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GREENTOWN CHINA HOLDINGS LIMITED

綠城中國控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 03900)

POLL RESULTS AT THE EXTRAORDINARY GENERAL MEETING HELD ON 1 AUGUST 2012

EXTRAORDINARY GENERAL MEETING

Reference is made to the announcements of Greentown China Holdings Limited (the “**Company**”) dated 8 June 2012 and 16 July 2012, respectively, and the circular of the Company dated 17 July 2012 (the “**Circular**”) in relation to, among other things, the Subscription Agreement and the Investment Agreement. Unless otherwise stated, capitalised terms used in this announcement have the same meanings as those defined in the Circular.

The Board is pleased to announce that at the EGM held on 1 August 2012, all of the proposed resolutions as set out in the notice of the EGM were duly passed by way of poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	Re-election of Mr Ng Tin Hoi, Stephen as a non-executive Director and authorising the Board to determine his remuneration.	1,031,713,526 (98.956989%)	10,874,304 (1.043011%)
2.	The Investment Agreement (as supplemented and amended pursuant to the Supplemental Agreement) and the transactions contemplated thereunder, including but not limited to the allotment and issuance of 162,113,714 new Shares, the issuance of the Convertible Securities and the allotment and issuance of the Conversion Shares upon conversion rights attaching to the Convertible Securities being exercised.	1,042,587,830 (100%)	0 (0%)

* For identification purposes only

Ordinary Resolutions		Number of Votes (%)	
		For	Against
3.	Appointment of Mr Tsui Yiu Cheung as a non-executive Director upon completion of the Second Tranche Subscription and authorising the Board to determine his remuneration.	1,031,713,526 (98.956989%)	10,874,304 (1.043011%)

As at the date of the EGM, the total number of Shares in issue was 1,968,835,476 Shares. As stated in the Circular, Wharf and its associates (who are interested in an aggregate of 362,738,079 Shares) should abstain from voting on the resolutions with respect to the Transactions and the re-election of Mr Ng Tin Hoi, Stephen and appointment of Mr Tsui Yiu Cheung, each as a non-executive Director. Therefore, the total number of Shares entitling the holders to attend and vote on the resolutions at the EGM was 1,606,097,397 Shares. There was no Share which would entitle the holder thereof to attend and abstain from voting in favour of the resolutions proposed at the EGM. The Company's share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the poll at the EGM.

RE-ELECTION AND APPOINTMENT OF NON-EXECUTIVE DIRECTORS

At the EGM, Mr Ng Tin Hoi, Stephen was re-elected by the Shareholders as a non-executive Director. Further, the appointment of Mr Tsui Yiu Cheung as a non-executive Director upon completion of the Second Tranche Subscription was duly approved by the Shareholders. Shareholders may refer to the Circular for the biographical details of Mr Ng Tin Hoi, Stephen and Mr Tsui Yiu Cheung.

By Order of the Board
Greentown China Holdings Limited
Song Weiping
Chairman

Hangzhou, the PRC
1 August 2012

As at the date of this announcement, the Board comprises Mr Song Weiping, Mr Shou Bainian, Mr Luo Zhaoming, Mr Guo Jiafeng and Mr Cao Zhounan as the executive Directors, Mr Ng Tin Hoi, Stephen as the non-executive Director, and Mr Jia Shenghua, Mr Jiang Wei, Mr Sze Tsai Ping, Michael, Mr Tang Shiding, Mr Ke Huanzhang and Mr Hui Wan Fai as the independent non-executive Directors.