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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 2014**

The Board is pleased to announce that all of the proposed resolutions set out in the AGM Notice dated 27 March 2014 were duly passed by the Shareholders by way of poll at the AGM held on 22 May 2014.

**RESULTS OF THE AGM**

Unless otherwise mentioned herein, capitalised terms used herein shall have the same meanings as ascribed to them in the circular of the Company dated 27 March 2014.

The board (the “**Board**”) of directors (the “**Directors**”) of Vanke Property (Overseas) Limited (the “**Company**”) is pleased to announce that all of the proposed resolutions set out in the notice (the “**AGM Notice**”) of annual general meeting (the “**AGM**”) of the Company dated 27 March 2014 were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll at the AGM held on 22 May 2014.

Details of the poll results in respect of all of the proposed resolutions at the AGM are as follows:

ORDINARY RESOLUTIONS		No. 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 2013	219,310,117 (100%)	0 (0%)	219,310,117
2.	To declare a final dividend of HK\$0.03 per share for the year ended 31 December 2013	219,310,117 (100%)	0 (0%)	219,310,117
3.	To re-elect Ms. Que Dong Wu as an executive Director	219,310,117 (100%)	0 (0%)	219,310,117
4.	To re-elect Mr. Wang Wen Jin as a non-executive Director	219,297,117 (99.994%)	13,000 (0.006%)	219,310,117
5.	To re-elect Mr. Chan Chi Yu as a non-executive Director	219,310,117 (100%)	0 (0%)	219,310,117
6.	To re-elect Mr. Chan Wai Hei, William as an independent non-executive Director	219,297,117 (99.994%)	13,000 (0.006%)	219,310,117
7.	To re-appoint KPMG as the Company's auditor for the financial year of 2014 and to authorise the Board to determine its remuneration	219,297,117 (99.994%)	13,000 (0.006%)	219,310,117
8.	To grant a general mandate to the Directors to allot, issue and deal with new shares of the Company not exceeding 20% of its issued share capital	219,282,967 (99.988%)	27,150 (0.012%)	219,310,117
9.	To grant a general mandate to the Directors to exercise all powers of the Company to purchase its own shares not exceeding 10% of its issued share capital	219,309,967 (99.99993%)	150 (0.00007%)	219,310,117
10.	To extend the general mandate granted to the Directors pursuant to Resolution No. 8 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. 9 above	219,285,117 (99.989%)	25,000 (0.011%)	219,310,117

SPECIAL RESOLUTION		No. of votes (%)		Total number of votes
		FOR	AGAINST	
11.	To consider and approve the amendments to the memorandum and articles of association of the Company as set out in the AGM Notice and to adopt a new memorandum and articles of association of the Company incorporating the amendments	219,309,967 (100%)	0 (0%)	219,309,967

As more than 50% of the votes were cast in favour of each of the ordinary resolutions and more than 75% of the votes were cast in favour of the special resolution, all the proposed resolutions set out in the AGM Notice dated 27 March 2014 were duly passed.

The total number of shares of the Company entitling the Shareholders to attend and vote for or against all of the proposed resolutions at the AGM was 259,685,288. To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, (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 27 March 2014 to vote against any of the proposed resolutions or to abstain, and therefore none have done so 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 2014

As at the date of this Announcement, the Directors of the Company are:

*Executive Directors:*

Mr. Zhang Xu, Ms. Que Dong Wu

*Non-Executive Directors:*

Mr. Wang Wen Jin, Mr. Chan Chi Yu

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

Mr. Chan Wai Hei, William, Mr. Chung Wai Sum, Patrick, Mr. Shium Soon Kong