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**中国南方航空股份有限公司**  
**CHINA SOUTHERN AIRLINES COMPANY LIMITED**

*(a joint stock limited company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 1055)**

**OVERSEAS REGULATORY ANNOUNCEMENT**

This announcement is published pursuant to rule 13.09(2) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited.

As China Southern Airlines Company Limited has published an "Announcement of the Resolutions of the First Meeting of the Sixth Session of the Board of Directors of China Southern Airlines Company Limited" on Shanghai Stock Exchange, the full texts of the announcement are set out below for information purpose.

By order of the Board  
**China Southern Airlines Company Limited**  
**Xie Bing and Liu Wei**  
*Joint Company Secretaries*

Guangzhou, the People's Republic of China

29 December 2010

*As at the date of this announcement, the Directors include Si Xian Min, Li Wen Xin and Wang Quan Hua as non-executive Directors, Tan Wan Geng, Zhang Zi Fang, Xu Jie Bo and Chen Zhen You as executive Directors; and Gong Hua Zhang, Lam Kwong Yu, Wei Jin Cai and Ning Xiang Dong as independent non-executive Directors.*

**Announcement of the Resolutions of the First Meeting of the Sixth Session of the Board of Directors  
of China Southern Airlines Company Limited**

The board (the “**Board**”) of directors (the “**Directors**”) of the Company and all of its members confirm that the contents of this announcement do not contain any misrepresentations, misleading statements or material omission, and jointly and severally accept full responsibilities for the truthfulness, accuracy and completeness of the information contained in this announcement.

The first meeting of the Sixth Session of the Board of China Southern Airlines Company Limited (the “**Company**”) was convened on 29 December 2010 at No. 1 Conference Room, 4/F, Pearl Hotel CSN, Baiyun International Airport, Guangzhou, Guangdong Province, the PRC. The number of Directors supposed to be present was 11, of which 11 attended in person. The quorum and procedures for convening the meeting are in compliance with the relevant provisions of the Company Law of the PRC and the articles of association of the Company.

The Directors present have considered and passed unanimously the following resolutions:

1. Mr. Si Xian Min be elected as the Chairman of the Sixth Session of the Board;
2. Members of various specialized committees formed under the Sixth Session of the Board be elected as follows:

Mr. Si Xian Min, Mr. Tan Wan Geng, Mr. Xu Jie Bo, Mr. Lam Kwong Yu, Mr. Wei Jin Cai be elected as members of the Strategic Decision-making Committee of the Sixth Session of the Board. Mr. Tan Wan Geng be elected as the Chairman;

Mr. Gong Hua Zhang, Mr. Wei Jin Cai, Mr. Ning Xiang Dong be elected as members of the Audit Committee of the Sixth Session of the Board. Mr. Gong Hua Zhang be elected as the Chairman;

Mr. Wang Quan Hua, Mr. Gong Hua Zhang, Mr. Ning Xiang Dong be elected as members of the Remuneration and Assessment Committee of the Sixth Session of the Board. Mr. Ning Xiang Dong be elected as the Chairman;

Mr. Si Xian Min, Mr. Gong Hua Zhang, Mr. Wei Jin Cai be elected as members of the Nomination Committee of the Sixth Session of the Board. Mr. Si Xian Min be elected as the Chairman.

3. The following persons be continued to be appointed as senior management:

Mr. Tan Wan Geng as the Executive President of the Company;

Mr. Zhang Zi Fang, Mr. Xu Jie Bo, Mr. Ren Ji Dong, Mr. He Zong Kai, Mr. Liu Qian, Mr. Dong Su Guang, Mr. Chen Gang as the Executive Vice President of the Company;

Mr. Xu Jie Bo as the Chief Financial Officer and the Chief Accountant of the Company;

Mr. Zhang Zheng Rong as the Chief Pilot of the Company;

Mr. Hu Chen Jie as the Chief Information Officer of the Company;

Mr. Su Liang as the Chief Economist of the Company;

Mr. Chen Wei Hua as the Chief Legal Adviser of the Company;

Mr. Xie Bing as the Company Secretary of the Company.

Please refer to the 2009 annual report of the Company for the biographies of the above senior management of the Company.

To continue to appoint Mr. Xie Bing and Mr. Liu Wei be continued to be appointed as the joint company secretaries of the Company in accordance with the requirements under the Rules Governing the Listing of Securities on the Stock Exchange of Hong King Limited. Mr. Liu Wei continues to be the authorized representative of the Company in Hong Kong to attend to all the registration matters under the Companies Ordinance of the Laws of Hong Kong.

### **Opinion from Independent Directors**

In the opinion of the independent non-executive Directors:

As the above candidates for the position of Executive President, Executive Vice President, Chief Financial Officer (Chief Accountant), Chief Pilot, Chief Information Officer, Chief Legal Adviser, Company Secretary of the Company have met the relevant appointment conditions stipulated in the Company Law of the PRC and the articles of association of the Company, and the nomination and appointment procedures are in compliance with the requirements of the Company Law and the articles of association of the Company, we therefore approve the Board's appointment of the above persons.

Independent non-executive Directors: Gong Hua Zhang, Lam Kwong Yu, Wei Jin Cai and Ning Xiang Dong

Board of Directors of  
China Southern Airlines Company Limited  
29 December 2010