
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares or warrants in **Miramar Hotel and Investment Company, Limited**, you should at once hand this circular to the purchaser or transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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MIRAMAR GROUP
MIRAMAR HOTEL AND INVESTMENT COMPANY, LIMITED
美麗華酒店企業有限公司
(incorporated in Hong Kong with limited liability)
(Stock Code: 71)
(Warrant Code: 1437)

Executive Directors:

Mr. LEE Ka Shing (*Chairman and CEO*)
Mr. Richard TANG Yat Sun
Dr. Colin LAM Ko Yin
Mr. Eddie LAU Yum Chuen
Mr. Norman HO Hau Chong

Non-Executive Directors:

Dr. The Honourable LEE Shau Kee
Dr. Patrick FUNG Yuk Bun
Mr. Dominic CHENG Ka On
Mr. Alexander AU Siu Kee

Independent Non-Executive Directors:

Dr. David SIN Wai Kin (*Vice Chairman*)
Mr. WU King Cheong
Dr. Timpson CHUNG Shui Ming
Mr. Howard YEUNG Ping Leung
Mr. Thomas LIANG Cheung Biu

Corporate Secretary:

Mr. Charles CHU Kwok Sun

Registered Office:

15/F, Mira Place Tower A,
132 Nathan Road, Tsimshatsui,
Kowloon, Hong Kong

Date: 30 November 2017

*To the warrant holders and,
for information only, the shareholders of the Company*

Dear Sir or Madam,

**EXPIRY OF SUBSCRIPTION RIGHTS ATTACHING TO THE WARRANTS
AND
LAST TRADING DAY OF THE WARRANTS
(Warrant Code: 1437)**

The purpose of this circular is to remind holders of the existing outstanding warrants of Miramar Hotel and Investment Company, Limited (the “**Company**”) (warrant code: 1437) (the “**Warrants**”) that in accordance with the terms and conditions of the instrument constituting the Warrants dated 20 July 2015 (the “**Instrument**”), the subscription rights attaching to the Warrants entitling the holder thereof (the “**Warrant holders**”) to subscribe for one fully paid new share in the Company (the “**Share**”) at an

initial subscription price of HK\$13.50 per new Share will expire at 4:00 p.m. on Friday, 19 January 2018. Any subscription rights attaching to the Warrants which have not been exercised by 4:00 p.m. on Friday, 19 January 2018 will lapse and the certificates of the Warrants will cease to be valid for any purpose.

The Company has made the following arrangements regarding dealings in, transfers of and exercise of the subscription rights attaching to the Warrants:

1. **The last trading day of the Warrants on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) will be Tuesday, 16 January 2018** and trading of the Warrants on the Stock Exchange will cease after **4:00 p.m. on Tuesday, 16 January 2018. The listing of the Warrants will be withdrawn from the Stock Exchange with effect from 4:00 p.m. on Friday, 19 January 2018**, and application has been made to the Stock Exchange for such withdrawal.
2. **Registered Warrantheolders who wish to exercise the subscription rights attaching to the Warrants must lodge with the share registrar of the Company**, Computershare Hong Kong Investor Services Limited, which also acts as the registrar maintaining the register of Warrantheolders (the “**Registrar**”), at Shop Nos. 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, **the following documents by not later than 4:00 p.m. on Friday, 19 January 2018:**
 - (a) the relevant certificate(s) of the Warrants;
 - (b) the duly completed and signed subscription form(s); and
 - (c) remittances for the relevant exercise moneys.
3. **Warrantheolders who have not registered their holdings in Warrants in their own names and wish to exercise in whole or in part any of the subscription rights attaching thereto must lodge with the Registrar** at the above-mentioned address **the following documents by not later than 4:00 p.m. on Friday, 19 January 2018:**
 - (a) the relevant duly executed and stamped instrument(s) of transfer and/or other document(s) of title;
 - (b) the relevant certificate(s) of the Warrants;
 - (c) the duly completed and signed subscription form(s); and
 - (d) remittances for the relevant exercise moneys.

Subscription forms and the relevant accompanying documentation lodged with the Registrar later than 4:00 p.m. on Friday, 19 January 2018 will not be regarded as valid and will not be accepted.

Under the terms of the Instrument, new Shares will be allotted and issued not later than 28 days after the date of exercise of the subscription rights attaching to the Warrants. Shares to be issued pursuant to the exercise of the subscription rights attaching to the Warrants will, when issued, rank pari passu in all respects with the then existing issued Shares.

The closing prices of the Shares and the Warrants on the Stock Exchange on 28 November 2017 (being the latest practicable date prior to the printing of this circular) were HK\$16.60 per Share and HK\$3.10 per Warrant respectively.

Warrantheolders who are in doubt as to their positions or as to the actions to be taken should consult their licensed securities dealers, bank managers, solicitors, professional accountants or other professional advisers.

By Order of the Board
Miramar Hotel and Investment Company, Limited
Chu Kwok Sun
Corporate Secretary

This circular is made in English and Chinese. In case of any inconsistency, the English version shall prevail.