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**CHINA MERCHANTS LAND LIMITED**

**招商局置地有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 978)**

- (1) RESIGNATION OF DIRECTORS, AUDIT COMMITTEE MEMBER,  
PROCESS AGENT AND AUTHORISED REPRESENTATIVE**
- (2) APPOINTMENT OF NON-EXECUTIVE DIRECTOR AND  
AUDIT COMMITTEE MEMBER**
- (3) APPOINTMENT OF PROCESS AGENT AND  
AUTHORISED REPRESENTATIVE**
- AND**
- (4) PROPOSED APPOINTMENT OF  
INDEPENDENT NON-EXECUTIVE DIRECTOR**

**RESIGNATION OF DIRECTORS, AUDIT COMMITTEE MEMBER, PROCESS  
AGENT AND AUTHORISED REPRESENTATIVE**

The board (the “**Board**”) of directors (the “**Director(s)**”) of China Merchants Land Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that, with effect from 5 May 2023, Mr. He Qi (“**Mr. He**”) has resigned as an independent non-executive Director due to other personal career plans.

Mr. Yu Zhiliang (“**Mr. Yu**”) has also tendered his resignation as a non-executive Director due to change in work arrangements, and will cease to serve as a member of the audit committee of the Company (the “**Audit Committee**”), the authorised representative of the Company pursuant to Rule 3.05 of The Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Authorised Representative**”) and the authorised representative for the purpose of accepting service of process and notices on the Company’s behalf in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and under Rule 19.05(2) of the Listing Rules (the “**Process Agent**”), with effect from 5 May 2023.

Each of Mr. He and Mr. Yu has confirmed that he has no disagreement with the Board and there are no other matters in relation to his resignation that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”). The Company and the Board would like to take this opportunity to express their sincere gratitude and appreciation to each of Mr. He and Mr. Yu for his valuable contributions to the Group during his tenure.

#### **APPOINTMENT OF NON-EXECUTIVE DIRECTOR AND AUDIT COMMITTEE MEMBER**

The Board further announces that Mr. Li Yao (“**Mr. Li**”) has been appointed as a non-executive Director and a member of the Audit Committee.

The biographical details of Mr. Li are set out as follows:

**Mr. LI Yao**, aged 36, is currently the Deputy General Manager of the Overseas Development Division of China Merchants Shekou Industrial Zone Holdings Co., Ltd. He joined China Merchants Holdings (International) Company Limited\* in 2012 and has since served as the Engineer and Assistant Department Manager of the Engineering Department and Administration Department of China Merchants Colombo International Container Terminals Ltd.\*, the Manager of the Administration Department of China Merchants Holdings (International) Company Limited\*, the Manager of the Overseas Business Department of China Merchants Holdings (International) Company Limited\*, the Permanent Representative of China Merchants Group Representative Office in Djibouti, the Manager of Overseas Department and International Cooperation Department of China Merchants Group Headquarters, Deputy Director of Executive Office of China Merchants Group Headquarters.

Mr. Li graduated from Tianjin University with a bachelor’s degree in engineering management and English in July 2009 and later graduated from Tianjin University with a master’s degree in management in engineering management in January 2012.

\* *For identification purposes only*

The Company and Mr. Li will not enter into any service contract which provides for a specified length of service, but his term of appointment will be subject to retirement by rotation at the annual general meetings of the Company in accordance with the Articles of Association of the Company.

Mr. Li shall be entitled to an annual remuneration of HK\$40,000 in his capacity as a non-executive Director, which has been determined by the board after considering the recommendation of the remuneration committee of the Company, with reference to his experience and responsibilities, the Company's performance and remuneration policy and the prevailing market conditions.

Save as disclosed above, as at the date of this announcement, Mr. Li (i) does not have any relationship with any Directors, senior management, substantial shareholders (as defined under the Listing Rules) or controlling shareholders (as defined in the Listing Rules) of the Company; (ii) does not hold any other directorships in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iii) does not hold any other positions in the Company or any of its subsidiaries; and (iv) has no interest in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there are no other matters in connection with the appointment of Mr. Li that need to be disclosed according to Rules 13.51(2)(h) to (v) of the Listing Rules or to be brought to the attention of the Shareholders.

#### **APPOINTMENT OF PROCESS AGENT AND AUTHORISED REPRESENTATIVE**

The Board further announces that (i) Mr. Wong King Yuen, an executive Director, has been appointed as the Process Agent; and (ii) Ms. Chen Yan, an executive Director, has been appointed as the Authorised Representative, with effect from 5 May 2023.

#### **PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

Pursuant to Code Provision B.2.4(b) of the Corporate Governance Code as set out in Appendix 14 to the Listing Rules, where all the independent non-executive directors of an issuer have served more than nine years on the board, the issuer should appoint a new independent non-executive director on the board at the forthcoming annual general meeting.

Dr. Wong Wing Kuen, Albert, Ms. Chen Yanping and Dr. Shi Xinping were appointed as independent non-executive Directors on 2 June 2012. As each of their tenure reached nine years, the Company will appoint an additional independent non-executive Director at the annual general meeting of the Company to be held on or about 25 May 2023 (the “AGM”). In consideration of the recommendation and approval of the nomination committee of the Company, the Board is pleased to announce that Mr. Ip Man Ki Ryan (“**Mr. Ip**”) will be proposed at the AGM to be appointed as an additional independent non-executive Director with effect from the conclusion of the AGM.

The biographical details of Mr. Ip are set out as follows:

**Mr. IP Man Ki Ryan**, aged 33, joined Our Hong Kong Foundation in January 2017 and is now the Foundation’s Vice President and Co Head of Research. He worked as an economist at Hong Kong Monetary Authority from May 2016 to December 2016 and a real estate analyst at Jones Lang LaSalle from July 2014 to April 2016.

Mr. Ip participates in various public offices. He is a member of the Hong Kong Government’s Land and Development Advisory Committee and Advisory Committee on the Northern Metropolis, Executive Committee member of the China Real Estate Chamber of Commerce Hong Kong and International Chapter, International Advisory Committee member of the Research Institute for Land and Space at the Hong Kong Polytechnic University, and board member of the Hong Kong PropTech Association. Mr. Ip is also an Interview Assessor for Chartered qualification of the Royal Institution of Chartered Surveyors, a member of the Housing Committee of the Urban Land Institute and a member of the Land and Housing Supply Working Group of Hong Kong General Chamber of Commerce.

He obtained a bachelor’s degree in economics from The Chinese University of Hong Kong in July 2012 and a Master of Science degree in Economics from the London School of Economics and Political Science in July 2013. Mr. Ip is a Chartered Surveyor (MRICS) and a Chartered Financial Analyst (CFA).

The Company and Mr. Ip will not enter into any service contract which provides for a specified length of service, but his term of appointment will commence from the date of approval by the Shareholders at the AGM subject to retirement by rotation at the annual general meetings of the Company in accordance with the Articles of Association of the Company.

Mr. Ip shall be entitled to an annual remuneration of HK\$135,000 in his capacity as an independent non-executive Director, which has been determined by the board after considering the recommendation of the remuneration committee of the Company, with reference to his experience and responsibilities, the Company’s performance and remuneration policy and the prevailing market conditions.

Save as disclosed above, as at the date of this announcement, Mr. Ip (i) does not have any relationship with any Directors, senior management, substantial shareholders (as defined under the Listing Rules) or controlling shareholders (as defined in the Listing Rules) of the Company; (ii) does not hold any other directorships in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iii) does not hold any other positions in the Company or any of its subsidiaries; and (iv) has no interest in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Mr. Ip has confirmed that he has met the independence criteria as set out in Rule 3.13 of the Listing Rules. Save as disclosed above, there are no other matters in connection with the appointment of Mr. Ip that need to be disclosed according to Rules 13.51(2)(h) to (v) of the Listing Rules or to be brought to the attention of the Shareholders.

A circular containing, among other things, details of the proposed appointment of Mr. Ip as an independent non-executive Director, together with the supplemental notice of AGM and a second form of proxy, will be dispatched to the Shareholders as soon as practicable.

By order of the Board  
**China Merchants Land Limited**  
**XU Yongjun**  
*Chairman*

Hong Kong, 5 May 2023

*As at the date of this announcement, the Board comprises Mr. XU Yongjun, Mr. HUANG Junlong and Mr. LI Yao as non-executive Directors; Dr. SO Shu Fai, Mr. WONG King Yuen and Ms. Chen Yan as executive Directors and Dr. WONG Wing Kuen, Albert, Ms. CHEN Yanping and Dr. SHI Xinping as independent non-executive Directors.*