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**招商局置地有限公司**  
**CHINA MERCHANTS LAND LIMITED**

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*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 978)**

**POLL RESULTS AT THE EXTRAORDINARY GENERAL MEETING  
HELD ON 29 JANUARY 2019**

The Board is pleased to announce that all the ordinary resolutions as set out in the notice of the EGM dated 10 January 2019 were duly passed at the EGM held on 29 January 2019.

Reference is made to the announcement made by China Merchants Land Limited (the “**Company**”) dated 17 December 2018 and the circular issued by the Company dated 10 January 2019 (the “**Circular**”) relating to the Amended and Restated Non-competition Deed. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

The Board is pleased to announce that, at the extraordinary general meeting of the Company held on 29 January 2019 (the “**EGM**”), the proposed ordinary resolutions as set out in the notice of the EGM were duly passed by the Shareholders by way of a poll. The poll results are as follows:

Ordinary Resolutions <sup>#</sup>		Number and % of votes	
		For	Against
1.	(a) <b>THAT</b> the amended and restated non-competition deed entered into between the Company and China Merchants Shekou Industrial Zone Holdings Co., Ltd. and the transactions contemplated thereby be and are hereby approved, confirmed and ratified; and	276,668,924 (100.00%)	0 (0.00%)

Ordinary Resolutions <sup>#</sup>		Number and % of votes	
		For	Against
1.	(b) <b>THAT</b> any director(s) of the Company be and is/are hereby authorised, for and on behalf of the Company, to enter into any agreement, deed or instrument and/or to execute and deliver all such documents and/or do all such acts on behalf of the Company as he/she may consider necessary, desirable or expedient for the purpose of, or in connection with the implementations and completion of the amended and restated non-competition deed and transactions contemplated thereunder.	276,668,924 (100.00%)	0 (0.00%)

*Note:* Rounded up to two decimal places

<sup>#</sup> as detailed in the Notice of EGM

As more than 50% of the votes were cast in favour of the resolutions, the resolutions set out above were duly passed as ordinary resolutions of the Company.

As at the date of the EGM, the number of issued shares of the Company was 4,905,257,860 shares, of which the total number of shares entitling the holders to attend and vote for or against the proposed resolutions at the EGM was 1,258,368,531 Shares. As at the date of the EGM, 3,646,889,329 Shares are directly held by Success Well Investments Limited (“**Success Well**”). Success Well is 20% and 80% owned by Good Ease Holdings Limited (“**Good Ease**”) and Eureka Investment Company Limited (“**Eureka**”) respectively. Good Ease was wholly-owned by Eureka, which was in turn wholly-owned by CMSK. CMG directly or indirectly owned 63.46% of CMSK, and also owned 1.07% of CMSK through a non wholly-owned subsidiary. Pursuant to the Listing Rules, CMSK and its associates, being interested in 3,646,889,329 Shares, representing approximately 74.35% of the issued share capital of the Company, were required to abstain and have abstained from voting on the resolutions at the EGM due to material interests in the Amended and Restated Non-Competition Deed and the transactions contemplated thereunder. There was no Share entitling any Shareholder to attend and vote only against any of the resolutions at the EGM. Save for CMSK and its associates which were required to abstain from voting at the EGM, there was no person who had stated his/her/its intention in the Circular to vote against any of the resolutions at the EGM or to abstain at the EGM.

The Company's branch share registrar in Hong Kong, Tricor Tengis Limited, acted as the scrutineer for the poll at the EGM.

On behalf of the Board  
**China Merchants Land Limited**  
**XU Yongjun**  
*Chairman*

Hong Kong, 29 January 2019

*As at the date of this announcement, the Board comprises Mr. XU Yongjun, Mr. HUANG Junlong and Ms. LIU Ning as non-executive Directors; Dr. SO Shu Fai, Mr. YU Zhiliang and Mr. WONG King Yuen as executive Directors and Dr. WONG Wing Kuen, Albert, Ms. CHEN Yanping, Dr. SHI Xinping and Mr. HE Qi as independent non-executive Directors.*