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中海物業

CHINA OVERSEAS PROPERTY

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
ANNUAL GENERAL MEETING HELD ON 20 JUNE 2023**

The Board is pleased to announce that the resolutions as set out in the AGM Notice were put to the AGM for voting by poll and approved by the Shareholders including, inter alia, the proposal of the payment of a final dividend and adoption of the New Articles.

POLL RESULTS OF ANNUAL GENERAL MEETING

Reference is made to the circular (the “**Circular**”) and the notice of the annual general meeting (the “**AGM Notice**”) of China Overseas Property Holdings Limited (the “**Company**”) both dated 26 April 2023. 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 AGM Notice were put to the AGM for voting by poll and approved by the Shareholders, including, inter alia, the proposal of the payment of a final dividend for the year ended 31 December 2022 of HK8.0 cents per Share and the adoption of the New Articles. All Directors attended the AGM either in person or by electronic means.

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

As at the date of the AGM, the total number of Shares in issue were 3,286,860,460, representing the total number of Shares entitling the holders thereof to attend and vote for or against any of the resolutions proposed at the AGM. There was no Shareholder, who was entitled to attend the AGM, was required under the Listing Rules to abstain from voting at the AGM. There was no Shareholder (a) was required to abstain from voting in favour of the resolutions proposed at the AGM 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 AGM.

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

ORDINARY RESOLUTIONS		Number of Votes (%)	
		For	Against
1.	To receive and adopt the audited financial statements of the Company and the reports of the Directors and independent auditor for the year ended 31 December 2022.	1,985,251,799 (99.9806%)	385,000 (0.0194%)
2.	To approve the declaration of a final dividend for the year ended 31 December 2022 of HK8.0 cents per Share.	1,985,645,262 (100.0000%)	0 (0.0000%)
3.	(A) To re-elect Mr. Zhang Guiqing as an executive Director;	1,807,458,859 (91.0263%)	178,186,403 (8.9737%)
	(B) To re-elect Mr. Xiao Junqiang as an executive Director;	1,979,589,929 (99.6950%)	6,055,333 (0.3050%)
	(C) To re-elect Mr. Yung, Wing Ki Samuel as an independent non-executive Director;	1,951,705,848 (98.2908%)	33,939,414 (1.7092%)
	(D) To re-elect Mr. Lim, Wan Fung Bernard Vincent as an independent non-executive Director.	1,951,712,496 (98.2911%)	33,932,766 (1.7089%)
4.	To authorize the Board to fix the remuneration of Directors.	1,985,638,002 (99.9996%)	7,260 (0.0004%)
5.	To re-appoint Ernst & Young as auditor of the Company and to authorize the Board to fix its remuneration.	1,985,645,262 (100.0000%)	0 (0.0000%)
6.	To grant a general mandate to the Directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the number of the shares of the Company in issue.	1,691,014,148 (85.1628%)	294,611,557 (14.8372%)
7.	To grant a general mandate to the Directors to buy-back shares of the Company not exceeding 10% of the number of the shares of the Company in issue.	1,985,574,261 (99.9964%)	71,001 (0.0036%)
8.	To extend the general mandate granted to the Directors to issue, allot and deal with additional shares of an amount not exceeding the number of shares bought-back by the Company.	1,694,311,705 (85.3280%)	291,333,557 (14.6720%)
SPECIAL RESOLUTION		Number of Votes (%)	
		For	Against
9.	To amend the Amended and Restated Articles and to adopt the New Articles.	1,985,505,127 (99.9939%)	120,333 (0.0061%)

As more than 50% of the votes were cast in favour of each of the resolutions no. 1 to no. 8, resolutions no. 1 to no. 8 were duly passed as ordinary resolutions of the Company. As more than 75% of the votes were cast in favour of the resolution no. 9, resolution no. 9 was duly passed as special resolution of the Company.

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

Hong Kong, 20 June 2023

As at the date of this announcement, the Board comprises nine Directors, there are four Executive Directors, namely Mr. Zhang Guiqing (Chairman), Mr. Xiao Junqiang (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.