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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 RESULT OF
THE EXTRAORDINARY GENERAL MEETING
HELD ON 21 JUNE 2013**

The Board is pleased to announce that the proposed resolution set out in the EGM Notice dated 4 June 2013 was duly passed by the Independent Shareholders by way of poll at the EGM held on 21 June 2013.

RESULT OF THE EGM

Unless otherwise mentioned herein, capitalised terms used herein shall have the same meanings as ascribed to them in the circular of the Company dated 4 June 2013.

The board (“**Board**”) of directors (“**Directors**”) of Vanke Property (Overseas) Limited (the “**Company**”) is pleased to announce that the proposed resolution set out in the notice (“**EGM Notice**”) of extraordinary general meeting (“**EGM**”) of the Company dated 4 June 2013 was duly passed by the Independent Shareholders by way of poll at the EGM held on

21 June 2013. Details of the poll result in respect of the proposed resolution at the EGM are as follows:

| ORDINARY RESOLUTION | No. of votes (%) | | Total number of votes |
|--|----------------------|-----------|-----------------------|
| | FOR | AGAINST | |
| <p>(a) the Sale and Purchase Agreement entered into between Vanke Property (Hong Kong) Company Limited (the “Vendor”) as the vendor and Mainland Investments Group Limited (the “Purchaser”) as the purchaser, in relation to the acquisition by the Purchaser or its nominee of the entire issued share capital of Wkdeveloper Limited (the “Target Company”) and all the shareholder’s loan owed by the Target Company to the Vendor as at completion of the Sale and Purchase Agreement at a total consideration of HK\$722,000,000 (subject to upward adjustment in accordance with the terms of the Sale and Purchase Agreement) and the transactions contemplated thereunder, be and are hereby approved; and</p> <p>(b) any one of the executive directors of the Company be and is hereby authorised to do all such acts and things, execute all such documents and exercise all powers as he/she considers necessary or expedient or desirable in connection with, or to give effect to, the Sale and Purchase Agreement and to implement and/or give effect to the transactions contemplated thereunder including without limitation to the execution, amendment, supplement, delivery, waiver, submission and implementation of any further documents or agreements.</p> | 24,111,000 (100%) | — (0%) | 24,111,000 |

As more than 50% of the votes were cast in favour of the ordinary resolution, the proposed resolution set out in the EGM Notice dated 4 June 2013 was duly passed.

The total number of shares of the Company entitling the Shareholders to attend and vote for or against the proposed resolution at the EGM was 64,921,322. 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 the proposed resolution at the EGM; and (ii) save for China Vanke, the Vendor, Wkland Limited and Wkland Investments and their respective associates (all of whom hold in aggregate

194,763,966 Shares), no Shareholders are required to abstain from voting on the proposed resolution at the EGM. No parties had stated their intention in the Company's circular dated 4 June 2013 to vote against the proposed resolution, and therefore none have done so 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.

By order of the Board
Vanke Property (Overseas) Limited
Que Dong Wu
Executive Director

Hong Kong, 21 June 2013

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