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海南机场
HAINAN AIRPORT

HAINAN AIRPORT INFRASTRUCTURE CO., LTD.
海南機場設施股份有限公司
(a joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 600515.SH)

HAINAN AIRPORT INFRASTRUCTURE (HONGKONG) CO., LIMITED
海南機場設施(香港)有限公司
(incorporated in Hong Kong with limited liability)

HAINAN MEILAN INTERNATIONAL AIRPORT COMPANY LIMITED*
海南美蘭國際空港股份有限公司
(a joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 357)

JOINT ANNOUNCEMENT

DESPATCH OF COMPOSITE OFFER AND RESPONSE DOCUMENT RELATING TO (1) THE UNCONDITIONAL MANDATORY CASH OFFER BY HAINAN AIRPORT INFRASTRUCTURE CO., LTD. TO ACQUIRE ALL OF THE DOMESTIC SHARES IN HAINAN MEILAN INTERNATIONAL AIRPORT COMPANY LIMITED (OTHER THAN THOSE SHARES ALREADY OWNED OR AGREED TO BE ACQUIRED BY HAINAN AIRPORT INFRASTRUCTURE CO., LTD.) AND (2) THE UNCONDITIONAL MANDATORY CASH OFFER BY CHINA INTERNATIONAL CAPITAL CORPORATION HONG KONG SECURITIES LIMITED ON BEHALF OF HAINAN AIRPORT INFRASTRUCTURE (HONGKONG) CO., LIMITED TO ACQUIRE ALL OF THE H SHARES IN HAINAN MEILAN INTERNATIONAL AIRPORT COMPANY LIMITED

Financial adviser to the Offerors

CICC 中金公司

Independent Financial Adviser to the Independent Board Committee

八方金融有限公司
OCTAL Capital Limited

* *For identification purpose only*

Reference is made to (i) the joint announcement issued by the Offerors and the Company dated 30 April 2025 in relation to, among other things, the SPA and the Offers; (ii) the announcement issued by the Company dated 16 May 2025 in relation to the appointment of the Independent Financial Adviser; (iii) the joint announcement issued by the Offerors and the Company dated 20 May 2025 in relation to the delay in despatch of the Composite Document; (iv) the joint announcements issued by the Offerors and the Company dated 29 May 2025, 27 June 2025, 28 July 2025, 7 August 2025, 5 September 2025, 3 October 2025, 3 November 2025, 3 December 2025 and 10 December 2025 in relation to updates on the status of satisfaction of the Conditions; (v) the joint announcement issued by the Offerors and the Company dated 24 December 2025 in relation to SPA Completion; and (vi) the Composite Document jointly issued by the Offerors and the Company dated 31 December 2025. Unless the context requires otherwise, capitalised terms used in this joint announcement shall have the same meanings as those defined in the Composite Document.

DESPATCH OF THE COMPOSITE DOCUMENT

The Composite Document containing, among others, (i) information relating to the Group, the Offerors and the Offers; (ii) a letter of recommendation from the Independent Board Committee containing the Independent Board Committee's recommendation to the Independent Shareholders in respect of the Offers and as to the acceptance of the Offers; (iii) a letter of advice from Independent Financial Adviser containing its advice and recommendation to the Independent Board Committee in respect of the Offers; and (iv) the Property Valuation Report, and enclosing the WHITE Form of Acceptance and the GREEN Form of Acceptance, have been despatched to the Shareholders on 31 December 2025 in accordance with the Takeovers Code.

Copies of the Composite Document and the accompanying WHITE Form of Acceptance and GREEN Form of Acceptance are also available on the websites of the Stock Exchange and of the Company.

EXPECTED TIMETABLE

The expected timetable set out below is indicative only and may be subject to change. Further announcement(s) will be made as and when appropriate.

Unless otherwise expressly stated, references to times and dates in this joint announcement, the Composite Document and the Forms of Acceptance are to Hong Kong times and dates.

Despatch Date of the Composite Document and the accompanying Forms of Acceptance and the commencement of the Offers[(1)]	Wednesday, 31 December 2025
Latest time and date for acceptance of the Offers[(2) (5)]	4:00 p.m. on Friday, 30 January 2026
Closing Date[(2)]	Friday, 30 January 2026
Announcement of the results of the Offers as at the Closing Date, or as to whether the Offers have been revised or extended, on the website of the Stock Exchange[(2)]	By 7:00 p.m. on Friday, 30 January 2026
Latest date for posting of remittances, or in the case of the Domestic Share Offer, wire transfer, to the respective Offer Shareholders for the amounts due under the Offers in respect of valid acceptances received under the Offers[(3) (4) (5)]	Tuesday, 10 February 2026

Notes:

1. The Offers, which are unconditional in all respects, are made on Wednesday, 31 December 2025, being the Despatch Date, and are capable of acceptance on and from that date until 4:00 p.m. on the Closing Date. Acceptances of the Offers shall be irrevocable and not capable of being withdrawn, except in the circumstances as set out in the section headed "RIGHT OF WITHDRAWAL" in Appendix I to the Composite Document.

2. In accordance with the Takeovers Code, the Offers must initially be opened for acceptance for at least 21 days following the Despatch Date. As the Offers will, in addition to compliance with the Takeovers Code, also be made in the United States pursuant to the applicable U.S. tender offer rules, the Offer must remain open for at least 20 U.S. business days following the Despatch Date. The latest time and date for acceptance of the Offers is 4:00 p.m. on Friday, 30 January 2026 unless the Offerors revise or extend the Offers in accordance with the Takeovers Code. An announcement will be issued through the website of the Stock Exchange by 7:00 p.m. on Friday, 30 January 2026 stating whether the Offers have been extended or revised or have expired. In the event that the Offerors decide to extend the Offers and the announcement does not specify the next closing date, at least 14 days' notice by way of an announcement will be given before the Offers are closed to those Offer Shareholders who have not yet accepted the Offers.

   Beneficial owners of Shares who hold their Shares in CCASS directly as an investor participant or indirectly via a broker or custodian participant should note the timing requirements (set out in Appendix I to the Composite Document) for causing instructions to be made to CCASS in accordance with the General Rules of CCASS and CCASS Operational Procedures.

3. Remittances in respect of the cash consideration (after deducting the seller's ad valorem stamp duty arising therefrom) payable for the Offer Shares tendered under the H Share Offer will be made to those Offer Shareholders accepting the H Share Offer (at their respective addresses as they appear in the register of members of the Company or, in the case of joint Shareholders, to the Shareholder whose name appears first in the register of members of the Company, unless otherwise specified in the relevant Form of Acceptance completed, returned and received by the H Share Registrar) by ordinary post at their own risk as soon as possible, but in any event no later than seven Business Days after the date of receipt by the H Share Registrar of the duly completed WHITE Form of Acceptance together with all the valid requisite documents from the Offer Shareholders accepting the H Share Offer in accordance with the Takeovers Code.

4. Remittances in respect of the cash consideration payable for the Offer Shares tendered under the Domestic Share Offer will be made by wire transfer according to the bank account details of the transferor set out on the first page of the GREEN Form of Acceptance at their own risk as soon as possible but in any event no later than seven Business Days after the date of receipt by the Domestic Share Offeror of a duly completed GREEN Form of Acceptance together with all valid requisite documents from the Offer Shareholders accepting the Domestic Share Offer in accordance with the Takeovers Code.

5. If there is a tropical cyclone warning signal no. 8 or above, a black rainstorm warning, or "extreme conditions" as issued by the Hong Kong Observatory and/or the Government of Hong Kong:

   (a) in force in Hong Kong at any local time before 12:00 noon but no longer in force after 12:00 noon on the Closing Date and the latest time for acceptance of the Offers or the latest date for posting of remittances, or in the case of the Domestic Share Offer, wire transfer, the Closing Date will remain on the same day, the announcement of the results of the Offers as at the Closing Date will be published by 7:00 p.m. on the same day, the latest time for acceptance of the Offers will remain at 4:00 p.m. on the same day, and the latest date for posting of remittances, or in the case of the Domestic Share Offer, wire transfer (as the case may be) will remain on the same day; or

   (b) in force in Hong Kong at any local time between 12:00 noon and 4:00 p.m. on the Closing Date and the latest time for acceptance of the Offers or the latest date for posting of remittances, or in the case of the Domestic Share Offer, wire transfer, the Closing Date will be rescheduled to, the announcement of the results of the Offers as at the Closing Date will be rescheduled and published by 7:00 p.m. on, the latest time for acceptance of the Offers will be rescheduled to 4:00 p.m. on, and the latest date for posting of remittances, or in the case of the Domestic Share Offer, wire transfer (as the case may be) will be rescheduled to, the following Business Day or another Business Day thereafter which does not have any of those warnings or conditions in force in Hong Kong at any time at 12:00 noon and/or thereafter.

WARNING: Shareholders are encouraged to read the Composite Document carefully, including the advice of the Independent Financial Adviser to the Independent Board Committee and the recommendation from the Independent Board Committee to the Independent Shareholders in respect of the Offers, before deciding whether or not to accept the Offers.

Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company, and if they are in any doubt about their position, they should consult their professional advisers.

On behalf of the board	On behalf of the board	On behalf of the Board
Hainan Airport Infrastructure Co., Ltd.	**Hainan Airport Infrastructure (Hongkong) Co., Limited**	**Hainan Meilan International Airport Company Limited***
Yang Xiaobin	**Zhou Peng**	**Wang Hong**
Chairman	*Director*	*Chairman and President*

Hainan, the PRC
31 December 2025

As at the date of this joint announcement, the Directors of the Company are:

Executive Directors:
Mr. WANG Hong *(Chairman and President)*
Mr. REN Kai *(Chief Financial Officer)*
Mr. XING Zhoujin

Non-executive Directors:
Mr. WU Jian
Mr. LI Zhiguo
Mr. WEN Zhe

Independent Non-executive Directors:
Mr. FUNG Ching, Simon
Mr. YE Zheng
Ms. LIU Hongbin
Ms. Tang Bi

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than in relation to the Offerors) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the directors of the Offerors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any statements in this joint announcement misleading.

As at the date of this joint announcement, the directors of the Domestic Share Offeror are Mr. YANG Xiaobin, Mr. FU Kui, Ms. FU Qili, Ms. SUI Tongtong, Mr. LIAO Hongyu, Mr. YA Zhihui, Dr. LIN Guangming, Dr. OUYANG Ling and Dr. TANG Yuejun. As at the date of this joint announcement, the sole director of the H Share Offeror is Mr. ZHOU Peng.

The directors of the Offerors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than in relation to the Group and the Seller) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.