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BEIJING PROPERTIES (HOLDINGS) LIMITED

北京建設（控股）有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 925)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that an special general meeting (“**SGM**”) of Beijing Properties (Holdings) Limited (the “**Company**”) will be held at 10:30 a.m. on Thursday, 18 August 2011 at 66/F., Central Plaza, 18 Harbour Road, Wanchai, Hong Kong for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolution as ordinary resolution:

ORDINARY RESOLUTION

“**THAT:**

- (a) the joint venture agreement (the “**Joint Venture Agreement**”) dated 13 July 2011 entered into among New Concord Properties Limited (“**New Concord**”), 北京陸港國際物流有限公司 (Beijing Inland Port International Logistics Co., Ltd.) (“**Beijing Lugang**”), 嘉里物流（中國）有限公司 (Kerry Logistics (China) Investment Limited) (“**Kerry Logistics**”) and Hutchison Ports Beijing Limited (“**Hutchison Port**”) and the joint venture preparation agreement (“**JV Preparation Agreement**”) dated 13 July 2011 among the aforesaid parties, both in respect of the establishment of a joint venture in Beijing, the People’s Republic of China (copies of the Joint Venture Agreement and the JV Preparation Agreement have been tabled at the meeting marked “A” and “B” respectively and signed by the Chairman of the meeting for the purpose of identification), and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) in case Kerry Logistics and/or Hutchison Port (“**Withdraw Parties**”) withdraw from the Joint Venture Agreement pursuant to the terms and conditions of the JV Preparation Agreement, the acquisition by New Concord of any part or all of the obligations and rights of the Withdraw Parties under: (i) the financing agreement dated 7 July 2011 among New Concord, Beijing Lugang, Kerry Logistics, Hutchison Port and 北京京泰投資諮詢有限公司 (BHL Investment Consulting Co., Ltd.); and (ii) Joint Venture Agreement, up to a maximum additional commitment of RMB48,000,000 and RMB480,000,000 (in respect of the registered capital of the joint venture company) respectively, be and is hereby approved; and

- (c) the Directors, acting together, individually or by committee, be and are hereby authorised to take such actions, do all such acts and things and execute all such further documents or deeds as they may consider necessary, appropriate, desirable or expedient for implementation of or giving effect to the Joint Venture Agreement and the JV Preparation Agreement and any of the transactions contemplated thereunder.”

By Order of the Board
Beijing Properties (Holdings) Limited
Siu Kin Wai
Company Secretary

Hong Kong, 3 August 2011

Registered Office:

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Head office and principal place of business in Hong Kong:

66th Floor
Central Plaza
18 Harbour Road
Wanchai, Hong Kong

Notes:

1. Any member of the Company entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person as his proxy to attend and vote instead of him. A member who is the holder of two or more Shares may appoint more than one proxy to represent and vote on his behalf at a general meeting of the Company or at a class meeting. A proxy need not be a member of the Company. On a poll, votes may be given either personally or by proxy.
2. The instrument appointing a proxy shall be in writing under the hand of the appointor, or of his attorney duly authorized in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person authorized to sign the same.
3. The instrument appointing a proxy and (if required by the Board) the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority shall be delivered to the offices of the Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote or, in the case of a poll taken subsequently to the date of a meeting or adjourned meeting, not less than 24 hours before the time appointed for the taking of the poll and in default the instrument of proxy shall not be treated as valid.
4. Delivery of an instrument appointing a proxy shall not preclude a member from attending and voting in person at the meeting convened.
5. A form of proxy for use at the meeting is enclosed.
6. The voting on the above resolution at the SGM will be conducted by way of a poll.

As at the date of this notice, Mr. Zhou Si, Mr. Ang Keng Lam, Mr. Yu Li, Mr. Xu Taiyan, Mr. Qian Xu, Mr. Jiang Xinhao, Ms. Meng Fang, Mr. Siu Kin Wai, Mr. Yu Luning and Mr. Liu Xueheng are the Executive Directors; Mr. Lin Chun Kuei is the Non-Executive Director; and Mr. Goh Gen Cheung, Mr. Ma Chiu Cheung, Andrew, Mr. Ng Tang Fai, Ernesto, Mr. Zhu Wuxiang and Mr. James Chan are the Independent Non-Executive Directors.