

Hong Kong Public Offering — WHITE FORM 香港公開發售 — 白表

PLEASE USE THIS APPLICATION FORM IF YOU WANT THE ALLOTTED HONG KONG OFFER SHARES TO BE ISSUED IN YOUR NAME 如閣下欲以閣下的名義發行獲配發的香港發售股份，請使用本申請表格

Note: Unless defined herein, capitalized terms in this Application Form shall have the same meanings as those defined in the prospectus issued by Xiangyu Dredging Holdings Limited dated Wednesday, June 8, 2011 (the "Prospectus") together with any supplement thereto (if any).

附註：除本申請表格另有界定外，本申請表格所用的詞彙與由翔宇疏浚控股有限公司於2011年6月8日(星期三)刊發的招股章程(「招股章程」)及其任何補充文件(如有)中已界定的詞彙具有相同涵義。

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and Hong Kong Securities Clearing Company Limited ("HKSCC") take no responsibility for the contents of this Application 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 Application Form.

Staple your payment here 請將股款緊釘在此

A copy of this Application Form, together with a copy of each of the YELLOW and GREEN Application Forms, the Prospectus and the other documents specified in the paragraph headed "Documents Delivered to the Registrar of Companies and Available for Inspection" in Appendix VIII to the Prospectus, have been registered by the Registrar of Companies in Hong Kong as required by section 342C of the Companies Ordinance.

Nothing in this Application Form or the Prospectus constitutes an offer to sell or the solicitation of an offer to buy or shall there be any sale of Hong Kong Offer Shares in any jurisdiction in which such offer, solicitation or sales would be unlawful.

This Application Form and the Prospectus may not be forwarded or reproduced in any manner whatsoever in any jurisdiction where such forwarding, distribution or reproduction is not permitted under the law of that jurisdiction.

本申請表格連同黃色及綠色各份申請表格、招股章程及招股章程附錄八(送呈公司註冊處處長文件及備案文件)所述的其他文件，已遵照公司條例第342C條的規定，送交香港公司註冊處處長註冊。

XIANGYU DREDGING HOLDINGS LIMITED 翔宇疏浚控股有限公司

(Incorporated in the Cayman Islands with limited liability) (於開曼群島註冊成立的有限公司)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering : 200,000,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares : 20,000,000 Shares (subject to adjustment)
Number of International Offer Shares : 180,000,000 Shares (subject to adjustment and the Over-allotment Option)
Maximum Offer Price : HK\$4.07 per Offer Share, plus brokerage fee of 1%, SFC transaction levy of 0.003%, and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)
Nominal value : HK\$0.10 per Share
Stock code : 871

全球發售

全球發售的發售股份數目 : 200,000,000股股份(視乎超額配股權行使與否而定)
香港發售股份數目 : 20,000,000股股份(可予調整)
國際發售股份數目 : 180,000,000股股份(可予調整及視乎超額配股權行使與否而定)
最高發售價 : 每股發售股份4.07港元,另加1%經紀佣金、0.003%證監會交易徵費及0.005%聯交所交易費(須於申請時以港元繳足,多繳款項可予退還)
面值 : 每股股份0.10港元
股份代號 : 871

Application Form 申請表格

Applications will be accepted until 12:00 noon on Monday, June 13, 2011. You must read the conditions and instructions attached to this Application Form. To be valid, you must complete all applicable parts of this Application Form. Please write clearly.

截止接受申請時間為2011年6月13日(星期一)中午十二時正。閣下務請細閱本申請表格所附的條件及指示。本申請表格所有適用部分必須清楚填妥,方為有效。請清楚填寫表格。

To: Xiangyu Dredging Holdings Limited (the "Company")
CCB International Capital Limited
Guotai Junan Securities (Hong Kong) Limited
Hong Kong Underwriters

致: 翔宇疏浚控股有限公司(「貴公司」)
建銀國際金融有限公司
國泰君安證券(香港)有限公司
香港包銷商

- I/we: apply for the number of Hong Kong Offer Shares set out below, on the terms and subject to the conditions of the Prospectus and this Application Form, and subject to the Memorandum of Association and the Articles of Association of the Company.
enclose payment in full for the Hong Kong Offer Shares applied for, being not more than HK\$4.07 per Offer Share (payable in full on application in Hong Kong dollars and subject to refund, plus 1% brokerage fee, 0.003% SFC transaction levy and 0.005% Stock Exchange trading fee);
undertake and agree to accept the Hong Kong Offer Shares applied for, or for any lesser number allocated to me/us on the application;
declare that this is the only application made and the only application intended to be made by me/us whether on a WHITE or YELLOW Application Form or by giving electronic application instructions to HKSCC via CCASS or to the HK eIPO White Form Service Provider via the HK eIPO White Form service (www.hkeipo.hk), to benefit me/us or the person for whose benefit I am/we are applying;
represent, warrant and undertake that I/we understand that the Shares have not been and will not be registered under the U.S. Securities Act;
represent, warrant and undertake that (a) I am not/we are not one of the persons for whose benefit I am/we are applying is restricted by any applicable laws of Hong Kong or elsewhere from making this application, or paying any application moneys for, or being allotted or taking up, any Hong Kong Offer Shares; (b) that I am not/we are not one of the persons for whose benefit I am/we are applying is applying in the United States (as defined in Regulation S under the U.S. Securities Act); and (c) I/we the persons for whose benefit I am/we are applying will acquire the Hong Kong Offer Shares in an offshore transaction (within the meaning of Regulation S under the U.S. Securities Act); and (d) the allotment of the application for the Hong Kong Offer Shares to or by the beneficiary of the persons for whom or for whose benefit this application is made would not require the Company to comply with any requirement under any law or regulation (whether or not having the force of law) of any territory outside Hong Kong;
undertake, confirm and declare that I/we and the person for whose benefit I am/we are applying have not indicated an interest for or taken up, and will not indicate an interest for or take up any of the International Offer Shares;
understand that this declaration and representation will be relied upon by the Company, the Sole Sponsor, the Sole Global Coordinator and the Hong Kong Underwriters in deciding whether or not to make any allotment of Hong Kong Offer Shares in response to this application;
authorize the Company to place my/our name(s) on the register of members of the Company as the holder(s) of any Hong Kong Offer Shares to be allotted to me/us, and (subject to the terms and conditions set out in this Application Form and the Prospectus) to send any share certificate(s) and/or refund cheque(s) by ordinary post at my/our own risk to the address given on this Application Form (except where I/we have applied for 1,000,000 or more Hong Kong Offer Shares and have indicated on this Application Form that I/we wish to collect any refund cheque(s) in person in accordance with the procedures prescribed in this Application Form and the Prospectus);
request that any refund cheque(s) be made payable to me/us (or in the case of joint applicants, to the first-named applicant in this Application Form), and (subject to the terms and conditions set out in this Application Form and in the Prospectus) to send any refund cheque(s) by ordinary post and at my/our own risk to the address stated on this Application Form (except where I/we have applied for 1,000,000 or more Hong Kong Offer Shares and have indicated on this Application Form that I/we wish to collect any refund cheque(s) in person in accordance with the procedures prescribed on this Application Form and the Prospectus);
have read the terms, conditions and application procedures set out in this Application Form and in the Prospectus and agree to be bound by them; and
agree that this application made by me/us, any acceptance of it and the resulting contract, will be governed by and construed in accordance with the laws of Hong Kong.

- 本人/吾等: 按照招股章程及本申請表格所載條款及條件,並在本公司組織章程大綱及組織章程細則規限下,申請認購以下數目的香港發售股份;
夾附申請認購香港發售股份所需的全數款項,即每股發售股份不超過4.07港元(須於申請時以港元繳足,多收款項將予退還,另加1%經紀佣金、0.003%證監會交易徵費及0.005%聯交所交易費);
承擔及同意接受認購香港發售股份,或獲分配較少數目的香港發售股份;
聲明是認購申請乃為本人/吾等的利益,或本人/吾等所代為申請人士的利益以白色或黃色申請表格或透過中央結算系統向香港結算或根據網上白表服務(www.hkeipo.hk)向網上白表服務供應商發出電子認購指示作出的或擬作出的唯一申請;
聲明、保證及承諾本人/吾等明白股份並無亦不會根據美國證券法登記;
聲明、保證及聲明(a)本人/吾等及本人/吾等代為申請的受益人並不受香港或其他地方的任何適用法律限制提出本認購申請,或支付任何申請款項,或獲配發或接納任何香港發售股份;(b)本人/吾等及本人/吾等代為申請的受益人並非身處美國(定義見美國證券法的S規則);(c)本人/吾等及本人/吾等代為申請的受益人並非身處香港(定義見美國證券法的S規則)收購香港發售股份;及(d)貴公司毋須因向本人/吾等/本申請的任何受益人配發香港發售股份,或因本人/吾等/本申請的任何受益人申請認購香港發售股份而遵守任何香港以外地區的任何法律或規則(不論具有法律效力與否)的規定;
承諾、保證及聲明,本人/吾等及本人/吾等代為申請的受益人並不會表示有意認購或接納任何國際發售股份;
明白 貴公司、獨家保薦人、獨家全球協調人及香港包銷商將依賴本聲明及陳述以決定是否因本申請配發任何香港發售股份;
授權 貴公司將本人/吾等的姓名/名稱列入 貴公司股東名冊內,作為本人/吾等所獲配發任何香港發售股份的持有人,及在本申請表格及招股章程所載的條款及條件規限下以普通郵遞方式向香港結算及/或透過中央結算系統向香港結算寄出,郵誤風險概由本人/吾等承擔,除非本人/吾等申請認購1,000,000股或以上香港發售股份,並已在申請表格上表明擬按本申請表格及招股章程所述程序親自領取任何股票及/或退款支票;
要求任何退款支票以本人/吾等(或如屬聯名申請人,以本申請表格內排名首位的申請人)為抬頭人,並(在本申請表格及招股章程所載的條款及條件規限下)以普通郵遞方式將退款支票寄往本申請表格所列地址,郵誤風險概由本人/吾等承擔,除非本人/吾等申請認購1,000,000股或以上香港發售股份,並已在申請表格上表明擬按本申請表格及招股章程所述程序,親自領取任何退款支票;
已細閱本申請表格及招股章程所載的條款、條件及申請手續,並同意受其約束;及
同意本人/吾等作出的本申請,其條款及因而訂立的合約將受香港法例管轄,並按香港法例詮釋。

For broker use 此欄供經紀填寫 Lodged by 申請由以下經紀遞交

Broker No. 經紀號碼
Broker's Chop 經紀印章

Signed by (all) applicant(s) (all joint applicants must sign): (所有)申請人簽署(所有聯名申請人必須簽署):

Date: 日期: D M Y

Warning: It is important that you read the terms, conditions and application procedures overleaf. You must complete this application in English unless otherwise stated, otherwise the application is liable to be rejected. You must sign this application in writing (and not by way of personal chop), otherwise the application is liable to be rejected. Only one application may be made for the benefit of any person on a WHITE or YELLOW Application Form, or by giving electronic application instructions to HKSCC via CCASS or to the HK eIPO White Form Service Provider via the HK eIPO White Form service (www.hkeipo.hk). The following are liable to be rejected: multiple or suspected multiple applications on WHITE and/or YELLOW Application Form(s) and/or by giving electronic application instructions to HKSCC via CCASS and/or to the HK eIPO White Form Service Provider via the HK eIPO White Form service (www.hkeipo.hk); and applications made by one applicant (or joint applicants) on either a WHITE or YELLOW Application Form, and/or by giving electronic application instructions to HKSCC via CCASS and/or to the HK eIPO White Form Service Provider via the HK eIPO White Form service (www.hkeipo.hk), for more than 10,000,000 Hong Kong Offer Shares (being 50% of the Hong Kong Offer Shares initially made available for public subscription under the Hong Kong Public Offering); and where cheques or banker's cashier orders are dishonoured upon the first presentation. You may be prosecuted if you make a false declaration. All Shade boxes in the Application Form must be completed, otherwise this application is liable to be rejected.

警告: 務請 閣下細閱背頁的條款、條件及申請手續。 除另有訂明外,閣下必須以英文填寫本申請,否則申請可被拒絕受理。閣下必須親自簽署本申請,不得以個人印章代替,否則申請可被拒絕受理。 任何人士僅限以白色或黃色申請表格或透過中央結算系統向香港結算或根據網上白表服務(www.hkeipo.hk)向網上白表服務供應商發出電子認購指示,以受益人身份提出一次認購申請。倘出現下列情況,則有關認購申請可不予受理:以白色及/或黃色申請表格及/或透過中央結算系統向香港結算及/或根據網上白表服務(www.hkeipo.hk)向網上白表服務供應商發出電子認購指示提出重複或疑屬重複申請;及由一名申請人(或聯名申請人)以一份白色或黃色申請表格及/或透過中央結算系統向香港結算及/或根據網上白表服務(www.hkeipo.hk)向網上白表服務供應商發出電子認購指示提出認購超過10,000,000股香港發售股份(即根據香港公開發售初步可供公開發售的香港發售股份50%);及支票或銀行本票於首次提呈付款時未能兌現。 閣下如作出虛假聲明,可能會被檢控。 必須填妥本申請表格內各欄,否則有關申請將不獲受理。

Number of Hong Kong Offer Shares applied for (unless provided otherwise, not to exceed 10,000,000 Hong Kong Offer Shares, being 50% of the Hong Kong Offer Shares initially made available for subscription by the public under the Hong Kong Public Offering)
申請認購香港發售股份數目(除非另有規定,否則申請數目不得超過10,000,000股香港發售股份,即根據香港公開發售初步可供公眾人士認購的香港發售股份50%)

Cheque/banker's cashier order number
支票/銀行本票號碼

Total amount of payment
股款總額

HK\$ 港元

Name of bank on which cheque/banker's cashier order is drawn*
支票/銀行本票之付款銀行名稱*

* Cheque or banker's cashier order should be crossed "Account Payee Only" and made payable to "CCB Nominees Limited — Xiangyu Dredging Public Offer".
* 支票或銀行本票須以「只准入抬頭人賬戶」方式劃線開出,並須註明抬頭人為「建行(代理人)有限公司—翔宇疏浚公開發售」。

To be completed in BLOCK letters in English, except as stated otherwise. Please write clearly in ink. Joint applicants should give the address of the first-named applicant only.
除另有訂明外,請以英文正楷填寫。請用墨水筆或原子筆清晰填寫。聯名申請人只須填寫排名首位的申請人地址。

Your name in English
英文姓名/名稱

Family name or company name 姓氏或公司名稱 Forename(s) 名字

Your name in Chinese
中文姓名/名稱

Family name or company name 姓氏或公司名稱 Forename(s) 名字

Your occupation in English
職業(以英文填寫)

Your Hong Kong Identity Card No./Passport No./Hong Kong Business Registration No.
(Please delete as appropriate)*
閣下的香港身份證號碼/護照號碼/香港商業登記證號碼(請刪除不適用者)*

Names of all other joint applicants in English (if any)
所有其他聯名申請人之英文姓名/名稱(如有)

(1)	<input type="text"/>	Hong Kong Identity Card No./Passport No./Hong Kong Business Registration No. of all other joint applicants (Please delete as appropriate)*	(1)
(2)	<input type="text"/>		(2)
(3)	<input type="text"/>		(3)

Your address in English (Joint applicants should give the address and telephone number of the first-named applicant only) (Only an address in Hong Kong will be accepted)
申請人地址(以英文填寫)
(聯名申請人只須申報名列首位者之地址及電話號碼)
(僅接納香港地址)

Tel. No. 電話號碼

- * (1) For individuals, you must provide your Hong Kong Identity Card number or passport number. If you hold a Hong Kong Identity Card, please provide your Hong Kong Identity Card number. If you do not hold a Hong Kong Identity Card, please provide your passport number. For a body corporate, please provide your Hong Kong Business Registration number. Your Hong Kong Identity Card number or passport number (if you are an individual) or Hong Kong Business Registration number (if you are a body corporate) will be used for checking the validity of this Application Form and such data may be transferred to a third party for the accomplishment of such purpose. All joint applicants must give (if they are individuals) their Hong Kong Identity Card numbers, or, where appropriate, passport numbers, or (if they are bodies corporate) their Hong Kong Business Registration numbers.
如屬個人,閣下必須填寫香港身份證號碼或護照號碼。如閣下持有香港身份證,請填寫香港身份證號碼,否則請填寫護照號碼。如屬法人團體,請填寫香港商業登記證號碼。閣下的香港身份證號碼或護照號碼(如閣下屬個人)或香港商業登記證號碼(如閣下屬法人團體),將用以核實申請表格是否有效,而有關資料可能會轉交第三方進行核實。所有聯名申請人均必須填寫(如屬個人)其香港身份證號碼或(如適用)護照號碼,或(如屬法人團體)其香港商業登記證號碼。
- (2) Part of your Hong Kong Identity Card number/passport number, or, if you are joint applicants, part of the Hong Kong Identity Card number/passport number of the first-named applicant, provided by you may be printed on your refund cheque, if any. Such data would also be transferred to a third party for refund purpose. Your banker may require verification of your Hong Kong Identity Card number/passport number before encashment of your refund cheque. Inaccurate completion of your Hong Kong Identity Card number/passport number may lead to delay in encashment of or may invalidate your refund cheque.
閣下所提供的香港身份證號碼/護照號碼,或(倘閣下為聯名申請人)名列首位申請人的香港身份證號碼/護照號碼,其部分字樣可能列印於閣下的退款支票(如有)。有關資料亦將轉交第三方以安排退款。閣下的銀行可能會在兌現閣下的退款支票前,要求核實閣下的香港身份證號碼/護照號碼。不正確填寫閣下的香港身份證號碼/護照號碼,可能會導致延誤兌現閣下的退款支票,或使退款支票無效。

For nominees: Please provide an account number or identification code for each beneficial owner (or in the case of joint beneficial owners, for each beneficial owner). If you are a nominee and you do not complete this section, this application will be treated as being made for your benefit.
由代名人遞交:請填寫每名實益擁有人(如屬聯名實益擁有人,則為每名實益擁有人)的戶口號碼或身份識別編碼。如閣下為代名人但並無填寫此欄,本申請將視為以閣下本身為受益人提出。

If you apply for 1,000,000 or more Hong Kong Offer Shares and wish to collect your Share certificate(s) and/or refund cheque(s) (where relevant) in person from Tricor Investor Services Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong from 9:00 a.m. to 1:00 p.m. on Friday, June 17, 2011 or such other date as notified by the Company in the newspapers as the date of dispatch/ collection of Share certificate(s)/e-Auto Refund payment instructions/refund cheque(s), please put a "✓" in the box on the left. Please see the sections overleaf headed "If your application for Hong Kong Offer Shares is successful (in whole or in part)" and "Refund of your money" for details of when and where to collect your Share certificate(s) and/or refund cheque(s) (where relevant).
如閣下申請認購1,000,000股或以上香港發售股份,且擬於2011年6月17日(星期五)上午九時正至下午一時正,或本公司在報章上公佈發送/領取股票/電子自動退款指示/退款支票的該等其他日期,親臨卓佳證券登記有限公司(地址為香港灣仔皇后大道東28號金鐘匯中心26樓)領取閣下的股票及/或退款支票(如相關),請在左邊方格內填上「✓」號。有關領取股票及/或退款支票(如相關)的時間及地點詳情,請參閱背頁「倘閣下的香港發售股份申請獲(全部或部分)接納」及「退還閣下款項」兩節。

ADDRESS LABEL 地址標貼

Please repeat your name(s) and address as set out above in BLOCK letters
請用正楷填寫上表所示姓名/名稱及地址

Name(s) 姓名/名稱 <input type="text"/>
Address 地址 <input type="text"/>
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For Bank use 此欄供銀行填寫

PLEASE USE THIS APPLICATION FORM IF YOU WANT THE ALLOTTED HONG KONG OFFER SHARES TO BE ISSUED IN YOUR NAME

XIANGYU DREDGING HOLDINGS LIMITED

翔宇疏浚控股有限公司

(Incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

CONDITIONS OF YOUR APPLICATION

Unless otherwise stated, terms used in these conditions have the same meanings ascribed thereto in the Prospectus.

- A. Who can apply
1. You, the applicant(s), and any person(s) for whose benefit you are applying, must be 18 years of age or older and must have a Hong Kong address.
2. If you are a firm, the application must be in the names of the individual members, not in the name of the firm.
3. If you are a body corporate, the application must be stamped with the company chop (bearing the company name) and signed by a duly authorized officer, who must state his or her representative capacity.
4. Save as under the circumstances permitted by the Listing Rules, you cannot apply for any Hong Kong Offer Shares if you or any person(s) for whose benefit you are applying are:
- an existing beneficial owner of Shares in the Company;
- the chief executive, a director or a sponsor of the Company or any of its subsidiaries;
- an associate (as defined in the Listing Rules) of any of the above;
- a connected person (as defined in the Listing Rules) of the Company or any of its subsidiaries or a person who will become a connected person of the Company or any of its subsidiaries immediately upon completion of the Global Offering;
- a legal or natural person of the PRC (except Hong Kong, Macau and Taiwan and qualified domestic institutional investors);
- inside the United States (as defined in Regulation S under the U.S. Securities Act) when completing and submitting this Application Form and you are neither (a) a person described in paragraph (h)(3) of Rule 902 of Regulation S under the U.S. Securities Act; or (b) a qualified institutional buyer within the meaning of Rule 144A under the U.S. Securities Act;
- a person who does not have a Hong Kong address; or
- have been allocated or have applied for or have indicated an interest in the International Offer Shares under the International Offering or otherwise participate in the International Offering.

- 5. The number of joint applicants must not exceed four.
B. If you are a nominee
You may make more than one application for the Hong Kong Offer Shares if and only if you are a nominee, in which case you may make an application by: (i) giving electronic application instructions to HKSCC via CCASS (if you are a CCASS Participant); or (ii) using a WHITE or YELLOW Application Form, and lodging more than one application in your own name on behalf of different beneficial owners. In the box on this Application Form marked "For nominees", you must include:
- an account number; or
- some other identification code for each beneficial owner or, in the case of joint beneficial owners, for each such beneficial owner. If you do not include this information, the application will be treated as being for your own benefit.
A nominee who submits this Application Form on behalf of another person is deemed to have represented to and undertaken with the Company, the Sole Sponsor, the Sole Global Coordinator, the Lead Bookrunner, the Co-bookrunner and the Hong Kong Underwriters that he/she has been duly authorized by such person (or, if more than one, all of them) to submit this application and to agree to the terms of this Application Form on behalf of such person. You further undertake to supply to the Company, the Sole Sponsor, the Sole Global Coordinator, the Lead Bookrunner, the Co-bookrunner and the Hong Kong Underwriters such information about such person/ every such person as any of them may require for any of the purposes set out in the section below headed "Personal Data".

- C. Lodge only one application for your benefit (or your and any of your joint applicants' benefit)
Multiple or suspected multiple applications will be rejected. Save as referred to in paragraph B above, all of your applications (including the part of the application made by HKSCC Nominees Limited acting on electronic application instructions) will be rejected as multiple applications if you, or you and your joint applicant(s) together:
- make more than one application (whether individually or jointly with others) on a WHITE and/or YELLOW Application Form and/or by giving electronic application instructions to HKSCC via CCASS (if you are a CCASS Participant) or applying through CCASS Clearing or Custodian Participant) or to the HK eIPO White Form Service Provider via the HK eIPO White Form service (www.hkeipo.hk) (save in the case of applications made by nominees in accordance with paragraph B above);
- apply both (whether individually or jointly) on one WHITE Application Form and one YELLOW Application Form or one WHITE or YELLOW Application Form and give electronic application instructions to HKSCC or to the HK eIPO White Form Service Provider via the HK eIPO White Form service (www.hkeipo.hk);
- apply (whether individually or jointly) on one WHITE or YELLOW Application Form or by giving electronic application instructions to HKSCC via CCASS (if you are a CCASS Investor Participant or applying through CCASS Clearing or Custodian Participant) or to the HK eIPO White Form Service Provider via the HK eIPO White Form service (www.hkeipo.hk);
- apply (whether individually or jointly) on one WHITE or YELLOW Application Form or by giving electronic application instructions to HKSCC via CCASS (if you are a CCASS Investor Participant or applying through CCASS Clearing or Custodian Participant) or to the HK eIPO White Form Service Provider via the HK eIPO White Form service (www.hkeipo.hk);
- have applied for or taken up, or indicated an interest for, or have been or will be allocated or placed (including conditionally and/or provisionally) any International Offer Shares under the International Offer.

- All of your applications will also be rejected as multiple applications if more than one application is made for your benefit (including any application made by HKSCC Nominees Limited acting on electronic application instructions).
If an application is made by an unlisted company and:
- the principal business of that company is dealing in securities; and
- you exercise statutory control over that company,
then the application will be treated as being made for your own benefit.
Unlisted company means a company with no equity securities listed on the Stock Exchange.
Statutory control in relation to a company means you:
- control the composition of the board of directors of that company; or
- control more than half of the voting power of that company; or
- hold more than half of the issued share capital of that company (not counting any part of it which carries no right to participate beyond a specified proportion of the profits or control).

- D. Allocation of Hong Kong Offer Shares — Pools A and B
The total number of Offer Shares available for subscription under the Hong Kong Public Offering (after taking into account any reallocation referred to below) is to be divided equally into two pools for allocation purposes: pool A and pool B. The Hong Kong Offer Shares in pool A will be allocated on an equitable basis to applicants who have applied for the Hong Kong Offer Shares with an aggregate subscription price of HK\$5 million (excluding brokerage fee, SFC transaction levy and Stock Exchange trading fee) or less. The Hong Kong Offer Shares in pool B will be allocated on an equitable basis to applicants who have applied for the Hong Kong Offer Shares with an aggregate subscription price of more than HK\$5 million (excluding brokerage fee, SFC transaction levy and Stock Exchange trading fee) and up to the value of pool B. An application for Hong Kong Offer Shares in pool B may receive different allocation ratios. If the Hong Kong Offer Shares in one (but not both) of the pools are under-subscribed, the surplus Hong Kong Offer Shares will be transferred to the other pool to satisfy demand in the other pool and be allocated accordingly. For this purpose, the "subscription price" for the Hong Kong Offer Shares means the price payable on application therefor (without regard to the Offer Price as finally determined). Applicants can only receive an allocation of Hong Kong Offer Shares under either pool A or pool B but not from both pools. When the over-subscription, allocation of the Hong Kong Offer Shares and those applicants who are not successful in the ballot may not receive any Hong Kong Offer Shares. Multiple or suspected multiple applications within either pool and between pools and any application for more than 10,000,000 Hong Kong Offer Shares, being 60% of the Hong Kong Offer Shares initially being offered for subscription under the Hong Kong Public Offering are liable to be rejected. Each applicant under the Hong Kong Public Offering will also be required to give a written confirmation to the Prospectus and to the designated HK eIPO White Form service (www.hkeipo.hk) that he and any person(s) for whose benefit he is making the application have not indicated an interest for or taken up any Offer Shares and will not indicate an interest for or take up any Offer Shares under the International Offering, and such applicant's application is liable to be rejected if the said undertaking and/or confirmation is breached and/or untrue (as the case may be).

- E. Supplemental information
If any supplement to the Prospectus is issued, applicant(s) who have already submitted an application may or may not (depending on the information contained in the supplement) be notified that they can withdraw their applications. If applicant(s) has/have not been so notified, or if applicant(s) has/have been notified but has/have not withdrawn their applications in accordance with the procedure provided, all applications that have not been so notified or have not been so notified and not withdrawn, an application, once made, is irrevocable and applicants shall be deemed to have applied on the basis of the Prospectus as supplemented.

- F. Effect of completing and submitting this Application Form
By completing and submitting this Application Form, you (and if you are joint applicants, each of you jointly and severally) for yourself or as agent or nominee and on behalf of each person for whom you act as agent or nominee:
- instruct and authorize the Company and/or the Sole Global Coordinator (or their respective agents or nominees), each acting as an agent of the Company, to execute any transfer forms, contract notes or other documents on your behalf and to do so on your behalf all other things necessary to effect the registration of any Hong Kong Offer Shares allocated to you in your name(s) as required by the Articles of Association and otherwise to give effect to the arrangements described in the Prospectus and this Application Form;
- undertake to sign all documents and to do all things necessary to enable you to be registered as the holder of the Hong Kong Offer Shares allocated to you, and as required by the Articles of Association;
- represent, warrant and undertake that you understand that the Shares have not been and will not be registered under the U.S. Securities Act;
- represent, warrant and undertake that (a) you are not, and none of the person(s) for whose benefit you are applying is restricted by any applicable laws of Hong Kong or elsewhere from making this application, or paying any application moneys for, or being allocated or taking up, any Hong Kong Offer Shares; (b) you are not, and none of the person(s) for whose benefit you are applying is, within the United States (as defined in Regulation S under the U.S. Securities Act); (c) you and any of the person(s) for whose benefit you are applying will acquire the Hong Kong Offer Shares in an offshore transaction (within the meaning of Regulation S under the U.S. Securities Act); and (d) the allotment of or the application for the Hong Kong Offer Shares to or by you/any of the person(s) for whose benefit you are applying is made would not require the Company to comply with any requirement under any law or regulation (whether or not having the force of law) of any territory outside Hong Kong;
- confirm that you have received and read a copy of the Prospectus and have only relied on the information and representations contained in the Prospectus in making this application, and will not rely on any other information or representation concerning the Company save as set out in any supplement to the Prospectus and you agree that neither the Company, the Sole Sponsor, the Sole Global Coordinator, the Lead Bookrunner, the Co-bookrunner, the Joint Lead Managers, the Hong Kong Underwriters nor any of their respective directors, officers, employees, partners, agents, advisors or any other parties involved in the Global Offering will have any liability for any such other information or representations;
- agree (without prejudice to any other right which you may have) that once this application has been accepted, you may not rescind it due to an innocent misrepresentation or other than as provided in the Prospectus;
- (if the application is made for your own benefit) warrant that this application is the only application which will be or has been made for your benefit on a WHITE or YELLOW Application Form or by giving electronic application instructions to HKSCC or to the designated HK eIPO White Form Service Provider via the HK eIPO White Form service (www.hkeipo.hk); and that you are duly authorized to sign this Application Form to give to electronic application instructions as that other person's agent;
- agree that once your application is accepted, your application will be evidenced by the results of the Hong Kong Public Offering made available by the Company;
- undertake and confirm that you (if the application is made for your benefit) or the person(s) for whose benefit you have made the application have not applied for, taken up or indicated an interest in, or received or been placed or allocated (including conditionally and/or provisionally) and will not apply for or take up or indicate any interest in any International Offer Shares in the International Offering, nor otherwise participate in the International Offering.

- warrant the truth and accuracy of the information contained in this application;
- agree that your application, any acceptance of it and the resulting contract will be governed by and construed in accordance with the laws of Hong Kong;
- undertake and agree to accept the Hong Kong Offer Shares applied for, or any lesser number allocated to you under the application;
- authorize the Company to place your name(s) on the Company's register of members as the holder(s) in Hong Kong of any Hong Kong Offer Shares allocated to you, and (subject to the terms and conditions set out in this Application Form and in the Prospectus) the Company and/or the Company's agents to send any share certificate(s) (where applicable) and/or any refund cheque (where applicable) to you or (in case of joint application) the first-named applicant in this Application Form by ordinary post to the address stated in this Application Form at your own risk (except if you have applied for 1,000,000 or more Hong Kong Offer Shares and have indicated in this Application Form that you wish to collect your refund cheque and/or share certificates (where applicable) in person) from Tricor Investor Services Limited, between 9:00 a.m. and 1:00 p.m. on the date notified by the Company in the newspapers as of the date of collection/despatch of Share Certificate(s) and/or Refund cheque instructions/refund cheque(s);
- request that any refund cheque(s) be made payable to you or, in the case of joint applicants to the first-named applicant in your Application Form, and (subject to the terms and conditions set out in your Application Form) to send the refund cheque(s) by ordinary post to your own risk at the address given on the Application Form (except if you have applied for 1,000,000 or more Hong Kong Offer Shares and have indicated in your Application Form that you wish to collect the refund cheque(s) in person in accordance with the procedures prescribed in this Application Form and in the Prospectus);
- agree that the processing of your application, including the dispatch of refund cheque(s) (if any), may be done by any of the Company's receiving bankers and is not restricted to the bank at which your Application Form is lodged;
- confirm that you have read and understand and accept the procedures set out in the Prospectus and this Application Form and agree to be bound by them and are aware of the restrictions on the Global Offering of the Offer Shares described in the Prospectus;

- understand that these declarations and representations will be relied upon by the Company, the Sole Global Coordinator and the Hong Kong Underwriters in deciding whether or not to allocate any Hong Kong Offer Shares in response to your application and that you may be prosecuted for making a false declaration;
- if the laws of any place outside Hong Kong are applicable to your application, you agree and warrant that you have complied with all such laws and none of the Company, the Sole Sponsor, the Sole Global Coordinator, the Lead Bookrunner, the Co-bookrunner, the Joint Lead Managers, the Hong Kong Underwriters and any other parties involved in the Global Offering, nor any of their respective officers, advisors or their respective advisors and agents and any other parties involved in the Global Offering, or any actions arising from your rights and obligations under the terms and conditions contained in the Prospectus;
- agree with the Company, for itself and for the benefit of each shareholder of the Company (and so that the Company will be deemed by its acceptance in whole or in part of the application to have agreed, for itself and on behalf of each shareholder of the Company) (and its applicable laws) to give effect to the application of the electronic application instructions and the Company agrees with each of the Company's shareholders, to observe and comply with the Companies Ordinance, the Memorandum of Association and the Articles of Association;
- agree with the Company and each shareholder of the Company that the Shares in the Company are freely transferable by the holder thereof;
- authorize the Company to enter into a contract on your behalf with each Director or officer of the Company whereby such Directors and officers undertake to observe and comply with their obligations to Shareholders as stipulated in the Articles of Association;
- agree that the Company, the Sole Sponsor, the Sole Global Coordinator, the Lead Bookrunner, the Co-bookrunner, the Joint Lead Managers, the Hong Kong Underwriters and any of their respective directors, officers, employees, partners, agents or advisors, and any other parties involved in the Global Offering are liable only for the information and representations contained in the Prospectus and any supplement to the Prospectus (and only then to the extent such liability is held to exist by a court with competent jurisdiction); and
- confirm that you have read and understand and accept the procedures set out in the Prospectus and this Application Form and agree to be bound by them and are aware of the restrictions on the Global Offering of the Offer Shares described in the Prospectus;

- G. Power of attorney
If your application is made by a person duly authorized under a valid power of attorney, the Company, the Sole Global Coordinator, the Hong Kong Underwriters and their respective agents or nominees, each severally as the Company's agent, may accept your application at their discretion, subject to any conditions they think fit, including production of evidence of the authority of your attorney.

- H. Determination of Offer Price
The Offer Price is expected to be fixed by agreement between the Sole Global Coordinator (for itself and on behalf of the Underwriters, and in consultation with the Sole Sponsor) and the Company (for itself and on behalf of the Selling Shareholder) on the Price Determination Date. The Offer Price will be not more than HK\$4.07 and is expected to be not less than HK\$3.19. Applicants for the Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$4.07 for each Offer Share together with brokerage fee of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%, subject to any necessary rounding and refund if the Offer Price is not fixed on or before the Price Determination Date. In such a case, an announcement will be published in the South China Morning Post (in English), the Hong Kong Economic Times (in Chinese), on the Company's website (www.xiangyu.com.hk) and on the Stock Exchange's website (www.hkexnews.hk) not later than the morning of the day which is the last day for the lodging of applications under the Hong Kong Public Offering. If, for whatever reason, the Company (for itself and on behalf of the Selling Shareholder) and the Sole Global Coordinator (for itself and on behalf of the Underwriters, and in consultation with the Sole Sponsor) are not able to agree on the Offer Price, the Global Offering (including the Hong Kong Public Offering) will not become unconditional and will lapse.

- ALLOTMENT OF HONG KONG OFFER SHARES
No allotment will be taken on applications for the Hong Kong Offer Shares and no allotment of any such shares will be made until after the closing of the application lists.
The Company expects to release and announce the final Offer Price, the level of applications and the basis of allotment of the Hong Kong Offer Shares on or about Friday, June 17, 2011 in the South China Morning Post (in English), the Hong Kong Economic Times (in Chinese), on the Company's website (www.xiangyu.com.hk) and on the Stock Exchange's website (www.hkexnews.hk).
Results of allocations under the Hong Kong Public Offering, and the Hong Kong Identity Card/passport/HKID and Hong Kong business registration numbers of successful applicants (where appropriate) applied under WHITE or YELLOW Application Form or by giving electronic application instructions to HKSCC via CCASS or to the HK eIPO White Form Service Provider via the HK eIPO White Form service (www.hkeipo.hk) will be made available in the manner described in the section headed "How to apply for Hong Kong Offer Shares — Publication of Results" in the Prospectus on Friday, June 17, 2011.

- IF YOUR APPLICATION FOR HONG KONG OFFER SHARES IS SUCCESSFUL (IN WHOLE OR IN PART)
No receipt will be issued for application moneys paid. The Company will not issue temporary documents of title.
If you have applied for 1,000,000 or more Hong Kong Offer Shares and have indicated your intention on this Application Form to collect your Share certificate(s) and/or refund cheque(s) (if applicable) in person from the Hong Kong Share Registrar, Tricor Investor Services Limited, and have provided all information required by this Application Form, you may collect your Share certificate(s) and/or refund cheque(s) (if applicable) from:
Tricor Investor Services Limited
26th Floor, Tesbury Centre
26 Queen's Road East
Hong Kong
Wanchai

- You may collect your Share certificate(s) and/or refund cheque(s) (if applicable) from 9:00 a.m. to 1:00 p.m. on Friday, June 17, 2011 or any other date notified by the Company in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese). If you are an individual who opts for personal collection, you must not authorize any other person to make collection on your behalf. If you are a corporate applicant which opts for personal collection, your authorized representative must attend bearing a letter of authorization from your corporation stamped with your corporation's chop. Both individuals and authorized representatives (if applicable) must produce, at the time of collection, evidence of identity verifiable to the Hong Kong Share Registrar, Tricor Investor Services Limited. If you do not collect your Share certificate(s) and refund cheque(s) (if applicable) in person within the time specified for collection, it/they will be dispatched promptly to you by ordinary post to the address as specified in this Application Form at your own risk.
If you have applied for less than 1,000,000 Hong Kong Offer Shares or if you have applied for 1,000,000 or more Hong Kong Offer Shares but have not indicated in this Application Form that you wish to collect your Share certificate(s) and/or refund cheque(s) (if applicable) in person, your Share certificate(s) and/or refund cheque(s) (if applicable) will be dispatched to you by ordinary post to the address as specified in this Application Form at your own risk.
Share certificates for the Hong Kong Offer Shares are expected to be issued on Friday, June 17, 2011, but will only become valid certificates of title at 8:00 a.m. on Monday, June 20, 2011, provided that (i) the Global Offering has become unconditional in all respects and (ii) the right of termination as described in the sub-section headed "Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Grounds for termination" in the Prospectus has not been exercised and has lapsed.

- CIRCUMSTANCES IN WHICH YOU WILL NOT BE ALLOTTED HONG KONG OFFER SHARES
You will not be allotted Hong Kong Offer Shares for any of the following reasons:
1. If your application is revoked or withdrawn:
By completing and submitting an Application Form, you agree that your application cannot be revoked on or before the fifth day after the time of the opening of the application lists (excluding for this purpose any day which is not a business day). This agreement will take effect as a collateral contract with the Company, and will become binding when you lodge this Application Form. This collateral contract will be in consideration of the Company agreeing that it will not offer any Hong Kong Offer Shares to any person on or before the fifth day after the time of the opening of the application lists (excluding for this purpose any day which is not a business day), except by means of one of the procedures referred to in the Prospectus.
Your application may only be revoked on or before the fifth day after the time of the opening of the application lists (excluding for this purpose any day which is not a business day). If a person is responsible for the Prospectus under section 40 of the Companies Ordinance gives a public notice under that section which excludes or limits the responsibility of that person for the Prospectus, and if your application has been accepted, it cannot be revoked. For this purpose, acceptance of applications which are not rejected will be constituted by notification in the press of the results of allocation, and where such basis of allocation is subject to certain conditions or provides for allocation of shares to persons who do not satisfy the satisfaction of those conditions or results of a ballot, respectively.
At the discretion of the Company, the Sole Global Coordinator or the designated HK eIPO White Form Service Provider, your application is rejected:
The Company, the Sole Global Coordinator or the HK eIPO White Form Service Provider (where applicable) or their respective agents and nominee have full discretion to reject or accept any application, or to accept only part of any application without having to give any reasons for any rejection or acceptance.

PLEASE USE THIS APPLICATION FORM IF YOU WANT THE ALLOTTED HONG KONG OFFER SHARES TO BE ISSUED IN YOUR NAME

3. **If your application is rejected:**
Your application may be rejected if:
- your application is a multiple or a suspected multiple application;
 - this Application Form is not completed correctly;
 - your payment is not made correctly or you pay by cheque or banker's cashier order and the cheque or banker's cashier order is dishonoured on its first presentation;
 - you or the person for whose benefit you are applying have applied for or taken up, or indicated an interest in, or have been or will be placed or allotted (including conditionally and/or provisionally) International Offer Shares in the International Offering;
 - the Company and the Sole Global Coordinator believe that the acceptance of your application would violate the applicable securities or other laws, rules or regulations of the jurisdiction in which your application is completed and/or signed or your address appeared in this Application Form is located;
 - your application for Hong Kong Offer Shares is not in one of the numbers set out in the table in the Application Form;
 - if you apply for more than 50% of the Hong Kong Offer Shares initially being offered in the public for subscription under the Hong Kong Public Offering; or
 - any of the Hong Kong Underwriting Agreement and/or the International Underwriting Agreement does not become unconditional or is terminated in accordance with the terms thereof.
4. **If your allotment of Hong Kong Offer Shares is void:**
Your allotment of Hong Kong Offer Shares, if made, will be void if the Listing Committee of the Stock Exchange (the "Listing Committee") does not grant permission to list the Shares either:
- within three weeks from the closing of the application lists; or
 - within a longer period of up to six weeks if the Listing Committee notifies the Company of that longer period within three weeks of the closing of the application lists.
5. **If you make applications under the Hong Kong Public Offering as well as the International Offering:**
By filling in any of the Application Forms or giving electronic application instructions to HKSCC or the HK eIPO White Form Service Provider, you agree not to apply for International Offer Shares under the International Offering. Reasonable steps will be taken to identify and reject applications under the Hong Kong Public Offering from investors who have received International Offer Shares in the International Offering, and to identify and reject indications of interest in the International Offering from investors who have received Hong Kong Offer Shares in the Hong Kong Public Offering.

REFUND OF YOUR MONEY

If you do not receive any Hong Kong Offer Shares for any of the above reasons, the Company will refund to you your application monies, including the related brokerage fee of 1.0%, SFC transaction levy of 0.003% and Hong Kong Stock Exchange trading fee of 0.005%. No interest will be paid thereon.

If your application is accepted only in part, the Company will refund to you the appropriate portion of your application monies, including the related brokerage fee of 1.0%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005% without interest. If the Offer Price as finally determined is less than the initial offer price per Share (excluding brokerage fee of 1.0%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005% thereon) paid on application, the Company will refund to you the surplus application monies, together with the related brokerage fee of 1.0%, the SFC transaction levy of 0.003% and the Stock Exchange trading fee of 0.005% without interest. All such interest accrued on such monies prior to the date of dispatch of refund cheques will be retained for the benefit of the Company.

Refund cheques will be crossed "Account Payee Only" and made out to you, or, if you are joint applicants, to the first-named applicant on your Application Form. Part of your Hong Kong Identity Card number/passport number (or, in the case of joint applicants part of the Hong Kong Identity Card number/passport number) provided by you may be printed on your refund cheque, if any. Such data would also be transferred to a third party for refund purpose. Your banker may require verifications for your Hong Kong Identity Card number/passport number before encashment of your refund cheque. Inaccurate completion of your Hong Kong Identity Card number/passport number may lead to delay in encashment or may invalidate your refund cheque.

If you have applied for 1,000,000 Hong Kong Offer Shares or above and have indicated on your Application Form that you wish to collect your refund cheque in person, you may collect it from:

*Tricor Investor Services Limited
26th Floor, Tesbury Centre
28 Queen's Road East
Wanchai
Hong Kong*

from 9:00 a.m. to 1:00 p.m. on Friday, June 17, 2011 or any other date notified by the Company in the newspaper as the date of collection/dispatch of e-Auto Refund payment instruction/refund cheque(s).

If you are an individual who opts for personal collection, you must not authorize any other person to make collection on your behalf. You must produce evidence of identity (which must be acceptable to Tricor Investor Services Limited) for collection of your refund cheque. If you are a corporate applicant which opts for personal collection, you must attend by your authorized representative bearing a letter of authorization from such corporation stamped with your corporation's chop. Such authorized representatives must produce at the time of collection, evidence of identity acceptable to Tricor Investor Services Limited.

If you do not collect your refund cheque(s) (where applicable) in person within the time specified for its collection, it will be dispatched promptly by ordinary post to the address on this Application Form at your own risk. If you have applied for less than 1,000,000 Hong Kong Offer Shares or you have applied for 1,000,000 Hong Kong Offer Shares or above but have not indicated on your Application Form that you will collect your refund cheque(s) (where applicable) personally, your refund cheque(s) (where applicable) will be sent to you by Application Form on or around Friday, June 17, 2011, by ordinary post and at your own risk. It is intended that special efforts will be made to avoid any undue delay in refunding application monies where appropriate.

APPLICATION BY HKSCC NOMINEES LIMITED ("HKSCC NOMINEES")

Where this Application Form is signed by HKSCC Nominees on behalf of persons who have given electronic application instructions to apply for the Hong Kong Offer Shares, the provisions of this Application Form which are inconsistent with those set out in the Prospectus shall not apply and provisions in the Prospectus shall prevail. Without limiting the generality of this paragraph, the following sections of the Application Form are inapplicable where this form is signed by HKSCC Nominees:

- all warranties on the first page, except the first warranty concerning application for Hong Kong Offer Shares on the terms and conditions of the Prospectus and this Application Form, and subject to the Memorandum of Association and Articles of Association of the Company;

- "Warning" on the first page;
- "If you are a nominee";
- "Lodge only one application for your benefit (or your and any of your joint applicants' benefit)";
- all representations and warranties under the section headed "Effect of completing and submitting this Application Form", except the first two regarding registration of Hong Kong Offer Shares in the applicant's name and the signing of documents to enable the applicant to be registered as the holder of the Hong Kong Offer Shares applied for;
- "If your application for Hong Kong Offer Shares is successful (in whole or in part)";
- "Circumstances in which you will not be allotted Hong Kong Offer Shares"; and
- "Refund of your money".

PERSONAL DATA

Personal Information Collection Statement

The main provisions of the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) (the "Ordinance") came into effect in Hong Kong on 20 December 1996. This Personal Information Collection Statement informs the applicant for and holder of the Hong Kong Offer Shares of the policies and practices of the Company and its Hong Kong Share Registrar in relation to personal data and the Ordinance.

- Reasons for the collection of your personal data**
From time to time it is necessary for applicants for securities or registered holders of securities to supply their latest correct personal data to the Company and its Hong Kong Share Registrar when applying for securities or transferring securities into or out of their names or in procuring the services of the Hong Kong Share Registrar.

Failure to supply the requested data may result in your application for securities being rejected or in delay or inability of the Company or its Hong Kong Share Registrar to effect transfers or otherwise render their services. It may also prevent or delay registration or transfer of the Hong Kong Offer Shares which you have successfully applied for and/or the dispatch of Share certificate(s), and/or refund cheque(s) to which you are entitled.

- Purposes**
The personal data of the applicants and the holders of securities may be used, held and/or stored (by whatever means) for the following purposes:

- processing of your application and refund cheque (where applicable), and verification of compliance with the terms and application procedures set out in this Application Form and the Prospectus and announcing results of allocations of the Hong Kong Offer Shares;
- enabling compliance with all applicable laws and regulations in Hong Kong and elsewhere;
- registering new issues or transfers into or out of the name of holders of securities including, where applicable, in the name of HKSCC Nominees;
- maintaining or updating the registers of holders of securities of the Company;
- conducting or assisting to conduct signature verifications, any other verification or exchange of information;
- establishing benefit entitlements of holders of securities of the Company, such as dividends, rights issues and bonus issues, etc;
- distributing communications from the Company and its subsidiaries;
- compiling statistical information and shareholder profiles;
- making disclosures as required by any laws, rules or regulations;
- disclosing identities of successful applicants by way of press announcement(s) or otherwise;
- disclosing relevant information to facilitate claims on entitlements; and
- any other incidental or associated purposes relating to the above and/or to enable the Company and its Hong Kong Share Registrar to discharge their obligations to holders of securities and/or regulators and/or other purpose to which the holders of securities may from time to time agree.

- Transfer of personal data**

Personal data held by the Company and its Hong Kong Share Registrar relating to the applicants and holders of securities will be kept confidential but the Company and its Hong Kong Share Registrar, to the extent necessary for achieving the above purposes or any other purpose, may make such disclosures as they consider necessary to confirm the accuracy of the personal data and in particular, they may disclose, obtain or transfer (whether within or outside Hong Kong) the personal data of the applicants and the holders of securities to, from or with any and all of the following persons and entities:

- the Company or its appointed agents such as financial advisers and receiving bankers;
- HKSCC and HKSCC Nominees who will use the personal data for the purposes of operating CCASS (in cases where the applicants have requested for the Hong Kong Offer Shares to be deposited into CCASS);
- any agents, contractors or third-party service providers who offer administrative, telecommunications, computer, payment or other services to the Company and its Hong Kong Share Registrar in connection with the operation of their respective businesses;
- any broker whose company cheque or other identification number has been placed on this Application Form;
- the Stock Exchange, the SFC and any other statutory, regulatory or governmental bodies; and
- any other persons or institutions with which the holders of securities have or propose to have dealings, such as their bankers, solicitors, accountants or stockbrokers, etc.

- Access and correction of personal data**

The Ordinance provides the applicants and holders of securities with rights to ascertain whether the Company and/or its Hong Kong Share Registrar hold their personal data, to obtain a copy of that data, and to correct any data that is inaccurate. In accordance with the Ordinance, the Company and its Hong Kong Share Registrar have the right to charge a reasonable fee for the processing of any data access request. All requests for access to data or correction of data or for information regarding policies and practices or the kinds of data held should be addressed to the Company for the attention of the Company Secretary or (as the case may be) its Hong Kong Share Registrar for the attention of the Privacy Compliance Officer (for the purposes of the Ordinance).

By signing this Application Form or by giving electronic application instructions to HKSCC or the HK eIPO White Form Service Provider, you agree to all of the above.

HOW TO MAKE YOUR APPLICATION

- Use the table set out below to calculate how much you must pay for the number of Hong Kong Offer Shares you want to subscribe for. Your application must be for a minimum of 1,000 Hong Kong Offer Shares. Applications must be in one of the numbers set out in the table headed "Number of Shares that may be applied for and payments" below. **No application for any other number of Shares will be considered and any such application is liable to be rejected. You must pay the maximum offer price of HK\$4.07 per share, plus brokerage fee of 1%, the SFC transaction levy of 0.003% and the Stock Exchange trading fee of 0.005%.** The table below sets out the total amount payable for certain numbers of Hong Kong Offer Shares.
- Complete this Application Form correctly in accordance with the instructions and sign it. **Only written signatures will be accepted.**
- Staple your payment to this Application Form. You must pay for the Shares applied for by cheque or by banker's cashier order. Each application must be accompanied by either a separate cheque or banker's cashier order.

If you pay by cheque, the cheque must:

- be in Hong Kong dollars;
- not be post-dated;
- be drawn on your Hong Kong dollar bank account with a licensed bank in Hong Kong;
- show your account name. This name must either be pre-printed on the cheque, or be endorsed at the back by a person authorized by the bank. This account name must be the same as the name on your Application Form. If it is a joint application, the account name must be the same as the name of the first-named applicant. If the cheque is drawn on a joint account, one of the joint account names must be the same as the name of the first-named applicant;
- be made payable to "CCB Nominees Limited — Xiangyu Dredging Public Offer"; and
- be crossed "Account Payee Only".

If you pay by banker's cashier order, the banker's cashier order must:

- be in Hong Kong dollars;
- be issued by licensed banks in Hong Kong and have your name certified at the back of the banker's cashier order by a person authorized by the bank on which it is drawn. The name on the back of the banker's cashier order and the name on this Application Form must be the same. If it is a joint application, the name at the back of the banker's cashier order must be the same as the name of the first-named applicant;
- not be post-dated;
- be made payable to "CCB Nominees Limited — Xiangyu Dredging Public Offer"; and
- be crossed "Account Payee Only".

Your application is liable to be rejected if your cheque or banker's cashier order does not meet all these requirements or is dishonoured on its first presentation.

- Tear off this Application Form, fold the form once and lodge it in one of the special collection boxes at:**

- (a) any of the following branches of China Construction Bank (Asia) Corporation Limited:

District	Branch	Address
Hong Kong Island	Central Branch Causeway Bay Plaza Branch North Point Branch	6 Des Voeux Road Central, Central G/F, Causeway Bay Plaza 1, Causeway Bay 382 King's Road, North Point
Kowloon	Mei Foo Branch Kowloon Bay Amoy Gardens Branch Pai Kok Tsui Olympian City Branch	Shop N46, G/F, Mei Foo Sun Chuen, Stage 6 Shop 181, G/F Phase IIA, Amoy Gardens Shop 109, 1/F, Olympian City 2
New Territories	Tsuen Wan Branch Shatin Plaza Branch	282 Sha Tsui Road, Tsuen Wan Shop 5, Level 1, Shatin Plaza, Shatin

- (b) or any of the following branches of Standard Chartered Bank (Hong Kong) Limited:

District	Branch	Address
Hong Kong Island	Des Voeux Road Branch	Standard Chartered Bank Building, 4-4A, Des Voeux Road Central, Central
Kowloon	Kwun Tong Hoi Yuen Road Mongkok Branch Tsimshatsui Branch	G/F, Fook Cheong Building, No. 63 Hoi Yuen Road, Kwun Tong, Kowloon. Shop B, G/F, 1/F & 2/F, 617-623 Nathan Road, Mongkok G/F, 10 Granville Road, Tsimshatsui
New Territories	Tai Po Branch Yuen Long Fung Nin Road Branch	23 & 25 Kwong Fuk Road, Tai Po Market, Tai Po Shop B at G/F and 1/F, Man Cheong Building, 247 Castle Peak Road, Yuen Long

- This Application Form can be lodged at these times:

Wednesday, June 8, 2011	—	9:00 a.m. to 5:00 p.m.
Thursday, June 9, 2011	—	9:00 a.m. to 5:00 p.m.
Friday, June 10, 2011	—	9:00 a.m. to 5:00 p.m.
Saturday, June 11, 2011	—	9:00 a.m. to 1:00 p.m.
Monday, June 13, 2011	—	9:00 a.m. to 12:00 noon

- The latest time for lodging your application is 12:00 noon on Monday, June 13, 2011 or, if the application lists are not open on that day, then by 12:00 noon on the next business day the lists are open. The application lists will be open between 11:45 a.m. and 12:00 noon on that day, subject only to weather conditions. The application lists will not open if there is:

- a tropical cyclone warning signal 8 or above, or
- a "black" rainstorm warning

in force in Hong Kong at any time between 9:00 a.m. and 12:00 noon on Monday, June 13, 2011. Instead they will be open between 11:45 a.m. and 12:00 noon on the next business day which does not have either of those warnings in force at any time between 9:00 a.m. and 12:00 noon.

- The right is reserved to present all or any remittances for payment. However, your cheque or banker's cashier order will not be presented for payment before 12:00 noon on Monday, June 13, 2011. The Company will not give you a receipt for your payment. The Company will keep any interest accrued on your application monies (up till, in the case of monies to be refunded, the date of dispatch of refund cheques). The right is also reserved to retain any share certificate(s) and/or any surplus application money(ies) or refunds pending clearance of your cheque or banker's cashier order.

NUMBER OF SHARES THAT MAY BE APPLIED FOR AND PAYMENTS

No. of Hong Kong Offer Shares applied for	Amount payable on application	No. of Hong Kong Offer Shares applied for	Amount payable on application	No. of Hong Kong Offer Shares applied for	Amount payable on application	No. of Hong Kong Offer Shares applied for	Amount payable on application
	HK\$		HK\$		HK\$		HK\$
1,000	4,111.02	50,000	205,551.29	450,000	1,849,961.53	4,000,000	16,444,102.40
2,000	8,222.05	55,000	226,106.41	500,000	2,055,512.80	4,500,000	18,499,615.20
3,000	12,333.08	60,000	246,661.54	550,000	2,261,064.09	5,000,000	20,555,128.00
4,000	16,444.10	65,000	267,216.67	600,000	2,466,615.36	5,500,000	22,610,640.80
5,000	20,555.13	70,000	287,771.80	650,000	2,672,166.65	6,000,000	24,666,153.60
6,000	24,666.15	75,000	308,326.92	700,000	2,877,717.92	6,500,000	26,721,666.40
7,000	28,777.17	80,000	328,882.05	750,000	3,083,269.21	7,000,000	28,777,179.20
8,000	32,888.21	85,000	349,437.18	800,000	3,288,820.48	7,500,000	30,832,692.00
9,000	36,999.23	90,000	369,992.31	850,000	3,494,371.77	8,000,000	32,888,204.80
10,000	41,110.26	95,000	390,547.43	900,000	3,699,923.04	8,500,000	34,943,717.60
15,000	61,665.38	100,000	411,102.56	950,000	3,905,474.33	9,000,000	36,999,230.40
20,000	82,220.51	150,000	616,653.85	1,000,000	4,111,025.60	9,500,000	39,054,743.20
25,000	102,775.64	200,000	822,205.12	1,500,000	6,166,538.40	10,000,000*	41,110,256.00
30,000	123,330.77	250,000	1,027,756.41	2,000,000	8,222,051.20		
35,000	143,885.89	300,000	1,233,307.68	2,500,000	10,277,564.00		
40,000	164,441.02	350,000	1,438,858.97	3,000,000	12,333,076.80		
45,000	184,996.15	400,000	1,644,410.24	3,500,000	14,388,589.60		

* Maximum number of Hong Kong Offer Shares you may apply for.



XIANGYU DREDGING HOLDINGS LIMITED

翔宇疏浚控股有限公司

(於開曼群島註冊成立的有限公司)

全球發售

申請條件

除另有訂明外，招股章程已定義的詞彙在此等申請條件中具有相同涵義。

甲. 申請人資格

- 閣下(申請人)及閣下代為申請的任何受益人必須年滿18歲或以上並須有香港地址。
- 如閣下屬商號，則必須以商號的個別成員而非以商號的名義申請。
- 如閣下屬法人團體，申請表格須蓋上具有公司名稱的公司印章；並由正式授權的人員簽署，並須註明授權人員的身份。
- 除非上市規則容許，倘閣下或閣下代為申請的任何受益人為下列人士，則不得申請認購任何香港發售股份：
 - 本公司股份現時的所有權人；
 - 本公司或其任何附屬公司的主要行政人員、董事或監事；
 - 上述任何人士的聯繫人(定義見上市規則)；
 - 本公司或其任何附屬公司的關連人士(定義見上市規則)或於緊隨全球發售完成後將成為本公司或其任何附屬公司關連人士的人士；
 - 除香港、澳門、台灣及合格管轄境內機構投資者外，中國的法人或自然人；
 - 在提交及遞交本申請表格時身處美國(定義見美國證券法S規則)境內且閣下(a)既非美國證券法S規則第902條第(h)(3)段所述人士；(b)亦非美國證券法第144A條所指的合資格機構買家；
 - 並無擁有香港地址的人士；或
 - 已根據國際發售獲分配或申請認購或表示有意申請認購國際發售股份或參與國際發售的人士。

5. 聯名申請人不得多於四名。

乙. 倘閣下為代理人，則可提出超過一項認購香港發售股份的申請。閣下可以代理人名義：(i)透過中央結算系統向香港結算發出電子認購指示(倘閣下為中央結算系統參與者)；或(ii)使用白色或黃色申請表格提出申請，並以閣下名義代表不負責任的人提出超過一項申請。閣下必須在本申請表格上註有「由代理人遞交」一欄內填上各實益擁有人(如屬聯名實益擁有人，則為每名該等實益擁有人)的：

- 戶口號碼；或
 - 某些其他識別編碼。
- 如閣下填寫上述資料，則本申請將視為：閣下本身為受益人而提出。
- 代表另一名人士遞交本申請表格的代理人，視為已向本公司、獨家全球協調人、獨家全球協調人、牽頭賬簿管理人、副賬簿管理人和香港包銷商發出聲明和承諾，表示已正式獲該名人士(如多於一名人士則為全體)授權遞交本申請，並代表該名人士/每名有關人士同意本申請表格的條款。閣下亦向本公司、獨家保薦人、獨家全球協調人、牽頭賬簿管理人、副賬簿管理人和香港包銷商承諾，會應要求就下文「個人資料」一節所載任何目的，提供有關該人士/每名有關人士的資料。

丙. 僅可閣下本身(或閣下任何聯名申請人)為受益人提交一份申請

重複或嚴重重複的申請概不受理。除上文段所述情況外，如閣下或閣下連同閣下的聯名申請人作出以下任何一項行為，閣下的所有申請(包括由香港中央結算(代理人)有限公司透過發出電子認購指示提出的申請)將會被視為重複申請而概不受理：

- 以白色及/或黃色申請表格及/或透過中央結算系統向香港結算(倘閣下為中央結算系統投資者戶口持有人)或透過中央結算系統或託管商參與者提出申請(不論個人或與他人聯名)(根據上文乙段由代理人遞交的申請除外)；
- (不論個人或與他人聯名)同時使用一份白色申請表格及一份黃色申請表格或一份白色或黃色申請表格及透過中央結算系統向香港結算或透過網上白表服務(www.hkeipo.hk)向網上白表服務供應商發出電子認購指示提出申請；
- (不論個人或與他人聯名)用一份白色或黃色申請表格或透過中央結算系統向香港結算(倘閣下為中央結算系統投資者戶口持有人)或透過中央結算系統或託管商參與者提出申請(不論個人或與他人聯名)向網上白表服務(www.hkeipo.hk)向網上白表服務供應商發出電子認購指示提出申請(即根據香港公開發售初步可供公眾認購的香港發售股份的50%)；或
- 已申請或接納或表示有意或已獲或將獲分配或配售(包括有條件及/或暫時性)國際發售的任何國際發售股份。

倘閣下為受益人提出(包括由香港中央結算(代理人)有限公司根據電子認購指示而提出的任何申請)超過一項申請，則閣下的所有申請亦將被視為重複申請而不得受理。

倘申請由非上市公司提出，且：

- 該公司主要從事證券買賣；及
- 閣下可對該公司行使法定控制權，

則該申請將被視為：閣下為受益人提出。

非上市公司指其股本證券並無在聯交所上市的公司。

對有關公司有法定控制權指：閣下：

- 控制該公司董事會的組成；或
- 控制該公司一半以上的表決權；或
- 持有該公司一半以上已發行股本(不包括無權分享超過指定金額的權利或資本分派的已發行股本)。

丁. 香港發售股份的分配—甲組及乙組

經考慮閣下按上文所述方式重新分配後，香港公開發售可供認購的發售股份總數將平均分為甲、乙兩組以供分配。甲組的香港發售股份將以公平方式分配予申請認購香港發售股份總認購價格為5,000,000港元(不包括經紀佣金、證監會交易徵費及聯交所交易費)或以下的申請人。乙組的香港發售股份將以公平方式分配予申請認購香港發售股份總認購價格超過5,000,000港元(不包括經紀佣金、證監會交易徵費及聯交所交易費)但不少於乙組總價值的申請人。申請人認購甲、乙兩組的分配比例或有所不同。倘其中一組(而非兩組)香港發售股份認購不足，則該組剩餘的香港發售股份將被撥往另一組以應付另一組的需求，並進行相應的分配。就此而言，香港發售股份的認購價格指有關申請時應付的價格，而不計最終發售的發售價。多申請人僅獲分配甲組及乙組內而兩組之間的香港發售股份。倘出現超額認購，不分配予香港公開發售投資者的香港發售股份(甲組及乙組)將根據香港公開發售所接獲的有效申請數目而定。每一組的分配比率可依據各申請人有效申請的香港發售股份數目而有所不同。香港發售股份的分配(如適用)或包括抽籤，即個別申請人獲分配的香港發售股份數目可能較其申請認購相同數目香港發售股份的人士為高，而未獲抽中的申請人則可能不獲發售任何香港發售股份。在每組內及兩組之間的香港發售股份申請以及申請認購超過10,000,000股香港發售股份的每名申請人均須在遞交本申請表格上承諾及確認：申請人及其代為申請的受益人並無且將不會對國際發售項下的任何發售股份表示興趣，亦從未且將不會接納該等股份，而倘上述承諾及/或確認遭違反及/或屬失實(視情況而定)，則該申請人的申請將不獲受理。

戊. 補充資料

倘閣下遞交招股章程的任何補充文件，則已遞交申請的申請人可能會或未必會獲通知(視乎補充文件所載資料而定)可撤回申請。倘申請人未曾獲通知，或倘申請人曾獲通知但並未按照指定程序撤回申請，則所有已遞交的申請將仍屬有效並可獲接納。除上述情況外，申請一經提出概不得撤回，而申請人將被視為已基於經補充的招股章程提出申請。

己. 填妥及遞交本申請表格的效用

填妥及遞交本申請表格，即表明閣下(如屬聯名申請人，即閣下與聯名申請人共同及個別)為本身或以代理人或代名人身份為所代表的每名人士：

- 指示及授權本公司及/或獨家全球協調人(或彼等各自的代理人或代名人)作為本公司代理人，代表閣下簽訂任何過戶文件，成交單據或其他文件，並根據本公司組織章程細則的規定代表閣下辦理一切其他必要事宜；及
- 閣下授權本公司及/或獨家全球協調人(或彼等各自的代理人或代名人)作為本公司代理人，代表閣下簽訂任何過戶文件，成交單據或其他文件，並根據本公司組織章程細則的規定代表閣下辦理一切其他必要事宜；及
- 承諾簽署所有文件及辦理所有必要事宜，使閣下可登記成為閣下所獲分配香港發售股份的持有人，及符合本公司組織章程細則的要求；
- 聲明、保證及承諾：閣下明白股份並不會根據美國證券法登記；
- 聲明、保證及承諾(a)閣下或閣下代為申請的人士並非香港或其他地方的任何適用法律限制提出本認購申請，或支付任何申請款項，以獲配發或接納任何香港發售股份；(b)閣下或閣下代為申請的其他受益人並非身處美國(定義見美國證券法S規則)；(c)閣下及閣下代為申請的任何受益人將遵守適用的美國證券法S規則及香港發售股份；及(四)閣下及閣下代為申請的任何受益人將遵守任何適用的其他人士獲配發或申請認購香港發售股份，將不會導致本公司須遵守香港境外任何地區任何法律或規例的任何規定(不論是否具法律效力)；
- 確認閣下已收到及/或閱畢招股章程，並僅依賴招股章程所載的資料及陳述提出此申請而不會依賴招股章程任何補充文件以外有關本公司的任何其他資料或陳述，而閣下同意本公司、獨家保薦人、獨家全球協調人、牽頭賬簿管理人、副賬簿管理人和香港包銷商及彼等各自的董事、高級職員、僱員、合夥人、代理人、顧問以及參與全球發售的任何其他人士均毋須對該等其他資料或陳述承擔任何責任；
- 同意(在不影響、閣下可能擁有的任何其他權利的情况下)此申請一經接獲，便不可因無效或出錯的失實陳述或招股章程所載者以外的原因而將其撤回；
- (倘申請由閣下為受益人提出)保證此申請為：閣下為受益人—白色或黃色申請表格或透過中央結算系統向香港結算或透過網上白表服務(www.hkeipo.hk)向指定網上白表服務供應商發出電子認購指示或已提出的唯一申請；
- (倘申請由代理人代表閣下提出)保證閣下已有效且不可撤回地賦予閣下的代理人一切必需權利及授權以提出此申請；
- (倘閣下為其他人士的代理人)保證已向其他人士合理查詢，此申請為以該名人士為受益人提出白色或黃色申請表格或透過中央結算系統向香港結算或透過網上白表服務(www.hkeipo.hk)向指定網上白表服務供應商發出電子認購指示提出的唯一申請，而閣下已獲正式授權，以該名人士的代理人的身份簽署本申請表格或發出電子認購指示；
- 同意倘閣下的申請一經接納，閣下獲接納的申請將以本公司公佈的香港公開發售結果為依據；

- 承諾及確認閣下(倘申請由閣下為受益人提出)或閣下代為申請的受益人並無申請或接納或表示有意認購、或收取或獲配或分配(包括有條件及/或臨時地)，亦不會申請或接納或表示有意認購任何國際發售股份的國際發售股份，或以其他方式參與國際發售；
- 保證閣下的此申請所載的資料均屬真實準確；
- 同意閣下的申請、其接納及因而訂立的合約受香港法例監管並按香港法例詮釋；
- 承諾及同意接納所申請或根據申請向閣下分配數目數目的香港發售股份；
- 授權本公司將閣下的姓名列入本公司的股東名冊，作為閣下所獲分配任何香港發售股份的香港持有人，並在(符合本申請表格及招股章程所載條款及條件的情況下)授權本公司及/或本公司代理將任何股票(如適用)及/或退還支票(如適用)以普通郵遞方式寄往閣下申請表格上所示地址予閣下(如屬聯名申請人，則寄予本申請表格上排名首位的申請人)，郵誤風險由閣下承擔，除非閣下申請認購1,000,000股或以上香港發售股份，並已在本申請表格中表明擬於本公司在報章所公佈為領取發還股票/電子自動退款指示/退還支票日期上午九時正至下午一時正親臨卓佳證券登記有限公司領取退還支票及/或股票(如適用)；
- 要求任何退還支票以閣下或(倘屬聯名申請人)閣下申請表格中排名首位的申請人為抬頭人，並在(符合閣下申請表格所載條款及條件的情況下)按申請表格所示地址以普通郵遞方式發還退還支票，郵誤風險概由閣下自行承擔(倘閣下申請認購1,000,000股或以上香港發售股份，並已在閣下申請表格表明擬於閣下申請表格及招股章程所述程序親身領取退還支票則除外)；
- 同意閣下的認購申請手續(包括發還退還支票(如有))可於本公司任何一間收款銀行辦理，並不限於閣下提交申請表格的銀行；

丁. 閣下已閱畢招股章程及本申請表格所載條款、條件及申請手續並同意其約束，及閣下瞭解招股章程所載關於全球發售發售股份的各項限制；

明白本公司、獨家全球協調人及香港包銷商將依賴上述聲明及陳述，以決定是否就閣下提出的申請分配任何香港發售股份，而閣下可能會因作出虛假聲明而遭檢控；

倘香港以外任何地區的法例適用於閣下的申請，則閣下同意及保證已遵守一切有關法例，而本公司、獨家保薦人、獨家全球協調人、牽頭賬簿管理人、副賬簿管理人和香港包銷商及參與全球發售的任何其他人士以及彼等各自的高級職員或顧問因接納閣下的認購申請或因閣下根據招股章程所載條款及條件具有權利與責任而採取的行動不會違反香港境外的任何法例；

向本公司(代表本身及本公司各股東的利益)表示同意(而本公司一經接納全部或部分申請，即視為本公司本身及代表各股東表示同意)在適用情況下向發出電子認購指示的各中央結算系統參與者表示同意遵守及符合公司條例、組織章程大綱及細則；

向本公司及本公司各股東表示同意，股份可由持有人自由轉讓；

授權本公司代表閣下與本公司各董事及高級職員訂立合約，據此，該等董事及高級職員承諾遵守及符合組織章程細則所訂明彼等對股東應盡的責任；

同意本公司、獨家保薦人、獨家全球協調人、牽頭賬簿管理人、副賬簿管理人和香港包銷商及彼等各自的董事、高級職員、僱員、合夥人、代理人或顧問，以及參與全球發售的任何其他各方，僅須對招股章程及招股章程補充文件所載的資料及陳述負責(且僅限於其管為其本身職權範圍內其應盡的責任)；

同意閣下本公司、香港股份過戶登記處、收款銀行、獨家保薦人、獨家全球協調人、牽頭賬簿管理人、副賬簿管理人和香港包銷商及參與全球發售的任何其他各方以及彼等各自的顧問及代理人披露彼等要求的關於閣下或閣下代為申請的受益人的個人資料及任何其他資料；

本公司、獨家保薦人、獨家全球協調人、牽頭賬簿管理人、副賬簿管理人和香港包銷商及彼等各自的顧問及代理人及參與全球發售的任何其他各方均有權依賴閣下在本申請作出的任何保證、陳述或聲明。倘為聯名申請人提出申請，則聯名申請人須作出、發出、接受或承擔的所有保證、陳述、聲明及責任將視為由申請人共同及個別作出、發出、接受及承擔。

除另有訂明外，閣下必須以英文填妥本申請，而閣下或(倘為聯名申請人)各聯名申請人必須親自簽署本申請，不得以個人印章代替，否則申請可被拒絕受理。

庚. 授權書

如閣下透過獲有效授權書正式授權的人士提出申請，本公司、獨家全球協調人、香港包銷商及彼等各自的代理人或代名人(各自作為本公司代理人)，可在符合彼等認為適當的任何條件(包括出示閣下的代已獲授權的證明)的情況下代接納閣下的申請。

辛. 發售價的釐定

預期發售價將於定價日由獨家全球協調人(為其本身及代表包銷商，經諮詢獨家保薦人後)與本公司(為其本身及代表股東)協定。發售價將不低於4.07港元且預期不低於3.19港元。香港發售股份申請人須在申請時繳付最高發售價每股發售股份4.07港元，另加1%經紀佣金、0.003%證監會交易徵費及0.005%聯交所交易費，金額會按每股發售價若干小數位。倘發售價最終釐定為低於4.07港元，則多數認購款項將予退還。預期定價日為2011年6月13日(星期一)或前後，惟無關發售遞交申請截止日期上午十時正或前，隨時調低根據全球發售提呈發售的發售股份數目及/或招股章程所列的指示性發售日期(即每股發售股份3.19港元至4.07港元)。在此情況下，本公司將於香港公開發售遞交申請截止日期的上午十時正前，在南華早報(英文)、香港經濟日報(中文)、本公司網站(www.xiangyu.com.hk)及聯交所網站(www.hkexnews.hk)刊登公佈。倘本公司(為其本身及代表股東)與獨家全球協調人(為其本身及代表包銷商，經諮詢獨家保薦人後)基於任何理由未能協定發售價，則全球發售(包括香港公開發售)不會成為無條件及將失效。

香港發售股份的配發

本公司於截止申請後，方會開始處理香港發售股份的申請及配發股份。

本公司預期於2011年6月17日(星期五)或前後於南華早報(英文)、香港經濟日報(中文)、本公司網站(www.xiangyu.com.hk)及聯交所網站(www.hkexnews.hk)發放及公佈最終發售價、香港發售股份的申請水平及配發基準。

香港公開發售的分配情況，以及使用白色或黃色申請表格或透過中央結算系統向香港結算或透過網上白表服務(www.hkeipo.hk)向網上白表服務供應商發出電子認購指示提出的申請的成功申請人的香港身份證/護照/香港商業登記證號碼(如適用)，將於2011年6月17日(星期五)按招股章程「如何申請香港發售股份—公佈結果」一節所述方式公佈。

倘閣下的香港發售股份申請獲(全部或部分)接納

本公司不會就已付申請認購款項發出任何收據，亦不會發出任何臨時所有權文件。

閣下申請認購1,000,000股或以上香港發售股份，並在本申請表格中表明擬親臨香港股份過戶登記處卓佳證券登記有限公司領取股票及/或退還支票(如適用)，且已提供本公司公佈所規定的所有資料，則閣下可於11月17日(星期五)或本公司在南華早報(英文)及香港經濟日報(中文)公佈的任何其他日期上午九時正至下午一時正親臨以下地點領取股票及/或退還支票(如適用)：

卓佳證券登記有限公司
香港
灣仔
皇后大道東28號
金鐘中心二樓

倘閣下屬個人申請人並選擇親身領取，則不得授權他人代為領取。倘閣下為公司申請人並選擇親身領取，則須由帶有蓋上公司印章授權的授權代表領取。個人及授權代表(如適用)在領取股票時須向香港股份過戶登記處卓佳證券登記有限公司出示有效的身份證明文件。倘閣下並未在指定時間親身領取股票及退還支票(如適用)，則該等退還支票及股票將以普通郵遞方式寄往本申請表格所列地址，郵誤風險由閣下承擔。

倘閣下申請認購少於1,000,000股香港發售股份，或閣下申請認購1,000,000股或以上香港發售股份但並未在本申請表格中表明擬親臨領取股票及/或退還支票(如適用)，則股票及/或退還支票(如適用)將會以普通郵遞方式寄往本申請表格所列地址，郵誤風險概由閣下承擔。

香港發售股份的股票預期將於2011年6月17日(星期五)發出，惟僅於(i)全球發售在各方面成為無條件及(ii)招股章程「包銷—包銷安排及開支—香港公開發售—終止權利」分節所述終止權利並未行使而告失效的情況下，方會於2011年6月20日(星期一)上午八時正成為有效的所有權證。

導致閣下不獲配發香港發售股份的情況

閣下可能因下列任何原因而不獲分配香港發售股份：

- 倘閣下的申請被撤回或檢銷：申請表格一經填妥及遞交，即表示閣下同意，不得開始登記認購申請起計第五日之前撤回閣下提出的申請。此協議將作為與本公司訂立的附屬合約而生效，於閣下遞交本申請表格時即具有約束力。此附屬合約的代價為，除按照招股章程所述其中一項程序發生外，本公司同意不會於開始登記認購申請起計第五日之前向任何人士發售任何香港發售股份。根據公司條例第40條對招股章程負責的人士如根據該條規定發出公司通知，免除或限制其對招股章程所負責任，閣下僅可於開始登記認購申請起計第五日之前(就此而言不包括任何非營業日)撤回閣下提出的申請。認購申請一經接納，概不得撤回。就此而言，當分配情況在報章上公佈後，未被拒絕受理的申請即屬已接納，而當分配基準有達成或若干條件或規定以抽籤方式決定，則該項接納將分別視該等條件達成後方可作實或須視乎抽籤結果而定。
- 本公司、獨家全球協調人或指定網上白表服務供應商(如適用)或彼等各自的代理人或代名人，可全權決定拒絕或接納任何申請，或只接納某部分的申請而毋須就拒絕或接納任何申請提供任何理由。

如閣下欲以閣下的名義發行將獲配發的香港發售股份，請使用本表格

3. 倘閣下的申請不獲受理：
以下情況可能導致閣下的申請不獲受理：
• 閣下的申請屬或疑屬重複申請；
• 本申請表格並未正確填寫；
• 閣下未有以正確方式付款；或
• 閣下以支票或銀行本票付款而該支票或銀行本票在第一次提呈付款時未能兌現；
• 閣下或閣下代為申請的受益人已根據國際發售申請或接納、或表示有意、或已經或將要獲得（包括有條件及/或臨時地）配發或配發國際發售股份；
• 本公司及獨家全球協調人相信接納閣下的申請會構成閣下填寫或/或簽署申請表格或閣下於本申請表格上所列地址的所在司法管轄區內任何適用證券或其他法律、規則或法規；
• 閣下並不是按申請表格列表內所載數目申請認購香港發售股份；或
• 閣下根據香港公開發售申請認購超過初步可供公眾認購的香港發售股份50%；或
• 任何香港包銷協議及/或國際包銷協議並無成為無條件或根據其條款終止。
4. 倘閣下的香港發售股份配發無效：
如閣下所上市委員會（上市委員會）在下列期間並未批准股份上市，閣下獲配發的香港發售股份將告無效：
• 截止登記認購申請後三星期內；或
• 如上市委員會在截止登記認購申請後三星期內知會本公司延長有關期間，則為不超過六個星期的較長期間。
5. 倘閣下在香港公開發售及國際發售中均有提出申請：
倘閣下在提出申請時，或向香港結算或網上白表服務供應商發出電子認購指示，即表示閣下同意不會根據國際發售申請認購國際發售股份。有關方面將採取合理措施以識別及拒絕接納已根據國際發售獲得國際發售股份的投資者在香港公開發售中提出的申請，並識別及拒絕接納已根據香港公開發售取得香港發售股份的投資者對國際發售所表示的興趣。

退還款項
閣下因上述任何原因而未獲得任何香港發售股份，本公司將不計利息退還閣下的申請款項，連同有關的1.0%經紀佣金、0.003%證監會交易費及0.005%聯交所交易費。
閣下的申請只獲部份接納，本公司將不計利息退還閣下的申請款項的適當部份，包括有關的1.0%經紀佣金、0.003%證監會交易費及0.005%聯交所交易費。如最終應定的發售價低於申請人於申請時支付的每股股份初步發售價（不包括1.0%經紀佣金、0.003%證監會交易費及0.005%聯交所交易費），則本公司將不計利息退還閣下多繳的申請款項，連同有關的1.0%經紀佣金、0.003%證監會交易費及0.005%聯交所交易費。於發售退還支票日期前該等款項應計的一切利息將撥歸本公司所有。
退還支票將劃線註明「只准入抬頭人賬戶」，並以閣下作為收款人，如屬聯名申請人，則以閣下申請表格上排名的申請人為收款人。閣下須提供閣下的香港身份證/護照號碼的一部份（如屬聯名申請人，則排名的首位申請人的香港身份證/護照號碼的一部份）或會印於閣下的退還支票（如有）。有關資料亦將會轉交予第三方支付退還款項。在兌現退還支票前，閣下的銀行或會要求核實閣下的香港身份證/護照號碼。閣下的香港身份證/護照號碼填寫不確或會導致閣下的退還支票出現延誤或失效。
倘閣下申請1,000,000股或以上的香港發售股份，且已在閣下的申請表格上表明擬親自領取退還支票，閣下可於2011年6月17日（星期五）上午九時正至下午五時正期間，親自前往以下地點領取，或在本公司於報章上公佈有關領取/發送電子自動退還支票/退還支票之其他日期，領取退還支票：
香港證券登記有限公司
香港灣仔皇后大道東28號金鐘匯中心26樓

閣下為選擇親自領取退還支票的申請人，則閣下不得授權任何其他人士代為領取。閣下必須於領取退還支票時出示身份證明文件以為獲準往證券登記有限公司接納的身份證明文件。如閣下為選擇親自領取退還支票的申請人，則閣下必須由授權代表攜同蓋有公司印章的授權書領取。有關授權代表須於領取時出示獲准往證券登記有限公司接納的身份證明文件。
閣下未有於指定時間內親自領取閣下的退還支票（如適用），該支票將隨即以普通郵遞方式寄往本申請表格所示地址，郵遞風險概由閣下承擔。
閣下申請認購少於1,000,000股香港發售股份或如閣下申請認購1,000,000股或以上香港發售股份，但並無在閣下的申請表格上表明擬親自領取退還支票（如適用），則退還支票（如適用）將於2011年6月17日（星期五）或前後以普通郵遞方式寄往閣下申請表格上所示地址，郵遞風險概由閣下承擔。
在適當情況下，本公司擬作出特別安排，以避免不當延遲退還申請款項。

香港中央結算（代理人）有限公司（「香港結算代理人」）提出申請
如本申請表格乃由香港結算代理人代表發出電子認購指示申請香港發售股份的人士簽署，則本申請表格中與招股章程不符的一切規定將不適用，而以招股章程的規定為準。在不限制此段的一般性的前提下，申請表格以下部份在香港結算代理人作為簽署人的情況下並不適用：
• 第一頁所載的所有保證，惟第一項有關限制招股章程及本申請表格的條款與條件並在本公司組織章程大綱及組織章程細則的規限下申請認購香港發售股份的保證除外；

閣下如何提出申請
1. 按照下表計算閣下擬申請認購的香港發售股份數目的應繳股款。閣下申請股數最少必須為1,000股香港發售股份。申請認購股數必須按照下表「可供申請認購股份數目及應繳款項」一表載列的其中一個股份數目提出。申請認購任何其他數目的股份將不予考慮，而任何有關申請將概不受理。閣下須繳付最高發售價每股股份4.07港元，另加1%經紀佣金、0.003%證監會交易費及0.005%聯交所交易費。下表亦列出申請認購若干數目的香港發售股份的應繳股款總額。
2. 正確填寫指示填妥並簽署本申請表格。只接納親筆簽名。
3. 股款須緊釘於本申請表格上。申請股份的股款必須以支票或銀行本票支付。
每份申請必須附有單獨開出的支票或銀行本票。
倘閣下以支票付款，則該支票必須：
• 為港元支票；
• 不得為期票；
• 由閣下在香港持牌銀行的港元銀行賬戶開出；
• 顯示閣下的賬戶名稱，而該賬戶名稱必須預印在支票上，或由有關銀行授權人在該支票背面簽署證明賬戶。該賬戶名稱必須與閣下的申請表格所示姓名/名稱相同。如屬聯名申請，該賬戶名稱必須與排名首位申請人的姓名/名稱相同。倘以聯名賬戶開出支票，則其中一名聯名賬戶持有人名稱必須與排名首位申請人的姓名/名稱相同；
• 註明抬頭人為「建行（代理人）有限公司一翔宇疏浚公開發售」；及
• 劃線註明「只准入抬頭人賬戶」。
倘閣下以銀行本票付款，則銀行本票必須：
• 為港元銀行本票；
• 由香港持牌銀行發出並由發出本票銀行的授權人在銀行本票背面簽署證明閣下姓名。銀行本票背面所顯示姓名須與本申請表格所填寫的姓名相同。如屬聯名申請，銀行本票背面所顯示姓名必須與排名首位申請人的姓名相同；
• 不得為期票；
• 註明抬頭人為「建行（代理人）有限公司一翔宇疏浚公開發售」；及
• 劃線註明「只准入抬頭人賬戶」。
倘支票或銀行本票不符合所有有關要求或在首次提呈付款時未能兌現，則閣下申請將不獲受理。

4. 撕下本申請表格，對摺一次，然後投入下列任何特備收集箱：
(a) 中國建設銀行（亞洲）股份有限公司的下列任何分行：

地區	分行	地址
港島區	中環分行 銅鑼灣廣場分行 北角分行	中環德輔道中六號 銅鑼灣廣場一期地下 北角英皇道三八二號
九龍區	美孚分行 九龍灣淘大花園分行 大角咀奧海城分行	美孚新邨第六期地下N46號舖 淘大花園IIA期地下181號舖 奧海城二期一樓109號舖
新界區	荃灣分行 沙田廣場分行	荃灣沙咀道二八二號 沙田廣場L1層5號舖

(b) 或渣打銀行（香港）有限公司的下列任何分行：

地區	分行	地址
港島區	德輔道分行	中環德輔道中4-4A號渣打銀行大廈
九龍區	觀塘開源道分行 旺角分行 尖沙咀分行	觀塘開源道63號福昌大廈地下 旺角彌敦道617-623號地下B舖，一樓及二樓 尖沙咀加連威老道10號地下
新界區	大埔分行 元朗豐年路分行	大埔廣福道23及25號 元朗青山公路段247號萬昌樓地下前舖B號及一樓全層

5. 閣下可於下列時間遞交本申請表格：

日期	時間
2011年6月8日（星期三）	上午九時正至下午五時正
2011年6月9日（星期四）	上午九時正至下午五時正
2011年6月10日（星期五）	上午九時正至下午五時正
2011年6月11日（星期六）	上午九時正至下午一時正
2011年6月13日（星期一）	上午九時正至中午十二時正

6. 遞交申請表格的截止時間為2011年6月13日（星期一）中午十二時正，倘該日並無開始登記認購申請，則為辦理認購申請登記的下一個營業日的中午十二時正。本公司將於當日上午十一時四十五分至中午十二時正期間登記認購申請，惟視乎當日天氣情況而定。如下列警告信號在2011年6月13日（星期一）上午九時正至中午十二時正期間內任何時間在香港懸掛，將不會開放登記申請：
• 8號或以上熱帶氣旋警告信號；或
• 「黑色」暴雨警告信號。
倘在該日的下一個營業日上午九時正至中午十二時正內任何時間並無懸掛上述任何一項警告，則申請認購登記將改為在該日的下一個營業日上午十一時四十五分至中午十二時正期間進行。

7. 本公司保留將閣下的一切或任何股款過戶的權利；然而，閣下的支票或銀行本票將不會於2011年6月13日（星期一）中午十二時正前提交付款。本公司將不發出付款收條。本公司將保留閣下的申請股款（如屬退還款項，則計至退還支票發送日期止）的應得利息。在閣下的支票或銀行本票過戶前，本公司亦有權保留任何股票及/或任何多收的申請認購款項或退還款項。

- 第一頁的「警告」；
- 「如閣下為代名人」；
- 「僅可為閣下（或閣下與任何聯名申請人）為受益人提交一份申請」；
- 「填妥及遞交本申請表格的效用」一節的所有聲明及保證，惟首兩項有關以申請人名義登記香港發售股份及簽署文件使申請人可登記成為所申請香港發售股份持有人的部份除外；
- 「倘閣下的香港發售股份申請獲（全部或部份）接納」；
- 「導致閣下不獲配發香港發售股份的情況」；及
- 「退還款項」。

個人資料
個人資料收集聲明
香港法例第486號個人資料（私隱）條例（「條例」）中的主要條文已於1996年12月20日在香港生效。此個人資料收集聲明旨在向香港發售股份的申請人及持有人說明本公司及其香港股份過戶登記處就個人資料及條例而制訂的政策及措施。

1. 收集閣下個人資料的原因
證券申請人或證券登記持有人於申請證券或將證券轉入其名下或轉讓予他人，或要求香港股份過戶登記處提供服務時，須不時向本公司及其香港股份過戶登記處提供最新的正確個人資料。
未能提供所需資料可導致本公司或其香港股份過戶登記處拒絕受理閣下的證券申請或延誤或無法進行過戶或提供服務，亦可能會阻礙或延誤登記或轉讓閣下成功申請的香港發售股份及/或發送閣下應得的股票及/或退還支票。
證券申請人及持有人所提供的個人資料如有任何不正確之處，必須即時知會本公司及其香港股份過戶登記處。
2. 用途
證券申請人及持有人的個人資料可基於下列目的以任何方式使用、持有及/或保存：
• 處理閣下的申請及退還支票（如適用），及於實有否退還閣下申請表格及招股章程所載的條款及申請手續，以及公佈香港發售股份的分配結果；
• 確保遵守香港及其他地方的一切適用法律及條例；
• 登記新發行證券或將證券轉入證券持有人名下或由其名下轉讓予他人（包括（如適用）以香港結算代理人的名義）；
• 保存或更新本公司的證券持有人名冊；
• 核實或協助核實簽名、任何其他核實或交換資料；
• 確定本公司證券持有人可享有的利益，如股息、供股及紅股派發等；
• 寄發本公司及其附屬公司的公司通訊；
• 編撰統計資料及股東資料；
• 遵照任何法例、規則或條例的規定作出披露；
• 透過於報章公佈或其他披露或轉讓申請人的身份；
• 披露有關資料以便提出權益索償；及
• 與上述有關的任何其他附帶或相關用途及/或使本公司及其香港股份過戶登記處履行彼等對證券持有人及/或監管機構的責任及/或證券持有人不時同意的其他用途。

3. 向他人轉交個人資料
本公司及其香港股份過戶登記處所持有的證券申請人及持有人的個人資料將會保密，但本公司及香港股份過戶登記處可能會為上述目的或其中任何一項作出必要的查詢，以確定個人資料的準確性，尤其可能會向下列任何或所有人士及實體披露、索取或轉交證券申請人及持有人的個人資料（不論在香港或外地）：
• 本公司或其委任的代理，如財務顧問及收款銀行；
• 倘申請人要求將香港發售股份存入中央結算系統時，則香港結算及香港結算代理人可就中央結算系統的運作使用該等個人資料；
• 任何向本公司及其香港股份過戶登記處提供與其各自業務運作有關的行政、電訊、電腦、付款或其他服務的代理、承包商或第三方服務供應商；
• 在本申請表格上蓋上公司印或填入其他身份識別編號的任何經紀；
• 聯交所、證監會及任何其他法定、監管或政府機關；及
• 任何與證券持有人有業務往來或與業務往來的其他人士或機構，例如銀行、律師、會計師或股票經紀等。
4. 查閱及更正個人資料
條例賦予證券申請人及持有人查詢查核本公司及/或其香港股份過戶登記處是否持有其個人資料，並有權索取資料副本及更正任何不正確資料。根據條例，本公司及其香港股份過戶登記處有權處理任何查閱資料的要求收取合理費用。所有關於查閱資料或更正資料或關於資料政策及慣例或所持資料類別的要求，應根據條例規定向本公司的公司秘書或（視情況而定）其香港股份過戶登記處屬下的私隱條例事務主任提出。
閣下簽署本申請表格或向香港結算或網上白表服務供應商發出電子認購指示後，即表示同意上述各項。

可供申請認購股份數目及應繳款項							
申請認購的香港發售股份數目		申請認購的香港發售股份數目		申請認購的香港發售股份數目		申請認購的香港發售股份數目	
申請時應繳款項		申請時應繳款項		申請時應繳款項		申請時應繳款項	
港元		港元		港元		港元	
1,000	4,111.02	50,000	205,551.29	450,000	1,849,961.53	4,000,000	16,444,102.40
2,000	8,222.05	55,000	226,106.41	500,000	2,055,512.80	4,500,000	18,499,615.20
3,000	12,333.08	60,000	246,661.54	550,000	2,261,064.09	5,000,000	20,555,128.00
4,000	16,444.10	65,000	267,216.67	600,000	2,466,615.36	5,500,000	22,610,640.80
5,000	20,555.15	70,000	287,771.80	650,000	2,672,166.65	6,000,000	24,666,153.60
6,000	24,666.17	75,000	308,326.92	700,000	2,877,717.92	6,500,000	26,721,666.40
7,000	28,777.17	80,000	328,882.05	750,000	3,083,269.21	7,000,000	28,777,179.20
8,000	32,888.21	85,000	349,437.18	800,000	3,288,820.48	7,500,000	30,832,692.00
9,000	36,999.23	90,000	369,992.31	850,000	3,494,371.77	8,000,000	32,888,204.80
10,000	41,110.26	95,000	390,547.43	900,000	3,699,923.04	8,500,000	34,943,717.60
15,000	61,665.38	100,000	411,102.56	950,000	3,905,474.33	9,000,000	36,999,230.40
20,000	82,220.51	150,000	616,653.85	1,000,000	4,111,025.60	9,500,000	39,054,743.20
25,000	102,775.64	200,000	822,205.12	1,500,000	6,166,538.40	10,000,000*	41,110,256.00
30,000	123,330.77	250,000	1,027,756.41	2,000,000	8,222,051.20		
35,000	143,885.89	300,000	1,233,307.68	2,500,000	10,277,564.00		
40,000	164,441.02	350,000	1,438,858.97	3,000,000	12,333,076.80		
45,000	184,996.15	400,000	1,644,410.24	3,500,000	14,388,589.60		

閣下可申請認購的香港發售股份最高數目。