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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  
General Meeting held on 31 January 2024**

Reference is made to the circular (the “Circular”) and the notice of the general meeting (the “Notice of GM”) of China Overseas Land & Investment Limited (the “Company”), both dated 12 January 2024. 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 the ordinary resolution as set out in the Notice of GM was duly passed by the Independent Shareholders by way of poll at the GM held on 31 January 2024, and the poll results are set out as follows:

Ordinary Resolution		Number of votes cast (percentage of total number of votes cast)		Total number of votes cast
		For	Against	
1.	To approve, confirm and ratify the Cooperation Agreement (as defined in the Circular) and the transactions contemplated thereunder and the implementation thereof; and to authorise any one director of the Company for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters contemplated in the Cooperation Agreement and the transactions contemplated thereunder and the implementation thereof including the affixing of common seal thereon.	2,987,063,614 (98.96%)	31,363,143 (1.04%)	3,018,426,757 (100%)
<b>As more than 50% of the votes were cast in favour of the above resolution, the above resolution was duly passed as ordinary resolution of the Company.</b>				

*Notes:*

1. The full text of the ordinary resolution is set out in the Notice of GM.
2. As at the date of the GM, the total number of issued Shares of the Company was 10,944,883,535.
3. The number of Shares entitling the holders to attend and vote on the resolution at the GM was 4,804,724,352 Shares (representing approximately 43.90% of the issued share capital of the Company).
4. In accordance with the Listing Rules and as disclosed in the Circular, COHL and Silver Lot, who are beneficially interested in an aggregate of 6,140,159,183 Shares (representing approximately 56.10% of the issued share capital of the Company) as at the date of the GM, had stated their intention to abstain from voting on the ordinary resolution at the GM and had done so at the GM. Save as disclosed, no other Shareholders had stated their intention in the Circular to vote against or to abstain from voting at the GM or were required under the Listing Rules to abstain from voting at the GM.
5. There were no Shares entitling the holders to attend and abstain from voting in favour of the resolution at the GM as set out in Rule 13.40 of the Listing Rules.
6. All Directors attended the GM in person or by electronic means.
7. Tricor Standard Limited, the registrar and transfer office of the Company, acted as scrutineer for the poll at the GM.

By Order of the Board

**China Overseas Land & Investment Limited**

**Yan Jianguo**

*Chairman and Executive Director*

Hong Kong, 31 January 2024

*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 Mr. Li Man Bun, Brian David, Professor Chan Ka Keung, Ceajer and Dr. Chan Ching Har, Eliza are the Independent Non-executive Directors of the Company.*