



瑞安房地產  
SHUI ON LAND

**Shui On Land Limited**  
**瑞安房地產有限公司**

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 272)

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the extraordinary general meeting of Shui On Land Limited (the "Company") will be held at Room 103, 1st Floor, Shui On Centre, 6-8 Harbour Road, Wan Chai, Hong Kong on 20 June 2007 at 2:00 p.m. for the purpose of considering and, if thought fit, passing, with or without amendments, the following resolution as an ordinary resolution of the Company:-

**ORDINARY RESOLUTION**

**"THAT**

- (a) the Transaction Agreements (as defined in the circular to shareholders of the Company dated 4 June 2007 and copies of which have been produced to this meeting marked "A" and signed by the chairman of this meeting for the purpose of identification), and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and
- (b) the director(s) of the Company ("Director(s)") be and are hereby authorised to do all such further acts and things and execute such further documents and take all steps which in their opinion may be necessary, desirable or expedient to implement and/or give effect to the Transaction Agreements, all other transactions of the Company which arise following completion of the Transaction Agreements and all other transactions contemplated thereunder with any changes as such Director(s) may consider necessary, desirable or expedient."

By Order of the Board  
**Shui On Land Limited**  
**Vincent H. S. Lo**  
*Chairman*

Hong Kong, 4 June 2007

*Notes:*

1. Any Shareholder 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 Shareholder who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf.
2. To be valid, a proxy form and the power of attorney or other authority, if any, under which it is signed, or a certified copy of such power of attorney or authority, must be lodged with the Company Secretary at the Company's place of business in Hong Kong at 34/F, Shui On Centre, 6-8 Harbour Road, Wan Chai, Hong Kong not less than 48 hours before the time fixed for holding the meeting or any adjournment thereof (as the case may be).

*As at the date of this notice, the executive directors of the Company are Mr. Vincent H. S. Lo (Chairman and Chief Executive Officer) and Mr. William T. Addison; the non-executive director of the Company is The Honourable Chun Ying Leung; and the independent non-executive directors of the Company are Sir John R. H. Bond, Dr. Edgar W. K. Cheng, Dr. William K. L. Fung, Professor Gary C. Biddle, Dr. Roger L. McCarthy and Mr. David J. Shaw.*

*\* for identification purposes only*

Member of Shui On Group