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## COFCO LAND HOLDINGS LIMITED

中糧置地控股有限公司

(incorporated in Bermuda with limited liability)

(Stock code: 207)

### POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 4 JUNE 2014

At the annual general meeting of COFCO Land Holdings Limited (the “**Company**”) held on 4 June 2014 (the “**AGM**”), each of the proposed resolutions as set out in the notice of the AGM dated 17 April 2014 (the “**Notice**”) was voted on by poll.

As at the date of the AGM, a total of 8,478,732,480 ordinary shares of the Company were in issue, which were the total number of shares issued by the Company and entitling the holders of which to attend and vote for or against all the resolutions proposed at the AGM. There were no restrictions on any ordinary shareholders to cast votes on any of the resolutions proposed at the AGM.

The poll results are set out as follows:-

Ordinary Resolutions		Number of Votes (%)		Passed by ordinary shareholders
		For	Against	
1	To consider and adopt the audited consolidated financial statements for the year ended 31 December 2013 together with the reports of the directors and the auditors thereon.	6,502,330,512 (100%)	0 (0%)	Yes
2	To re-elect Mr. MA Wangjun as a non-executive director of the Company.	6,501,770,512 (99.99% <sup>#</sup> )	560,000 (0.01% <sup>#</sup> )	Yes
3	To re-elect Mr. LAU Hon Chuen, Ambrose, GBS, JP, as an independent non-executive director of the Company.	6,498,574,869 (99.94% <sup>#</sup> )	3,755,643 (0.06% <sup>#</sup> )	Yes
4	To re-elect Mr. WU Kwok Cheung, MH, as an independent non-executive director of the Company.	6,502,330,512 (100%)	0 (0%)	Yes

5	To authorise the board of directors of the Company (the “ <b>Board</b> ”) to fix the directors’ remuneration.	6,502,330,512 (100%)	0 (0%)	Yes
6	To re-appoint Deloitte Touche Tohmatsu as the auditor of the Company and to authorise the Board to fix its remuneration.	6,502,330,512 (100%)	0 (0%)	Yes
7	To give a general mandate to the Board to repurchase ordinary shares in the Company. *	6,502,330,512 (100%)	0 (0%)	Yes
8	To give a general mandate to the Board to allot, issue and deal with additional ordinary shares in the Company.*	6,490,552,869 (99.82%#)	11,777,643 (0.18%#)	Yes
9	Subject to the passing of Resolutions 7 and 8, to authorise the Board to issue additional ordinary shares representing the nominal amount of the ordinary shares repurchased by the Company.*	6,490,552,869 (99.82%#)	11,777,643 (0.18%#)	Yes

*\*The full texts of these resolutions are set out in the Notice.*

*# The percentages are rounded to 2 decimal places*

Tricor Progressive Limited, the Company’s branch share registrar and transfer office in Hong Kong, acted as scrutineer for the vote-taking at the AGM.

By Order of the Board  
**COFCO Land Holdings Limited**  
**ZHOU Zheng**  
*Chairman*

Hong Kong, 4 June 2014

*As at the date of this announcement, the Board comprises Mr. ZHOU Zheng and Mr. HAN Shi as Executive Directors; Mr. SHI Zhuowei, Mr. MA Jianping, Mr. MA Wangjun and Ms. JIANG Hua as Non-executive Directors; and Mr. LAU Hon Chuen, Ambrose, GBS, JP, Mr. LAM Kin Ming, Lawrence and Mr. WU Kwok Cheung, MH as Independent Non-executive Directors.*