

China Merchants Property Development Co., Ltd. Announcement on the Resolutions of the Annual Shareholders' Meeting 2013

The members of the Board and the Company accept the responsibilities for the truthfulness, accuracy, and completeness of the announcement. There isn't any false record, misleading statement or significant omission carried in this announcement.

Special reminders:

1. This Meeting does not have veto proposal.
2. This Meeting does not involve changing the resolutions of the previous Shareholders' Meeting.

I. Condition of holding the Meeting

The Company published the *Supplementary Notice on Holding the Annual Shareholders' Meeting 2013* on *China Securities Journal*, *Securities Times*, *Shanghai Securities News*, *Securities Daily*, *Hong Kong Commercial Daily* and the information disclosure website appointed by the Company <http://www.cninfo.com.cn> on April 4, 2014.

The Annual Shareholders' Meeting 2013 of the Company was held in Meeting Room 404, Building 3, Nanhai Yiku, Shekou, Shenzhen at 2:30 pm on April 14, 2014. The Meeting adopted the mode of combination of on-site voting and network voting. The Board of Directors of the Company called the Meeting, and after the election of over half of the Directors of the Board of Directors, the Managing Director He Jianya hosted the Meeting. Calling and holding of the Meeting comply with the related provisions of *Company Law*, *Rules for the Shareholders' Meetings of the Listed Companies* and *Company Statute*.

II. Attending condition of the Meeting

294 shareholders and shareholders' agents attended the Meeting, representing 1,209,706,784 shares, and accounting for 70.44% of the shares with voting right of the Company, among them:

There are 239 A share holders and A share holders' agents, representing 994,505,883 shares, and accounting for 72.17% shares with voting right of the A share holders of the

Company. 28 A share holders and A share holders' agents attended the Shareholders' Meeting, representing 731,242,484 shares; 211 A share holders voted through the network, representing 263,263,399 shares.

There are 55 B share holders and B share holders' agents, representing 215,200,901 shares, and accounting for 63.42% shares with voting right of the B share holders of the Company. 54 B share holders and B share holders' agents attended the Shareholders' Meeting, representing 215,200,900 shares; one B share holder voted through the network, representing one share.

The Directors, Supervisors and senior management of the Company attended the Meeting, and Lawyer Zhang Senlin and Lawyer Wen Zhao of Guangdong Shu Jin Law Firm attended the Meeting to witness.

III. Voting condition of the Meeting

The shareholders and shareholders' agents attending the Meeting voted and over half of them approved Proposal 1 to Proposal 7 as ordinary resolutions. Among them, Proposal 6 involves related transactions, and the related shareholders and shareholders' agents avoided the voting on Proposal 6.

The specific conditions of the proposals are as follows:

Proposal 1. Annual Financial Report 2013

	Shares that can participate in the voting (shares)	Concurring		Dissenting		Abstention	
		Number of shares	Proportion	Number of shares	Proportion	Number of shares	Proportion
All the shareholders attending the Meeting							
A share holders attending the Meeting							
B share holders attending the Meeting							

Proposal 2. Annual Report 2013 and Abstract of the Annual Report

	Shares that can participate in the voting (shares)	Concurring		Dissenting		Abstention	
		Number of shares	Proportion	Number of shares	Proportion	Number of shares	Proportion
All the shareholders attending the Meeting							

Meeting							
A share holders attending the Meeting							
B share holders attending the Meeting							

Proposal 3. Scheme of Annual Profit Distribution 2013 and Capital Reserve

Transferred into Equity

	Shares that can participate in the voting (shares)	Concurring		Dissenting		Abstention	
		Number of shares	Proportion	Number of shares	Proportion	Number of shares	Proportion
All the shareholders attending the Meeting							
A share holders attending the Meeting							
B share holders attending the Meeting							

Proposal 4. Proposal on Continuing the Employment of the External Audit

Institution

	Shares that can participate in the voting (shares)	Concurring		Dissenting		Abstention	
		Number of shares	Proportion	Number of shares	Proportion	Number of shares	Proportion
All the shareholders attending the Meeting							
A share holders attending the Meeting							
B share holders attending the Meeting							

Proposal 5. Proposal on Examining the Company Providing Guarantee Limit to the Holding Subsidiary Companies in 2014

	Shares that can participate in the voting (shares)	Concurring		Dissenting		Abstention	
		Number of shares	Proportion	Number of shares	Proportion	Number of shares	Proportion
All the							

shareholders attending the Meeting							
A share holders attending the Meeting							
B share holders attending the Meeting							

Proposal 6. Proposal on Examining the Company Providing Guarantee Limit to China Merchants Guangming Science and Technology Park in 2014

	Shares that can participate in the voting (shares)	Concurring		Dissenting		Abstention	
		Number of shares	Proportion	Number of shares	Proportion	Number of shares	Proportion
All shareholders attending the Meeting							
A share holders attending the Meeting							
B share holders attending the Meeting							

Proposal 7. Proposal on Electing the Directors of the 7th Board of Directors

Voting result:

7.1 Proposal on Electing Sun Chengming as the Director of the 7th Board of Directors

Name of the Director	Category of the shareholder	Shares that can participate in the voting (shares)	Concurring (shares)	Concurring proportion (%)
Sun Chengming	All the shareholders attending the Meeting			
	A share holders			
	B share holders			

7.2 Proposal on Electing Fu Gangfeng as the Director of the 7th Board of Directors

Name of the Director	Category of the shareholder	Shares that can participate in the voting (shares)	Concurring (shares)	Concurring proportion (%)
Fu Gangfeng	All the shareholders attending the Meeting			
	A share holders			

	B share holders			
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IV. Legal opinion presented by the lawyers

Lawyer Zhang Senlin and Lawyer Wen Zhao of Guangdong Shu Jin Law Firm witnessed the Shareholders' Meeting and presented *Legal Opinion*. The conclusive opinion is as follows: The calling and holding procedures of this Shareholders' Meeting of the Company comply with the provisions of the laws, regulations and normative documents such as *Company Law* and *Rules* etc. and the related provisions of the current *Company Statute*. Qualification of the personnel attending the Meeting and qualification of the caller are legal and valid. The voting procedures of this Shareholders' Meeting are legal. The *Resolutions of the Annual Shareholders' Meeting 2013 of China Merchants Property Development Co., Ltd.* formed in the Meeting is legal and valid.

The whole text of the *Legal Opinion* is disclosed at <http://www.cninfo.com.cn> along with this Announcement.

We hereby publish the announcement.

China Merchants Property Development Co., Ltd.

Board of Directors

April 15, 2014