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Fineland Real Estate Services Group Limited

方圓房地產服務集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9978)

**POLL RESULTS OF
THE EXTRAORDINARY GENERAL MEETING
HELD ON 28 DECEMBER 2020**

The Board is pleased to announce that the proposed ordinary resolutions as set out in the EGM Notice were duly passed by the Independent Shareholders by way of poll at the EGM held on 28 December 2020.

Reference is made to the circular (the “**Circular**”) of Fineland Real Estate Services Group Limited (the “**Company**”) in respect of the Proposed Acquisition, the 2020 Master Property Management Services Agreements, the Trademark Licensing Agreements, and the notice of the EGM (the “**EGM Notice**”) dated 3 December 2020. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular and the EGM Notice.

The Board is pleased to announce that the ordinary resolutions (the “**Ordinary Resolutions**”) set out in the EGM Notice were duly passed by Independent Shareholders by way of poll at the EGM held on 28 December 2020. The poll results of the Ordinary Resolutions were as follows:

ORDINARY RESOLUTIONS		Number of valid votes and approximate percentage	
		For	Against
1	<p>(a) the Share Purchase Agreement (as defined in the Circular) entered into between Guangzhou Fangrun Property Agency Limited (廣州方潤房地產代理有限公司) as the Purchaser, Guangzhou Leguan Investment Co., Ltd. (廣州市樂冠投資有限公司) as Vendor A, and Dongling Grain (HK) Co., Limited (東凌糧油(香港)有限公司) as Vendor B, a copy of which is tabled at the meeting and marked “A” and signed by the chairman of the meeting for the purpose of identification, pursuant to which the Vendors have conditionally agreed to sell, and the Purchaser has conditionally agreed to acquire, approximately 66.31% of the equity interests in Guangzhou Fineland E-Life Service Co., Ltd. (廣州方圓現代生活服務股份有限公司) (the “Proposed Acquisition”) and all transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and</p> <p>(b) any one of the directors of the Company be and is hereby authorised to take such actions and execute such documents for and on behalf of the Company as he or she may consider appropriate and expedient to carry out or give effect to or otherwise in connection with or in relation to the Proposed Acquisition.</p>	12,300,000 (100%)	0 (0%)

ORDINARY RESOLUTIONS		Number of valid votes and approximate percentage	
		For	Against
2	<p>(a) the 2020 FGH Master Property Management Services Agreement (as defined in the Circular), a copy of which is tabled at the meeting and marked “B” and signed by the chairman of the meeting for the purpose of identification to be entered into between the Company and Fineland Group Holdings Company Limited (方圓集團控股有限公司) and the transactions contemplated therein be and are hereby approved, confirmed and ratified;</p> <p>(b) the 2020 FE Master Property Management Services Agreement (as defined in the Circular), a copy of which is tabled at the meeting and marked “C” and signed by the chairman of the meeting for the purpose of identification to be entered into between the Company and Guangdong Fineland Education Investment Limited (廣東方圓教育投資有限公司) and the transactions contemplated therein be and are hereby approved, confirmed and ratified;</p> <p>(c) the Proposed Annual Caps for the period from the completion of the Proposed Acquisition up until 31 December 2023 (as set out in the Circular) be and are hereby approved; and</p> <p>(d) any one of the directors of the Company be and is hereby authorised to take such actions and execute such documents for and on behalf of the Company as he or she may consider appropriate and expedient to carry out or give effect to or otherwise in connection with or in relation to the 2020 Master Property Management Services Agreements and the transactions contemplated therein (including the Proposed Annual Caps).</p>	12,300,000 (100%)	0 (0%)
As more than 50% of the votes were cast in favour of the Ordinary Resolutions, the resolutions were duly passed as ordinary resolutions of the Company.			

As at the date of the EGM, the number of Shares in issue was 400,000,000 Shares.

(i) Mr. Fong (due to his shareholding interests in Vendor A, the Fineland Group and the Fineland Education Group and his role as executive director and general manager of Vendor A as well as his role as director of Fineland Group Holdings and Fineland Education); (ii) Ms. Tse (due to the acting-in-concert arrangement with Mr. Fong); (iii) Ms. Rong, Mr. Han, Mr. Xu, Mr. Lin and Mr. Chen (due to their positions held in the Fineland Group and/or the Fineland Education Group and/or their shareholding interest in the Target Company); and (iv) each of their respective associates, who in aggregate hold 258,000,000 Shares, representing 64.5% of the issued share capital of the Company, have abstained from voting on the Ordinary Resolutions in relation to the Proposed Acquisition, the 2020 Master Property Management Services Agreements and the transactions contemplated therein (including the Proposed Annual Caps) proposed at the EGM. Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote for or against the Ordinary Resolutions was 142,000,000 Shares, representing approximately 35.5% of the total issued share capital of the Company as at the date of the EGM.

Save as disclosed above, (i) there were no Shares entitling the holder to attend and abstain from voting in favour pursuant at the EGM as set out in Rule 13.40 of the Listing Rules; (ii) no Shareholders had stated their intention in the Circular to vote against or abstain from voting on the Ordinary Resolutions at the EGM; and (iii) no Shareholders were required to abstain from voting at the EGM.

Computershare Hong Kong Investor Services Limited, the Company's Hong Kong branch share registrar in Hong Kong, acted as the scrutineer at the EGM for the purpose of vote-taking in respect of the Ordinary Resolutions.

By Order of the Board
Fineland Real Estate Services Group Limited
FONG Ming
Chairman

Hong Kong, 28 December 2020

As at the date of this announcement, the Executive Directors are Ms. RONG Haiming, Mr. YI Ruofeng and Ms. TSE Lai Wa; the Non-Executive Director is Mr. FONG Ming; and the Independent Non-Executive Directors are Mr. LEUNG Wai Hung, Mr. LIAO Junping, Mr. DU Chenhua and Mr. TIAN Qiusheng.