



## Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/01/2018

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer SHUI ON LAND LIMITED

Date Submitted 05/02/2018

### I. Movements in Authorised Share Capital

#### 1. Ordinary Shares

(1) Stock code : 00272 Description : Shui On Land

|                                     | No. of ordinary<br>shares | Par value<br>(USD) | Authorised share<br>capital<br>(USD) |
|-------------------------------------|---------------------------|--------------------|--------------------------------------|
| Balance at close of preceding month | <u>12,000,000,000</u>     | <u>0.0025</u>      | <u>30,000,000</u>                    |
| Increase/(decrease)                 | <u>0</u>                  |                    | <u>0</u>                             |
| Balance at close of the month       | <u>12,000,000,000</u>     | <u>0.0025</u>      | <u>30,000,000</u>                    |

(2) Stock code : N/A Description : \_\_\_\_\_

|                                     | No. of ordinary<br>shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
|-------------------------------------|---------------------------|----------------------------------|---|
| Balance at close of preceding month | _____                     | _____                            | _____   |
| Increase/(decrease)                 | _____                     |                                  | _____   |
| Balance at close of the month       | _____                     | _____                            | _____   |

## 2. Preference Shares

|                                     |                             |  |  |
|-------------------------------------|-----------------------------|--|--|
| Stock code :                        | <u>N/A</u>                  | Description :                              | _____  |
|                                     | No. of preference<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month | _____                       | _____                                      | _____  |
| Increase/(decrease)                 | _____                       |  | _____  |
| Balance at close of the month       | _____                       | _____                                      | _____  |

## 3. Other Classes of Shares

|                                     |                                   |  |  |
|-------------------------------------|-----------------------------------|--|--|
| Stock code :                        | <u>N/A</u>                        | Description :                              | _____  |
|                                     | No. of other<br>classes of shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month | _____                             | _____                                      | _____  |
| Increase/(decrease)                 | _____                             |  | _____  |
| Balance at close of the month       | _____                             | _____                                      | _____  |

Total authorised share capital at the end of the month (*USD*) : **30,000,000**

## II. Movements in Issued Share Capital

|  | No. of ordinary shares<br>(1) | (2) | No of preference<br>shares | No. of other classes<br>of shares |
|--|-------------------------------|-----|----------------------------|-----------------------------------|
| Balance at close of<br>preceding month   | <u>8,061,304,524</u>          | N/A | N/A                        | N/A                               |
| Increase/ (decrease)<br>during the month | <u>571,000</u>                | N/A | N/A                        | N/A                               |
| Balance at close of the<br>month         | <u>8,061,875,524</u>          | N/A | N/A                        | N/A                               |

## III. Details of Movements in Issued Share Capital

### Share Options (under Share Option Schemes of the Issuer)

| Particulars of share<br>option scheme<br>including EGM<br>approval date<br>(dd/mm/yyyy) and<br>class of shares<br>issuable | Movement during the month |                |           |          | No. of new shares of<br>issuer issued during<br>the month pursuant<br>thereto | No. of new shares of<br>issuer which may be<br>issued pursuant<br>thereto as at close of<br>the month |
|--|---------------------------|----------------|-----------|----------|---|---|
|  | Granted                   | Exercised      | Cancelled | Lapsed   |   |   |
| <b>1. Share</b>  |                           |                |           |          |   |   |
| <b>Option Scheme</b>   |                           |                |           |          |   |   |
| <b>adopted at the</b>  |                           |                |           |          |   |   |
| <b>EGM</b>   |                           |                |           |          |   |   |
| <b>(08/06/2007 )</b>   |                           |                |           |          |   |   |
| <b>Ordinary shares</b>   | <u>0</u>                  | <u>571,000</u> | <u>0</u>  | <u>0</u> | <u>571,000</u>  | <u>28,475,037</u>   |
| (Note 1)   |                           |                |           |          |   |   |
| 2.   |                           |                |           |          |   |   |
|  |                           |                |           |          |   |   |
|  |                           |                |           |          |   |   |
| ( / / )  |                           |                |           |          |   |   |
| shares   |                           |                |           |          |   |   |
| (Note 1)   |                           |                |           |          |   |   |
| 3.   |                           |                |           |          |   |   |
|  |                           |                |           |          |   |   |
|  |                           |                |           |          |   |   |
| ( / / )  |                           |                |           |          |   |   |
| shares   |                           |                |           |          |   |   |
| (Note 1)   |                           |                |           |          |   |   |
| Total A. (Ordinary shares)   |                           |                |           |          | <u>571,000</u>  |   |
| (Preference shares)  |                           |                |           |          | <u>N/A</u>  |   |
| (Other class)  |                           |                |           |          | <u>N/A</u>  |   |
| Total funds raised during the month from exercise of<br>options (HK\$)   |                           |                |           |          |   | <u>1,177,485.60</u>   |

## Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants<br>(Date of expiry - dd/mm/yyyy) |  |  |  |  | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|--|--|--|--|--|--|--|
| Currency of nominal value                                |  |  |  |  | Nominal value at close of the month  | Exercised during the month   |
| 1. N/A   |  |  |  |  |  |  |
| (   /   /   )  |  |  |  |  |  |  |
| Stock code (if listed)                                   |  |  |  |  |  |  |
| Class of shares issuable ( <i>Note 1</i> )               |  |  |  |  |  |  |
| Subscription price                                       |  |  |  |  |  |  |
| EGM approval date (if applicable) (dd/mm/yyyy)           |  |  |  |  | (   /   /   )  |  |
| 2.   |  |  |  |  |  |  |
| (   /   /   )  |  |  |  |  |  |  |
| Stock code (if listed)                                   |  |  |  |  |  |  |
| Class of shares issuable ( <i>Note 1</i> )               |  |  |  |  |  |  |
| Subscription price                                       |  |  |  |  |  |  |
| EGM approval date (if applicable) (dd/mm/yyyy)           |  |  |  |  | (   /   /   )  |  |
| 3.   |  |  |  |  |  |  |
| (   /   /   )  |  |  |  |  |  |  |
| Stock code (if listed)                                   |  |  |  |  |  |  |
| Class of shares issuable ( <i>Note 1</i> )               |  |  |  |  |  |  |
| Subscription price                                       |  |  |  |  |  |  |
| EGM approval date (if applicable) (dd/mm/yyyy)           |  |  |  |  | (   /   /   )  |  |
| 4.   |  |  |  |  |  |  |
| (   /   /   )  |  |  |  |  |  |  |
| Stock code (if listed)                                   |  |  |  |  |  |  |
| Class of shares issuable ( <i>Note 1</i> )               |  |  |  |  |  |  |
| Subscription price                                       |  |  |  |  |  |  |
| EGM approval date (if applicable) (dd/mm/yyyy)           |  |  |  |  | (   /   /   )  |  |
| Total B.   |  |  |  |  | (Ordinary shares)  | N/A  |
|  |  |  |  |  | (Preference shares)  | N/A  |
|  |  |  |  |  | (Other class)  | N/A  |

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

| Class and description   | Currency of amount outstanding | Amount at close of preceding month | Converted during the month | Amount at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---|--------------------------------|------------------------------------|----------------------------|------------------------------|--|---|
| 1. USD225,000,000 7.50%<br>Senior Convertible<br>Perpetual Capital Securities | USD                            | 225,000,000                        | 0                          | 225,000,000                  | 0  | 597,390,410   |
| Stock code (if listed)  | N/A                            |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )                                    | Ordinary shares                |                                    |                            |                              |  |   |
| Subscription price  | HK\$2.92 per share             |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy)                                | ( N/A )                        |                                    |                            |                              |  |   |
| 2.  |                                |                                    |                            |                              |  |   |
|   |                                |                                    |                            |                              |  |   |
|   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)  |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )                                    |                                |                                    |                            |                              |  |   |
| Subscription price  |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy)                                | ( )                            |                                    |                            |                              |  |   |
| 3.  |                                |                                    |                            |                              |  |   |
|   |                                |                                    |                            |                              |  |   |
|   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)  |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )                                    |                                |                                    |                            |                              |  |   |
| Subscription price  |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy)                                | ( / / )                        |                                    |                            |                              |  |   |
| 4.  |                                |                                    |                            |                              |  |   |
|   |                                |                                    |                            |                              |  |   |
|   |                                |                                    |                            |                              |  |   |
| Stock code (if listed)  |                                |                                    |                            |                              |  |   |
| Class of shares issuable ( <i>Note 1</i> )                                    |                                |                                    |                            |                              |  |   |
| Subscription price  |                                |                                    |                            |                              |  |   |
| EGM approval date (if applicable) (dd/mm/yyyy)                                | ( / / )                        |                                    |                            |                              |  |   |
| Total C. (Ordinary shares)  |                                |                                    |                            |                              | N/A  |   |
| (Preference shares)   |                                |                                    |                            |                              | N/A  |   |
| (Other class)   |                                |                                    |                            |                              | N/A  |   |

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---|--|---|
| 1. <u>N/A</u><br><br><br><br><div>( / / )</div> shares ( <i>Note 1</i> )                                |  |   |
| 2.<br><br><br><br><div>( / / )</div> shares ( <i>Note 1</i> )   |  |   |
| 3.<br><br><br><br><div>( / / )</div> shares ( <i>Note 1</i> )   |  |   |
| Total D. (Ordinary shares)<br>(Preference shares)<br>(Other class)                                      | <u>N/A</u><br><u>N/A</u><br><u>N/A</u>                               |   |

## Other Movements in Issued Share Capital

| Type of Issue   |                                 |  |   | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|-----------------|---------------------------------|--|---|--|---|
| 1. Rights issue | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) | ( / / )  |   |
|                 |                                 |  | EGM approval date: (dd/mm/yyyy)         | ( / / )  |   |
|                 |                                 |  |   | <u>N/A</u>   |   |
| 2. Open offer   | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) | ( / / )  |   |
|                 |                                 |  | EGM approval date: (dd/mm/yyyy)         | ( / / )  |   |
|                 |                                 |  |   | <u>N/A</u>   |   |
| 3. Placing      | At price : State currency _____ | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) | ( / / )  |   |
|                 |                                 |  | EGM approval date: (dd/mm/yyyy)         | ( / / )  |   |
|                 |                                 |  |   | <u>N/A</u>   |   |
| 4. Bonus issue  |                                 | Class of shares issuable _____<br>(Note 1) | Issue and allotment date : (dd/mm/yyyy) | ( / / )  |   |
|                 |                                 |  | EGM approval date: (dd/mm/yyyy)         | ( / / )  |   |
|                 |                                 |  |   | <u>N/A</u>   |   |

| Type of Issue |                         |                              |  | No. of new<br>shares of issuer<br>issued during the<br>month pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|---------------|-------------------------|------------------------------|--|--|---|
| 5.            | Scrip dividend          | At price : HK\$              | <div>Class of shares issuable (Note 1)</div> <div>Issue and allotment date : (dd/mm/yyyy)</div> <div>AGM approval date: (dd/mm/yyyy)</div> | <div>( / / )</div> <div>( / / )</div>  |   |
| 6.            | Repurchase of<br>shares |                              | <div>Class of shares repurchased (Note 1)</div> <div>Cancellation date : (dd/mm/yyyy)</div> <div>EGM approval date: (dd/mm/yyyy)</div>     | <div>( / / )</div> <div>( / / )</div>  | <u>N/A</u>  |
| 7.            | Redemption of<br>shares |                              | <div>Class of shares redeemed (Note 1)</div> <div>Redemption date : (dd/mm/yyyy)</div> <div>EGM approval date: (dd/mm/yyyy)</div>          | <div>( / / )</div> <div>( / / )</div>  | <u>N/A</u>  |
| 8.            | Consideration issue     | At price : State<br>currency | <div>Class of shares issuable (Note 1)</div> <div>Issue and allotment date : (dd/mm/yyyy)</div> <div>EGM approval date: (dd/mm/yyyy)</div> | <div>( / / )</div> <div>( / / )</div>  | <u>N/A</u>  |



|                               |  |  |  | No. of new<br>shares of issuer<br>issued during the<br>month pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|-------------------------------|--|--|--|--|---|
| Type of Issue                 |  |  |  |  |   |
| 9. Capital<br>reorganisation  | Class of shares issuable _____<br>(Note 1) |  |  |  |   |
|                               | Issue and allotment<br>date : (dd/mm/yyyy) |  |  | ( / / )  |   |
|                               | EGM approval date:<br>(dd/mm/yyyy)         |  |  | ( / / )  |   |
|                               |  |  |  | <u>N/A</u>   |   |
| 10. Other<br>(Please specify) | At price : State<br>currency _____         | Class of shares issuable _____<br>(Note 1) |  |  |   |
|                               |  | Issue and allotment<br>date : (dd/mm/yyyy) |  |  | ( / / )   |
|                               |  | EGM approval date:<br>(dd/mm/yyyy)         |  |  | ( / / )   |
|                               |  |  |  | <u>N/A</u>   |   |
| Total E.                      |  |  |  | (Ordinary shares)  | <u>N/A</u>  |
|                               |  |  |  | (Preference shares)  | <u>N/A</u>  |
|                               |  |  |  | (Other class)  | <u>N/A</u>  |

|  |     |                |
|--|-----|----------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                          | (1) | <u>571,000</u> |
|  | (2) | <u>N/A</u>     |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                        |     | <u>N/A</u>     |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                  |     | <u>N/A</u>     |
| (These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").) |     |                |

Remarks (if any):

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Submitted by: UY KIM LUN

Title: Company Secretary  
(Director, Secretary or other duly authorised officer)

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*Notes :*

1. *State the class of shares (e.g. ordinary, preference or other).*
2. *If there is insufficient space, please append the prescribed continuation sheet.*