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SHUN HO PROPERTY INVESTMENTS LIMITED

順豪物業投資有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 219)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of Shun Ho Property Investments Limited (the “**Company**”) will be held at 3rd Floor, Best Western Plus Hotel Hong Kong, 308 Des Voeux Road West, Hong Kong on Friday, 19 May 2017 at 8:30 a.m. for the purpose of considering and, if thought fit, passing (with or without modifications) the following resolution as an ordinary resolution of the Company:

ORDINARY RESOLUTION

“**THAT:**

- (A) the sale and purchase agreement (the “**Sale and Purchase Agreement**”, a copy of which has been produced to this meeting and marked “A” and signed by the Chairman of the Meeting for the purpose of identification) dated 17 February 2017 entered into between Houston Venture Limited (the “**Purchaser**”), a wholly-owned subsidiary of Shun Ho Property Investments Limited, as the purchaser and KINGSLEE S.A., a wholly-owned subsidiary of Henderson Land and a deemed connected person of the Company as the vendor (the “**Vendor**”), pursuant to which the Purchaser conditionally agreed to purchase and the Vendor conditionally agreed to sell the entire issued and paid-up share capital of Enhance Invest Inc. together with the Sale Loan at a cash consideration of HK\$1,000,000,000 set out in the Sale and Purchase Agreement and that any other transactions contemplated under the Sale and Purchase Agreement be and are hereby approved, confirmed and ratified; and
- (B) any director of the Company be and is hereby authorized to do all such acts and things and execute and deliver all such documents (including any supplemental agreement) whether under the common seal of the Company or otherwise as may be necessary, desirable or expedient to (i) carry out or give effect to any or all transactions contemplated under the Sale and Purchase Agreement (including but not limited to extending any long stop dates provided under the Sale and Purchase Agreement) and/or (ii) protect the interests of the Company and the Purchaser in relation to the Sale and Purchase Agreement or any or all transactions contemplated thereunder, in each case in such manner as may be deemed appropriate by such director.”

By order of the Board

Koo Ching Fan
Company Secretary

Hong Kong, 25 April 2017

Registered Office:

3rd Floor,
Shun Ho Tower,
24-30 Ice House Street,
Central,
Hong Kong

Notes:

- (1) Any member entitled to attend and vote at the meeting is entitled to appoint more than one proxy to attend and on a poll to vote instead of him. A proxy need not be a member of the Company.
- (2) Where there are joint registered holders of any share, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders be present at the meeting personally or by proxy, that one of the said persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
- (3) A form of proxy for use at the meeting is enclosed.
- (4) To be valid, the form of proxy, together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power or authority, must be deposited at the share registrar of the Company in Hong Kong, Tricor Tengis Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, not less than 48 hours before the time appointed for holding the meeting or adjourned meeting. Completion and return of the form of proxy will not preclude members from attending and voting in person at the meeting.

As at the date hereof, the Board of the Company comprises of two executive directors, namely Mr. William Cheng Kai Man and Mr. Albert Hui Wing Ho; one non-executive director, namely Madam Mabel Lui Fung Mei Yee; and three independent non-executive directors, namely Mr. Vincent Kwok Chi Sun, Mr. Chan Kim Fai and Mr. Hui Kin Hing.