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瑞安房地產
SHUI ON LAND

Shui On Land Limited
瑞安房地產有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 272)

(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING

HELD ON 16 MAY 2025;

**(2) RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND
CESSATION OF CHAIRMAN OF THE AUDIT AND RISK COMMITTEE
AND MEMBER OF THE NOMINATION COMMITTEE, THE REMUNERATION
COMMITTEE, AND THE STRATEGY COMMITTEE; AND**

(3) APPOINTMENT OF BOARD COMMITTEE MEMBERS

The Board announces that:

- (1) all ordinary resolutions proposed at the AGM were duly passed by the Shareholders by way of poll.
- (2) Professor Gary C. BIDDLE has retired as an Independent Non-executive Director of the Company at the conclusion of the AGM and ceased to be the Chairman of the Audit and Risk Committee and a member of each of the Nomination Committee, the Remuneration Committee and the Strategy Committee of the Company with effect from 16 May 2025.
- (3) with effect from 16 May 2025: (i) Mr. Albert K. P. NG has been appointed as the Chairman of the Audit and Risk Committee of the Company; (ii) Ms. Ya Ting WU has been appointed as a member of the Audit and Risk Committee of the Company; (iii) Ms. Randy W. S. LAI has been appointed as a member of the Nomination Committee of the Company; and (iv) Mr. Gregory K. L. SO has been appointed as a member of the Remuneration Committee of the Company.

** For identification purposes only*

POLL RESULTS OF THE AGM

Reference is made to the circular of the Company dated 24 April 2025 (the “**Circular**”) in relation to the annual general meeting of the Company held on 16 May 2025. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as defined in the Circular.

The Board announces that at the AGM, all the proposed resolutions as set out in the notice of AGM dated 24 April 2025 (the “**AGM Notice**”) were duly passed by the Shareholders by way of poll and the poll results are as follows:

| Ordinary Resolutions | | No. of Votes (%) | |
|----------------------|---|-------------------------------|----------------------------|
| | | For | Against |
| 1. | To receive and adopt the audited financial statements of the Company and the reports of the directors and the independent auditor for the year ended 31 December 2024. | 4,929,105,567 (99.929140%) | 3,495,235 (0.070860%) |
| | The resolution was duly passed as an ordinary resolution. | | |
| 2. | To declare a final dividend for the year ended 31 December 2024. | 4,932,596,096 (99.999905%) | 4,706 (0.000095%) |
| | The resolution was duly passed as an ordinary resolution. | | |
| 3.(a) | To re-elect Mr. Vincent H. S. LO as director of the Company. | 4,888,727,174 (99.110538%) | 43,873,628 (0.889462%) |
| | The resolution was duly passed as an ordinary resolution. | | |
| 3.(b) | To re-elect Ms. Jessica Y. WANG as director of the Company. | 4,929,890,056 (99.945044%) | 2,710,746 (0.054956%) |
| | The resolution was duly passed as an ordinary resolution. | | |
| 3.(c) | To re-elect Mr. Douglas H. H. SUNG as director of the Company. | 4,929,804,056 (99.943301%) | 2,796,746 (0.056699%) |
| | The resolution was duly passed as an ordinary resolution. | | |
| 3.(d) | To authorize the Board of the Company to fix the directors’ remuneration. | 4,931,299,529 (99.973619%) | 1,301,273 (0.026381%) |
| | The resolution was duly passed as an ordinary resolution. | | |
| 4. | To re-appoint the Company’s auditor and to authorize the Board of the Company to fix their remuneration. | 4,932,596,096 (99.999905%) | 4,706 (0.000095%) |
| | The resolution was duly passed as an ordinary resolution. | | |
| 5.(A) | To grant a general mandate to the directors to issue and allot additional shares of the Company not exceeding 10% of the aggregate number of the issued shares of the Company (excluding treasury shares) at the date of passing this resolution.** | 4,643,744,930 (94.143944%) | 288,855,872 (5.856056%) |
| | The resolution was duly passed as an ordinary resolution. | | |
| 5.(B) | To grant a general mandate to the directors to repurchase shares of the Company not exceeding 10% of the aggregate number of the issued shares of the Company (excluding treasury shares) at the date of passing this resolution.** | 4,932,595,546 (99.999893%) | 5,256 (0.000107%) |
| | The resolution was duly passed as an ordinary resolution. | | |

| | | | |
|-------|--|-------------------------------|----------------------------|
| 5.(C) | To extend the general mandate granted to the directors to issue shares of the Company under resolution no. 5(A) by the number of shares repurchased under resolution no. 5(B).** | 4,643,824,430 (94.145556%) | 288,776,372 (5.854444%) |
| | The resolution was duly passed as an ordinary resolution. | | |

*** The full text of the resolution is set out in the AGM Notice.*

Notes:

1. At the date of the AGM, the number of issued shares of the Company was 8,027,265,324 ordinary shares of US\$0.0025 each in the share capital of the Company, being the total number of shares entitling the holders to attend and vote for or against the resolutions at the AGM.
2. There was no restriction on any Shareholders casting votes on any of the resolutions at the AGM.
3. There were no Shares entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules and no Shareholder was required to abstain from voting at the AGM under the Listing Rules.
4. No parties have stated their intention in the Circular to vote against or abstain from voting on any of the resolutions at the AGM.
5. Computershare Hong Kong Investor Services Limited, the branch share registrar of the Company in Hong Kong, was appointed as the scrutineer for the poll at the AGM.
6. Mr. Vincent H. S. LO, Ms. Stephanie B. Y. LO, Ms. Jessica Y. WANG, Mr. Douglas H. H. SUNG, Professor Gary C. BIDDLE, Mr. Anthony J. L. NIGHTINGALE, Mr. Albert K. P. NG and Mr. Gregory K. L. SO attended the AGM in person. Ms. Ya Ting WU attended the AGM by electronic means.

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CESSATION OF CHAIRMAN OF THE AUDIT AND RISK COMMITTEE AND MEMBER OF THE NOMINATION COMMITTEE, THE REMUNERATION COMMITTEE, AND THE STRATEGY COMMITTEE

As disclosed in the Circular, Professor Gary C. BIDDLE (“**Professor Biddle**”) retired from office by rotation at the AGM according to the Articles of Association. Recognising corporate governance precepts regarding Independent Non-executive Director (“**INED**”) term limits, the longest serving INED, Professor Biddle, will not stand for re-election. Professor Biddle also ceased to be the Chairman of the Audit and Risk Committee and a member of each of the Nomination Committee, the Remuneration Committee, and the Strategy Committee of the Company with effect from 16 May 2025.

Professor Biddle has confirmed that he has no disagreement with the Board and that he is not aware of any matters that need to be brought to the attention of the Shareholders. The Board takes this opportunity to express its gratitude to Professor Biddle for his valuable contributions to the Company during his tenure on the Board.

APPOINTMENT OF BOARD COMMITTEE MEMBERS

The Board also announces that with effect from 16 May 2025: (i) Mr. Albert K. P. NG, an INED of the Company and a member of the Audit and Risk Committee of the Company, has been appointed as the Chairman of the Audit and Risk Committee of the Company; (ii) Ms. Ya Ting WU, an INED of the Company and the Chairman of the Sustainability Committee of the Company, has been appointed as a member of the Audit and Risk Committee of the Company; (iii) Ms. Randy W. S. LAI, an INED of the Company and a member of the Sustainability Committee of the Company, has been appointed as a member of the Nomination Committee of the Company; and (iv) Mr. Gregory K. L. SO, an INED of the Company and a member of the Audit and Risk Committee, has been appointed as a member of the Remuneration Committee of the Company.

By Order of the Board
Shui On Land Limited
Vincent H. S. LO
Chairman

Hong Kong, 16 May 2025

At the date of this announcement, the executive directors of the Company are Mr. Vincent H. S. LO (Chairman), Ms. Stephanie B. Y. LO (Vice Chairman), Ms. Jessica Y. WANG (Chief Executive Officer), and Mr. Douglas H. H. SUNG (Chief Financial Officer and Chief Investment Officer); and the independent non-executive directors of the Company are Mr. Anthony J. L. NIGHTINGALE, Mr. Shane S. TEDJARATI, Ms. Ya Ting WU, Mr. Albert K. P. NG, Mr. Gregory K. L. SO, and Ms. Randy W. S. LAI.