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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)

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

Reference is made to the notice of annual general meeting for 2011 of Hainan Meilan International Airport Company Limited (the “**Company**”) dated 10 April 2012.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the annual general meeting for 2011 of the Company (“**Annual General Meeting**”) will be held in the meeting room of the Company on 3rd Floor, Office Building of Meilan Airport, Haikou City, Hainan Province, the People’s Republic of China on 29 May 2012 (Tuesday) at 10:00 a.m. as scheduled. In addition to the resolutions set out in the notice of Annual General Meeting dated 10 April 2012, the Annual General Meeting will also consider and, at its discretion, adopt the following supplemental proposals submitted by Haikou Meilan International Airport Company Limited (a controlling shareholder of the Company):

AS ORDINARY RESOLUTIONS:

“8. To consider and, if thought fit, to approve the re-election of Mr. Liang Jun as an 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.

9. To consider and, if thought fit, to approve the re-election of Mr. Dong Guiguo 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.”

* *for identification purpose only*

Further, the special resolutions numbered 9 and 10 respectively set out in the notice of Annual General Meeting of the Company dated 10 April 2012 shall be re-numbered and referred to as special resolutions numbered 11 and 12 respectively.

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

Hainan, the PRC
10 May 2012

Notes:

1. Detailed information regarding the supplemental proposals on re-election of director and supervisor is set out in the supplemental circular of the Annual General Meeting of the Company dated 10 May 2012. Other than the above mentioned supplemental proposals, there are no changes to other matters in connection with the Annual General Meeting. For details of the other resolutions to be considered at the Annual General Meeting and other related matters, please refer to the notice of the Annual General Meeting of the Company dated 10 April 2012.
2. Shareholder who intend to appoint a proxy to attend the Annual General Meeting, shall complete and return the enclosed second proxy form, containing the originally proposed resolutions and additional proposed resolutions, to the registrar of H shares of the Company, Computershare Hong Kong Investor Services Limited at Rooms 1712–1716, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 24 hours before the time appointed for the holding of the Annual General Meeting or any adjournment thereof (as the case may be). Completion and return of the proxy form will not prevent you from attending and voting in person at the meeting(s) or any adjournment thereof should you so wish.
3. Please refer to the notice of the Annual General Meeting of the Company dated 10 April 2012 for details in respect of other resolutions to be passed at the Annual General Meeting, eligibility for attending the Annual General Meeting, registration procedures, closure of register of members, procedures for demanding a poll to vote on resolutions and other relevant matters.

As at the date of this announcement, there are eleven directors on the Board. The Board comprises of three executive directors, namely Mr. Liang Jun, Mr. Dong Zhanbin and Ms. Xing Xihong, and four non-executive directors, namely Mr. Hu Wentai, Mr. Zhang Han’an, Mr. Chan Nap Kee Joseph and Mr. Yan Xiang, and four independent non-executive directors, namely Mr. Xu Bailing, Mr. Fung Ching Simon, Mr. George F Meng and Mr. Feng Da’an.