

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



廣州富力地產股份有限公司
GUANGZHOU R&F PROPERTIES CO., LTD.*

(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock code: 2777)

Poll Results at the 2022 Annual General Meeting held on 31 May 2023

Poll Results at the 2022 Annual General Meeting

Reference is made to the circular of Guangzhou R&F Properties Co., Ltd. (the “**Company**”) dated 28 April 2023 (the “**Circular**”) and the notice of the 2022 annual general meeting dated 28 April 2023 (the “**AGM Notice**”). The Company is pleased to announce the results of voting taken by way of poll pursuant to Rule 13.39(5) of the Listing Rules at the 2022 annual general meeting (the “**2022 AGM**”) of the Company held at 11:00 a.m. on 31 May 2023. Unless otherwise specified, capitalised terms used in this announcement shall have the same meaning as those defined in the Circular and the AGM Notice.

The 2022 AGM was convened in accordance with the requirements of the Company Law of the People's Republic of China and the articles of association of the Company. All resolutions proposed were duly passed as ordinary resolutions or special resolutions, as the case may be, at the 2022 AGM. All directors of the Company attended the 2022 AGM.

The Company is pleased to announce the poll results in respect of the ordinary resolutions or special resolutions proposed at the 2022 AGM held on 31 May 2023 as follows:

Ordinary Resolutions		Number of votes cast at the 2022 AGM (approximate % of total number of votes cast)		
		For (%)	Against (%)	Abstain (%)
1.	To consider and approve the report of the board of directors (the “Board”) of the Company for the year ended 31 December 2022	2,248,982,710 shares 99.89%	2,483,526 shares 0.11%	1,557,600 shares -
2.	To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2022	2,248,982,710 shares 99.89%	2,483,526 shares 0.11%	1,557,600 shares -
3.	To consider and approve the audited financial statements and the report of the auditors for the year ended 31 December 2022	2,213,649,599 shares 98.32%	37,816,637 shares 1.68%	1,557,600 shares -
4.	To consider and re-appoint BDO Limited as auditor of the Company, and to authorize the Board to fix the remuneration of the auditor	2,253,023,837 shares 100%	0 shares 0%	0 shares -
5.	To authorize the Board to decide on matters relating to the payment of interim dividend for the six months ended 30 June 2023	2,253,023,837 shares 100%	0 shares 0%	0 shares -
6.	To consider and re-elect the following retiring directors and supervisor, and authorize the Board to fix their remunerations:			
	(a) Re-election of Mr. Zhang Hui as the Company’s executive director	2,252,357,935 shares 99.97%	665,902 shares 0.03%	0 shares -
	(b) Re-election of Mr. Xiang Lijun as the Company’s executive director	2,252,357,935 shares 99.97%	665,902 shares 0.03%	0 shares -
	(c) Re-election of Ms. Li Helen as the Company’s non-executive director	2,211,435,578 shares 98.15%	41,588,259 shares 1.85%	0 shares -
	(d) Re-election of Mr. Zheng Ercheng as the Company’s independent non-executive director	2,217,973,701 shares 98.44%	35,050,136 shares 1.56%	0 shares -
	(e) Re-election of Mr. Wong Chun Bong as the Company’s independent non-executive director	2,166,630,520 shares 96.17%	86,393,317 shares 3.83%	0 shares -
	(f) Re-election of Mr. Zhao Xianglin as the Company’s supervisor	2,253,023,837 shares 100%	0 shares 0%	0 shares -
7.	To authorize the legal representative(s) or authorized person(s) of the Company and its subsidiaries to sign composite credit facilities or loans related agreements and documents with the limit of each agreement not more than RMB8 billion (including RMB8 billion)	2,251,428,180 shares 99.93%	1,595,656 shares 0.07%	0 shares -

Special Resolutions		Number of votes cast at the 2022 AGM (approximate % of total number of votes cast)		
		For (%)	Against (%)	Abstain (%)
8.	To consider and approve the Company to extend guarantees on behalf of subsidiaries and extend guarantees on behalf of associates and joint ventures and other investee companies (including the extension of external guarantees by the subsidiaries), the new aggregate amount of the guarantees in 2023 shall be up to RMB100 billion	2,142,414,499 shares 95.09%	110,609,338 shares 4.91%	0 shares -
9.	To consider and approve the guarantees extended pursuant to special resolution no. 8 of the 2021 annual general meeting, the guarantees extended on behalf of subsidiaries and associates and joint ventures (including the extension of external guarantees by the subsidiaries) in 2022	2,177,451,654 shares 96.65%	75,572,183 shares 3.35%	0 shares -
10.	To grant an unconditional and general mandate to the Board to issue, allot and deal in additional shares in the capital of the Company and to authorize the Board to execute all such relevant documents and to make necessary amendments to the Articles of Association	2,174,217,093 shares 96.50%	78,806,744 shares 3.50%	0 shares -
11.	To consider and approve the Company's issue of direct debt financing products and asset securitization products (including but not limited to REITs) in 2023	2,251,428,180 shares 99.93%	1,595,656 shares 0.07%	0 shares -
12.	To authorize the Board (or its authorized person(s)) to handle at its sole discretion the matters in relation to the Company's issue of direct debt financing products and asset securitization products (including but not limited to REITs) in 2023 and the matters in relation to the extension of existing products	2,251,428,180 shares 99.93%	1,595,656 shares 0.07%	0 shares -
13.	To consider and approve the proposed amendments to the articles of association set out in Appendix III to the circular of the Company dated 28 April 2023 and to authorize the board of directors of the Company or authorized persons of the board of directors to handle matters in relation to the amendments to the articles of association	2,233,307,106 shares 99.12%	19,716,731 shares 0.88%	0 shares -

As at the date of the 2022 AGM, the total number of issued shares of the Company was 3,752,367,344 Shares of which was the total number of Shares entitling the holders to attend and vote for or against the resolutions at the 2022 AGM. There were no Shares entitling the holders to attend and abstain from voting in favour of the ordinary resolutions or special resolutions at the 2022 AGM as set out in Rule 13.40 of the Listing Rules and there were no Shares requiring the holders to abstain from voting at the 2022 AGM under the Listing Rules.

Computershare Hong Kong Investor Services Limited (the Company's share registrar) and China Commercial Law Firm, Guangdong acted as the scrutineers at the 2022 AGM.

Shareholders may refer to the Circular and the AGM Notice (together as the “**Documents**”) for details of the above ordinary resolutions and special resolutions which were passed at the 2022 AGM. The Documents may be viewed and downloaded from the Company's website at www.rfchina.com or the website of the Stock Exchange at www.hkexnews.hk.

By order of the Board
Guangzhou R&F Properties Co., Ltd.
Michael Lee
Company Secretary

Hong Kong, 31 May 2023

As at the date of this announcement, the executive directors of the Company are Dr. Li Sze Lim, Mr. Zhang Li, Mr. Zhang Hui and Mr. Xiang Lijun; the non-executive directors are Ms. Zhang Lin and Ms. Li Helen; and the independent non-executive directors are Mr. Zheng Ercheng, Mr. Ng Yau Wah, Daniel and Mr. Wong Chun Bong.

** For identification purposes only*