



Shui On Land Limited  
瑞安房地產有限公司\*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 272)

**MEMORANDUM OF UNDERSTANDING  
FOR THE PROPOSED DEVELOPMENT IN DALI**

This announcement is made pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

The board of the directors (the “Board”) of Shui On Land Limited (the “Company”) wishes to announce that on 22 November 2007, Shui On Development (Holding) Limited (“Party B”), a wholly owned subsidiary of the Company, has entered into a memorandum of understanding (the “MOU”) with 雲南省大理市人民政府 (Dali Municipal Government, Yunnan Province) (“Party A”) for the proposed development of the land situated at 大理市海東新區北片區 (North Area, Hai Dong New District, Dali) (the “Proposed Development”).

**Shareholders of the Company and potential investors should note that the MOU is non-legally binding and the Proposed Development will be subject to a number of conditions. As such, the Proposed Development may or may not proceed. If the Proposed Development is materialised, it may constitute a notifiable transaction on the part of the Company. Shareholders of the Company and potential investors should therefore exercise caution when dealing in the securities of the Company. Further announcement in respect of the Proposed Development will be made by the Company in compliance with the Listing Rules as and when appropriate.**

This announcement is made pursuant to Rule 13.09 of the Listing Rules.

The Board wishes to announce that on 22 November 2007, Party B, a wholly owned subsidiary of the Company, has entered into the MOU with Party A for the proposed development of the plots of land situated at 大理市海東新區北片區 (North Area, Hai Dong New District, Dali).

**Shareholders of the Company and potential investors should note that the MOU is non-legally binding and the Proposed Development will be subject to a number of conditions. As such, the Proposed Development may or may not proceed. If the Proposed Development is materialised, it may constitute a notifiable transaction on the part of the Company. Shareholders of the Company and potential investors should therefore exercise caution when dealing in the securities of the Company. Further announcement in respect of the Proposed Development will be made by the Company in compliance with the Listing Rules as and when appropriate.**

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

Hong Kong, 22 November 2007

*At the date of this announcement, 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 LEUNG Chun Ying; 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*