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越秀投資有限公司

**GUANGZHOU INVESTMENT COMPANY LIMITED**

*(Incorporated in Hong Kong with limited liability)*

**(Stock code: 123)**

## **RESULTS OF EXTRAORDINARY GENERAL MEETING**

The Board is pleased to announce that (1) the ordinary resolution proposed to approve the Share Offer, including the Underwriting Agreement and the transactions contemplated thereunder by the Independent Shareholders; and (2) the special resolution proposed to approve the change of name of the Company by the Shareholders as more particularly described in the circulars of the Company dated 10 November 2009 and 3 November 2009 respectively were duly passed by way of poll at the EGM held at 10:00 a.m. on 26 November 2009.

Reference is made to (1) the circular of the Company dated 10 November 2009 in relation to, among other things, the Share Offer, including the Underwriting Agreement and the transactions contemplated thereunder; and (2) the circular of the Company dated 3 November 2009 in relation to the change of the name of the Company (collectively referred to as the “**Circulars**”). Unless the context otherwise requires, capitalized terms used without definitions in this announcement shall have the same meanings as defined in the Circulars.

The Board is pleased to announce that at the EGM, (1) the ordinary resolution proposed to approve the Share Offer, including the Underwriting Agreement and the transactions contemplated thereunder was duly passed by the Independent Shareholders by way of poll; and (2) the special resolution proposed to approve the change of name of the Company was duly passed by the Shareholders by way of poll. Please refer to the notice of the EGM of the Company dated 3 November 2009 for the full version of the special resolution and the supplementary notice of EGM of the Company dated 10 November 2009 for the full version of the ordinary resolution. The vote-taking at the EGM was scrutinised by the Company’s share registrar, Tricor Abacus Limited.

The poll results taken at the EGM were as follows:

<b>ORDINARY RESOLUTION</b>	<b>Number of votes cast (% of total number of votes cast)</b>		<b>Total number of votes cast</b>
	<b>FOR</b>	<b>AGAINST</b>	
<ul style="list-style-type: none"> <li>— To approve, confirm and ratify the Underwriting Agreement and the transactions contemplated thereunder;</li> <li>— To approve, subject to and conditional upon the fulfillment of the Share Offer Conditions, the Share Offer; and</li> <li>— To authorise the Directors to exercise all such powers and to do all such further acts and things and to execute all documents or deeds as they consider necessary, desirable or expedient to implement and/or give effect to the Share Offer.</li> </ul>	312,275,270 (99.99%)	10,000 (0.01%)	312,285,270
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			

SPECIAL RESOLUTION	Number of votes cast (% of total number of votes cast)		Total number of votes cast
	FOR	AGAINST	
To approve, subject to and conditional upon the completion of the Reorganisation and the approval of the Registrar of Companies in Hong Kong, that the name of the Company will be changed from “Guangzhou Investment Company Limited (越秀投資有限公司)” to “Yuexiu Property Company Limited (越秀地產股份有限公司)”.	3,674,032,875 99.99%	10,000 0.01%	3,674,042,875
As more than 75% of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			

As at the date of the EGM:

- (1) the Company had 7,135,681,914 shares in issue;
- (2) for the special resolution as set out above, the total number of Shares entitling the holders to attend and vote for or against such resolution at the EGM was 7,135,681,914 shares or 100% of the total issued share capital of the Company. No Shareholder is required to abstain from voting on the special resolution. The Shareholders in attendance either in person or by proxy represented 3,674,042,875 shares of the Company carrying voting rights, or approximately 51.49% of the total number of shares of the Company carrying voting rights for the special resolution;
- (3) for the ordinary resolution as set out above, the total number of Shares entitling the holders to attend and vote for or against such resolution at the EGM was 3,788,946,666 shares or approximately 53.10% of the total issued share capital of the Company. Yue Xiu and its associates, being connected persons of the Company, together holding 3,346,735,248 shares or approximately 46.90% of the total issued share capital of the Company, had abstained from voting on the ordinary resolution at the EGM as they had interests in the Share Offer which were different from the Independent Shareholders. The Independent Shareholders in attendance either in person or by proxy represented 312,285,270 shares of the Company carrying voting rights, or approximately 8.24% of the total number of shares of the Company carrying voting rights for the ordinary resolution; and

(4) there was no Share entitling the holders to attend and vote only against the ordinary resolution and/or the special resolution at the EGM.

By order of the board of  
**Guangzhou Investment Company Limited**  
**LU Zhifeng**  
*Chairman*

Hong Kong, 26 November 2009

*As at the date of this announcement, the board of the Company comprises:*

*Executive Directors:* LU Zhifeng (Chairman), ZHANG Zhaoxing, LIANG Yi, TANG Shouchun, WANG Hongtao and ZHOU Jin

*Independent Non-executive Directors:* YU Lup Fat Joseph, LEE Ka Lun and LAU Hon Chuen Ambrose