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MIDEA REAL ESTATE HOLDING LIMITED

美的置業控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3990)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 2 SEPTEMBER 2024

Reference is made to the circular (the “**Circular**”) of Midea Real Estate Holding Limited (the “**Company**”) dated 16 August 2024 in relation to, among others, (i) the distribution in specie of the property development and sales business of the Group to the shareholders of the Company, (ii) the possible major transaction and connected transaction of the Company and (iii) the non-exempt continuing connected transactions. Unless otherwise indicated, capitalised terms used herein shall have the same meanings as those defined in the Circular.

The extraordinary general meeting (the “**EGM**”) of the Company was held on 2 September 2024 at 11:00 a.m. with a combination of (a) a physical meeting at 30/F, Tower 4, Midea Real Estate Plaza, No. 1 Chengde Road, Beijiao Town, Shunde District, Foshan City, Guangdong Province, the PRC; and (b) an online virtual meeting through the Tricor e-Meeting System. All directors of the Company (the “**Director(s)**”) attended the EGM either in person or by electronic means.

At the EGM, the resolutions set out in the notice of the EGM dated 16 August 2024 (the “**Notice of EGM**”) were considered and duly passed by way of poll. Tricor Investor Services Limited, the branch share registrar and transfer office of the Company in Hong Kong, acted as scrutineer for the poll at the EGM. The poll results are as follows:

Resolutions (Note 1)		Number of votes (approximate %)	
		For	Against
Special Resolution			
1.	To approve and confirm the Proposed Distribution and to authorise any Director to execute and deliver documents and do acts and take actions for and on behalf of the Company to carry out the purpose of this resolution. (Note 2)	112,780,245 (95.12%) (Note 3)	5,780,000 (4.88%) (Note 3)
			5,780,000 (1.95%) (Note 4)

Resolutions (<i>Note 1</i>)		Number of votes (approximate %)	
		For	Against
Ordinary Resolutions			
2.	To approve the Possible Disposal and to authorise any Director to execute and deliver documents and do acts and take actions for and on behalf of the Company to carry out the purpose of this resolution. (<i>Note 2</i>)	106,483,445 (94.85%) (<i>Note 3</i>)	5,780,000 (5.15%) (<i>Note 3</i>)
3.	Conditional upon resolution numbered 1 above being passed:		
	(a) To approve, confirm and ratify the 2024 Construction Project Management Service Framework Agreement (Midea Construction) and all the transactions contemplated or arising thereunder.	106,483,445 (94.85%) (<i>Note 3</i>)	5,780,000 (5.15%) (<i>Note 3</i>)
	(b) To approve, confirm and ratify the 2024 Property Management Service Framework Agreement (Midea Construction) and all the transactions contemplated or arising thereunder.	106,483,445 (94.85%) (<i>Note 3</i>)	5,780,000 (5.15%) (<i>Note 3</i>)
	(c) To approve, confirm and ratify the 2024 Real Estate Technology Service Framework Agreement (Midea Construction) and all the transactions contemplated or arising thereunder.	106,483,445 (94.85%) (<i>Note 3</i>)	5,780,000 (5.15%) (<i>Note 3</i>)
	(d) To approve, confirm and ratify the 2024 Property Management Framework Agreement (Midea Holding) and all the transactions contemplated or arising thereunder.	106,483,445 (94.85%) (<i>Note 3</i>)	5,780,000 (5.15%) (<i>Note 3</i>)
	(e) To authorise any Director to execute and deliver documents and do acts and take actions for and on behalf of the Company to carry out the purpose of this resolution.	106,483,445 (94.85%) (<i>Note 3</i>)	5,780,000 (5.15%) (<i>Note 3</i>)

Notes:

1. The full text of the resolutions was set out in the Notice of the EGM.
2. Resolutions numbered 1 and 2 are inter-conditional upon each other. In the event that any of the resolutions is not passed, both resolutions numbered 1 and 2 will not take effect.
3. The number of votes and percentage are calculated based on the total number of Shares held by the Independent Shareholders who voted at the EGM either in person or by proxy.
4. The number of votes and percentage are calculated based on the total number of Shares held by the Independent Shareholders.

With respect to the resolution numbered 1, since more than 75% of the votes attaching to the Shares held by the Independent Shareholders voting either in person or by proxy at the EGM were cast in favour of the resolution and the number of votes cast against the resolution amounted to not more than 10% of the votes attaching to the Shares held by the Independent Shareholders permitted to vote either in person or by proxy at the EGM, the resolution was duly passed as a special resolution of the Company by way of poll in accordance with the requirements under Rule 14.94 of the Listing Rules.

With respect of the resolutions number 2 and 3, since more than 50% of the votes attaching to the Shares held by the Independent Shareholders voting either in person or by proxy at the EGM were cast in favour of each of the resolutions, the resolutions were duly passed as ordinary resolutions of the Company.

As of the date of the EGM, the total number of Shares in issue was 1,435,411,483 Shares, among which, 4,770,000 Shares (representing approximately 0.33% of the total number of Shares in issue) were held in trust by the independent trustees appointed by the Company for the purpose of administering the share award scheme of the Company. The independent trustees had abstained from voting on the proposed resolutions at the EGM in respect of the Shares held in trust. As disclosed in the Circular, the Controlling Shareholders and their respective associates were required to abstain, and had abstained from voting on the proposed resolutions at the EGM. As of the date of the EGM, the Controlling Shareholders and their respective associates (namely, Midea Development Holding (BVI) Limited and Midea Field Company Limited) are, in aggregate, interested as to 1,134,606,463 Shares, accounting for approximately 79.04% of the total number of Shares in issue. For the avoidance of doubt, while Midea Ever Company Limited, as of the date of the EGM, was no longer an associate of the Controlling Shareholders and was wholly owned by Mr. Hao Hengle, the chairman, executive director and president of the Company, it had voluntarily abstained from voting on the proposed resolutions at the EGM. For details of the transfer of shares in Midea Ever Company Limited from Ms. Lu to Mr. Hao Hengle, please refer to the announcement of the Company dated 23 August 2024. Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote for or against the proposed resolution at the EGM was 296,035,020 Shares, representing approximately 20.63% of the total number of Shares in issue. Save as disclosed, there were no Shares entitling the Shareholders to attend and abstain from voting in favour of the proposed resolution at the EGM set out in Rule 13.40 of the Listing Rules, no Shareholders were required under the Listing Rules to abstain from voting at the EGM and no Shareholders had stated their intention in the Circular to vote against or to abstain from voting on the proposed resolution at the EGM.

By order of the Board
Midea Real Estate Holding Limited
Hao Hengle
Chairman, Executive Director and President

Hong Kong, 2 September 2024

As at the date of this announcement, the executive directors of the Company are Mr. Hao Hengle, Mr. Wang Dazai, Mr. Wang Quanhui and Mr. Lin Ge; the non-executive directors of the Company are Mr. He Jianfeng and Mr. Zhao Jun; and the independent non-executive directors of the Company are Mr. Tan Jinsong, Mr. O'Yang Wiley and Mr. Lu Qi.