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FORTE 复地

復地（集團）股份有限公司

SHANGHAI FORTE LAND CO., LTD.*

(a sino-foreign joint stock limited company incorporated in the

People's Republic of China with limited liability)

(Stock Code: 02337)

ANNOUNCEMENT OF POLL RESULTS OF THE DOMESTIC SHARE CLASS MEETING

INTRODUCTION

References are made to the composite and response document (the “Composite Document”) of Shanghai Forte Land Co., Ltd. (the “Company”) and the notice of the class meeting of holders Domestic Shares (the “Domestic Share Class Meeting”) dated 25 February 2011.

Unless the context requires otherwise, terms defined in the Composite Document have the same meanings when used in this announcement.

RESULTS OF THE DOMESTIC SHARE CLASS MEETING

The board the Company is pleased to announce that the Domestic Share Class Meeting was duly held on 11 April 2011, during which the special resolutions proposed in relation to, among other things, the voluntary withdrawal of the listing of the H Shares from the Hong Kong Stock Exchange (the “Delisting Resolutions”) were duly passed by way of poll.

The Domestic Share Class Meeting was held at 10:30 a.m. (Hong Kong time) on 11 April 2011 at the conference room of the Company, Fuxing Business Building, 2 Fuxing Road East, Shanghai, the PRC. A poll was demanded by the Chairman of the Domestic Share Class Meeting for voting on the Delisting Resolutions. The poll results in respect of the Delisting Resolutions were as follows:

Special resolutions	Number of votes	
	For	Against
(1) To approve the voluntary withdrawal of the listing of the H Shares from the Hong Kong Stock Exchange; and	14,804,300 shares (100%) ^{Note 1}	0 shares (0%) ^{Note 1}
(2) To authorise any director of the Company to take such other action and execute such documents or deeds as he may consider necessary or desirable for the purpose of implementing the voluntary withdrawal.	14,804,300 shares (100%) ^{Note 1}	0 shares (0%) ^{Note 1}

* For identification purpose only

Notes:

1. Based on the total number of the votes attaching to the Domestic Shares held by the Domestic Shareholders cast in person or by proxy at the Domestic Share Class Meeting.

The holding of the Domestic Share Class Meeting was in compliance with the requirements of the Company Law of the PRC and the articles of association of the Company. The Domestic Share Class Meeting was chaired by Mr. Zhang Hua, chairman of the Company.

The aggregate number of issued Domestic Shares of the Company are 1,473,768,065 shares, among which, the holders of 14,804,300 Domestic Shares were entitled to attend and vote on the Delisting Resolutions at the Domestic Share Class Meeting.

There was no Domestic Share entitling the holder to attend and vote only against the Delisting Resolutions at the Domestic Share Class Meeting.

The number of Domestic Shares held by the Domestic Shareholders in attendance either in person or by proxy at the Domestic Share Class Meeting represented 14,804,300 Domestic Shares entitled to attend and vote on the Delisting Resolutions, or 100% of the total number of Domestic Shares entitled to attend and vote on the Delisting Resolutions.

Chen & Co. Law Firm, the Company's PRC's legal counsel, acted as the scrutineers for vote-taking at the Domestic Share Class Meeting and was responsible for reviewing the poll result at the Domestic Shares Class Meeting.

As such, the Delisting Resolutions were duly passed.

By Order of the Board
Shanghai Forte Land Co., Ltd.
Zhang Hua
Chairman

Shanghai, the PRC, 11 April 2011

The directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in this announcement relating to the Company, and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement, other than those expressed by the Offeror, have been arrived at after due and careful consideration and there are no facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

As at the date of this announcement, the executive directors of the Company are Mr. Fan Wei, Mr. Zhang Hua and Mr. Wang Zhe; the non-executive directors are Mr. Guo Guangchang, Mr. Feng Xiekun and Mr. Chen Qiyu; and the independent non-executive directors are Mr. Charles Nicholas Brooke, Mr. Chen Yingjie, Mr. Zhang Hongming and Ms. Wang Meijuan.