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**恒基兆業地產有限公司**  
**HENDERSON LAND DEVELOPMENT COMPANY LIMITED**  
 Incorporated in Hong Kong with limited liability  
 (Stock Code : 12)

## ANNUAL GENERAL MEETING AND EXTRAORDINARY GENERAL MEETING HELD ON 1 JUNE 2010 POLL RESULTS

At the Annual General Meeting (the “AGM”) and the Extraordinary General Meeting (the “EGM”) of Henderson Land Development Company Limited (the “Company”) held on 1 June 2010, all the proposed resolutions as set out in the notice of the AGM dated 28 April 2010 and the proposed resolution as set out in the notice of EGM dated 12 May 2010 were put to the vote by poll.

### POLL RESULTS OF THE AGM

The poll results in respect of all the resolutions proposed at the AGM are as follows:

| Ordinary Resolutions |  | Number of Votes (%)         |                           |
|----------------------|--|-----------------------------|---------------------------|
|                      |  | For                         | Against                   |
| 1.                   | To receive and consider the Audited Accounts and the Reports of the Directors and Auditors for the eighteen months ended 31 December 2009. | 1,670,770,003<br>(99.9593%) | 681,000<br>(0.0407%)      |
| 2.                   | To declare a Final Dividend of HK\$0.70 per share.   | 1,721,401,503<br>(99.9990%) | 16,449<br>(0.0010%)       |
| 3.                   | (A) To re-elect Mr. Lee King Yue as director.  | 1,646,376,079<br>(95.6464%) | 74,939,873<br>(4.3536%)   |
|                      | (B) To re-elect Mr. Li Ning as director.   | 1,517,654,499<br>(88.1688%) | 203,651,453<br>(11.8312%) |
|                      | (C) To re-elect Mr. Lee Tat Man as director.   | 1,424,422,968<br>(82.7520%) | 296,891,519<br>(17.2480%) |
|                      | (D) To re-elect Sir Po-shing Woo as director.  | 1,596,209,497<br>(92.7329%) | 125,088,090<br>(7.2671%)  |
|                      | (E) To re-elect Mr. Gordon Kwong Che Keung as director.  | 1,695,549,669<br>(98.5031%) | 25,766,283<br>(1.4969%)   |
|                      | (F) To re-elect Professor Ko Ping Keung as director.   | 1,720,630,152<br>(99.9619%) | 655,500<br>(0.0381%)      |

|   |   |                             |                           |
|---|---|-----------------------------|---------------------------|
| 4.  | To re-appoint KPMG as Auditors and authorise the Directors to fix their remuneration.   | 1,720,958,261<br>(99.9793%) | 356,691<br>(0.0207%)      |
| 5.  | (A) To give a general mandate to the Directors to repurchase shares.  | 1,721,732,752<br>(99.9819%) | 311,200<br>(0.0181%)      |
|   | (B) To give a general mandate to the Directors to allot new shares.   | 1,466,698,282<br>(92.3074%) | 122,229,670<br>(7.6926%)  |
|   | (C) To authorise the Directors to allot new shares equal to the aggregate nominal amount of share capital purchased by the Company.       | 1,522,801,477<br>(88.5032%) | 197,815,126<br>(11.4968%) |
|   | (D) To increase the authorised share capital to HK\$10,000,000,000 and authorise a Director to execute all documents in relation thereto. | 1,534,984,256<br>(89.1439%) | 186,932,696<br>(10.8561%) |
| <b>As more than 50% of the votes were cast in favour of each of the above resolutions, all such resolutions were duly passed as ordinary resolutions.</b> |   |                             |                           |

## POLL RESULT OF THE EGM

The poll result in respect of the resolution proposed at the EGM is as follows:

| Ordinary Resolution   | Number of Votes (%)         |                        |
|---|-----------------------------|------------------------|
|   | For                         | Against                |
| To approve the Bonus Issue Warrants.  | 1,668,005,803<br>(99.5650%) | 7,287,310<br>(0.4350%) |
| <b>As more than 50% of the votes were cast in favour of the above resolution, the resolution was duly passed as an ordinary resolution.</b> |                             |                        |

The scrutineer at the AGM and the EGM for the purpose of vote-taking is the Company's share registrar, Computershare Hong Kong Investor Services Limited.

As at the date of the AGM and the EGM, the total number of issued ordinary shares of the Company was 2,146,742,390 shares, the holders of which were entitled to attend and vote for or against all resolutions at the AGM and the EGM. There were no restrictions on any shareholders casting votes on any of the resolutions at the AGM and the EGM.

By Order of the Board  
**Timon LIU Cheung Yuen**  
*Company Secretary*

Hong Kong, 1 June 2010

*As at the date of this announcement, the Board comprises: (1) executive directors: Lee Shau Kee (Chairman), Lee Ka Kit, Colin Lam Ko Yin, Lee Ka Shing, John Yip Ying Chee, Alexander Au Siu Kee, Suen Kwok Lam, Lee King Yue, Fung Lee Woon King, Eddie Lau Yum Chuen, Li Ning and Patrick Kwok Ping Ho; (2) non-executive directors: Woo Po Shing, Leung Hay Man, Angelina Lee Pui Ling, Lee Tat Man and Jackson Woo Ka Bui (as alternate to Woo Po Shing); and (3) independent non-executive directors: Gordon Kwong Che Keung, Ko Ping Keung and Wu King Cheong.*