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COASTAL 沿海
COASTAL GREENLAND LIMITED
沿海綠色家園有限公司*

(incorporated in Bermuda with limited liability)

(Stock Code: 01124)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (the “**SGM**”) of Coastal Greenland Limited (the “**Company**”) will be held at Suite 1712-16, 17th Floor, China Merchants Tower, Shun Tak Centre, 200 Connaught Road Central, Hong Kong on 19 November 2012 at 10:00 a.m. to consider and, if thought fit, pass with or without modification, the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

1. “**THAT:**

- (a) the conditional sale and purchase agreement dated 16 October 2012 (the “**Acquisition Agreement**”) (copy of which, signed by the Chairman of the meeting for the purposes of identification, has been produced to the meeting marked “A”) entered into between Shenzhen Coastal Property Investment Limited and Shum Yip Investment (Shenzhen) Co., Ltd. in relation to, among others, the acquisition of 30% equity interest of 惠州深業南方地產有限公司 (for identification purposes only, Huizhou Shum Yip Southern Land Company Limited) (“**Huizhou Target Company**”) and the shareholder’s loan in the principal amount of RMB194,830,900 (equivalent to approximately HK\$237,599,000) due by Huizhou Target Company to Shum Yip Investment (Shenzhen) Co., Ltd. and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and
- (b) any one or more of the directors of the Company (the “**Directors**”) be and is/are hereby authorised to take all steps necessary or expedient in his/their opinion to implement and/or give effect to the Acquisition Agreement and the transactions contemplated thereunder.”

2. “**THAT:**

- (a) the conditional sale and purchase agreement dated 16 October 2012 (the “**Disposal Agreement**”) (copy of which, signed by the Chairman of the meeting for the purposes of identification, has been produced to the meeting marked “B”) entered into between Suzhou Gaotong Information Services and Consultation Ltd., Coastal Realty Investment (China) Limited and Shum Yip

* For identification purpose only

Land Co., Ltd. in relation to, among others, the acquisition of the entire equity interest of 蘇州新發展投資有限公司 (for identification purposes only, Suzhou New Development Investment Co., Ltd.) (“**Suzhou Target Company**”) and the entire shareholder’s loan due by the Suzhou Target Company to Coastal Realty Investment (China) Limited in the principal amount of RMB392,068,100 (equivalent to approximately HK\$478,132,000) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and

- (b) any one or more of the Directors be and is/are hereby authorised to take all steps necessary or expedient in his/their opinion to implement and/or give effect to the Disposal Agreement and the transactions contemplated thereunder.”

By order of the Board
Coastal Greenland Limited
Chan Boon Teong
Chairman

Hong Kong, 2 November 2012

Registered office:
26 Burnaby Street
Hamilton HM 11
Bermuda

*Head office and principal place of
business in Hong Kong:*
Suite 1712-16, 17th Floor
China Merchants Tower
Shun Tak Centre
200 Connaught Road Central
Hong Kong

Notes:

1. A member entitled to attend and vote at the SGM is entitled to appoint one or more proxy or proxies to attend and, subject to the provisions of the bye-laws of the Company, to vote on his behalf. A proxy need not be a member of the Company but must be present in person at the SGM to represent the member. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
2. A form of proxy for use at the SGM is enclosed with this circular. In order to be valid, the form of proxy must be duly completed and signed in accordance with the instructions printed thereon and deposited together with a power of attorney or other authority, if any, under which it is signed, or a certified copy of such power or authority, at the Company’s branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the holding of the SGM or any adjournment thereof. Completion and return of a form of proxy will not preclude a member from attending in person and voting at the SGM or any adjournment thereof, should he so wish.
3. In the case of joint holders of shares of the Company, any one of such holders may vote at the SGM, either personally or by proxy, in respect of such shares as if he was solely entitled thereto, but if more than one of such joint holders are present at the SGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such shares shall alone be entitled to vote in respect thereof.

As at the date of this notice, the board of directors of the Company comprises Mr. Chan Boon Teong, Mr. Jiang Ming, Mr. Tao Lin, Mr. Cheng Wing Bor, Mr. Lin Chen Hsin, Mr. Cai Shaobin, Mr. Zheng Hong Qing and Mr. Wang Jun as executive directors, Mr. Lu Jiqiang and Mr. Dai Jingming as non-executive directors and Mr. Tang Lap Yan, Mr. Law Kin Ho and Mr. Wong Kai Cheong as independent non-executive directors.