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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)

ANNOUNCEMENT
POLL RESULTS FOR THE EXTRAORDINARY GENERAL MEETING
HELD ON 28 OCTOBER 2013
AND
ELECTION OF EXECUTIVE DIRECTORS

Reference is made to the circular of Hainan Meilan International Airport Company Limited (the “**Company**”) dated 12 September 2013 (the “**Circular**”). Terms used herein shall have the same meanings as defined in the Circular, unless the context requires otherwise.

RESULTS OF THE EGM

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that at the extraordinary general meeting (the “**EGM**”) of the Company held on 28 October 2013, all the proposed resolutions as set out in the notice of the EGM dated 12 September 2013 (the “**Resolutions**”)

were duly passed by the shareholders of the Company (the “Shareholders”) by way of poll. The poll results in respect of all the Resolutions are as follows:

	Resolutions	Number of Votes		
		For	Against	Abstention
	By way of ordinary resolutions			
1.	To consider and approve the re-election of Mr. Chan Nap Kee, Joseph as a non-executive director of the Company, to authorise the board of directors of the Company to determine his remuneration and to authorise the chairman of the board of directors or any executive director of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company;	139,635,452 H shares 246,300,000 Domestic shares Total: 385,935,452 shares (100%)	Nil	Nil
2.	To consider and approve the re-election of Mr. Yan Xiang as a non-executive director of the Company, to authorise the board of directors of the Company to determine his remuneration and to authorise the chairman of the board of directors or any executive director of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company;	139,635,452 H shares 246,300,000 Domestic shares Total: 385,935,452 shares (100%)	Nil	Nil
3.	To consider and approve the re-election of Mr. Xu Bailing as an independent non-executive director of the Company, to authorise the board of directors of the Company to determine his remuneration and to authorise the chairman of the board of directors or any executive director of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company;	139,635,452 H shares 246,300,000 Domestic shares Total: 385,935,452 shares (100%)	Nil	Nil

	Resolutions	Number of Votes		
		For	Against	Abstention
4.	To consider and approve the re-election of Mr. Fung Ching, Simon as an independent non-executive director of the Company, to authorise the board of directors of the Company to determine his remuneration and to authorise the chairman of the board of directors or any executive director of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company;	139,635,452 H shares 246,300,000 Domestic shares Total: 385,935,452 shares (100%)	Nil	Nil
5.	To consider and approve the re-election of Mr. George F. Meng as an independent non-executive director of the Company, to authorise the board of directors of the Company to determine his remuneration and to authorise the chairman of the board of directors or any executive director of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company;	139,635,452 H shares 246,300,000 Domestic shares Total: 385,935,452 shares (100%)	Nil	Nil
6.	To consider and approve the re-election of Mr. Mr. Feng Da'an as an independent non-executive director of the Company, to authorise the board of directors of the Company to determine his remuneration and to authorise the chairman of the board of directors or any executive director of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company;	139,635,452 H shares 246,300,000 Domestic shares Total: 385,935,452 shares (100%)	Nil	Nil

	Resolutions	Number of Votes		
		For	Against	Abstention
7.	To consider and approve the re-election of Mr. Zhang Shusheng as a supervisor of the Company, to authorise the board of directors of the Company to determine his remuneration and to authorise the chairman of the board of directors or any executive director of the Company to execute a service contract or such other documents or supplemental agreements or deeds on behalf of the Company;	139,635,452 H shares 246,300,000 Domestic shares Total: 385,935,452 shares (100%)	Nil	Nil
8.	To consider and approve the interim dividend distribution plan of the Company for the first half year of 2013;	139,635,452 H shares 246,300,000 Domestic shares Total: 385,935,452 shares (100%)	Nil	Nil
9.	To consider and, if thought fit, to approve the amendments to senior management compensation scheme;	99,814,860 H shares 246,300,000 Domestic shares Total: 346,114,860 shares (89.68%)	39,820,592 H shares Nil Domestic shares Total: 39,820,592 shares (10.32%)	Nil

Computershare Hong Kong Investor Services Limited, the Company's H share registrar in Hong Kong, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

As at the date of the EGM, the total number of issued H shares of the Company was 226,913,000 shares and the total number of issued domestic shares of the Company was 246,300,000 shares. The total number of shares held by the Shareholders entitled to attend and vote for or against all the Resolutions was 473,213,000. There were no shares entitling the Shareholder to attend and vote only against at the EGM any of the above Resolutions.

No proposal was put forward at the EGM by any Shareholders holding 5% or more of the shares carrying the right to vote at the EGM.

As more than 50% of the votes attaching to the shares held by the Shareholders present and voting in person or by proxy at the EGM were cast in favour of the above ordinary resolutions, such resolutions were duly passed as the ordinary resolutions.

RE-ELECTION OF DIRECTORS AND SUPERISOR

The Board is pleased to announce that Mr. Chan Nap kee, Joseph, Mr. Yan Xiang, Mr. Xu Bai Ling, Mr. Fung Ching, Simon, Mr. George F. Meng and Mr. Feng Da'an were duly re-elected as Directors at the EGM with effect from the conclusion of the EGM, and that Mr. Zhang Shusheng was re-elected as a supervisor of the Company with effect from the conclusion of the EGM.

Chan Nap Kee, Joseph

Mr. Chan Nap Kee, Joseph (陳立基), aged 52, was reappointed as non-executive Director of the Company in October 2010. Mr. Chan acquired his master's degree from the University of Strathclyde in the major of International Marketing and a diploma from Peking University in China Investment and Trade Study. He holds licenses of Type 1 (dealing in securities), Type 6 (advising on corporate finance), and Type 9 (asset management) under Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Mr. Chan has nearly 25 years management experience in banking, investment banking and asset investment. Mr. Chan was the deputy general manager of Credit Agricole Bank from 1986 to 1994, where he was also in charge of China business. From 1992 to 1994, he was also the co-head of Credit Agricole Asset Management South East Asia Limited. From 1994 to now, Mr. Chan has been a founding partner of Oriental Patron Financial Group. He is also an executive director of Oriental Patron Asia Ltd.. Mr. Chan was appointed as an executive director of Kaisun Energy Group Limited (Stock Code: 8203, a company listed in the GEM board of the Stock Exchange) in September 2008 and is the Chairman of that group. Mr. Chan was appointed as a non-executive director of North Asia Strategic Holdings Limited on 19 February 2013.

Mr. Chan Nap Kee, Joseph will enter into a service agreement with the Company, which is for a term of three years commencing on the date of the passing of the resolution at the EGM. Pursuant to the terms of his proposed service agreements, as non-executive Director of the Company, Mr. Chan Nap Kee, Joseph's emolument will be RMB50,000 per annum determined with reference to the remuneration policies as approved at the EGM.

Save as disclosed herein, Mr. Chan Nap Kee, Joseph (i) does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company; (ii) does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) has not entered into or proposed to enter into any other service agreements with the Company or any member of the group; (iv) does not hold any other positions with the Company and its subsidiaries; and (v) has not held any directorship in any public listed companies in the last three years from the date of the announcement.

Save as disclosed above, there is no information relating to Mr. Chan Nap Kee, Joseph that is required to be disclosed pursuant to paragraphs (h) to (w) of Rule 13.51(2) of the Listing Rules, nor is there any matter about them that needs to be brought to the attention of the Shareholders.

Yan Xiang

Mr. Yan Xiang (燕翔), aged 49, was re-appointed as non-executive director of the Company in October 2010. Mr. Yan graduated from Peking University, where he received a bachelor's degree in Economics and a master's degree in Economics. From January 1988 to August 1991, he had been a teaching assistant and lecturer in Economics at Peking University. After August 1991, he was a research fellow with the Research Center of the People's Government of Hainan Province, the general manager of Hainan Securities Exchange Center and the president of Hainan Securities Company Limited. He had been a director of Zhongfu Industrial Co., Ltd. and an independent director of China United Travel Company Limited. Mr. Yan is the Chairman of the China Region of the Oriental Patron Financial Group and the President of the Oriental Patron Resources Investment Limited. Mr. Yan had been the executor director of Hainan Development Promotion Association, committee member of Experts Committee in Research of National Debts and Futures and committee member of Credit Assessment Experts Committee of China Credit Securities Assessment Limited.

Mr. Yan Xiang will enter into a service agreement with the Company, which is for a term of three years commencing on the date of the passing of the resolution at the EGM. Pursuant to the terms of his proposed service agreements, as non-executive Director of the Company, Mr. Yan Xiang's emolument will be RMB50,000 per annum determined with reference to the remuneration policies of the Company.

Save as disclosed herein, Mr. Yan Xiang (i) does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company; (ii) does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) has not entered into or proposed to enter into any other service agreements with the Company or any member of the group; (iv) does not hold any other positions with the Company and its subsidiaries; and (v) has not held any directorship in any public listed companies in the last three years from the date of the announcement.

Save as disclosed above, there is no information relating to Mr. Yan Xiang that is required to be disclosed pursuant to paragraphs (h) to (w) of Rule 13.51(2) of the Listing Rules, nor is there any matter about them that needs to be brought to the attention of the Shareholders.

Xu Bailing

Mr. Xu Bailing (徐柏齡), aged 79, was re-appointed as an independent non-executive director of the Company in October 2010. He has also served as the chairman of the audit committee and the nomination committee and a member of the strategic committee of the Board. Mr. Xu was the representative of the Fourth and Fifth National People's Congress and a member of the Ninth Chinese People's Political Consultative Conference. Mr. Xu had worked for the Civil Aviation Beijing Administrative Bureau since 1954, holding various positions such as pilot, supervisor and captain and was appointed Deputy Head and Head of Department in January 1977 and June 1979 respectively. Mr. Xu was then appointed as the vice director of CAAC in December 1986 and then as the general manager of Air China in March 1988. He was appointed as a consultant of CAAC in August 1993.

Mr. Xu Bailing will enter into a service agreement with the Company, which is for a term of three years commencing on the date of the passing of the resolution at the EGM. Pursuant to the terms of his proposed service agreements, as an independent non-executive Director of the Company, Mr. Xu Bailing's emolument will be RMB100,000 per annum determined with reference to the remuneration policies as approved at the EGM.

Save as disclosed herein, Mr. Xu Bailing (i) does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company; (ii) does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) has not entered into or proposed to enter into any other service agreements with the Company or any member of the group; (iv) does not hold any other positions with the Company and its subsidiaries; and (v) has not held any directorship in any public listed companies in the last three years from the date of the announcement.

Save as disclosed above, there is no information relating to Mr. Xu Bailing that is required to be disclosed pursuant to paragraphs (h) to (w) of Rule 13.51(2) of the Listing Rules, nor is there any matter about them that needs to be brought to the attention of the Shareholders.

Fung Ching, Simon

Mr. Fung Ching, Simon (馮征), aged 44, was re-appointed as an independent non-executive Directors of the Company in October 2010. He has also served as the chairman of the strategic committee and a member of the audit committee and remuneration committee of the Board. Mr. Fung graduated from the Queensland University of Technology in Australia with a bachelor's degree, majoring in accountancy. Mr. Fung is a Hong Kong resident. He is a fellow member of the CPA Australia and a fellow member of the Hong Kong Institute of Certified Public Accountants. Mr. Fung worked in PricewaterhouseCoopers between 1994 and 2004, and he served as the chief financial officer and secretary to the board of directors of Baoye Group Company Limited (stock code: 02355.HK) between 2004 and 2010. Mr. Fung joined Greentown China Holdings Limited (stock code: 3900.HK) in August 2010 and served as the chief financial officer and company secretary. Mr. Fung has over 8 years of experience in managing finance and accounting functions, mergers and acquisitions, fund raising and

investor relations for a PRC company listed in Hong Kong, and has 10 years of experience in auditing, accounting and business advisory with a “Big4” international accounting firm. Mr. Fung is currently a non-executive director of Baoye Group Company Limited.

Mr. Fung Ching, Simon will enter into a service agreement with the Company, which is for a term of three years commencing on the date of the passing of the resolution at the EGM. Pursuant to the terms of his proposed service agreements, as an independent non-executive Director of the Company, Mr. Fung Ching, Simon’s emolument will be RMB100,000 per annum determined with reference to the remuneration policies as approved at the EGM.

Save as disclosed herein, Mr. Fung Ching, Simon (i) does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company; (ii) does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) has not entered into or proposed to enter into any other service agreements with the Company or any member of the group; (iv) does not hold any other positions with the Company and its subsidiaries; and (v) has not held any directorship in any public listed companies in the last three years from the date of the announcement.

Save as disclosed above, there is no information relating to Mr. Fung Ching, Simon that is required to be disclosed pursuant to paragraphs (h) to (w) of Rule 13.51(2) of the Listing Rules, nor is there any matter about them that needs to be brought to the attention of the Shareholders.

George F. Meng

Mr. George F. Meng (孟繁臣), aged 69, was re-appointed as an independent non-executive director of the Company in October 2010. He has also served as a member of the audit committee of the Board. Mr. Meng graduated from Civil Aviation University of China in 1966, where he studied radio communication and English language. In 1972, he entered into Tianjin Foreign Studies University for further study of English language. From 1984 to 1991, he once studied FAA Aircraft Dispatcher Training Course sponsored by Aviation Training Services, Long Island, New York, Advanced Training in Aviation Course with Ansett Airlines, and MBA course at Oklahoma City University. During the years of 1966 to 1988, Mr. Meng served various positions including Radio Station Master of Communication Department of CAAC Chengdu Administration, Dean of the Technical English Department of Civil Aviation University of China, and Deputy Director of CAAC Training Center. After 1991, he was a director and the general manager of China Resource Ltd., USA. From 2000 to now, Mr. Meng is the president of Soaring Eagle Industrial LLC., USA. Since September 2010, he has been the principal of Northern New Jersey Huaxia Chinese School (non-profit organization). He has served as the general manager (United States) of Hua Ling Consultant Inc. in Toronto, Canada since January 2012.

Mr. George F. Meng will enter into a service agreement with the Company, which is for a term of three years commencing on the date of the passing of the resolution at the EGM. Pursuant to the terms of his proposed service agreements, as an independent non-executive Director of the Company, Mr. George F. Meng's emolument will be RMB100,000 per annum determined with reference to the remuneration policies as approved at the EGM.

Save as disclosed herein, Mr. George F. Meng (i) does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company; (ii) does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) has not entered into or proposed to enter into any other service agreements with the Company or any member of the group; (iv) does not hold any other positions with the Company and its subsidiaries; and (v) has not held any directorship in any public listed companies in the last three years from the date of the announcement.

Save as disclosed above, there is no information relating to Mr. George F. Meng that is required to be disclosed pursuant to paragraphs (h) to (w) of Rule 13.51(2) of the Listing Rules, nor is there any matter about them that needs to be brought to the attention of the Shareholders.

Feng Da'an

Mr. Feng Da'an (馮大安), aged 66, was appointed as an independent non-executive director of the Company on 26 July 2010. He has also served as the chairman of the remuneration committee and a member of the nomination committee and strategic committee of the Board. Mr. Feng graduated from the Industrial and Civil Construction Specialty of Lanzhou University of Technology in December 1981. From January 1982 to October 1990, he served various positions as ordinary official, department chief, specialized sub-branch president and vice president of China Construction Bank, Gansu Branch. In October 1990, he began serving as a vice president of China Construction Bank, Hainan Branch. In July 1995, he began serving as a deputy director of the Securities Administration Office of Hainan Province. He served as deputy director general and director general of the Local Taxation Bureau of Hainan Province from August 1998 to December 2007, and retired in December 2007. At present, Mr. Feng serves as independent director of three listed companies, namely Beijing Hualian Hypermarket Co., Ltd. (A share code: 600361), Sundiro Holding Co., Ltd. (A share code: 000571) and Hainan Dadonghai Tourism Centre (Holdings) Co., Ltd. (A share code: 000613).

Mr. Feng Da'an will enter into a service agreement with the Company, which is for a term of three years commencing on the date of the passing of the resolution at the EGM. Pursuant to the terms of his proposed service agreements, as an independent non-executive Director of the Company, Mr. Feng Da'an's emolument will be RMB100,000 per annum determined with reference to the remuneration policies as approved at the EGM.

Save as disclosed herein, Mr. Feng Da'an (i) does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company; (ii) does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) has not entered into or proposed to enter into any other

service agreements with the Company or any member of the group; (iv) does not hold any other positions with the Company and its subsidiaries; and (v) has not held any directorship in any public listed companies in the last three years from the date of the announcement.

Save as disclosed above, there is no information relating to Mr. Feng Da'an that is required to be disclosed pursuant to paragraphs (h) to (w) of Rule 13.51(2) of the Listing Rules, nor is there any matter about them that needs to be brought to the attention of the Shareholders.

Mr. Zhang Shusheng (張述聖), aged 76, is a senior reporter. He was re-appointed as an Independent Supervisor of the Company in July 2010. He is a graduate of the Department of Chinese, Lan Zhou University majoring in Han Literature. He once worked for Gansu Daily and the People's Daily. In June 1994, he was transferred to China Civil Aviation News working as the chief editor and Party branch secretary and was responsible for the management of China Civil Aviation News. He has been the vice-chairman of Gansu Province Journalist Association, the president of the Association for Resident Correspondent in Gansu Province, the managing director of China Press Cultural Advancement Association and the director of China Civil Aviation Association. He has been working as a consultant of China Civil Aviation News since March 1999.

The term of service for Mr. Zhang Shusheng will be for three years commencing from the date on which approval by the shareholders of the Company at the EGM is obtained. The amounts of the emoluments of Mr. Zhang Shusheng will be RMB20,000 for each year as supervisor of the Company. He will also be entitled to such bonus as decided by the Board. The annual emoluments of Mr. Zhang Shusheng are determined by the shareholders of the Company with reference to his duties and responsibilities in the Company, the Company's performance and the current market situation.

Save as disclosed above, Mr. Zhang Shusheng does not have any relationships with any directors, supervisors, senior management of the Company or substantial shareholders or controlling shareholders of the Company, nor does he have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. There is no other information which is discloseable pursuant to Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited. There is no other matter that needs to be brought to the attention of the Shareholders.

PAYMENT OF INTERIM DIVIDEND

The Board wishes to notify the Shareholders the following interim dividend payment details:

The Company will pay a interim dividend on or before Friday, 27 December 2013 of RMB0.098 per share (tax inclusive) to shareholders of the Company whose names appear on the Company's Register of Members on Tuesday, 5 November 2013.

Dividends payable to holders of the H shares of the Company will be paid in Hong Kong dollars based on the following formula: interim dividend in Hong Kong dollars = (interim dividend in RMB multiplied by the average of the closing exchange rates for Hong Kong dollars to RMB as quoted by The People's Bank of China for the 5 business days immediately preceding the EGM). The average of

the closing exchange rates for Hong Kong dollars to RMB as quoted by The People's Bank of China for the 5 business days immediately preceding the EGM is HK\$1.2638 to RMB1.0. Accordingly, the amount of interim dividend payable per H share is HK\$0.12385 (before tax).

According to the *Enterprise Income Tax Law of the People's Republic of China*, which took effect on 1 January 2008, and its implementation rules and the relevant interpretation by tax authorities in the PRC, when a company makes distribution to non-resident enterprise shareholders whose names appear on the H-share register of the company, such company is required to withhold and pay on behalf of such shareholders an enterprise income tax at a rate of 10% in general (except as required otherwise by the laws, regulations and tax treaties regarding tax revenue). Any shares registered in the name of a non-individual shareholder, including HKSCC Nominees Limited, other nominee or trustee, or other organisation and group, are deemed as shares held by non-resident enterprise shareholders. As such, the dividends that such shareholder is entitled to are subject to the enterprise income tax.

The Company will pay to ICBC (Asia) Trustee Company Limited (the “**Receiving Agent**”) the interim dividend declared for payment to shareholders of H shares of the Company. Such interim dividend will be paid by the Receiving Agent and will be mailed by Computershare Hong Kong Investor Services Limited to shareholders of H shares of the Company who are entitled to receive the same by ordinary post at their own risk on or before 27 December 2013.

By Order of the Board
Hainan Meilan International Airport Company Limited
Liang Jun
Chairman

Hong Kong, 28 October 2013

As at the date of this announcement, the Board comprises of (i) four executive Directors, namely Mr. Liang Jun, Mr. Wang Zhen, Mr. Yang Xiaobin and Mr. Yang Xuqiang; (ii) three non-executive Directors, namely Mr. Hu Wentai, Mr. Chan Nap Kee Joseph and Mr. Yan Xiang; and (iii) four independent non-executive Directors, namely Mr. Xu Bailing, Mr. Fung Ching Simon, Mr. George F Meng and Mr. Feng Da'an.

* *For identification purposes only*