚氛圍，促進學習型組織創建行動走深踩實。



The training site of leaders and managers go to the podium  
領導幹部上講台培訓現場

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告



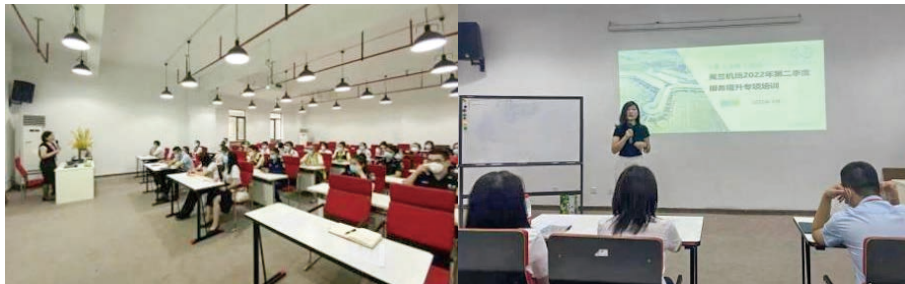
### Case 案例

#### Service improvement special training

#### 服務提升專項培訓

The Company organized four special trainings on service improvement in Meilan Airport, including Service Consciousness and Service Culture Construction, Skills of Effective Communication with Passengers, Service Function Introduction of Terminal Building, Precautions for Airport Epidemic Prevention Guidance, Airport Service Etiquette and Image, Handling Process of Passengers Accidental Injuries, and Handling Skills of Public Opinions and Service Complaints. The company-level trainings had 166 participants and re-trainings for front-line key service personnel had 4,707 participants. The training focused on filling in the employees' service knowledge weaknesses, ability shortcomings and experience blind spots, comprehensively improving employees' overall service ability, and advancing service quality governance efficiency, service soft power and brand influence.

組織開展美蘭機場服務提升專項培訓4班次，培訓內容有《服務意識與服務文化建設》《旅客有效溝通技巧》《航站樓服務功能介紹》《機場防疫引導注意事項》《機場服務禮儀與形象》《旅客意外傷害處置流程》《輿情與服務投訴處理技巧》，公司級培訓參加培訓166人次，二次培訓一線服務骨幹人員4,707人次。培訓着力補齊員工服務知識弱項、能力短板和經驗盲區，全面提升員工服務綜合能力，實現服務質量治理效能、服務軟實力及品牌影響力的提升。



Service improvement special training  
服務提升專項培訓



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

Table: Types and Data of Employee Training Indicators<sup>10</sup>

表：員工培訓指標類型和數據<sup>10</sup>

Training indicators 培訓指標	2022 二零二二年	2021 二零二一年	2020 二零二零年
Training rate of male employees (%) 男員工培訓率(%)	100	100	100
Training rate of female employees (%) 女員工培訓率(%)	100	100	100
Training rate of senior management (%) 高級管理層培訓率(%)	100	100	100
Training rate of middle management (%) 中級管理層培訓率(%)	100	100	100
Training rate of staff at grass-roots level (%) 基層員工培訓率(%)	100	100	100
Training hours of male employees (hours) 男員工培訓時數(時)	2,535 3.19 hours/person 3.19小時/人	2,735 3.93 hours/person 3.93小時/人	2,449 3.99 hours/person 3.99小時/人
Training hours of female employees (hours) 女員工培訓時數(時)	1,602 3.19 hours/person 3.19小時/人	1,796 3.93 hours/person 3.93小時/人	1,745 3.99 hours/person 3.99小時/人
Training hours of senior management (hours) 高級管理層培訓時數(時)	342 114 hours/person 114小時/人	118 23.60 hours/person 23.60小時/人	111 18.50 hours/person 18.50小時/人
Training hours of middle management (hours) 中級管理層培訓時數(時)	91 2.94 hours/person 2.94小時/人	28 7.00 hours/person 7.00小時/人	107 3.24 hours/person 3.24小時/人
Training hours of staff at grass-roots level (hours) 基層員工培訓時數(時)	3,704 2.94 hours/person 2.94小時/人	3,755 3.96 hours/person 3.96小時/人	3,976 4.96 hours/person 4.96小時/人

<sup>10</sup> In order to standardize the data, training hours of types and data of employee training indicators table are rounded to the nearest whole number.

<sup>10</sup> 為統一規範數據，員工培訓指標類型和數據表中培訓時數數據取整數。

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### Protecting Rights and Interests of Employees

#### (I) Equal employment

The Group strictly abides by the Labor Law of the People's Republic of China (《中華人民共和國勞動法》) (the "Labor Law"), the Labor Contract Law of the People's Republic of China (《中華人民共和國勞動合同法》) (the "Labor Contract Law") and the Law of the People's Republic of China on the Protection of Minors (《中華人民共和國未成年人保護法》) and other relevant laws and regulations. The Company has a perfect employment-related system or work plan, such as recruitment, employment, salary and welfare, promotion, rewards and punishments, and entry and exit, to ensure that the whole process is legal, compliant and rule-based. The documents on formulated system include: Regulations on the Personnel Introduction Management in Meilan Airport (《美蘭機場人員引進管理規定》), Interim Measures for the Labor Contracts Management in Haikou Meilan International Airport (《海口美蘭國際機場勞動合同管理暫行辦法》), Regulations on the Management of Rewards and Punishments in Meilan Airport (《美蘭機場獎懲管理規定》), and the revised documents include Regulations on the Entry and Exit Management in Meilan Airport (《美蘭機場入離職管理規定》).

The Company insists on recruiting employees based on the principles of "timely talent introduction on demand, talent and post matching, and selecting the best candidate", which fully embodies the principles of openness, fairness, impartiality, compliance and competition. The talents introduction is carried out in compliance with the relevant state and industry requirements. If illegal employment is found, the Group will abide by the Labor Law and other relevant laws and regulations for handling illegal labor and employment. If the employment contract needs to be dissolved through consultation, the Group will handle it in accordance with the relevant procedures and provisions of the Labor Contract Law. The Group strictly abides by laws and regulations such as the National Regulations on Prohibiting the Use of Child Labor (《禁止使用童工規定》) and the Regulations on Employees Working Hours of the State Council (《國務院關於職工工作時間的規定》), regularly reviews the existing employment policies and pays attention to relevant laws and regulations in order to update the Group's system and ensure that all the employees recruited are over 18 years old. The Group will strictly verify the personal information provided by the employees and correct the problems found in time. If we discover children below the lawful working age or the occurrence of forced labor, we will take measure to stop their work, and try our best to help the children, their families and employees who are forced to work, to prohibit child labor and forced labor. During the Reporting Period, the Group had no occurrence of using child labor or forced labor.

As at the end of the Reporting Period, the Group had a total of 1,296 employees, of whom 502 were female, accounting for 38.7%. The Group has signed labor contracts with all employees, and the labor contract signing rate is 100%.

As at the end of the Reporting Period, the Group staff turnover rate was 5.97%. In order to continuously improve the employee system management, the Group investigated the reasons for employees' resignation by means of questionnaires and interviews, which include personal career planning, family reasons, statutory retirement, salary and benefits, etc. The Group has continuously strengthened its work in employee career development, salary and welfare, employee care, etc., and formulated dual-channel career development management measures and employee care management system to enhance employee well-being and sense of belonging, so as to retain talents and reduce employee turnover rate.

### 保障員工權益

#### (一) 平等僱傭

本集團嚴格遵守《中華人民共和國勞動法》(《勞動法》)、《中華人民共和國勞動合同法》(《勞動合同法》)、《中華人民共和國未成年人保護法》等有關法律法規，並擁有完善的招聘錄用、勞動用工、薪酬福利、招聘晉升、獎懲及人員入離職等僱傭相關制度或工作方案，確保從人員引進到離職全流程合法合規、有章可循。已制定的制度文件有：《美蘭機場人員引進管理規定》《海口美蘭國際機場勞動合同管理暫行辦法》《美蘭機場獎懲管理規定》，修訂中的文件有《美蘭機場入離職管理規定》。

本公司堅持按照「按需引進、適時引進、人崗相適、擇優錄用」的原則開展員工招聘，充分體現公開、公平、公正、合規、競爭的原則。人員引進均遵守國家及行業的相關要求。如發現違規僱傭，本集團均遵守《勞動法》等相關法律法規處理違法勞動用工；如僱傭合約出現需協商解除的情況，本集團均會按照《勞動合同法》的相關程序及規定處理。本集團嚴格遵守國家《禁止使用童工規定》和《國務院關於職工工作時間的規定》等法律法規，定期審核現有僱傭政策並關注相關法律法規以便更新本集團制度，保證所招聘員工年齡均在18歲以上。本集團將對入職人員提供的個人信息進行嚴格核對，發現問題及時糾正，如果在工作場所發現低於法定工作年齡的兒童或存在強制勞動的行為，將採取措施讓其停止工作，並且盡可能地幫助兒童、其家人及被強制勞動的僱員，以避免童工和強制勞動現象的發生。報告期內，本集團未出現使用童工和強制勞動的情況。

截至報告期末，本集團共有員工1,296人，其中女性員工502名(佔比為38.7%)。本集團與所有員工均簽訂有勞動合同，勞動合同簽訂率達100%。

截至報告期末，本集團員工流失率為5.97%。為持續完善本集團的員工制度管理，本集團採用問卷、訪談等形式對員工離職原因進行調查，當中員工主要離職原因包括員工個人職業生涯規劃、家庭原因、到達法定退休年齡辦理退休、薪酬福利等。本集團不斷加強員工職業發展、薪酬福利、員工關愛等方面的工作，制定職業發展雙通道管理辦法、員工關愛管理制度等，提升員工幸福感和歸屬感，以挽留人才，降低員工流失率。

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

Table: Statistics of Employees<sup>11</sup>

表：員工情況數據統計表<sup>11</sup>

Name of indicators 指標名稱		2022 二零二二年	2021 二零二一年	2020 二零二零年
Total number of employees (individual) 員工總數(人)		1,296	1,153	1,051
Total number of employees by gender (individual) 按性別劃分的員工總數(人)	Male employees 男員工	794	696	614
	Female employees 女員工	502	457	437
Total number of employees by region (individual) 按地區劃分的員工總數(人)	Hainan Province 海南省	1,296	1,153	1,051
Percentage of female employees in management <sup>12</sup> 管理層中女性員工比例 <sup>12</sup>		39.57%	23.08%	33.93%
Employee turnover rate <sup>13</sup> 員工流失率 <sup>13</sup>		5.97%	9.99%	8.18%
Turnover rate by gender 按性別劃分的員工流失率	Male employees 男員工	5.89%	8.47%	7.33%
	Female employees 女員工	6.10%	12.13%	9.38%
Turnover rate by region 按地區劃分的員工流失率	Hainan Province 海南省	5.97%	9.99%	8.18%
Turnover rate by age 按年齡劃分的員工流失率	Aged under 35 35歲以下	6.91%	12.40%	11.58%
	Aged 36-40 36-40歲	2.94%	8.11%	3.38%
	Aged 41-45 41-45歲	1.40%	3.67%	0.92%
	Aged 46-50 46-50歲	0.76%	3.97%	3.17%
	Aged 51-55 51-55歲	8.06%	7.50%	2.50%
	Aged 56-60 56-60歲	26.09%	33.33%	20.00%
Number of employees with disabilities (individual) 殘疾人僱傭人數(人)		12	10	14
New job offers position (individual) 新提供就業職位(個)		100	198	143
Full-time staff proportion <sup>14</sup> 全職人員比例 <sup>14</sup>		100%	100%	100%

<sup>11</sup> During the Reporting Period, the employee data statistical indicators were expanded, and the 2020 and 2021 employee data were calculated and updated according to this indicator to ensure meaningful comparison.

<sup>12</sup> Management refers to managers at the grass-roots level and above.

<sup>13</sup> The staff turnover rate is calculated according to (the number of turnover staff in the category/the number of staff in the category in the Reporting Period) \*100%.

<sup>14</sup> During the Reporting Period, the employees of the Group are full-time, the total number of employees is 1,296.

<sup>11</sup> 報告期內員工情況數據統計指標有所擴大，並根據該指標對二零二零年及二零二一年員工數據進行計算及更新，以確保有意義的比較。

<sup>12</sup> 管理層指基層及以上幹部。

<sup>13</sup> 員工流失率按照(該類別員工流失人數/於報告期該類別員工人數)\*100%計算。

<sup>14</sup> 報告期內，本集團僱員均為全職人員，人數為1,296人。

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### (II) Remuneration and benefits

The Company guarantees employees' salary and benefits according to the actual situation to relieve employees' worries. According to national laws and regulations, the Group formulated standardized systems in terms of overtime, attendance, leave, social security and provident fund, and provides "seven social insurances and one provident fund" for employees, including five social insurances (endowment insurance, unemployment insurance, work injury insurance, medical insurance and maternity insurance), commercial supplementary medical insurance, employer's liability insurance and housing provident fund. In combination with the actual implementation of employee care, the Company provides paid annual leave on top of the statutory annual leave as required by the state, as well as other humanized leave benefits. Female employees enjoy maternity leave and breastfeeding leave as stipulated by the state, and ordinary employees enjoy paid leave such as accompanying leave and parental leave. At the same time, employees enjoy a variety of special benefits such as physical examination, birthday activity fund, sick leave visit, wedding gift money and so on. According to the Labor Law, Regulations on Overtime Management in Meilan Airport (《美蘭機場加班管理規定》) and Regulations on Employee Leave in Meilan Airport (《美蘭機場員工請休假管理規定》), the Company combined with the actual production and operation needs, implemented the working-hour system integrating standard working hours with comprehensive working hours. In terms of salary management, the Company has always adhered to the principles of work-based distribution, responsibility-based distribution, contribution-based distribution, post-based salary, salary change based on post change, and equal pay for the same post, and established a salary distribution system and a dynamic salary management mechanism that combined post responsibility with work performance.

### (二) 薪酬福利

本公司根據實際保障員工薪酬福利並減輕員工後顧之憂。根據國家法律法規，從加班、考勤、請休假、社保、公積金等各方面制定規範化制度，為員工辦理「七險一金」，包括五項社會保險（養老保險、失業保險、工傷保險、醫療保險、生育保險）、商業補充醫療保險、僱主責任險及住房公積金；結合本公司實際落實員工關愛，提供優於國家規定的帶薪年休假，以及其他人性化的多種休假福利，女員工依法享有國家規定產假、哺乳假，普通員工享有陪護假、父母育兒假等帶薪假期。同時員工享有員工體檢、生日活動基金、病休探望、結婚禮金等多種特色福利。根據《勞動法》《美蘭機場加班管理規定》《美蘭機場員工請休假管理規定》，結合本公司實際生產運行需要，實行標準工時及綜合工時相結合的工時制度。薪酬管理方面，本公司始終堅持按勞分配、按責分配、按貢獻分配、以崗定薪、崗變薪變、同崗同酬的原則，建立崗位責任和工作績效相結合的薪酬分配制度和動態的薪酬管理機制。



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### (III) Healthy Meilan

The Company has always been committed to providing employees with a safe working environment. According to its own industry characteristics, the Company has actively promoted the construction of occupational health infrastructure and improved the prevention and control of employees' health risks. The Company formulated the "Special Plan for Improving Employee Care Service in Haikou Meilan International Airport" (《海口美蘭國際機場員工關愛服務提升專項方案》) and set up the "Healthy Meilan" team in Meilan Airport to care for employees' health from the aspects of physical health, mental health and environmental health. At the same time, regular physical examinations are arranged for employees, health classes are set up and occupational disease prevention training is carried out, and emotional management and mental health construction of employees are actively strengthened.

According to the relevant provisions of the Law of People's Republic of China on Safety in Production (《中華人民共和國安全生產法》), the Company purchased labor insurance supplies in strict accordance with the actual needs of various production posts in Meilan Airport, and put in place procedures for the delivery, storage and acquisition of labor insurance supplies. At the same time, the Company appointed a dedicated person to take charge of the collection and distribution of labor insurance supplies, and established an account for the distribution and requisition of labor insurance supplies in this unit. Combined with the Provisions on the Management of Labor Protection Articles in Meilan Airport (《海口美蘭機場勞動保護用品管理規定》), Meilan Airport General Office conducts random checks on the use of labor protection articles from time to time. During the Reporting Period, the physical examination coverage rate of employees of the Company reached 100%, and there were no work-related deaths.

### (三) 健康美蘭

本公司一直致力於為員工提供安全的工作環境，根據自身行業特點，積極推進職業健康基礎建設，完善僱員健康風險防控。本公司制定《海口美蘭國際機場員工關愛服務提升專項方案》，設立美蘭機場「健康美蘭」團隊，從身體健康、心理健康、環境健康等方面呵護員工健康。同時，定期安排員工體檢，開設健康課堂和開展職業病預防培訓，積極加強員工情緒管理和心理健康建設。

根據《中華人民共和國安全生產法》相關規定，本公司嚴格按照美蘭機場各生產崗位實際需求申購勞保用品並落實勞保用品相關物資出、入庫及領料手續流程到位，同時，本公司設置專人負責勞保用品的領取和發放，並建立本單位勞保用品發放、領用台帳。結合《海口美蘭機場勞動保護用品管理規定》，美蘭機場綜合辦公室不定期對勞保用品的使用情況進行抽查。報告期內，本公司員工體檢覆蓋率達100%，未出現因工死亡事件。



The emergency center carried out physical examination activities for employees  
急救中心開展員工體檢活動

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

Table: Types and Data of Employee Health and Safety Indicators

表：員工健康與安全指標類型和數據

Name of indicators 指標名稱	2022 二零二二年	2021 二零二一年	2020 二零二零年
Number of work-related fatalities (person) 因工亡故人數(人)	0	0	0
Rate of work-related fatalities (%) 因工亡故比率(%)	0	0	0
Lost days due to work injury (days) 因工傷損失工作日數(日)	0	0	60



### Case 案例

#### Occupational health education and training

##### 開展職業健康教育培訓

On 29 April 2022, Meilan Airport conducted occupational health education and training combined with daily health knowledge, which included emergency treatment of cardiovascular and cerebrovascular diseases and cardiopulmonary resuscitation. A total of 46 representatives from back office functional departments and front-line employees attended the training.

二零二二年四月二十九日，結合日常健康防範常識等內容，美蘭機場開展職業健康教育培訓，培訓內容包含對心腦血管病突發事件的應急處置以及心肺復甦實操，後台職能部門以及一線員工代表共46人參加培訓。



Carry out occupational health education and training activities

開展職業健康教育培訓活動

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告



### Case 案例

#### Purchase labor insurance supplies for apron operators 為機坪作業人員採購勞保用品

According to the relevant requirements of the Provisions on the Management of Labor Protection Articles in Meilan Airport, Meilan Airport timely started the project for the procurement of labor protection articles in 2022, customized and purchased more than 7,200 pieces of reflective clothes and raincoats for apron operators, and purchased nearly 6,000 pairs of gloves for distribution and use according to the daily actual consumption of labor protection articles at airport freight stations. At the same time, during the rainy days in winter, Meilan Airport timely solved the daily cold resistance problem for the employees in the apron vehicle driving position, further strengthened the employees labor protection, and effectively ensured the safety and health of employees.

根據《海口美蘭機場勞動保護用品管理規定》相關要求，美蘭機場按時開展二零二二年度勞保用品立項採購工作，為機坪作業人員定制採購反光衣及雨衣共7,200餘件，並根據機場貨運站坪崗位勞保用品日常實際耗損量增購近6,000雙線手套發放使用；同時在冬季陰雨連綿期間，及時為機坪車輛駕駛崗位員工解決日常作業防寒保暖問題，進一步加強員工的勞動保護工作，切實保障員工的安全和健康。

### Attaching Importance to Employee Care

The Company adheres to the “employees-oriented” principle, gives meticulous care to employees, constantly enriches employees’ recreational activities, promotes the balance between work and rest, improves employees’ life experience, helps and comforts employees in difficulty, and creates a harmonious and happy atmosphere.

#### (I) Promoting work-rest balance

Meilan Airport Trade Union has established 11 cultural and sports associations to provide various interesting cultural and sports activities for employees and enrich their spare time life. The Company carried out employee collective birthday party activities, organizing birthday parties for employees celebrating their birthdays in the current month, and further enhanced employees’ cohesion and sense of belonging.

#### (II) Care for female employees

Meilan Airport encourages all departments to set up maternal and child rooms in terminal buildings and staff rest places, and entrusts professional companies to carry out daily management. By holding lectures on maternal and child care knowledge on a regular basis, pregnant female employees and mother passengers can master the actual practice of infant care. The Company carried out comforting activities on holidays such as Women’s Day on March 8 and Mother’s Day to send care to female employees. For female employees during the menstrual period, they are given a one-day paid leave if they have the corresponding medical certificates.

### 注重員工關愛

本公司堅持「以員工為中心」，給予員工無微不至的關懷，不斷豐富員工文娛活動，促進工休平衡，改善員工生活體驗，幫扶慰問困難員工，打造和諧幸福家園。

#### (一) 促進工休平衡

美蘭機場工會成立了11個文體協會，為員工提供各項趣味文體活動，豐富職工業餘生活；推行員工集體生日會活動，為當月生日員工組織生日會，進一步增強員工的凝聚力和歸屬感。

#### (二) 關愛女性員工

美蘭機場鼓勵各部門在航站樓、員工休息場所設立母嬰室，並委託專業公司進行日常管理，通過定期舉辦母嬰護理知識講座，讓產期女職工及旅客媽媽們掌握育嬰實際操作規範；開展三八婦女節、母親節等節假日慰問活動，給女性員工送去關懷；對於生理期女性員工，持有相應醫療證明，予以帶薪休假一天。

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### (III) Care for vulnerable groups

The Group has set up a caring foundation to provide assistance to employees suffering from serious illness or family changes. By establishing the files of employees in difficulty, the Group can keep abreast of their family status, timely activate the employee assistance channel, and actively solve the urgent needs of current and retired employees with difficulties through insurance claims, mutual aid funds and internal donations.

### (IV) Festival visits

The Group organized visits to employees on major holidays, sent gifts to employees working in front-line posts, and extended holiday wishes and greetings to them, thanking them for their diligence and selfless dedication.

### (三) 關愛弱勢群體

本集團成立愛心基金會，為患重病或是家庭遭受變故的困難員工提供幫扶；通過建立困難員工檔案，及時掌握困難員工家庭狀況，及時啟動員工幫扶通道，積極通過保險理賠、互助基金、內部捐款等方式為困難在職員工、困難退休員工解決燃眉之急。

### (四) 開展節日慰問

本集團在各大節假日組織慰問員工活動，給奮鬥在一線崗位的職工送上慰問品，並致以節日祝福和問候，對他們的勤於職守和無私奉獻表示感謝。



#### Case 案例

#### Visited female workers on "March 8 Women's Day"

「三八婦女節」慰問女職工活動

On the morning of 8th March 2022, the President of Meilan Airport Trade Union and the Director of the Women's Working Committee went to the airport emergency center, the information desk in the departure hall, the security check passage, the VIP room, the freight hall and the epidemic prevention post to express their thanks to nearly 200 women worker representatives, and sent them flowers and chocolates with festive wishes. They gained a cordial understanding of the women workers' working and living conditions and called on them to stand firm on their posts, make contributions and strive to be the most beautiful women fighters during the epidemic prevention and control period.

二零二二年三月八日上午，美蘭機場工會主席及女工委主任一同前往機場急救中心、出發廳問詢台、安檢通道、貴賓室、貨運大廳及防疫崗位等慰問女職工代表近200人，向她們送去鮮花和巧克力並致以節日的祝福，親切了解女職工的工作生活情況，號召女職工在疫情防控期間要立足崗位、建功立業，爭當最美巾幗奮鬥者。



"March 8 Women's Day" visits to female workers  
「三八婦女節」慰問女職工



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告



### Case 案例

#### Meilan Airport cultural and sports associations 美蘭機場文體協會

Since mid-August 2022, the 11 cultural and sports associations, such as basketball, volleyball, football, badminton, table tennis, billiards, calligraphy, painting and figuregraphy, music and dance, hiking, debate and chess and card and electronic games competition, which are established by Meilan Airport Trade Union, have started to recruit new members. By the end of 2022, the associations have recruited nearly 1,000 members, and a total of over 1,100 employees have joined the cultural and sports associations. The associations have effectively helped employees to balance their work and life and promoted the healthy development of their bodies and minds.

從二零二二年八月中旬開始，美蘭機場工會成立的籃球、排球、足球、羽毛球、乒乓球、檯球、書畫攝影、音樂舞蹈、徒步、辯論、棋牌電競等11個文體協會開始招收新會員。截至二零二二年底，招新吸收了近千名各類協會成員，參加文體協會的職工已經達到1,100餘人，文體協會的成立有效幫助員工平衡工作和生活，促進員工身心健康發展。



Meilan Airport cultural and sports associations carried out activities  
美蘭機場文體協會開展活動

## COMMITMENT TO GOODNESS: BE A BUILDER OF A BETTER SOCIETY

While focusing on business development, the Group actively fulfilled its social responsibilities, responded to and implemented national policies, gave back to the society with practical actions, deeply integrated into community construction with a high sense of mission, helped rural revitalization, and was keen on charity to jointly promote local harmonious development.

## 奉獻至善：美好社會的建設者

本集團在關注業務發展的同時，積極履行社會責任，響應並落實國家政策，用實際行動回饋社會，以高度的使命感深度融入社區建設，助力鄉村振興，熱衷慈善公益，共同促進地方和諧發展。

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### Prosperity with Society

Meilan Airport actively participated in social welfare undertakings, and was awarded the National Civilized Unit for six consecutive years, and the social responsibility practices continued to heat up.

#### (I) Helping rural revitalization

In response to the national strategy of fully promoting rural revitalization and consolidating the poverty alleviation achievements, the Company arranged a number of employees to form a revitalization team to help rural poverty alleviation since 2022. According to the work requirements of the Party Committee and the government of Dongge Town, Wenchang City, and in combination with the duties and tasks of “grasping ten things and doing ten things well” (十抓十好), the rural revitalization team worked around “industrial prosperity, ecological livability, civilized rural customs, effective governance and affluent life” (產業興旺、生態宜居、鄉風文明、治理有效、生活富裕), helped Liangfeng Village in Dongge Town solve the difficult problems of the people in need, promoted the payment of medical insurance, carried out epidemic prevention work, and helped alleviate the poverty of poor households and kept monitoring their poverty situation. The team actively planned village-level collective economic income, improved village infrastructure construction, and carried out environmental remediation work, doing practical things and solving many practical difficulties for the villagers.

### 與社會共繁榮

美蘭機場積極參與社會公益事業，連續6屆獲評全國文明單位，社會責任踐行持續升溫。

#### (一) 助力鄉村振興

本公司響應國家全面推進鄉村振興戰略，鞏固脫貧攻堅成果，二零二二年以來，先後安排多名職工組成振興工作隊進行下鄉扶貧。鄉村振興工作隊按照文昌市東閣鎮黨委、政府的工作要求，並且結合「十抓十好」職責任務，圍繞鄉村振興「產業興旺、生態宜居、鄉風文明、治理有效、生活富裕」開展工作，為幫扶村東閣鎮良豐村解決困難群眾難點問題，推進醫療保險繳納，執行防疫工作，幫扶貧困戶脫貧和監測返貧狀況，積極謀劃村級集體經濟收入，改善村基礎設施建設，開展環境整治工作等，真正為村民辦了實事，解決了諸多實際困難。



#### Case 案例

美蘭機場振興工作隊助力文昌市東閣鎮良豐村基礎設施建設

#### Meilan Airport Revitalization Task Force helped infrastructure construction in Liangfeng Village, Dongge Town, Wenchang City

Due to the Typhoon Nesat on 18th October 2022, several roads heading to the sea and field were washed away by continuous torrential rains, which affected the villagers' travel and production. In order to repair the roads and facilitate the villagers, Meilan Airport Revitalization Task Force coordinated with the main leaders of the town government, applied for road construction funds and repaired the roads for 200 meters, thus solving practical difficulties for the villagers.

受二零二二年十月十八日颱風[納沙]影響，連日暴雨造成多條出海路、出田路被沖垮，影響了村民出行和生產，為了修復道路，方便村民，美蘭機場振興工作隊向鎮政府主要分管領導協調，申請修路資金，維修道路200米，為村民解決了實際困難。



Road repair  
道路修復

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### (II) Enthusiastic volunteer service

The Group vigorously promotes the volunteer service spirit, and actively participates in the community's volunteer work such as voluntary blood donation, love tickets and materials donation, visiting the needy, and care for special children, attracting the extensive participation of caring people from all walks of life and employees. At the same time, the Group carried out volunteer service regularly in the terminal building, providing inquiries, guidance, translation and other services for passengers, delivering all-staff volunteer service for urgent and special passengers, and launching services such as "urgent passenger", "love stickers" and "winter clothes storage" to practice social responsibility with actions. In 2022, Meilan Airport terminals conducted 9,472 person-times of volunteer service, including 4,380 person-times of normal passenger service volunteers, 396 person-times of large-scale security volunteers for events such as Boao Forum for Asia and Consumer Expo, and 4,696 person-times of epidemic prevention volunteers, with a total cost of RMB1,479,600.

### (二) 熱心志願服務

本集團大力弘揚志願服務精神，積極投身無償獻血、捐贈愛心機票及物資、慰問困難群眾、關愛特殊兒童等社區志願服務活動，吸引社會各界愛心人士及員工廣泛參與。同時，在候機樓內常態化開展志願服務，為過往旅客提供問詢、引導、外語翻譯等服務，針對急客及特殊旅客開展全員志願服務，推出「急客」服務、「愛心貼」、「冬衣寄存」等，以實際行動踐行社會責任。二零二二年全年，美蘭機場航站樓投入志願服務9,472人次，其中常態化旅客服務志願者4,380人次、博鰲亞洲論壇、消博會等大型保障志願者396人次、防疫志願者4,696人次，費用合計人民幣147.96萬元。



#### Case 案例

##### Normalized volunteer service

##### 常態化志願服務

In August 2022, the local epidemic stranded many tourists in Hainan. In order to ensure the evacuation of stranded passengers, Meilan Airport set up 27 party member pioneer posts at key points for travelers, five party member commandos, and a volunteer special service class, calling on 169 party member managers from the middle and back office departments to actively help elderly passengers, disabled passengers and unaccompanied children.

二零二二年八月，海南本土疫情造成多地來瓊旅客滯留。為做好滯留旅客的疏散工作，美蘭機場在旅客出行的關鍵點位上設立27個黨員先鋒崗、成立5個黨員突擊隊，還成立了志願者特服專班，號召中後台職能部門169名黨員幹部積極加入，對老年旅客、殘疾旅客、無陪兒童進行幫扶。



Volunteers serve passengers

志願者為旅客服務



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告



### Case 案例

#### Carried out voluntary blood donation activities for 24 consecutive years 連續24年開展無償獻血活動

In July 2022, in order to fully meet the clinical blood demand in the blood donation off-season in Hainan Province, Meilan Airport launched a voluntary blood donation activity, which was positively responded by the employees. According to statistics, 403 employees from various departments participated in this activity, with a total blood donation of more than 100,000 milliliters. Over the years, Meilan Airport has been adhering to the tenet of “humanity, fraternity and dedication” and actively organized employees to participate in voluntary blood donation activities. Since 1998, the Company has organized voluntary blood donation activities for 24 years, during which a large number of volunteers who are enthusiastic about public welfare have emerged and the Company has been awarded “Hainan Province Advanced Blood Donation Unit” for multiple years.

二零二二年七月，為充分保障海南省獻血淡季臨床用血需求，美蘭機場開展無償獻血活動，並得到了廣大員工的積極響應，據統計，本次活動共有來自各部門403名員工參與，總獻血量10萬餘毫升。多年來，美蘭機場一直秉承著「人道、博愛、奉獻」的宗旨，積極組織員工參加無償獻血活動。自一九九八年開始，美蘭機場組織無償獻血活動至今已有二十四年，期間湧現出了一大批熱心公益的無償獻血志願者，連續多年被評為「海南省無償獻血先進單位」。



Voluntary blood donation activities  
無償獻血活動



### Case 案例

#### Visited the needy 慰問困難群眾

In November 2022, Meilan Airport launched a Party Day with the theme of “Visiting the needy, caring for the people with sincerity”, and organized 19 party member managers and activists to go to Yongxing Town, Hanxiang Village of Longquan Town and Dalin Village of Lingshan Town in Haikou City to visit the needy, go deep into their homes, talk about everyday matters to learn about their production and life after poverty alleviation, encourage them to strengthen their beliefs, build up their confidence, and send them rice, cooking oil and quilts. Some party members volunteered to send consolation money to the needy.

二零二二年十一月，美蘭機場開展「走訪慰問困難群眾，真情關愛暖民心」主題黨日活動，組織黨員幹部及入黨積極分子共19人趕赴海口市永興鎮、龍泉鎮翰香村、靈山鎮大林村，慰問困難群眾，深入困難群眾家中，以拉家常的方式了解他們脫貧後的生產生活情況，鼓勵他們要堅定信念，樹立信心，並送上了米、油、被子等生活用品，部分黨員同志自發為困難群眾送去慰問金。



Visited the needy  
慰問困難群眾



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### Growth with Partners

The sustainable development of an enterprise is inseparable from the collaborative creation and joint efforts of partners. The Company actively pursues pragmatic cooperation with all parties, continuously expands the “circle of friends”, and continues to grow and develop its strength.

#### (I) Building a sustainable supply chain

The Group carries out procurement work in strict accordance with relevant national laws and regulations, adheres to the principles of integrity, fair competition and fair trade, and maintains the order of market competition. The Group continues to improve the supplier management system, promote the annual assessment of suppliers, help suppliers improve their performance level, promote the management system construction of sustainable supply chain, and help the healthy development of the upstream and downstream of the industry.

The Company adheres to eight principles (the principles of competition, fairness, quality priority, maximum price limit, maximum value acquisition, confidentiality, integrity and efficiency, document integrity). Based on ensuring the healthy and orderly development of the enterprise, we formulated and issued the Regulations on the Procurement of Engineering, Goods and Services of Meilan Airport (《美蘭機場工程、貨物及服務採購管理規定》), the Implementation Measures on the Procurement of Engineering, Goods and Services of Meilan Airport (《美蘭機場工程、貨物及服務採購實施辦法》), the Management Implementation Rules on Procurement Management Committee of Meilan Airport (《美蘭機場採購管理委員會管理實施細則》) and other relevant system. In addition, the Group has carried out closed-loop management of the whole process of procurement, to reduce procurement risks, and ensure the sustainable and healthy development of procurement. In 2022, the number of suppliers who were eliminated as a result of not fulfilling the procurement requirements of the Company was four.

### 與夥伴共發展

企業的可持續發展離不開夥伴同行的協同共創、攜手奮進。本公司積極追求與各方的務實合作，不斷擴大事業「朋友圈」，持續壯大發展實力。

#### (一) 打造可持續供應鏈

本集團嚴格按照國家相關法律法規開展採購工作，堅持誠信、公平競爭與公平貿易原則，維護市場競爭秩序。持續完善供應商管理制度，推進供應商年度評價工作，並幫助供應商提升履責水平，促進可持續供應鏈管理體系建設，助力行業上下游健康發展。

本公司堅持八項原則(競爭原則、公平原則、質量優先原則、最高限價原則、獲取最大價值原則、保密原則、廉潔高效原則、文件完整性原則)，立足於保障企業健康有序發展，制定並下發了《美蘭機場工程、貨物及服務採購管理規定》《美蘭機場工程、貨物及服務採購實施辦法》《美蘭機場採購管理委員會管理實施細則》等相關制度，對企業採購全環節進行閉環管理，降低採購風險，確保採購工作持續健康發展。二零二二年度內，因未滿足公司採購要求而遭淘汰的供應商數目為4個。

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告



### The supervision on suppliers in the procurement process is as follows:

採購環節對供應商的監督如下：

- Bid-rigging management: After the bidding of each procurement project is opened, the project leader shall verify the mutual shareholding relationship, IP of the bidding, MAC of the bidding and contact person of the bidding (relevant information can be viewed through the National Enterprise Credit Information Publicity System at <http://gsxt.saic.gov.cn/>), fill in the Description of the Mutual Shareholding of Supplier(s) in Procurement Project of Meilan Airport (《美蘭機場採購項目供應商相互持股情況說明》) and notify the project assessment team of the investigation results. If there is a mutual shareholding relationship between suppliers or IP of the bidding, MAC of the bidding and contact person are consistent, the project needs to be suspended, the team leader shall be reported after understanding the relevant situation, and the verification results shall be reported as an annex. If after investigation, it is confirmed that different suppliers entrust the same entity or individual to handle bidding, it will be regarded as bid-rigging by supplier and will be dealt with in accordance with the provisions of supplier violations.

串標、圍標管理：各採購項目開標後，項目負責人需對應標的供應商相互持股關係、應標IP、應標MAC及聯繫人情況進行核查(可登陸全國企業信用信息公示系統<http://gsxt.saic.gov.cn/>)，填寫《美蘭機場採購項目供應商相互持股情況說明》後將清查結果通報項目評標小組。如出現供應商相互持股關係或應標IP、應標MAC及聯繫人一致情況，需暫停此項目，了解相關情況後向小組組長匯報，並將核查情況作為附件形式一併呈報。如調查後確認存在不同供應商委託同一單位或個人辦理投標的情況，則視為供應商串標，將按照供應商不良案例規定處理。

- Supplier prohibitions: Suppliers that have been established for less than 1 year and have no relevant performance support, suppliers with poor integrity records, suppliers who fail the audit, and suppliers who provide incomplete qualifications.

供應商禁止入庫的情況：成立時間未達1年且無相關業績支持的供應商、誠信記錄不良的供應商、審核不合格的供應商、提供資質不全的供應商。

- Performance assessment: Performance assessment refers to the comprehensive assessment on the supplier's performance after entering the site for construction, after supply or after service delivery. Led by the Procurement Management Center under the General Office, each department is responsible for organizing the performance assessment of cooperative suppliers through daily performance assessment and annual assessment, and the final assessment results will be applied after internal approval.

履約評價：履約評價指供應商進場施工後、供貨後或提供服務後，對其履約情況進行的綜合評價。由綜合辦公室採購管理中心牽頭，各部門分別負責，通過日常履約評價、年度考核評估，針對本年度正在推進的項目組織開展合作供應商履約評估工作，最終評價結果經內部審批後應用。

- Establishing corporate credit record mechanism. The Procurement Management Center keeps a credit history of the Company's bidding activities. Bidders (offerors) and affiliated entities with the following bad behaviors may be disqualified from the bidding, and after being reviewed and approved by the Company's procurement management committee, they will be included in the list of bad credit records, and they will be prohibited from participating in the Company's projects for two years.

建立公司信用記錄機制。採購管理中心對本公司的招標活動進行信用記錄。對存在不良行為的投標(報價)人和關聯單位，可取消其投標資格，並經本公司採購管理委員會審核通過後，列入不良信用記錄名單，兩年內禁止參與公司的項目。

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- Supplier's environmental and social risk analysis. For various suppliers that may have a negative impact on environmental and social contents, the Company will strictly assess them in accordance with the Management Measures on Integrity File and Manual of Construction Enterprises of Hainan Province (《海南省建築企業誠信檔案手冊管理辦法》) and the inquiry results on the "Credit China" website (www.creditchina.gov.cn), and strictly eliminates suppliers who do not meet the Company's requirements.

供應商環境和社會風險分析。對於各種可能對環境及社會內容造成不良影響的供應商，本公司嚴格依據《海南省建築企業誠信檔案手冊管理辦法》、「信用中國」網站(www.creditchina.gov.cn)查詢情況進行評定，對於不滿足本公司要求的供應商嚴格淘汰。

- Adopting green procurement standards. We strictly comply with the state's relevant policies and mandatory standards on energy conservation and environmental protection, include the indicators of energy consumption (energy efficiency) into the procurement techniques documents, and actively procure products complying with the State's policies on energy conservation and environmental protection.

實行綠色化採購標準。嚴格遵守國家節能環保的有關政策要求和強制標準，將能耗(能效)等指標明確到採購技術文件中，積極採購符合國家節能環保政策的產品。

Table: Number of Suppliers by Region in 2022

表：二零二二年按地區劃分的供應商數量

Province/Municipality	省／市	Number of suppliers (individual) 供應商數量(個)
Hainan	海南省	164
Guangdong	廣東省	21
Beijing	北京市	28
Jiangsu	江蘇省	8
Shanghai	上海市	5
Hong Kong, PRC	中國香港	4
Chongqing	重慶市	4
Zhejiang	浙江省	4
Tianjin	天津市	3
Shandong	山東省	3
Hunan	湖南省	2
Hebei	河北省	1
Sichuan	四川省	1
Jiangxi	江西省	1
Heilongjiang	黑龍江省	1
Jilin	吉林省	1
Total	合計	251

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### (II) Promote coordinated development of the industry

Based on its own reality, the Group has explored the integrated development of aviation resources, and established partnerships with governments, schools, enterprises and other entities to promote the complementarity of advantageous resources, win-win results through cooperation, and the development of society and the industry.

### (二) 促進行業協同發展

本集團立足自身實際，探索航空資源融合發展，與政府、學校、企業等單位建立合作夥伴關係，促進優勢資源互補，以合作促共贏，推動社會和行業發展。



#### Case 案例

#### Signed a strategic cooperation agreement with Juneyao Airlines

#### 與吉祥航空簽署戰略合作協議

In November 2022, Meilan Airport and Juneyao Airlines signed a strategic cooperation agreement in Shanghai, and the two parties reached a broad consensus on increasing capacity investment, improving Haikou's route network, optimizing ground support services, promoting the establishment of Hainan branch in a timely manner, and promoting airport industry cooperation. Through this cooperation, the Group will further enhance the accessibility of flights of Meilan Airport with the Yangtze River Delta region, southwest region and third- and fourth-tier cities in China, expand the international market in Japan and South Korea, and consolidate Southeast Asian routes, which helps Meilan Airport gradually build a competitive international route network and accelerate the construction of an international aviation hub in Hainan Free Trade Port.

二零二二年十一月，美蘭機場與吉祥航空在上海簽署《戰略合作協議》，雙方共同就加大運力投入、完善海口航線網絡、優化地面保障服務、適時推動成立海南分公司、推進臨空產業合作等方面達成廣泛共識。此次合作，將對進一步提升美蘭機場航班與國內長三角地區、西南地區以及三四線城市通達性，拓展日韓國際市場、夯實東南亞航線，助力美蘭機場逐步構建具有競爭力的國際航線網絡，加快海南自貿港國際航空樞紐建設，都具有重大意義。



Signing ceremony of the cooperation agreement between Meilan Airport and Juneyao Airlines  
美蘭機場與吉祥航空簽署合作協議



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

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### Case 案例

#### Held talks with the School of Computer Science of Hainan University and the Hainan Research Institute of China Engineering Science and Technology Development Strategy 與海南大學計算機學院及中國工程科技發展戰略海南研究院舉行會談

In May 2022, Meilan Airport, the School of Computer Science of Hainan University and the Hainan Research Institute of China Engineering Science and Technology Development Strategy held talks in Haikou, focusing on the joint innovation lab as an opportunity to discuss and exchange on cooperation in smart airport construction, strengthening school-enterprise cooperation, and research directions on the implementation of free trade port policies. Through school-enterprise cooperation, Meilan Airport can obtain talents, students can obtain skills, and the school can develop, so as to achieve the win-win results of “complementary advantages, resource sharing, mutual benefit and common development (優勢互補、資源分享、互惠互利、共同發展)” between Hainan University and Meilan Airport.

二零二二年五月，美蘭機場與海南大學計算機學院及中國工程科技發展戰略海南研究院在海口舉行會談，雙方圍繞以聯合創新實驗室為契機，就智慧機場建設方面的合作、加強校企合作、自貿港政策落地研究方向等進行探討交流。通過校企合作使美蘭機場得到人才、學生得到技能、學校得到發展，從而實現海南大學與美蘭機場「優勢互補、資源共享、互惠互利、共同發展」的雙贏結果。



Held talks with the School of Computer Science of Hainan University  
美蘭機場與海南大學計算機學院舉行會談

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### ESG CONTENT INDEX

### ESG指標索引表

ESG Reporting Guide 《ESG報告指引》		Chapter(s) in the Report 所在本報告章節
<b>Subject Area A. Environmental</b>		
主要範疇 A. 環境		
<b>Aspect A1: Emissions</b>		
層面A1：排放物		
<b>General Disclosure</b>		
A1	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to air and greenhouse gas emissions, discharges into water and land, and generation of hazardous and non hazardous waste.	Emissions Management
<b>KPI</b>		
A1.1	The types of gas emissions and respective emissions data (including ozone-depleting substances and major air pollutants).	Emissions Management
A1.2	Direct (Scope 1) and energy indirect (Scope 2) greenhouse gas emissions (in tonnes) and, where appropriate, intensity (e.g. per unit of production volume, per facility).	Emissions Management
A1.3	Total hazardous waste produced (in tonnes) and, where appropriate, intensity (e.g. per unit of production volume, per facility).	Emissions Management
A1.4	Total non-hazardous waste produced (in tonnes) and, where appropriate, intensity (e.g. per unit of production volume, per facility).	Emissions Management
A1.5	Description of emissions target(s) set and steps taken to achieve them.	Emissions Management
A1.6	Description of how hazardous and non-hazardous wastes are handled, and a description of reduction target(s) set and steps taken to achieve them.	Emissions Management
<b>一般披露</b>		
A1	有關廢氣及溫室氣體排放、向水及土地的排污、有害及無害廢棄物的產生等的： (a) 政策；及 (b) 遵守對發行人有重大影響的相關法律及規例的資料。	排放物管理
<b>關鍵績效指標</b>		
A1.1	氣體排放物種類及相關排放數據(包括臭氧消耗物質和主要空氣污染物)。	排放物管理
A1.2	直接(範圍1)及能源間接(範圍2)溫室氣體排放量(以噸計算)及(如適用)密度(如以每產量單位、每項設施計算)。	排放物管理
A1.3	所產生有害廢棄物總量(以噸計算)及(如適用)密度(如以每產量單位、每項設施計算)。	排放物管理
A1.4	所產生無害廢棄物總量(以噸計算)及(如適用)密度(如以每產量單位、每項設施計算)。	排放物管理
A1.5	描述所訂立的排放量目標及為達到這些目標所採取的步驟。	排放物管理
A1.6	描述處理有害及無害廢棄物的方法，及描述所訂立的減廢目標及為達到這些目標所採取的步驟。	排放物管理

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### ESG Reporting Guide 《ESG報告指引》

### Chapter(s) in the Report 所在本報告章節

#### Aspect A2: Use of Resources

#### 層面A2：資源使用

##### General Disclosure

A2	Policies on the efficient use of resources, including energy, water and other raw materials.	Energy Conservation and Efficiency Enhancement
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##### KPI

A2.1	Direct and/or indirect energy consumption by type (e.g. electricity, gas or oil) in total (kWh in '000s) and intensity (e.g. per unit of production volume, per facility).	Energy Conservation and Efficiency Enhancement
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A2.2	Water consumption in total and intensity (e.g. per unit of production volume, per facility).	Energy Conservation and Efficiency Enhancement
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A2.3	Description of energy use efficiency target(s) set and steps taken to achieve them.	Energy Conservation and Efficiency Enhancement
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A2.4	Description of whether there is any issue in sourcing water that is fit for purpose, water efficiency target(s) set and steps taken to achieve them.	Energy Conservation and Efficiency Enhancement
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A2.5	Total packaging material used for finished products (in tonnes) and, if applicable, with reference to per unit produced.	Emissions Management
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##### 一般披露

A2	有效使用資源(包括能源、水及其他原材料)的政策。	節能增效
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##### 關鍵績效指標

A2.1	按類型劃分的直接及／或間接能源(如電、氣或油)總耗量(以千個千瓦時計算)及密度(如以每產量單位、每項設施計算)。	節能增效
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A2.2	總耗水量及密度(如以每產量單位、每項設施計算)。	節能增效
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A2.3	描述所訂立的能源使用效益目標及為達到這些目標所採取的步驟。	節能增效
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A2.4	描述求取適用水源上可有任何問題，以及所訂立的用水效益目標及為達到這些目標所採取的步驟。	節能增效
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A2.5	製成品所用包裝材料的總量(以噸計算)及(如適用)每生產單位估量。	排放物管理
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#### Aspect A3: Environment and Natural Resources

##### 層面A3：環境及天然資源

##### General Disclosure

A3	Policies on minimizing the issuer's significant impacts on the environment and natural resources.	Ecological Environment Protection
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##### KPI

A3.1	Description of the significant impacts of activities on the environment and natural resources and the actions taken to manage them.	Ecological Environment Protection
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##### 一般披露

A3	減低發行人對環境及天然資源造成重大影響的政策。	保護生態環境
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##### 關鍵績效指標

A3.1	描述業務活動對環境及天然資源的重大影響及已採取管理有關影響的行動。	保護生態環境
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#### Aspect A4: Climate Change

##### 層面A4：氣候變化

##### General Disclosure

A4	Policies on identification and mitigation of significant climate-related issues which have impacted, and those which may impact, the issuer.	Addressing climate change
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##### KPI

A4.1	Description of the significant climate-related issues which have impacted, and those which may impact, the issuer, and the actions taken to manage them.	Addressing climate change/ Energy Conservation and Efficiency Enhancement
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##### 一般披露

A4	識別及應對已經及可能會對發行人產生影響的重大氣候相關事宜的政策。	應對氣候變化
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##### 關鍵績效指標

A4.1	描述已經及可能會對發行人產生影響的重大氣候相關事宜，及應對行動。	應對氣候變化／節能增效
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**Subject Area B. Social**

主要範疇 **B. 社會**

**Employment and labor practices**

僱傭及勞工常規

**Aspect B1: Employment**

層面 **B1：僱傭**

**General Disclosure**

B1	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to compensation and dismissal, recruitment and promotion, working hours, rest periods, equal opportunity, diversity, anti-discrimination, and other benefits and welfare.	Protecting Rights and Interests of Employees
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**KPI**

B1.1	Total workforce by gender, employment type (for example, full-or part-time), age group and geographical region.	Protecting Rights and Interests of Employees
B1.2	Employee turnover rate by gender, age group and geographical region.	Protecting Rights and Interests of Employees

**一般披露**

B1	有關薪酬及解僱、招聘及晉升、工作時數、假期、平等機會、多元化、反歧視以及其他待遇及福利的： (a) 政策；及 (b) 遵守對發行人有重大影響的相關法律及規例的資料。	保障員工權益
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**關鍵績效指標**

B1.1	按性別、僱傭類型、年齡組別及地區劃分的僱員總數。	保障員工權益
B1.2	按性別、年齡組別及地區劃分的僱員流失比率。	保障員工權益

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#### Aspect B2: Health and Safety

##### 層面B2：健康與安全

##### General Disclosure

B2	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to providing a safe working environment and protecting employees from occupational hazards.	Protecting Rights and Interests of Employees
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##### KPI

B2.1	Number and rate of work-related fatalities occurred in each of the past three years including the reporting year.	Protecting Rights and Interests of Employees
B2.2	Lost days due to work injury.	Protecting Rights and Interests of Employees
B2.3	Description of occupational health and safety measures adopted, and how they are implemented and monitored.	Protecting Rights and Interests of Employees

##### 一般披露

B2	有關提供安全工作環境及保障僱員避免職業性危害的： (a) 政策；及 (b) 遵守對發行人有重大影響的相關法律及規例的資料。	保障員工權益
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##### 關鍵績效指標

B2.1	過去三年(包括匯報年度)每年因工亡故的人數及比率。	保障員工權益
B2.2	因工傷損失工作日數。	保障員工權益
B2.3	描述所採納的職業健康與安全措施，以及相關執行及監察方法	保障員工權益

#### Aspect B3: Development and Training

##### 層面B3：發展及培訓

##### General Disclosure

B3	Policies on improving employees' knowledge and skills for discharging duties at work. Description of training activities. Training means vocational training and may include internal and external courses paid for by the employer.	Empowering Employee Growth
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##### KPI

B3.1	The percentage of employees trained by gender and employee category (e.g. senior management, middle management).	Empowering Employee Growth
B3.2	The average training hours completed per employee by gender and employee category.	Empowering Employee Growth

##### 一般披露

B3	有關提升僱員履行工作職責的知識及技能的政策。描述培訓活動。培訓指職業培訓，可包括由僱主付費的內外部課程。	助力員工成長
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##### 關鍵績效指標

B3.1	按性別及僱員類別(如高級管理層、中級管理層等)劃分的受訓僱員百分比。	助力員工成長
B3.2	按性別及僱員類別劃分，每名僱員完成受訓的平均時數。	助力員工成長

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

### ESG Reporting Guide 《ESG報告指引》

### Chapter(s) in the Report 所在本報告章節

#### Aspect B4: Labor Standards

##### 層面B4：勞工準則

##### General Disclosure

B4	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to preventing child and forced labor.	Protecting Rights and Interests of Employees
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##### KPI

B4.1	Description of measures to review employment practices to avoid child and forced labor.	Protecting Rights and Interests of Employees
B4.2	Description of steps taken to eliminate such practices when discovered.	Protecting Rights and Interests of Employees

##### 一般披露

B4	有關防止童工或強制勞工的： (a) 政策；及 (b) 遵守對發行人有重大影響的相關法律及規例的資料。	保障員工權益
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##### 關鍵績效指標

B4.1	描述檢討招聘慣例的措施以避免童工及強制勞工。	保障員工權益
B4.2	描述在發現違規情況時消除有關情況所採取的步驟。	保障員工權益

#### Aspect B5: Supply Chain Management

##### 層面B5：供應鏈管理

##### General Disclosure

B5	Policies on managing environmental and social risks of the supply chain.	
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##### KPI

B5.1	Number of suppliers by geographical region.	Growth with Partners
B5.2	Description of practices relating to engaging suppliers, number of suppliers where the practices are being implemented, and how they are implemented and monitored.	Grow with Partners
B5.3	Description of practices used to identify environmental and social risks along the supply chain, and how they are implemented and monitored.	Growth with Partners
B5.4	Description of practices used to promote environmentally preferable products and services when selecting suppliers, and how they are implemented and monitored.	Growth with Partners

##### 一般披露

B5	管理供應鏈的環境及社會風險政策。	
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##### 關鍵績效指標

B5.1	按地區劃分的供應商數目。	與夥伴共發展
B5.2	描述有關聘用供應商的慣例，向其執行有關慣例的供應商數目，以及相關執行及監察方法。	與夥伴共發展
B5.3	描述有關識別供應鏈每個環節的環境及社會風險的慣例，以及相關執行及監察方法。	與夥伴共發展
B5.4	描述在挑選供應商時促使多用環保產品及服務的慣例，以及相關執行及監察方法。	與夥伴共發展

# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

## 環境、社會和管治報告

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#### Aspect B6: Product Responsibility

#### 層面B6：產品責任

##### General Disclosure

B6	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to health and safety, advertising, labelling and privacy matters relating to products and services provided and methods of redress.	Safe Operation and Guarantee
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##### KPI

B6.1	Percentage of total products sold or shipped subject to recalls for safety and health reasons.	Not Applicable
B6.2	Number of products and service related complaints received and how they are dealt with.	Improving Service Levels
B6.3	Description of practices relating to observing and protecting intellectual property rights.	Intellectual Property
B6.4	Description of quality assurance process and recall procedures.	Not Applicable
B6.5	Description of consumer data protection and privacy policies, and how they are implemented and monitored.	Safe Operation and Guarantee

##### 一般披露

B6	有關所提供產品和服務的健康與安全、廣告、標籤及私隱事宜以及補救方法的： (a) 政策；及 (b) 遵守對發行人有重大影響的相關法律及規例的資料。	安全運營保障
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##### 關鍵績效指標

B6.1	已售或已運送產品總數中因安全與健康理由而須回收的百分比。	不適用
B6.2	接獲關於產品及服務的投訴數目以及應對方法。	提升服務水平
B6.3	描述與維護及保障知識產權有關的慣例。	知識產權
B6.4	描述質量檢定過程及產品回收程序。	不適用
B6.5	描述消費者數據保障及私隱政策，以及相關執行及監察方法。	安全運營保障



# ENVIRONMENTAL, SOCIAL AND GOVERNANCE REPORT

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#### Aspect B7: Anti-corruption

##### 層面B7：反貪污

#### General Disclosure

B7	Information on: (a) the policies; and (b) compliance with relevant laws and regulations that have a significant impact on the issuer relating to bribery, extortion, fraud and money laundering.	Integrity Construction
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#### KPI

B7.1	Number of concluded legal cases regarding corrupt practices brought against the issuer or its employees during the reporting period and the outcomes of the cases.	Integrity Construction
B7.2	Description of preventive measures and whistle-blowing procedures, and how they are implemented and monitored.	Integrity Construction
B7.3	Description of anti-corruption training provided to directors and staff.	Integrity Construction

#### 一般披露

B7	有關防止賄賂、勒索、欺詐及洗黑錢的： (a) 政策；及 (b) 遵守對發行人有重大影響的相關法律及規例的資料。	廉潔建設
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#### 關鍵績效指標

B7.1	於匯報期內對發行人或其僱員提出並已審結的貪污訴訟案件的數目及訴訟結果。	廉潔建設
B7.2	描述防範措施及舉報程序，以及相關執行及監察方法。	廉潔建設
B7.3	描述向董事及員工提供的反貪污培訓。	廉潔建設

#### Community

##### 社區

#### Aspect B8: Community Investment

##### 層面B8：社區投資

#### General Disclosure

B8	Policies on community engagement to understand the needs of the communities where the issuer operates and to ensure its activities take into consideration the communities' interests.	Prosperity with Society
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#### KPI

B8.1	Focus areas of contribution (e.g. education, environmental concerns, labor needs, health, culture, sport).	Prosperity with Society
B8.2	Resources contributed (e.g. money or time) to the focus area.	Prosperity with Society

#### 一般披露

B8	有關以社區參與來了解營運所在社區需要和確保其業務活動會考慮社區利益的政策。	與社會共繁榮
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#### 關鍵績效指標

B8.1	專注貢獻範疇(如教育、環境事宜、勞工需求、健康、文化、體育)。	與社會共繁榮
B8.2	在專注範疇所動用資源(如金錢或時間)。	與社會共繁榮

# CORPORATE CULTURE

## 企業文化

### CORPORATE MISSION

#### 企業使命

Leveraging on the positioning of Hainan Free Trade Port, we will build a safe, intelligent, dynamic and sustainable first-class airport, helping Hainan reach the world and the world approach Hainan.

立足於海南自貿港，建設安全、智慧、活力、可持續的一流空港，讓海南走向世界、讓世界走近海南。

### CORPORATE VISION

#### 企業願景

Our vision is to become a regional aviation gateway to the Pacific Ocean and the Indian Ocean.

成為面向太平洋、印度洋的航空區域門戶樞紐。

### CORPORATE CONCEPT

#### 企業理念

**Safety-oriented:** Establish the concept of “people first, life first”, resolutely implement “zero tolerance for potential safety hazards”, and take “respect for life, rules and regulations, and duties” as the bottom line of civil aviation safety development.

**Star and warm service:** “star” stands for Meilan Airport as the eighth SKYTRAX Five-star airport in the world and the first in China (except Hong Kong, Macao and Taiwan), and “warm” means providing warm services to passengers. Ten outstanding and perfect services are offered: easy arrival and departure, enjoy touring in Meilan; sincere inquiry, quality service in Meilan; brilliant check-in, happy experience in Meilan; friendly safety inspection, warmth in Meilan; worry-free luggage check-in, safety in Meilan; featured businesses, fun in Meilan; heartfelt companionship, care in Meilan; travel with ease, affection in Meilan; civilized cargo shipping, courtesy in Meilan; and immediate response, sincerity in Meilan.

**Employee achievements:** Talents are the most important resources of the Company, and employees are our most valuable wealth of the Company. We are committed to creating a harbor for employees’ growth and a platform for realizing their own value. We always put the development of employees in the first place, treat every employee well, thus realizing the common growth of employees and Meilan Airport.

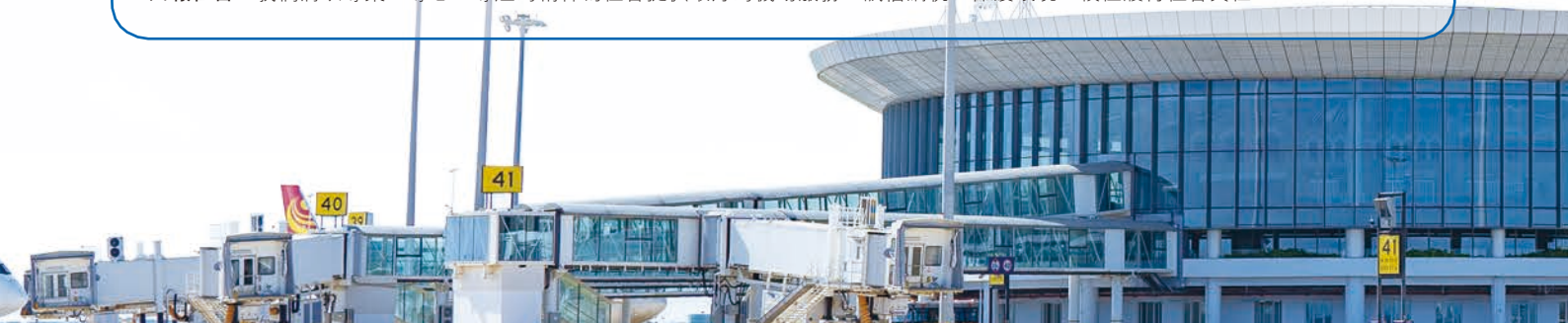
**Giving back to society:** We will provide the best airport services for the community with professionalism, concentration, and focus, pay taxes in good faith, protect the environment, and actively fulfil our social responsibilities.

**安全為本：**樹立「人民至上、生命至上」理念，堅決執行「安全隱患零容忍」，將「敬畏生命、敬畏規章、敬畏職責」作為民航安全發展底線。

**星馨服務：**「星」代表着美蘭機場作為全球第八家、國內首家(除港澳台地區)SKYTRAX五星級機場，「馨」即給旅客提供溫馨服務。踐行「十全十美」服務理念：輕鬆抵離，暢享美蘭；陽光問詢，優享美蘭；亮麗值機，悅享美蘭；親情安檢，馨享美蘭；行李無憂，安享美蘭；特色商業，樂在美蘭；傾心相伴，暖在美蘭；安心出行，愛在美蘭；文明貨運，禮在美蘭；即刻響應，誠在美蘭。

**成就員工：**人才是公司最重要的資源，員工是公司最寶貴的財富，致力於成為員工成長的港灣、實現自身價值的舞台，始終將員工的發展放在第一位，善待每一位員工，實現員工與美蘭機場共同成長。

**回報社會：**我們將以專業、專心、專注的精神為社會提供最好的機場服務，誠信納稅，保護環境，積極履行社會責任。



# CORPORATE VALUES

## 企業價值觀

**Loyalty and commitment:** be loyal and committed, take responsibility as an important part of our lives, and feel it with our hearts and operate it with our minds.

**Integrity and law-abiding:** comply with the law, honesty and integrity, make a firm awareness of law-abiding compliance, and let honesty become the spiritual label and beautiful business card of Meilan people.

**Solidarity and innovation:** Be united to help each other and keep up with the times, bear the bigger picture in mind when working, and innovate our thinking, service awareness and processes to continue to meet the ever-changing needs of our customers.

**Integrity and efficiency:** Work with integrity and vigor, combining our culture of integrity and execution with our corporate development strategy and production operations to promote sustainable, rapid and healthy development.

**忠誠擔當：**堅守忠誠、主動擔當，把責任作為生命的重要組成部分，用心去感悟，用心去經營。

**誠信守法：**遵紀守法、誠信為本，樹牢守法合規意識，讓誠信成為美蘭人的精神標籤、靚麗名片。

**團結創新：**團結互助、與時俱進，在工作中以大局為重，創新思維能力、服務意識及流程方法，持續滿足客戶不斷變化的新需求。

**廉潔高效：**廉潔從業、雷厲風行，將廉潔文化及執行力文化與企業的發展戰略、生產經營有機結合，促進企業持續、快速、健康發展。



# DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

## 董事、監事及高級管理層簡介

### EXECUTIVE DIRECTORS

**Mr. Wang Hong**, aged 55, obtained a bachelor's degree from Central China Normal University (華中師範大學) in human resources in July 2007. He is currently the Chairman, President and an Executive Director of the Company. From August 1985 to January 2003, he successively worked as a wireless correspondent at Yichang Station of Civil Aviation (民航宜昌站), the project leader of construction headquarters of Yichang Sanxia Airport (宜昌三峽機場), the deputy director and then the director of the command center of Yichang Sanxia Airport (宜昌三峽機場), the manager of Ground 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 the director of the command center of Yichang Sanxia Airport Co., Ltd. (宜昌三峽機場有限責任公司). He also successively held various positions in Yichang Sanxia Airport Co., Ltd. (宜昌三峽機場有限責任公司), as the assistant to the general manager, the deputy general manager, the general manager and then the chairman of the board from January 2003 to July 2017. From July 2017 to March 2018, he successively 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) and the deputy head 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). He worked as the deputy general manager of the Parent Company from March 2018 to July 2019, and has served as the general manager of the Parent Company from July 2019 to June 2022 and the chairman of the Parent Company since 27 June 2022. He has been re-appointed as the President of the Company since 25 March 2022, an Executive Director of the Company since 25 May 2022 and the Chairman of the Company since 6 June 2022.

### 執行董事

**王宏先生**，55歲，於二零零七年七月於華中師範大學取得學士學位，主修人力資源專業。彼現任本公司董事長、總裁兼執行董事。彼曾自一九八五年八月至二零零三年一月先後擔任民航宜昌站無線通信員，宜昌三峽機場建設指揮部項目負責人，宜昌三峽機場指揮中心副主任、主任，宜昌三峽機場有限責任公司地勤服務分公司經理以及宜昌三峽機場有限責任公司指揮中心主任。彼曾自二零零三年一月至二零一七年七月先後擔任宜昌三峽機場有限責任公司總經理助理、副總經理、總經理、董事長。彼自二零一七年七月至二零一八年三月先後擔任三亞鳳凰國際機場有限責任公司總裁，海航現代物流集團有限公司南海現代物流籌備工作組副組長。彼自二零一八年三月至二零一九年七月擔任母公司副總經理，自二零一九年七月至二零二二年六月擔任母公司總經理，自二零二二年六月二十七日起擔任母公司董事長。彼自二零二二年三月二十五日獲重新委任為本公司總裁、自二零二二年五月二十五日獲重新委任為本公司執行董事及自二零二二年六月六日獲重新委任為本公司董事長。



## DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

### 董事、監事及高級管理層簡介

**Mr. Wang Zhen**, aged 60, obtained a master's degree from Dalian University of Technology (大連理工大學) in December 2009, majoring in software engineering. Mr. Wang was re-appointed as an Executive Director in October 2021, and is a member of the Nomination Committee and a member of the Strategic Committee. 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 December 2002, 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, the vice general manager of the human resources department, the chief of the production operation center, vice executive president and the assistant of the executive president. 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) ("HNA Airport Group"). 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 Industry 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. 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. He served as the chairman of the Company from October 2018 to October 2021. He is currently the commander in chief of commander department of Meilan Airport Phase II Expansion Project.

王貞先生，60歲，於二零零九年十二月於大連理工大學取得碩士學位，主修軟件工程專業。王先生於二零二一年十月獲重新委任為執行董事，並擔任提名委員會和戰略委員會委員。彼曾自一九八三年七月至一九九二年十月先後擔任新疆航空公司飛機維修廠機械員、機械師、維護組長及車間副主任。彼曾自一九九三年三月至二零零二年十二月先後擔任海南航空股份有限公司工程部機械員、副中隊長、維修分部經理、部門總經理助理、分部經理、人事部副總經理、生產運行中心主任、執行副總裁及執行總裁助理。彼曾自二零零二年十二月至二零零三年五月擔任三亞鳳凰國際機場有限責任公司總裁。彼自二零零三年三月至二零零六年十一月先後擔任本公司首席執行官及總經理。彼自二零零六年十一月至二零零七年一月擔任海航機場集團有限公司(「海航機場集團」)執行副總裁。彼自二零零七年一月至二零零八年九月，擔任海航機場控股集團有限公司擔任執行副總裁。彼自二零零八年九月至二零一二年七月先後擔任三亞鳳凰國際機場有限責任公司總裁、基建管理部副總指揮、執行董事長及董事長。彼自二零一二年七月至二零一三年五月，擔任海航實業控股(集團)有限公司機場管理事業部海口美蘭機場臨空產業園項目推進工作組副組長。彼自二零一三年五月至二零一四年五月擔任本公司副董事長，並於二零一四年五月至二零一八年一月擔任本公司董事長。彼自二零一八年一月至二零一八年三月擔任海航現代物流集團有限公司新疆現代物流籌備工作組組長。彼自二零一八年三月至二零一八年八月擔任香港貨運航空有限公司副董事長。彼自二零一八年十月至二零二一年十月擔任本公司董事長。現任美蘭機場二期擴建指揮部總指揮。

## DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

### 董事、監事及高級管理層簡介

**Mr. Ren Kai**, aged 38, obtained a bachelor's degree from Hainan University (海南大學) in July 2009, majoring in accountancy. He is currently an Executive Director and the chief financial officer of the Company, and members of the Remuneration Committee and the Strategic Committee. From July 2009 to July 2011, he successively served as the audit assistant and the manager of PricewaterhouseCoopers. From July 2011 to January 2013, he served as the deputy financial manager of China Great Land Holdings Ltd. (Hainan Company) (新加坡華地控股有限公司(海南公司)). From January 2013 to March 2016, he served as the head of the finance department of Hainan Yangpu Development and Construction Holdings Co., Ltd. (海南省洋浦開發建設控股有限公司). From March 2016 to August 2019, he served as the head of and the section chief assistant of the finance department of Hainan Development Holdings Co., Ltd. (海南省發展控股有限公司) ("**Hainan Development Holdings**"). From August 2019 to July 2020, he served as the chief financial officer (section chief assistant level) of Hainan Holdings Energy Co., Ltd. (海南海控能源股份有限公司) (formerly known as "HaiNan Tihierg Co., Ltd. (海南天匯能源股份有限公司)", listed on the National Equities Exchange and Quotations, stock code: 833042). From May 2020 to May 2021, he also served as a director and chief accountant (section chief assistant level) of Hainan Development Holdings Nanhai Co., Ltd. (海控南海發展股份有限公司) (listed on the Shenzhen Stock Exchange, stock code: 002163.SZ). From May 2021 to June 2022, he successively served as the section chief assistant of the finance department of Hainan Development Holdings, the director of Hainan Development Holding Real Estate Group Co., Ltd. (海南發展控股置業集團有限公司), the director and chief financial officer of Haikou Airport Aircraft Maintenance Engineering Co., Ltd. (海口空港飛機維修工程有限公司) and the director of Hainan Basuo Port Limited (海南八所港務有限責任公司). Since June 2022, he has been serving as the chief financial officer of the Parent Company. Since September 2022, he has been serving as a director of Hainan Ruigang Logistics Co., Ltd. (海南瑞港物流有限公司). He has been serving as the chief financial officer of the Company since September 2022, and an Executive Director of the Company since November 2022.

**任凱先生**，38歲，於二零零九年七月獲得海南大學學士學位，主修會計學專業。彼現任本公司執行董事及財務總監，並擔任薪酬委員會和戰略委員會委員。彼曾自二零零九年七月至二零一一年七月先後擔任普華永道會計師事務所項目審計助理、經理。彼曾自二零一一年七月至二零一三年一月擔任新加坡華地控股有限公司(海南公司)財務副經理。彼曾自二零一三年一月至二零一六年三月擔任海南省洋浦開發建設控股有限公司財務部主管。彼曾自二零一六年三月至二零一九年八月擔任海南省發展控股有限公司(「海南發展控股」)財務部主管、部長助理。彼曾自二零一九年八月至二零二零年七月擔任海南海控能源股份有限公司(前稱為「海南天匯能源股份有限公司」，於全國中小企業股份轉讓系統上市，股票代碼：833042)財務總監(部長助理級)。彼亦曾自二零二零年五月至二零二一年五月擔任海控南海發展股份有限公司(於深圳證券交易所上市，股票代碼：002163.SZ)董事、總會計師(部長助理級)。彼曾自二零二一年五月至二零二二年六月先後擔任海南發展控股財務部部長助理，海南發展控股置業集團有限公司董事，海口空港飛機維修工程有限公司董事、財務總監，海南八所港務有限責任公司董事。彼自二零二二年六月起擔任母公司財務總監。彼自二零二二年九月起擔任海南瑞港物流有限公司董事。彼自二零二二年九月起擔任本公司財務總監，自二零二二年十一月起擔任本公司執行董事。

## DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

### 董事、監事及高級管理層簡介

**Mr. Xing Zhoujin**, aged 57, graduated from the Anhui Normal University (安徽師範大學), in Wuhu, Anhui Province, the PRC, majoring in financial management in July 1985. He also has a bachelor degree in laws and a title of economist. Mr. Xing has served as the company secretary of the Company since 25 August 2009. He was also re-appointed as an Executive Director of the Company in October 2021. Mr. Xing served as the section chief of personnel division and office director of Sanya Phoenix International Airport (三亞鳳凰國際機場) and Haikou Meilan International Airport (海口美蘭國際機場). He has been engaged in the management and operation of the Company since 2002 and fully participated in the listing of H shares of the Company and worked as the secretary to the board of directors of the Parent Company. He has also been responsible for handling the results disclosure and daily affairs of the Board after the listing of the Company.

### NON-EXECUTIVE DIRECTORS

**Mr. Li Zhiguo**, aged 35, obtained a master's degree from Renmin University of China (中國人民大學) in June 2011, majoring in public policy. He is currently the deputy general manager and a director of the Parent Company. From July 2011 to March 2016, he served successively as the text conference secretary of the office text conference unit, the file seal manager of the file security centre and the director of the text secretary centre of HNA Group. From March 2016 to July 2016, he served as the deputy director of the office of the board of directors of HNA Tourism Group Co., Ltd. (海航旅遊集團有限公司). From July 2016 to December 2018, he served successively as the office deputy director, the deputy general manager of the social responsibility department, the executive deputy director of the board of directors office and the committee office director of office of Party and Mass affairs of the human resources department, and the office executive deputy director of HNA Group. From December 2018 to June 2020, he served as the office director of HNA Group. He has been serving as the deputy general manager of the Parent Company since September 2020 and a director of the Parent Company since June 2022. He has been serving as a Non-executive Director of the Company since March 2022.

**邢周金先生**，57歲，於一九八五年七月畢業於位於中國安徽省蕪湖的安徽師範大學經濟管理專業。彼亦擁有法學學士學位和經濟師職稱。邢先生自二零零九年八月二十五日起擔任本公司之公司秘書，及於二零二一年十月獲重新委任為執行董事。邢先生曾擔任三亞鳳凰國際機場和海口美蘭國際機場人事處處長、辦公室主任等職務，自二零零二年起即開始從事本公司的治理和運作工作，並全程參與了本公司的H股上市發行工作，同時還擔任了母公司的董事會秘書。彼亦於本公司上市後負責業績披露及董事會日常事務的處理工作。

### 非執行董事

**李志國先生**，35歲，於二零一一年六月於中國人民大學取得碩士學位，主修公共政策。彼現任母公司副總經理和董事。彼曾自二零一一年七月至二零一六年三月先後擔任海航集團辦公室文字會務單元文字會務秘書、檔案保密中心檔案印鑒經理及文字秘書中心主任。彼曾自二零一六年三月至二零一六年七月擔任海航旅遊集團有限公司董事會辦公室副主任。彼曾自二零一六年七月至二零一八年十二月先後擔任海航集團辦公室副主任、社會責任部副總經理、董事局辦公室常務副主任兼人力資源部黨群工作室團委辦公室主任以及辦公室常務副主任。彼曾自二零一八年十二月至二零二零年六月擔任海航集團辦公室主任。彼自二零二零年九月起擔任母公司副總經理，自二零二二年六月起擔任母公司董事。彼自二零二二年三月起擔任本公司非執行董事。

## DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

### 董事、監事及高級管理層簡介

**Mr. Wu Jian**, aged 45, obtained a master's degree from Beihang University (北京航空航天大學) in June 2016, majoring in software engineering. He is currently the assistant to the president of the Parent Company. From July 1999 to August 2000, he served as the technical engineer of the Parent Company. From April 2001 to July 2008, he served successively as the system maintainer of the customer service department, the development engineer of the application development department, the system engineer of the operation guarantee department, the configuration administrator of the technical support expert group, the service planning administrator of the service planning centre and the service support manager etc. of Hainan HNA Aviation Information System Co., Ltd. (海南海航航空信息系統有限公司) ("**Hainan HNA Information**"). From July 2008 to May 2009, he served successively as the manager of the service support centre of the service operation department and the manager of the service operation department of Hainan HNA Information. From May 2009 to November 2010, he served as the general manager of IT service business department of Hainan HNA Information. From November 2010 to July 2011, he served as the general manager of the information management department of HNA Airport Group. Concurrently, from November 2010 to December 2011, he also served as the assistant to the executive officer of Hainan HNA Information. From July 2011 to February 2012, he served as the deputy leader of the HNA Smart Airport leading group and the standing office director of HNA Airport Group. From February 2012 to July 2012, he served as the general manager of the operation management department of HNA Airport Group. From July 2012 to November 2012, he served as the deputy general manager of the airport business department of HNA Infrastructure Industry. From November 2012 to March 2013, he served as the manager of the intelligent construction centre of airport management business department of HNA Industry Holdings (Group) Co., Ltd. (海航實業控股(集團)有限公司). From March 2013 to January 2018, he served as the vice president of the Company. From October 2017 to March 2018, he served as the executive Director of the Company. From September 2017 to April 2018, he served as the vice president of Hainan Traffic & Service Co. Ltd. (海南航旅交通服務有限公司) (formerly known as "Hainan HNA Airport Management Co., Ltd. (海南海航機場管理有限公司)"). From April 2018 to July 2020, he served as the vice president and the general manager of the smart airport management department of HNA Airport Group from July 2020 to December 2021, he has been serving as the assistant to the president of HNA Airport Group. He has been serving as the assistant to the president of the Company since December 2021 and a Non-executive Director of the Company since March 2022.

**吳健先生**，45歲，於二零一六年六月於北京航空航天大學取得碩士學位，主修軟件工程。彼現任母公司總裁助理。彼曾自一九九九年七月至二零零零年八月擔任母公司技術工程師。彼曾自二零零一年四月至二零零八年七月先後擔任海南海航航空信息系統有限公司(「海南海航信息」)客戶服務部系統維護員、應用開發部開發工程師、運行保障部系統工程師、技術支持專家組配置管理員、服務規劃中心服務規劃管理員及服務支持經理等。彼曾自二零零八年七月至二零零九年五月先後擔任海南海航信息服務運營部服務支持中心經理及服務運營部經理。彼曾自二零零九年五月至二零一零年十一月擔任海南海航信息IT服務事業部總經理。彼曾自二零一零年十一月至二零一一年七月擔任海航機場集團信息管理部總經理。同時，彼亦曾自二零一零年十一月至二零一一年十二月擔任海南海航信息總裁助理。彼曾自二零一一年七月至二零一二年二月擔任海航機場集團海航智能機場領導小組副組長兼常設辦公室主任。彼曾自二零一二年二月至二零一二年七月擔任海航機場集團運營管理部總經理。彼曾自二零一二年七月至二零一二年十一月擔任海航基礎產業機場事業部副總經理。彼曾自二零一二年十一月至二零一三年三月擔任海航實業控股(集團)有限公司機場管理事業部智能化建設中心經理。彼曾自二零一三年三月至二零一八年一月擔任本公司副總裁。彼曾自二零一七年十月至二零一八年三月擔任本公司執行董事。彼曾自二零一七年九月至二零一八年四月擔任海南航旅交通服務有限公司(前稱「海南海航機場管理有限公司」)副總裁。彼曾自二零一八年四月至二零二零年七月擔任海航機場集團副總裁兼智慧機場管理部總經理。彼自二零二零年七月至二零二一年十二月擔任海航機場集團總裁助理。彼自二零二一年十二月起擔任母公司總裁助理。彼自二零二二年三月起擔任本公司非執行董事。



# DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

## 董事、監事及高級管理層簡介

### INDEPENDENT NON-EXECUTIVE DIRECTORS

**Mr. Fung Ching, Simon**, aged 54, graduated from the Queensland University of Technology in Australia with a bachelor's degree, majoring in accountancy. Mr. Fung is currently residing in Hong Kong. He is a fellow member of the CPA Australia and a fellow member of the Hong Kong Institute of Certified Public Accountants. Mr. Fung was re-appointed as an Independent Non-executive Director in December 2020. He has also served as the chairman of the Strategic Committee, the chairman of the Audit Committee, and members of the Nomination Committee and the Remuneration Committee. Mr. Fung worked at PricewaterhouseCoopers from 1994 to 2004, and he served as the chief financial officer and secretary to the board of directors of Baoye Group Company Limited (寶業集團股份有限公司), which is listed on the main board of the Hong Kong Stock Exchange (Stock Code: 2355.HK), from 2004 to 2010. Mr. Fung has served in Greentown China Holdings Limited (綠城中國控股有限公司), which is listed on the main board of the Hong Kong Stock Exchange (Stock Code: 3900.HK), as the chief financial officer and company secretary from August 2010 to December 2019, and served as the chief financial officer of Logan Property Holdings Company Limited (龍光地產控股有限公司), which is listed on the main board of the Hong Kong Stock Exchange (Stock Code: 3380.HK), from January 2020 to March 2021. Mr. Fung has served as the chief financial officer of Chow Tai Fook Enterprises Limited (周大福企業有限公司) since April 2021. Mr. Fung has over 15 years of experience in managing finance and accounting functions, mergers and acquisitions, fund raising and investor relations for PRC companies listed in Hong Kong, and has over 10 years of experience in auditing, accounting and business advisory with "Big-4" international accounting firms. Mr. Fung is currently also a non-executive director of Baoye Group Company Limited, and he served as an independent non-executive director of China Logistics Property Holdings Co., Ltd (中國物流資產控股有限公司), which is listed on the main board of the Hong Kong Stock Exchange (Stock Code: 1589.HK), from July 2016 to March 2022. Mr. Fung has served as an independent non-executive director of China Medical System Holdings Limited (康哲藥業控股有限公司), which is listed on the main board of the Hong Kong Stock Exchange (Stock Code: 0867.HK), since October 2021. Mr. Fung has been serving as the chairman of the Audit Committee of the Company since May 2022.

### 獨立非執行董事

馮征先生，54歲，畢業於澳洲昆士蘭科技大學，主修會計並獲得學士學位，現居於香港，是澳洲會計師公會資深會員及香港會計師公會資深會員。馮先生於二零二零年十二月獲重新委任為本公司獨立非執行董事，並擔任戰略委員會主席、審核委員會主席、提名委員會主席以及薪酬委員會委員。馮先生從一九九四年至二零零四年於普華永道會計師事務所工作，二零零四年至二零一零年於寶業集團股份有限公司(於香港聯交所主板上市，股票代碼：2355.HK)擔任財務總監及董事會秘書，二零一零年八月至二零一九年十二月擔任綠城中國控股有限公司(於香港聯交所主板上市，股票代碼：3900.HK)首席財務官及公司秘書，二零二零年一月至二零二一年三月擔任龍光地產控股有限公司(於香港聯交所主板上市，股票代碼：3380.HK)首席財務官。馮先生自二零二一年四月起擔任周大福企業有限公司首席財務官。馮先生擁有逾十五年於香港上市的中國公司從事財務及會計管理、併購、融資及投資者關係的經驗，以及逾十年於一家「四大」國際會計師事務所從事有關審計、會計及商業諮詢的經驗。馮先生現亦擔任寶業集團股份有限公司的非執行董事，並自二零一六年七月至二零二二年三月，擔任中國物流資產控股有限公司(於香港聯交所主板上市，股票代碼：1589.HK)獨立非執行董事。馮先生自二零二一年十月起擔任康哲藥業控股有限公司(於香港聯交所主板上市，股票代碼：0867.HK)的獨立非執行董事。馮先生自二零二二年五月起擔任本公司審核委員會主席。

## DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

### 董事、監事及高級管理層簡介

**Mr. Deng Tianlin**, aged 74, was re-appointed as an Independent Non-executive Director of the Company in December 2020. He also acts as the chairman of the Remuneration Committee and members of the Nomination Committee and the Strategic Committee. Mr. Deng is a certified public accountant, a senior member of the Chinese Institute of Certified Public Accountants, a senior accountant and was 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 had been an independent director of HNA, from April 2012 to October 2019. He ceased to be the chairman and a member of the Audit Committee with effect from May 2022.

**Mr. George F Meng**, aged 80, graduated from Civil Aviation University of China (中國民航學院) in 1966, majoring in radio communication and English language. In 1972, he entered into Tianjin Foreign Studies University (天津外國語大學) for further study in English language. From 1984 to 1991, he studied the FAA Aircraft Dispatcher Training Courses in Aviation Training School, Long Island, New York, the United States, the Advanced Training in Aviation Course with Ansett Airlines, and MBA course at Oklahoma City University. From 1966 to 1988, Mr. Meng served various positions including the radio station master of communication department of CAAC Chengdu Administration (中國民航成都管理局), the dean of the technical English department of Civil Aviation University of China (中國民航學院), and the deputy director of CAAC Training Center (中國民航訓練中心). Since 1991, he has been a director and the general manager of China Resource Ltd., USA (中國物產有限公司(美國)). Since 2000, Mr. Meng has been the president of Soaring Eagle Industrial LLC., USA (美國飛鷹工業公司). Since September 2010, he has been the principal (three terms) of Northern New Jersey Huaxia Chinese School (美國華夏中文學校北部分校) (nonprofit organization). He served as the general manager (United States) of Hua Ling Consultant Inc. (華玲諮詢公司) in Toronto, Canada, from January 2012 to January 2020. He is currently a freelancer, and is a certified translator (United States). Mr. Meng was re-appointed as an Independent Non-executive Director in December 2020. He also serves as a member of the Audit Committee of the Company.

**鄧天林先生**，74歲，於二零二零年十二月獲重新委任為本公司獨立非執行董事，並擔任薪酬委員會主席、提名委員會委員以及戰略委員會委員。鄧先生為註冊會計師、中國註冊會計師協會資深會員、高級會計師、曾任海南大學客座教授。鄧先生於財務及會計領域有著豐富經驗。彼曾任(其中包括)湖北省財政廳人事處科長、湖北省房縣稅務局副局長、世界銀行集團貸款科科長及農業稅處副處長。鄧先生於一九九零年經中共中央組織部調派至海南省財政廳，任會計處處長、海南省註冊會計師協會秘書長。鄧先生自二零一二年四月至二零一九年十月出任海航控股獨立董事。彼自二零二二年五月起停止擔任本公司審核委員會主席及委員。

**孟繁臣先生**，80歲，於一九六六年畢業於中國民航學院無線電通訊和英語專業，並於一九七二年進入天津外國語大學英語進修班深造。一九八四年至一九九一年，先後在美國紐約長島航空培訓學校學習FAA飛機簽派員課程、澳大利亞安塞特航空公司學習高級航空管理課程、美國阿克拉荷馬市大學學習企業管理課程並獲得MBA學位。孟先生一九六六年至一九八八年先後任職於中國民航成都管理局通訊處電台台長、中國民航學院外語系專業英語教研室主任及中國民航訓練中心副主任。一九九一年起，擔任中國物產有限公司(美國)董事兼總經理。自二零零零年起，孟先生擔任美國飛鷹工業公司總裁。自二零一零年九月起，彼擔任美國華夏中文學校北部分校(非盈利機構)校長(連任三屆)。彼自二零一二年一月至二零二零年一月，擔任加拿大多倫多華玲諮詢公司美國總經理。現為自由職業者，美國認證翻譯員。孟先生於二零二零年十二月獲重新委任為本公司獨立非執行董事，並擔任本公司審核委員會委員。

## DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

### 董事、監事及高級管理層簡介

**Mr. Ye Zheng**, aged 58, obtained a bachelor's degree in accounting and finance from California State University, Long Beach in the United States in May 1993 and a master's degree in business administration in December 1994. Mr. Ye became a member of the American Institute of Certified Public Accountants in September 1998 and a member of the Hong Kong Institute of Certified Public Accountants in May 2003. He worked in Shanghai Municipal Finance Bureau (上海市財政局) from October 1982 to January 1989. Mr. Ye has over 25 years of experience in audit, internal control and consultancy. He served as an auditor in Ernst & Young (安永會計師事務所) from October 1995 to April 2000; an audit manager in KPMG (畢馬威會計師事務所) from May 2000 to December 2001; a senior audit manager in Grant Thornton (香港均富會計師事務所) from January 2002 to July 2005; a director in Ernst & Young (安永會計師事務所) from August 2005 to October 2006; and a practicing director of Mazars CPA Limited from November 2006 to April 2021. Mr. Ye was a consulting expert for the third session of the committee for enterprise internal control standards appointed by the Ministry of Finance from 1 November 2014 to 31 October 2016. Mr. Ye has served as an independent non-executive director of SINOPEC Engineering (Group) Co., Ltd. (中石化煉化工程(集團)股份有限公司), which is listed on the main board of the Hong Kong Stock Exchange (Stock Code: 2386.HK) since April 2013 and has served as a director of Ace Sustainability & Risk Advisors Limited (傑思可持續發展與風險諮詢有限公司) since April 2021. Mr. Ye was appointed as an Independent Non-executive Director of the Company in October 2021 and has been serving as a member of the Strategy Committee of the Company since December 2021 and a member of the Audit Committee of the Company since May 2022.

葉政先生，58歲，於一九九三年五月取得美國加州州立大學長灘分校會計和金融學學士學位及於一九九四年十二月取得工商管理碩士學位。葉先生自一九九八年九月起成為美國註冊會計師協會會員；及自二零零三年五月起成為香港會計師公會會員。葉先生於一九八二年十月至一九八九年一月期間在上海市財政局工作。葉先生在審計、內部控制及諮詢領域擁有逾二十五年工作經驗。葉先生於一九九五年十月至二零零零年四月期間在安永會計師事務所任審計師；於二零零零年五月至二零零一年十二月期間在畢馬威會計師事務所任審計經理；於二零零二年一月至二零零五年七月期間在香港均富會計師事務所任高級審計經理；於二零零五年八月至二零零六年十月期間在安永會計師事務所任總監；於二零零六年十一月至二零二一年四月期間任Mazars CPA Limited執業董事。葉先生自二零一四年十一月一日至二零一六年十月三十一日受財政部聘請為第三屆企業內部控制標準委員會諮詢專家。葉先生自二零一三年四月起擔任中石化煉化工程(集團)股份有限公司(於香港聯交所主板上市，股票代碼：2386.HK)的獨立非執行董事，並自二零二一年四月起擔任傑思可持續發展與風險諮詢有限公司董事。葉先生於二零二一年十月獲委任為本公司獨立非執行董事，自二零二一年十二月起擔任本公司戰略委員會委員，並自二零二二年五月起擔任本公司審核委員會委員。

# DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

## 董事、監事及高級管理層簡介

### SUPERVISORS

**Mr. Liao Hongyu**, aged 44, 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 in July 2001. Mr. Liao successively served as various roles in HNA Group. 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 HNA. 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) ("HNA Innovation"), 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 Airport Group from April 2017 to January 2018. Mr. Liao served as the chairman of the Company, an Executive Director and a member of the Nomination Committee from January 2018 to October 2018. He also served as a member of the Strategic Committee of the Company from January 2018 to March 2019, the vice chairman of the Company from October 2018 to March 2019, and a Non-executive Director from October 2018 to June 2019. He has served as an independent representative Supervisor of the Company and the chairman of the Supervisory Committee since June 2019. He has served as a director of HNA Innovation since August 2020. He worked as the chairman of the board of HNA Innovation from August 2020 to October 2022. He has been serving as the secretary of the party committee of the Hainan HNA No. 2 Trust Management Service Co., Ltd. (海南海航二號信管服務有限公司) since March 2022.

### 監事會成員

**廖虹宇先生**，44歲，於二零零一年七月於中國重慶市西南政法大學取得學士學位，主修經濟法。廖先生曾先後擔任海航集團內不同職位。彼自二零零一年十月至二零零四年五月擔任法務助理，自二零零四年五月至二零零七年十月為高級法務員，以及自二零零七年十月至二零零九年十月為法務經理。彼亦自二零零九年十月至二零一零年一月及自二零一零年一月至二零一零年八月分別擔任海航旅遊管理控股有限公司綜合管理部及風險控制部副總經理。自二零一零年七月至二零一二年四月，廖先生曾任海航控股合規部副總經理。廖先生先後於海航旅遊集團有限公司任職多項職務，包括自二零一二年四月至二零一五年四月擔任總裁助理，自二零一五年四月至二零一五年十二月為首席風控官，以及自二零一五年十二月至二零一六年一月擔任風控總監。廖先生亦自二零一六年一月至二零一七年二月擔任海航創新股份有限公司（「海航創新」）（於上交所上市，股票代碼：600555.SH）之總裁，自二零一七年二月至二零一七年四月擔任三亞鳳凰國際機場有限責任公司董事長及總裁，自二零一七年四月至二零一八年一月擔任海航機場集團董事長及總裁，自二零一八年一月至二零一八年十月擔任本公司董事長、執行董事及提名委員會成員。彼亦於二零一八年一月至二零一九年三月擔任本公司戰略委員會成員，於二零一八年十月至二零一九年三月擔任本公司副董事長，並自二零一八年十月至二零一九年六月擔任非執行董事。自二零一九年六月起擔任本公司獨立代表監事及監事會主席。自二零二零年八月起擔任海航創新董事，並自二零二零年八月至二零二二年十月擔任海航創新董事長職務。自二零二二年三月起擔任海南海航二號信管服務有限公司黨委書記。



## DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

### 董事、監事及高級管理層簡介

**Mr. Hu Yunyun**, aged 36, obtained a bachelor's degree from Nanjing Audit University (南京審計大學) (formerly known as Nanjing Audit College (南京審計學院)), majoring in auditing in July 2010. He successively served in HNA Group North Headquarters (Tianjin) Co., Ltd. (海航集團北方總部(天津)有限公司) as a personnel administrator, a labor relations and community administrator and an administrative assistant in the comprehensive management department from October 2010 to August 2011. Mr. Hu served as an auditor of the audit room of the compliance department of HNA Commercial Holdings Co., Ltd. (海航商業控股有限公司) from August 2011 to October 2011. He also successively held several positions in HNA Holding Group Co., Ltd. (海航實業集團有限公司), as the audit head and then the senior audit manager of the compliance and audit department from October 2011 to November 2012, and as the senior auditor of the audit practice center of the compliance management department from January 2014 to May 2015. He served as the audit manager of the audit and legal department of HNA Infrastructure Holdings (Group) Co., Ltd. (海航實業控股(集團)有限公司) from November 2012 to January 2014. From May 2015 to December 2016, Mr. Hu served as the manager of the airport compliance and audit center of HNA Infrastructure Industry. From December 2016 to June 2018, he served as the deputy general manager of the risk control department of HNA Airport Group. Mr. Hu also served as the deputy general manager of the risk control department of the Company from June 2018 to November 2018. He has served as the deputy general manager of the compliance and legal department of HNA Airport Group since November 2018. He has served as an independent representative Supervisor of the Company since December 2020.

**Mr. Zheng Yabo**, aged 36, obtained a master's degree from Renmin University of China (中國人民大學), majoring in business administration in June 2020, and currently serves as the general manager of the Company's smart airport management department. Mr. Zheng worked for HNA from February 2011 to August 2011 as a system support engineer in the e-commerce centre of the marketing and sales department. He also successively held several positions including the head of corporate performance in the compensation and performance management centre and the business manager in the planning and policy support centre of the human resources department of HNA Group from July 2011 to June 2016. From September 2017 to February 2018, he was the general manager of the human resources and administration department of Ccoop Field Group CO., Limited (中國集集團有限公司). From August 2018 to September 2019, he was successively the deputy general manager of the social responsibility department and the general manager of the human resources and administration department of Hainan Airport Infrastructure Co., Limited (海南機場設施股份有限公司) (formerly known as "HNA Infrastructure Investment Group Co., Limited (海航基礎設施投資集團股份有限公司)", listed on the Shanghai Stock Exchange, stock code: 600515.SH). From September 2019 to December 2021, he successively served as the general manager of the human resources and administration department and the general manager of the party building department of HNA Airport Group. He has been serving as the general manager of the Company's smart airport management department since December 2021 and an employee representative supervisor of the Company since July 2022.

**胡運運先生**，36歲，於二零一零年七月於南京審計大學(原南京審計學院)取得學士學位，主修審計。彼自二零一零年十月至二零一一年八月先後擔任海航集團北方總部(天津)有限公司綜合管理部人事行政管理員、勞動關係及社群管理員以及行政事務助理。胡先生自二零一一年八月至二零一一年十月擔任海航商業控股有限公司合規部審計室審計員。彼亦先後擔任海航實業集團有限公司不同職位，自二零一一年十月至二零一二年十一月擔任合規與審計部審計主管及隨後為高級審計經理，以及自二零一四年一月至二零一五年五月擔任合規管理部審計實務中心高級審計員。彼自二零一二年十一月至二零一四年一月擔任海航實業控股(集團)有限公司審計法務部審計經理。自二零一五年五月至二零一六年十二月，胡先生擔任海航基礎產業機場合規審計中心經理。自二零一六年十二月至二零一八年六月，彼擔任海航機場集團風險控制部副總經理。胡先生亦自二零一八年六月至二零一八年十一月擔任本公司風險控制部副總經理。彼自二零一八年十一月起擔任海航機場集團合規法務部副總經理。自二零二零年十二月起擔任本公司獨立代表監事。

**鄭亞波先生**，36歲，於二零二零年六月於中國人民大學取得碩士學位，主修工商管理專業，目前擔任本公司智慧機場管理部總經理。鄭先生自二零一一年二月至二零一一年八月於海航控股市場銷售部電子商務中心擔任系統支持工程師。彼亦自二零一一年七月至二零一六年六月先後擔任海航集團人力資源部薪酬與績效管理中心企業績效主管、規劃與政策支持中心業務經理等職務。自二零一七年九月至二零一八年二月擔任中國集集團有限公司人資行政部總經理。自二零一八年八月至二零一九年九月先後擔任海南機場設施股份有限公司(原「海航基礎設施投資集團股份有限公司」，於上海證券交易所上市，股票代碼：600515.SH)社會責任部副總經理、人資行政部總經理。自二零一九年九月至二零二一年十二月先後擔任海航機場集團人資行政部總經理、黨建工作部總經理。彼自二零二一年十二月起擔任本公司智慧機場管理部總經理，自二零二二年七月起擔任本公司職工代表監事。

# DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

## 董事、監事及高級管理層簡介

### SENIOR MANAGEMENT

**Mr. Wang Hong**, aged 55, obtained a bachelor's degree from Central China Normal University (華中師範大學) in human resources in July 2007. He is currently the chairman, president and Executive Director of the Company. From August 1985 to January 2003, he successively worked as a wireless correspondent at Yichang Station of Civil Aviation (民航宜昌站), the project leader of construction headquarters of Yichang Sanxia Airport (宜昌三峽機場), the deputy director and then the director of the command center of Yichang Sanxia Airport (宜昌三峽機場), the manager of Ground 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 the director of the command center of Yichang Sanxia Airport Co., Ltd. (宜昌三峽機場有限責任公司). He also successively held various positions in Yichang Sanxia Airport Co., Ltd. (宜昌三峽機場有限責任公司), as the assistant to the general manager, the deputy general manager, the general manager and then the chairman of the board from January 2003 to July 2017. From July 2017 to March 2018, he successively 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) and the deputy head 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). He worked as the deputy general manager of the Parent Company from March 2018 to July 2019, and has served as the general manager of the Parent Company from July 2019 to June 2022 and the chairman of the Parent Company since 27 June 2022. He has been re-appointed as the President of the Company since 25 March 2022, an Executive Director of the Company since 25 May 2022 and the chairman of the Company since 6 June 2022.

**Mr. Ren Kai**, aged 38, obtained a bachelor's degree from Hainan University (海南大學) in July 2009, majoring in accountancy. He is currently an Executive Director and the chief financial officer of the Company, and members of the Remuneration Committee and the Strategic Committee. From July 2009 to July 2011, he successively served as the audit assistant and the manager of PricewaterhouseCoopers. From July 2011 to January 2013, he served as the deputy financial manager of China Great Land Holdings Ltd. (Hainan Company) (新加坡華地控股有限公司 (海南公司)). From January 2013 to March 2016, he served as the head of the finance department of Hainan Yangpu Development and Construction Holdings Co., Ltd. (海南省洋浦開發建設控股有限公司). From March 2016 to August 2019, he served as the head of and the section chief assistant of the finance department of Hainan Development Holdings. From August 2019 to July 2020, he served as the chief financial officer (section chief assistant level) of Hainan Holdings Energy Co., Ltd. (海南海控能源股份有限公司) (formerly known as "HaiNan Tihierg Co., Ltd. (海南天匯能源股份有限公司)"), listed on the National Equities Exchange and Quotations, stock code: 833042). From May 2020 to May 2021, he also served as a director and chief accountant (section chief assistant level) of Hainan Development Holdings Nanhai Co., Ltd. (海控南海發展股份有限公司) (listed on the Shenzhen Stock Exchange, stock code: 002163.SZ). From May 2021 to June 2022, he successively served as the section chief assistant of the finance department of Hainan Development Holdings, the director of Hainan Development Holding Real Estate Group Co., Ltd. (海南發展控股置業集團有限公司), the director and chief financial officer of Haikou Airport Aircraft Maintenance Engineering Co., Ltd. (海口空港飛機維修工程有限公司) and the director of Hainan Basuo Port Limited (海南八所港務有限責任公司). Since June 2022, he has been serving as the chief financial officer of the Parent Company. Since September 2022, he has been serving as a director of Hainan Ruigang Logistics Co., Ltd. (海南瑞港物流有限公司). He has been serving as the chief financial officer of the Company since September 2022, and an Executive Director of the Company since November 2022.

### 高級管理人員

**王宏先生**，55歲，於二零零七年七月於華中師範大學取得學士學位，主修人力資源專業。彼現任本公司董事長、總裁兼執行董事。彼曾自一九八五年八月至二零零三年一月先後擔任民航宜昌站無線通信員，宜昌三峽機場建設指揮部項目負責人，宜昌三峽機場指揮中心副主任、主任，宜昌三峽機場有限責任公司地勤服務分公司經理以及宜昌三峽機場有限責任公司指揮中心主任。彼曾自二零零三年一月至二零一七年七月先後擔任宜昌三峽機場有限責任公司總經理助理、副總經理、總經理、董事長。彼自二零一七年七月至二零一八年三月先後擔任三亞鳳凰國際機場有限責任公司總裁，海航現代物流集團有限公司南海現代物流籌備工作組副組長。彼自二零一八年三月至二零一九年七月擔任母公司副總經理，自二零一九年七月至二零二二年六月擔任母公司總經理，自二零二二年六月二十七日起擔任母公司董事長。彼自二零二二年三月二十五日獲重新委任為本公司總裁，自二零二二年五月二十五日獲重新委任為本公司執行董事及自二零二二年六月六日獲重新委任為本公司董事長。

**任凱先生**，38歲，於二零零九年七月獲得海南大學學士學位，主修會計學專業。彼現任本公司執行董事及財務總監，並擔任薪酬委員會和戰略委員會委員。彼曾自二零零九年七月至二零一一年七月先後擔任普華永道會計師事務所項目審計助理、經理。彼曾自二零一一年七月至二零一三年一月擔任新加坡華地控股有限公司(海南公司)財務副經理。彼曾自二零一三年一月至二零一六年三月擔任海南省洋浦開發建設控股有限公司財務部主管。彼曾自二零一六年三月至二零一九年八月擔任海南發展控股財務部主管、部長助理。彼曾自二零一九年八月至二零二零年七月擔任海南海控能源股份有限公司(前稱為「海南天匯能源股份有限公司」)於全國中小企業股份轉讓系統上市，股票代碼：833042)財務總監(部長助理級)。彼亦曾自二零二零年五月至二零二一年五月擔任海控南海發展股份有限公司(於深圳證券交易所上市，股票代碼：002163.SZ)董事、總會計師(部長助理級)。彼曾自二零二一年五月至二零二二年六月先後擔任海南發展控股財務部部長助理，海南發展控股置業集團有限公司董事，海口空港飛機維修工程有限公司董事、財務總監，海南八所港務有限責任公司董事。彼自二零二二年六月起擔任母公司財務總監。彼自二零二二年九月起擔任海南瑞港物流有限公司董事。彼自二零二二年九月起擔任本公司財務總監，自二零二二年十一月起擔任本公司執行董事。

## DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

### 董事、監事及高級管理層簡介

#### COMPANY SECRETARY

**Mr. Xing Zhoujin**, aged 57, graduated from the Anhui Normal University (安徽師範大學), in Wuhu, Anhui Province, the PRC, majoring in financial management in July 1985. He also has a bachelor degree in laws and a title of economist. Mr. Xing has served as the company secretary of the Company since 25 August 2009. He was also re-appointed as an Executive Director of the Company in October 2021. Mr. Xing served as the section chief of personnel division and office director of Sanya Phoenix International Airport (三亞鳳凰國際機場) and Haikou Meilan International Airport (海口美蘭國際機場). He has been engaged in the management and operation of the Company since 2002 and fully participated in the listing of H shares of the Company and worked as the secretary to the board of directors of the Parent Company. He has also been responsible for handling the results disclosure and daily operation of the Board after the listing of the Company.

**Mr. Chen Yingjie**, aged 35, obtained a bachelor's degree from Sichuan University (四川大學) in July 2011, majoring in applied mathematics. He is an intermediate economist certified by the Ministry of Human Resources and Social Security of the PRC, with qualification certificates of secretary for directorate issued by the Shenzhen Stock Exchange and the Shanghai Stock Exchange, respectively. He also holds a securities practitioner qualification certificate issued by the Securities Association of China and a fund practitioner qualification certificate issued by the Asset Management Association of China. From July 2011 to March 2013, he served as the director of listing affairs of the Office of the Board. From March 2013 to November 2016, he has successively served as the assistant director of the Office of the Board, business manager, securities affairs representatives and director of the Office of the Board. Due to his extensive experience in compliance matters of listed companies and capital operation, from November 2016 to October 2019, he has successively served as the general manager of the department of strategic investment of HNA Airport Group and deputy general manager of the department of asset management of HNA Logistics Group (海航物流集團有限公司). During his post, he was mainly responsible for investment and M&A matters, including capital market operation and listed company governance matters. From November 2019 to December 2021, he served as the general manager of the Office of the Board. From December 2021 to February 2023, he served as the deputy general manager of the General Office of the Company and was in charge of the Office of the Board. Since February 2023, he has been acting as the general manager of the department of investment and operation (Office of the Board) of the Company, assisting the Chairman and Mr. Xing Zhoujin, the company secretary of the Company to manage the listing affairs of the Company.

#### 聯席公司秘書

**邢周金先生**，57歲，於一九八五年七月畢業於位於中國安徽省蕪湖的安徽師範大學經濟管理專業。彼亦擁有法學學士學位和經濟師職稱。邢先生自二零零九年八月二十五日起擔任本公司之公司秘書，及於二零二一年十月獲重新委任為執行董事。邢先生曾擔任三亞鳳凰國際機場和海口美蘭國際機場人事處處長、辦公室主任等職務，自二零零二年起即開始從事本公司的治理和運作工作，並全程參與了本公司的H股上市發行工作，同時還擔任了母公司的董事會秘書。彼亦於本公司上市後負責業績披露及董事會日常事務的處理工作。

**陳英杰先生**，35歲，於二零一一年七月獲得四川大學學士學位，主修應用數學。彼為中國人力資源和社會保障部認證的中級經濟師，分別持有深圳證券交易所及上海證券交易所頒發的董事會秘書資格證書。彼亦持有中國證券業協會頒發的證券從業資格證書，以及持有中國證券投資基金業協會頒發的基金從業資格證書。自二零一一年七月至二零一三年三月，彼擔任董事會辦公室上市事務主管。自二零一三年三月至二零一六年十一月，彼先後擔任董事會辦公室主任助理、業務經理、證券事務代表及董事會辦公室主任。由於彼於上市公司合規事宜及資本運作方面擁有豐富經驗，自二零一六年十一月至二零一九年十月，先後擔任海航機場集團有限公司戰略投資部總經理及海航物流集團有限公司資產管理部副總經理，任職期間主要負責有關投資及併購事宜，包括資本市場運作事宜及上市公司治理事宜。自二零一九年十一月至二零二一年十二月，彼擔任董事會辦公室總經理。自二零二一年十二月至二零二三年二月，彼擔任本公司綜合辦公室副總經理，主要分管董事會辦公室。自二零二三年二月起，彼擔任本公司投資運營部(董事會辦公室)總經理，協助董事長及本公司公司秘書邢周金先生管理本公司上市事務。



“WARM MEILAN • A PERFECT TEN”

# 「星馨美蘭•十全十美」服務承諾

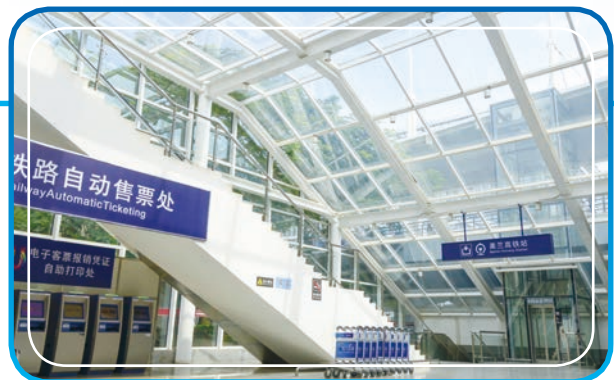
SERVICE COMMITMENTS

In order to actively implement the concept of “genuine service” in civil aviation, and continuously improve passenger satisfaction and sense of acquisition, Meilan Airport is guided by passenger satisfaction, and promises “Warm Meilan • A Perfect Ten” service commitments to the public, fully accept social supervision, so as to improve and set the service standards and performance of Meilan people, and show the new image of Meilan airport service.

為積極踐行民航「真情服務」理念，持續提升旅客滿意度和獲得感，美蘭機場以旅客滿意為導向，向社會公眾許下「星馨美蘭•十全十美」的服務承諾，全面接受社會監督，以此提升並約束美蘭人的服務標準和表現，展現美蘭機場服務新形象。

## 1 EASY ARRIVAL AND DEPARTURE, ENJOY TOURING IN MEILAN 輕鬆抵離，暢享美蘭

- Provide intercity high-speed rail, city trains, buses, long-distance passenger transportation, network ride-hailing and taxis, etc., **to realize the seamless connection of air and ground traffic.**  
提供城際高鐵、市域列車、公交巴士、長途客運、網約車及出租車等多種交通換乘方式，**實現空地交通無縫對接。**
- The parking lot supports cash, WeChat, Alipay, UnionPay and other payment methods.  
停車場支持現金、微信、支付寶、銀聯等多種支付方式。
- Provide exclusive parking areas for servicemen, military or martyrs dependents, provide accessible parking spaces, and provide exclusive reservation services.  
設置軍人、軍屬及烈屬專屬停車區、設置無障礙停車位，提供專屬預約服務。
- Free round-the-clock telephone lift, tire pump, free clothes service.  
提供全天候免費搭電、車胎打氣、免費車衣服務。
- 96%’s passenger taxis wait in line for no more than ten minutes.  
96%的旅客出租車排隊等候時間不超過10分鐘。
- The airport bus provides services during the flight. Please refer to the official website of Meilan Airport for specific routes and departure times.  
機場巴士在航班運行期間提供服務，具體路線及發車時刻詳見美蘭機場官網。





## 2 SINCERE INQUIRY, QUALITY SERVICE IN MEILAN 陽光問詢，優享美蘭

- Carry out the “first inquiry responsibility system” and “first seeing responsibility system” for all employees, and actively help passengers solve problems.  
實行全員「首問責任制」、「首看責任制」，積極幫助旅客解決問題。
- Implementation of an all-staff waitress system to provide services to travelers in good condition.  
實行全員侍應生制度，以良好的服務狀態為旅客提供服務。
- Provide a 24-hour service hotline “0898-966114” to provide passengers with “one hundred response to one single call” inquiries, flight inquiries, service quality complaints, medical assistance, special passenger assistance, and finding lost items.  
提供24小時服務熱線「0898-966114」，為旅客提供「一呼百應」的問詢、航班查詢、服務質量投訴、醫療幫助、特殊旅客幫助、遺失物品查找等服務。



- Carry out **greetings and hand-to-hand service from flight attendants**, establish a “pleasing and dynamic order-keeping position,” and create a warm and smooth check-in environment.  
實行**值機員問候、雙手遞接服務**，建立「悅動維序崗」，營造溫馨、順暢的值機環境氛圍。
- Under normal circumstances, the check-in time for 99% of passengers on domestic flights does not exceed 10 minutes, and that for 99% of international and regional flights do not exceed 15 minutes.  
正常情況下，99%國內航班旅客值機排隊及辦理時間不超過10分鐘、99%國際及地區航班不超過15分鐘。
- The provision of “prioritized check-in services” for the elderly and persons in need of assistance; “exclusive check-in service” for first-class/business class and other high-end travelers; provide “easy check-in” service for ordinary passengers and create a home-based travel experience.  
為老者及需扶助人員提供「優享值機服務」；為頭等／商務艙等高端旅客提供「尊享值機服務」；為普通艙旅客提供「易享值機」服務，營造賓至如歸的出行體驗。

## BRILLIANT CHECK-IN, HAPPY EXPERIENCE IN MEILAN 亮麗值機，悅享美蘭 3

## 4 SAFETY INSPECTION WITH FAMILY AFFECTION, WARMTH IN MEILAN 親情安檢，馨享美蘭

- On the basis of ensuring safety, with “travelers are relatives” as the core, and following the service concept of “more care for special travelers, more smooth passage for ordinary travelers, and more exclusive for VIP travelers,” to provide a full-process “family service” experience for different groups of travelers.  
在確保安全的基礎上，以「旅客是親人」為核心，遵循「特殊旅客關懷多一點、普通旅客順暢多一點、貴賓旅客尊享多一點」的服務理念，為不同群體的旅客提供全流程「親情服務」體驗。
- **360-degree walk-through security check** for all passing passengers.  
為所有過檢旅客提供**360度繞身安全檢查服務**。
- Set up a “Caring Little Assistant” service post in the security waiting area to provide **caring assistance services** for travelers who have passed the inspection.  
在安檢待檢區設置「愛心小助手」服務崗，為過檢的旅客提供**愛心幫扶服務**。
- Under normal circumstances, 99% of domestic passenger security queues do not exceed 8 minutes.  
正常情況下，99%的國內旅客安檢排隊等候時間不超過8分鐘。



- Detail services such as rainy-day wiping, sunny day shading and baggage handle facing outward to provide passengers with **thoughtful baggage check-in services**.  
提供雨天擦拭、晴天遮陽和行李把手一致朝外等細節服務，為旅客提供貼心的**行李無憂服務**。
- Under normal circumstances, the first piece of baggage on an inbound flight appears within 10 minutes of the passenger’s arrival at the baggage roundabout and the last piece of baggage appears within 40 minutes of the passenger’s arrival at the baggage carousel.  
正常情況下，進港航班首件行李在旅客到達行李轉盤後10分鐘之內出現、末件行李在旅客到達行李轉盤後40分鐘之內出現。

## WORRY-FREE LUGGAGE CHECK-IN, SAFETY IN MEILAN 5 行李無憂，安享美蘭

## 6 FEATURED BUSINESSES, FUN IN MEILAN

### 特色商業，樂在美蘭

- Commodities and paid services sold in the terminal are all clearly priced at **100% with real value**.  
航站樓內出售的商品、有償服務項目均實行**100%明碼標價**。
- Provide multi-scene shopping channels for domestic outbound travelers, create a complete “offshore duty-free” shopping experience, and enjoy high-quality shopping.  
為國內出港旅客提供多場景購物渠道，打造完善的「離島免稅」購物體驗，讓旅客盡享高品質購物樂趣。
- Set up counters, menus, stores with “same price with same quality in the same city”, publicize it, and accept society’s supervision.  
設置「同城同質同價」櫃檯、「同城同質同價」菜單、「同城同質同價」店鋪，並予以公示，接受社會監督。



- Provide special care for **the elderly, pregnant women, unaccompanied children, people with disabilities** and other passenger groups, and offer them with the “one-stop” priority for check-in, security check, waiting and boarding, and provide full-time manual help for elderly travelers in need.  
為**老年人、孕婦、無陪兒童、殘障人士**等旅客群體提供特殊關愛服務，可體驗值機、安檢、候機、登機「一站式」優先乘機服務。為有需要的老年旅客提供全程人工幫扶愛心服務。
- The terminal is equipped with volunteer points for “I help you” loving check-in counters, loving security checkpoints, mother and baby rooms, loving seats, baby carts, special passenger service areas, and help points for scanning health QR code of arrival in Hainan for senior visitors, which are equipped with crutches, medical convenience boxes and loving bags, etc., to provide special passengers with more comfortable and convenient travel environment.  
航站樓內設置「我幫您」志願者點位、愛心值機櫃檯、愛心安檢通道、母嬰室、愛心座椅、嬰兒手推車、特殊旅客服務區及老年人抵瓊掃碼幫扶點，配備拐杖、醫療便民箱及愛心袋等服務設施，為特殊旅客出行提供更舒適、便利的乘機環境。
- Wheelchair, senior and unaccompanied passenger ground services can be booked by calling “**86 898 966114 3**”, “**86 898 69966714**” and on-site inquiries (Note: Hainan Airlines, China Southern Airlines and their subsidiary airlines are required to apply to the Division’s Customer Service, which can be found on the official website of Meilan Airport or by calling Customer Service).  
旅客可通過撥打電話「**86 898 966114 3**」、「**86 898 69966714**」及現場諮詢的方式，預約輪椅、老年人及無陪旅客地面服務（註：海航、南航及其旗下航空公司需向航司客服申請，詳情見美蘭機場官網或撥打客服電話諮詢）。
- First aid station and first aid room in the terminal are subject to a 24-hour consultation system to ensure the health of passengers.  
航站樓內急救站、急救室實行24小時接診制，保障旅客健康出行。

## 8 TRAVEL WITH EASE, AFFECTION IN MEILAN 安心出行，愛在美蘭

- Provide **free masks for convenience** at the access to the terminal.  
航站樓出入口提供便民口罩免費領取服務。
- Exhaustive and **comprehensive disinfection and sterilization operation for pandemic prevention** in the terminal will be conducted after daily voyage.  
每日航後在航站樓開展「地毯式」全面防疫消毒作業。



- **Open green passageway** and provide priority services to the military, military or martyrs dependents, the elderly, the disabled and other groups of travelers.  
為軍人、軍屬及軍烈屬、老年人、殘障人士等旅客群體**開通綠色通道**，提供優先服務。
- Set up green channel, give priority to transportation of urgent goods, first aid materials, diplomatic bags, fresh and perishable goods, etc.  
設置綠色通道，優先收運急特貨物、優先交付急救物資、外交信袋、鮮活易腐等貨物。
- Provide a variety of payment methods such as cash payment, mobile payment, agreement transfer payment, etc.  
提供現金支付、移動支付、協議轉賬支付等多種支付方式。
- Normally, delivery and receipt services for earliest and latest flights will be provided. The waiting time for receipt shall not exceed 20 minutes, the time for handling collection formalities shall not exceed 10 minutes, and the waiting time for collection shall not exceed 30 minutes.  
正常情況下，為最早和最晚航班提供收貨和交付服務。收貨等候時間不超過20分鐘、辦理提貨手續時間不超過10分鐘、提貨等候時間不超過30分鐘。

## CIVILIZED CARGO SHIPPING, COURTESY IN MEILAN

文明貨運，禮在美蘭

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# 10 IMMEDIATE RESPONSE, SINCERITY IN MEILAN

## 即刻響應，誠在美蘭

- Provide “24 hours a day, no break throughout the year” service for answering and accepting quality complaints. 提供「全年無休、24小時不間斷」的服務質量投訴接聽及受理服務。
- Receive passenger complaints through various channels such as airport service hotline, official website, Weibo, WeChat, etc. 通過機場服務熱線、官網、微博、微信等多種渠道受理旅客投訴。
- Contact the complainant within 24 hours after receiving the complaint, and the time limit for handling all complaints does not exceed 7 working days. 接到投訴後，24小時內與投訴人建立聯繫，所有投訴處理時限不超過7個工作日。
- **Complaint return calls are carried out on a regular basis**, accounting for 10% of the total number of complaints. 定期開展投訴回訪服務，回訪比例佔投訴總量的10%。



# REPORT FROM THE BOARD

## 董事會報告

The annual report together with the audited financial statements of the Group for the year ended 31 December 2022 has been approved for issue by the Board.

### PRINCIPAL ACTIVITIES

The Group is principally engaged in both aviation and non-aviation businesses. Its aviation business mainly consists of provision of terminal facilities, ground handling services and passenger services, and its non-aviation business mainly includes leasing of the commercial and retail outlets at Meilan Airport, franchising of the airport-related business, leasing of the advertising spaces and parking lots, provision of cargo handling services and sales of consumable goods.

During the year ended 31 December 2022, the Group operated on a business-side basis: the operation of an airport and an ancillary hotel and provision of related services in the PRC. The Group also operated within one geographical segment and its revenues were primarily generated from its assets located in the PRC, therefore no geographical segment information is presented.

In 2022, the Group's total revenue amounted to RMB1,141,461,624, representing a decrease of 28.91% as compared to 2021, among which the revenue from aviation business amounted to RMB361,136,944, representing a decrease of 30.36% as compared to 2021, and the revenue from non-aviation business amounted to RMB780,324,680, representing a decrease of 28.22% as compared to 2021.

During 2022, Meilan Airport recorded passenger throughput in aggregate of 11,162,200, flight takeoff and landing for transportation of 105,675 times and cargo and mail throughput of 124,372.70 tons, representing a year-on-year decrease of 36.29%, 23.94% and 16.18%, respectively.

In non-aviation business, the franchise income of the Group accumulated to RMB453,939,102, representing a year-on-year decrease of 32.04%; hotel income reached RMB71,931,611, representing a year-on-year decrease of 21.07%; rental income reached RMB70,150,817, representing a year-on-year increase of 8.54%; freight and packaging income amounted to RMB65,325,788, representing a year-on-year decrease of 25.49%; VIP room income reached RMB32,400,608, representing a year-on-year decrease of 58.50%.

董事會同意謹將本集團截至二零二二年十二月三十一日止的年度報告連同經審核的帳目呈覽。

### 主要業務

本集團主要從事航空及非航空業務。航空業務主要包括提供航站樓設施、地勤服務以及旅客服務；非航空業務則主要包括出租美蘭機場的商業及零售舖位、機場相關業務特許經營、廣告位、停車場、貨物處理及出售消費品。

在截至二零二二年十二月三十一日止的年度內，本集團以一種業務環節經營業務：即在中國經營機場及配套酒店並提供相關服務。本集團亦在一個地域環節內營運，因本集團之收入皆主要來自位於中國的資產，因此，並無呈列地區分部資料。

於二零二二年，本集團之總收入為人民幣1,141,461,624元，較二零二一年下降28.91%。來自航空業務的收入為人民幣361,136,944元，較二零二一年下降30.36%；來自非航空業務的收入為人民幣780,324,680元，較二零二一年下降28.22%。

美蘭機場二零二二年全年共計完成旅客吞吐量1,116.22萬人次，航班起降105,675架次，貨郵吞吐量124,372.70噸，同比分別下降36.29%、23.94%和16.18%。

非航空業務收入中，本集團特許經營權收入累計達人民幣453,939,102元，同比下降32.04%；酒店收入達到人民幣71,931,611元，同比下降21.07%；租金收入達人民幣70,150,817元，同比增加8.54%；貨運及包裝收入達人民幣65,325,788元，同比下降25.49%；貴賓室收入達到人民幣32,400,608元，同比下降58.50%。



## REPORT FROM THE BOARD

### 董事會報告

### OPERATING RESULTS AND FINANCIAL POSITION

The Group's operating results for the year ended 31 December 2022 prepared in accordance with the Accounting Standards for Business Enterprises, Hong Kong Companies Ordinance and the relevant disclosure requirements of Hong Kong Stock Exchange, and the financial positions of the Group and the Company as at that date are set out in page 200 to page 208 of this annual report.

### BUSINESS REVIEW

For details of the business review of the Group for the year ended 31 December 2022, please refer to page 28 to page 34 of this annual report.

### ENVIRONMENTAL POLICIES AND PERFORMANCE

During 2022, the Group launched the "Green Airport" project in full swing to put the sustainable and low-carbon strategy into practice. For detailed measures and efforts in respect of environmental protection of the Group during 2022, please refer to the "Environmental, Social and Governance Report" set out in page 71 to page 139 of this annual report.

### 經營業績及財務狀況

本集團按企業會計準則、香港公司條例以及香港聯交所所有關披露規定編製的截至二零二二年十二月三十一日止年度的經營業績，及本集團和本公司於該日之財務狀況，載於本年報第200頁至第208頁。

### 業務回顧

本集團截至二零二二年十二月三十一日止年度的業務回顧，請參閱本年報第28頁至第34頁。

### 環境政策及表現

二零二二年，為切實踐行可持續低碳發展戰略，本集團全面開展「綠效機場」建設。關於本集團二零二二年度環境保護之具體措施與成果請詳見本年報第71頁至第139頁的「環境、社會和管治報告」。

# REPORT FROM THE BOARD

## 董事會報告

As of 31 December 2022, the Group conducted its business operations in compliance with the relevant environmental laws and regulations.

截至二零二二年十二月三十一日止，本集團的業務經營遵守相關環保法律法規。

### MAJOR OPERATION RISKS

In 2022, the Company made a scientific analysis into, and classification of, the deficiencies or potential risks found in the business operations and identified such key risks that may affect the Company's operations in the future. Risks that may affect the normal operations of the Company and the measures taken by the Company to alleviate/eliminate such risks were as follows:

### 主要經營風險

本公司於二零二二年度內針對工作開展過程中發現的本公司經營不足或潛在風險進行了科學分析及梳理，識別出未來可能影響本公司經營運作的關鍵風險點。影響本公司正常經營的關鍵風險及本公司出台的弱化／規避措施具體如下：

Risks 風險名稱	Descriptions 風險描述	Responses 應對措施
<b>Operation risk – Core safety risks</b>	The major safety risks faced by the airport facing mainly include bird strike risk, aircraft damage risk and flight zone construction management risk. Failure to effectively drive birds away may result in collisions with aircraft, damage to aircraft, and even the risk of fatal crash. During the flight operation support process, if damage is made to the aircraft due to crate deformation, equipment failure and improper human operation, it may cause economic loss, flight delay or even cancellation. Failure to effectively manage relevant personnel, vehicles and related materials during the construction and maintenance work in the flight area of Meilan Airport may increase the risks associated with foreign objects and flight area intrusion.	<ol style="list-style-type: none"><li>(1) Prevention of bird strike risk: We established a professional team for bird strike prevention at the airport to prevent and control bird strike risks by, among others, strengthening the employees training and drills, introducing new bird repellent equipment, conducting research on bird ecological environment, visiting other airports for exchange of views and learning, and carrying out bird rescue work;</li><li>(2) Preventing vehicles from colliding with aircraft: We improved ground security procedures for aircraft and established standardized operation guidelines; increased efforts in flight operation support and vehicle running status inspection through “online+offline” means, and imposed penalty for violations; carried out safety education and high-risk road operation rules training and assessment; organized coordination meetings among various aircraft support units to specifically solve safety hazards;</li><li>(3) Prevention of foreign objects in the flight control area: We strengthened foreign objects cleaning and inspection, organized all units to carry out training on foreign objects, revised and finalized three management systems in respect of cultural construction, risk assessment, merit point management, safety inspection, etc., improved the safety control mechanism, and raised the apron operators' awareness of foreign objects prevention; and</li><li>(4) Prevention of construction management risk in the flight zone: We ensured smooth communication between the construction unit and the apron tower during the construction period, and standardized the implementation of information notification process, emergency handling process, personnel training requirements, construction approval process, emergency drills, etc. according to the regulations on non-interrupted-service construction in the flight area.</li></ol>



# REPORT FROM THE BOARD

## 董事會報告

Risks 風險名稱	Descriptions 風險描述	Responses 應對措施
<p>運營風險 - 核心安全風險</p>	<p>機場面臨核心安全風險主要包括鳥擊風險、航空器受損風險及飛行區施工管理風險。假設未能有效驅鳥，可能導致其與航空器發生碰撞，造成航空器受損，甚至產生機毀人亡的風險；假設在航班作業保障過程中，因板箱變形、設備故障、人為操作不當等原因，對航空器造成損傷，可能引發經濟損失、航班延誤甚至取消的風險；倘若在美蘭機場飛行區內進行施工作業和維護工作的過程中，未能有效地對相關人員、車輛和相關物資材料進行有效管理，可能增加外來物以及飛行區入侵的相關風險。</p>	<p>(1) 防範鳥擊風險：通過加強從業人員培訓及演練、引進新型驅鳥設備、開展鳥情生態環境調研、前往其他機場交流學習、開展鳥類救助工作等方式，打造機場專業化鳥防團隊，防控鳥擊風險；</p> <p>(2) 防範車輛碰撞航空器：完善航空器地面保障程序，建立標準化操作指南；通過「線上+線下」加大航班保障作業、車輛運行狀態檢查，對違規行為予以處分；開展安全教育及高風險道路運行規則培訓並進行考核；組織各航空器保障單位開展協調會議，對安全隱患進行專項解決等；</p> <p>(3) 防範飛行控制區外來物：加強外來物清掃作業、巡查力度，組織各單位開展外來物培訓，從文化建設、風險評估、積分管理、安全檢查等方面修訂完成3項管理制度，完善安全管控機制，提高機坪作業人員外來物防範意識；及</p> <p>(4) 飛行區施工管理風險防範：確保施工期間建設單位與機坪塔台通訊暢通，按照飛行區不停航施工管理規定，規範執行信息通報流程、應急處置流程、人員培訓要求、施工審批流程、應急演練等。</p>

# REPORT FROM THE BOARD

## 董事會報告

Risks 風險名稱	Descriptions 風險描述	Responses 應對措施
<b>Business risk/ strategic risk- risk of changes in business environment and market demand</b>	Airport revenue is affected by changes in the economic environment and market demand. If the economic growth slows down or an economic crisis occurs, or the demands and preferences of passengers change, it may lead to a decline in the Company's revenue and adversely affect the airport's operating performance.	(1) Introducing passenger and cargo airlines to establish bases: In 2022, Meilan Airport introduced Central Airlines as the first freight base company, and also introduced Juneyao Airlines as the third airline base company at Meilan Airport to improve the layout of Haikou route network; (2) Adding new domestic destinations during the Epidemic outbreak: Against the backdrop of the Epidemic outbreak, we actively visited and coordinated the airlines to develop new destinations, and achieved a year-on-year increase of 10 new domestic destinations in 2022; (3) Strengthening the utilization of idle hours: We communicated with the regional civil aviation administration and airlines to utilize idle hours. The domestic planned flights in summer and autumn flight season increased by 4.72% year-on-year; the domestic planned flights in the winter and spring flight season increased by 0.21% year-on-year, creating favorable conditions for flight scheduling and time utilization; and (4) Carrying out joint marketing activities in aviation market: we carried out joint promotion activities with airlines and OTA (Online Travel Agency) platform for 35 times through live streaming, BANNER display, Weibo and other forms. We also cooperated with Feng Xiaogang Film Commune (馮小剛電影公社), Changying Wonderland (長影環球100), Mission Hills Golf Club (觀瀾湖高爾夫) and other scenic spots to introduce air tickets+scenic spot tickets/accommodation discount packages to attract tourists to travel from Haikou.
<b>商業風險／戰略風險 - 商業環境及 市場需求變化風險</b>	機場的收入受經濟環境及市場需求變化的影響，假如經濟增長放緩或者發生經濟危機，亦或者旅客的需求和喜好改變等，均可能會導致公司收入下降，對機場的經營業績造成不利影響。	(1) 引入客貨基地航司：二零二二年美蘭機場引進中州航空首家貨運基地公司，同時引入吉祥航空作為美蘭機場第三家基地航司，完善海口航線網絡佈局； (2) 疫情期間新增國內航點：疫情影響下積極走訪協調航司開發新航點，二零二二年同比新增國內航點10個； (3) 加強邊角時刻利用：溝通民航地區管理局及航空公司利用邊角時刻，夏秋航季國內計劃架次同比增長4.72%；冬春航季國內計劃架次同比增長0.21%，為航班編排和時刻利用創造有利條件；及 (4) 開展航空市場聯合營銷活動：與航空公司、OTA(Online Travel Agency，線上旅遊)平台通過直播、BANNER展示、微博等多形式開展聯合推廣活動35次。與馮小剛電影公社、長影環球100、觀瀾湖高爾夫等景區聯合開發機票+景區門票/住宿優惠引流產品，吸引旅客從海口出行。

# REPORT FROM THE BOARD

## 董事會報告

Risks 風險名稱	Descriptions 風險描述	Responses 應對措施
<b>Operation risk- Outsourcing units management risk</b>	<p>Some functions of airport operation are outsourced, but the responsibility of security service and operational efficiency are still borne by the airport itself. The quality and efficiency of outsourcing units affect the operating conditions of the airport itself.</p>	<ol style="list-style-type: none"> <li>(1) Carrying out specific work on outsourcing business management: In 2022, we formulated and issued the Work Plan for Optimizing Business Management and Control System of External Suppliers(《外部供方業務管控體系優化工作方案》), and established a special working group to explore and optimize the management and control mode of outsourcing business;</li> <li>(2) Promoting the whole-process management and control of outsourcing agreements: We reviewed and updated the list of agreements, continuously updated the standard agreement text according to the implementation thereof. In addition, we reviewed the implementation of the current systems and carried out the improvement of the whole-process management and control mechanism;</li> <li>(3) Establishing personnel management and training mechanism: We separately formulated the human resources evaluation system and training management system for outsourcing units, established the human resources work quality evaluation system for outsourcing units, internally assessed and certified 53 outsourcing part-time internal trainers, and set up a tiered team of trainers. In addition, we organized 24 outsourcing units to carry out entry training and assessment; and</li> <li>(4) Organizing management review of outsourcing units: Hainan Certification Authority Center was engaged to review key outsourcing units, and conducted professional evaluation from various aspects such as quality management system, industry standard and compliance, and raised a total of 57 issues for improvement. After rectification, 54 issues have been completed at present, and the remaining three issues involving system revision and personnel allocation were under further rectification.</li> </ol>
<b>運營風險 - 外包單位管理風險</b>	<p>機場運營部分職能外包，但安全服務責任及運營效率仍由機場自身承擔，外包單位的品質和效能影響管理影響到機場自身運營狀況。</p>	<ol style="list-style-type: none"> <li>(1) 開展外包業務管理專項工作：二零二二年制定下發《外部供方業務管控體系優化工作方案》，成立專項工作組，探索優化外包業務管控模式；</li> <li>(2) 推進外包協議全流程管控：梳理更新協議清單，根據執行情況持續更新標準協議文本，此外，梳理現行制度執行情況，開展全流程管控機制完善工作；</li> <li>(3) 建立人員管理與培訓機制：分別制定外包單位人力資源評定制度的及培訓管理制度，構建外包單位人力資源工作質量評價體系，內部考核認證53名外包兼職內訓師，搭建培訓師資梯隊。另外，組織24家外包單位開展準入培訓考核；及</li> <li>(4) 組織外包單位管理評審：外請海南認證審核中心對重點外包單位進行評審，從質量管理體系、行業規範、合規等方面進行專業評估，共提出問題提升項57項。經整改，目前已完成54項，剩餘3項涉及制度修訂、人員增配方面繼續推進整改。</li> </ol>

# REPORT FROM THE BOARD

## 董事會報告

In the future, the Company will establish a long-term risk management and internal working system, by which the Company would, on one hand, inspect the overall rectification of the weakness identified during the previous year, and, on the other hand, update timely the key business process and the risk database for internal audit in accordance with latest operation progress during the current year, ensuring the Company is up-to-date and building a strong risk firewall for the ordinary operations and such key tasks of the Company.

### EVENTS AFTER THE REPORTING PERIOD

References are made to the announcement of the Company dated 9 November 2022 and the circular dated 14 December 2022. In order to ensure the Company's daily operations and the integrity and completeness of the relevant assets required for the management of Meilan Airport, as well as to improve the overall operation efficiency and safety of Meilan Airport, on 9 November 2022, the Company (as lessee) and the Parent Company (as lessor) entered into the lease agreement (the "**Lease Agreement**") in respect of the lease of the relevant operation and supporting assets of Meilan Airport (including Meilan Airport Phase I and Meilan Airport Phase II) (the "**Leased Assets**") held by the Parent Company for a term of three years commencing from 1 January 2023 (the "**Lease Commencement Date**") to 31 December 2025. These matters were approved by the extraordinary general meeting of the Company held on 4 January 2023.

References are made to the announcements of the Company dated 30 November 2020 and 11 March 2021 in relation to, among others, the agreement on the lease of the west boarding apron and bridge-mounted equipment of Meilan Airport (the "**Apron Lease Agreement**") entered into between the Company and the Parent Company and the new cargo terminal lease agreement (the "**New Cargo Terminal Lease Agreement**") entered into between Hainan Meilan International Airport Freight Co., Ltd., a non wholly-owned subsidiary of the Company, and the Parent Company. Pursuant to the Lease Agreement, the Company and the Parent Company agreed that the Apron Lease Agreement and the New Cargo Terminal Lease Agreement, among others, shall be terminated from the Lease Commencement Date.

### CHARITABLE DONATIONS

In 2022, Meilan Airport supported 5 impoverished employees with a total funding of RMB50,000 via the Charity Foundation. Meanwhile, the Company raised over RMB120,000 through internal initiatives, which effectively solved the urgent needs of employees and demonstrated the Company's spirit of mutual assistance among employees; the Company organized 11 condolence activities, with a total investment of over RMB3.7 million.

In addition, the Company always carried forward the people-oriented concept of love, actively carried out social activities for public good, such as volunteer services for Epidemic prevention and control, condolences to the elderly in welfare homes, and care for people in need in rural areas, and organized volunteer blood donations which were participated by 403 employees, donating 100,600ml of blood in total.

未來，本公司將建立長效的風險管理及內部工作機制，一方面檢查前一年度薄弱環節的整改及消除情況，另一方面，及時根據當年工作最新情況更新內審重點業務流程及風險庫，確保與時俱進，為本公司日常業務及重點工作的開展建立堅固的風險防火牆。

### 報告期後事項

茲提述本公司日期為二零二二年十一月九日之公告及日期為二零二二年十二月十四日之通函，為確保本公司日常經營運作和管理美蘭機場所需相關資產的完整性，提高美蘭機場整體運營的效率和安全性，於二零二二年十一月九日，本公司(作為承租人)與母公司(作為出租人)訂立有關租賃母公司所持有的美蘭機場(包括美蘭機場一期及美蘭機場二期)相關運營和配套資產(「租賃資產」)的租賃協議(「租賃協議」)，協議為期三年，自二零二三年一月一日(「起租日」)起至二零二五年十二月三十一日止。該等事項已獲本公司於二零二三年一月四日舉行的股東特別大會批准。

茲提述本公司日期分別為二零二零年十一月三十日及二零二一年三月十一日之公告，內容有關(其中包括)本公司與母公司訂立的美蘭機場西遠機位停機坪和橋載設備租賃協議(「機坪租賃協議」)，以及海南美蘭國際機場貨運有限責任公司(本公司非全資附屬公司)與母公司訂立的新貨站租賃協議(「新貨站租賃協議」)。根據租賃協議，本公司及母公司同意(其中包括)，機坪租賃協議及新貨站租賃協議應自起租日起終止。

### 慈善捐款

二零二二年，美蘭機場通過愛心基金會平台，幫扶5名困難員工，資助金額共人民幣5萬元。同時，通過內部發起倡議的形式，募集善款逾人民幣12萬元，有效解決了員工的燃眉之急，展現出了本公司與員工和衷共濟、守望相助的情懷；組織慰問活動11次，合計投入慰問資金人民幣370餘萬元。

此外，本公司一直秉持著以人為本的關愛理念，積極開展疫情防控志願服務、慰問福利院孤寡老人、關愛鄉村困難群眾等各類社會公益活動，組織開展無償獻血活動，共有403名員工參與獻血，總獻血量達100,600ml。



## FUTURE DEVELOPMENT

### Aviation Business

Meilan Airport has embarked on the new development era of “dual terminals and dual runways”, and in the future, Meilan Airport will accelerate capacity expansion during peak hours to solve the bottleneck affecting the development of Meilan Airport, and tap into the future development potential in aviation market, laying a solid foundation for Meilan Airport to become an aviation regional gateway hub facing the “Pacific Ocean and the Indian Ocean”. It is believed that with the gradual release of the policy benefits of Hainan Free Trade Port, the economy of Hainan will enter a new development cycle, which will provide a strong internal driving force for the development of Meilan Airport in the aviation market.

Meilan Airport will actively take advantage of policies such as the further opening-up of fifth and seventh freedom of the air and Hainan Free Trade Port tax preference, to coordinate domestic and foreign airlines to increase the airline capacity in Haikou, comprehensively optimize the construction of the route network of Meilan Airport, and accelerate the introduction of domestic and foreign airlines to set up bases in Haikou, so as to increase new momentum for the development of Meilan Airport and promote the aviation business of Meilan Airport to enter a new stage of development. .

### Non-aviation Business

In 2023, Meilan Airport will actively seize the opportunity arising from the rapid recovery of the aviation market in the post-Epidemic era. Centered on the Hainan Free Trade Port being positioned as an “international tourism consumption center”, it will keep in pace with duty-free operators to carry out relevant work to further enhance the growth potential of offshore duty-free business, actively innovate business development models, introduce renowned enterprises for re-optimizing and adjusting the layout of business brands at terminal complex and terminal building, continue to intensify its efforts in business marketing, and promote the in-depth integration and development of offline and online business to explore new revenue growth points of the non-aviation business of Meilan Airport.

At the same time, Meilan Airport will also solidly carry out brand enhancement work to improve its service quality; optimize the financial structure to ensure a balanced funding; strengthen safety management and control, pay attention to safety prevention and control and smoothly realize the 25th safety operation year of Meilan Airport; Meilan Airport will accelerate the implementation of the preparation for the island-wide closure operation, and implement the responsibilities and missions of serving the aviation hub construction of Hainan Free Trade Port.

### 未來發展

#### 航空業務

美蘭機場已跨入「雙航站樓、雙跑道」全新發展時代，未來美蘭機場將加快推進高峰小時容量擴容，破解影響美蘭機場發展的瓶頸，拓展未來航空市場發展的空間。為美蘭機場建設成為面向「兩洋」的航空區域門戶樞紐奠定堅實基礎。相信隨著海南自貿港政策紅利的逐步釋放，海南經濟將進入全新的發展週期，這將為美蘭機場航空市場發展提供了強大的內生動力。

美蘭機場將積極利用第五、七航權擴大開放、海南自貿港稅收優惠等政策優勢，協調境內外航空公司增加海口航空運力投放，全面優化美蘭機場航線網絡建設，加快引入境內外航空公司在海口設立基地，為美蘭機場的發展增添新的動力，推動美蘭機場航空市場進入新的發展階段。

#### 非航空業務

二零二三年，美蘭機場將積極把握後疫情時代航空市場迅速恢復的契機，圍繞海南自貿港建設打造「國際旅遊消費中心」的發展定位，配合免稅運營商開展相關工作，進一步提升離島免稅業務增長潛力，積極創新業務發展模式，引入知名企業合作重新優化和調整站前綜合體、航站樓商業品牌佈局，持續加強商業營銷工作開展，推進線下線上業務深入融合發展，進一步深入挖掘美蘭機場非航業務的利益增長點。

同時，美蘭機場還將紮實開展品牌提升工作，提升美蘭機場服務質量；優化財務結構，確保資金平衡；加強安全管控，抓細安全防控，順利實現美蘭機場第二十五個安全運行年；加快落實全島封關運作籌備，把服務海南自貿港航空樞紐建設的職責和使命落到實處。

# REPORT FROM THE BOARD

## 董事會報告

### FINAL DIVIDEND

The Board expected that, in 2023, the Company will have a relatively large capital demand, mainly because the Phase II Expansion Project has been put into operation in December 2021, and the out-of-pocket costs have increased relatively significantly; and the Phase II Expansion Project has not yet been completed and settled, although it has been put into operation, and a large amount of capital will still be required in 2023 to ensure the payment of the project funds. In view of the actual needs of the Company's future development capital, the Board recommended no payment of final dividend for the year ended 31 December 2022.

During the Year, there was no arrangement under which any shareholders of the Company has waived or agreed to waive any dividend.

### DIVIDEND POLICY

The Articles of Association permit the Company to distribute dividends or make other distributions according to an ordinary resolution of the shareholders, and prevent the Company from distributing dividends or bonuses without first making up for losses and making all tax and other payments required by law. Under the Articles of Association, the Company may, in addition to final dividend, distribute interim or special dividends in the form of cash or shares. In accordance with the Articles of Association, the distributable profits available to the Company for the purpose of profit distribution will be deemed to be the lesser of:

1. the net income determined in accordance with PRC accounting standards and regulations; and
2. the net income determined in accordance with International Accounting Standards.

However, prior to payment of dividends, profits of the Company are subject to deductions such as allocations to the statutory common reserve and the statutory public welfare fund. The Company's outstanding credit facilities do not impose any restrictions on its ability to pay dividends.

Subject to the foregoing, the Company intends to make interim dividend payments in or around October of each year and final dividend payments in or around June of each year. The distribution of dividend payment will be dependent upon the Company's earnings, financial conditions, cash requirements and availability, the provisions of the Company Law and other factors. There is no assurance as to whether the dividend distribution will occur as intended, the amount of dividend payment or the timing of such payment.

### 末期股息

董事會預計二零二三年本公司資金需求量較大，主要由於二期擴建項目已於二零二一年十二月投運，付現成本費用增長較多；且二期擴建項目雖投入運營，但有關工程尚未竣工結算，二零二三年仍需投入較大資金用於保障工程款支付。鑒於本公司未來發展資金的實際需要，董事會建議不派發截至二零二二年十二月三十一日止年度之末期股息。

本年度內，概無本公司股東放棄或同意放棄任何股息的安排。

### 股息政策

《公司章程》允許本公司依據股東普通決議案分派股息或作出其他分派，並規定本公司在未彌補虧損及繳納法律規定的所有稅項及其他付款前，不得分派股息或紅利。根據《公司章程》，除末期股息以外，本公司可以現金或股份形式分派中期或特別股息。根據《公司章程》，本公司可用作分派盈利的金額將被視為以下兩者中的較少者：

1. 依據中國會計準則和規則所釐定的淨收入；及
2. 依據國際會計準則所釐定的淨收入。

然而，在支付股息前，本公司盈利可作出若干扣減，例如分配至法定公積和法定公益金等。本公司尚未償還的信貸備用額對本公司支付股息能力不設任何限制。

受上文所述的規限，本公司約於每年十月派發中期股息，並約於每年六月派發末期股息。分派之股息金額將視本公司的盈利、財務狀況、現金需求及可用現金、《公司法》的規定及其他因素而定。本公司不能保證是否會如計劃一般分派股息，亦不能保證股息的金額或在何時分派股息。

## REPORT FROM THE BOARD

### 董事會報告

The Articles of Association required that cash dividends of H Shares will be declared in Renminbi and paid in Hong Kong dollars to H Shareholders. Conversion of Renminbi into Hong Kong dollars will be subject to the relevant PRC foreign exchange regulations and will be calculated at an exchange rate which will be the average of the PBOC Exchange Rate one calendar week preceding the date of declaration of dividends. If the Company does not have sufficient foreign exchange reserves to pay its Hong Kong dollars dividends, it intends to exchange its RMB funds into the required Hong Kong dollars from authorised banks or through other approved means. There is no assurance that the Company will be able to obtain Hong Kong dollar funds as needed.

### ANNUAL GENERAL MEETING AND CLOSURE OF REGISTER OF MEMBERS

The Company will announce the date of the annual general meeting and the period of closure of register of members in due course.

### SYNDICATED LOAN

Details of the Syndicated Loan are set out in Note 4(23) to the financial statements.

### PROPERTY, PLANT AND EQUIPMENT

The Group holds the Terminal Complex Project (Haikou Meilan Airport comprehensive transportation hub GTC phase I) located in Meilan District, Haikou City, Hainan Province, the PRC for the year ended 31 December 2022, the location of which is Meilan Airport Road, Meilan District, Haikou City, Hainan Province, the PRC. The commercial building and parking building of the project are investment properties of the Company, which are used for commercial and parking purposes. The usage period of such buildings is from May 2017 to September 2049.

Details of the property, plant and equipment as at 31 December 2022 and the changes in the property, plant and equipment of the Group and the Company for the year ended 31 December 2022 are set out in Note 4 (9) and Note 4 (10) to the financial statements.

### TAXATION

Details of taxation of the Group and the Company (including all tax preferences) for the year ended 31 December 2022 are set out in Note 3 to the financial statements.

《公司章程》規定H股現金股息以人民幣宣派和以港元支付給H股股東。人民幣兌換港元將受相關的中國外匯規定規限，及將以宣派股息前一周人民銀行匯率平均值計算。倘若本公司無足夠外匯儲備以支付其港元股息，則其擬從特許的銀行或通過其他方式兌換所需港元。不能保證本公司能在需要時取得港元資金。

### 股東週年大會及暫停辦理股東登記

本公司將適時公佈股東週年大會日期及暫停辦理股東登記期間。

### 銀團貸款

銀團貸款的詳情載於財務報表附註四(23)。

### 物業、機器及設備

截至二零二二年十二月三十一日止年度，本集團持有坐落於中國海南省海口市美蘭區之站前綜合體項目(海口美蘭機場綜合交通樞紐GTC一期)，位置為中國海南省海口市美蘭區美蘭機場路，該項目商業樓及停車樓為本公司投資性房地產，用途為商業及停車用途，使用年限自二零一七年五月起至二零四九年九月止。

本集團及本公司於二零二二年十二月三十一日之物業、機器及設備及截至二零二二年十二月三十一日止年度之物業、機器及設備的變動情況載列於財務報表附註四(9)和附註四(10)。

### 稅項

本集團及本公司截至二零二二年十二月三十一日止年度的稅項詳情(包括任何稅項優惠)載列於財務報表附註三。

# REPORT FROM THE BOARD

## 董事會報告

### RESERVES

Details of changes in reserves of the Group and the Company during the year ended 31 December 2022 are set out in Note 4 (29) and Note 4 (30) to the financial statements.

### DISTRIBUTABLE RESERVES

As at 31 December 2022, the balance of capital surplus and statutory surplus reserve of the Company amounted to approximately RMB699,484,654 and approximately RMB246,394,231 respectively, which were determined in accordance with the Company Law and China's accounting standards and regulations. In addition, pursuant to the Articles of Association, the retained profits available for dividend distribution of the Company amounted to approximately RMB3,253,509,684.

### SUBSIDIARIES

Details of the Company's subsidiaries as at 31 December 2022 are set out in Note 6 (1) to the financial statements.

### MAJOR CUSTOMERS AND SUPPLIERS

The largest customer and the top five largest customers of the Group represented 22.29% and 55.77% of the total sales of the Group for the year ended 31 December 2022, respectively.

The largest supplier and the top five largest suppliers of the Group represented 8.19% and 11.55% of the total operating costs of the Group, respectively for the year ended 31 December 2022.

The Group and its customers and suppliers have maintained close co-operations based on the principle of fairness, transparency and friendliness for a couple of years. The Group believes that as our business scope and business volume expand, the Group will reach a strong relationship with more customers and suppliers in accordance with compliant procurement and audit systems.

At any time during the year ended 31 December 2022, none of the Directors, Supervisors, their close associates or, to the knowledge of the Directors, any shareholder holding more than 5% of the issued shares of the Company was interested in any of the top five largest customers or suppliers of the Group.

### RELATIONSHIP WITH EMPLOYEES

The Group maintains a sound relationship with its employees through meticulous staff caring initiatives and various social welfare campaigns. Please refer to the "Environmental, Social and Governance Report" on page 71 to page 139 in this annual report of the Company for details.

### 儲備

本集團及本公司於截至二零二二年十二月三十一日止年度之儲備詳情載列於財務報表附註四(29)和附註四(30)。

### 可供分派儲備

於二零二二年十二月三十一日，根據《公司法》、中國會計準則及規定釐定，本公司資本公積餘額約為人民幣699,484,654元，法定盈餘公積金餘額約為人民幣246,394,231元。此外，根據《公司章程》，本公司未分配利潤約為人民幣3,253,509,684元可作股息予以分派。

### 子公司

本公司於二零二二年十二月三十一日止之子公司詳情載列於財務報表附註六(1)。

### 主要客戶及供應商

截至二零二二年十二月三十一日止年度，本集團經營業務中，最大的客戶及五位最大的客戶分別佔本集團總銷售額的22.29%及55.77%。

截至二零二二年十二月三十一日止年度，本集團經營業務中，最大的供貨商及五位最大的供貨商分別佔本集團運營成本的8.19%及11.55%。

本集團與客戶及供應商之間遵照公允、透明、友好的原則，已合作多年。本集團相信，隨著業務範圍的擴張及業務量的增長，本集團將會遵從合規的採購和審計制度與更多的客戶及供應商達成良好合作關係。

於截至二零二二年十二月三十一日止年度任何時間，概無董事、監事、其緊密連絡人或就董事所知擁有本公司已發行股份超過5%的股東於本集團五大客戶或供貨商當中任何一方擁有權益。

### 與僱員之關係

本集團通過細緻入微的員工關愛行動、豐富多彩的社會公益活動等與本集團員工保持良好的僱主與僱員關係。詳情請參見本年報第71頁至第139頁的「環境、社會與管治報告」。



# REPORT FROM THE BOARD

## 董事會報告

### SHARE CAPITAL STRUCTURE

As at 31 December 2022, the total number of issued share capital of the Company was 473,213,000, of which:

		Numbers of shares 股數	Approximate percentage of total issued shares 約佔已發行總股份比例
Domestic shares	內資股	246,300,000	52%
H shares	H股	226,913,000	48%
<b>Total</b>	<b>總數</b>	<b>473,213,000</b>	<b>100%</b>

### 股本結構

於二零二二年十二月三十一日，本公司已發行之總股本為473,213,000股，其中：

### SUBSTANTIAL SHAREHOLDERS' INTERESTS IN SHARES

As at 31 December 2022, so far as known to the Directors, supervisors and chief executive of the Company, the following persons (other than a Director, supervisor or chief executive of the Company) had interests or short positions in the shares and underlying shares of the Company which were required to be recorded in the register to be kept by the Company under section 336 of the Securities and Futures Ordinance (the "SFO") (Chapter 571 of the Laws of Hong Kong).

#### Domestic Shares

Name of Shareholders	Capacity	Number of ordinary shares	Percentage of domestic shares issued 佔已發行內資股百分比	Percentage of total issued share capital 佔已發行總股本百分比
股東名稱	身份	普通股數目		
Haikou Meilan International Airport Company Limited (Note 1) 海口美蘭國際機場有限責任公司(附註1)	Beneficial owner 實益擁有人	237,500,000(L)	96.43%	50.19%
Hainan Airport Industrial Investment Co., Ltd. (Note 1) 海南機場實業投資有限公司(附註1)	Interest of controlled corporations 受控制公司權益	237,500,000(L)	96.43%	50.19%
Hainan Development Holdings Co., Ltd. (Note 1) 海南省發展控股有限公司(附註1)	Interest of controlled corporations 受控制公司權益	237,500,000(L)	96.43%	50.19%

### 主要股東的股份權益

於二零二二年十二月三十一日，就本公司董事、監事或主要行政人員所知，以下人士(本公司董事、監事或主要行政人員除外)於本公司股份及相關股份中擁有須記錄於本公司根據香港法例第571章證券及期貨條例(「證券及期貨條例」)第336條須備存的登記冊內的權益或淡倉。

#### 內資股

# REPORT FROM THE BOARD

## 董事會報告

### H Shares

### H股

Name of Shareholders 股東名稱	Type of interest 權益類別	Number of ordinary shares 普通股數目	Percentage of H shares issued 佔已發行H股百分比	Percentage of total issued share capital 佔已發行總股本百分比
ARC Capital Holdings Limited (Note 2) ARC Capital Holdings Limited (附註2)	Interest of controlled corporations 受控制公司權益	32,788,500(L)	14.45%	6.93%
ARC Capital Partners Limited (Note 2) ARC Capital Partners Limited (附註2)	Investment manager 投資經理	32,788,500(L)	14.45%	6.93%
Pacific Alliance Asia Opportunity Fund L.P. (Note 2) Pacific Alliance Asia Opportunity Fund L.P. (附註2)	Interest of controlled corporations 受控制公司權益	32,788,500(L)	14.45%	6.93%
Pacific Alliance Equity Partners Limited (Note 2) Pacific Alliance Equity Partners Limited(附註2)	Interest of controlled corporations 受控制公司權益	32,788,500(L)	14.45%	6.93%
Pacific Alliance Group Asset Management Limited (Note 2) Pacific Alliance Group Asset Management Limited (附註2)	Investment manager 投資經理	32,788,500(L)	14.45%	6.93%
PAG Holdings Limited (Note 2) PAG Holdings Limited (附註2)	Interest of controlled corporations 受控制公司權益	32,788,500(L)	14.45%	6.93%
Pacific Alliance Group Limited (Note 2) Pacific Alliance Group Limited (附註2)	Interest of controlled corporations 受控制公司權益	32,788,500(L)	14.45%	6.93%
Pacific Alliance Investment Management Limited (Note 2) Pacific Alliance Investment Management Limited (附註2)	Interest of controlled corporations 受控制公司權益	32,788,500(L)	14.45%	6.93%
Walden Ventures Limited (Note 2) Walden Ventures Limited(附註2)	Beneficial owner 實益擁有人	32,788,500(L)	14.45%	6.93%
UBS Group AG (Note 3) UBS Group AG(附註3)	Interest of controlled corporations 受控制公司權益	25,016,517(L)	11.02%	5.29%

# REPORT FROM THE BOARD

## 董事會報告

### Notes:

1. Haikou Meilan International Airport Company Limited is established in the PRC and is the controlling shareholder of the Company.

According to the disclosure of interests filed on the website of The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”), Hainan Development Holdings Co., Ltd. (海南省發展控股有限公司) holds 100% interests in Hainan Airport Group Co., Ltd. (海南機場集團有限公司), Hainan Airport Group Co., Ltd. holds 56.00% interests in Hainan Airport Industrial Investment Co., Ltd. (海南機場實業投資有限公司), and Hainan Airport Industrial Investment Co., Ltd. holds 46.81% interests in the Parent Company. Therefore, both Hainan Development Holdings Co., Ltd. and Hainan Airport Industrial Investment Co., Ltd. are deemed to be interested in the 237,500,000 domestic shares of the Company in long position held by the Parent Company.

2. According to the disclosure of interest filed on the website of the Hong Kong Stock Exchange, (i) PAG Holdings Limited held 99.17% interests in Pacific Alliance Group Limited; (ii) Pacific Alliance Group Limited held 90% interests in Pacific Alliance Investment Management Limited; (iii) Pacific Alliance Investment Management Limited held 52.53% interests in Pacific Alliance Equity Partners Limited; (iv) Pacific Alliance Equity Partners Limited held 100% interests in ARC Capital Partners Limited; (v) ARC Capital Partners Limited was deemed to be interested in 32,788,500 H shares of the Company in long position in its capacity as investment manager; (vi) ARC Capital Holdings Limited was a corporation controlled by ARC Capital Partners Limited; (vii) ARC Capital Holdings Limited held 46.67% interests in Walden Ventures Limited which in turn held 32,788,500 H shares of the Company in long position; (viii) Pacific Alliance Investment Management Limited held 100% interests in Pacific Alliance Group Asset Management Limited; (ix) Pacific Alliance Group Asset Management Limited was deemed to be interested in 32,788,500 H shares of the Company in long position in its capacity as investment manager; (x) Pacific Alliance Asia Opportunity Fund L.P. was a corporation controlled by Pacific Alliance Group Asset Management Limited; and (xi) Pacific Alliance Asia Opportunity Fund L.P. held 36.67% interests in Walden Ventures Limited which in turn held 32,788,500 H shares of the Company in long position.

3. According to the disclosure of interests filed on the website of the Hong Kong Stock Exchange, UBS Group AG held 100% interests in each of (i) UBS AG; (ii) UBS Asset Management (Singapore) Ltd; (iii) UBS Fund Management (Luxembourg) S.A.; (iv) UBS Fund Management (Switzerland) AG; (v) UBS Switzerland AG; (vi) UBS Asset Management (Americas) Inc.; (vii) UBS Asset Management (Hong Kong) Ltd; and (viii) UBS Asset Management Switzerland AG. Therefore, UBS Group AG was deemed to be interested in 3,143,819, 541,300, 20,157,100, 40,000, 206,298, 23,000, 866,000 and 39,000 H shares of the Company in long position held by the aforesaid companies, respectively.

4. (L) represents long position.

### 附註：

1. 海口美蘭國際機場有限責任公司在中國境內成立，為本公司之控股股東。

根據於香港聯合交易所有限公司(「香港聯交所」)網站列載之權益披露，海南省發展控股有限公司持有海南機場集團有限公司100%權益，海南機場集團有限公司持有海南機場實業投資有限公司56.00%權益，而海南機場實業投資有限公司持有母公司46.81%權益。因此，海南省發展控股有限公司及海南機場實業投資有限公司均被視為於母公司持有的本公司237,500,000股內資股好倉股份中擁有權益。

2. 根據於香港聯交所網站列載之權益披露，(i) PAG Holdings Limited持有Pacific Alliance Group Limited 99.17%權益；(ii) Pacific Alliance Group Limited持有Pacific Alliance Investment Management Limited 90%權益；(iii) Pacific Alliance Investment Management Limited持有Pacific Alliance Equity Partners Limited 52.53%權益；(iv) Pacific Alliance Equity Partners Limited持有ARC Capital Partners Limited 100%權益；(v) ARC Capital Partners Limited被視為以其投資經理身份於本公司32,788,500股H股好倉股份中擁有權益；(vi) ARC Capital Holdings Limited為一間由ARC Capital Partners Limited控制的公司；(vii) ARC Capital Holdings Limited持有Walden Ventures Limited 46.67%權益，而Walden Ventures Limited於本公司32,788,500股H股好倉股份中擁有權益；(viii) Pacific Alliance Investment Management Limited持有Pacific Alliance Group Asset Management Limited 100%權益；(ix) Pacific Alliance Group Asset Management Limited被視為以其投資經理身份於本公司32,788,500股H股好倉股份中擁有權益；(x) Pacific Alliance Asia Opportunity Fund L.P.為一間由Pacific Alliance Group Asset Management Limited控制的公司；及(xi) Pacific Alliance Asia Opportunity Fund L.P.持有Walden Ventures Limited 36.67%權益，而Walden Ventures Limited則於本公司32,788,500股H股好倉股份中擁有權益。

3. 根據香港聯交所網站列載之權益披露，UBS Group AG分別持有(i) UBS AG；(ii) UBS Asset Management (Singapore) Ltd；(iii) UBS Fund Management (Luxembourg) S.A.；(iv) UBS Fund Management (Switzerland) AG；(v) UBS Switzerland AG；(vi) UBS Asset Management (Americas) Inc.；(vii) UBS Asset Management (Hong Kong) Ltd；及(viii) UBS Asset Management Switzerland AG的100%權益。因此，UBS Group AG被視為於上述公司分別所持的本公司3,143,819股、541,300股、20,157,100股、40,000股、206,298股、23,000股、866,000股及39,000股H股好倉股份中擁有權益。

4. (L)代表好倉。

# REPORT FROM THE BOARD

## 董事會報告

Save as disclosed above, as at 31 December 2022, so far as known to the Directors, Supervisors and chief executive of the Company, there was no other person (other than the Directors, Supervisors or chief executive of the Company) who had interests or short positions in the shares or underlying shares of the Company which were required to be recorded in the register to be kept by the Company under section 336 of the SFO.

## INTERESTS OF DIRECTORS, SUPERVISORS AND CHIEF EXECUTIVE IN SHARES

As at 31 December 2022, no Directors, Supervisors or chief executive of the Company had any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO), which were required to be recorded in the register required to be kept by the Company under section 352 of the SFO, or required to be notified to the Company and the Hong Kong Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the “**Model Code**”) as set out in Appendix 10 to the Rules Governing the Listing of Securities (the “**Listing Rules**”) on the Hong Kong Stock Exchange.

## CONNECTED TRANSACTIONS

The Parent Company is the controlling shareholder of the Company as it holds 50.19% interest in the Company, and accordingly is a connected person of the Company.

Details of connected transactions between the Parent Company and the Company are set below:

### 1. New Cargo Terminal Lease Agreement

To provide ground services to flights and passengers or other services within the business scope of Hainan Meilan International Airport Freight Co., Ltd. (“**Meilan Freight**”), Meilan Freight entered into the New Cargo Terminal Lease Agreement with the Parent Company on 11 March 2021, the details of which are set out as follows:

Date: 11 March 2021

Parties:

- (i) the Parent Company
- (ii) Meilan Freight

Term: From 12 March 2021 to 11 March 2023 (both days inclusive)

除上文披露者外，於二零二二年十二月三十一日，就本公司董事、監事及主要行政人員所知，概無其他人士(本公司董事、監事或主要行政人員除外)於本公司股份或相關股份中擁有須記錄於本公司根據證券及期貨條例第336條須備存的登記冊內的權益或淡倉。

## 董事、監事及主要行政人員的股份權益

於二零二二年十二月三十一日，本公司董事、監事或主要行政人員概無於本公司或其任何相聯法團(定義見證券及期貨條例第XV部)的股份、相關股份或債權證中擁有須記錄於本公司根據證券及期貨條例第352條須備存的登記冊內，或根據上市規則附錄十所載的上市發行人董事進行證券交易的標準守則(「**標準守則**」)須知會本公司及香港聯交所的權益或淡倉。

## 關連交易事項

母公司持有本公司50.19%的股權，為本公司的控股股東，因此亦為本公司的關連人士。

本公司與母公司的關連交易的詳情列載如下：

### 1. 新貨站租賃協議

為向航班及旅客提供地面服務或海南美蘭國際機場貨運有限責任公司(「**美蘭貨運**」)業務範圍內的其它服務，於二零二一年三月十一日，美蘭貨運與母公司訂立新貨站租賃協議，新貨站租賃協議的詳情載列如下：

日期：二零二一年三月十一日

訂約方：

- (i) 母公司
- (ii) 美蘭貨運

租期：自二零二一年三月十二日起至二零二三年三月十一日止(包括首尾兩日)



# REPORT FROM THE BOARD

## 董事會報告

Subject matter: the leased assets, composing of:

- (i) the land use rights of the new cargo terminal with a total area of approximately 128,540 sq.m.;
- (ii) the property of the new cargo terminal with a total gross floor area of approximately 25,980 sq.m.; and
- (iii) the equipment, including, among others, storehouses, low-voltage power distribution boxes (低壓配電櫃), high-voltage power distribution boxes (高壓配電櫃), air conditioners, luggage carousels and cameras.

Rental and payment: The annual rental (tax-inclusive) of the leased assets payable by Meilan Freight to the Parent Company under the New Cargo Terminal Lease Agreement shall be RMB20,000,000 in aggregation (including the annual rental of the land use rights of approximately RMB9,600,000, the annual rental of the property of approximately RMB8,100,000 and the annual rental of the equipment of approximately RMB2,300,000), which is determined based on arm's length negotiations between the two parties with reference to (i) the total area of the new cargo terminal under the land use rights and the total gross floor area of the property; (ii) the prevailing market rental for the land use rights or properties located at similar locations, i.e. approximately RMB75 per sq.m. per year for the land use rights and approximately RMB312 per sq.m. per year for the property; and (iii) the depreciation of the equipment.

The amount of right-of-use assets initially recognised for the above leased assets was approximately RMB34,800,000. As at 31 December 2022, the carrying amount of the assets was approximately RMB4,343,000.

For details of the New Cargo Terminal Lease Agreement, please refer to the announcement of the Company dated 11 March 2021.

Pursuant to the Lease Agreement, New Cargo Terminal Lease Agreement has been terminated from the Lease Commencement Date. For details of the termination of the New Cargo Terminal Lease Agreement, please refer to the announcement of the Company dated 9 November 2022 and the circular of the Company dated 14 December 2022.

標的事項：租賃資產，包括：

- (i) 新貨運站之土地使用權，總面積約為 128,540m<sup>2</sup>；
- (ii) 新貨運站之房產，總建築面積約為 25,980m<sup>2</sup>；及
- (iii) 設備，包括(但不限於)倉庫、低壓配電櫃、高壓配電櫃、空調、行李傳送帶及攝像機。

租金及支付：美蘭貨運根據新貨站租賃協議應付母公司的租賃資產年度含稅租金合共人民幣20,000,000元(包括土地使用權年度租金約人民幣9,600,000元、物業年度租金約人民幣8,100,000元及設備年度租金約人民幣2,300,000元)，其乃經訂約雙方公平磋商並參考(i)根據土地使用權之新貨運站的總面積乃房產的總建築面積；(ii)位於類似地點之土地使用權或房產的現行市場租金(即土地使用權每平方米每年約人民幣75元及房產每平方米每年約人民幣312元)；及(iii)設備的折舊。

上述租賃資產初始確認的使用權資產金額約為人民幣34,800,000元，於二零二二年十二月三十一日，相關資產的賬面餘額約為人民幣4,343,000元。

有關新貨站租賃協議的詳情，請參閱本公司日期為之公告。

根據租賃協議約定，新貨站租賃協議已自起租日起終止，有關新貨站租賃協議終止詳情請參閱本公司日期為二零二二年十一月九日之公告以及日期為二零二二年十二月十四日之通函。

# REPORT FROM THE BOARD

## 董事會報告

### 2. 2021 Supplemental Parent Company Domestic Shares Subscription Agreement

As the Parent Company planned to transfer the assets in relation to Meilan Airport Phase I runway (“**Phase I Runway Assets**”) to the Company as the consideration for subscribing for new domestic shares, the Company and the Parent Company entered into the 2020 Parent Company Domestic Shares Subscription Agreement on 24 July 2020, and entered into the 2021 Supplemental Parent Company Domestic Shares Subscription Agreement on 21 August 2021, details of which are set below:

Date: 21 August 2021

Parties: the Company and the Parent Company

Pursuant to the 2021 Supplemental Parent Company Domestic Shares Subscription Agreement, the Company and the Parent Company unanimously agreed to make the following amendments to the 2020 Parent Company Domestic Shares Subscription Agreement:

- (i) The Parent Company agreed to subscribe for not more than 140,741,000 domestic shares to be issued by the Company as the consideration for the transfer of the Phase I Runway Assets, which was determined based on the aggregate appraised asset value of the Phase I Runway Assets as at 30 June 2021 (the “**2021 Valuation**”); and
- (ii) The Parent Company and the Company further consented that if, in accordance with the requirements of domestic laws and regulations or regulatory authorities, a relevant valuation report is required to be issued by a domestic appraisal entity, and if there is any difference between the valuation results and the 2021 Valuation, the lower appraised value will be adopted by both parties as the consideration for the Parent Company Subscription by the Parent Company with a view to protect the interests of minority shareholders of the Company. Accordingly, where the domestic appraised value is greater than the 2021 Valuation at that time, the consideration for the Parent Company Subscription shall be determined with reference to the 2021 Valuation without any adjustment; where the domestic appraised value is less than the 2021 Valuation at that time, the consideration for the Parent Company Subscription shall be determined based on such lower appraised value. The parties agreed to make necessary written confirmation or sign a supplemental agreement (if required) in accordance with the final valuation results at that time.

The Board will seek the shareholders at the extraordinary general meeting and the class meetings to authorize the Board and/or persons designated by the Board to determine the final consideration if there is no material difference (within a difference not more than 1% between the 2021 Valuation and any domestic appraised value).

### 2. 二零二一年母公司內資股認購補充協議

母公司計劃向本公司轉讓美蘭機場一期跑道相關資產(「一期跑道相關資產」)以認購新內資股，本公司與母公司於二零二零年七月二十四日訂立二零二零年母公司內資股認購協議，於二零二一年八月二十一日訂立二零二一年母公司內資股認購補充協議，詳情載列如下：

日期：二零二一年八月二十一日

訂立方：本公司及母公司

根據二零二一年母公司內資股認購補充協議，本公司與母公司一致同意對二零二零年母公司內資股認購協議作出以下修訂：

- (i) 母公司同意認購不超過140,741,000股本公司將予發行的內資股作為轉讓一期跑道相關資產的代價，該代價以一期跑道相關資產於二零二一年六月三十日的評估資產總值(「二零二一年估值」)為基礎確定；及
- (ii) 母公司與本公司進一步同意，如根據境內法律法規或者監管機關的要求，需要境內評估實體相應出具評估報告，且如評估結果與二零二一年估值之間存在差異，為保護本公司中小股東利益，雙方將以評估值較低者作為母公司進行母公司認購事項的代價。據此，如屆時境內評估值大於二零二一年估值，則母公司認購事項的代價參考二零二一年估值確定，不涉及調整；如屆時境內評估值小於二零二一年估值，則母公司認購事項的代價將以評估值較低者為基礎確定。雙方同意，屆時將按照最終評估結果，作出必要書面確認或者簽署補充協議(如需)。

倘無重大差異(二零二一年估值與任何境內評估值之間的差異不超過1%)，董事會將在股東特別大會及類別股東大會上尋求股東授權董事會及／或董事會的指定人士釐定最終代價。

The 2020 Parent Company Domestic Shares Subscription Agreement which are amended by the 2021 Supplemental Parent Company Domestic Shares Subscription Agreement would continue to remain valid and legally binding on the parties thereto. The price mechanism and the maximum number of domestic shares to be issued for the Parent Company Subscription remained unchanged as contained in the 2020 Parent Company Domestic Shares Subscription Agreement. The total consideration for the Parent Company Subscription was only slightly adjusted and was determined with reference to the 2021 Valuation.

For details of the 2020 Parent Company Domestic Shares Subscription Agreement and the 2021 Supplemental Parent Company Domestic Shares Subscription Agreement, please refer to the announcement dated 24 July 2020, the circular dated 20 August 2020, the announcement dated 22 August 2021 and the circular dated 21 September 2021 of the Company.

### 3. Terminal Expansion Project Investment and Construction Agreement (the “Expansion Project Investment and Construction Agreement”)

The Company agreed to provide the Parent Company with the funds required for the terminal expansion project, and the Parent Company shall be responsible for the construction of the terminal expansion project and shall transfer the project assets to the Company after the completion of the project. On 12 December 2012, the Company and the Parent Company entered into the Expansion Project Investment and Construction Agreement, details of which are set out below:

Date: 12 December 2012

Parties: the Company and the Parent Company

Subject matters: pursuant to the Expansion Project Investment and Construction Agreement, the Parent Company shall continue to complete the construction of the terminal expansion project (the “**Project**”) carried out by the Parent Company according to the original schedule previously agreed by the Company and the Parent Company, unless the schedule of the Project is adjusted due to the reasons beyond the control of the Company and the Parent Company.

The funds provided by the Company to the Parent Company under the Expansion Project Investment and Construction Agreement could be used to pay for the consideration for the transfer of the Project as agreed between the parties in the future. The Parent Company and the Company agree that the actual construction cost of the Project as audited by a competent independent auditor upon completion of the construction of the Project shall not exceed 110% of the estimated construction cost of RMB876,500,000.

經二零二一年母公司內資股認購補充協議修訂的二零二零年母公司內資股認購協議將繼續保持有效並對訂約各方具有法律約束力。就母公司認購事項將予發行的內資股定價方式及最高數目將與二零二零年母公司內資股認購協議所載者維持不變。母公司認購事項的總代價僅略有調整，乃經參考二零二一年估值而釐定。

有關二零二零年母公司內資股認購協議及二零二一年母公司內資股認購補充協議的詳情，請參閱本公司日期為二零二零年七月二十四日的公告、日期為二零二零年八月二十日的通函、日期為二零二一年八月二十二日的公告和日期為二零二一年九月二十一日的通函。

### 3. 航站樓擴建工程之投資建設協議 (「擴建工程投資建設協議」)

本公司同意向母公司提供航站樓擴建工程所需資金，由母公司負責航站樓擴建項目施工，並在項目竣工後向本公司轉讓該項目資產。於二零一二年十二月十二日，本公司與母公司訂立擴建工程投資建設協議，詳情載列如下：

日期：二零一二年十二月十二日

訂約方：本公司及母公司

主體內容：根據擴建工程投資建設協議，母公司將繼續根據本公司與母公司過往協議的原訂時間表完成由母公司進行的航站樓擴建工程(「**項目**」)，除非該項目的時間表因本公司及母公司未能控制的原因而被調整。

本公司根據擴建工程投資建設協議向母公司提供的資金可用於支付雙方未來達成的項目轉讓的對價。母公司及本公司同意於該項目竣工後，經符合資格的獨立核數師審核，該項目實際施工成本將不得超過預計建築成本人民幣876,500,000元之110%。

# REPORT FROM THE BOARD

## 董事會報告

Consideration: under the Expansion Project Investment and Construction Agreement, the Company will provide funds to the Parent Company according to the progress of the construction of the Project based on the estimated construction cost of the Project in the amount of RMB876,500,000 and the land use right in the amount of RMB150,180,000, which in total is RMB1,026,680,000. The amount of RMB439,000,000 which has already been paid by the Company to the Parent Company according to the acquisition agreement (entered between the Company and the Parent Company dated 26 August 2011) prior to the termination of such agreement shall be used to offset the total investment under the Expansion Project Investment and Construction Agreement. The accumulated Project construction fee payments made by the Company to the Parent Company as of 31 December 2021 amounted to RMB733,361,200 (31 December 2020: RMB733,361,200).

For details of the Expansion Project Investment and Construction Agreement, please refer to the announcement of the Company dated 12 December 2012.

#### 4. Investment and Construction Agreement for the Airport Project of the Phase II Expansion Project (the “Phase II Expansion Investment and Construction Agreement”)

Pursuant to the relevant approval from the National Development and Reform Commission in respect of the Phase II Expansion Project, the Parent Company shall act as the project representative of the Airport Project, with an estimated aggregate investment amount of approximately RMB13.838 billion, and the Company has agreed to provide funds amounting to approximately RMB7.158 billion to construct the Company Construction Project after taking account of various benefits. On 21 August 2015, the Company and the Parent Company entered into the Phase II Expansion Investment and Construction Agreement, details of which are set out below:

Date: 21 August 2015

Parties: the Company and the Parent Company

Subject matters: pursuant to the Phase II Expansion Investment and Construction Agreement, the Company has agreed to provide funds to construct the Company Construction Project, with the amount of approximately RMB7.158 billion. The Parent Company will act as the project representative of the Airport Project, responsible for organizing and supervising the implementation of construction plan of the Airport Project and the funds raising for the Parent Company's construction project until its completion and acceptance.

代價：本公司將根據擴建工程投資建設協議，在項目預計的建築成本人民幣876,500,000元，以及土地使用權價值人民幣150,180,000元，合計人民幣1,026,680,000元內，按照項目建設的進度向母公司提供資金。本公司於收購協議（由母公司與本公司於二零一一年八月二十六日簽訂）終止前根據該協議向母公司支付的人民幣439,000,000元金額將用以抵銷根據擴建工程投資建設協議作出的投資總額。截至二零二一年十二月三十一日止，本公司已向母公司累計支付項目建設資金人民幣733,361,200元（二零二零年十二月三十一日：人民幣733,361,200元）。

有關擴建工程投資建設協議的詳情，請參閱本公司日期為二零一二年十二月十二日的公告。

#### 4. 二期擴建項目中機場工程之投資建設協議（「二期擴建投資建設協議」）

根據國家發改委關於二期擴建項目的相關批覆，母公司作為機場項目之項目代表，估計總投資金額約為人民幣138.38億元，經考慮各項裨益，本公司同意提供金額約為人民幣71.58億元興建本公司建設項目。於二零一五年八月二十一日，本公司與母公司訂立二期擴建投資建設協議，詳情載列如下：

日期：二零一五年八月二十一日

訂約方：本公司及母公司

主體內容：根據二期擴建投資建設協議，本公司同意提供興建本公司建設項目之資金，金額約為人民幣71.58億元。母公司將作為機場工程的項目代表，直至其完工及驗收前負責組織及監督機場項目建設計劃的實施以及母公司建設項目的集資事宜。



# REPORT FROM THE BOARD

## 董事會報告

Unless otherwise agreed between the Company and the Parent Company, the Parent Company has agreed to register the ownership of the relevant assets constituting the Company Construction Project under the name of the Company upon the completion and acceptance of the Airport Project, including but not limited to the land use rights and property ownership of the buildings. The ownership of assets of the Parent Company's construction project will be held by the Parent Company.

The Parent Company has irrevocably agreed, undertaken and confirmed that the Company has the right to occupy, utilize and benefit from and dispose of assets comprising the Company Construction Project without making any payment to the Parent Company to the extent permitted by applicable PRC laws before the registration of ownership of the assets comprising the Company Construction Project under the name of the Company.

For details of the Phase II Expansion Investment and Construction Agreement, please refer to the announcement of the Company dated 21 August 2015 and the circular of the Company dated 7 October 2015.

### 5. Loan Agreement

To raise the fund required for the construction of the Phase II Expansion Project, the Company, the Parent Company and lenders (including CDB, ICBC Hainan Branch and ABC Hainan Branch) entered into the Loan Agreement on 1 February 2018, details of which are set out below:

Date: 1 February 2018

Parties:

- (1) Lenders:
  - (i) CDB as the mandated lead manager and agent bank; and
  - (ii) ICBC Hainan Branch and ABC Hainan Branch as participant banks; and
- (2) Borrowers: The Parent Company and the Company, on a joint and several basis whereby each of the Parent Company and the Company is also liable for the indebtedness incurred by the other party under the loan.

Subject matters: According to the Loan Agreement, the Lenders agreed to grant the loans to the Company and the Parent Company on a joint and several basis. The principal amount was RMB7.8 billion for a term of 20 years and could only be used for the construction of the Airport Project.

For details of the Loan Agreement, please refer to the announcement of the Company dated 1 February 2018 and the circular of the Company dated 6 March 2018.

除非本公司及母公司另有協定，母公司已同意於機場項目完成及驗收後以本公司名義登記構成本公司建設項目之相關資產之擁有權，包括但不限於土地使用權及樓宇之物業擁有權。母公司建設項目資產之擁有權將由母公司持有。

母公司已不可撤回地同意、承諾及確認，於以本公司名義登記構成本公司建設項目之資產擁有權前，本公司有權於無須向母公司支付任何款項之情況及中國適用法律批准下，佔用、使用、受益自及出售構成本公司建設項目之資產。

有關二期擴建投資建設協議的詳情，請參閱本公司日期為二零一五年八月二十一日的公告及日期為二零一五年十月七日的通函。

### 5. 貸款協議

為籌集二期擴建項目所需建設資金，於二零一八年二月一日，本公司、母公司及貸款人(包括國家開發銀行、工商銀行海南省分行及農業銀行海南省分行)訂立貸款協議，其詳情載列如下：

日期：二零一八年二月一日

訂約方：

- (1) 貸款人：
  - (i) 國家開發銀行，作為獲授權牽頭經辦人及代理銀行；及
  - (ii) 工商銀行海南省分行及農業銀行海南省分行，作為參與銀行；及
- (2) 借款人：母公司及本公司，按共同及個別基準，從而母公司及本公司各自亦須承擔另一方於貸款下所產生的債務。

主體內容：根據貸款協議，貸款人同意按共同及個別基準向本公司及母公司授出貸款，本金額為人民幣78億元，為期20年，僅可用於建設機場項目。

有關貸款協議的詳情，請參閱本公司日期為二零一八年二月一日的公告及日期為二零一八年三月六日的通函。

# REPORT FROM THE BOARD

## 董事會報告

### 6. Loan Allocation Agreement

On 1 February 2018, the Company and the Parent Company entered into the Loan Allocation Agreement to specify the allocation of the loan under the Loan Agreement dated 1 February 2018 between the parties, details of which are set out below:

Date: 1 February 2018

Parties: the Company and the Parent Company

Subject matters: According to the Loan Allocation Agreement, the Company agreed to be allocated RMB3.9 billion (50% of the loan) and the Parent Company agreed to be allocated RMB3.9 billion (50% of the loan).

For details of the Loan Allocation Agreement, please refer to the announcement of the Company dated 1 February 2018 and the circular of the Company dated 6 March 2018.

### 7. Supplemental Investment and Construction Agreement

Reference is made to the announcement of the Company dated 21 August 2015 and the circular of the Company dated 7 October 2015 in relation to, among others, the Phase II Expansion Investment and Construction Agreement, pursuant to which the Company and the Parent Company agreed to construct the Airport Project with an estimated aggregate investment amount of approximately RMB13.838 billion. Considering the adjustment of the estimated aggregate investment amount of the Airport Project, on 11 May 2020, the Company and the Parent Company entered into the Supplemental Investment and Construction Agreement, details of which are set out below:

Date of agreement: 11 May 2020

Parties: the Company and the Parent Company

Subject matter: Considering the adjustment of the estimated aggregate investment amount of the Airport Project, on 11 May 2020 (after trading hours), the Company and the Parent Company entered into the Supplemental Investment and Construction Agreement to make certain amendments to the Phase II Expansion Investment and Construction Agreement in order to, among others, specify the allocation of investment amount between the Company and the Parent Company and arrange further financing for the Airport Project. Pursuant to the Supplemental Investment and Construction Agreement, the Company and the Parent Company have agreed that, due to the adjustment of the estimated aggregate investment amount of the Airport Project, the Company shall provide funds, amounting to approximately RMB7.646 billion, to construct the Company Construction Project, and the Parent Company shall provide funds, amounting to approximately RMB7.184 billion, to construct the Parent Company Construction Project.

### 6. 貸款分配協議

於二零一八年二月一日，本公司與母公司訂立貸款分配協議，以訂明雙方之間有關日期為二零一八年二月一日的貸款協議項下貸款的分配，其詳情載列如下：

日期：二零一八年二月一日

訂約方：本公司與母公司

主體內容：根據貸款分配協議，本公司同意獲分配人民幣39億元(佔貸款的50%)及母公司同意獲分配人民幣39億元(佔貸款的50%)。

有關貸款分配協議的詳情，請參閱本公司日期為二零一八年二月一日的公告及日期為二零一八年三月六日的通函。

### 7. 投資建設補充協議

茲提述本公司日期為二零一五年八月二十一日之公告及本公司日期為二零一五年十月七日之通函，內容有關(其中包括)二期擴建投資建設協議，據此，本公司及母公司同意興建機場項目，估計總投資金額約為人民幣138.38億元。考慮到機場項目估計總投資金額有所調整，本公司與母公司於二零二零年五月十一日訂立投資建設補充協議，投資建設補充協議的詳情載列如下：

協議日期：二零二零年五月十一日

訂約方：本公司及母公司

主體事項：考慮到機場項目估計總投資金額有所調整，於二零二零年五月十一日(交易時段後)，本公司與母公司訂立投資建設補充協議，對二期擴建投資建設協議進行若干修訂，以(其中包括)明確本公司與母公司之間的投資金額劃分以及就機場項目安排進一步融資。根據投資建設補充協議，本公司及母公司已同意，鑒於機場項目估計總投資金額有所調整，本公司應提供資金約人民幣76.46億元興建本公司建設項目，而母公司應提供資金約人民幣71.84億元興建母公司建設項目。

## REPORT FROM THE BOARD

### 董事會報告

The final amount of funds that the Company shall provide for constructing the Company Construction Project shall be subject to the actual investment amount to be set out in the project completion and settlement report of the Airport Project to be approved (if required) by relevant authorities and the allocation of the assets of the Airport Project between the Company and the Parent Company upon completion and acceptance of the Airport Project. The Company and the Parent Company shall have the right to engage an independent third party to audit such project completion and settlement report of the Airport Project.

Consideration: Pursuant to the Supplemental Investment and Construction Agreement, the Company will provide funds covering all the costs and expenses in the construction of the Company Construction Project of an estimated total amount of approximately RMB7.646 billion, comprising (i) construction costs of approximately RMB5.336 billion; (ii) other incidental expenditures of approximately RMB1.595 billion; (iii) preparation fee of approximately RMB291 million; and (iv) loan interest of approximately RMB424 million.

Subject to the project completion and settlement report of the Airport Project to be approved (if required) by relevant authorities and the assets invested by and registered under the name of the Company upon completion and acceptance of the Airport Project, such estimated maximum investment amount shall be further adjusted. The Company shall seek approval from the shareholders of the Company and make further disclosure pursuant to the applicable compliance requirements under the Listing Rules (if necessary) if and when the aggregate investment amount for the construction of the Company Construction Project is expected to exceed RMB7.646 billion due to any unforeseeable reasons that may be beyond the control of the Company.

For details of the Phase II Expansion Investment and Construction Agreement and the Supplemental Investment and Construction Agreement, please refer to the announcement of the Company dated 21 August 2015, the circular of the Company dated 7 October 2015, the announcement of the Company dated 11 May 2020 and the circular of the Company dated 20 August 2020.

## 8. 2020 Parent Company Domestic Shares Subscription Agreement

As the Parent Company planned to transfer the Phase I runway assets to the Company as the consideration for subscribing for new domestic shares, the Company and the Parent Company entered into the 2020 Parent Company Domestic Shares Subscription Agreement on 24 July 2020, the details of which are set out as follows:

Date: 24 July 2020

Parties: the Company and the Parent Company

本公司應提供之興建本公司建設項目資金之最終金額以相關部門批准(如需要)的機場項目之工程竣工結算報告載列之實際投資金額以及機場項目完工及驗收後本公司與母公司之間對機場項目相關資產的劃分為準。本公司及母公司有權委聘獨立第三方對機場項目之工程竣工結算報告進行審核。

代價：根據投資建設補充協議，本公司將提供涵蓋興建本公司建設項目所有成本及開支之資金，估計總金額約為人民幣76.46億元，包括(i)約為人民幣53.36億元之建設成本；(ii)約為人民幣15.95億元之其他雜項支出；(iii)約為人民幣2.91億元之預備費；及(iv)約為人民幣4.24億元之貸款利息。

根據相關部門批准(如需要)的機場項目之工程竣工結算報告以及機場項目完工及驗收後本公司所投資及以本公司名義登記的資產，該估計最高投資金額可作進一步調整。若預期建設本公司建設項目的總投資金額因出現任何本公司控制範圍以外的無法預見之因素而超出人民幣76.46億元時，本公司將根據上市規則(如需要)適用的合規規定尋求本公司股東批准及作出進一步披露。

有關二期擴建投資建設協議及投資建設補充協議的詳情，請參閱本公司日期為二零一五年八月二十一日之公告、日期為二零一五年十月七日的通函、日期為二零二零年五月十一日的公告及日期為二零二零年八月二十日的通函。

## 8. 二零二零年母公司內資股認購協議

母公司計劃向本公司轉讓一期跑道相關資產以認購新內資股，本公司與母公司於二零二零年七月二十四日訂立二零二零年母公司內資股認購協議，詳情載列如下：

日期：二零二零年七月二十四日

訂立方：本公司及母公司

# REPORT FROM THE BOARD

## 董事會報告

Pursuant to the 2020 Parent Company Domestic Shares Subscription Agreement, the Parent Company agreed to subscribe for the Subscription Shares, being not more than 140,741,000 new domestic shares as consideration for the transfer of the Phase I Runway Assets by the Parent Company to the Company. The total subscription price for the Subscription Shares is approximately RMB1.520 billion, being the consideration for the transfer of the Phase I Runway Assets, which is determined based on the aggregate appraised asset value of the Phase I Runway Assets as at 30 June 2020 (i.e. approximately RMB1.520 billion).

For details of the 2020 Parent Company Domestic Shares Subscription Agreement, please refer to the announcement of the Company dated 24 July 2020 and the circular of the Company dated 20 August 2020.

### 9. Apron Lease Agreement

To enable the Company to provide ground services to flights and passengers or other services within the business scope of the Company, the Company and the Parent Company entered into the Apron Lease Agreement on 30 November 2020, the details of which are set out as follows:

Date: 30 November 2020

Parties: the Company and the Parent Company

Term: The term commenced on 1 December 2020 and will end on 30 November 2023 (both days inclusive).

Subject matter: the Leased Assets, comprising of:

- (i) the land use right of the Apron with a total area of approximately 108,738 sq.m. (the “**Land Use Right**”);
- (ii) the structures of the Apron with a total gross floor area of approximately 278,000 sq.m.(the “**Structures**”); and
- (iii) the equipment (the “**Equipment**”), including thirty-three (33) 400HZ medium frequency power supply, thirty-three (33) aircraft ground air conditioning units and relevant supporting equipment and facilities in the domestic terminal corridor bridge of Meilan Airport.

根據二零二零年母公司內資股認購協議，母公司同意認購認購股份(即作為母公司向本公司轉讓一期跑道相關資產代價的不超過140,741,000股新內資股)。認購股份之總認購價約為人民幣15.20億元(即轉讓一期跑道相關資產之代價)，乃根據一期跑道相關資產於二零二零年六月三十日之總評估值(即約人民幣15.20億元)釐定。

有關二零二零年母公司內資股認購協議的詳情，請參閱本公司日期為二零二零年七月二十四日的公告和日期為二零二零年八月二十日的通函。

### 9. 機坪租賃協議

為使本公司向航班及旅客提供地面服務或本公司業務範圍內的其他服務，本公司同意向本公司出租相關資產，本公司與母公司於二零二零年十一月三十日訂立機坪租賃協議，詳情載列如下：

日期：二零二零年十一月三十日

訂約方：本公司及母公司

租期：租期為自二零二零年十二月一日起至二零二三年十一月三十日止(包括首尾兩日)。

標的事項：租賃資產，包括：

- (i) 停機坪之土地使用權(「**土地使用權**」)，總面積約為108,738m<sup>2</sup>；
- (ii) 停機坪之構築物(「**構築物**」)，總建築面積約為278,000m<sup>2</sup>；及
- (iii) 設備(「**設備**」)，包括美蘭機場國內航站樓廊橋內之三十三(33)台400HZ中頻電源、三十三(33)台飛機地面空調機組及相關配套設備設施。



## REPORT FROM THE BOARD

### 董事會報告

Rental and payment: The annual rental for the Leased Assets payable by the Company to the Parent Company under the Apron Lease Agreement shall be RMB21,602,799 (excluding VAT) in aggregation (including the annual rental for the Land Use Right of RMB4,018,939 (excluding VAT), the annual rental for the Structures of RMB11,083,860 (excluding VAT) and the annual rental for the Equipment of RMB6,500,000 (excluding VAT)), which is determined based on arm's length negotiations between the two parties with reference to (i) the total area of the Land Use Right and the prevailing market rental for the land use rights of airfields located at other domestic airports, i.e. approximately RMB36.96 (excluding VAT) per sq.m. per year; (ii) the net present value of the Structures, which is calculated based on the net present value of cash inflows with reference to the benchmark interest rate of 4.9% for commercial loans with a term of five (5) years or above of the People's Bank of China and the expected useful life of the Structures of approximately thirty (30) years; and (iii) the depreciation of the Equipment.

In accordance with CAS 21 – Leases, the Company initially recognised the right-of-use assets under the Apron Lease Agreement at an aggregate value of approximately RMB60,156,120. As at 31 December 2022, the carrying amount of the right-of-use assets was approximately RMB18,381,036.

For details of the Apron Lease Agreement, please refer to the announcement of the Company dated 30 November 2020.

Pursuant to the Lease Agreement, Apron Lease Agreement has been terminated from the Lease Commencement Date. For details of the termination of the Apron Lease Agreement, please refer to the announcement of the Company dated 9 November 2022 and the circular of the Company dated 14 December 2022.

According to the requirements under Chapter 14A of the Listing Rules, the continuing connected transactions, which are subject to the annual review requirements, for the year ended 31 December 2022 are set out as follows:

### AIRPORT COMPOSITE SERVICES PROVIDED BY THE PARENT COMPANY

The Company is principally engaged in the management and operation of aviation and non-aviation business at Meilan Airport. Due to the needs of daily production and operation, the Parent Company provides security services and other services to the Company. The Company and the Parent Company entered into an airport composite services agreement (the "Service Agreement") on 18 August 2019, details of which are as follows:

Date of the agreement: 18 August 2019

Parties: the Company and the Parent Company

Subject matters: pursuant to the Service Agreement, the Parent Company has agreed to provide or procure any third party if necessary with the Company's consent to provide to the Company the following services: (a) security guard service; (b) cleaning and environment maintenance; (c) sewage and refuse processing; (d) power and energy supply and equipment maintenance; (e) passengers and luggage security inspection; and (f) other services required by the Company.

租金及支付：本公司根據機坪租賃協議應付母公司的租賃資產年度租金合共為人民幣21,602,799元(不含增值稅)(包括土地使用權之年度租金人民幣4,018,939元(不含增值稅)、構築物之年度租金人民幣11,083,860元(不含增值稅)及設備之年度租金人民幣6,500,000元(不含增值稅))，其乃經訂約雙方公平磋商並參考(i)土地使用權之總面積及位於其他國內機場之機場土地使用權之現行市場租金(即每年每平方米約人民幣36.96元(不含增值稅))；(ii)構築物之淨現值(基於現金流入淨現值計算，經參考中國人民銀行五(5)年期或以上的商業貸款基準利率4.9%及構築物之預期使用年限約三十(30)年)；及(iii)設備之折舊。

根據中國企業會計準則第21號－租賃，本公司於租賃開始日確認機坪租賃協議項下之使用權資產總價值約為人民幣60,156,120元。於二零二二年十二月三十一日，該使用權資產的賬面價值約為人民幣18,381,036元。

有關機坪租賃協議的詳情，請參閱本公司日期為二零二零年十一月三十日的公告。

根據租賃協議約定，機坪租賃協議已自起租日起終止，有關機坪租賃協議終止詳情請參閱本公司日期為二零二二年十一月九日之公告以及日期為二零二二年十二月十四日之通函。

根據上市規則第14A章的規定，於截至二零二二年十二月三十一日止年度內，須進行年度審閱的持續關連交易載列如下：

### 由母公司提供之機場綜合服務

本公司主要從事美蘭機場航空與非航空業務的管理及營運，由於日常生產經營的需要，母公司向本公司提供保安服務等服務，本公司與母公司於二零一九年八月十八日訂立機場綜合服務協議(「服務協議」)，詳情載列如下：

協議日期：二零一九年八月十八日

訂約方：本公司及母公司

主體內容：根據服務協議，在需要並在本公司已同意的情况下，則母公司同意或促使任何第三方向本公司提供以下服務：(a)保安服務；(b)清潔及環境維護；(c)污水及廢物處理；(d)電力及能源供應及設備維護；(e)乘客及行李安全檢查；及(f)本公司所要求之其他服務。

# REPORT FROM THE BOARD

## 董事會報告

Price and payment: charges as to the service in items (a) to (c) above will be determined in accordance with the cost incurred by the Parent Company in providing such services plus a 5% management fee; charges as to the service in item (d) above will be determined in accordance with the cost incurred by the Parent Company in providing such service plus a 25% management fee; charges as to the service in item (e) above shall be calculated in accordance with the standards prescribed by the CAAC and collected by the Company on behalf of the Parent Company from the relevant airlines; and charges as to other services in item (f) above shall be calculated by reference to the pricing standards prescribed by the relevant PRC government authorities (if any), or, in the absence of the same, the industry pricing standards or a cost plus mark-up fee basis. The service fee shall be paid either on a quarterly or an annual basis and will be determined by the parties to the Service Agreement depending on the type of services to be provided by the Parent Company and in accordance with normal business practices.

According to the announcement of the Company dated 18 August 2019, the annual cap for transactions under the Service Agreement in 2022 was RMB95,000,000. As of 31 December 2022, the actual transaction amount for the year 2022 was RMB49,692,424 (31 December 2021: RMB31,145,316), which did not exceed the annual cap for the year.

Term: three years from 1 January 2020 to 31 December 2022.

For details of the Service Agreement, please refer to the announcements of the Company dated 18 August 2019.

The Company has followed the pricing policies and guidelines, as stated in the relevant announcements and circulars of the Company, when determining the prices and terms of the aforesaid continuing connected transactions that were conducted during the year ended 31 December 2022.

## CONFIRMATION FROM INDEPENDENT NON-EXECUTIVE DIRECTORS AND AUDITOR

With respect to the continuing connected transactions of the Company, the Independent Non-executive Directors, having reviewed the aforesaid transactions, are of the opinion that such transactions were entered into:

- (1) in the ordinary and usual course of business of the Group;
- (2) on normal commercial terms or better; and
- (3) according to the agreements governing them on terms which were fair and reasonable and in the interest of the shareholders of the Company as a whole.

價格及付款：上述(a)至(c)項服務收費將根據母公司在提供該等服務時所涉及之成本另加5%管理費而釐定；上述(d)項服務收費將根據母公司就提供該等服務所涉及之成本另加25%管理費而釐定；上述(e)項服務收費將根據民航局所規定之標準計算，並由本公司代母公司向有關航空公司收取；及上述(f)項其他服務收費將參照有關中國政府部門規定的定價標準(如有)，或如沒有該標準則參照行業定價標準或按成本加附加費基準計算。服務費可按季度亦可按年支付，將由協議各方根據母公司提供服務的類型並按一般商業慣例釐定。

根據本公司於二零一九年八月十八日之公告，服務協議於二零二二年度的交易上限為人民幣95,000,000元。截至二零二二年十二月三十一日止，二零二二年度實際交易額為人民幣49,692,424元(二零二一年十二月三十一日：人民幣31,145,316元)，未超出該年度交易上限。

有效期：自二零二零年一月一日起至二零二二年十二月三十一日止為期三年。

有關服務協議的詳情，請參閱本公司日期為二零一九年八月十八日的公告。

本公司在釐定於截至二零二二年十二月三十一日止年度內進行的上述持續關連交易的價格及條款時已遵守本公司相關公告及通函所述定價政策及指引。

## 獨立非執行董事及核數師之確認

就本公司持續關連交易而言，獨立非執行董事經審核後認為該等交易：

- (1) 在本集團的日常業務中訂立；
- (2) 按照一般商務條款或更佳條款進行；及
- (3) 根據有關交易的協議進行，條款公平合理，並且符合本公司股東的整體利益。

# REPORT FROM THE BOARD

## 董事會報告

The Company's auditor PricewaterhouseCoopers Zhong Tian LLP was engaged to report on the Group's continuing connected transactions in accordance with Hong Kong Standard on Assurance Engagements 3000 "Assurance Engagements Other Than Audits or Reviews of Historical Financial Information" and with reference to Practice Note 740 "Auditor's Letter on Continuing Connected Transactions under the Hong Kong Listing Rules" issued by the Hong Kong Institute of Certified Public Accountants. The auditor has issued an unqualified letter containing its findings and conclusions in respect of the continuing connected transactions disclosed by the Group on page 183 to page 184 in accordance with Rule 14A.56 of the Listing Rules. A copy of the auditor's letter has been provided by the Company to the Hong Kong Stock Exchange.

Save as disclosed in this section headed "Connected Transactions", other related party transactions as disclosed in Note 8 to the consolidated financial statements did not constitute connected transactions or continuing connected transactions under the Listing Rules or are exempt from compliance with reporting, announcement, annual review and independent shareholders' approval requirements and the Company has complied with the disclosure requirements in accordance with Chapter 14A of the Listing Rules.

## SERVICE CONTRACTS OF DIRECTORS AND SUPERVISORS

The Directors and Supervisors as at the date of this annual report are as follows:

### Executive Directors

Mr. Wang Hong  
(re-appointed on 25 May 2022)  
Mr. Wang Zhen  
(re-appointed on 8 October 2021)  
Mr. Ren Kai  
(duly appointed on 8 November 2022)  
Mr. Xing Zhoujin  
(re-appointed on 8 October 2021)

### Non-executive Directors

Mr. Li Zhiguo  
(duly appointed on 3 March 2022)  
Mr. Wu Jian  
(duly appointed on 3 March 2022)

### Independent Non-executive Directors

Mr. Fung Ching, Simon  
(re-appointed on 23 December 2020)  
Mr. Deng Tianlin  
(re-appointed on 23 December 2020)  
Mr. George F Meng  
(re-appointed on 23 December 2020)  
Mr. Ye Zheng  
(duly appointed on 8 October 2021)

根據香港會計師公會頒佈的香港鑒證業務準則第3000號「非審核或審閱過往財務資料的鑒證工作」規定，並參照實務說明第740號「關於香港上市規則所述持續關連交易的核數師函件」，本公司核數師普華永道中天會計師事務所(特殊普通合夥)獲委聘就本集團持續關連交易作出報告。根據上市規則第14A.56條，核數師已就本集團於本年報第183頁至第184頁披露的持續關連交易的審查結果及結論發出無保留意見函件。核數師函件的副本已經由本公司提交香港聯交所。

除於本「關連交易事項」小節披露者外，於合併財務報表附註八披露之其他關聯方交易不構成上市規則項下的關連交易或持續關連交易，或獲豁免遵守申報、公告、年度審閱及獨立股東批准規定，而本公司已根據上市規則第14A章遵守披露規定。

## 董事與監事之服務合約

以下為截至本年報刊發日期的本公司董事及監事：

### 執行董事

王 宏先生  
(於二零二二年五月二十五日連續獲委任)  
王 貞先生  
(於二零二一年十月八日連續獲委任)  
任 凱先生  
(於二零二二年十一月八日獲正式委任)  
邢周金先生  
(於二零二一年十月八日連續獲委任)

### 非執行董事

李志國先生  
(於二零二二年三月三日獲正式委任)  
吳 健先生  
(於二零二二年三月三日獲正式委任)

### 獨立非執行董事

馮 征先生  
(於二零二零年十二月二十三日連續獲委任)  
鄧天林先生  
(於二零二零年十二月二十三日連續獲委任)  
孟繁臣先生  
(於二零二零年十二月二十三日連續獲委任)  
葉 政先生  
(於二零二一年十月八日獲正式委任)

# REPORT FROM THE BOARD

## 董事會報告

### Supervisors

Mr. Liao Hongyu  
(duly appointed on 3 June 2019)  
Mr. Hu Yunyun  
(duly appointed on 23 December 2020)  
Mr. Zheng Yabo  
(duly appointed on 29 July 2022)

The Directors and Supervisors who have resigned during the year and up to the date of this annual report are as follows:

Mr. Wang Hexin  
(duly resigned as an Executive Director on 3 March 2022)  
Mr. Yu Yan  
(duly resigned as an Executive Director on 8 November 2022)  
Mr. Tu Haidong  
(duly resigned as a Non-executive Director on 3 March 2022)  
Mr. Yuan Yubao  
(duly resigned on as a Non-executive Director 3 March 2022)  
Mr. Qiu Guoliang  
(duly resigned as a Non-executive Director on 13 April 2023)  
Ms. Liu Guiling  
(duly resigned as an employee representative Supervisor on 29 July 2022)

Brief biographical details of the Directors and Supervisors are set out on page 142 to page 153 of this annual report. There is no relationship among the Directors that is required to be disclosed under the Listing Rules.

Each of the Directors and Supervisors had entered into a service contract with the Company for a term of three years. None of the Directors or the Supervisors had entered into any service contract with the Group which is not determinable by the Company within one year without payment of compensation, other than statutory compensation.

### THE RIGHTS OF DIRECTORS AND SUPERVISORS TO ACQUIRE SHARES OR DEBENTURES

During the year ended 31 December 2022, neither the Company nor any of its subsidiaries had entered into any arrangement to enable the Directors or Supervisors to acquire any benefit by means of acquisition of shares in, or debentures of, the Company or any other body corporate, and none of the Directors or Supervisors or their respective spouses or children under the age of 18 has been granted any rights to subscribe for shares in or debentures of the Company or any other body corporate or have exercised any of such rights.

### DIRECTORS' AND SUPERVISORS' INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS OF SIGNIFICANCE

Save as disclosed in this annual report, there was no other transaction, arrangement or contract of significance to which the Company or any of its subsidiaries was a party, and in which a Director or Supervisor or an entity connected with a Director or Supervisor is or was materially interested, either directly or indirectly, subsisted during or at the end of the year ended 31 December 2022.

### 監事

廖虹宇先生  
(於二零一九年六月三日獲正式委任)  
胡運運先生  
(於二零二零年十二月二十三日獲正式委任)  
鄭亞波先生  
(於二零二二年七月二十九日獲正式委任)

本年度直至本年報刊發日期離任的董事及監事如下：

王賀新先生  
(於二零二二年三月三日正式離任執行董事)  
遇言先生  
(於二零二二年十一月八日正式離任執行董事)  
涂海東先生  
(於二零二二年三月三日正式離任非執行董事)  
苑玉寶先生  
(於二零二二年三月三日正式離任非執行董事)  
邱國良先生  
(於二零二三年四月十三日正式離任非執行董事)  
劉桂玲女士  
(於二零二二年七月二十九日正式離任職工代表監事)

董事與監事的簡歷載列於本年報第142頁至第153頁。董事之間不存在任何上市規則項下應予以披露的關係。

各董事與監事分別與本公司訂立的服務合約為期三年。董事或監事並無與本集團簽訂任何本公司須於一年內不可在不予賠償(法定賠償除外)的情況下終止的服務合約。

### 董事及監事購買股份或債權證之權利

於截至二零二二年十二月三十一日止年度，本公司或其任何附屬公司概無訂立任何安排，以使董事或監事可藉由購買本公司或任何其他法人團體的股份或債權證而獲得利益，且概無董事或監事或彼等各之配偶或十八歲以下的子女獲授予任何權利以認購本公司或任何其他法人團體的股份或債權證或已行使任何該等權利。

### 董事及監事於重要交易、安排或合約中的權益

除本年報中所披露者外，本公司及其任何附屬公司概無訂有董事或監事，或與董事或監事有關連的實體於當中仍然或曾經擁有直接或間接重大權益，並且於截至二零二二年十二月三十一日止年度或年終時仍然生效的任何其他重要交易、安排或合約。



## DIRECTORS' AND SUPERVISORS' INTERESTS IN COMPETING BUSINESS

None of the Directors or Supervisors holds any interests in any competing businesses against the Company or any of its jointly controlled entities or subsidiaries during the year ended 31 December 2022.

## CONTROLLING SHAREHOLDERS' INTERESTS IN COMPETING BUSINESS

None of the controlling shareholders holds any interests in any competing businesses against the Company or any of its jointly controlled entities or subsidiaries during the year ended 31 December 2022.

## PERMITTED INDEMNITY PROVISION

The Company has arranged the liability insurance for the Directors, Supervisors and other senior management. The coverage of liability insurance includes but not limited to indemnity for Company's securities, indemnity for supervisory crisis, indemnity for Company's improper employment, indemnity for the loss of key personnel and indemnity for the intellectual property, etc.

## REMUNERATION OF DIRECTORS, SUPERVISORS AND CHIEF EXECUTIVE

Pursuant to the service contracts entered into between the Company and the Directors and Supervisors and the resolution passed at the annual general meeting, the allowance (after tax) paid to the Executive Directors, Non-executive Directors and Independent Non-executive Directors in 2022 was RMB70,000, RMB50,000 and RMB100,000 per person, respectively; and the allowance (after tax) paid to the Supervisors was RMB20,000 per person. The allowances of the Directors and Supervisors shall be approved by the shareholders at the general meeting of the Company, and other remuneration shall be determined by the Board with reference to their duties, responsibilities and performance.

The Directors and Supervisors as recommended by the Parent Company proposed that the Directors and Supervisors recommended by the Parent Company would not enjoy allowance for holding the position. But they were entitled to receive respective salaries according to their respective positions taken in the Company. Besides, Mr. Qiu Guoliang, Mr. Li Zhiguo and Mr. Wu Jian will not receive any Director's emoluments from the Company; Mr. Liao Hongyu, Mr. Hu Yunyun and Mr. Zheng Yabo will not receive any Supervisor's emoluments from the Company. Details of remuneration packages for the Directors, Supervisors and chief executive of the Company were set out in Note 8(4)(i) to the financial statements

Save as disclosed above, there was no other arrangement under which a Director or a Supervisor has waived or agreed to waive any remuneration for the year ended 31 December 2022.

## 董事及監事在競爭業務的權益

於截至二零二二年十二月三十一日止的年度內，董事及監事概無於與本公司或其共同控制實體或子公司存在競爭的業務中持有權益。

## 控股股東在競爭業務的權益

於截至二零二二年十二月三十一日止的年度內，控股股東無於與本公司或其共同控制實體或子公司存在競爭的業務中持有權益。

## 獲准許的彌償條文

本公司已為董事、監事和其他高級管理人員購買了責任險。責任險涵蓋範圍包括但不限於公司有價證券賠償、監管危機事件賠償、公司不正當僱傭行為賠償、重要人員損失賠償、知識產權責任賠償等。

## 董事、監事及最高行政人員酬金

根據本公司與董事、監事簽署的服務合約，二零二二年度，依據股東週年大會決議，支付予執行董事的津貼標準(稅後)為人民幣70,000元/人；非執行董事為人民幣50,000元/人；獨立非執行董事為人民幣100,000元/人；監事的津貼標準(稅後)為人民幣20,000元/人。董事、監事的津貼須於本公司股東大會上獲得股東批准，其他酬金須經董事會參照其職務、責任及表現後釐定。

經由母公司推薦的董事、監事提議，由母公司推薦的董事、監事繼續不享受相應的董事、監事酬金津貼，但將根據其在本公司擔任的具體職務獲得相應的工資報酬。另外，邱國良先生、李志國先生及吳健先生將不向本公司收取任何董事酬金；廖虹宇先生、胡運運先生及鄭亞波先生將不會向本公司收取任何監事酬金。本公司董事、監事及最高行政人員薪酬詳情載列於財務報表附註8(4)(i)。

除上文所披露者外，於截至二零二二年十二月三十一日止年度，概無其他有關董事或監事已放棄或同意放棄任何酬金的安排。

# REPORT FROM THE BOARD

## 董事會報告

### THE HIGHEST PAID INDIVIDUALS

The five highest paid individuals of the Group during the reporting period were either Directors or senior management of the Company. Details of their remuneration are set out in Note 8(4)(j) to the financial statements.

### MANAGEMENT CONTRACTS

No contracts concerning the management and administration of the whole or any substantial part of any business of the Company were entered into by the Company or subsisted as of 31 December 2022.

### MATERIAL CONTRACTS

Save as disclosed in the section headed “Connected Transactions” in this annual report, during the year ended 31 December 2022, the Company or any of its subsidiaries did not enter into any other material contract with the controlling shareholder or any of its subsidiaries, nor had any other material contract been entered into for the provision of services by the controlling shareholder or any of its subsidiaries to the Company or any of its subsidiaries.

### TAX RELIEF

The Company is not aware of any relief from taxation available to the Shareholders by reason of their holdings in the Shares.

### PREEMPTIVE RIGHTS

There is no provision on preemptive rights under the Articles of Association and there is no similar restriction against such rights under the relevant PRC law that is applicable to the Company as a joint stock limited Company incorporated in the PRC. Therefore, the Company is not required to offer new shares, if any, to its existing shareholders on a pro-rata basis.

### TRANSACTIONS IN ITS SECURITIES AND EQUITY-LINKED AGREEMENTS

During the year ended 31 December 2022, the Group did not issue any shares, nor issue or grant any convertible securities, options, warrants or other similar rights. The Group had no redeemable securities during the year ended 31 December 2022. Save as the 2020 Parent Company Domestic Shares Subscription Agreement, the 2021 Supplemental Parent Company Domestic Shares Subscription Agreement (please refer to the details in page 181 to page 182 and page 176 to page 177 in this annual report), the Company did not enter into any other equity-linked agreements for the year ended 31 December 2022, nor other equity-linked agreements subsisted at the end of the year.

### ENTRUSTED DEPOSITS AND OVERDUE TIME DEPOSITS

The Group had no entrusted deposits and overdue time deposits as of 31 December 2022.

### 最高酬金人士

報告期內本集團最高酬金五名人士均為公司董事或高級管理人員，報酬詳情載列於財務報表附註八(4)(j)。

### 管理合約

截至二零二二年十二月三十一日止，本公司並無就本公司的全部或任何重大部分業務的管理或行政工作簽訂或存有任何合約。

### 重要合約

除本年報「關連交易事項」一節內所披露者外，於截至二零二二年十二月三十一日止年度，本公司或其任何附屬公司概無與控股股東或其任何附屬公司訂立任何其他重要合約，亦無就控股股東或其附屬公司向本公司或其任何附屬公司提供服務訂立任何其他重要合約。

### 稅項減免

本公司並未獲悉有股東因持有股份而獲得任何稅項減免。

### 優先購股權

《公司章程》並無有關優先購股權的條文，而中國相關法例亦無針對有關權利而適用於本公司(作為中國註冊成立的股份有限公司)的相類限制。因此，本公司毋須向現有股東按其持股比例發售新股(如有)。

### 涉及本身的證券之交易及股票掛鈎協議

於截至二零二二年十二月三十一日止年度，本集團並無發行任何股份，且並無發行或授予任何可轉換證券、期權、認股權證或其他類似權證。於截至二零二二年十二月三十一日止年度，本集團並無可贖回證券。除本年報中所披露之二零二零年內資股認購協議、二零二一年內資股認購補充協議(有關詳情請見本年報第181頁至第182頁及第176頁至第177頁)，截至二零二二年十二月三十一日止年度，本公司概無訂立任何其他股票掛鈎協議，亦無任何其他股票掛鈎協議於年末仍然存續。

### 委託存款及逾期定期存款

截至二零二二年十二月三十一日止，本集團無委託存款及逾期定期存款。

# REPORT FROM THE BOARD

## 董事會報告

### COMPLIANCE WITH LAWS AND REGULATIONS

As the Company was established and conducts its business operations in Mainland China and is also listed on the Hong Kong Stock Exchange, our establishment and business operation have to comply with the relevant laws and regulations in both Mainland China and Hong Kong. For the year ended 31 December 2022 and up to the date of this report, the Company has complied with the relevant laws and regulations in Mainland China and Hong Kong.

### MATERIAL LITIGATION OR ARBITRATION

As disclosed in the announcement of the Company dated 5 January 2021, Aero Infrastructure Holding Company Limited and the Company entered into a subscription agreement in relation to the subscription of 200,000,000 new H shares (the “**New H Shares Subscription Agreement**”) on 29 September 2019. Aero Infrastructure Holding Company Limited, as the claimant, filed an arbitration (the “**Arbitration**”) with the Hong Kong International Arbitration Centre against the Company asserting allegations in connection with the New H Shares Subscription Agreement.

As of the date of this annual report, the hearing of the case was held by the arbitration center and no ruling has been made. For details of the Arbitration, please refer to the announcement of the Company dated 5 January 2021.

Save as disclosed above, the Group had no other material litigation or arbitration for the year ended 31 December 2022.

### AUDITOR

The consolidated financial statements of the Group was audited by PricewaterhouseCoopers Zhong Tian LLP. The Group will appoint the auditor of the Group at the annual general meeting.

### AUDIT COMMITTEE

The Audit Committee was established with terms of reference in accordance with the CG Code contained in Appendix 14 to the Listing Rules. The Audit Committee is delegated by the Board to assess matters related to the financial statements and to provide recommendations and advice thereon, including review of the relationship with external auditors and the Company’s financial reporting, risk management and internal control system. There was no disagreement between the Audit Committee and the external auditors on the accounting policies adopted by the Company. The Audit Committee has reviewed the annual results of the Company for the year ended 31 December 2022.

### 遵守法律及法規

因本公司成立於中國內地及在中國內地經營業務，且本公司在香港聯交所上市，因此，我們的成立與業務經營需遵守中國內地及香港的有關法律法規。截至二零二二年十二月三十一日止年度及直至本年報刊登日期，本公司已遵守中國內地及香港的有關法律及法規。

### 重大訴訟或仲裁

如本公司日期為二零二一年一月五日的公告所述，Aero Infrastructure Holding Company Limited與本公司於二零一九年九月二十九日訂立了有關認購200,000,000股新H股的認購協議（「**新H股認購協議**」），Aero Infrastructure Holding Company Limited作為申請人就新H股認購協議所產生的爭議，已針對本公司向香港國際仲裁中心提起仲裁（「**該仲裁**」）。

截至本年報刊登日期，仲裁庭已經開庭審理該案，裁決結果未出具。有關該仲裁的詳情，請參閱本公司日期為二零二一年一月五日的公告。

除上文所披露者外，截至二零二二年十二月三十一日止年度，本集團概無其他重大訴訟或仲裁。

### 核數師

本集團的合併財務報表由普華永道中天會計師事務所（特殊普通合夥）審計。本集團將在股東週年大會上聘任本集團之核數師。

### 審核委員會

審核委員會按照上市規則附錄十四所載之企業管治守則制定的權責範圍成立。董事會授權審核委員會評核財務報表的相關事宜並提供建議及意見，包括檢討與外聘核數師的關係、本公司的財務報告、風險管理及內部控制制度。審核委員會和外聘核數師對本公司採用的會計政策概無異議。審核委員會已經對本公司截至二零二二年十二月三十一日止之年度業績進行了審閱。

# REPORT FROM THE BOARD

## 董事會報告

### EXTRACT OF INDEPENDENT AUDITOR'S REPORT

The below sections set out an extract of the report by PricewaterhouseCoopers Zhong Tian LLP, the auditor of the Company, regarding the consolidated financial statements of the Group for the year ended 31 December 2022.

#### Our Opinion

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company and its subsidiaries (the "Group") and the Company as at 31 December 2022, and their financial performance and cash flows for the year then ended in accordance with the requirements of Accounting Standards for Business Enterprises.

#### Material Uncertainty Related to Going Concern

We draw your attention to Note 2(1) to the consolidated financial statements, which states that the Group's net loss for the year ended 31 December 2022 amounted to approximately RMB190 million and the Group's net current liabilities amounted to RMB5.52 billion as at 31 December 2022. The arbitration case and overdue of debts of the Group incurred during the year ended 31 December 2020, the overdue of debts of Haikou Meilan, the Group's Parent Company, incurred during the year ended 31 December 2019 and Hainan High People Court's ruling on the acceptance of the substantial consolidated restructuring of HNA Group together with Haikou Meilan and other companies totalling 321 companies on 13 March 2021, have triggered the relevant default clauses of the Syndicated Loan, which resulted in the loan syndicate having the right to request, at any time, the Group to early repay the Syndicated Loan drawn down without repaid by the Company amounting to RMB1.94 billion as at 31 December 2022 and the Syndicated Loan drawn down without repaid by the Haikou Meilan amounting to RMB3.20 billion as at 31 December 2022 which the Group is jointly liable for repayment as a co-borrower. This matter, together with other matters set forth in Note 2(1) to the consolidated financial statements, indicate the existence of a material uncertainty which may cast significant doubt over the Group's ability to continue as a going concern. Our audit opinion is not modified in respect of this matter.

### FIVE YEAR FINANCIAL SUMMARY

The operating results, assets and liabilities of the Group for the last five financial years are set out on page 7 of this annual report.

### PUBLIC FLOAT

Based on the information that is publicly available to the Company and within the knowledge of the Directors as at the latest practicable date prior to the issue of this annual report, the Company was in compliance with the minimum public float requirement under Rule 8.08 of the Listing Rules.

By order of the Board  
**Wang Hong**  
Chairman

Hainan Province, the PRC  
28 March 2023

### 獨立核數師報告摘要

下列各節載列由本公司核數師普華永道中天會計師事務所(特殊普通合伙)就本集團截止二零二二年十二月三十一日止年度之合併財務報表所作報告之摘要。

#### 我們的意見

我們認為，該等財務報表在所有重大方面按照企業會計準則的規定編製，公允反映了貴公司及其附屬公司(「貴集團」)二零二二年十二月三十一日的合併及公司財務狀況以及二零二二年度的合併及公司經營成果和現金流量。

#### 與持續經營相關的重大不確定性

我們提請財務報表使用者關注，如合併財務報表附註二(1)所述，貴集團於二零二二年度淨虧損約為人民幣1.9億元，截止二零二二年十二月三十一日，貴集團合併財務報表淨流動負債為人民幣55.2億元。由於貴集團於二零二零年度發生仲裁事項以及逾期支付事項，貴集團之母公司海口美蘭於二零一九年度發生債務逾期以及海口美蘭於二零二一年三月十三日被海南省高級人民法院裁定納入海航集團等合計321家公司進行實質合併重整均觸發了銀團貸款的相關違約條款，導致銀團貸款人有權隨時要求貴集團提前償還已提取尚未償還的銀團貸款(截止二零二二年十二月三十一日餘額計人民幣19.4億元)，及有權隨時要求貴集團作為共同借款人承擔共同還款承諾償還海口美蘭已提取尚未歸還的銀團貸款(截止二零二二年十二月三十一日餘額計人民幣32.0億元)。上述事項，連同合併財務報表附註二(1)所示的其他事項，表明存在可能導致對貴集團持續經營能力產生重大疑慮的重大不確定性。該事項不影響已發表的審計意見。

### 五年財務狀況概要

本集團最近五個財政年度的經營成果、資產和負債情況載於本年報第7頁。

### 公眾持股量

根據本公司在本年報刊發前的最後實際可行日期可得悉，而董事亦知悉的公開資料，本公司合乎上市規則第8.08條公眾持股量的最低要求。

承董事會命  
**王宏**  
董事長

中國海南省  
二零二三年三月二十八日



# REPORT OF SUPERVISORY COMMITTEE

## 監事會報告

To shareholders,

During 2022, the Supervisory Committee actively conducted supervision and inspection pursuant to regulatory laws and regulations as well as the corporate governance requirements, in the interests of the shareholders and the Company, in accordance with the Company Law, the Listing Rules and the Articles of Association. During 2022, all Supervisors performed their supervisory duties conscientiously and effectively in the principle of good faith and diligence by convening and attending meetings, listening to the management reports, attending regulation conferences and other means. The Supervisory Committee successfully completed its work plan for 2022, and continuously improved the governance practices of the Company.

The major efforts made by the Supervisory Committee during 2022 were as follows:

1. Attending meetings of the Board and monitoring the compliance, legality and scientificity of the decision making process of the Board;
2. Monitoring effectively, among others, the daily operation and management of the chairman and other senior management, and providing relevant constructive suggestions, by attending the working meetings held by the chairman of the Board, and participating in major activities in the ordinary course of business of the Company;
3. Conducting review of the financial statements of the Company on a regular basis and review of the vouchers and accounts, etc. of the Company on an ad-hoc basis; and
4. Reviewing the establishment and effectiveness of the internal control system, and reviewing and evaluating the opinions expressed by the Board in respect of the internal control system.

In consideration of above efforts, the Supervisory Committee believes that the Company has established a relatively sound corporate governance structure and internal control system; the decision-making and implementation of major operations and investments, the notice, convening and voting of the general meetings and the Board meetings are in compliance with legal procedures; the Directors, chairman and other senior management of the Company are capable of performing their duties diligently in accordance with the laws and effectively safeguard the rights and interests of the shareholders of the Company and the Company's interests; the Company's financial income and expenditure accounts are clear, accounting and financial management comply with regulations, and dividend distribution policy is reasonable. We expressed our independent opinions with respect of the relevant matters as follows:

### 1. LEGAL OPERATION OF BUSINESS

The Company conducted its business operation as required by the Company Law and the Articles of Association, with the decision making procedure being lawful and valid. During the reporting period, the members of the Board, the president and other senior management performed their duties in the principle of diligence and good faith and in the interests of the shareholders and the Company. The Supervisory Committee was not aware of any breach of laws, regulations or the Articles of Association or any behavior detrimental to the interests of the shareholders and the Company committed by any Director or senior management during performing their duties.

致各位股東：

二零二二年度內，監事會依照《公司法》、上市規則及《公司章程》，從維護廣大股東及公司利益出發，根據監管法規和公司治理要求，積極開展監督檢查工作。二零二二年度內全體監事以誠信、勤勉為原則，通過召開和列席會議、聽取管理層報告、參加監管會議等方式，認真、有效地履行監督職責，順利完成了二零二二年度監事會工作計劃，不斷促進並完善本公司的治理工作。

二零二二年，監事會主要工作有：

1. 列席董事會會議，對董事會決策的合規性、合法性及科學性實施監督；
2. 列席董事長辦公會議及參與與本公司日常經營中的重大活動，對董事長及其他高級管理人員日常經營管理等方面實施有效監督，並提出建設性建議；
3. 定期檢查本公司的財務報告，不定期審閱本公司的會計憑證、賬簿等資料；及
4. 審查內部控制制度建立情況及有效性，對董事會就內控制度發表的意見進行覆核評估。

通過上述工作，監事會認為本公司建立了較為完善的法人治理結構和內控制度；各項重大經營與投資決策與實施、股東大會及董事會會議的通知、召開及表決等均符合法定程序；本公司董事、董事長及其他高級管理人員均能依法履職、勤勉盡責，切實維護本公司股東權益及本公司利益；本公司財務收支賬目清楚，會計核算和財務管理符合規定，股息派發政策合理。並就有關事項發表如下獨立意見：

### 1. 本公司的依法經營情況

本公司的經營活動符合《公司法》和《公司章程》的規定，決策程序合法有效。報告期內，董事會成員、總裁及其他高級管理人員恪守勤勉誠信原則，真誠地以股東和公司利益為基本出發點履行職責，未發現董事、高級管理人員擔任公司職務時有違反法律法規、《公司章程》或損害股東及本公司利益的行為。

# REPORT OF SUPERVISORY COMMITTEE

## 監事會報告

### 2. TRUTHFULNESS OF THE FINANCIAL INFORMATION OF THE COMPANY

The financial report for the current year gives a true, objective, fair and accurate view of the financial position and operating results of the Company.

### 3. ACQUISITION AND DISPOSAL OF ASSETS

During the reporting period, the Supervisory Committee was not aware of any acquisition or disposal of assets which could impair the shareholders' interests or lead to loss of the Company's assets or which was involved with insider trading.

### 4. CONNECTED TRANSACTIONS

During the reporting period, all the connected transactions of the Company were entered into pursuant to the requirements of the Listing Rules and in strict compliance with the principle of fairness. Such connected transactions followed the legal decision-making procedure and provided compliant and transparent information disclosure, and no behavior detrimental to the interests of the Company was identified thereof.

In 2022, under a number of interwoven pressures, Meilan Airport explored and practiced the operation support model of "dual terminals and dual runways", implemented sophisticated management of financial work, and successfully achieved the goal of 24th safety year. In the meantime, it maintained steady improvement in terms of safety, operation, service and management quality. In 2023, with the stable operation of the Phase II Expansion Project, the dynamic recovery of the civil aviation industry due to the adjustment to the Epidemic response policy and the gradual resumption of international and regional flight routes, the Company expects that the annual principal business volume will gradually increase. The Supervisory Committee believes that the Company will adopt various measures to seize the development opportunities in the post-Epidemic era and strive to achieve a rebound in business volume. The Supervisory Committee will also focus on monitoring the Company's fulfillment of its commitments to shareholders by, as always, safeguarding the interests of the shareholders and the Company and performing our duties diligently, and seek to accomplish all our tasks.

By order of the Supervisory Committee  
**Liao Hongyu**  
Chairman of the Supervisory Committee

Hainan Province, the PRC  
28 March 2023

### 2. 本公司財務情況的真實性

本年度財務報告真實、客觀、公允、準確地反映了本公司的財務狀況和經營成果。

### 3. 收購、出售資產情況

報告期內，未發現本公司收購、出售資產中有損害股東權益或造成本公司資產流失及內部交易的行為。

### 4. 關連交易情況

報告期內，本公司的關連交易嚴格遵守公允的原則，履行了法定的決策程序，符合上市公司的規定，信息披露規範透明，不存在損害公司利益的行為。

二零二二年，美蘭機場面臨著交織疊加的多項壓力，探索實踐「雙航站樓，雙跑道」運行保障模式，對財務工作實施精細化管理，順利實現第二十四個安全年目標。同時，在安全、運行、服務及管理質量方面保持穩健提升。二零二三年，隨著二期擴建項目運營趨於穩定，疫情政策調整帶來的民航業活力復甦，國際及地區航線的逐步恢復，本公司預計年度主要業務量將逐步好轉，監事會相信本公司會採取多種舉措把握後疫情時代的發展機遇，爭取實現業務量的回升。監事會亦將一如既往地以維護股東及公司的利益為己任，勤勉盡職的履行職責，以監督公司落實對股東的承諾為重點，努力做好各項工作。

承監事會命  
**廖虹宇**  
監事會主席

中國海南省  
二零二三年三月二十八日



# AUDITOR'S REPORT

## 審計報告

普華永道中天審字(2023)第15009號  
(第一頁, 共七頁)

PwC ZT Shen Zi (2023) No. 15009  
(Page 1 of 7)

**To the Shareholders of  
Hainan Meilan International Airport Company Limited**

海南美蘭國際空港股份有限公司全體股東：

## 1. OPINION

### (1) What we have audited

We have audited the financial statements of Hainan Meilan International Airport Company Limited (the “Company”), which comprise: the consolidated and company balance sheets as at 31 December 2022, the consolidated and company income statements for the year then ended, the consolidated and company cash flow statements for the year then ended, the consolidated and company statements of changes in shareholders’ equity for the year then ended, and notes to the financial statements.

### (2) Our opinion

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company and its subsidiaries (the “Group”) and the Company as at 31 December 2022, and their financial performance and cash flows for the year then ended in accordance with the requirements of Accounting Standards for Business Enterprises (“CASs”).

## 2. BASIS FOR OPINION

We conducted our audit in accordance with China Standards on Auditing (“CSAs”). Our responsibilities under those standards are further described in the “Auditor’s Responsibilities for the Audit of the Financial Statements” section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

We are independent of the Company in accordance with the Code of Ethics for Professional Accountants of the Chinese Institute of Certified Public Accountants (“CICPA Code”), and we have fulfilled our other ethical responsibilities in accordance with the CICPA Code.

## 一、審計意見

### (一) 我們審計的內容

我們審計了海南美蘭國際空港股份有限公司(「美蘭空港」)的財務報表，包括2022年12月31日的合併及公司資產負債表，2022年度的合併及公司利潤表、合併及公司現金流量表、合併及公司股東權益變動表以及財務報表附註。

### (二) 我們的意見

我們認為，後附的財務報表在所有重大方面按照企業會計準則的規定編製，公允反映了美蘭空港2022年12月31日的合併及公司財務狀況以及2022年度的合併及公司經營成果和現金流量。

## 二、形成審計意見的基礎

我們按照中國註冊會計師審計準則的規定執行了審計工作。審計報告的「註冊會計師對財務報表審計的責任」部分進一步闡述了我們在這些準則下的責任。我們相信，我們獲取的審計證據是充分、適當的，為發表審計意見提供了基礎。

按照中國註冊會計師職業道德守則，我們獨立於美蘭空港，並履行了職業道德方面的其他責任。

# AUDITOR'S REPORT

## 審計報告

PwC ZT Shen Zi (2023) No. 15009  
(Page 2 of 7)

普華永道中天審字(2023)第15009號  
(第二頁, 共七頁)

### 3. MATERIAL UNCERTAINTY RELATED TO GOING CONCERN

We draw your attention to Note 2(1) to the accompanying financial statements, which states that the Group's net loss for the year ended 31 December 2022 amounted to approximately RMB190 million and the Group's net current liabilities amounted to approximately RMB5.52 billion as at 31 December 2022. The arbitration case and overdue of debts of the Company incurred during the year ended 31 December 2020, the overdue of debts of Haikou Meilan International Airport Co., Ltd. (the Company's Parent Company, hereinafter referred to as "Haikou Meilan") incurred during the year ended 31 December 2019 and the Hainan High People's Court ("Hainan High Court") ruled on the acceptance of the substantial consolidated restructuring of HNA Group together with Haikou Meilan and other related companies totalling 321 companies on 13 March 2021, have triggered the relevant default clauses of the Syndicated Loan, which resulted in the loan syndicate having the right to request, at any time, the Company to early repay the Syndicated Loan drawn down by the Company amounting to RMB1.94 billion as at 31 December 2022 and the Syndicated Loan drawn down by Haikou Meilan amounting to RMB3.20 billion as at 31 December 2022 which the Company is jointly liable for repayment as the co-borrower. This matter, together with other matters set forth in Note 2(1) to the financial statements, indicate the existence of a material uncertainty which may cast significant doubt over the Group's ability to continue as a going concern. Our audit opinion is not modified in respect of this matter.

### 4. KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matters described in the sections headed "Material Uncertainty Related to Going Concern", the key audit matter identified in our audit is measurement of expected credit losses of accounts receivable.

### 三、與持續經營相關的重大不確定性

我們提請財務報表使用者關注，如合併財務報表附註二(1)所述，美蘭空港於2022年度淨虧損約為人民幣1.9億元，截止2022年12月31日，美蘭空港合併財務報表淨流動負債為人民幣55.2億元。由於美蘭空港於2020年度發生仲裁事項以及逾期支付事項，美蘭空港之母公司海口美蘭國際機場有限責任公司（「海口美蘭」）於2019年度發生債務逾期以及海口美蘭於2021年3月13日被海南省高級人民法院裁定納入海航集團等合計321家公司進行實質合併重整均觸發了銀團貸款的相關違約條款，導致銀團貸款人有權隨時要求美蘭空港提前償還已提取尚未償還的銀團貸款（截止2022年12月31日餘額計人民幣19.4億元），及有權隨時要求美蘭空港作為共同借款人承擔共同還款承諾償還海口美蘭已提取尚未償還的銀團貸款（截止2022年12月31日餘額計人民幣32.0億元）。上述事項，連同合併財務報表附註二(1)所示的其他事項，表明存在可能導致對美蘭空港持續經營能力產生重大疑慮的重大不確定性。該事項不影響已發表的審計意見。

### 四、關鍵審計事項

關鍵審計事項是我們根據職業判斷，認為對本期財務報表審計最為重要的事項。這些事項的應對以對財務報表整體進行審計並形成審計意見為背景，我們不對這些事項單獨發表意見。除「與持續經營相關的重大不確定性」部分所描述的事項外，我們在審計中識別出的關鍵審計事項為應收賬款的預期信用損失計量。



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### Key Audit Matters

#### Measurement of expected credit losses of accounts receivable

Please refer to Note 2(9)(a)(ii), Note 2(28)(b)(i) and Note 4(3) to the financial statements.

The balance of accounts receivable of the Group amounted to approximately RMB379,760,127 as at 31 December 2022, against which provisions for bad debts of RMB112,494,567 were made.

The management calculated the expected credit losses ("ECL") of accounts receivable through exposure at default and ECL rates and determines the ECL rates based on probability of default and loss given default. When determining the ECL rates, management applied the Group's historical credit loss experiences and adjusted historical data based on current conditions and forward-looking information. When considering forward-looking information, the Group considers the factors including economic index, economic policies, industry risk and changes in customer situations.

If there exists objective evidence that the amounts cannot be collected under the original terms of the accounts receivable, the provision for bad debts shall be assessed individually. In case the ECL of an individual accounts receivable cannot be assessed with reasonable cost, the Group grouped the accounts receivable into certain groupings based on credit risk characteristics of the accounts receivable and calculates the ECL provision of the groups through exposure at default and ECL rates and taking into accounts the historical credit losses experience, current conditions and forecasts of future economic conditions.

The measurement of ECL of accounts receivable involves critical accounting estimates and judgments, including the selection of an appropriate ECL measurement model and the estimation of the probability of default, loss given default and the forward-looking adjustment factors. Therefore, the measurement of ECL of accounts receivable is a key concern in our audit and has been identified as a key audit matter.

### 關鍵審計事項

#### 應收賬款的預期信用損失計量

請參閱財務報表附註二(9)(a)(ii)、附註二(28)(b)(i)以及附註四(3)。

於2022年12月31日，美蘭空港及其子公司（「美蘭空港集團」）的應收賬款餘額為人民幣379,760,127元，壞賬準備餘額為人民幣112,494,567元。

對於應收賬款，管理層通過應收賬款違約風險敞口和預期信用損失率計算應收賬款預期信用損失，並基於違約概率和違約損失率確定預期信用損失率。在確定預期信用損失率時，美蘭空港使用內部歷史信用損失經驗等數據，並結合當前狀況和前瞻性信息對歷史數據進行調整。在評估前瞻性信息時，管理層考慮的因素包括宏觀經濟指標、經濟政策、行業風險和客戶情況的變化等。

對於存在客觀證據表明無法按應收賬款的原有條款收回款項時，單獨計提壞賬準備；當單項應收賬款無法以合理成本評估預期信用損失的信息時，依據信用風險特徵將應收賬款劃分為若干組合，在組合的基礎上參考歷史信用損失經驗，結合當前狀況以及未來經濟狀況的預測，通過違約風險敞口和預期信用損失率計算預期信用損失，確認預期信用損失。

應收賬款的預期信用損失計量涉及到重大會計估計和判斷，主要包括恰當的預期信用損失計量模型的選擇、對違約概率、損失率和前瞻性調整系數的估計等，因此應收賬款的預期信用損失計量是我們審計中重點關注的事項，我們將其識別為關鍵審計事項。

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### Key Audit Matters (Continued)

#### How our audit addressed the Key Audit Matter

Major audit procedures we performed in relation to measurement of expected credit losses of accounts receivable included:

- a) We obtained an understanding of the Group's internal control and assessment process of ECL of accounts receivable and assessed the inherent risk of material misstatement by considering the degree of estimation uncertainty and level of other inherent risk factors such as complexity, subjectivity, changes and susceptibility to management bias or fraud;
- b) We evaluated and tested the internal controls over the measurement of ECL of accounts receivable, including the set-up of ECL measurement model and key assumptions in relation to the ECL assessment adopted by the management;
- c) We understood how the management determined which accounts receivable should be assessed individually or included in groupings for ECL provision assessment purpose, and evaluated the reasonableness of management's judgement based on credit risk characteristics;
- d) In respect of the accounts receivable individually assessed, we reviewed, on a sampling basis, the management's basis of assessment of ECL such as the customer's financial position, credit standing, repayment history and forecasts of future economic conditions. We verified the management's assessment with the evidences we obtained during the audit, including background information of the customers, the track records of sales and repayments;
- e) In respect of accounts receivable of which the ECL provision assessed under the groupings based on credit risk characteristics, we reviewed the reasonableness of the classification of the groupings and management's assessment of the ECL rate of different groups which is based on historical credit losses, current conditions and forecasts of future economic conditions. We evaluated the reasonableness of forward-looking adjustment factors by analysis of and cross reference to the macro-economic index, economic policies, industry risk and changes in customer's conditions. We tested, on a sampling basis, the classification of the groupings and the aging of accounts receivable and checked the accuracy of calculation of the ECL; and

### 關鍵審計事項(續)

#### 我們在審計中如何應對關鍵審計事項

就應收賬款的預期信用損失計量，我們實施的主要審計程序包括：

- a) 我們了解了美蘭空港與應收賬款的預期信用損失計量相關的內部控制和評估流程，並通過考慮估計不確定性的程度和其他固有風險因素的水平，包括複雜性、主觀性、變化和對管理層偏向或舞弊的敏感性，評估了重大錯報的固有風險；
- b) 我們評估並測試了與應收賬款的預期信用損失評估相關的關鍵控制，包括與管理層建立應收賬款預期信用損失評估模型以及使用重大假設相關的內部控制；
- c) 我們了解了管理層確認單項和組合計提壞賬準備的理由並基於信用風險驅動因素評估其合理性；
- d) 對於按照單項金額評估的應收賬款，我們選取樣本覆核了管理層基於客戶的財務狀況和資信情況、歷史還款記錄以及對未來經濟狀況的預測等對預期信用損失進行評估的依據，並將管理層的評估與我們在審計過程中取得的證據相驗證，包括客戶的背景信息、以往的交易歷史和回款情況等；
- e) 對於按照信用風險特徵組合計算預期信用損失的應收賬款，我們覆核了管理層對劃分的組合以及基於歷史信用損失經驗並結合當前狀況及對未來經濟狀況的預測等對不同組合估計的預期信用損失率的合理性，包括宏觀經濟指標、經濟政策、行業風險和客戶情況的變化等，對預期信用損失率的合理性進行了評估，並選取樣本測試了應收賬款的組合分類和賬齡劃分的準確性，重新計算了預期信用損失計提金額的準確性；及

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### Key Audit Matters (Continued)

#### How our audit addressed the Key Audit Matter (Continued)

- f) We checked the relevant financial statement disclosures and assessed the adequacy of the disclosures.

Based on the procedures performed, the measurement model, key parameters and the critical accounting estimates and judgements applied by the management during the assessment of the ECL of accounts receivable can be supported by the evidence we have obtained.

## 5. OTHER INFORMATION

Management of the Company is responsible for the other information. The other information comprises all of the information included in 2022 annual report of the Company other than the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## 6. RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE FINANCIAL STATEMENTS

Management of the Company is responsible for the preparation and fair presentation of these financial statements in accordance with the CASs, and for design, execution and maintaining of such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

### 關鍵審計事項(續)

#### 我們在審計中如何應對關鍵審計事項(續)

- f) 我們檢查了管理層相關財務報表披露, 並評估了相關披露的充分性。

根據我們執行的審計程序, 管理層對應收賬款的預期信用損失計量中所使用的模型、運用的關鍵參數、涉及的重大判斷及假設可以被我們取得的證據所支持。

## 五、其他信息

美蘭空港管理層對其他信息負責。其他信息包括美蘭空港2022年年度報告中涵蓋的信息, 但不包括財務報表和我們的審計報告。

我們對財務報表發表的審計意見不涵蓋其他信息, 我們也不對其他信息發表任何形式的鑒證結論。

結合我們對財務報表的審計, 我們的責任是閱讀其他信息, 在此過程中, 考慮其他信息是否與財務報表或我們在審計過程中了解到的情況存在重大不一致或者似乎存在重大錯報。基於我們已經執行的工作, 如果我們確定其他信息存在重大錯報, 我們應當報告該事實。在這方面, 我們無任何事項需要報告。

## 六、管理層和治理層對財務報表的責任

美蘭空港管理層負責按照企業會計準則的規定編製財務報表, 使其實現公允反映, 並設計、執行和維護必要的內部控制, 以使財務報表不存在由於舞弊或錯誤導致的重大錯報。

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### 6. RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE FINANCIAL STATEMENTS (Continued)

In preparing these financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

### 7. AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether these financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with CSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with CSAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- (1) Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- (2) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of internal control.
- (3) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.

### 六、管理層和治理層對財務報表的責任(續)

在編製財務報表時，管理層負責評估美蘭空港的持續經營能力，披露與持續經營相關的事項(如適用)，並運用持續經營假設，除非管理層計劃清算美蘭空港、終止運營或別無其他現實的選擇。

治理層負責監督美蘭空港的財務報告過程。

### 七、註冊會計師對財務報表審計的責任

我們的目標是對財務報表整體是否不存在由於舞弊或錯誤導致的重大錯報獲取合理保證，並出具包含審計意見的審計報告。合理保證是高水平的保證，但並不能保證按照審計準則執行的審計在某一重大錯報存在時總能發現。錯報可能由於舞弊或錯誤導致，如果合理預期錯報單獨或匯總起來可能影響財務報表使用者依據財務報表作出的經濟決策，則通常認為錯報是重大的。

在按照審計準則執行審計工作的過程中，我們運用職業判斷，並保持職業懷疑。同時，我們也執行以下工作：

- (一) 識別和評估由於舞弊或錯誤導致的財務報表重大錯報風險；設計和實施審計程序以應對這些風險，並獲取充分、適當的審計證據，作為發表審計意見的基礎。由於舞弊可能涉及串通、偽造、故意遺漏、虛假陳述或凌駕於內部控制之上，未能發現由於舞弊導致的重大錯報的風險高於未能發現由於錯誤導致的重大錯報的風險。
- (二) 了解與審計相關的內部控制，以設計恰當的審計程序，但目的並非對內部控制的有效性發表意見。
- (三) 評價管理層選用會計政策的恰當性和作出會計估計及相關披露的合理性。



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## 7. AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

(Continued)

- (4) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in these financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- (5) Evaluate the overall presentation (including the disclosures), structure and content of the financial statements, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- (6) Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## 七、註冊會計師對財務報表審計的責任(續)

- (四) 對管理層使用持續經營假設的恰當性得出結論。同時,根據獲取的審計證據,就可能導致對美蘭空港持續經營能力產生重大疑慮的事項或情況是否存在重大不確定性得出結論。如果我們得出結論認為存在重大不確定性,審計準則要求我們在審計報告中提請報表使用者注意財務報表中的相關披露;如果披露不充分,我們應當發表非無保留意見。我們的結論基於截至審計報告日可獲得的信息。然而,未來的事項或情況可能導致美蘭空港不能持續經營。
- (五) 評價財務報表的總體列報(包括披露)、結構和內容,並評價財務報表是否公允反映相關交易和事項。
- (六) 就美蘭空港中實體或業務活動的財務信息獲取充分、適當的審計證據,以對財務報表發表審計意見。我們負責指導、監督和執行集團審計,並對審計意見承擔全部責任。

我們與治理層就計劃的審計範圍、時間安排和重大審計發現等事項進行溝通,包括溝通我們在審計中識別出的值得關注的內部控制缺陷。

我們還就已遵守與獨立性相關的職業道德要求向治理層提供聲明,並與治理層溝通可能被合理認為影響我們獨立性的所有關係和其他事項,以及相關的防範措施(如適用)。

從與治理層溝通的事項中,我們確定哪些事項對本期財務報表審計最為重要,因而構成關鍵審計事項。我們在審計報告中描述這些事項,除非法律法規禁止公開披露這些事項,或在極少數情形下,如果合理預期在審計報告中溝通某事項造成的負面後果超過在公眾利益方面產生的益處,我們確定不應在審計報告中溝通該事項。

### PricewaterhouseCoopers Zhong Tian LLP

Shanghai, the People's Republic of China  
28 March 2023

Signing CPA **Chen Yuntao** (Engagement Partner)

Signing CPA **Liu Jiahong**

### 普華永道中天會計師事務所(特殊普通合夥)

中國·上海市  
2023年3月28日

註冊會計師 **陳耘濤**(項目合夥人)

註冊會計師 **劉佳虹**

# CONSOLIDATED AND COMPANY BALANCE SHEETS

## 合併及公司資產負債表

As at 31 December 2022 2022年12月31日  
(All amounts in RMB Yuan unless otherwise stated) (除特別註明外，金額單位為人民幣元)

			31 December 2022 2022年12月31日	31 December 2021 2021年12月31日	31 December 2022 2022年12月31日	31 December 2021 2021年12月31日
ASSETS	資產	Note 附註	Consolidated 合併	Consolidated 合併	Company 公司	Company 公司
<b>Current assets</b>	<b>流動資產</b>					
Cash in bank and on hand	貨幣資金	4(1) 四(1)	119,427,073	212,123,485	84,746,580	100,728,584
Financial assets held for sale	交易性金融資產	4(2) 四(2)	28,276,733	26,834,409	10,675,667	10,678,081
Accounts receivable	應收賬款	4(3) 四(3)	267,265,560	309,474,896	405,792,870	432,734,662
Prepayments	預付款項	4(4) 四(4)	9,827,641	10,080,773	9,233,402	8,116,651
Other receivables	其他應收款	4(5), 16(1)				
		四(5)、十六(1)	45,165,250	54,925,229	70,881,339	78,936,913
Inventories	存貨		785,451	627,642	130,972	-
Other current assets	其他流動資產	4(6) 四(6)	9,257,877	8,510,729	269,597	-
<b>Total current assets</b>	<b>流動資產合計</b>		<b>480,005,585</b>	622,577,163	<b>581,730,427</b>	631,194,891
<b>Non-current assets</b>	<b>非流動資產</b>					
Long-term equity investments	長期股權投資	4(7), 16(2) 四(7)、十六(2)	8,349,494	12,848,969	23,549,494	28,048,969
Other non-current financial assets	其他非流動金融資產	4(8) 四(8)	49,057,863	-	6,607,914	-
Investment properties	投資性房地產	4(9) 四(9)	1,588,118,868	1,639,860,833	1,588,118,868	1,639,860,833
Fixed assets	固定資產	4(10) 四(10)	7,287,915,800	7,523,860,760	7,275,029,953	7,510,183,407
Right-of-use assets	使用權資產	4(11) 四(11)	84,244,294	136,102,636	79,900,965	114,385,989
Intangible assets	無形資產	4(12) 四(12)	1,050,102,401	1,066,972,506	1,049,927,410	1,066,757,334
Long-term prepaid expenses	長期待攤費用		3,338,293	4,276,037	3,203,125	4,071,269
Deferred tax assets	遞延所得稅資產	4(13) 四(13)	41,834,806	82,246,998	-	77,868,748
Other non-current assets	其他非流動資產	4(14) 四(14)	46,583,900	46,601,425	46,583,900	46,601,425
<b>Total non-current assets</b>	<b>非流動資產合計</b>		<b>10,159,545,719</b>	10,512,770,164	<b>10,072,921,629</b>	10,487,777,974
<b>Total assets</b>	<b>資產總計</b>		<b>10,639,551,304</b>	11,135,347,327	<b>10,654,652,056</b>	11,118,972,865

# CONSOLIDATED AND COMPANY BALANCE SHEETS

## 合併及公司資產負債表

As at 31 December 2022 2022年12月31日  
(All amounts in RMB Yuan unless otherwise stated) (除特別註明外，金額單位為人民幣元)

LIABILITIES AND EQUITY	負債及權益	Note 附註	31 December	31 December	31 December	31 December
			2022	2021	2022	2021
			2022年12月31日	2021年12月31日	2022年12月31日	2021年12月31日
			Consolidated	Consolidated	Company	Company
			合併	合併	公司	公司
<b>Current liabilities</b>	<b>流動負債</b>					
Short-term borrowings	短期借款	4(15) 四(15)	100,000,000	-	100,000,000	-
Accounts payable	應付賬款	4(16) 四(16)	361,617,182	344,481,547	308,303,231	288,788,984
Advances from customers	預收款項	4(18) 四(18)	29,159,367	24,514,155	4,526,351	3,440,810
Contract liabilities	合同負債	4(17) 四(17)	12,433,168	26,429,947	12,026,174	26,429,947
Employee benefits payable	應付職工薪酬	4(19), 16(3)				
		四(19)、十六(3)	72,653,332	61,333,318	60,656,586	55,656,697
Taxes payable	應交稅費	4(20) 四(20)	242,555,786	408,684,554	240,560,053	406,503,592
Other payables	其他應付款	4(21) 四(21)	2,381,475,457	2,617,621,949	2,365,133,700	2,664,479,793
Other current liabilities	其他流動負債	4(22) 四(22)	3,306,607	4,171,396	3,282,187	4,171,396
Non-current liabilities due within one year	一年內到期的非流動負債	4(23) 四(23)	2,796,812,359	2,798,330,539	2,760,641,666	2,751,772,732
<b>Total current liabilities</b>	<b>流動負債合計</b>		<b>6,000,013,258</b>	6,285,567,405	<b>5,855,129,948</b>	6,201,243,951
<b>Non-current liabilities</b>	<b>非流動負債</b>					
Lease liabilities	租賃負債	4(24) 四(24)	-	65,266,267	-	61,372,839
Long-term payables	長期應付款	4(25), 16(4)				
		四(25)、十六(4)	24,682,712	60,167,166	-	33,726,179
Deferred revenue	遞延收益	4(26) 四(26)	43,725,556	46,558,889	43,725,556	46,558,889
Long-term employee benefits payable	長期應付職工薪酬	4(19), 16(3)				
		四(19)、十六(3)	-	141,860	-	141,860
Deferred tax liabilities	遞延所得稅負債	4(13) 四(13)	84,598,932	989,853	82,229,368	-
Other non-current liabilities	其他非流動負債	4(27) 四(27)	80,010,865	110,587,014	965,615	14,125,014
<b>Total non-current liabilities</b>	<b>非流動負債合計</b>		<b>233,018,065</b>	283,711,049	<b>126,920,539</b>	155,924,781
<b>Total liabilities</b>	<b>負債合計</b>		<b>6,233,031,323</b>	6,569,278,454	<b>5,982,050,487</b>	6,357,168,732

# CONSOLIDATED AND COMPANY BALANCE SHEETS

## 合併及公司資產負債表

As at 31 December 2022 2022年12月31日

(All amounts in RMB Yuan unless otherwise stated) (除特別註明外，金額單位為人民幣元)

LIABILITIES AND EQUITY	負債及權益	Note 附註	31 December 2022	31 December 2021	31 December 2022	31 December 2021
			2022年12月31日	2021年12月31日	2022年12月31日	2021年12月31日
			Consolidated 合併	Consolidated 合併	Company 公司	Company 公司
<b>Shareholders' equity</b>	<b>股東權益</b>					
Share capital	股本	4(28) 四(28)	473,213,000	473,213,000	473,213,000	473,213,000
Capital surplus	資本公積	4(29) 四(29)	864,890,722	819,661,947	699,484,654	699,484,654
Surplus reserve	盈餘公積	4(30) 四(30)	246,394,231	246,394,231	246,394,231	246,394,231
Other comprehensive income/ (loss)	其他綜合收益/ (虧損)		13,624,269	(19,524,487)	-	-
Retained earnings	未分配利潤	4(31) 四(31)	2,811,320,624	3,013,842,700	3,253,509,684	3,342,712,248
<b>Total equity attributable to shareholders of the Company</b>	<b>歸屬於本公司股東權益 合計</b>		<b>4,409,442,846</b>	4,533,587,391	<b>4,672,601,569</b>	4,761,804,133
Minority interests	少數股東權益	4(32) 四(32)	(2,922,865)	32,481,482	-	-
<b>Total equity</b>	<b>股東權益合計</b>		<b>4,406,519,981</b>	4,566,068,873	<b>4,672,601,569</b>	4,761,804,133
<b>Total liabilities and equity</b>	<b>負債及權益總計</b>		<b>10,639,551,304</b>	11,135,347,327	<b>10,654,652,056</b>	11,118,972,865

The accompanying notes form an integral part of these financial statements.

後附財務報表附註為財務報表的組成部分。

Legal representative:

企業負責人：

**Wang Hong**

王宏

Principal in charge of accounting:

主管會計工作的負責人：

**Ren Kai**

任凱

Head of accounting department:

會計機構負責人：

**Tian Qingquan**

田清泉



# CONSOLIDATED AND COMPANY INCOME STATEMENTS

## 合併及公司利潤表

For the year ended 31 December 2022 2022年度  
(All amounts in RMB Yuan unless otherwise stated) (除特別註明外，金額單位為人民幣元)

Item	項目	Note 附註	2022 2022年度 Consolidated 合併	2021 2021年度 Consolidated 合併	2022 2022年度 Company 公司	2021 2021年度 Company 公司
<b>1. Revenue</b>	<b>一、營業收入</b>	4(33), 16(5)				
		四(33)、十六(5)	<b>1,141,461,624</b>	1,605,712,250	<b>1,032,810,528</b>	1,415,378,393
Less: Cost of sales	減：營業成本	4(33), 16(5)				
		四(33)、十六(5)	<b>(1,122,744,960)</b>	(871,442,217)	<b>(922,494,269)</b>	(683,084,985)
Taxes and surcharges	稅金及附加	4(34) 四(34)	<b>(71,361,233)</b>	(28,764,966)	<b>(70,781,179)</b>	(28,035,896)
Selling and distribution expenses	銷售費用	4(33), 16(5)				
		四(33)、十六(5)	<b>(2,446,760)</b>	(5,413,649)	-	-
General and administrative expenses	管理費用	4(33), 16(5)				
		四(33)、十六(5)	<b>(82,451,754)</b>	(114,462,862)	<b>(61,611,989)</b>	(84,630,996)
Financial expenses	財務費用	4(35) 四(35)	<b>(88,154,187)</b>	(21,375,640)	<b>(88,005,531)</b>	(23,127,584)
Including: Interest expenses	其中：利息費用		<b>(88,901,726)</b>	(27,377,384)	<b>(88,252,626)</b>	(26,251,213)
Interest Income	利息收入		<b>1,495,501</b>	6,524,891	<b>754,352</b>	3,403,867
Add: Other income	加：其他收益	4(36) 四(36)	<b>29,322,776</b>	11,786,485	<b>26,917,762</b>	9,211,987
Investment loss	投資(虧損)/收益	4(37) 四(37)	<b>(12,343,546)</b>	(17,517,193)	<b>12,411,824</b>	93,741,873
Including: Investment loss on associates	其中：對聯營企業的投資 損失		<b>(35,653,821)</b>	(7,976)	<b>(4,499,475)</b>	(7,976)
Gains or losses on changes in fair value	公允價值變動損益		<b>1,442,324</b>	(695,041)	<b>(2,414)</b>	(574,000)
(Provision)/reversal for expected credit losses	信用減值(損失)/轉回	4(38) 四(38)	<b>(12,073,086)</b>	160,172,771	<b>(11,059,707)</b>	174,170,090
Losses on disposal of assets	資產處置損失		<b>(383,778)</b>	(712,875)	<b>(417,378)</b>	(821,833)
<b>2. Operating loss/(profit)</b>	<b>二、營業(虧損)/利潤</b>		<b>(219,732,580)</b>	717,287,063	<b>(82,232,353)</b>	872,227,049
Add: Non-operating income	加：營業外收入		<b>598,215</b>	607,039	<b>555,382</b>	587,459
Less: Non-operating expenses	減：營業外支出	4(39) 四(39)	<b>(17,362,578)</b>	(25,174)	<b>(17,242,453)</b>	-
<b>3. (Loss)/profit before income tax</b>	<b>三、(虧損)/利潤總額</b>		<b>(236,496,943)</b>	717,868,928	<b>(98,919,424)</b>	872,814,508
Less: Income tax credits	減：所得稅貸項	4(40) 四(40)	<b>45,793,705</b>	37,682,419	<b>9,716,860</b>	34,318,601
<b>4. Net (loss)/profit</b>	<b>四、淨(虧損)/利潤</b>		<b>(190,703,238)</b>	755,551,347	<b>(89,202,564)</b>	907,133,109
Classified by continuity of operations	按經營持續性分類					
Net (loss)/profit from continuing operations	持續經營淨(虧損)/利潤		<b>(190,703,238)</b>	755,551,347	<b>(89,202,564)</b>	907,133,109
Net profit from discontinued operations	終止經營淨利潤		-	-	-	-
Classified by ownership of the equity	按所有權歸屬分類					
Net (loss)/profit attributable to shareholders of the Company	歸屬於母公司股東的 淨(虧損)/利潤		<b>(155,298,891)</b>	765,131,573	<b>(89,202,564)</b>	907,133,109
Minority interests	少數股東損益		<b>(35,404,347)</b>	(9,580,226)	-	-

# CONSOLIDATED AND COMPANY INCOME STATEMENTS

## 合併及公司利潤表

For the year ended 31 December 2022 2022年度  
(All amounts in RMB Yuan unless otherwise stated) (除特別註明外，金額單位為人民幣元)

Item	項目	Note 附註	2022 2022年度 Consolidated 合併	2021 2021年度 Consolidated 合併	2022 2022年度 Company 公司	2021 2021年度 Company 公司
<b>5. Other comprehensive (loss)/income, net of tax</b>	<b>五、其他綜合(虧損)/收益的稅後淨額</b>	4(7), 16(2) 四(7)、十六(2)	<b>(14,074,429)</b>	-	-	19,524,487
Other comprehensive (loss)/income attributable to shareholders of the Company, net of tax	歸屬於母公司股東的其他綜合(虧損)/收益的稅後淨額		<b>(14,074,429)</b>	-	-	19,524,487
Other comprehensive income which will be reclassified to profit or loss	將重分類進損益的其他綜合收益		<b>(14,074,429)</b>	-	-	19,524,487
Other comprehensive income that can be transferred to profit or loss under the equity method	權益法下可轉損益的其他綜合收益		<b>(14,074,429)</b>	-	-	19,524,487
<b>6. Total comprehensive (loss)/income</b>	<b>六、綜合(虧損)/收益總額</b>		<b>(204,777,667)</b>	755,551,347	<b>(89,202,564)</b>	926,657,596
Attributable to shareholders of the Company	歸屬於母公司股東的綜合(虧損)/收益總額		<b>(169,373,320)</b>	765,131,573	<b>(89,202,564)</b>	926,657,596
Attributable to minority interests	歸屬於少數股東的綜合虧損總額		<b>(35,404,347)</b>	(9,580,226)	-	-
<b>7. (Losses)/earnings per share</b>	<b>七、每股(虧損)/收益</b>					
Basic (losses)/earnings per share (RMB Yuan)	基本每股(虧損)/收益(人民幣元)	4(41) 四(41)	<b>(0.33)</b>	1.62	<b>Not applicable</b> 不適用	Not applicable 不適用
Diluted (losses)/earnings per share (RMB Yuan)	稀釋每股(虧損)/收益(人民幣元)	4(41) 四(41)	<b>(0.33)</b>	1.62	<b>Not applicable</b> 不適用	Not applicable 不適用

The accompanying notes form an integral part of these financial statements.

後附財務報表附註為財務報表的組成部分。

Legal representative:

企業負責人：

**Wang Hong**

王宏

Principal in charge of accounting:

主管會計工作的負責人：

**Ren Kai**

任凱

Head of accounting department:

會計機構負責人：

**Tian Qingquan**

田清泉

# CONSOLIDATED AND COMPANY CASH FLOW STATEMENTS

## 合併及公司現金流量表

For the year ended 31 December 2022 2022年度  
(All amounts in RMB Yuan unless otherwise stated) (除特別註明外，金額單位為人民幣元)

	Note	2022	2021	2022	2021
	附註	2022年度	2021年度	2022年度	2021年度
		Consolidated	Consolidated	Company	Company
		合併	合併	公司	公司
<b>1. Cash flows from operating activities</b>	<b>一、經營活動產生的現金流量</b>				
Cash received from sales of goods or rendering of services	銷售商品、提供勞務收到的現金	1,266,185,433	1,675,197,970	1,072,632,518	1,455,816,409
Cash received relating to other operating activities	收到其他與經營活動有關的現金	178,885,544	294,525,819	196,842,981	288,084,114
<b>Sub-total of cash inflows from operating activities</b>	<b>經營活動現金流入小計</b>	<b>1,445,070,977</b>	<b>1,969,723,789</b>	<b>1,269,475,499</b>	<b>1,743,900,523</b>
Cash paid for goods and services	購買商品、接受勞務支付的現金	(377,118,489)	(358,804,958)	(293,121,225)	(280,054,831)
Cash paid to and on behalf of employees	支付給職工以及為職工支付的現金	(376,651,896)	(359,859,816)	(249,799,754)	(237,902,728)
Payments of taxes and surcharges	支付的各項稅費	(91,814,101)	(88,025,872)	(90,075,945)	(80,312,796)
Cash paid relating to other operating activities	支付其他與經營活動有關的現金	(425,444,907)	(334,847,108)	(420,313,727)	(284,441,916)
<b>Sub-total of cash outflows from operating activities</b>	<b>經營活動現金流出小計</b>	<b>(1,271,029,393)</b>	<b>(1,141,537,754)</b>	<b>(1,053,310,651)</b>	<b>(882,712,271)</b>
<b>Net cash flows from operating activities</b>	<b>經營活動產生的現金流量淨額</b>	<b>174,041,584</b>	<b>828,186,035</b>	<b>216,164,848</b>	<b>861,188,252</b>
	4(43)(a) 四(43)(a)				
<b>2. Cash flows from investing activities</b>	<b>二、投資活動使用的現金流量</b>				
Net cash received from disposal of fixed assets	處置固定資產收回的現金淨額	2,703,125	656,791	2,626,352	420,573
Net cash received from disposals of subsidiaries and other business units	處置子公司及其他營業單位收到的現金淨額	-	-	-	1
<b>Sub-total of cash inflows from investing activities</b>	<b>投資活動現金流入小計</b>	<b>2,703,125</b>	<b>656,791</b>	<b>2,626,352</b>	<b>420,574</b>
Cash paid to acquire and construct fixed assets and other long-term assets	購建固定資產和其他長期資產支付的現金	(108,919,051)	(317,038,354)	(108,896,588)	(311,702,955)
<b>Sub-total of cash outflows from investing activities</b>	<b>投資活動現金流出小計</b>	<b>(108,919,051)</b>	<b>(317,038,354)</b>	<b>(108,896,588)</b>	<b>(311,702,955)</b>
<b>Net cash used in investing activities</b>	<b>投資活動產生的現金流量淨額</b>	<b>(106,215,926)</b>	<b>(316,381,563)</b>	<b>(106,270,236)</b>	<b>(311,282,381)</b>

# CONSOLIDATED AND COMPANY CASH FLOW STATEMENTS

## 合併及公司現金流量表

For the year ended 31 December 2022 2022年度  
(All amounts in RMB Yuan unless otherwise stated) (除特別註明外，金額單位為人民幣元)

	Note 附註	2022 2022年度 Consolidated 合併	2021 2021年度 Consolidated 合併	2022 2022年度 Company 公司	2021 2021年度 Company 公司
<b>3. Cash flows from financing activities</b>	<b>三、籌資活動使用的現金流量</b>				
Cash received relating to other financing activities	收到其他與籌資活動有關的現金	100,000,000	-	100,000,000	-
<b>Sub-total of cash inflows from financing activities</b>	<b>籌資活動現金流入小計</b>	<b>100,000,000</b>	<b>-</b>	<b>100,000,000</b>	<b>-</b>
Cash repayments of borrowings	償還債務支付的現金	-	(379,450,000)	-	(379,450,000)
Cash payments for interest expenses	償付利息支付的現金	(130,843,077)	(97,690,170)	(130,843,077)	(97,690,170)
Cash payments relating to other financing activities	支付其他與籌資活動有關的現金	(95,017,868)	(114,885,553)	(95,017,868)	(114,885,553)
<b>Sub-total of cash outflows from financing activities</b>	<b>籌資活動現金流出小計</b>	<b>(225,860,945)</b>	<b>(592,025,723)</b>	<b>(225,860,945)</b>	<b>(592,025,723)</b>
<b>Net cash used in financing activities</b>	<b>籌資活動產生的現金流量淨額</b>	<b>(125,860,945)</b>	<b>(592,025,723)</b>	<b>(125,860,945)</b>	<b>(592,025,723)</b>
<b>4. Effect of foreign exchange rate changes on cash and cash equivalents</b>	<b>四、匯率變動對現金及現金等價物的影響</b>	-	-	-	-
<b>5. Net decrease in cash and cash equivalents</b>	<b>五、現金及現金等價物淨減少額</b>				
Add: Cash and cash equivalents at the beginning of the year	加：年初現金及現金等價物餘額	4(43)(b) 四(43)(b) 177,462,360	(80,221,251) 257,683,611	(15,966,333) 100,712,913	(42,119,852) 142,832,765
<b>6. Cash and cash equivalents at the end of the year</b>	<b>六、年末現金及現金等價物餘額</b>	<b>119,427,073</b>	<b>177,462,360</b>	<b>84,746,580</b>	<b>100,712,913</b>

The accompanying notes form an integral part of these financial statements.

後附財務報表附註為財務報表的組成部分。

Legal representative:

企業負責人：

**Wang Hong**

王宏

Principal in charge of accounting:

主管會計工作的負責人：

**Ren Kai**

任凱

Head of accounting department:

會計機構負責人：

**Tian Qingquan**

田清泉



# CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

## 合併股東權益變動表

For the year ended 31 December 2022 2022年度  
(All amounts in RMB Yuan unless otherwise stated) (除特別註明外，金額單位為人民幣元)

Item	項目	Note 附註	Equity attributable to shareholders of the Company 歸屬於本公司的股東權益					Minority interests 少數股東權益	Total shareholders' equity 股東權益合計
			Share capital 股本	Capital surplus 資本公積	Surplus reserve 盈餘公積	Other comprehensive loss 其他綜合收益	Retained earnings 未分配利潤		
<b>Balance at 1 January 2021</b>	<b>2021年1月1日年初餘額</b>		473,213,000	819,661,947	246,394,231	(19,524,487)	2,248,711,127	42,061,708	3,810,517,526
<b>Movements for the year ended 31 December 2021</b>	<b>2021年度增減變動額</b>								
Total comprehensive income	綜合虧損總額								
Net profit/(loss)	淨利潤/(虧損)		-	-	-	-	765,131,573	(9,580,226)	755,551,347
Other comprehensive income	其他綜合收益		-	-	-	-	-	-	-
Total comprehensive income/(loss)	綜合收益/(虧損)總額合計		-	-	-	-	765,131,573	(9,580,226)	755,551,347
<b>Balance at 31 December 2021</b>	<b>2021年12月31日年末餘額</b>		473,213,000	819,661,947	246,394,231	(19,524,487)	3,013,842,700	32,481,482	4,566,068,873
<b>Balance at 1 January 2022</b>	<b>2022年1月1日年初餘額</b>		<b>473,213,000</b>	<b>819,661,947</b>	<b>246,394,231</b>	<b>(19,524,487)</b>	<b>3,013,842,700</b>	<b>32,481,482</b>	<b>4,566,068,873</b>
<b>Movements for the year ended 31 December 2022</b>	<b>2022年度增減變動額</b>								
Total comprehensive income	綜合收益總額								
Net loss	淨虧損		-	-	-	-	(155,298,891)	(35,404,347)	(190,703,238)
Other comprehensive loss	其他綜合虧損	4(7) 四(7)	-	-	-	(14,074,429)	-	-	(14,074,429)
Total comprehensive loss	綜合虧損總額合計		-	-	-	(14,074,429)	(155,298,891)	(35,404,347)	(204,777,667)
Changes in other capital surplus	其他資本公積變動	4(7) 四(7)	-	45,228,775	-	-	-	-	45,228,775
Transfer amongst shareholders' equity	股東權益內部結轉								
Other comprehensive income recycled to retained earnings	其他綜合收益結轉留存收益	4(7) 四(7)	-	-	-	47,223,185	(47,223,185)	-	-
<b>Balance at 31 December 2022</b>	<b>2022年12月31日年末餘額</b>		<b>473,213,000</b>	<b>864,890,722</b>	<b>246,394,231</b>	<b>13,624,269</b>	<b>2,811,320,624</b>	<b>(2,922,865)</b>	<b>4,406,519,981</b>

The accompanying notes form an integral part of these financial statements.

後附財務報表附註為財務報表的組成部分。

Legal representative:

企業負責人：

**Wang Hong**

王宏

Principal in charge of accounting:

主管會計工作的負責人：

**Ren Kai**

任凱

Head of accounting department:

會計機構負責人：

**Tian Qingquan**

田清泉

# COMPANY STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

## 公司股東權益變動表

For the year ended 31 December 2022 2022年度  
(All amounts in RMB Yuan unless otherwise stated) (除特別註明外，金額單位為人民幣元)

Item	項目	Note 附註	Share capital 股本	Capital surplus 資本公積	Surplus reserve 盈餘公積	Other comprehensive income 其他綜合收益	Retained earnings 未分配利潤	Total shareholders' equity 股東權益合計
<b>Balance at 1 January 2021</b>	<b>2021年1月1日年初餘額</b>		473,213,000	819,661,947	246,394,231	(19,524,487)	2,435,579,139	3,955,323,830
<b>Movements for the year ended 31 December 2021</b>	<b>2021年度增減變動額</b>							
Total comprehensive income	綜合收益總額							
Net profit	淨利潤		-	-	-	-	907,133,109	907,133,109
Other comprehensive income	其他綜合收益	16(2) 十六(2)	-	-	-	19,524,487	-	19,524,487
Total comprehensive income	綜合虧損總額合計		-	-	-	19,524,487	907,133,109	926,657,596
Changes in other capital surplus	其他資本公積變動	16(2) 十六(2)	-	(120,177,293)	-	-	-	(120,177,293)
<b>Balance at 31 December 2021</b>	<b>2021年12月31日年末餘額</b>		473,213,000	699,484,654	246,394,231	-	3,342,712,248	4,761,804,133
<b>Balance at 1 January 2022</b>	<b>2022年1月1日年初餘額</b>		<b>473,213,000</b>	<b>699,484,654</b>	<b>246,394,231</b>	<b>-</b>	<b>3,342,712,248</b>	<b>4,761,804,133</b>
<b>Movements for the year ended 31 December 2022</b>	<b>2022年度增減變動額</b>							
Total comprehensive loss	綜合虧損總額							
Net loss	淨虧損		-	-	-	-	(89,202,564)	(89,202,564)
Other comprehensive income	其他綜合收益		-	-	-	-	-	-
Total comprehensive loss	綜合收益總額合計		-	-	-	-	(89,202,564)	(89,202,564)
Changes in other capital surplus	其他資本公積變動		-	-	-	-	-	-
<b>Balance at 31 December 2022</b>	<b>2022年12月31日年末餘額</b>		<b>473,213,000</b>	<b>699,484,654</b>	<b>246,394,231</b>	<b>-</b>	<b>3,253,509,684</b>	<b>4,672,601,569</b>

The accompanying notes form an integral part of these financial statements.

後附財務報表附註為財務報表的組成部分。

Legal representative:

企業負責人：

**Wang Hong**

王宏

Principal in charge of accounting:

主管會計工作的負責人：

**Ren Kai**

任凱

Head of accounting department:

會計機構負責人：

**Tian Qingquan**

田清泉

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
(All amounts in RMB Yuan unless otherwise stated) (除特別註明外，金額單位為人民幣元)

### 1 GENERAL INFORMATION

Hainan Meilan International Airport Company Limited (formerly known as “Regal International Airport Group Company Limited”, hereinafter referred to as the “Company”) was established as a joint stock company with limited liability in the People’s Republic of China (the “PRC”) on 28 December 2000. The registered address and headquarters of the Company is in Haikou City, Hainan Province, the PRC. The Company’s shares were listed on the main board of The Stock Exchange of Hong Kong Limited on 18 November 2002. The Company and its subsidiaries (collectively the “Group”) are mainly engaged in the operation of the Meilan Airport and certain ancillary commercial businesses in Haikou City, Hainan Province, the PRC. The parent company of the Company is Haikou Meilan International Airport Co., Ltd. (“Haikou Meilan”), an enterprise established in the PRC with limited liability.

HNA Group Co., Ltd. (“HNA Group”) was formerly a significant shareholder of Haikou Meilan. In the year of 2021, HNA Group and its certain related parties have entered into bankruptcy restructuring, which comprised Hainan Airport Infrastructure Co., Ltd. (“Hainan Airport”, formerly known as “HNA Infrastructure Investment Group Co., Ltd.”) and its 20 subsidiaries (“Hainan Airport Restructuring”), Hainan Airlines Holding Co., Ltd. (“Hainan Airlines”) and its 10 subsidiaries (“Hainan Airlines Restructuring”) and the substantial consolidated restructuring of HNA Group and its related companies totalling 321 companies (“HNA Group Substantial Consolidated Restructuring”). Hainan Airport Restructuring and Hainan Airlines Restructuring were completed on 31 December 2021, the HNA Group Substantial Consolidated Restructuring was completed on 24 April 2022. The above restructurings and their impacts have been taken into account when preparing these financial statements, the relevant disclosures are detailed in Note 4(1), Note 4(37), Note 6(2) and Note 8.

These financial statements are authorized for issue by the board of directors of the Company (the “Board”) on 28 March 2023.

### 一 公司基本情況

海南美蘭國際空港股份有限公司(前稱為「瑞港國際機場集團股份有限公司」，以下簡稱「本公司」)為一家於2000年12月28日在中華人民共和國(以下簡稱「中國」)成立的股份有限公司。本公司註冊地及總部地址為中國海南省海口市。本公司股票於2002年11月18日在香港聯合交易所主板掛牌上市交易。本公司和子公司(以下合稱「本集團」)的主要業務為經營中國海南省海口市美蘭機場(以下簡稱「美蘭機場」)以及若干輔助商業業務。本公司的母公司為在中國成立的海口美蘭國際機場有限責任公司(以下簡稱「海口美蘭」)。

海航集團有限公司(「海航集團」)原為對海口美蘭具有重大影響的股東。於2021年度，海航集團及其部分關聯方進入破產重整，包括海南機場設施股份有限公司(「海南機場」，前稱為「海航基礎設施投資集團股份有限公司」)及其20家子公司重整(「海南機場重整」)、海南航空控股股份有限公司(「海南航空」)及其10家子公司重整(「海南航空重整」)以及海航集團等321家公司實質合併重整(「海航集團實質合併重整」)。海南機場重整計劃和海南航空重整計劃於2021年12月31日執行完畢，海航集團實質合併重整計劃於2022年4月24日執行完畢。本公司已經合理考慮上述重整對本財務報表的影響，相關披露詳見附註四(1)、附註四(37)、附註六(2)和附註八。

本財務報表由本公司董事會於2023年3月28日批准報出。

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
(All amounts in RMB Yuan unless otherwise stated) (除特別註明外，金額單位為人民幣元)

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

Accounting policies and accounting estimates are determined based on the features of the Group's production and operation, which are mainly related to the measurement of expected credit losses on receivables (Note 2(9)), depreciation of investment properties and depreciation of fixed assets (Note 2(12) and (13)).

The key judgments, critical accounting estimates, and key assumptions applied by the Group in determining critical accounting policies are detailed in Note 2(28).

### (1) Basis of preparation

The financial statements are prepared in accordance with the Accounting Standard for Business Enterprises – Basic Standard, the specific accounting standards and other relevant regulations issued by the Ministry of Finance on 15 February 2006 and in subsequent periods (hereafter collectively referred to as “the Accounting Standards for Business Enterprises” or “CASs”). These financial statements have been prepared in accordance with the disclosure requirements of the Hong Kong Companies Ordinance.

The Group's net loss for the year ended 31 December 2022 amounted to approximately RMB190 million. As at 31 December 2022, the Group recorded current liabilities of approximately RMB6.00 billion, which exceeded its current assets by approximately RMB5.52 billion. The Group's current liabilities mainly comprised the syndicated loan of RMB1.94 billion, amounts due to related parties of RMB0.79 billion and construction fee payables of Meilan Airport Phase II Expansion Project (the “Phase II Expansion Project”) of RMB1.33 billion.

## 二 主要會計政策和會計估計

本集團根據生產經營特點確定具體會計政策和會計估計，主要體現在應收款項的預期信用損失的計量(附註二(9))、投資性房地產折舊和固定資產折舊(附註二(12)和(13))等。

本集團在確定重要的會計政策時所運用的關鍵判斷、重要會計估計及其關鍵假設詳見附註二(28)。

### (1) 財務報表的編製基礎

本財務報表按照財政部於2006年2月15日及以後期間頒佈的《企業會計準則 – 基本準則》、各項具體會計準則及相關規定(以下合稱「企業會計準則」)編製。本財務報表的若干相關事項已根據香港地區《公司條例》的要求進行披露。

本集團2022年度的淨虧損約為人民幣1.9億元，於2022年12月31日，本集團流動負債約為人民幣60.0億元，超過流動資產約人民幣55.2億元。本集團的流動負債主要包括銀團貸款人民幣19.4億元、應付關聯方款項人民幣7.9億元以及應付美蘭機場二期擴建項目(「二期擴建項目」)工程款人民幣13.3億元。



# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
(All amounts in RMB Yuan unless otherwise stated) (除特別註明外，金額單位為人民幣元)

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

## 二 主要會計政策和會計估計(續)

(Continued)

### (1) Basis of preparation (Continued)

As disclosed in Note 8(6)(b), the Company and Haikou Meilan jointly constructed the Phase II Expansion Project. Haikou Meilan as the borrower and the Company as the co-borrower have obtained a syndicated loan (the "Syndicated Loan") with a total facility of RMB7.8 billion and maturity of 20 years specifically for financing the construction of the Phase II Expansion Project. Haikou Meilan and the Company jointly undertake the repayment obligation for each loan drawn down under the Syndicated Loan Agreement and are jointly and severally liable for the repayment of the loan (the "Joint Repayment Commitment"). As at 31 December 2022, the draw-down of the Syndicated Loan totaled RMB5.18 billion and the repayment of principal amounted to RMB40 million, of which Haikou Meilan had outstanding principal of RMB3.20 billion and the Company had outstanding principal of RMB1.94 billion. In 2019, Haikou Meilan has triggered the event of default of the Syndicated Loan Agreement; furthermore, as HNA Group and its certain related parties including Haikou Meilan were not able to settle their debts in due course and were insolvent as a whole, Hainan High People's Court (the "Hainan High Court") ruled on the acceptance of the substantial consolidated restructuring of HNA Group and its related companies inclusive of Haikou Meilan totaling 321 companies on 13 March 2021 (the "HNA Group Substantial Consolidated Restructuring") (these two matters are collectively referred to as "Haikou Meilan's Defaults"). Haikou Meilan's Defaults resulted in the loan syndicate has the right to request, at any time, the Company as the co-borrower to undertake the Joint Repayment Commitment to repay the Syndicated Loan of Haikou Meilan amounting to RMB3.20 billion and the right to request the Company to early repay the Syndicated Loan of the Company amounting to RMB1.94 billion and suspend offering the remaining loan facility of RMB1.96 billion to the Company. On 24 April 2022, Hainan High People's Court ruled on the completion of the HNA Group Substantial Consolidated Restructuring and performance of the Syndicated Loan Agreement to be continued.

A short-term bank loan of the Company amounting to approximately RMB0.38 billion was overdue in November 2020 (the "Overdue Debt"), which constituted an event of default of the Syndicated Loan. As of January 2022, the Company has fully repaid this bank loan and its interest.

### (1) 財務報表的編製基礎(續)

如附註八(6)(b)所述，本公司和海口美蘭共同興建二期擴建項目，海口美蘭作為借款人，本公司作為共同借款人，獲得額度為人民幣78億元、期限為20年之銀團貸款(「銀團貸款」)，專項用於二期擴建項目，本公司與海口美蘭就銀團貸款合同項下的每一筆貸款共同承擔還款義務，對債權清償互負連帶責任(「共同還款承諾」)。於2022年12月31日，銀團貸款累計放款本金人民幣51.8億元，累計償還本金人民幣0.4億元，其中海口美蘭已提取尚未歸還的銀團貸款本金人民幣32.0億元，本公司已提取尚未歸還的銀團貸款本金人民幣19.4億元。於2019年度，海口美蘭已發生銀團貸款合同項下的違約事件，此外，因海航集團及其包括海口美蘭在內的多家關聯公司整體上已不能清償到期債務且資不抵債，海南高院於2021年3月13日裁定海口美蘭連同海航集團等合計321家公司進行實質合併重整(「海航集團實質合併重整」)(「海口美蘭違約」)。海口美蘭違約事項導致銀團貸款人有權並可能隨時要求本公司承擔共同還款承諾並全額償付海口美蘭已提取尚未歸還的銀團貸款餘額人民幣32.0億元，亦導致銀團貸款人有權隨時要求本公司提前償還已提取尚未歸還的銀團貸款餘額人民幣19.4億元，並有權中止發放貸款合同剩下的貸款共人民幣19.6億元予本公司。於2022年4月24日，海南高院已裁定批准海航集團實質合併重整完成，銀團貸款合同繼續履行。

於2020年11月，本公司一筆本金約為人民幣3.8億元的銀行短期借款未能到期支付本息(「逾期支付」)並構成了該筆銀行借款的違約事項。截止2022年1月，本公司已全部償還了該借款本金和利息。

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
(All amounts in RMB Yuan unless otherwise stated) (除特別註明外，金額單位為人民幣元)

## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (1) Basis of preparation (Continued)

As disclosed in Note 9, on 23 December 2020, the Company received arbitration application requiring the Company to pay a compensation for the damage in a maximum amount of HK\$6.962 billion in respect of the H shares subscription agreement entered into in prior year (the "Arbitration Case"). As of 31 December 2022, the Arbitration Case is still in arbitration process.

The aforementioned Arbitration Case, Haikou Meilan's Defaults and Overdue Debt triggered events of default of the Syndicated Loan. As of the issuance date of these financial statements, the Company and Haikou Meilan have not obtained the written waiver from the loan syndicate, notwithstanding the Company and Haikou Meilan have not received notice from the loan syndicate requiring the Company to repay the Syndicated Loan or undertake the Joint Repayment Commitment.

During the year ended 31 December 2022, the COVID-19 (the "COVID-19") has occurred frequently in mainland China which adversely affected passenger travel and flight traffic and Meilan Airport experienced a significant decline in passenger throughput as compared to that of the corresponding period in 2021. As the Phase II Expansion Project has been put into operation in December 2021, the Group's operating expenses increased significantly. As the result, the Group's revenue and net operating cash inflow significantly decreased as compared with that of the year of 2021 and the Group recorded an operating loss. In addition, on 4 January 2023, the Company was approved to enter into the Lease Agreement with Haikou Meilan in respect of the lease of the airport runways and other related assets of Meilan Airport Phase I and Phase II (the "Leased Assets") held by Haikou Meilan for a term of three years commencing from 1 January 2023. The aggregate annual rental fee payable by the Company to Haikou Meilan under the Lease Agreement is approximately RMB557 million which is to be paid on monthly basis. Accordingly, the income related to the Leased Assets will be attributed to the Company and the related operating costs will also be borne by the Company. If the future passenger travel volume fails to recover significantly and remain steady, it will increase the uncertainty on the Group's future working capital.

The above events or circumstances indicate the existence of a material uncertainty which may cast significant doubt over the Group's ability to continue as a going concern.

## 二 主要會計政策和會計估計(續)

### (1) 財務報表的編製基礎(續)

此外，如附註九所述，本公司於2020年12月23日收到仲裁申請，要求本公司就以前年度訂立的一項H股認購協議賠償最高不超過69.62億港元的損失(「仲裁事項」)。截至2022年12月31日止，該案件仍在仲裁程序中。

上述仲裁事項、海口美蘭違約事項以及逾期支付事項均觸發了銀團貸款的相關違約條款。截止本財務報表報出日，本公司及海口美蘭尚未獲得銀團貸款人的書面豁免，亦無收到銀團貸款人要求本公司立即償還銀團貸款及承擔共同還款承諾的通知。

於2022年度，國內新冠肺炎疫情(「疫情」)發生較為頻繁，對旅客出行及航班流量帶來不利影響，美蘭機場的旅客吞吐量較2021年度明顯下降；此外，機場二期擴建項目自2021年12月正式啓用，本集團營運支出顯著增加。本集團營業收入和經營活動現金淨流入較2021年度隨之大幅減少，並出現經營性虧損。此外，本公司於2023年1月4日獲批與母公司訂立資產租賃協議，租入母公司持有的美蘭機場一期及二期跑道等相關資產(「租賃資產」)，租賃期自2023年1月1日起三年，年租金約人民幣5.57億元，按月支付；相應的，與租賃資產有關的收入將歸屬本公司，其運營成本也將由本公司承擔。若未來旅客出行量未能持續恢復及保持穩定，將增加本集團未來流動資金壓力。

上述事項或情況均表明存在可能導致對本集團持續經營能力產生重大疑慮的重大不確定性。

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

## 二 主要會計政策和會計估計(續)

(Continued)

### (1) Basis of preparation (Continued)

In view of the above, the directors of the Company have carefully considered the Group's future working capital, operation forecast and available sources of financing so as to assess whether the Group has sufficient working capital and sources of financing to settle its debts when they fall due in 12 months from 31 December 2022. The Group is trying to take certain measures to reduce the uncertainty on the future working capital, including but not limited to:

- 1) In respect of the Arbitration Case, the hearing of the arbitration tribunal was held during the period from late October to early November 2022. As of the issuance date of these financial statements, the arbitration is still in progress, the Company will continue to prepare submissions as required by the arbitration tribunal and will actively defend the Company against the allegation through the Company's arbitration lawyer. According to the hearing of the arbitration tribunal and the opinion of the Company's arbitration lawyer, management is of the view that the Company has no breach of the contract as alleged by the applicant and it is less likely that the damage claimed by the applicant will be supported by the arbitration tribunal and the Company will not be required to pay a compensation for the damage;
- 2) The Company and Haikou Meilan have obtained the agreement from the loan syndicate to continue to perform the Syndicated Loan Agreement. The Company and Haikou Meilan are negotiating with the loan syndicate about the waiver in respect of aforementioned events of default. Management believes that the loan syndicate will agree to waive the above defaults and will not require the Company to early repay the principal and interest of the Syndicate Loan of the Company of RMB1.94 billion or settle the principal and interest of the Syndicate Loan of Haikou Meilan of RMB3.20 billion;
- 3) In December 2022, Hainan Provincial Development and Reform Commission has approved a facility of RMB0.7 billion sourced from the 2023 local government specific bond for the Phase II Expansion Project. Haikou Meilan and the Company will follow up with the People's Government of Hainan Province to draw down the facility to settle the construction fees of the Phase II Expansion Project. Management is of the view that the Company can continue to obtain facilities from local government to finance the repayment of construction fees of the Phase II Expansion Project;

### (1) 財務報表的編製基礎(續)

鑒於上述情況，本公司董事已審慎考慮本集團日後的流動資金、經營狀況以及可用的融資來源，以評估本集團是否擁有足夠的營運資金以及融資來源以確保本集團於2022年12月31日後12個月內能夠清償到期的債務並持續運營。本集團正計劃通過一系列措施減輕流動資金壓力，包括但不限於：

- 1) 就仲裁事項，於2022年10月末至11月初進行了開庭審理，截止本財務報表報出日，仲裁仍在進行中，本公司將按照仲裁庭的後續要求繼續提供陳述材料，並將透過本公司之仲裁律師進行積極抗辯，根據庭審情況及本公司委聘代理律師的意見，管理層認為本公司不存在仲裁申請中主張的違約行為並且認為仲裁申請人的主張得到仲裁庭的支持的可能性較低，且本公司最終無需支付仲裁申請人要求的賠償；
- 2) 本公司連同海口美蘭已經取得銀團貸款人同意按照原銀團貸款合同約定繼續履行。本公司及海口美蘭正與銀團貸款人協商，爭取獲得銀團貸款人就上述各項違約事項的豁免。管理層相信銀團貸款人能夠同意豁免上述各項違約事項，不會要求本公司提前償還已提取尚未歸還的銀團貸款餘額人民幣19.4億元，也不會要求本公司償還海口美蘭已提取尚未歸還的銀團貸款餘額人民幣32.0億元；
- 3) 於2022年12月，二期擴建項目獲得海南省發展和改革委員會批覆的2023年地方政府專項債券額度人民幣7億元。海口美蘭及本公司將持續與海南省人民政府落實二期擴建項目的後續資金發放安排。管理層相信能夠繼續獲取地方政府專項債券以滿足支付二期擴建項目工程款的資金需求；

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (1) Basis of preparation (Continued)

- 4) The Company has negotiated with Haikou Meilan and obtained its consent that the Company can repay the amounts due to Haikou Meilan when the Company has sufficient working capital. As of 31 December 2022, the Company's amounts due to Haikou Meilan was approximately RMB1.35 billion;
- 5) The domestic economic environment policy was adjusted since December 2022, which resulted in the passenger throughput of Meilan Airport for the two months ended 28 February 2023 increased significantly as compared with that of the same period in 2022, and gradually recovered to the level of the same period in 2019. The Group continued to timely take a number of measures to match transportation capacity with market demand, including but not limited to integrate the allocation of the transport capacity of Meilan Airport Phase I and Phase II to improve the overall operation efficiency of Meilan Airport, reasonably control the airport operation cost, cooperate with airlines to develop the national and international air transportation market and increase the leasing rate of duty-free shops in Terminal 2. Additionally, according to the provisions of the Lease Agreement, if the passenger throughput of Meilan Airport decreases due to force majeure factors such as COVID-19 during the lease period, the Company could negotiate with Haikou Meilan to reduce or exempt the rental fees; and
- 6) The Company continued to communicate with major banks and financial institutions to actively obtain new bank facilities. In November 2022, the Company has obtained an intentional financing facility of RMB200 million from a domestic commercial bank to supplement the Company's working capital.

The Board has reviewed the Group's cash flow forecast for the 12 months from the date of these financial statements prepared by the management of the Company. The Board is of the view that the Group will have sufficient working capital and sources of financing to ensure that the Group is able to settle its debt due in the next 12 months from 31 December 2022. Accordingly, the Board is of view that it is appropriate to prepare these financial statements on a going concern basis.

## 二 主要會計政策和會計估計(續)

### (1) 財務報表的編製基礎(續)

- 4) 本公司與海口美蘭友好協商並已獲得海口美蘭同意本公司可視本公司營運資金充足狀況考慮歸還本公司應付海口美蘭的款項，於2022年12月31日，本公司對海口美蘭的應付款餘額約為人民幣13.5億元；
- 5) 2022年12月國內經濟環境政策調整，截至2023年2月28日止2個月美蘭機場的旅客吞吐量較2022年同期大幅增長，並逐步恢復到2019年同期正常運營水平。本集團繼續採取多種舉措積極做好運力與市場需求的匹配，包括統一調配美蘭機場一期及二期運力以提升美蘭機場整體運作的效率，合理控制機場營運成本、聯合各航空公司共同開拓國內及國際航空運輸市場、加快T2航站樓內免稅店鋪的出租和改造等措施。此外，根據租賃協議的規定，若美蘭機場的旅客吞吐量於租賃協議期限內由於疫情等不可抗力因素而下降，本公司可以與母公司磋商適當調減或豁免租金；及
- 6) 本公司亦持續與各大銀行和金融機構溝通，積極獲取新增銀行授信額度。於2022年11月，本公司已獲得某國內商業銀行新增人民幣2億元的意向性融資額度用於補充本公司營運資金。

本公司董事已審閱管理層編製的本集團現金流量預測，其涵蓋期間自本集團在本財務報表報出日起不少於12個月的期間。本公司董事認為本集團將能夠獲得足夠的營運資金及融資來源以確保本集團於2022年12月31日後12個月內能夠清償到期的債務。因此，本公司董事會認為採用持續經營基礎編製本公司財務報表是恰當的。



# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

## 二 主要會計政策和會計估計(續)

(Continued)

### (1) Basis of preparation (Continued)

Notwithstanding, significant uncertainty exists as to whether the Group is able to achieve its plans and measures as described above. Whether the Group will be able to continue as a going concern would depend upon the following:

- 1) Whether the Company will not be required to pay the damage as claimed by the applicant of the Arbitration Case;
- 2) Whether the Company can obtain the loan syndicate's waiver in respect of the aforementioned events of default and then the Company is not required to early repay the principal and interest of the Syndicate Loan of the Company of RMB1.94 billion or settle the principal and interest of the Syndicate Loan of Haikou Meilan of RMB3.20 billion;
- 3) The Company can continue to obtain and utilise the undrawn facility of local government specific bonds to settle the construction fees of the Phase II Expansion Project;
- 4) Whether the Group's airport operation will generate the expected stable net operating cash inflow and whether the Company can obtain Haikou Meilan's agreement to reduce or exempt the rental fee when Meilan Airport's passenger throughput is seriously affected by the COVID-19; and
- 5) Whether the Group can sign the loan agreements with the bank offering the intentional financing facility and draw down the loan when necessary.

Should the Group be unable to operate as a going concern, adjustments would have to be made to reduce the carrying values of the Group's assets to their recoverable amounts, to provide for further liabilities which might arise, and to reclassify non-current assets and non-current liabilities as current assets and current liabilities, respectively. The effect of these adjustments has not yet been reflected in these financial statements.

### (1) 財務報表的編製基礎(續)

儘管如此，本集團管理層能否落實上述計劃及措施仍存在重大不確定因素。本集團能否持續經營取決於：

- 1) 本公司是否最終無需就仲裁申請人的仲裁主張支付賠償；
- 2) 本公司能否成功取得銀團貸款人就上述各項違約事項的正式豁免並且獲得銀團貸款人同意不會要求本公司提前償還已提取尚未歸還的銀團貸款餘額人民幣19.4億元及償還海口美蘭已提取尚未歸還的銀團貸款餘額人民幣32.0億元；
- 3) 本公司是否能夠繼續獲得並隨時提取地方政府專項債資金以滿足支付二期擴建項目工程款的資金需求；
- 4) 本集團的機場運營管理業務能否實現預期增長並產生穩定的經營淨現金流入，當美蘭機場出現旅客吞吐量受疫情嚴重影響減少時能否獲得母公司同意調減或豁免租金；及
- 5) 本集團能否與銀行就新增意向性融資額度落實有關借款協議簽署及借款發放。

倘若本集團未能持續經營業務，則須作出調整，將本集團資產之賬面價值調整至其可回收金額，就可能產生的財務負債計提撥備，以及將非流動資產及非流動負債分別重新分類為流動資產及流動負債。此等調整之影響並未反映在本財務報表中。

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (2) Statement of compliance with the Accounting Standards for Business Enterprises

The financial statements of the Company for the year ended 31 December 2022 are in compliance with the Accounting Standards for Business Enterprises, and truly and completely present the Group's and the Company's financial position as at 31 December 2022 and their financial performance, cash flows and other information for the year then ended.

### (3) Accounting year

The Company's accounting year starts on 1 January and ends on 31 December.

### (4) Recording currency

The Company's recording currency is Renminbi (RMB). Subsidiaries of the Company determine their recording currencies according to the major economic environment in which they operate. The financial statements are presented in RMB.

### (5) Business combinations

#### (a) Business combinations involving enterprises under common control

The consideration paid and net assets obtained by the Group in a business combination are measured at the carrying amount. If the combined party is acquired from a third party by the ultimate controlling party in a prior year, the consideration paid and net assets obtained by the combining party are measured based on the carrying amounts of the combined party's assets and liabilities (including the goodwill arising from the acquisition of the combined party by the ultimate controlling party) presented in the consolidated financial statements of the ultimate controlling party. The difference between the carrying amount of the net assets obtained from the combination and the carrying amount of the consideration paid for the combination is treated as an adjustment to capital surplus (share premium). If the capital surplus (share premium) is not sufficient to absorb the difference, the remaining balance is adjusted against retained earnings. Costs directly attributable to the combination are included in profit or loss in the period in which they are incurred.

## 二 主要會計政策和會計估計(續)

### (2) 遵循企業會計準則的聲明

本公司2022年度財務報表符合企業會計準則的要求，真實、完整地反映了本公司2022年12月31日的合併及公司財務狀況以及2022年度的合併及公司經營成果和現金流量等有關信息。

### (3) 會計年度

會計年度為公曆1月1日起至12月31日止。

### (4) 記賬本位幣

本公司記賬本位幣為人民幣。本公司下屬子公司根據其經營所處的主要經濟環境確定其記賬本位幣。本財務報表以人民幣列示。

### (5) 企業合併

#### (a) 同一控制下的企業合併

本集團支付的合併對價及取得的淨資產均按賬面價值計量，如被合併方是最終控制方以前年度從第三方收購來的，則以被合併方的資產、負債(包括最終控制方收購被合併方而形成的商譽)在最終控制方合併財務報表中的賬面價值為基礎。本集團取得的淨資產賬面價值與支付的合併對價賬面價值的差額，調整資本公積(股本溢價)；資本公積(股本溢價)不足以沖減的，調整留存收益。為進行企業合併發生的直接相關費用於發生時計入當期損益。

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (5) Business combinations (Continued)

#### (b) Business combinations involving enterprises not under common control

The cost of combination and identifiable net assets obtained by the Group in a business combination are measured at fair value at the acquisition date. Where the cost of the combination exceeds the acquirer's interest in the fair value of the acquiree's identifiable net assets, the difference is recognised as goodwill; where the cost of combination is lower than the acquirer's interest in the fair value of the acquiree's identifiable net assets, the difference is recognised in profit or loss for the current period. Costs directly attributable to the combination are included in profit or loss in the period in which they are incurred.

### (6) Preparation of consolidated financial statements

The consolidated financial statements comprise the financial statements of the Company and all of its subsidiaries.

Subsidiaries are consolidated from the date on which the Group obtains control and are de-consolidated from the date that such control ceases. For a subsidiary that is acquired in a business combination involving enterprises under common control, it is included in the consolidated financial statements from the date when it, together with the Company, comes under common control of the ultimate controlling party. The portion of the net profit realised before the combination date is presented separately in the consolidated income statement.

In preparing the consolidated financial statements, where the accounting policies and the accounting periods of the Company and subsidiaries are inconsistent, the financial statements of the subsidiaries are adjusted in accordance with the accounting policies and the accounting period of the Company. For subsidiaries acquired from business combinations involving enterprises not under common control, the individual financial statements of the subsidiaries are adjusted based on the fair value of the identifiable net assets at the acquisition date.

If the accounting treatment of a transaction is inconsistent in the financial statements at the Group level and at the Company or its subsidiary level, adjustment will be made from the perspective of the Group.

## 二 主要會計政策和會計估計 (續)

### (5) 企業合併 (續)

#### (b) 非同一控制下的企業合併

本集團發生的合併成本及在合併中取得的可辨認淨資產按購買日的公允價值計量。合併成本大於合併中取得的被購買方於購買日可辨認淨資產公允價值份額的差額，確認為商譽；合併成本小於合併中取得的被購買方可辨認淨資產公允價值份額的差額，計入當期損益。為進行企業合併發生的直接相關費用於發生時計入當期損益。

### (6) 合併財務報表的編製方法

編製合併財務報表時，合併範圍包括本公司及全部子公司。

從取得子公司的實際控制權之日起，本集團開始將其納入合併範圍；從喪失實際控制權之日起停止納入合併範圍。對於同一控制下企業合併取得的子公司，自其與本公司同受最終控制方控制之日起納入本公司合併範圍，並將其於合併日前實現的淨利潤在合併利潤表中單列項目反映。

在編製合併財務報表時，子公司與本公司採用的會計政策或會計期間不一致的，按照本公司的會計政策和會計期間對子公司財務報表進行必要的調整。對於非同一控制下企業合併取得的子公司，以購買日可辨認淨資產公允價值為基礎對其財務報表進行調整。

如果以本集團為會計主體與以本公司或子公司為會計主體對同一交易的認定不同時，從本集團的角度對該交易予以調整。

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (7) Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, deposits that can be readily drawn on demand, and short-term and highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

### (8) Foreign currency translation

Foreign currency transactions are translated into recording currency using the exchange rates prevailing at the dates of the transactions.

At the balance sheet date, monetary items denominated in foreign currencies are translated into recording currency using the spot exchange rates on the balance sheet date. Exchange differences arising from these translations are recognised in profit or loss for the current period, except for those attributable to foreign currency borrowings that have been taken out specifically for acquisition or construction of qualifying assets, which are capitalised as part of the cost of those assets. Non-monetary items denominated in foreign currencies that are measured at historical costs are translated at the balance sheet date using the spot exchange rates at the date of the transactions. The effect of exchange rate changes on cash is presented separately in the cash flow statement.

### (9) Financial instruments

#### (a) Financial assets

##### (i) Classification and measurement

Based on the Group's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets, financial assets are classified as: (1) financial assets at amortised cost; (2) financial assets at fair value through other comprehensive income; (3) financial assets at fair value through profit or loss.

The financial assets are measured at fair value at initial recognition. Related transaction costs that are attributable to the acquisition of the financial assets are included in the initially recognised amounts, except for the financial assets at fair value through profit or loss, the related transaction costs of which are recognised directly in profit or loss for the current period. Accounts receivable or notes receivable arising from sales of products or rendering of services (which have not contained or considered any significant financing components) are initially recognised at the consideration that is entitled to be charged by the Group as expected.

## 二 主要會計政策和會計估計(續)

### (7) 現金及現金等價物

現金及現金等價物是指庫存現金，可隨時用於支付的存款，以及持有的期限短、流動性強、易於轉換為已知金額現金、價值變動風險很小的投資。

### (8) 外幣折算

外幣交易按交易發生日的即期匯率將外幣金額折算為記賬本位幣入賬。

於資產負債表日，外幣貨幣性項目採用資產負債表日的即期匯率折算為記賬本位幣。為購建符合借款費用資本化條件的資產而借入的外幣專門借款產生的匯兌差額在資本化期間內予以資本化；其他匯兌差額直接計入當期損益。以歷史成本計量的外幣非貨幣性項目，於資產負債表日採用交易發生日的即期匯率折算。匯率變動對現金的影響額，在現金流量表中單獨列示。

### (9) 金融工具

#### (a) 金融資產

##### (i) 分類和計量

本集團根據管理金融資產的業務模式和金融資產的合同現金流量特徵，將金融資產劃分為：(1) 以攤餘成本計量的金融資產；(2) 以公允價值計量且其變動計入其他綜合收益的金融資產；(3) 以公允價值計量且其變動計入當期損益的金融資產。

金融資產在初始確認時以公允價值計量。對於以公允價值計量且其變動計入當期損益的金融資產，相關交易費用直接計入當期損益；對於其他類別的金融資產，相關交易費用計入初始確認金額。因銷售產品或提供勞務而產生的、未包含或不考慮重大融資成分的應收賬款或應收票據，本集團按照預期有權收取的對價金額作為初始確認金額。



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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (9) Financial instruments (Continued)

#### (a) Financial assets (Continued)

##### (i) Classification and measurement (Continued)

###### Debt instruments

The debt instruments held by the Group refer to the instruments that are consistent with the definition of financial liabilities from the perspective of the issuer, and the financial instruments currently held by the Group are measured at amortised cost.

Measured at amortised cost:

The objective of the Group's business model is to hold the financial assets to collect the contractual cash flows, and the contractual cash flow characteristics are consistent with a basic lending arrangement, which gives rise on specified dates to the contractual cash flows that are solely payments of principal and interest on the principal amount outstanding. The interest income of such financial assets is recognised using the effective interest method. The financial assets include cash at bank and on hand, accounts receivable and other receivables, etc.

###### Equity instruments

Investments in equity instruments, over which the Group has no control, joint control or significant influence, are measured at fair value through profit or loss under financial assets held for sale; investments in equity instruments expected to be held over one year as from the balance sheet date are presented as other non-current financial assets.

##### (ii) Impairment

The Group assesses the expected credit losses ("ECL") for financial assets at amortised cost, loan commitments and etc. The Group recognises a loss allowance for such losses at each reporting date.

Giving consideration to reasonable and supportable information that is available without undue cost or effort at the balance sheet date on past events, current conditions and forecasts of future economic conditions, weighted by the probability of default, the Group calculates the probability-weighted present value of the difference between the contractual cash flows of the receivable and the cash flows expected to be collected which is recognised as ECL.

For accounts receivable derived from daily operations such as sales of goods and rendering of services, regardless of whether there exists the significant financing component, the Group calculates the loss provision based on the lifetime ECL. For lease receivable, the Group measures the loss provision according to the lifetime ECL.

## 二 主要會計政策和會計估計 (續)

### (9) 金融工具 (續)

#### (a) 金融資產 (續)

##### (i) 分類和計量 (續)

###### 債務工具

本集團持有的債務工具是指從發行方角度分析符合金融負債定義的工具，於本期本集團持有之金融資產以攤餘成本計量。

以攤餘成本計量：

本集團管理此類金融資產的業務模式為以收取合同現金流量為目標，且此類金融資產的合同現金流量特徵與基本借貸安排相一致，即在特定日期產生的現金流量，僅為對本金和以未償付本金金額為基礎的利息的支付。本集團對於此類金融資產按照實際利率法確認利息收入。此類金融資產主要包括貨幣資金、應收賬款、其他應收款等。

###### 權益工具

本集團將對其沒有控制、共同控制和重大影響的權益工具投資按照公允價值計量且其變動計入當期損益，列示為交易性金融資產；自資產負債表日起預期持有超過一年的，列示為其他非流動金融資產。

##### (ii) 減值

本集團對於以攤餘成本計量的金融資產和共同還款承諾等，以預期信用損失為基礎確認損失準備。

本集團考慮在資產負債表日無須付出不必要的額外成本和努力即可獲得的有關過去事項、當前狀況以及對未來經濟狀況的預測等合理且有依據的信息，以發生違約的風險為權重，計算合同應收的現金流量與預期能收到的現金流量之間差額的現值的概率加權金額，確認預期信用損失。

對於因銷售商品、提供勞務等日常經營活動形成的應收賬款，無論是否存在重大融資成分，本集團均按照整個存續期的預期信用損失計量損失準備。對於應收租賃款，本集團亦選擇按照整個存續期的預期信用損失計量損失準備。

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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (9) Financial instruments (Continued)

#### (a) Financial assets (Continued)

##### (ii) Impairment (Continued)

At each balance sheet date, the ECL of financial instruments other than aforesaid notes receivable, accounts receivable and lease receivables is measured based on different stages. A 12-month ECL provision is recognised for financial instruments in Stage 1 that have not had a significant increase in credit risk since initial recognition; lifetime ECL provision is recognised for financial instruments in Stage 2 that have had a significant increase in credit risk but are not deemed to be credit-impaired; and lifetime ECL provision is recognised for financial instruments in Stage 3 that are credit-impaired.

For the financial instruments with lower credit risk on the balance sheet date, the Group assumes there is no significant increase in credit risk since initial recognition, and identifies them as financial instruments in Stage 1 and recognises the 12-month ECL provision.

For the financial instruments in Stage 1 and Stage 2, the Group calculates the interest income by applying the effective interest rate to the gross carrying amount (before deduction of the impairment provision). For the financial instrument in Stage 3, the interest income is calculated by applying the effective interest rate to the amortised cost (after deduction of the impairment provision from the gross carrying amount).

In cases where the ECL of an individually assessed financial asset cannot be evaluated with reasonable cost, the Group categorises the receivables into certain different groupings based on their credit risk characteristics and calculates the ECL for each group respectively. The basis for determining groupings and the method of provision are as follows:

Group one	Receivables from non-related parties arising from aeronautical service income
Group two	Receivables from non-related parties arising from non-aeronautical service income
Group three	Receivable from related parties
Group four	Receivables except for those mentioned above

## 二 主要會計政策和會計估計(續)

### (9) 金融工具(續)

#### (a) 金融資產(續)

##### (ii) 減值(續)

除上述應收賬款和應收租賃款外，於每個資產負債表日，本集團對於處於不同階段的金融工具的預期信用損失分別進行計量。金融工具自初始確認後信用風險未顯著增加的，處於第一階段，本集團按照未來12個月內的預期信用損失計量損失準備；金融工具自初始確認後信用風險已顯著增加但尚未發生信用減值的，處於第二階段，本集團按照該工具整個存續期的預期信用損失計量損失準備；金融工具自初始確認後已經發生信用減值的，處於第三階段，本集團按照該工具整個存續期的預期信用損失計量損失準備。

對於在資產負債表日具有較低信用風險的金融工具，本集團假設其信用風險自初始確認後並未顯著增加，認定為處於第一階段的金融工具，按照未來12個月內的預期信用損失計量損失準備。

本集團對於處於第一階段和第二階段的金融工具，按照其未扣除減值準備的賬面餘額和實際利率計算利息收入。對於處於第三階段的金融工具，按照其賬面餘額減已計提減值準備後的攤餘成本和實際利率計算利息收入。

當單項金融資產無法以合理成本評估預期信用損失的信息時，本集團依據信用風險特徵將應收款項劃分為若干組合，在組合基礎上計算預期信用損失，確定組合的依據和計提方法如下：

組合一	航空性業務收入形成的非關聯方應收賬款
組合二	非航空性業務收入形成的非關聯方應收賬款
組合三	關聯方應收款項
組合四	除以上組合以外的應收款項

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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (9) Financial instruments (Continued)

#### (a) Financial assets (Continued)

##### (ii) Impairment (Continued)

Based on the exposure at default and the lifetime ECL rate, the Group calculates the ECL of accounts receivable and lease receivable that are categorised into different grouping for recoverability assessment with reference to historical credit losses experience, current conditions and forecasts of future economic conditions.

The Group, on the basis of the exposure at default and the 12-month/lifetime ECL rate, calculates the ECL of other receivables that are categorised into groupings with reference to historical credit losses experience, current conditions and forecasts of future economic conditions.

The Group recognises the provision or reversal of provision for losses in profit or loss in the current period.

##### (iii) Derecognition

A financial asset is derecognised when one of the following criterias meets: (1) the contractual rights to the cash flows from the financial asset expire, (2) the financial asset has been transferred and the Group transfers substantially all the risks and rewards of ownership of the financial asset to the transferee, or (3) the financial asset has been transferred and the Group has not retained control of the financial asset, although the Group neither transfers nor retains substantially all the risks and rewards of ownership of the financial asset.

When an investment in equity instrument measured at fair value through other comprehensive income is derecognised, the difference between the carrying amount and the consideration received as well as any cumulative changes in fair value that were previously recognised directly in other comprehensive income is recognised in retained earnings. For other financial assets when they are derecognised, the difference between the carrying amount and the consideration received as well as any cumulative changes in fair value that were previously recognised directly in other comprehensive income is recognised in profit or loss for the current period.

## 二 主要會計政策和會計估計 (續)

### (9) 金融工具 (續)

#### (a) 金融資產 (續)

##### (ii) 減值 (續)

對於劃分為組合的應收賬款和應收租賃款，本集團參考歷史信用損失經驗，結合當前狀況以及對未來經濟狀況的預測，通過違約風險敞口和整個存續期預期信用損失率，計算預期信用損失。

對於劃分為組合的其他應收款，本集團參考歷史信用損失經驗，結合當前狀況以及對未來經濟狀況的預測，通過違約風險敞口和未來12個月內或整個存續期預期信用損失率，計算預期信用損失。

本集團將計提或轉回的損失準備計入當期損益。

##### (iii) 終止確認

金融資產滿足下列條件之一的，予以終止確認：  
(1) 收取該金融資產現金流量的合同權利終止；  
(2) 該金融資產已轉移，且本集團將金融資產所有權上幾乎所有的風險和報酬轉移給轉入方；  
(3) 該金融資產已轉移，雖然本集團既沒有轉移也沒有保留金融資產所有權上幾乎所有的風險和報酬，但是放棄了對該金融資產控制。

其他權益工具投資終止確認時，其賬面價值與收到的對價以及原直接計入其他綜合收益的公允價值變動累計額之和的差額，計入留存收益；其餘金融資產終止確認時，其賬面價值與收到的對價以及原直接計入其他綜合收益的公允價值變動累計額之和的差額，計入當期損益。

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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (9) Financial instruments (Continued)

#### (b) Financial liabilities

Financial liabilities are classified as financial liabilities at amortised cost and financial liabilities at fair value through profit or loss at initial recognition.

The financial liabilities of the Group mainly are financial liabilities measured at amortised cost, including accounts payable, other payables, short-term borrowings, syndicated loan and long-term payables, etc. Such financial liabilities are initially recognised at fair value, net of transaction costs incurred, and subsequently measured at amortised cost using the effective interest method. Financial liabilities that are due within one year (inclusive) are classified as current liabilities; those with maturities over one year but are due within one year (inclusive) as from the balance sheet date are classified as non-current liabilities due within one year. Others are classified as non-current liabilities.

A financial liability is derecognised or partly derecognised when the underlying present obligation is discharged or partly discharged. The difference between the carrying amount of the derecognised portion of the financial liability and the consideration paid is recognised in profit or loss for the current period.

#### (c) Determination of the fair value of financial instruments

The fair value of a financial instrument that is traded in an active market is determined at the quoted prices in the active market. The fair value of a financial instrument that is not trade in an active market is determined by using valuation techniques. In the valuation, the Group adopts the valuation technique which is applicable to the current situation and supportable by adequate available data and other information, selects inputs with the same characteristics as those of assets or liabilities considered by market participants in relevant transactions of assets or liabilities, and gives priority to the use of relevant observable inputs. Unobservable inputs are adopted when the relevant observable inputs are unavailable or impractical to obtain.

## 二 主要會計政策和會計估計(續)

### (9) 金融工具(續)

#### (b) 金融負債

金融負債於初始確認時分類為以攤餘成本計量的金融負債和以公允價值計量且其變動計入當期損益的金融負債。

本集團的金融負債主要為以攤餘成本計量的金融負債，包括應付賬款、其他應付款、短期借款、銀團貸款及長期應付款等。該類金融負債按其公允價值扣除交易費用後的金額進行初始計量，並採用實際利率法進行後續計量。期限在一年以下(含一年)的，列示為流動負債；期限在一年以上但自資產負債表日起一年內(含一年)到期的，列示為一年內到期的非流動負債；其餘列示為非流動負債。

當金融負債的現時義務全部或部分已經解除時，本集團終止確認該金融負債或義務已解除的部分。終止確認部分的賬面價值與支付的對價之間的差額，計入當期損益。

#### (c) 金融工具的公允價值確定

存在活躍市場的金融工具，以活躍市場中的報價確定其公允價值。不存在活躍市場的金融工具，採用估值技術確定其公允價值。在估值時，本集團採用在當前情況下適用並且有足夠可利用數據和其他信息支持的估值技術，選擇與市場參與者在相關資產或負債的交易中所考慮的資產或負債特徵相一致的輸入值，並盡可能優先使用相關可觀察輸入值。在相關可觀察輸入值無法取得或取得不切實可行的情況下，使用不可觀察輸入值。



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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (10) Inventories

#### (a) Classification

Inventories include food and spare parts, etc., and are measured at the lower of cost and net realisable value.

#### (b) Costing of inventories

Cost is determined using first in first out method when issued.

#### (c) Basis for determining net realisable values of inventories and method for making provision for decline in the value of inventories

Provision for a decline in the value of inventories is determined as the excess amount of the carrying amounts of the inventories over their net realisable value. Net realisable value is determined based on the estimated selling price in the ordinary course of business, less the estimated cost of completion and the estimated costs necessary to make the sale and related taxes.

#### (d) The Group adopts the perpetual inventory system as its stock-take policy.

### (11) Long-term equity investments

Long-term equity investments comprise of the Company's long-term equity investments in its subsidiaries and the Group's long-term equity investments in its associates.

Subsidiaries are the investees over which the Company is able to exercise control. An associate is the investee over which the Group has significant influence by participating in the financial and operating policy decisions.

Investments in subsidiaries are presented in the Company's financial statements using the cost method, and are adjusted by using the equity method when preparing the consolidated financial statements. Investments in associates are accounted for using the equity method.

#### (a) Determination of investment cost

For long-term equity investment acquired not through a business combination, acquired by payment in cash, the initial investment cost shall be the purchase price actually paid.

## 二 主要會計政策和會計估計(續)

### (10) 存貨

#### (a) 分類

存貨包括食品及備件等，按成本與可變現淨值孰低計量。

#### (b) 發出存貨的計價方法

存貨發出時的成本按先進先出法核算。

#### (c) 存貨可變現淨值的確定依據及存貨跌價準備的計提方法

存貨跌價準備按存貨成本高於其可變現淨值的差額計提。可變現淨值按日常活動中，以存貨的估計售價減去估計的合同履約成本和銷售費用以及相關稅費後的金額確定。

#### (d) 本集團的存貨盤存制度採用永續盤存制。

### (11) 長期股權投資

長期股權投資包括：本公司對子公司的長期股權投資以及本集團對聯營企業的長期股權投資。

子公司為本公司能夠對其實施控制的被投資單位。聯營企業為本集團能夠對其財務和經營決策具有重大影響的被投資單位。

對子公司的投資，在公司財務報表中按照成本法確定的金額列示，在編製合併財務報表時按權益法調整後進行合併；對聯營企業投資採用權益法核算。

#### (a) 投資成本確定

對於以企業合併以外的其他方式取得的長期股權投資，以支付現金取得的長期股權投資，按照實際支付的購買價款作為初始投資成本。

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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (11) Long-term equity investments (Continued)

#### (b) Subsequent measurement and recognition of profit or loss

Long-term equity investments accounted for using the cost method are measured at initial investment cost. Cash dividend or profit distribution declared by the investees is recognised as investment income in profit or loss for the current period.

For long-term equity investments that are accounted for using the equity method, where the initial investment cost exceeds the Group's share of the fair value of the investee's identifiable net assets at the time of acquisition, the investment is initially measured at that cost. Where the initial investment cost is less than the Group's share of the fair value of the investee's identifiable net assets at the time of acquisition, the difference is included in profit or loss for the current period and the cost of the long-term equity investment is adjusted upwards accordingly.

Under the equity method, the Group recognises the investment income and other comprehensive income according to its share of net profit or loss and other comprehensive income of the investee. The Group does not recognise further losses when the carrying amount of the long-term equity investment together with any long-term interests that, in substance, form part of the Group's net investment in the investee is reduced to zero. However, if the Group has obligations for additional losses and the criteria with respect to recognition of provisions are satisfied, the Group continues recognising the investment losses and the provisions at the amount it expects to undertake. The Group's share of changes in the investee's owners' equity other than those arising from the net profit or loss, other comprehensive income and profit distribution is recognised in capital surplus with a corresponding adjustment to the carrying amount of the long-term equity investment. The carrying amount of the investment is reduced by the Group's share of the profit distribution or cash dividends declared by the investee. The unrealised profits or losses arising from the transaction between the Group and its investees are eliminated in proportion to the Group's equity interest in the investees, based on which the investment gain or losses are recognised. Any losses resulting from transactions between the Group and its investees, which are attributable to asset impairment losses are not eliminated.

## 二 主要會計政策和會計估計(續)

### (11) 長期股權投資(續)

#### (b) 後續計量及損益確認方法

採用成本法核算的長期股權投資，按照初始投資成本計量，被投資單位宣告分派的現金股利或利潤，確認為投資收益計入當期損益。

採用權益法核算的長期股權投資，初始投資成本大於投資時應享有被投資單位可辨認淨資產公允價值份額的，以初始投資成本作為長期股權投資成本；初始投資成本小於投資時應享有被投資單位可辨認淨資產公允價值份額的，其差額計入當期損益，並相應調增長期股權投資成本。

採用權益法核算的長期股權投資，本集團按應享有或應分擔的被投資單位的淨損益份額和其他綜合收益的份額確認當期投資損益和其他綜合收益。確認被投資單位發生的淨虧損，以長期股權投資的賬面價值以及其他實質上構成對被投資單位淨投資的長期權益減記至零為限，但本集團負有承擔額外損失義務且符合預計負債確認條件的，繼續確認預計將承擔的損失金額。被投資單位除淨損益、其他綜合收益和利潤分配以外所有者權益的其他變動，調整長期股權投資的賬面價值並計入資本公積。被投資單位分派的利潤或現金股利於宣告分派時按照本集團應分得的部分，相應減少長期股權投資的賬面價值。本集團與被投資單位之間未實現的內部交易損益按照持股比例計算歸屬於本集團的部分，予以抵銷，在此基礎上確認投資損益。本集團與被投資單位發生的內部交易損失，其中屬於資產減值損失的部分，相應的未實現損失不予抵銷。

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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (11) Long-term equity investments (Continued)

#### (c) Basis for determining existence of control and significant influence over investees

Control refers to the power over the investee, exposure, or rights, to variable returns from involvement with the investee, and the ability to use its power over the investee to affect the amount of the investor's returns.

Significant influence is the power to participate in making the decisions on financial and operating policies of the investee, but is not control or joint control over making those policies.

#### (d) Impairment of long-term equity investments

For the long-term equity investment in the subsidiaries and associates, when its recoverable amount is less than its carrying amount, the carrying amount is reduced to the recoverable amount (Note 2(18)).

### (12) Investment properties

Investment properties, including land use rights that have already been leased out, buildings that are held for the rental purpose and buildings under construction or development which are for rental purpose in future, are measured initially at cost. Subsequent expenditures incurred in relation to an investment property are included in the cost of the investment property when it is probable that the associated economic benefits will flow to the Group and their costs can be reliably measured; otherwise, the expenditures are recognised in profit or loss for the period in which they are incurred.

The Group adopts the cost model for subsequent measurement of investment properties. Buildings and land use rights are depreciated or amortised to their estimated net residual values over their estimated useful lives. The estimated useful lives, the estimated net residual values that are expressed as a percentage of cost and the annual depreciation (amortisation) rates of investment properties are as follows:

	Estimated useful lives 預計使用壽命	Estimated net residual values 預計淨殘值率	Annual depreciation/ amortisation rates 年折舊(攤銷)率
Buildings 房屋及建築物	32-40 years 32-40年	3%	2.43%-3.03%
Land use rights 土地使用權	47-70 years 47-70年	-	1.43%-2.13%

## 二 主要會計政策和會計估計(續)

### (11) 長期股權投資(續)

#### (c) 確定對被投資單位具有控制及重大影響的依據

控制是指擁有對被投資單位的權力，通過參與被投資單位的相關活動而享有可變回報，並且有能力運用對被投資方的權力影響其回報金額。

重大影響是指對被投資單位的財務和經營政策有參與決策的權力，但並不能夠控制或者與其他方一起共同控制這些政策的制定。

#### (d) 長期股權投資減值

對子公司和聯營企業的長期股權投資，當其可收回金額低於其賬面價值時，賬面價值減記至可收回金額(附註二(18))。

### (12) 投資性房地產

投資性房地產包括已出租的土地使用權和以出租為目的的建築物以及正在建造或開發過程中將用於出租的建築物，以成本進行初始計量。與投資性房地產有關的後續支出，在相關的經濟利益很可能流入本集團且其成本能夠可靠的計量時，計入投資性房地產成本；否則，於發生時計入當期損益。

本集團對所有投資性房地產採用成本模式進行後續計量，按其預計使用壽命及淨殘值率對建築物和土地使用權計提折舊或進行攤銷。投資性房地產的預計使用壽命、淨殘值率及年折舊(攤銷)率列示如下：

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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (12) Investment properties (Continued)

The estimated useful life and the estimated net residual value of an investment property and the depreciation/amortisation method applied to the investment property are reviewed, and adjusted as appropriate at each year-end.

The carrying amount of an investment property is reduced to the recoverable amount if the recoverable amount is below the carrying amount (Note 2(18)).

An investment property is derecognised on disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from its disposal. The net amount of proceeds from sale, transfer, retirement or damage of an investment property after deducting its carrying amount and related taxes and expenses is recognised in profit or loss for the current period.

### (13) Fixed assets

#### (a) Recognition and initial measurement of fixed assets

Fixed assets comprise buildings, machinery and equipment, motor vehicles, office equipment and others.

Fixed assets are recognised if, and only if it is probable that the related economic benefits associated with the item will flow to the Group and the cost of the item can be reliably measured. Fixed assets purchased or constructed by the Group are initially measured at cost at the time of acquisition.

Subsequent expenditures incurred for a fixed asset are included in the cost of the fixed asset when it is probable that the associated economic benefits will flow to the Group and the related cost can be reliably measured. The carrying amount of the replaced part is derecognised. All the other subsequent expenditures are recognised in profit or loss for the period in which they are incurred.

## 二 主要會計政策和會計估計(續)

### (12) 投資性房地產(續)

對投資性房地產的預計使用壽命、預計淨殘值和折舊(攤銷)方法於每年年度終了進行覆核並作適當調整。

當投資性房地產的可收回金額低於其賬面價值時，賬面價值減記至可收回金額(附註二(18))。

當投資性房地產被處置、或者永久退出使用且預計不能從其處置中取得經濟利益時，終止確認該項投資性房地產。投資性房地產出售、轉讓、報廢或毀損的處置收入扣除其賬面價值和相關稅費後的金額計入當期損益。

### (13) 固定資產

#### (a) 固定資產確認及初始計量

固定資產包括房屋及建築物、機器設備、運輸工具、辦公設備及其他。

固定資產在與其有關的經濟利益很可能流入本集團、且其成本能夠可靠計量時予以確認。購置或新建的固定資產按取得時的成本進行初始計量。

與固定資產有關的後續支出，在相關的經濟利益很可能流入本集團且其成本能夠可靠計量時，計入固定資產成本；對於被替換的部分，終止確認其賬面價值；所有其他後續支出於發生時計入當期損益。



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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

## 二 主要會計政策和會計估計 (續)

(Continued)

### (13) Fixed assets (Continued)

#### (b) Depreciation methods of fixed assets

Fixed assets are depreciated using the straight-line method to allocate the cost of the assets to their estimated, net of residual values over their estimated useful lives. For the fixed assets that have been provided for impairment losses, the related depreciation charge is prospectively determined based upon the adjusted carrying amounts over their remaining useful lives.

The estimated useful lives, the estimated net residual values expressed as a percentage of cost and the annual depreciation rates of fixed assets are as follows:

	Estimated useful lives 預計使用壽命	Estimated net residual values 預計淨殘值率	Annual depreciation rates 年折舊率
Buildings 房屋及建築物	15-40 years 15-40年	3%	6.5%-2.4%
Machinery and equipment 機器設備	14 years 14年	3%	6.9%
Motor vehicles 運輸工具	10 years 10年	3%	9.7%
Office equipment and others 辦公設備及其他	6-15 years 6-15年	3%	16.2%-6.5%

The estimated useful life and the estimated net residual value of a fixed asset and the depreciation method applied to the asset are reviewed, and adjusted as appropriate at each year-end.

(c) The carrying amount of a fixed asset is reduced to the recoverable amount when the recoverable amount is below the carrying amount (Note 2(18)).

#### (d) Disposal of fixed assets

A fixed asset is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The amount of proceeds from disposals on sale, transfer, retirement or damage of a fixed asset net of its carrying amount and related taxes and expenses is recognised in profit or loss for the current period.

### (13) 固定資產 (續)

#### (b) 固定資產的折舊方法

固定資產折舊採用年限平均法並按其入賬價值減去預計淨殘值後在預計使用壽命內計提。對計提了減值準備的固定資產，則在未來期間按扣除減值準備後的賬面價值及依據尚可使用年限確定折舊額。

固定資產的預計使用壽命、淨殘值率及年折舊率列示如下：

對固定資產的預計使用壽命、預計淨殘值和折舊方法於每年年度終了進行覆核並作適當調整。

(c) 當固定資產的可收回金額低於其賬面價值時，賬面價值減記至可收回金額(附註二(18))。

#### (d) 固定資產的處置

當固定資產被處置、或者預期通過使用或處置不能產生經濟利益時，終止確認該固定資產。固定資產出售、轉讓、報廢或毀損的處置收入扣除其賬面價值和相關稅費後的金額計入當期損益。

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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (14) Construction in progress

Construction in progress is measured at actual cost as incurred. Actual cost comprises construction costs, installation costs, borrowing costs that are eligible for capitalisation and other costs necessary to bring the construction in progress ready for its intended use, including expenditures on engineering design, supervision and cost consulting. Construction in progress is transferred to fixed assets and investment properties at estimated value when it is ready for intended use but has yet to go through the final settlement procedures, and depreciation is charged starting from the following month. The estimated value will be adjusted based on actual cost after the completion of the final settlement while depreciation charged will not be adjusted. The carrying amount of construction in progress is reduced to the recoverable amount when the recoverable amount is below its carrying amount (Note 2(18)).

### (15) Borrowing costs

The borrowing costs that are directly attributable to acquisition and construction of an asset that needs a substantially long period of time for its intended use commence to be capitalised and recorded as part of the cost of the asset when expenditures for the asset and borrowing costs have been incurred, and the activities relating to the acquisition and construction that are necessary to prepare the asset for its intended use have commenced. The capitalisation of borrowing costs ceases when the asset under acquisition or construction becomes ready for its intended use and the borrowing costs incurred thereafter are recognised in profit or loss for the current period. Capitalisation of borrowing costs is suspended during periods in which the acquisition or construction of an asset is interrupted abnormally and the interruption lasts for more than 3 months, until the acquisition or construction is resumed.

For the specific borrowings obtained for the acquisition or construction of a fixed asset qualifying for capitalisation, the amount of borrowing costs eligible for capitalisation is determined by deducting any interest income earned from depositing the unused specific borrowings in the banks or any investment income arising on the temporary investment of those borrowings during the capitalisation period.

For the general borrowings obtained for the acquisition and construction of a fixed asset qualifying for capitalisation, the capitalised amount of the general borrowings is determined by applying the weighted average effective interest rate of general borrowings, to the weighted average of the excess amount of cumulative expenditures on the asset over the amount of specific borrowings. The effective interest rate is the interest rate at which the estimated future cash flows during the period remaining deposit period or a shorter applicable period are discounted into the initial recognised amount of the borrowings.

## 二 主要會計政策和會計估計(續)

### (14) 在建工程

在建工程按實際發生的成本計量。實際成本包括建築成本、安裝成本、符合資本化條件的借款費用以及其他為使在建工程達到預定可使用狀態所發生的必要支出包括工程設計、監理和造價諮詢等。在建工程在達到預定可使用狀態但尚未辦理竣工決算的，先按照估計價值轉入固定資產和投資性房地產並自次月起開始計提折舊，待辦理竣工決算後再按實際成本調整原來的暫估價值，但不再調整原已計提的折舊。當在建工程的可收回金額低於其賬面價值時，賬面價值減記至可收回金額(附註二(18))。

### (15) 借款費用

本集團發生的可直接歸屬於需要經過相當長時間的購建活動才能達到預定可使用狀態之固定資產的購建的借款費用，在資產支出及借款費用已經發生、為使資產達到預定可使用狀態所必要的購建活動已經開始時，開始資本化並計入該資產的成本。當購建的資產達到預定可使用狀態時停止資本化，其後發生的借款費用計入當期損益。如果資產的購建活動發生非正常中斷，並且中斷時間連續超過3個月，暫停借款費用的資本化，直至資產的購建活動重新開始。

對於為購建符合資本化條件的固定資產而借入的專門借款，以專門借款當期實際發生的利息費用減去尚未動用的借款資金存入銀行取得的利息收入或進行暫時性投資取得的投資收益後的金額確定專門借款借款費用的資本化金額。

對於為購建符合資本化條件的固定資產而占用的一般借款，按照累計資產支出超過專門借款部分的資本支出加權平均數乘以所佔用一般借款的加權平均實際利率計算確定一般借款借款費用的資本化金額。實際利率為將借款在預期存續期間或適用的更短期間內的未來現金流量折現為該借款初始確認金額所使用的利率。

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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (16) Intangible assets

Intangible assets include land use rights and office software, which are measured at cost. Land use rights are amortised on the straight-line basis over their average approved use period, and office softwares are amortised on the straight-line basis over their estimated useful lives of 10 years.

For an intangible asset with a finite useful life, review of its useful life and amortisation method is performed at each year-end, with adjustment made as appropriate.

The carrying amount of intangible assets is reduced to the recoverable amount when the recoverable amount is below the carrying amount (Note 2(18)).

### (17) Long-term prepaid expenses

Long-term prepaid expenses include the expenditure for improvements to right-of-use assets, and other expenditures that have been incurred but should be recognised as expenses over more than one year in the current and subsequent periods. Long-term prepaid expenses are amortised on the straight-line basis over the expected beneficial period and are presented at actual costs less accumulated amortisation.

### (18) Impairment of long-term assets

Fixed assets, construction in progress, right-of-use assets, intangible assets with finite useful lives, investment properties measured at cost method and long-term equity investments in subsidiaries and associates are tested for impairment if there is any indication that the assets may be impaired at the balance sheet date. If the result of the impairment test indicates that the recoverable amount of an asset is less than its carrying amount, a provision for impairment and an impairment loss are recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less the cost of disposal and the present value of the future cash flows expected to be derived from the asset. Provision for asset impairment is determined and recognised on the individual asset basis. If it is not possible to estimate the recoverable amount of an individual asset, the recoverable amount of a group of assets to which the asset belongs is determined. A group of assets is the smallest group of assets that is able to generate independent cash inflows.

Once the above asset impairment losses are recognised, it will not be reversed for the value recovered in the subsequent periods.

## 二 主要會計政策和會計估計 (續)

### (16) 無形資產

無形資產包括土地使用權、辦公軟件等，以成本計量。土地使用權按直線法於使用年限內平均攤銷，辦公軟件使用權按使用年限10年平均攤銷。

對使用壽命有限的無形資產的預計使用壽命及攤銷方法於每年年度終了進行覆核並作適當調整。

當無形資產的可收回金額低於其賬面價值時，賬面價值減記至可收回金額(附註二(18))。

### (17) 長期待攤費用

長期待攤費用包括使用權資產改良及其他已經發生但應由本期和以後各期負擔的、分攤期限在一年以上的各項費用，按預計受益期間分期平均攤銷，並以實際支出減去累計攤銷後的淨額列示。

### (18) 長期資產減值

固定資產、在建工程、使用權資產、使用壽命有限的無形資產、以成本模式計量的投資性房地產及對子公司和聯營企業的長期股權投資等，於資產負債表日存在減值跡象的，進行減值測試。減值測試結果表明資產的可收回金額低於其賬面價值的，按其差額計提減值準備並計入資產減值損失。可收回金額為資產的公允價值減去處置費用後的淨額與資產預計未來現金流量的現值兩者之間的較高者。資產減值準備按單項資產為基礎計算並確認，如果難以對單項資產的可收回金額進行估計的，以該資產所屬的資產組確定資產組的可收回金額。資產組是能夠獨立產生現金流入的最小資產組合。

上述資產減值損失一經確認，以後期間不予轉回價值得以恢復的部分。

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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (19) Employee benefits

Employee benefits refer to all forms of consideration or compensation given by the Group in exchange for service rendered by employees or for termination of employment relationship, which include short-term employee benefits, post-employment benefits, termination benefits and other long-term employee benefits.

#### (a) Short-term employee benefits

Short-term employee benefits include wages or salaries, bonus, allowances and subsidies, staff welfare, premiums or contributions on medical insurance, work injury insurance and maternity insurance, housing funds, union running costs and employee education costs and short-term paid absences, etc. The short-term employee benefits actually incurred are recognised as a liability in the accounting period in which the service is rendered by the employees, with a corresponding charge to the profit or loss for the current period or the cost of relevant assets. Non-monetary benefits are measured at fair value.

#### (b) Post-employment benefits

The Group classifies post-employment benefit plans as either defined contribution plans or defined benefit plans. Defined contribution plans are post-employment benefit plans under which the Group pays fixed contributions into a separate fund and will have no obligation to pay further contributions; and defined benefit plans are post-employment benefit plans other than defined contribution plans. During the reporting period, the Group's post-employment benefits mainly include the premiums or contributions on basic pensions and unemployment insurance, both of which are under the defined contribution plans.

#### *Basic pensions*

The Group's employees participate in the basic pension plan set up and administered by local authorities of Ministry of Human Resource and Social Security. Monthly payments of premiums on the basic pensions are calculated according to the bases and percentage prescribed by the relevant local authorities. When employees retire, the relevant local authorities are obliged to pay the basic pensions to them. The amounts based on the above calculations are recognised as liabilities in the accounting period in which the service has been rendered by the employees, with a corresponding charge to profit or loss for the current period or the cost of relevant assets.

## 二 主要會計政策和會計估計(續)

### (19) 職工薪酬

職工薪酬是本集團為獲得職工提供的服務或解除勞動關係而給予的各種形式的報酬或補償，包括短期薪酬、離職後福利、辭退福利和其他長期職工福利等。

#### (a) 短期薪酬

短期薪酬包括工資、獎金、津貼和補貼、職工福利費、醫療保險費、工傷保險費、生育保險費、住房公積金、工會和教育經費、短期帶薪缺勤等。本集團在職工提供服務的會計期間，將實際發生的短期薪酬確認為負債，並計入當期損益或相關資產成本。其中，非貨幣性福利按照公允價值計量。

#### (b) 離職後福利

本集團將離職後福利計劃分類為設定提存計劃和設定受益計劃。設定提存計劃是本集團向獨立的基金繳存固定費用後，不再承擔進一步支付義務的離職後福利計劃；設定受益計劃是除設定提存計劃以外的離職後福利計劃。於報告期內，本集團的離職後福利主要是為員工繳納的基本養老保險和失業保險，均屬於設定提存計劃。

#### *基本養老保險*

本集團職工參加了由當地勞動和社會保障部門組織實施的社會基本養老保險。本集團以當地規定的社會基本養老保險繳納基數和比例，按月向當地社會基本養老保險經辦機構繳納養老保險費。職工退休後，當地勞動及社會保障部門有責任向已退休員工支付社會基本養老金。本集團在職工提供服務的會計期間，將根據上述社保規定計算應繳納的金額確認為負債，並計入當期損益或相關資產成本。



# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (19) Employee benefits (Continued)

#### (c) Termination benefits

The Group provides compensation for terminating the employment relationship with employees before the end of the employment contracts or as an offer to encourage employees to accept voluntary redundancy before the end of the employment contracts. The Group recognises a liability arising from compensation for termination of the employment relationship with employees, with a corresponding charge to profit or loss for the current period at the earlier of the following dates: 1) when the Group cannot unilaterally withdraw an employment termination plan or a curtailment proposal; 2) when the Group recognises costs or expenses for a restructuring that involves the payment of termination benefits.

#### (d) Early retirement benefits

The Group offers early retirement benefits to those employees who accept early retirement arrangements. The early retirement benefits refer to the salaries and social security contributions to be paid to and for the employees who accept voluntary retirement before the normal retirement age as prescribed by the State and his/her voluntary retirement was approved by the Group's management. The Group pays early retirement benefits to those early retired employees from the early retirement date until the normal retirement date. The Group accounts for the early retirement benefits in accordance with the treatment for termination benefits, in which the salaries and social security contributions to be paid to and for the early retired employees from the off-duty date to the normal retirement date are recognised as liabilities with a corresponding charge to profit or loss for the current period. The differences arising from the changes in the respective actuarial assumptions of the early retirement benefits and the adjustments of benefit standards are recognised in profit or loss in the period in which they occur.

The termination benefits expected to be settled within one year since the balance sheet date are classified as current liabilities.

## 二 主要會計政策和會計估計 (續)

### (19) 職工薪酬 (續)

#### (c) 辭退福利

本集團在職工勞動合同到期之前解除與職工的勞動關係、或者為鼓勵職工自願接受裁減而提出給予補償，在本集團不能單方面撤回解除勞動關係計劃或裁減建議時和確認與涉及支付辭退福利的重組相關的成本費用時兩者孰早日，確認因解除與職工的勞動關係給予補償而產生的負債，同時計入當期損益。

#### (d) 內退福利

本集團向接受內部退休安排的職工提供內退福利。內退福利是指，向未達到國家規定的退休年齡、經本集團管理層批准自願退出工作崗位的職工支付的工資及為其繳納的社會保險費等。本集團自內部退休安排開始之日起至職工達到正常退休年齡止，向內退職工支付內部退養福利。對於內退福利，本集團比照辭退福利進行會計處理，在符合辭退福利相關確認條件時，將自職工停止提供服務日至正常退休日期間擬支付的內退職工工資和繳納的社會保險費等，確認為負債，一次性計入當期損益。內退福利的精算假設變化及福利標準調整引起的差異於發生時計入當期損益。

預期在資產負債表日起一年內需支付的辭退福利，列示為流動負債。

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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (20) Dividend distribution

Cash dividend is recognised as liability in the period in which the dividend is approved by the shareholders' meeting.

### (21) Provisions

Provisions for litigation and onerous contracts, etc. are recognised when the Group has a present obligation, it is probable that an outflow of economic benefits will be required to settle the obligation, and the amount of the obligation can be measured reliably.

A provision is initially measured at the best estimate of the expenditure required to settle the related present obligation. Factors surrounding a contingency, such as the risks, uncertainties and the time value of money, are taken into account as a whole in determining the best estimate of a provision. Where the effect of the time value of money is material, the best estimate is determined by discounting the related future cash outflows. The increase in the carrying amount of the provision arising from passage of time is recognised as interest expense.

The carrying amount of provisions is reviewed at each balance sheet date and adjusted to reflect the current best estimate.

Loss provision for Joint Repayment Commitment as measured based on the ECL model is recognised as provisions. The provisions expected to be settled within one year since the balance sheet date are classified as current liabilities.

### (22) Debt restructuring

Debt restructuring is a transaction in which creditors and debtors renegotiated or it is ruled by a court to a new agreement in respect of the timing, amounts or method of repayment debts without changing the counterparty.

The methods of debt restructuring mainly include transfer of assets from the debtor to the creditor, conversion of debts into equity instruments, modification of other terms of a debt indenture and one or a combination of the above methods.

## 二 主要會計政策和會計估計(續)

### (20) 股利分配

現金股利於股東大會批准的當期，確認為負債。

### (21) 預計負債

因訴訟、虧損合同等形成的現時義務，當履行該義務很可能導致經濟利益的流出，且其金額能夠可靠計量時，確認為預計負債。

預計負債按照履行相關現時義務所需支出的最佳估計數進行初始計量，並綜合考慮與或有事項有關的風險、不確定性和貨幣時間價值等因素。貨幣時間價值影響重大的，通過對相關未來現金流出進行折現後確定最佳估計數；因隨著時間推移所進行的折現還原而導致的預計負債賬面價值的增加金額，確認為利息費用。

於資產負債表日，對預計負債的賬面價值進行覆核並作適當調整，以反映當前的最佳估計數。

本集團以預期信用損失為基礎確認的共同還款承諾損失準備列示為預計負債。預期在資產負債表日起一年內需支付的預計負債，列報為流動負債。

### (22) 債務重組

債務重組是指在不改變交易對手方的情況下，經債權人和債務人協定或法院裁定，就清償債務的時間、金額或方式等重新達成協議的交易。

債務重組的方式主要包括：債務人以資產清償債務、將債務轉為權益工具、修改其他條款，以及前述一種以上方式的組合。

# NOTES TO THE FINANCIAL STATEMENTS

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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (22) Debt restructuring (Continued)

#### The Group as the creditor

The Group recognises the related assets in accordance with the definition and conditions of recognition, when the debtor transfers the assets or converts the debt into an equity instrument to clear off the debt in a debt restructuring.

One or more financial assets, including cash, received by the Group in a debt restructuring, are measured at fair value at initial recognition, and the difference between the amount recognised as financial assets and the carrying amount of debts on the derecognition date is included in investment income.

### (23) Revenue

The Group recognises revenue based on the amount of consideration that the Group expects to be entitled to receive when the customer obtains control over the relevant goods or services.

When the Group has transferred the goods or services to the customer or recognises revenue based on the stage of completion, the amount with unconditional collection right obtained by the Group is recognised as accounts receivable, and the loss provision for accounts receivable is recognised on the basis of ECL (Note 2(9)). If the contract price received or receivable exceeds the amount for the completed service, the excess portion will be recognised within contract liabilities. Contract assets and contract liabilities under the same contract are presented on a net basis.

Contract costs include contract fulfilment costs and contract acquisition costs. Costs incurred for the provision of services are recognised as contract fulfilment costs, which is recognised as the cost of sales of main operations based on the stage of completion when recognising revenue. Incremental costs incurred by the Group for the acquisition of service contracts are recognised as the contract acquisition costs. For contract acquisition costs with an amortisation period within one year, the costs are recognised in profit or loss as incurred. For contract acquisition costs with an amortisation period beyond one year, the costs are included in profit or loss on the same basis as the recognition of revenue from the rendering of services under the relevant contract. If the carrying amount of the contract costs is higher than the remaining consideration expected to be obtained by rendering of the services net of the estimated cost to be incurred, the Group makes a provision for impairment on the excess portion and recognises it as asset impairment losses.

## 二 主要會計政策和會計估計 (續)

### (22) 債務重組 (續)

#### 本集團作為債權人

以資產清償債務或者將債務轉為權益工具方式進行債務重組的，本集團在相關資產符合其定義和確認條件時予以確認。

本集團受讓包括現金在內的單項或多項金融資產的，金融資產初始確認時以其公允價值計量，金融資產確認金額與債權終止確認日賬面價值之間的差額，計入投資收益。

### (23) 收入

本集團在客戶取得相關商品或服務的控制權時，按預期有權收取的對價金額確認收入。

本集團已向客戶轉讓商品或服務或按照已完成勞務的進度確認收入時，對於本集團已經取得無條件收款權的部分，確認為應收賬款，以預期信用損失為基礎確認損失準備(附註二(9))；如果本集團已收或應收客戶的合同價款超過已完成的勞務，則將超過部分確認為合同負債。本集團對於同一合同下的合同資產和合同負債以淨額列示。

合同成本包括合同履約成本和合同取得成本。本集團為提供勞務而發生的成本，確認為合同履約成本，並在確認收入時，按照已完成勞務的進度結轉計入主營業務成本。本集團將為獲取勞務合同而發生的增量成本，確認為合同取得成本，對於攤銷期限不超過一年的合同取得成本，在其發生時計入當期損益；對於攤銷期限在一年以上的合同取得成本，本集團按照相關合同下確認與勞務收入相同的基礎攤銷計入損益。如果合同成本的賬面價值高於因提供該勞務預期能夠取得的剩餘對價減去估計將要發生的成本，本集團對超出的部分計提減值準備，並確認為資產減值損失。

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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (23) Revenue (Continued)

- (a) Aeronautical service income, such as passenger transit services, ground services and charges related to aircraft take-off and landing, is recognised when such services are provided.
- (b) Franchise income arises when the Company grants the right to certain operators to operate retail, catering and advertising business in Haikou Meilan Airport and charges them for franchise fee. The franchise fee is charged at the higher of certain percentage of sales generated by franchisee or on a specified minimum amount on a monthly basis and is recognised as franchise income accordingly.
- (c) Freight and packaging income is recognised when such services are provided.
- (d) Hotel operating income includes room rentals, catering sales and charges for other supporting services. Except catering service revenue, which is recognized at the end of service provision, other ancillary service revenue is recognized during the accounting period of service provision, and sales of goods sold are recognized as revenue when the control of goods is transferred to the customer.
- (e) Rental income is recognised on a straight-line basis over the lease term (Note 2(24)).
- (f) VIP room revenue is recognised when the relevant services are provided.
- (g) Parking income is recognised when the customers use the parking lot.

## 二 主要會計政策和會計估計(續)

### (23) 收入(續)

- (a) 航空性業務收入例如旅客過港服務、地面服務及飛機起降相關收費，於提供相關服務時予以確認。
- (b) 特許經營權收入為本公司授權若干經營方於海口美蘭機場經營零售、餐飲、廣告等業務並向其收取特許經營權費。特許經營權費乃按特許經營方銷售額的一定百分比或約定的保底金額之孰高按月收取並確認為特許經營權收入。
- (c) 貨運及包裝收入於提供有關服務時予以確認。
- (d) 酒店運營收入包括客房租金、餐飲、銷售商品及其他配套服務收費。除餐飲服務收入在服務提供結束的時點確認，其他配套服務收入均於提供服務的會計期間確認收入，銷售商品的銷售於商品控制權轉讓予客戶時確認為收入。
- (e) 租金收入按照附註二(24)於有關租賃期間按直線法予以確認。
- (f) 貴賓室收入於提供有關服務時予以確認。
- (g) 停車場收入在客戶使用停車場的期間予以確認。



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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (24) Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration

#### The Group as the lessee

The Group recognises the right-of-use asset at the commencement date and measures the lease liability at the present value of the outstanding lease payments. Lease payments include fixed payments and payments to be made if it is reasonably certain that the option to purchase or terminate will be exercised. Variable lease payments which are determined in proportion to sales are excluded from lease payments and recognised in profit or loss as actually incurred. Lease liabilities that are due within one year (inclusive) from the balance sheet date are presented as current portion of non-current liabilities.

Right-of-use assets of the Group comprise leased buildings, machinery and equipment, motor vehicles, etc. Right-of-use assets are initially measured at cost which comprises the amount of the initial measurement of lease liabilities, any lease payments made at or before the commencement date and any initial direct costs, less any lease incentives received. If there is reasonable certainty that the Group will obtain ownership of the underlying asset by the end of the lease term, the asset is depreciated over its remaining useful life and otherwise, depreciated over the shorter of the lease term and its remaining useful life. The Group writes down the carrying amount of the right-of-use asset to the recoverable amount when the recoverable amount is lower than the carrying amount.

For short-term leases with a term of 12 months or less and leases of a low value individual asset (when new), the Group chooses to include the lease payments in the cost of the underlying assets or in the profit or loss for the current period on a straight-line basis over the lease term, instead of recognising right-of-use assets and lease liabilities.

The Group accounts for a lease modification as a separate lease if both: (1) the modification increases the scope of the lease by adding the right to use one or more underlying assets; and (2) the consideration for the lease increases by an amount commensurate with the stand-alone price for the increase in scope and any appropriate adjustments to that stand-alone price to reflect the circumstances of the contract.

## 二 主要會計政策和會計估計 (續)

### (24) 租賃

租賃，是指在一定期間內，出租人將資產的使用權讓與承租人以獲取對價的合同。

#### 本集團作為承租人

本集團於租賃期開始日確認使用權資產，並按尚未支付的租賃付款額的現值確認租賃負債。租賃付款額包括固定付款額，以及在合理確定將行使購買選擇權或終止租賃選擇權的情況下需支付的款項等。按銷售額的一定比例確定的可變租金不納入租賃付款額，在實際發生時計入當期損益。本集團將自資產負債表日起一年內(含一年)支付的租賃負債，列示為一年內到期的非流動負債。

本集團的使用權資產包括租入的房屋及建築物、機器設備、運輸工具及辦公設備等。使用權資產按照成本進行初始計量，該成本包括租賃負債的初始計量金額、租賃期開始日或之前已支付的租賃付款額、初始直接費用等，並扣除已收到的租賃激勵。本集團能夠合理確定租賃期屆滿時取得租賃資產所有權的，在租賃資產剩餘使用壽命內計提折舊；若無法合理確定租賃期屆滿時是否能夠取得租賃資產所有權，則在租賃期與租賃資產剩餘使用壽命兩者孰短的期間內計提折舊。當可收回金額低於使用權資產的賬面價值時，本集團將其賬面價值減記至可收回金額。

對於租賃期不超過12個月的短期租賃和單項資產全新時價值較低的低價值資產租賃，本集團選擇不確認使用權資產和租賃負債，將相關租金支出在租賃期內各個期間按照直線法計入當期損益或相關資產成本。

租賃發生變更且同時符合下列條件時，本集團將其作為一項單獨租賃進行會計處理：(1)該租賃變更通過增加一項或多項租賃資產的使用權而擴大了租賃範圍；(2)增加的对價與租賃範圍擴大部分的單獨價格按該合同情況調整後的金額相當。

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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (24) Leases (Continued)

#### The Group as the lessee (Continued)

For a lease modification that is not accounted for as a separate lease, the Group redetermines the lease term at the effective date of the lease change, and remeasures the lease liability by discounting the revised lease payments using a revised discount rate, except for contract changes that can adopt simplified methods as stipulated by the Ministry of Finance. For a lease modification which causes the scope of the lease to be narrowed or the lease term to be shortened, the Group will correspondingly decrease the carrying amount of the right-of-use asset, and recognises in profit or loss any gain or loss relating to the partial or full termination of the lease. For other leases which lead to the remeasurement of lease liabilities, the Group correspondingly adjusts the carrying amount of the right-of-use asset.

For the eligible rental concessions agreed on existing lease contracts, the Group applies the practical expedient and records the undiscounted concessions in profit or loss when the agreement is reached to discharge the original payment obligation with corresponding adjustment of lease liabilities.

#### The Group as the lessor

A finance lease is a lease that substantially transfers almost all the risks and rewards incidental to ownership of an underlying asset. An operating lease is a lease other than a finance lease.

#### (a) Operating leases

Where the Group leases out self-owned buildings under operating lease, rental income therefrom is recognised on a straight-line basis over the lease term. Variable rental that is determined based on a certain percentage of sales is recognised as rental income when realised.

For a lease modification, the Group accounts for it as a new lease from the effective date of the modification, and considers any lease payments received in advance and receivable relating to the lease before modification as receivables of the new lease.

## 二 主要會計政策和會計估計(續)

### (24) 租賃(續)

#### 本集團作為承租人(續)

當租賃變更未作為一項單獨租賃進行會計處理時，除財政部規定的可以採用簡化方法的合同變更外，本集團在租賃變更生效日重新確定租賃期，並採用修訂後的折現率對變更後的租賃付款額進行折現，重新計量租賃負債。租賃變更導致租賃範圍縮小或租賃期縮短的，本集團相應調減使用權資產的賬面價值，並將部分終止或完全終止租賃的相關利得或損失計入當期損益。其他租賃變更導致租賃負債重新計量的，本集團相應調整使用權資產的賬面價值。

對於就現有租賃合同達成的符合條件的租金減免，本集團選擇採用簡化方法，在達成協議解除原支付義務時將未折現的減免金額計入當期損益，並相應調整租賃負債。

#### 本集團作為出租人

實質上轉移了與租賃資產所有權有關的幾乎全部風險和報酬的租賃為融資租賃。其他的租賃為經營租賃。

#### (a) 經營租賃

本集團經營租出自有的房屋建築物時，經營租賃的租金收入在租賃期內按照直線法確認。本集團將按銷售額的一定比例確定的可變租金在實際發生時計入租金收入。

當租賃發生變更時，本集團自變更生效日起將其作為一項新租賃，並將與變更前租賃有關的預收或應收租賃收款額作為新租賃的收款額。

# NOTES TO THE FINANCIAL STATEMENTS

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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (25) Government grants

Government grants are transfers of monetary or non-monetary assets from the government to the Group at nil consideration, including tax return and financial subsidy, etc.

Government grants are recognised when the grants can be received and the Group can comply with all attached conditions. If a government grant is a monetary asset, it will be measured at the amount received or receivable. If a government grant is a non-monetary asset, it will be measured at its fair value. If it is unable to obtain its fair value reliably, it will be measured at its nominal amount.

Government grants related to assets are those obtained by the Group for the purposes of purchase, construction or acquisition of the long-term assets. Government grants related to income are government grants other than those related to assets.

Government grants related to assets are either deducted against the carrying amount of the assets, or recorded as deferred revenue and recognised in profit or loss on a systemic basis over the useful lives of the assets. Government grants related to income that compensate the future costs, expenses or losses are recorded as deferred revenue and recognised in profit or loss, or deducted against related costs, expenses or losses over the subsequent periods in which the related costs are recognized; government grants related to income that compensate the incurred costs, expenses or losses are recognised in profit or loss, or deducted against related costs, expenses or losses directly in current period. The Group applies the presentation method consistently to the similar types of government grants in the financial statements.

Government grants that are related to ordinary activities are included in operating profit, otherwise, they are recorded in non-operating income or expenses.

## 二 主要會計政策和會計估計 (續)

### (25) 政府補助

政府補助為本集團從政府無償取得的貨幣性資產或非貨幣性資產，包括稅費返還、財政補貼等。

政府補助在本集團能夠滿足其所附的條件並且能夠收到時，予以確認。政府補助為貨幣性資產的，按照收到或應收的金額計量。政府補助為非貨幣性資產的，按照公允價值計量；公允價值不能可靠取得的，按照名義金額計量。

與資產相關的政府補助，是指本集團取得的、用於購建或以其他方式形成長期資產的政府補助。與收益相關的政府補助，是指除與資產相關的政府補助之外的政府補助。

本集團將與資產相關的政府補助沖減相關資產的賬面價值，或確認為遞延收益並在相關資產使用壽命內按照合理、系統的方法分攤計入損益。對於與收益相關的政府補助，若用於補償以後期間的相關成本費用或損失的，確認為遞延收益，並在確認相關成本費用或損失的期間，計入當期損益或沖減相關成本；若用於補償已發生的相關成本費用或損失的，直接計入當期損益或沖減相關成本。本集團對同類政府補助採用相同的列報方式。

與日常活動相關的政府補助納入營業利潤，與日常活動無關的政府補助計入營業外收支。

# NOTES TO THE FINANCIAL STATEMENTS

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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (26) Deferred tax assets and deferred tax liabilities

Deferred tax assets and deferred tax liabilities are calculated and recognised based on the differences arising between the tax bases of assets and liabilities and their carrying amounts (temporary differences). Deferred tax asset is recognised for the deductible losses that can be carried forward to subsequent years for deduction of the taxable profit in accordance with the tax laws. No deferred tax asset or deferred tax liability is recognised for the temporary differences resulting from the initial recognition of assets or liabilities due to a transaction other than a business combination, which affects neither accounting profit nor taxable profit (or deductible loss). At the balance sheet date, deferred tax assets and deferred tax liabilities are measured at the tax rates that are expected to be applied to the period when the asset is realised or the liability is settled.

Deferred tax assets are only recognised for deductible temporary differences, deductible losses and tax credits to the extent that it is probable that taxable profit will be available in the future against which the deductible temporary differences, deductible losses and tax credits can be utilised.

Deferred tax liabilities are recognised for temporary differences arising from investments in subsidiaries and associates, except where the Group is able to control the timing of reversal of the temporary difference, and it is probable that the temporary difference will not reverse in the foreseeable future. When it is probable that the temporary differences arising from investments in subsidiaries and associates will be reversed in the foreseeable future and that the taxable profit will be available in the future against which the temporary differences can be utilised, the corresponding deferred tax assets are recognised.

Deferred tax assets and deferred tax liabilities that satisfy all of the following conditions, are presented in the net value after offset:

- the deferred tax assets and deferred tax liabilities are related to the same taxpayer within the Group and the same taxation authority; and
- that taxpayer within the Group has a legally enforceable right to offset current tax assets against current tax liabilities.

## 二 主要會計政策和會計估計 (續)

### (26) 遞延所得稅資產和遞延所得稅負債

遞延所得稅資產和遞延所得稅負債根據資產和負債的計稅基礎與其賬面價值的差額(暫時性差異)計算確認。對於按照稅法規定能夠於以後年度抵減應納稅所得額的可抵扣虧損，確認相應的遞延所得稅資產。對於既不影響會計利潤也不影響應納稅所得額(或可抵扣虧損)的非企業合併的交易中產生的資產或負債的初始確認形成的暫時性差異，不確認相應的遞延所得稅資產和遞延所得稅負債。於資產負債表日，遞延所得稅資產和遞延所得稅負債，按照預期收回該資產或清償該負債期間的適用稅率計量。

遞延所得稅資產的確認以很可能取得用來抵扣可抵扣暫時性差異、可抵扣虧損和稅款抵減的應納稅所得額為限。

對與子公司及聯營公司投資相關的應納稅暫時性差異，確認遞延所得稅負債，除非本集團能夠控制該暫時性差異轉回的時間且該暫時性差異在可預見的未來很可能不會轉回。對與子公司及聯營公司投資相關的可抵扣暫時性差異，當該暫時性差異在可預見的未來很可能轉回且未來很可能獲得用來抵扣可抵扣暫時性差異的應納稅所得額時，確認遞延所得稅資產。

同時滿足下列條件的遞延所得稅資產和遞延所得稅負債以抵銷後的淨額列示：

- 遞延所得稅資產和遞延所得稅負債與同一稅收徵管部門對本集團內同一納稅主體徵收的所得稅相關；及
- 本集團內該納稅主體擁有以淨額結算當期所得稅資產及當期所得稅負債的法定權利。



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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (27) Segment information

The Group identifies operating segments based on its internal organisation structure, management requirements and internal reporting system, and discloses segment information of reportable segments which is determined on the basis of operating segments.

An operating segment is a component of the Group that satisfies all of the following conditions: (1) the component is able to earn revenues and incur expenses from its ordinary activities; (2) whose operating results are regularly reviewed by the Group's management to make decisions about allocation of resources to the segment and to assess its performance, and (3) for which the information on financial position, operating results and cash flows is available to the Group. Two or more operating segments that have similar economic characteristics and satisfy certain conditions can be aggregated into one single operating segment.

### (28) Critical accounting estimates and judgements

The Group continually evaluates the critical accounting estimates and key judgements applied based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

#### (a) Critical judgements in applying the accounting policies and treatment

- (i) *Critical judgements in significant increase in credit risk and credit-impaired*  
When the Group classifies the financial instruments into different stages, its judgments in significant increases in credit risk and credit-impaired are as follows:

Judgement of the Group for significant increase in credit risk is mainly based on the criteria such as whether the number of overdue days exceeds 30 days or any significant changes in one or more of the following indicators: the deteriorations in the business environment of the debtor, internal and external credit rating, actual or expected operating results of the debtor, significant decline in value of collaterals or credit rating of guarantor which affects the probability of default and etc.

Judgement of the Group on the occurrence of credit impaired is mainly based on the criteria such as whether the number of overdue days exceeds 90 days (i.e. a default has occurred) or whether one or more of the following conditions exist: the debtor is suffering from significant financial difficulties, the debtor is undergoing a debt restructuring or it is probable that the debtor will enter bankruptcy and etc.

## 二 主要會計政策和會計估計 (續)

### (27) 分部信息

本集團以內部組織結構、管理要求、內部報告制度為依據確定經營分部，以經營分部為基礎確定報告分部並披露分部信息。

經營分部是指本集團內同時滿足下列條件的組成部分：(1)該組成部分能夠在日常活動中產生收入、發生費用；(2)本集團管理層能夠定期評價該組成部分的經營成果，以決定向其配置資源、評價其業績；(3)本集團能夠取得該組成部分的財務狀況、經營成果和現金流量等有關會計信息。兩個或多個經營分部具有相似的經濟特徵，並且滿足一定條件的，則可合併為一個經營分部。

### (28) 重要會計估計和判斷

本集團根據歷史經驗和其他因素，包括對未來事項的合理預期，對所採用的重要會計估計和關鍵判斷進行持續的評價。

#### (a) 採用會計政策及處理的關鍵判斷

- (i) *信用風險顯著增加和已發生信用減值的判斷*  
本集團在區分金融工具所處的不同階段時，對信用風險顯著增加和已發生信用減值的判斷如下：

本集團判斷信用風險顯著增加的主要標準為逾期天數超過30日，或者以下一個或多個指標發生顯著變化：債務人所處的經營環境、內外部信用評級、實際或預期經營成果的顯著變化、擔保物價值或擔保方信用評級的顯著下降從而將影響違約概率等。

本集團判斷已發生信用減值的主要標準為逾期天數超過90日(即，已發生違約)，或者符合以下一個或多個條件：債務人發生重大財務困難，進行其他債務重組或很可能破產等。

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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (28) Critical accounting estimates and judgements

(Continued)

#### (a) Critical judgements in applying the accounting policies and treatment (Continued)

##### (ii) Contingent liabilities of pending arbitrations

As disclosed in Note 9, on 23 December 2020, the Company received arbitration application requiring the Company to pay a compensation for the damage in a maximum amount of HK\$6.962 billion in respect of the H shares subscription agreement entered into in prior year. As of the date of the financial statements, the case was still in arbitration process, the Company determined whether there was any breach of contract mainly based on professional legal opinion. The Company is of the view that the Company has no breach of contract as claimed in the arbitration application based on the recent available information and facts and the damage claimed by the applicant will not be supported by the arbitration court after consulting the lawyer's opinion. Therefore, the Company has not made any provisions for this contingency.

#### (b) Significant accounting estimate and key assumption

The critical accounting estimates and key assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next accounting year are outlined below:

##### (i) Measurement of ECL

The Group calculates ECL based on the exposure at default and the ECL rates. The determination of the ECL rates is based on the probability of default and the loss given default. When determining the ECL rates, the Group uses internal historical credit loss experience and adjusts the historical data based on current conditions and forward-looking information.

When considering forward-looking information, the Group takes different economic scenarios into consideration. In 2022, the weight used in scenarios of "favourable", "benchmark" and "unfavourable" accounted for 60%, 20% and 20% respectively (2021: 60%, 20% and 20%). The Group regularly monitors and reviews assumptions and parameters related to the calculation of ECL, including the risk of economic downturn, external market environment, technological environment, changes in customer conditions, Consumer Price Index ("CPI") and etc. In 2022, the Group has considered the uncertainty caused by different macroeconomic scenarios, and updated the relevant assumptions and parameters accordingly. The key macroeconomic parameters, CPI used in scenarios of "favourable", "benchmark" and "unfavourable" accounted for 2.08%, 2.13% and 2.17% respectively (2021: 2.15%, 2.2% and 2.25%).

## 二 主要會計政策和會計估計(續)

### (28) 重要會計估計和判斷(續)

#### (a) 採用會計政策及處理的關鍵判斷(續)

##### (ii) 未決仲裁的或有負債

如附註九所述，本公司於2020年12月23日收到仲裁申請，要求本公司就以前年度訂立的一項H股認購協議賠償最高不超過69.62億港元的損失。截至本財務報表批准報出日，該案件尚在進行中，本公司主要根據專業法律意見判斷是否存在違約行為。經諮詢代理律師意見，基於目前已獲得的資料及了解的事實情況，本公司並不存在仲裁通知中主張的違約行為，管理層相信仲裁申請人主張不會得到仲裁庭的支持，因此無需計提預計負債。

#### (b) 重要會計估計及其關鍵假設

下列重要會計估計及關鍵假設存在會導致下一會計年度資產和負債的賬面價值出現重大調整的重要風險：

##### (i) 預期信用損失的計量

本集團通過違約風險敞口和預期信用損失率計算預期信用損失，並基於違約概率和違約損失率確定預期信用損失率。在確定預期信用損失率時，本集團使用內部歷史信用損失經驗等數據，並結合當前狀況和前瞻性信息對歷史數據進行調整。

在考慮前瞻性信息時，本集團考慮了不同的宏觀經濟情景。2022年度，「基準」、「不利」及「有利」這三種經濟情景的權重分別是60%、20%和20% (2021年度：60%、20%和20%)。本集團定期監控並覆核與預期信用損失計算相關的重要宏觀經濟假設和參數，包括經濟下滑的風險、外部市場環境、技術環境、客戶情況的變化和消費者物價指數等。2022年度，本集團已考慮了不同宏觀經濟情景下的不確定性，相應更新了相關假設和參數，所使用的關鍵宏觀經濟參數消費者物價指數累計同比在「有利」、「基準」及「不利」情景下的參數分別為2.08%、2.13%及2.17% (2021年度：2.15%、2.2%及2.25%)。

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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (28) Critical accounting estimates and judgements

(Continued)

#### (b) Significant accounting estimate and key assumption

(Continued)

##### (ii) Income tax and deferred income tax

There are some transactions and events for which the ultimate tax determination is uncertain during the ordinary course of business. Significant judgement is required from the Group in determining the provision for income tax in each of these jurisdictions. Where the final tax outcomes of these matters are different from the amounts that were initially recorded, such differences will impact the income tax and deferred income tax provisions in the period in which the tax determination is made.

A deferred tax asset is recognised for the carry forward of unused deductible losses to the extent that it is probable that future taxable profits will be available against which the deductible losses can be utilised. Future taxable profits include taxable profits that can be achieved through normal operations and the increase in taxable profits due to the reversal of taxable temporary differences arising from previous period in future period. The Group needs to apply estimates and judgement in determining the timing and amount of future taxable profits. If there is any difference between the actual and the estimates, adjustment would be made to the carrying amount of deferred tax assets.

##### (iii) Fixed assets and investment properties

The Group's management determines the estimated useful lives and related depreciation expenses for its fixed assets and investment properties. This estimate is made based on management's experience in operating airport and the conditions of the relevant assets. It could change significantly as a result of actual use and improvements. Management will increase the depreciation expenses where useful lives are shorter than previously estimated lives.

Management determines the residual values of fixed assets and investment properties based on all relevant factors (including the use of the current scrap value in current market as a reference value) at the end of each financial period.

## 二 主要會計政策和會計估計(續)

### (28) 重要會計估計和判斷(續)

#### (b) 重要會計估計及其關鍵假設(續)

##### (ii) 所得稅和遞延所得稅

在正常的經營活動中，部分交易和事項的最終稅務處理存在不確定性。在計提各個地區的所得稅費用時，本集團需要作出重大判斷。如果這些稅務事項的最終認定結果與最初入賬的金額存在差異，該差異將對作出上述最終認定期間的所得稅費用和遞延所得稅的金額產生影響。

對於能夠結轉以後年度的可抵扣虧損，本集團以未來期間很可能獲得用來抵扣可抵扣虧損的應納稅所得額為限，確認相應的遞延所得稅資產。未來期間取得的應納稅所得額包括本集團通過正常的生產經營活動能夠實現的應納稅所得額，以及以前期間產生的應納稅暫時性差異在未來期間轉回時將增加的應納稅所得額。本集團在確定未來期間應納稅所得額取得的時間和金額時，需要運用估計和判斷。如果實際情況與估計存在差異，可能導致對遞延所得稅資產的賬面價值進行調整。

##### (iii) 固定資產和投資性房地產

本集團的管理層為固定資產和投資性房地產估計可使用年期及相關的折舊費用。此估計是以管理層的經驗及相關資產的狀況為基準，並可能因實際使用及改良情況而出現大幅變動。如果預計使用壽命較之前估計的預計使用壽命短，管理層將提高折舊支出。

管理層於每年年度終結時，根據所有相關因素(包括使用目前市場上的現行報廢價值作為參考價值)估計其相關資產的殘值。

# NOTES TO THE FINANCIAL STATEMENTS

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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(Continued)

### (28) Critical accounting estimates and judgements

(Continued)

#### (b) Significant accounting estimate and key assumption

(Continued)

#### (iv) Accounting estimates on impairment provisions for fixed assets and investment properties

The Group performs impairment tests for fixed assets and investment properties if there is any indication that the fixed assets and investment properties may be impaired. If the result of the impairment test indicates that the recoverable amount of an asset is less than its carrying amount, a provision for asset impairment and an impairment loss are recognised for the amounts by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount of an asset is the higher of the fair value less the cost of disposal and the present value of the future cash flow expected to be derived from the asset. These calculations require the use of estimate.

Following the continuous impacts of the COVID-19 and related prevention and control measures, passenger throughput continued to decline which was an indicator that some long-term assets operated by the Group may be impaired. The buildings was tested for impairment as a group of assets, and the Group used the present value of the future cash flow expected to be derived from the assets group for determining the recoverable amount as this is higher than the fair value less the cost of disposal of the group of assets. As there are uncertainties about the development of the COVID-19 and the prevention and control measures, the growth rate, gross profit margin and pre-tax discount rate used in calculating the present value of estimated future cash flows are also subject to uncertainties.

If the management revises the growth rate and gross profit margin used in the calculation of future cash flows of group of assets and the pre-tax discount rate applied to the discount of cash flows, and the revised growth rate and gross profit margin are lower than the one currently used respectively, or the revised pre-tax discount rate is higher than the one currently applied, the Group would need to recognise impairment against fixed assets and investment properties.

## 二 主要會計政策和會計估計(續)

### (28) 重要會計估計和判斷(續)

#### (b) 重要會計估計及其關鍵假設(續)

#### (iv) 固定資產和投資性房地產減值準備的會計估計

本集團對存在減值跡象的固定資產和投資性房地產進行減值測試時，當減值測試結果表明資產的可收回金額低於其賬面價值的，按其差額計提減值準備並計入資產減值損失。可收回金額為資產的公允價值減去處置費用後的淨額與資產預計未來現金流量的現值兩者之間的較高者，其計算需要採用會計估計。

由於新冠肺炎疫情的持續影響及相關防控措施，旅客流量持續下降，本集團經營的部分長期資產存在減值跡象。本集團將上述房屋建築物作為資產組進行減值測試時，經比較該資產組的公允價值減去處置費用後的淨額和預計未來現金流量的現值後，採用預計未來現金流量的現值確定其可收回金額。由於新冠肺炎疫情的發展和防控存在不確定性，預計未來現金流量的現值計算中所採用的增長率、毛利率及稅前折現率亦存在不確定性。

如果管理層對資產組未來現金流量計算中採用的增長率和毛利率以及應用於現金流量折現的稅前折現率的估計進行修訂，修訂後的增長率和毛利率低於目前採用的增長率和毛利率或是修訂後的稅前折現率高於目前採用的折現率，本集團可能需對固定資產和投資性房地產計提減值準備。



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## 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

## 二 主要會計政策和會計估計(續)

(Continued)

### (29) Significant changes in accounting policies

The Ministry of Finance released the “Circular on Issuing Interpretation No. 15 of Accounting Standards for Business Enterprises” in 2021 and “Q&A on Implementation of Accounting Standards for Business Enterprises”, the “Circular on Issuing Interpretation No. 16 of Accounting Standards for Business Enterprises” in 2022. The Group and the Company have adopted the above circulars and Q&A in preparing the financial statements for the year ended 31 December 2022. The revisions have no significant impacts on the financial statements of the Group and the Company.

### (29) 重要會計政策變更

財政部於2021年頒佈了《關於印發〈企業會計準則解釋第15號〉的通知》，並於2022年頒佈了《企業會計準則實施問答》及《關於印發〈企業會計準則解釋第16號〉的通知》等文件。本集團及本公司已採用上述通知和實施問答編製2022年度財務報表，上述修訂對本集團及本公司財務報表無重大影響。

## 3 TAXATION

## 三 稅項

(1) The main categories and rates of taxes applicable to the Group are set out below:

(1) 本集團適用的主要稅種及其稅率列示如下：

Category 稅種	Tax base 計稅依據	Tax rate 稅率
Enterprise income tax (a) 企業所得稅(a)	Taxable income 應納稅所得額	15% 15%
Value-added tax (“VAT”) (b) 增值稅(b)	Taxable value-added amount (Tax payable is calculated using the taxable sales amount multiplied by the applicable tax rate less deductible VAT input of the current period) 應納稅增值額(應納稅額按應納稅銷售額乘以適用稅率扣除當期允許抵扣的進項稅後的餘額計算)	3%, 5%, 6%, 9% or 13% 3%、5%、6%、 9%或13%
City maintenance and construction tax 城市維護建設稅	Taxable amounts of VAT 繳納的增值稅稅額	5% or 7% 5%或7%
Educational surcharge 教育費附加	Taxable amounts of VAT 繳納的增值稅稅額	3% 3%
Local educational surcharge 地方教育費附加	Taxable amounts of VAT 繳納的增值稅稅額	2% 2%

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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### 3 TAXATION (Continued)

(1) The main categories and rates of taxes applicable to the Group are set out below: (Continued)

- (a) Pursuant to the “Notice on the Policies of Income Tax Preferences for Enterprises in Hainan Free Trade Port” (Cai Shui [2020] No. 31) jointly issued by the Department of Finance of Hainan Province and the Hainan Province Tax Service of State Taxation Administration, the Group is subject to enterprise income tax at the preferential rate of 15% from 1 January 2020 to 31 December 2024.

Pursuant to the provisions including the “Circular on Enterprise Income Tax Policy concerning Deductions for Equipment and Appliances” (Cai Shui [2018] No. 54) and the “Announcement on Extending the Implementation Period of Certain Preferential Tax Policies” (Cai Shui [2021] No. 6) issued by the State Taxation Administration, during the period from 1 January 2018 to 31 December 2023, newly purchased equipment with the original cost less than RMB5 million can be fully deducted against taxable profit in the next month after the asset is put into use, instead of being depreciated annually for tax filing.

- (b) Pursuant to the “Announcement on Relevant Policies for Deepening the Value-Added Tax” Reform and (Announcement by MOF, STA and GAC Haiguan [2019] No. 39) jointly issued by the Ministry of Finance, the State Taxation Administration and the General Administration of Customs, since 1 April 2019, the VAT rates were 13%, 9% and 6% for the Group’s tangible movable property rental income and labour income, the real estate rental income, and service income and franchise income respectively. The Group’s revenue from leasing the real estate that was obtained on or before 30 April 2016 was subject to simplified method of taxation, with an applicable VAT rate of 5%. The Group’s revenue from warehouse service and stevedoring service was also subject to simplified method of taxation, with an applicable VAT rate of 3%.

Pursuant to the “Announcement on VAT Policies for Promoting the Bailout and Development of Vulnerable Industries in the Service Sector” (Announcement by MOF and STA No.87 of 2019) and the relevant regulations issued by Ministry of Finance and the State Taxation Administration, the Company and its subsidiaries, as service companies, qualifies for additional 10% deduction of input VAT from output VAT from 1 April 2019 to 31 December 2022.

### 三 稅項(續)

(1) 本集團適用的主要稅種及其稅率列示如下：(續)

- (a) 根據海南省財政廳、國家稅務總局海南省稅務局頒佈的《關於海南自由貿易港企業所得稅優惠政策的通知》(財稅[2020]31號)及相關規定，本集團在2020年1月1日至2024年12月31日的期間內，減按15%的稅率徵收企業所得稅。

根據國家稅務總局頒佈的《關於設備、器具扣除有關企業所得稅政策的通知》(財稅[2018]54號)及《關於延長部分稅收優惠政策執行期限的公告》(財稅[2021] 6號)等及相關規定，本集團在2018年1月1日至2023年12月31日的期間內，新購買的低於人民幣500萬元的設備可於資產投入使用的次月一次性計入當期成本費用，在計算應納稅所得額時扣除，不再分年度計算折舊。

- (b) 根據財政部、國家稅務總局、海關總署頒佈的《關於深化增值稅改革有關政策的公告》(財政部稅務總局海關總署公告2019年第39號)及相關規定，自2019年4月1日起，本集團的有形動產租賃收入和勞務收入適用的增值稅的稅率為13%；不動產租賃收入適用的增值稅的稅率為9%；服務費收入和特許經營權收入適用的增值稅的稅率為6%；本集團出租其2016年4月30日或之前取得的不動產獲得的租賃收入採用簡易徵收，適用的增值稅稅率為5%；本集團的倉儲服務收入和裝卸搬運服務收入採用簡易徵收，適用的增值稅稅率為3%。

根據財政部、稅務總局頒佈的《關於明確生活性服務業增值稅加計抵減政策的公告》(財政部稅務總局公告[2019]87號)及相關規定，自2019年4月1日至2022年12月31日，允許生產、生活性服務業納稅人按照當期可抵扣進項稅額加計10%，抵減應納稅額。

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

#### (1) Cash in bank and on hand

### 四 合併財務報表項目附註

#### (1) 貨幣資金

		<b>31 December 2022 2022年 12月31日</b>	31 December 2021 2021年 12月31日
Cash on hand	庫存現金	<b>42,858</b>	43,135
Cash in bank	銀行存款	<b>119,384,215</b>	177,419,225
Deposit in finance company (a)	財務公司存款(a)	-	173,305,625
		<b>119,427,073</b>	350,767,985
Less: Provision for credit impairment losses (a)	減：信用減值損失準備(a)	-	(138,644,500)
Cash in bank and on hand	貨幣資金	<b>119,427,073</b>	212,123,485
Including: Deposits that cannot be readily drawn on demand	其中：不能隨時用於支付的存款	-	(34,661,125)
Cash and cash equivalents	現金及現金等價物	<b>119,427,073</b>	177,462,360

(a) On 31 December 2021, the Group's deposit with HNA Group Finance Co., Ltd. ("HNA Finance Company") was RMB173,305,625. HNA Finance Company suffered significant financial difficulties and was included in the HNA Group Substantial Consolidated Restructuring in March 2021. The Group estimated the credit losses for this deposit to be approximately RMB138,644,500. Hainan High Court ruled on the completion of the HNA Group Substantial Consolidated Restructuring in April 2022. According to the outcome of the restructuring plan, the Group will receive cash of RMB90,000 and trust units with a fair value of approximately RMB34,643,125, the excess of the value of assets retrieved over the net carrying amount of the deposit in HNA Finance Company of RMB34,661,125 amounting to approximately RMB72,000 was recognised as income from restructuring (Note 4(37)).

(a) 於2021年12月31日，本集團存放於海航集團財務有限公司（「海航財務公司」）款項為人民幣173,305,625元，因海航財務公司發生重大財務困難，並於2021年3月被納入海航集團實質合併重整，本集團預計該貨幣資金的信用減值損失約為人民幣138,644,500元。於2022年4月，海南高院裁定海航集團實質合併重整完成。根據重整結果，本集團就存放於海航財務公司人民幣173,305,625元之存款獲得人民幣90,000元的現金以及公允價值約為人民幣34,643,125元的海航集團破產重整專項服務信託份額，上述償債資產的公允價值與本集團存放於海航財務公司貨幣資金賬面淨值人民幣34,661,125元的差異約人民幣72,000元計入債務重組收益(附註四(37))。

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (2) Financial assets held for sale

		<b>31 December 2022 2022年 12月31日</b>	31 December 2021 2021年 12月31日
Investments in equity instruments held for sale	交易性權益工具投資		
- Stocks of Hainan Airport	- 海南機場	<b>14,803,041</b>	13,476,286
- Stocks of Hainan Airlines	- 海南航空	<b>13,473,692</b>	13,358,123
		<b>28,276,733</b>	26,834,409

(a) The fair value of the investments in equity instruments held for sale is determined based on the closing price quoted on Shanghai Stock Exchange on the last trading day of the year.

(a) 該交易性權益工具投資的公允價值根據上海證券交易所年度最後一個交易日收盤價確定。

#### (3) Accounts receivable

		<b>31 December 2022 2022年 12月31日</b>	31 December 2021 2021年 12月31日
Accounts receivable by nature	應收賬款按性質劃分		
- From aeronautical services	- 來自於航空性收入	<b>99,113,811</b>	132,563,184
- From non-aeronautical services	- 來自於非航空性收入	<b>280,646,316</b>	320,837,689
		<b>379,760,127</b>	453,400,873
Less: Provision for bad debts	減：壞賬準備	<b>(112,494,567)</b>	(143,925,977)
		<b>267,265,560</b>	309,474,896

Credit terms granted to customers by the Group are with a general term ranging from 1 to 3 months.

本集團給予商業客戶的信用期間一般為1至3個月。



# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (3) Accounts receivable (Continued)

(a) The ageing analysis of accounts receivable based on the dates of recognition, is set out as follows:

		31 December 2022 2022年 12月31日	31 December 2021 2021年 12月31日
Within 90 days	90天以內	210,796,481	275,961,954
91-180 days	91天至180天	32,858,608	19,932,981
181-365 days	181天至365天	39,427,881	31,261,918
Over 365 days	365天以上	96,677,157	126,244,020
		<b>379,760,127</b>	453,400,873

#### (b) Provision for bad debts

For accounts receivable, regardless of whether there exists the significant financing component, the Group measures the loss provision according to the ECL of the lifetime. As at 31 December 2022 and 2021, accounts receivable amounting to RMB72,926,605 from Company A, originally included in the portfolio, was overdue, Company A was insolvent and in operating difficulty, has been involved in several litigations, its bank accounts were frozen. The Group evaluated and calculated the present value of future cash flows under different scenarios and compared the contractual cash flow of the receivable, the difference of RMB69,280,275 is recognised as provision for bad debts.

### 四 合併財務報表項目附註(續)

#### (3) 應收賬款(續)

(a) 應收賬款按其入賬日期的賬齡分析如下：

#### (b) 壞賬準備

本集團對於應收賬款，無論是否存在重大融資成分，均按照整個存續期的預期信用損失計量損失準備。於2022年12月31日和2021年12月31日，原計入組合中的A公司款項人民幣72,926,605元，已逾期且該公司已處於資不抵債且經營困難狀態，並涉及數項訴訟、銀行賬戶已被凍結，因此本集團針對該筆款項評估了不同場景下預計可能回收的現金流量，並根據其與合同應收的現金流量之間差額的現值，計提壞賬準備餘額人民幣69,280,275元。

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (3) Accounts receivable (Continued)

##### (b) Provision for bad debts (Continued)

(i) As at 31 December 2022, accounts receivable with amounts that are individually subject to separate assessment for provision are analysed as follows:

		31 December 2022 2022年12月31日		
		Ending balance 賬面餘額	Provision for bad debts 壞賬準備	
		Amount 金額	Lifetime ECL rate 整個存續期 預期信用損失率	Amount 金額
Company A	公司A	72,926,605	95.0%	(69,280,275)
Other	其他	3,702,328	99.0%	(3,666,903)
		<b>76,628,933</b>		<b>(72,947,178)</b>

Accounts receivable that are subject to provision for bad debts on the grouping basis are analysed as follows:

		31 December 2022 2022年12月31日		
		Ending balance 賬面餘額	Provision for bad debts 壞賬準備	
		Amount 金額	Lifetime ECL rate 整個存續期 預期信用損失率	Amount 金額
Group one	組合一	98,432,702	9.4%	(9,297,956)
Group two	組合二	169,915,121	17.8%	(30,222,232)
Group three	組合三	34,783,371	0.1%	(27,201)
		<b>303,131,194</b>		<b>(39,547,389)</b>

### 四 合併財務報表項目附註(續)

#### (3) 應收賬款(續)

##### (b) 壞賬準備(續)

(i) 於2022年12月31日，單項計提壞賬準備的應收賬款分析如下：

組合計提壞賬準備的應收賬款分析如下：

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (3) Accounts receivable (Continued)

##### (b) Provision for bad debts (Continued)

(ii) As at 31 December 2021, accounts receivable with amounts that are individually subject to separate assessment for provision are analysed as follows:

### 四 合併財務報表項目附註(續)

#### (3) 應收賬款(續)

##### (b) 壞賬準備(續)

(ii) 於2021年12月31日，單項計提壞賬準備的應收賬款分析如下：

		31 December 2021 2021年12月31日		
		Ending balance 賬面餘額	Provision for bad debts 壞賬準備	
		Amount 金額	Lifetime ECL rate 整個存續期 預期信用損失率	Amount 金額
Company A	公司A	72,926,605	95.0%	(69,280,275)
Other	其他	6,160,834	97.9%	(6,029,830)
		79,087,439		(75,310,105)
Companies within the scope of Restructuring HNA Group Substantial Consolidated:		海航集團實質合併重整 範圍內公司：		
Company B	公司B	23,320,986	80.0%	(18,656,789)
Company C	公司C	17,826,933	80.0%	(14,261,546)
Others	其他	16,598,877	80.0%	(13,279,102)
		57,746,796		(46,197,437)
		136,834,235		(121,507,542)

Accounts receivable that are subject to provision for bad debts on the grouping basis are analysed as follows:

組合計提壞賬準備的應收賬款分析如下：

		31 December 2021 2021年12月31日		
		Ending balance 賬面餘額	Provision for bad debts 壞賬準備	
		Amount 金額	Lifetime ECL rate 整個存續期 預期信用損失率	Amount 金額
Group one	組合一	125,239,522	2.3%	(2,870,760)
Group two	組合二	186,856,260	10.5%	(19,543,990)
Group three	組合三	4,470,856	0.1%	(3,685)
		316,566,638		(22,418,435)

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
(All amounts in RMB Yuan unless otherwise stated) (除特別註明外，金額單位為人民幣元)

### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (3) Accounts receivable (Continued)

##### (b) Provision for bad debts (Continued)

(iii) During the year, the provision of bad debts charged to profit or loss amounted to RMB28,159,491, the provision reversed accounts amounted to RMB17,043,222 which is related to accounts receivable of RMB52,843,307 having been collected or expected loss rate reduced.

#### (4) Prepayments

As at 31 December 2022 and 2021, the ageing of prepayments was within 1 year.

#### (5) Other receivables

### 四 合併財務報表項目附註(續)

#### (3) 應收賬款(續)

##### (b) 壞賬準備(續)

(iii) 本年度計提的壞賬準備金額為人民幣28,159,491元，其中收回或轉回的壞賬準備金額為人民幣17,043,222元，相應的賬面餘額為人民幣52,843,307元。

#### (4) 預付款項

於2022年及2021年12月31日，預付款項的賬齡均在一年以內。

#### (5) 其他應收款

		31 December 2022 2022年 12月31日	31 December 2021 2021年 12月31日
Receivables of restructuring debt	應收重整債權款	520,000	8,828,582
Luggage compensation paid on behalf of and due from airlines	應收航空公司代墊行李賠償款	1,365,523	4,230,460
Other current accounts	其他往來款	44,188,357	44,722,195
		<b>46,073,880</b>	57,781,237
Less: Provision for bad debts	減：壞賬準備	(908,630)	(2,856,008)
		<b>45,165,250</b>	54,925,229

(a) The ageing of other receivables is analysed as follows:

(a) 其他應收款賬齡分析如下：

		31 December 2022 2022年 12月31日	31 December 2021 2021年 12月31日
Within one year	一年以內	4,364,273	51,965,907
Over one year	一年以上	41,709,607	5,815,330
		<b>46,073,880</b>	57,781,237



# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

- (5) Other receivables (Continued)  
(b) Movements in provision for losses and their carrying amounts

### 四 合併財務報表項目附註(續)

- (5) 其他應收款(續)  
(b) 損失準備及其賬面餘額變動表

		Stage 1 第一階段		Stage 3 第三階段		Total 合計
		12-month ECL (group) 未來12個月內 預期信用損失(組合)	Provision for bad debts 壞賬準備	Lifetime ECL (credit impaired) 整個存續期 預期信用損失(已發生信用減值)	Provision for bad debts 壞賬準備	
		Ending balance 賬面餘額	Provision for bad debts 壞賬準備	Ending balance 賬面餘額	Provision for bad debts 壞賬準備	Provision for bad debts 壞賬準備
31 December 2021	2021年12月31日	48,806,371	(2,338,981)	8,974,866	(517,027)	(2,856,008)
Additions	本年新增的款項	4,234,273	(753,136)	-	-	(753,136)
Decreases	本年減少的款項	(6,966,764)	2,183,487	(8,974,866)	517,027	2,700,514
<b>31 December 2022</b>	<b>2022年12月31日</b>	<b>46,073,880</b>	<b>(908,630)</b>	<b>-</b>	<b>-</b>	<b>(908,630)</b>

As at 31 December 2022 and 2021, the Group has no other receivables at Stage 2.

於2022年12月31日及2021年12月31日，本集團不存在處於第二階段的其他應收款。

### (6) Other current assets

### (6) 其他流動資產

		31 December 2022 2022年 12月31日	31 December 2021 2021年 12月31日
VAT to be deducted	待抵扣增值稅	8,669,476	8,191,925
Other taxes prepaid	預繳其他稅費	588,401	318,804
		<b>9,257,877</b>	8,510,729

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (7) Long-term equity investments Associates – Unlisted companies

### 四 合併財務報表項目附註(續)

#### (7) 長期股權投資 聯營企業 – 非上市公司

		31 December 2021	Movements for the current year 本年增減變動 Share of net loss under equity method (Note 4(37)) 按權益法 調整的淨虧損 (附註四(37))	31 December 2022
		2021年 12月31日		2022年 12月31日
HNA Airport Holdings (Group) Company Limited (“HNA Airport Holdings”) (a)	海航機場控股(集團)有限公司(「海航機場控股」)(a)	-	-	-
Hainan Konggang Intelligence City Investment Operation Company Limited (“Hainan Konggang”)	海南空港智慧城市投資運營有限責任公司(「海南空港」)	12,848,969	(4,499,475)	8,349,494
		12,848,969	(4,499,475)	8,349,494

(a) The place of incorporation and business of HNA Airport Holdings and its subsidiaries (the “HNA Airport Holdings Group”) are in the PRC, and there is no business transaction between the Group and HNA Airport Holdings Group. Please refer to Note 6(2) for related information of interests in associates.

The Group’s long-term equity investment in HNA Airport Holdings has been written down to zero and there is an unrecognised net investment loss. In December 2022, HNA Airport Holding Group disposed of its association Hainan Island Airport Development and Construction Co., Ltd.\* (海南海島臨空開發建設有限公司) (“Island Airport”), the other comprehensive income and capital surplus related to Island Airport were transferred out to retained earnings and profit or loss according to their different nature. Accordingly, the Group shared these changes in the equity of HNA Airport Holdings Group, the Group’s other comprehensive losses of RMB33,148,756 were transferred to retained earnings of RMB47,223,185 and investment income of RMB14,074,429 respectively, the Group’s capital surplus of RMB45,228,775 was transferred to investment losses, resulting in the net investment loss of RMB31,154,346.

(a) 海航機場控股及其子公司(「海航機場控股集團」)的註冊地及主要經營地均在中國境內，與本集團無業務上的往來。在聯營企業中的權益相關信息見附註六(2)。

本集團對海航機場控股的長期股權投資已沖減至零並存在未確認的投資淨損失。於2022年12月，海航機場控股集團處置了其聯營公司海南海島臨空開發建設有限公司(「海島臨空」)，將原確認與海島臨空相關的其他綜合收益及資本公積按照其性質分別結轉至留存收益和當期損益；相應的，本集團同步將累計確認與海島臨空相關的其他綜合虧損人民幣33,148,756元分別結轉至留存收益人民幣47,223,185元和當期投資收益人民幣14,074,429元，將資本公積45,228,775元結轉至當期投資虧損，合計對本年度投資淨損失為人民幣31,154,346元。

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

### 四 合併財務報表項目附註(續)

#### (8) Other non-current financial assets

#### (8) 其他非流動金融資產

		<b>31 December 2022 2022年 12月31日</b>	31 December 2021 2021年 12月31日
HNA Group Bankruptcy Reorganization Special Service Trust (Note 4(37))	海航集團破產重整專項服務信託 (附註四(37))	<b>49,057,863</b>	-

#### (9) Investment properties

#### (9) 投資性房地產

		<b>Buildings 房屋建築物</b>	<b>Land use rights 土地使用權</b>	<b>Total 合計</b>
Cost	原價			
<b>31 December 2021 and 31 December 2022</b>	<b>2021年12月31日及 2022年12月31日</b>	<b>1,773,110,236</b>	<b>38,747,603</b>	<b>1,811,857,839</b>
Accumulated depreciation	累計折舊			
31 December 2021	2021年12月31日	(168,533,312)	(3,463,694)	(171,997,006)
Increase in the current year	本年增加	(51,189,304)	(552,661)	(51,741,965)
<b>31 December 2022</b>	<b>2022年12月31日</b>	<b>(219,722,616)</b>	<b>(4,016,355)</b>	<b>(223,738,971)</b>
Carrying amount	賬面價值			
<b>31 December 2022</b>	<b>2022年12月31日</b>	<b>1,553,387,620</b>	<b>34,731,248</b>	<b>1,588,118,868</b>
31 December 2021	2021年12月31日	1,604,576,924	35,283,909	1,639,860,833

(a) As at 31 December 2022, the investment properties of the Group were mainly the mall and parking lot of the Terminal Complex Project, the land use right certificates and property certificates are not yet obtained. The management is of the view that the building and land without title certificates will not have a significant impact to the operating activities of the Group.

(a) 於2022年12月31日，本集團的投資性房地產主要為站前綜合體項目中的商場和停車樓，其土地使用權證和房屋產權證尚在辦理中。本集團管理層認為該等未取得權證的房屋和土地不會對本集團的經營活動產生重大的影響。

(b) As at 31 December 2022, the Company's investment properties with carrying amount of RMB487,724,460 (original cost of RMB500,580,976) were pledged for the Group's borrowings (31 December 2021: carrying amount of RMB496,943,223 and original cost of RMB500,580,976) (Note 8(6)(b)).

(b) 於2022年12月31日，本公司賬面價值為人民幣487,724,460元(原價人民幣500,580,976元)的投資性房地產(2021年12月31日，賬面價值為人民幣496,943,223元，原價人民幣500,580,976元)作為本集團借款(附註八(6)(b))抵押物。

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (10) Fixed assets

### 四 合併財務報表項目附註(續)

#### (10) 固定資產

		Buildings 房屋及建築物	Machinery and equipment 機器設備	Motor vehicles 運輸工具	Office equipment and others 辦公設備及其他	Total 合計
Cost	原價					
31 December 2021	2021年12月31日	7,414,708,809	730,261,532	188,823,384	247,316,180	8,581,109,905
Increase in the current year	本年增加					
Purchase	購置	18,162,760	11,406,254	10,961,953	5,289,566	45,820,533
Decrease in the current year	本年減少					
Disposal and other decrease	處置及其他減少	(15,000)	(1,098,190)	(2,882,021)	(5,831,717)	(9,826,928)
<b>31 December 2022</b>	<b>2022年12月31日</b>	<b>7,432,856,569</b>	<b>740,569,596</b>	<b>196,903,316</b>	<b>246,774,029</b>	<b>8,617,103,510</b>
Accumulated depreciation	累計折舊					
31 December 2021	2021年12月31日	(737,816,721)	(90,915,780)	(44,292,108)	(184,224,536)	(1,057,249,145)
Increase in the current year	本年增加					
Depreciation (a)	計提(a)	(188,881,664)	(47,467,181)	(17,718,236)	(24,611,509)	(278,678,590)
Decrease in the current year	本年減少					
Disposal and other decrease	處置及其他減少	9,133	1,037,423	2,670,856	3,022,613	6,740,025
<b>31 December 2022</b>	<b>2022年12月31日</b>	<b>(926,689,252)</b>	<b>(137,345,538)</b>	<b>(59,339,488)</b>	<b>(205,813,432)</b>	<b>(1,329,187,710)</b>
Carrying amount	賬面價值					
<b>31 December 2022</b>	<b>2022年12月31日</b>	<b>6,506,167,317</b>	<b>603,224,058</b>	<b>137,563,828</b>	<b>40,960,597</b>	<b>7,287,915,800</b>
31 December 2021	2021年12月31日	6,676,892,088	639,345,752	144,531,276	63,091,644	7,523,860,760

(a) In the current year, the depreciation charged to cost of sales and general and administrative expenses amounted to RMB276,348,511 and RMB2,330,079 (2021: RMB121,487,520 and RMB2,625,416) respectively.

(a) 本年度計入營業成本及管理費用的折舊分別為人民幣276,348,511元及人民幣2,330,079元(2021年度：人民幣121,487,520元及人民幣2,625,416元)。



# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (10) Fixed assets (Continued)

- (b) As at 31 December 2022, the carrying amount of international terminal building and its ancillary projects was RMB152,521,647 (31 December 2021: RMB159,785,012). The property title certificates of the international terminal building are jointly held by the Company and Haikou Meilan.

As at 31 December 2022, the carrying amount of the west gallery expansion project, hotel and aviation museum operated by the Group in the Terminal Complex Project was RMB1,075,493,623 (31 December 2021: RMB1,111,025,440). The Company is in the process of applying for the property title certificates. Management is of the view that there are no substantive obstacles to obtain such property rights and the property without a title certificate will not have a significant impact to the Group's operating activities.

As at 31 December 2022, the Group was applying for property title certificates for all buildings included in the Phase II Expansion Project.

- (c) As at 31 December 2022, the buildings with carrying amount of RMB4,981,742,347 (original cost of RMB5,549,689,867) have been pledged as collateral for the Group's borrowings (31 December 2021: carrying amount of RMB5,151,681,485 (original cost of RMB5,549,689,867) (Note 8(6)(b)).

### 四 合併財務報表項目附註(續)

#### (10) 固定資產(續)

- (b) 於2022年12月31日，國際航站樓及配套工程的資產賬面價值為人民幣152,521,647元(2021年12月31日：人民幣159,785,012元)，其對應的房屋產權證為與海口美蘭共有。

於2022年12月31日，航站樓西指廊擴充工程、酒店和站前綜合體中的自營物業航空館的資產賬面價值為人民幣1,075,493,623元(2021年12月31日：人民幣1,111,025,440元)，其房屋產權證尚在辦理中。本集團管理層認為該等產權證辦理並無實質性障礙，亦不會對本集團的運營造成重大不利影響。

於2022年12月31日，二期擴建項目範圍內的所有建築物的房產權證尚在辦理中。

- (c) 於2022年12月31日，本集團賬面價值為人民幣4,981,742,347元(原價人民幣5,549,689,867元)的房屋建築物(2021年12月31日，賬面價值為人民幣5,151,681,485元，原價人民幣5,549,689,867元)作為本集團借款(附註八(6)(b))的抵押物。

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (11) Right-of-use assets

		Buildings 房屋及建築物	Machinery and equipment 機器設備	Motor vehicles 運輸工具	Office equipment and others 辦公設備及其他	Total 合計
Cost	原價					
<b>31 December 2021 and 31 December 2022</b>	<b>2021年12月31日及 2022年12月31日</b>	<b>87,595,872</b>	<b>26,350,363</b>	<b>103,621,477</b>	<b>53,475,232</b>	<b>271,042,944</b>
Accumulated depreciation	累計折舊					
31 December 2021	2021年12月31日	(41,429,017)	(12,367,494)	(58,582,115)	(22,561,682)	(134,940,308)
Increase in the current year	本年增加					
Provision	計提	(29,456,874)	(7,968,486)	(10,439,256)	(3,993,726)	(51,858,342)
<b>31 December 2022</b>	<b>2022年12月31日</b>	<b>(70,885,891)</b>	<b>(20,335,980)</b>	<b>(69,021,371)</b>	<b>(26,555,408)</b>	<b>(186,798,650)</b>
Carrying amount	賬面價值					
<b>31 December 2022</b>	<b>2022年12月31日</b>	<b>16,709,981</b>	<b>6,014,383</b>	<b>34,600,106</b>	<b>26,919,824</b>	<b>84,244,294</b>
31 December 2021	2021年12月31日	46,166,855	13,982,869	45,039,362	30,913,550	136,102,636

### 四 合併財務報表項目附註(續)

#### (11) 使用權資產

#### (12) Intangible assets

#### (12) 無形資產

		Land use rights 土地使用權	Office software 辦公軟件	Total 合計
Cost	原價			
<b>31 December 2021 and 31 December 2022</b>	<b>2021年12月31日及 2022年12月31日</b>	<b>1,135,967,680</b>	<b>401,832</b>	<b>1,136,369,512</b>
Accumulated amortisation	累計攤銷			
31 December 2021	2021年12月31日	(69,210,345)	(186,661)	(69,397,006)
Amortisation charged in the current year (a)	本年攤銷(a)	(16,829,923)	(40,182)	(16,870,105)
<b>31 December 2022</b>	<b>2022年12月31日</b>	<b>(86,040,268)</b>	<b>(226,843)</b>	<b>(86,267,111)</b>
Carrying amount	賬面淨額			
<b>31 December 2022</b>	<b>2022年12月31日</b>	<b>1,049,927,412</b>	<b>174,989</b>	<b>1,050,102,401</b>
31 December 2021	2021年12月31日	1,066,757,335	215,171	1,066,972,506

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (12) Intangible assets (Continued)

- (a) In the current year, the amounts of amortisation of intangible assets charged to cost of sales, and general and administrative expenses were RMB16,829,923 and RMB40,182 respectively (2021: RMB5,830,291 and RMB40,182).
- (b) International terminal building and its ancillary projects were put into use in 2013 (Note 4(9)(b)). As at 31 December 2022, land use rights of the relevant projects amounted to approximately RMB38,142,772 (original cost of RMB45,078,000) (31 December 2021: land use rights of the relevant projects amounted to approximately RMB38,815,577, original cost of RMB45,078,000). The land use right certificates are currently held by Haikou Meilan, which however does not affect the use of land by the Group.

The terminal and related ancillary facilities of Phase II Expansion Project were put into use in December 2021. As of 31 December 2022, the carrying amounts of land use rights related to Phase II Expansion Project was approximately RMB904,048,347 (original cost of RMB919,371,200). The land use right certificate was held by Haikou Meilan. The management is of the view that the land without title certificates will not have a significant impact to the operating activities of the Group.

- (c) Land use rights by locations and approved land use periods are analysed as follows:

		31 December 2022 2022年 12月31日	31 December 2021 2021年 12月31日
Inside Mainland China	位於中國內地		
40-50 years	40到50年	38,607,245	40,152,077
50-70 years	50到70年	1,011,320,167	1,026,605,258
		<b>1,049,927,412</b>	1,066,757,335

- (d) As at 31 December 2022, the land use rights with carrying amount of RMB951,966,719 (original cost of RMB989,433,461) have been pledged as collateral for the Group's borrowings (31 December 2021: carrying amount of RMB966,244,605, original cost of RMB989,433,461) (Note 8(6)(b)).

### 四 合併財務報表項目附註(續)

#### (12) 無形資產(續)

- (a) 本年度計入營業成本和管理費用的無形資產的攤銷金額分別為人民幣16,829,923元以及人民幣40,182元(2021年度：人民幣5,830,291元以及人民幣40,182元)。
- (b) 美蘭機場國際航站樓及相關工程項目已於2013年投入使用(附註四(9)(b))，於2022年12月31日該工程相關的土地使用權賬面價值約為人民幣38,142,772元(原價為人民幣45,078,000元)(2021年12月31日：賬面價值約為人民幣38,815,577元，原價為人民幣45,078,000元)，土地使用權證尚由海口美蘭持有，但不影響本集團使用該土地。

美蘭機場二期擴建項目的航站樓及其附屬工程項目已於2021年12月投入使用，於2022年12月31日該工程相關的土地使用權賬面價值約為人民幣904,048,347元(原價為人民幣919,371,200元)，土地使用權證由海口美蘭持有，但不影響本集團使用該土地。

- (c) 土地使用權按所在地區及年限分析如下：

	31 December 2022 2022年 12月31日	31 December 2021 2021年 12月31日
Inside Mainland China		
40-50 years	38,607,245	40,152,077
50-70 years	1,011,320,167	1,026,605,258
	<b>1,049,927,412</b>	1,066,757,335

- (d) 於2022年12月31日，本集團賬面價值為人民幣951,966,719元(原價人民幣989,433,461元)的土地使用權(2021年12月31日，賬面價值為人民幣966,244,605元，原價人民幣989,433,461元)作為本集團借款(附註八(6)(b))的抵押物。

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (13) Deferred tax assets

##### (a) Deferred tax assets before offsetting

### 四 合併財務報表項目附註(續)

#### (13) 遞延所得稅資產

##### (a) 未經抵銷的遞延所得稅資產

		31 December 2022 2022年12月31日		31 December 2021 2021年12月31日	
		Deferred tax assets 遞延 所得稅資產	Deductible temporary differences 可抵扣 暫時性差異	Deferred tax assets 遞延 所得稅資產	Deductible temporary differences 可抵扣 暫時性差異
Deductible losses	可抵扣虧損	35,154,700	172,575,822	55,058,083	367,053,894
Credit impairment losses	信用減值損失	16,097,172	107,314,481	16,261,510	108,410,064
Changes in the fair value of financial assets at fair value through profit or loss	以公允價值計量且其變動 計入當期損益的金融資產的 公允價值變動	15,365,543	102,436,956	6,313,377	42,089,177
Lease liabilities	租賃負債	9,651,383	64,342,557	15,107,938	100,719,585
Accrued airlines subsidies	預提航線開發補貼款	1,618,146	10,787,639	1,959,150	13,061,000
Government grants related to fire equipment	消防設備政府補助	1,237,500	6,070,000	1,447,500	7,470,000
Accrued termination benefits	預提辭退福利	20,798	138,654	51,958	346,389
		<b>79,145,242</b>	<b>463,666,109</b>	96,199,516	639,150,109
Including:	其中：				
Expected to be recovered within one year (inclusive)	預計於1年內(含1年) 轉回的金額	21,679,975		22,276,094	
Expected to be recovered after one year	預計於1年後轉回的金額	57,465,267		73,923,422	
		<b>79,145,242</b>		96,199,516	



# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (13) Deferred tax assets (Continued)

##### (b) Deferred tax liabilities before offsetting

		31 December 2022 2022年12月31日		31 December 2021 2021年12月31日	
		Deferred tax liabilities 遞延 所得稅負債	Taxable temporary differences 應納稅 暫時性差異	Deferred tax liabilities 遞延 所得稅負債	Taxable temporary differences 應納稅 暫時性差異
Accelerated depreciation of fixed assets	固定資產加速折舊	116,104,591	506,727,258	4,045,221	21,294,736
Right-of-use assets	使用權資產	3,408,655	22,724,364	9,022,459	60,149,724
Rent concessions	減免租金	2,396,122	15,974,148	1,874,691	12,497,939
		<b>121,909,368</b>	<b>545,425,770</b>	14,942,371	93,942,399
Including:					
Expected to be recovered within one year (inclusive)		其中： 預計於1年內(含1年) 轉回的金額		7,722,974	
Expected to be recovered after one year		預計於1年後轉回的金額		7,219,397	
		<b>121,909,368</b>		14,942,371	

(c) Deductible temporary differences and deductible losses that are not recognised as deferred tax assets are analysed as follows:

(c) 本集團未確認遞延所得稅資產的可抵扣暫時性差異及可抵扣虧損分析如下：

		31 December 2022 2022年 12月31日	31 December 2021 2021年 12月31日
Deductible temporary differences	可抵扣暫時性差異	143,155,011	213,897,960
Deductible losses	可抵扣虧損	38,633,780	42,034,418
		<b>181,788,791</b>	255,932,378

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
(All amounts in RMB Yuan unless otherwise stated) (除特別註明外，金額單位為人民幣元)

### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (13) Deferred tax assets (Continued)

(d) Deductible losses that are not recognised as deferred tax assets will be expired in the following years:

		<b>31 December 2022 2022年 12月31日</b>	31 December 2021 2021年 12月31日
2023	2023年	-	25,054,043
2026	2026年	<b>16,980,375</b>	16,980,375
2027	2027年	<b>21,653,405</b>	-
		<b>38,633,780</b>	42,034,418

(e) The net balances of deferred tax assets and liabilities after offsetting are as follows:

		<b>31 December 2022 2022年 12月31日</b>	31 December 2021 2021年 12月31日
Deferred tax assets, net	遞延所得稅資產淨額	<b>41,834,806</b>	82,246,998
Deferred tax liabilities, net	遞延所得稅負債淨額	<b>84,598,932</b>	989,853

#### (14) Other non-current assets

		<b>31 December 2022 2022年 12月31日</b>	31 December 2021 2021年 12月31日
Advances for the land deed tax	預付契稅	<b>46,279,051</b>	46,279,051
Advances for other projects and equipment	其他預付工程及設備款	<b>304,849</b>	322,374
		<b>46,583,900</b>	46,601,425

### 四 合併財務報表項目附註(續)

#### (13) 遞延所得稅資產(續)

(d) 未確認遞延所得稅資產的可抵扣虧損將於以下年度到期：

(e) 抵銷後的遞延所得稅資產和遞延所得稅負債淨額列示如下：

#### (14) 其他非流動資產

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (15) Short-term borrowings

		<b>31 December 2022 2022年 12月31日</b>	31 December 2021 2021年 12月31日
Unsecured borrowings (a)	信用借款(a)	<b>100,000,000</b>	-

(a) As at 31 December 2022, the weighted average interest of unsecured borrowings is 3.03% per annum and the borrowings of RMB20,000,000 and RMB80,000,000 are due in February 2023 and December 2023, respectively.

#### (16) Accounts payable

The ageing analysis of accounts payable based on the dates of recognition is as follows:

		<b>31 December 2022 2022年 12月31日</b>	31 December 2021 2021年 12月31日
Within 90 days	90天以內	<b>108,738,388</b>	124,905,871
91-180 days	91天至180天	<b>24,203,659</b>	11,039,865
181-365 days	181天至365天	<b>36,520,441</b>	57,372,286
Over 365 days	365天以上	<b>192,154,694</b>	151,163,525
		<b>361,617,182</b>	344,481,547

#### (17) Contract liabilities

		<b>31 December 2022 2022年 12月31日</b>	31 December 2021 2021年 12月31日
Franchise fees	特許經營權款項	<b>12,433,168</b>	26,254,099
Fees on aircraft take-off and landing	起降費	-	175,848
		<b>12,433,168</b>	26,429,947

The carrying amount of contract liabilities of RMB26,429,947 as at 31 December 2021 were realised as revenue for the year ended 31 December 2022 (2021: RMB36,382,700).

包括在2021年12月31日賬面價值中的人民幣26,429,947元合同負債已於2022年度轉入營業收入(2021年度：人民幣36,382,700元)。

### 四 合併財務報表項目附註(續)

#### (15) 短期借款

(a) 於2022年12月31日，該短期借款的平均利率為3.03%，本金人民幣20,000,000元及人民幣80,000,000元的借款將分別於2023年2月與2023年12月到期。

#### (16) 應付賬款

應付賬款按其入賬日期的賬齡分析如下：

#### (17) 合同負債

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (18) Advances from customers

		<b>31 December 2022 2022年 12月31日</b>	31 December 2021 2021年 12月31日
Lease payments	租賃款	<b>29,159,367</b>	24,514,155

#### (19) Employee benefits payable

		<b>31 December 2022 2022年 12月31日</b>	31 December 2021 2021年 12月31日
Short-term employee benefits payable (a)	應付短期薪酬(a)	<b>72,267,561</b>	61,031,035
Defined contribution plans payable (b)	應付設定提存計劃(b)	<b>247,117</b>	97,754
Termination benefits payable (c)	應付辭退福利(c)	<b>138,654</b>	204,529
		<b>72,653,332</b>	61,333,318

#### (a) Short-term employee benefits

		31 December 2021 2021年 12月31日	Increase in the current year 本年增加	Decrease in the current year 本年減少	<b>31 December 2022 2022年 12月31日</b>
Wages and salaries, bonus, allowances and subsidies	工資、獎金、津貼和補貼	35,748,770	333,174,676	(313,803,506)	<b>55,119,940</b>
Staff welfare	職工福利費	606,169	3,935,027	(4,067,892)	<b>473,304</b>
Social security contributions	社會保險費	265,088	16,881,257	(16,799,062)	<b>347,283</b>
Including: Medical insurance	其中：醫療保險費	264,057	16,417,810	(16,340,026)	<b>341,841</b>
Work injury insurance	工傷保險費	1,031	463,447	(459,036)	<b>5,442</b>
Housing funds	住房公積金	578,133	22,978,910	(23,073,820)	<b>483,223</b>
Labour union funds and employee education funds	工會經費和職工教育經費	23,832,875	6,745,671	(14,734,735)	<b>15,843,811</b>
		61,031,035	383,715,541	(372,479,015)	<b>72,267,561</b>

### 四 合併財務報表項目附註(續)

#### (18) 預收款項

#### (19) 應付職工薪酬

#### (a) 短期薪酬



# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (19) Employee benefits payable (Continued) (b) Defined contribution plans

### 四 合併財務報表項目附註(續)

#### (19) 應付職工薪酬(續) (b) 設定提存計劃

		31 December 2022 2022年12月31日		31 December 2021 2021年12月31日	
		Amount payable 應付金額	Ending balance 年末餘額	Amount payable 應付金額	Ending balance 年末餘額
Basic pensions	基本養老保險	30,905,601	239,636	23,638,919	94,794
Unemployment insurance	失業保險費	963,823	7,481	737,091	2,960
		<b>31,869,424</b>	<b>247,117</b>	24,376,010	97,754

Monthly payments of premiums on the basic pensions and unemployment insurance are calculated according to the bases and percentage prescribed by local authorities of Ministry of Human Resource and Social Security, which cannot be used to offset those that the Group should make for employees in future periods.

本集團以當地勞動和社會保障部門規定的繳納基數和比例，按月向相關經辦機構繳納養老保險費及失業保險費，且繳納後不可用於抵減本集團未來期間應為員工交存的款項。

#### (c) Termination benefits payable

#### (c) 應付辭退福利

		31 December 2022 2022年12月31日	31 December 2021 2021年12月31日
Early retirement benefits payable	應付內退福利	138,654	346,389
Less: Termination benefits payable over one year presented in long-term employee benefits payable	減：列示於長期應付職工薪酬的一年以上應付內退福利	-	(141,860)
		<b>138,654</b>	204,529

#### (20) Taxes payable

#### (20) 應交稅費

		31 December 2022 2022年12月31日	31 December 2021 2021年12月31日
Enterprise income tax payable	應交企業所得稅	147,464,652	317,279,628
VAT payable	應交增值稅	59,121,925	66,571,891
Property tax payable	應交房產稅	14,667,040	4,668,555
Individual income tax payable	應交個人所得稅	5,594,950	4,503,010
Others	其他	15,707,219	15,661,470
		<b>242,555,786</b>	408,684,554

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (21) Other payables

### 四 合併財務報表項目附註(續)

#### (21) 其他應付款

		<b>31 December 2022 2022年 12月31日</b>	31 December 2021 2021年 12月31日
Construction fee payable and warranty (a)	應付設備工程款及工程質保金(a)	<b>1,731,865,818</b>	1,797,629,169
Amounts due to HNA Group (b)	應付海航集團往來款項(b)	<b>257,147,000</b>	-
Amounts due to related parties (b)	應付關聯方款項(b)	<b>133,269,874</b>	489,819,807
Guarantee deposits	應付押金保證金	<b>128,260,603</b>	114,637,192
Accrued airlines subsidies	預提航線開發補貼款	<b>10,787,639</b>	13,061,000
Dividends payable	應付股利	<b>5,992,012</b>	5,992,012
Interests payable on borrowings	應付利息	<b>2,411,156</b>	53,789,391
Others	其他	<b>111,741,355</b>	142,693,378
		<b>2,381,475,457</b>	2,617,621,949

(a) As at 31 December 2022, construction fee payable and warranty mainly included: (1) payables of RMB318,600,488 for the Terminal Complex Project; (2) payables of RMB1,325,708,853 representing construction fee having been paid or will be paid by Haikou Meilan on behalf of the Group to constructors (Note 8(6)(b)).

(b) As at 31 December 2022, amounts due to related parties mainly included: (1) current accounts payable of RMB50,858,000 (31 December 2021: RMB308,005,000), which were interest free and unsecured; (2) amounts of RMB82,411,874 received by the Company on behalf of Haikou Meilan (31 December 2021: RMB181,814,807).

Consequent to the completion of HNA Group Substantial Consolidated Restructuring in April 2022, HNA Group is no longer a related party of the Group. Accordingly, the amounts due to related parties of RMB257,147,000 were recorded as payables to third parties.

(a) 於2022年12月31日，應付設備工程款主要：(1) 站前綜合體建設項目的工程款為人民幣318,600,488元；(2) 如附註八(6)(b)所述，本集團應付海口美蘭代墊的和以後期間通過海口美蘭向建築商支付的工程款為人民幣1,325,708,853元。

(b) 於2022年12月31日，本集團應付關聯方款項包括：(1) 應付往來款人民幣50,858,000元(2021年12月31日：人民幣308,005,000元)，該款項無息、無抵押；(2) 應付海口美蘭其他暫收款人民幣82,411,874元(2021年12月31日：人民幣181,814,807元)。

依據海航集團實質合併重整計劃執行情況，海航集團於2022年4月不再為本集團的關聯方公司，相應地，原應付關聯方往來款人民幣257,147,000元列示為應付第三方往來款項。

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (22) Other current liabilities

		<b>31 December 2022 2022年 12月31日</b>	31 December 2021 2021年 12月31日
Provision for Joint Repayment Commitment (Note 8(6)(b))	共同還款承諾準備(附註八(6)(b))	<b>2,624,949</b>	2,585,600
Output VAT to be recognised	待轉銷項稅額	<b>681,658</b>	1,585,796
		<b>3,306,607</b>	4,171,396

### 四 合併財務報表項目附註(續)

#### (22) 其他流動負債

#### (23) Non-current liabilities due within one year

		<b>31 December 2022 2022年 12月31日</b>	31 December 2021 2021年 12月31日
Current portion of long-term payables (Note 4(25))	一年內到期的長期應付款(附註四(25))	<b>788,469,802</b>	771,377,904
Current portion of lease liabilities (Note 4(24))	一年內到期的租賃負債(附註四(24))	<b>64,342,557</b>	82,952,635
Syndicated Loan for the Phase II Expansion Project (Note 8(6)(b))	二期擴建項目專項銀團貸款(附註八(6)(b))	<b>1,944,000,000</b>	1,944,000,000
		<b>2,796,812,359</b>	2,798,330,539

#### (23) 一年內到期的非流動負債

#### (24) Lease liabilities

		<b>31 December 2022 2022年 12月31日</b>	31 December 2021 2021年 12月31日
Lease liabilities	租賃負債	<b>64,342,557</b>	148,218,902
Less: Current portion of lease liabilities (Note 4(23))	減：一年內到期的租賃負債(附註四(23))	<b>(64,342,557)</b>	(82,952,635)
		-	65,266,267

#### (24) 租賃負債

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (24) Lease liabilities (Continued)

(a) Lease liabilities are the balance of the Group's minimum lease payments after deducting unrecognised finance charge.

### 四 合併財務報表項目附註(續)

#### (24) 租賃負債(續)

(a) 租賃負債為本集團最低租賃付款額扣除未確認融資費用後的餘額。

		<b>31 December 2022 2022年 12月31日</b>	31 December 2021 2021年 12月31日
Payables to Haikou Meilan	應付海口美蘭	<b>64,342,557</b>	100,719,585
Payables to Dongyin Finance Leasing (Tianjin) Co., Ltd.	應付東銀融資租賃(天津)有限公司	-	43,531,890
Payables to Jiangsu Finance Leasing Co., Ltd.	應付江蘇金融租賃有限公司	-	3,866,455
Payables to Canon (China) Co., Ltd.	應付佳能(中國)有限公司	-	100,972
		<b>64,342,557</b>	148,218,902

(b) As at 31 December 2022, future cash outflows to which the Group was potentially exposed that were not included in the lease liabilities comprise the following: the future minimum lease payments of short-term leases and low-value asset leases contracts adopting the practical expedient according to the new lease standard were RMB664,452 (31 December 2021: RMB963,723), and both of which will be paid within one year.

(b) 於2022年12月31日，本集團未納入租賃負債，但將導致未來潛在現金流出的事項為按新租賃準則進行簡化處理的短期租賃和低價值資產租賃合同的未來最低應支付租金為人民幣664,452元(2021年12月31日：人民幣963,723元)，均為一年內支付。

#### (25) Long-term payables

#### (25) 長期應付款

		<b>31 December 2022 2022年 12月31日</b>	31 December 2021 2021年 12月31日
Payables to related parties (a)	應付關聯方款項(a)	<b>774,133,098</b>	774,133,098
Deposit payable (b)	應付押金(b)	<b>39,019,416</b>	39,019,416
Payables for entrusted loans (c)	應付委託貸款(c)	-	18,392,556
		<b>813,152,514</b>	831,545,070
Less: Current portion of payables to related parties (Note 4(23))	減：一年內到期的關聯方款項(附註四(23))	<b>(774,133,098)</b>	(743,004,125)
Less: Current portion of deposit (Note 4(23))	減：一年內到期的應付押金(附註四(23))	<b>(14,336,704)</b>	(12,578,429)
Less: Current portion of entrusted loans (Note 4(23))	減：一年內到期的委託貸款(附註四(23))	-	(15,795,350)
		<b>(788,469,802)</b>	(771,377,904)
		<b>24,682,712</b>	60,167,166



# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (25) Long-term payables (Continued)

- (a) As at 31 December 2022, amounts due to related parties (Note 8(5)(f)) are interest-free and unsecured. Certain amounts, which have no specific term agreed are classified as current portion of long-term payables.
- (b) The deposit payable represents the deposit temporarily received for entering into the management agreement between the Group and the third-party company for lease of the parking lot of the Group. The lease term is 10 years starting from 1 December 2018. According to the agreement, the Group should return the deposits by instalments during the lease period.
- (c) In February 2022, the Group early repaid the principal and interest of all entrusted loans.

#### (26) Deferred revenue

### 四 合併財務報表項目附註(續)

#### (25) 長期應付款(續)

- (a) 於2022年12月31日，該款項為應付關聯方往來款(附註八(5)(f))，無息，無抵押。其中部分款項沒有約定具體期限，故分類為一年內到期的長期應付款。
- (b) 應付押金為本集團與一第三方公司簽訂管理協議將本集團停車場租賃予該第三方公司而暫收的押金。該租賃期限自2018年12月1日起計10年，根據協議本集團須於租賃期間分期返還暫收的押金。
- (c) 於2022年2月，本集團提前償還全部委託貸款本金和利息。

#### (26) 遞延收益

		31 December 2022 2022年 12月31日	31 December 2021 2021年 12月31日
Government grants related to assets (a)	與資產相關的政府補助(a)		
- Subsidy for Terminal Complex Project GTC	- 站前綜合體GTC補助	35,555,556	36,888,889
- Special fund for fire equipment subsidy	- 消防設備補助專項基金	6,070,000	7,470,000
- Special subsidy for inspection building	- 聯檢樓專項補助	2,100,000	2,200,000
		<b>43,725,556</b>	46,558,889

#### (a) Government grants

#### (a) 政府補助

		31 December 2021 2021年 12月31日	Amortisation charged in the current year 本年攤銷	31 December 2022 2022年 12月31日
Subsidy for Terminal Complex Project GTC	站前綜合體GTC補助	36,888,889	1,333,333	35,555,556
Special fund for fire equipment subsidy	消防設備補助專項基金	7,470,000	1,400,000	6,070,000
Special subsidy for inspection building	聯檢樓專項補助	2,200,000	100,000	2,100,000
		46,558,889	2,833,333	<b>43,725,556</b>

The above-mentioned asset-related government subsidies are amortised over the estimated useful life of the asset within 15 years, 40 years and 30 years, respectively.

上述與資產相關的政府補助分別在資產預計使用年限15年、40年和30年內攤銷。

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (27) Other non-current liabilities

		<b>31 December 2022 2022年 12月31日</b>	31 December 2021 2021年 12月31日
Advances of lease of parking lot	預收停車場租金	<b>79,045,250</b>	96,462,000
Advances of franchise fee	預收特許經營費	<b>965,615</b>	10,344,332
Others	其他	-	3,780,682
		<b>80,010,865</b>	110,587,014

#### (28) Share capital

### 四 合併財務報表項目附註(續)

#### (27) 其他非流動負債

#### (28) 股本

		<b>31 December 2022 and 31 December 2021 2022年12月31日及 2021年12月31日 (Number of shares) (股數)</b>	31 December 2022 and 31 December 2021 2022年12月31日及 2021年12月31日 (RMB) (人民幣元)
Shares held by domestic legal entities	境內法人持股		
Haikou Meilan	海口美蘭	<b>237,500,000</b>	237,500,000
HNA Group	海航集團	<b>3,512,500</b>	3,512,500
Hainan Airlines	海南航空	<b>5,287,500</b>	5,287,500
Foreign shares listed overseas	境外上市的外資股	<b>226,913,000</b>	226,913,000
		<b>473,213,000</b>	473,213,000

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (29) Capital surplus

		31 December 2021 2021年 12月31日	Increase in the current year 本年增加	Decrease in the current year 本年減少	31 December 2022 2022年 12月31日
Share premium	股本溢價	598,983,655	-	-	<b>598,983,655</b>
Other capital surplus	其他資本公積				
Share of changes in equity other than comprehensive income and profit distribution of investees under the equity method (Note 4(7))	權益法核算的被投資單位除綜合收益和利潤分配以外的其他權益變動(附註四(7))	120,177,293	45,228,775	-	<b>165,406,068</b>
Others	其他	100,500,999	-	-	<b>100,500,999</b>
		819,661,947	45,228,775	-	<b>864,890,722</b>

### 四 合併財務報表項目附註(續)

#### (29) 資本公積

#### (30) Surplus reserve

		31 December 2022 and 31 December 2021 2022年12月31日 及2021年12月31日
Statutory surplus reserve	法定盈餘公積金	<b>246,394,231</b>

#### (30) 盈餘公積

In accordance with the Company Law of the People's Republic of China and the Company's Articles of Association, the Company should appropriate 10% of net profit for the year to the statutory surplus reserve, and the Company can cease appropriation when the statutory surplus reserve accumulated to more than 50% of the registered capital. The statutory surplus reserve can be used to make up for the loss or increase the paid-in capital after approval from the appropriate authorities. No statutory surplus reserve was appropriated during the year ended 31 December 2022 and 2021 as the Company's statutory surplus reserve has accumulated to 50% of its registered capital.

根據《中華人民共和國公司法》及本公司章程，本公司按年度淨利潤的10%提取法定盈餘公積金，直至法定盈餘公積金累計額達到註冊資本的50%。法定盈餘公積金經批准後可用於彌補虧損，或者增加股本。由於法定盈餘公積金累計額已達到本公司註冊資本的50%，本公司於2022年度及2021年度均未提取法定盈餘公積金。

#### (31) Retained earnings

		2022 2022年度	2021 2021年度
Retained earnings at the beginning of the year	年初未分配利潤	<b>3,013,842,700</b>	2,248,711,127
Add: Net (loss)/profit attributable to shareholders of the Company for the current year	加：本年歸屬於母公司股東的淨(虧損)/利潤	<b>(155,298,891)</b>	765,131,573
Transferred from other comprehensive income (Note 4(7))	其他綜合收益轉入(附註四(7))	<b>(47,223,185)</b>	-
Retained earnings at the end of the year	年末未分配利潤	<b>2,811,320,624</b>	3,013,842,700

#### (31) 未分配利潤

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (32) Minority interests

Equity attributable to minority shareholders of subsidiaries

Name of subsidiaries	Minority shareholder	31 December 2022 2022年 12月31日	31 December 2021 2021年 12月31日
Haikou Meilan International Airport Cargo Co., Ltd. ("Meilan Freight") 海南美蘭國際機場貨運有限責任公司(「美蘭貨運」)	Shenxing Express Company Limited 神行速運有限公司	(2,922,865)	32,481,482

### 四 合併財務報表項目附註(續)

#### (32) 少數股東權益

歸屬於各子公司少數股東的權益

#### (33) Revenue, cost of sales, selling and distribution expenses, and general and administrative expenses

#### (33) 營業收入和營業成本、銷售費用及管理費用

Revenue	營業收入	2022 2022年度	2021 2021年度
<i>Aeronautical:</i>	<i>航空性業務：</i>		
Passenger service income	旅客服務費	158,814,739	252,465,010
Ground handling service income	地面服務費	122,099,994	164,501,372
Fees and related charges on aircraft take-off and landing	飛機起降及相關收費	80,222,211	101,613,008
		361,136,944	518,579,390
<i>Non-aeronautical:</i>	<i>非航空性業務：</i>		
Franchise income	特許經營權收入	453,939,102	667,975,213
Hotel income	酒店收入	71,931,611	91,137,084
Rental income (i)	租金收入(i)	70,150,817	64,629,776
Freight and packaging income	貨運及包裝收入	65,325,788	87,672,452
VIP room income	貴賓室收入	32,400,608	78,078,153
Other income	其他收入	86,576,754	97,640,182
		780,324,680	1,087,132,860
		1,141,461,624	1,605,712,250

(i) During the year ended 31 December 2022, the variable lease income based on a certain percentage of the lessee's sales amounted to RMB6,440,151 (2021: RMB5,616,765), the Group has no significant change in lease (2021: Nil).

(i) 2022年度，租金收入中基於承租人的銷售額的一定比例確認的可變租金為人民幣6,440,151元(2021年度：人民幣5,616,765元)。2022年度，本集團無重大的租賃變更(2021年度：無)。



# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

### 四 合併財務報表項目附註(續)

#### (33) Revenue, cost of sales, selling and distribution expenses, and general and administrative expenses (Continued)

#### (33) 營業收入和營業成本、銷售費用及管理費用(續)

Cost of sales, selling and distribution expenses and general and administrative expenses mainly include the following items:

營業成本、銷售費用及管理費用主要由以下項目構成：

		2022 2022年度	2021 2021年度
Employee salaries and benefit expenses	員工工資及福利費用	305,248,463	274,412,391
Depreciation expenses of fixed assets	固定資產折舊費用	278,678,590	124,112,936
Outsourcing and sub-contracted labour costs	勞務外包及勞務派遣費用	116,339,800	102,078,662
Airport and logistic services fee	機場及外勤綜合服務費	104,180,283	66,078,899
Depreciation of right-of-use assets	使用權資產折舊費用	51,858,342	49,998,862
Depreciation of investment properties	投資性房地產折舊費用	51,741,965	41,040,079
Repairs and maintenance	維修費用	44,919,451	73,630,307
Utilities	水電費	40,638,928	44,475,163
VIP room costs	貴賓室業務支出	26,143,831	31,987,462
Security costs	護衛隊業務支出	22,503,935	15,489,784
Amortisation of intangible assets	無形資產攤銷費用	16,870,105	5,870,473
Packaging materials	紙箱成本	4,851,123	5,051,209
Handling fees of CAAC Settlement Centre	民航清算中心手續費	3,407,703	4,063,498
Audit fees	審計師費用	2,559,955	2,138,483
- Audit services	- 審計服務	1,857,502	1,857,502
- Non-audit services	- 非審計服務	702,453	280,981
Flight delays meal allowance	航班延誤配餐費	1,355,344	7,296,823
Rental expense (i)	租賃費(i)	1,071,850	1,621,073
Travelling expenses	差旅費	281,629	645,473
Others	其他	134,992,177	141,327,151
		<b>1,207,643,474</b>	<b>991,318,728</b>

(i) As disclosed in Note 2(24), the Group directly recognised the lease payments of short-term leases and low-value leases in profit or loss amounting to RMB1,071,850 during the year ended 31 December 2022 (2021: RMB1,621,073).

(i) 如附註二(24)所述，本集團將短期租賃和低價值租賃的租金支出直接計入當期損益，2022年度金額為人民幣1,071,850元(2021年度：人民幣1,621,073元)。

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (34) Taxes and surcharges

### 四 合併財務報表項目附註(續)

#### (34) 税金及附加

		2022 2022年度	2021 2021年度
Property tax	房產稅	61,350,906	20,626,970
Land use tax	土地使用稅	3,929,392	1,122,208
City maintenance and construction tax	城市維護建設稅	2,940,135	3,903,349
Educational surcharge	教育費附加	2,228,882	2,880,346
Stamp tax	印花稅	762,886	83,389
Vehicle and vessel use tax	車船使用稅	149,032	148,704
		<b>71,361,233</b>	28,764,966

#### (35) Financial expenses

#### (35) 財務費用

		2022 2022年度	2021 2021年度
Interest expenses on bank borrowings	借款利息支出	82,533,461	127,942,253
Plus: Interest expenses on lease liabilities and entrusted loans	加：租賃負債及委託貸款利息支出	6,368,265	4,807,740
Less: Capitalised interest	減：資本化利息	-	(105,372,609)
Interest expenses	利息費用	88,901,726	27,377,384
Less: Interest income	減：利息收入	(1,495,501)	(6,524,891)
Others	其他	747,962	523,147
		<b>88,154,187</b>	21,375,640

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## 財務報表附註

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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

### 四 合併財務報表項目附註(續)

#### (36) Other income

#### (36) 其他收益

		2022	2021	Related to assets/income 與資產相關/ 與收益相關
		2022年度	2021年度	與資產相關/ 與收益相關
Additional deduction of input VAT	增值稅進項加計抵減	11,420,800	945,446	-
Subsidies from Haikou government to support the headquarters economic development	海口支持總部經濟發展的補貼	10,374,562	-	Income related 與收益相關
Amortisation of government subsidies of fire equipment, inspection building and GTC (Note 4(26)(a))	消防設施、聯檢樓及綜合交通樞紐的政府補助攤銷(附註四(26)(a))	2,833,333	2,833,333	Assets related 與資產相關
Employment training subsidy fund	就業見習補貼資金	1,583,024	145,036	Income related 與收益相關
Financial subsidies for aeronautic freight development in Hainan Province	海南省航空貨運發展財政補貼	1,004,400	-	Income related 與收益相關
Rewards to support the stability of employment	支持穩崗有關獎勵	977,737	5,436,026	Income related 與收益相關
Refund of service fees for withholding individual income tax	代扣代繳個人所得稅手續費返還	48,477	175,785	-
VAT relief related to supporting the prevention and control	支持防控有關增值稅減免	-	1,069,339	-
Others	其他	1,080,443	1,181,520	Income related 與收益相關
		<b>29,322,776</b>	11,786,485	

#### (37) Investment loss

#### (37) 投資虧損

		2022	2021
		2022年度	2021年度
Income/(losses) on debt restructuring (a)	債務重組收益/(損失) (a)	22,471,954	(17,509,217)
Investment loss from long-term equity investment in unlisted companies using equity method (Note 4(7))	權益法核算的來自非上市類公司的長期股權投資損失(附註四(7))	(35,653,821)	(7,976)
Others	其他	838,321	-
		<b>(12,343,546)</b>	(17,517,193)

There is no significant restriction on the repatriation of investment income of the Group.

本集團不存在投資收益匯回的重大限制。

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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (37) Investment loss (Continued)

- (a) In April 2022, Hainan High Court ruled on the completion of the HNA Group Substantial Consolidated Restructuring. According to the results of implementation of the above restructuring plan, the Group recognised a gain of RMB22,399,954 from receipt of cash and trust unit (Note 4(8)) as settlement of receivables/payables with the companies in the HNA Group Substantial Consolidated Restructuring.

The Group recognised an income on debt restructuring of RMB72,000 in relation to deposits of HNA Finance Company (Note 4(1)), total income from debt restructuring of the HNA Group Substantial Consolidated Restructuring amounted to RMB22,471,954.

### 四 合併財務報表項目附註(續)

#### (37) 投資虧損(續)

- (a) 於2022年4月，海南高院裁定海航集團實質合併重整計劃執行完畢。本集團根據上述重整計劃執行結果，終止確認對海航集團實質合併重整範圍公司之債權債務，同步確認現金和海航集團破產重整專項服務信託份額(附註四(8))。該等債權債務的賬面淨值與償債資產的公允價值的差額為人民幣22,399,954元。

如附註四(1)所述，本集團對海航財務公司的存款確認重整收益為人民幣72,000元，合計對納入海航集團實質合併重整公司的債務重組收益為人民幣22,471,954元。

#### (38) Provision/(Reversal) for expected credit losses

#### (38) 信用減值損失/(轉回)

		2022 2022年度	2021 2021年度
Bad debt provision for accounts receivable	應收賬款壞賬損失	11,116,269	28,874,688
Provision/(reversal) for bad debt of other receivables	其他應收款壞賬損失/(轉回)	917,468	(3,194,014)
Provision/(reversal) for expected credit losses of Joint Repayment Commitment	共同還款承諾損失/(轉回)	39,349	(186,501,400)
Bad debt provision for cash and cash equivalents	貨幣資金損失	-	647,955
		<b>12,073,086</b>	<b>(160,172,771)</b>

#### (39) Non-operating expenses

#### (39) 營業外支出

		2022 2022年度	2021 2021年度
Penalty	罰款支出	17,362,453	15,174
Others	其他	125	10,000
		<b>17,362,578</b>	<b>25,174</b>



# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
(All amounts in RMB Yuan unless otherwise stated) (除特別註明外，金額單位為人民幣元)

### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

### 四 合併財務報表項目附註(續)

#### (40) Income tax credits

#### (40) 所得稅貨項

		2022 2022年度	2021 2021年度
Current income tax calculated based on tax law and related regulations	按稅法及相關規定計算的 當期所得稅	-	-
Deferred income tax	遞延所得稅	<b>(45,793,705)</b>	(37,682,419)
		<b>(45,793,705)</b>	(37,682,419)

The reconciliation from income tax calculated based on the applicable tax rates and total (loss)/profit presented in the consolidated income statement to the income tax expenses is listed below:

將基於合併利潤表的(虧損)/利潤總額採用適用稅率計算的所得稅調節為所得稅貨項如下：

		2022 2022年度	2021 2021年度
Total (loss)/profit	(虧損)/利潤總額	<b>(236,496,943)</b>	717,868,928
Income tax expenses calculated at tax rates applicable to the Group	按本集團適用稅率計算的所得稅	<b>(35,474,541)</b>	107,680,339
Effect of change in the tax rates	稅率變動的影響	<b>(5,966,089)</b>	21,059
Investment losses recognised under equity method	按權益法確認的投資虧損	<b>5,348,073</b>	1,196
Costs, expenses and losses not deductible for tax purposes	不得扣除的成本、費用和損失	<b>1,485,194</b>	1,909,412
Additional deduction	加計扣除	<b>(64,804)</b>	(24,299)
Utilisation of deductible losses and deductible temporary differences for which no deferred tax asset was recognised in prior years (a)	使用前期未確認遞延所得稅資產的 可抵扣虧損和可抵扣暫時性差異(a)	<b>(14,152,084)</b>	(156,258,381)
Deductible losses and deductible temporary differences for which no deferred tax asset was recognised in the current period	當期未確認遞延所得稅資產的可抵扣 虧損和可抵扣暫時性差異	<b>3,030,546</b>	8,988,255
		<b>(45,793,705)</b>	(37,682,419)

(a) The Group did not recognise the deferred income tax assets with temporary difference between the carrying amount of the long-term equity investment and its tax base in prior years. During the year ended 31 December 2021, the Company transferred 24.5% equity interest in the associate HNA Airport Holdings to Hainan Ruigang Logistics Co., Ltd. ("Ruigang Logistics"), a wholly-owned subsidiary of the Company (Note 16(2)). The difference between the consideration paid and tax base of the investment of RMB1,011,715,102 was a deductible loss of the Company at the time of transfer.

(a) 本集團前期未確認長期股權投資賬面價值與計稅基礎產生暫時性差異的遞延所得稅資產，於2021年度本公司將聯營公司海航機場控股24.5%的股權轉讓給本集團子公司海南瑞港物流有限公司(「瑞港物流」)(附註十六(2))，轉讓對價與計稅基礎的差異人民幣1,011,715,102元於轉讓時予以稅前扣除。

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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(All amounts in RMB Yuan unless otherwise stated) (除特別註明外，金額單位為人民幣元)

### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (41) (Losses)/earnings per share

(a) Basic (losses)/earnings per share are calculated by dividing consolidated net (losses)/profit attributable to ordinary shareholders of the Company by weighted average number of ordinary shares outstanding:

		2022 2022年度	2021 2021年度
Consolidated net (losses)/profit attributable to ordinary shareholders of the Company (RMB)	歸屬於母公司普通股股東的合併淨(虧損)/利潤(人民幣元)	<b>(155,298,891)</b>	765,131,573
Weighted average number of ordinary shares outstanding (Share)	本公司發行在外普通股的加權平均數(股)	<b>473,213,000</b>	473,213,000
Basic (losses)/earnings per share (RMB)	基本每股(虧損)/收益(人民幣元)	<b>(0.33)</b>	1.62

(b) Diluted (losses)/earnings per share is calculated by dividing the consolidated net (losses)/profit attributable to ordinary shareholders of the Company adjusted based on the dilutive potential ordinary shares by the adjusted weighted average number of outstanding ordinary shares of the Company. As there were no dilutive potential ordinary shares in this current year (2021: Nil), diluted (losses)/earnings per share equal to basic earnings per share.

#### (42) Dividends

On 26 August 2022, the Board of Directors proposed not to distribute 2022 interim cash dividend (2021 interim cash dividend: Nil).

On 28 March 2023, the Board of Directors proposed not to distribute 2022 final cash dividend (2021 final cash dividend: Nil).

### 四 合併財務報表項目附註(續)

#### (41) 每股(虧損)/收益

(a) 基本每股(虧損)/收益以歸屬於母公司普通股股東的合併淨(虧損)/利潤除以本公司發行在外普通股的加權平均數計算：

	2022 2022年度	2021 2021年度
Consolidated net (losses)/profit attributable to ordinary shareholders of the Company (RMB)	<b>(155,298,891)</b>	765,131,573
Weighted average number of ordinary shares outstanding (Share)	<b>473,213,000</b>	473,213,000
Basic (losses)/earnings per share (RMB)	<b>(0.33)</b>	1.62

(b) 稀釋每股(虧損)/收益以根據稀釋性潛在普通股調整後的歸屬於母公司普通股股東的合併淨(虧損)/利潤除以調整後的本公司發行在外普通股的加權平均數計算。於本年度，本公司不存在具有稀釋性的潛在普通股(2021年度：無)，因此，稀釋每股(虧損)/收益等於基本每股(虧損)/收益。

#### (42) 股利

於2022年8月26日，董事會建議不分派2022年中期現金股利(2021年中期現金股利：董事會建議不分派2021年中期現金股利)。

於2023年3月28日，董事會建議不分派2022年度末期現金股利(2021年度末期現金股利：股東大會決議不分派2021年度末期現金股利)。

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
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### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

### 四 合併財務報表項目附註(續)

#### (43) Supplementary information to the cash flow statement

#### (43) 現金流量表補充資料

##### (a) Reconciliation from net (loss)/profit to cash flows from operating activities

##### (a) 將淨(虧損)/利潤調節為經營活動現金流量

		2022 2022年度	2021 2021年度
Net (loss)/profit	淨(虧損)/利潤	<b>(190,703,238)</b>	755,551,347
Add: Credit impairment losses/(reversal)	加：信用減值損失/(轉回)	<b>12,073,086</b>	(160,172,771)
Depreciation of investment properties	投資性房地產折舊	<b>51,741,965</b>	41,040,079
Depreciation of fixed assets	固定資產折舊	<b>278,678,590</b>	124,112,936
Depreciation of right-of-use assets	使用權資產折舊	<b>51,858,342</b>	49,998,862
Amortisation of intangible assets	無形資產攤銷	<b>16,870,105</b>	5,870,473
Amortisation of long-term prepaid expenses	長期待攤費用攤銷	<b>937,744</b>	947,527
Amortisation of deferred revenue	遞延收益攤銷	<b>(2,833,333)</b>	(2,833,333)
Net losses on disposal of fixed assets	處置固定資產淨損失	<b>383,778</b>	712,875
(Income)/losses arising from changes in fair value	公允價值變動(收益)/損失	<b>(1,442,324)</b>	695,041
Financial expenses	財務費用	<b>88,901,726</b>	27,377,384
Investment losses	投資虧損	<b>12,343,546</b>	17,517,193
Net changes of deferred tax assets and deferred tax liabilities	遞延所得稅資產/負債淨變動	<b>(45,793,705)</b>	(37,682,419)
Increase in inventories	存貨的增加	<b>(157,809)</b>	(228,360)
Decrease/(increase) in operating receivables	經營性應收項目的減少/(增加)	<b>16,707,021</b>	(73,493,867)
(Decrease)/increase in operating payables	經營性應付項目的(減少)/增加	<b>(115,523,910)</b>	78,773,068
Net cash flows from operating activities	經營活動產生的現金流量淨額	<b>174,041,584</b>	828,186,035

#### Non-cash operating, investing and financing activities

不涉及現金收支的重大經營、投資和籌資活動

		2022 2022年度	2021 2021年度
Settlement of receivables/payables by receipt of unit of trust under the HNA Group Substantial Consolidated Restructuring	當年獲得的用於抵償債權的海航集團破產重整專項服務信託份額	<b>49,057,863</b>	-
Receipt of financial assets held for sale under debt restructuring	當年新增以股票抵債的交易性金融資產	-	27,529,450
Right-of-use assets increase in the current year	當年新增的使用權資產	-	34,746,636
		<b>49,057,863</b>	62,276,086

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
(All amounts in RMB Yuan unless otherwise stated) (除特別註明外，金額單位為人民幣元)

### 4 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

#### (43) Supplementary information to the cash flow statement (Continued)

##### (b) Net decrease in cash and cash equivalents

		2022 2022年度	2021 2021年度
Cash and cash equivalents at the end of the year	現金及現金等價物的年末餘額	<b>119,427,073</b>	177,462,360
Less: Cash and cash equivalents at the beginning of the year	減：現金及現金等價物的年初餘額	<b>(177,462,360)</b>	(257,683,611)
Net decrease in cash and cash equivalents	現金及現金等價物淨減少	<b>(58,035,287)</b>	(80,221,251)

(c) For the year ended 31 December 2022, the total cash outflow related to leases paid by the Group amounted to RMB70,394,297 (2021: RMB12,527,357), except for the repayments of lease liabilities amounting to RMB69,322,447 (2021: RMB10,906,284) classified as cash paid relating to financing activities, the remaining is classified as cash paid relating to operating activities.

### 5 CHANGES IN THE SCOPE OF CONSOLIDATION

There were no changes in the scope of consolidation for the current year.

### 四 合併財務報表項目附註(續)

#### (43) 現金流量表補充資料(續)

##### (b) 現金及現金等價物淨變動情況

(c) 於2022年度，本集團支付的與租賃相關的總現金流出為人民幣70,394,297元(2021年度：人民幣12,527,357元)，其中計入籌資活動償付租賃負債支付的金額為人民幣69,322,447元(2021年度：人民幣10,906,284元)，其餘現金流出均計入經營活動。

### 五 合併範圍的變更

本年度未發生合併範圍的變更。



# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
(All amounts in RMB Yuan unless otherwise stated) (除特別註明外，金額單位為人民幣元)

### 6 INTERESTS IN OTHER ENTITIES

#### (1) Interests in subsidiaries

##### (a) Particulars of group entities

### 六 在其他主體中的權益

#### (1) 在子公司中的權益

##### (a) 企業集團的構成

	Type of entity 法人類別	Major business location 主要經營地	Place of registration 註冊地	Nature of business 業務性質	Registered capital 註冊資本	Direct shareholding 直接持股比例	Voting rights 表決權比例	Way of acquisition 取得方式
Meilan Freight (i)	Limited liability company	Haikou	Haikou	Rendering of cargo services	20,000,000	51%	60%	Setup
美蘭貨運(i)	有限責任公司	海口市	海口市	提供貨運服務				設立取得
Ruigang Logistics	Limited liability company	Haikou	Haikou	Logistics services and business investment	50,000,000	100%	100%	Setup
瑞港物流	有限責任公司	海口市	海口市	物流服務及商業投資				設立取得
Hainan Meilan Airport Hotel Investment Co., Ltd. ("Meilan Airport Hotel")	Limited liability company	Haikou	Haikou	Hotel investment and operation	5,000,000	100%	100%	Setup
海南美蘭機場酒店投資有限公司 ([美蘭機場酒店])	有限責任公司	海口市	海口市	酒店投資經營				設立取得

(i) The percentage of shareholding in Meilan Freight held by the Company is 51%. The key operating and financial decisions of Meilan Freight are made by the Board of Directors. The resolution of the Board of Directors should be subject to the approval of at least half of the directors who attend the Board of Directors' meeting. The Company has the right to designate 3 out of total 5 board members in Meilan Freight, so the Company has the voting rights of 60% in it.

(i) 本公司對美蘭貨運的持股比例為51%，美蘭貨運主要經營及財務的決策由董事會作出，董事會決議至少應經由出席董事會會議的二分之一的董事同意才能通過，美蘭貨運董事會成員共5名，本公司有權派出3名董事，故本公司擁有的表決權比例為60%。

The Group does not have a significant minority interest in subsidiaries.

本集團不存在重要少數股東權益的子公司。

There is no restriction of the use of the Group's assets nor the settlement of the liability of the Group.

本集團不存在使用集團資產或清償集團負債方面的限制。

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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### 6 INTERESTS IN OTHER ENTITIES (Continued)

#### (2) Interests in associates

##### (a) General information of associates

### 六 在其他主體中的權益(續)

#### (2) 在聯營企業中的權益

##### (a) 聯營企業的基本信息

	Major business location	Place of registration	Nature of business	Whether strategic to the Group's activities 對集團活動 是否具有戰略性	Shareholding 持股比例
	主要經營地	註冊地	業務性質		
Hainan Konggang	Haikou, Hainan Province	Haikou, Hainan Province	Property development, resort operation, eco-agriculture development and gardening	Yes	30%
海南空港	海南省海口市	海南省海口市	物業開發、休閒度假經營開發、生態農業開發、綠化園藝	是	30%
HNA Airport Holdings (i)	Haikou, Hainan Province	Haikou, Hainan Province	Airport operation and ground handling services; airport investment, holding, constructing and rebuilding	Yes	24.5%
海航機場控股(i)	海南省海口市	海南省海口市	機場運營管理和地面服務； 機場投資、控股、建設、改造	是	24.5%

Investments in associates are accounted for using the equity method.

本集團對上述股權投資均採用權益法核算。

(i) The place of registration and major business location of HNA Airport Holdings Group are in the PRC, and there is no business transaction relationship between the Group and HNA Airport Holdings Group. The percentage of the shareholding held by the Group is 24.5% and the voting rights are 1/7. Although the percentage of the voting rights held by the Group is less than 20%, 1 out of 7 directors of the Board of Directors of HNA Airport Holdings is nominated by the Group and therefore, the Group is able to exercise significant influence over HNA Airport Holdings and regards it as an associate of the Group.

(i) 海航機場控股集團的註冊地及主要經營地均在中國境內，與本集團無業務上的往來。本集團對海航機場控股的持股比例為24.5%，表決權比例為1/7，雖然低於20%，但是海航機場控股董事會7名董事中的1名由本集團任命，從而本集團能夠對海航機場控股施加重大影響，故將其作為聯營企業核算。

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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### 6 INTERESTS IN OTHER ENTITIES (Continued)

#### (2) Interests in associates (Continued)

#### (b) Main financial information of significant associates

### 六 在其他主體中的權益(續)

#### (2) 在聯營企業中的權益(續)

#### (b) 重要聯營企業的主要財務信息

		<b>HNA Airport Holdings Group</b> 海航機場控股集團	
		<b>31 December</b> <b>2022</b> <b>2022年</b> <b>12月31日</b> <b>RMB'000</b> 人民幣千元	31 December 2021 2021年 12月31日 RMB'000 人民幣千元
Current assets	流動資產	<b>4,633,417</b>	6,344,221
Non-current assets	非流動資產	<b>6,682,501</b>	9,922,192
<b>Total assets</b>	<b>資產合計</b>	<b>11,315,918</b>	16,267,088
Current liabilities	流動負債	<b>4,329,469</b>	9,815,646
Non-current liabilities	非流動負債	<b>5,147,202</b>	5,247,189
<b>Total liabilities</b>	<b>負債合計</b>	<b>9,476,671</b>	15,062,835
Minority interests	少數股東權益	<b>3,696,474</b>	3,400,591
Shareholders' equity attributable to the parent company	歸屬於母公司股東權益	<b>(1,857,227)</b>	(2,196,339)
Share of net assets by shareholding ratio (ii)	按持股比例計算的淨資產份額(ii)	<b>(455,021)</b>	(538,103)
Adjustments	調整事項		
- Adjustment according to the fair value of the joint venture's identifiable net assets at the time of obtaining the investment	- 按照取得投資時聯營企業可辨認淨資產公允價值進行調整	<b>72,121</b>	76,134
- Others (iii)	- 其他(iii)	<b>382,900</b>	461,969
Carrying amount of equity investment in associates	對聯營企業權益投資的賬面價值	-	-
		<b>2022</b> <b>2022年度</b> <b>RMB'000</b> 人民幣千元	2021 2021年度 RMB'000 人民幣千元
Operating income	營業收入	<b>937,802</b>	1,455,084
Net income	淨利潤	<b>264,934</b>	980,497
Other comprehensive (loss)/income	其他綜合(虧損)/收益	<b>(300,982)</b>	111,840
<b>Total comprehensive (loss)/income</b>	<b>綜合(虧損)/收益總額</b>	<b>(36,048)</b>	1,092,337

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
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### 6 INTERESTS IN OTHER ENTITIES (Continued)

#### (2) Interests in associates (Continued)

##### (b) Main financial information of significant associates (Continued)

The Group did not receive dividends from associates in the current year.

- (i) HNA Airport Holdings Group is principally engaged in the operation and management of Sanya Phoenix Airport, and through the associates carrying out real estate development business and other investment activities. HNA Airport Holding Group, a subsidiary of Hainan Airport, has been included in the Hainan Airport Restructuring in February 2021 and recorded a deficit in equity attributable to shareholders of approximately RMB2.2 billion as at 31 December 2021.

HNA Airport Holdings Group recorded a net profit attributable to shareholders of approximately RMB260 million for the year ended 31 December 2022 which is the combined impact of the loss from main operation due to the adverse impact of the Epidemic and offset by the gain from disposal of its associate, Island Airport. As of 31 December 2022, HNA Airport Holdings Group still recorded a deficit in equity attributable to shareholders of approximately RMB1.86 billion. Thus, the Group's long-term equity investment in HNA Airport Holdings Group remained nil.

- (ii) The Group calculates the net assets share based on the amount attributable to the parent company in the consolidated financial statements and shareholding ratios, which has taken into account the impacts of both the fair value of the identifiable net assets and liabilities of the associates upon acquisition of investments in associates and the unification of accounting policies adopted by the associates to those adopted by the Group.
- (iii) Other adjustments include unrecognised excessive losses and etc.

### 7 SEGMENT INFORMATION

The chief operating decision-maker ("CODM") of the Group has been identified as the Executive Directors and senior management led by the chairman of the Company. Management reviews the Group's internal reporting in order to assess performance and allocate resources. Management has determined the operating segments based on these reports.

Management considers the Group conducts its business within one business segment – the business of operating an airport and a hotel and provision of related services in the PRC and the Group also operates within one geographical segment because its revenues are primarily generated from, and its assets are located in the PRC.

### 六 在其他主體中的權益(續)

#### (2) 在聯營企業中的權益(續)

##### (b) 重要聯營企業的主要財務信息(續)

本集團本年度未收到來自聯營企業的股利。

- (i) 海航機場控股集團主要經營三亞鳳凰機場運營管理，並透過其投資的聯營公司參與地產開發業務以及其他投資經營活動。海航機場控股集團為海南機場的子公司，於2021年2月納入海南機場重整，並於2021年12月31日錄得歸屬於股東權益赤字約為人民幣22.0億元。

於2022年度，受新型冠狀病毒肺炎疫情的持續影響海航機場控股集團錄得主營業務虧損，以及處置其聯營公司海島臨空錄得收益，海航機場控股集團錄得歸屬股東淨利潤約為人民幣2.6億元。於2022年12月31日海航機場控股集團歸屬股東權益仍為赤字約人民幣18.6億元，本集團對海航機場控股集團的長期股權投資仍為零。

- (ii) 本集團以聯營企業合併財務報表中歸屬於母公司的金額為基礎，按持股比例計算淨資產份額。聯營企業合併財務報表中的金額考慮了取得投資時聯營企業可辨認淨資產和負債的公允價值以及統一會計政策的影響。
- (iii) 其他調整事項包括未確認的超額虧損等。

### 七 分部信息

本集團最高營運決策者定義為執行董事及在總裁領導下的高級管理層。管理層審閱內部報告以評估業績及分配資源。管理層基於上述報告作為分部依據。

管理層認為本集團僅於一個行業內經營業務，即在中國經營一個機場及配套酒店並提供相關服務。同時，由於本集團的收益主要來自中國，其資產亦位於中國，本集團僅於一個地域內經營業務。



# NOTES TO THE FINANCIAL STATEMENTS

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### 8 RELATED PARTIES AND RELATED PARTY TRANSACTIONS

### 八 關聯方關係及其交易

#### (1) Information of the parent company

#### (1) 母公司情況

##### (a) General information of the parent company:

##### (a) 母公司基本情況：

	Place of registration 註冊地	Nature of business 業務性質
Haikou Meilan 海口美蘭	Haikou, Hainan Province 海南省海口市	Air transportation and ground handling services 提供航空運輸及地面代理服務

##### (b) Registered capital and changes in registered capital of the parent company:

##### (b) 母公司註冊資本及其變化：

**31 December 2022 and  
31 December 2021**  
2022年12月31日及  
2021年12月31日

Haikou Meilan	海口美蘭	<b>4,137,105,499</b>
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On 13 March 2021, Haikou Meilan was included in HNA Group Substantial Consolidated Restructuring. On 31 October 2021, Hainan High Court ruled on the restructuring plan of the HNA Group Substantial Consolidated Restructuring. According to the implementation of HNA Group Substantial Consolidated Restructuring, Hainan Airport Industrial Investment Co., Ltd. directly holds around 46.81% of the equity of Haikou Meilan, and becomes the largest shareholder of Haikou Meilan. Hainan Airport Industrial Investment Co., Ltd. is affiliated to State-owned Assets Supervision and Administration Commission of Hainan Provincial Government ("Hainan SASAC"). On 9 March 2022, Haikou Meilan completed the industrial and commercial registration procedures for the change of registered capital and shareholders.

於2021年3月13日，海口美蘭被納入海航集團實質合併重整。於2021年10月31日，海南高院裁定海航集團實質合併重整計劃。根據海航集團實質合併重整計劃實施的結果，海南機場實業投資有限公司直接持有海口美蘭約46.81%的股權，為海口美蘭的第一大股東。海南機場實業投資有限公司隸屬於海南省政府國有資產監督管理委員會（「海南省國資委」）。於2022年3月9日，海口美蘭完成了註冊資本、股權變更的工商登記手續。

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### 8 RELATED PARTIES AND RELATED PARTY TRANSACTIONS (Continued)

- (1) Information of the parent company (Continued)  
(c) The percentages of shareholding and voting rights in the Company held by the parent company:

### 八 關聯方關係及其交易(續)

- (1) 母公司情況(續)  
(c) 母公司對本公司的持股比例和表決權比例：

		31 December 2022 and 31 December 2021 2022年12月31日及2021年12月31日	
		Shareholding (%) 持股比例%	Voting rights (%) 表決權比例%
Haikou Meilan	海口美蘭	50.19	50.19

### (2) Information of subsidiaries

The general information and other related information of the subsidiaries are set out in Note 6(1)(a).

### (2) 子公司情況

子公司的基本情況及相關信息見附註六(1)(a)。

### (3) Information of other related parties

### (3) 其他主要關聯方情況

	Relationship with the Group 與本集團的關係
Hainan SASAC 海南省國資委	Has significant influence on the parent company 對母公司有重大影響
Global Consumer Goods (Hainan) Trading Company Limited ("Global Consumer Goods") 全球消費精品(海南)貿易有限公司(「全球消費精品」)	Under control of Hainan SASAC 受海南省國資委的控制
Hainan Boao Airport Management Company Limited ("Boao Airport") 海南博鰲機場管理有限公司(「博鰲機場」)	Under control of Hainan SASAC 受海南省國資委的控制
Hainan Haikong Environmental Protection Technology Company Limited 海南海控環保科技有限公司	Under control of Hainan SASAC 受海南省國資委的控制
Hainan Haila Commercial Management Company Limited ("Haila Commercial") 海南海拉商業管理有限公司(「海拉商業」)	Under control of Hainan SASAC 受海南省國資委的控制
Hainan Property Management Group Co., Ltd. ("Hainan PM") <sup>Note 1</sup> 海南物管集團股份有限公司(「海南物管」) <sup>註1</sup>	Under control of Hainan SASAC 受海南省國資委的控制
Zhiyu Technology Co., Ltd. ("Zhiyu Technology") 智宇科技有限公司(「智宇科技」)	Under control of Hainan SASAC 受海南省國資委的控制

# NOTES TO THE FINANCIAL STATEMENTS

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### 8 RELATED PARTIES AND RELATED PARTY TRANSACTIONS (Continued)

### 八 關聯方關係及其交易(續)

#### (3) Information of other related parties (Continued)

#### (3) 其他主要關聯方情況(續)

	<b>Relationship with the Group 與本集團的關係</b>
Haikou Haikong Yaocheng Meili Rural Construction Co., Ltd. ("Haikong Yaocheng") 海口海控瑤城美麗鄉村建設有限責任公司(「海控瑤城」)	Under control of Hainan SASAC 受海南省國資委的控制
Sansha Yongxing Airport Management Co., Ltd. ("Sansha Yongxing Airport") 三沙永興機場管理有限公司(「三沙永興機場」)	Under control of Hainan SASAC 受海南省國資委的控制
According to the implementation of HNA Group Substantive Consolidated Restructuring, the following companies are no longer related parties of the Group in April 2022:	依據海航集團實質合併重整計劃執行情況， 以下公司於2022年4月不再為本集團關聯方：
HNA Group 海航集團	Has significant influence on the parent company 對母公司有重大影響
Hainan Traffic Administration Holdings Company Limited ("Hainan Traffic Holdings") 海南交通控股有限公司(「海交控股」)	Has significant influence on the parent company 對母公司有重大影響
Haikou Meilan International Airport Passenger Transport Co., Ltd. ("Airport Passenger Transport") 海口美蘭國際機場客運有限責任公司(「機場客運」)	Under control of HNA Group 受海航集團的控制
HNA Holding Group Co., Ltd. 海航實業集團有限公司	Under control of HNA Group 受海航集團的控制
HNA Tourism Group Co. Ltd. 海航旅遊集團有限公司	Under control of HNA Group 受海航集團的控制
Hainan Traffic & Service Co. Ltd. ("HTS") 海南航旅交通服務有限公司(「航旅交通」)	Under control of HNA Group 受海航集團的控制
HNA Hotel (Group) Co., Ltd. 海航酒店(集團)有限公司	Under control of HNA Group 受海航集團的控制
Hainan HNA International Hotel Management Co., Ltd. 海南海航國際酒店管理股份有限公司	Under control of HNA Group 受海航集團的控制
HNA Finance Company 海航財務公司	Under control of HNA Group 受海航集團的控制

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### 8 RELATED PARTIES AND RELATED PARTY TRANSACTIONS (Continued)

#### (3) Information of other related parties (Continued)

### 八 關聯方關係及其交易(續)

#### (3) 其他主要關聯方情況(續)

	<b>Relationship with the Group 與本集團的關係</b>
Honor (Sanya) Aviation Service Co., Ltd. (“Honor Sanya”) 尊捷(三亞)航空服務有限公司(「尊捷三亞」)	Under control of HNA Group 受海航集團的控制
Eking Technology Co., Ltd. (“Eking Technology”) 易航科技股份有限公司(「易航科技」)	Under control of HNA Group 受海航集團的控制
Hainan New Generation Lottery Co., Ltd. 海南新生中彩科技有限公司	Under control of HNA Group 受海航集團的控制
Yangpu Guoxing Construction Co., Ltd. (“Yangpu Guoxing”) 洋浦國興工程建設有限公司(「洋浦國興」)	Under control of Hainan Traffic Holdings 受海交控股的控制
Hainan HNA China Duty Free Merchandise Co., Ltd. (“HNA China Duty Free”) 海南海航中免免稅品有限公司(「海航中免」)	Under common control of HNA Group and other companies 受海航集團與其他公司的共同控制
According to the implementation of Hainan Airlines Restructuring, the following companies are no longer related parties of the Group in December 2021:	依據海南航空重整計劃執行情況， 以下公司於2021年12月不再為本集團關聯方：
Hainan Airlines 海南航空	Under control of Hainan SASAC 受海南省國資委的控制
Tianjin Airlines Co., Ltd. (“Tianjin Airlines”) 天津航空有限責任公司(「天津航空」)	Under control of Hainan SASAC 受海南省國資委的控制
Lucky Air Co., Ltd. (“Lucky Air”) 雲南祥鵬航空有限責任公司(「雲南祥鵬」)	Under control of Hainan SASAC 受海南省國資委的控制
Guangxi Beibu Gulf Airlines Co., Ltd. (“Beibu Gulf Airlines”) 廣西北部灣航空有限責任公司(「北部灣航空」)	Under control of Hainan SASAC 受海南省國資委的控制
Chang An Airlines Co., Ltd. (“Chang An Airlines”) 長安航空有限責任公司(「長安航空」)	Under control of Hainan SASAC 受海南省國資委的控制
Western Airlines Co., Ltd. (“Western Airlines”) 西部航空有限責任公司(「西部航空」)	Under control of HNA Group 受海航集團的控制
HNA Cargo Co., Ltd. (“HNA Cargo”) 海航貨運有限公司(「海航貨運」)	Under control of HNA Group 受海航集團的控制



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### 8 RELATED PARTIES AND RELATED PARTY TRANSACTIONS (Continued)

### 八 關聯方關係及其交易(續)

#### (3) Information of other related parties (Continued)

#### (3) 其他主要關聯方情況(續)

	Relationship with the Group 與本集團的關係
Suparna Airlines Co., Ltd. ("Suparna Airlines") 金鵬航空股份有限公司(「金鵬航空」)	Under control of HNA Group 受海航集團的控制
Hainan Airlines Sales Co., Ltd. 海南海航航空銷售有限公司	Under control of HNA Group 受海航集團的控制
Beijing Capital Airlines Co., Ltd. ("Capital Airlines") 北京首都航空有限公司(「首都航空」)	Under control of HNA Group 受海航集團的控制
Note 1: Hainan PM was renamed from Hainan HNA Property Management Co., Ltd. to Hainan Property Management Group Co., Ltd. in January 2022.	註1：海南物管集團於2022年1月由海南海航物業管理股份有限公司更名為海南物管集團股份有限公司。

#### (4) Significant related party transactions

#### (4) 重大關聯交易

##### (a) Pricing policies

##### (a) 定價政策

The Group's pricing on goods purchased from related parties, and services provided to or received from related parties are based on market price. Lease payments are negotiated by both parties involved in the lease arrangements and by reference to the market price.

本集團向關聯方採購的產品以及自關聯方接受勞務或向關聯方提供勞務的價格以市場價格作為定價基礎，與關聯方的租金安排參考市場價格經雙方協商後確定。

##### (b) Purchase of goods or receiving of services

##### (b) 採購貨物或接受勞務

		2022 2022年度 The Group 本集團	2021 2021年度 The Group 本集團	2022 2022年度 The Company 本公司	2021 2021年度 The Company 本公司
Hainan PM	海南物管	93,372,667	56,664,309	87,983,178	53,822,758
Haikou Meilan	海口美蘭	49,692,424	31,145,316	35,917,860	24,174,127
Zhiyu Technology	智宇科技	5,915,094	-	5,915,094	-
Eking Technology	易航科技	1,433,151	5,806,393	1,423,585	5,806,393
Others	其他	1,371,689	7,294,939	-	1,037,736
		<b>151,785,025</b>	100,910,957	<b>131,239,717</b>	84,841,014

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### 8 RELATED PARTIES AND RELATED PARTY TRANSACTIONS (Continued)

#### (4) Significant related party transactions (Continued) (c) Rendering of services

### 八 關聯方關係及其交易(續)

#### (4) 重大關聯交易(續) (c) 提供勞務

		2022 2022年度 The Group 本集團	2021 2021年度 The Group 本集團	2022 2022年度 The Company 本公司	2021 2021年度 The Company 本公司
Global Consumer Goods	全球消費精品	36,652,443	4,128,877	36,652,443	4,128,877
Honor Sanya	尊捷三亞	1,397,551	2,429,595	1,397,551	2,429,595
Haikong Yaocheng	海控瑤城	570,755	-	570,755	-
Hainan Airlines	海南航空	-	188,316,571	-	186,537,616
Capital Airlines	首都航空	-	72,411,788	-	61,884,305
Tianjin Airlines	天津航空	-	42,887,165	-	33,524,426
Beibu Gulf Airlines	北部灣航空	-	30,464,485	-	21,729,649
Lucky Air	雲南祥鵬	-	11,971,457	-	10,634,958
Western Airlines	西部航空	-	6,857,253	-	5,138,634
Chang An Airlines	長安航空	-	3,684,012	-	3,025,216
Suparna Airlines	金鵬航空	-	2,122,697	-	1,891,998
HNA Cargo	海航貨運	-	732,078	-	-
Others	其他	83,877	876,096	211,773	-
		<b>38,704,626</b>	366,882,074	<b>38,832,522</b>	330,925,274

#### (d) Leases

Rental income recognised in the current year with the Group as the lessor:

#### (d) 租賃

本集團作為出租方當年確認的租賃收入：

		2022 2022年度 The Group 本集團	2021 2021年度 The Group 本集團	2022 2022年度 The Company 本公司	2021 2021年度 The Company 本公司
Hainan PM	海南物管	540,000	-	540,000	-
Boao Airport	博鳌機場	32,765	-	32,765	-
Ruigang Logistics	瑞港物流	-	-	22,733,048	22,836,956
Meilan Freight	美蘭貨運	-	-	19,512,656	-
Meilan Airport Hotel	美蘭機場酒店	-	-	14,757,711	20,822,064
Hainan Airlines	海南航空	-	8,050,050	-	8,050,050
		<b>572,765</b>	8,050,050	<b>57,576,180</b>	51,709,070

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### 8 RELATED PARTIES AND RELATED PARTY TRANSACTIONS (Continued)

### 八 關聯方關係及其交易(續)

#### (4) Significant related party transactions (Continued)

#### (4) 重大關聯交易(續)

##### (d) Leases (Continued)

##### (d) 租賃(續)

Increase of right-of-use assets in the current year with the Group as the lessee:

本集團作為承租方當年新增的使用權資產：

		2022 2022年度 The Group 本集團	2021 2021年度 The Group 本集團	2022 2022年度 The Company 本公司	2021 2021年度 The Company 本公司
Haikou Meilan	海口美蘭	-	34,746,636	-	-

Interest expenses on lease liabilities in the current year with the Group as the lessee:

本集團作為承租方當年承擔的租賃負債利息支出：

		2022 2022年度 The Group 本集團	2021 2021年度 The Group 本集團	2022 2022年度 The Company 本公司	2021 2021年度 The Company 本公司
Haikou Meilan	海口美蘭	2,134,018	2,697,850	1,484,919	2,022,795

#### (e) Co-borrowing

#### (e) 共同借款

		2022 2022年度	2021 2021年度
Haikou Meilan	海口美蘭		
- The ending balance of the loan	- 年末餘額	3,192,000,000	3,232,000,000

For details, please refer to Note 8(6)(b).

詳細情況請參見附註八(6)(b)。

#### (f) Guarantee received

#### (f) 接受擔保

		2022 2022年度	2021 2021年度
Haikou Meilan	海口美蘭	-	18,392,556

Haikou Meilan provided joint liability guarantees for entrusted loans to the Company. For details, please refer to Note 4(25)(c).

海口美蘭為本公司委託貸款提供連帶責任保證擔保。詳細情況請參見附註四(25)(c)。

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### 8 RELATED PARTIES AND RELATED PARTY TRANSACTIONS (Continued)

#### (4) Significant related party transactions (Continued)

##### (g) Interest income

		2022 2022年度 The Group 本集團	2021 2021年度 The Group 本集團	2022 2022年度 The Company 本公司	2021 2021年度 The Company 本公司
HNA Finance Company	海航財務公司	-	809,943	-	78,353

The interest rates on the above interest income are mutually agreed by taking into consideration of deposit interest rates of commercial banks over the same period.

上述利息收入的利率參考商業銀行同期存款利率經雙方協商後確定。

##### (h) Remuneration of key management

		2022 2022年度	2021 2021年度
Remuneration of key management	關鍵管理人員薪酬	4,316,240	5,879,069

Key management personnel include executive directors, non-executive directors, president, vice president, company secretary, chief financial officer and supervisors of the Company.

關鍵管理人員包括本公司執行董事、非執行董事、總裁、副總裁、公司秘書、財務總監及監事。



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### 8 RELATED PARTIES AND RELATED PARTY TRANSACTIONS (Continued)

### 八 關聯方關係及其交易(續)

#### (4) Significant related party transactions (Continued)

#### (4) 重大關聯交易(續)

##### (i) Emoluments of directors and supervisors

##### (i) 董事及監事薪酬

Emoluments of directors and supervisors for the year ended 31 December 2022 were as follows:

2022年度每位董事及監事的薪酬如下：

Name	姓名	Remunerations paid in respect of accepting office as director or supervisor	Remuneration paid for other services in connection with the management of the affairs of the Company			Total
		就接納擔任董事或監事一職而支付的酬金	就管理本公司而支付的酬金			
		Remuneration	Salary, housing allowance, other benefits-in-kind	Pension plan contribution	Discretionary bonuses	
		酬金	薪金、房屋津貼、其他津貼和實物利益	養老金計劃供款	酌情獎金	合計
<i>Executive Directors</i>						
Wang Hong	王宏	-	715,971	39,498	497,200	1,252,669
Wang Zhen	王貞	-	481,582	33,217	-	514,799
Yu Yan (Note (ii))	遇言(附註(ii))	-	258,042	18,844	320,000	596,886
Ren Kai (Note (ii))	任凱(附註(ii))	-	158,057	12,797	-	170,854
Xing Zhoujin	邢周金	-	337,596	39,498	100,000	477,094
Wang Hexin (Note (ii))	王賀新(附註(ii))	-	62,952	6,351	108,000	177,303
<i>Non-executive Directors</i>						
Qiu Guoliang (Note (ii)) (Note (iii))	邱國良(附註(ii))(附註(iii))	-	-	-	-	-
Li Zhiguo (Note (ii)) (Note (iii))	李志國(附註(ii))(附註(iii))	-	-	-	-	-
Wu Jian (Note (ii)) (Note (iii))	吳健(附註(ii))(附註(iii))	-	-	-	-	-
Tu Haidong (Note (ii)) (Note (iii))	涂海東(附註(ii))(附註(iii))	-	-	-	-	-
Yuan Yubao (Note (ii)) (Note (iii))	苑玉寶(附註(ii))(附註(iii))	-	-	-	-	-
<i>Independent Non-executive Directors</i>						
Fung Ching, Simon (Note (ii))	馮征(附註(ii))	132,563	-	-	-	132,563
Deng Tianlin (Note (ii))	鄧天林(附註(ii))	136,765	-	-	-	136,765
George F Meng (Note (ii))	孟繁臣(附註(ii))	132,563	-	-	-	132,563
Ye Zheng (Note (ii))	葉政(附註(ii))	132,563	-	-	-	132,563
<i>Supervisors</i>						
Liao Hongyu (Note (iii))	廖虹宇(附註(iii))	-	-	-	-	-
Hu Yunyun (Note (iii))	胡運運(附註(iii))	-	-	-	-	-
Zheng Yabo (Note (ii)) (Note (iii))	鄭亞波(附註(ii))(附註(iii))	-	213,557	17,511	-	231,068
Liu Guiling (Note (ii)) (Note (iii))	劉桂玲(附註(ii))(附註(iii))	-	230,269	18,844	112,000	361,113
		534,454	2,458,026	186,560	1,137,200	4,316,240

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## 財務報表附註

For the year ended 31 December 2022 2022年度  
(All amounts in RMB Yuan unless otherwise stated) (除特別註明外，金額單位為人民幣元)

### 8 RELATED PARTIES AND RELATED PARTY TRANSACTIONS (Continued)

### 八 關聯方關係及其交易(續)

#### (4) Significant related party transactions (Continued)

#### (4) 重大關聯交易(續)

##### (i) Emoluments of directors and supervisors (Continued)

##### (i) 董事及監事薪酬(續)

Emoluments of directors and supervisors for the year ended 31 December 2021 were as follows:

2021年度每位董事及監事的薪酬如下：

Name	姓名	Remunerations paid in respect of accepting office as director or supervisor 就接納擔任董事或監事一職而支付的酬金	Remuneration paid for other services in connection with the management of the affairs of the Company 就管理本公司而支付的酬金			Total
		Remuneration	Salary, housing allowance, other benefits-in-kind 薪金、房屋津貼、其他津貼和實物利益	Pension plan contribution 養老金計劃供款	Discretionary bonuses 酌情獎金	
<i>Executive Directors</i> 執行董事						
Wang Zhen (Note (i))	王 貞(附註(i))	-	953,222	35,433	552,000	1,540,655
Wang Hong (Note (i))	王 宏(附註(i))	-	713,722	35,433	361,600	1,110,755
Wang Hexin	王賀新	-	460,899	35,433	-	496,332
Yu Yan	遇 言	-	592,722	35,433	188,000	816,155
Xing Zhoujin	邢周金	-	706,972	35,433	70,500	812,905
<i>Non-executive Directors</i> 非執行董事						
Tu Haidong (Note (ii))	涂海東(附註(ii))	-	-	-	-	-
Yuan Yubao (Note (ii))	苑玉寶(附註(ii))	-	-	-	-	-
<i>Independent Non-executive Directors</i> 獨立非執行董事						
Deng Tianlin (Note (ii))	鄧天林(附註(ii))	136,765	-	-	-	136,765
He Linji (Note (ii)) (Note (iii))	何霖吉(附註(ii))(附註(iii))	102,921	-	-	-	102,921
Ye Zheng (Note (ii)) (Note (iii))	葉 政(附註(ii))(附註(iii))	27,650	-	-	-	27,650
Fung Ching, Simon (Note (ii))	馮 征(附註(ii))	136,765	-	-	-	136,765
George F Meng (Note (ii))	孟繁臣(附註(ii))	136,765	-	-	-	136,765
<i>Supervisors</i> 監事						
Liao Hongyu (Note (iii))	廖虹宇(附註(iii))	-	-	-	-	-
Liu Guiling (Note (iii))	劉桂玲(附註(iii))	-	455,968	35,433	70,000	561,401
Hu Yunyun (Note (iii))	胡運運(附註(iii))	-	-	-	-	-
		540,866	3,883,505	212,598	1,242,100	5,879,069

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### 8 RELATED PARTIES AND RELATED PARTY TRANSACTIONS (Continued)

#### (4) Significant related party transactions (Continued)

##### (i) Emoluments of directors and supervisors (Continued)

- (i) As at 8 October 2021, Mr. He Linji resigned from independent non-executive director of the Company, Mr. Ye Zheng was appointed as independent non-executive director of the Company; Mr. Wang Zhen resigned from the chairman of the Company on 9 October 2021 and continued to serve as executive director; Mr. Wang Hong was appointed as the chairman on 31 December 2021;

As at 3 March 2022, Mr. Wang Hexin resigned from executive director of the Company, Mr. Tu Haidong, Mr. Yuan Yubao resigned from non-executive director of the Company, Mr. Li Zhiguo, Mr. Qiu Guoliang and Mr. Wu Jian were appointed as non-executive director of the Company.

As at 29 July 2022, Ms. Liu Guiling resigned as the employee supervisor of the Company, and Mr. Zheng Yabo was appointed as the employee supervisor of the Company; As at 9 September 2022, Mr. Yu Yan resigned as the Company's chief financial officer, and Mr. Ren Kai appointed as the Company's chief financial officer; As at 8 November 2022, Mr. Yu Yan resigned as the executive director of the Company, and Mr. Ren Kai was appointed as the executive director of the Company.

- (ii) Mr. Qiu Guoliang, Mr. Li Zhiguo, Mr. Wu Jian, Mr. Deng Tianlin, Mr. Fung Ching, Simon, Mr. George F Meng, and Mr. Ye Zheng are non-executive directors of the Company; Mr. Tu Haidong, Mr. Yuan Yubao, and Mr. He Linji are former non-executive directors of the Company.
- (iii) Mr. Liao Hongyu, Mr. Hu Yunyun and Mr. Zheng Yabo are supervisors of the Company; Mrs. Liu Guiling is a former supervisor of the Company.

No directors or supervisors waived or agreed to waive any emoluments during the year other than Mr. Qiu Guoliang, Mr. Li Zhiguo, Mr. Wu Jian, Mr. Tu Haidong, Mr. Yuan Yubao, Mr. Liao Hongyu and Mr. Hu Yunyun.

For the year ended 31 December 2022, no emoluments were paid by the Company to the directors and supervisors as an inducement to join or upon joining the Company or as compensation for loss of office (2021: Nil).

##### (j) The five individuals whose remunerations are the highest

The five individuals whose emoluments were the highest in the Group for the year ended 31 December 2022 included Five directors (2021: Five directors) whose emoluments were reflected in the analysis presented above.

### 八 關聯方關係及其交易(續)

#### (4) 重大關聯交易(續)

##### (i) 董事及監事薪酬(續)

- (i) 於2021年10月8日，何霖吉先生卸任公司獨立非執行董事，葉政先生任職公司獨立非執行董事；於2021年10月9日，王貞先生卸任公司董事長，繼續任職執行董事；於2021年12月31日，王宏先生擔任董事長；

於2022年3月3日，王賀新先生卸任公司執行董事，涂海東先生和苑玉寶先生卸任公司非執行董事，李志國先生、邱國良先生和吳健先生任職公司非執行董事；

於2022年7月29日，劉桂玲女士卸任公司職工監事，鄭亞波先生任職公司職工監事；於2022年9月9日，遇言先生卸任公司財務總監，任凱先生任職公司財務總監；於2022年11月8日，遇言先生卸任公司執行董事，任凱先生任職公司執行董事。

- (ii) 邱國良先生、李志國先生、吳健先生、鄧天林先生、馮征先生、孟繁臣先生和葉政先生為公司非執行董事；涂海東先生、苑玉寶先生、何霖吉先生為公司前非執行董事。
- (iii) 廖虹宇先生、胡運運先生、鄭亞波先生為公司監事；劉桂玲女士為公司前監事。

本年除了邱國良先生、李志國先生、吳健先生、涂海東先生、苑玉寶先生、廖虹宇先生和胡運運先生放棄董事或監事薪酬外，沒有其他董事或監事放棄或同意放棄任何酬金。

截至2022年12月31日止年度，本公司並無向董事及監事支付任何作為吸引其加入本公司或作為離職補償的薪酬(2021年度：無)。

##### (j) 薪酬最高的前五位

2022年度本集團薪酬最高的前五位人士中包括五位董事(2021年度：五位董事)，其薪酬已反映在上表中。

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For the year ended 31 December 2022 2022年度  
(All amounts in RMB Yuan unless otherwise stated) (除特別註明外，金額單位為人民幣元)

### 8 RELATED PARTIES AND RELATED PARTY TRANSACTIONS (Continued)

- (5) Balances with related parties  
(a) Cash at bank and on hand

### 八 關聯方關係及其交易(續)

- (5) 重大關聯方餘額  
(a) 貨幣資金

		31 December 2022 2022年 12月31日 The Group 本集團	31 December 2021 2021年 12月31日 The Group 本集團	31 December 2022 2022年 12月31日 The Company 本公司	31 December 2021 2021年 12月31日 The Company 本公司
HNA Finance Company	海航財務公司	-	34,661,125	-	15,671

- (b) Accounts receivable

- (b) 應收賬款

		31 December 2022 2022年 12月31日 The Group 本集團	31 December 2021 2021年 12月31日 The Group 本集團	31 December 2022 2022年 12月31日 The Company 本公司	31 December 2021 2021年 12月31日 The Company 本公司
Global Consumer Goods	全球消費精品	33,250,317	4,431,828	33,250,317	4,431,828
Haikong Yaocheng	海控瑤城	604,648	-	604,648	-
HTS	航旅交通	-	404,629	-	404,629
HNA China Duty Free	海航中免	-	35,343	-	35,343
Ruigang Logistics	瑞港物流	-	-	119,227,335	94,302,292
Meilan Airport Hotel	美蘭機場酒店	-	-	53,437,136	67,386,850
Others	其他	12,399	832,616	12,399	764,514
		<b>33,867,364</b>	5,704,416	<b>206,531,835</b>	167,325,456



# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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### 8 RELATED PARTIES AND RELATED PARTY TRANSACTIONS (Continued)

### 八 關聯方關係及其交易(續)

#### (5) Balances with related parties (Continued)

#### (5) 重大關聯方餘額(續)

#### (c) Other receivables

#### (c) 其他應收款

		31 December 2022 2022年 12月31日 The Group 本集團	31 December 2021 2021年 12月31日 The Group 本集團	31 December 2022 2022年 12月31日 The Company 本公司	31 December 2021 2021年 12月31日 The Company 本公司
Haikou Meilan	海口美蘭	41,212,414	39,347,109	-	-
Haila Commercial	海拉商業	103,319	-	103,319	-
HNA Group	海航集團	-	8,328,582	-	6,598,243
Meilan Freight	美蘭貨運	-	-	3,519,514	18,000,000
Meilan Airport Hotel	美蘭機場酒店	-	-	66,469,598	50,220,565
Others	其他	-	7,832	-	7,832
		41,315,733	47,683,523	70,092,431	74,826,640

#### (d) Accounts payable

#### (d) 應付賬款

		31 December 2022 2022年 12月31日 The Group 本集團	31 December 2021 2021年 12月31日 The Group 本集團	31 December 2022 2022年 12月31日 The Company 本公司	31 December 2021 2021年 12月31日 The Company 本公司
Hainan PM	海南物管	57,521,922	59,547,987	55,538,697	56,531,442
Zhiyu Technology	智宇科技	3,802,420	-	3,802,420	-
Eking Technology	易航科技	-	19,927,153	-	19,922,553
Others	其他	-	15,303,854	49,654	940,439
		61,324,342	94,778,994	59,390,771	77,394,434

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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### 8 RELATED PARTIES AND RELATED PARTY TRANSACTIONS (Continued)

### 八 關聯方關係及其交易(續)

#### (5) Balances with related parties (Continued)

#### (5) 重大關聯方餘額(續)

#### (e) Other payables

#### (e) 其他應付款

		31 December 2022 2022年 12月31日 The Group 本集團	31 December 2021 2021年 12月31日 The Group 本集團	31 December 2022 2022年 12月31日 The Company 本公司	31 December 2021 2021年 12月31日 The Company 本公司
Haikou Meilan	海口美蘭	1,458,978,727	1,628,522,014	1,440,106,878	1,606,724,829
Haila Commercial	海拉商業	10,204,367	-	10,204,367	-
Hainan PM	海南物管	6,939,319	1,798,066	1,310,000	110,000
Ruigang Logistics	瑞港物流	-	-	54,637,556	16,729,542
HNA Group	海航集團	-	97,144,622	-	97,144,622
Airport Passenger Transport	機場客運	-	64,498,693	-	62,858,693
Yangpu Guoxing	洋浦國興	-	7,755,004	-	7,755,004
Eking Technology	易航科技	-	2,530,950	-	2,530,950
Meilan Freight	美蘭貨運	-	-	-	93,907,379
Others	其他	249,078	1,113,800	249,078	1,113,800
		<b>1,476,371,491</b>	1,803,363,149	<b>1,506,507,879</b>	1,888,874,819

#### (f) Long-term payables

#### (f) 長期應付款

		31 December 2022 2022年 12月31日 The Group 本集團	31 December 2021 2021年 12月31日 The Group 本集團	31 December 2022 2022年 12月31日 The Company 本公司	31 December 2021 2021年 12月31日 The Company 本公司
Haikou Meilan	海口美蘭	774,133,098	774,133,098	774,133,098	774,133,098

#### (g) Directors' emoluments payable

#### (g) 應付董事薪酬

		31 December 2022 2022年 12月31日 The Group 本集團	31 December 2021 2021年 12月31日 The Group 本集團	31 December 2022 2022年 12月31日 The Company 本公司	31 December 2021 2021年 12月31日 The Company 本公司
Directors' emoluments	董事薪酬	597,183	591,437	597,183	591,437

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### 8 RELATED PARTIES AND RELATED PARTY TRANSACTIONS (Continued)

- (5) Balances with related parties (Continued)  
(h) Lease liabilities

### 八 關聯方關係及其交易(續)

- (5) 重大關聯方餘額(續)  
(h) 租賃負債

		31 December 2022 2022年 12月31日 The Group 本集團	31 December 2021 2021年 12月31日 The Group 本集團	31 December 2022 2022年 12月31日 The Company 本公司	31 December 2021 2021年 12月31日 The Company 本公司
Haikou Meilan	海口美蘭	64,342,557	100,719,585	42,508,568	62,846,779

### (6) Significant asset acquisition and cooperative investment project with related parties

#### (a) Terminal Expansion Project

On 26 August 2011 and 12 December 2012, the Company entered into a Land Use Right Transfer Agreement and an Investment and Construction Agreement with Haikou Meilan in respect of construction of an international terminal, expansion of west gallery of the terminal and a number of ancillary projects in the Meilan Airport (the "Terminal Expansion Project").

Pursuant to the Land Use Right Transfer Agreement, in order to facilitate the construction of the Terminal Expansion Project and the possession of relevant property title certificate(s) as a whole by Haikou Meilan, the Company will transfer the land use rights for a site area of 125 acres to Haikou Meilan at a consideration of RMB31,289,734. As of 31 December 2022, the Company had received the consideration of land use right transfer of RMB31,128,973 from Haikou Meilan.

Pursuant to the Investment and Construction Agreement, Haikou Meilan is responsible for the completion of the Terminal Expansion Project, and undertakes that, upon completion of the construction of the Terminal Expansion Project and before the transfer of the assets of the Terminal Expansion Project to the Company, Haikou Meilan shall not transfer or dispose of any assets of the Terminal Expansion Project to any third party, and the Company is exclusively entitled to operate the Terminal Expansion Project. The construction of the international terminal and the auxiliary projects, and the west gallery expansion project and the auxiliary projects had been completed and put into use in 2013 and 2015 respectively (Note4(9)). As of 31 December 2022, the settlement of land considerations and property title certificate(s) of these projects were still in progress.

### (6) 重大關聯方資產收購及合作投資項目

#### (a) 航站樓擴建工程

於2011年8月26日及2012年12月12日，本公司與海口美蘭就建設美蘭機場國際航站樓、航站樓西指廊擴建工程以及其他機場配套工程分別訂立了土地使用權轉讓協議及投資建設協議。

根據土地使用權轉讓協議，本公司按人民幣31,289,734元的價格向海口美蘭轉讓本公司約125畝的土地使用權，以便於海口美蘭進行航站樓擴建工程施工及將來整體取得航站樓之房產證。截至2022年12月31日，本公司已累計收到海口美蘭支付的土地使用權轉讓款人民幣31,128,973元。

根據投資建設協議，海口美蘭負責完成該項目施工建設，並承諾於該項目竣工後及向本公司轉讓該項目之資產前，不得向任何第三方轉讓或出售該項目之任何資產，且本公司享有經營該項目之獨家權力。該項目中的國際航站樓及配套工程和航站樓西指廊擴建工程及配套工程已分別於2013年和2015年完工並投入使用(附註四(9))。截止2022年12月31日，相關項目的土地款結算和產權證尚在辦理中。

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### 8 RELATED PARTIES AND RELATED PARTY TRANSACTIONS (Continued)

#### (6) Significant asset acquisition and cooperative investment project with related parties (Continued)

##### (b) Phase II Expansion Project

- (i) On 21 August 2015, the Company and Haikou Meilan entered into an Investment and Construction Agreement in respect of the joint construction of Phase II Expansion Project, which has specified the allocation of the construction sub-projects and the ownership of the relevant assets of sub-projects constructed by the two parties respectively. The Company undertook the construction of the terminal and related facilities while Haikou Meilan undertook the construction of the airport runway and related facilities. As Haikou Meilan was the project representative of Phase II Expansion Project and the Company was not a project representative and could not become a contracting party of the related contract or a payer of related payments, the costs and expenses incurred by the Company during the construction of the project were paid by Haikou Meilan on behalf of the Company. Haikou Meilan agreed to register the relevant assets constituting the sub-project constructed by the Group under the ownership of the Company after the completion and acceptance of construction of the Phase II Expansion Project, including but not limited to the land use right and the property ownership of buildings. Meanwhile, Haikou Meilan irrevocably agreed, promised, and confirmed that the Company had the right to occupy, use, benefit from and dispose of the assets constituting the sub-projects constructed by the Company without any payment to Haikou Meilan or restriction of laws and regulations of China until the title certificates of the assets had been registered under the name of the Company.

According to the Investment and Construction Agreement, the budgeted costs of the parts to be constructed by the Company amounted to approximately RMB7.16 billion. On 11 May 2020, the Company signed a supplementary agreement with Haikou Meilan, in which the budgeted costs of the parts to be constructed by the Company was increased to RMB7.65 billion. On 2 December 2021, the Phase II Expansion Project was completed and put into use after acceptance by Civil Aviation Administration.

### 八 關聯方關係及其交易(續)

#### (6) 重大關聯方資產收購及合作投資項目(續)

##### (b) 二期擴建項目

- (i) 於2015年8月21日，本公司與海口美蘭就共同承建二期擴建項目訂立投資建設協議，約定雙方各自承建項目的分配以及對承建項目之相關資產的擁有權歸屬，本公司承建航站樓及相關設施，海口美蘭承建機場跑道及相關設施。同時海口美蘭作為二期擴建項目之項目法人代表，關於本公司建設項目期間產生的成本及開支，因本公司並非項目法人代表而無法成為有關合約的合約方或有關款項的支付方，故需要通過海口美蘭支付上述款項。海口美蘭同意於二期項目完成及驗收後以本公司名義登記構成本集團建設項目之相關資產之擁有權，包括但不限於土地使用權及樓宇之物業擁有權，同時已不可撤回地同意、承諾及確認，於以本公司名義登記構成本公司建設項目之資產擁有權前，本公司有權在毋須向海口美蘭支付任何款項之情況及中國適用法律批准的情況下，佔用、使用、受益及出售構成本公司建設項目之資產。

根據投資建設協議，本公司負責建設部分預計投資金額約為人民幣71.6億元。於2020年5月11日，本公司與海口美蘭簽署補充協議，本公司承建部分投資金額增加至人民幣76.5億元。於2021年12月2日，二期擴建項目工程已竣工並完成民航局驗收投入使用。



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### 8 RELATED PARTIES AND RELATED PARTY TRANSACTIONS (Continued)

#### (6) Significant asset acquisition and cooperative investment project with related parties (Continued)

##### (b) Phase II Expansion Project (Continued)

###### (i) (Continued)

As mentioned above, Haikou Meilan, as the legal representative of the Phase II Expansion Project, applied and obtained funds from local governments to finance the construction of the Phase II Expansion Project. Haikou Meilan is the borrower of specific loans allocated from local government, funds were remitted to the bank accounts of Haikou Meilan specifically for payments of construction fees of the Phase II Expansion Project including the parts undertaken by Haikou Meilan or the Company. As at 31 December 2022, the construction fees of the Group of RMB460 million and RMB870 million have been paid and will be paid by Haikou Meilan on behalf of the Group respectively, the total amounts were disclosed as other payables to Haikou Meilan in Note 8(5)(e).

- (ii) Specifically for financing the construction of Phase II Expansion Project, Haikou Meilan, as the borrower, and the Company, as the co-borrower, have entered into a *RMB Syndicated Loan Agreement for the Phase II Expansion Project of Haikou Meilan International Airport* (the "Syndicated Loan Agreement") with China Development Bank, Industrial and Commercial Bank of China and Agricultural Bank of China with a principal of RMB7.8 billion and a term of 20 years. As at 31 December 2022, the interest rate of the Syndicated Loan Agreement was 3.9%, with the interest being paid quarterly. The principal would be repaid in instalments starting on 21 December 2022, with the last repayment due on 21 September 2037. According to the Syndicated Loan Agreement, the Company and Haikou Meilan jointly undertake the repayment obligation for each loan drawn down under the Syndicated Loan Agreement and are jointly and equally liable for the debt repayment (the "Joint Repayment Commitment"). The obligations of Haikou Meilan stipulated in the Syndicated Loan Agreement, such as draw-down and repayment, event of default and liability of default, are all applicable to the Company.

### 八 關聯方關係及其交易(續)

#### (6) 重大關聯方資產收購及合作投資項目(續)

##### (b) 二期擴建項目(續)

###### (i) (續)

如上所述，海口美蘭作為二期項目的項目法人，以其名義根據二期項目資金需求向地方政府籌措資金，海口美蘭為該等地方政府劃撥的專項借款的借款主體，資金歸入海口美蘭名義設立的銀行賬戶專項用於支付二期項目工程款，包括海口美蘭或本公司各自承建的部分。截至2022年12月31日，本公司應付海口美蘭之代墊工程款為人民幣4.6億元，以後期間需通過海口美蘭向建築商支付的工程款約為人民幣8.7億元，在重大關聯方餘額(附註八(5)(e))的披露中，該兩項應付款作為對海口美蘭的其他應付款列示。

- (ii) 為建設二期擴建項目，海口美蘭作為借款人，本公司作為共同借款人，與國家開發銀行、中國工商銀行股份有限公司及中國農業銀行股份有限公司訂立《海口美蘭國際機場二期擴建工程項目人民幣資金銀團貸款合同》(「銀團貸款合同」)，獲得額度為人民幣78億元、期限為20年的銀團貸款。於2022年12月31日，銀團貸款合同的利率為3.9%，利息每季度支付一次，本金應於2022年12月21日開始分期償還，最後一筆歸還日期為2037年9月21日。根據銀團貸款合同，本公司與海口美蘭就銀團貸款合同項下的每一筆貸款共同承擔還款義務，對債權清償互負連帶責任(「共同還款承諾」)。銀團貸款合同內對於海口美蘭關於提款及還款、違約事件、違約責任等條款的約束全部適用於本公司。

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### 8 RELATED PARTIES AND RELATED PARTY TRANSACTIONS (Continued)

#### (6) Significant asset acquisition and cooperative investment project with related parties (Continued)

##### (b) Phase II Expansion Project (Continued)

###### (ii) (Continued)

The Company and Haikou Meilan entered into an agreement to specify the allocation of a loan of RMB7.8 billion in the Syndicated Loan Agreement, and the Company and Haikou Meilan were allocated RMB3.9 billion respectively. Other key terms of the agreement are set out below:

- The airport land use rights (Note 4(12)) and the buildings (Note 4(10)) of the Company were pledged as collateral for the Syndicated Loan. Meanwhile, the Company agreed to pledge Phase II Expansion Project land, aboveground buildings and the assets arising from the completion of the Phase II Expansion Project (including but not limited to land and buildings above ground) as the collateral for the Syndicated Loan. The land use right certificate for Phase II Expansion Project was obtained in the second half of 2022, while the property right certificate of the relevant buildings is yet to be obtained. Details of investment properties, fixed assets and land use rights of the Phase II Expansion Project of the Company are disclosed in Note 4(9), Note 4(10) and Note 4(12), respectively;
- Haikou Meilan pledged its own part of the land use rights and buildings, Phase II Expansion Project land and aboveground buildings, assets arising from the completion of Phase II Expansion Project (including but not limited to land and buildings above ground). The land use right certificate for Haikou Meilan Phase II Expansion Project was obtained in the second half of 2022, and the property rights certificate for the relevant buildings is still being processed. Haikou Meilan will handle the mortgage registration procedures in separate instalments after the property rights are processed;

As of 31 December 2022, the draw-down of the Syndicated Loan totalled to approximately RMB5.18 billion, with accumulative repayment of principal of RMB40 million, of which Haikou Meilan has outstanding principal of RMB3.20 billion and the Company has outstanding principal of RMB1.94 billion.

### 八 關聯方關係及其交易(續)

#### (6) 重大關聯方資產收購及合作投資項目(續)

##### (b) 二期擴建項目(續)

###### (ii) (續)

本公司與海口美蘭訂立協議，以訂明本公司與海口美蘭之間就銀團貸款合同中人民幣78億元貸款額度的分配，本公司與海口美蘭同意分別獲分配其中人民幣39億元，其他主要協議條款包括：

- 本公司以機場用地(附註四(12))及房屋建築物(附註四(10))為銀團貸款提供抵押擔保。同時，本公司同意，將二期擴建項目用地及地上建築物、建成後形成的二期擴建項目資產(包括但不限於土地及地上建築物)為銀團貸款提供抵押擔保。本公司二期擴建項目的土地使用權證於2022年下半年取得，相關建築物的房產權目前尚在辦理中，本公司將在相關資產的產權證辦理後分筆辦理抵押登記手續。本公司與二期擴建項目相關的投資性房地產、固定資產及土地使用權情況詳見附註四(9)、附註四(10)和附註四(12)；
- 海口美蘭以其擁有之部分土地使用權及房屋建築物、二期擴建項目用地及地上建築物、建成後形成的二期擴建項目資產(包括但不限於土地及地上建築物)提供抵押擔保。海口美蘭二期擴建項目的土地使用權證於2022年下半年取得，相關建築物的房產權證尚在辦理中，海口美蘭將在產權辦理後分筆辦理抵押登記手續；

截止2022年12月31日，銀團貸款累計放款本金人民幣51.8億元，累計歸還本金人民幣0.4億元，其中海口美蘭累計提取尚未償還銀團貸款本金人民幣32.0億元，本公司累計提取尚未償還銀團貸款本金人民幣19.4億元。

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### 8 RELATED PARTIES AND RELATED PARTY TRANSACTIONS (Continued)

#### (6) Significant asset acquisition and cooperative investment project with related parties (Continued)

##### (b) Phase II Expansion Project (Continued)

###### (ii) (Continued)

In respect of the amounts of the Syndicated Loan accumulatively drawn down by Haikou Meilan, the Company should consider the expected credit losses of the Joint Repayment Commitment, as the Company undertakes the Joint Repayment Commitment as a co-borrower of the Syndicated Loan. The Company evaluated the ECL provision for Joint Repayment Commitments on the basis of expected credit loss model developed by the main parameters including probability of default, loss given default and exposure undertaken by the Company for Joint Repayment Commitment, and has recognised “other current liabilities – provision for Joint Repayment Commitment” of RMB2,624,949 as at 31 December 2022 (31 December 2021: RMB2,585,600) (Note 4(22)).

### 9 CONTINGENCIES

The Company started to prepare for the issuance of additional domestic shares and 200 million new H shares in 2016. On 29 September 2019, the Company entered into a subscription agreement with Aero Infrastructure Holding Company Limited (the “Applicant”), pursuant to which the Applicant agreed to subscribe and the Company agreed to offer 200 million new H shares of the Company provided that the pre-conditions, including but not limited to the approval from China Securities Regulatory Commission (“CSRC”) obtaining, can be fulfilled on or before 25 June 2020 or otherwise being waived by the contractual parties. After entering into the subscription agreement, the Company has carried out a series of actions to complete the agreement. However, as of the expiry date of the authorisation, the preconditions of the completion have not been fully fulfilled. On 23 December 2020, the Applicant filed an arbitration with Hong Kong International Arbitration Center (“HKIAC”) claiming that the Company had violated the subscription agreement and requesting a compensation of damage not exceeding HK\$6,962 million and relevant arbitration fees. The Company is of the view that the Company has not violated the subscription agreement as claimed by the Applicant, and will take legal measures to raise a defence during the arbitration process. As at the date of these the financial statements, the arbitration is in progress. The management is of the view that the Company has no breach of contract as claimed in the arbitration notice after consulting the lawyer’s opinion, and the damage claimed by the Applicant will not be supported by HKIAC, thus no provision has been made in the financial statements.

### 八 關聯方關係及其交易(續)

#### (6) 重大關聯方資產收購及合作投資項目(續)

##### (b) 二期擴建項目(續)

###### (ii) (續)

就上述海口美蘭累計提取的銀團貸款餘額，因本公司為銀團貸款的共同借款人承擔共同還款承諾，本公司運用包含違約概率、違約損失率和承諾敞口等關鍵參數的預期信用損失模型對共同還款承諾的預期信用損失準備進行了估計，於2022年12月31日確認的「其他流動負債 – 共同還款承諾準備」餘額為人民幣2,624,949元(2021年12月31日：人民幣2,585,600元)(附註四(22))。

### 九 或有事項

本公司於2016年開始籌備增發內資股並計劃同時增發不超過2億股新H股。本公司與Aero Infrastructure Holding Company Limited (「申請人」)於2019年9月29日訂立了有關認購2億股新H股的認購協議。根據協議約定，增發股票的交割以協議約定的全部交割先決條件(包括但不限於獲得中國證監會批准)在授權截止日期即2020年6月25日屆滿前得到滿足或豁免為前提。認購協議簽署後，本公司實施了一系列行動履行協議，但直至授權截止日期屆滿日前，交割先決條件仍未全部滿足。申請人於2020年12月23日向香港國際仲裁中心提起仲裁，認為本公司違反認購協議並要求賠償損害金額不超過69.62億港元以及支付相關仲裁費用。本公司認為並不存在申請人所述違反認購協議的情況，並採取法律措施在仲裁程序中提出抗辯。截至本財務報表批准報出日，該案件尚在進行中。本公司經諮詢代理律師意見後認為，基於目前已獲得的資料及了解的事實情況，本公司並不存在仲裁通知中主張的違約行為，仲裁申請人主張不會得到仲裁庭的支持，因此無需計提預計負債。

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### 9 CONTINGENCIES (Continued)

In addition, the Company obtained a loan from Aero Infrastructure Investment Company Limited with a principal of USD75 million in August 2019, which was pledged by 100% equity of Ruigang Logistics and 51% equity of Meilan Freight held by the Company. The loan was repaid on 8 July 2020. As of 31 December 2022, the pledge of equity interests of these two entities was yet to be released.

### 10 COMMITMENTS

#### (1) Capital commitments

As of 31 December 2022, there is no material capital expenditure contracted for but not yet necessary to be recognised by the Group in the balance sheet (31 December 2021: Nil).

### 11 EVENTS AFTER THE BALANCE SHEET DATE

On 4 January 2023, the Group was approved to enter into an asset lease agreement with its Parent Company Haikou Meilan in respect of the lease of the airport runways and other related assets of Meilan Airport Phase I and Phase II held by Haikou Meilan (the "Leased Assets") for a term of three years commencing from 1 January 2023, with an annual rental fee of approximately RMB557 million (excluding value-added tax). At the lease commencement date, the Group will recognise the right-of-use assets and lease liabilities amounting to approximately RMB1.575 billion in the consolidated balance sheet, of which the present value of rental payable of RMB545 million to be settled within one year is recognised as current liabilities. Meanwhile, the aircraft apron lease agreement and the new cargo terminal lease agreement originally entered into between the Group and Haikou Meilan will be terminated on the commencement date of the lease of Leased Assets. The Group will derecognise the carrying amounts of the relevant right-of-use assets amounting to RMB28 million, and recognise a gain from early termination of these lease agreements of approximately RMB1 million.

### 12 OPERATING LEASE PROCEEDS AFTER THE BALANCE SHEET DATE

As the lessor, the Group's undiscounted lease proceeds receivable after the balance sheet date are as follows:

		31 December 2022 2022年 12月31日	31 December 2021 2021年 12月31日
Within 1 year	一年以內	13,259,170	25,424,491
1 to 2 years	一到二年	10,488,475	7,110,394
2 to 3 years	二到三年	542,388	977,908
		<b>24,290,033</b>	33,512,793

### 九 或有事項(續)

此外，本公司於2019年8月獲得 Aero Infrastructure Investment Company Limited 的本金為75,000,000美元之借款，以本公司持有的瑞港物流100%股權、美蘭貨運51%股權提供質押，該借款已於2020年7月8日歸還。截止2022年12月31日，有關股權質押解除手續尚未完成。

### 十 承諾事項

#### (1) 資本性支出承諾事項

於2022年12月31日，本集團無已簽約而尚不必在資產負債表上列示的資本性支出承諾(2021年12月31日：無)。

### 十一 資產負債表日後事項

於2023年1月4日，本集團與母公司海口美蘭訂立資產租賃協議，租入海口美蘭持有的美蘭機場一期及二期跑道等相關資產(「租賃資產」)，租賃期自2023年1月1日起三年，年租金約人民幣5.57億元(不含增值稅)。本集團於起租日將於資產負債表中確認與租賃資產相關的使用權資產及租賃負債約人民幣15.75億元，其中一年內需支付的租金現值人民幣5.45億元列示為流動性負債。同時，本集團與海口美蘭原訂立的機坪租賃協議及新貨站租賃協議於租賃資產起租日同步終止，本集團將終止確認相關使用權資產賬面價值為人民幣0.28億元，並確認相關處置收益約人民幣0.01億元。

### 十二 資產負債表日後經營租賃收款額

本集團作為出租人，資產負債表日後應收的租賃收款額的未折現金額匯總如下：



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### 13 FINANCIAL INSTRUMENT AND RISK

The Group's activities expose it to a variety of financial risks: market risk (primarily interest rate risk), credit risk and liquidity risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

#### (1) Interest rate risk

The Group's interest rate risk mainly arises from long-term interest-bearing borrowings including long-term borrowings and long-term payables. Financial liabilities issued at floating rates expose the Group to cash flow interest rate risk, while those issued at fixed rates expose the Group to fair value interest rate risk. The Group determines the relative proportions of its fixed rate and floating rate contracts depending on the prevailing market conditions. As at 31 December 2022, the Group's Syndicated Loan was denominated in RMB with a fixed interest rate, of which the amount was RMB1,944,000,000 (31 December 2021: RMB1,944,000,000 with a floating interest rate) (Note 4(23)).

The Group's finance department continuously monitors the interest rate position of the Group. Increases in interest rates will increase the cost of new interest-bearing borrowings and the interest expenses with respect to the Group's outstanding floating rate interest bearing borrowings, and therefore could have a material adverse effect on the Group's financial performance. Management makes adjustments timely with reference to the latest market conditions and may enter into interest rate swap agreements to mitigate its exposure to interest rate risk. Both in 2022 and 2021, the Group did not enter into any interest rate swap agreements.

#### (2) Credit risk

The credit risk of the Group mainly arises from cash at bank and on hand, accounts receivable, other receivables and the provision of Joint Repayment Commitment for the Syndicated Loan drawn by Haikou Meilan. As at the balance sheet date, the carrying amount of the Group's financial assets has represented the maximum credit risk exposure of the Group; the maximum credit risk exposure off balance sheet is the maximum amount of RMB3.20 billion to be paid for fulfilment of Joint Repayment Commitment for the drawn Syndicated Loan drawn by Haikou Meilan.

The Group expects that there is no significant credit risk associated with cash at bank and on hand since they are deposited at state-owned banks and other medium or large size listed banks with good reputation and high credit rating. The Group does not expect that there will be significant losses from non-performance by these counterparties.

### 十三 金融工具及相關風險

本集團的經營活動會面臨各種金融風險：市場風險（主要為利率風險）、信用風險和流動風險。本集團整體的風險管理計劃針對金融市場的不可預見性，力求降低對本集團財務業績的潛在不利影響。

#### (1) 利率風險

本集團的利率風險主要產生於長期借款及長期應付款等長期帶息債務。浮動利率的金融負債使本集團面臨現金流量利率風險，固定利率的金融負債使本集團面臨公允價值利率風險。本集團根據當時的市場環境來決定固定利率及浮動利率合同的相對比例。於2022年12月31日，本集團固定利率合同為人民幣計價的，金額為人民幣1,944,000,000元(2021年12月31日：人民幣1,944,000,000元的浮動利率合同)(附註四(23))。

本集團財務部門持續監控集團利率水平。利率上升會增加新增帶息債務的成本以及本集團尚未付清的以浮動利率計息的帶息債務的利息支出，並對本集團的財務業績產生重大的不利影響，管理層會依據最新的市場狀況及時作出調整，這些調整可能是進行利率互換的安排來降低利率風險。於2022年度及2021年度本集團並無利率互換安排。

#### (2) 信用風險

本集團信用風險主要產生於貨幣資金、應收賬款、其他應收款和為海口美蘭已提取的銀團貸款提供共同還款承諾。於資產負債表日，本集團金融資產的賬面價值已代表其最大信用風險敞口；資產負債表外的最大信用風險敞口為海口美蘭已提取的銀團貸款提供共同還款承諾所需支付的最大金額人民幣32.0億元。

本集團貨幣資金主要為存放於聲譽良好並擁有較高信用評級的國有銀行和其他大中型上市銀行的銀行存款，本集團認為其不存在重大的信用風險，幾乎不會產生因銀行違約而導致的重大損失。

# NOTES TO THE FINANCIAL STATEMENTS

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### 13 FINANCIAL INSTRUMENT AND RISK

(Continued)

#### (2) Credit risk (Continued)

In addition, the Group has policies to limit the credit exposure on accounts receivable and other receivables. The Group assesses the credit quality of and sets credit limits on its customers by taking into account their financial position, the availability of guarantee from third parties, their credit history and other factors such as current market conditions. The credit history of the customers is regularly monitored by the Group. In respect of customers with a poor credit history, the Group will use written payment reminders, or shorten or cancel credit periods, to ensure the overall credit risk of the Group is limited to a controllable extent.

As at 31 December 2022, the Group had no significant collateral or other credit enhancements held as a result of the debtor's mortgage (31 December 2021: Nil).

#### (3) Liquidity risk

Cash flow forecasting is performed by each subsidiary of the Group and aggregated by the Group. The Group monitors rolling forecasts of the Group's short-term and long-term liquidity requirements to ensure it has sufficient cash and securities that are readily convertible to cash to meet operational needs, while maintaining sufficient headroom on its undrawn committed borrowing facilities from major financial institutions so that the Group does not breach borrowing limits or covenants on any of its borrowing facilities to meet the short-term and long-term liquidity requirements.

As at 31 December 2022, the risk assessment of cash flows that made by management was detailed in Note 2(1).

### 十三 金融工具及相關風險(續)

#### (2) 信用風險(續)

此外，對於應收賬款和其他應收款等，本集團設定相關政策以控制信用風險敞口。本集團基於對客戶的財務狀況、從第三方獲取擔保的可能性、信用記錄及其他因素諸如目前市場狀況等評估客戶的信用資質並設置相應信用期。本集團會定期對客戶信用記錄進行監控，對於信用記錄不良的客戶，本集團會採用書面催款、縮短信用期或取消信用期等方式，以確保本集團的整體信用風險在可控的範圍內。

於2022年12月31日，本集團無重大的因債務人抵押而持有的擔保物或其他信用增級(2021年12月31日：無)。

#### (3) 流動風險

本集團內各子公司負責其自身的現金流量預測。本集團在匯總各子公司現金流量預測的基礎上，在集團層面持續監控短期和長期的資金需求，以確保維持充裕的現金儲備；同時持續監控是否符合借款協議的規定，從主要金融機構獲得提供足夠備用資金的承諾，以滿足短期和長期的資金需求。

於2022年12月31日，本公司管理層對流動性風險評估詳見附註二(1)。

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

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### 13 FINANCIAL INSTRUMENT AND RISK

### 十三 金融工具及相關風險(續)

(Continued)

#### (3) Liquidity risk (Continued)

(a) The financial liabilities of the Group at the balance sheet date are analysed by their maturity date below at their undiscounted contractual cash flows:

		31 December 2022 2022年12月31日				Total 合計
		Within 1 year 一年以內	1 to 2 years 一到二年	2 to 5 years 二到五年	More than 5 years 五年以上	
Short-term borrowings	短期借款	102,354,694	-	-	-	102,354,694
Accounts payable	應付賬款	361,617,182	-	-	-	361,617,182
Other payables	其他應付款	2,381,475,457	-	-	-	2,381,475,457
Syndicated Loans for the Phase II Expansion Project	二期擴建項目專項 銀團貸款	2,020,869,000	-	-	-	2,020,869,000
Lease liabilities	租賃負債	64,845,211	-	-	-	64,845,211
Long-term payables	長期應付款	788,469,802	8,061,515	13,562,150	3,059,047	813,152,514
		<b>5,719,631,346</b>	<b>8,061,515</b>	<b>13,562,150</b>	<b>3,059,047</b>	<b>5,744,314,058</b>

		31 December 2021 2021年12月31日				Total 合計
		Within 1 year 一年以內	1 to 2 years 一到二年	2 to 5 years 二到五年	More than 5 years 五年以上	
Accounts payable	應付賬款	344,481,547	-	-	-	344,481,547
Other payables	其他應付款	2,617,621,949	-	-	-	2,617,621,949
Syndicated Loans for the Phase II Expansion Project	二期擴建項目專項 銀團貸款	2,039,256,000	-	-	-	2,039,256,000
Lease liabilities	租賃負債	85,147,830	22,237,032	43,531,890	-	150,916,752
Long-term payables	長期應付款	771,704,379	41,715,509	13,202,338	5,635,598	832,257,824
		<b>5,858,211,705</b>	<b>63,952,541</b>	<b>56,734,228</b>	<b>5,635,598</b>	<b>5,984,534,072</b>

(b) As at the balance sheet date, the Group had no lease contracts that had been signed but had not yet been performed.

(b) 於資產負債表日，本集團無已簽訂但尚未開始執行的租賃合同。

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### 13 FINANCIAL INSTRUMENT AND RISK

(Continued)

#### (3) Liquidity risk (Continued)

- (c) Bank borrowings and other borrowings (including finance lease payable and entrusted loans payable) are analysed by repayment term as follows:

		31 December 2022 2022年12月31日		31 December 2021 2021年12月31日	
		Bank borrowings 銀行借款	Other borrowings 其他借款	Bank borrowings 銀行借款	Other borrowings 其他借款
Within 1 year	1年以內	2,044,000,000	-	1,944,000,000	19,762,777
1 to 2 years	1至2年	-	-	-	2,597,206
2 to 5 years	2至5年	-	-	-	43,531,890
		<b>2,044,000,000</b>		1,944,000,000	65,891,873

- (d) As at the balance sheet date, the Group's Joint Repayment Commitment provided to external parties are analysed below based on the maximum amounts and the earliest periods in which the guarantees could be called:

		31 December 2022 2022年12月31日					Total 合計
		Within 1 year 一年以內	1 to 2 years 一到二年	2 to 5 years 二到五年	More than 5 years 五年以上		
Joint Repayment Commitment	共同還款承諾	3,192,000,000	-	-	-	<b>3,192,000,000</b>	

		31 December 2021 2021年12月31日					Total 合計
		Within 1 year 一年以內	1 to 2 years 一到二年	2 to 5 years 二到五年	More than 5 years 五年以上		
Joint Repayment Commitment	共同還款承諾	3,232,000,000	-	-	-	3,232,000,000	

For the abovementioned Joint Repayment Commitment, the Group's maximum credit risk exposure is RMB3,192,000,000. As disclosed in Note 8(6)(b), as of 31 December 2022, the Group's balance of "other current liabilities – provision for Joint Repayment Commitment" was RMB2,624,949 (31 December 2021: RMB2,585,600) (Note 4(22)).

針對上述共同還款承諾，本集團承擔的最大信用風險敞口為人民幣3,192,000,000元，如附註八(6)(b)所述，截止2022年12月31日，本集團「其他流動負債 – 共同還款承諾準備」餘額為人民幣2,624,949元(2021年12月31日：人民幣2,585,600元)(附註四(22))。

### 十三 金融工具及相關風險(續)

#### (3) 流動風險(續)

- (c) 銀行借款及其他借款(包括應付融資租賃款及應付委託貸款)償還期分析如下：

- (d) 於資產負債表日，本集團對外提供的共同還款承諾的最大承諾金額按照相關方能夠要求支付的最早時間段列示如下：



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### 14 FAIR VALUE ESTIMATES

The level in which fair value measurement is categorised is determined by the level of the fair value hierarchy of the lowest level input that is significant to the entire fair value measurement:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Unobservable inputs for the asset or liability.

#### (1) Assets measured at fair value on a recurring basis

As at 31 December 2022, the assets measured at fair value on a recurring basis are listed as follows according to the above three levels:

		Level 1 第一層次	Level 2 第二層次	Level 3 第三層次	Total 合計
Financial assets	金融資產				
Financial assets held for sale –	交易性金融資產 –				
Equity instrument investment	交易性權益工具投資	28,276,733	–	–	28,276,733
Other non-current financial asset –	其他非流動金融資產 –				
Trust income	信託收益權	–	–	49,057,863	49,057,863
		28,276,733	–	49,057,863	77,334,596

As at 31 December 2021, the assets measured at fair value on a recurring basis are listed as follows according to the above three levels:

		Level 1 第一層次	Level 2 第二層次	Level 3 第三層次	Total 合計
Financial assets	金融資產				
Financial assets held for sale –	交易性金融資產 –				
Equity instrument investment	交易性權益工具投資	26,834,409	–	–	26,834,409

The Group takes the date on which events causing the transfers between the levels take place as the timing specific for recognising the transfers. There is no transfer for the current year.

The fair value of financial instruments traded in an active market is determined at the quoted market price. The fair value of those not traded in an active market is determined by the Group using valuation technique. The valuation models used mainly comprise discounted cash flow model and guideline publicly-traded comparable method, etc.

### 十四 公允價值估計

公允價值計量結果所屬的層次，由對公允價值計量整體而言具有重要意義的輸入值所屬的最低層次決定：

第一層次：相同資產或負債在活躍市場上未經調整的報價。

第二層次：除第一層次輸入值外相關資產或負債直接或間接可觀察的輸入值。

第三層次：相關資產或負債的不可觀察輸入值。

#### (1) 持續的以公允價值計量的資產

於2022年12月31日，持續的以公允價值計量的資產按上述三個層次列示如下：

於2021年12月31日，持續的以公允價值計量的資產按上述三個層次列示如下：

本集團以導致各層次之間轉換的事項發生日為確認各層次之間轉換的時點。本年度無各層次間的轉換。

對於在活躍市場上交易的金融工具，本集團以其活躍市場報價確定其公允價值。對於不在活躍市場上交易的金融工具，本集團採用估值技術確定其公允價值。所使用的估值模型主要為現金流量折現模型和市場可比公司模型等。

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
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### 14 FAIR VALUE ESTIMATES (Continued)

#### (2) Assets and liabilities not measured at fair value but for which the fair value is disclosed

Financial assets and financial liabilities of the Group measured at amortised cost mainly include receivables, payables, Syndicated Loans for the Phase II Expansion Project, long-term payables and lease liabilities.

The carrying amount of the financial assets and liabilities not measured at fair value is a reasonable approximation of their fair value.

### 15 CAPITAL MANAGEMENT

The Group's capital management policies aim to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders, and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, refund capital to shareholders, issue new shares or sell assets to reduce debts.

The Group is not subject to external mandatory capital requirements, and monitors capital on the basis of gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings (including bank borrowings, finance lease payable and entrusted loans payable) less cash and cash equivalents. Total capital is calculated as 'shareholder's equity' as shown in the consolidated balance sheet plus net debt.

The gearing ratios of the Group at 31 December 2022 and 2021 were as follows:

### 十四 公允價值估計(續)

#### (2) 不以公允價值計量但披露其公允價值的資產和負債

本集團以攤餘成本計量的金融資產和金融負債主要包括：應收款項、應付款項、二期擴建項目專項銀團貸款、長期應付款和租賃負債等。

該等不以公允價值計量的金融資產和金融負債的賬面價值與公允價值差異很小。

### 十五 資本管理

本集團資本管理政策的目標是為了保障本集團能夠持續經營，從而為股東提供回報，並使其他利益相關者獲益，同時維持最佳的資本結構以降低資本成本。

為了維持或調整資本結構，本集團可能會調整支付給股東的股利金額、向股東返還資本、發行新股或出售資產以減低債務。

本集團不受制於外部強制性資本要求，利用資本負債比率監控其資本。該比率按照債務淨額除以總資本計算。債務淨額為總借款(包括銀行借款、應付融資租賃款和應付委託貸款)減去現金及現金等價物。本集團總資本為合併資產負債表中所示的股東權益與債務淨額之和。

2022年12月31日及2021年12月31日，本集團資本負債比率計算如下：

		31 December 2022 2022年 12月31日	31 December 2021 2021年 12月31日
Total borrowings	總借款		
Bank borrowings	銀行借款	2,044,000,000	1,944,000,000
Finance lease payable	應付融資租賃款	-	47,499,317
Entrusted loans payable	應付委託貸款	-	18,392,556
		2,044,000,000	2,009,891,873
Less: Cash and cash equivalents	減：現金及現金等價物	(119,427,073)	(177,462,360)
Net debt	債務淨額	1,924,572,927	1,832,429,513
Shareholders' equity	股東權益	4,406,519,981	4,566,068,873
Total capital	總資本	6,331,092,908	6,398,498,386
Gearing ratio	資本負債比率	30.40%	28.64%

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### 16 NOTES TO THE COMPANY'S FINANCIAL STATEMENTS

### 十六 公司財務報表附註

#### (1) Other receivables

#### (1) 其他應收款

		<b>31 December 2022 2022年 12月31日</b>	31 December 2021 2021年 12月31日
Amounts due to subsidiaries	應收子公司往來款	<b>69,989,112</b>	68,220,565
Luggage compensation paid on behalf of and due from airlines	應收航空公司代墊行李賠償款	<b>519,523</b>	3,634,460
Receivables of restructuring debt	應收重整債權款	<b>130,000</b>	6,798,243
Others	其他	<b>435,735</b>	807,705
		<b>71,074,370</b>	79,460,973
Less: Provision for bad debts	減：壞賬準備	<b>(193,031)</b>	(524,060)
		<b>70,881,339</b>	78,936,913

#### (2) Long-term equity investments

#### (2) 長期股權投資

		<b>31 December 2022 2022年 12月31日</b>	31 December 2021 2021年 12月31日
Subsidiaries (a)	子公司(a)		
- Unlisted companies	- 非上市公司	<b>15,200,000</b>	15,200,000
Associates (b)	聯營公司(b)		
- Unlisted companies	- 非上市公司	<b>8,349,494</b>	12,848,969
Less: Provision for impairment of long-term equity investments	減：長期股權投資減值準備	-	-
		<b>23,549,494</b>	28,048,969

There is no significant restriction on the realisation of long-term investments.

本公司不存在長期投資變現的重大限制。

# NOTES TO THE FINANCIAL STATEMENTS

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### 16 NOTES TO THE COMPANY'S FINANCIAL STATEMENTS (Continued)

### 十六 公司財務報表附註(續)

#### (2) Long-term equity investments (Continued)

#### (2) 長期股權投資(續)

##### (a) Subsidiaries

##### (a) 子公司

31 December 2022 and  
31 December 2021  
2022年12月31日及  
2021年12月31日

Meilan Freight	美蘭貨運	10,200,000
Meilan Airport Hotel	美蘭機場酒店	5,000,000
		15,200,000

(b) In December 2021, the Company transferred 24.5% equity of HNA Airport Holdings to Ruigang Logistics at a consideration of RMB1, the brought forward capital surplus and other comprehensive loss related to this investment of RMB120,177,293 and RMB19,524,487, respectively, were cancelled out which resulted in a disposal gain of RMB100,652,807. After the transfer, HNA Airport Holdings was still accounted for an associate of the Group.

(b) 於2021年12月，本公司將海航機場控股24.5%的股權以人民幣1元作價轉讓給瑞港物流，處置時結轉原計入資本公積和其他綜合虧損的金額分別為人民幣120,177,293元及人民幣19,524,487元，取得投資收益人民幣100,652,807元。轉讓後海航機場控股仍作為本集團聯營公司核算。

#### (3) Employee benefits payable

#### (3) 應付職工薪酬

		31 December 2022 2022年 12月31日	31 December 2021 2021年 12月31日
Short-term employee benefits payable (a)	應付短期薪酬(a)	60,517,932	55,447,228
Termination benefits payable (c)	應付辭退福利(c)	138,654	204,529
Defined contribution plans payable (b)	應付設定提存計劃(b)	-	4,940
		60,656,586	55,656,697



# NOTES TO THE FINANCIAL STATEMENTS

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### 16 NOTES TO THE COMPANY'S FINANCIAL STATEMENTS (Continued)

### 十六 公司財務報表附註(續)

#### (3) Employee benefits payable (Continued)

#### (3) 應付職工薪酬(續)

##### (a) Short-term employee benefits

##### (a) 短期薪酬

		31 December 2021 2021年 12月31日	Increase in the current year 本年增加	Decrease in the current year 本年減少	31 December 2022 2022年 12月31日
Wages and salaries, bonus, allowances and subsidies	工資、獎金、津貼和補貼	31,742,579	256,988,098	(243,783,394)	44,947,283
Staff welfare	職工福利費	383,823	1,766,235	(1,770,157)	379,901
Social security contributions	社會保險費	164,451	13,132,841	(13,134,615)	162,677
Including: Medical insurance	其中：醫療保險費	164,391	12,832,312	(12,834,026)	162,677
Work injury insurance	工傷保險費	60	300,529	(300,589)	-
Housing funds	住房公積金	153,865	18,160,948	(18,166,163)	148,650
Labour union funds and employee education funds	工會經費和職工教育經費	23,002,510	5,918,561	(14,041,650)	14,879,421
		55,447,228	295,966,683	(290,895,979)	60,517,932

##### (b) Defined contribution plans

##### (b) 設定提存計劃

		31 December 2022 2022年12月31日		31 December 2021 2021年12月31日	
		Amount payable 應付金額	Ending balance 年末餘額	Amount payable 應付金額	Ending balance 年末餘額
Basic pensions	基本養老保險	24,156,507	-	18,047,639	4,791
Unemployment insurance	失業保險費	753,227	-	562,745	149
		24,909,734	-	18,610,384	4,940

Monthly payments of premiums on the basic pensions and unemployment insurance are calculated according to the bases and percentage prescribed by local authorities of Ministry of Human Resource and Social Security, and the payment shall not be used to offset the amount that the Group shall pay to its employees in the future.

本集團以當地勞動和社會保障部門規定的繳納基數和比例，按月向相關經辦機構繳納養老保險費及失業保險費，且繳納後不可用於抵減本集團未來期間應為員工交存的款項。

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
(All amounts in RMB Yuan unless otherwise stated) (除特別註明外，金額單位為人民幣元)

### 16 NOTES TO THE COMPANY'S FINANCIAL STATEMENTS (Continued)

### 十六 公司財務報表附註(續)

#### (3) Employee benefits payable (Continued)

#### (3) 應付職工薪酬(續)

##### (c) Termination benefits payable

##### (c) 應付辭退福利

		<b>31 December 2022 2022年 12月31日</b>	31 December 2021 2021年 12月31日
Early retirement benefits payable	應付內退福利	<b>138,654</b>	346,389
Less: Early retirement benefits payable over one year presented in long-term employee benefits payable	減：列示於長期應付職工薪酬的一年以上應付內退福利	-	(141,860)
		<b>138,654</b>	204,529

#### (4) Long-term payables

#### (4) 長期應付款

		<b>31 December 2022 2022年 12月31日</b>	31 December 2021 2021年 12月31日
Payables to related parties (Note 4(25)(a))	應付關聯方款項(附註四(25)(a))	<b>774,133,098</b>	774,133,098
Entrusted loans payable (Note 4(25)(c))	應付委託貸款(附註四(25)(c))	-	18,392,556
		<b>774,133,098</b>	792,525,654
Less: Current portion of payables to related parties (Note 4(25))	減：一年內到期的關聯方款項(附註四(25))	<b>(774,133,098)</b>	(743,004,125)
Less: Current portion of entrusted loans (Note 4(25))	減：一年內到期的委託貸款(附註四(25))	-	(15,795,350)
		-	33,726,179

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
(All amounts in RMB Yuan unless otherwise stated) (除特別註明外，金額單位為人民幣元)

### 16 NOTES TO THE COMPANY'S FINANCIAL STATEMENTS (Continued)

### 十六 公司財務報表附註(續)

#### (5) Revenue, cost of sales, and general and administrative expenses

#### (5) 營業收入和營業成本、管理費用

		2022 2022年度	2021 2021年度
Revenue	營業收入		
Aeronautical:	航空性業務：		
Passenger service income	旅客服務費	158,814,739	252,465,010
Ground handling service income	地面服務費	105,247,973	138,290,915
Fees and related charges on aircraft take-off and landing	飛機起降及相關收費	80,222,211	101,613,008
		<b>344,284,923</b>	492,368,933
Non-aeronautical:	非航空性業務：		
Franchise income	特許經營權收入	453,939,102	667,975,213
Rental income (i)	租金收入(i)	119,876,417	91,764,467
VIP room income	貴賓室收入	32,400,608	78,078,153
Others	其他收入	82,309,478	85,191,627
		<b>688,525,605</b>	923,009,460
		<b>1,032,810,528</b>	1,415,378,393

(i) During the year ended 31 December 2022, the variable rent recognized based on a certain percentage of the lessee's sales in rental income is RMB5,816,126 (2021: RMB5,616,765) and the Company has no significant lease changes (2021: Nil).

(i) 2022年度，租金收入中基於承租人的銷售額的一定比例確認的可變租金為人民幣5,816,126元(2021年度：人民幣5,616,765元)。2022年度，本公司無重大的租賃變更(2021年度：無)。

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

For the year ended 31 December 2022 2022年度  
(All amounts in RMB Yuan unless otherwise stated) (除特別註明外，金額單位為人民幣元)

### 16 NOTES TO THE COMPANY'S FINANCIAL STATEMENTS (Continued)

#### (5) Revenue, cost of sales, and general and administrative expenses (Continued)

Cost of sales and general and administrative expenses mainly include the following items:

### 十六 公司財務報表附註(續)

#### (5) 營業收入和營業成本、管理費用(續)

營業成本及管理費用主要由以下項目構成：

		2022 2022年度	2021 2021年度
Employee salaries and benefit expenses	員工工資及福利費用	237,219,176	216,602,425
Depreciation expenses of fixed assets	固定資產折舊費用	274,198,153	119,973,743
Airport and logistic services fee	機場及外勤綜合服務費	90,834,028	57,528,849
Depreciation of investment properties	投資性房地產折舊費	51,741,965	41,040,079
Sub-contracted labour cost	勞務派遣人員費用	51,196,820	39,529,510
Repairs and maintenance	維修費用	42,140,646	70,277,507
Depreciation of right-of-use assets	使用權資產折舊費用	34,485,024	34,588,438
Utilities	水電費	34,228,713	38,457,706
VIP room costs	貴賓室業務支出	26,143,831	31,987,462
Security costs	護衛隊業務支出	22,503,935	15,489,784
Amortisation of land use rights	土地使用權攤銷	16,829,923	5,830,291
Handling fees of CAAC Settlement Center	民航清算中心手續費	3,274,205	3,872,672
Audit fees	審計師費用	2,522,491	2,101,019
- Audit services	- 審計服務	1,820,038	1,820,038
- Non-audit services	- 非審計服務	702,453	280,981
Flight delays meal allowance	航班延誤配餐費	1,355,344	7,296,823
Travelling expenses	差旅費	271,877	536,930
Others	其他	95,160,127	82,602,743
		<b>984,106,258</b>	767,715,981

During the year ended 31 December 2022 and 2021, there is no lease payments of short-term leases and low-value leases that the company directly recognised in profit or loss.

於2022年度，本公司無直接計入當期損益的短期租賃和低價值租賃的租金支出(2021年度：無)。





**海南美蘭國際空港股份有限公司**  
Hainan Meilan International Airport Company Limited