

Report of the Auditors



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TO THE UNITHOLDERS OF PROSPERITY REAL ESTATE INVESTMENT TRUST

We have audited the consolidated financial statements of Prosperity Real Estate Investment Trust and its subsidiaries (the "Group") from pages 67 to 89 which have been prepared in accordance with accounting principles generally accepted in Hong Kong.

RESPECTIVE RESPONSIBILITIES OF THE MANAGER AND AUDITORS

The Manager is responsible for the preparation of the consolidated financial statements which give a true and fair view. In preparing consolidated financial statements which give a true and fair view it is fundamental that appropriate accounting policies are selected and applied consistently.

It is our responsibility to form an independent opinion, based on our audit, on those financial statements and to report our opinion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

BASIS OF OPINION

We conducted our audit in accordance with Hong Kong Standards on Auditing issued by the Hong Kong Institute of Certified Public Accountants. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgements made by the manager in the preparation of the financial statements, and of whether the accounting policies are appropriate to the circumstances of the Group, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance as to whether the consolidated financial statements are free from material misstatement. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the consolidated financial statements. We believe that our audit provides a reasonable basis for our opinion.

OPINION

In our opinion the consolidated financial statements give a true and fair view of the disposition of the assets and liabilities of the Group as at 31 December 2005 and of its financial transactions for the period from 16 December 2005 (date of listing) to 31 December 2005 and have been properly prepared in accordance with the relevant provisions of the trust deed and the Code on Real Estate Investment Trusts.

Deloitte Touche Tohmatsu
Certified Public Accountants

Hong Kong, 16 March 2006