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中國海外發展有限公司

CHINA OVERSEAS LAND & INVESTMENT LTD.

(incorporated in Hong Kong with limited liability)

(Stock Code: 688)

Poll Results of the Annual General Meeting held on 26 June 2020

The Board is pleased to announce that all the resolutions as set out in the AGM Notice were duly passed by the shareholders of the Company by way of poll at the AGM held on 26 June 2020.

The board of directors (the “**Board**”) of China Overseas Land & Investment Limited (the “**Company**”) is pleased to announce that all the resolutions as set out in the notice of annual general meeting (the “**AGM**”) dated 29 April 2020 (the “**AGM Notice**”) were duly passed by shareholders of the Company by way of poll as demanded by the Chairman at the AGM held on 26 June 2020, and the results are as follows:-

Ordinary Resolutions	Number of votes cast (percentage of total number of votes cast)		Total number of votes cast
	For	Against	
1. To receive and adopt the audited financial statements, the report of Directors and the independent auditor’s report for the year ended 31 December 2019.	10,101,351,009 (99.97%)	3,227,520 (0.03%)	10,104,578,529 (100%)

Ordinary Resolutions		Number of votes cast (percentage of total number of votes cast)		Total number of votes cast
		For	Against	
2.	To approve the declaration of a final dividend for the year ended 31 December 2019 of HK57 cents per Share.	10,110,880,249 (99.99%)	20 (0.01%)	10,110,880,269 (100%)
3.	(a) To re-elect Mr. Zhang Zhichao as Director.	10,033,025,992 (99.23%)	77,854,277 (0.77%)	10,110,880,269 (100%)
	(b) To re-elect Mr. Zhuang Yong as Director.	8,877,662,283 (89.16%)	1,079,558,114 (10.84%)	9,957,220,397 (100%)
	(c) To re-elect Mr. Guo Guanghui as Director.	9,023,620,314 (90.62%)	933,600,083 (9.38%)	9,957,220,397 (100%)
	(d) To re-elect Dr. Fan Hsu Lai Tai, Rita as Director.	9,521,696,156 (94.17%)	589,184,113 (5.83%)	10,110,880,269 (100%)
	(e) To re-elect Mr. Li Man Bun, Brian David as Director.	7,697,703,067 (85.60%)	1,295,224,953 (14.40%)	8,992,928,020 (100%)
4.	To authorise the Board to fix the remuneration of the Directors.	10,010,434,825 (99.02%)	99,406,444 (0.98%)	10,109,841,269 (100%)

Ordinary Resolutions		Number of votes cast (percentage of total number of votes cast)		Total number of votes cast
		For	Against	
5.	To appoint Ernst & Young as the auditor of the Company to hold office until the conclusion of the next annual general meeting and to authorise the Board to fix their remuneration.	10,077,727,110 (99.67%)	33,153,159 (0.33%)	10,110,880,269 (100%)
6.	To approve the granting to the Directors the general and unconditional mandate to buy back Shares up to 10% of the number of Shares in issue.	10,088,264,931 (99.78%)	22,136,338 (0.22%)	10,110,401,269 (100%)
7.	To approve the granting to the Directors the general and unconditional mandate to allot, issue and deal with new Shares not exceeding 20% of the number of Shares.	7,916,772,219 (78.34%)	2,188,353,050 (21.66%)	10,105,125,269 (100%)
8.	To approve the extension of the authority granted to the Directors by resolution 7 above by adding the number of Shares bought back pursuant to the authority granted to the Directors by resolution 6 above.	7,927,452,219 (78.41%)	2,183,428,050 (21.59%)	10,110,880,269 (100%)

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

Notes:

1. The full text of Resolutions 6, 7 and 8 are set out in the AGM Notice.
2. As at the date of the AGM, the number of issued shares of the Company was 10,956,201,535 shares, which was the total number of shares entitling the holders to attend and vote on the resolutions at the AGM.
3. No shareholders were required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited to abstain from voting on any of the resolutions at the AGM.
4. The Company's registrar and transfer office, Tricor Standard Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

By Order of the Board
China Overseas Land & Investment Limited
Yan Jianguo
Chairman and Executive Director

Hong Kong, 26 June 2020

As at the date of this announcement, Mr. Yan Jianguo (Chairman), Mr. Luo Liang (Vice Chairman), Mr. Zhang Zhichao (Chief Executive Officer) and Mr. Guo Guanghui are the executive directors; Mr. Zhuang Yong (Vice Chairman) and Mr. Chang Ying are the non-executive directors; and Mr. Lam Kwong Siu, Dr. Fan Hsu Lai Tai, Rita and Mr. Li Man Bun, Brian David are the independent non-executive directors of the Company.