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(Stock code: 410)

## POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 19 MAY 2009 AND DIVIDEND PAYMENT

## **Poll Results of Annual General Meeting**

At the annual general meeting (the "AGM") of SOHO China Limited (the "Company") held on 19 May 2009, a poll was demanded by the chairman of the AGM for voting on all the proposed resolutions as set out in the notice of the AGM dated 17 April 2009.

As at the date of the AGM, the total number of issued shares of the Company was 5,187,657,000 shares, which was the total number of shares entitling the holders to attend and vote for or against the resolutions at the AGM. There were no restrictions on any shareholders casting votes on any of the proposed resolutions at the AGM.

The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. All the resolutions, where were voted on by poll, were approved by shareholders. The poll results in respect of the respective resolutions proposed at the AGM were as follow:

ORDINARY RESOLUTIONS		No. of Votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company and the reports of the directors and auditors for the year ended 31 December 2008.	3,865,085,017 (99.999845%)	6,000 (0.000155%)
2.	To declare a final dividend for the year ended 31 December 2008.	3,873,918,838 (99.981805%)	705,000 (0.018195%)
3.	To re-elect Mr. Wang Shaojian Sean as a director of the Company.	3,873,101,736 (99.960716%)	1,522,102 (0.039284%)
4.	To re-elect Mr. Su Xin as a director of the Company.	3,873,098,236 (99.960626%)	1,525,602 (0.039374%)
5.	To re-elect Mr. Cha Mou Zing Victor as a director of the Company.	3,874,607,838 (99.999600%)	15,500 (0.000400%)
6.	To re-elect Mr. Yi Xiqun as a director of the Company.	3,872,873,338 (99.954847%)	1,749,500 (0.045153%)

7.	To authorize the board of directors to fix the remuneration of the directors.	3,874,430,238 (99.995068%)	191,100 (0.004932%)
8.	To re-appoint KPMG as auditors and authorise the board of directors to fix their remuneration.	3,874,606,338 (99.999574%)	16,500 (0.000426%)
9.	(A) To give a general mandate to the directors to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company.	3,525,944,259 (91.001155%)	348,670,579 (8.998845%)
	(B) To give a general mandate to the directors to repurchase shares not exceeding 10% of the issued share capital of the Company.	3,874,594,438 (99.999422%)	22,400 (0.000578%)
	(C) To extend the authority given to the directors pursuant to ordinary resolution no. 9(A) to issue shares by adding to the issued share capital of the Company the number of shares repurchased under ordinary resolution no. 9(B).	3,537,082,009 (91.521961%)	327,653,829 (8.478039%)
SPECIAL RESOLUTION		No. of Votes (%)	
SPECIAL RESULUTION		For	Against
10.	To consider and approve the resolution regarding the use of the Company's own website for sending or supplying Corporate Communication(s) to shareholders who met the conditions.	3,874,564,138 (99.999427%)	22,200 (0.000573%)

As more than 50% of votes were casted in favour of the resolutions number 1 to 9 and more than 75% of votes were casted in favour of the resolution number 10, all the above resolutions were duly passed as ordinary resolutions and special resolution.

## **Dividend Payment**

The proposal for the payment of final dividend of RMB0.10 per share to the shareholders was approved at the AGM. The exchange rate adopted for conversion was the average closing exchange rate published by the People's Bank of China of the five business days prior to the declaration of dividends (i.e. 12 May 2009 to 18 May 2009) (RMB1=HK\$1.1356). Accordingly, the amount of final dividend payable in Hong Kong dollars will be 0.11356 per share. The dividend warrants will be distributed to the shareholders on or before 26 May 2009.

By order of the board of directors SOHO China Limited Pan Shiyi Chairman

Hong Kong, 19 May 2009

As at the date of this announcement, the executive directors of the Company are Mr. Pan Shiyi, Mrs. Pan Zhang Xin Marita, Ms. Yan Yan, Mr. Su Xin and Mr. Wang Shaojian Sean; and the independent non-executive directors of the Company are Mr. Cha Mou Zing Victor, Dr. Ramin Khadem and Mr. Yi Xiqun.