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合 生 創 展 集 團 有 限 公 司^{*}
HOPSON DEVELOPMENT HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 754)

Website: <http://www.irasia.com/listco/hk/hopson>

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting of Hopson Development Holdings Limited (“Company”) will be held at Alexandra Room, 2/F, Mandarin Oriental, 5 Connaught Road Central, Hong Kong on Friday, 13 July 2012 at 3:00 p.m. for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolution which will be proposed as an ordinary resolution:

ORDINARY RESOLUTION

“**THAT** the framework agreement (the “New Framework Agreement”) dated 11 May 2012 entered into between the Company (together with its subsidiaries, collectively the “Group”) and 廣東韓江建築安裝工程有限公司 (Guangdong Hanjiang Construction Installation Project Limited*) (“Hanjiang” together with its subsidiaries and associates (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited), the “Hanjiang Group”) and the transactions to be entered into between the Group and the Hanjiang Group contemplated thereunder (the “New Transactions”) together with the provision of construction design services by the Hanjiang Group to the Group pursuant to contracts entered into between them prior to 31 December 2011 (the “Old Transaction” together with the New Transactions, collectively the “Continuing Connected Transactions”) which is described and defined as “Old Transaction” in the circular of the Company dated 26 June 2012 (the “Circular”), a copy of which is tabled at the meeting for identification purpose, be and are hereby approved, confirmed and ratified; the maximum aggregate annual value of each of the Continuing

^{*} for identification purposes only

Connected Transactions for the three financial years ending 31 December 2014 proposed by the directors of the Company (“Directors”) as set out in the Circular be approved; and any one Director be and is hereby authorised to sign, execute, perfect, deliver and do all such documents, deeds, acts, matters and things on behalf of the Company as he may in his discretion consider necessary or desirable for the purposes of or in connection with the implementation of the New Framework Agreement and the Continuing Connected Transactions”.

By Order of the Board
Hopson Development Holdings Limited
Zhang Yi
Executive Director

Hong Kong, 26 June 2012

Principal Office:
Suites 3305–3309
33rd Floor, Jardine house
1 Connaught Place, Central
Hong Kong

Notes:

- (1) Any member entitled to attend and vote at the meeting convened by the above notice is entitled to appoint a proxy to attend and vote in his stead. Any such member who is a holder of two or more shares may appoint more than one proxy to attend and vote in his stead. A proxy need not be a member of the Company but must be present in person to represent the member.
- (2) In order 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 that power of attorney or other authority, must be deposited at the principal office of the Company at Suites 3305–3309, 33rd Floor, Jardine House, 1 Connaught Place, Central, Hong Kong not less than 48 hours before the time appointed for holding the said meeting or any adjournment thereof.
- (3) The register of members of the Company will be closed from Tuesday, 10 July 2012 to Friday, 13 July 2012 (both days inclusive) during which period no transfer of shares will be effected. In order to qualify for attending and voting at the special general meeting, all transfer of shares accompanied by the relevant share certificates, must be lodged with the Company’s Share Registrars in Hong Kong, Computershare Hong Kong Investor Services Limited, Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Monday, 9 July 2012.
- (4) The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English version shall prevail.

As at the date of this announcement, the Board comprises nine directors. The executive directors are Mr. Chu Mang Yee (Chairman), Mr. Zhang Yi, Mr. Xiang Bin, Mr. Au Wai Kin, Mr. Liao Ruo Qing and Ms. Chu Kut Yung; and the independent non-executive directors are Mr. Lee Tsung Hei, David, Mr. Wong Shing Kay, Oliver, and Mr. Tan Leng Cheng, Aaron.