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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 13 AUGUST 2019 IN RELATION TO MAJOR TRANSACTION AND CONNECTED TRANSACTION AND RE-ELECTION OF DIRECTOR

Reference is made to the circular of special general meeting (“**Circular**”) of SRE Group Limited (“**Company**”) dated 25 July 2019. Unless the context requires otherwise, terms used herein shall have the same meanings as defined in the Circular.

The poll results in respect of the resolutions (“**Resolutions**”) proposed at the Special General Meeting (“**SGM**”) held on Tuesday, 13 August 2019 were as follows:

Ordinary Resolutions		Number of Votes (Approximate %) (Note)	
		For	Against
1.	To approve, confirm and ratify the Sale and Purchase Agreement and the Transactions and to authorise the Directors to do all such acts and execute all such documents to give effect to or in connection with the Sale and Purchase Agreement and the Transactions.	1,027,191,132 (98.71%)	13,466,493 (1.29%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
2.	To re-elect Ms. Jiang Chuming as an executive director of the Company.	13,527,192,847 (99.99%)	2,493 (0.01%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			

*Note:*

*The number and percentage of votes are based on the total number of the Shares held by the Shareholders who voted at the SGM in person, by authorised corporate representative(s) or by proxy(ies).*

As at the date of the SGM:

- (i) the Company had 20,564,713,722 Shares in issue.
- (ii) a 50%-owned company of China Minsheng Jiaye Investment Co., Ltd (a controlling shareholder of the Company) holds approximately 17.7976% of the issued shares of Yango Group. As disclosed in the Circular, China Minsheng Jiaye Investment Co., Ltd, its associates, and any person who has a material interest in the Sale and Purchase Agreement and the Transactions, are required to abstain from voting with respect to the resolution for approving the Sale and Purchase Agreement and the Transactions. China Minsheng Jiaye Investment Co., Ltd and its associates held an aggregate of 14,553,053,390 Shares and 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 6,011,660,332 Shares.
- (iii) to the best of the Directors' knowledge, information and belief, no Shareholder had a material interest and therefore was required to abstain from voting on Resolution No. 2. The total number of Shares entitling the Shareholders to attend and vote for or against Resolution No. 2 at the SGM was 20,564,713,722 Shares.

Tricor Tengis Limited, the Hong Kong branch share registrar of the Company, was appointed as the scrutineer at the SGM for the purpose of vote-taking.

By Order of the Board  
**SRE Group Limited**  
**Peng Xinkuang**  
*Chairman and Chief Executive Officer*

Hong Kong, 13 August 2019

*As at the date of this announcement, the board of directors of the Company comprises six executive directors of the Company, namely Mr. Peng Xinkuang, Mr. Chen Donghui, Mr. Zhu Qiang, Ms. Qin Wenying, Mr. Jiang Qi and Ms. Jiang Chuming; and four independent non-executive directors of the Company, namely Mr. Zhuo Fumin, Mr. Chan, Charles Sheung Wai, Mr. Ma Lishan and Mr. Han Gensheng.*

\* *For identification purpose only*