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SRE GROUP LIMITED

上置集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1207)

POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 6 JULY 2016 IN RELATION TO MAJOR ACQUISITION AND CONNECTED TRANSACTION AND RE-ELECTION OF DIRECTORS

Reference is made to the circular (the “Circular”) of SRE Group Limited (the “Company”) dated 16 June 2016 in relation to, inter alia, the Acquisition, which constitutes a major and connected transaction for the Company. Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE SGM

The Board is pleased to announce that on 6 July 2016, the SGM was held at which all the resolutions set out in the notice of the SGM were duly passed by the Shareholders (or the Independent Shareholders, as the case may be) by way of poll in accordance with the requirements of the Listing Rules.

The poll results for the resolutions proposed at the SGM were as follows:

Ordinary resolutions		For	Against	Total number of votes cast
		Votes (%)	Votes (%)	
1.	To approve the Acquisition Master Agreement and to authorise the Directors to do all such acts and execute all such documents to give effect to or in connection with the Acquisition Master Agreement	12,721,476,862 (99.99%)	30,000 (0.01%)	12,721,506,862
2.	To re-elect Ms. Qin Wenying as an executive Director of the Company with immediate effect	12,721,506,862 (100.00%)	0 (0.00%)	12,721,506,862
3.	To re-elect Mr. Chen Donghui as an executive Director of the Company with immediate effect	12,721,506,862 (100.00%)	0 (0.00%)	12,721,506,862

* For identification purpose only

As more than 50% of the votes were cast in favour of all of the above ordinary resolutions, all the resolutions were duly passed at the SGM as ordinary resolutions of the Company.

The Company's branch share registrar in Hong Kong, Tricor Tengis Limited, was appointed as the scrutineer for the vote-taking at the SGM.

As at the date of the SGM:

- (a) The Company had 20,564,713,722 Shares in issue.
- (b) SREI holds 2,889,659,128 Shares, representing approximately 14.05% of the issued share capital of the Company. Mr. Shi Jian (holding 36% interest in SREI) and Madam Si Xiao Dong (spouse of Mr. Shi Jian, holding 33% interest in SREI) together hold 13,009,315 Shares, representing approximately 0.06% of the issued share capital of the Company. As disclosed in the Circular, SREI (being a party to the Acquisition Master Agreement), Mr. Shi Jian and Madam Si Xiao Dong (who together hold 69% equity interest in SREI) are required to abstain from voting in respect of Resolution No. 1 at the SGM. SREI, Mr. Shi Jian and Madam Si Xiao Dong in fact abstained from voting in respect of Resolution No. 1 at the SGM. The total number of Shares entitling the Independent Shareholders to attend and vote for or against Resolution No. 1 at the SGM was 17,662,045,279 Shares.
- (c) To the best of the Directors' knowledge, information and belief, no Shareholders had a material interest and therefore were required to abstain from voting on Resolutions No. 2 and 3. The total number of Shares entitling the Shareholders to attend and vote for or against Resolutions No. 2 and 3 at the SGM was 20,564,713,722 Shares.

By Order of the Board
SRE Group Limited
He Binwu
Chairman

Hong Kong, 6 July 2016

As at the date of this announcement, the Board comprises seven executive directors, namely Mr. He Binwu, Mr. Peng Xinkuang, Mr. Shi Janson Bing, Mr. Chen Chao, Mr. Zhu Qiang, Mr. Chen Donghui and Ms. Qin Wenyong; and four independent non-executive directors, namely Mr. Zhuo Fumin, Mr. Chan, Charles Sheung Wai, Mr. Guoping and Mr. Ma Lishan.