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POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 11 JULY 2024

The Board hereby announces that the proposed ordinary resolution as set out in the EGM Notice dated 25 June 2024 was duly passed by the Independent Shareholders by way of poll at the EGM held on 11 July 2024.

References are made to the announcement of Sino-Ocean Group Holding Limited (the "**Company**") dated 7 June 2024, the circular of the Company (the "**Circular**") dated 25 June 2024 and the notice of the extraordinary general meeting of the Company (the "**EGM**") dated 25 June 2024 (the "**EGM Notice**") in relation to the disposal of an aggregate of 64.79% equity interests and relevant creditor's rights in a property development company. Unless the context otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board hereby announces that the proposed ordinary resolution as set out in the EGM Notice was duly passed by the Independent Shareholders by way of poll at the EGM held on 11 July 2024 at Meeting Room, 31st Floor, Tower A, Ocean International Center, 56 Dongsihuanzhonglu, Chaoyang District, Beijing, PRC.

As at the date of the EGM, the total number of issued Shares was 7,616,095,657 Shares. As stated in the Circular, in view of the interests in the Disposal Agreements and the transactions as contemplated thereunder (including the Disposal) of China Life Insurance and its associates, China Life Insurance (which held 2,253,459,151 Shares, representing approximately 29.59% of the total number of issued Shares as at the date of the EGM) was required under the Listing Rules to abstain and had abstained from voting at the EGM on the proposed ordinary resolution as set out in the EGM Notice. Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote for or against the proposed ordinary resolution as set out in the EGM Notice at the EGM was 5,362,636,506 Shares.

None of the Shares entitled the Shareholders to attend the EGM and abstain from voting in favour of the proposed resolution as set out in Rule 13.40 of the Listing Rules. Save as disclosed above, no Shareholder was required under the Listing Rules to abstain from voting at the EGM, and no party has stated its intention in the Circular that it would vote against any resolution or that it would abstain from voting at the EGM.

The resolution as set out in the EGM Notice, which was voted by poll, was duly passed by the Independent Shareholders at the EGM. The poll results in respect of the resolution proposed at the EGM was as follows:

Ordinary Resolution		Number of Votes (Approximate percentage)	
		For	Against
1.	To approve, confirm and ratify the Sale and Purchase Agreement, the Purchaser 2 Agreement and all transactions contemplated thereunder as set out in resolution no. 1 of the EGM Notice*.	2,704,182,889 (99.999963%)	1,001 (0.000037%)

*Notes:

- (1) Shareholders are being asked to approve the Sale and Purchase Agreement and the Purchaser 2 Agreement in a single ordinary resolution as the entering into of the Purchaser 2 Agreement is one of the conditions precedent to the payment of the consideration pursuant to the Sale and Purchase Agreement, and is considered as an integral part of the Disposal. Accordingly, Shareholders will not be able to vote on the Sale and Purchase Agreement without also voting on the Purchaser 2 Agreement in the same manner, and vice versa.
- (2) Full text of the resolution is set out in the EGM Notice.

As more than 50% of the votes were cast in favour of the resolution set out above, the resolution was duly passed as an ordinary resolution.

Computershare Hong Kong Investor Services Limited, the Company's share registrar, was the scrutineer for the vote-taking at the EGM.

All Directors attended the EGM.

By order of the Board
Sino-Ocean Group Holding Limited
SUM Pui Ying
Company Secretary

Hong Kong, 11 July 2024

As at the date of this announcement, the Board comprises Mr. LI Ming, Mr. WANG Honghui, Mr. CUI Hongjie and Ms. CHAI Juan as executive Directors; Mr. ZHAO Peng, Mr. ZHANG Zhongdang, Mr. YU Zhiqiang and Mr. SUN Jinfeng as non-executive Directors; and Mr. HAN Xiaojing, Mr. JIN Qingjun, Mr. LYU Hongbin, Mr. LIU Jingwei and Mr. JIANG Qi as independent non-executive Directors.