

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

此乃要件，請即處理

IF YOU ARE IN ANY DOUBT AS TO ANY ASPECT OF THIS FORM OR AS TO THE ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR STOCKBROKER OR OTHER REGISTERED DEALER IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER.

閣下如對本表格任何方面或應採取之行動有任何疑問，應諮詢閣下之股票經紀或其他註冊證券交易商、銀行經理、律師、專業會計師或其他專業顧問。

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遠洋地產

遠洋地產控股有限公司

Sino-Ocean Land Holdings Limited

(Incorporated in Hong Kong with limited liability under the Hong Kong Companies Ordinance)

(根據香港公司條例在香港註冊成立的有限公司)

(Stock Code 股份代號: 03377)

FINAL DIVIDEND FOR THE YEAR ENDED 31 DECEMBER 2014 — SCRIP SHARE ELECTION FORM

截至二零一四年十二月三十一日止年度之末期股息一代息股份選擇表格

THIS FORM IS NOT TRANSFERABLE

本表格不可轉讓

IF YOU WISH TO RECEIVE THE FINAL DIVIDEND OF HK\$0.165 PER SHARE FOR THE YEAR ENDED 31 DECEMBER 2014 (THE "2014 FINAL DIVIDEND") WHOLLY IN CASH, YOU NEED NOT COMPLETE THIS FORM.

如閣下擬以現金收取截至二零一四年十二月三十一日止年度之全部末期股息每股0.165港元（「二零一四年末期股息」），則毋須填寫本表格。

IF YOU WISH TO RECEIVE NEW SHARES WITH NO PAR VALUE EACH (THE "NEW SHARES") FOR THE 2014 FINAL DIVIDEND EITHER IN WHOLE OR IN PART, YOU MUST COMPLETE THIS FORM AND RETURN IT TO COMPUTERSHARE HONG KONG INVESTOR SERVICES LIMITED, SHOPS 1712-1716, 17TH FLOOR, HOPEWELL CENTRE, 183 QUEEN'S ROAD EAST, WANCHAI, HONG KONG NOT LATER THAN 4:30 P.M. ON 12 JUNE 2015.

如閣下就全部或部分之二零一四年末期股息選擇收取無面值新股（「新股」），務必填妥本表格並於二零一五年六月十二日下午四時三十分前交回香港中央證券登記有限公司，地址為香港灣仔皇后大道東183號合和中心17樓1712-1716號舖。

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|--------------------|--|
| <b>BOX A</b><br>甲欄 | NAME(S) AND ADDRESS OF REGISTERED SHAREHOLDER(S)<br>登記股東之姓名及地址 |
|--------------------|--|

|                    |  |
|--------------------|--|
| <b>BOX B</b><br>乙欄 | NUMBER OF SHARES HELD ON RECORD DATE, 15 MAY 2015<br>在記錄日期（即二零一五年五月十五日）持有之股份數目 |
|--------------------|--|

ELECTION FOR NEW SHARES IN RESPECT OF THE 2014 FINAL DIVIDEND ON THE WHOLE OR PART OF YOUR REGISTERED HOLDING OF SHARES  
就閣下登記持有之全部或部分股份之二零一四年末期股息選擇收取新股

IF YOU ELECT TO RECEIVE NEW SHARES IN LIEU OF THE CASH DIVIDEND OF HK\$0.165 PER SHARE FOR THE WHOLE OR PART OF YOUR REGISTERED SHARE HOLDING, PLEASE INSERT IN BOX C THE NUMBER OF SHARES IN YOUR NAME IN RESPECT OF WHICH YOU ELECT TO RECEIVE NEW SHARES.

如閣下就名下之全部或部分已登記股份選擇收取新股以代替每股0.165港元之現金股息，請於丙欄內填上選擇收取新股之閣下名下股份數目。

NOTE: IF YOU SIGN THIS FORM BUT DO NOT SPECIFY THE NUMBER OF SHARES IN RESPECT OF WHICH YOU WISH TO RECEIVE NEW SHARES IN LIEU OF THE CASH DIVIDEND OR IF YOUR SPECIFIED NUMBER OF SHARES IS GREATER THAN YOUR REGISTERED HOLDING ON THE RECORD DATE, THEN IN EITHER CASE YOU WILL BE DEEMED TO HAVE EXERCISED YOUR ELECTION FOR NEW SHARES IN LIEU OF THE CASH DIVIDEND IN RESPECT OF ALL THE SHARES REGISTERED IN YOUR NAME.

附註：如閣下簽妥本表格但未有列明閣下有意收取新股以代替現金股息之有關股份數目，或如閣下列明收取新股以代替現金股息之有關股份數目超過閣下於記錄日期登記持有之股份數目，則在此任何一種情況下，閣下將被視為已就以閣下名下義登記之全部股份選擇收取新股以代替現金股息。

|                    |   |
|--------------------|---|
| <b>BOX C</b><br>丙欄 | NUMBER OF SHARES IN YOUR NAME IN RESPECT OF WHICH YOU WISH TO RECEIVE NEW SHARES IN LIEU OF THE CASH DIVIDEND OF HK\$0.165 PER SHARE<br>閣下欲選擇收取新股代替每股0.165港元現金股息之閣下名下股份數目 |
|--------------------|---|

TO: THE BOARD OF DIRECTORS OF SINO-OCEAN LAND HOLDINGS LIMITED  
致：遠洋地產控股有限公司董事局

I/WE, THE UNDERSIGNED AND ABOVE-NAMED SHAREHOLDER(S), HEREBY GIVE NOTICE THAT THE 2014 FINAL DIVIDEND FOR THE SHARES REGISTERED IN MY/OUR NAME(S) SHOULD BE PAID IN NEW SHARES IN FULL OR IN PART IN ACCORDANCE WITH THE IRREVOCABLE INSTRUCTIONS GIVEN ABOVE, SUBJECT TO THE TERMS AND CONDITIONS SET OUT IN THE CIRCULAR DATED 22 MAY 2015 (THE "CIRCULAR") AND THE ARTICLES OF ASSOCIATION OF THE COMPANY.

本人/吾等為簽署人及上列之股東，茲通知本人/吾等名下登記之股份所應收取二零一四年末期股息，應根據上述不可撤回之指示及在日期為二零一五年五月二十二日之通函（「通函」）所載條款及條件及本公司組織章程細則的規則下，全部或部分以新股支付。

(1)..... (2)..... (3)..... (4).....  
(USUAL SIGNATURE(S) 慣用之簽名)

TEL. NO. 電話號碼：..... DATE 日期：.....2015

NOTES: (i) IN THE CASE OF JOINT HOLDERS, ALL MUST SIGN.

附註：(ii) 如屬聯名持有者，所有聯名持有者均須簽署。

IN THE CASE OF A CORPORATION, THIS FORM SHOULD BE SIGNED ON ITS BEHALF BY A DULY AUTHORISED REPRESENTATIVE, WHOSE OFFICE SHOULD BE STATED.

如屬公司，則本表格須由正式授權代表簽署，並須註明簽署人之職銜。

THIS FORM IS FOR THE USE OF THE SHAREHOLDER(S) NAMED IN BOX A ONLY AND MUST BE SIGNED BY THE SHAREHOLDER(S) TO RENDER THIS FORM VALID. THIS FORM SHOULD BE READ IN CONJUNCTION WITH THE CIRCULAR. NO ACKNOWLEDGEMENT OF RECEIPT OF THIS FORM WILL BE ISSUED.

本表格只供甲欄所指定之股東使用，並須由該（等）股東簽署方為有效。本表格應與通函一併參閱。本公司不會就本表格發出認收通知書。

PROVIDED THAT THE APPROVAL OF THE STOCK EXCHANGE OF HONG KONG LIMITED IN RESPECT OF THE ISSUE OF THE NEW SHARES IN LIEU OF THE CASH DIVIDEND IS GRANTED, SHARE CERTIFICATES AND/OR CHEQUES IN RESPECT OF THE 2014 FINAL DIVIDEND WILL BE SENT BY ORDINARY POST ON OR ABOUT 29 JUNE 2015 TO THE SHAREHOLDER(S) AT THEIR RISK TO THE ADDRESS ABOVE OR, IN CASE OF CHEQUES IN ACCORDANCE WITH STANDING INSTRUCTIONS (IF ANY).

如就有關以代替現金股息而發行之新股經香港聯合交易所有限公司批准，則有關股票及/或二零一四年末期股息付款支票將以平郵按上述地址，於二零一五年六月二十九日或該日前後寄予股東，郵誤風險由股東承擔。付款支票將按股東所發出之經常性指示（如有）處理。

FAILURE TO COMPLETE, SIGN AND RETURN THIS FORM BY THE ABOVE-MENTIONED TIME WILL RESULT IN YOUR 2014 FINAL DIVIDEND BEING MADE IN FORM OF CASH.

如閣下於上述時間前未有填妥、簽署及交回本表格，則閣下之二零一四年末期股息將以現金派付。