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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 28 JUNE 2024

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 28 June 2024, all the proposed resolutions as set out in the notice and supplemental 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 of the Company and its subsidiaries and the reports of the directors (the “ Directors ”) and auditors of the Company for the year ended 31 December 2023.	3,711,593,014 (99.96%)	1,318,880 (0.04%)

Ordinary Resolutions [#]		Number and % of votes	
		For	Against
2.	(a) To re-elect Mr. JIANG Tiefeng as a non-executive Director.	3,712,782,991 (99.99%)	128,903 (0.01%)
	(b) To re-elect Mr. HUANG Junlong as a non-executive Director.	3,712,698,991 (99.99%)	212,903 (0.01%)
	(c) To re-elect Dr. SO Shu Fai as an executive Director.	3,682,003,357 (99.17%)	30,908,537 (0.83%)
	(d) To re-elect Mr. WONG King Yuen as an executive Director.	3,712,911,894 (100.00%)	0 (0%)
	(e) To re-elect Mr. IP Man Ki Ryan as an independent non-executive Director.	3,712,911,894 (100.00%)	0 (0%)
	(f) To authorise the board of Directors (the “ Board ”) of the Company to fix the Directors’ remuneration.	3,712,911,894 (100.00%)	0 (0%)
3.	To appoint KPMG as the auditor of the Company in place of the retiring auditor, Messrs. Deloitte Touche Tohmatsu, to hold office until the conclusion of the next annual general meeting of the Company and to authorise the Board to fix the auditor's remuneration.	3,710,369,709 (100.00%)	0 (0%)
4.	(a) To approve granting the general mandate to the Directors to repurchase the Company’s shares.	3,712,911,894 (100.00%)	0 (0%)
	(b) To approve granting the general mandate to the Directors to allot, issue and deal with the Company’s shares.	3,682,003,357 (99.17%)	30,908,537 (0.83%)
	(c) To authorise the Directors to extend the general mandate to issue new shares by adding the number of shares repurchased.	3,682,003,357 (99.17%)	30,908,537 (0.83%)

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
5.	(a) THAT the declaration and payment of a final dividend of HK\$0.012 (equivalent to approximately RMB0.011) 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 for determining the entitlements to the Final Dividend be and is hereby approved; and	3,712,911,894 (100.00%)	0 (0%)
	(b) THAT any Director 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.	3,712,911,894 (100.00%)	0 (0%)

Special Resolutions [#]		Number and % of votes	
		For	Against
6.	(a) THAT the proposed amendments to the second amended and restated memorandum and articles of association of the Company (the “ Proposed Amendments ”), the details of which are set out in Appendix IIA of the circular of the Company dated 23 April 2024, be and are hereby approved;	3,712,911,894 (100.00%)	0 (0%)
	(b) THAT the third amended and restated memorandum and articles of association of the Company (the “ Third Amended and Restated Memorandum and Articles of Association ”) be and are hereby approved and adopted in substitution for and to the exclusion of the second amended and restated memorandum and articles of association of the Company with immediate effect; and	3,712,911,894 (100.00%)	0 (0%)
	(c) THAT any Director or company secretary of the Company be and is hereby authorised to do all such acts, deeds and things and execute all such documents and make all such arrangements that he/she shall, in his/her absolute discretion, deem necessary or expedient to give effect to the Proposed Amendments and the adoption of the Third Amended and Restated Memorandum and Articles of Association, including without limitation, attending to the necessary filings with the Registrar of Companies in Hong Kong and the Cayman Islands.	3,712,911,894 (100.00%)	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 at 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 abstain from voting in favour of the proposed resolutions at the AGM as set out in Rule 13.40 of the Listing Rules. 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 23 April 2024 and supplemental circular dated 13 June 2024 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.

Except for Mr. JIANG Tiefeng, Mr. WONG King Yuen, and Mr. IP Man Ki Ryan, all Directors attended the AGM in person or via telephone/video conference.

On behalf of the Board
China Merchants Land Limited
JIANG Tiefeng
Chairman

Hong Kong, 28 June 2024

As at the date of this announcement, the Board comprises Mr. JIANG Tiefeng, Mr. HUANG Junlong and Mr. LI Yao as non-executive Directors; Dr. SO Shu Fai, Mr. WONG King Yuen and Ms. CHEN Yan as executive Directors and Dr. WONG Wing Kuen, Albert, Ms. CHEN Yanping, Dr. SHI Xinping and Mr. IP Man Ki Ryan as independent non-executive Directors.