



ASX Release

23 July 2010

AMENDMENTS TO MAT1 AND MAT2 CONSTITUTIONS

Please find attached copies of the supplemental deeds lodged with ASIC giving effect to a number of changes to the constitutions of MAp Airports Trust 1 (MAT1) and MAp Airports Trust 2 (MAT2).

These amendments were approved by MAp security holders at the Annual General Meeting held on 27 May 2010.

For further information, please contact:

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Supplemental Deed Poll

MAp Airports Limited

Amending the Constitution for MAp Airports Trust 1
(ARSN 099 597 921)

Allens Arthur Robinson
Deutsche Bank Place
Corner Hunter and Phillip Streets
Sydney NSW 2000
Tel 61 2 9230 4000
Fax 61 2 9230 5333
www.aar.com.au

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Date	23 July	2010
Parties		
1.	MAp AIRPORTS LIMITED (ACN 075 295 760) of Level 13, 20 Hunter Street, Sydney NSW 2000 as responsible entity of MAp Airports Trust 1 (ARSN 099 597 921) (the <i>Manager</i>).	
Recitals		
A	The Manager is the responsible entity of the trust known as MAp Airports Trust 1 (ARSN 099 597 921) (the <i>Trust</i>) constituted under a trust deed dated 13 July 2001 as amended from time to time (the <i>Constitution</i>).	
B	The Trust has been registered pursuant to section 601EB of the <i>Corporations Act 2001</i> (Cth) (the <i>Corporations Act</i>) by the Australian Securities and Investments Commission (<i>ASIC</i>) as a managed investment scheme.	
C	Under section 601GC(1)(a) of the <i>Corporations Act</i> , the <i>Constitution</i> may be amended by special resolution of the Members of the Trust.	
D	At a meeting of Members of the Trust on 27 May 2010, it was resolved by special resolution of the Members to amend the <i>Constitution</i> in the manner which has been set out in clause 2 of this Supplemental Deed Poll for convenience.	
E	Pursuant to section 601GC(2) of the <i>Corporations Act</i> , the modifications to the <i>Constitution</i> set out in this Supplemental Deed Poll cannot take effect until a copy has been lodged with ASIC.	

IT IS DECLARED as follows.

1. Definitions and Interpretation

1.1 Definitions

Unless otherwise defined in this Deed terms defined in the *Constitution* bear the same meaning when used in this Deed.

Effective Date means the date on which a copy of this Supplemental Deed Poll is lodged with ASIC pursuant to section 601GC(2) of the *Corporations Act*.

1.2 Interpretation

Clauses 30.1 and 30.2 of the *Constitution* apply to this Supplemental Deed Poll as if set out in this Supplemental Deed Poll.

1.3 Benefit of this Supplemental Deed Poll

This Supplemental Deed Poll is made by the Manager with the intent that the benefit of this Supplemental Deed Poll shall enure to the Members of the Trust jointly and severally.

2. Amendment of Constitution made by Members

With effect on and from the Effective Date, but not before, by deleting the words in clause 21.4(q)(i) and substituting the following words:

"any fees paid or payable to the non-executive directors of the Manager as determined by Members in accordance with the Listing Rules;"

3. Governing Law and Jurisdiction

This Deed shall be governed by the law of New South Wales and the Manager submits to the non-exclusive jurisdiction of its Courts.

4. No Resettlement

The Trustee confirms that it is not by this Supplemental Deed Poll intending to:

- (a) resettle or redeclare the Trust declared under the Constitution; or
- (b) cause the transfer, vesting or accruing of any property comprising the assets of the Trust in any person.

Supplemental Deed Poll

Allens Arthur Robinson 

EXECUTED and delivered as a Deed in Sydney.

Executed as a deed in accordance with
section 127 of the *Corporations Act 2001* by
MAp AIRPORTS LIMITED:



Director Signature

Michael Lee

Print Name



Director/Secretary Signature

SC Webb .

Print Name

Supplemental Deed Poll

MAp Airports Limited

Amending the Constitution for MAp Airports Trust 2
(ARSN 099 597 896)

Allens Arthur Robinson
Deutsche Bank Place
Corner Hunter and Phillip Streets
Sydney NSW 2000
Tel 61 2 9230 4000
Fax 61 2 9230 5333
www.aar.com.au

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4.	No Resettlement	2

Date	23 July 2010
Parties	
1.	MAp AIRPORTS LIMITED (ACN 075 295 760) of Level 13, 20 Hunter Street, Sydney NSW 2000 as responsible entity of MAp Airports Trust 2 (ARSN 099 597 896) (the <i>Manager</i>).
Recitals	
A	The Manager is the responsible entity of the trust known as MAp Airports Trust 2 (ARSN 099 597 896) (the <i>Trust</i>) constituted under a trust deed dated 13 February 2002 as amended from time to time (the <i>Constitution</i>).
B	The Trust has been registered pursuant to section 601EB of the <i>Corporations Act 2001</i> (Cth) (the <i>Corporations Act</i>) by the Australian Securities and Investments Commission (<i>ASIC</i>) as a managed investment scheme.
C	Under section 601GC(1)(a) of the Corporations Act, the Constitution may be amended by special resolution of the Members of the Trust.
D	At a meeting of Members of the Trust on 27 May 2010, it was resolved by special resolution to amend the Constitution in the manner which has been set out in clause 2 of this Supplemental Deed Poll for convenience.
E	Pursuant to section 601GC(2) of the Corporations Act, the modifications to the Constitution set out in this Supplemental Deed Poll cannot take effect until a copy has been lodged with ASIC.

IT IS DECLARED as follows.

1. Definitions and Interpretation

1.1 Definitions

Unless otherwise defined in this Deed terms defined in the Constitution bear the same meaning when used in this Deed.

Effective Date means the date on which a copy of this Supplemental Deed Poll is lodged with ASIC pursuant to section 601GC(2) of the Corporations Act.

1.2 Interpretation

Clauses 30.1 and 30.2 of the Constitution apply to this Supplemental Deed Poll as if set out in this Supplemental Deed Poll.

1.3 Benefit of this Supplemental Deed Poll

This Supplemental Deed Poll is made by the Manager with the intent that the benefit of this Supplemental Deed Poll shall enure to the Members of the Trust jointly and severally.

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This Deed shall be governed by the law of New South Wales and the Manager submits to the non-exclusive jurisdiction of its Courts.

4. No Resettlement

The Trustee confirms that it is not by this Supplemental Deed Poll intending to:

- (a) resettle or redeclare the Trust declared under the Constitution; or
- (b) cause the transfer, vesting or accruing of any property comprising the assets of the Trust in any person.

EXECUTED and delivered as a Deed in Sydney.

Supplemental Deed Poll

Executed as a deed in accordance with
section 127 of the *Corporations Act 2001* by
MAp AIRPORTS LIMITED:



Director Signature

M. Lee

Print Name



Director/Secretary Signature

SC Webb

Print Name