

Stock Code: 000029, 200029 Stock Name: SPG, SPG-B Announcement No. 2019-031

SHENZHEN SPECIAL ECONOMIC ZONE REAL ESTATE & PROPERTIES (GROUP) CO., LTD.

FIRST QUARTER REPORT 2019 (SUMMARY)

Part I Important Notes

The Board of Directors (or the "Board"), the Supervisory Committee as well as the directors, supervisors and senior management of Shenzhen Special Economic Zone Real Estate & Properties (Group) Co., Ltd. (hereinafter referred to as the "Company") hereby guarantee the factuality, accuracy and completeness of the contents of this Report and its summary, and shall be jointly and severally liable for any misrepresentations, misleading statements or material omissions therein.

All the Company's directors have attended the Board meeting for the review of this Report and its summary.

Zhou Jinguo, the Chairman of the Board, Chen Maoheng, the General Manager, Tang Xiaoping, the head for financial affairs, and Qiao Yanjun, the head of the financial department (equivalent to financial manager) hereby guarantee that the Financial Statements carried in this Report are factual, accurate and complete.

This Report and its summary have been prepared in both Chinese and English. Should there be any discrepancies or misunderstandings between the two versions, the Chinese versions shall prevail.

Part II Key Corporate Information			
I Key Financial Information			
Indicate by tick mark whether there is any retrospectively restated datum in the table below.			
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	Q1 2019	Q1 2018	Change (%)
Operating revenue (RMB)	424,535,370.83	149,537,691.65	183.90%
Net profit attributable to the listed company's shareholders (RMB)	84,028,728.24	-5,982,684.72	1,504.53%
Net profit attributable to the listed company's shareholders before exceptional items (RMB)	84,055,572.77	-6,292,418.64	1,435.82%
Net cash generated from/used in operating activities (RMB)	217,157,204.59	205,338,536.04	5.76%
Basic earnings per share (RMB/share)	0.0831	-0.0059	
Diluted earnings per share (RMB/share)	0.0831	-0.0059	
Weighted average return on equity (%)	2.49%	-0.21%	
	31 March 2019	31 December 2018	Change (%)
Total assets (RMB)	4,830,618,474.80	4,665,891,514.25	3.53%
Equity attributable to the listed company's shareholders (RMB)	3,417,888,960.45	3,332,299,641.39	2.57%

Exceptional gains and losses:
☒ Applicable ☐ Not applicable

Item	Q1 2019	Note
Gain or loss on disposal of non-current assets (inclusive of impairment allowance write-offs)	-1,149.90	
Non-operating income and expense other than the above	-34,642.81	
Less: Income tax effects	-8,948.18	
Total	-26,844.53	---

Explanation of why the Company recognizes or recurrent an exceptional gain/loss item defined or listed in the Explanatory Announcement No. 1 on Information Disclosure for Companies Offering Their Securities to the Public—Exceptional Gain/Loss Items:
☐ Applicable ☒ Not applicable

No such cases for the Reporting Period.

Total Number of Shareholders and Holdings of Top 10 Shareholders at 31 March 2019

1. Numbers of Ordinary Shareholders and Preferred Shareholders with Resumed Voting Rights as well as Holdings of Top 10 Shareholders

Number of ordinary shareholders at the period-end		76,443	Number of preferred shareholders with resumed voting rights at the period-end (if any)		0
Top 10 shareholders					
Name of shareholder	Nature of shareholder	Shareholding percentage	Total shares held	Restricted shares held	Shares in pledge or frozen
					Stam
Shenzhen Investment Holdings Co., Ltd	State-owned legal person	63.55%	642,884,262		
Shandong Gold Financial Holding Capital Management Co., Ltd. – Shandong Gold Financial Holding Sustaining Fund 1	Domestic non-state-owned legal person	1.02%	10,300,000		
Lu Zhigao	Domestic natural person	0.32%	3,246,949		
Tan Shiqing	Domestic natural person	0.13%	1,286,701		
Yang Shuilian	Domestic natural person	0.13%	1,273,700		
Yang Junsong	Domestic natural person	0.12%	1,255,750		
Central Huijin Asset Management Co., Ltd.	State-owned legal person	0.12%	1,165,500		
Peng Wei	Domestic natural person	0.11%	1,129,082		
Wu Haoyuan	Foreign natural person	0.11%	1,109,300		
Guotai Junan Securities (Hong Kong) Limited	Foreign legal person	0.10%	1,015,683		
Top 10 unrestricted shareholders					
Name of shareholder	Unrestricted shares held	Shares by type			
		Type	Shares		
Shenzhen Investment Holdings Co., Ltd	642,884,262	RMB-denominated ordinary stock	642,884,262		
Shandong Gold Financial Holding Capital Management Co., Ltd. – Shandong Gold Financial Holding Sustaining Fund 1	10,300,000	RMB-denominated ordinary stock	10,300,000		
Lu Zhigao	3,246,949	RMB-denominated ordinary stock	3,246,949		
Tan Shiqing	1,286,701	RMB-denominated ordinary stock	1,286,701		
Yang Shuilian	1,273,700	RMB-denominated ordinary stock	1,273,700		
Yang Junsong	1,255,750	Domestically listed foreign stock	1,255,750		
Central Huijin Asset Management Co., Ltd.	1,165,500	RMB-denominated ordinary stock	1,165,500		
Peng Wei	1,129,082	Domestically listed foreign stock	1,129,082		
Wu Haoyuan	1,109,300	Domestically listed foreign stock	1,109,300		
Guotai Junan Securities (Hong Kong) Limited	1,015,683	Domestically listed foreign stock	1,015,683		

Indicate by tick mark whether any of the top 10 ordinary shareholders or the top 10 unrestricted ordinary shareholders of the Company conducted

any promissory repo during the Reporting Period.
☐ Yes ☒ No

No such cases in the Reporting Period.

2. Number of Preferred Shareholders and Shareholdings of Top 10 of Them
☐ Applicable ☒ Not applicable

Part III Significant Events

I Changes in Key Financial Statement Line Items and Explanation of why
☒ Applicable ☐ Not applicable

Operating revenue rose 183.90% during Q1 2019 compared to Q1 2018, primarily driven by the sales revenue from the new projects of Chuangji Jingyuan and Cullinnyuan.

Taxes and surcharges rose 3608.67% during Q1 2019 compared to Q1 2018, primarily driven by the land VAT provision for the property sales revenue.

Finance cost declined 58.83% during Q1 2019 compared to Q1 2018, primarily driven by a lower amount of interest income resulted from the decrease of term deposits for investment in bank's structured deposits.

Net cash generated from investing activities rose 121547.34% during Q1 2019 compared to Q1 2018, primarily driven by the recovery of the principal and interest of the RMB900 million structured deposit upon maturity on 22 March 2019.

Other current assets went up 123.94% as at 31 March 2019 compared to 31 December 2018, primarily driven by a higher amount of pre-paid VAT and land VAT.

Advances from customers went up 138.60% as at 31 March 2019 compared to 31 December 2018, primarily driven by stronger property sales.

II Progress, Influence and Solutions with regard to Significant Events
☒ Applicable ☐ Not applicable

Since the controlling shareholder of the Company is planning a significant event that involves the Company, upon the application to the Shenzhen Stock Exchange, trading in the stocks of the Company (A-stock under the name of "SPG" and the code of "000029"; B-stock under the name of "SPG-B" and the code of "200029") was suspended starting from the opening of 14 September 2016. The Company disclosed the Announcement on Share Trading Suspension due to Planning of Significant Event (No. 2016-022), the Announcement on Continued Share Trading Suspension due to Planning of Significant Event (No. 2016-023) and the Announcement on Continued Share Trading Suspension due to Planning of Significant Event (No. 2016-024) on 14 September 2016, 22 September 2016 and 29 September 2016, respectively. Upon ascertainment, the event constituted a material asset restructuring. The Company disclosed the Announcement on Share Trading Suspension due to Planning of Major Assets Restructuring (No. 2016-025) on 30 September 2016 and the Announcement on Signing Cooperation Agreement on Restructuring and Listing (No. 2016-027) on 10 October 2016.

The Company convened the 33rd Meeting of the 7th Board of the Directors on 11 November 2016, which the Proposal on Continued Share Trading Suspension due to Planning of Major Assets Restructuring was reviewed and approved. For details, see the Announcement on Continued Share Trading Suspension after Expiration of Period of Share Trading Suspension due to Planning of Major Assets Restructuring (No. 2016-039) disclosed on 14 November 2016.

The Company convened the 1st Extraordinary General Meeting of 2016 on 12 December 2016, on which the Proposal on Continued Share Trading Suspension due to Planning of Major Assets Restructuring was reviewed and approved. For details, see the Announcement on Application for Continued Share Trading Suspension after Expiration of Period of Share Trading Suspension due to Planning of Major Assets Restructuring (No. 2016-047) disclosed on 13 December 2016.

The Company held an online illustration meeting to investors on 10 March 2017, communicating this major assets restructuring with them and answering questions that they were generally concerned about with the information allowed to be disclosed. For details, see the Announcement on Online Illustration Meeting to Investors (No. 2017-012) disclosed on 11 March 2017.

To ensure the smooth progress of this major assets restructuring, prevent abnormal fluctuations in the prices of its stocks and protect the rights and interests of its non-controlling interests, the Company has applied to the Shenzhen Stock Exchange for continued share trading suspension for no more than 1 month as of 14 April 2019. For details, see the Announcement on Delay of Share Trading Resumption due to the Major Assets Restructuring in Planning (No. 2019-020) disclosed on 13 April 2019.

During the share trading suspension period, the Company shall disclose the progress of this major assets restructuring at least every five trading days in strict accordance with the requirements of applicable laws and regulations. At present, this major assets restructuring is proceeding smoothly.

This major assets restructuring is subject to great uncertainty. Therefore, investors are kindly reminded to pay attention to possible investment risk.

Summary of the significant event	Disclosure date	Index to the related announcement
Delay of share trading resumption due to the major assets restructuring	13 April 2019	Announcement on Delay of Share Trading Resumption due to the Major Assets Restructuring in Planning disclosed on www.cninfo.com.cn

Progress of any share repurchase:
☐ Applicable ☒ Not applicable

Progress of any reduction of the repurchased shares through centralized bidding:
☐ Applicable ☒ Not applicable

III Commitments that the Company's Actual Controller, Shareholders, Related Parties, Acquirers, the Company Itself or Other Parties, Failed to Fulfill on Time during the Reporting Period
☐ Applicable ☒ Not applicable

No such cases in the Reporting Period.

IV Operating Performance Forecast for H1 2019
Warning of a forecast loss on or a forecast significant year-on-year change in the net profit of H1 2019, as well as explanation of why:
☐ Applicable ☒ Not applicable

V Securities Investments
☐ Applicable ☒ Not applicable

VI Investments in Derivative Financial Instruments
☐ Applicable ☒ Not applicable

No such cases in the Reporting Period.

VII Communications with the Investment Community such as Researches, Inquiries and Interviews during the Reporting Period
☐ Applicable ☒ Not applicable

Date	Way of communication	Type of communication party	Index to main information communicated
21 January 2019	By phone	Individual	Asked about the progress of the assets restructuring and the development and sales of property projects, with no written materials provided by the Company
25 February 2019	By phone	Individual	Asked about the progress of the assets restructuring, the annual operating results and the expected disclosure date of the annual report, with no written materials provided by the Company
26 March 2019	By phone	Individual	Asked about the progress of the assets restructuring and the fundamentals of the Company, with no written materials provided by the Company

VIII Irregularities in the Provision of Guarantees
☐ Applicable ☒ Not applicable

No such cases in the Reporting Period.

IX Occupation of the Company's Capital by the Controlling Shareholder or Its Related Parties for Non-Operating Purposes
☐ Applicable ☒ Not applicable

No such cases in the Reporting Period.

證券代碼：000029、200029 證券簡稱：深深房A、深深房B 公告編號：2019-028

深圳經濟特區房地產（集團）股份有限公司

2018年度股東大會決議公告

本公司及董事會全體成員保證公告內容的真實、準確、完整，沒有虛假記載、误导性陈述或重大遗漏。

重要提示：
1、本次會議無否決議案的情況。
2、本次股東大會不涉及變更前次股東大會決議。
一、會議召開和出席情況
（一）會議召開情況
1、現場表決與網絡表決相結合的方式；
2、現場會議召開時間：2019年4月18日14:30；
（二）網絡投票時間：2019年4月17日-2019年4月18日，其中：
通過深圳證券交易所交易系統進行網絡投票的具體時間為2019年4月18日上午9:30至 11:30，下午13:00至15:00；通過深圳證券交易所互聯網投票系統進行網絡投票的時間為2019年4月17日下午15:00至2019年4月18日下午15:00期間的任意時間。
4、現場會議召開地點：深圳市人民南路深深房廣場48樓A會議室
5、召集人：公司董事會
6、主持人：周建國董事長
7、本次會議的召開符合《公司法》、《股票上市規則》及《公司章程》的規定。
（二）會議出席情況
1、股東出席的總體情況：
通過現場和網絡投票的股東17人，代表股份643,557,062股，佔上市公司總股份的63.6140%。
其中：通過現場投票的股東3人，代表股份643,358,762股，佔上市公司總股份的63.5944%。
通過網絡投票的股東14人，代表股份198,300股，佔上市公司總股份的0.0196%。
外資股股東出席情況（適用有發行境內、境外上市外資股的公司）：
通過現場和網絡投票的股東1人，代表股份3,500股，佔公司外資股份總數20.2523%。
其中：通過現場投票的股東1人，代表股份3,500股，佔公司外資股份總數20.2523%。

通過網絡投票的股東0人，代表股份0股，佔公司外資股份總數0.0000%。
中小股東出席的總體情況：
通過現場和網絡投票的股東16人，代表股份672,800股，佔上市公司總股份的0.0665%。
其中：通過現場投票的股東2人，代表股份474,500股，佔上市公司總股份的0.0469%。
通過網絡投票的股東14人，代表股份198,300股，佔上市公司總股份的0.0196%。
外資股中小股東出席情況（適用有發行境內、境外上市外資股的公司）：
通過現場和網絡投票的股東1人，代表股份3,500股，佔公司外資股份總數20.2523%。
其中：通過現場投票的股東1人，代表股份3,500股，佔公司外資股份總數20.2523%。
通過網絡投票的股東0人，代表股份0股，佔公司外資股份總數0.0000%。
5、公司部分董事、監事和董事會秘書出席了會議，高級管理人員、見證律師列席了會議。
二、議案審議表決情況
本次股東會議採取現場投票與網絡投票相結合的方式，審議通過了以下議案，表決情況如下：
議案1.00 2018年年度報告及摘要
總表決情況：
同意643,409,362股，佔出席會議所有股東所持股份的99.9770%；反對147,700股，佔出席會議所有股東所持股份的0.0230%；棄權0股（其中，因未投票默認棄權0股），佔出席會議所有股東所持股份的0.0000%。
外資股股東的表決情況（適用有發行境內、境外上市外資股的公司）：
同意3,500股，佔出席會議外資股股東所持股份的100.0000%；反對0股，佔出席會議外資股股東所持股份的0.0000%；棄權0股（其中，因未投票默認棄權0股），佔出席會議外資股股東所持股份的0.0000%。
中小股東總表決情況：
同意525,100股，佔出席會議中小股東所持股份的78.0470%；反對147,700股，佔出席會議中小股東所持股份的21.9530%；棄權0股（其中，因未投票默認棄權0股），佔出席會議中小股東所持股份的0.0000%。
外資股中小股東的表決情況（適用有發行境內、境外上市外資股的公司）：
同意3,500股，佔出席會議外資股中小股東所持股份的100.0000%；反對0股，佔出席會議外資股中小股東所持股份的0.0000%；棄權0股（其中，因未投票默認棄權0股），佔出席會議外資股中小股東所持股份的0.0000%。
議案2.00 2018年度董事會工作報告
總表決情況：
同意643,409,362股，佔出席會議所有股東所持股份的99.9770%；反對147,700股，佔出席會議所有股東所持股份的0.0230%；棄權0股（其中，因未投票默認棄權0股），佔出席會議所有股東所持股份的0.0000%。
外資股股東的表決情況（適用有發行境內、境外上市外資股的公司）：
同意3,500股，佔出席會議外資股股東所持股份的100.0000%；反對0股，佔出席會議外資股股東所持股份的0.0000%；棄權0股（其中，因未投票默認棄權0股），佔出席會議外資股股東所持股份的0.0000%。
中小股東總表決情況：
同意525,100股，佔出席會議中小股東所持股份的78.0470%；反對147,700股，佔出席會議中小股東所持股份的21.9530%；棄權0股（其中，因未投票默認棄權0股），佔出席會議中小股東所持股份的0.0000%。
外資股中小股東的表決情況（適用有發行境內、境外上市外資股的公司）：
同意3,500股，佔出席會議外資股中小股東所持股份的100.0000%；反對0股，佔出席會議外資股中小股東所持股份的0.0000%；棄權0股（其中，因未投票默認棄權0股），佔出席會議外資股中小股東所持股份的0.0000%。
議案3.00 2018年度財務決算及利潤分配預案報告
總表決情況：
同意643,446,262股，佔出席會議所有股東所持股份的99.9828%；反對110,300股，佔出席會議所有股東所持股份的0.0171%；棄權500股（其中，因未投票默認棄權0股），佔出席會議所有股東所持股份的0.0001%。
外資股股東的表決情況（適用有發行境內、境外上市外資股的公司）：
同意3,500股，佔出席會議外資股股東所持股份的100.0000%；反對0股，佔出席會議外資股股東所持股份的0.0000%；棄權0股（其中，因未投票默認棄權0股），佔出席會議外資股股東所持股份的0.0000%。
中小股東總表決情況：
同意562,000股，佔出席會議中小股東所持股份的83.5315%；反對110,300股，佔出席會議中小股東所持股份的16.3942%；棄權500股（其中，因未投票默認棄權0股），佔出席會議中小股東所持股份的0.0743%。
外資股中小股東的表決情況（適用有發行境內、境外上市外資股的公司）：
同意3,500股，佔出席會議外資股中小股東所持股份的100.0000%；反對0股，佔出席會議外資股中小股東所持股份的0.0000%；棄權0股（其中，因未投票默認棄權0股），佔出席會議外資股中小股東所持股份的0.0000%。
議案4.00 2018年度內部控制自我评价報告
總表決情況：
同意643,409,362股，佔出席會議所有股東所持股份的99.9770%；反對147,700股，佔出席會議所有股東所持股份的0.0230%；棄權0股（其中，因未投票默認棄權0股），佔出席會議所有股東所持股份的0.0000%。
外資股股東的表決情況（適用有發行境內、境外上市外資股的公司）：
同意3,500股，佔出席會議外資股股東所持股份的100.0000%；反對0股，佔出席會議外資股股東所持股份的0.0000%；棄權0股（其中，因未投票默認棄權0股），佔出席會議外資股股東所持股份的0.0000%。
中小股東總表決情況：
同意525,100股，佔出席會議中小股東所持股份的78.0470%；反對147,700股，佔出席會議中小股東所持股份的21.9530%；棄權0股（其中，因未投票默認棄權0股），佔出席會議中小股東所持股份的0.0000%。
外資股中小股東的表決情況（適用有發行境內、境外上市外資股的公司）：
同意3,500股，佔出席會議外資股中小股東所持股份的100.0000%；反對0股，佔出席會議外資股中小股東所持股份的0.0000%；棄權0股（其中，因未投票默認棄權0股），佔出席會議外資股中小股東所持股份的0.0000%。
三、會議聽取《公司2018年度獨立董事履行職責情況報告》。
四、律師出具的法律意見
（一）律師事務所名稱：廣東法制盛邦（深圳）律師事務所。
（二）律師姓名：鍾元茂、陳英華。
（三）結論性意見：廣東法制盛邦（深圳）律師事務所律師認為本次股東大會的召集、召開程序符合有關法律、法規、規章和公司章程的規定，出席股東大會的人員資格合法有效，表決程序、表決結果合法有效。
五、備查文件
（一）2018年度股東大會決議；
（二）廣東法制盛邦（深圳）律師事務所出具的法律意見書。
特此公告。

證券代碼：000029、200029 證券簡稱：深深房A、深深房B 公告編號：2019-029

深圳經濟特區房地產（集團）股份有限公司

第七屆董事會第四十五次會議決議公告

本公司及董事會全體成員保證公告內容的真實、準確、完整，沒有虛假記載、误导性陈述或重大遗漏。

本公司第七屆董事會第四十五次會議於2019年4月18日下午在深深房廣場48樓A會議室召開。會議應到董事9人，實到9人。會議的召開符合有關法律、法規和《公司章程》的規定。

會議由周建國董事長主持，會議以9票贊成、0票反對、0票棄權通過了《2019年第一季度報告》全文及摘要。

經提2019年4月19日召開（www.cninfo.com.cn）公告。

證券代碼：000029、200029 證券簡稱：深深房A、深深房B 公告編號：2019-030

深圳經濟特區房地產（集團）股份有限公司

董事會

2019年4月19日

本公司及董事會全體成員保證公告內容的真實、準確、完整，沒有虛假記載、误导性陈述或重大遗漏。

深圳經濟特區房地產（集團）股份有限公司第七屆監事會於2019年4月18日下午在深深房廣場47樓會議室召開第二十九次會議，應到監事4人，實到4人。監事任德因工作原因未能出席此次會議，委託監事李雨霏代為表決。監事會主席莊泉主持會議，會議的召開符合《公司法》和公司章程有關規定。

經提議，會議以3票贊成、0票反對、0票棄權，同意公司2019年第一季度報告及摘要。保證本報告所載資料不存在任何虛假記載、误导性陈述或者重大遗漏，並對其內容的真實性、準確性和完整性承擔個別及連帶責任。

特此公告。

證券代碼：000029、200029 證券簡稱：深深房A、深深房B 公告編號：2019-030

深圳經濟特區房地產（集團）股份有限公司

監事會

2019年4月19日

技能提升
自我增值



查詢請電
2836 1234
網址
www.info.gov.hk/emb

工傷保險

僱主須為其兼職家務助理
投購工傷保險，違例最高
罰款十萬元及監禁兩年。

查詢請電勞工處：
2717 1771

工商情報 綜合消息

特廉分類廣告專欄

歡迎來電查詢

廣告熱線：3708 3888

E-mail：tkpwork@takungpao.com