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PROPOSED CHANGE OF AUDITORS

The Board announces that Deloitte will retire as auditor of the Company upon expiration of its current term of office at the close of the 2015 AGM.

The Board has resolved to propose the appointment of SHINEWING as the new auditors of the Company to fill the vacancy immediately following the retirement of Deloitte and to hold office until the conclusion of the next annual general meeting of the Company, subject to the approval by Shareholders at the 2015 AGM.

The board of directors (the “**Board**”) of China Merchants Land Limited (the “**Company**”) announces that Deloitte Touche Tohmatsu, Certified Public Accountants (“**Deloitte**”) will retire as auditors of the Company at the forthcoming annual general meeting of the Company to be held on Thursday, 23 April 2015 (the “**2015 AGM**”) and will not offer themselves for re-appointment due to the Company’s requirement to align its appointment of auditors with that of its controlling shareholder.

The Board has resolved, with the recommendation from the audit committee of the Company, to propose the appointment of SHINEWING (HK) CPA Limited (“**SHINEWING**”) as the new auditors of the Company (the “**Proposed Appointment**”) to fill the vacancy immediately following the retirement of Deloitte and to hold office until the conclusion of the next annual general meeting of the Company, subject to approval by shareholders of the Company (the “**Shareholders**”) at the 2015 AGM.

The Board is of the view that the Proposed Appointment would align the audit arrangements between the Company and its controlling Shareholder with a view to enhancing the efficiency of the audit services which would be in the best interest of the Company as well as its Shareholders as a whole.

A circular containing, among other things, details of the Proposed Appointment together with the notice convening the 2015 AGM will be despatched to the Shareholders on or about 20 March 2015.

The Company has received a confirmation from Deloitte that there are no matters which Deloitte needs to bring to the attention of the shareholders of the Company in relation to the change of auditors of the Company. The Board has also confirmed that there is no disagreement between Deloitte and the Company, and there are no other matters in respect of the change of auditors that need to be brought to the attention of Shareholders.

The Board would like to take this opportunity to express its sincere gratitude to Deloitte for its professional and quality services rendered to the Company over the past years.

On behalf of the Board
He Jianya
Chairman

Hong Kong, 13 February 2015

As at the date of this announcement, the Board comprises Dr. So Shu Fai, Mr. Xian Yaoqiang, Mr. Liu Zhuogen and Mr. Yu Zhiliang as Executive Directors; Mr. He Jianya, Ms. Wu Zhenqin and Ms. Liu Ning as Non-executive Directors and Dr. Wong Wing Kuen, Albert, Ms. Chen Yanping, Dr. Shi Xinping and Mr. He Qi as Independent Non-executive Directors.