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## **SWIRE PACIFIC LIMITED**

(Incorporated in Hong Kong with limited liability)

(Stock Codes: **00019** and **00087**)

### **DATE OF BOARD COMMITTEE MEETING CLOSURE OF REGISTERS OF MEMBERS**

#### **Date of Board Committee Meeting**

Reference is made to the Company's announcement dated 27th October 2011 (the "**Spin-off Announcement**") regarding the proposed spin-off and separate listing of Swire Properties Limited on the Main Board of the Stock Exchange. Terms defined in the Spin-off Announcement have the same meanings when used in this announcement.

As set out in the Spin-off Announcement, on 27th October 2011, Swire Properties submitted a listing application form (Form A1) to the Stock Exchange for an application for the listing of, and permission to deal in, the Swire Properties Shares on the Main Board of the Stock Exchange. As further mentioned in the Spin-off Announcement, the Board proposes to give due regard to the interests of Shareholders by providing qualifying Shareholders with an assured entitlement to Swire Properties Shares by way of a distribution in specie of Swire Properties Shares if the Proposed Spin-off proceeds.

This is to announce that a meeting of the Board Committee of the Company will be held on Wednesday, 21st December 2011 at the registered office of the Company, for the purpose of, among other matters, considering the declaration of a conditional special interim dividend (the “**Conditional Dividend**”).

If the Conditional Dividend is declared, the Conditional Dividend will be conditional upon (amongst other things) the Listing Approval having been granted. If the Conditional Dividend is declared and becomes unconditional, it will be satisfied by way of a distribution in specie of Swire Properties Shares to qualifying Shareholders.

Further details of the Conditional Dividend are yet to be finalised. The Company will make further announcement(s) in this regard as and when appropriate.

### **Closure of Registers of Members**

If the Conditional Dividend is declared by the Board Committee of the Company on 21st December 2011, the record date for ascertaining the entitlements to the Conditional Dividend will be Friday, 6th January 2012 and the registers of members of the Company will be closed for one day on Friday, 6th January 2012, on which day no transfer of shares will be effected. If the Conditional Dividend is not declared by the Board Committee of the Company on 21st December 2011, the registers of members of the Company will not be so closed. The Company will make an announcement on Wednesday, 21st December 2011 as to whether or not the Conditional Dividend has been declared. In order to qualify for the entitlement of the Conditional Dividend (if declared), all transfer forms accompanied by the relevant share certificates must be lodged with the Company’s share registrars, Computershare Hong Kong Investor Services Limited, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Hong Kong, for registration not later than 4:30 p.m. on Thursday, 5th January 2012.

### **General**

**The listing of the Swire Properties Shares pursuant to the Proposed Spin-off is subject to, among other things, the Listing Approval and the final decisions of the Board and of the board of directors of Swire Properties. Accordingly, Shareholders and potential investors in the Company should be aware that there is no assurance that the Proposed Spin-off and the separate listing of the Swire Properties Shares will take place or as to when it may take place. If the Proposed Spin-off does not proceed for any reason, the Conditional Dividend will not become unconditional and no distribution in specie would accordingly be made. Shareholders and potential investors in the Company should therefore exercise caution when dealing in or investing in the securities of the Company.**

**This announcement is not an offer for sale of any securities in the United States. Securities may not be offered or sold in the United States absent registration or an exemption from such registration requirement. Any public offering of securities in the United States will be made by means of a prospectus that would be obtained from the issuer or selling security holder and that would contain**



**detailed information regarding the company and management, as well as financial statements. The securities described herein have not been and will not be registered in the United States.**

Further announcement(s) will be made by the Company in relation to the Proposed Spin-off if and when appropriate.

The directors of the Company as at the date of this announcement are:

Executive Directors: C.D. Pratt (Chairman), M. Cubbon, G.L. Cundle, P.A. Kilgour, I.S.C. Shiu, J.R. Slosar, A.K.W. Tang;

Non-Executive Directors: Baroness Dunn, J.W.J. Hughes-Hallett, P.A. Johansen and M.B. Swire; and

Independent Non-Executive Directors: T.G. Freshwater, C.K.M. Kwok, C. Lee, M. Leung, M.C.C. Sze and M.M.T. Yang.

By Order of the Board

**SWIRE PACIFIC LIMITED**

David Fu

Company Secretary

Hong Kong, 9th December 2011