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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 RESULT AT THE EXTRAORDINARY GENERAL MEETING
HELD ON 8 NOVEMBER 2019**

The Board is pleased to announce that all the ordinary resolution as set out in the notice of the EGM dated 21 October 2019 was duly passed at the EGM held on 8 November 2019.

Reference is made to the announcement made by China Merchants Land Limited (the “**Company**”) dated 21 October 2019 and the circular issued by the Company dated 21 October 2019 (the “**Circular**”) relating to the Re-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 8 November 2019 (the “**EGM**”), the proposed ordinary resolution as set out in the notice of the EGM was duly passed by the Shareholders by way of a poll. The poll result is as follows:

Ordinary Resolution		Number and % of votes	
		For	Against
1.	<p>THAT :</p> <p>(a) the re-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</p> <p>(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 re-amended and restated non-competition deed and transactions contemplated thereunder.</p>	<p>226,341,225 (100%)</p>	<p>0 (0%)</p>

As more than 50% of the votes were cast in favour of the resolution, the resolution set out above was duly passed as ordinary resolution 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 resolution 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 63.39% 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 resolution at the EGM due to material interests in the issue of Re-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 resolution 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 resolution 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, 8 November 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.