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Overseas Chinese Town (Asia) Holdings Limited

華僑城(亞洲)控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 03366)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 29 DECEMBER 2022

All Resolutions set out in the EGM Notice were duly passed on a poll at the EGM.

Reference is made to the notice (the “**EGM Notice**”) of the extraordinary general meeting (the “**EGM**”) of Overseas Chinese Town (Asia) Holdings Limited (the “**Company**”) and the circular of the Company (the “**Circular**”), both dated 12 December 2022. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

At the EGM held at 3/F., Jacaranda IBC, OCT Harbour, Baishi Road, Nanshan District, Shenzhen, the PRC on 29 December 2022, poll voting was adopted for the resolutions set out in the EGM Notice (the “**Resolutions**”) as required by the Listing Rules. All Resolutions were approved by the Shareholders at the EGM, and the poll results in respect of the Resolutions are as follows:

Ordinary Resolutions		Number of votes (approximate %)		Total votes
		For	Against	
1.	To approve, confirm and ratify the Huanchao Hefei Framework Agreement and the transactions contemplated thereunder.	38,626,770 (100.00%)	25 (0.00%)	38,626,795
2.	To approve, confirm and ratify the Huanchao EDZ Framework Agreement and the transactions contemplated thereunder.	38,626,770 (100.00%)	25 (0.00%)	38,626,795
3.	To approve, confirm and ratify the Airport Town Framework Agreement and the transactions contemplated thereunder.	38,626,770 (100.00%)	25 (0.00%)	38,626,795

Ordinary Resolutions		Number of votes (approximate %)		Total votes
		For	Against	
4.	To approve, confirm and ratify the Suhewan Framework Agreement and the transactions contemplated thereunder.	38,626,770 (100.00%)	25 (0.00%)	38,626,795

As more than half of the votes (including proxies) were cast in favour of each of the above Resolutions, each of them was duly passed as an ordinary resolution of the Company.

Notes:

- (a) Please refer to the EGM Notice for the full text of the Resolutions.
- (b) The total number of Shares in issue as at the date of the EGM: 748,366,000 Shares.
- (c) Pacific Climax Limited and its associates (who in aggregate hold 530,894,000 Shares, representing approximately 70.94% of the total issued shares of the Company, as of the date of this announcement) have abstained from voting on the Resolutions.

Save as the above, (i) there were no restrictions on the Shareholders to cast any votes on the Resolutions at the EGM; (ii) there were no Shares entitling the holders to attend and abstain from voting in favour at the EGM as set out in Rule 13.40 of the Listing Rules; (iii) no Shareholders were required to abstain from voting on the Resolutions at the EGM; and (iv) no Shareholders had stated their intention in the Circular to vote against or to abstain from voting on the Resolutions at the EGM.

The total number of Shares entitling the holders to attend and vote on a Resolution at the EGM: 217,472,000 Shares.

Computershare Hong Kong Investor Services Limited, the Company's Hong Kong branch share registrar, acted as the scrutineer for the vote taking at the EGM.

Ms. Xie Mei, Mr. Lin Kaihua, Mr. Wang Wenjin, Mr. Lam Sing Kwong Simon and Mr. Chu Wing Yiu attended the EGM, either in person or through electronic means.

By order of the Board
Overseas Chinese Town (Asia) Holdings Limited
Zhang Dafan
Chairman

Hong Kong, 29 December 2022

As at the date of this announcement, the Board comprises seven Directors, including three executive Directors namely Mr. Zhang Dafan, Ms. Xie Mei and Mr. Lin Kaihua, one non-executive Director namely Mr. Wang Wenjin and three independent non-executive Directors namely Ms. Wong Wai Ling, Mr. Lam Sing Kwong Simon and Mr. Chu Wing Yiu.