

**Macquarie Airports Management Limited**  
ABN 85 075 295 760  
AFS Licence No. 236875  
A member of the Macquarie Group of Companies

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20 April 2009

**ASX RELEASE**



**MAp AGM 21 MAY 2009 AND NOTICE OF MEETING**

Macquarie Airports (MAp) today mailed the Annual General Meeting (AGM) notice of meeting and proxy form to security holders. The AGM will be held at 11.00am on 21 May 2009. Proxy forms must be submitted by 11.00am on 19 May 2009.

For further information, please contact:

Investor Enquiries:

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Head of Investor Relations

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None of the entities noted in this document is an authorised deposit-taking institution for the purposes of the Banking Act 1959 (Commonwealth of Australia). The obligations of these entities do not represent deposits or other liabilities of Macquarie Bank Limited ABN 46 008 583 542 (MBL). MBL does not guarantee or otherwise provide assurance in respect of the obligations of these entities.

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**MACQUARIE AIRPORTS**  
NOTICES OF MEETING

21 MAY 2009



Macquarie Airports Limited

Registration Number 31667

**Notice of Annual General Meeting 2009 and Explanatory Memorandum**

Macquarie Airports Trust (1) ARSN 099 597 921

Macquarie Airports Trust (2) ARSN 099 597 896

**Notices of General Meeting 2009 and Explanatory Memorandum**



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# 1. Annual General Meeting

The Macquarie Airports (**MAp**) Annual General Meeting will be held on 21 May 2009. The AGM will comprise concurrent meetings of the three entities that make up MAp namely Macquarie Airports Limited (ARBN 099 813 180) (the **Company** or **MAL**), Macquarie Airports Trust (1) (ARSN 099 597 921) (MAT1) and Macquarie Airports Trust (2) (ARSN 099 597 896) (**MAT2**).

Section 2 explains the business of the meetings and the notices of meeting are contained in section 3. Voting information is contained in section 4 and proxy forms accompany this document.

The MAp directors recommend that you vote in favour of all of the resolutions set out in the notices of meeting.

This document is important and requires immediate attention. It should be read in its entirety. If you are in doubt as to the course you should follow, you should consult your stockbroker, solicitor, accountant or professional adviser without delay.

**If you will be attending this year's MAp AGM on 21 May 2009 at the Sheraton on the Park in Sydney please RSVP to [map@macquarie.com.au](mailto:map@macquarie.com.au) or 1800 181 895 by 7 May 2009.**

## 2. AGM Business

### Receive MAL's 2008 audited financial statements

The directors of the Company are obliged under the Bermuda Companies Act 1981 to lay the audited financial statements before the Company at an annual general meeting for consideration by the shareholders. The concise financial statements have been sent to members with the Annual Report.

### MAL Resolution 1 – Re-appoint PricewaterhouseCoopers as auditors

All companies in Bermuda to which the Bermuda Companies Act 1981 applies are required to appoint auditors at each annual general meeting to hold office until the close of the next annual general meeting. The existing auditors of the Company, PricewaterhouseCoopers (**PwC**), were appointed at each previous annual general meeting of the Company. This resolution proposes the re-election of PwC as auditors and, in accordance with standard practice, authorises the directors to fix their remuneration.

The MAp boards and Audit & Risk Committees are of the view that, at the present time, PwC is best placed to provide MAp's audit services because PwC is a top tier professional services firm. It has provided audit services to MAp since its establishment and is familiar with its structure and assets. The auditor is required to be independent from MAp and

Macquarie Group Limited (**MGL**). PwC meets this requirement.

To pass this resolution, more than 50% of the votes cast by shareholders entitled to vote on the resolution must be in favour of the resolution.

### MAL Resolutions 2 and 3 and MAT1 and MAT2 Resolution 1 – Director appointments

Historically, only one MAp director has been subject to security holder vote at the AGM and this has been a MAL director. The reason for this is that Macquarie Airports Management Limited (**MAML**), the responsible entity of MAT1 and MAT2, is a wholly owned subsidiary of MGL and therefore MGL has appointed all MAML directors. With a view to promoting consistency of management across the stapled entities, Macquarie Capital Funds (Europe) Limited (**MCFEL**) as adviser to MAL was granted the right to appoint 50% of the MAL directors under the A Special Share that has been issued to it. MAML as responsible entity for MAT1 has the right to appoint 25% of the MAL directors under the B Special Share.

From December 2008, MCFEL and MAML have undertaken to exercise their director appointment rights for the next three years in accordance with a vote by security holders. As a result, security holders have the right to nominate and vote on the appointment of all directors on a rotational basis across the boards of MAp (being the boards of MAL

and MAML) beginning with the 2009 AGM. This means that three of the seven MAp directors stand for re-election at the 2009 AGM on a rotational basis, noting that one of the directors, Max Moore-Wilton, is appointed to both boards.

No security holder nominations were received and the three directors on the MAp boards due to retire at the 2009 AGM, have offered themselves for re-election. The eligibility criteria for director nominations are set out in the director nomination form and MAp's corporate governance statement both of which are on the MAp website [www.macquarie.com/map](http://www.macquarie.com/map).

Macquarie Group entities including MAML cannot vote on these resolutions.

### 1. Re-elect Stephen Ward (MAL Resolution 2)

MAL Bye-Law 56(f) requires that one-third of MAL directors retire by rotation at each annual general meeting and, if eligible, they may stand for re-election. Mr Stephen Ward stands for re-election to the MAL board.

Mr Ward (LLB) was appointed in 2006 and is an independent director of MAL and chairman of the Audit & Risk Committee. Mr Ward is a senior commercial partner in the Wellington office of leading New Zealand law firm Simpson Grierson and is a member of that firm's Board of Management. Mr Ward is highly regarded for his strategic advice and advises on

mergers and acquisitions, overseas investment, corporate governance and statutory compliance. His clients include major corporates operating in New Zealand.

Mr Ward is the Convenor of the New Zealand Law Society Contract and Consumer Law Reform Committee and is a trustee of The Life Flight Trust which operates the Westpac rescue helicopter service in the Wellington region and a national air ambulance service. Mr Ward is also a member of the New Zealand Rugby Union Appeal Council.

To pass this resolution, more than 50% of the votes cast by shareholders entitled to vote on the resolution must be in favour of the resolution.

## **2. Re-elect Sharon Beesley (MAL Resolution 3)**

Sharon Beesley is one of the MCFEL nominees to the MAL board. Ms Beesley has been a director of MAL since 2002 and stands for re-election to the MAL board.

Ms Beesley (BA (Hons), LL.M) is one of the co-founders of the ISIS Group which is principally based in Bermuda. Ms Beesley serves as CEO of ISIS Limited, Senior Counsel of ISIS Law, a director of ISIS Asia Pacific and ISIS Fund Services. The ISIS Group provides services to both MAP and other MGL entities and therefore Ms Beesley is categorised as a non-executive director.

The ISIS Group is a Bermuda-based specialised consultancy and corporate finance business and with the aim of the business generating revenue to assist with funding an active not for profit organisation, The ISIS Foundation, a Bermuda registered charity, which provides health and education services, and works in partnership with local community groups, in Nepal and Uganda.

Prior to establishing ISIS, Ms Beesley spent eight years with Linklaters, based in London and Hong Kong, working primarily on banking and capital market transactions. Ms Beesley also worked in South Africa with Denys Reitz, advising on corporate cross border transactions. In Bermuda, she was head of banking at one of Bermuda's leading law firms.

Ms Beesley is the chairman of the Investment Funds Committee for the Bermuda International Business Association, director of the Association of Bermuda International Companies and a member of the International Business Forum.

She is also a director of Macquarie Equinox Limited and the Martin Currie Sino-American A Share Corporation Limited which are publicly listed funds.

To pass this resolution, more than 50% of the votes cast by shareholders entitled to vote on the resolution must be in favour of the resolution.

## **3. Re-elect Max Moore-Wilton (MAT1 and MAT2 Resolution 1)**

Max Moore-Wilton (AC, BEc) is one of the MGL nominees to the MAML board and has been chairman of MAML since April 2006. Mr Moore-Wilton stands for re-election to the MAML board.

Mr Moore-Wilton is also a director of MAL by virtue of his appointment by MCFEL pursuant to its rights as A Special Shareholder. If Mr Moore-Wilton is not re-elected to MAML, he will retire from the board of MAL creating a casual vacancy.

Mr Moore-Wilton is also chairman of Sydney Airport and a director of Copenhagen Airports. Prior to this appointment, he was Secretary to the Department of Prime Minister and Cabinet from May 1996, where he oversaw fundamental reform to the Commonwealth Public Service.

Mr Moore-Wilton has had a distinguished career in both the private and public sectors. He has held positions as either chairman or board member of a number of major commonwealth and state business enterprises, and has extensive experience in the transport sector. Mr Moore-Wilton is vice chair of the Airports Council International (ACI) and president of ACI Asia Pacific. He has also been chairman of Macquarie Media Group since 2007.

Mr Moore-Wilton was an employee of a MGL entity until 1 January 2009 and is now a consultant and therefore is a non-executive director.

## 2. AGM Business (continued)

To pass this resolution, more than 50% of the votes cast by MAT1 and MAT2 unitholders entitled to vote on the resolution must be in favour of the resolution.

### **MAL Resolution 4 – Amendment to MAL bye-laws in relation to the number and appointment of directors**

#### **Background**

In line with the changes to MAp's corporate governance framework that were announced on 22 October 2008 and which are described above, it is proposed to amend the MAL bye-laws to fix the maximum number of directors at four and to include the director nomination mechanism and criteria. A copy of the bye-laws is available on the MAp website.

#### **Number of directors**

The MAL bye-laws do not currently provide for a maximum number of directors, only that the minimum number of directors shall be four. The proposed amendment to bye-law 56(a) limits the number of directors to four. There are currently four directors on the boards of both MAML and MAL, including one common director, making a total of seven directors on the combined boards. MAp believes that, considering the size and activities of MAp, this is the appropriate size for the boards as key decisions regarding MAp require consideration by both boards. Limiting the number of MAL directors to four ensures effective and efficient governance with costs to security holders kept

to a minimum.

Following the amendments, the directors of MAL retain the ability to increase the number of directors subject to the prior approval of the shareholders by a special resolution. It is considered appropriate that a special resolution is required to change the total number of directors because it mirrors the threshold required to implement the introduction of the limit of director numbers to four.

#### **Eligibility for election as director**

MAL bye-law 56(g) currently provides that all directors must provide written acceptance of their appointment within 30 days of their appointment. The proposed amendments to bye-law 56(g) are required to facilitate the nomination of directors by security holders as described above. These amendments are consistent with the requirements set out in the announcement made by MAp in October 2008.

Under the amendments, a person intending to stand as a director will need to submit a consent to nomination at least 35 business days prior to the AGM at which their appointment is being considered. For the nomination to be valid, the person must:

- (a) be nominated by:
  - security holders holding at least 5% of the MAp stapled securities on issue; or
  - at least 100 MAp stapled security holders; and
- (b) meet the criteria, including in relation to independence, published by MAp in its

corporate governance reporting from time to time.

The MAp directors believe that these are appropriate guidelines to ensure the nomination of directors with a base level of security holder support.

To pass this resolution more than 75% of the votes cast by shareholders entitled to vote on this resolution must vote in favour of the resolution.

### **MAT1 and MAT2 Resolution 2 – Amendment to MAT1 and MAT2 constitutions**

It is proposed to amend the MAT1 and MAT2 constitutions to provide that directors' fees and expenses may be paid by the trusts rather than by MAML in its personal capacity given that MAp security holders now have the right to nominate and elect all directors to the MAML board. Annual directors' fees will be capped at \$700,000 for the MAML board as a whole and any change to this cap will require unitholder approval. Copies of the trust constitutions are available on the MAp website.

The MAML Chairman currently receives annual remuneration of \$125,000, and the other MAML directors currently receive annual remuneration of \$100,000.

To pass this resolution more than 75% of the votes cast by unitholders entitled to vote on this resolution must vote in favour of the resolution.

MAML and its associates, including Macquarie Group entities, cannot vote on these resolutions.

### 3. Notices of Meeting

#### Notice Of Annual General Meeting

##### Macquarie Airports Limited (ARBN 099 813 180)

a company incorporated in Bermuda with registration number 31667

Notice is given that the Annual General Meeting of Macquarie Airports Limited (the "Company") will be held on 21 May 2009 at 11.00am at the Grand Ballroom, Sheraton on the Park, 161 Elizabeth Street, Sydney to transact the following business:

- (a) to receive and consider the accounts and reports of the directors and auditors of the Company for the year ended 31 December 2008;
- (b) to consider, and if thought fit, pass the following resolutions as ordinary resolutions:

##### Resolution 1 – Re-appoint PricewaterhouseCoopers as auditors

To re-appoint PricewaterhouseCoopers as auditors of the Company and to authorise the directors to determine their remuneration.

##### Resolution 2 – Re-elect Stephen Ward

To re-elect Stephen Ward as a director of the Company.

##### Resolution 3 – Re-elect Sharon Beesley

To re-elect Sharon Beesley as a director of the Company.

Voting exclusion statement:

*MAL will disregard any vote cast on resolutions 2 and 3 by MGL and its subsidiaries including MAML, however need not disregard a vote if it is cast by a person as a proxy for a person who is entitled to vote, in accordance with the directions on the proxy form, or cast by the person chairing the meeting as a proxy for a person who is entitled to vote in accordance with a direction on the proxy form to vote as the proxy decides.*

- (c) to consider, and if thought fit, pass the following resolution as a special resolution:

##### Resolution 4 – Amendment of Bye-Laws

To amend the bye-laws of the Company by deleting bye-laws 56(a) and 56(g) and replacing them with the following new bye-laws:

##### 1. Bye-Law 56(a)

"Unless otherwise determined by the Company by Special Resolution, the number of Directors (not including Alternate Directors) shall be four."

##### 2. Bye-Law 56(g)

"Except for:

- (i) a person who is eligible for re-election under Bye-Law 56(f) or election under Bye-Law 56(i); or

- (ii) a person recommended for election by the Directors, a person is not eligible for election as a Director at a general meeting of the Company unless:
- (iii) a written consent to nomination signed by the person and a Shareholder has been lodged at the Registered Office at least 35 business days (as defined by the Australian Listing Rules) before the relevant general meeting; and
- (iv) the Board has determined prior to the relevant general meeting that the nominee (other than a person nominated under Bye-Laws 6(b) and 7(b)) meets the criteria, including in relation to independence, published by the Company in its corporate governance reporting from time to time."

Terms and expressions used in this Notice of Meeting have, unless otherwise defined, the same meanings set out in section 1 or section 2.

By Order Of The Board

C/- ISIS Fund Services Ltd  
Penboss Building  
2<sup>nd</sup> Floor, 50 Parliament Street  
Hamilton HM 12  
Bermuda



Anne Bennett-Smith  
Secretary  
22 April 2009



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### 3. Notices of Meeting (continued)

#### Notice Of Annual General Meeting

##### Macquarie Airports Trust (1) (ARSN 099 597 921)

Macquarie Airports Management Limited (ACN 075 295 760) ("Responsible Entity") gives notice that a meeting of the unitholders of Macquarie Airports Trust (1) (ARSN 099 597 921) ("MAT1") will be held on 21 May 2009 at 11.00am at the Grand Ballroom, Sheraton on the Park, 161 Elizabeth Street, Sydney to:

Consider, and if thought fit, pass the following resolution as an ordinary resolution:

##### Resolution 1 – Election of Max Moore-Wilton

To approve the re-election of Max Moore-Wilton as a director of MAML by its shareholder.

Consider, and if thought fit, pass the following resolution as a special resolution:

##### Resolution 2 – Amendment of MAT1 Constitution

To delete clause 21.4(q) of the MAT1 Constitution and replace it with the following:

"any costs and expenses associated with the board of directors of the Manager, including:

- (i) any fees paid or payable to the directors of the Manager which, together with any fees paid under the equivalent provision of the constitution of the Stapled Trust, must not exceed in aggregate \$700,000 per annum; and
- (ii) any expenses reimbursed to, or insurance premiums paid in respect of, the directors;"

Voting exclusion statement:

*The Responsible Entity will disregard any vote cast on both these resolutions by MGL, MAML or their associates, however need not disregard a vote if it is cast by a person as a proxy for a person who is entitled to vote, in accordance with the directions on the proxy form, or cast by the person chairing the meeting as a proxy for a person who is entitled to vote in accordance with a direction on the proxy form to vote as the proxy decides.*

Terms and expressions used in this Notice of Meeting have, unless otherwise defined, the same meanings set out in section 1 or section 2.

By Order of the Board of the Responsible Entity



Sally Webb  
Company Secretary  
22 April 2009

## Notice Of Annual General Meeting

### Macquarie Airports Trust (2) (ARSN 099 597 896)

Macquarie Airports Management Limited (ACN 075 295 760) ("Responsible Entity") gives notice that a meeting of the unitholders of Macquarie Airports Trust (2) (ARSN 099 597 896) ("MAT2") will be held on 21 May 2009 at 11.00am at the Grand Ballroom, Sheraton on the Park, 161 Elizabeth Street, Sydney to transact the following business:

Consider, and if thought fit, pass the following resolution as an ordinary resolution:

#### Resolution 1 – Election of Max Moore-Wilton

To approve the re-election of Max Moore-Wilton as a director of MAML by its shareholder.

Consider, and if thought fit, pass the following resolution as a special resolution:

#### Resolution 2 – Amendment of MAT2 Constitution

To delete clause 21.4(q) of the MAT2 Constitution and replace it with the following:

"any costs and expenses associated with the board of directors of the Manager, including:

- (i) any fees paid or payable to the directors of the Manager which, together with any fees paid under the equivalent provision of the constitution of the Stapled Trust, must not exceed in aggregate \$700,000 per annum; and
- (ii) any expenses reimbursed to, or insurance premiums paid in respect of, the directors;"

Voting exclusion statement:

*The Responsible Entity will disregard any vote cast on both these resolutions by MGL, MAML or their associates, however need not disregard a vote if it is cast by a person as a proxy for a person who is entitled to vote, in accordance with the directions on the proxy form, or cast by the person chairing the meeting as a proxy for a person who is entitled to vote in accordance with a direction on the proxy form to vote as the proxy decides.*

Terms and expressions used in this Notice of Meeting have, unless otherwise defined, the same meanings set out in section 1 or section 2.

By Order of the Board of the Responsible Entity



Sally Webb  
Company Secretary  
22 April 2009

## 4. Voting Information

### Voting

You can vote in either of two ways:

- attending the meetings and voting in person or, if you are a corporate member, by corporate representative voting for you; or
- appointing a proxy to attend and vote for you, using the enclosed voting and proxy form.

### Voting in person

If you plan to attend the meetings, we ask that you arrive at the meeting venue at least 30 minutes prior to the time designated for the meeting so that we may check your security holding against our register of members and note your attendance. The meetings will be held on Thursday 21 May 2009 at 11.00am at the Grand Ballroom, Sheraton on the Park, 161 Elizabeth Street, Sydney.

### Voting by corporate representative

If a corporate member plans to attend, it must appoint a person to act as its representative and the appointed person must bring appropriate written evidence of the appointment to the meeting signed under the corporation's common seal or in accordance with s127 of the Corporations Act 2001.

### Voting by proxy

If you do not intend to attend the meeting and are entitled to vote on the resolution, you may select a representative or the chairman of the meeting to act as your proxy to attend and vote for you. A representative must be a natural person, but otherwise can be any person you choose and need not be a member of MAp. Your proxy can be appointed in respect of some or all of your votes. If you are entitled to cast 2 or more votes at the meeting, you may appoint 2 proxies each to exercise a specified proportion of your voting rights. Proxy lodgement details are:

### Entitlement to vote

MAp has determined that for the purpose of voting at the meetings, MAp securities will be taken to be held by those persons recorded on the register as at 7.00pm Tuesday, 19 May 2009.

### Timing

For the appointment of a proxy to be effective, you must ensure that your proxy form (and a certified copy of the relevant authority under which it is signed) is received by the registry, Computershare Investor Services Pty Limited, by no later than **11.00am Tuesday, 19 May 2009**.

- by mail; or
- by facsimile; or
- by hand delivery.

### More information

If you have any questions, please contact MAp Investor Relations Team on 1800 181 895 or + 612 8232 9634 (if calling from outside Australia), Monday to Friday between 9.00am and 6.00pm.

By post:	Computershare Investor Services Pty Limited GPO Box 242 Melbourne Victoria 3001 Australia
By fax:	(within Australia) 1300 783 447 (outside Australia) +61 3 9415 2555
By hand:	Computershare Investor Services Pty Limited Level 3, 60 Carrington Street, Sydney NSW

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# Corporate Directory

## Responsible Entity for Macquarie Airports Trust (1) and Macquarie Airports Trust (2)

Macquarie Airports Management Limited (AFSL 236 875)  
Level 35, 135 King Street  
Sydney NSW 2000

### MAp Investor Relations

1800 181 895  
+ 612 8232 9634 (if calling from outside Australia)

### Directors of Responsible Entity

Max Moore-Wilton (Chairman)  
Trevor Gerber  
Bob Morris  
The Hon Michael Lee

### Macquarie Airports Limited

Penboss Building  
2nd Floor, 50 Parliament Street  
Hamilton HM 12  
Bermuda

### Directors of MAL

Jeffrey Conyers (Chairman)  
Sharon Beesley  
Stephen Ward  
Max Moore-Wilton

### Auditors

PricewaterhouseCoopers  
201 Sussex Street  
Sydney NSW 2000

### Lawyers

Allens Arthur Robinson  
Deutsche Bank Place  
Cnr Hunter & Phillip Streets  
Sydney NSW 2000

Cox Hallett Wilkinson  
Milner House  
18 Parliament Street  
Hamilton HM 12  
Bermuda

### Registry

Computershare Investor Services Pty Limited  
Level 3, 60 Carrington Street  
Sydney NSW 2000

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## Macquarie Airports

Macquarie Airports Management Limited (ABN 85 075 295 760) (AFSL 236875) as responsible entity for Macquarie Airports Trust (1) (ARSN 099 597 921) and Macquarie Airports Trust (2) (ARSN 099 597 896) Macquarie Airports Limited (ARBN 099 813 180)

## Lodge your vote:



### By Mail:

Computershare Investor Services Pty Limited  
GPO Box 242 Melbourne  
Victoria 3001 Australia

Alternatively you can fax your form to  
(within Australia) 1800 783 447  
(outside Australia) +61 3 9473 2555

### For all enquiries call:

(within Australia) 1800 102 368  
(outside Australia) +61 3 9415 4195

000001 000 MAP  
MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

## Proxy Form

For your vote to be effective it must be received by 11.00am Tuesday 19 May 2009

### How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

#### Appointment of Proxy

**Voting 100% of your holding:** Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote as they choose. If you mark more than one box on an item your vote will be invalid on that item.

**Voting a portion of your holding:** Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.

**Appointing a second proxy:** You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

**A proxy need not be a security holder of the Company.**

### Signing Instructions

**Individual:** Where the holding is in one name, the security holder must sign.

**Joint Holding:** Where the holding is in more than one name, all of the security holders should sign.

**Power of Attorney:** If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

**Companies:** Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held.

### Attending the Meeting

Bring this form to assist registration. If a representative of a corporate security holder or proxy is to attend the meeting you will need to provide the appropriate "Certificate of Appointment of Corporate Representative" prior to admission. A form of the certificate may be obtained from Computershare or online at [www.computershare.com](http://www.computershare.com).

**Comments & Questions:** If you have any comments or questions for the company, please write them on a separate sheet of paper and return with this form.

**Turn over to complete the form** →



View your security holder information, 24 hours a day, 7 days a week:

**[www.investorcentre.com](http://www.investorcentre.com)**

- Review your security holding
- Update your security holding

**Your secure access information is:**

**SRN/HIN: I9999999999**



**PLEASE NOTE:** For security reasons it is important that you keep your SRN/HIN confidential.

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MR SAM SAMPLE  
 FLAT 123  
 123 SAMPLE STREET  
 THE SAMPLE HILL  
 SAMPLE ESTATE  
 SAMPLEVILLE VIC 3030

**Change of address.** If incorrect, mark this box and make the correction in the space to the left. Security holders sponsored by a broker (reference number commences with 'X') should advise your broker of any changes.



I 9999999999 I ND

## Proxy Form

Please mark  to indicate your directions

### STEP 1 Appoint a Proxy to Vote on Your Behalf

XX

I/We being member/s of Macquarie Airports Trust (1), Macquarie Airports Trust (2) and Macquarie Airports Limited and entitled to attend and vote hereby appoint

the Chairman of the Meeting **OR**

**PLEASE NOTE:** Leave this box blank if you have selected the Chairman of the Meeting. Do not insert your own name(s).

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of each Meeting, as my/our proxy to act generally at each meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, as the proxy sees fit) at the Annual General Meeting of Macquarie Airports Limited and the General Meetings of Macquarie Airports Trust (1) and Macquarie Airports Trust (2) to be held at the Grand Ballroom, Sheraton on the Park, 161 Elizabeth Street, Sydney on Thursday, 21 May 2009 at 11.00am (Sydney time) and at any adjournment of these meetings.

**Important for MAT 1 and MAT 2 items 1 & 2 and MAL items 2 & 3:** If the chairman of the Meeting is your proxy and you have not directed him how to vote on MAT 1 and MAT 2 items 1 & 2 and MAL items 2 & 3 below, please mark the box in this section. By marking this box, you acknowledge that the chairman of the meeting may exercise your proxy even if he has an interest in the outcome of these items and that votes cast by him, other than as proxy holder, will be disregarded because of that interest. The chairman of the Meeting intends to vote undirected proxies in favour of each item. If you do not mark this box, and you have directed your proxy how to vote, the chairman of the meeting will not cast your vote on these items and your vote will not be counted in computing the required majority if a poll is called on each item.

I/We acknowledge that the chairman of the meeting may exercise my proxy even if he has an interest in the outcome of those items and that votes cast by him, other than as proxy holder, would be disregarded because of that interest.

### STEP 2 Items of Business

**PLEASE NOTE:** If you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a show of hands or a poll and your votes will not be counted in computing the required majority.

#### MAT 1

- 1 Re-elect Max Moore-Wilton as director
- 2 Constitution Amendment

For	Against	Abstain
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

#### MAT 2

- 1 Re-elect Max Moore-Wilton as director
- 2 Constitution Amendment

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

#### MAL

- 1 Re-appoint PwC as Auditors
- 2 Re-elect Stephen Ward as director
- 3 Re-elect Sharon Beesley as director
- 4 Amend bye-laws

<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.

### SIGN

**Signature of Security holder(s)** *This section must be completed.*

Individual or Security holder 1

Sole Director and Sole Company Secretary

Security holder 2

Director

Security holder 3

Director/Company Secretary

Contact Name \_\_\_\_\_

Contact Daytime Telephone \_\_\_\_\_

Date \_\_\_\_ / \_\_\_\_ / \_\_\_\_

For personal use only



## Macquarie Airports

Macquarie Airports Management Limited (ABN 85 075 295 760)  
(AFSL 236875) as responsible entity for Macquarie Airports Trust (1)  
(ARSN 099 597 921) and Macquarie Airports Trust (2) (ARSN 099 597 896)  
Macquarie Airports Limited (ARBN 099 813 180)

Computershare Investor Services Pty Limited  
GPO Box 2975  
Melbourne VIC 3001  
Within Australia 1300 855 080  
Outside Australia 61 3 9415 4000  
web.queries@computershare.com.au  
www.computershare.com

Fax Number: 03 9473 2500

000001 000 MAP  
MR SAM SAMPLE  
FLAT 123  
123 SAMPLE STREET  
THE SAMPLE HILL  
SAMPLE ESTATE  
SAMPLEVILLE VIC 3030

Dear Security holder,

We have been trying to contact you in connection with matters arising from your securityholding in Macquarie Airports. Unfortunately, our correspondence has been returned to us marked "Unknown at the current address". For security reasons we have flagged this against your security holding which will exclude you from future mailings, other than notice of meeting.

We value you as a security holder and request that you supply your current address so that we can keep you informed about our Company. Where the correspondence has been returned to us in error we request that you advise us of this so that we may correct our records.

You are requested to include the following;

- > Security Reference Number (SRN);
- > ASX trading code;
- > Name of company in which security is held;
- > Old address; and
- > New address.

Please ensure that the notification is signed by all holders and forwarded to our Share Registry at:

Computershare Investor Services Pty Limited  
GPO Box 2975  
Melbourne Victoria 3001  
Australia

Note: If your holding is sponsored within the CHESS environment you need to advise your sponsoring participant (in most cases this would be your broker) of your change of address so that your records with CHESS are also updated.

Yours sincerely

**Macquarie Airports**