

GEMDALE CORPORATION

ANNOUNCEMENT ON THE IMPLEMENTATION

OF THE 2019 PROFIT DISTRIBUTION

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.

Important notice:

- Distribution ratio per share:

The cash dividend per A share before tax amounting to RMB 0.67

- Related Dates:

Share type	Record date	Last transaction date	Ex-dividend date	Cash dividend payment date
A Share	2020/7/9	—	2020/7/10	2020/7/10

- Differentiated dividend: Nil

I. THE SESSION AND TIME OF GENERAL MEETING FOR APPROVING THE PROFIT DISTRIBUTION PLAN

The 2019 Profit Distribution Plan of Gemdale Corporation (the “Company”) was considered and approved at the Company’s annual general meeting for 2019 held on 15 May 2020.

II. THE PROFIT DISTRIBUTION PLAN

1. Year of distribution: 2019
2. Persons entitled to the distribution: All shareholders of the Company who are registered in the register of members of the Company maintained by China Securities Depository and Clearing Corporation Limited Shanghai Branch, after the close of the afternoon session of the Shanghai Stock Exchange on record day.
3. The implementation of distribution: The distribution is based on 4,514,583,572 shares and a cash dividend of RMB 0.67 per share (including tax) will be distributed to all shareholders. Total amounts of dividends to be distributed will be RMB

3,024,770,993.24.

III. RELATED DATE

Share type	Record date	Last transaction date	Ex-dividend date	Cash dividend payment date
A Share	2020/7/9	—	2020/7/10	2020/7/10

IV. METHOD OF DIVIDEND DISTRIBUTION

1. Method of dividend distribution

The Company entrusted China Securities Depository and Clearing Corporation Limited Shanghai Branch to distribute cash dividend through its settlement system to the Shareholders who are recorded in the register of members of the Company and have completed the required transactions with the participants of the Shanghai Stock Exchange on the Record Date. Investors who have completed all the required transactions with the participants of the Shanghai Stock Exchange are entitled to receive cash dividend from the designated securities sales office on the dividend payment date. The dividend for the Shareholders who have not completed the required transactions with the participants of the Shanghai Stock Exchange will be kept by China Securities Depository and Clearing Corporation Limited Shanghai Branch temporarily, pending for distribution after completion of the required transactions.

2. Shareholders will be distributed by the Company

Account Number of Shareholders	Name of Shareholders
B8*****187	Funde Sino Life Insurance Co., Ltd. - Universal Insurance H
B8*****223	Dajia Life Insurance Inc. – Traditional Products
B8*****977	Shenzhen Futian Investment Holding Company
B8*****231	Dajia Life Insurance Inc. – Universal Products
B8*****179	Funde Sino Life Insurance Co., Ltd. - Universal Insurance G

3. Tax payment illustration

According to the relevant provisions of our national tax law:

(1) In accordance with the requirements of the “Notice on Issues Regarding the Different Individual Income Tax Policies on Dividends and Bonus of Listed Companies” (Cai Shui [2015] No. 101) and the “Notice on Issues Regarding the Implementation of Different Individual Income Tax Policies on Dividends and Bonus

of Listed Companies” (Cai Shui [2012] No. 85), for the individual shareholders and securities investment funds holding shares of the Company, the cash dividend is not subject to withholding income tax, which will become payable at the transfer of relevant shares based on duration of holding. The actual cash dividend per share is RMB 0.67.

China Securities Depository and Clearing Corporation Limited Shanghai Branch shall calculate the respective actual taxable income according to the respective holding period at the time when individual shareholders and securities investment funds transferred their respective shares subsequent to the record date. Such amounts shall be withheld from the accounts of the relevant individuals and paid by shares depositories including securities companies to China Securities Depository and Clearing Corporation Limited Shanghai Branch which will transfer the same to the Company within five working days of the next month. The Company shall declare and pay the relevant tax amount to the competent tax authority during the statutory reporting period within the month of receiving the tax amount. The specific tax burden shall be: 100% of dividends shall be included in the taxable income for those with the term of shareholding of less than 1 month (inclusive) with an actual tax burden of 20%; 50% of dividends shall be included in the taxable income on a provisional basis for those with the term of shareholding of more than 1 month and less than 1 year (inclusive) with an actual tax burden of 10%; and the dividends shall be exempted from individual income tax on a provisional basis for those with the term of shareholding of more than 1 year.

(2) For the qualified foreign institutional investors (QFII) who hold shares of the Company, the Company will withhold and pay the enterprise income tax at a tax rate of 10% on behalf of them pursuant to the requirements of the “Notice Concerning the Relevant Questions on the Withholding and Payment of Enterprise Income Tax Relating to the Payment of Dividends, Bonus and Interest by PRC Resident Enterprises to QFII” (Guo Shui Han [2009] No.47) issued by the State Administration of Taxation on 23 January 2009, and the actual cash dividends to be paid will be RMB 0.603 per share. If such shareholders are entitled to enjoy any tax benefits under relevant taxation agreement (arrangement) in respect of their dividend income, they may voluntarily apply to the company’s governing tax authority in accordance with relevant requirements.

(3) For the shareholders investing through The Stock Exchange of Hong Kong

Limited (including corporate and individual ones) holding shares of the Company, the respective dividend shall be distributed by the Company via China Securities Depository and Clearing Corporation Limited Shanghai Branch to the account of the nominal shareholder (Hong Kong Securities Clearing Company Limited) in RMB, and the Company shall withhold income tax at a tax rate of 10% in accordance with requirements of the “Notice on Taxation Policies concerning the Pilot Program of an Interconnection Mechanism for Transactions in the Shanghai and Hong Kong Stock Markets” (Cai Shui [2014] No. 81) promulgated by the Ministry of Finance, the State Administration of Taxation and the China Securities Regulatory Commission, making the actual cash dividend per share after tax of RMB 0.603. If such shareholders are tax residents of other countries and the tax agreement between the host country and China stipulates that the dividend income tax rate is less than 10%, the shareholders may voluntarily or entrust the company to apply to the company’s governing tax authority for enjoying the tax agreement treatment.

(4) For the other institutional investors and corporate shareholders holding shares of the Company, the Company will not withhold and pay the income tax and taxpayers shall pay income tax by themselves according to tax laws. The actual cash dividend per share before tax is RMB0.67.

In order to obtain the tax-paid certificate, non-resident enterprise shareholders shall fill in the attached form (see attachment) and fax the completed form to the Company no later than 10 July 2020, and deliver the original copy with their respective company stamp to the contact address of the Company.

V. METHOD OF CONSULATION

1. Add.: egistered address of the Company: 32/F, Gemdale Center , No. 2007 Shennan Boulevard , Gangxia Community, Futian Sub district, Futian District, Shenzhen
2. Contact dept.: Capital Operations Dept.
3. Tel: (0755) 82039509
4. Fax: (0755) 82039900

By order of the Board of Directors of
Gemdale Corporation

06 July, 2020

Attachment: Information on QFII for the Purpose of Tax Withholding and Payment under the 2019 Profit Distribution Plan of Gemdale Corporation

INFORMATION ON SHAREHOLDERS	CHINESE	ENGLISH
Name used in the resident country (region):		
Name used in China (if any):		
Address in the resident country (region):		
Nationality (region):		
INCOME TAX PAYABLE ON DIVIDEND		
Securities Account Number:		
Number of Shares held on the Record Date (shares):		
Cash dividend (before tax) (RMB):		
Income tax payables (RMB):		
INFORMATION ON CONTACT PERSON		
Name:		
Tel:		
Fax:		
Add:		

Signature and Company Stamp: _____

Date: _____