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CHINA SOUTHERN AIRLINES CO LTD

Form 6-K

April 29, 2005

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER

PURSUANT TO RULE 13a-16 OR 15d-16 OF
THE SECURITIES EXCHANGE ACT OF 1934

For the month of April, 2005

CHINA SOUTHERN AIRLINES COMPANY LIMITED
(Translation of registrant's name into English)

Baiyun International Airport
Guangzhou, People's Republic of China
(Address of principal executive offices)

(Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.)

Form 20-F. X Form 40-F.
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(Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.)

Yes. No. X
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(If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-_____.)

China Southern Airlines Company Limited (the "Company") on April 29, 2005 published in local newspapers in Hong Kong an announcement in Chinese and English, respectively, concerning the Company's first quarterly report of 2005. A copy of the English announcement is included in this Form 6-K of the Company.

[LOGO] [CHINESE CHARACTERS]
CHINA SOUTHERN AIRLINES COMPANY LIMITED

(a joint stock limited company incorporated in the
People's Republic of China with limited liability)
(STOCK CODE: 1055)

FIRST QUARTERLY REPORT OF 2005

SUMMARY

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The unaudited financial statements of the Company for the First Quarterly Report were prepared in accordance with the PRC GAAP.

This announcement is made by the Company pursuant to Rule 13.09 of the Listing Rules.

1. IMPORTANT NOTICE

This announcement is made by China Southern Airlines Company Limited (the "Company") pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").

The directors (the "Directors") of the Company collectively and individually warrant that the information set out in this report does not contain any misrepresentation, misleading statement or material omission; and jointly and severally accept full responsibility as to the truthfulness, accuracy and completeness of the content herein.

The first quarterly report of the Company for the year 2005 (the "First Quarterly Report") was prepared in accordance with the relevant rules and regulations of the China Securities Regulatory Commission.

The unaudited financial statements of the Company for the First Quarterly Report were prepared in accordance with the accounting rules and regulations of the People's Republic of China ("PRC GAAP").

Mr. Liu Shao Yong (Chairman), Mr. Si Xian Min (Chief of Accounting Work, President), Mr. Xu Jie Bo (Chief Financial Officer and Vice President) and Mr. Xiao Li Xin (Chief of Accounting Department and General Manager of the Financial Department) of the Company, warrant that the First Quarterly Report is true and complete.

2. BASIC PARTICULARS OF THE COMPANY

2.1 BASIC INFORMATION OF THE COMPANY

| | |
|----------------------------|--|
| Stock abbreviation: | China Southern |
| Stock code: | 600029 (A share), 1055 (H share), ZNH (ADS) |
| Company Secretary: | Su Liang |
| Securities Representative: | Lei Bin |
| Correspondence Address: | No. 278 Ji Chang Road, Guangzhou, Guangdong Province, People's Republic of China |
| Telephone: | 020-86124737 |
| Facsimile: | 020-86659040 |
| e-mail address: | ir.cz@cs-air.com |

2.2 FINANCIAL INFORMATION

2.2.1 Major Accounting Data and Financial Indices

| | AS AT | AS AT | |
|--|----------|-------------|--------|
| | 31 MARCH | 31 DECEMBER | |
| | 2005 | 2004 | CHANGE |

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| | | | (%) |
|---|--------|--------|-------|
| Total assets (RMB'million) | 66,762 | 63,155 | 5.71 |
| Shareholders' equity (excluding minority interests) (RMB'million) | 11,368 | 11,653 | -2.45 |
| Net assets per share (RMB) | 2.60 | 2.66 | -2.45 |
| Adjusted net assets per share (RMB) | 2.60 | 2.66 | -2.45 |

| | FOR THE PERIOD FROM 1 JANUARY TO 31 MARCH 2005 | FOR THE PERIOD FROM 1 JANUARY TO 31 MARCH 2004 | CHANGE (%) |
|---|--|--|---------------|
| Net cash outflow from operating activities (RMB'million) | 1,496 | -11 | N/A |
| Earnings per share (RMB) | -0.065 | 0.045 | N/A |
| Return on net assets | -2.5% | 1.7% | -4.2 |
| Return on net assets after extraordinary gains and losses | -2.5% | 1.8% | -4.3 |

2.2.2 Profit and Loss Account

| | JANUARY - MARCH, 2005 CONSOLIDATED RMB million | THE COMPANY RMB million | JANUARY - MARCH, 2004 CONSOLIDATED RMB million |
|---|--|----------------------------|--|
| REVENUE FROM PRINCIPAL OPERATIONS | 8,266 | 6,398 | 5,245 |
| Less: Operating costs of principal operations | 7,266 | 5,776 | 4,041 |
| Business taxes and surcharges | 232 | 178 | 153 |
| PROFIT FROM PRINCIPAL OPERATIONS | 768 | 444 | 1,051 |
| Add: Profit from other operations | 65 | 49 | 81 |
| Less: Selling expenses General and administration expenses | 564 | 427 | 402 |
| | 363 | 251 | 225 |

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Finance expenses 217 189 185

| | JANUARY - MARCH, 2005 | | JANUARY - MA |
|---------------------------------|-----------------------|-------------|--------------|
| | CONSOLIDATED | THE COMPANY | CONSOLIDATED |
| | RMB million | RMB million | RMB million |
| OPERATING (LOSS)/PROFIT | (311) | (374) | 320 |
| Add: Investment (loss)/income | (3) | 29 | 8 |
| Non-operating income | 8 | 5 | 2 |
| Less: Non-operating expenses | 2 | 1 | 13 |
| (LOSS)/PROFIT BEFORE INCOME TAX | (308) | (341) | 317 |
| Less: Income tax | (45) | (56) | 58 |
| Minority interests | 22 | - | 63 |
| NET (LOSS)/PROFIT | (285) | (285) | 196 |

2.3 As at the end of the reporting period, the Company had a total number of 137,528 shareholders.

| NAME OF SHAREHOLDERS | NUMBER OF SHARES HELD AS AT 31 MARCH 2005 |
|--|--|
| HKSCC Nominees Limited | 1,152,113,998 |
| Huaxia Growth Securities Investment Fund | 44,123,769 |
| Bank of China - Huaxia Return Securities Investment Fund | 38,052,128 |
| Xinghe Securities Investment Fund | 29,992,670 |
| China Merchant Bank Co., Ltd. - Zhong Xin Jing Dian Pei Zhi Securities Investment Fund | 29,261,916 |
| The Industrial and Commerce Bank of China - Shanghai Stock Exchange 50 Openly Trading Index Fund | 26,077,646 |
| Xinghua Securities Investment Fund | 25,175,921 |

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| | |
|---|------------|
| National Social Securities Fund 103 Group | 22,083,609 |
| National Social Securities Fund 107 Group | 20,998,539 |
| Boshi Value Growth Securities Investment Fund | 13,000,000 |

3. MANAGEMENT DISCUSSION AND ANALYSIS

3.1 BRIEF ANALYSIS OF THE COMPANY'S OVERALL OPERATIONAL ACTIVITIES DURING THE REPORTING PERIOD

During the reporting period, the domestic aviation market sustained the continuing contraction trend from the fourth quarter of 2004, until mid-March of 2005 when the demand in the PRC civil aviation market gradually increased. The sustained high fuel price, which might climb even higher, contributed to the high jet fuel costs borne by the Company. The Shareholders of the Company approved the purchase by the Company of the airline and airline business and assets of China Northern Airlines Company and Xinjiang Airlines Company which took effect on 31 December 2004. Five branch offices in Northern China, Xinjiang, Dalian, Changchun and Harbin were set up, thereby the operating scales of the Company were further expanded. The Company's total traffic volume was 1,566 million tonne-kilometers, representing a growth of 50% over the same period of last year; passengers carried were 9.46 million, representing an increase of 48% from the same period last year; cargo and mail traffic amounted to 160,000 tonne, representing an increase of 28% from the same period last year; passenger load factor was 67%, representing an increase of 2.6% from the same period last year. Meanwhile, the revenues and profits from our principal operations were RMB8,266 million which is an increase of 58% from the same period last year, and RMB768 million which is a decrease of 27% from the same period last year respectively. The decrease in profits from principal operations was mainly due to the combined effect of a 91% increase of jet fuel costs as compared to the same period last year, and the waiver of the levies of CAAC Infrastructure Development Fund in the same period of last year. As a result, the net loss for the first quarter of this year was RMB285 million.

3.1.1 Principal operations or products representing more than 10% of the income or profit from the Company's principal operations

| PRINCIPLE OPERATION (BY BUSINESS OR PRODUCT) | INCOME (RMB'million) | COSTS (RMB'million) |
|---|-------------------------|------------------------|
| Income from passenger transportation | 7,521 | |
| Income from cargo and mail transportation | 684 | |
| Others | 61 | |
| Total | 8,266 | 7,266 |

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By order of the Board
CHINA SOUTHERN AIRLINE COMPANY LIMITED
LIU SHAO YONG
Chairman of the Board of Directors

Guangzhou, the People's Republic of China
April 28, 2005

As at the date of this announcement, the Directors of the Company include Liu Shao Yong, Liu Ming Qi, Peng An Fa, Wang Quan Hua, Zhao Liu An, Zhou Yong Qian, Zhou Yong Jin, Xu Jie Bo, Wu Rong Nan and Si Xian Min as executive Directors; and Simon To, Peter Lok, Wei Ming Hai, Wang Zhi and Sui Guang Jun as independent non-executive Directors.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

CHINA SOUTHERN AIRLINES COMPANY LIMITED

By /s/ Su Liang

Name: Su Liang
Title: Company Secretary

Date: April 29, 2005