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CHINA MERCHANTS LAND LIMITED

招商局置地有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 978)

CLARIFICATION ANNOUNCEMENT

Reference is made to the form of proxy published on 21 March 2019 (the “**Original Proxy Form**”) of China Merchants Land Limited (the “**Company**”) for the annual general meeting (the “**AGM**”) to be held on 24 April 2019.

The Company would like to clarify an inadvertent typographical error contained in the Original Proxy Form as follows (with the change underlined for easy reference):

The resolution no. 2(b) in the Original Proxy Form in the Chinese version (the “**Original Proxy Form (Chinese)**”) should be “To re-elect Dr. SO Shu Fai, as an executive Director” instead of “To re-elect Dr. SO Shu Fai, as an independent non-executive Director”. The corresponding resolution in the original form of proxy in the English version (the “**Original Proxy Form (English)**”) is accurate.

For this reason, the revised form of proxy in the Chinese version (the “**Revised Proxy Form (Chinese)**”) for the AGM will be dispatched to the shareholders of the Company (the “**Shareholders**”) on 18 April 2019. The Revised Proxy Form (Chinese) will also be published on the website of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and on the website of the Company (<http://www.cmland.hk>) on 18 April 2019. There will be no revision in the Original Proxy Form (English).

The date, time and address for holding the AGM remain unchanged.

Shareholders who use the form of proxy in the English version must pay attention to the followings:

- (1) If Shareholders have completed and duly returned the Original Proxy Form (English), it will be deemed as the valid proxy form returned by the Shareholders. Under such circumstances, the Shareholders are not required to return any other form of proxy.
- (2) Shareholders who have not completed and returned the Original Proxy Form (English) and wish to attend the AGM by proxy are required to complete and return the Original Proxy Form (English), together with the power of attorney or other authority (if any) under which it is signed, or a certified copy thereof, to the Company's branch share registrar in Hong Kong, Tricor Tengis Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time fixed for holding the AGM or any adjournment thereof (as the case maybe).

Shareholders who use the form of proxy in the Chinese version must pay attention to the followings:

- (1) Shareholders who have completed and duly returned the Original Proxy Form (Chinese) must pay attention to the followings:
 - (i) If the Revised Proxy Form (Chinese) is not completed and duly returned, or if the Revised Proxy Form (Chinese) is returned later than 48 hours before the time appointed for holding the AGM or any adjournment thereof (as the case may be), and the Original Proxy Form (Chinese) has been correctly completed and returned, then the Original Proxy Form (Chinese) will be deemed as the valid proxy form returned by the Shareholder, save and except for the said resolutions no. 2(b). The proxy of the Shareholder will be entitled to vote in accordance with the instruction given by the Shareholder or at his/her/its discretion on the said resolution no. 2(b).

- (2) Shareholders are reminded that completion and delivery of the Original Proxy Form (Chinese) and/or the Revised Proxy Form (Chinese) will not prejudice the Shareholders from attending and voting at the AGM in person or at any adjournment thereof (as the case may be) should they so wish and, in such event, the Original Proxy Form (Chinese) and/or the Revised Proxy Form (Chinese) shall be deemed to be revoked.

On behalf of the Board
China Merchants Land Limited
Xu Yongjun
Chairman

Hong Kong, 18 April 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.