

英大臣：港2017普選是「真正的機會」

普選源自基本法非中英聯合聲明「完美民主」不存在

香港文匯報訊（記者 李自明）英國國會外交事務委員會舉行所謂「公聽會」，「調查」中英聯合聲明的落實情況，香港反對派積極參與「作證」，聲稱全國人大常委會有關香港政改的決定違反聯合聲明，試圖借外力干涉香港內部事務。不過，英國外交及聯邦事務部國務大臣施維爾近日在「公聽會」上強調，「普選」來自香港基本法而非中英聯合聲明，而「完美的民主」更不存在。香港2017年普選特首是「真正的機會」，香港人，特別是香港立法會議員應自問：「先向前走，抑或原地踏步？」

施維爾在上周四（8日），即香港特區政府開展政改第二階段諮詢展開翌日，低調訪港並與香港社會各界會面，包括特區終審法院首席法官馬道立，香港立法會主席曾鈺成及美國商會等，並與多名建制派及反對派立法會議員會面，就香港政改商討長達個多小時。

據報道，施維爾在與反對派議員會面期間，稱香港普選「有好過無」，並呼籲香港反對派支持通過政改方案。施維爾抵港後，於本週二（13日）出席英國議會外交事務委員會的「公聽會」，並交代訪港詳情。

「得到一些，會否好過沒有？」

施維爾在「作供」時稱，英國國會「可就香港政改提出意見」，但強調香港政改問題，包括如何體現「民主精神」，完全是取決於香港人民、香港政府及中國全國人大常委會。

施維爾強調，「完美的民主」並不存在，寄語香港人，特別是擁有投票權、有權力接受或者否決政改方案的香港立法會議員，應自問：「得到一些，會否總好過沒有？……但結論仍然是取決於香港立法會三分二的立法會議員，他們方有權力決定：究竟原地踏步還是向前走？」

倡立會先實行再爭完善

有國會議員在會上問及施維爾是否建議香港反對派支持政改通過，施維爾直言，他會建議立法

會善用機會，先實行民主再爭取進一步完善，「正如香港特區政府司長林鄭月娥所說，這是真正的機會。如果他們（香港反對派）否決政改方案，那麼2017年特首就仍然要由1,200名選委投票選出。」

倘否決 2020立會普選難

施維爾續說，「我不知悉（政改方案）最後結果如何，仍然取決於立法會。我建議大家先了解『枱面上』有甚麼選擇。這（原地踏步）不會是應有的民主。如果香港沒有普選，亦不可於2020年實現立法會普選的『終極目標』。香港立法會議員應自問：向前走，抑或原地踏步？」

選舉辦法無國際標準

有國會議員稱，香港的「真普選」的道路較預期進度「慢」，施維爾反駁指，普選是來自香港基本法的，中英聯合聲明並無提及「真普選」，議員混淆了中英聯合聲明與香港基本法條文。被問到香港如何確保選舉有「真正選擇」，他回應時說，不同國家及地區有不同選舉辦法，國際間並沒有統一的標準。

另外，被問到香港的高度自治有否被侵蝕。施維爾強調，香港的高度自治仍然健全，「香港『一國兩制』是持續發展，當中最重要是：新聞自由及司法自主。綜觀香港及英國法官經常到香港，他們均認為香港司法制度健全。聯合聲明正在（香港）基本法下實踐中，全部正常運行。」



▲施維爾在英國國會「公聽會」上強調，「普選」來自香港基本法而非中英聯合聲明。資料圖片



▲施維爾建議香港立法會議員善用機會，先實行民主再爭取進一步完善。圖為早前立法會開會。資料圖片

拒英議員入境有因 應理解中方立場

大臣解畫 英國國會外交事務委員會委員早前聲稱要來港「調查」中英聯合聲明實施情況，但被中國政府拒絕入境。在本周二（13日）舉行的「公聽會」上，施維爾強調，英國國會議員在此事上應明白中方立場：當時正值香港政改敏感時刻，中方認為英國國會議員到訪會影響香港內政事務。「中方有權管理香港內部事務。」

在英國議會外交事務委員會本週二（13日）舉行的「公聽會」上，有英國國會議員質疑「作供」的施維爾，中方何以不讓英國國會議員訪問香港。施維爾稱，他明白議員在此事上感到「被侮辱」而高興，故自己上星期已向中方反映，未來並會繼續與中方外交文匯報及溝通對話。

指中方有權管理港事

他說，中英雙方需要「重新建立關係」，「英國政府與中國政府關係良好，並就伊波拉及伊朗問題合作。我已向（中方）倫敦領事要求與國會重新建立關係。」

另一名英國國會議員質疑，英國是否應視香港為一個「普通的外地城市」，並質疑中方沒有解釋拒絕國會議員入境的「錯誤」。施維爾回應說，他並非中方發言人，但英國國會議員並非永遠被拒入境，又寄語英國國會議員要明白中方的立場，「當時正值香港政改敏感時刻，特別是最近幾個月，香港正舉行行政諮詢，以增加香港民主。中方認為英國國會議員到訪會影響香港內政事務。中方有權管理香港內部事務。」

■記者 李自明

港政界盼反對派悟「行前比原地踏步好」



■謝偉俊指，施維爾的說法讓他感到英國希望香港政改向前走。資料圖片

香港文匯報訊（記者 李自明、姚嘉華、郭若溪）英國外國及聯邦事務部國務大臣施維爾，日前專程訪港與香港社會各界會面，隨後出席英國國會所謂「公聽會」時強調，香港2017年普選特首是真正的機會，並公開呼籲香港反對派支持通過香港政改。香港政界人士昨日希望施維爾的說話，可為反對派帶來啟發：行前一步總比原地踏步好。

陳永棋：落實普選是「真理」

全國政協常委陳永棋昨日在列席港澳地區全國人大代表預備會議後，被問及施維爾早前就香港普選問題的表態時表示，落實特首普選是香港邁向民主的一大步，絕非「民主後退」，而這是「真理」，故他認為英國表態支持香港政改是好事。

謝偉俊：英盼港政改向前

日前與施維爾在港會面的獨立議員謝偉俊則指，施維爾的說法讓他感到英國希望香港政改向前走，「先進西方國家發表對政改的看法，或多或少對『泛民』有啟發，希望『泛民』議員明白：在政改問題上，行前一步總比原地踏步好。」

不過，去年曾在英國國會通過視察「作供」的公民黨黨魁梁家傑聲稱，英國作為中英聯合聲明的締結國，未有履行應有的道義責任，即確保港人有所謂「真普選」，他對此感到「極度遺憾」，又稱英國和中央同樣要求港人在政改問題上「袋住先」，「顯示所謂『外部勢力』干預的講法不攻自破」云。

HAINAN AIRLINES COMPANY LIMITED

ANNOUNCEMENT OF RESOLUTIONS OF BOARD OF DIRECTORS HAINAN AIRLINES COMPANY LIMITED

The Hainan Airlines Company Limited and the entire members of its board of directors ("BoD") hereby guarantee the truthfulness, accuracy and completeness of the announcement and would take responsibilities for significant omission, fictitious description or serious misleading of it.

The 33rd session of the seventh board of directors of the Hainan Airlines Company Limited (hereinafter referred to as "the Company") was convened in the method of communication on Jan. 16 of 2015. The entire board of directors (seven directors) participated the meeting, which conforms to the regulations of the Company Law and Articles of Association. During the meeting, following proposals were deliberated and passed through:

I. The Report on Engagement of Vice President of the Company and Secretary to the BoD

Owing to the expiration of his term in office, Mr. Huang Qijun would not take the position of the secretary to the BoD.

The board of directors would engage Mr. Li Rui to take the position of the vice president of the Company and the secretary to the BoD for the term of three years.

Opinions of the independent directors: Mr. Li Rui joined the Company in 1999. He has been worked in the field of securities business and investment management for long term. With rich experiences in capital operation and investment management, he's fully qualified for the position of the secretary to the BoD. His qualification is in accordance with the regulations of the Company Law and related rules of the CSRC. The nomination is legal and effective. It's agreed that he would be engaged as the vice president of the Company and the secretary to the BoD.

Voting result: 7 affirmative votes, 0 dissenting vote and 0 abstention vote

II. The Report on Engagement of the Securities Affairs Representative

Owing to the expiration of his term in office, Mr. Wu Qiang would not take the position of the securities affairs representative.

The board of directors would engage Mr. Zhang Dawei to take the position of securities affairs representative of the Company for the term of three years.

Opinions of the independent directors: Mr. Zhang Dawei joined the Company in 2011. He has been worked in the field of securities business. Presently, he's working as the director of the securities business of the Company. With rich experiences in securities business, he's fully qualified for the position of the securities affairs representative. His qualification is in accordance with the regulations of the Company Law and related rules of the CSRC. The nomination is legal and effective. It's agreed that he would be engaged as the securities affairs representative of the Company.

Voting result: 7 affirmative votes, 0 dissenting vote and 0 abstention vote

III. The Report on Issuing BSP Ticket Claim Assets-backed Special Plan

In order to explore financial channels, improve the liquidity of the assets and enhance the stability of the cash-flow, the Company would set the assets-backed special plan on BSP ticket claims (hereinafter referred to as the Special Plan) through the Hengtai Securities Company Limited. It would issued assets-backed security for amount of RMB 6.15 billion yuan to finance. For details, please refer to the announcement on issuing assets backed security.

Opinions of the independent directors: The Company would issue the BSP ticket claims assets-backed special plan to raise the capital for amount of RMB 6.15 billion yuan, which would be used for the payment of aviation fuel, bank loan and routine operation, etc. It would be beneficial for exploring financial channels, improving the liquidity of the assets and enhancing the stability of the cash-flow. It would take positive effect on the Company's future development as well. The deliberation and voting procedure is legal and valid. No activity harming the interests of listing enterprise and all shareholders exists.

Voting result: 7 affirmative votes, 0 dissenting vote and 0 abstention vote.

This proposal shall be submitted to the general meeting for approval.

IV. The Report on Convening the 2015 First Extraordinary General Meeting

The board of directors agrees to convene the 2015 First Extraordinary General Meeting of Shareholders on Feb. 3 of 2015.

Voting result: 7 affirmative votes, 0 dissenting vote and 0 abstention vote.

Hainan Airlines Company Limited
Board of Directors
Jan. 17, 2015

Attachment 1: Resume of Mr. Li Rui

Li Rui, male, member of the Communist Party, born in 1977. He's graduated from the Huazhong University of Science and Technology, Management Institute. In 1999, he joined the Company. Since then he had been worked as the vice general manager, standing vice general manager of the security department, the standing general manager of the investment management department with the HNA Group Company Limited.

Attachment 2: Resume of Mr. Zhang Dawei

Zhang Dawei, male, member of the Communist Party, born in 1989. He's graduated from the Wuhan University of Technology and majored in finance. Since he joined the Company, he had been worked in the field of securities business with the Haihang Base Industrial Group Company Limited, Haihang Industrial Group Company Limited, HNA Group Company Limited. Presently, he's working as the director of securities business of the Company.

BSP agents and International Air Transport Association to pay the relative net sales income of the BSP tickets which are sold in the special report period of the duration of the Special Plan and top three letters of the serial number shall be 880. It's expected that the issuing size would not exceed RMB8.5 billion yuan. The top three letters of the serial number of 880 means that it's the ticket of the Hainan Airlines Company Limited.

1.3 Issuing size: The issuing size of the security would be of RMB 6.15 billion yuan for three issues. Each size of the three issues would be of RMB2.05 billion yuan. The priority security would be of RMB 2 billion yuan including four classes of products 01-04. The principal of each class would be of RMB 500 million yuan. The secondary class would be of RMB 50 million yuan without rating requirements, which would be fully subscribed by the Hainan Airlines Company Limited.

1.4 Issuing term: The term of the priority products of each issue shall be of 2, 3, 4 and 5 years respectively. The exact term shall be finally confirm according to the particular period of the basic assets and issuing time. The interest rate of each product shall be paid annually on the basis of one-time debt maturity.

1.5 Issuance interest rate: It shall be decided according to the issuing market situation and be confirmed through the Book-building.

1.6 Issuing object: The bond would be issued to no more than 200 qualified investors.

1.7 Use of the raised capital: The raised capital would be used to pay the aviation fuel, bank loan and routine operation, etc.

1.8 Planned administrator: The Hengtai Securities Company Limited

II. Influence of the Special Plan

The Special Plan to securitize the assets of BSP ticket claims of the Company would be beneficial for exploring financial channels, improving the liquidity of the assets and enhancing the stability of the cash-flow. It would improve the fund utilization efficiency and the rate of company assets and liabilities, optimize the property structure.

III. Influence Factors

Under the global economic weakness, the issuance interest rate might fluctuate along with the market situation. Therefore, there's the possibility that the severe fluctuation of the market interest rate would influence the financing cost, which might have influence on the issuing window selection correspondingly.

Board of Directors
Hainan Airlines Company Limited
Jan. 17, 2015

NOTICE OF CONVENING THE GENERAL MEETING OF SHAREHOLDERS HAINAN AIRLINES COMPANY LIMITED

The Hainan Airlines Company Limited and the entire members of its board of directors ("BoD") hereby guarantee the truthfulness, accuracy and completeness of the announcement and would take responsibilities for significant omission, fictitious description or serious misleading of it.

1. Basic Information of the Conference

This 2015 first extraordinary general meeting is convened by the board of directors.

1.1 On-site meeting time: at 14:30 on Feb. 3 of 2015.

On-line meeting time: at 9:30-11:30 and 13:00-15:00 on Feb. 3 of 2015

1.2 Place: at the Conference hall of 3rd floor of the New Haihang Mansion, No. 7 Guoxing Rd., Haikou City

1.3 Voting Method: The shareholders and proxies could join the on-site and on-line voting of this general meeting. The Company would provide the network voting platform through the trading system of the SSE. Shareholders of the Company could execute their voting power through above system on the trading time of the meeting day.

2. Proposals of the Meeting:

2.1 The Report on Issuing BSP Ticket Claim Assets-backed Special Plan

2.2 People Attending the Meeting

3.1 The shareholders of A-share registered in the China Securities Depository and Clearing Corporation Limited, Shanghai branch after closing on Jan. 26 of 2015.

3.2 The shareholders of B-share registered in the China Securities Depository and Clearing Corporation Limited, Shanghai branch after closing on Jan. 29 of 2015. The last trading date of B-share is on Jan. 26 of 2015.

3.3 Proxies with the Authorized Mandate.

3.4 Directors, supervisors, senior management and lawyers of the Company.

4. Registration Method

The eligible participants are requested to register before 17:00 of Feb. 2 of 2015 at the office of the Security Department on 23rd Fl. of the New Haihang Mansion. The fax and letter registration shall take effect on the confirmation of the Company.

4.1 For individual shareholders, it is necessary to take with them the valid Certificate of Stock Equity, the original and duplicate of ID card;

4.2 For legal-person shareholders, it is necessary to take with them the valid Certificate of Stock Equity, Letter of Authorized Mandate, the duplicate of the Corporate Certificate of Business Operation, the duplicate of ID card of the legal representatives;

4.3 For bailees, it is necessary to take with them the valid Certificate of Stock Equity, the duplicates of ID cards of the Bailor & Bailee, Letter of Authorized Mandate.

5. Contact Method and Others

Address: Fl. 23, New Haihang Mansion, No. 7 Guoxing Rd., Haikou City

Post Code: 570203

Tel: 0898-6673 9961 Fax: 0898-6673 9960

The meeting is scheduled to last half a day. The accommodation and travel expenses shall be borne by participants themselves.

Board of Directors
Hainan Airlines Company Limited
Jan. 17, 2015

LETTER OF AUTHORIZED MANDATE

This letter is to entrust Mr. (Miss) _____ to participate in the 2015 first extraordinary general meeting of shareholders of the Hainan Airlines Company Limited and to authorize him/her to vote.

Stock Equity: _____ share (s)

Certificate Number of Stock Equity (Stock Account No.): _____

Bailee: _____ Participant: _____

| Proposal | Vote | | |
|----------------------------------------------------------------------|------------------|-----------------|-----------------|
| | Affirmative Vote | Dissenting Vote | Abstention Vote |
| 1. The Report on Issuing BSP Ticket Claim Assets-backed Special Plan | | | |

Date of Entrustment:

Attachment 2: Procedures of On-line Voting

The Company would provide the on-line voting platform for shareholders through the trading system of the SSE. The shareholders might exercise the voting right through above system at the trading hours of the meeting day. The on-line voting time is at 9:30-11:30 and 13:00-15:00 of Feb. 3 of 2015 (trading hours). Following is the voting procedure:

1. Vote Code

| Share Type | Security Code | Abbreviation of Vote | Trading Direction | Buy-in Price |
|------------------|---------------|----------------------|-------------------|-----------------------------------------|
| A-share (600221) | 738221 | HNA Vote | Buy in | To correspond to the subscription price |
| B-share (900945) | 938945 | HNA Vote | Buy in | To correspond to the subscription price |

Shareholders of both A-share and B-share shall vote respectively through the A-share and B-share trading system of the SSE.

2. Proposal

| No. | Proposal | Corresponding Subscription Price (In RMB yuan) |
|-----|-------------------------------------------------------------------|------------------------------------------------|
| 1 | The Report on Issuing BSP Ticket Claim Assets-backed Special Plan | 1.00 |

3. Votes

| Vote Type | Corresponding Subscription Votes |
|------------------|----------------------------------|
| Affirmative Vote | 1 share |
| Dissenting Vote | 2 shares |
| Abstention Vote | 3 shares |

4. Vote Sample

Following is the example for the investor holding both A-share and B-share if he votes for the Proposal 1:

| Security Code | Trading Direction | Subscription Price | Subscription Share Volume |
|---------------|-------------------|--------------------|---------------------------|
| 738221 | Buy in | RMB 1.00 yuan | 1 share |
| 938945 | Buy in | RMB 1.00 yuan | 1 share |

If the investor votes against the Proposal 1, he should change the subscription share volume to 2 shares and keep the other items the same as following:

| Security Code | Trading Direction | Subscription Price | Subscription Share Volume |
|---------------|-------------------|--------------------|---------------------------|
| 738221 | Buy in | RMB 1.00 yuan | 2 shares |
| 938945 | Buy in | RMB 1.00 yuan | 2 shares |

5. Attention

5.1 The vote on proposals could be applied for in any order. However the applied voting opinion could not be withdrawn.

5.2 For the same proposal, multi votes are not acceptable. The initial applied vote would be prevailed.

5.3 The vote which is not in conformity with above requirements would be taken as invalid vote. It would not be accounted into the voting statistics.

5.4 The subscription price of RMB 99.00 yuan represents that all proposals of this general meeting would be deliberated in one vote. The declaration of vote for single proposal would be prior to the declaration of vote for all proposals.

5.5 The shareholder, who voted for a single proposal or several proposals of multi-proposals through on-line vote, would be deemed as he had participated the meeting. The voting right presented by him would be accounted into the voting right amount presented the meeting. The proposals for which such shareholder did not vote or the vote declaration was not in accordance with the regulations of the SSE, would be deemed as abstention vote.

ANNOUNCEMENT OF STOCK RIGHT TRANSFER HAINAN AIRLINES COMPANY LIMITED

The Hainan Airlines Company Limited and the entire members of its board of directors ("BoD") hereby guarantee the truthfulness, accuracy and completeness of the announcement and would take responsibilities for significant omission, fictitious description or serious misleading of it.

On Dec. 12 of 2014, the Hainan Airlines Company Limited disclosed the Announcement on Stock Right Transfer between its controlling shareholders on the China Securities Journal, Shanghai Securities News, Securities Times, Hong Kong's Wen Wei Po and the website of the SSE (http://www.sse.com.cn).

Recently, the Company received the notice from its shareholder that the Hainan Provincial State-owned Property Committee had issued the Approval on Stock Right Transfer of the Hainan Airlines Company Limited. According to the document, it's approved that the Hainan Provincial Development Holding Company Limited could transfer the 595,238,094 shares (4.89% of the total share amount of the Company) to the Grand China Airlines Company Limited.

Before this trading, the Grand China Airlines Company Limited indirectly or indirectly held 29,95% stock right of the Company. Upon the completion of this transfer, it would directly or indirectly held 34.84% stock right of the Company as the controlling shareholder of the Company.

The above stock right transfer would not result in changes to the controlling shareholders, actual controllers of the Company.

The above stock right transfer would need to be approved by the CSRC. The related information would be disclosed on time.

Hainan Airlines Company Limited
Jan. 17, 2015