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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)

POLL RESULTS AT THE ANNUAL GENERAL MEETING HELD ON 24 APRIL 2019

POLL RESULTS

The board (the “**Board**”) of directors (the “**Directors**”) of China Merchants Land Limited (the “**Company**”) is pleased to announce that at the annual general meeting (the “**AGM**”) held on 24 April 2019, all the proposed resolutions as set out in the notice of the AGM were duly passed by way of a poll. The poll results are as follows:

Ordinary Resolutions[#]		Number and % of votes	
		For	Against
1.	To receive and adopt the audited consolidated financial statements and the reports of the Directors and auditor of the Company for the year ended 31 December 2018	3,840,506,396 (100%)	0 (0%)

Ordinary Resolutions [#]		Number and % of votes	
		For	Against
2.	(a) To re-elect Mr. XU Yongjun as a non-executive Director	3,679,555,078 (95.73%)	164,017,296 (4.27%)
	(b) To re-elect Dr. SO Shu Fai as an executive Director	3,835,720,374 (99.80%)	7,850,000 (0.20%)
	(c) To re-elect Mr. WONG King Yuen as an executive Director	3,841,884,374 (99.96%)	1,686,000 (0.04%)
	(d) To re-elect Dr. SHI Xinping as an independent non-executive Director	3,843,416,374 (99.99%)	156,000 (0.01%)
	(e) To authorise the Board of Directors to fix the Directors' remuneration	3,843,390,374 (100%)	0 (0%)
3.	To re-appoint Deloitte Touche Tohmatsu as auditor until the conclusion of the Company's next annual general meeting and authorise the board of Directors of the Company to fix their remuneration	3,843,572,374 (100%)	0 (0%)
4.	To approve granting the general mandate to the Directors to allot, issue and deal with the Company's shares	3,730,427,178 (97.06%)	113,143,196 (2.94%)
5.	To approve granting the general mandate to the Directors to repurchase the Company's shares	3,843,390,374 (100%)	0 (0%)
6.	To authorise the Directors to extend the general mandate to issue new shares by adding the number of shares repurchased	3,730,247,178 (97.05%)	113,323,196 (2.95%)

Note: Rounded up to two decimal places

[#] As detailed in the Notice of AGM

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

Special Resolutions [#]		Number and % of votes	
		For	Against
7.	(a) The declaration and payment of a final dividend of HK\$0.08 (equivalent to approximately RMB0.07) per ordinary share out of the share premium account of the Company (the “ Final Dividend ”) to shareholders of the Company whose names appear on the register of members of the Company on the record date fixed by the board of directors (the “ Board ”) for determining the entitlements to the Final Dividend be and is hereby approved; and	3,843,572,374 (100%)	0 (0%)
	(b) Any director of the Company be and is hereby authorised to take such action, do such things and execute such further documents as the director may at his absolute discretion consider necessary or desirable for the purpose of or in connection with the implementation of the payment of the Final Dividend.	3,843,542,374 (100%)	0 (0%)

Note: Rounded up to two decimal places

[#] As detailed in the Notice of AGM

As more than 75% of the votes were cast in favour of the resolutions, the resolutions set out above were duly passed as special resolutions of the Company.

As on the date of the AGM, the number of issued shares of the Company was 4,905,257,860 shares, representing the total number of shares entitling the holders to attend and vote for or against all the resolutions at the AGM. There were no shares entitling the holders to attend and vote only against the proposed resolutions at the AGM. No shareholder of the Company was required to abstain from voting on the resolutions at the AGM and none of the shareholders has stated their intention in the Company’s Circular dated 21 March 2019 to vote against or to abstain from voting on any of the resolutions at the AGM.

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

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

Hong Kong, 24 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.