

# 海南航空控股股份有限公司

證券代碼：600221、900945 證券簡稱：\*ST海航、\*ST海航B 編號：臨2021-045

## 海南航空控股股份有限公司 關於上市公司治理專項自查報告整改及 重整進展的公告

本公司董事會及全體董事保證本公告內容不存在任何虛假記載、誤導性陳述或者重大遺漏，並對其內容的真實性、準確性和完整性承擔個別及連帶責任。

重要內容提示：  
截至本公告日，海南航空控股股份有限公司（以下簡稱“海航控股”或“公司”）相關股東及其關聯方未能在一個月內（即2021年1月30日起一個月內）解決股東及關聯方非經營性資金佔用、未披露擔保、需關注的資產等問題。根據《上海證券交易所股票上市規則》第13.9.1、13.9.2的規定，公司已被繼續實施“其他風險警示”，具體內容詳見公司於2021年2月27日披露的《關於上市公司治理專項自查報告整改及重整進展的公告》（編號：臨2021-023）。  
海南省高級人民法院（以下簡稱“法院”）已正式受理對公司的重整申請，公司將存在因重整失敗而被宣告破產的風險。如果公司被宣告破產，公司將被實施破產清算，根據《上海證券交易所股票上市規則》第13.4.14的規定，公司股票將面臨被終止上市的風險。  
如果公司實施重整並執行完畢，重整計劃將有利於改善公司的資產負債結構，減輕或消除歷史負擔，提高公司的盈利能力和持續經營能力，但公司後續經營和財務指標如果不符合《上海證券交易所股票上市規則》等相關監管法規要求，公司股票仍可能存在被實施退市風險警示或終止上市的風險。

一、上市公司治理專項自查報告整改進展情況  
公司經自查，發現公司存在股東及關聯方非經營性資金佔用、未披露擔保、需關注的資產等情況，具體內容詳見公司於2021年1月30日披露的《關於上市公司治理專項自查報告的公告》（編號：臨2021-010）。  
為積極解決上述問題，公司計劃對股東及關聯方非經營性資金佔用、需承擔責任的未披露擔保、需關注的資產對公司造成的損失等通過債務轉移方式進行整改。具體內容詳見公司於2021年2月9日披露的《關於針對上市公司治理專項自查報告的整改計劃的補充公告》（編號：臨2021-016）。前期整改進展情況詳見公司分別於2021年2月27日、2021年3月30日、2021年4月1日披露的《關於上市公司治理專項自查報告整改及重整進展的公告》（編號：臨2021-023）、《關於上市公司治理專項自查報告整改及重整進展的公告》（編號：臨2021-029）、《關於上市公司治理專項自查報告整改及重整進展的補充公告》（編號：臨2021-031）。  
目前公司已被法院裁定受理重整，將在重整計劃中通過債務轉移等方式解決股東及關聯方非經營性資金佔用、需承擔責任的未披露擔保、需關注的資產對公司造成的損失。重整進展詳見本公告“二、公司及子公司重整進展”。

二、公司及子公司重整進展  
法院已於2021年2月10日裁定受理債權人對海航控股及海航控股的10家子公司中國新華航空集團有限公司、山西的有限公司、海航航空技術有限公司、福州航空有限公司、雲南祥麟航空有限公司、雲南祥麟航空有限公司、雲南祥麟航空有限公司、廣西北部灣航空有限公司、北京航投投資有限公司、烏魯木齊航空有限責任公司、海南福順投資開發有限公司（以下合稱“子公司”）的重整申請，並於同日指定海航集團清算組擔任公司及子公司的管理人，具體內容詳見公司於2021年2月10日披露的《關於法院裁定受理公司重整暨股票被實施退市風險警示的公告》（編號：臨2021-017）、《關於法院裁定受理主要子公司重整的公告》（編號：臨2021-019）。  
重整具體進展情況如下：  
（一）法院於2021年2月10日在「全國企業破產重整案件信息網」（http://pccz.court.gov.cn）發佈了公告，公告內容為受理公司及子公司重整、債權申報以及第一次債權人會議等相關事項。  
（二）為明確債權申報有關事項，管理人於2021年2月19日在「全國企業破產重整案件信息網」發佈海航控股及子公司重整案債權申報指引，請就債權申報相關問題做出指引。  
（三）海航控股重整的第一次債權人會議已於2021年4月12日上午9時通過全國企業破產重整案件信息網召開，具體內容詳見公司於2021年4月13日披露的《關於公司及子公司重整案第一次債權人會議召開情況的公告》（編號：臨2021-032）。  
（四）根據《中華人民共和國企業破產法》第十八條的規定，公司在管理人的指導下完成未履行完畢合同的梳理工作，管理人就擬繼續履行合同報告法院。

三、風險提示  
（一）公司2020年度經審計期末淨資產為負債，根據《上海證券交易所股票上市規則》13.3.2的相關規定，公司股票將被實施退市風險警示，具體內容詳見公司於同日披露的《關於公司股票被繼續實施退市風險警示的公告》（編號：臨2021-044）。  
（二）法院已正式受理對公司的重整申請，公司將存在因重整失敗而被宣告破產的風險。如果公司被宣告破產，公司將被實施破產清算，根據《上海證券交易所股票上市規則》第13.4.14的規定，公司股票將面臨被終止上市的風險。  
（三）如果公司實施重整並執行完畢，重整計劃將有利於改善公司的資產負債結構，減輕或消除歷史負擔，提高公司的盈利能力和持續經營能力。但公司後續經營和財務指標如果不符合《上海證券交易所股票上市規則》等相關監管法規要求，公司股票仍可能存在被實施退市風險警示或終止上市的風險。  
公司指定的信息披露媒體為《中國證券報》、《證券時報》、《證券日報》、《證券文匯報》及上海證券交易所網站（www.sse.com.cn），公司所有信息均以在上述指定媒體披露的信息為準。敬請廣大投資者關注公司公告，並注意投資風險。  
特此公告

海南航空控股股份有限公司  
董事會  
二〇二一年四月三十日

## 2020 ANNUAL REPORT SUMMARY HAINAN AIRLINES HOLDING COMPANY LIMITED

1. Important Notice  
1.1 This summary is abstracted from the full text of the annual report of the Hainan Airlines Holding Company Limited (hereinafter referred to as the Company). In order to fully understand the Company's business achievements, financial situation and future development plans, the investor shall read the full annual report carefully on the website of the SSE or other designated medias of the CSRC.  
1.2 The board of directors (BoD), the board of supervisors (BoS), directors, supervisors and senior managements hereby guarantee the truthfulness, accuracy and completeness of the annual report and would take both individual and joint responsibilities for any significant omission, fictitious description or serious misleading of it.  
1.3 The entire members of the BoD participated the meeting of the board of directors.  
1.4 The PricewaterhouseCoopers Zhong Tian LLP (Special General Partnership) issued the Auditor's Report Containing Disclaimer Opinions for the Company. The board of directors, board of supervisors have explained the relevant matters in detail. We hereby remind investors to pay attention to relevant opinions.  
1.5 Profit Distribution Pre-plan or Pre-plan of Capital Reserve Conversion into Share Capital reviewed by the board of directors:  
No  
2. Basic Information  
2.1 Company profile

Stock Profile				
Stock Type	Stock Listed at	Stock Abbreviation	Stock Code	Stock Abbr. Before the Change
A Share	Shanghai Stock Exchange	*STHH	600221	HHKG
B Share	Shanghai Stock Exchange	*STHH-B	900945	HHKG-B

Contact Method	Secretary of the BoD	Representative of the BoD on Security Affairs
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2.2 Introduction of the main business in the report period  
2.2.1 Main business and operation model  
The Company mainly conducts international and domestic (including Hongkong & Macao) passenger and freight air transport business; aviation related services; air travel; production of on-board supplies, aviation equipment, ground service equipment and spare parts; terminal building services and management; insurance agency services (limited to personal accident insurance). Regular and irregular air passenger and cargo transport are the main businesses of the Company.  
2.2.2 Industry development  
2.2.2.1 Generals of international air transportation industry  
At the beginning of 2020, the outbreak of COVID-19 pandemic caused a huge impact on the global civil aviation industry, resulting in a sharp decline in global air transport volume. The entire international aviation industry is facing a business crisis. According to the Outlook for Airline Industry Performance in 2021 released by IATA, revenue passenger-flow kilometer (RPK) of global total air travel industry fell 70% year-on-year, of which domestic market RPK fell 43%, and international market RPK fell 85%. As of December of 2020, domestic markets in China and Russia had largely returned to normal, but domestic markets in the United States and Australia remained rather weak.  
IATA indicated that the global process of easing travel restrictions and isolation measures is uncertain and depends on the progress of global vaccination. Therefore, it is predicted that the global aviation crisis will last longer than expected. The recovery of the national air passenger transport market will depend on the global COVID-19 pandemic situation and measures to prevent and control, which is expected to return to 2019 levels by 2024.  
2.2.2.2 Generals of domestic air transportation industry  
In 2020, China's civil aviation industry also faced severe tests and complex challenges owing to the outbreak of COVID-19 pandemic. In the domestic environment of effective pandemic prevention and control and universal 2021 vaccination, the total transportation turnover of CAAC achieved 79.85 billion ton kilometers, volume of passenger traffic 420 million person-time and 6,766,000 tons, equivalent to 61.7%, 63.3% and 89.8% respectively in the same period of 2019.  
In the second quarter of 2020, with the gradual effective control of the domestic COVID-19 pandemic, CAAC has taken the lead in rebounding to become the fastest and best operating aviation market in the world. In the fourth quarter of 2020, the total turnover of air transportation, passenger transportation and cargo & postal transportation were restored to 76.3%, 84.2% and 95.8% respectively in the same period of 2019, of which, domestic air-route transportation was restored to 94.5%.  
2.2.3 Market position of the Company  
As one of the fastest-growing and most dynamic airlines in China, the Company actively implements the development strategy of "Powerful Nation in Civil Aviation" and focuses on building an international and domestic high-efficiency interactive, quality, large-scale outstanding world-class aviation network. In 2020, the Company and its controlled subsidiaries operated nearly 1,800 domestic and international air routes, which includes over 1,500 domestic air routes (including 14 Hong Kong, Macao and Taiwan air-routes) covering all mainland provinces and autonomous regions and municipalities directly under the central government and 2 regional cities of Taipei and Macao; and 266 international air routes covering Asia, Europe, North America, South America and Oceania and covering 86 overseas cities.  
In 2020, the Company was appraised as the SKYTRAX Five Star airlines enterprise for the 10th time and ranked as the seventh best airlines among the World's Top 10 Airlines of 2020/SKYTRAX. As the only mainland airlines appraised as the SKYTRAX Five Star airlines enterprise, the Company possesses good brand influence, and a young and comfortable passenger aircraft fleet. The passenger seat utilization rate of the Company is in the forefront of the industry. The Company ranks in the first camp of China's air transport industry.

2.3 Brief of accounting data and financial indicators  
2.3.1 Key accounting data and financial indicators in latest 3 years  
Monetary Unit: In RMB1,000 yuan

Item	2020	2019	Increase/Decrease (%)	2018
	After Adjustment	Before Adjustment		After Adjustment
Total assets	164,576,692	209,937,916	196,534,935	-21.61
Operation income	29,401,262	72,389,410	72,389,410	-59.38
Operating income after deducting business income not related to the main business and income without commercial substance	26,489,087	/	/	/
Net profit belongs to shareholders of the listed enterprise	-64,003,308	519,037	543,186	-12,431.16
Net profit belongs to shareholders of the listed enterprise after non-recurring profit and loss	-55,699,189	-2,391,645	-2,367,496	-4,084.511
Net assets belongs to shareholders of the listed enterprise	-28,371,512	51,498,401	52,174,440	-155.09
Net cash flow from operating activities	-506,068	13,732,697	13,732,697	-103.69
Basic earnings per share (yuan per share)	-3.834	0.006	0.008	-64.000
Diluted earnings per share (yuan per share)	-3.834	0.006	0.008	-64.000
Weighted average ROE (%)	-646.43	0.22	0.27	-646.65

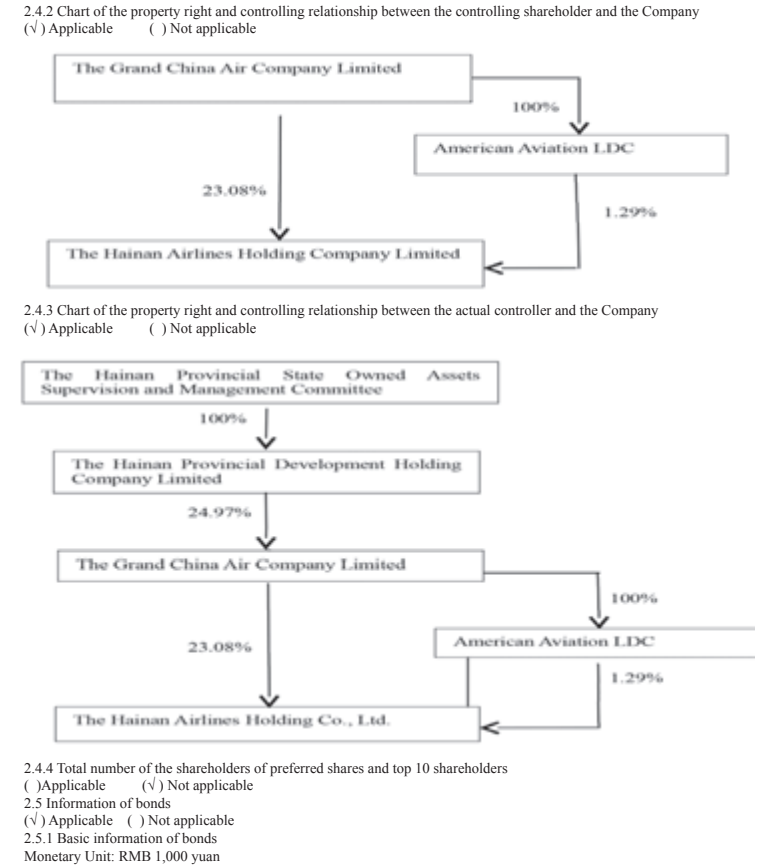
2.3.2 Financial highlights in quarters  
Monetary Unit: In RMB1,000 yuan

Item	First Quarter (Jan-Mar)	Second Quarter (Apr-Jun)	Third Quarter (Jul-Sept)	Fourth Quarter (Oct-Dec)
Operation income	6,888,591	4,823,265	8,133,431	9,555,739
Net profit belongs to shareholders of the listed enterprise	-6,294,572	-5,528,648	-3,803,944	-48,376,144
Net profit belongs to shareholders of the listed enterprise after non-recurring profit and loss	-5,030,035	-4,694,209	-3,942,596	-42,032,349
Net cash flow from operating activities	-2,032,281	-5,913,533	-4,133,562	-11,573,308

Specifications on the difference between the quarterly financial data and disclosed periodical report data  
( ) Applicable (v) Not applicable  
2.4 Share capital and shareholders  
2.4.1 Number of ordinary shareholders & preferred shareholders restored voting rights and particulars about top 10 shareholders  
Unit: In Share

Total amount of ordinary shareholders at end of report period	433,894
Total amount of shareholders at the end of the latest month before the disclosure date of the annual report	398,074
Total amount of preferred shareholders restored voting right at end of report period	0
Total amount of preferred shareholders restored voting right at the end of the latest month before the disclosure date of the annual report	0

Shareholding Status of Top 10 Shareholders									
Shareholders	Increase/Decrease	Shareholding Amount at Period End	Shareholding Percentage (%)	Shareholding Amount of Shares with Trading Restriction	Frozen/Pledged Shares	Share Status	Amount	Nature of Shareholders	
The Grand China Air Co., Ltd.	-36,085,454	3,879,228,176	23.08	0	Pledged	3,878,032,301		Other	
The Haikou Meilan International Airport Co., Ltd.	0	662,000,000	3.94	0	Pledged	662,000,000		Other	
The HNA Group Company Limited	0	593,941,394	3.53	0	Frozen	593,941,394		Other	
The Changjiang Leasing Co., Ltd.	0	517,671,098	3.08	0	Pledged	517,545,280		Other	
The China Securities Finance Corporation Limited	0	498,431,593	2.97	0	No			State-owned legal person	
The China Railway Trust Company Limited-CRTrust+HNA Directional Placement Equity Investment Pooled Fund Trust Scheme	0	460,893,854	2.74	0	No			Other	
The CITIC Construction Fund-Huaxia Bank-Tibet Trust-Tibet Trust-Shunjing No. 27 Single Fund Trust	0	460,893,854	2.74	0	No			Other	
The Huafu Fund-Xingye Bank-Chang'an International Trust-Chang'an Trust+HNA Directional Placement No.1 Single Fund Trust	-6,000,000	454,893,854	2.71	0	No			Other	
The Changjiang Wealth-Pudong Development Bank-Shanghai Pudong Development Company Limited (Haikou Branch)	-336,120,122	262,597,734	1.56	0	No			Other	
The SWS MU Fund-ICBC-Shaanxi Province International Trust-Shaan International Trust+Qingyun No. 8 Directional Investment Pooled Funds Trust Scheme	0	250,933,213	1.49	0	No			Other	
Note to relationship or "action in concert" among the top ten shareholders									
Among the top ten shareholders, there's connected relationship among the Grand China Air Co., Ltd., the Haikou Meilan International Airport Co., Ltd and the HNA Group Co., Ltd. The Changjiang Leasing Co., Ltd is the indirect subsidiary of the HNA Group Co., Ltd.									
Specifications on amount of preferred shareholders with restoration of voting rights and shareholding amount									
Not applicable									



Bond Name	Abbreviation	Code	Issue Date	Maturity Date	Bond Balance	Interest Rate (%)	Debt Service Mode	Trading Floor
2011 Corporate Bond	11Haihang02	122071	May 24, 2011	May 24, 2021	1,440,000	6.20	Interest payment per year; principal repayment on maturity	SSE
2018 Perpetual corporate bond of the Company	18HaihangY1	136960	Sept. 14, 2018	Sept. 14, 2021	500,000	7.60	Interest payment per year; principal repayment on maturity	SSE
2018 Perpetual corporate bond of the Company	18HaihangY2	136956	Sept. 27, 2018	Sept. 27, 2021	800,000	7.45	Interest payment per year; principal repayment on maturity	SSE
2018 Perpetual corporate bond of the Company	18HaihangY3	136946	Oct. 19, 2018	Oct. 19, 2021	1,500,000	7.45	Interest payment per year; principal repayment on maturity	SSE
2018 Perpetual corporate bond of the Company	18HaihangY4	136934	Nov. 5, 2018	Nov. 5, 2021	800,000	7.35	Interest payment per year; principal repayment on maturity	SSE
2018 Perpetual corporate bond of the Company	18HaihangY5	136901	Nov. 27, 2018	Nov. 27, 2021	1,400,000	7.30	Interest payment per year; principal repayment on maturity	SSE
US Dollar Bond	US Dollar Bond		Oct. 29, 2018	Oct. 29, 2021	265,367	12	Interest payment per six months; principal repayment on maturity	SGX
US Dollar Bond	US Dollar Bond		Oct. 24, 2019	Oct. 24, 2021	377,465	9.5	Interest payment per six months; principal repayment on maturity	SGX
2015 Medium-term note of HNA (Phase I) of HNA	15 H N A MTN001	101560449	Oct. 19, 2015	Oct. 21, 2021	2,500,000	8.78	Interest payment per year; principal repayment on maturity	Interbank market
2016 Medium-term note of HNA (Phase I) of HNA	16 H N A MTN001	101664005	Mar. 7, 2016	Mar. 9, 2022	2,500,000	8.46	Interest payment per year; principal repayment on maturity	Interbank market
2017 Corporate bond of the Yunnan Xiangpeng Airlines (Phase I)	17Xiangpeng01	143144	June 16, 2017	June 20, 2022	270,000	8.98	Interest payment per year; principal repayment on maturity	SSE
2019 Short-term financing bills of HNA (Phase II)	19HNASC002	011901639	July 19 of 2019	Jan. 12 of 2021	750,000	4.35	principal and interest repayment on maturity	Interbank market
2019 Short-term financing bills of HNA (Phase III)	19HNASC003	011902819	Nov. 27 of 2019	May 22 of 2021	1,000,000	4	principal and interest repayment on maturity	Interbank market
2019 Private corporate bond of the Yunnan Xiangpeng Airlines (Phase I)	19DianXian 01	162767	Dec. 13, 2019	Dec. 13, 2024	990,000	7.20	Interest payment per year; principal repayment on maturity	SSE
2017 Permanent Medium Term Notes of the Yunnan Xiangpeng Airlines (Phase I)	17Xiangpeng MTN001	101758019	May 5, 2017	May 5, 2021	500,000	9.9	Interest payment per year; principal repayment on maturity	Interbank market

2.5.2 Interest and principal payment  
(v) Applicable ( ) Not applicable  
During the report period, the principal and interest of the bonds due by the Company are not overdue and have been deferred by self-financing on schedule or by signing an extension agreement.  
2.5.3 Information of bond rating  
(v) Applicable ( ) Not applicable  
On Jan. 28 of 2021, the Shanghai Brilliance Credit Rating & Investors Service Company Limited issued a notice to degraded the Company's principal credit and related debt rating from AAA/Stable to AA. On Feb. 1 of 2021, the Shanghai Brilliance Credit Rating & Investors Service Company Limited degraded the Company's principal credit and related debt rating from AA to BB/Negative since the Company and its controlling shareholders, important shareholders and controlled subsidiaries were claimed by creditor for reorganization. On Feb. 23 of 2021, the Shanghai Brilliance Credit Rating & Investors Service Company Limited degraded the Company's principal credit rating from BB/Negative to C.  
In January of 2021, the China Chengxin International Credit Rating Co., Ltd. (CCXI) degraded the Company's principal credit & related debt rating to AA, and included in the credit rating watch list. On Feb. 2 of 2021, the China Chengxin International Credit Rating Co., Ltd. (CCXI) degraded the Company's principal credit & related debt rating to BB and credit rating outlook to negative, since the Company and its controlling shareholders, important shareholders and controlled subsidiaries were claimed by creditor for reorganization. On Feb. 24 of 2021, the China Chengxin International Credit Rating Co., Ltd. (CCXI) degraded the Company's principal credit & related debt rating from BB to C.  
On July 30 of 2020, the United Credit Rating Service Company Limited issued the Tracking Rating Report on the Yunnan Xiangpeng Airlines Company Limited (United [2020] No. 1530). The principal long-term credit rating of the Yunnan Xiangpeng Airlines Company Limited is AA-, prospective rating negative, and credit rating of 17Xiangpeng01 is AA-. On Feb. 2 of 2021, the United Credit Rating Service Company Limited degraded the principal long-term credit rating of the Yunnan Xiangpeng Airlines Company Limited from AA- to BB, prospective rating negative, and credit rating of 17Xiangpeng01 from AA- to BB. On Feb. 22 of 2021, the United Credit Rating Service Company Limited degraded both the principal long-term credit rating and debt rating of the Yunnan Xiangpeng Airlines Company Limited to C.  
2.5.4 Key accounting data and financial indicator in latest 2 years  
(v) Applicable ( ) Not applicable

Main Indicator	2020	2019	Increase/Decrease (%)
Rate of assets and liabilities (%)	113.52	70.76	60.43
EBITDA Debt Ratio	-0.32	0.10	-437.36
Interest Coverage Ratio	-7.33	1.18	-722.16

3. Discussion and Analysis on the Management  
3.1 Discussion and analysis on the management  
In 2020, the revenue realization of the Company accounted for RMB 29,401,000,000 yuan (declined 59.38% year-on-year) which included the income from transportation for RMB 26,489,000,000 yuan (declined 61.62%), supplementary income for RMB 2,912,000,000 yuan (declined 13.83%) and net profit for -RMB 68,743,000,000 yuan (declined 9477.07%).  
In 2020, the total turnover of the Company achieved 5,964,470,000 ton\*kilometers, (declined 59.20% year-on-year), air passenger transportation volume reached 37,030,000 person\* times (declined 54.67%), air freight transportation volume reached 510,000 ton\*kilometers (declined 47.07%). The flight number accounted for 299,900 flights, declined 47.72%. The flying hours reached 702,800 hours, declined 49.22%.  
As of Dec. 31 of 2020, the Company operated a fleet of 346 aircraft. Following is the fleet details:

December 31 of 2020						
Aircraft Model	Sub-total	Self-owned	Financial Leasing	Operational Leasing	Average Aircraft Age	
Boeing Series	264	79	18	167	6.14	
B737-700	10	5	2	3	6.66	
B737-800	200	55	16	129	6.8	
B737-8	16	4	0	12	2.34	
B787-8	10	9	0	1	6.88	
B787-9	28	6	0	22	3.13	
Air Bus	64	7	4	53	5.06	
A320	24	0	3	21	3.8	
A330-200	9	0	0	9	10.38	
A330-300	29	7	1	21	4.65	
A350-900	2	0	0	2	2.27	
EMRJ Series	18	4	2	12	10.45	
E190	18	4	2	12	10.45	
Total	346	90	24	232	6.16	

Operation data:			
Item	2020	2019	Increase/Decrease
Transport Capacity			
Available Seat-flow Kilometer/ASK (Unit: In 10,000 Kilometers*seat)	7,687,702	17,434,458	-55.91%
International	513,499	4,619,456	-88.88%
Domestic	7,169,367	12,745,454	-43.75%
Regional	4,837	69,548	-93.05%
Available Tonne-Kilometer/ATK (Unit: In 10,000 Kilometers*ton)	779,769	1,888,155	-58.70%
International	111,996	536,891	-79.14%
Domestic	667,398	1,344,813	-50.37%
Regional	374	6,451	-94.20%

Transport Volume			
Revenue Passenger-flow Kilometer/RPK (Unit: In 10,000 Kilometer*person time)	5,710,563	14,536,663	-60.72%
International	320,211	3,340,552	-90.41%
Domestic	5,387,734	11,144,679	-51.66%
Regional	2,618	51,431	-94.91%
Revenue Freight Tonne Kilometer/RTK (Unit: In 10,000 Kilometer*ton)	92,728	185,627	-50.05%
International	48,636	105,068	-53.71%
Domestic	44,082	80,357	-45.14%
Regional	10	202	-95.05%
Seating Capacity (In 1,000 person times)	37,032	81,690	-54.67%
International	478	5,396	-91.14%
Domestic	36,535	75,971	-51.91%
Regional	19	323	-94.12%
Cargo & Mail (In ton)	308,363	582,576	-47.07%
Flying kilometers (In 10,000 kilometers)	44,488	89,119	-50.08%
Shift hour (In hour)	702,799	1,384,007	-49.22%
Flight number	299,877	573,577	-47.72%
International	5,957	32,359	-81.59%
Domestic	293,714	538,464	-45.45%
Regional	206	2,754	-92.52%