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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)

POLL RESULTS OF 2010 SECOND EXTRAORDINARY GENERAL MEETING

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.

POLL RESULTS OF EGM

The second extraordinary general meeting for 2010 of the Company (the "**EGM**") was held at 9:30 a.m. on 29 December 2010 at No. 1 Conference Room, 4/F, CSN, Baiyun International Airport, Pearl Hotel, Guangzhou, Guangdong Province, the PRC. The EGM was convened by the Board and presided by Mr. Si Xian Min, the Chairman of the Board. No resolutions proposed at the EGM were being vetoed or amended.

As at the date of the EGM, there were 9,817,567,000 shares of the Company (the "**Shares**") in issue, being the total number of Shares entitling the holders to attend and vote for or against the resolutions proposed at the EGM. 42 shareholders and authorized proxies holding an aggregate of 7,295,039,090 Shares carrying voting rights, representing 74.31% of the total issued share capital of the Company, were present at the EGM.

In relation to resolution no. 1 proposed at the EGM, 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 resolution No. 1 and Shares held by CSAHC, Nan Lung, Asia Investment and their respective associates (4,145,050,000 A Shares, 1,033,650,000 H Shares and 5,350,000 H Shares) were not counted towards the total number of Shares entitling shareholders of the Company to vote in respect of the resolution.

Save as disclosed above, there was no restriction on any shareholder of the Company casting votes on any of the proposed resolutions at the EGM, and there was no Share entitling the holders to attend and vote only against the resolutions proposed at the EGM.

All resolutions as set out in the notice and supplemental notice of the EGM were duly passed and the poll results are as follows:

Ordinary Resolutions		Total valid votes	For	Against	Abstain	For (%)
1.	to consider and approve the financial services agreement dated 8 November 2010 entered into between Southern Airlines Group Finance Company Limited and the Company.	2,116,339,090	1,876,425,329	237,179,261	2,734,500	88.6637%
2.	To consider and approve the election of members of the sixth session of the Board					
2.1	Si Xian Min	7,295,039,090	7,120,823,266	29,806,474	144,409,350	97.6119%
2.2	Li Wen Xin	7,295,039,090	7,136,889,875	13,739,865	144,409,350	97.8321%
2.3	Wang Quan Hua	7,295,039,090	7,136,889,875	13,739,865	144,409,350	97.8321%
2.4	Tan Wan Geng	7,295,039,090	7,136,889,875	13,739,865	144,409,350	97.8321%
2.5	Zhang Zi Fang	7,295,039,090	7,136,889,875	13,739,865	144,409,350	97.8321%
2.6	Xu Jie Bo	7,295,039,090	7,136,889,875	13,739,865	144,409,350	97.8321%
2.7	Chen Zhen You	7,295,039,090	7,136,889,875	13,739,865	144,409,350	97.8321%
2.8	Gong Hua Zhang	7,295,039,090	7,150,297,740	332,000	144,409,350	98.0159%
2.9	Lam Kwong Yu	7,295,039,090	7,150,297,740	332,000	144,409,350	98.0159%
2.10	Wei Jin Cai	7,295,039,090	7,150,297,740	332,000	144,409,350	98.0159%
2.11	Ning Xiang Dong	7,295,039,090	7,150,297,740	332,000	144,409,350	98.0159%
3.	To consider and approve the election of the shareholders' representative supervisors of the					

sixth session of the Supervisory Committee							
3.1	Pan Fu	7,295,039,090	7,125,537,256	25,092,484	144,409,350	97.6765%	
3.2	Li Jia Shi	7,295,039,090	7,147,617,740	3,012,000	144,409,350	97.9792%	
3.3	Zhang Wei	7,295,039,090	7,125,537,256	25,092,484	144,409,350	97.6765%	

For the sub-resolutions (1)- (11) of resolution no. 2 and sub-resolutions of (1) -(3) of resolution no. 3 above, "cumulative voting" has been used.

According to the requirements of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"), KPMG was appointed as the scrutineer for vote-taking at the EGM. *(Note)*

Lv Hui and Wu Xiao Qing, PRC lawyers from Z & T Law Firm, attended the EGM and issued a legal opinion stating that the convening and holding of the EGM, the procedures for the holding of the EGM, the eligibility of the persons who attended the EGM and the procedures for voting at the EGM are in compliance with the PRC Company Law, 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 EGM 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 in order to ensure whether the poll results summary prepared by the Company is consistent with the 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.

CHANGE OF DIRECTORS AND SUPERVISORS

The Company is pleased to announce that, Mr. Xi Sian Min, Mr. Li Wen Xin and Mr. Wang Quan Hua are elected as the non-executive Directors of the sixth session of the Board; Mr. Tan Wan Geng, Mr. Zhang Zi Fang, Mr. Xu Jie Bo and Mr. Chen Zhen You are elected as the executive Directors of the sixth session of the Board; and Mr. Gong Hua Zhang, Mr. Lam Kwong Yu, Mr. Wei Jin Cai and Mr. Ning Xiang Dong are elected as the independent non-executive Directors of the sixth session of the Board. Mr. Pan Fu, Mr. Li Jia Shi and Ms Zhang Wei are elected as the shareholders' representative supervisors of the sixth session of the Supervisory Committee, after approval by the shareholders at the EGM. Ms. Yang Yi Hua and Mr. Liang Zhong Gao continued to be the employees' representative supervisors of the sixth session of the Supervisory Committee as elected by the employee representative meetings. The term of the new session of the Board and Supervisory Committee will last for three years commencing from the conclusion of EGM to the conclusion of the annual general meeting to be convened in 2013.

According to the articles of association of the Company, Mr. Wang Zhi and Mr. Sui Guang Jun did not stand for re-election and retired as independent non-executive Directors upon the conclusion of the EGM as they have continuously been appointed as the independent non-

executive Directors for more than six years. Mr. Sun Xiao Yi did not stand for re-election and retired as a supervisor of the Company upon the conclusion of the EGM due to job arrangement. The retiring Directors and supervisor therefore ceased to be the Directors and supervisor immediately after the conclusion of the EGM. The retiring Directors and supervisor confirm that there is no disagreement between them and the Company and there is no matter in relation to their retirements that need to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to thank all members of the fifth session of the Board and of the Supervisory Committee, especially Mr. Wang Zhi, Mr. Sui Guang Jun and Mr. Sun Xiao Yi for their valuable contribution to the Company during the tenure of their services and to welcome Mr. Wei Jin Cai and Mr. Ning Xiang Dong to join the Board as independent non-executive Directors and Mr. Pan Fu to join the Supervisory Committee as a shareholders' representative supervisor.

The biographies of the re-elected Directors and supervisors have been set out in the Appendices of the supplemental notice of EGM issued by the Company on 10 December 2010.

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

29 December 2010

As at the date of this announcement, the Directors include Si Xian Min, Li Wen Xin and Wang Quan Hua as non-executive Directors, Tan Wan Geng, Zhang Zi Fang, Xu Jie Bo and Chen Zhen You as executive Directors; and Gong Hua Zhang, Lam Kwong Yu, Wei Jin Cai and Ning Xiang Dong as independent non-executive Directors.