

香港聯合交易所有限公司  
(香港交易及結算所有限公司全資附屬公司)  
**The Stock Exchange of Hong Kong Limited**  
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FOR REFERENCE ONLY

Subject : Display of Adjusted Previous Closing Price of Ground Properties Company Limited (stock code 989) on AMS/3 for its 1-for-2 Open Offer on Ex-All Date, 24 April 2014

Enquiry Tel : Mr. Eric Lam (Tel: 2840 3087) or Ms. Cynthia Chiu (Tel: 2840 3076)

Pursuant to the open offer timetable issued by Ground Properties Company Limited (“Ground Properties”), Ground Properties’ shares (stock code: 989) will be marked “ex-open offer” on 24 April 2014, the Ex-All Date. Shareholders, investors and market participants should read the Ground Properties’ announcements and prospectus documents in full including the terms and conditions of the open offer of Ground Properties in dealing with Ground Properties’ shares. If they are in doubt, they should consult their professional adviser(s).

As an AMS/3 standard practice for ex-open offer (“Ex-All”) and for reference only, an Adjusted Previous Closing Price will be displayed in the “PRV CLOSE” field of Ground Properties’ AMS/3 stock page on 24 April 2014, the Ex-All Date. The unadjusted previous closing price will instead be displayed in the free text field. Calculation of the Adjusted Previous Closing Price will be based on Ground Properties’ closing price on 23 April 2014 (i.e. last cum-all trading day) and by using the following standard adjustment formula for open offer generally.

Adjustment Formula:

Adjusted Previous Closing Price

$$= [(Closing Price on the last cum-all trading day \times Y) + (S \times X)] \div (X + Y)$$

where:

S = Subscription price per offer share, i.e. HK\$0.200

X = Number of offer shares a shareholder is entitled to subscribe when he/she holds Y existing shares on the record date, i.e. 1 offer share

Y = Number of existing shares a shareholder has to hold on the record date for entitling him/herself to subscribe for X offer shares, i.e. 2 shares

Note: Price adjustment for open offer will not be made and the previous closing price will remain unchanged on ex-all date when the subscription price is higher than the closing price of the shares on the last cum-all trading day.

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For illustration purpose, depending on Ground Properties' closing price on 23 April 2014, the Exchange shall base on the above standard formula for open offer generally to calculate and display the Adjusted Previous Closing Price on Ground Properties' AMS/3 stock page on 24 April 2014 as follows:-

<u>CUM-ALL</u>	<u>EX-ALL</u>
<u>Unadjusted Closing Price</u>	<u>Adjusted</u>
<u>on 23 April 2014</u>	<u>Previous Closing Price</u>
(HK\$)	(HK\$)
0.1960	0.196*
0.1970	0.197*
0.1980	0.198*
0.1990	0.199*
0.2000	0.200
0.2015	0.201
0.2030	0.202
0.2045	0.203
0.2060	0.204
0.2075	0.205
0.2090	0.206
0.2105	0.207
0.2120	0.208
0.2135	0.209
0.2150	0.210
0.2165	0.211
0.2180	0.212
0.2195	0.213
0.2210	0.214
0.2225	0.215
0.2240	0.216
0.2255	0.217
0.2270	0.218
0.2285	0.219
0.2300	0.220
0.2315	0.221
0.2330	0.222
0.2345	0.223
0.2360	0.224
0.2375	0.225

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