
HOW TO APPLY FOR HONG KONG OFFER SHARES, RESERVED SHARES AND EMPLOYEE RESERVED SHARES

IMPORTANT

The Company will be relying on section 9A of the Companies Ordinance (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong) and will be issuing the **WHITE, YELLOW, BLUE** and **PINK** Application Forms without them being accompanied by a printed prospectus. The contents of the printed prospectus are identical to the electronic form prospectus which can be accessed and downloaded from the websites of the Company at www.hopewellhkproperties.com and the Stock Exchange at www.hkexnews.hk, under the “*HKExnews > Listed Company Information > Latest Listed Company Information*” section, respectively.

Members of the public who wish to obtain a copy of the printed prospectus may obtain a copy, free of charge, upon request during normal business hours from 9:00 a.m. on Thursday, 6 June 2013 until 12:00 noon on Tuesday, 11 June 2013 at the following locations:

1. any of the following branches of the receiving banks for the Hong Kong Public Offering:

(a) **Bank of China (Hong Kong) Limited**

Bank of China Tower Branch, 3/F, 1 Garden Road;

Wan Chai (Wu Chung House) Branch, 213 Queen’s Road East, Wan Chai;

Kwun Tong Branch, 20-24 Yue Man Square, Kwun Tong;

Yau Ma Tei Branch, 471 Nathan Road, Yau Ma Tei;

Lucky Plaza Branch, Lucky Plaza, Wang Pok Street, Sha Tin; and

Tuen Mun San Hui Branch, G13-G14 Eldo Court, Heung Sze Wui Road, Tuen Mun;

(b) **The Bank of East Asia, Limited**

Main Branch, 10 Des Voeux Road Central, HK;

Queen’s Road Central Branch, Shop A-C, G/F, Wah Ying Cheong Central Building, 158-164 Queen’s Road Central;

Mongkok North Branch, G/F, Kalok Building, 720-722 Nathan Road, Mongkok;

Waterloo Road Branch, Shop A, G/F, Richland House, 77B & 77C Waterloo Road;

East Point City Branch, Shop 217B, Level 2, East Point City, 8 Chung Wa Road, Tseung Kwan O; and

Tai Po Plaza Branch, Units 49-52, Level 1, Tai Po Plaza; and

(c) **Hang Seng Bank Limited**

Head Office, 83 Des Voeux Road Central;

North Point Branch, 335 King’s Road;

Tsim Sha Tsui Branch, 18 Carnarvon Road;

Kowloon Main Branch, 618 Nathan Road;

Hung Hom Branch, 21 Ma Tau Wai Road; and

Tsuen Wan Branch, 289 Sha Tsui Road, Tsuen Wan.

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2. any of the following offices of the Joint Global Coordinators:
 - (a) **BOCI Asia Limited**, 26th Floor, Bank of China Tower, 1 Garden Road, Hong Kong;
 - (b) **Credit Suisse (Hong Kong) Limited**, Level 88, International Commerce Centre, 1 Austin Road West, Kowloon, Hong Kong; and
3. the **Depository Counter of HKSCC** at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong.

Details of where printed prospectus may be obtained will be displayed prominently at every branch of Bank of China (Hong Kong) Limited, The Bank of East Asia, Limited and Hang Seng Bank Limited where WHITE Application Forms are distributed.

During normal business hours from 9:00 a.m. on Thursday, 6 June 2013 until 12:00 noon on Tuesday, 11 June 2013, at least three copies of the printed prospectus will be available for inspection at every location where the **WHITE** and **YELLOW** Application Forms are distributed as set out in “*How to Apply for Hong Kong Offer Shares, Reserved Shares and Employee Reserved Shares – How to Apply for Hong Kong Offer Shares – Applying by Using an Application Form*”.

HOW TO APPLY FOR HONG KONG OFFER SHARES, RESERVED SHARES AND EMPLOYEE RESERVED SHARES

A. APPLICATIONS FOR HONG KONG OFFER SHARES

You may either:

- apply for Hong Kong Offer Shares under the Hong Kong Public Offering; or
- apply for or indicate an interest for International Offer Shares under the International Offering,

but you may not do both.

You may apply for the Hong Kong Offer Shares by using one of the following three channels:

- using a **WHITE** or **YELLOW** Application Form;
- applying online via the **White Form eIPO** service at www.eipo.com.hk; or
- electronically instructing HKSCC to cause HKSCC Nominees to apply for Hong Kong Offer Shares on your behalf.

Except where you are a nominee and provide the required information in your application, you or your joint applicant(s) may not make more than one application (whether individually or jointly) by applying on a **WHITE** or **YELLOW** Application Form or applying online through the **White Form eIPO** service or by giving **electronic application instructions** to HKSCC.

If you do not follow the instructions detailed on the Application Form or on the **White Form eIPO** service designated website at www.eipo.com.hk, your application may be rejected.

The Company, the Joint Global Coordinators (on behalf of the Underwriters) or the White Form eIPO Service Provider (where applicable) or our or their respective agents have full discretion to reject or accept any application, in full or in part, without assigning any reason.

1. HOW TO APPLY FOR HONG KONG OFFER SHARES

(a) Who can apply for Hong Kong Offer Shares

You can apply for the Hong Kong Offer Shares available for subscription by the public on a **WHITE** or **YELLOW** Application Form if you or any person(s) for whose benefit you are applying, are an individual, and:

- are 18 years of age or older;
- have a Hong Kong address;
- are outside the United States or are not a United States Person (as defined in Regulation S); and
- are not a legal or natural person of the PRC.

If you apply for Hong Kong Offer Shares online through the **White Form eIPO** service, in addition to the above, you must also (i) have a valid Hong Kong identity card number and (ii) be willing to provide a valid e-mail address and a contact telephone number.

If the applicant is a firm, the application must be in the names of the individual members, not the firm's name. If the applicant is a body corporate, the Application Form must be signed by a duly authorised officer, who must state his or her representative capacity.

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If an application is made by a person duly authorised under a valid power of attorney, the Joint Global Coordinators (or its agents or nominees) may accept it at their discretion, and subject to any conditions they think fit, including production of evidence of the authority of the attorney.

The number of joint applicants may not exceed four. Joint applicants may not apply by means of **White Form eIPO** service for the Hong Kong Offer Shares.

The Hong Kong Offer Shares are not available to existing beneficial owners of Shares or of shares of any of the subsidiaries of the Company, the Directors or their respective associates or any other connected persons of the Company or persons who will become connected persons of the Company immediately following the completion of the Global Offering (except the Directors and/or their associates who are Qualifying Hopewell Shareholders who may apply for Reserved Shares pursuant to the Preferential Offering) or are within the United States (within the meaning of Regulation S) (other than a person described in paragraph h(3) of Rule 902 of Regulation S) or persons who do not have a Hong Kong address or legal or natural persons of the PRC (except qualified domestic institutional investors).

(b) Applying by using an Application Form

Which Application Form to use

If you want the Hong Kong Offer Shares to be issued in your own name, use a **WHITE** Application Form or apply online through the designated website at www.eipo.com.hk.

If you want the Hong Kong Offer Shares to be issued in the name of HKSCC Nominees and deposited directly into CCASS for crediting to your CCASS Investor Participant stock account or your designated CCASS Participant's stock account, use a **YELLOW** Application Form or electronically instruct HKSCC via CCASS to cause HKSCC Nominees to apply for Hong Kong Offer Shares on your behalf.

Where to collect the Application Forms

You can collect a **WHITE** Application Form and a prospectus during normal business hours from 9:00 a.m. on Thursday, 6 June 2013 until 12:00 noon on Tuesday, 11 June 2013 from:

- (1) any of the following offices of the Joint Global Coordinators:

BOCI Asia Limited

26th Floor, Bank of China Tower
1 Garden Road
Hong Kong

Credit Suisse (Hong Kong) Limited

Level 88, International Commerce Centre
1 Austin Road West
Kowloon
Hong Kong

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(2) any of the following branches of the receiving banks:

<u>Bank of China (Hong Kong) Limited</u>		
	<u>Branch</u>	<u>Address</u>
Hong Kong Island	Bank of China Tower Branch	3/F, 1 Garden Road
	Wan Chai (Wu Chung House) Branch	213 Queen's Road East, Wan Chai
Kowloon	Kwun Tong Branch	20-24 Yue Man Square, Kwun Tong
	Yau Ma Tei Branch	471 Nathan Road, Yau Ma Tei
New Territories	Lucky Plaza Branch	Lucky Plaza, Wang Pok Street, Sha Tin
	Tuen Mun San Hui Branch	G13-G14 Eldo Court, Heung Sze Wui Road, Tuen Mun
<u>The Bank of East Asia, Limited</u>		
	<u>Branch</u>	<u>Address</u>
Hong Kong Island	Main Branch	10 Des Voeux Road Central, HK
	Queen's Road Central Branch	Shop A-C, G/F, Wah Ying Cheong Central Building, 158-164 Queen's Road Central
Kowloon	Mongkok North Branch	G/F, Kalok Building, 720-722 Nathan Road, Mongkok
	Waterloo Road Branch	Shop A, G/F, Richland House, 77B & 77C Waterloo Road
New Territories	East Point City Branch	Shop 217B, Level 2, East Point City, 8 Chung Wa Road, Tseung Kwan O
	Tai Po Plaza Branch	Units 49-52, Level 1, Tai Po Plaza

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<u>Hang Seng Bank Limited</u>	<u>Branch</u>	<u>Address</u>
Hong Kong Island	Head Office	83 Des Voeux Road Central
	North Point Branch	335 King's Road
Kowloon	Tsim Sha Tsui Branch	18 Carnarvon Road
	Kowloon Main Branch	618 Nathan Road
	Hung Hom Branch	21 Ma Tau Wai Road
New Territories	Tsuen Wan Branch	289 Sha Tsui Road, Tsuen Wan

You can collect a **YELLOW** Application Form and a prospectus during normal business hours from 9:00 a.m. on Thursday, 6 June 2013 until 12:00 noon on Tuesday, 11 June 2013 from the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong.

Your stockbroker may also have Application Forms and this prospectus available.

(c) Applying through the White Form eIPO service

General

If you are an individual and meet the criteria set out in “— *Who can Apply for Hong Kong Offer Shares*” above, you may apply through the **White Form eIPO** service by submitting an application through the designated website at www.eipo.com.hk. If you apply through the **White Form eIPO** service, the Hong Kong Offer Shares will be issued in your own name.

Detailed instructions for application through the **White Form eIPO** service are set out on the designated website at www.eipo.com.hk. You should read these instructions carefully. If you do not follow the instructions, your application may be rejected by the White Form eIPO Service Provider and may not be submitted to the Company.

If you give electronic application instructions through the designated website at www.eipo.com.hk, you will have authorised the White Form eIPO Service Provider to apply on the terms and conditions set out in this prospectus, as supplemented and amended by the terms and conditions applicable to the **White Form eIPO** service.

No multiple applications

If you apply by means of the **White Form eIPO** service, once you complete payment in respect of any electronic application instruction given by you or for your benefit to the White Form eIPO service to make an application for Hong Kong Offer Shares, an actual application shall be deemed to have been made. For the avoidance of doubt, giving an electronic application instruction under the **White Form eIPO** service more than once and obtaining different payment reference numbers without effecting full payment in respect of a particular reference number will not constitute an actual application.

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Environmental protection

The obvious advantage of **White Form eIPO** is to save the use of paper via the self-serviced and electronic application process. Computershare Hong Kong Investor Services Limited, being the designated White Form eIPO Service Provider, will contribute HK\$2 for each “Hopewell Hong Kong Properties Limited” **White Form eIPO** application submitted via www.eipo.com.hk to support the funding of “Source of Dongjiang – Hong Kong Forest” project initiated by Friends of the Earth (HK”).

Additional information

For the purposes of allocating Hong Kong Offer Shares, each applicant giving electronic application instructions through the **White Form eIPO** service through the designated website at www.eipo.com.hk will be treated as an applicant.

If your payment of application monies is insufficient, or in excess of the required amount, having regard to the number of Hong Kong Offer Shares for you have applied, or if your application is otherwise rejected by the White Form eIPO Service Provider, the White Form eIPO Service Provider may adopt alternative arrangements for the refund of monies to you. Please refer to the additional information provided by the White Form eIPO Service Provider on the designated website at www.eipo.com.hk.

(d) Applying by giving electronic application instructions to HKSCC via CCASS

General

CCASS Participants may give **electronic application instructions** via CCASS to HKSCC to apply for Hong Kong Offer Shares and to arrange payment of the monies due on application and payment of refunds. This will be in accordance with their participant agreements with HKSCC and the General Rules of CCASS and the CCASS Operational Procedures.

If you are a CCASS Investor Participant, you may give **electronic application instructions** through the CCASS Phone System by calling 2979 7888 or through the CCASS Internet System (<https://ip.ccass.com>) (using the procedures contained in HKSCC’s “An Operating Guide for Investor Participants” in effect from time to time).

HKSCC can also input **electronic application instructions** for you if you go to:

Hong Kong Securities Clearing Company Limited
Customer Service Center
2/F Infinitus Plaza
199 Des Voeux Road Central
Hong Kong

and complete an input request form.

Prospectuses are available for collection from the above address.

If you are not a CCASS Investor Participant, you may instruct your broker or custodian who is a CCASS Clearing Participant or a CCASS Custodian Participant to give **electronic application instructions** via CCASS terminals to apply for Hong Kong Offer Shares on your behalf.

You are deemed to have authorised HKSCC and/or HKSCC Nominees to transfer the details of your application, whether submitted by you or through your broker or custodian, to the Company, the Joint Global Coordinators and the Hong Kong Share Registrar.

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Giving electronic application instructions to HKSCC via CCASS

Where a **WHITE** Application Form is signed by HKSCC Nominees on behalf of persons who have given **electronic application instructions** to apply for Hong Kong Offer Shares:

- (i) HKSCC Nominees is only acting as a nominee for those persons and shall not be liable for any breach of the terms and conditions of the **WHITE** Application Form or this prospectus; and
- (ii) HKSCC Nominees does the following things on behalf of each such person:
 - agrees that the Hong Kong Offer Shares to be allotted shall be issued into the name of HKSCC Nominees and deposited directly into CCASS for the credit of the stock account of the CCASS Participant who has inputted **electronic application instructions** on that person's behalf or that person's CCASS Investor Participant stock account;
 - undertakes and agrees to accept the Hong Kong Offer Shares in respect of which that person has given **electronic application instructions** or any lesser number allocated to that person;
 - undertakes and confirms that that person has not applied for or taken up, or indicated an interest for, and will not apply for or take up, or indicate an interest for, any International Offer Shares under the International Offering nor otherwise participated in the International Offering;
 - (if the **electronic application instructions** are given for that person's own benefit) declares that only one set of **electronic application instructions** has been given for that person's benefit;
 - (if that person is an agent for another person) declares that that person has only given one set of **electronic application instructions** for the benefit of that other person and that that person is duly authorised to give those instructions as that other person's agent;
 - understands that these declarations and representations will be relied upon by the Company, the Directors and the Joint Global Coordinators in deciding whether or not to make any allocation of Hong Kong Offer Shares in respect of the **electronic application instructions** given by that person and that that person may be prosecuted if he makes a false declaration;
 - authorises the Company to place the name of HKSCC Nominees on the register of members of the Company as the holder of the Hong Kong Offer Shares allocated in respect of that person's **electronic application instructions** and to send Share certificate(s) and/or refund monies in accordance with the arrangements separately agreed between the Company and HKSCC;
 - confirms that that person has read the terms and conditions and application procedures set out in this prospectus and agrees to be bound by them;
 - confirms that that person has received and/or read a copy of this prospectus and has only relied on the information and representations in this prospectus in giving that person's **electronic application instructions** or instructing that person's broker or custodian to give **electronic application instructions** on that person's behalf, save as set out in any supplement to this prospectus;

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- agrees that none of the Company, the Joint Global Coordinators, the Underwriters, their respective directors, officers, employees, partners, agents, advisers and any other parties involved in the Global Offering is or will be liable for any information and representations not contained in this prospectus (and any supplement thereto);
- agrees to disclose that person's personal data to the Company, the Hong Kong Share Registrar, the receiving banks, the Joint Global Coordinators, the Underwriters and/or their respective advisers and agents which they may require about that person;
- agrees (without prejudice to any other rights which that person may have) that once the application of HKSCC Nominees has been accepted, the application cannot be rescinded for innocent misrepresentation;
- agrees that any application made by HKSCC Nominees on behalf of that person pursuant to **electronic application instructions** given by that person is irrevocable before the fifth day after the time of the opening of the application lists (excluding for this purpose any day which is Saturday, Sunday or public holiday in Hong Kong), such agreement to take effect as a collateral contract with the Company and to become binding when that person gives the **electronic application instructions** and such collateral contract to be in consideration of the Company agreeing that it will not offer any Hong Kong Offer Shares to any person before the fifth day after the time of the opening of the application lists (excluding for this purpose any day which is Saturday, Sunday or public holiday in Hong Kong), except by means of one of the procedures referred to in this prospectus. However, HKSCC Nominees may revoke the application before the fifth day after the time of the opening of the application lists (excluding for this purpose any day which is a Saturday, Sunday or public holiday in Hong Kong) if a person responsible for this prospectus under Section 40 of the Companies Ordinance gives a public notice under that section which excludes or limits the responsibility of that person for this prospectus;
- agrees that once the application of HKSCC Nominees is accepted, neither that application nor that person's **electronic application instructions** can be revoked, and that acceptance of that application will be evidenced by the announcement of the results of the Hong Kong Public Offering published by the Company;
- agrees to the arrangements, undertakings and warranties specified in the participant agreement between that person and HKSCC, read with the General Rules of CCASS and the CCASS Operational Procedures, in respect of the giving of **electronic application instructions** relating to Hong Kong Offer Shares;
- agrees with the Company, for itself and for the benefit of each Shareholder (and so that the Company will be deemed by its acceptance in whole or in part of the application by HKSCC Nominees to have agreed, for itself and on behalf of each of the Shareholders, with each CCASS Participant giving **electronic application instructions**) to observe and comply with the Companies Ordinance and the Articles; and
- agrees that that person's application, any acceptance of it and the resulting contract will be governed by and construed in accordance with the laws of Hong Kong.

Effect of giving electronic application instructions to HKSCC via CCASS

By giving **electronic application instructions** to HKSCC or instructing your broker or custodian who is a CCASS Clearing Participant or a CCASS Custodian Participant to give such instructions to HKSCC, you (and, if you are joint applicants, each of you jointly and severally) are deemed to have

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done the following things. Neither HKSCC nor HKSCC Nominees shall be liable to the Company or any other person in respect of the things mentioned below:

- having instructed and authorised HKSCC to cause HKSCC Nominees (acting as nominee for the relevant CCASS Participants) to apply for Hong Kong Offer Shares on your behalf;
- having instructed and authorised HKSCC to arrange payment of the maximum Offer Price, brokerage, SFC transaction levy and the Stock Exchange trading fee by debiting your designated bank account and, in the case of a wholly or partially unsuccessful application and/or if the Offer Price is less than the Offer Price per Offer Share initially paid on application, to refund the application monies, in each case including brokerage, SFC transaction levy and the Stock Exchange trading fee, by crediting your designated bank account; and
- having instructed and authorised HKSCC to cause HKSCC Nominees to do on your behalf all the things which it is stated to do on your behalf in the **WHITE** Application Form and in this prospectus.

Minimum subscription amount and permitted numbers

You may give or cause your broker or custodian who is a CCASS Clearing Participant or a CCASS Custodian Participant to give **electronic application instructions** in respect of a minimum of 200 Hong Kong Offer Shares. Such instructions in respect of more than 200 Hong Kong Offer Shares must be in one of the numbers set out in the table in the Application Forms. No application for any other number of Hong Kong Offer Shares will be considered and any such application is liable to be rejected.

No multiple applications

If you are suspected of having made multiple applications or if more than one application is made for your benefit, the number of Hong Kong Offer Shares applied for by HKSCC Nominees will be automatically reduced by the number of Hong Kong Offer Shares in respect of which you have given such instructions and/or in respect of which such instructions have been given for your benefit. Any **electronic application instructions** to make an application for Hong Kong Offer Shares given by you or for your benefit to HKSCC shall be deemed to be an actual application for the purposes of considering whether multiple applications have been made.

Section 40 of the Companies Ordinance

For the avoidance of doubt, the Company and all other parties involved in the preparation of this prospectus acknowledge that each CCASS Participant who gives or causes to give **electronic application instructions** is a person who may be entitled to compensation under Section 40 of the Companies Ordinance (as applied by Section 342E of the Companies Ordinance).

Personal data

The section of the Application Form headed “Personal Data” applies to any personal data held by the Company, the Hong Kong Share Registrar, the receiving banks, the Joint Global Coordinators, the Underwriters and any of their respective advisers and agents about you in the same way as it applies to personal data about applicants other than HKSCC Nominees.

Warning for electronic applications

The subscription of the Hong Kong Offer Shares by giving **electronic application instructions** to HKSCC is only a facility provided to CCASS Participants. Similarly, the application for Hong Kong

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Offer Shares through the **White Form eIPO** service is also only a facility provided by the White Form eIPO Service Provider to public investors. Such facilities are subject to capacity limitations and potential service interruptions and you are advised not to wait till the last application day in making your electronic applications. The Company, the Directors, the Joint Global Coordinators and the Underwriters take no responsibility for such applications and provide no assurance that any CCASS Participant or person applying through the **White Form eIPO** service will be allotted any Hong Kong Offer Shares.

To ensure that CCASS Investor Participants can give their **electronic application instructions** to HKSCC through the CCASS Phone System or the CCASS Internet System, CCASS Investor Participants are advised not to wait until the last minute to input instructions. In the event that CCASS Investor Participants have problems in the connection to CCASS Phone System/CCASS Internet System for submission of **electronic application instructions**, they should either (i) submit a **WHITE** or **YELLOW** Application Form or (ii) go to HKSCC's Customer Service Centre to complete an input request form for **electronic application instructions** before 12:00 noon on Tuesday, 11 June 2013.

2. WHEN MAY APPLICATIONS BE MADE

(a) Applications on **WHITE** and **YELLOW** Application Forms

Completed **WHITE** and **YELLOW** Application Forms, together with a cheque or a banker's cashier order attached and marked payable to "Bank of China (Hong Kong) Nominees Limited – Hopewell Public Offer" for the payment must be deposited by 12:00 noon on Tuesday, 11 June 2013 or, if the application lists are not open on that day, then by the time and date stated in "*– Effect of Bad Weather on the Opening of the Application Lists*" in this section.

Your completed **WHITE** or **YELLOW** Application Form, together with a cheque or a banker's cashier order attached and marked payable to "Bank of China (Hong Kong) Nominees Limited – Hopewell Public Offer" for the payment, should be deposited in the special collection boxes provided at any of the branches of the receiving banks listed under "*– Applying by Using an Application Form – Where to Collect the Application Forms*" above, at the following times:

Thursday, 6 June 2013 — 9:00 a.m. to 5:00 p.m.

Friday, 7 June 2013 — 9:00 a.m. to 5:00 p.m.

Saturday, 8 June 2013 — 9:00 a.m. to 1:00 p.m.

Monday, 10 June 2013 — 9:00 a.m. to 5:00 p.m.

Tuesday, 11 June 2013 — 9:00 a.m. to 12:00 noon

The application lists will be open from 11:45 a.m. to 12:00 noon on Tuesday, 11 June 2013.

No proceedings will be taken on applications for Hong Kong Offer Shares and no allotment of any such Hong Kong Offer Shares will be made until the closing of the application lists. No allotment of any of the Hong Kong Offer Shares will be made pursuant to this prospectus later than 30 days after the day on which this prospectus is first issued.

(b) Terms and conditions of an application

There are detailed instructions on each Application Form. You should read and follow these instructions carefully. If you do not strictly follow the instructions, your application may be rejected.

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You should note that by completing and submitting an Application Form or applying through the **White Form eIPO** service, the **Blue Form eIPO** service or the **Pink Form eIPO** service, among others, you:

- (i) instruct and authorise the Company and/or the Joint Global Coordinators (or their agents or nominees), as agents of the Company, to execute any documents on your behalf and to do on your behalf all things necessary to effect the registration of any Hong Kong Offer Shares, Reserved Shares and/or Employee Reserved Shares allocated to you in your name(s) or in the name of HKSCC Nominees (as the case may be) as required by the Articles, and otherwise to give effect to the arrangements described in this prospectus, the Application Forms and/or the **White Form eIPO** service, the **Blue Form eIPO** service or the **Pink Form eIPO** service designated website at www.eipo.com.hk (as the case may be);
- (ii) undertake to sign all documents and to do all things necessary to enable you or HKSCC Nominees (as the case may be) to be registered as the holder of the Hong Kong Offer Shares, Reserved Shares and/or Employee Reserved Shares to be allocated to you, and as required by the Articles;
- (iii) agree with the Company and each of the Shareholders, and the Company agrees with each of the Shareholders, to observe and comply with the Companies Ordinance and the Articles;
- (iv) confirm that you have read the terms and conditions and application procedures set out in this prospectus (and, in the case of an application through the **White Form eIPO** service, the **Blue Form eIPO** service or the **Pink Form eIPO** service, additionally the terms and conditions of the **White Form eIPO** service, the **Blue Form eIPO** service or the **Pink Form eIPO** service designated website at www.eipo.com.hk) and agree to be bound by them;
- (v) confirm that you have received and/or read a copy of this prospectus (and, in the case of an application through the **White Form eIPO** service, the **Blue Form eIPO** service or the **Pink Form eIPO** service, additionally the terms and conditions of the **White Form eIPO** service, the **Blue Form eIPO** service or the **Pink Form eIPO** service designated website at www.eipo.com.hk) and have only relied on the information and representations contained in this prospectus (and, in the case of an application through the **White Form eIPO** service, the **Blue Form eIPO** service or the **Pink Form eIPO** service, additionally, through the designated website at www.eipo.com.hk) in making your application and will not rely on any other information or representations save as set out in any supplement to this prospectus;
- (vi) confirm that you are aware of the restrictions on the Global Offering disclosed in this prospectus;
- (vii) agree that none of the Company, the Joint Global Coordinators, the Underwriters, their respective directors, officers, employees, partners, agents, advisers and any other parties involved in the Global Offering is or will be liable for any information and representations not contained in this prospectus (and any supplement thereto);
- (viii) undertake and confirm that you (if the application is made for your benefit) or the person(s) for whose benefit you have made the application have not applied for or taken up, or indicated an interest for, and will not apply for or take up, or indicate an interest for, any Offer Shares under the International Offering nor otherwise participated in the International Offering (except in respect of Reserved Shares applied for under the Preferential Offering);

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- (ix) agree to disclose to the Company, the Hong Kong Share Registrar, the receiving banks, the Joint Global Coordinators, the Underwriters and/or their respective advisers and agents any personal data which they may require about you and the person(s) for whose benefit you have made the application;
- (x) if the laws of any place outside Hong Kong are applicable to your application, agree and warrant that you have complied with all such laws and none of the Company, the Joint Global Coordinators and the Underwriters nor any of their respective officers or advisers will infringe any law outside Hong Kong as a result of the acceptance of your offer to purchase the Hong Kong Offer Shares, Reserved Shares and/or Employee Reserved Shares, or any action arising from your rights and obligations under the terms and conditions contained in this prospectus;
- (xi) agree (without prejudice to any other rights which you may have) that once your application has been accepted, you may not rescind it because of an innocent misrepresentation;
- (xii) (if the application is made by an agent on your behalf) warrant that you have validly and irrevocably conferred on the agent all necessary power and authority to make the application;
- (xiii) agree that your application, any acceptance of it and the resulting contract will be governed by and construed in accordance with the laws of Hong Kong;
- (xiv) represent, warrant and undertake that you understand that the Hong Kong Offer Shares, Reserved Shares and/or Employee Reserved Shares have not been and will not be registered under the US Securities Act and you and any person for whose account or benefit you are applying for the Hong Kong Offer Shares are outside the United States (as defined in Regulation S) when completing and submitting any Application Form or applying through the **White Form eIPO** service, the **Blue Form eIPO** service or the **Pink Form eIPO** service or are a person described in paragraph (h)(3) of Rule 902 of Regulation S;
- (xv) warrant the truth and accuracy of the information contained in the application;
- (xvi) undertake and agree to accept the Hong Kong Offer Shares, Reserved Shares and/or Employee Reserved Shares applied for or any lesser number allocated to you under the application;
- (xvii) authorise the Company to place your name(s) or the name of the HKSCC Nominees (as the case may be) on the register of members of the Company as the holder(s) of any Hong Kong Offer Shares, Reserved Shares and/or Employee Reserved Shares allocated to you, and the Company and/or its agents to despatch any Share certificate(s) and/or any e-Refund payment instructions and/or any refund cheque(s) to you or (in case of joint applicants) the first-named applicant in the application by ordinary post at your own risk to the address stated on the application, except that if you have applied for 1,000,000 or more Hong Kong Offer Shares, 1,000,000 or more Reserved Shares and have indicated in the relevant application that you will collect the Share certificate(s) and/or refund cheque(s) in person (except if you have applied for Employee Reserved Shares, the Share certificate(s) (if any) will be despatched by the Company to the address stated in your application or as otherwise notified by you to the Company), you may do so in the manner as described in “— *Despatch/Collection of Share Certificates and Refund Monies*” below or on such other date as notified by the Company in the newspapers as the date of despatch/collection of Share certificates/e-refund payment instructions/refund cheques;

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- (xviii) authorise the Company to enter into a contract on your behalf with each of the Directors and officers of the Company whereby each such Director and officer of the Company undertakes to observe and comply with their obligations to the Shareholders as stipulated in the Articles; and
- (xix) understand that these declarations and representations will be relied upon by the Company and the Joint Global Coordinators in deciding whether or not to allocate any Hong Kong Offer Shares, Reserved Shares and/or Employee Reserved Shares in response to this application and you may be prosecuted for making a false declaration.

(c) White Form eIPO/Pink Form eIPO/Blue Form eIPO

You may submit your application through the designated website at www.eipo.com.hk from 9:00 a.m. on Thursday, 6 June 2013 until 11:30 a.m. on Tuesday, 11 June 2013 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Tuesday, 11 June 2013 or such later time as described in “— *Effect of Bad Weather on the Opening of the Applications Lists*” below (24 hours daily, except on the last application day).

If you do not complete payment of the application monies (including any related fees) in time, the White Form eIPO Service Provider will reject your application and your application monies will be returned to you in the manner described in the designated website at www.eipo.com.hk.

(d) Electronic application instructions to HKSCC via CCASS

CCASS Clearing/Custodian Participants can input **electronic application instructions** at the following times on the following dates:

Thursday, 6 June 2013 — 9:00 a.m. to 8:30 p.m.⁽¹⁾

Friday, 7 June 2013 — 8:00 a.m. to 8:30 p.m.⁽¹⁾

Saturday, 8 June 2013 — 8:00 a.m. to 1:00 p.m.⁽¹⁾

Monday, 10 June 2013 — 8:00 a.m. to 8:30 p.m.⁽¹⁾

Tuesday, 11 June 2013 — 8:00 a.m.⁽¹⁾ to 12:00 noon

Note:

- (1) These times are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/Custodian Participants.

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Thursday, 6 June 2013 until 12:00 noon on Tuesday, 11 June 2013 (24 hours daily, except the last application day).

The latest time for inputting your **electronic application instructions** will be 12:00 noon on Tuesday, 11 June 2013, the last application day or such later time as described in “— *Effect of Bad Weather on the Opening of the Application Lists*” below.

(e) Effect of bad weather on the opening of the application lists

The application lists will not open if there is:

- a tropical cyclone warning signal number 8 or above; or
- a “black” rainstorm warning,

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in force in Hong Kong at any time between 9:00 a.m. and 12:00 noon on Tuesday, 11 June 2013. Instead, they will open between 11:45 a.m. and 12:00 noon on the next Business Day which does not have either of those warnings in Hong Kong in force at any time between 9:00 a.m. and 12:00 noon.

If the application lists do not open and close on Tuesday, 11 June 2013 or if there is a tropical cyclone warning signal number 8 or above or a “black” rainstorm warning signal in force in Hong Kong on the other dates mentioned in “*Expected Timetable*”, such dates mentioned in “*Expected Timetable*” may be affected. An announcement will be made in the event that such dates mentioned in “*Expected Timetable*” are affected.

3. HOW MANY APPLICATIONS CAN YOU MAKE

You may make more than one application for Hong Kong Offer Shares if and only if you are a nominee, in which case you may give **electronic application instructions** to HKSCC (if you are a CCASS Participant) and lodge more than one **WHITE** or **YELLOW** Application Form in your own name if each application is made on behalf of different beneficial owners. In the box on the Application Form marked “For nominees”, you must include:

- an account number; or
- some other identification code,

for each beneficial owner or, in the case of joint beneficial owners, for each such joint beneficial owner. If you do not include this information, the application will be treated as being made for your benefit.

If you are a Qualifying Hopewell Shareholder applying for Reserved Shares under the Preferential Offering either through the **Blue Form eIPO** service via www.eipo.com.hk or on a **BLUE** Application Form, you may also make one application for Hong Kong Offer Shares either on a **WHITE** or **YELLOW** Application Form or electronically through CCASS (if you are a CCASS Investor Participant or act through a CCASS Clearing or Custodian Participant) or submit an application through the designated website at www.eipo.com.hk. However, in respect of any application for Hong Kong Offer Shares using the abovementioned methods, you will not enjoy the preferential treatment accorded to you under the Preferential Offering as described in “*Structure of the Global Offering – The Preferential Offering*”. If you submit applications both through the **Blue Form eIPO** service and by using a **BLUE** Application Form, only the application submitted via **Blue Form eIPO** will be accepted and the other will be rejected.

In addition, if you are an Eligible Employee you may also make an application for Employee Reserved Shares either through the **Pink Form eIPO** service via www.eipo.com.hk or by using a **PINK** Application Form. Only one application for Employee Reserved Shares is permitted per Eligible Employee under the Employee Preferential Offering. If you submit applications both through the **Pink Form eIPO** service and by using a **PINK** Application Form, only the application submitted via **Pink Form eIPO** will be accepted and the other will be rejected.

Otherwise, multiple applications for Hong Kong Offer Shares are not allowed.

If you are an Eligible Director (or an associate of an Eligible Director), in addition to being able to apply for Employee Reserved Shares under the Employee Preferential Offering by the **Pink Form eIPO** service via www.eipo.com.hk or a **PINK** Application Form, you may **NOT**:

- apply for Hong Kong Offer Shares as members of the public in the Hong Kong Public Offering; or
- apply for or indicate an interest for International Offer Shares under the International Offering (except in respect of Reserved Shares applied for under the Preferential Offering).

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All of your applications will also be rejected as multiple applications if more than one application on a **WHITE** or **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC or through the **White Form eIPO** service at www.eipo.com.hk is made for your benefit (including the part of the application made by HKSCC Nominees acting on **electronic application instructions**) (other than any application(s) made in respect of the Preferential Offering in your capacity as a Qualifying Hopewell Shareholder and/or any application(s) made in respect of the Employee Preferential Offering in your capacity as an Eligible Employee). If an application is made by an unlisted company and:

- the principal business of that company is dealing in securities; and
- you exercise statutory control over that company,

then the application will be treated as being for your benefit.

“**Unlisted company**” means a company with no equity securities listed on the Stock Exchange.

“**Statutory control**” means you:

- control the composition of the board of directors of the company;
- control more than half of the voting power of the company; or
- hold more than half of the issued share capital of the company (not counting any part of it which carries no right to participate beyond a specified amount in a distribution of either profits or capital).

It will be a term and condition of all applications for Hong Kong Offer Shares that by completing and delivering an Application Form or applying by giving **electronic application instructions** to HKSCC or to **White Form eIPO** service, you:

- (if the application is made for your own benefit) warrant that this is the only application which has been or will be made for your benefit on a **WHITE** or **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC or through the White Form eIPO Service; or
- (if you are an agent for another person) warrant that reasonable enquiries have been made of that other person that this is the only application which has been or will be made for the benefit of that other person on a **WHITE** or **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC and that you are duly authorised to sign the Application Form or give **electronic application instructions** as that other person’s agent.

If you are suspected of submitting more than one application through the **White Form eIPO** service by giving electronic application instructions through the designated website at www.eipo.com.hk and completing payment in respect of such electronic application instructions or of submitting one application through the **White Form eIPO** service and one or more applications by any other means (other than any application(s) made in respect of the Preferential Offering in your capacity as a Qualifying Hopewell Shareholder and/or any application(s) made in respect of the Employee Preferential Offering in your capacity as an Eligible Employee), all of your applications are liable to be rejected.

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4. CIRCUMSTANCES IN WHICH YOU WILL NOT BE ALLOTTED HONG KONG OFFER SHARES, RESERVED SHARES AND EMPLOYEE RESERVED SHARES

Full details of the circumstances in which you will not be allotted Hong Kong Offer Shares, Reserved Shares and/or Employee Reserved Shares are set out in this prospectus, in the notes attached to the relevant Application Forms (whether you are making your application by an Application Form or electronically instructing HKSCC to cause HKSCC Nominees to apply on your behalf) and in the electronic application instructions on the **White Form eIPO** service, **Blue Form eIPO** service or the **Pink Form eIPO** service designated website at www.eipo.com.hk for applications made using the **White Form eIPO** service or the **Pink Form eIPO** service or the **Blue Form eIPO** service, and you should read them carefully. You should note in particular the following situations in which the Hong Kong Offer Shares, Reserved Shares and/or Employee Reserved Shares will not be allotted to you.

(i) If your application is revoked:

By completing and submitting an application or giving **electronic application instructions** to HKSCC, you agree that your application or the application made by HKSCC Nominees on your behalf cannot be revoked until after the fifth day after the time of the opening of the application lists (excluding for this purpose any day which is a Saturday, Sunday or public holiday in Hong Kong). This agreement will take effect as a collateral contract with the Company and will become binding when you lodge your application or give your **electronic application instructions** to HKSCC and an application has been made by HKSCC Nominees on your behalf accordingly. This collateral contract will be in consideration of the Company agreeing that it will not offer any Hong Kong Offer Shares to any person on or before the expiration of the fifth day after the time of the opening of the application lists (excluding for this purpose any day which is a Saturday, Sunday or public holiday in Hong Kong), except by means of one of the procedures referred to in this prospectus.

Your application or the application made by HKSCC Nominees on your behalf may only be revoked on or before the expiration of the fifth day after the time of the opening of the application lists (excluding for this purpose any day which is Saturday, Sunday or public holiday in Hong Kong) if a person responsible for this prospectus under Section 40 of the Companies Ordinance (as applied by Section 342E of the Companies Ordinance) gives a public notice under that section which excludes or limits the responsibility of that person for this prospectus.

If any supplement to this prospectus is issued, applicant(s) who have already submitted an application may or may not (depending on the information contained in the supplement) be notified that they are required to confirm their applications. If applicant(s) have been so notified but have not confirmed their applications in accordance with the procedure to be notified, all unconfirmed applications will not be valid. Subject to the above, an application once made is irrevocable and applicants shall be deemed to have applied on the basis of this prospectus as supplemented.

If your application or the application made by HKSCC Nominees on your behalf has been accepted, it cannot be revoked. For this purpose, acceptance of applications which are not rejected will be constituted by notification in the press of the results of allocation, and where such basis of allocation is subject to certain conditions or provides for allocation by ballot, such acceptance will be subject to the satisfaction of such conditions or results of the ballot respectively.

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(ii) If the Company or its agents exercise their discretion to reject your application:

The Company, the Joint Global Coordinators (on behalf of the Underwriters), the White Form eIPO Service Provider and their respective agents and nominees have full discretion to reject or accept any application, or to accept only part of any application. No reasons have to be given for any rejection or acceptance.

(iii) If the allotment of Hong Kong Offer Shares, Employee Reserved Shares and/or Reserved Shares is void:

The allotment of Hong Kong Offer Shares, Employee Reserved Shares and/or Reserved Shares to you or to HKSCC Nominees (if you give **electronic application instructions** to HKSCC or apply by a **YELLOW** Application Form) will be void if the Listing Committee of the Stock Exchange does not grant permission to list the Shares either:

- within three weeks from the closing date of the application lists; or
- within a longer period of up to six weeks if the Listing Committee of the Stock Exchange notifies the Company of that longer period within three weeks of the closing date of the application lists.

(iv) If:

- you make multiple applications or are suspected of making multiple applications as described in “— *How many applications can you make*” above;
- you or the person for whose benefit you are applying have applied for or taken up, or indicated an interest for, or have been or will be placed or allocated (including conditionally and/or provisionally) Hong Kong Offer Shares and International Offer Shares. By filling in any of the **WHITE** or **YELLOW** Application Forms or applying by **giving electronic application instructions** to HKSCC or through the designated website at **www.eipo.com.hk**, you agree not to apply for International Offer Shares in the International Offering applications (other than an application (if any) made on a **BLUE / PINK** Application Form or through the **Blue Form eIPO / Pink Form eIPO** service(s) via **www.eipo.com.hk** in your capacity as a Qualifying Hopewell Shareholder / Eligible Employee (as the case may be)). Reasonable steps will be taken to identify and reject applications in the Hong Kong Public Offering from investors who have received Offer Shares in the International Offering (except in respect of Reserved Shares applied for pursuant to the Preferential Offering), and to identify and reject indications of interest in the International Offering (except in respect of Reserved Shares applied for under the Preferential Offering) from investors who have received Hong Kong Offer Shares in the Hong Kong Public Offering (except in respect of Employee Reserved Shares applied for under the Employee Preferential Offering);
- your Application Form is not completed in accordance with the instructions as stated in the Application Form (if you apply by an Application Form);
- your **electronic application instructions** through the **White Form eIPO / Pink Form eIPO / Blue Form eIPO** service via **www.eipo.com.hk** are not completed in accordance with the instructions and the terms and conditions set out in the designated website at **www.eipo.com.hk**;
- your payment is not made correctly or you pay by cheque or banker’s cashier order and the cheque or banker’s cashier order is dishonoured upon its first presentation;

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- the Underwriting Agreements do not become unconditional;
- the Underwriting Agreements are terminated in accordance with their respective terms;
- the Company or the Joint Global Coordinators believe that by accepting your application, it or they would violate the applicable securities or other laws, rules or regulations of the jurisdiction in which your application is received or your address is located; or
- your application is for more than 23,800,000 Hong Kong Offer Shares (being 50% of the Hong Kong Offer Shares initially available for subscription under the Hong Kong Public Offering after deducting the 3,400,000 Hong Kong Offer Shares initially available for subscription by Eligible Employees under Employee Preferential Offering).

You should also note that you may apply for Hong Kong Offer Shares under the Hong Kong Public Offering or indicate an interest for International Offer Shares under the International Offering, but may not do both (except in respect of Reserved Shares applied under the Preferential Offering).

B. APPLICATIONS FOR RESERVED SHARES

1. WHO CAN APPLY FOR RESERVED SHARES

Only Hopewell Shareholders whose names appeared on the register of members of Hopewell at 4:30 p.m. on the Record Date, and who are Qualifying Hopewell Shareholders are entitled to subscribe for the Reserved Shares under the Preferential Offering.

Non-Qualifying Hopewell Shareholders are those Hopewell Shareholders with registered addresses in, or who are otherwise known by Hopewell to be residents of, jurisdictions outside Hong Kong on the Record Date and in respect of whom the Hopewell directors and the Company, based on enquiries made by the Hopewell directors, consider it necessary or expedient to exclude them from the Preferential Offering on account either of the legal restrictions under the laws of the relevant jurisdiction in which the relevant Hopewell Shareholder is located or the requirements of the relevant regulatory body or stock exchange in that jurisdiction.

The directors of Hopewell and the Company have made enquiries regarding the legal restrictions under the applicable securities legislation of the Specified Territories and the requirements of the relevant regulatory bodies or stock exchanges with respect to the offer of the Reserved Shares to the Hopewell Shareholders in the Specified Territories. Having considered the circumstances, the Hopewell directors and the Company have formed the view that, other than certain limited exceptions as described below, it is necessary or expedient to restrict the ability of Hopewell Shareholders in the Specified Territories to take up their Assured Entitlement to the Reserved Shares under the Preferential Offering due to the time and costs involved in the registration or filing of this prospectus and/or compliance with relevant local legal or regulatory requirements in those territories.

Accordingly, for the purposes of the Preferential Offering, the Non-Qualifying Hopewell Shareholders are:

- (i) Hopewell Shareholders whose names appeared in the register of members of Hopewell at 4:30 p.m. on the Record Date and whose addresses as shown in such register are in any of the Specified Territories; and
- (ii) Hopewell Shareholders or Beneficial Hopewell Shareholders at 4:30 p.m. on the Record Date who are otherwise known by Hopewell to be resident in any of the Specified Territories.

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With respect to the Specified Territories, Hopewell will send a letter to CCASS Participants (other than CCASS Investor Participants) notifying them that in light of applicable laws and regulations of the Specified Territories, to the extent they hold any Hopewell Shares on behalf of the Non-Qualifying Hopewell Shareholders, they are excluded from participating in the Preferential Offering.

Qualifying Hopewell Shareholders are entitled to apply on the basis of an Assured Entitlement of one Reserved Share for every integral multiple of 25 Hopewell Shares held by them as at 4:30 p.m. on the Record Date. Any Qualifying Hopewell Shareholder holding less than 25 Hopewell Shares as at 4:30 p.m. on the Record Date will not be entitled to apply for the Reserved Shares.

If the applicant is a firm, the application must be in the names of the individual members, not in the name of the firm. If the applicant is a body corporate, the **BLUE** Application Form must be signed by a duly authorised officer, who must state his or her representative capacity.

If an application is made by a person duly authorised under a valid power of attorney, the Company and the Joint Global Coordinators, as the Company's agents, may accept it at their discretion, and subject to any conditions they think fit, including production of evidence of the authority of the attorney. The Company and the Joint Global Coordinators, as the Company's agents, will have full discretion to reject or accept any application, in full or in part, without giving any reason.

2. CHANNEL FOR APPLYING FOR THE RESERVED SHARES

An application for Reserved Shares under the Preferential Offering may only be made by Qualifying Hopewell Shareholders either through the **Blue Form eIPO** service via www.eipo.com.hk or using **BLUE** Application Forms which have been despatched to Qualifying Hopewell Shareholders. In addition, Qualifying Hopewell Shareholders will receive a copy of this prospectus in the manner in which they have elected to receive corporate communications under Hopewell's corporate communications policy.

If a Qualifying Hopewell Shareholder has elected to receive corporate communications from Hopewell in printed form, a printed copy of this prospectus in the elected language version(s) and the **BLUE** Application Form will be despatched to such Qualifying Hopewell Shareholder.

If a Qualifying Hopewell Shareholder has (a) elected to receive an electronic version of corporate communications or (b) not made any election, such Qualifying Hopewell Shareholder will be deemed to have consented to receiving the electronic form of corporate communications from Hopewell, and an electronic version of this prospectus (which is identical to the printed prospectus) can be accessed and downloaded from the websites of the Company and the Stock Exchange at www.hopewellhkproperties.com and www.hkexnews.hk under the section headed "*HKEnews > Listed Company Information > Latest Listed Company Information*", respectively.

A Qualifying Hopewell Shareholder who has elected to receive or is deemed to have consented to receiving the electronic form of this prospectus may at any time request for a printed copy of this prospectus by sending a request in writing to the Hong Kong Share Registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong or by email to hopewellholdings@computershare.com.hk. The Hong Kong Share Registrar will promptly upon request send by ordinary post a printed copy of this prospectus to such Qualifying Hopewell Shareholder, free of charge, although such Qualifying Hopewell Shareholder may not receive such printed copy of this prospectus before the close of the Hong Kong Public Offering.

Qualifying Hopewell Shareholders may also obtain a printed copy of this prospectus during normal business hours from any of the designated branches of the receiving banks and the designated offices of each of the Joint Global Coordinators as set out in "*How to Apply for Hong Kong Offer Shares, Reserved Shares and Employee Reserved Shares*".

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Where a Qualifying Hopewell Shareholder applies for a number of Reserved Shares which is greater than the Qualifying Hopewell Shareholder's Assured Entitlement under the Preferential Offering, the relevant Assured Entitlement will be satisfied in full (subject to terms and conditions mentioned above) but the excess portion of such application will only be met to the extent that there are sufficient Available Reserved Shares resulting from other Qualifying Hopewell Shareholders declining to take up some or all of their Assured Entitlement by way of allocation by the Joint Global Coordinators on a fair and reasonable basis. Such allocation basis is consistent with the allocation basis commonly used in the case of over subscriptions in public offerings in Hong Kong, where a higher allocation percentage will be applied in respect of smaller applications of excess Reserved Shares, and thereafter at the discretion of the Joint Global Coordinators, to other investors in the International Offering.

Qualifying Hopewell Shareholders who intend to apply for more than their Assured Entitlement should either apply for a number of Shares which is one of the numbers set out in the table of numbers and payments in the **BLUE** Application Form, otherwise the applicant must calculate the correct amount of remittance payable on application for the number of Reserved Shares applied for by using the special formula set out in the **BLUE** Application Form.

To the extent that excess applications for the Reserved Shares are:

- (i) less than the Available Reserved Shares, the Available Reserved Shares will first be allocated to satisfy such excess applications for the Reserved Shares in full and thereafter will be allocated, at the discretion of the Joint Global Coordinators, to the International Offering;
- (ii) equal to the Available Reserved Shares, the Available Reserved Shares will be allocated to satisfy such excess applications for the Reserved Shares in full; or
- (iii) more than the Available Reserved Shares, the Available Reserved Shares will be allocated on a fair and reasonable basis, which is consistent with the allocation basis commonly used in the case of over-subscriptions in public offerings in Hong Kong, where a higher allocation percentage will be applied in respect of smaller applications of excess Reserved Shares. If there is an odd lot number of Shares left after satisfying the excess applications, such number of odd lot Shares will be re-allocated, at the discretion of the Joint Global Coordinators, to the International Offering.

Save for the above, the Preferential Offering will not be subject to the clawback arrangement between the International Offering and the Hong Kong Public Offering.

Qualifying Hopewell Shareholders who have applied for Reserved Shares under the Preferential Offering either through the **Blue Form eIPO** service via www.eipo.com.hk or on a **BLUE** Application Form, may also make one application either on a **WHITE** or **YELLOW** Application Form, or by giving **electronic application instructions** to HKSCC via CCASS (if you are a CCASS Investor Participant or act through a CCASS Clearing or Custodian Participant) or through the **White Form eIPO** service for the Hong Kong Offer Shares in the Hong Kong Public Offering. However, Qualifying Hopewell Shareholders will receive no preference as to entitlement or allocation in respect of applications for Hong Kong Offer Shares made on **WHITE** or **YELLOW** Application Forms or by giving **electronic application instructions** to HKSCC or through the **WHITE Form eIPO** service under the Hong Kong Public Offering.

3. DESPATCH OF THE PROSPECTUS AND THE BLUE APPLICATION FORMS

The **BLUE** Application Form has been despatched, if you are a Qualifying Hopewell Shareholder with an Assured Entitlement, to your address recorded on the register of members of Hopewell at 4:30 p.m. on the Record Date. In addition, Qualifying Hopewell Shareholders will receive a printed

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copy of this prospectus if a Qualifying Hopewell Shareholder has elected to receive corporate communications from Hopewell in a printed form. An electronic copy of this prospectus (which is identical to the printed prospectus) can be accessed and downloaded from the websites of the Company at www.hopewellhkproperties.com and the Stock Exchange at www.hkexnews.hk.

Persons who held their Hopewell Shares in CCASS indirectly through a broker/custodian, and wish to participate in the Preferential Offering, should instruct their broker or custodian to apply for the Reserved Shares on their behalf by no later than the deadline set by HKSCC or HKSCC Nominees. In order to meet the deadline set by HKSCC, such persons should check with their broker/custodian for the timing on the processing of their instructions, and submit their instructions to their broker/custodian as required by them. Persons who held their Hopewell Shares in CCASS directly as a CCASS Investor Participant, and wish to participate in the Preferential Offering, should give their instructions to HKSCC via the CCASS Phone System or CCASS Internet System no later than the deadline set by HKSCC or HKSCC Nominees.

Qualifying Hopewell Shareholders who require a replacement **BLUE** Application Form should contact Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong or on its hotline at +852 2862 8555.

4. APPLYING THROUGH THE BLUE FORM eIPO SERVICE

If you apply for Reserved Shares online through the **Blue Form eIPO** service:

- (a) detailed instructions for application through the **Blue Form eIPO** service are set out on the designated website at www.eipo.com.hk. You should read these instructions carefully. If you do not follow the instructions, your application may be rejected by the White Form eIPO Service Provider and may not be submitted to the Company;
- (b) you must also be willing to provide a valid e-mail address; and
- (c) once payment is completed via electronic application instructions given by you or for your benefit, an actual application is deemed to have been made. If you submit applications both via the **Blue Form eIPO** service and by using a **BLUE** Application Form, only the application submitted via the **Blue Form eIPO** service will be accepted and the other will be rejected.

5. APPLYING BY USING BLUE APPLICATION FORM

- (a) Complete the **BLUE** Application Form in English in ink, and sign it. There are detailed instructions on the **BLUE** Application Form. You should read these instructions carefully. If you do not follow the instructions, your application may be rejected and returned by ordinary post together with the accompanying cheque or banker's cashier order to you (or the first-named applicant in the case of joint applicants) at your own risk at the address stated in the **BLUE** Application Form.
- (b) The **BLUE** Application Form must be accompanied by payment, in the form of either one cheque or one banker's cashier order. You should read the detailed instructions set out on the Application Form carefully, as an application is liable to be rejected if the cheque or banker's cashier order does not meet the requirements set out on the Application Form.
- (c) Lodge the **BLUE** Application Form(s) in one of the collection boxes by the time and at one of the locations as described in "*— Applications for Reserved Shares — When may applications be made*" below.

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(d) You may choose one of the four options on the **BLUE** Application Form when applying for Reserved Shares.

- **Option 1 – Apply for a number of Reserved Shares that is equal to your Assured Entitlement:**

You need to complete and sign the **BLUE** Application Form and submit one cheque (or banker's cashier order) for the exact amount of remittance printed in Box B on the **BLUE** Application Form.

- **Option 2 – Apply for a number of Reserved Shares within your Assured Entitlement and excess Reserved Shares:**

You should (i) write the number of Reserved Shares applied for under your Assured Entitlement and the amount payable (as set out in table in the **BLUE** Application Form) in Box C (ii) write the number of excess Reserved Shares applied for and the amount payable (as set out in the table in the **BLUE** Application Form) in Box D; (iii) add the number of Reserved Shares applied for under your Assured Entitlement and the excess Reserved Shares, together with the corresponding total amount payable (being the sum of the amount written in Box C and Box D) and write the total in Box E; and (iv) submit the total application monies in one cheque (or banker's cashier order).

If the number of Reserved Shares that you apply for under your Assured Entitlement is less than your Assured Entitlement, you should apply for a number which is one of the numbers set out in the table in the **BLUE** Application Form, otherwise you must calculate the correct amount of remittance payable on application for the number of Reserved Shares applied for by using the special formula in the **BLUE** Application Form.

The number of excess Reserved Shares that you intend to apply for should be one of the numbers set out in the table in the **BLUE** Application Form. If the number of excess Reserved Shares applied for is not one of the numbers set out in the table in the **BLUE** Application Form, such excess application will be rejected if the amount on the cheque/banker's cashier order does not match with the amount payable calculated by using the special formula set out in the **BLUE** Application Form.

- **Option 3 – Apply for excess Reserved Shares only:**

You should (i) write the number of excess Reserved Shares applied for and the amount payable (as set out in the table in the **BLUE** Application Form) in Box F, and (ii) submit one cheque (or banker's cashier order) for the same amount that you have written in Box F on the **BLUE** Application Form.

The number of excess Reserved Shares that you intend to apply for should be one of the numbers set out in the table in the **BLUE** Application Form. If the number of excess Reserved Shares applied for is not one of the numbers set out in the table in the **BLUE** Application Form, the excess application will be rejected if the amount on the cheque/banker's cashier order does not match with the amount payable calculated by using the special formula set out in the **BLUE** Application Form.

- **Option 4 – Apply for a number of Reserved Shares that is less than your Assured Entitlement:**

You should (i) write the number of Reserved Shares applied for and the amount payable (as set out in the table in the **BLUE** Application Form) in Box G, and (ii) submit one

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cheque (or banker's cashier order) for the same amount that you have written in Box G on the **BLUE** Application Form.

If your application is made for a number of Reserved Shares that is less than your Assured Entitlement as a Qualifying Hopewell Shareholder, you should either apply for a number which is one of the numbers set out in the table in the **BLUE** Application Form, otherwise you must calculate the correct amount of remittance payable on application for the number of Reserved Shares applied for by using the special formula set out in the **BLUE** Application Form.

- (e) The **BLUE** Application Form will be rejected by the Company if:
- the **BLUE** Application Form is not completed in accordance with the instructions as stated in the Application Form;
 - the **BLUE** Application Form has not been duly signed (only written signatures are acceptable) (or in the case of a joint application, not all applicants have signed);
 - in respect of applicants who are corporate entities, the **BLUE** Application Form has not been duly signed (only written signature is acceptable) by an authorised officer or affixed with a company chop;
 - the cheque/banker's cashier order/**BLUE** Application Form is defective;
 - the **BLUE** Application Form is not accompanied with a cheque/banker's cashier order or is accompanied by more than one cheque/banker's cashier order;
 - the account name on cheque/banker's cashier order is not pre-printed or certified by the issuing bank;
 - the cheque/banker's cashier order is not drawn on a Hong Kong dollar bank account in Hong Kong;
 - the name of the payee indicated on the cheque/banker's cashier order is not "Bank of China (Hong Kong) Nominees Limited — Hopewell Preferential Offer";
 - the cheque has not be crossed "Account payee only";
 - the cheque was post-dated;
 - the applicant's payment is not made correctly or the applicant paid by cheque or banker's cashier order and the cheque or banker's cashier order is dishonoured on its first presentation;
 - the applicant's name / the first applicant's name on the joint application is not the same as the name pre-printed or certified / endorsed by the drawee bank on the cheque/ banker's cashier order;
 - alteration(s) to the application details on the Application Form has not been authorised by the signature(s) of the applicant(s);
 - the application is completed by pencil;
 - the applicant does not fill in all the boxes in the option he/she/it chooses;

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- the applicant chooses more than one option;
 - the Company believes that by accepting the application, the Company would violate the applicable securities or other laws, rules or regulations of the jurisdiction where the application is received or where the applicant's address is located; or
 - the Company and the Joint Global Coordinators, and their respective agents or nominees, exercise their discretion to reject or accept any application, or to accept only part of any application. No reasons have to be given for any rejection or acceptance.
- (f) If you are applying for a number of Reserved Shares which is equal to your Assured Entitlement (**Option 1**):
- your application will be rejected by the Company if the amount on your cheque/banker's cashier order does not match with the amount payable in Box B set out in the **BLUE** Application Form.
- (g) If you are applying for a number of Reserved Shares within your Assured Entitlement and excess Reserved Shares (**Option 2**):
- Your application will be rejected if the amount on the cheque/banker's cashier order does not match and is less than the amount payable in relation to your Assured Entitlement applied for in your **BLUE** Application Form.
 - Your application for your Assured Entitlement will be accepted in full but your application for Excess Reserved Shares will be rejected if the amount on the cheque/banker's cashier order does not match and is more than the amount payable in relation to your Assured Entitlement applied for but is less than the total amount payable in relation to both your Assured Entitlement applied for and the excess Reserved Shares applied for in your **BLUE** Application Form.
 - Your application will be accepted in full if the amount on the cheque/banker's cashier order does not match and is more than the total amount payable in relation to both your Assured Entitlement applied for and the excess Reserved Share applied for in your **BLUE** Application Form.
- (h) If you are applying for excess Reserved Shares only (**Option 3**):
- You should apply for one of the numbers set out in the payment table in the **BLUE** Application Form. When the number of Reserved Shares applied is one of the numbers set out in the table in the **BLUE** Application Form, your application will be rejected by the Company if the amount on your cheque/banker's cashier order does not match with the corresponding amount payable set out in the table in the **BLUE** Application Form.
 - When the numbers of Reserved Shares applied is **not** one of the numbers set out in the table in the **BLUE** Application Form, your application will be rejected by the Company if the amount on your cheque/banker's cashier order does not match with the amount payable calculated by using the formula set out in the **BLUE** Application Form.
- (i) If you are applying for a number of Reserved Shares which is less than your Assured Entitlement (**Option 4**):
- You should apply for one of the numbers set out in the table in the **BLUE** Application Form. When the number of Reserved Shares applied is one of the numbers set out in the

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table in the **BLUE** Application Form, your application will be rejected by the Company if the amount on your cheque/banker's cashier order does not match with the corresponding amount payable set out in the payment table in the **BLUE** Application Form.

- When the number of Reserved Shares applied is **not** one of the numbers set out in the table in the **BLUE** Application Form, your application will be rejected by the Company if the amount on your cheque/banker's cashier order does not match with the amount payable calculated by using the formula set out in the **BLUE** Application Form.

Instead of using the **BLUE** Application Form, you may apply for Reserved Shares through the **Blue Form eIPO** service at www.eipo.com.hk.

6. WHEN MAY APPLICATIONS BE MADE

Application through the Blue Form eIPO service

You may submit your application via the **Blue Form eIPO** service through the designated website at www.eipo.com.hk from 9:00 a.m. on Thursday, 6 June 2013 until 11:30 a.m. on Tuesday, 11 June 2013 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Tuesday, 11 June 2013 or, if the application lists are not open on that day, then by the time and date stated in “— Applications for Reserved Shares — When may applications be made — Effect of bad weather on the opening of the application lists” below.

If you do not complete payment of the application monies (including any related fees) in time, the White Form eIPO Service Provider will reject your application and your application monies will be returned to you in the manner described in the designated website at www.eipo.com.hk.

Applications on BLUE Application Forms

Your completed **BLUE** Application Form, together with a cheque/banker's cashier order attached and marked payable to “Bank of China (Hong Kong) Nominees Limited — Hopewell Preferential Offer”, should be deposited in the special collection boxes provided at any of the branches of the receiving banks listed in “— Applications for Hong Kong Offer Shares — When may applications be made — Applications on WHITE and YELLOW Forms” or at Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong at the specified times on the following dates:

Thursday, 6 June 2013 — 9:00 a.m. to 5:00 p.m.

Friday, 7 June 2013 — 9:00 a.m. to 5:00 p.m.

Saturday, 8 June 2013 — 9:00 a.m. to 1:00 p.m.

Monday, 10 June 2013 — 9:00 a.m. to 5:00 p.m.

Tuesday, 11 June 2013 — 9:00 a.m. to 12:00 noon

Completed **BLUE** Application Forms, together with payment attached, must be lodged by 12:00 noon on Tuesday, 11 June 2013 or, if the application lists are not open on that day, then by the time and date stated in “— Applications for Reserved Shares — When may applications be made — Effect of bad weather on the opening of the application lists” below.

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If you submit applications both through the **Blue Form eIPO** service and by **Blue** Application Form, only the application submitted via the **Blue Form eIPO** service will be accepted and the other will be rejected.

Application lists

The application lists will be open from 11:45 a.m. to 12:00 noon on Tuesday, 11 June 2013, except as provided in “— *Applications for Reserved Shares — When may applications be made — Effect of bad weather on the opening of the application lists*” below.

No proceedings will be taken on applications for Reserved Shares and no allotment of any such Reserved Shares will be made until after the closing of the application lists.

Effect of bad weather on the opening of the application lists

The application lists will not open if there is:

- a tropical cyclone warning signal number 8 or above; or
- a “black” rainstorm warning,

in force in Hong Kong at any time between 9:00 a.m. and 12:00 noon on Tuesday, 11 June 2013. Instead, they will open between 11:45 a.m. and 12:00 noon on the next Business Day which does not have either of those warnings in Hong Kong in force at any time between 9:00 a.m. and 12:00 noon.

If the application lists do not open and close on Tuesday, 11 June 2013 or if there is a tropical cyclone warning signal number 8 or above or a “black” rainstorm warning signal in force in Hong Kong on the other dates mentioned in “*Expected Timetable*”, such dates mentioned in “*Expected Timetable*” may be affected. An announcement will be made in the event that such dates mentioned in “*Expected Timetable*” are affected.

How many applications may be made

You should refer to “— *Applications for Hong Kong Offer Shares — How many applications may you make*” above for the situations where you may make an application for Hong Kong Offer Shares under the Hong Kong Public Offering in addition to application(s) for Reserved Shares under the Preferential Offering.

C. APPLICATIONS FOR EMPLOYEE RESERVED SHARES

1. WHO CAN APPLY FOR EMPLOYEE RESERVED SHARES

For more information on who can apply for Employee Reserved Shares under the Employee Preferential Offering, please refer to “*Structure of the Global Offering*”.

2. CHANNEL FOR APPLYING FOR THE EMPLOYEE RESERVED SHARES

An application for Employee Reserved Shares under the Employee Preferential Offering may only be made by Eligible Employees either through the **Pink Form eIPO** service via www.eipo.com.hk or using **PINK** Application Forms which have been despatched to Eligible Employees.

Eligible Employees applying for five board lots of Shares or less will be allocated in full. Eligible Employees applying for the number of Shares exceeding five board lots of Shares will be subject to an allocation basis that is based on the level of valid applications received. The allocation basis will be

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determined by the Hong Kong Share Registrar, Computershare Hong Kong Investor Services Limited, based on the level of valid applications received under the Employee Preferential Offering and the number of Employee Reserved Shares validly applied for within each application tier. The allocation basis will be consistent with the allocation basis commonly used in the case of oversubscriptions in public offerings in Hong Kong, where a higher allocation percentage will be applied in respect of smaller applications.

Save for the above, the Employee Preferential Offering will not be subject to the clawback arrangement between the International Offering and the Hong Kong Public Offering.

Any application not accompanied by the correct amount of application monies will be treated as invalid in its entirety and no Employee Reserved Shares will be allotted to such applicant.

3. DESPATCH OF THE PINK APPLICATION FORMS

The **PINK** Application Form has been despatched to you if you are an Eligible Employee. An electronic copy of this prospectus can be accessed and downloaded from the websites of the Company at www.hopewellhkproperties.com and the Stock Exchange at www.hkexnews.hk. Eligible Employees who require a replacement **PINK** Application Form should contact Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong or on its hotline 2862 8555. Additional printed copies of the prospectus can be collected from the Company's office at Room 63-01, 63rd Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong.

4. APPLYING THROUGH THE PINK FORM eIPO SERVICE

- (a) Detailed instructions for application through the **Pink Form eIPO** service are set out on the designated website at www.eipo.com.hk. You should read these instructions carefully. If you do not follow the instructions, your application may be rejected by the White Form eIPO Service Provider and may not be submitted to the Company.
- (b) If you apply for Employee Reserved Shares online through the **Pink Form eIPO** service, you must also be willing to provide a valid e-mail address.
- (c) If you apply by means of the **Pink Form eIPO** service, once you complete payment in respect of any electronic application instruction given by you or for your benefit to make an application for Hong Kong Offer Shares, an actual application shall be deemed to have been made. If you submit applications both via **Pink Form eIPO** service and by **PINK** Application Form, only the application submitted via **Pink Form eIPO** service will be accepted and the other will be rejected.

5. APPLYING BY USING PINK APPLICATION FORM

- (a) Complete the **PINK** Application Form in English in ink, and sign it. There are detailed instructions on the **PINK** Application Form. You should read these instructions carefully. If you do not follow the instructions, your application may be rejected and returned by ordinary post together with the accompanying cheque or banker's cashier order to you at your own risk at the address stated in the **PINK** Application Form, or as otherwise notified by you to the Company.
- (b) The **PINK** Application Form must be accompanied by payment, in the form of either one cheque or one banker's cashier order. You should read the detailed instructions set out on the Application Form carefully, as an application is liable to be rejected if the cheque or banker's cashier order does not meet the requirements set out on the Application Form.

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- (c) Return the **PINK** Application Form with the attached payment to the company secretary at the Company's headquarters by 12:00 noon on Tuesday, 11 June 2013.

Instead of using the **PINK** Application Form, you may apply for Employee Reserved Shares through the **Pink Form eIPO** service at www.eipo.com.hk.

6. WHEN MAY APPLICATIONS BE MADE

Application through the Pink Form eIPO service

You may submit your application via the **Pink Form eIPO** service through the designated website at www.eipo.com.hk from 9:00 a.m. on Thursday, 6 June 2013 until 11:30 a.m. on Tuesday, 11 June 2013 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Tuesday, 11 June 2013 or, if the application lists are not open on that day, then by the time and date stated in “— Applications for Employee Reserved Shares — When may applications be made — Effect of bad weather on the opening of the application lists” below.

If you do not complete payment of the application monies (including any related fees) in time, the **White Form eIPO** Service Provider will reject your application and your application monies will be returned to you in the manner described in the designated website [at www.eipo.com.hk](http://www.eipo.com.hk).

Applications on PINK Application Forms

Your completed **PINK** Application Form, together with a cheque/banker's cashier order attached and marked payable to “Bank of China (Hong Kong) Nominees Limited — Hopewell Public Offer”, should be returned to the company secretary at the Company's headquarters by 12:00 noon on Tuesday, 11 June 2013 or, if the application lists are not open on that day, then by the time and date stated in “— Applications for Employee Reserved Shares — When may applications be made — Effect of bad weather on the opening of the application lists” below.

If you submit applications both through the **Pink Form eIPO** service and by **PINK** Application Form, only the application submitted via the **Pink Form eIPO** service will be accepted and the other will be reject. You may not apply on behalf of other person(s) as a nominee.

Application lists

The application lists will be open from 11:45 a.m. to 12:00 noon on Tuesday, 11 June 2013, except as provided in “— Applications for Employee Reserved Shares — When may applications be made — Effect of bad weather on the opening of the application lists” below.

No proceedings will be taken on applications for Employee Reserved Shares and no allotment of any such Employee Reserved Shares will be made until after the closing of the application lists.

Effect of bad weather on the opening of the application lists

The application lists will not open if there is:

- a tropical cyclone warning signal number 8 or above; or
- a “black” rainstorm warning,

in force in Hong Kong at any time between 9:00 a.m. and 12:00 noon on Tuesday, 11 June 2013. Instead, they will open between 11:45 a.m. and 12:00 noon on the next Business Day which does not have either of those warnings in Hong Kong in force at any time between 9:00 a.m. and 12:00 noon.

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If the application lists do not open and close on Tuesday, 11 June 2013 or if there is a tropical cyclone warning signal number 8 or above or a “black” rainstorm warning signal in force in Hong Kong on the other dates mentioned in “*Expected Timetable*”, such dates mentioned in “*Expected Timetable*” may be affected. An announcement will be made in the event that such dates mentioned in “*Expected Timetable*” are affected.

How many applications may be made

You should refer to “— *Applications for Hong Kong Offer Shares — How many applications may you make*” above for the situations where you may make an application for Hong Kong Offer Shares under the Hong Kong Public Offering in addition to application(s) for Employee Reserved Shares under the Employee Preferential Offering.

D. HOW MUCH ARE THE HONG KONG OFFER SHARES, RESERVED SHARES AND EMPLOYEE RESERVED SHARES

The maximum Offer Price is HK\$17.80 per Share. You must also pay brokerage of 1.0%, SFC transaction levy of 0.003% and the Stock Exchange trading fee of 0.005%. This means that for one board lot of 200 Shares, you will pay HK\$3,595.89. The Application Forms have tables showing the exact amount payable for the number of Shares that may be applied for.

You must pay the maximum Offer Price, brokerage, SFC transaction levy and the Stock Exchange trading fee in full upon application for the Hong Kong Offer Shares, Reserved Shares or Employee Reserved Shares by a cheque or a banker’s cashier order in accordance with the terms set out in the Application Forms (if you apply by an Application Form) or this prospectus.

If your application is successful, brokerage is paid to participants of the Stock Exchange, and the SFC transaction levy and the Stock Exchange trading fee are paid to the Stock Exchange (in the case of the SFC transaction levy, collected by the Stock Exchange on behalf of the SFC).

For further details on the Offer Price, see “*Structure of the Global Offering — Pricing and Allocation*”.

E. PUBLICATION OF RESULTS

The Company expects to announce the final Offer Price, the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering, the Employee Preferential Offering and the Preferential Offering and the basis of allocation of the Hong Kong Offer Shares, Reserved Shares and Employee Reserved Shares on Tuesday, 18 June 2013 in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) and on the Company’s website at www.hopewellhkproperties.com and the Stock Exchange’s website at www.hkexnews.hk.

The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Hong Kong Public Offering, Employee Preferential Offering and Preferential Offering will be available at the times and date and in the manner specified below:

- results of allocations for the Hong Kong Public Offering, the Employee Preferential Offering and the Preferential Offering can be found in the Company’s announcement to be posted on the Company’s website at www.hopewellhkproperties.com and the Stock Exchange’s website at www.hkexnews.hk by no later than 9:00 a.m. on Tuesday, 18 June 2013;
- results of allocations for the Hong Kong Public Offering, Preferential Offering and Employee Preferential Offering will be available from the designated results of allocations website at

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www.iporesults.com.hk on a 24-hour basis from 8:00 a.m. on Tuesday, 18 June 2013 to 12:00 midnight on Monday, 24 June 2013. Search by ID function will be available on the results of allocations website at www.iporesults.com.hk or via a hyperlink from the Company's website at www.hopewellhkproperties.com to the results of allocations website at www.iporesults.com.hk. The user will be required to key in the Hong Kong identity card/passport/Hong Kong business registration number provided in his/her/its application to search for his/her/its own allocation result;

- results of allocations will be available from the Hong Kong Public Offering, Preferential Offering and Employee Preferential Offering allocation results telephone enquiry line. Applicants may find out whether or not their applications have been successful and the number of Offer Shares allocated to them, if any, by calling 2862 8669 between 9:00 a.m. and 10:00 p.m. from Tuesday, 18 June 2013 to Friday, 21 June 2013; and
- special allocation results booklets setting out the results of allocations will be available for inspection during opening hours of individual branches and sub-branches from Tuesday, 18 June 2013 to Thursday, 20 June 2013 at all the receiving bank branches and sub-branches at the addresses set out in “— Applying by Using an Application Form — Where to collect the Application Forms” above.

The Company may accept your offer to purchase (if your application is received, valid, processed and not rejected) by announcing the basis of allocations and/or making available the results of allocations publicly.

If the Company accepts your offer to purchase (in whole or in part), there will be a binding contract under which you will be required to purchase the Hong Kong Offer Shares, Employee Reserved Shares or Reserved Shares in respect of which your offer has been accepted if the conditions of the Global Offering are satisfied or the Global Offering is not otherwise terminated. Further details are set out in “Structure of the Global Offering”.

You will not be entitled to exercise any remedy of rescission for innocent misrepresentation at any time after acceptance of your application. This does not affect any other right you may have.

F. DESPATCH/COLLECTION OF SHARE CERTIFICATES AND REFUND MONIES

You will receive one Share certificate for all the Shares issued to you under the Hong Kong Public Offering (except pursuant to applications made on **YELLOW** Application Forms or by **electronic application instructions** to HKSCC via CCASS where the Share certificates will be deposited into CCASS as described below) and one Share certificate for all of the Reserved Shares and/or one Share certificate for all of the Employee Reserved Shares sold to you under Preferential Offering or the Employee Preferential Offering (as the case may be).

No temporary documents of title will be issued in respect of the Shares. No receipts will be issued for sums paid on application.

If you apply by **WHITE, YELLOW, BLUE** or **PINK** Application Form(s), subject as mentioned below, in due course, the following will be sent to you (or, in the case of joint applicants, to the first-named applicant) by ordinary post, at your own risk, to the address specified in the Application Form (or, in the case of an application on a **PINK** Application Form as otherwise notified by you to the Company):

- (i) (a) Share certificate(s) for all the Offer Shares, Reserved Shares and/or Employee Reserved Shares applied for, if the application is wholly successful or (b) Share certificate(s) for the number of Hong Kong Offer Shares, Reserved Shares and/or Employee Reserved Shares

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successfully applied for, if the application is partially successful (for wholly successful and partially successful applications on **YELLOW** Application Forms, Share certificates for the Hong Kong Offer Shares successfully applied for will be deposited into CCASS as described below); and

- (ii) refund cheque(s) crossed “Account Payee Only” in favour of the applicant (or, in the case of joint applicants, the first-named applicant) for (a) the surplus application monies for the Hong Kong Offer Shares, Reserved Shares and/or Employee Reserved Shares unsuccessfully applied for, if the application is partially unsuccessful or (b) all the application monies, if the application is wholly unsuccessful and/or (c) the difference between the final Offer Price and the maximum Offer Price per Hong Kong Offer Share, Reserved Share or Employee Reserved Share paid on application if the final Offer Price is less than the maximum Offer Price per Offer Share or Reserved Share initially paid on application, in each case including brokerage of 1.0%, SFC transaction levy of 0.003% and the Stock Exchange trading fee of 0.005%, attributable to such refund/surplus monies but without interest. Part of your Hong Kong identity card number/passport number, or, if you are joint applicants, part of the Hong Kong identity card number/passport number of the first-named applicant, provided by you may be printed on your refund cheque, if any. Such data may also be transferred to a third party for refund purpose. Your banker may require verification of your Hong Kong identity card number/passport number before encashment of your refund cheque. Inaccurate completion of your Hong Kong identity card number/passport number may lead to delay in encashment of, or may invalidate, your refund cheque.

Subject to personal collection as mentioned below, refund cheques for surplus application monies (if any) in respect of wholly and partially unsuccessful applications and the difference between the final Offer Price and the maximum Offer Price per Hong Kong Offer Share, Reserved Share and/or Employee Reserved Share initially paid on application (if any) under **WHITE, YELLOW, BLUE** or **PINK** Application Forms and Share certificates for wholly and partially successful applicants under **WHITE, BLUE** or **PINK** Application Forms or the **White Form eIPO** service, the **Blue Form eIPO** service or the **Pink Form eIPO** service are expected to be posted on or before Tuesday, 18 June 2013. The right is reserved to retain any Share certificate(s) and any surplus application pending clearance of cheque(s) or banker’s cashier’s order(s).

Share certificates will only become valid at 8:00 a.m. on Wednesday, 19 June 2013 provided that (i) the Global Offering has become unconditional in all respects; and (ii) the right of termination described in “*Underwriting*” has not been exercised. Investors who trade Shares on the basis of publicly available allocation details or prior to the receipt of the Share certificates or prior to the Share certificates becoming valid do so entirely at their own risk.

1. IF YOU APPLY USING A WHITE OR BLUE APPLICATION FORM

If you apply for:

- (a) 1,000,000 or more Offer Shares and have indicated on your **WHITE** Application Form; and/or
- (b) 1,000,000 or more Reserved Shares and have indicated on your **BLUE** Application Form.

that you will collect your refund cheque(s) and/or Share certificate(s) (where applicable) in relation to your application in person and have provided all information required by your Application Form, you may collect the relevant refund cheque(s) and/or Share certificate(s) (where applicable) from the Hong Kong Share Registrar at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong from 9:00 a.m. to 1:00 p.m. on Tuesday, 18 June 2013 or such other date as notified by the Company in the newspapers as the date of despatch/collection of Share certificates/e-Refund payment instructions/refund cheques.

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If you are an individual who opts for personal collection, you must not authorise any other person to make collection on your behalf. If you are a corporate applicant which opts for personal collection, you must attend by your authorised representative bearing a letter of authorisation from your corporation stamped with your corporation's chop. Both individuals and authorised representatives (if applicable) must produce, at the time of collection, evidence of identity acceptable to the Hong Kong Share Registrar.

If you do not collect your refund cheque(s) and/or Share certificate(s) (where applicable) personally within the time specified for collection, they will be sent to the address as specified in your Application Form promptly thereafter by ordinary post and at your own risk.

If you apply for less than:

- (a) 1,000,000 Hong Kong Offer Shares;
- (b) 1,000,000 Reserved Shares; and/or

you apply for 1,000,000 or more Hong Kong Offer Shares and/or Reserved Shares but have not indicated on your Application Form that you will collect your refund cheque(s) and/or Share certificate(s) (where applicable) in person, your refund cheque(s) and/or Share certificate(s) (where applicable) will be sent to the address on your Application Form on or before Tuesday, 18 June 2013, by ordinary post and at your own risk.

2. IF YOU APPLY USING A YELLOW APPLICATION FORM

If you apply for 1,000,000 or more Hong Kong Offer Shares and you have indicated on your **YELLOW** Application Form to collect your refund cheque(s) (if any) in person, please follow the same instructions as those for **WHITE** and **BLUE** Application Form applicants as described above. If you have applied for 1,000,000 or more Hong Kong Offer Shares and have not indicated on your Application Form that you will collect your refund cheque(s) (if any) in person, or if you have applied for less than 1,000,000 Hong Kong Offer Shares, your refund cheque (if any) will be sent to the address on your Application Form on or before Tuesday, 18 June 2013, by ordinary post and at your own risk.

If you apply for Hong Kong Offer Shares using a **YELLOW** Application Form and your application is wholly or partially successful, your Share certificate(s) will be issued in the name of HKSCC Nominees and deposited into CCASS for credit to your CCASS Investor Participant stock account or the stock account of your designated CCASS Participant as instructed by you in your Application Form on Tuesday, 18 June 2013 or, in the event of a contingency, on any other date as shall be determined by HKSCC or HKSCC Nominees.

IF YOU APPLY THROUGH A DESIGNATED CCASS PARTICIPANT (OTHER THAN A CCASS INVESTOR PARTICIPANT):

For Hong Kong Offer Shares credited to the stock account of your designated CCASS participant (other than CCASS Investor Participant), you can check the number of Hong Kong Offer Shares allocated to you with that CCASS participant.

IF YOU APPLY AS A CCASS INVESTOR PARTICIPANT:

The Company expects to publish the results of CCASS Investor Participants' applications together with the results of the Hong Kong Public Offering on Tuesday, 18 June 2013 in the manner described in "*— Publication of Results*" above. You should check the announcement published by the Company and report any discrepancies to HKSCC before 5:00 p.m. on Tuesday, 18 June 2013 or

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such other date as shall be determined by HKSCC or HKSCC Nominees. Immediately after the credit of the Hong Kong Offer Shares to your CCASS Investor Participant stock account, you can check the number of Hong Kong Offer Shares allocated to you via the CCASS Phone System and CCASS Internet System (under the procedures contained in HKSCC's "An Operating Guide for Investor Participants" in effect from time to time). HKSCC will also make available to you an activity statement showing the number of Hong Kong Offer Shares credited to your stock account.

3. IF YOU APPLY USING A PINK APPLICATION FORM

If you apply for Employee Reserved Shares using a **PINK** Application Form, your refund cheques(s) (if any) will be sent to the Company on or before Tuesday, 18 June 2013. The Company will arrange for onward despatch of the refund cheques(s) (if any) to you.

If you apply for Employee Reserved Shares using a **PINK** Application Form and your application is wholly or partially successful, your Share certificate(s) will be despatched to the Company on or before Tuesday, 18 June 2013. The Company will arrange for onward despatch of the Share certificate(s) to you.

4. IF YOU APPLY THROUGH THE WHITE FORM EIPO SERVICE OR THE BLUE FORM EIPO SERVICE

If you apply for 1,000,000 or more Hong Kong Offer Shares or Reserved Shares through the **White Form eIPO** service or the **Blue Form eIPO** service (as the case may be) by submitting an electronic application through the designated website at www.eipo.com.hk and your application is wholly or partially successful, you may collect your Share certificate(s) (where applicable) in person from the Hong Kong Share Registrar at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong from 9:00 a.m. to 1:00 p.m. on Tuesday, 18 June 2013 or such other date as notified by the Company in the newspapers as the date of despatch/collection of Share certificates/e-Refund payment instructions/refund cheques.

If you do not collect your Share certificate(s) personally within the time specified for collection, they will be sent to the address specified in your application instructions to the **White Form eIPO** service or the **Blue Form eIPO** service promptly thereafter by ordinary post and at your own risk.

If you apply for less than 1,000,000 Hong Kong Offer Shares or Reserved Shares, your Share certificate(s) will be sent to the address specified in your application instructions to the **White Form eIPO** service or the **Blue Form eIPO** service (as the case may be) through the designated website at www.eipo.com.hk on Tuesday, 18 June 2013, by ordinary post and at your own risk.

If you apply through the **White Form eIPO** service or the **Blue Form eIPO** service and pay the application monies from a single bank account, refund monies (if any) will be despatched to the application payment account in the form of e-Refund payment instructions on or before Tuesday, 18 June 2013. If you apply through the **White Form eIPO** service or the **Blue Form eIPO** service and pay the application monies from multiple bank accounts, refund monies (if any) will be despatched to the address as specified in your application instructions to the White Form eIPO Service Provider in the form of refund cheque(s) on or before Tuesday, 18 June 2013, by ordinary post and at your own risk.

Please also note the additional information relating to refund of application monies overpaid, application monies underpaid or applications rejected by the White Form eIPO Service Provider set out in "*— Applying Through the White Form eIPO Service — Additional Information*" above.

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5. IF YOU APPLY THROUGH THE PINK FORM eIPO SERVICE

If you apply for Employee Reserved Shares through the **Pink Form eIPO** service by submitting an electronic application to the **Pink Form eIPO** service through the designated website at www.eipo.com.hk and your application is wholly or partially successful, the Hong Kong Share Registrar will despatch your Share certificate(s) (where applicable) to the Company.

The Company will then arrange for onward despatch of your Share certificate(s) to you by ordinary post, at your own risk, to the address specified in your application instructions to the **Pink Form eIPO** service or as otherwise notified by you to the Company.

If you apply through the **Pink Form eIPO** service and pay the application monies from a single bank account, refund monies (if any) will be despatched to the application payment account in the form of e-Refund payment instructions on or before Tuesday, 18 June 2013. If you apply through the **Pink Form eIPO** service and pay the application monies from multiple bank accounts, refund monies (if any) will be sent by the Hong Kong Share Registrar to the Company on or before Tuesday, 18 June 2013 in the form of refund cheque(s). The Company will arrange for onward despatch to you at the address as specified on your Application Form or as otherwise notified by you to the Company, by ordinary post and at your own risk.

6. IF YOU APPLY BY GIVING ELECTRONIC APPLICATION INSTRUCTIONS TO HKSCC

Allocation of Hong Kong Offer Shares

For the purposes of allocating Hong Kong Offer Shares, HKSCC Nominees will not be treated as an applicant. Instead, each CCASS Participant who gives **electronic application instructions** or each person for whose benefit each such instructions is given will be treated as an applicant.

Deposit of Share Certificates into CCASS and Refund of Application Monies

If your application is wholly or partially successful, your Share certificate(s) will be issued in the name of HKSCC Nominees and deposited into CCASS for the credit of the stock account of the CCASS Participant which you have instructed to give **electronic application instructions** on your behalf or your CCASS Investor Participant stock account on Tuesday, 18 June 2013 or, in the event of a contingency, on any other date as shall be determined by HKSCC or HKSCC Nominees.

The Company expects to publish the application results of CCASS Participants (and where the CCASS Participant is a broker or custodian, the Company will include information relating to the relevant beneficial owner), your Hong Kong identity card number/passport number or other identification code (Hong Kong business registration number for corporations) and the basis of allocation of the Hong Kong Offer Shares in the manner specified in “— *Publication of Results*”. You should check the announcement published by the Company and report any discrepancies to HKSCC before 5:00 p.m. on Tuesday, 18 June 2013 or such other date as shall be determined by HKSCC or HKSCC Nominees.

If you have instructed your broker or custodian to give **electronic application instructions** on your behalf, you can also check the number of Hong Kong Offer Shares allocated to you and the amount of refund monies (if any) payable to you with that broker or custodian.

If you have applied as a CCASS Investor Participant, you can also check the number of Hong Kong Offer Shares allocated to you and the amount of refund monies (if any) payable to you via the CCASS Phone System and the CCASS Internet System (under the procedures contained in HKSCC’s “An Operating Guide for Investor Participants” in effect from time to time) on Tuesday, 18 June 2013. Immediately following the credit of the Hong Kong Offer Shares to your stock account and the credit

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of refund monies to your bank account, HKSCC will also make available to you an activity statement showing the number of Hong Kong Offer Shares credited to your CCASS Investor Participant stock account and the amount of refund monies (if any) credited to your designated bank account.

Refund of your application monies (if any) in respect of wholly and partially unsuccessful applications and/or difference between the final Offer Price and the maximum Offer Price per Offer Share initially paid on application, in each case including brokerage of 1.0%, SFC transaction levy of 0.003% and the Stock Exchange trading fee of 0.005%, will be credited to your designated bank account or the designated bank account of your broker or custodian on Tuesday, 18 June 2013. No interest will be paid thereon.

G. REFUND OF APPLICATION MONIES

If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is less than the Offer Price of HK\$17.80 per Offer Share, Reserved Share and Employee Reserved Share (excluding brokerage, SFC transaction levy and the Stock Exchange trading fee thereon) initially paid on application, or if the conditions of the Global Offering, Preferential Offering and Employee Preferential Offering are not fulfilled in accordance with “*Structure of the Global Offering – Conditions of the Global Offering*” or if any application is revoked or any allotment pursuant thereto has become void, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy and the Stock Exchange trading fee, will be refunded, without interest or the cheque or banker’s cashier order will not be cleared (as the case may be). It is intended that special efforts will be made to avoid any undue delay in refunding application monies where appropriate.

Refund of your application monies (if any) will be made on or before Tuesday, 18 June 2013 in accordance with the various arrangements as described above.

H. SHARES WILL BE ELIGIBLE FOR ADMISSION INTO CCASS

If the Stock Exchange grants approval for the listing of, and permission to deal in, the Shares and the Company complies with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Shares on the Stock Exchange or any other date HKSCC chooses. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second Business Day after any trading day.

All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

Investors should seek the advice of their stockbroker or other professional adviser for details of the settlement arrangement as such arrangements may affect their rights and interests.

All necessary arrangements have been made for the Shares to be admitted into CCASS.