

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

此乃要件 請即處理

If you are in any doubt as to any aspect of this Election Form or as to the action you should take, you should consult an exchange participant or other securities dealer licensed as a licensed person under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), bank manager, solicitor, certified public accountant or other professional adviser.

閣下如對本選擇表格任何內容或應採取的行動有任何疑問，應諮詢交易所參與者或其他根據香港法例第571章《證券及期貨條例》獲發牌為持牌人的證券交易商、銀行經理、律師、會計師或其他專業顧問。

HONG KONG EXCHANGES AND CLEARING LIMITED AND THE STOCK EXCHANGE OF HONG KONG LIMITED TAKE NO RESPONSIBILITY FOR THE CONTENTS OF THIS ELECTION FORM, MAKE NO REPRESENTATION AS TO ITS ACCURACY OR COMPLETENESS AND EXPRESSLY DISCLAIM ANY LIABILITY WHATSOEVER FOR ANY LOSS HOWSOEVER ARISING FROM OR IN RELIANCE UPON THE WHOLE OR ANY PART OF THE CONTENTS OF THIS ELECTION FORM.

香港交易及結算所有限公司及香港聯合交易所有限公司對本選擇表格的內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示，概不對因本選擇表格全部或任何部分內容而產生或因倚賴該等內容而引致的任何損失承擔任何責任。



KAISA GROUP HOLDINGS LTD.

佳兆業集團控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

(Stock Code: 1638)

(股份代號：1638)

FINAL DIVIDEND FOR THE YEAR ENDED 31 DECEMBER 2013 ("2013 FINAL DIVIDEND")

SCRIP DIVIDEND SCHEME – ELECTION FORM

截至二零一三年十二月三十一日止年度末期股息(「二零一三年末期股息」)之

以股代息計劃一選擇表格

IF YOU WISH TO RECEIVE YOUR 2013 FINAL DIVIDEND WHOLLY IN CASH, DO NOT COMPLETE THIS ELECTION FORM.

倘閣下擬全數以現金收取二零一三年末期股息，切勿填寫本選擇表格。

IF YOU WISH TO RECEIVE SHARES IN KAISA GROUP HOLDINGS LTD. (THE "COMPANY") CREDITED AS FULLY PAID (THE "NEW SHARES") INSTEAD OF CASH FOR THE 2013 FINAL DIVIDEND EITHER IN WHOLE OR IN PART, YOU MUST COMPLETE AND SIGN THIS ELECTION FORM AND RETURN IT TO THE COMPANY'S SHARE REGISTRAR, COMPUTERSHARE HONG KONG INVESTOR SERVICES LIMITED OF 17M FLOOR, HOPEWELL CENTRE, 183 QUEEN'S ROAD EAST, WANCHAI, HONG KONG NOT LATER THAN 4:30 P.M. ON TUESDAY, 29 APRIL 2014, WHERE APPLICABLE. IF THIS ELECTION FORM IS NOT COMPLETED CORRECTLY AND RETURNED BY THE CLOSING TIME, ALL OF YOUR 2013 FINAL DIVIDEND WILL BE PAID IN CASH. THE DECISION OF THE COMPANY IN ANY DISPUTE RELATING TO THE SCRIP DIVIDEND SCHEME (AS DEFINED IN THE CIRCULAR) SHALL BE CONCLUSIVE AND BINDING.

倘閣下擬以佳兆業集團控股有限公司(「本公司」)入賬列作已繳足股份(「新股」)而非現金收取全部或部分二零一三年末期股息，則閣下必須填妥及簽署本選擇表格，並應於二零一四年四月二十九日(星期二)下午四時三十分前交回本公司之股份過戶登記處香港中央證券登記有限公司，地址為香港灣仔皇后大道東183號合和中心17M樓。如適用，倘未有正確填寫及在截止時間前交回本選擇表格，則閣下之二零一三年末期股息將全部以現金派付。本公司就任何與以股代息計劃(定義見通函)有關之爭議所作出的決定將不可推翻及具有約束力。

PART 1 – YOUR DETAILS

第一部分 – 閣下的資料

BOX A A欄	NAME(S) AND ADDRESS OF REGISTERED SHAREHOLDER(S) 登記股東姓名／名稱及地址

BOX B B欄	REGISTERED HOLDING(S) OF SHARES HELD ON 8 APRIL 2014 ("RECORD DATE") 於二零一四年四月八日 (「記錄日期」)持有的登記 股份數目
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PART 2 – NEW SHARES ONLY

第二部分 – 只收取新股

If you wish to receive the 2013 Final Dividend in New Shares only, please just SIGN, DATE and RETURN this Election Form.

倘閣下擬只以新股形式收取二零一三年末期股息，請僅在本選擇表格上簽署及註明日期，並將本表格交回。

PART 3 – PART CASH DIVIDEND AND PART NEW SHARES

第三部分 – 部分收取現金股息及部分收取新股

If you wish to receive the 2013 Final Dividend partly in cash and partly in New Shares, please ENTER in Box C the number of shares registered in your name on the Record Date for which you wish the 2013 Final Dividend to be paid to you in New Shares. Then SIGN, DATE and RETURN this Election Form.

倘閣下擬以部分現金及部分新股形式收取二零一三年末期股息，請在C欄內填上閣下欲以新股形式收取二零一三年末期股息的股份數目(該等股份須為在記錄日期以閣下名義登記的股份)，並請在本選擇表格上簽署及註明日期，然後將本表格交回。

(If you sign, date and return this Election Form without completing Box C, or if your specified number in Box C is greater than your registered holding on the Record Date, you will be deemed to have elected to receive New Shares only in respect of ALL the shares registered in your name on the Record Date. You will receive New Shares only for the 2013 Final Dividend.)

(倘閣下簽妥及註明日期並交回的本選擇表格未有填寫C欄，或若C欄內所註明的數目超過在記錄日期閣下所持的登記股份數目，則閣下將被視作就記錄日期以閣下名義登記的股份全數選擇只收取新股。閣下將只會收到以新股形式派發的二零一三年末期股息。)

BOX C C欄	NUMBER OF SHARES FOR WHICH THE 2013 FINAL DIVIDEND IS TO BE PAID IN NEW SHARES 將以新股形式支付 二零一三年末期股息的 股份數目
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TO KAISA GROUP HOLDINGS LTD.:

致佳兆業集團控股有限公司：

I/We, the undersigned and above-named shareholder(s), give notice that I/we elect to receive New Shares instead of cash in respect of the 2013 Final Dividend for the whole or part of the shares registered in my/our name(s) in accordance with the instructions given above, subject to the terms and conditions set out in the circular dated 11 April 2014.

本人／吾等，即下方簽署人及上述股東，茲遵照日期為二零一四年四月十一日的通函所載之條款及條件以告知本人／吾等選擇按照上文所指示就全數或部分本人／吾等之登記股份以新股而非現金收取二零一三年末期股息。

SIGNED (signature(s) must match the records maintained by Computershare Hong Kong Investor Services Limited)

簽署(必須與香港中央證券登記有限公司存置的紀錄相符)

(1)(2)(3)(4)

Daytime telephone number (if any):

日間電話號碼(如有)：.....

Date:

日期：.....

In the case of joint holders, all must sign.

如屬聯名持有人，所有持有人均須簽署。

In the case of a corporation, this Election Form should be signed on its behalf by a duly authorised officer whose office should be stated.

如屬公司，本選擇表格須由其正式授權行政人員代表簽署，並註明簽署人的職銜。

THIS ELECTION FORM IS FOR THE USE ONLY OF THE SHAREHOLDER(S) WHOSE NAME(S) IS/ARE PRINTED IN BOX A. THE RIGHT TO RECEIVE NEW SHARES INSTEAD OF THE WHOLE OR PART OF THE CASH DIVIDEND IS NON-TRANSFERABLE. IF YOU ARE NOT ELIGIBLE TO ELECT NEW SHARES INSTEAD OF CASH DIVIDEND, YOU SHOULD NOT COMPLETE THIS ELECTION FORM AND IF YOU DO SO, SUCH ELECTION FORM WILL BE VOID AND HAVE NO EFFECT. THIS ELECTION FORM SHOULD BE READ IN CONJUNCTION WITH THE CIRCULAR OF THE COMPANY DATED 11 APRIL 2014 (THE "CIRCULAR"). CERTIFICATES AND/OR CHEQUES FOR THE 2013 FINAL DIVIDEND WILL BE SENT BY ORDINARY MAIL TO THE SHAREHOLDER(S) AT THEIR OWN RISK TO THE ADDRESS STATED ABOVE ON OR ABOUT THURSDAY, 29 MAY 2014.

本選擇表格僅供姓名印備於A欄之股東使用。收取新股而非全部或部分現金股息之權利不可轉讓。倘閣下並不合資格選擇收取新股而非現金股息，則閣下不應填寫本選擇表格。倘閣下填寫本選擇表格，則本選擇表格將會作廢及無效。本選擇表格應與本公司日期為二零一四年四月十一日的通函(「通函」)一併閱讀。二零一三年末期股息之股票及／或支票將於二零一四年五月二十九日(星期四)或前後以平郵方式寄往股東以上地址，郵誤風險自行承擔。

NO ACKNOWLEDGEMENT OF RECEIPT OF THIS ELECTION FORM WILL BE ISSUED.

本公司收到本選擇表格後將不會發出收據。

* For identification purposes only

* 僅供識別