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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**” together with its subsidiaries, the “**Group**”) will be held at Gloucester Room, 2/F., Mandarin Oriental, 5 Connaught Road Central, Central, Hong Kong on Friday, 12 June 2015 at 10:30 a.m. (or so soon after the annual general meeting of the Company to be held on the same day and at the same place at 10:00 a.m. shall have been concluded or adjourned) 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 dated 22 April 2015 entered into between the Company 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, its associated companies and close associates (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited), the “**Hanjiang Group**”) (“**2015 Framework Agreement**”), and the transactions to be entered into between the Group and the Hanjiang Group contemplated thereunder (“**Transactions**”) as set out in the circular of the Company dated 12 May 2015 (the “**Circular**”), a copy of which is tabled at the meeting for identification purpose, be and are hereby approved, confirmed and ratified; and that the maximum aggregate annual transaction amount for the Transactions collectively under the 2015 Framework Agreement for each of the three financial years ending 31 December 2017 as set out in the Circular be approved; and any one director of the Company as authorised by its board of directors 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 2015 Framework Agreement and the Transactions.”

By Order of the Board
Hopson Development Holdings Limited
Chu Mang Yee
Chairman

Hong Kong, 12 May 2015

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 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 eight directors. The executive directors are Mr. Chu Mang Yee (Chairman), Ms. Chu Kut Yung (Deputy Chairman), Mr. Au Wai Kin, Mr. Liao Ruo Qing, Mr. Xie Bao Xin and Mr. Bao Wenge; and the independent non-executive directors are Mr. Lee Tsung Hei, David and Mr. Tan Leng Cheng, Aaron.

** For identification purposes only*