

China Merchants Property Development Co., Ltd. Notice on Holding the 1st Temporary Shareholders' Meeting in 2014

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.

The Board of Directors of the Company decided to hold the 1st Temporary Shareholders' Meeting in 2014. This Shareholders' Meeting adopts the mode of combination of on-site voting and network voting, and the related matters are notified as follows:

I. Basic condition of holding the meeting

1. Meeting time:

On-site meeting time: 2:30 PM, September 16, 2014 (Tuesday)

Network voting time: September 15, 2014——September 16, 2014. The specific time of conducting network voting through the transaction system of Shenzhen Stock Exchange is: 9:30—11:30, 13:00—15:00, September 16, 2014. The specific time of voting through the Internet voting system of Shenzhen Stock Exchange is: Any time during the period from 15:00 September 15, 2014 to 15:00 September 16, 2014.

2. Equity registration day: September 9, 2014 (T+3 day for B share)

3. On-site meeting site: Meeting Room 404, Building 3, Nanhai Yiku, Shekou, Shenzhen

4. Calling person: Board of Directors of the Company

5. Holding mode: Combination of on-site voting and network voting

The Company will provide the voting platform in the network form through the transaction system and Internet voting system of Shenzhen Stock Exchange, and the

Company A share holders and B share holders registered on the book on the equity registration day can exercise the voting right within the network voting time or participate in the on-site Shareholders' Meeting to exercise the voting right.

For the same voting right, only one of on-site or network voting mode can be selected. For the same voting right, when repeated voting arises, the result of the first voting shall prevail.

6. Attending objects:

(1) Up till the afternoon of September 9, 2014 after the transaction is completed, for all the shareholders of the Company registered in the book at China Securities Registration and Settlement Co., Ltd. Shenzhen Branch and Singapore Stock Exchange, the shareholders who cannot attend the Meeting due to reasonable causes can entrust agents to attend the Meeting and participate in the voting, and the agent of the shareholder is not necessarily the shareholder of the Company.

(2) Directors and Supervisors of the Company and Secretary of the Board of Directors.

(3) The senior management of the Company will attend the Shareholders' Meeting.

II. Proposals of the Meeting

No.	Proposal content
1	<i>Proposal on Providing Guarantee for the Credit Loan of Shenzhen China Merchants Construction Co., Ltd.</i>
2	Proposal on Revising the Company Statute
3	Proposal on Modifying the <i>Rules of Procedure for the Board of Directors</i>
4	Proposal on Modifying the <i>Rules of Procedure for the Board of Supervisors</i>
5	Proposal on Examining and Approving the <i>Shareholder Return Planning in the Next Three Years (2014-2016)</i> of the Company
6	Proposal on Examining and Approving the Company Stock Option First Grant Plan (Revised Draft) and Its Abstract
7	Proposal on Making the <i>Assessment Method for the Implementation of the Stock Option Incentive Plan</i> of the Company

8	Proposal on Making the <i>Regulations on the Stock Option Incentive Plan</i> of the Company
9	Proposal on Authorizing the Board of Directors to Handle the Matters Related to the Stock Option Incentive Plan of the Company

Explanations:

1. Proposal 6 to Proposal 9 are related transactions, and the related shareholders will avoid the voting.

2. The detailed contents of the above-mentioned proposals are disclosed at *China Securities Journal*, *Securities Times*, *Shanghai Securities News*, *Hong Kong Commercial Daily*, *Securities Daily* and <http://www.cninfo.com.cn> on July 1, 2014 and August 29, 2014.

III. Meeting registration method

1. Registration procedures:

(1) The legal representative of the legal person shareholder shall hold the shareholder account card, copy of the business license affixed with the official seal of the company, legal representative certificate and identity card to handle the registration procedures. If agent is entrusted to attend, legal person power of attorney and identity care of the attender shall be held.

(2) Individual shareholder shall hold the identity care, shareholder account card and shareholding voucher to handle the registration procedures. Agent of the shareholder entrusted to attend shall also hold the identity care of the attender and power of attorney.

(3) Shareholders in other areas can conduct registration through mail or fax.

2. Registration time: 9: 00 AM—5:30 PM, September 10, 2014 to September 15, 2014 (excluding the non working hours), 9: 00 AM—12:00 AM, September 16, 2014.

3. Registration site: Secretariat of the Board of Directors, Building 3, Nanhai Yiku, No.6 Xinghua Road, Shekou, Nanshan District, Shenzhen, Guangdong.

4. Precaution: The shareholders and agents of the shareholders attending the meeting shall bring the originals of their certificates to enter the field.

IV. Specific operation processes of participating in network voting

The shareholders conducting network voting through the transaction system is similar to buying or selling shares, conducting voting through the Internet Voting system is similar to filling the options, and see Annex 2 for the specific voting processes.

V. Voting rules

The Company shareholders shall seriously exercise the voting right. When voting, the same share can only choose one of the voting modes of on-site voting and network voting, and repeated voting is not allowed. Network voting includes two voting modes of securities transaction system and Internet system, and the same share can only choose one of the modes. If repeated voting arises, handle according to the following rules:

1. If the same share has repeated voting of on-site voting and network voting, the first effective voting result shall prevail.
2. If the same share has repeated voting through the network, the first network voting shall prevail.

VI. Contact methods of the Meeting

Tel: (0755) 26819600, fax: 26818666

Address: Building 3, Nanhai Yiku, No.6 Xinghua Road, Shekou, Nanshan District, Shenzhen, Guangdong (postal code: 518067)

Contact persons: Chen Jiang and Luo Yuan.

VII. Other matters

The Meeting lasts for half a day, and the personnel attending the Meeting share bear the dining, lodging and traffic expenses.

We hereby publish the announcement.

China Merchants Property Development Co., Ltd.

Board of Directors

August 29, 2014

Annex 1:

Power of Attorney

Hereby I entrust Mr./Ms. _____ to represent me (my company) to attend the 1st Temporary Shareholders' Meeting in 2014 of China Merchants Property Development Co., Ltd. And exercise the voting right.

Share account of the principal: _____

Number of shares held: _____ shares

Identity card number of the principal (number of the business license of the legal person shareholder): _____

Mandatory (signature): _____ Identity card number of the mandatory: _____

The principal has the following voting on the proposals below (please tick "√" under the corresponding voting opinion):

Proposal No.	Proposal content	Voting opinion			
		Assent	Negative	Abstention	Remark
1	<i>Proposal on Providing Guarantee for the Credit Loan of Shenzhen China Merchants Construction Co., Ltd.</i>				
2	<i>Proposal on Revising the Company Statute</i>				
3	<i>Proposal on Modifying the Rules of Procedure for the Board of Directors</i>				
4	<i>Proposal on Modifying the Rules of Procedure for the Board of Supervisors</i>				
5	<i>Proposal on Examining and Approving the Shareholder Return Planning in the Next Three Years (2014-2016) of the Company</i>				
6	<i>Proposal on Examining and Approving the Company Stock Option First Grant Plan (Revised Draft) and Its Abstract</i>				The related shareholders avoid the voting
7	<i>Proposal on Making the Assessment Method for the Implementation of the Stock Option Incentive Plan of the Company</i>				
8	<i>Proposal on Making the Regulations on the Stock Option Incentive Plan of the Company</i>				
9	<i>Proposal on Authorizing the Board of Directors to Handle the Matters Related to the Stock Option Incentive Plan of the Company</i>				

If the principal does not make specific voting command on the above-mentioned

proposals, the mandatary can vote according to his/her own decision:

☐

Can

☐

Cannot

Signature of the principal (affix official seal for the legal person shareholder):

Entrustment date: month, 2014

Annex 2

Operation Procedures of the Shareholders of China Merchants Property Development Co., Ltd. Participating in Network Voting

For this Shareholders' Meeting, the Company will provide network voting platform for the shareholders, and A share shareholders and B share shareholders of the Company registered in the book on the equity registration day can participate in the network voting through the transaction system or Internet voting system of Shenzhen Stock Exchange.

I. Voting procedures of adopting the transaction system to vote

1. The time of conducting network voting through the transaction system of this Shareholders' Meeting is 9:30~11:30, 13:00~15:00 September 16, 2014, and for the voting procedures are operated in comparison to buying shares at Shenzhen Stock Exchange.

2. During the network voting, the transaction will list a voting security, the shareholder applies a buy-in entrustment, and voting can be conducted on the proposal. The information related to the security is as follows:

Security code: 360024

Security brief name: CM Voting

3. Specific processes of shareholder voting

① Input the buy-in command.

② Input the security code 360024;

③ Fill in the proposal No. of the Shareholders' Meeting under the "entrustment price" item, and the specific condition is as follows:

Proposal No.	Proposal content	Corresponding entrustment price
1	<i>Proposal on Providing Guarantee for the Credit Loan of Shenzhen China Merchants Construction Co., Ltd.</i>	1.00
2	<i>Proposal on Revising the Company Statute</i>	2.00
3	<i>Proposal on Modifying the Rules of Procedure for the Board of Directors</i>	3.00
4	<i>Proposal on Modifying the Rules of Procedure for the Board of Supervisors</i>	4.00
5	<i>Proposal on Examining and Approving the Shareholder Return Planning</i>	5.00

	<i>in the Next Three Years (2014-2016) of the Company</i>	
6	Proposal on Examining and Approving the Company Stock Option First Grant Plan (Revised Draft) and Its Abstract	6.00
7	Proposal on Making the <i>Assessment Method for the Implementation of the Stock Option Incentive Plan</i> of the Company	7.00
8	Proposal on Making the <i>Regulations on the Stock Option Incentive Plan</i> of the Company	8.00
9	Proposal on Authorizing the Board of Directors to Handle the Matters Related to the Stock Option Incentive Plan of the Company	9.00

④ Fill in the voting opinion under the “entrustment quantity” item, 1 share represents assent, 2 shares represent negative, and 3 shares represent abstention. The specific condition is as follows:

Variety of voting opinion	Corresponding applications share number
Assent	1 share
Negative	2 shares
Abstention	3 shares

⑤ Confirm that the voting entrustment is completed.

4. Precautions

① The voting cannot be canceled.

② The application not meeting the above-mentioned requirements will be treated as invalid application and will not be brought into the voting statistics.

③ If it is necessary to inquire about the voting result, please log in the Internet voting system of Shenzhen Stock Exchange after 18:00 of the voting day (<http://wltp.cninfo.com.cn>), click the “voting inquiry” function, and check the individual network voting result.

II. Voting procedures of adopting Internet voting

Log in the Internet Voting system of Shenzhen Stock Exchange (<http://wltp.cninfo.com.cn>), and you can conduct network voting after passing the identity authentication.

1. Handle the identity authentication procedures

The purpose of identity authentication is confirming the identity of the voter on the network, so as to protect the interest of the voter. At present, the shareholders can

adopt the mode of service password or digital certificate to conduct identity authentication.

To apply for the service password, please log in the password service special zone of the website: <http://www.szse.cn> or <http://wltp.cninfo.com.cn> to register, fill in the related information and set the service password. The service password can be used half a day after activation of the transaction system is successful.

To apply for the digital certificate, you can apply to Shenzhen Securities Information Company or the agency certificate-issuing organ entrusted by it. Business consulting tel: 0755-83991880/25918485/25918486, business consulting email address: xuningyan@p5w.net. You can also refer to the “certificate service” column of the Internet voting system of Shenzhen Stock Exchange (<http://wltp.cninfo.com.cn>).

2 . The shareholders can log in the Internet voting system of <http://wltp.cninfo.com.cn> according to the service password or digital certificate obtained to conduct voting.

3. Time of the shareholders conducting voting

The start time of voting through the Internet voting system of this Shareholders' Meeting is 15:00, September 15, 2014, and the ending time of the network voting is 15:00, September 16, 2014.