



## ASX Release

27 May 2010

### **MAp 2010 ANNUAL GENERAL MEETING RESULTS**

MAp advises that at the Annual General Meeting of MAp Airports International Limited (MAIL) and the General Meetings of MAp Airports Trust 1 (MAT1) and MAp Airports Trust 2 (MAT2) held today, the following resolutions in the Notices of Meeting dated 27 April 2010 were passed on a poll in accordance with relevant legal requirements:

#### **MAp Airports International Limited**

MAIL Resolution 1 – Appoint KPMG as auditor

MAIL Resolution 2 – Re-elect Jeffrey Conyers as director

MAIL Resolution 3 – Amendment to the maximum annual aggregate remuneration payable to non-executive directors

#### **MAp Airports Trust 1**

MAT1 Resolution 1 – Constitution amendment

MAT1 Resolution 2 - Amendment to the maximum annual aggregate remuneration payable to non-executive directors

#### **MAp Airports Trust 2**

MAT2 Resolution 1 – Re-elect Trevor Gerber as director

MAT2 Resolution 2 – Re-elect John Roberts as director

MAT2 Resolution 3 – Elect Kerrie Mather as director

MAT2 Resolution 4 – Elect John Mullen as director

MAT2 Resolution 6 – Constitution amendment

MAT2 Resolution 7 – Amendment to the maximum annual aggregate remuneration payable to non-executive directors

Stephen Mayne's appointment to the MAp Airports Limited board was not carried (MAT2 Resolution 5).

Details of the proxies lodged and poll results are attached together with the full text of each resolution that was carried.

For further information, please contact:

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## **MAp Airports International Limited**

### **Resolution 1 – Appoint KPMG as auditors**

To appoint KPMG as auditor of the Company and to authorize the directors to determine its remuneration.

### **Resolution 2 – Re-elect Jeffrey Conyers**

To re-elect Jeffrey Conyers as a director of the Company.

### **Resolution 3 – Change to maximum aggregate annual remuneration of non-executive directors.**

To approve for the purposes of Bye-Law 60 (a) and ASX Listing Rule 10.17, and for all other purposes, effective from 16 October 2009, an increase to the maximum aggregate amount of fees payable to all non-executive directors of the Company to US\$240,000 per annum representing an increase of US\$100,000 per annum.

## **MAp Airports Trust 1**

### **Resolution 1 – Constitution Amendment**

That, for the purposes of section 601GC(1)(a) of the Corporations Act, and for all other purposes, clause 21.4(q)(1)(i) of the MAT1 constitution is deleted and replaced with the following:

“21.4(q)(1)(i) any fees paid or payable to the non-executive directors of the Manager as determined by Members in accordance with the ASX Listing Rules;”

### **Resolution 2 – Change to maximum aggregate annual remuneration of non-executive directors**

That, for the purposes of ASX Listing Rule 10.17, and for all other purposes, effective from 16 October 2009, approval is given to increase the maximum aggregate amount of fees payable to all non-executive directors of the Responsible Entity which together with any fees paid under the equivalent provision of the constitution of MAp Airports Trust 2 shall not exceed \$1.5 million per annum in aggregate, representing an increase of \$800,000 per annum.

## **MAp Airports Trust 2**

### **Resolution 1 – Re-election of Trevor Gerber**

To approve the re-election of Trevor Gerber as a director of MAp Airports Limited by its shareholder.

### **Resolution 2 – Re-election of John Roberts**

To approve the re-election of John Roberts as a director of MAp Airports Limited by its shareholder.

### **Resolution 3 – Election of Kerrie Mather**

Effective from 1 July 2010, to approve the election of Kerrie Mather as a director of MAp Airports Limited by its shareholder.

### **Resolution 4 – Election of John Mullen**

Effective from 1 July 2010, to approve the election of John Mullen as a director of MAp Airports Limited by its shareholder.

### **Resolution 6 – Constitution Amendment**

That, for the purposes of section 601GC(1)(a) of the Corporations Act, and for all other purposes, clause 21.4(q)(1)(i) of the MAT2 constitution is deleted and replaced with the following:

“21.4(q)(1)(i) any fees paid or payable to the non-executive directors of the Manager as determined by Members in accordance with the Listing Rules;”

### **Resolution 7 – Change to maximum aggregate annual remuneration of non-executive directors**

That, for the purposes of ASX Listing Rule 10.17, and for all other purposes, approval is given, effective from 16 October 2009, to increase the maximum aggregate amount of fees payable to all non-executive directors of the Responsible Entity which together with any fees paid under the equivalent provision of the constitution of MAp Airports Trust 1 shall not exceed \$1.5 million per annum in aggregate, representing an increase of \$800,000 per annum.

## MAp Annual General Meeting Results

Thursday 27 May 2010

As required by section 251AA(2) of the Corporations Act 2001 the following statistics are provided in respect of the/each resolution in the notices of meeting.

	Manner in which the security holder directed the proxy vote				Manner in which votes were cast in person and by proxy on a poll			
	Votes "for"	Votes "against"	Votes "discretionary"	Votes "abstain"	Votes "for"	Votes "against"	Votes "abstain"	Result
MAIL Resolution 1	1,341,747,584	676,734	6,418,595	1,786,049	1,349,662,201 99.95%	737,675 0.05%	1,775,964	Carried 99.95% approval
MAIL Resolution 2	1,271,481,491	71,367,607	6,592,584	1,197,290	1,279,588,383 94.71%	71,406,687 5.29%	1,184,675	Carried 94.71% approval
MAIL Resolution 3	1,282,837,103	56,729,405	4,024,677	4,275,754	1,287,183,206 95.76%	56,954,338 4.24%	4,341,542	Carried 95.76% approval
MAT1 Resolution 1 <sup>1</sup>	\$3,679,532,278	\$31,637,621	\$11,846,185	\$9,991,307	\$3,692,979,872 99.15%	\$31,818,239 0.85%	\$9,950,491	Carried 99.15% approval
MAT1 Resolution 2 <sup>1</sup>	\$3,129,517,015	\$580,049,562	\$11,688,547	\$12,186,590	\$3,142,281,532 84.40%	\$580,708,758 15.60%	\$12,183,765	Carried 84.4% approval
MAT2 Resolution 1 <sup>1</sup>	\$3,658,062,837	\$42,690,417	\$19,214,590	\$21,295,804	\$3,681,277,716 98.84%	\$43,294,122 1.16%	\$21,317,264	Carried 98.84% approval
MAT2 Resolution 2 <sup>1</sup>	\$2,390,229,997	\$1,279,792,001	\$18,484,872	\$61,578,942	\$2,412,557,812 65.33%	\$1,280,279,086 34.67%	\$61,842,477	Carried 65.33% approval
MAT2 Resolution 3 <sup>1</sup>	\$3,704,054,238	\$17,052,555	\$18,255,167	\$1,880,265	\$3,726,559,169 99.54%	\$17,058,923 0.46%	\$1,923,931	Carried 99.54% approval
MAT2 Resolution 4 <sup>1</sup>	\$3,702,515,412	\$14,426,456	\$18,606,215	\$5,694,142	\$3,724,921,354 99.61%	\$14,670,856 0.39%	\$5,752,265	Carried 99.61% approval
MAT2 Resolution 5 <sup>1</sup>	\$179,243,019	\$3,498,359,226	\$17,715,820	\$55,160,071	\$180,726,941 4.88%	\$3,519,089,427 95.12%	\$55,230,714	Not Carried 4.88% approval
MAT2 Resolution 6 <sup>1</sup>	\$3,678,277,604	\$32,041,917	\$11,475,567	\$10,532,554	\$3,691,307,094 99.14%	\$32,201,330 0.86%	\$10,561,960	Carried 99.14% approval
MAT2 Resolution 7 <sup>1</sup>	\$3,128,920,495	\$581,270,672	\$11,362,371	\$11,962,262	\$3,141,205,318 84.37%	\$581,878,981 15.63%	\$12,147,624	Carried 84.37% approval

<sup>1</sup>On a poll, each member of the scheme has 1 vote for each dollar of the value of the total interests they have in the scheme