



海南美蘭國際機場股份有限公司
Hainan Meilan International Airport Company Limited*

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

(Stock Code: 357)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of Hainan Meilan International Airport Company Limited (the “**Company**”) will be held at 5 February, 2007 (Monday) in the meeting room of the Company on 3rd Floor, Meilan Airport Complex, Haikou City, Hainan Province, the People's Republic of China (the “**PRC**”) for the purpose of considering and, if thought fit, passing the following resolution as an ordinary resolution of the Company:

Ordinary Resolution:

1. “**THAT** Mr. Dong Zhanbin be appointed as an executive director of the Company.”

By order of the Board

Baiyan

Hainan Meilan International Airport Company Limited

Company Secretary

Hainan PRC

13 December, 2006

Notes:

- (A) Holders of the Company's H Shares whose names appear on the Company's Register of Members which is maintained by Computershare Hong Kong Investor Services Limited on 5 February, 2007 (Monday) are entitled to attend and vote at the Extraordinary General Meeting.

- (B) Holders of H Shares, who intend to attend the Extraordinary General Meeting, must complete and return the written replies for attending the Extraordinary General Meeting to the Office of the Company Secretary no later than 15 January, 2007 (Monday).

Shareholders can deliver the written replies by hand, by post or by facsimile.

Details of the Office of the Company Secretary are as follows:

Meilan Airport Complex

Haikou City

Hainan Province

PRC

Tel: (86-898) 6575 1159

Fax: (86-898) 6575 1882

- (C) Each holder of H Shares who has the right to attend and vote at the Extraordinary General Meeting is entitled to appoint in writing one or more proxies, whether a shareholder or not, to attend and vote on his behalf at the Extraordinary General Meeting. A proxy of a shareholder who has appointed more than one proxy may only vote on a poll. The instrument appointing a proxy must be in writing under the hand of the appointor or his attorney duly authorised in writing. If the instrument appointing a proxy is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign, or other documents of authorisation, must be notarially certified. Instrument appointing a proxy of any holder of H Shares (being a body corporate) must be affixed with the corporate seal of such holder of H Shares or duly signed by the chairman of its board of Directors or by its authorised attorney. For holders of H Shares, the power of attorney or other documents of authorisation and proxy forms must be delivered to Computershare Hong Kong Investor Services Limited no less than 24 hours before the time appointed for the holding of the Extraordinary General Meeting in order for such documents to be valid.
- (D) The Company's Register of Members will be closed from 5 January, 2006 (Friday) to 5 February, 2007 (Monday, both days inclusive), during which time no transfer of shares will be effected. Transferees of H Shares who wish to attend the Extraordinary General Meeting referred to above must deliver their duly stamped instruments of transfer, accompanied by the relevant share certificates, to Computershare Hong Kong Investor Services Limited by no later than 4 p.m. on 4 January, 2007 (Thursday) for completion of the registration of the relevant transfer in accordance with the Articles of Association of the Company.

Computershare Hong Kong Investor Services Limited's address is as follows:

Shop 1712-1716
17th Floor, Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong

- (E) The Extraordinary General Meeting is expected to last not more than one day. Shareholders or proxies attending the Extraordinary General Meeting are responsible for their own transportation and accommodation expenses.

As at the date of this announcement, there are nine Directors on the Board. They are: Zhang Cong, Wang Zhen, Dong Guiguo and Gunnar Moller as executive directors; Zhang Han'an and Kjeld Binger as non-executive director; and Xu Bailin, Xie Zhuang and Fung Ching Simon as independent non-executive directors.

* *For Identification Purpose Only*

*Please also refer to the published version of this announcement in
Wen Wei Po Post and China Daily.*