

1 April 2012

**Hopson Development Holdings Limited**  
(the "Company")

**MECHANISMS AVAILABLE FOR SHAREHOLDERS TO PROPOSE  
A PERSON FOR ELECTION AS A DIRECTOR OF THE COMPANY  
("Director")**

Pursuant to Bye-law 58 of the Bye-laws of the Company, shareholder(s) of the Company holding at the date of deposit of the requisition not less than one-tenth of the paid-up capital of the Company carrying the right of voting at general meetings of the Company (the "**Requisitionist(s)**") may, by written requisition to the board of directors (the "**Board**") or the company secretary of the Company (the "**Requisition**"), request the Board to convene a special general meeting ("**SGM**") for the purpose of appointing a Director. The Requisition proposing to nominate a person for election as a Director at such SGM together with a notice signed by the person to be proposed of his/her willingness to be elected shall be deposited at the registered office of the Company (Clarendon House, 2 Church Street, Hamilton HM11, Bermuda) or at the head office of the Company in Hong Kong (Suites 3305-09, 33rd Floor, Jardine House, 1 Connaught Place, Central, Hong Kong). The SGM shall be held within two months after the deposit of the Requisition. In the event that the Board fails to convene the SGM within twenty-one days of the deposit of the Requisition, the Requisitionist(s) may do so in accordance with the provisions of Section 74(3) of the Companies Act 1981 of Bermuda.

Alternatively, pursuant to Bye-law 88 of the Bye-laws of the Company, in the event that a general meeting is to be held for the purpose of electing a Director, if a shareholder of the Company (other than the person to be proposed as a Director) who is qualified to attend and vote at that general meeting for which such notice is given wishes to propose a person other than a retiring Director for election as a Director at that general meeting, he/she can during a period of not less than seven days commencing no earlier than the day after the dispatch of the notice of the general meeting appointed for such election and ending no later than seven days prior to the date appointed for the general meeting deposit a signed written notice (the "**Written Notice**") of his/her intention to propose such person as a Director together with a notice signed by the person to be proposed of his/her willingness to be elected at the registered office of the Company (Clarendon House, 2 Church Street, Hamilton HM11, Bermuda) or at the head office of the Company in Hong Kong (Suites 3305-09, 33rd Floor, Jardine House, 1 Connaught Place, Central, Hong Kong).

In order for the Company to inform its shareholders of the proposed nomination for election, the Requisition and the Written Notice must state the full name of the person proposed for election as a Director, including the person's biographical details as required by rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.