

Appendix II

UNDERTAKING

To: The Government of the Hong Kong Special Administrative Region and
The Director of Lands

Re : * (insert lot no & address) (the "Lot") /
(insert no. of undivided shares of the lot and address) (the "Premises")

I/we, (insert name(s)), being the purchaser(s)/assignee(s) of *the Lot/the Premises under an Assignment dated the _____ day of _____, 20____, which Lot/Premises is/are held from the Government of the Hong Kong Special Administrative Region (the "Hong Kong Government") under Conditions of Sale/Grant/Exchange No. _____/New Grant No. _____ *(as varied or modified by a Modification Letter dated _____ and registered in the Land Registry by Memorial No. _____) subject to a Waiver Letter dated _____ and registered in the Land Registry by Memorial No. _____ @ [which provisions are varied or modified by a letter dated _____ \$ [and registered in the Land Registry by Memorial No. _____]] (hereinafter referred to as "the Waiver Letter"),
HEREBY *[JOINTLY AND SEVERALLY] UNDERTAKE COVENANT AND CONFIRM with the Hong Kong Government and the Director of Lands:

- (1) I/we shall observe, comply with and be bound by all the terms, conditions and covenants contained in the Waiver Letter as though I/we were a party to whom the Waiver Letter was addressed and accepting the same thereto # [and that I/we shall assume and perform such undertakings, indemnities, covenants, obligations

and liabilities on such joint and/or several basis as provided in the Waiver Letter with the other owners of the Lot and the Existing Building or any part thereof];

^ Insert only if building works for wholesale conversion are not completed

^{(2) I/we shall perform the covenants, obligations and liabilities of procuring the completion of all building works required or permitted under the Waiver Letter *[jointly with the other owners of the Lot and the Existing Building or any part thereof]} ^^[not later than the date stipulated in paragraph 2 of a Letter of Extension dated _____ issued by District Lands Officer];

^^ Insert only if an extension letter was issued to the assignor

(3) During the validity of the Waiver Letter, I/we shall not use *the Lot/the Premises or any part or parts thereof or allow or suffer the same to be used for any purpose other than for the permitted purposes as specified in the Waiver Letter *[and on terms as set out in the relevant schedule therein]; and

(4) During the validity of the Waiver Letter, I/we shall only be entitled to sell, assign or otherwise dispose of *the Lot/the Premises or any interest therein or enter into any agreement so to do upon the following conditions:-

- (i) I/we shall obtain consent of the Director of Lands to such sale, assignment or disposal; and
- (ii) I/we shall, as a condition of completion of the assignment or conveyance, procure the purchaser or assignee of *the Lot/the Premises to give an undertaking in favour of the Hong Kong Government and the Director of Lands similar to this Undertaking.

This Undertaking shall be registered by Memorial in the Land Registry by me/us contemporaneously with the registration of the assignment or conveyance of *the Lot/the Premises to me/us.

*IN WITNESS WHEREOF I/we have hereunto set my/our hand(s) and seal this _____ day of _____ 20_____.

SIGNED, SEALED and DELIVERED)
by (name of Purchaser(s)/Assignee(s)))
)
in the presence of :)

Solicitor,
Hong Kong SAR

*IN WITNESS whereof we have caused our Common Seal to be hereunto affixed this _____ day of _____ 20_____ .

SEALED with the Common Seal)
of (name of Purchaser(s)/Assignee(s)))
and SIGNED by)
)
in the presence of/)
whose signature(s) is/are)
verified by : -)

Solicitor,
Hong Kong SAR

- * delete whichever is inapplicable
- # include in the case of an assignment of Premises or there are co-owners of the Lot
- @ insert the date and Memorial No. of the relaxation letter issued by the Government providing for the Director's deemed consent to disposal upon application. [This is not necessary where the Waiver Letter provides for the deemed consent of the Director in the Waiver Letter.]
- \$ insert if the relaxation letter issued by the Government, providing for the Director's deemed consent to disposal upon application, has been registered in the Land Registry.

Dated _____ 20 _____.

[name of the Purchaser(s)/Assignee(s)]

TO

THE GOVERNMENT OF THE HONG
KONG SPECIAL ADMINISTRATIVE
REGION

and

THE DIRECTOR OF LANDS

UNDERTAKING

REGISTERED at the Land Registry by
Memorial No.
on