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**萬科置業(海外)有限公司**
  
**Vanke Property (Overseas) Limited**
  
*(Incorporated in the Cayman Islands with limited liability)*
  
**(Stock Code: 01036)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 22 MAY 2015**

At the annual general meeting of Vanke Property (Overseas) Limited (the “**Company**”) held on 22 May 2015 (the “**AGM**”), the chairman of the meeting demanded a poll for voting on all the proposed resolutions set out in the notice of AGM dated 17 April 2015 (the “**AGM Notice**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that all resolutions were duly passed by the shareholders of the Company (the “**Shareholders**”) at the AGM and the poll results were as follows:

	ORDINARY RESOLUTIONS	Number of votes (%)		Total number of votes
		FOR	AGAINST	
1.	To receive and consider the audited consolidated financial statements and the reports of the directors and the auditor for the year ended 31 December 2014	219,337,724 (100%)	0 (0%)	219,337,724
2.	To declare a final dividend of HK\$0.03 per share for the year ended 31 December 2014	219,337,724 (100%)	0 (0%)	219,337,724
3.	To re-elect Mr. Zhang Xu as an executive director	219,337,724 (100%)	0 (0%)	219,337,724
4.	To appoint Ms. Law Chi Yin, Cynthia as an independent non-executive director	219,337,724 (100%)	0 (0%)	219,337,724
5.	To re-appoint KPMG as the Company’s auditor for the financial year of 2015 and to authorise the Board to determine its remuneration	219,337,724 (100%)	0 (0%)	219,337,724
6.	To grant a general mandate to the Board to allot and issue new shares of the Company <sup>^</sup>	219,304,724 (99.985%)	33,000 (0.015%)	219,337,724

	ORDINARY RESOLUTIONS	Number of votes (%)		Total number of votes
		FOR	AGAINST	
7.	To grant a general mandate to the Board to exercise all powers of the Company to purchase its own shares <sup>^</sup>	219,337,724 (100%)	0 (0%)	219,337,724
8.	To extend the general mandate granted to the Board pursuant to Resolution No. 6 above by an amount representing the aggregate nominal amount of shares in the capital of the Company purchased by the Company pursuant to the general mandate granted under Resolution No. 7 above <sup>^</sup>	219,306,724 (99.986%)	31,000 (0.014%)	219,337,724

<sup>^</sup> *The full text of the resolution is set out in the AGM Notice*

As more than 50% of the votes were cast in favour of each of the ordinary resolutions, all the proposed resolutions set out in the AGM Notice were duly passed.

As at the date of the AGM, the total number of shares of the Company (the “**Shares**”) entitling the holders to attend and vote for or against the resolutions was 259,685,288. To the best of the knowledge and belief of the Directors and having made all reasonable enquires, (i) there were no Shares entitling the holders to attend and abstain from voting in favour of any of the proposed resolutions at the AGM, and (ii) there were no Shares requiring the holders to abstain from voting on any of the proposed resolutions at the AGM. No parties had stated their intention in the Company’s circular dated 17 April 2015 to vote against any of the proposed resolutions or to abstain from voting at the AGM.

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 AGM.

By order of the Board  
**VANKE PROPERTY (OVERSEAS) LIMITED**  
**Que Dong Wu**  
*Executive Director*

Hong Kong, 22 May 2015

*As at the date of this announcement (after the conclusion of the AGM), the directors of the Company are:*

*Executive Directors:*

*Mr. Zhang Xu, Ms. Que Dong Wu*

*Non-Executive Director:*

*Mr. Chan Chi Yu*

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

*Mr. Chan Wai Hei, William, Ms. Law Chi Yin, Cynthia, Mr. Shium Soon Kong*