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CHINA OVERSEAS PROPERTY HOLDINGS LIMITED

中海物業集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2669)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 3 NOVEMBER 2022

The Board is pleased to announce that the resolutions as set out in the EGM Notice were put to the EGM for voting by poll and approved by the Independent Shareholders.

POLL RESULTS OF EXTRAORDINARY GENERAL MEETING

Reference is made to the circular (the “**Circular**”) and the notice of the extraordinary general meeting (the “**EGM Notice**”) of China Overseas Property Holdings Limited (the “**Company**”) both dated 12 October 2022. Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise defined herein.

The Board is pleased to announce that the resolutions as set out in the EGM Notice were put to the EGM for voting by poll and approved by the Independent Shareholders. All Directors attended the EGM via the e-Meeting System.

The Company’s Hong Kong branch share registrar, Tricor Investor Services Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

As at the date of the EGM, the total number of Shares of the Company in issue were 3,286,860,460. As indicated in the Circular, CSCEC and its associates, in aggregate, holding 2,011,041,060 Shares, representing approximately 61.18% of the issued share capital of the Company, of which 1,841,328,751 Shares are held by COHL and 169,712,309 Shares are held by Silver Lot Development Limited, a direct wholly-owned subsidiary of COHL, were required to abstain and have abstained from voting on all the resolutions proposed at the EGM. Save as disclosed above, there were no other Shareholder, who was entitled to attend the EGM, was required under the Listing Rules to abstain from voting at the EGM. Accordingly, the total number of Shares entitling the holders thereof to attend and vote for or against any of the resolutions proposed at the EGM was 1,275,819,400, representing approximately 38.82% of the issued share capital of the Company. Save as disclosed above, there was no Shareholder (a) was required to abstain from voting in favour of the resolutions proposed at the EGM as set out in Rule 13.40 of the Listing Rules; and (b) has stated his/her intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the EGM.

Set out below are the poll results in respect of the respective resolutions put to the vote at the EGM:

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
1.	<p>(A) (i) To approve, confirm and ratify the New COLI Framework Agreement (as defined in the circular of the Company dated 12 October 2022 (the “Circular”)) and the transactions contemplated thereunder and the implementation thereof;</p> <p>(ii) To approve the COLI Annual Caps (as defined in the Circular) for each of the financial years ending 31 December 2023, 31 December 2024 and 31 December 2025; and</p> <p>(B) To authorise any one director of the Company (or any two directors of the Company or one director and the secretary of the Company, in the case of execution of documents under seal) for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters contemplated in the New COLI Framework Agreement and the transactions contemplated thereunder and the implementation thereof including the affixing of seal thereon.</p>	463,888,597 (100.00%)	0 (0.00%)
2.	<p>(A) (i) To approve, confirm and ratify the New COGO Framework Agreement (as defined in the Circular) and the transactions contemplated thereunder and the implementation thereof;</p> <p>(ii) To approve the COGO Annual Caps (as defined in the Circular) for each of the financial years ending 31 December 2023, 31 December 2024 and 31 December 2025; and</p> <p>(B) To authorise any one director of the Company (or any two directors of the Company or one director and the secretary of the Company, in the case of execution of documents under seal) for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters contemplated in the New COGO Framework Agreement and the transactions contemplated thereunder and the implementation thereof including the affixing of seal thereon.</p>	463,888,597 (100.00%)	0 (0.00%)

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

By order of the Board
China Overseas Property Holdings Limited
Zhang Guiqing
Chairman and Executive Director

Hong Kong, 3 November 2022

As at the date of this announcement, the Board comprises nine Directors, there are four Executive Directors, namely Mr. Zhang Guiqing (Chairman), Dr. Yang Ou (Chief Executive Officer), Mr. Pang Jinying (Vice President) and Mr. Kam Yuk Fai (Chief Financial Officer); two Non-executive Directors, namely Mr. Ma Fujun and Mr. Guo Lei; and three are Independent Non-executive Directors, namely Mr. Yung, Wing Ki Samuel, Mr. So, Gregory Kam Leung and Mr. Lim, Wan Fung Bernard Vincent.