

GENERAL DEFINITIONS

In this Offering Circular, unless the context otherwise requires, the following terms shall have the meanings set out below:

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| Acquisition | means the acquisition by Hui Xian REIT, of Hui Xian BVI Share pursuant to the Reorganisation Agreement. |
| Acquisition Fee | means, as used in the Trust Deed, the acquisition fee not exceeding 1.0% of the acquisition price of any real estate acquired directly or indirectly by Hui Xian REIT (pro-rated if applicable to the proportion of Hui Xian REIT's interest in the real estate acquired) payable to the Manager pursuant to the Trust Deed. |
| Application Form(s) | means the WHITE, YELLOW and GREEN application form(s) or where the context so requires, any of them. |
| Appraised Value | means the market value of a particular property, as at 31 January 2011, as appraised by the Independent Property Valuer as set out in Appendix V in this Offering Circular. |
| ARA | means ARA Asset Management Limited, a company incorporated as an exempted company with limited liability in Bermuda on 1 July 2002 and listed on the Singapore Exchange Securities Trading Limited, and, as at the Latest Practicable Date, was 15.6% indirectly owned by, and an affiliate of, Cheung Kong. |
| Articles of Association | means the articles of association of the Manager. |
| Assigned Indebtedness | means part of the Existing Indebtedness, of a principal amount of RMB1,000 million (or such other principal amount as may be agreed between Hui Xian Cayman and the Manager which shall be within the range from RMB700 million to RMB1,550 million) which will be assigned by Hui Xian Cayman to the Trustee (as trustee of Hui Xian REIT) pursuant to the Reorganisation Agreement. |
| associate | has the meaning ascribed to it under the SFO. |
| Base Fee | means, as used in the Trust Deed, in relation to the Manager, a periodic charge not exceeding 0.3% (and being 0.3% as at the date of the Trust Deed) per annum of the Property Values at the relevant time or such other rate as may from time to time be fixed or otherwise determined pursuant to the Trust Deed. |
| BJ Citybase | means Beijing Citybase Century Property Management Ltd., a company established in the PRC with limited liability and a subsidiary of Cheung Kong. |
| BJ Goodwell | means Beijing Goodwell Century Property Management Ltd., a company established in the PRC with limited liability and a subsidiary of Cheung Kong. |
| Board | means the board of Directors. |
| BOC | means Bank of China Limited, a joint stock company incorporated in the PRC with limited liability, whose H shares |

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| GENERAL DEFINITIONS |
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are listed on the Main Board of the Hong Kong Stock Exchange (Stock Code: 03988) and A shares are listed on the Shanghai Stock Exchange (Stock Code: 601988).

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| BOC International | means BOCI Asia Limited, a company licensed to conduct the regulated activities of dealing in securities (Type 1) and advising on corporate finance (Type 6) under Part V of the SFO. |
| BOC Loan Agreements | means the BOC Term Loan Agreement and the BOC Revolving Facility Agreement. |
| BOC Revolving Facility | means the revolving loan facility in the total amount of RMB500 million with BOC pursuant to the BOC Revolving Facility Agreement. |
| BOC Revolving Facility Agreement | means the credit facility agreement made between BOP as borrower and BOC as lender on 12 February 2009 in relation to a revolving facility in the total amount of RMB500 million and the security agreement relating thereto. |
| BOC Term Loan | means the term loan in the total amount of RMB1,100 million term loan with BOC pursuant to the BOC Term Loan Agreement. |
| BOC Term Loan Agreement | means the term loan agreement made between BOP as borrower and BOC as lender on 30 December 2008 in relation to a term loan in the total amount of RMB1,100 million and the security agreement relating thereto. |
| BOP | means 北京東方廣場有限公司 (Beijing Oriental Plaza Co., Ltd. (for identification purposes only)), a Sino-foreign co-operative joint venture established in the PRC. |
| BOP Trade Marks | trade marks or service marks owned by BOP and which are licensed to the Manager pursuant to the Deed of BOP Trade Mark Licence and are proposed to be licensed to the Property Manager pursuant to the Operations Management Agreement. |
| Business Day | means any day (excluding Sundays, public holidays and days on which a tropical cyclone warning no. 8 or above or a “black” rainstorm warning signal is hoisted in Hong Kong at any time between the hours of 9:00 a.m. and 5:00 p.m. on weekdays and 9:00 a.m. and 12:00 noon on Saturdays) on which licensed banks are open for general business in Hong Kong. |
| BVI | means the British Virgin Islands. |
| CCASS | means the Central Clearing and Settlement System established and operated by HKSCC. |
| CCASS Clearing Participant | means a person admitted to participate in CCASS as a direct clearing participant or a general clearing participant. |
| CCASS Custodian Participant | means a person admitted to participate in CCASS as a custodian participant. |

GENERAL DEFINITIONS

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| CCASS Investor Participant | means a person admitted to participate in CCASS as an investor participant who may be an individual or joint individuals or a corporation. |
| CCASS Participant | means a CCASS Clearing Participant or a CCASS Custodian Participant or a CCASS Investor Participant. |
| CEPA | means the Closer Economic Partnership Arrangement between Hong Kong and the PRC. |
| Cheung Kong | means Cheung Kong (Holdings) Limited, a company incorporated in Hong Kong with limited liability, whose shares are listed on the Main Board of the Hong Kong Stock Exchange (Stock Code: 00001). |
| Cheung Kong Group | means Cheung Kong and its subsidiaries. |
| Cheung Kong Infrastructure | means Cheung Kong Infrastructure Holdings Limited, a company incorporated in Bermuda with limited liability, whose shares are listed on the Main Board of the Hong Kong Stock Exchange (Stock Code: 01038). |
| China Life | means China Life Insurance (Group) Company, a company incorporated in the PRC with limited liability. |
| CITIC Securities | means CITIC Securities Co., Ltd., a joint stock limited company incorporated in the PRC with limited liability, whose shares are listed on the Shanghai Stock Exchange (Stock Code : 600030). |
| CITIC Securities Corporate Finance | means CITIC Securities Corporate Finance (HK) Limited, a company licensed to conduct the regulated activities of dealing in securities (Type 1), advising on securities (Type 4) and advising on corporate finance (Type 6) under Part V of the SFO. |
| CITIC Securities Group | means CITIC Securities International, its holding company and their respective subsidiaries. |
| CITIC Securities International | means CITIC Securities International Company Limited, a wholly-owned subsidiary of CITIC Securities. |
| CK Life Sciences | means CK Life Sciences Int'l., (Holdings) Inc., a company incorporated in the Cayman Islands with limited liability, whose shares are listed on the Main Board of the Hong Kong Stock Exchange (Stock Code: 00775). |
| Completion | means the completion of the transfer of Hui Xian BVI Share and the assignment of the Assigned Indebtedness in accordance with the provisions of the Reorganisation Agreement. |
| connected person | has the meaning ascribed to it in the REIT Code. |
| controlling holder | means any person who is or group of persons who are together entitled to exercise or control the exercise of 30.0% (or such other amount as may from time to time be specified in the |

GENERAL DEFINITIONS

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| | Codes on Takeovers and Mergers and Shares Repurchases as being the level for triggering a mandatory general offer) or more of the voting power at general meeting of holders of the scheme. |
| Convertible Instruments | means any securities convertible or exchangeable into Units, or any options or warrants or similar rights for the subscription or issue of Units (or securities convertible or exchangeable into Units), issued by Hui Xian REIT or any Special Purpose Vehicle; and references to an issue of Units “ pursuant to ” any Convertible Instruments means an issue of Units pursuant to exercise of any conversion, exchange, subscription or similar rights (as the case may be) under the terms and conditions of such Convertible Instruments. |
| Cranwood | means Cranwood Company Limited, a company incorporated in the Republic of Liberia. |
| Deed of BOP Trade Mark Licence | means the deed dated 8 April 2011 between BOP and the Manager relating to the licence of the BOP Trade Marks to the Manager. |
| Deed of Hui Xian Trade Mark Licence | means the deed dated 8 April 2011 between Hui Xian BVI and the Manager relating to the licence of the Hui Xian Trade Marks to the Manager. |
| Deed of Tax Covenant | means the deed to be entered into before the Listing Date by Hui Xian Cayman in favour of the Trustee (in its capacity as trustee of Hui Xian REIT) and Hui Xian BVI in relation to certain taxation liabilities. |
| Directors | means the directors of the Manager. |
| Divestment Fee | means, as used in the Trust Deed, the divestment fee not exceeding 0.5% (and being 0.5% as at the date of the Trust Deed) of the sale price of any real estate in the form of land sold or divested directly or indirectly by Hui Xian REIT (pro-rated if applicable to the proportion of Hui Xian REIT’s interest in the real estate sold) payable to the Manager pursuant to the Trust Deed. |
| Domestic JV Partner | means 北京東方鴻聯文化有限責任公司 (Beijing Dongfang Honglian Culture Co. Ltd. (for identification purposes only)), a domestic enterprise established in the PRC with limited liability, the PRC joint venture partner of BOP. |
| DTZ | means DTZ Debenham Tie Leung, Beijing. |
| e-Refund | means the refund monies to be despatched by the designated White Form eIPO Service Provider to the application payment account of investors who apply using the White Form eIPO service and pay the application monies from a single bank account. Such refund monies will not be subject to any additional fees or charges by the White Form eIPO Service Provider. |

GENERAL DEFINITIONS

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| Eligible Participants List | means the “List of Participants who have confirmed their readiness for dealing and/or clearing transactions in RMB securities” published on the HKEx’s website (http://www.hkex.com.hk/eng/market/sec_tradinfra/prepareRMB/prepareRMB.htm); such list sets out the HKEx’s participants who have successfully completed the RMB Readiness Test held by HKEx in March 2011 and confirmed their readiness for dealing and/or clearing transactions in RMB securities. |
| Executive Officers | means the executive officers of the Manager as at the date of this Offering Circular. |
| Existing Borrowings | means the aggregate amount of the indebtedness of Hui Xian BVI for borrowed monies comprising all amounts whether principal, interest or otherwise owing to Hui Xian Cayman and outstanding immediately prior to Completion (for the avoidance of doubt, other than the amount of distribution declared by Hui Xian BVI under the Pre-Listing Distribution which remains unpaid as at that time). |
| Existing Indebtedness | means the total amount owing by Hui Xian BVI to Hui Xian Cayman immediately prior to Completion (being the total sum of the Existing Borrowings and the amount of distribution declared by Hui Xian BVI under the Pre-Listing Distribution which remains unpaid as at that time). |
| Facility | means the aggregate amount of RMB1,400 million secured credit facility extended to Hui Xian Investment pursuant to the Facility Agreement, comprising an RMB100 million revolving credit facility and an RMB1,300 million revolving credit facility with Hui Xian Holdings. |
| Facility Agreement | means the revolving credit facility agreement and the security documents and other agreements relating to the Facility including any supplements or amendments thereto. |
| Finance Document | has the meaning as defined under the Facility Agreement |
| Forecast Period | means the period from the Listing Date to 30 June 2011. |
| Fortune REIT | means Fortune Real Estate Investment Trust, a Hong Kong collective investment scheme authorised under section 104 of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), whose units are listed on the Main Board of The Hong Kong Stock Exchange (Stock Code: 778) and on the Main Board of the Singapore Exchange Securities Trading Limited. |
| Grand Hyatt Beijing | means Grand Hyatt Beijing at Oriental Plaza. |
| GREEN Application Form(s) | means the application form(s) to be completed by the White Form eIPO Service Provider, Computershare Hong Kong Investor Services Limited. |
| HK\$ or Hong Kong dollars | means Hong Kong dollars, the lawful currency of Hong Kong. |

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| GENERAL DEFINITIONS |
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| HKEx | means Hong Kong Exchanges and Clearing Limited. |
| HKFRS | means Hong Kong Financial Reporting Standards promulgated by the HKICPA, as amended, supplemented or otherwise modified for the time being. |
| HKICPA | means the Hong Kong Institute of Certified Public Accountants. |
| HKSCC | means Hong Kong Securities Clearing Company Limited. |
| HKSCC Nominees | means HKSCC Nominees Limited. |
| Holding Companies | means Hui Xian BVI and Hui Xian Investment. |
| Hong Kong | means The Hong Kong Special Administrative Region of the PRC. |
| Hong Kong GAAP | means generally accepted accounting principles in Hong Kong. |
| Hong Kong Public Offering | means the offer of Units to the public in Hong Kong at the Offer Price, on and subject to the terms and conditions described in this Offering Circular and the Application Forms. |
| Hong Kong Public Offering Units | means the 400,000,000 Units initially being offered by Hui Xian REIT pursuant to the Hong Kong Public Offering (subject to adjustment as described in the section headed “Structure of the Offering” in this Offering Circular). |
| Hong Kong Stock Exchange | means The Stock Exchange of Hong Kong Limited. |
| Hong Kong Underwriters | means the underwriters of the Hong Kong Public Offering whose names are set out in the section headed “Underwriting — Hong Kong Underwriters” in this Offering Circular. |
| Hong Kong Underwriting Agreement | means the underwriting agreement dated 8 April 2011 relating to the Hong Kong Public Offering and entered into between the Manager, Hui Xian Cayman, the Joint Lead Underwriters and the Hong Kong Underwriters, as further described in the section headed “Underwriting” in this Offering Circular. |
| Hong Kong Unit Registrar | means Computershare Hong Kong Investor Services Limited. |
| Hotel Furnishings and Equipment | means all furniture and furnishings of Grand Hyatt Beijing, which shall include guest room, office, public area, and other furniture, carpeting, draperies, lamps and similar items; kitchen and laundry equipment; special hotel equipment which shall include (a) all equipment required for the operation of (i) guest rooms, including televisions, mini-bars and safes, (ii) banquet rooms, and (iii) employee locker rooms, (b) office equipment, including computer hardware and software as directed by Hyatt International, (c) dining room wagons, (d) material handling equipment, (e) cleaning and engineering equipment, and (f) motor vehicles as required for guest and employee transportation. |

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| GENERAL DEFINITIONS |
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| Hotel General Manager | means the general manager designated by the Hotel Manager to operate and manage Grand Hyatt Beijing. |
| Hotel Management Agreement | means the agreement dated 27 July 2001 made between BOP and the Hotel Manager relating to, among others, the provision of certain management services for the operation of Grand Hyatt Beijing and as amended by two supplemental agreements dated 13 September 2002 and 28 March 2011 respectively made between the same parties. |
| Hotel Manager | means Hyatt of China Limited, a company incorporated in Hong Kong with a limited liability and a wholly-owned subsidiary of Hyatt International Corporation which in turn is a company organised in the State of Delaware, US, the manager of Grand Hyatt Beijing. |
| Hui Xian BVI | means Hui Xian (B.V.I.) Limited, a company incorporated in the BVI with limited liability which is directly wholly-owned by Hui Xian REIT upon Completion. |
| Hui Xian BVI Group | means Hui Xian BVI and its subsidiaries. |
| Hui Xian BVI Share | means the share constituting the entire issued share capital of Hui Xian BVI. |
| Hui Xian Cayman | means Hui Xian (Cayman Islands) Limited, a company incorporated in the Cayman Islands with limited liability which is directly wholly-owned by Hui Xian Holdings. |
| Hui Xian Holdings | means Hui Xian Holdings Limited, a company incorporated in Hong Kong with limited liability. |
| Hui Xian Holdings Subscription | means the subscription of 300,000,000 Units by Hui Xian Holdings at the Offer Price on the terms and conditions set out in the Hui Xian Holdings Subscription Agreement. |
| Hui Xian Holdings Subscription Agreement | means the subscription agreement dated 8 April 2011 and entered into between Hui Xian Holdings and the Manager pursuant to which Hui Xian Holdings has agreed to subscribe for 300,000,000 Units. |
| Hui Xian Investment | means Hui Xian Investment Limited, a company incorporated in Hong Kong with limited liability which is directly wholly-owned by Hui Xian BVI. |
| Hui Xian REIT | means Hui Xian Real Estate Investment Trust, a collective investment scheme constituted as a unit trust and authorised under section 104 of the SFO. |
| Hui Xian Trade Marks | trade marks or service marks owned by Hui Xian BVI and licensed to the Manager pursuant to the Deed of Hui Xian Trade Mark Licence. |
| HWL | means Hutchison Whampoa Limited, a company incorporated in Hong Kong with limited liability, whose shares are listed on |

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| GENERAL DEFINITIONS |
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| | the Main Board of the Hong Kong Stock Exchange (Stock Code: 00013). |
| HWL Group | means HWL and its subsidiaries. |
| Hyatt International | means Hyatt International Corporation, a company incorporated in the United States of America. |
| IFRS | means International Financial Reporting Standards. |
| Independent Property Valuer | means American Appraisal China Limited. |
| INED(s) | means the independent non-executive Director(s). |
| International Offering | means the offer of International Offering Units for cash at the Offer Price to institutional, professional and other investors as further described in the section headed "Structure of the Offering" in this Offering Circular. |
| International Offering Units | means 1,600,000,000 Units (subject to adjustment) initially available to investors in the International Offering and up to an additional 300,000,000 Units under the Over-allotment Option. |
| International Underwriters | means the group of underwriters of the International Offering, led by the Joint Bookrunners. |
| International Underwriting Agreement | means the underwriting agreement relating to the International Offering expected to be entered into on or around 19 April 2011 between the Manager, Hui Xian Cayman, the Joint Bookrunners and the International Underwriters, as further described in the section headed "Underwriting" in this Offering Circular. |
| IPO | means the initial public offering of the Units in Hong Kong. |
| Issue Price | means the price at which new Units may be issued pursuant to the Trust Deed. |
| JLL | means Jones Lang LaSalle-CIEC Co., Ltd.. |
| Joint Bookrunners | means CITIC Securities Corporate Finance, The Hongkong and Shanghai Banking Corporation Limited and BOCI Asia Limited. |
| Joint Lead Underwriters | means CITIC Securities Corporate Finance, The Hongkong and Shanghai Banking Corporation Limited and BOCI Asia Limited. |
| Joint Listing Agents | means CITIC Securities Corporate Finance, The Hongkong and Shanghai Banking Corporation Limited and BOCI Asia Limited. |
| JV Documents | means the joint venture contract and articles of association entered into between Hui Xian Investment and the Domestic JV Partner both on 16 November 1998, as amended and supplemented by supplemental agreements thereto respectively entered into between the parties on 13 June 2008. |

GENERAL DEFINITIONS

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| Latest Practicable Date | means 7 April 2011, being the latest practicable date for the purposes of ascertaining certain information contained in this Offering Circular. |
| Listing Agreement | means the agreement in relation to Hui Xian REIT entered into between the Trustee as trustee of Hui Xian REIT, the Manager (as an operator of a collective investment scheme) and the Hong Kong Stock Exchange. |
| Listing Date | means the date, expected to be on 29 April 2011, on which the Units are first listed and from which dealings therein are permitted to take place on the Hong Kong Stock Exchange. |
| Listing Rules | means the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. |
| Main Board | means the stock exchange (excluding the option market) operated by the Hong Kong Stock Exchange which is independent from and operated in parallel with the Growth Enterprise Market of the Hong Kong Stock Exchange. |
| Management Fee | means the management fee payable to the Manager comprising the Base Fee and the Variable Fee. |
| Manager | means Hui Xian Asset Management Limited, a company incorporated in Hong Kong under the Companies Ordinance on 26 October 2010. |
| Manager Group | has the meaning ascribed to it in the section headed "Connected Parties Transaction — Introduction" in this Offering Circular. |
| Market Consultants | means JLL and DTZ. |
| Market Price | means, as used in the Trust Deed, the price as determined by the Manager as being the volume weighted average price for a Unit for the period of ten trading days immediately preceding the date on which the relevant Units are issued to the Manager. |
| Maximum Offer Price | means the maximum price of RMB5.58 per Unit payable in full by applicants under the Hong Kong Public Offering. |
| Minimum Offer Price | means the expected minimum price of RMB5.24 per Unit payable in full by applicants under the Hong Kong Public Offering. |
| Offer Price | means the final RMB price per Unit (exclusive of brokerage of 1.0%, Hong Kong Stock Exchange trading fee of 0.005% and SFC transaction levy of 0.003%) at which the Units are to be issued and allotted pursuant to the Offering, to be determined as further described in the section headed "Structure of the Offering" in this Offering Circular. |
| Offering | means the Hong Kong Public Offering and the International Offering. |

GENERAL DEFINITIONS

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| Offering Circular | means this offering circular issued in connection with the initial public offering and listing of the Units on the Main Board of the Hong Kong Stock Exchange. |
| OOIL | means Orient Overseas (International) Ltd., a company incorporated in Bermuda with limited liability, whose shares are listed on the Main Board of the Hong Kong Stock Exchange (Stock Code: 00316). |
| Operations Management Agreement | means the agreement proposed to be entered into between BOP and the Property Manager relating to the provision of certain services relating to the operation, management and marketing in respect of Oriental Plaza (excluding Grand Hyatt Beijing). |
| Ordinary Resolution | means a resolution of Unitholders proposed and passed by a simple majority of the votes of those present and entitled to vote, but with a quorum of two or more Unitholders holding 10.0% of Units in issue. |
| Oriental Plaza | means the composite development known as Oriental Plaza comprising The Malls, The Tower Offices, The Tower Apartments, Grand Hyatt Beijing situated at No.1 East Chang An Ave., Dong Cheng District, Beijing, the PRC represented by a Land use Rights Certificate (京市東港澳臺國用(2006出)10128號) and Building Ownership Certificate (京房權證市東港澳臺字10283號). |
| Over-allotment Option | the option to be granted by Hui Xian Holdings to the International Underwriters, exercisable by the Stabilising Manager on behalf of the International Underwriters in consultation with the Joint Bookrunners, to require Hui Xian Holdings to sell at the Offer Price up to 300,000,000 Units, representing 15.0% of the total number of Units under the Offering, to be offered to investors as part of the International Offering to, among other things, cover the over-allocations of Units (if any). |
| PBOC | means the People's Bank of China. |
| PRC GAAP | means generally accepted accounting principles in the PRC. |
| PRC or China | means the People's Republic of China excluding, for the purposes of this Offering Circular only, Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan. |
| Pre-Listing Distribution | means the distribution of surplus in the amount of RMB7,300 million declared by Hui Xian BVI on 7 April 2011 to its then sole shareholder (being Hui Xian Cayman), such distribution remained unpaid by Hui Xian BVI as at the Latest Practicable Date. |
| Price Determination Date | means the date, expected to be on or about 19 April 2011 on which the Offer Price is determined for the purposes of the Offering. |
| Property Consultant | means Savills Project Consultancy Limited. |

GENERAL DEFINITIONS

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| Property Manager | means a company in the course of being established in the PRC with limited liability (to be named as 北京匯賢企業管理有限公司 (Beijing Hui Xian Enterprise Services Limited (for identification purposes only)) as a wholly-owned subsidiary of the Manager. |
| Prosperity REIT | means Prosperity Real Estate Investment Trust, a Hong Kong collective investment scheme authorised under section 104 of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), whose units are listed on the Main Board of The Hong Kong Stock Exchange (Stock Code: 808). |
| Record Date | means, as used in the Trust Deed, the date or dates in respect of each distribution period determined by the Manager for the purpose of determining the distribution entitlement to the distribution amount of the Unitholders. |
| Regulation S | means Regulation S under the US Securities Act. |
| REIT | means real estate investment trust. |
| REIT Code | means the Code on Real Estate Investment Trusts published by the SFC as amended, supplemented or otherwise modified for the time being or, for the purpose of the Trust Deed, from time to time, including but not limited to by published practice statements or in any particular case, by specific written guidance issued or exemptions or waivers granted by the SFC. |
| Relevant Amount | means certain payments which the Domestic JV Partner is entitled to receive pursuant to the JV Documents as more particularly described and defined in the section headed “Material Agreements and Other Documents Relating to Hui Xian REIT — JV Documents — Profit distributions”. |
| Relevant Date | means, as the case may be, the date of the relevant agreement or other instrument for the issue or proposed issue of any Units or Convertible Instruments, or the date of the grant of any Convertible Instruments, whichever is the earlier. |
| Reorganisation Agreement | means the agreement dated 8 April 2011 between the Trustee, the Manager, Hui Xian Cayman and Hui Xian Holdings relating to a group reorganisation, involving (among other things) the transfer of the Hui Xian BVI Share and the assignment of the Assigned Indebtedness to the Trustee and the issuance of 2,700,000,000 Units to Hui Xian Cayman (or such other number of Units as may be agreed between Hui Xian Cayman and the Manager). |
| Responsible Officer | means a responsible officer of the Manager appointed pursuant to the requirements of the SFO. |
| RMB | means Renminbi, the lawful currency of the PRC. |
| RMB Clearing Bank | means Bank of China (Hong Kong) Limited. |
| SAFE | means State Administration of Foreign Exchange. |

GENERAL DEFINITIONS

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| Settlement Agreement | means the Settlement Agreement on the Clearing of RMB Business entered into between PBOC and the RMB Clearing Bank to further expand the scope of RMB business for participating banks in Hong Kong, and the amendments thereto. |
| SFC | means the Securities and Futures Commission of Hong Kong. |
| SFO | means the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as amended, supplemented or otherwise modified for the time being. |
| significant holder | has the meaning ascribed to it in the REIT Code. |
| Special Resolution | means a resolution of Unitholders proposed and passed by a majority consisting of 75.0% or more of the votes of those present and entitled to vote in person or by proxy where the votes shall be taken by way of poll, but with a quorum of two or more Unitholders holding 25.0% of the Units in issue. |
| Stabilising Manager | means The Hongkong and Shanghai Banking Corporation Limited. |
| Subsidiaries | means <ul style="list-style-type: none"> (i) in relation to Hui Xian REIT, any company: <ul style="list-style-type: none"> (a) more than half of the issued share capital or equity interest of which is beneficially owned, directly or indirectly, by Hui Xian REIT; (b) more than half of the voting rights at general meetings of which are exercisable or controlled, directly or indirectly, by Hui Xian REIT; or (c) which is a subsidiary (within the meaning of paragraph (ii) below) of another Subsidiary of Hui Xian REIT; and (ii) in any other case, a subsidiary within the meaning of section 2 of the Companies Ordinance; |
| Takeovers Code | means the Codes on Takeovers and Mergers and Share Repurchases issued by the SFC (as amended from time to time). |
| The Malls | means The Malls at Oriental Plaza comprising the three levels shopping mall which is divided to seven major zones, namely Zone One to Zone Five on the Upper Ground and Lower Ground levels, Grand Gallery (時光別館) and Sky Avenue (天空大道). |
| The Tower Apartments | means The Tower Apartments at Oriental Plaza, the two towers of luxurious serviced apartments forming part of Oriental Plaza and known as Millennium Heights and Centennial Heights respectively and collectively as The Tower Apartments. |
| The Tower Offices | means The Tower Offices at Oriental Plaza, the eight Grade A office buildings forming part of Oriental Plaza and collectively known as The Tower Offices. |

GENERAL DEFINITIONS

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| Trust Deed | means the trust deed dated 1 April 2011 between Hui Xian Cayman, the Trustee and the Manager constituting Hui Xian REIT (as may be amended by any supplemental deed). |
| Trustee | means DB Trustees (Hong Kong) Limited, the trustee of Hui Xian REIT. |
| Trustee Connected Persons | has the meaning ascribed to it in the section headed “Connected Parties Transactions — Introduction” in this Offering Circular. |
| Trustee Ordinance | means the Trustee Ordinance (Chapter 29 of the Laws of Hong Kong) as amended, supplemented or otherwise modified for the time being. |
| Underwriters | means the Hong Kong Underwriters and the International Underwriters. |
| Underwriting Agreements | means the Hong Kong Underwriting Agreement and the International Underwriting Agreement. |
| Unit | means a unit of Hui Xian REIT. |
| Unit Borrowing Agreement | means the unit borrowing agreement to be entered into on or around 19 April 2011 among the Stabilising Manager and Hui Xian Holdings. |
| United States or US | means the United States of America. |
| Unitholder | means any person registered as holding a Unit. |
| US\$ or US dollars | means United States dollars, the lawful currency of the United States. |
| US Securities Act | means the United States Securities Act of 1933, as amended. |
| Valuation Report | means the valuation report produced by the Independent Property Valuer, as set out in Appendix V. |
| Variable Fee | means, as used in the Trust Deed, the variable fee payable to the Manager pursuant to the Trust Deed. |
| White Form eIPO | means the application for the Hong Kong Public Offering Units to be issued in the applicant’s own name by submitting applications online through the designated website of White Form eIPO at www.eipo.com.hk . |
| White Form eIPO Service Provider | means Computershare Hong Kong Investor Services Limited. |

Unless indicated otherwise, the translations of RMB into Hong Kong dollars have been made at the rate of RMB0.84190 to HK\$1.00, being the exchange rate set by the PBOC for foreign exchange transactions prevailing at the Latest Practicable Date. No representation is made that any amounts in RMB could have been or could be converted at that rate or at any other rates or at all.