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# vanke

萬科海外投資控股有限公司

**VANKE OVERSEAS INVESTMENT HOLDING COMPANY LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 01036)**

## **POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 20 JANUARY 2022**

Reference is made to the announcement of Vanke Overseas Investment Holding Company Limited (the “**Company**”) dated 22 November 2021 (the “**Announcement**”) and the circular of the Company dated 31 December 2021 (the “**Circular**”) in relation to the Acquisition. Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement and the Circular.

### **POLL RESULTS OF THE EGM**

At the extraordinary general meeting of the Company held on 20 January 2022 (the “**EGM**”), the chairman of the EGM demanded a poll for voting on all the proposed resolutions (the “**Resolutions**”) set out in the notice of EGM dated 31 December 2021 (the “**EGM Notice**”).

The Board is pleased to announce that all Resolutions were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll at the EGM and the poll results were as follows:

| <b>ORDINARY RESOLUTIONS</b>  | <b>No. of votes (%)</b> |                | <b>Total number of votes</b> |
|--|-------------------------|----------------|------------------------------|
|  | <b>FOR</b>              | <b>AGAINST</b> |                              |
| (a) To approve and confirm the SPA dated 22 November 2021  | 30,265,649<br>(100%)    | 0<br>(0%)      | 30,265,649                   |
| (b) To authorise the executive directors of the Company to sign and execute all other documents and supplemental agreements and deeds and to do all such things in connection with the SPA and the transaction contemplated thereunder | 30,265,649<br>(100%)    | 0<br>(0%)      | 30,265,649                   |

As more than 50% of the votes were cast in favour of the Resolutions, all the Resolutions were duly passed.

As at the date of the EGM, the total number of issued shares of the Company (“**Shares**”) was 389,527,932. As stated in the circular of the Company dated 31 December 2021, China Vanke Co., Ltd.\* (萬科企業股份有限公司) (“**China Vanke**”) and its associates were required to abstain, and had abstained from voting on the Resolutions in relation to the approval of the Sale and Purchase Agreement and the transaction contemplated thereunder at the EGM. Wkland Investments Company Limited, being an associate of China Vanke, was interested in 292,145,949 shares of the Company representing 75% of the entire issued share capital of the Company as at the date of the EGM. To the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, no Shareholder apart from Wkland Investments Company Limited had to abstain and had abstained from voting on the Resolutions at the EGM. As such, as at the date of the EGM, excluding the Shares held by China Vanke and its associates, the total number of Shares entitling the holders to attend and vote for or against the Resolutions was 97,381,983.

There were no Shares entitling the holders to attend and abstain from voting in favour of the Resolutions as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. No Shareholders had stated their intention in the circular to vote against the Resolutions or to abstain from voting at the EGM.

The Company’s Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, was appointed by the Company and acted as the scrutineer for the vote-taking at the EGM.

The following Directors attended the EGM: Mr. Sun Jia, Ms. Que Dongwu, Mr. Lee Kai-Yan and Ms. Zhou Yue, all being executive Directors; and Mr. Choi Fan Wai, Ms. Law Chi Yin, Cynthia and Mr. Zhang Anzhi, all being independent non-executive Directors.

\* *for identification purpose only*

By order of the Board  
**VANKE OVERSEAS INVESTMENT HOLDING  
COMPANY LIMITED**  
**Que Dongwu**  
*Executive Director and Chief Executive Officer*

Hong Kong, 20 January 2022

*As at the date of this announcement, the directors of the Company are:*

*Executive Directors:*

*Mr. Sun Jia (Chairman), Ms. Que Dongwu (Chief Executive Officer), Mr. Lee Kai-Yan, Ms. Zhou Yue*

*Independent Non-Executive Directors (in alphabetical order):*

*Mr. Choi Fan Wai, Ms. Law Chi Yin, Cynthia, Mr. Zhang Anzhi*