

NZ Airport NC Limited
c/- Bell Gully
Vero Centre
48 Shortland Street
Auckland
New Zealand

19 December 2007

The Directors
Auckland International Airport Limited
Jean Batten International Terminal
Auckland International Airport
Auckland
New Zealand

ABILITY TO SEEK COMPETING AMALGAMATION PROPOSALS

NZ Airport NC Limited (**NZ Airport**) is concerned about comments made by Auckland International Airport Limited (**AIAL**) on Monday that a condition in NZ Airport's partial takeover offer prevents AIAL from soliciting or considering competing amalgamation proposals during the term of the partial takeover offer. NZ Airport does not agree with that interpretation.

NZ Airport is aware, from AIAL's previous statements, that since NZ Airport issued its takeover notice on 16th November 2007 AIAL has, through its financial advisers, been seeking alternative offers for the company.

NZ Airport does not intend its takeover offer to limit in any way the AIAL Board's responsibility to actively seek alternative proposals, whatever form they may take, and strongly encourages you to take immediate steps to seek alternative proposals and ensure that AIAL shareholders are immediately made aware of any credible competing proposals during the term of the partial takeover offer.

Shareholders deserve nothing less than full effort on the part of the Board of AIAL in this endeavour to produce an alternative offer if one is available within the offer period of the NZ Airport partial offer.

For the avoidance of doubt, NZ Airport therefore advises that it does not object to AIAL actively seeking alternative amalgamation (or other) proposals during the period of NZ Airport's partial takeover offer.

If AIAL announces the details of any such alternative amalgamation or other proposal during the term of the partial takeover, NZ Airport will waive the condition in clause 5.1(g) of its takeover offer to the extent that the condition might otherwise be breached by such an announcement.

Yours faithfully,



Graeme Bevans
Director
NZ Airport NC Limited