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Shui On Land Limited
瑞安房地產有限公司*

(Incorporated in the Cayman Islands with limited liability)
(Stock code: 272)

ANNOUNCEMENT
REVISED PROXY FORM FOR USE AT THE EGM

Reference is made to the circular (the “**Circular**”) and the notice of extraordinary general meeting of the Company (the “**EGM Notice**”) both dated 30 September 2014 and the proxy form to be used for the extraordinary general meeting referenced in the EGM Notice (the “**Previous Proxy Form**”). Unless otherwise stated, capitalized terms used herein shall bear the same meanings as defined in the Circular and the EGM Notice.

The Company wishes to emphasize that the ordinary resolutions numbered (a), (b) and (c) as set out in the EGM Notice are separate resolutions and each of them should be voted on individually. This approach is consistent with the Company’s continuous commitment to enhance its corporate governance practices as appropriate to the conduct and growth of its business. In order to facilitate the Shareholders to vote on the ordinary resolutions numbered (a), (b) and (c) as set out in the EGM Notice as separate resolutions individually, the Company has revised the proxy form to modify its format. The revised proxy form (the “**Revised Proxy Form**”) will be dispatched to the Shareholders, and published on the websites of Hong Kong Exchanges and Clearing Limited and the Company, on 13 October 2014.

The format modification as reflected in the Revised Proxy Form does not affect the information contained in the Circular and the EGM Notice, which remain unchanged. The date, time and venue for holding the extraordinary general meeting referenced in the EGM Notice also remain unchanged.

** For identification purposes only*

Shareholders should note that the Revised Proxy Form supersedes and replaces the Previous Proxy Form and that the Previous Proxy Form is void and invalid. SHAREHOLDERS WHO HAVE SIGNED AND RETURNED THE PREVIOUS PROXY FORM SHOULD COMPLETE AND RETURN THE REVISED PROXY FORM IN ACCORDANCE WITH THE INSTRUCTIONS PROVIDED THEREIN.

To be valid, the Revised Proxy Form together with the power of attorney or other authority (if any) under which it is signed, or a certified copy thereof, must be lodged 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).

By Order of the Board
Shui On Land Limited
UY Kim Lun
Company Secretary

Hong Kong, 13 October 2014

At the date of this announcement, the executive directors of the Company are Mr. Vincent H. S. LO (Chairman), Mr. Daniel Y. K. WAN and Mr. Philip K. T. WONG; the non-executive director of the Company is Mr. Frankie Y. L. WONG; and the independent non-executive directors of the Company are Sir John R. H. BOND, Dr. William K. L. FUNG, Professor Gary C. BIDDLE, Dr. Roger L. McCARTHY and Mr. David J. SHAW.