



KERRY PROPERTIES LIMITED

(Incorporated in Bermuda with limited liability)

嘉里建設有限公司*

website: www.kerryprops.com

(Stock Code: 00683)

VOTING RESULT AT THE SPECIAL GENERAL MEETING HELD ON 21 FEBRUARY 2008

This announcement is made further to the announcements made by the Company on 6 December 2007 and 20 December 2007 and the circular dated 31 January 2008 (the “Circular”) issued and sent by the Company to its shareholders in relation to the Framework Reorganization Agreement as amended by the Amendment Agreement and the transactions contemplated thereunder regarding the connected transactions relating to the reorganization of property interests in the PRC. Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

At the special general meeting (the “SGM”) of the Company held on 21 February 2008, poll voting was demanded by the Chairman of the meeting for voting on the proposed resolution as set out in the notice of the SGM dated 31 January 2008 (the “SGM Notice”). Tricor Abacus Limited, the Company’s branch share registrar and transfer office in Hong Kong, was appointed as scrutineer at the SGM for the purpose of vote-taking.

Kerry Holdings Limited (“KHL”), Kuok (Singapore) Limited (“KSL”) and/or their respective associates (as defined in the Listing Rules), who are connected persons of the Company with a material interest in the Framework Reorganization Agreement as amended by the Amendment Agreement and the transactions contemplated thereunder; Mr. Ang Keng Lam (a common director of KHL, Allgreen Properties Limited and the Company) and his associates; and Lochtenny Investments Limited, a company indirectly owned by a discretionary trust whose contingent beneficiaries include Mr. Ang Keng Lam and Mr. Wong Siu Kong (a common director of KHL and the Company) have abstained from voting in respect of the resolution set out in the SGM Notice.

The resolution as set out in the SGM Notice was duly passed as an Ordinary Resolution by way of poll voting and the poll result is set out below:

ORDINARY RESOLUTION	Number of Votes (%)	
	For	Against
To confirm, ratify and approve the Framework Reorganization Agreement as amended by the Amendment Agreement (as defined in the Circular) and the transactions contemplated thereunder; and to authorise the Board of Directors of the Company to take all such actions as it considers necessary or desirable to implement and give effect to the Framework Reorganization Agreement as amended by the Amendment Agreement and the transactions contemplated thereunder. (Note)	256,155,472 (88.90%)	31,984,170 (11.10%)

Note:

In respect of the resolution set out in the SGM Notice, as at the date of the SGM,

- (a) the total number of shares entitling the holders to attend and vote for or against the resolution at the SGM is 625,344,613 shares; and
- (b) there is no share in the Company entitling the holder to attend and vote only against the resolution at the SGM.

As at the date of this announcement, the Directors of the Company are Messrs. Ang Keng Lam⁺, Wong Siu Kong⁺, Ho Shut Kan⁺, Ma Wing Kai, William⁺, Chan Wai Ming, William, Qian Shaohua, William Winship Flanz[#], Ku Moon Lun[#], Lau Ling Fai, Herald[#] and Tse Kai Chi[@].

⁺ *Executive Director*

[#] *Independent Non-executive Director*

[@] *Non-executive Director*

* *For identification purpose only*

By Order of the Board
Kerry Properties Limited
Li Siu Ching, Liz
Company Secretary

Hong Kong, 21 February 2008