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中国南方航空股份有限公司 CHINA SOUTHERN AIRLINES COMPANY LIMITED

(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 1055)

Announcement of the Results of the First Extraordinary General Meeting for the Year 2009, First A Shares Class Meeting for the Year 2009 and First H Shares Class Meeting for the Year 2009

The board (the "Board") of directors (the "Directors") of China Southern Airlines Company Limited (the "Company") and all of its members confirm that this announcement does not contain any misrepresentation, misleading statement or material omission, and jointly and severally accept full responsibility for the truthfulness, accuracy and completeness of the contents of this announcement.

IMPORTANT NOTICE

1. At the First Extraordinary General Meeting for the Year 2009 (the "EGM"), the First Class Meeting for Holders of A Shares for the Year 2009 (the "A Shares Class Meeting") and the First Class Meeting for Holders of H Shares for the Year 2009 of the Company (the "H Shares Class Meeting") (collectively, the "Meetings"), no resolution was amended or vetoed.
2. The passing of the proposal of the non-public issue of A Shares and non-public issue of H Shares at the Meetings are still subject to the approval from the China Securities Regulatory Commission ("CSRC").

The EGM, the A Shares Class Meeting and the H Shares Class Meeting were held immediately one after another from 2:00 pm on 26 February 2009 at No. 1 Conference Room, 4/F, Pearl Hotel CSN, No. 5 Road, Southern Work District, Baiyun International Airport, Guangzhou, Guangdong Province, the PRC. The Meetings were convened by the Board and presided by Mr. Si Xian Min, the Chairman of the Board. The EGM and the A Shares Class Meeting were held by way of a combination of on-site voting and online voting through the internet. The H Shares Class Meeting was held by way of on-site voting.

As at the date of the EGM, there were 6,561,267,000 shares of the Company (the "Shares") in issue, which was the total number of Shares entitling the holders to attend and vote for or against the resolutions proposed at the EGM. 224 shareholders and authorized proxies holding an aggregate of 3,786,392,862 Shares carrying voting rights, which represented 57.71% of the total issued share capital of the Company, were present at the EGM or internet voting platform. Among which, these include 3,416,044,475 A Shares and 370,348,387 H Shares (including H Shares represented by ADR) carrying

voting rights, which represented 52.06 % and 5.65% of the total issued share capital of the Company respectively. 17 shareholders or authorized proxies holding an aggregate of 3,738,447,316 Shares carrying voting rights were present at the EGM. All these authorised proxies had voting instructions.

As at the date of the A Shares Class Meeting, there were 4,800,000,000 A Shares in issue, which was the total number of A Shares entitling the holders to attend and vote for or against the resolutions proposed at the A Shares Class Meeting. 223 shareholders and authorized proxies holding an aggregate of 3,416,044,475 A Shares carrying voting rights, which represented 71.17 % of the total issued A Shares, were present at the A Shares Class Meeting or internet voting platform. 16 shareholders or authorized proxies holding an aggregate of 3,368,098,929 A Shares carrying voting rights were present at the A Shares Class Meeting. All these authorised proxies had voting instructions.

As at the date of the H Shares Class Meeting , there were 1,761,267,000 H Shares in issue, which was the total number of H Shares entitling the holders to attend and vote for or against the resolutions proposed at the H Shares Class Meeting. One authorized proxy holding an aggregate of 370,088,387 H Shares carrying voting rights, which represented 21.01 % of the total issued H Shares, was present at the H Shares Class Meeting. This authorised proxy had voting instructions.

In relation to resolutions no. 2, 3, 9 and 10 proposed at the EGM, resolutions no. 2, 3 proposed at the A Shares Class Meeting and resolutions no. 2, 3 proposed at the H Shares Class Meeting, China Southern Air Holding Company ("CSAHC"), which was deemed as connected person of the Company, had abstained from voting in relation to the abovementioned resolutions and Shares held by CSAHC (3,300,000,000 A Shares) were not counted towards the total number of Shares entitling shareholders of the Company to vote in respect of those resolutions.

There was no restriction on any shareholder of the Company casting votes on any of the proposed resolutions at the EGM, A Share Class Meeting and H Shares Class Meeting, and there was no Share entitling the holders to attend and vote only against the resolutions proposed at the EGM, A Share Class Meeting and H Shares Class Meeting .

I. Consideration and voting of resolutions of the EGM

All resolutions as set out in the notice of the EGM were duly passed. The poll results in respect of the proposed resolutions at the EGM are as follows:

	Special resolutions	Total valid votes	For	Against	Abstain	For (%)
1.	To consider and approve the satisfaction of the conditions of the non-public issue of A Shares and the non-public issue of H Shares by China Southern Airlines Company Limited	3,786,392,862	3,762,518,249	20,824,724	3,049,889	99.3695%

2.	*To consider and approve each of the following items under the proposal of the non-public issue of A Shares and the non-public issue of H Shares of China Southern Airlines Company Limited						
	2.1	the types of Shares to be issued and the par value	486,392,862	461,401,599	20,839,274	4,151,989	94.8619%
	2.2	the issue mechanism and subscription method	486,392,862	461,466,499	20,839,924	4,086,439	94.8753%
	2.3	the targeted subscribers and their relationship with the Company	486,392,862	461,457,049	20,842,174	4,093,639	94.8733%
	2.4	the price determination date	486,392,862	461,504,299	20,786,974	4,101,589	94.8830%
	2.5	the issue price	486,392,862	461,469,201	20,836,322	4,087,339	94.8758%
	2.6	the number of Shares to be issued	486,392,862	461,495,649	20,803,424	4,093,789	94.8813%
	2.7	the adjustment to the number of Shares issued and the issue price	486,392,862	461,489,299	20,815,924	4,087,639	94.8801%
	2.8	the restriction of selling of securities	486,392,862	461,439,949	20,827,774	4,125,139	94.8698%
	2.9	the place of listing	486,392,862	464,562,599	17,663,124	4,167,139	95.5118%
	2.10	the use of proceeds	486,392,862	464,629,799	17,663,124	4,099,939	95.5256%
	2.11	the arrangement for the distribution of profits accumulated before the non-	486,392,862	461,514,299	20,811,024	4,067,539	94.8851%

		public issue of Shares					
	2.12	the "Proposal for Non-Public Issue of A Shares by China Southern Airlines Company Limited"	486,392,862	461,481,799	20,815,924	4,095,139	94.8784%
	2.13	the validity period of this resolution	486,392,862	464,570,849	17,693,124	4,128,889	95.5135%
3.		To consider and approve the A Shares Subscription Agreement and the H Shares Subscription Agreement	486,392,862	464,591,151	17,642,157	4,159,554	95.5177%
4.		To consider and approve the proposed consequential amendments to the Articles of Association as a result of the non-public issue of A Shares and the non-public issue of H Shares	3,786,392,862	3,776,651,064	5,569,759	4,172,039	99.7427%
5.		To consider and approve the proposed amendments to the Articles of Association as a result of the proposed means of receipt of corporate communication	3,786,392,862	3,776,733,564	5,422,759	4,236,539	99.7449%
6.		To consider and approve the proposed amendments to the procedural rules of shareholders' general meeting of the Company as a result of the proposed means of receipt of corporate communication	3,786,392,862	3,776,741,249	5,449,559	4,202,054	99.7451%
Ordinary Resolutions			Total valid votes	For	Against	Abstain	For (%)

7.	To consider and approve the report on the use of funds raised in previous fund raising exercise	3,786,392,862	3,697,673,402	84,352,606	4,366,854	97.6569%
8.	To consider and approve the "feasibility study report on the funds raised from the non-public issue of A Shares of China Southern Airlines Company Limited" and the "feasibility study report on the funds raised from the non-public issue of H Shares of China Southern Airlines Company Limited "	3,786,392,862	3,776,685,549	5,540,059	4,167,254	99.7436%
9.	To consider and approve the waiver from making a mandatory general offer to the Independent Shareholders by China Southern Air Holding Limited and Nan Lung Holding Limited	486,392,862	476,619,049	5,620,209	4,153,604	97.9906%
10.	To consider and approve that the Board be and is hereby authorized with full power to deal with all matters relating to the non-public issue of A Shares and the non-public issue of H Shares	486,392,862	476,609,649	5,565,559	4,217,654	97.9886%
11.	To consider and approve that the Company may send or supply corporate communication to the holders of H Shares by making such corporate communication available on the Company's own website	3,786,392,862	3,776,910,949	5,563,574	3,918,339	99.7496%

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** This resolution shall be subject to the approval of CSRC. The final proposal shall be the one approved by CSRC.*

II. Consideration and voting of resolutions of A Shares Class Meeting

All resolutions as set out in the notice of the A Shares Class Meeting were duly passed. The poll results in respect of the proposed resolutions at the A Shares Class Meeting are as follows:

Special resolutions		Total valid votes	For	Against	Abstain	For (%)
1.	To consider and approve the satisfaction of the conditions of the non-public issue of A Shares and the non-public issue of H Shares by China Southern Airlines Company Limited	3,416,044,475	3,411,365,146	1,985,424	2,693,905	99.8630%
2.	*To consider and approve each of the following items under the proposal of the non-public issue of A Shares and the non-public issue of H Shares of China Southern Airlines Company Limited					
2.1	the types of Shares to be issued and the par value	116,044,475	110,278,696	1,992,274	3,773,505	95.0314%
2.2	the issue mechanism and subscription method	116,044,475	110,283,646	1,970,624	3,790,205	95.0357%
2.3	the targeted subscribers and their relationship with the Company	116,044,475	110,278,696	1,970,624	3,795,155	95.0314%
2.4	the price determination date	116,044,475	110,278,696	1,977,674	3,788,105	95.0314%
2.5	the issue price	116,044,475	110,258,598	1,991,022	3,794,855	95.0141%

	2.6	the number of Shares to be issued	116,044,475	110,280,046	1,970,624	3,793,805	95.0326%
	2.7	the adjustment to the number of Shares issued and the issue price	116,044,475	110,278,696	1,970,624	3,795,155	95.0315%
	2.8	the restriction of selling of securities	116,044,475	110,267,696	1,981,624	3,795,155	95.0219%
	2.9	the place of listing	116,044,475	110,278,696	1,970,624	3,795,155	95.0314%
	2.10	the use of proceeds	116,044,475	110,292,646	1,970,624	3,781,205	95.0434%
	2.11	the arrangement for the distribution of profits accumulated before the non-public issue of Shares	116,044,475	110,278,696	1,990,724	3,775,055	95.0314%
	2.12	the "Proposal for Non-Public Issue of A Shares by China Southern Airlines Company Limited	116,044,475	110,278,696	1,970,624	3,795,155	95.0314%
	2.13	the validity period of this resolution	116,044,475	110,278,696	1,970,624	3,795,155	95.0314%
3.		To consider and approve the A Shares Subscription Agreement and the H Shares Subscription Agreement	116,044,475	110,258,298	1,979,857	3,806,320	95.0138%
4.		To consider and approve the proposed consequential amendments to the Articles of Association as a result of the non-public issue of A Shares and the non-public issue of H Shares	3,416,044,475	3,410,239,711	1,958,959	3,845,805	99.8301%

** This resolution shall be subject to the approval of CSRC. The final proposal shall be the one approved by CSRC.*

III. Consideration and voting of resolutions of H Shares Class Meeting

All resolutions as set out in the notice of the H Shares Class Meeting were duly passed. The poll results in respect of the proposed resolutions at the H Shares Class Meeting are as follows:

Special resolutions		Total valid votes	For	Against	Abstain	For (%)
1.	To consider and approve the satisfaction of the conditions of the non-public issue of A Shares and the non-public issue of H Shares by China Southern Airlines Company Limited	370,088,387	353,801,903	15,900,250	386,234	95.5993%
2.	*To consider and approve each of the following items under the proposal of the non-public issue of A Shares and the non-public issue of H Shares of China Southern Airlines Company Limited					
2.1	the types of Shares to be issued and the par value	370,088,387	353,771,903	15,907,750	408,734	95.5912%
2.2	the issue mechanism and subscription method	370,088,387	353,542,603	16,184,550	361,234	95.5292%
2.3	the targeted subscribers and their relationship with the Company	370,088,387	353,771,903	15,955,250	361,234	95.5912%
2.4	the price determination date	370,088,387	353,794,403	15,925,250	368,734	95.5973%
2.5	the issue price	370,088,387	353,821,903	15,905,250	361,234	95.6047%
2.6	the number of Shares to be issued	370,088,387	351,935,003	17,792,150	361,234	95.0949%
2.7	the adjustment to the number of Shares issue and the issue price	370,088,387	353,773,403	15,953,750	361,234	95.5916%

	2.8	the restriction of selling of securities	370,088,387	353,717,803	15,979,350	391,234	95.5766%
	2.9	the place of listing	370,088,387	353,765,503	15,874,150	448,734	95.5895%
	2.10	the use of proceeds	370,088,387	353,780,903	15,923,750	383,734	95.5936%
	2.11	the arrangement for the distribution of profits accumulated before the non-public issue of Shares	370,088,387	353,802,153	15,928,750	357,484	95.5994%
	2.12	the "Proposal for Non-Public Issue of A Shares by China Southern Airlines Company Limited	370,088,387	353,765,903	15,953,750	368,734	95.5896%
	2.13	the validity period of this resolution	370,088,387	353,733,403	15,963,750	391,234	95.5808%
3.	To consider and approve the A Shares Subscription Agreement and the H Shares Subscription Agreement		370,088,387	353,813,403	15,808,650	466,334	95.6024%
4.	To consider and approve the proposed consequential amendments to the Articles of Association as a result of the non-public issue of A Shares and the non-public issue of H Shares		370,088,387	369,007,003	665,050	416,334	99.7078%

** This resolution shall be subject to the approval of CSRC. The final proposal shall be the one approved by CSRC.*

According to the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, KPMG was appointed as the scrutineer in respect of votings at the Meetings. (Note)

Zhang Zhen Ya and Wu Xiao Qing, PRC lawyers from Z & T Law Firm, attended the Meetings and issued a legal opinion stating that the convening and holding of the Meetings, the procedures for the holding of the Meetings, the eligibility of the persons who attended the Meetings and the procedures for voting at the Meetings are in compliance with the PRC Company Law, the Opinion on the Regulation of the Shareholders' Meeting of a Listed Company, and the Articles of Association of the Company, and that the resolutions passed at the Meetings are lawful and valid.

Note: The poll results were subject to scrutiny by KPMG, Certified Public Accountants, whose work was limited to certain procedures requested by the Company to agree the poll results summary prepared by the Company to poll forms collected and provided by the Company to KPMG. The work performed by KPMG in this respect did not constitute an assurance engagement made in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

By order of the Board
China Southern Airlines Company Limited
Xie Bing and Liu Wei
Joint Company Secretaries

Guangzhou, the People's Republic of China

26 February 2009

As at the date of this announcement, the Directors include Si Xian Min, Li Wen Xin, Wang Quan Hua, Liu Bao Heng, Tan Wan Geng, Xu Jie Bo and Chen Zhen You as executive Directors; and Wang Zhi, Sui Guang Jun, Gong Hua Zhang and Lam Kwong Yu as independent non-executive Directors.