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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 28 June 2023

The Board is pleased to announce that all the resolutions as set out in the Notice of AGM were duly passed by way of poll at the AGM held on 28 June 2023.

Reference is made to the circular (the “**Circular**”) and the notice of the annual general meeting (the “**Notice of AGM**”) of China Overseas Land & Investment Limited (the “**Company**”), both dated 28 April 2023. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that all the resolutions as set out in the Notice of AGM were duly passed by way of poll at the AGM held on 28 June 2023, and the poll results are set out 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 2022.	8,900,340,821 (99.77%)	20,744,683 (0.23%)	8,921,085,504 (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 2022 of HK40 cents per Share.	8,921,082,504 (99.99%)	3,000 (0.01%)	8,921,085,504 (100%)
3.	(a) To re-elect Mr. Luo Liang as Director.	8,770,679,397 (98.31%)	150,406,107 (1.69%)	8,921,085,504 (100%)
	(b) To re-elect Mr. Zhang Zhichao as Director.	8,873,686,320 (99.47%)	47,399,184 (0.53%)	8,921,085,504 (100%)
4.	To authorise the Board to fix the remuneration of the Directors.	8,890,561,104 (99.66%)	30,524,400 (0.34%)	8,921,085,504 (100%)
5.	To re-appoint Ernst & Young as auditor of the Company and to authorise the Board to fix their remuneration.	8,917,388,504 (99.96%)	3,697,000 (0.04%)	8,921,085,504 (100%)
6.	To approve the granting to the Directors the general and unconditional mandate to buy back Shares not exceeding 10% of the number of Shares in issue.	8,906,022,104 (99.83%)	15,063,400 (0.17%)	8,921,085,504 (100%)
7.	To approve the granting to the Directors the general and unconditional mandate to allot, issue and deal with new Shares not exceeding 10% of the number of Shares.	7,630,894,939 (85.54%)	1,290,190,565 (14.46%)	8,921,085,504 (100%)
<p>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 of the Company.</p>				

Notes:

1. As at the date of the AGM, the total number of issued Shares of the Company was 10,944,883,535, which was the total number of Shares entitling the holders to attend and vote on the ordinary resolutions numbered 1 to 7 as set out in the Notice of AGM at the AGM.
2. There were no Shares entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules and no Shareholders were required under the Listing Rules to abstain from voting on any of the resolutions at the AGM.
3. No parties had indicated in the Circular that they intended to vote against or to abstain from voting on any resolutions at the AGM.
4. Mr. Yan Jianguo, Mr. Luo Liang, Mr. Zhang Zhichao, Mr. Guo Guanghui, Mr. Zhuang Yong, Dr. Fan Hsu Lai Tai, Rita and Professor Chan Ka Keung, Ceajer attended the AGM in person or by electronic means.
5. Tricor Standard Limited, the registrar and transfer office of the Company, acted as scrutineer for the poll at the AGM.

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

Hong Kong, 28 June 2023

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 of the Company; Mr. Zhuang Yong (Vice Chairman) and Mr. Zhao Wenhai are the Non-executive Directors of the Company; and Dr. Fan Hsu Lai Tai, Rita, Mr. Li Man Bun, Brian David and Professor Chan Ka Keung, Ceajer are the Independent Non-executive Directors of the Company.