



香港交易所

**Monthly Return of Equity Issuer on Movements in Securities****For the month ended (dd/mm/yyyy) :** 30/11/2014

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Sun Hung Kai Properties LimitedDate Submitted 2 December 2014**I. Movements in Authorised Share Capital****1. Ordinary Shares**(1) Stock code : 00016 Description : Ordinary Shares

|                                     | No. of ordinary<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 | <u>N/A</u>                | <u>N/A</u>                                 | <u>N/A</u>   |
| Increase/(decrease)                 | <u>N/A</u>                |  | <u>N/A</u>   |
| Balance at close of the month       | <u>N/A</u>                | <u>N/A</u>                                 | <u>N/A</u>   |

(2) Stock code : \_\_\_\_\_ Description : \_\_\_\_\_

|                                     | No. of ordinary<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 | <u>                    </u> | <u>                    </u>                | <u>                    </u>                              |
| Increase/(decrease)                 | <u>                    </u> |  | <u>                    </u>                              |
| Balance at close of the month       | <u>                    </u> | <u>                    </u>                | <u>                    </u>                              |

## 2. Preference Shares

|                                     |                          |  |   |
|-------------------------------------|--------------------------|--|---|
| Stock code :                        | Description :            |  |   |
|                                     | No. of preference shares | Par value<br>( <i>State currency</i> ) | Authorised share 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 :                        | Description :                  |  |   |
|                                     | No. of other classes of shares | Par value<br>( <i>State currency</i> ) | Authorised share 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 (*State currency*) :

**N/A**

\_\_\_\_\_

II. Movements in Issued ~~Share Capital~~ Shares

|  | 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   | 2,729,684,762                 |     |                            |                                   |
| Increase/ (decrease)<br>during the month | 93,295,235                    |     |                            |                                   |
| Balance at close of the<br>month         | 2,822,979,997                 |     |                            |                                   |

III. Details of Movements in Issued ~~Share Capital~~ Shares

## 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 thereto<br>as at close of the month |
|--|---------------------------|-----------|-----------|--------|---|--|
|  | Granted                   | Exercised | Cancelled | Lapsed |   |  |
| 1. Share Option<br>Scheme adopted<br>on 05/12/2002<br>Exercise Price:<br>HK\$111.40  |                           |           |           |        |   |  |
| Ordinary shares<br>(Note 1)  | 0                         | (24,000)  | 0         | 0      | 24,000  | 3,656,000<br>(all are vested)  |
| 2. Share Option<br>Scheme adopted<br>on 05/12/2002<br>Exercise Price:<br>HK\$116.90  |                           |           |           |        |   |  |
| Ordinary shares<br>(Note 1)  | 0                         | 0         | 0         | 0      | 0   | 1,734,000<br>(all are vested)  |
| 3. Share Option<br>Scheme adopted<br>on 05/12/2002<br>Exercise Price:<br>HK\$96.15   |                           |           |           |        |   |  |
| Ordinary shares<br>(Note 1)  | 0                         | (7,000)   | 0         | 0      | 7,000   | 1,135,000<br>(655,000 share options<br>are vested)   |

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable | Movement during 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 |
|--|---------------------------|-----------|-----------|--------|--|---|
|  | Granted                   | Exercised | Cancelled | Lapsed |  |   |
| 4. Share Option  |                           |           |           |        |  |   |
| Scheme adopted on 15/11/2012   |                           |           |           |        |  |   |
| Exercise Price: HK\$102.30   |                           |           |           |        |  |   |
| Ordinary shares (Note 1)   | 0                         | 0         | 0         | 0      | 0  | 1,037,000<br>(297,800 share options are vested)   |
| 5. Share Option  |                           |           |           |        |  |   |
| Scheme adopted on 15/11/2012   |                           |           |           |        |  |   |
| Exercise Price: HK\$106.80   |                           |           |           |        |  |   |
| Ordinary shares (Note 1)   | 0                         | 0         | 0         | 0      | 0  | 1,106,000<br>(none is vested)   |
|  |                           |           |           |        |  |   |
|  |                           |           |           |        |  |   |
|  |                           |           |           |        |  |   |
|  |                           |           |           |        |  |   |
|  |                           |           |           |        |  |   |
|  |                           |           |           |        |  |   |
| (Note 1)   |                           |           |           |        |  |   |
| Total A. (Ordinary shares)   |                           |           |           |        | 31,000   |   |
| (Preference shares)  |                           |           |           |        | N/A  |   |
| (Other class)  |                           |           |           |        | N/A  |   |
| Total funds raised during the month from exercise of options (State currency)                            |                           |           |           |        | HK\$3,346,650  |   |

## 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  |  |
| Nominal value at close of preceding month                |  |  |  |  | Exercised during the month   |  |
| 1. Warrants  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |
|  |  |  |  |  | N/A  | N/A  |
| (22/04/2016)   |  |  |  |  | N/A  | N/A  |
| Stock code (if listed) 1441                              |  |  |  |  |  |  |
| Class of shares issuable (Note 1) Ordinary shares        |  |  |  |  |  |  |
| Subscription price HK\$98.60                             |  |  |  |  |  |  |
| EGM approval date (if applicable) (dd/mm/yyyy)           |  |  |  |  |  |  |
| ( / / )  |  |  |  |  |  |  |
| 2.   |  |  |  |  |  |  |
|  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |
| ( / / )  |  |  |  |  |  |  |
| Stock code (if listed)                                   |  |  |  |  |  |  |
| Class of shares issuable (Note 1)                        |  |  |  |  |  |  |
| Subscription price                                       |  |  |  |  |  |  |
| EGM approval date (if applicable) (dd/mm/yyyy)           |  |  |  |  |  |  |
| ( / / )  |  |  |  |  |  |  |
| 3.   |  |  |  |  |  |  |
|  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |
| ( / / )  |  |  |  |  |  |  |
| Stock code (if listed)                                   |  |  |  |  |  |  |
| Class of shares issuable (Note 1)                        |  |  |  |  |  |  |
| Subscription price                                       |  |  |  |  |  |  |
| EGM approval date (if applicable) (dd/mm/yyyy)           |  |  |  |  |  |  |
| ( / / )  |  |  |  |  |  |  |
| 4.   |  |  |  |  |  |  |
|  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |
| ( / / )  |  |  |  |  |  |  |
| Stock code (if listed)                                   |  |  |  |  |  |  |
| Class of shares issuable (Note 1)                        |  |  |  |  |  |  |
| Subscription price                                       |  |  |  |  |  |  |
| EGM approval date (if applicable) (dd/mm/yyyy)           |  |  |  |  |  |  |
| ( / / )  |  |  |  |  |  |  |
| Total B.   |  |  |  |  | (Ordinary shares)  | 93,264,235   |
|  |  |  |  |  | (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.   |                                |                                    |                            |                              |  |   |
| 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 C. (Ordinary shares)   |  |   |
|  |                                |                                    |                            | (Preference shares)          |  |   |
|  |                                |                                    |                            | (Other class)                |  |   |

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. _____<br>_____<br>_____<br>_____ ( / / )<br>_____ shares ( <i>Note 1</i> )                           |  |   |
| 2. _____<br>_____<br>_____<br>_____ ( / / )<br>_____ shares ( <i>Note 1</i> )                           |  |   |
| 3. _____<br>_____<br>_____<br>_____ ( / / )<br>_____ shares ( <i>Note 1</i> )                           |  |   |
| <div>Total D. (Ordinary shares)</div> <div>(Preference shares)</div> <div>(Other class)</div>           |  |   |

## Other Movements in Issued Share Capital Shares

|               |              |                              |  | 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<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|---------------|--------------|------------------------------|--|--|---|
| Type of Issue |              |                              |  |  |   |
| 1.            | Rights issue | At price : State<br>currency | Class of shares issuable _____<br>(Note 1)<br>Issue and allotment<br>date : (dd/mm/yyyy)<br><br>EGM approval date:<br>(dd/mm/yyyy) | ( / / )<br><br>( / / )   | <br><br>  |
| 2.            | Open offer   | At price : State<br>currency | Class of shares issuable _____<br>(Note 1)<br>Issue and allotment<br>date : (dd/mm/yyyy)<br><br>EGM approval date:<br>(dd/mm/yyyy) | ( / / )<br><br>( / / )   | <br><br>  |
| 3.            | Placing      | At price : State<br>currency | Class of shares issuable _____<br>(Note 1)<br>Issue and allotment<br>date : (dd/mm/yyyy)<br><br>EGM approval date:<br>(dd/mm/yyyy) | ( / / )<br><br>( / / )   | <br><br>  |
| 4.            | Bonus issue  |                              | Class of shares issuable _____<br>(Note 1)<br>Issue and allotment<br>date : (dd/mm/yyyy)<br><br>EGM approval date:<br>(dd/mm/yyyy) | ( / / )<br><br>( / / )   | <br><br>  |



|               |                         |                              |   | 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<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|---------------|-------------------------|------------------------------|---|--|---|
| Type of Issue |                         |                              |   |  |   |
| 5.            | Scrip dividend          | At price : State<br>currency | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment<br>date : (dd/mm/yyyy)<br>EGM approval date:<br>(dd/mm/yyyy) | ( / / )<br><br>( / / )   | <br><br>  |
| 6.            | Repurchase of<br>shares |                              | Class of shares<br>repurchased <i>(Note 1)</i><br>Cancellation date :<br>(dd/mm/yyyy)<br>EGM approval date:<br>(dd/mm/yyyy)           | ( / / )<br><br>( / / )   | <br><br>  |
| 7.            | Redemption of<br>shares |                              | Class of shares<br>redeemed <i>(Note 1)</i><br>Redemption date :<br>(dd/mm/yyyy)<br>EGM approval date:<br>(dd/mm/yyyy)                | ( / / )<br><br>( / / )   | <br><br>  |
| 8.            | Consideration<br>issue  | At price : State<br>currency | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment<br>date : (dd/mm/yyyy)<br>EGM approval date:<br>(dd/mm/yyyy) | ( / / )<br><br>( / / )   | <br><br>  |

For Main Board and GEM listed issuers

|                            |  | 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<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|----------------------------|--|--|---|
| Type of Issue              |  |  |   |
| 9. Capital reorganisation  | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy)  | ( / / )  | ( / / )   |
| 10. Other (Please specify) | At price : _____ State currency _____<br>Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / )  | ( / / )   |
| Total E.                   |  | (Ordinary shares)  | _____   |
|                            |  | (Preference shares)  | _____   |
|                            |  | (Other class)  | _____   |

|  |     |            |
|--|-----|------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):  | (1) | 93,295,235 |
|  | (2) | N/A        |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                                      |     | N/A        |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                                |     | N/A        |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital Shares").)</i> |     |            |

Remarks (if any):

[illegible]Submitted by: YUNG Sheung-tat, Sandy

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

*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.*