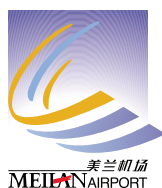


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海南美蘭國際機場股份有限公司

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 ANNUAL GENERAL MEETING HELD ON 20 MAY 2014 AND ELECTION OF DIRECTOR AND PAYMENT OF FINAL DIVIDEND

Reference is made to the circular of Hainan Meilan International Airport Company Limited (the “**Company**”) dated 4 April 2014 (the “**Circular**”). Terms used herein shall have the same meanings as defined in the Circular, unless the context requires otherwise.

RESULTS OF THE AGM

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that at the annual general meeting (the “**AGM**”) of the Company held on 20 May 2014, all the proposed resolutions as set out in the notice of the AGM dated 4 April 2014 (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 working report of the board of directors of the Company for the year ended 31 December 2013;	130,473,919 H Shares 246,300,000 Domestic Shares Total: 376,773,919 shares (100%)	Nil	Nil

* For identification purposes only

Resolutions		Number of Votes		
		For	Against	Abstention
By way of ordinary resolutions:				
2.	To consider and approve the working report of the supervisory committee of the Company for the year ended 31 December 2013;	130,473,919 H Shares 246,300,000 Domestic Shares Total: 376,773,919 shares (100%)	Nil	Nil
3.	To consider and approve the audited financial statements of the Company and its subsidiaries as at and for the year ended 31 December 2013;	130,473,919 H Shares 246,300,000 Domestic Shares Total: 376,773,919 shares (100%)	Nil	Nil
4.	To consider and approve the final dividend distribution plan of the Company for the year ended 31 December 2013;	130,473,919 H Shares 246,300,000 Domestic Shares Total: 376,773,919 shares (100%)	Nil	Nil
5.	To consider and approve the appointment of PricewaterhouseCoopers Zhong Tian CPAs Company Limited as the Company's auditors, who will hold office until the conclusion of the next annual general meeting, and to authorise the chairman of the Board to determine their remunerations;	130,473,919 H Shares 246,300,000 Domestic Shares Total: 376,773,919 shares (100%)	Nil	Nil
6.	To consider and approve the annual remuneration proposal for the Company's directors and supervisors for the year 2014;	130,473,919 H Shares 246,300,000 Domestic Shares Total: 376,773,919 shares (100%)	Nil	Nil
7.	To consider and approve the appointment of Mr. Zhang Peihua as an executive director of the Company, to authorise the Board to determine his remuneration and to authorise the chairman of the Board 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.	130,411,919 H Shares 246,300,000 Domestic Shares Total: 376,711,919 shares (99.984%)	62,000 H Shares Nil Domestic Shares Total: 62,000 shares (0.016%)	Nil

Resolutions		Number of Votes		
By way of special resolutions:		For	Against	Abstention
8.	<p>“THAT:</p> <p>(a) the Company be and is hereby authorised, to launch asset-backed securities up to RMB1.4 billion (the “Asset-backed Securities”) using the airport revenue right (收益權) receivable by the Company from domestic and oversea airplane companies and other enterprises arising from the construction and operation of the Meilan Airport for a period from three months before the establishment of the Asset-backed Securities Plan to five years after the establishment of the Asset-backed Securities Plan.</p> <p>(b) i. to make appropriate adjustments to the assets-backed Plan subject to the market condition, policies and the approval of the state government and industry governmental institutions, such as State Council, the China Securities Regulatory Commission (CSRC) or the Banking Regulatory Committee, changes of administrative policies and requirements made by regulatory departments, provided that offer size, use of proceeds and the content of difference made-up guarantee remains unchanged;</p> <p>ii. to establish management systems in relation to collection, transfer and allocation of funds raised under the assets-backed Plan, and to execute and amend all necessary documents in relation to the assets-backed Plan in accordance with requirements of the State laws and regulations and Regulatory departments; and</p> <p>iii. to handle other matters in relation to the asset-backed scheme.”</p>	<p>130,473,919 H Shares 246,300,000 Domestic Shares Total: 376,773,919 shares (100%)</p>	<p>Nil</p>	<p>Nil</p>

Resolutions		Number of Votes		
		For	Against	Abstention
By way of special resolutions:				
9	<p>“THAT:</p> <p>(1) there be granted to the Board, an unconditional general mandate to allot, issue and deal with additional shares in the capital of the Company, whether Domestic Shares or H Shares, separately or at the same time, or make or grant offers, agreements or purchase options, subject to the following conditions:</p> <p>(a) such mandate shall not extend beyond the Relevant Period save that the Board may during the Relevant Period make or grant offers, agreements or options which might require the exercise of such powers after the end of the Relevant Period;</p> <p>(b) the aggregate nominal amount of shares, whether Domestic Shares or H Shares, allotted, issued and dealt with or agreed conditionally or unconditionally to be allotted, issued and dealt with by the Board pursuant to such mandate, shall not exceed:</p> <p>(i) in the case of Domestic Shares, 20 per cent of the aggregate nominal amount of Domestic Shares of the Company in issue at the date of passing this Resolution; and</p> <p>(ii) in the case of H Shares, 20 per cent of the aggregate nominal amount of H Shares of the Company in issue at the date of passing this Resolution, in each case as of the date of this Resolution; and</p> <p>(c) the Board shall only exercise its power under such mandate in accordance with the Company Law of the PRC and The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as the same may be amended from time to time) and only if all necessary approvals (if required) from the CSRC and/or other relevant PRC governmental authorities are obtained; and</p>	<p>95,370,000 H Shares</p> <p>246,300,000 Domestic Shares</p> <p>Total: 341,670,000 shares (90.683%)</p>	<p>35,103,919 H Shares</p> <p>Nil Domestic Shares</p> <p>Total: 35,103,919 shares (9.317%)</p>	<p>Nil</p>

Resolutions	Number of Votes		
By way of special resolutions:	For	Against	Abstention
<p>(2) contingent on the Board resolving to issue shares pursuant to sub-paragraph (1) of this Resolution, the Board be authorised to:</p> <p>(a) approve, execute and do or procure to be executed and done, all such documents, deeds and things as it may consider necessary in connection with the issue of such new shares including (without limitation to):</p> <p>(i) determine the class and number of shares to be issued;</p> <p>(ii) determine the issue price of the new shares;</p> <p>(iii) determine the opening and closing dates of the new issue;</p> <p>(iv) determine the use of proceeds of the new issue;</p> <p>(v) determine the class and number of new shares (if any) to be issued to the existing shareholders;</p> <p>(vi) make or grant such offers, agreements and options as may be necessary in the exercise of such powers; and</p> <p>(vii) in the case of an offer or allotment of shares to the shareholders of the Company, exclude shareholders who are resident outside the PRC or the Hong Kong Special Administrative Region of the PRC (“Hong Kong”) on account of prohibitions or requirements under overseas laws or regulations or for some other reason(s) which the Board considers necessary or expedient;</p> <p>(b) increase the registered capital of the Company in accordance with the actual increase of capital by issuing shares pursuant to sub-paragraph (1) of this Resolution, register the increased capital with the relevant authorities in the PRC and make such amendments to the articles of association of the Company as it thinks fit so as to reflect the increase in the registered capital of the Company; and</p> <p>(c) make all necessary filings and registrations with the PRC, Hong Kong and/or other relevant authorities, and take any other required actions and complete any other procedures as required.</p>			

Resolutions	Number of Votes		
	For	Against	Abstention
<p>By way of special resolutions:</p> <p>For the purposes of this Resolution: “Domestic Shares” means domestic invested shares in the share capital of the Company, with a par value of RMB1.00 each, which are subscribed for and paid up in Renminbi by PRC investors; “H Shares” means the overseas listed foreign invested shares in the share capital of the Company, with a par value of RMB1.00 each, and which are subscribed for and traded in Hong Kong dollars; and “Relevant Period” means the period from the passing of this Resolution until the earliest of:</p> <p>(a) the conclusion of the next annual general meeting of the Company following the passing of this Resolution; or</p> <p>(b) the expiration of the 12-month period following the passing of this Resolution; or</p> <p>(c) the date on which the authority set out in this Resolution is revoked or varied by a special resolution of the shareholders of the Company in a general meeting.”</p>			

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

As at the date of the AGM, 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 were 473,213,000 shares. There was no Shareholder who was entitled to attend the AGM but was only entitled to vote against the Resolutions.

No proposal was put forward at the AGM by any Shareholders holding 5 per cent or more of the shares carrying the right to vote at the AGM. As more than half of the votes attaching to the shares held by the Shareholders present and voting in person or by proxy at the AGM were cast in favour of each of the ordinary resolutions, all ordinary resolutions were duly passed. As more than two-thirds of the votes attaching to the shares held by the Shareholders present and voting in person or by proxy at the AGM were cast in favour of the special resolutions, all special resolutions was duly passed.

ELECTION OF DIRECTOR

The Board is pleased to announce that Mr. Zhang Peihua has been duly elected as executive Director at the AGM with effect from the conclusion of the AGM.

Mr. Zhang Peihua (張佩華), aged 42, graduated from Anhui University of Finance & Economic* (安徽財經大學) with a bachelor degree in international trade in 1994 and from Xi'an Jiaotong University* (西安交通大學) with a master degree in accounting in 2009. He is a certified public accountant in the PRC.

Mr. Zhang has extensive experience in the field of financial management and company governance. He served as an accountant of Hainan Branch of China Construction Bank (中國建設銀行, Shanghai Stock Exchange stock code: 601939, the Stock Exchange stock code: 0939) from July 1994 to January 1995 and the chief accountant of Hainan International Financial Co., Ltd.* (海南國際財務有限公司) from February 1995 to June 2000 and the deputy manager of planning and financial department and head of financial data processing center in Hainan Airlines Co., Ltd.* (海南航空股份有限公司, Shanghai Stock Exchange stock code: 600221) from September 2000 to August 2003. He held various positions, including the assistant of general accountant, chief financial officer and chief information officer, in Xi'an Minsheng Group Co., Ltd.* (西安民生股份有限公司, Shenzhen Stock Exchange stock code: 000564) from August 2003 to September 2005. He was the vice general manager of department of planning and finance in Chang'an Airlines Co., Ltd.* (長安航空有限責任公司) from August 2005 to March 2006 and the general manager of department of planning and finance in Hainan Airline Hotel Holdings Group Co., Ltd.* (海航酒店控股集團有限公司) from March 2006 to November 2007, during which he also served as the chief financial officer and the general manager of department of planning and finance in Yangzi River Real Estate Group Co., Ltd.* (揚子江地產集團有限公司). He has served various positions including general manager of department of planning and finance in Daxinhua Logistics Holdings (Group) Co., Ltd.* (大新華物流控股(集團)有限公司) from August 2007 to February 2009, the chief financial officer and general manager of department of planning and finance in Daxinhua Steamship (Yantai) Company Ltd.* (大新華輪船(煙臺)有限公司) from February 2009 to December 2009, the chief financial officer in Hainan Zhuxin Investment Co., Ltd.* (海南築信投資股份有限公司, Shanghai Stock Exchange stock code: 600515) from December 2009 to August 2010, the chief financial officer in Hainan Airlines Real Estate Holdings (Group) Co., Ltd.* (海航地產控股(集團)有限公司) from August 2010 to December 2011, the chief financial officer in Hainan Airlines International Tourism Island Development and Construction (Group) Co., Ltd.* (海航國際旅遊島開發建設(集團)有限公司) from March 2011 to March 2012 and the chief financial officer in Hainan Airlines Airport Group Co., Ltd.* (海航機場集團有限公司) since February 2012.

Mr. Zhang joined the Company as the chief financial officer on 23 August 2012 and has served as the vice president of the Company since 19 March 2013.

Save as disclosed above, Mr. Zhang (i) has not held any other directorships in listed public companies in the last three years; (ii) does not have any relationship with any other Directors, supervisors and senior management of the Company or substantial shareholders or controlling shareholders of the

Company; and (iii) was not interested in any Shares of the Company as defined in Part XV of the SFO (Chapter 571 of the Laws of Hong Kong). There is no information which is required to be disclosed pursuant to Rules 13.51 (2)(h) to (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders.

Mr. Zhang will be appointed for a term of 3 years commencing from the grant of approval at the AGM and subject to re-election in accordance with the Articles of Association or pursuant to the Listing Rules. The remuneration of Mr. Zhang as director will be determined according to the standards for executive Directors of the Company.

PAYMENT OF FINAL DIVIDEND

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

The Company will pay a final dividend on or before Friday, 18 July 2014 of RMB0.084 per share (tax inclusive) to Shareholders of the Company whose names appear on the Company's register of members maintained by Computershare Hong Kong Investor Services Limited at the close of business on Sunday, 1 June 2014 for the year ended 31 December 2013.

Dividends payable to holders of the H Shares of the Company will be paid in Hong Kong dollars based on the following formula: final dividend in Hong Kong dollars = (final 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 AGM). 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 AGM is HK\$1.0 to RMB0.795154. Accordingly, the amount of final dividend payable per H share is HK\$0.10564 (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 final dividend declared for payment to Shareholders of H Shares of the Company. Such final 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 18 July 2014.

By Order of the Board
Hainan Meilan International Airport Company Limited
Wang Zhen
Chairman

Hong Kong, 20 May 2014

As at the date of this announcement, the Board comprises of (i) four executive Directors, namely Mr. Wang Zhen, Mr. Liang Jun, Mr. Yang Xiaobin and Mr. Zhang Peihua; (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.