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**GLORY 国瑞**

**GUORUI PROPERTIES LIMITED**

**國瑞置業有限公司**

*(Incorporated in the Cayman Islands with limited liability  
under the name of “Glory Land Company Limited (国瑞置業有限公司)” and  
carrying on business in Hong Kong as “Guorui Properties Limited”)  
(Stock Code: 2329)*

## **POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON MAY 29, 2018**

At the annual general meeting of Guorui Properties Limited (the “**Company**”) held on May 29, 2018 (the “**AGM**”), voting on all the proposed resolutions as set out in the notice of the AGM dated April 25, 2018 and the supplemental notice of AGM dated May 10, 2018 was taken by poll.

As at the date of the AGM, the total number of issued shares of the Company was 4,444,417,986, which was the total number of shares entitling the holders to attend and vote for or against resolutions No. 1 to No. 7 proposed at the AGM; and the total number of shares entitling the holders to attend and vote for or against resolutions No.8 to No. 14 proposed at the AGM was 1,202,663,416. Chairman Zhang and his associates, holding an aggregate of 3,241,754,570 shares of the Company have abstained from voting on resolutions No. 8 to No. 14 at the AGM. Save as disclosed above, (i) no shareholder of the Company (the “**Shareholder**”) was required to abstain from voting on any resolution at the AGM; (ii) there was no share entitling the Shareholders to attend and vote only against the resolutions at the AGM; (iii) there was no restriction on the Shareholders to cast votes on any resolution at the AGM; and (iv) no person had indicated in relevant circulars any intention to vote against or to abstain from voting on the resolutions at the AGM.

The Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. The poll results in respect of the respective resolutions proposed at the AGM were as follows:

ORDINARY RESOLUTIONS		No. 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 and the auditors of the Company for the year ended December 31, 2017.	3,822,867,486 (100.000000%)	0 (0.000000%)
2.	To declare a final dividend of HK8.07 cents per Share.	3,822,867,485 (100.000000%)	0 (0.000000%)
3.	(A) To approve, each as a separate resolution, the re-election of the following retiring Directors:		
	(a) To re-elect Mr. Zhang Zhongsun as an executive Director;	3,820,146,135 (99.928814%)	2,721,350 (0.071186%)
	(b) To re-elect Ms. Ruan Wenjuan as an executive Director;	3,820,093,135 (99.927428%)	2,774,350 (0.072572%)
	(c) To re-elect Mr. Lai Siming as an independent non-executive Director.	3,822,719,485 (99.996129%)	148,000 (0.003871%)
	(B) To authorise the board of Directors to fix the directors' remuneration.	3,822,867,485 (100.000000%)	0 (0.000000%)
4.	To re-appoint Messers Deloitte Touche Tohmatsu as auditors of the Company and to authorise the board of Directors to fix their remuneration.	3,822,719,485 (99.996129%)	148,000 (0.003871%)
5.	To grant a general mandate to the Directors to allot, issue and deal with the unissued shares of HK\$0.001 each in the share capital of the Company, the aggregate number of which shall not exceed 20% of the aggregate number of the issued shares of the Company as at the date of passing this resolution.	3,803,905,198 (99.503977%)	18,962,287 (0.496023%)
6.	To grant a general mandate to the Directors to repurchase the Company's shares up to 10% of the number of issued shares of the Company as at the date of passing this resolution.	3,822,867,485 (100.000000%)	0 (0.000000%)

ORDINARY RESOLUTIONS		No. of Votes (%)	
		For	Against
7.	To add the number of the shares in the Company purchased by the Company under resolution no. 6 above to the general mandate granted to the Directors under resolution no. 5 above.	3,803,905,198 (99.503977%)	18,962,287 (0.496023%)
8.	To approve the capital contribution agreement among the Company (as the new investor through a designated subsidiary), Shantou Garden Group Co., Ltd.* (汕頭花園集團有限公司) (“ <b>Garden Group</b> ”), Beijing Guoxing Real Estate Limited* (北京國興地產有限公司), Chongqing Longsha Real Estate Development Co., Ltd.* (重慶龍廈房地產開發有限公司) (“ <b>Chongqing Longsha</b> ”) (as the existing shareholders) and Guangdong Hongtai Guotong Real Estate Co., Ltd.* (廣東宏泰國通地產有限公司) (“ <b>Guangdong Hongtai Guotong</b> ”) (as the target company), the transactions contemplated thereunder and the grant of authorisation to any one director of the Company with respect to the capital contribution agreement.	835,082,565 (100.000000%)	0 (0.000000%)
9.	To approve the capital contribution agreement among the Company (as the new investor through a designated subsidiary), Garden Group, Guangdong Hongtai Guotong (as the existing shareholders) and Guangdong Guosha Real Estate Co., Ltd.* (廣東國廈地產有限公司) (as the target company), the transactions contemplated thereunder and the grant of authorisation to any one director of the Company with respect to the capital contribution agreement.	835,082,565 (100.000000%)	0 (0.000000%)
10.	To approve the capital contribution agreement among the Company (as the new investor through a designated subsidiary), Garden Group, Tianjin Guoxing Real Estate Co., Ltd.* (天津國興地產有限公司) (as the existing shareholders) and Tianjin Tianfu Rongsheng Real Estate Development Co., Ltd.* (天津天富融盛房地產開發有限公司) (as the target company), the transactions contemplated thereunder and the grant of authorisation to any one director of the Company with respect to the capital contribution agreement.	835,082,565 (100.000000%)	0 (0.000000%)

ORDINARY RESOLUTIONS		No. of Votes (%)	
		For	Against
11.	To approve the capital contribution agreement among the Company (as the new investor through a designated subsidiary), Garden Group, Shantou Guosha Real Estate Co., Ltd.* (汕頭市國廈地產有限公司) (“ <b>Shantou Guosha</b> ”) (as the existing shareholders) and Sanya Jingheng Properties Co., Ltd.* (三亞景恒置業有限公司) (as the target company), the transactions contemplated thereunder and the grant of authorisation to any one director of the Company with respect to the capital contribution agreement.	835,082,565 (100.000000%)	0 (0.000000%)
12.	To approve the capital contribution agreement among the Company (as the new investor through a designated subsidiary), Garden Group, Shijiazhuang Guorui Real Estate Development Co., Ltd.* (石家莊國瑞房地產開發有限公司) (as the existing shareholders) and Handan Guoxia Real Estate Development Co., Ltd.* (邯鄲市國夏房地產開發有限公司) (as the target company), the transactions contemplated thereunder and the grant of authorisation to any one director of the Company with respect to the capital contribution agreement.	835,082,565 (100.000000%)	0 (0.000000%)
13.	To approve the capital contribution agreement among the Company (as the new investor through a designated subsidiary), Garden Group, Chongqing Longsha (as the existing shareholders) and Chongqing Guosha Real Estate Development Co., Ltd.* (重慶國廈房地產開發有限公司) (as the target company), the transactions contemplated thereunder and the grant of authorisation to any one director of the Company with respect to the capital contribution agreement.	835,082,565 (100.000000%)	0 (0.000000%)

ORDINARY RESOLUTIONS		No. of Votes (%)	
		For	Against
14.	To approve the capital contribution agreement among the Company (as the new investor through a designated subsidiary), Garden Group, Heshan Tengyue Real Estate Development Co., Ltd.* (鶴山市騰悅房地產開發有限公司) and Shantou Guosha (as the existing shareholders) and Jiangmen Yinghuiwan Real Estate Co., Ltd.* (江門映暉灣房地產有限公司) (as the target company), the transactions contemplated thereunder and the grant of authorisation to any one director of the Company with respect to the capital contribution agreement.	834,934,565 (100.000000%)	0 (0.000000%)

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

#### FINAL DIVIDEND FOR 2017

The Company will distribute the final dividend of HK8.07 cents per share for the year ended December 31, 2017 (the “**Dividend**”) to shareholders whose names appear on the register of members of the Company on June 5, 2018. The dividend warrants will be posted by ordinary mail to shareholders who are entitled to receive the Dividend at their own risk on or about June 20, 2018.

Shareholders of the Company may refer to the circulars of the Company dated April 25, 2018 and May 10, 2018 for details of the resolutions above proposed at the AGM. The circulars may be viewed and downloaded from the Company’s website at [www.glorypty.com](http://www.glorypty.com) or the designated website of The Stock Exchange of Hong Kong Limited at [www.hkexnews.hk](http://www.hkexnews.hk).

By Order of the Board  
**Guorui Properties Limited**  
**Zhang Zhangsun**  
*Chairman*

PRC, May 29, 2018

*As at the date of this announcement, the board of directors of the Company comprises Mr. Zhang Zhangsun, Mr. Ge Weiguang, Ms. Ruan Wenjuan and Ms. Zhang Jin, as executive directors and Mr. Luo Zhenbang, Mr. Lai Siming and Ms. Chen Jingru, as independent non-executive directors.*

\* *for identification purpose only.*