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海南美蘭國際空港股份有限公司
Hainan Meilan International Airport Company Limited*
(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 357)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING,
THE DOMESTIC SHAREHOLDERS CLASS MEETING
AND
THE H SHAREHOLDERS CLASS MEETING
HELD ON 12 JUNE 2024**

Reference is made to the circular (the “**Circular**”) of Hainan Meilan International Airport Company Limited (the “**Company**”) dated 6 May 2024 and the notice of the annual general meeting (the “**Annual General Meeting**”) of the Company dated 6 May 2024, the notice of the domestic shareholders class meeting (the “**Domestic Shareholders Class Meeting**”) and the notice of the H shareholders class meeting (the “**H Shareholders Class Meeting**”) of the Company dated 6 May 2024. Unless the context requires otherwise, terms used herein shall have the same meanings as those defined in the Circular.

The board (the “**Board**”) of directors (the “**Directors**”) of the Company announces that at the Annual General Meeting, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting held on 12 June 2024, the proposed resolutions as set out in the notices of Annual General Meeting and the Domestic Shareholders Class Meeting were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll, and the special resolution as set out in the notice of the H Shareholders Class Meeting was not passed by the holders of H Shares 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 Annual General Meeting, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting for the purpose of vote-taking.

Pursuant to Rule 13.39(5A) of the Listing Rules, the Company would like to report that the Annual General Meeting, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting were chaired by Mr. Ren Kai, the executive Director and the Chief Financial Officer. Executive Director Mr. Xing Zhoujin attended the Annual General Meeting, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting in person; independent non-executive Directors Mr. Fung Ching, Simon and Mr. Ye Zheng attended the Annual General Meeting, the Domestic Shareholders Class Meeting and the H Shareholders Class Meeting by electronic means. The remaining Directors were unable to attend the Annual General Meeting, Domestic Shareholders Class Meeting and H Shareholders Class Meeting due to other business arrangements.

* For identification purpose only

RESULTS OF THE ANNUAL GENERAL MEETING

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

Resolutions		Number of Votes		
		For	Against	Abstention
1.	To consider and approve the work report of the Board for the year ended 31 December 2023;	76,045,650 H Shares 246,300,000 Domestic Shares Total: 322,345,650 Shares (99.92%)	Nil	270,000 H Shares Nil Domestic Shares Total: 270,000 Shares (0.08%)
2.	To consider and approve the work report of the supervisory committee of supervisors of the Company for the year ended 31 December 2023;	76,045,650 H Shares 246,300,000 Domestic Shares Total: 322,345,650 Shares (99.92%)	Nil	270,000 H Shares Nil Domestic Shares Total: 270,000 Shares (0.08%)
3.	To consider and approve the audited financial statements of the Company and its subsidiaries as at and for the year ended 31 December 2023;	76,045,650 H Shares 246,300,000 Domestic Shares Total: 322,345,650 Shares (99.92%)	Nil	270,000 H Shares Nil Domestic Shares Total: 270,000 Shares (0.08%)

Resolutions		Number of Votes		
		For	Against	Abstention
	By way of ordinary resolutions			
4.	To consider and approve that the Company does not make final dividend distribution for the year ended 31 December 2023;	76,315,650 H Shares 246,300,000 Domestic Shares Total: 322,615,650 Shares (100.00%)	Nil	Nil
5.	To consider and approve the annual remuneration proposal for the Directors and the Company's supervisors for the year 2024;	76,315,650 H Shares 246,300,000 Domestic Shares Total: 322,615,650 Shares (100.00%)	Nil	Nil
6.	To consider and approve the re-appointment of PricewaterhouseCoopers Zhong Tian LLP as the Company's auditors, who will hold office until the conclusion of the next annual general meeting of the Company, and to authorise the chairman of the Board to determine their remunerations;	Withdrawn (Note 1)	Withdrawn (Note 1)	Withdrawn (Note 1)
7.	To consider and approve the appointment of Mr. Wen Zhe (文哲先生) as a non-executive director of the Company 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;	59,995,469 H Shares 246,300,000 Domestic Shares Total: 306,295,469 Shares (94.94%)	16,320,181 H Shares Nil Domestic Shares Total: 16,320,181 Shares (5.06%)	Nil

Resolutions		Number of Votes		
		For	Against	Abstention
By way of special resolutions				
9.	To consider and approve:	10,332,589 H Shares	58,707,061 H Shares	7,276,000 H Shares
	(i) the proposed amendments to the Articles of Association, and to approve the authorisation to any director or secretary to the board of directors/ company secretary of the Company, to, on behalf of the Company, deal with all procedural requirements such as applications, approvals, registration and filings in relation to the proposed amendments to the Articles of Association (including the amendments to wordings as requested by relevant regulatory authorities);	246,300,000 Domestic Shares	Nil Domestic Shares	Nil Domestic Shares
		Total: 256,632,589 Shares (79.55%)	Total: 58,707,061 Shares (18.20%)	Total: 7,276,000 Shares (2.25%)
	(ii) the proposed adoption of the Rules of Procedures of General Meetings, and to approve the authorisation to any director or secretary to the board of directors/company secretary of the Company, to, on behalf of the Company, deal with all procedural requirements such as applications, approvals, registration and filings in relation to the proposed adoption of the Rules of Procedures of General Meetings (including the amendments to wordings as requested by relevant regulatory authorities);			

Resolutions		Number of Votes		
By way of special resolutions		For	Against	Abstention
	<p>(iii) the proposed adoption of the Rules of Procedures of the Board, and to approve the authorisation to any director or secretary to the board of directors/ company secretary of the Company, to, on behalf of the Company, deal with all procedural requirements such as applications, approvals, registration and filings in relation to the proposed adoption of the Rules of Procedures of the Board (including the amendments to wordings as requested by relevant regulatory authorities); and</p> <p>(iv) the proposed adoption of the Rules of Procedures of the Supervisory Committee, and to approve the authorisation to any director or secretary to the board of directors/company secretary of the Company, to, on behalf of the Company, deal with all procedural requirements such as applications, approvals, registration and filings in relation to the proposed adoption of the Rules of Procedures of the Supervisory Committee (including the amendments to wordings as requested by relevant regulatory authorities);</p>			

Resolutions		Number of Votes		
		For	Against	Abstention
10.	<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, and make or grant offers, agreements, purchase options or warrants, 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, purchase options or warrants 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 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 in issue at the date of passing this resolution; and</p>	<p>16,382,702 H Shares</p> <p>246,300,000 Domestic Shares</p> <p>Total: 262,682,702 Shares (81.42%)</p>	<p>59,932,948 H Shares</p> <p>Nil Domestic Shares</p> <p>Total: 59,932,948 Shares (18.58%)</p>	<p>Nil</p>

Resolutions		Number of Votes		
By way of special resolutions		For	Against	Abstention
	<p>(c) the Board shall only exercise its power under such mandate in accordance with the Company Law of the PRC, Securities Law of the PRC and relevant laws and regulations, and the Listing Rules (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>(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 or options as may be necessary in the exercise of such powers; and</p>			

Resolutions		Number of Votes		
By way of special resolutions		For	Against	Abstention
	<p>(vii) in the case of an offer or allotment of shares to the Shareholders, exclude Shareholders who are resident outside the PRC or 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 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,</p> <p>provided that if the proposed amendments to the Articles of Association as set out in each of the notices of the Annual General Meeting and the Class Meetings dated 6 May 2024 are approved by the Shareholders in the respective Annual General Meeting and Class Meetings, (i) any reference to “Domestic Shares” and/or “H Shares” in this resolution shall mean “shares of the Company”, and (ii) sub-paragraph (1)(b) of this resolution shall be amended as “the aggregate nominal amount of shares of the Company 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 20% of the aggregate nominal amount of all the issued shares of the Company as at the date of passing of this resolution.</p>			

Resolutions		Number of Votes		
		For	Against	Abstention
By way of special resolutions				
	<p>For the purposes of this resolution:</p> <p>“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 in a general meeting of the Company.”</p>			

Note 1: As disclosed in the announcement of the Company dated 5 June 2024, the resolution no. 6 has been withdrawn and has not been put forward to the Shareholders for consideration and approval at the Annual General Meeting.

As at the date of the Annual General Meeting, the total number of issued H Shares was 226,913,000 and the total number of issued Domestic Shares was 246,300,000. Accordingly, Shareholders holding a total of 473,213,000 Shares were entitled to attend and vote for or against the resolutions above at the Annual General Meeting.

There was no Shareholder who was required under the Listing Rules to abstain from voting on any of the resolutions above at the Annual General Meeting and there were no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the resolutions above at the Annual General Meeting as set out in Rule 13.40 of the Listing Rules and none of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions above at the Annual General Meeting.

No proposal was put forward at the Annual General Meeting by any Shareholder holding three (3) per cent or more of the Shares carrying the right to vote at the Annual General Meeting.

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 Annual General Meeting were cast in favour of each of the ordinary resolutions above, all the ordinary resolutions above 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 Annual General Meeting were cast in favour of each of the special resolutions above, all the special resolutions above were duly passed.

The Board is pleased to announce that upon approval by the Shareholders, Mr. Wen Zhe has been appointed as a non-executive Director with effect from the conclusion of the Annual General Meeting. For the biographic details of Mr. Wen Zhe, please refer to the Circular. As set out in the announcement of the Company dated 28 March 2024, upon the approval of the appointment of Mr. Wen Zhe at the Annual General Meeting, Mr. Wang Zhen has ceased to be a non-executive Director, a member of the nomination committee and the strategic committee of the Board.

RESULTS OF THE DOMESTIC SHAREHOLDERS CLASS MEETING

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

Resolution		Number of Votes		
		For	Against	Abstention
	By way of special resolution			
1.	To consider and approve the proposed amendments to the Articles of Association and to approve the authorisation to any director or secretary to the board of directors/ company secretary of the Company, to, on behalf of the Company, deal with all procedural requirements such as applications, approvals, registration and filings in relation to the proposed amendments to the Articles of Association (including the amendments to wordings as requested by relevant regulatory authorities).	246,300,000 Domestic Shares (100.00%)	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. Shareholders holding a total of 246,300,000 Domestic Shares were entitled to attend and vote for or against the special resolution above at the Domestic Shareholders Class Meeting.

There was no Shareholder who was required under the Listing Rules to abstain from voting on the special resolution above at the Domestic Shareholders Class Meeting and there were no Shares entitling the Shareholders to attend and abstain from voting in favour of the special resolution above at the Domestic Shareholders Class Meeting as set out in Rule 13.40 of the Listing Rules and none of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on the special resolution above at the Domestic Shareholders Class Meeting.

No proposal was put forward at the Domestic Shareholders Class Meeting by any Shareholders holding three (3) per cent or more of the Shares carrying the right to vote at the Domestic Shareholders Class Meeting.

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

RESULTS OF THE H SHAREHOLDERS CLASS MEETING

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

Resolution		Number of Votes		
		For	Against	Abstention
	By way of special resolution			
1.	To consider and approve the proposed amendments to the Articles of Association, and to approve the authorisation to any director or secretary to the board of directors/ company secretary of the Company, to, on behalf of the Company, deal with all procedural requirements such as applications, approvals, registration and filings in relation to the proposed amendments to the Articles of Association (including the amendments to wordings as requested by relevant regulatory authorities).	4,800,589 H Shares (6.78%)	58,707,062 H Shares (82.94%)	7,276,000 H Shares (10.28%)

As at the date of the H Shareholders Class Meeting, the total number of issued H Shares of the Company was 226,913,000. Shareholders holding a total of 226,913,000 H Shares were entitled to attend and vote for or against the special resolution above at the H Shareholders Class Meeting.

There was no Shareholder who was required under the Listing Rules to abstain from voting on the special resolution above at the H Shareholders Class Meeting and there were no Shares entitling the Shareholders to attend and abstain from voting in favour of the special resolution above at the H Shareholders Class Meeting as set out in Rule 13.40 of the Listing Rules and none of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on the special resolution above at the H Shareholders Class Meeting.

No proposal was put forward at the H Shareholders Class Meeting by any Shareholders holding three (3) per cent or more of the Shares carrying the right to vote at the H Shareholders Class Meeting.

As less than two-thirds of the votes attaching to the H Shares held by the Shareholders present and voting in person or by proxy at the H Shareholders Class Meeting were cast in favour of the special resolution above, the special resolution above was not passed.

By order of the Board
Hainan Meilan International Airport Company Limited*
Wang Hong
Chairman and President

Hainan Province, the PRC
12 June 2024

As at the date of this announcement, the Board comprises (i) three executive Directors, namely Mr. Wang Hong, Mr. Ren Kai and Mr. Xing Zhoujin; (ii) three non-executive Directors, namely Mr. Wu Jian, Mr. Li Zhiguo and Mr. Wen Zhe; and (iii) four independent non-executive Directors, namely Mr. Fung Ching, Simon, Mr. George F Meng, Mr. Deng Tianlin and Mr. Ye Zheng.

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