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Gemdale Properties and Investment Corporation Limited
金地商置集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 535)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
AND
CHANGE OF EXECUTIVE DIRECTORS**

The board of directors (the “**Board**”) of the Company announces that:

1. all proposed resolutions as set out in the notice of the AGM dated 29 May 2025 were duly passed by the shareholders of the Company by way of poll;
2. Mr. Ling Ke retired as an executive Director with effect from the conclusion of the AGM; and
3. Mr. Li Ronghui was elected as an executive Director with effect from the conclusion of the AGM.

POLL RESULTS OF THE ANNUAL GENERAL MEETING

At the annual general meeting of Gemdale Properties and Investment Corporation Limited (the “**Company**”) held on 25 June 2025 (“**AGM**”), all proposed resolutions as set out in the notice of the AGM dated 29 May 2025 (“**Notice of AGM**”) were duly passed by the shareholders of the Company by way of poll.

The independent non-executive Directors, namely Mr. Hui Chiu Chung, Mr. Chiang Sheung Yee, Anthony and Mr. Xia Xinping attended the AGM. The other directors were unable to attend the AGM due to their other business commitments.

As at the date of the AGM, a total of 16,613,686,827 shares of the Company were in issue and entitled the holders of which to attend and vote at the AGM. No shareholder was required to abstain from voting for any of the resolutions at the AGM. No shareholder was entitled to attend and abstain from voting in favour of the resolutions at the AGM pursuant to Rule 13.40 of the Listing Rules.

The Company's branch share registrar, Tricor Investor Services Limited, was appointed as the scrutineer for the vote-taking at the AGM. The poll results are set out as follows:

| Ordinary Resolutions | | Number of votes (%) | |
|----------------------|--|---------------------------|------------------------|
| | | For | Against |
| 1. | To receive and consider the audited consolidated financial statements and the reports of the directors and auditors for the year ended 31 December 2024. | 7,676,285,212 (99.97%) | 2,218,880 (0.03%) |
| 2. | To re-elect Mr. Chiang Sheung Yee, Anthony as an independent non-executive director of the Company. | 7,617,523,214 (99.21%) | 60,980,878 (0.79%) |
| 3. | To re-elect Mr. Xia Xiping as an independent non-executive director of the Company. | 7,676,031,385 (99.97%) | 2,472,707 (0.03%) |
| 4. | To elect Mr. Li Ronghui as an executive director of the Company. | 7,672,633,813 (99.92%) | 5,870,279 (0.08%) |
| 5. | To authorise the board of directors of the Company to fix the directors' remuneration. | 7,675,531,991 (99.96%) | 2,972,101 (0.04%) |
| 6. | To re-appoint the auditors and to authorise the board of directors of the Company to fix their remuneration. | 7,676,498,419 (99.97%) | 2,005,673 (0.03%) |
| 7. | To grant a general mandate to the directors to repurchase shares. | 7,678,503,991 (99.99%) | 101 (0.01%) |
| 8. | To grant a general mandate to the directors to allot and issue new shares. | 7,532,568,062 (98.10%) | 145,936,030 (1.90%) |

Full text of the above resolutions was set out in the Notice of AGM.

As a majority of the votes were cast in favour of each of the above ordinary resolutions numbered 1 to 8, all resolutions were duly passed as ordinary resolutions.

CHANGE OF EXECUTIVE DIRECTORS

Reference is made to the announcement of the Company dated 22 May 2025 (the "Announcement") and the circular of the Company dated 29 May 2025. Mr. Ling Ke ("Mr. Ling") retired as an executive Director with effect from the conclusion of the AGM by reason of retirement by rotation under the Bye-laws of the Company. Mr. Ling has confirmed that he has no disagreement with the Board and there is no matter relating to his retirement that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited and the shareholders of the Company.

The Board is pleased to announce that Mr. Li Ronghui ("Mr. Li") was elected as an executive Director by the Shareholders at the AGM with effect from the conclusion of the AGM. Please refer to the Announcement for his biographical details.

The Board would like to express its sincere gratitude to Mr. Ling for his invaluable contribution to the Company during his tenure of directorship and extend its warmest welcome to Mr. Li.

By Order of the Board
Gemdale Properties and Investment Corporation Limited
Xu Jiajun
Executive Director

Hong Kong, 25 June 2025

As at the date of this announcement, the Board comprises four executive Directors, namely Mr. Huang Juncan, Mr. Xu Jiajun, Mr. Li Ronghui and Mr. Wei Chuanjun; two non-executive Directors namely Mr. Loh Lian Huat and Ms. Zhang Feiyun and three independent non-executive Directors, namely Mr. Hui Chiu Chung, Mr. Chiang Sheung Yee, Anthony and Mr. Xia Xiping.

** For identification purpose only*