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越秀地產股份有限公司
YUEXIU PROPERTY COMPANY LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock code: 123)

ANNOUNCEMENT

POLL RESULTS OF EXTRAORDINARY GENERAL MEETING

Reference is made to the circular of Yuexiu Property Company Limited (the “**Company**”) dated 30 June 2012 in relation to, among other things, the very substantial disposal and related arrangements in respect of Guangzhou International Finance Center (the “**Circular**”). Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

RESULTS OF EGM

The Board is pleased to announce that at the EGM held today, the ordinary resolution proposed to approve (1) the Subscription (including the Company and Tower Top entering into the Subscription Deed and the Supplemental Subscription Deed) and the consummation of transactions contemplated under the Subscription Deed and the Supplemental Subscription Deed; (2) the Assignment (including the Company entering into the Indebtedness Agreement and the Supplemental Indebtedness Agreement) and the consummation of the transactions contemplated under the Indebtedness Agreement and the Supplemental Indebtedness Agreement; (3) pursuant to the Subscription Deed, the Company entering into the Deed of Top-up Payments at Completion, and the consummation of transactions contemplated under the Deed of Top-up Payments, and (4) the Special Distribution Entitlement Waiver was duly passed by the Shareholders by way of poll. The Company has appointed its share registrar, Tricor Abacus Limited, as the scrutineer for the vote-taking at the EGM.

The poll results taken at the EGM were as follows:

ORDINARY RESOLUTION	Number of votes cast (% of total number of votes cast)		Total number of votes cast
	FOR	AGAINST	
<p>THAT approval (which, where relevant, shall include approval by way of ratification) be and is hereby given for:</p> <p>(a) the Subscription (including the Company and Tower Top entering into the Subscription Deed and the Supplemental Subscription Deed) and the consummation of transactions contemplated under the Subscription Deed and the Supplemental Subscription Deed as more particularly described in the Circular and on the terms and conditions set out in the Subscription Deed and the Supplemental Subscription Deed;</p> <p>(b) the Assignment (including the Company entering into the Indebtedness Agreement and the Supplemental Indebtedness Agreement) and the consummation of the transactions contemplated under the Indebtedness Agreement and the Supplemental Indebtedness Agreement as more particularly described in the Circular and on the terms and conditions set out in the Indebtedness Agreement and the Supplemental Indebtedness Agreement;</p> <p>(c) pursuant to the Subscription Deed, the Company entering into the Deed of Top-up Payments at Completion, and the consummation of transactions contemplated under the Deed of Top-up Payments as more particularly described in the Circular and on the terms and conditions set out in the Deed of Top-up Payments; and</p> <p>(d) the Special Distribution Entitlement Waiver.</p> <p>THAT authorization be granted to the Company and any director of the Company to complete and to do all such acts and things (including executing all such documents as may be required) as the Company, such director of the Company or, as the case may be, the Board may consider expedient or necessary or in the interest of the Company to give effect to all matters in relation to the Transactions Requiring Approval generally</p>	<p>5,980,821,689 (98.21%)</p>	<p>108,977,831 (1.79%)</p>	<p>6,089,799,520 (100.00%)</p>
<p>As more than 50% of the votes cast by such Shareholders, being entitled so to do, voting in person or by proxy were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.</p>			

As at the date of the EGM:

- (1) the Company had 9,291,781,702 Shares in issue;
- (2) for the ordinary resolution as set out above, the total number of Shares entitling the Shareholders to attend and vote for or against such resolution at the EGM was 9,291,781,702 Shares (representing the entire issued share capital of the Company);
- (3) no Shareholder was required to abstain from voting on the resolution put forth at the EGM; and
- (4) there were no Shares entitling the Shareholders to attend and abstain from voting in favour of the ordinary resolution.

By Order of the Board
Yuexiu Property Company Limited
Yu Tat Fung
Company Secretary

Hong Kong, 23 July 2012

As at the date of this announcement, the Board comprises:

Executive Directors: LU Zhifeng (Chairman), ZHANG Zhaoxing, LIANG Yi, TANG Shouchun, CHEN Zhihong and LAM Yau Fung Curt

Independent Non-executive Directors: YU Lup Fat Joseph, LEE Ka Lun and LAU Hon Chuen Ambrose

All the Directors jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.