

## CORPORATE SUBSTANTIAL SHAREHOLDER NOTICE

## Notice pursuant to s. 324 of Part XV of the Securities and Futures Ordinance (Cap. 571)

Form for use by a corporation giving notice of :

- (i) First acquiring an interest in 5% or more of the shares of a listed corporation (i.e. first becoming a substantial shareholder);
- (ii) Changes in the percentage level, or nature, of its interest or its short position in such shares; and
- (iii) Ceasing to have an interest of 5% in such shares (complete Boxes 1 to 19 and 27 only).

This Form must be completed in accordance with the directions and instructions in the Notes to Form 2.

<b>1. Name of listed corporation</b> GZI Real Estate Investment Trust			
<b>2. Stock code</b>	0405	<b>4. Number of issued shares in class</b>	
<b>3. Class of shares</b>	Units	1,000,000,000	

<b>5. Name of substantial shareholder</b> Citigroup Inc.		<b>8. Business registration number</b> N/A	
<b>6. Registered office</b> 399 Park Avenue, New York, 10043, USA		<b>9. Place of incorporation</b> State of Delaware	Certificate of Incorporation No. N/A66
<b>7. Principal place of business in Hong Kong</b> 50/F, Citibank Tower, 3 Garden Road, Central, Hong Kong		<b>10. Contact person</b> Ms. Sandy Chong	
		<b>11. Daytime tel. No.</b> 28688171	<b>12. e-mail address</b> sandy.l.chong@citigroup.com
		<b>13. Exchange on which listed</b> NYSE	
		<b>14. Name of listed parent and exchange on which parent is listed</b>	

**15. Date of relevant event**

20	02	2006
(day)	(month)	(year)

**16. Date when the substantial shareholder became aware of the relevant event/ interest in the shares (if later)**

22	02	2006
(day)	(month)	(year)

**17. Details of relevant event**

	Relevant event code describing circumstances (see Table 1)	Code describing capacity in which shares were/are held (see Table 2)		Number of shares bought/sold or involved	Currency of transaction	On Exchange		Off Exchange	
		Before relevant event	After relevant event			Highest price per share	Average price per share	Average consideration per share	Consideration Code (see Table 3)
Long position	103	- Select -	201	4,980,000	HKD				- Select -
Short position	- Select -	- Select -	- Select -						

**18. Total shares immediately before the relevant event**

	Total number of shares	Percentage figure (%)
Long position	95,915,000	9.59
Short position	0	0.00
Lending pool	0	0.00

**19. Total shares immediately after the relevant event**

	Total number of shares	Percentage figure (%)
Long position	100,895,000	10.09
Short position	90,180,000	9.02
Lending pool	0	0.00

**20. Capacity in which interests disclosed in Box 19 are held**

Code describing capacity (see Table 2)	Number of shares	
	Long position	Short position
201	100,380,000	90,180,000
203	515,000	
- Select -		
- Select -		
- Select -		

**21. Further information in respect of derivative interests**

Code describing derivatives (see Table 4)	Number of shares	
	Long position	Short position
403	8,000,000	
- Select -		
- Select -		
- Select -		
- Select -		

**22. Further information in relation to interests of corporations controlled by substantial shareholder**

Name of controlled corporation	Address and place of incorporation	Name of controlling shareholder	% control	Direct interest (Y/N)	Number of shares	
					Long position	Short Position
Citigroup Global Markets Financial Products LLC	1209 Orange Street, Wilmington, Delaware, 19899, USA	Citigroup Global Markets Holdings GmbH 1	100.00	Y	10,200,000	

Citibank Global Asset Management (Asia) Ltd	Citibank Plaza, 3 Garden Road, Central, Hong Kong	Citicorp Securities Asia Pacific Ltd	100.00	Y	0	
Citibank N.A.	1209 Orange Street, Wilmington, Delaware, 19899, USA	Citicorp Inc.	100.00	Y	90,180,000	90,180,000
Citigroup Global Markets Holdings GmbH	Schipfe 2, 8001, Zurich, Switzerland	Citigroup Global Markets (International) Finance AG	75.70	N	7,721,400	0
Citigroup Global Markets Holdings GmbH	Schipfe 2, 8001, Zurich, Switzerland	Salomon Brothers Pacific Holding Company Inc.	24.30	N	2,478,600	0
Citigroup Global Markets Ltd	Citigroup Centre, Canada Square, Canary Wharf, London, E14 5LB, UK	Citigroup Global Markets Europe Ltd	100.00	Y	515,000	0
Salomon Brothers Asset Management Asia Pacific Ltd	50/F Citibank Tower, 3 Garden Road, Central, Hong Kong	Citigroup Global Markets Hong Kong Holdings Ltd	100.00	Y	0	
Citigroup Financial Products Inc.	1209 Orange Street, Wilmington, Delaware, 19899, USA	Citigroup Global Markets Holdings Inc.	100.00	N	10,715,000	0

**23. Further information in relation to interests held by substantial shareholder jointly with another person**

Name of joint shareholder	Address	Number of shares	
		Long position	Short Position

**24. Further information from a trustee, or beneficiary of a trust, or a founder of a Discretionary Trust**

Name of Trust	Address	Status Code (see Table 5)	Number of shares	
			Long position	Short position
		- Select -		
		- Select -		
		- Select -		

**25. Further information from a party to an agreement under Section 317 ( Please see Notes for further information required)**

Names of other parties	Address	Number of shares
Total number of shares in which substantial shareholder is interested under section 317 and 318		

**26. Details of person(s) in accordance with whose directions the substantial shareholder or its directors are accustomed to act**

Names	Address	Relationship Code (see Table 6)	Percentage (%)
		- Select -	
		- Select -	
		- Select -	

**27. Date of filing this Form 2**

06	03	2006
(day)	(month)	(year)

**28. Number of continuation sheets**

1

Form 2.

**29. Number of attachments**

## Continuation Sheet

## 22. Further information in relation to interests of corporations controlled by substantial shareholder

Name of controlled corporation	Address and place of incorporation	Name of controlling shareholder	% control	Direct interest (Y/N)	Number of shares	
					Long position	Short position
Citigroup Global Markets Europe Ltd	Citigroup Centre, Canada Square, Canary Wharf, London, E14 5LB, UK	Citigroup Global Markets LLC	97.33	N	501,250	0
Citigroup Global Markets Europe Ltd	Citigroup Centre, Canada Square, Canary Wharf, London, E14 5LB, UK	Citigroup Global Markets (International) Finance AG	2.67	N	13,750	0
Citigroup Asset Management Ltd.	Citigroup Centre, Canada Square, Canary Wharf, London, E14 5LB, UK	Citigroup Global Markets LLC	100.00	Y	0	
Citigroup Global Markets LLC	399 Park Avenue, New York 10043, USA	Citigroup Financial Products Inc.	100.00	N	501,250	0
Citigroup Global Markets (International) Finance AG	SCHIPFE 2, 8001 Zurich, SWITZERLAND	Citigroup Financial Products Inc.	100.00	N	7,735,150	0
Citigroup Global Markets Holdings Inc.	399 Park Avenue, New York 10043, USA	Citigroup Inc.	100.00	N	10,715,000	0
Citicorp Securities Asia Pacific Ltd	Citibank Plaza, 3 Garden Road, Central, Hong Kong	Citicorp Banking Corporation	100.00	N	0	
Citicorp Banking Corporation	Citibank Plaza, 3 Garden Road, Central, Hong Kong	Citicorp Inc.	100.00	N	0	
Citicorp Inc.	1209 Orange Street, Wilmington, Delaware, 19899, USA	Citigroup Holdings Company	100.00	N	90,180,000	90,180,000
Citigroup Holdings Company	1209 Orange Street, Wilmington, Delaware, 19899, USA	Citigroup Inc.	100.00	N	90,180,000	90,180,000
Citigroup Global Markets Hong Kong Holdings Ltd	50/F, Citibank Tower, 3 Garden Road, Central, Hong Kong	Citigroup Global Markets (International) Finance AG	52.00	N	0	
Citigroup Global Markets Hong Kong Holdings Ltd	50/F, Citibank Tower, 3 Garden Road, Central, Hong Kong	Citigroup Financial Products Inc.	48.00	N	0	
Salomon Brothers Pacific Holding Company Inc.	399 Park Avenue, New York 10043, USA	Citigroup Financial Products Inc.	100.00	N	2,478,600	0
Citigroup Global Markets Inc	399 Park Avenue, New York 10043, USA	Citigroup Financial Products Inc.	100.00	Y	0	0
Smith Barney Mutual Fund Management LLC	399 Park Avenue, New York, New York 10043, USA	Citigroup Global Markets Holdings Inc.	100.00	Y	0	
Citigroup Global Markets Asia Ltd.	50/F, Citibank Tower, Citibank Plaza, 3 Garden Road, Central, Hong Kong	Citigroup Global Markets Hong Kong Holdings Ltd	100.00	Y	0	