

# 復興倒閉涉嫌内幕交易

## 疑有預謀欺騙民衆 台金管會鎖定大股東

香港文匯報訊 綜合台媒報道，復興航空宣佈解散，台灣地區金融監督管理委員會（金管會）主委李瑞倉昨日表示，復興航空「動作那麼快」，馬上召開董事會宣佈解散，且上周五就已經成立信託專戶，根本是預謀，「應該早就設計好的」，非常惡劣。目前已掌握復興航空大股東交易名單，若有內幕交易，將以最嚴厲方式處分。至於興航是否密謀解散，有待司法機關詳查。

李瑞倉昨日列席「立法院」財政委員會備詢，復興航空解散成為「立委」質詢焦點。他在會中受訪時表示，復興航空這麼快就召開臨時董事會宣佈解散，且上周五委託律師開立兩個信託專戶，並未直接向銀行開立信託專戶，顯然早有預謀，「應該早就設計好的」，完全是欺騙社會大眾。

### 債權人傾向申請重整

此外，復興航空債權銀行團傳出傾向申請重整，李瑞倉表示，除非興航有誠意還款，否則支持銀行團決定，不准興航解散。

另一方面，台北地檢署偵辦復興航空停飛案，昨日上午以證人身份約談興航3名業務員，還有1名高階管理人到案，目前仍在調查局台北市調查處偵訊中，不排除移送北檢複訊。檢方兩日內陸續以證人身份傳喚董事長林明昇、總經理劉東明、財務長楊炫儀、法務長方修忠等4人到案說明，訊後皆請回。

### 兩岸春節協調加班機

受到復興停飛影響最大的，目前當屬兩岸春節加班機，不但復興航空13個大陸航點原有航班已訂位旅客，得想辦法轉至其他航空公司，原本復興航空春節預定開的加班機，也協調其他航空公司再增班。

旅行社說，兩岸春節機位早就訂位，上海、杭州等熱門航點，10月底前幾乎都已訂滿，若要依原訂位時間簽



轉至其他航空公司，困難度很高。

「聽到興航停飛消息，我一夜難眠。」家住萬華的陸配林姐焦急表示，為了返鄉過年，7月就訂了2017年1月25日飛福建福州的機票，現在想再買年節機票，除了難買、買不到，其他航空公司報的價格也漲了2倍以上，「原本8,000元（台幣，下同）的來回票，現在買變成了18,000元，搶錢啊！」

### 影響陸配至少上萬人

林姐不滿說，現在興航簡單一句「不飛了，全額退費」是不負責任，應該要想辦法幫她們解決、安排機位問題。她說，很多陸配像她一樣，每年只有過年期間才能回娘家團聚，天天期盼就這時候，「老公覺得票太貴承擔不起，打算讓我自己回家，那還叫團圓嗎？今年整個年節計劃全被打亂了。」

陸配團體指出，年節前後期間飛往大陸各省班機機位全都客滿，可以推算受到興航停飛影響陸配至少上萬人。現在有陸配搶不到年節機票，或因年節票價過高承



受不起；眼見回娘家可能泡湯，心情相當沮喪，甚至不排除串連其他陸配成立自救會維權，希望興航和主管單位重視陸配無法返鄉團聚問題。

不光陸配返鄉問題，也有來台探望子女的大陸家長，因為來台時搭乘興航，現在不知該怎麼飛回去，又怕簽證過期惹來麻煩。

# 開除賴進坤黨籍 洪稱「痛苦決定」



香港文匯報訊 中國國民黨昨日決議「揮淚斬馬謖」，當日中常會通過開除花蓮縣議長賴進坤黨籍核備案。國民黨主席洪秀柱表示，為維護黨德、黨魂、黨紀並建立制度，作這次決定，是痛苦的決定。

據中通社報道，國民黨花蓮縣黨部以賴進坤在花蓮市補選期間，未輔選國民黨提名候選人，反替民進黨候選人助選，並接待民進黨籍的高雄市長陳菊等人，於9月2日召開考紀會作出開除黨籍處分，並將考紀案呈報國民黨中央。

國民黨考紀會上周開會討論賴進坤考紀案，因正反意見都有，最後以9票同意、2票不同意，通過開除賴進坤，送昨日中常會核備。

### 國民黨建立制度最重要

該考紀案當天下午在中常會引發熱烈討論。國民黨文化傳播委員會副主委胡文琦會後轉述，中常委厲耿桂芳認為黨紀要伸張，中常會是核備角色，應尊重考紀會決議制決定，應堅持大是大非。中常委陳幸進說，應查清楚事證，勿枉勿縱。

中常委江碩平認為，處理考紀案，不能只聽片面證據。中常委李德維表示，地方政治生態複雜，處理考紀案要小心。

洪秀柱最後表示，開除賴進坤黨籍是「揮淚斬馬謖」，不管開除黨籍、組織改造、公職分攤金，最難過的是她，箭頭都指向她身上。這次痛苦的決定，不是為她個人，而是要維護黨德、黨魂、黨紀，為國民黨建立制度、永續發展。她強調，國民黨失去政權後應該團結，家和萬事興，但建立制度最重要。

## 台重啓「國際空間」網頁 陸重申「一中」

香港文匯報訊 綜合台「外交部」網站、中央社報道，台灣當局為爭取所謂「國際空間」，近來小動作不斷，如台灣「外交部」官網空白了8年的「大陸阻撓台灣國際空間事例」網頁前日重啟更新，聲稱大陸「打壓」台灣事

實，重啟純粹是反映「現實狀況」。中國外交部昨日在記者會上回應暫時不掌握具體情況，但重申「一中」原則。

時隔8年，台「外交部」官網「大陸阻撓台灣國際空間事例」網頁前日重啟，台灣9月未獲邀出席國際民航組織

(ICAO)大會、台灣當局前領導人馬英九日前赴馬來西亞演講頭銜遭更改等，都是其匯集今年大陸打壓的事例。

中國外交部昨日下午舉行例行記者會，發言人耿爽回應傳媒提問時表示，尚未掌握上述網頁更新的具體情況。耿爽說：「關於所謂的台灣的國際空間問題，我們一貫強調，要遵循『一個中國』原則加以處理，我想這也是國際社會的普遍共識。」

## 閩推進與台深度融合

香港文匯報訊（記者 蘇榕蓉 福州報道）中國共產黨福建省第十次代表大會昨日在福州開幕。中共福建省委書記尤權向大會作報告中提出，今後五年要推進閩台深度融合發展。

尤權指出，要以中央對台大政方針為指引，繼續深化閩台各領域交流合作，為維護和推進兩岸關係和平發展、服務祖國統一大業作出更大貢獻。要大力實施閩台產業對接升級計劃，支持在閩台資企業轉型升級，繼續推進便捷往來通道建設，推動兩地資金、技術、人才等要素自由流動；突出深化兩岸特色文化和民間基層交流，鼓勵台灣青年來閩就業創業，擴大海峽論壇等兩岸特色交流載體影響力。

「21世紀海上絲綢之路」核心區、平潭綜合實驗區、自由貿易試驗區、福州新區、福廈泉國家自主创新示範區、生態文明試驗區等「六區疊加」下，閩台經貿合作、人文交流更加密切，廈門、平潭等對台合作平台作用更加凸顯。

# HAINAN AIRLINES COMPANY LIMITED

## ANNOUNCEMENT OF RESOLUTION OF EMPLOYEE'S CONGRESS MEETING HAINAN AIRLINES COMPANY LIMITED

The Hainan Airlines Company Limited and the entire members of the board of directors and board of supervisors hereby guarantee there's no significant omission, fictitious description or serious misleading of the announcement and would take both individual and joint responsibilities for the truthfulness, accuracy and completeness of its content.

On Nov. 23 of 2016, the 2016 second employees' congress meeting of the Hainan Airlines Company Limited (hereinafter referred to as "the Company") was convened at the conference room of the fifth floor of the HNA Building at No. 7 Guoxing Avenue of Haikou, Hainan Province.

The seventh board of supervisors would finish its office term soon. According to the regulations of the Company Law and Articles of Association, the board of supervisors shall composite of five supervisors including two employee supervisors elected by the employee's congress meeting. Therefore following resolution was formed upon serious consideration of the employee delegates of the Company:

Mr. Li Fanghui and Mr. Wang Ruolei were elected unanimously as the employee supervisors of the eighth board of supervisors of the Company. Their office term shall be the same with other supervisors of the eighth board of supervisors.

Hainan Airlines Company Limited  
Nov. 24, 2016

Attachment: Resume of the Employ Supervisors

Li Fanghui, male, member of the Communist Party, born in January of 1968. He graduated from the Guangxi University and majored in accounting. He has been working at the financial department since he joint the Company. Presently, he works as the standing deputy general manager of the finance department.

Wang Ruolei, male, born in August of 1981. He joined the Company in 2004 and had been worked as the general manager assistant of the human resource department of the Haihang Aviation Group Company Limited, the general manager of the human resource & administration department of the MyCARGO Air Transportation Company and the general manager of the human resource & administration department of the Western Airlines Company Limited. Presently, he works as the vice general manager of the human resource & administration department of Hainan Airlines Company Limited.

## ANNOUNCEMENT OF ELECTION OF EMPLOYEE SUPERVISORS HAINAN AIRLINES COMPANY LIMITED

The board of directors of the Hainan Airlines Company Limited and its entire members hereby guarantee that there's no significant omission, fictitious description or serious misleading of the announcement and would take both individual and joint responsibilities for the truthfulness, accuracy and completeness of its content.

According to the Company Law and the Articles of Association, the Hainan Airlines Company Limited (hereinafter referred to as "the Company") hereby announces that Mr. Li Fanghui and Mr. Wang Ruolei were elected as the employee supervisors of the eighth board of supervisors at the employee's congress meeting of the Company.

The above employee supervisors and other three supervisors elected by the 2016 fifth extraordinary general meeting of shareholders would composite the eighth board of supervisors of the Company.

Board of Directors  
Hainan Airlines Company Limited  
Nov. 24, 2016

Attachment: Resume of the Employ Supervisors

Wang Ruolei, male, born in August of 1981. He joined the Company in 2004 and had been worked as the general manager assistant of the human resource department of the Haihang Aviation Group Company Limited, the general manager of the human resource & administration department of the MyCARGO Air Transportation Company and the general manager of the human resource & administration department of the Western Airlines Company Limited. Presently, he works as the vice general manager of the human resource & administration department of Hainan Airlines Company Limited.

Li Fanghui, male, member of the Communist Party, born in January of 1968. He graduated from the Guangxi University and majored in accounting. He has been working at the financial department since he joint the Company. Presently, he works as the standing deputy general manager of the finance department.

## THE ANNOUNCEMENT OF RESOLUTIONS OF GENERAL MEETING HAINAN AIRLINES COMPANY LIMITED

The board of directors ("BoD") of the Hainan Airlines Company Limited and its entire members hereby guarantee there's no significant omission, fictitious description or serious misleading of the announcement and would take both individual and joint responsibilities for the truthfulness, accuracy and completeness of its content.

Important Notice:

●● No objection was presented at the meeting.

1. Convening and Presentation of the Meeting

1.1 Time: On Nov. 23 of 2016

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

1.3 Particulars of ordinary shareholders participated the meeting and priority shareholders resumed voting right:

1. Total amount of shareholders and proxies participated the meeting	25
Incl.: Shareholders of A-share	22
Shareholders of B-share	3
2. Total share amount with voting power held by the shareholders participated the meeting	5,152,850,228
Incl.: Total share amount held by the shareholder of A-share	5,152,665,028
Total share amount held by the shareholder of B-share	185,200
3. Percentage of the shares with voting power held by the participated shareholders to the total amount of shares with voting power (%)	30.6605
Incl.: Percentage of A-share (%)	30.6594
Percentage of B-share (%)	0.0011

1.4 This extraordinary general meeting was called by the board of directors and presided by Mr. Xie Haoming (Director). Both on-site and on-line voting methods were adopted. The convening and voting of the meeting conform to the regulations of the rules, laws and regulations of the Articles of Association. It is legal and effective.

1.5 People Attending the Meeting

① Three of the seven directors participated the meeting. Xin Di, Mu Weigang, Gu Gang and Lin Shiluan were unable to participate as some urgent business detained them.

② One of the five supervisors participate the meeting. Hu Mingzhe, Tong Fu, Zhou Meng and Xu Jing were unable to participate as some urgent business detained them.

③ Vice president & secretary to the board of directors, Li Rui, participated the meeting. Sun Dong (CFO) attended the meeting.

2. Deliberation of the Proposals

2.1 Non-cumulative voting proposal

2.1.1 The Report on Changes in Routine Connected Transactions

Voting result: Passed

Votes counting:

Shareholders	Affirmative Votes	Dissenting Votes	Abstaining Votes
	Votes Percentage(%)	Votes Percentage(%)	Votes Percentage(%)
Shareholder of A-share	469,269,154 99.9388	286,900 0.0612	0 0.0000
Shareholder of B-share	185,200 100.0000	0 0.0000	0 0.0000
Total	469,454,354 99.9389	286,900 0.0611	0 0.0000

2.2 Cumulative voting proposals

2.00 The Report on Re-election of the Board of Directors (Non-independent directors)

No.	Proposals	Votes	Vote Percentage(%)	Whether Elected(Yes or No)
2.01	Xie Haoming	5,152,073,237	99.9849	Yes
2.02	Mu Weigang	5,151,762,034	99.9788	Yes
2.03	Wang Shaoping	5,152,073,238	99.9849	Yes
2.04	Sun Jianfeng	5,152,073,238	99.9849	Yes

3.00 The Report on Re-election of the Board of Directors (Independent directors)

No.	Proposals	Votes	Vote Percentage(%)	Whether Elected(Yes or No)
3.01	Xu Jingzhang	5,152,069,236	99.9848	Yes
3.02	Deng Tianlin	5,152,069,238	99.9848	Yes
3.03	Lin Zeming	5,152,069,238	99.9848	Yes

4.00 The Report on Re-election of the Board of Supervisors

No.	Proposals	Votes	Vote Percentage(%)	Whether Elected(Yes or No)
4.01	Li Jing	5,152,069,239	99.9848	Yes
4.02	Feng Jun	5,151,758,037	99.9788	Yes
4.03	Geng Lei	5,151,758,035	99.9788	Yes

2.3 Important event ( Votes of shareholders with less than 5% shareholding percentage)

No.	Proposals	Affirmative Votes	Dissenting Votes	Abstaining Votes
		Votes Percentage(%)	Votes Percentage(%)	Votes Percentage(%)
1.00	The Report on Changes in Routine Connected Transactions	469,454,354	99.9389	286,900 0.0611 0 0.0000
2.01	Xie Haoming	1,062,905,657	99.9269	
2.02	Mu Weigang	1,062,594,454	99.8976	
2.03	Wang Shaoping	1,062,905,653	99.9269	
2.04	Sun Jianfeng	1,062,905,658	99.9269	
3.01	Xu Jingzhang	1,062,901,636	99.9265	
3.02	Deng Tianlin	1,062,901,638	99.9265	
3.03	Lin Zeming	1,062,901,658	99.9265	
4.01	Li Jing	1,062,901,659	99.9265	
4.02	Feng Jun	1,062,590,457	99.8973	
4.03	Geng Lei	1,062,590,455	99.8973	

2.4 Specifications on voting

All sub-bills of above Proposal 1.00, 2.00, 3.00 and 4.00 were passed through itemized vote or election.

3. Lawyer's Witness

3.1 The Grandall Legal Group (Shanghai) witnessed the convening of this meeting.

Witness lawyers: Zhang Ying and Yan Long

3.2 Opinions of the Lawyer: Zhang Ying and Yan Long, lawyers of the Grandall Legal Group (Shanghai) issued the Legal Opinion. The convening, procedures of the meeting and qualifications of shareholders and their proxies conform to the Articles of Association of the Company and related laws and regulations. Both the voting procedure and results of the general meeting are legal and effective.

4. Documents for Reference

4.1 Resolutions of the General Meeting signed by participating directors and the note-maker and sealed with the stamp of the BoD;

4.2 Legal Opinions signed and stamped by the director of the Law Firm witnessed.

4.3 Other documents required.

Hainan Airlines Company Limited  
Nov. 24, 2016