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海航基礎股份有限公司

HNA Infrastructure Company Limited*

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

(Stock Code: 357)

**POLL RESULTS FOR THE EXTRAORDINARY GENERAL MEETING,
DOMESTIC SHAREHOLDERS CLASS MEETING AND H
SHAREHOLDERS CLASS MEETING HELD ON 26 JUNE 2017**

Reference is made to the circular of HNA Infrastructure Company Limited (the “**Company**”) dated 28 April 2017 (the “**Circular**”) and its notices of the EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting dated 28 April 2017 (collectively, the “**Notices**”). Terms used herein shall have the same meanings as defined in the Circular and the Notices, unless the context requires otherwise.

The Board is pleased to announce that the EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting were held on 26 June 2017, at the meeting room of the Company on 3rd Floor, Office Building of Meilan Airport, Haikou City, Hainan Province, the PRC, and all the proposed resolutions as set out in the Notices were duly passed by the Shareholders by way of poll.

Computershare Hong Kong Investor Services Limited, the Company’s H share registrar in Hong Kong, was appointed as the scrutineer at the EGM, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting for the purpose of vote-taking.

EGM

A poll was demanded at the EGM for voting on the following special resolutions. Details of the poll results in respect of the special resolutions proposed at the EGM are as follows:

* *For identification purposes only*

Special Resolutions		Number of Votes		
		For	Against	Abstention
1.	To consider and approve the agreement dated 30 December 2016 and its supplemental agreement dated 27 April 2017 entered into between the Company and Haikou Meilan International Airport Co., Ltd.* (海口美蘭國際機場有限責任公司) in relation to the subscription of: (i) 189,987,125 new Domestic Shares as consideration for the transfer of Phase I Runway Assets by the Parent Company to the Company; and (ii) 250,000,000 new Domestic Shares by cash, at an aggregate subscription price of RMB2,000,000,000 (equivalent to approximately HK\$2,232,641,214.56) and to authorize the Board and the persons delegated by the Board to deal with and complete all transactions contemplated thereunder within a term of nine months following the passing of the relevant resolution(s) at the EGM and/or the Class Meetings;	121,809,305 H Shares 8,800,000 Domestic Shares Total: 130,609,305 Shares (100%)	Nil	Nil
2.	To consider and approve the agreement dated 30 December 2016 and its supplemental agreement dated 27 April 2017 entered into between the Company and Hainan HNA Infrastructure Investment Group Company Limited* (海南海航基礎設施投資集團股份有限公司) in relation to the subscription of 50,000,000 new Domestic Shares by cash at an aggregate subscription price of RMB400,000,000 (equivalent to approximately HK\$446,528,242.91) and to authorize the Board and the persons delegated by the Board to deal with and complete all transactions contemplated thereunder within a term of nine months following the passing of the relevant resolution(s) at the EGM and/or the Class Meetings;	121,809,305 H Shares 246,300,000 Domestic Shares Total: 368,109,305 Shares (100%)	Nil	Nil
3.	To consider and approve following resolutions on the Specific Mandate for the proposed New H Shares Issue and listing of New H Shares on the Stock Exchange (relevant details of the resolutions are set out in the section headed “Proposed New H Shares Issue under Specific Mandate” in the Announcements): “THAT: The New H Shares Issue and the following items of the New H Shares Issue be and are hereby approved: 3.1. Class of Shares to be issued;	121,809,305 H Shares 246,300,000 Domestic Shares Total: 368,109,305 Shares (100%)	Nil	Nil

Special Resolutions		Number of Votes		
		For	Against	Abstention
3.2.	Time of issuance;	121,809,305 H Shares 246,300,000 Domestic Shares Total: 368,109,305 Shares (100%)	Nil	Nil
3.3.	Size of issuance;	121,809,305 H Shares 246,300,000 Domestic Shares Total: 368,109,305 Shares (100%)	Nil	Nil
3.4.	Ranking of New H Shares;	121,809,305 H Shares 246,300,000 Domestic Shares Total: 368,109,305 Shares (100%)	Nil	Nil

Special Resolutions		Number of Votes		
		For	Against	Abstention
3.5.	Listing;	121,809,305 H Shares 246,300,000 Domestic Shares Total: 368,109,305 Shares (100%)	Nil	Nil
3.6.	Method of issuance;	121,809,305 H Shares 246,300,000 Domestic Shares Total: 368,109,305 Shares (100%)	Nil	Nil
3.7.	Target places;	121,809,305 H Shares 246,300,000 Domestic Shares Total: 368,109,305 Shares (100%)	Nil	Nil

Special Resolutions		Number of Votes		
		For	Against	Abstention
3.8.	Pricing mechanism;	121,809,305 H Shares 246,300,000 Domestic Shares Total: 368,109,305 Shares (100%)	Nil	Nil
3.9.	Method of subscription;	121,809,305 H Shares 246,300,000 Domestic Shares Total: 368,109,305 Shares (100%)	Nil	Nil
3.10.	Accumulated profits;	121,809,305 H Shares 246,300,000 Domestic Shares Total: 368,109,305 Shares (100%)	Nil	Nil

Special Resolutions		Number of Votes		
		For	Against	Abstention
3.11.	Use of proceeds;	121,809,305 H Shares	Nil	Nil
		246,300,000 Domestic Shares		
		Total: 368,109,305 Shares (100%)		
3.12.	Validity period of the resolutions;	121,809,305 H Shares	Nil	Nil
		246,300,000 Domestic Shares		
		Total: 368,109,305 Shares (100%)		
3.13.	Other authorization to the Board and the persons delegated by the Board to deal with and complete all the matters in relation to the New H Share Issue with full authority for a term of nine months following the passing of the relevant resolution(s) at the EGM and/or the Class Meetings. Such matters include but are not limited to:	121,809,305 H Shares	Nil	Nil
		246,300,000 Domestic Shares		
		Total: 368,109,305 Shares (100%)		
	(a) execute and submit all the relevant applications, reports and other documents to the relevant PRC and overseas departments or authorities and deal with all the relevant approvals, registration, filing, sanction and permission;			

Special Resolutions		Number of Votes		
		For	Against	Abstention
	<p>(b) determine the terms of the proposed New H Shares Issue, including the determination of the actual size, issue price (including the price range and final price), timing, method and target placee(s) of the proposed New H Shares Issue, the execution, implementation, modification and termination of any agreement, contract or other documents in relation to the exercise of the Specific Mandate to issue the New H Shares, making adjustment to the use of proceeds of the proposed New H Shares Issue, and any other relevant matter;</p> <p>(c) negotiate and enter into the placing agreement with the placing agent(s) in relation to the proposed New H Shares Issue, and approving any revision or amendments to such placing agreement;</p> <p>(d) deal with all the matters in relation to obtaining all the approvals and permissions from the relevant authorities including but not limited to the CSRC, the Stock Exchange and/or any other relevant PRC and overseas authorities in relation to the proposed New H Shares Issue;</p> <p>(e) depending on the requirements at the time of the issuance, engage and appoint financial advisor, the placing agent(s), PRC and overseas legal advisers and other relevant agencies in relation to the proposed New H Shares Issue and enter into engagement or appointment letters and other relevant legal documents;</p>			

Special Resolutions		Number of Votes		
		For	Against	Abstention
	<p>(f) make appropriate amendments to the terms of the proposed New H Shares Issue in light of the specific circumstances and pursuant to the approval(s) by the relevant regulatory authorities;</p> <p>(g) execute, implement, amend and complete any document and do any act as necessary and appropriate in relation to the proposed New H Shares Issue;</p> <p>(h) approve the publication of relevant announcement(s), circular(s) and notice(s) in relation to the proposed New H Shares Issue on the website of the Stock Exchange and the Company, respectively, and the submission of relevant forms, files or other documents to the Stock Exchange; and</p> <p>(i) obtain the approval from the Stock Exchange for listing of and permission to deal in all of the New H Shares to be issued and allotted pursuant to the New H Shares Issue on the Main Board of the Stock Exchange;” and</p>			
4.	To consider and approve the authorization of the consequential amendments to the Articles of Association as the Board thinks fit to reflect the latest registered capital structure of the Company as a result of each of the issue of Subscription Shares I, Subscription Shares II and the proposed New H Shares Issue.	<p>121,809,305 H Shares</p> <p>8,800,000 Domestic Shares</p> <p>Total: 130,609,305 Shares (100%)</p>	Nil	Nil

As at the date of the EGM, the total number of issued H Shares was 226,913,000 Shares and the total number of issued Domestic Shares was 246,300,000 Shares. In respect of special resolutions no. 1 and no. 4 above, as stated in the Circular, the Parent Company and its associate were required to abstain and had abstained from voting at the EGM. The Parent Company was interested in 237,500,000 Domestic Shares, representing approximately 50.19% of the registered and issued share capital of the Company and none of the associates of the Parent Company is interested in any

Shares. Accordingly, Shareholders holding a total of 235,713,000 Shares were entitled to attend and vote for or against special resolutions no. 1 and no. 4 above at the EGM. In respect of special resolution no. 2 and no. 3, none of the Shareholders has stated his/her intention in the Circular to vote against the resolutions or to abstain from voting at the EGM. Accordingly, Shareholders holding a total of 473,213,000 Shares were entitled to attend and vote for or against special resolutions no. 2 and no. 3 above at the EGM.

No proposal was put forward at the EGM by any Shareholders holding five (5) per cent or more of the Shares carrying the right to vote at the EGM.

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 EGM were cast in favour of each of the special resolutions, all special resolutions were duly passed.

Domestic Shareholders Class Meeting

A poll was demanded at the Domestic Shareholders Class Meeting for voting on the following special resolutions. Details of the poll results in respect of the special resolutions proposed at the Domestic Shareholders Class Meeting are as follows:

Special Resolutions		Number of Votes		
		For	Against	Abstention
1.	To consider and approve the agreement dated 30 December 2016 and its supplemental agreement dated 27 April 2017 entered into between the Company and Haikou Meilan International Airport Co., Ltd.* (海口美蘭國際機場有限責任公司) in relation to the subscription of: (i) 189,987,125 new Domestic Shares as consideration for the transfer of Phase I Runway Assets by the Parent Company to the Company; and (ii) 250,000,000 new Domestic Shares by cash, at an aggregate subscription price of RMB2,000,000,000 (equivalent to approximately HK\$2,232,641,214.56) and to authorize the Board and the persons delegated by the Board to deal with and complete all transactions contemplated thereunder within a term of nine months following the passing of the relevant resolution(s) at the EGM and/or the Class Meetings;	8,800,000 Domestic Shares (100%)	Nil	Nil
2.	To consider and approve the agreement dated 30 December 2016 and its supplemental agreement dated 27 April 2017 entered into between the Company and Hainan HNA Infrastructure Investment Group Company Limited* (海南海航基礎設施投資集團股份有限公司) in relation to the subscription of 50,000,000 new Domestic Shares by cash at a subscription price of RMB400,000,000 (equivalent to approximately HK\$446,528,242.91) and to authorize the Board and the persons delegated by the Board to deal with and complete all transactions contemplated thereunder within a term of nine months following the passing of the relevant resolution(s) at the EGM and/or the Class Meetings;	246,300,000 Domestic Shares (100%)	Nil	Nil

Special Resolutions		Number of Votes		
		For	Against	Abstention
3.	To consider and approve following resolutions on the Specific Mandate for the proposed New H Shares Issue and listing of New H Shares on the Stock Exchange (relevant details of the resolutions are set out in the section headed “ <i>Proposed New H Shares Issue under Specific Mandate</i> ” in the Announcements): “THAT: The New H Shares Issue and the following items of the New H Shares Issue be and are hereby approved: 3.1. Class of Shares to be issued;	246,300,000 Domestic Shares (100%)	Nil	Nil
	3.2. Time of issuance;	246,300,000 Domestic Shares (100%)	Nil	Nil
	3.3. Size of issuance;	246,300,000 Domestic Shares (100%)	Nil	Nil
	3.4. Ranking of New H Shares;	246,300,000 Domestic Shares (100%)	Nil	Nil
	3.5. Listing;	246,300,000 Domestic Shares (100%)	Nil	Nil
	3.6. Method of issuance;	246,300,000 Domestic Shares (100%)	Nil	Nil
	3.7. Target places;	246,300,000 Domestic Shares (100%)	Nil	Nil
	3.8. Pricing mechanism;	246,300,000 Domestic Shares (100%)	Nil	Nil

Special Resolutions		Number of Votes		
		For	Against	Abstention
3.9.	Method of subscription;	246,300,000 Domestic Shares (100%)	Nil	Nil
3.10.	Accumulated profits;	246,300,000 Domestic Shares (100%)	Nil	Nil
3.11.	Use of proceeds;	246,300,000 Domestic Shares (100%)	Nil	Nil
3.12.	Validity period of the resolutions;	246,300,000 Domestic Shares (100%)	Nil	Nil
3.13.	<p>Other authorization to the Board and the persons delegated by the Board to deal with and complete all the matters in relation to the New H Share Issue with full authority for a term of nine months following the passing of the relevant resolution(s) at the EGM and/or the Class Meetings. Such matters include but are not limited to:</p> <p>(a) execute and submit all the relevant applications, reports and other documents to the relevant PRC and overseas departments or authorities and deal with all the relevant approvals, registration, filing, sanction and permission;</p> <p>(b) determine the terms of the proposed New H Shares Issue, including the determination of the actual size, issue price (including the price range and final price), timing, method and target placee(s) of the proposed New H Shares Issue, the execution, implementation, modification and termination of any agreement, contract or other documents in relation to the exercise of the Specific Mandate to issue the New H Shares, making adjustment to the use of proceeds of the proposed New H Shares Issue, and any other relevant matter;</p>	246,300,000 Domestic Shares (100%)	Nil	Nil

Special Resolutions		Number of Votes		
		For	Against	Abstention
	<p>(c) negotiate and enter into the placing agreement with the placing agent(s) in relation to the proposed New H Shares Issue, and approving any revision or amendments to such placing agreement;</p> <p>(d) deal with all the matters in relation to obtaining all the approvals and permissions from the relevant authorities including but not limited to the CSRC, the Stock Exchange and/or any other relevant PRC and overseas authorities in relation to the proposed New H Shares Issue;</p> <p>(e) depending on the requirements at the time of the issuance, engage and appoint financial advisor, the placing agent(s), PRC and overseas legal advisers and other relevant agencies in relation to the proposed New H Shares Issue and enter into engagement or appointment letters and other relevant legal documents;</p> <p>(f) make appropriate amendments to the terms of the proposed New H Shares Issue in light of the specific circumstances and pursuant to the approval(s) by the relevant regulatory authorities;</p> <p>(g) execute, implement, amend and complete any document and do any act as necessary and appropriate in relation to the proposed New H Shares Issue;</p> <p>(h) approve the publication of relevant announcement(s), circular(s) and notice(s) in relation to the proposed New H Shares Issue on the website of the Stock Exchange and the Company, respectively, and the submission of relevant forms, files or other documents to the Stock Exchange; and</p> <p>(i) obtain the approval from the Stock Exchange for listing of and permission to deal in all of the New H Shares to be issued and allotted pursuant to the New H Shares Issue on the Main Board of the Stock Exchange;” and</p>			

Special Resolutions		Number of Votes		
		For	Against	Abstention
4.	To consider and approve the authorization of the consequential amendments to the Articles of Association as the Board thinks fit to reflect the latest registered capital structure of the Company as a result of each of the issue of Subscription Shares I, Subscription Shares II and the proposed New H Shares Issue.	8,800,000 Domestic Shares (100%)	Nil	Nil

As at the date of the Domestic Shareholders Class Meeting, the total number of issued Domestic Shares of the Company was 246,300,000 Shares. In respect of special resolutions no. 1 and no. 4 above, as stated in the Circular, the Parent Company and its associate were required to abstain and had abstained from voting at the Domestic Shareholders Class Meeting. The Parent Company was interested in 237,500,000 Domestic Shares, representing approximately 50.19% of the registered and issued share capital of the Company and none of the associates of the Parent Company is interested in any Shares. Accordingly, Shareholders holding a total of 8,800,000 Domestic Shares were entitled to attend and vote for or against special resolutions no. 1 and no. 4 above at the Domestic Shareholders Class Meeting. In respect of special resolution no. 2 and no. 3, none of the Shareholders has stated his/her intention in the Circular to vote against the resolutions or to abstain from voting at the Domestic Shareholders Class Meeting. Accordingly, Shareholders holding a total of 246,300,000 Domestic Shares were entitled to attend and vote for or against special resolutions no. 2 and no. 3 above at the Domestic Shareholders Class Meeting.

As more than two-thirds of the votes attaching to the Domestic Shares held by the Domestic Shareholders present and voting in person or by proxy at the Domestic Shareholders Class Meeting were cast in favour of each of the special resolutions, all special resolutions were duly passed.

H Shareholders Class Meeting

A poll was demanded at the H Shareholders Class Meeting for voting on the following special resolutions. Details of the poll results in respect of the special resolutions proposed at the H Shareholders Class Meeting are as follows:

Special Resolutions		Number of Votes		
		For	Against	Abstention
1.	To consider and approve the agreement dated 30 December 2016 and its supplemental agreement dated 27 April 2017 entered into between the Company and Haikou Meilan International Airport Co., Ltd.* (海口美蘭國際機場有限責任公司) in relation to the subscription of: (i) 189,987,125 new Domestic Shares as consideration for the transfer of Phase I Runway Assets by the Parent Company to the Company; and (ii) 250,000,000 new Domestic Shares by cash, at an aggregate subscription price of RMB2,000,000,000 (equivalent to approximately HK\$2,232,641,214.56) and to authorize the Board and the persons delegated by the Board to deal with and complete all transactions contemplated thereunder within a term of nine months following the passing of the relevant resolution(s) at the EGM and/or the Class Meetings;	121,784,305 H Shares (100%)	Nil	Nil
2.	To consider and approve the agreement dated 30 December 2016 and its supplemental agreement dated 27 April 2017 entered into between the Company and Hainan HNA Infrastructure Investment Group Company Limited* (海南海航基礎設施投資集團股份有限公司) in relation to the subscription of 50,000,000 new Domestic Shares by cash at an aggregate subscription price of RMB400,000,000 (equivalent to approximately HK\$446,528,242.91) and to authorize the Board and the persons delegated by the Board to deal with and complete all transactions contemplated thereunder within a term of nine months following the passing of the relevant resolution(s) at the EGM and/or the Class Meetings;	121,784,305 H Shares (100%)	Nil	Nil

Special Resolutions		Number of Votes		
		For	Against	Abstention
3.	To consider and approve following resolutions on the Specific Mandate for the proposed New H Shares Issue and listing of New H Shares on the Stock Exchange (relevant details of the resolutions are set out in the section headed “ <i>Proposed New H Shares Issue under Specific Mandate</i> ” in the Announcements): “THAT: The New H Shares Issue and the following items of the New H Shares Issue be and are hereby approved:	121,784,305 H Shares (100%)	Nil	Nil
	3.1. Class of Shares to be issued;	121,784,305 H Shares (100%)	Nil	Nil
	3.2. Time of issuance;	121,784,305 H Shares (100%)	Nil	Nil
	3.3. Size of issuance;	121,784,305 H Shares (100%)	Nil	Nil
	3.4. Ranking of New H Shares;	121,784,305 H Shares (100%)	Nil	Nil
	3.5. Listing;	121,784,305 H Shares (100%)	Nil	Nil
	3.6. Method of issuance;	121,784,305 H Shares (100%)	Nil	Nil
	3.7. Target places;	121,784,305 H Shares (100%)	Nil	Nil
	3.8. Pricing mechanism;	121,784,305 H Shares (100%)	Nil	Nil
	3.9. Method of subscription;	121,784,305 H Shares (100%)	Nil	Nil

Special Resolutions		Number of Votes		
		For	Against	Abstention
3.10.	Accumulated profits;	121,784,305 H Shares (100%)	Nil	Nil
3.11.	Use of proceeds;	121,784,305 H Shares (100%)	Nil	Nil
3.12.	Validity period of the resolutions;	121,784,305 H Shares (100%)	Nil	Nil
3.13.	<p>Other authorization to the Board and the persons delegated by the Board to deal with and complete all the matters in relation to the New H Share Issue with full authority for a term of nine months following the passing of the relevant resolution(s) at the EGM and/or the Class Meetings. Such matters include but are not limited to:</p> <p>(a) execute and submit all the relevant applications, reports and other documents to the relevant PRC and overseas departments or authorities and deal with all the relevant approvals, registration, filing, sanction and permission;</p> <p>(b) determine the terms of the proposed New H Shares Issue, including the determination of the actual size, issue price (including the price range and final price), timing, method and target placee(s) of the proposed New H Shares Issue, the execution, implementation, modification and termination of any agreement, contract or other documents in relation to the exercise of the Specific Mandate to issue the New H Shares, making adjustment to the use of proceeds of the proposed New H Shares Issue, and any other relevant matter;</p>	121,784,305 H Shares (100%)	Nil	Nil

Special Resolutions		Number of Votes		
		For	Against	Abstention
	<p>(c) negotiate and enter into the placing agreement with the placing agent(s) in relation to the proposed New H Shares Issue, and approving any revision or amendments to such placing agreement;</p> <p>(d) deal with all the matters in relation to obtaining all the approvals and permissions from the relevant authorities including but not limited to the CSRC, the Stock Exchange and/or any other relevant PRC and overseas authorities in relation to the proposed New H Shares Issue;</p> <p>(e) depending on the requirements at the time of the issuance, engage and appoint financial advisor, the placing agent(s), PRC and overseas legal advisers and other relevant agencies in relation to the proposed New H Shares Issue and enter into engagement or appointment letters and other relevant legal documents;</p> <p>(f) make appropriate amendments to the terms of the proposed New H Shares Issue in light of the specific circumstances and pursuant to the approval(s) by the relevant regulatory authorities;</p> <p>(g) execute, implement, amend and complete any document and do any act as necessary and appropriate in relation to the proposed New H Shares Issue;</p> <p>(h) approve the publication of relevant announcement(s), circular(s) and notice(s) in relation to the proposed New H Shares Issue on the website of the Stock Exchange and the Company, respectively, and the submission of relevant forms, files or other documents to the Stock Exchange; and</p>			

Special Resolutions		Number of Votes		
		For	Against	Abstention
	(i) obtain the approval from the Stock Exchange for listing of and permission to deal in all of the New H Shares to be issued and allotted pursuant to the New H Shares Issue on the Main Board of the Stock Exchange;” and			
4.	To consider and approve the authorization of the consequential amendments to the Articles of Association as the Board thinks fit to reflect the latest registered capital structure of the Company as a result of each of the issue of Subscription Shares I, Subscription Shares II and the proposed New H Shares Issue.	121,784,305 H Shares (100%)	Nil	Nil

As at the date of the H Shareholders Class Meeting, the total number of issued H Shares of the Company was 226,913,000 Shares. No H Shareholder was required to abstain from voting on the special resolutions at the H Shareholders Class Meeting. Accordingly, Shareholders holding a total of 226,913,000 H Shares were entitled to attend and vote for or against the special resolutions at the H Shareholders Class Meeting.

As more than two-thirds of the votes attaching to the H Shares held by the H Shareholders present and voting in person or by proxy at the H Shareholders Class Meeting were cast in favour of each of the special resolutions, all special resolutions were duly passed.

By order of the Board
HNA Infrastructure Company Limited*
Wang Zhen
Chairman

Haikou, the PRC
26 June 2017

As at the date of this announcement, the Board comprises of (i) four executive directors, namely Mr. Wang Zhen, Mr. Yang Xiaobin, Mr. Zhou Feng and Mr. Liu Shanbin; (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. Deng Tianlin, Mr. Fung Ching, Simon, Mr. George F Meng and Mr. He Linji.

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