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MODERN LAND (CHINA) CO., LIMITED

當代置業(中國)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1107)

**POLL RESULTS OF ANNUAL GENERAL MEETING AND
EXTRAORDINARY GENERAL MEETING
HELD ON 29 NOVEMBER 2023**

References are made to (1) the notice of the AGM (the “**AGM Notice**”) and the circular (the “**AGM Circular**”) of Modern Land (China) Co., Limited (the “**Company**”) both dated 31 October 2023 relating to the resolutions proposed at the AGM; and (2) the notice of the EGM (the “**EGM Notice**”) and the circular (the “**EGM Circular**”) of the Company both dated 31 October 2023 relating to the resolutions proposed at the EGM. Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the AGM Circular and/or the EGM Circular.

POLL RESULTS OF THE AGM

The Board hereby announces that at the AGM held on 29 November 2023, all resolutions proposed at the AGM (the “**AGM Resolutions**”) as set out in the AGM Notice were duly passed by the Shareholders by way of poll. The poll results of the AGM are as follows:

Ordinary Resolutions		Number of votes cast and approximate percentage of total number of votes cast	
		For	Against
1.	To consider and adopt the audited consolidated financial statements and the reports of the Directors and the independent auditors for the financial year ended 31 December 2021.	2,299,405,493 (99.99%)	136,159 (0.01%)

Ordinary Resolutions		Number of votes cast and approximate percentage of total number of votes cast	
		For	Against
2.	To consider and adopt the audited consolidated financial statements and the reports of the Directors and the independent auditors for the financial year ended 31 December 2022.	2,299,405,493 (99.99%)	136,159 (0.01%)
3.	(A) To re-elect Mr. Zhang Peng as an executive Director.	2,299,401,493 (99.99%)	140,159 (0.01%)
	(B) To re-elect Mr. Zhang Lei as an executive Director.	2,299,267,493 (99.99%)	274,159 (0.01%)
	(C) To re-elect Mr. Chen Yin as an executive Director.	2,299,401,493 (99.99%)	140,159 (0.01%)
	(D) To re-elect Mr. Tang Lunfei as a non-executive Director.	2,299,267,493 (99.99%)	274,159 (0.01%)
	(E) To authorise the Board to fix the remuneration of the respective Directors.	2,299,539,493 (99.99%)	2,159 (0.01%)
4.	To re-appoint KPMG as the Company's auditors to hold office until the conclusion of the next annual general meeting of the Company and authorise the Board to fix their remuneration.	2,299,539,493 (99.99%)	2,159 (0.01%)
5.	(A) To grant a general mandate to the Directors to allot, issue and deal with new Shares.	2,298,318,821 (99.95%)	1,222,831 (0.05%)
	(B) To grant a general mandate to the Directors to repurchase Shares.	2,299,539,493 (99.99%)	2,159 (0.01%)
	(C) To extend the general mandate granted to the Directors to issue Shares.	2,298,318,821 (99.95%)	1,222,831 (0.05%)
6.	To consider, ratify and confirm the failure to hold the 2022 annual general meeting of the Company in accordance with the Memorandum of Association and the Articles of Association and the Listing Rules (and non-compliances resulted therefrom) and to effect the matters required by the Memorandum of Association and the Articles of Association at such annual general meeting (including but not limited to the rotation of the Directors and the appointment of auditors).	2,299,539,493 (99.99%)	2,159 (0.01%)
Special Resolution		For	Against
7.	To approve the Proposed Amendments to the Existing Memorandum and Articles of association and adopt the New Memorandum and Articles of Association.	2,299,405,493 (99.99%)	136,159 (0.01%)

As more than 50% of the votes were cast in favour of the ordinary resolutions numbered 1 to 6 at the AGM, all such resolutions were duly passed as ordinary resolutions of the Company. As more than 75% of the votes were cast in favour of the special resolution numbered 7, such resolution was duly passed as a special resolution of the Company.

As at the date of the AGM, the total number of issued Shares was 2,794,994,650, which was the total number of Shares entitling the Shareholders to attend and vote for or against the AGM Resolutions at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the AGM Resolutions at the AGM pursuant to Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting on the AGM Resolutions nor has indicated in the AGM Circular his/her/its intention to abstain from voting on or voting against any of the AGM Resolutions at the AGM.

POLL RESULTS OF THE EGM

The Board hereby announces that at the EGM held on 29 November 2023, all resolutions proposed at the EGM (the “**EGM Resolutions**”) as set out in the EGM Notice were duly passed by the Shareholders by way of poll. The poll results of the EGM are as follows:

Ordinary Resolutions		Number of votes cast and approximate percentage of total number of votes cast	
		For	Against
1.	To generally and unconditionally approve, confirm and ratify the continuing connected transactions contemplated under the Renewed Master Property Management Agreement entered into between the Company and First Service on 17 November 2022 and the proposed annual caps in relation thereto and to authorize the Directors acting together or by committee, or any Director acting individually, to do all such further acts and things and execute such further documents and take all such steps which in his/her opinion may be necessary, desirable or expedient to implement and/or give effect to the terms of such continuing connected transactions.	472,245,292 (99.99%)	3,090 (0.01%)

Ordinary Resolutions		Number of votes cast and approximate percentage of total number of votes cast	
		For	Against
2.	To generally and unconditionally approve, confirm and ratify the continuing connected transactions contemplated under the Renewed Master Contracting Services Agreement entered into between the Company and First Moma Renju Construction on 17 November 2022 and the proposed annual caps in relation thereto and to authorize the Directors acting together or by committee, or any Director acting individually, to do all such further acts and things and execute such further documents and take all such steps which in his/her opinion may be necessary, desirable or expedient to implement and/or give effect to the terms of such continuing connected transactions.	472,245,292 (99.99%)	3,090 (0.01%)
3.	To generally and unconditionally approve, confirm and ratify the continuing connected transactions contemplated under the Renewed Master Elevator Services Agreement entered into between the Company and First Moma Asset on 17 November 2022 and the proposed annual caps in relation thereto and to authorize the Directors acting together or by committee, or any Director acting individually, to do all such further acts and things and execute such further documents and take all such steps which in his/her opinion may be necessary, desirable or expedient to implement and/or give effect to the terms of such continuing connected transactions.	2,293,556,322 (99.99%)	3,090 (0.01%)

As more than 50% of the votes were cast in favour of the ordinary resolutions numbered 1 to 3 at the EGM, all such resolutions were duly passed as ordinary resolutions of the Company.

As at the date of the EGM, the total number of issued Shares was 2,794,994,650 Shares. Mr. Zhang Peng, the chairman of the Board, the president of the Company and an executive Director, holds 99.9% of First Moma Asset, the counter-party to the Renewed Master Elevator Services Agreement under resolution numbered 3. As such, Mr. Zhang Peng and his associates, who hold an aggregate of 14,489,240 Shares as at the date of this announcement, abstained from voting on resolution numbered 3 at the EGM. The number of Shares entitling the Shareholders to attend and vote for or against resolution numbered 3 at the EGM was therefore 2,780,505,410 Shares. Mr. Zhang Lei, an executive Director and a controlling Shareholder, holds approximately 33.49% of the number of issued shares of First Service,

the counter-party to the Renewed Master Property Management Agreement under resolution numbered 1, while First Service wholly-owns First Moma Renju Construction, the counter-party to the Renewed Master Contracting Services Agreement under resolution numbered 2. As such, Mr. Zhang Lei and his associates, who hold an aggregate of 1,839,021,160 Shares as at the date of this announcement, abstained from voting on resolution numbered 1 and 2 at the EGM. The number of Shares entitling the Shareholders to attend and vote for or against each of resolution numbered 1 and 2 at the EGM was therefore 955,973,490 Shares.

Save as disclosed above, there was no Shares entitling the other Shareholders to attend and abstain from voting in favour of the EGM Resolutions pursuant to Rule 13.40 of the Listing Rules. Also, save as disclosed above, no Shareholder was required under the Listing Rules to abstain from voting on the EGM Resolutions nor has indicated in the EGM Circular his/her/its intention to abstain from voting on or voting against any of the EGM Resolutions at the EGM.

SCRUTINEER FOR BOTH AGM AND EGM

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

ATTENDANCE OF DIRECTORS AT AGM AND EGM

All Directors attended the AGM and the EGM in person or by electronic means.

By order of the Board
Modern Land (China) Co., Limited
Zhang Peng
Chairman, President and Executive Director

Hong Kong, 29 November 2023

As at the date of this announcement, the Board comprises eight Directors, namely executive Directors: Mr. Zhang Peng, Mr. Zhang Lei and Mr. Chen Yin; non-executive Directors: Mr. Tang Lunfei and Mr. Zeng Qiang; and independent non-executive Directors: Mr. Cui Jian, Mr. Hui Chun Ho, Eric and Mr. Gao Zhikai.