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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 2010, First A Shares Class Meeting for the Year 2010 and First H Shares Class Meeting for the Year 2010

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 2010 (the "EGM"), the First Class Meeting for Holders of A Shares for the Year 2010 (the "A Shares Class Meeting") and the First Class Meeting for Holders of H Shares for the Year 2010 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 the 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 30 April 2010 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 8,003,567,000 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. 200 shareholders and authorized proxies holding an aggregate of 5,769,498,615 Shares carrying voting rights, which represented 72.09% of the total issued share capital of the Company, were present at the EGM or internet voting platform. Among which, these include 4,600,567,742 A Shares and 1,168,930,873 H Shares (including H Shares represented by ADRs) carrying voting rights, which represented 57.48% and 14.61% of the total issued share capital of the

Company respectively. 91 shareholders or authorized proxies holding an aggregate of 5,645,495,701 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 5,521,150,000 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. 198 shareholders and authorized proxies holding an aggregate of 4,600,567,742 A Shares carrying voting rights, which represented 83.33% of the total issued A Shares, were present at the A Shares Class Meeting or internet voting platform. 89 shareholders or authorized proxies holding an aggregate of 4,476,564,828 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 2,482,417,000 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. Two authorized proxies holding an aggregate of 1,153,930,873 H Shares carrying voting rights, which represented 46.48% of the total issued H Shares, were present at the H Shares Class Meeting. All these authorised proxies had voting instructions.

In relation to resolutions no. 2, 3, 7 and 8 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"), Nan Lung Holding Limited ("Nan Lung") and Asia Travel Investment Company Limited ("Asia Investment"), which were deemed as connected persons of the Company, had abstained from voting in relation to the abovementioned resolutions and Shares held by CSAHC, Nan Lung, Asia Investment and their respective associates (4,021,150,000 A Shares and 726,500,000 H 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 Shares 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 Shares 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	5,769,498,615	5,765,235,932	3,988,433	274,250	99.9261%

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	1,021,848,615	1,014,983,596	3,972,033	2,892,986	99.3282%	
2.2	the issue mechanism and subscription method	1,021,848,615	1,014,982,855	3,972,774	2,892,986	99.3281%	
2.3	the targeted subscribers and their relationship with the Company	1,021,848,615	1,014,983,596	3,972,033	2,892,986	99.3282%	
2.4	the price determination date	1,021,848,615	1,014,984,346	3,971,283	2,892,986	99.3282%	
2.5	the minimum issue price	1,021,848,615	1,014,983,596	3,972,033	2,892,986	99.3282%	
2.6	the number of Shares to be issued and the issue scale	1,021,848,615	1,014,932,855	4,022,774	2,892,986	99.3232%	
2.7	the adjustment to the number of Shares issued and the minimum issue price	1,021,848,615	1,015,013,596	3,942,033	2,892,986	99.3311%	
2.8	the lock-up period	1,021,848,615	1,014,983,596	3,972,033	2,892,986	99.3282%	
2.9	the place of listing	1,021,848,615	1,014,983,596	3,972,033	2,892,986	99.3282%	
2.10	the use of proceeds	1,021,848,615	1,014,983,596	3,972,033	2,892,986	99.3282%	
2.11	the relationship between the non-public issue of A Shares and the non-public issue of H Shares	1,021,848,615	1,014,983,596	3,972,033	2,892,986	99.3282%	

	2.12	the arrangement for the distribution of profits accumulated before the non-public issue of Shares	1,021,848,615	1,014,982,855	3,972,774	2,892,986	99.3281%
	2.13	the "Proposal for Non-Public Issue of A Shares by China Southern Airlines Company Limited"	1,021,848,615	1,014,983,596	3,972,033	2,892,986	99.3282%
	2.14	the validity period of this resolution	1,021,848,615	1,014,984,346	3,971,283	2,892,986	99.3282%
3.	To consider and approve the Subscription Agreement relating to the subscription of non-public issue of A Shares of China Southern Airlines Company Limited and the Subscription Agreement relating to the subscription of non-public issue of H Shares of China Southern Airlines Company Limited		1,021,848,615	1,014,984,346	3,964,783	2,899,486	99.3282%
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		5,769,498,615	5,762,635,697	3,963,432	2,899,486	99.8810%
Ordinary Resolutions			Total valid votes	For	Against	Abstain	For (%)
5.	To consider and approve the "Explanation on the use of funds raised in previous fund raising exercise"		5,769,498,615	5,762,635,447	3,963,682	2,899,486	99.8810%
6.	To consider and approve the "Feasibility study report on the funds raised from the non-		5,769,498,615	5,762,632,157	3,963,672	2,902,786	99.8810%

	public issue of A Shares of China Southern Airlines Company Limited"					
7.	To consider and approve the waiver from making a mandatory general offer to the Independent Shareholders by China Southern Air Holding Company and Nan Lung Holding Limited	1,021,848,615	1,014,983,647	3,963,682	2,901,286	99.3282%
8.	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	1,021,848,615	1,015,147,097	3,963,682	2,737,836	99.3442%

** 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	4,600,567,742	4,598,229,660	2,228,482	109,600	99.9492%
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	579,417,742	574,478,074	2,211,332	2,728,336	99.1475%
	2.2	the issue mechanism and subscription method	579,417,742	574,478,074	2,211,332	2,728,336	99.1475%
	2.3	the targeted subscribers and their relationship with the Company	579,417,742	574,478,074	2,211,332	2,728,336	99.1475%
	2.4	the price determination date	579,417,742	574,478,074	2,211,332	2,728,336	99.1475%
	2.5	the minimum issue price	579,417,742	574,478,074	2,211,332	2,728,336	99.1475%
	2.6	the number of Shares to be issued and the issue scale	579,417,742	574,478,074	2,211,332	2,728,336	99.1475%
	2.7	the adjustment to the number of Shares issued and the minimum issue price	579,417,742	574,478,074	2,211,332	2,728,336	99.1475%
	2.8	the lock-up period	579,417,742	574,478,074	2,211,332	2,728,336	99.1475%
	2.9	the place of listing	579,417,742	574,478,074	2,211,332	2,728,336	99.1475%
	2.10	the use of proceeds	579,417,742	574,478,074	2,211,332	2,728,336	99.1475%
	2.11	the relationship between the non-public issue of A Shares and the non-public issue of H Shares	579,417,742	574,478,074	2,211,332	2,728,336	99.1475%
	2.12	the arrangement for the distribution of profits accumulated before the non-public issue of Shares	579,417,742	574,478,074	2,211,332	2,728,336	99.1475%
	2.13	the "Proposal for Non-Public Issue of A Shares by China Southern Airlines Company Limited"	579,417,742	574,478,074	2,211,332	2,728,336	99.1475%
	2.14	the validity period of this resolution	579,417,742	574,478,074	2,211,332	2,728,336	99.1475%
3.	To consider and approve the		579,417,742	574,478,074	2,204,832	2,734,836	99.1475%

Subscription Agreement relating to the subscription of non-public issue of A Shares of China Southern Airlines Company Limited and the Subscription Agreement relating to the subscription of no-public issue of H Shares of China Southern Airlines Company Limited					
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** 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	1,153,930,873	1,151,994,272	1,760,701	175,900	99.8322%	
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	427,430,873	425,494,272	1,760,701	175,900	99.5469%
2.2	the issue mechanism and subscription method	427,430,873	425,494,272	1,760,701	175,900	99.5469%
2.3	the targeted subscribers and their relationship with the Company	427,430,873	425,494,272	1,760,701	175,900	99.5469%
2.4	the price determination date	427,430,873	425,494,272	1,760,701	175,900	99.5469%

2.5	the minimum issue price	427,430,873	425,495,623	1,759,350	175,900	99.5472%
2.6	the number of Shares to be issued and the issue scale	427,430,873	425,494,272	1,760,701	175,900	99.5469%
2.7	the adjustment to the number of Shares issued and the minimum issue price	427,430,873	425,494,272	1,760,701	175,900	99.5469%
2.8	the lock-up period	427,430,873	425,494,272	1,760,701	175,900	99.5469%
2.9	the place of listing	427,430,873	425,494,272	1,760,701	175,900	99.5469%
2.10	the use of proceeds	427,430,873	425,495,623	1,759,350	175,900	99.5472%
2.11	the relationship between the non-public issue of A Shares and the non-public issue of H Shares	427,430,873	425,494,272	1,760,701	175,900	99.5469%
2.12	the arrangement for the distribution of profits accumulated before the non-public issue of Shares	427,430,873	425,494,272	1,760,701	175,900	99.5469%
2.13	the "Proposal for Non-Public Issue of A Shares by China Southern Airlines Company Limited"	427,430,873	425,494,272	1,760,701	175,900	99.5469%
2.14	the validity period of this resolution	427,430,873	425,494,272	1,760,701	175,900	99.5469%
3.	To consider and approve the Subscription Agreement relating to the subscription of non-public issue of A Shares of China Southern Airlines Company Limited and the Subscription Agreement relating to the subscription of no-public issue of H Shares of China Southern Airlines Company Limited	427,430,873	425,494,272	1,760,701	175,900	99.5469%

** 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)*

Lv Hui 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

30 April 2010

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, Zhang Zhi Fang, 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.