



金地（集团）股份有限公司  
科 学 筑 家

**ANNOUNCEMENT ON RESOLUTIONS OF THE 23RD  
MEETING OF THE EIGHTH SESSION OF THE BOARD OF  
DIRECTORS**

*The Board of Directors of the Company and all its directors hereby warrant that there are no false representations, misleading statements or material omission in this announcement, and they individually and collectively accept full responsibility for the truthfulness, accuracy and completeness of the contents contained herein.*

Gemdale (Group) Co., Ltd. (hereinafter referred to as the "Company") issued the notice for convening the 23rd meeting of the eighth session of the Board of Directors on 7 August 2018 and the meeting was held as a communication meeting on 10 August 2018. The meeting was convened by Mr. Ling Ke, the Chairman of the Board of Directors of the Company. There were fourteen directors eligible for voting and all of the fourteen directors attended and voted at the meeting. The convening of the meeting complied with the relevant provisions of the Company Law of the People's Republic of China and the Articles of Association of the Company.

**“Resolution on Appointment of Mr. Luo Sheng as a Member of the Audit Committee under the Eighth Session of the Board of Directors of the Company” was passed by the Board of Directors with 14 affirmative votes, zero objected votes and zero abstained votes.**

According to the Working Rules of the Audit Committee under the Board of Directors, Mr. Luo Sheng is hereby appointed as a member of the Audit Committee under the Board of Directors.

After approval by the board, members of the Audit Committee include Independent Directors Zhang Limin, Wang Tianguang and Gao Feng, Directors Chen Aihong and Yao Dafeng, and Independent Director Zhang Limin is Chairman of the Committee.

By order of the Board of Directors of  
**Gemdale Corporation**  
11 August 2018

