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**COASTAL** 沿海  
**COASTAL GREENLAND LIMITED**  
沿海綠色家園有限公司\*  
*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 1124)**

## NOTICE OF SPECIAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that a special general meeting (the “**SGM**”) of Coastal Greenland Limited (the “**Company**”) will be held at Suite 1712-16, 17th Floor, China Merchants Tower, Shun Tak Centre, 200 Connaught Road Central, Hong Kong on 25 April 2017 at 2:00 p.m. to consider and, if thought fit, pass with or without modification, the following resolution as an ordinary resolution of the Company:

### ORDINARY RESOLUTION

“**THAT:**

- (a) the agreement dated 16 December 2016 (the “**Disposal Agreement**”) (copy of which, signed by the Chairman of the meeting for the purposes of identification, has been produced to the meeting marked “**A**”) entered into among Coastal Greenland Development (Wuhan) Ltd. (the “**Vendor**”) as the vendor, Shanghai Fengzhou Property Co. Ltd.\* (上海豐洲房地產開發有限公司) (the “**Purchaser**”) as the purchaser, the Company and Yuzhou Properties Company Limited\* (禹州地產股份有限公司) as guarantors in relation to, among others, the disposal of the entire equity interest in Kunshan Fuzhi Dingxin Equity Investment Enterprise\* (昆山富智鼎鑫股權投資企業(有限合夥)) (the “**Target LLP**”) for a maximum total consideration of RMB3,589.1 million and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;

\* *For identification purpose only*

- (b) the grant of termination option under the Disposal Agreement entitling the Purchaser to unilaterally terminate the Disposal Agreement and request the Vendor to acquire all of its equity interests in the Target LLP and to return the consideration and expense incurred in the development of the land, plus accrued interest as stipulated in the Disposal Agreement be and are hereby approved, confirmed and ratified; and
- (c) any one or more of the directors of the Company be and is/are hereby authorised to take all steps necessary or expedient in his/her/their opinion to implement and/or give effect to the Disposal Agreement and the transactions contemplated thereunder.”

By order of the Board  
**Coastal Greenland Limited**  
**Jiang Ming**  
*Chairman*

Hong Kong, 31 March 2017

*Registered office:*  
Clarendon House  
2 Church Street  
Hamilton HM11  
Bermuda

*Head office and principal place of  
business in Hong Kong:*  
Suite 1712-16, 17th Floor  
China Merchants Tower  
Shun Tak Centre  
200 Connaught Road Central  
Hong Kong

*Notes:*

1. A member entitled to attend and vote at the SGM is entitled to appoint one or more proxy or proxies to attend and, subject to the provisions of the bye-laws of the Company, to vote on his behalf. A proxy need not be a member of the Company but must be present in person at the SGM to represent the member. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
2. In order to be valid, the form of proxy must be duly completed and signed in accordance with the instructions printed thereon and deposited together with a power of attorney or other authority, if any, under which it is signed, or a certified copy of such power or authority, at the Company's branch share registrar and transfer office 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 the holding of the SGM or any adjournment thereof. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the SGM or any adjournment thereof, should he so wish.
3. In the case of joint holders of shares of the Company, any one of such holders may vote at the SGM, either personally or by proxy, in respect of such shares as if he was solely entitled thereto, but if more than one of such joint holders are present at the SGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.

*As at the date of this announcement, the Board comprises (1) Mr. Jiang Ming, Mr. Tao Lin, Mr. Xia Xianglong and Dr. Li Ting as executive Directors; (2) Mr. Lu Jiqiang and Dr. Dai Jingming as non-executive Directors; and (3) Mr. Wong Kai Cheong, Mr. Yang Jiangang and Mr. Huang Xihua as independent non-executive Directors.*