

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this joint announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this joint announcement.

This announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for any securities.



EARNEST EQUITY LIMITED **CSI PROPERTIES LIMITED**
(Incorporated in the British Virgin Islands with limited liability) **資本策略地產有限公司***
(Incorporated in Bermuda with limited liability)
(Stock Code: 497)

JOINT AWARENESS ANNOUNCEMENT

**RELATING TO APPROVAL AND ACCEPTANCE INSTRUCTIONS FOR
VOLUNTARY CONDITIONAL PARTIAL CASH OFFER
BY ANGLO CHINESE CORPORATE FINANCE, LIMITED
ON BEHALF OF EARNEST EQUITY LIMITED TO ACQUIRE
1,375,000,000 OFFER SHARES IN THE ISSUED SHARE CAPITAL OF
CSI PROPERTIES LIMITED FROM QUALIFYING SHAREHOLDERS**

Financial advisor to the Offeror

ANGLO CHINESE 英
CORPORATE FINANCE, LIMITED 高

Reference is made to (i) the joint announcement issued by CSI Properties Limited (the “Company”) and Earnest Equity Limited (the “Offeror”) dated 14th December, 2011 in relation to the proposed Partial Offer on behalf of the Offeror to acquire 1,375,000,000 Offer Shares and the Option Offer; (ii) the joint announcement issued by the Company and the Offeror dated 4th January, 2012 in relation to the delay in despatch of the composite offer and response document (the “Composite Offer Document”); (iii) the Composite Offer Document jointly issued by, the Offeror and the Company dated 19th January, 2012; and (iv) the joint

* *For identification purpose only*

announcement issued by the Company and the Offeror dated 19th January, 2012. Capitalised terms used herein have the same meanings as those defined in the Composite Offer Document unless otherwise specified.

It has come to the attention of the Offeror and the Company that certain beneficial holders of Shares, who hold their Shares in the Company through their intermediaries (being banks and brokerage houses), were given written notifications and prescribed-forms, by such intermediaries, to indicate whether they **accept** the Partial Offer only. These Shareholders have not been advised of nor requested by such intermediaries to indicate whether or not they would **approve** the Partial Offer.

The Company and the Offeror would like to remind all Qualifying Shareholders and potential investors and securities intermediaries that the Qualifying Shareholders are asked whether they

(a) APPROVE the Partial Offer and, if so, specify the number of Shares in respect of which they APPROVE the Partial Offer; AND

(b) ACCEPT the Partial Offer and, if so, specify the number of Shares in respect of which they ACCEPT the Partial Offer

in the Form of Approval and Acceptance accompanying the Composite Offer Document. It is pertinent to note that the above choices, namely, the approval and the acceptance of the Partial Offer, are, as required by the Takeovers Code, distinctive from each other. Qualifying Shareholders may vote in respect of the total number of Shares held by him or her even though he or she does not intend to accept the Partial Offer, and vice versa. Where any Qualifying Shareholder only indicates his or her acceptance but fails to indicate his or her approval of the Partial Offer, the Offeror and the Company are not in a position to assume or deem such Qualifying Shareholder approves the Partial Offer in respect his Shares acceded to the Partial Offer. **Accordingly, the Offeror and the Company strongly advise all Qualifying Shareholders to make and indicate their choices in both of the above aspects of the Partial Offer in the Form of Approval and Acceptance and advise beneficial holders of Shares, who hold their Shares in the Company through intermediaries, to confirm their choices with their intermediaries in order that they can give on their behalf proper instructions, as to their APPROVAL and, or ACCEPTANCE of the Partial Offer to Hong Kong Securities Clearing Company Limited on a timely basis.**

Shareholders and potential investors should note that the Partial Offer is conditional upon both of the following conditions being satisfied: (i) approval of the Partial Offer by the Qualifying Shareholders who are registered as Shareholders in the Register on or before the First Closing Date, being 9th February, 2012 (unless the First Closing Date is extended in accordance with the Takeovers Code), holding over 50% of the Shares not held by Mr. Chung, the Offeror and parties acting in concert with any of them, signified by completing a separate box on the Form of Approval and Acceptance, specifying the number of Shares in respect of which the Partial Offer is approved; and (ii) acceptances being received in respect of a minimum of 1,375,000,000 Offer Shares for the Partial Offer.

Certain banks and brokerage houses have been contacted and reminded to obtain instructions and confirmations from their clients as to both acceptance AND approval of the Partial Offer set out in Appendix I of the Composite Offer Document and Form of Approval and Acceptance. The beneficial holders of Shares who wish to approve the Partial Offer (whether or not they may or might have already indicated their acceptances to their intermediaries) should also immediately instruct their respective intermediaries to do so on their behalf.

If you hold Shares in the Company through intermediaries and are in any doubt as to any aspect in accepting or approving the Partial Offer, you should consult your licensed securities dealer or registered institution in securities.

Warning: The Partial Offer and the Option Offer may or may not become unconditional. Completion of the Partial Offer and the Option Offer is subject to the satisfaction of conditions set out in this announcement above. Shareholders and potential investors of the Company are advised to exercise extreme caution when dealing in the securities of the Company.

On behalf of the board of director
Earnest Equity Limited
Chung Cho Yee, Mico
Director

On behalf of the Board of
CSI Properties Limited
Kan Sze Man
Executive Director

Hong Kong, 3rd February, 2012

As at the date of this announcement, the sole director of the Offeror is Mr. Chung Cho Yee, Mico.

The director of the Offeror accepts full responsibility for the accuracy of the information contained in this announcement (other than those relating to the Company) and confirms, having made all reasonable enquiries, that to the best of his knowledge, opinions expressed in this announcement (other than those expressed by the Company) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make up any statement in this announcement misleading.

As at the date of this announcement, the Board comprises four executive Directors, namely, Mr. Chung Cho Yee, Mico (Chairman), Mr. Kan Sze Man, Mr. Chow Hou Man and Mr. Wong Chung Kwong; and three independent non-executive Directors, namely, Dato' Wong Sin Just, Dr. Lam Lee G. and Mr. Cheng Yuk Wo.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement (other than those relating to the Offeror and parties acting in concert with the Offeror except the Group) and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by the Offeror and parties acting in concert with the Offeror except the Group) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make up any statement in this announcement misleading.

This announcement will be published and remains on the “Latest Listed Company Information” page of the Stock Exchange’s website at www.hkexnews.hk for at least seven days from the day of its publication and will be published and remains on the website of the Company at www.csigroup.hk.