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# 東原

为新的每一天

**東原地產控股有限公司**  
**Dowell Property Holdings Limited**

(Incorporated in Hong Kong with limited liability)

(Stock Code: 668)

## VOTING RESULTS OF THE RESOLUTION PROPOSED AT THE EXTRAORDINARY GENERAL MEETING

The Board is pleased to announce that the Resolution proposed at the EGM was duly passed by way of poll.

Reference is made to the circular (the “**Circular**”) of Dowell Property Holdings Limited (the “**Company**”) to the shareholders of the Company dated 8 October 2014. Terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

### VOTING RESULTS OF THE EGM

Pursuant to Rule 13.39(5) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), the board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that the following ordinary resolution (the “**Resolution**”) was duly passed by the Independent Shareholders (in respect of the Resolution) by way of poll at the extraordinary general meeting (the “**EGM**”) of the Company held on 24 October 2014:

ORDINARY RESOLUTION		Number of votes (%)	
		For	Against
(a)	To approve, confirm and ratify the joint venture agreement dated 14 August 2014 (the “ <b>JV Agreement</b> ”) entered into among East Profit Global Investments Limited (“ <b>East Profit Investments</b> ”), 江蘇江淮動力股份有限公司 (Jiangsu Jianghuai Engine Co., Ltd*) and 上海東勝股權投資有限公司 (Shanghai Dongsheng Equity Investment Company Limited*) (“ <b>Shanghai Dongsheng</b> ”) and the proxy agreement dated 14 August 2014 (the “ <b>Proxy Agreement</b> ”) entered into between East Profit Investments and Shanghai Dongsheng in relation to the establishment of a sino-foreign joint venture enterprise and all the respective transactions contemplated thereunder <sup>1</sup> ; and	330,054,559 shares (100%)	0 share (0%)

(b)	To authorise the Directors to do all such acts and things, to sign and execute all such further documents and to take such steps as the Directors in their discretion may consider necessary, appropriate, desirable or expedient to give effect to or in connection with the JV Agreement, the Proxy Agreement and all the respective transactions contemplated thereby <sup>1</sup> .		
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As at the date of the EGM, the total number of shares of the Company in issue was 1,274,038,550 shares (the “**Shares**”), which was also the total number of shares entitling the holders to attend and vote for or against the Resolution at the EGM. Mr. Lo and his associates, who were, in aggregate, interested in 780,013,018 Shares, representing 61.22% of the total issued share capital of the Company as at the date of the EGM, had abstained from voting in relation to the Resolution at the EGM. Saved as aforesaid, there were no Shares entitling the Shareholders to attend and abstain from voting in favour as set out in Rule 13.40 of the Listing Rules and no Shareholders were required under the Listing Rules to abstain from voting at the EGM. None of the Independent Shareholders had indicated their intention in the Circular to vote against or to abstain from voting on the Resolution at the EGM.

The total number of Shares entitling the Independent Shareholders to attend and vote on the Resolution at the EGM was 494,025,532, representing approximately 38.78% of the total issued share capital of the Company as at the date of the EGM.

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

By order of the Board  
**Dowell Property Holdings Limited**  
**Chen Yang**  
*Chief Executive Officer*

Hong Kong, 24 October 2014

*As at the date of this announcement, the Board comprises Mr. Lo Siu Yu (Chairman), Ms. Luo Shaoying (Vice Chairman) and Mr. Chen Yang (Chief Executive Officer) as executive Directors; Mr. Wang Xiaobo and Mr. Qin Hong as non-executive Directors; and Mr. Chan Ying Kay, Dr. Zhu Wenhui and Mr. Wang Jin Ling as independent non-executive Directors.*

*Notes:*

1. The full texts of the Resolution appear in the notice of the EGM contained in the Circular.

\* *For identification purpose only*