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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your licensed securities dealer, bank manager, solicitor, professional accountant or other professional advisers.

If you have sold or transferred all your shares in **South West Eco Development Limited**, you should at once hand this circular and the accompanying form of proxy to the purchaser(s) or the transferee(s) or to the bank, licensed securities dealer or registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or the transferee(s).

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SOUTH WEST ECO DEVELOPMENT LIMITED
西南環保發展有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1908)

PROPOSED CHANGE OF COMPANY NAME
RE-ELECTION OF DIRECTOR
AND

NOTICE OF EXTRAORDINARY GENERAL MEETING

A notice convening the EGM of South West Eco Development Limited to be held at Harbour East function room, 28/F., The Park Lane Hong Kong, 310 Gloucester Road, Causeway Bay, Hong Kong on Monday, 28 December 2015 at 10:00 a.m. is set out on pages 6 to 8 of this circular.

A form of proxy for use by the Shareholders at the EGM is enclosed with this circular for despatch to the Shareholders. Whether or not you intend to attend and/or vote at the EGM in person, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return it to the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as practicable but in any event not later than 48 hours before the time for holding the EGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.

2 December 2015

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions have the following meanings:

| | |
|---------------------------|--|
| “Board” | the board of Directors |
| “Change of Company Name” | the proposal to change the Company’s English name from “South West Eco Development Limited” to “C&D International Investment Group Limited” and for the Company to adopt the Chinese name of “建發國際投資集團有限公司” as the dual foreign name of the Company in place of its existing Chinese name “西南環保發展有限公司” |
| “Company” | South West Eco Development Limited (西南環保發展有限公司), a company incorporated in the Cayman Islands with limited liability and the Shares of which are listed on the Main Board of the Stock Exchange |
| “Director(s)” | the director(s) of the Company from time to time |
| “EGM” | the extraordinary general meeting of the Company to be convened to approve, among other matters, the Change of Company Name and the re-election of Director |
| “HK\$” | Hong Kong dollars, the lawful currency of Hong Kong |
| “Hong Kong” | Hong Kong Special Administrative Region of the PRC |
| “Latest Practicable Date” | 30 November 2015, being the latest practicable date prior to the printing of this circular for ascertaining certain information referred to in this circular |
| “PRC” | the People’s Republic of China (for the purpose of this circular, excluding Hong Kong, Macau Special Administrative Region of the PRC and Taiwan) |
| “Share(s)” | ordinary share(s) of HK\$0.10 each in the share capital of the Company |
| “Shareholder(s)” | holder(s) of the Share(s) of the Company |
| “Stock Exchange” | the Stock Exchange of Hong Kong Limited |
| “%” | per cent |

LETTER FROM THE BOARD

SOUTH WEST ECO DEVELOPMENT LIMITED 西南環保發展有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1908)

Executive Directors:

Mr. Zhuang Yuekai (莊躍凱) (*Chairman*)
Mr. Shi Zhen (施震) (*Chief Executive Officer*)
Ms. Zhao Chengmin (趙呈閩) (*Deputy Executive Officer*)

Non-executive Directors:

Ms. Wang Xianrong (王憲榕)
Ms. Wu Xiaomin (吳小敏)
Mr. Huang Wenzhou (黃文洲)

Independent non-executive Directors:

Mr. Wong Chi Wai (黃馳維)
Mr. Wong Tat Yan, Paul (黃達仁)
Mr. Chan Chun Yee (陳振宜)

Registered office:

Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

*Head office and principal place
of business in Hong Kong:*

Office No. 3517, 35th Floor
Wu Chung House
213 Queen's Road East
Wanchai, Hong Kong

2 December 2015

To the Shareholders

Dear Sir or Madam,

PROPOSED CHANGE OF COMPANY NAME RE-ELECTION OF DIRECTOR AND NOTICE OF EXTRAORDINARY GENERAL MEETING

INTRODUCTION

Reference is made to the announcement of the Company dated 25 November 2015 in respect of the proposed Change of Company Name. The purpose of this circular is to provide you with information in respect of the resolution to be proposed at the EGM regarding the Change of Company Name and the re-election of Director, and to give you notice of the EGM.

PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the Company's English name from "South West Eco Development Limited" to "C&D International Investment Group Limited", and adopt the Chinese name of "建發國際投資集團有限公司" as the dual foreign name of the Company in place of its existing Chinese name "西南環保發展有限公司", subject to, among other things, the conditions as set out in the paragraph headed "Conditions" below.

LETTER FROM THE BOARD

CONDITIONS

The proposed Change of Company Name is subject to the following conditions having been satisfied:

1. the passing of a special resolution by the Shareholders to approve the Change of Company Name at the EGM; and
2. the Registrar of Companies of the Cayman Islands approving the Change of the Company Name.

Subject to satisfaction of the above conditions, the Change of Company Name will take effect from the date on which the Registrar of Companies in the Cayman Islands enters the new English and dual foreign name in Chinese of the Company on the register of companies maintained by the Registrar of Companies in the Cayman Islands. The Company will comply with the necessary filing procedures in Hong Kong and the Cayman Islands and make further announcement to inform the public of the effective date of the Change of Company Name and provide details of the change in the stock short name of the Company upon satisfying the above conditions.

REASONS FOR THE CHANGE OF COMPANY NAME

On 10 February 2015, Well Land International Limited, a company indirectly wholly owned by C&D Real Estate Corporation Limited completed a mandatory offer and acquired 75.53% shareholding interests in the Company, and has become the controlling Shareholder. As of the Latest Practicable Date and to the best knowledge and belief of the Directors, after due and careful enquiry, Well Land International Limited owns 58.36% shareholding interests in the Company and remains as the controlling Shareholder. Following the change of controlling Shareholder, the Board considers that the proposed Change of Company Name will more accurately reflect the Company's business, strategy and corporate identity and relationship with the controlling Shareholder. The Board is therefore of the view that the proposed Change of Company Name is in the interests of the Company and its Shareholders as a whole.

EFFECT OF THE CHANGE OF COMPANY NAME

The Change of Company Name will not affect any rights of the Shareholders. All existing share certificates of the Company bearing the existing name of the Company will continue to be good evidence of legal title to the Shares and will remain valid for trading, settlement, registration and delivery purposes. Any new share certificates of the Company issued after the Change of Company Name has become effective will bear the new name of the Company. There will not be any arrangement for free exchange of existing share certificates of the Company for new share certificates bearing the new name of the Company.

Upon the Change of Company Name becoming effective, the Shares will be traded on the Stock Exchange under the new name and the Board intends to change the stock short name of the Company correspondingly.

LETTER FROM THE BOARD

RE-ELECTION OF DIRECTOR

Pursuant to article 109 of the Company's articles of association, Mr. Huang Wenzhou shall hold office until the EGM, and being eligible, will offer himself for re-election at the EGM.

Mr. Huang Wenzhou (黃文洲) ("Mr. Huang"), aged 50, graduated from MBA of Xiamen University (廈門大學) majoring in business administration. He is an accountant.

Mr. Huang has been working in Xiamen C&D Corporation Limited (廈門建發集團有限公司) and C&D Real Estate Corporation Limited (建發房地產集團有限公司) for many years. He currently serves as general manager of Xiamen C&D Corporation Limited (廈門建發集團有限公司) and director of C&D Real Estate Corporation Limited (建發房地產集團有限公司). Mr. Huang also serves as vice-chairman of Xiamen C&D Inc. (廈門建發股份有限公司), a company listed on Shanghai Stock Exchange (stock code: 600153). Xiamen C&D Corporation Limited is the holding company of Xiamen C&D Inc.. Xiamen C&D Inc. is the holding company of C&D Real Estate Corporation Limited. Well Honour International Limited is a wholly owned subsidiary of C&D Real Estate Corporation Limited. Well Land International Limited is a wholly owned subsidiary of Well Honour International Limited. The Company is a controlling subsidiary of Well Land International Limited.

Mr. Huang has entered into a service agreement with the Company for an initial term of three years commencing from 29 April 2015, which is renewable automatically for successive terms of one year commencing from the day immediately after the expiry of the then current term of his appointment, unless terminated in accordance with the terms of the service agreement. Mr. Huang's appointment is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles of Association of the Company.

Mr. Huang will not receive any director's emolument but he may be entitled to such discretionary bonus and/or other benefits as may be determined by and at the sole discretion of the Board (upon the recommendation of the remuneration committee of the Board) from time to time.

Save as disclosed above, Mr. Huang:

- (i) did not hold any other directorship in listed public companies in the last three years before the Latest Practicable Date;
- (ii) does not hold any other positions with the Company or its subsidiaries;
- (iii) is not connected and has no other relationship with any Directors, senior management or substantial or controlling shareholders of the Company; and
- (iv) did not have, directly or indirectly, any interest in any Shares, underlying Shares, or debentures of the Company and/or its associated corporations within the meaning of Part XV of the SFO.

LETTER FROM THE BOARD

Save as disclosed above, there are no other matters that need to be brought to the attention of the Shareholders nor other information required to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules in connection with Mr. Huang's re-election.

EGM

A notice convening the EGM to be held at Harbour East function room, 28/F., The Park Lane Hong Kong, 310 Gloucester Road, Causeway Bay, Hong Kong at 10:00 a.m. on Monday, 28 December 2015 is enclosed in this circular. At the EGM, (i) a special resolution will be put forward to the Shareholders to approve the Change of Company Name and (ii) an ordinary resolution will be proposed to the Shareholders to approve the proposed re-election of Director. According to Rule 13.39 of the Listing Rules, any voting of the Shareholders at the EGM will be taken by way of poll and an announcement on the results of the EGM will be made after the EGM. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, no Shareholders will be required to abstain from voting on the resolution to be approved at the EGM.

A form of proxy for use by the Shareholders at the EGM is enclosed with this circular. Whether or not you intend to attend and vote at the EGM, you are requested to read the notice and to complete and sign the enclosed form of proxy in accordance with the instructions printed thereon and return it to the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as practicable but in any event not later than 48 hours before the time appointed for holding the EGM or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof (as the case may be) should you so wish.

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material aspects and not misleading or deceptive, and there are no other matters, the omission of which would make any statement herein or this circular misleading.

RECOMMENDATION

The Directors are of the opinion that the proposed Change of Company Name and re-election of Director are in the interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend all Shareholders to vote in favour of the resolutions to be proposed in the EGM.

Yours faithfully,
By order of the Board
South West Eco Development Limited
西南環保發展有限公司
Zhuang Yuekai
Chairman and Executive Director

NOTICE OF EXTRAORDINARY GENERAL MEETING

SOUTH WEST ECO DEVELOPMENT LIMITED

西南環保發展有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 1908)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**Meeting**”) of South West Eco Development Limited (the “**Company**”) will be held at Harbour East function room, 28/F., The Park Lane Hong Kong, 310 Gloucester Road, Causeway Bay, Hong Kong on Monday, 28 December 2015 at 10:00 a.m. for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolutions:

ORDINARY RESOLUTION

“**THAT** Mr. Huang Wenzhou be re-elected as a non-executive director of the Company.”

SPECIAL RESOLUTION

“**THAT** subject to and conditional upon the necessary approval of the Registrar of Companies in the Cayman Islands being obtained, the English name of the Company be changed from “South West Eco Development Limited” to “C&D International Investment Group Limited” and the Chinese name of “建發國際投資集團有限公司” be adopted as the dual foreign name of the Company in place of its existing Chinese name “西南環保發展有限公司” with effect from the date of entry of the new English name and dual foreign name on the register maintained by the Registrar of Companies in the Cayman Islands, and that any one director of the Company be and is hereby authorised to do all things and acts and sign all documents as they may consider necessary, desirable or expedient to implement and/or give effect to any matters relating to or in connection with the aforesaid change of Company name.”

Yours faithfully,

By order of the Board

South West Eco Development Limited

西南環保發展有限公司

Zhuang Yuekai

Chairman and Executive Director

Hong Kong, 2 December 2015

NOTICE OF EXTRAORDINARY GENERAL MEETING

Registered office:
Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

*Head office and principal place
of business in Hong Kong:*
Office No. 3517, 35th Floor
Wu Chung House
213 Queen's Road East
Wan Chai, Hong Kong

Notes:

1. A member of the Company entitled to attend and vote at the Meeting is entitled to appoint another person as his proxy to attend and vote in his stead. A member who is the holder of two or more shares (the “**Shares**”) in the Company may appoint more than one proxy to represent him and vote on his behalf at the Meeting. A proxy need not be a member of the Company.
2. In the case of joint holders of Shares, any one of such joint holders may vote, either in person or by proxy, in respect of such Share as if he were solely entitled thereto, but if more than one of such joint holders are present at the Meeting, personally or by proxy, that one of the said persons so present whose name stands first in the register in respect of such Shares shall alone be entitled to vote in respect thereof.
3. In order to be valid, the form of proxy must be in writing under the hand of the appointor or of his attorney duly authorised in writing, or if the appointor is a corporation, either under seal, or under the hand of an officer or attorney duly authorised, and must be deposited with the Hong Kong branch share registrar and transfer office (the “**Branch Share Registrar**”) of the Company, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof) not less than 48 hours before the time fixed for holding of the Meeting (or any adjournment thereof).
4. The register of members of the Company will be closed from Thursday, 24 December 2015 to Monday, 28 December 2015 (both days inclusive), during which period no transfer of the Shares will be effected. In order to qualify for attending the Meeting or any adjournment thereof, all transfers of Shares accompanied by the relevant share certificate(s) must be lodged with the Branch Share Registrar at the above address by no later than 4:30 p.m. on Wednesday, 23 December 2015.
5. Delivery of an instrument appointing a proxy should not preclude a member from attending and voting in person at the Meeting or any adjournment thereof and in such event, the instrument appointing a proxy shall be deemed to be revoked.

NOTICE OF EXTRAORDINARY GENERAL MEETING

As at the date of this notice, the Directors are:

Executive Directors

Mr. Zhuang Yuekai (莊躍凱) (*Chairman*)

Mr. Shi Zhen (施震) (*Chief Executive Officer*)

Ms. Zhao Chengmin (趙呈閩) (*Deputy Executive Officer*)

Non-executive Directors

Ms. Wang Xianrong (王憲榕)

Ms. Wu Xiaomin (吳小敏)

Mr. Huang Wenzhou (黃文洲)

Independent non-executive Directors

Mr. Wong Chi Wai (黃馳維)

Mr. Wong Tat Yan, Paul (黃達仁)

Mr. Chan Chun Yee (陳振宜)

This notice is prepared in both English and Chinese. In the event of inconsistency, the English text of the notice shall prevail over the Chinese text.