

Sino-Ocean Land (Perpetual Finance) Limited

(Incorporated in British Virgin Island with limited liability)

The Board of Directors of Sino-Ocean Land (Perpetual Finance) Limited (the “Company”) announces that Sino-Ocean Land Holdings Limited, the Company’s parent company, has released an announcement of Poll Results of the Annual General Meeting held on 9 May 2014 and the announcement as attached has been posted on the websites of The Stock Exchange of Hong Kong Limited and Sino-Ocean Land Holdings Limited.

By Order of the Board

Sino-Ocean Land (Perpetual Finance) Limited

SUM Pui Ying

Director

9 May 2014

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远洋地产

遠洋地產控股有限公司

Sino-Ocean Land Holdings Limited

(incorporated in Hong Kong with limited liability under the Hong Kong Companies Ordinance)

(Stock Code: 03377)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 9 MAY 2014**

POLL RESULTS OF THE AGM

The Board of the Company hereby announces that all the proposed resolutions set out in the AGM Notice dated 4 April 2014 were duly passed by the Shareholders by way of poll at the AGM held on 9 May 2014.

POLL RESULTS OF THE AGM

The board of directors (the “**Board**”) of Sino-Ocean Land Holdings Limited (the “**Company**”) hereby announces that all the proposed resolutions set out in the notice (the “**AGM Notice**”) of the annual general meeting (the “**AGM**”) dated 4 April 2014 were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll at the AGM held on 9 May 2014 at Salon Room 1-4, Level 3, JW Marriott Hotel Hong Kong, Pacific Place, 88 Queensway, Hong Kong.

As at the date of the AGM, the total number of issued shares of the Company (the “**Shares**”) was 7,285,113,114 Shares, which was the total number of Shares entitling the holders to attend and vote for or against any of the resolutions proposed at the AGM. None of the Shares entitled the Shareholders to attend the AGM and abstain from voting in favour as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and no Shareholders were required under the Listing Rules to abstain from voting at the AGM. There were no restrictions on any Shareholders casting votes on any of the proposed resolutions at the AGM.

All the resolutions as set out in the AGM Notice, which were voted by poll, were approved by the Shareholders. The poll results in respect of the resolutions proposed at the AGM were as follows:

Ordinary Resolutions		Number of Shares (Approximate percentage)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the directors and the auditors for the financial year ended 31 December 2013.	4,899,122,974 (99.999948%)	2,530 (0.000052%)
2.	To declare a final dividend (together with a scrip alternative) for the year ended 31 December 2013.	4,899,277,709 (99.999079%)	45,126 (0.000921%)
3(A).	To re-elect Mr. Li Ming as executive director and authorise the board of directors of the Company to fix his remuneration.	4,495,351,006 (98.260295%)	79,590,502 (1.739705%)
3(B).	To re-elect Mr. Wen Haicheng as executive director and authorise the board of directors of the Company to fix his remuneration.	4,872,294,601 (99.456119%)	26,644,403 (0.543881%)
3(C).	To re-elect Mr. Cheung Vincent Sai Sing as non-executive director and authorise the board of directors of the Company to fix his remuneration.	4,548,335,928 (92.843358%)	350,599,267 (7.156642%)
3(D).	To re-elect Mr. Han Xiaojing as independent non-executive director and authorise the board of directors of the Company to fix his remuneration.	4,897,953,621 (99.979953%)	982,074 (0.020047%)
3(E).	To re-elect Mr. Zhao Kang as independent non-executive director and authorise the board of directors of the Company to fix his remuneration.	4,897,956,430 (99.979964%)	981,574 (0.020036%)
4.	To re-appoint PricewaterhouseCoopers as auditor of the Company and authorise the board of directors of the Company to fix their remuneration.	4,899,138,784 (99.996009%)	195,551 (0.003991%)
5(A).	Ordinary resolution as set out in item 5(A) of the AGM Notice (To grant a general mandate to the directors to issue shares of the Company).	4,126,012,781 (84.219356%)	773,113,723 (15.780644%)
5(B).	Ordinary resolution as set out in item 5(B) of the AGM Notice (To grant a general mandate to the directors to repurchase shares of the Company).	4,898,929,328 (99.999823%)	8,676 (0.000177%)
5(C).	Ordinary resolution as set out in item 5(C) of the AGM Notice (To extend the general mandate to the directors to issue shares of the Company).	4,126,718,048 (84.233838%)	772,403,456 (15.766162%)

Special Resolution		For	Against
6.	To approve the adoption of the new articles of association of the Company in substitution for and to the exclusion of the existing memorandum of association and articles of association of the Company with immediate effect, and to authorise any director or the company secretary of the Company to do all such acts as he/she deems fit to effect the adoption of the new articles of association of the Company and to make registrations and filings in accordance with the relevant requirements of the applicable laws and regulations in Hong Kong.	4,865,400,585 (99.234287%)	37,542,478 (0.765713%)

Computershare Hong Kong Investor Services Limited, the Company's share registrar, was the scrutineer for the vote-taking at the AGM.

By order of the Board
Sino-Ocean Land Holdings Limited
LAM Tsz Kin
Company Secretary

Hong Kong, 9 May 2014

As at the date of this announcement, the directors of the Company comprise:

Executive directors:

Mr. LI Ming
Mr. CHEN Runfu
Mr. WEN Haicheng

Non-executive directors:

Ms. LIU Hui
Mr. YANG Zheng
Mr. CHEUNG Vincent Sai Sing

Independent non-executive directors:

Mr. TSANG Hing Lun
Mr. GU Yunchang
Mr. HAN Xiaojing
Mr. ZHAO Kang