

Hong Kong Public Offering – WHITE Form 香港公開發售 – 白色表格

Use this form if you want the allotted Hong Kong Offer Shares to be issued in your name 如欲以閣下的名義登記獲配發的香港發售股份，請使用本表格

Number of Hong Kong Offer Shares applied for (not to exceed 5,220,000 Shares (being 50% of the 10,440,000 Hong Kong Offer Shares being offered in the Hong Kong Public Offering after deducting the 1,160,000 Hong Kong Offer Shares made available under PINK Application Form(s)))
申請香港發售股份數目(不超過5,220,000股股份(即香港公開發售初步發售的10,440,000股香港發售股份的50%，在扣除以粉紅色申請表格認購的1,160,000股香港發售股份後))

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

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Total amount of payment
付款總額

HK\$		港元
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Name of bank on which cheque/banker's cashier order is drawn*
支票/銀行本票的付款銀行名稱*

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- * Cheque or banker's cashier orders should be crossed "Account Payee Only" and made payable to "Bank of China (Hong Kong) Nominees Limited – Modern Education 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「中國銀行(香港)代理人有限公司 – 現代教育公開發售」。
- To be completed in **BLOCK letters** in English in ink, except as stated otherwise. Joint applicants should give the address of the first-named applicant only. 除另有說明外，請用墨水筆以英文正楷填寫。聯名申請人僅須提供排名首位的申請人的地址。

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
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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
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Occupation (in English)
職業
(以英文填寫)

	Hong Kong Identity Card No./Passport No./ Hong Kong Business Registration No.** (please delete as appropriate) 香港身份證號碼/護照號碼/ 香港商業登記證號碼** (請刪去不適用者)
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Names of all other joint applicants in English (if any)
所有其他聯名申請人的英文姓名/名稱(如有)

(1)	Hong Kong Identity Card No./Passport No./ Hong Kong Business Registration No. of all other joint applicants** (please delete as appropriate)	(1)
(2)	所有其他聯名申請人的香港身份證號碼/ 護照號碼/香港商業登記證號碼** (請刪去不適用者)	(2)
(3)		(3)

Your address (in English) and telephone number (joint applicants should give the address and telephone number of the first-named applicant only). Only an address in Hong Kong will be accepted
地址(以英文填寫)及電話號碼(聯名申請人只須填寫排名首位申請人的地址及電話號碼)。只接受香港地址

	Telephone Number 電話號碼
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- ** 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. 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. Your Hong Kong Identity Card/Passport/ Hong Kong Business Registration numbers will be used for checking the validity of Application Forms and such data would be transferred to a third party for the accomplishment of such purpose.
如屬個人人士，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。所有聯名申請人(如屬個人人士)須填寫其香港身份證號碼、護照號碼(如適用)或(如屬法人團體)香港商業登記證號碼。閣下之香港身份證/護照/香港商業登記證號碼將會用作核實閣下申請表格的效力，有關資料將轉交第三方以辦理以上事項。
- ** 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 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 or may invalidate your refund cheque. 閣下所提供的香港身份證號碼/護照號碼的一部份(或者，在聯名申請的情況下，名列首位的申請人的香港身份證號碼/護照號碼的一部份)可能被印刷在閣下的退款支票(如有)上。為退款之目的，該等資料也將被轉送至第三方。在兌現閣下的退款支票之前，銀行可能要求查證閣下的香港身份證號碼/護照號碼。如果閣下的香港身份證號碼/護照號碼填寫不準確，可能會導致閣下退款支票兌現延遲或無效。

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)之賬戶號碼或身份識別編碼。如閣下為代名人但並無填寫此欄，本申請將視為為閣下本身為受益人提出。

Tick this box if you apply for 1,000,000 or more Hong Kong Offer Shares and wish to collect your refund cheque(s) (if any) and/or share certificate(s) (where applicable) in person from the Company's Hong Kong Branch Share Registrar, Tricor Investor Services Limited, at 26/F., Tesbury Centre, 28 Queen's Road East, Hong Kong on the date of despatch of share certificate(s)/refund cheques which is expected to be on Thursday, 30 June 2011. 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, where and how to collect your refund cheque(s) (if any) and/or share certificate(s) (where applicable).
凡申請1,000,000股或以上香港發售股份，並擬於發送股票/退款支票日期(預計為2011年6月30日(星期四))親臨本公司的香港股份過戶登記處卓佳證券登記有限公司(地址為香港皇后大道東28號金鐘匯中心26樓)領取閣下的退款支票(如有)及/或股票(如適用)，請在方格內填上「✓」號。有關領取退款支票(如有)及/或股票(如適用)的時間、地點及手續詳情，請參閱背頁「倘成功申請香港發售股份(全部或部份)」及「退還款項」兩節。

ADDRESS LABEL 地址標貼

Please fill in your name(s) and address in Hong Kong as set out above in BLOCK letters in English
請以英文正楷填寫上表所示姓名/名稱及香港地址

Name(s) 姓名/名稱	
Address 地址	

For Bank use 此欄供銀行填寫	
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Modern Education Group Limited

現代教育集團有限公司

(Incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

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

Terms and conditions of your application

A. Who can apply

- 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.
- If you are a firm, the application must be in the names of the individual members, not the name of the firm.
- The number of joint applicants must not exceed four.
- If you are a **body corporate**, the application must be stamped with the company chop (bearing the company name) and be signed by a duly authorized officer, who must state his or her representative capacity.
- Save 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/is an existing beneficial owner of Shares or the shares of any of the subsidiaries of the Company;
 - are/is the chief executive or a director of the Company or any of its subsidiaries;
 - are/is a connected person (as defined in the Listing Rules) of the Company or a person who will become a connected person (as defined in the Listing Rules) immediately upon completion of the Global Offering;
 - are/is an associate of any of the above ("associate" as defined in the Listing Rules); or
 - do not have a Hong Kong address.
- If you or any person(s) for whose benefit you are applying are/is within the United States or a United States person (within the meaning of Regulation S under the U.S. Securities Act) when completing and submitting this Application Form and not a person described in paragraph h(3) of Rule 902 of Regulation S, no application for Hong Kong Offer Shares shall be made.
- You cannot apply for any Hong Kong Offer Shares if you are:
 - a legal or natural person in the People's Republic of China (other than Hong Kong, Macau and Taiwan); or
 - have applied for, taken up, or indicated an interest for, or have been or will be placed (including conditionally and/or provisionally) the International Offer Shares under the International Offering.

B. If you are a nominee

- If you are a nominee, you may lodge more than one application by using Application Forms in your own name if each application is made on behalf of different beneficial owners. In the box on this Application Form marked "For nominees", you must include, for each beneficial owner or in the case of joint beneficial owners, each such beneficial owner:
- an account number; or
 - some other identification code.
- If you do not include this information, the application will be treated as being made for your benefit.

A nominee who submits this Application Form on behalf of another person is deemed to have represented and warranted to the Company, the Sole Global Coordinator, the Joint Sponsors, the Sole Bookrunner, the Joint Lead Managers and the 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/every such person. You further undertake to supply to the Company, the Sole Global Coordinator, the Joint Sponsors, the Sole Bookrunner, the Joint Lead Managers and the 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 for your and any of your joint applicant's benefit)

- Multiple applications or suspected multiple applications will be rejected. Save as referred to in B above, **all** of your applications will be rejected as multiple applications if you, or you and your joint applicant(s) together:
- make more than one application on PINK Application Form;
 - make more than one application (whether individually or jointly) on a WHITE or YELLOW Application Form;
 - both apply (whether individually or jointly) on one WHITE Application Form and one YELLOW Application Form;
 - apply on one WHITE or YELLOW Application Form (whether individually or jointly) for more than 5,220,000 Hong Kong Offer Shares (i.e. exceeding 50% of the 10,440,000 Hong Kong Offer Shares being offered in the Hong Kong Public Offering after deducting the 1,160,000 Hong Kong Offer Shares made available under PINK Application Form); or
 - have applied for or taken up, or indicated an interest for, or have been or will be placed (including conditionally and/or provisionally) International Offer Shares.

All of your applications will also be rejected as multiple applications if more than one application is made for your benefit. 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 benefit.

Unlisted company means a company with no equity securities listed on the Hong Kong Stock Exchange.

Statutory control means you:

- control the composition of the board of directors of the company;
- control more than half of the voting power of the company; or
- hold more than half of the issued share capital of the company (not counting any part of it which carries no right to participate beyond a specified amount in a distribution of either profits or capital).

D. Allocation of Hong Kong Offer Shares – Pools A and B

The 10,440,000 Offer Shares being offered for subscription by the public under the Hong Kong Public Offering after deducting the 1,160,000 Hong Kong Offer Shares made available under PINK Application Form(s) (subject to any adjustment of the number of Offer Shares allocated between the International Offering and the Hong Kong Public Offering) will be divided into two pools for allocation purposes: 5,220,000 Shares in Pool A and 5,220,000 Shares in Pool B. Accordingly, the maximum number of Hong Kong Offer Shares initially comprised in Pool A and Pool B will be 5,220,000 and 5,220,000 respectively. The Offer Shares in Pool A will be allocated on an equitable basis to successful applicants who have applied for Offer Shares with an aggregate price of HK\$5 million (excluding brokerage fee, SFC transaction levy and Stock Exchange trading fee payable) or less. The Offer Shares in Pool B will be allocated on an equitable basis to successful applicants who have applied for Offer Shares with an aggregate price of more than HK\$5 million (excluding brokerage fee, SFC transaction levy and Stock Exchange trading fee payable) and up to the total value of Pool B. You should be aware that applications in Pool A and applications in Pool B may receive different allocation ratios. If Offer Shares in one pool (but not both pools) are undersubscribed, the surplus Shares will be transferred to the other pool to satisfy demand in that pool and be allocated accordingly. For the purpose of this paragraph only, "price" for the Hong Kong Offer Shares means the price payable on application therefor. You can only receive an allocation of Shares from either Pool A or Pool B but not from both pools. In addition, multiple applications or suspected multiple applications and any application for more than 5,220,000 Offer Shares will be rejected. No application will be accepted from applicant(s) applying for more than the total number of Hong Kong Offer Shares originally allocated to each pool. Allocation of Offer Shares to investors under the Hong Kong Public Offering, both in relation to Pool A and Pool B, will be based solely on the level of valid applications received under the Hong Kong Public Offering. The basis of allocation in each pool may vary, depending on the number of Hong Kong Offer Shares validly applied for by each applicant. Although the allocation of Hong Kong Offer Shares could, where appropriate, consist of balloting, some applicants may receive a higher allocation than others who have applied for the same number of Hong Kong Offer Shares, and those applicants who are not successful in the ballot may not receive any Hong Kong Offer Shares.

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) have not been so notified, or if applicant(s) have been notified but have not withdrawn their applications in accordance with the procedure to be notified, all applications that have been submitted remain valid and may be accepted. Subject to the above, 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, the Sole Global Coordinator, the Sole Bookrunner, the Joint Lead Managers and/or the Hong Kong Underwriters (or their respective agents or nominees) to do on your behalf all things necessary to register any Hong Kong Offer Shares allotted to you in your name(s) as required by the Memorandum of Association and 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 the applicant(s) to be registered as the holder of the Hong Kong Offer Shares allotted to the applicant(s), and as required by the Articles of Association;
 - confirm** that you have only relied on the information and representations in the Prospectus in making your application and will not rely on any other information and representations save as set out in any supplement to the Prospectus;
 - agree** that the Company, the Sole Global Coordinator, the Joint Sponsors, the Sole Bookrunner, the Joint Lead Managers and the Underwriters and any of their respective directors, officers, employees, agents or advisors and any parties involved in the Global Offering are liable only for the information and representations contained in the Prospectus and any supplement thereto (and only then to the extent such liability is held to exist by a court with competent jurisdiction);
 - agree** (without prejudice to any other rights which you may have) that once your application has been accepted, you may not rescind it because of an innocent misrepresentation;
 - (if the application is made for your own benefit) **warrant** that the application is the only application which will be made for your benefit on a WHITE or YELLOW Application Form unless you are an Eligible Employee (as defined in the Prospectus), in which case you may also make an application on a PINK Application Form;
 - (if you are an agent for another person) **warrant** reasonable enquiries have been made of that other person that the application is the only application which will be made for the benefit of that other person on a WHITE or YELLOW Application Form, and that you are duly authorized to sign this Application Form as that other person's agent;
 - (if the application is made by an agent on your behalf) **warrant** that you have validly and irrevocably conferred on your agent all necessary power and authority to make this application;
 - undertake and confirm** that you (if the application is made for your benefit) or the person(s) for whose benefit you have made this application have not applied for or taken up, or indicated an interest for, or have been or will be placed (including conditionally and/or provisionally) the International Offer Shares under the International Offering or otherwise participate in the International Offering;
 - 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;
 - 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;
 - agree** to disclose to the Company, and/or its Hong Kong Branch Share Registrar, receiving banks, the Sole Global Coordinator, the Joint Sponsors, the Sole Bookrunner, the Joint Lead Managers and the Underwriters and their respective agents and agents any personal data and any information which they require about you or the person(s) for whose benefit you have made this application;
 - agree** with the Company and each Shareholder, and the Company agrees with each Shareholder, to observe and comply with the Companies Ordinance, Cayman Companies Law, the Memorandum of Association and the Articles of Association;
 - agree** with the Company and each Shareholder that the Shares are freely transferable by the holders thereof;

- authorize** the Company to enter into a contract on your behalf with each Director and officer of the Company whereby each such Director and officer undertakes to observe and comply with his or her obligations to Shareholders as stipulated in the Memorandum of Association and Articles of Association;
- authorize** the Company to place your name(s) on the Company's register of members as the holder(s) in Hong Kong (if any) Hong Kong Offer Shares allotted to you, and 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 applicants) the first-named applicant in the application form by ordinary post at your own risk to the address stated on your Application Form (except if you have applied for 1,000,000 Hong Kong Offer Shares or more and have indicated in your Application Form you wish to collect your refund cheque and share certificates (where applicable) in person);
- warrant** the truth and accuracy of the information contained in this application;
- represent, warrant and undertake** that you are not, and none of the other person(s) for whose benefit you are applying, is a United States person (as defined in Regulation S under the U.S. Securities Act);
- represent, warrant and undertake** that you understand that the Shares have not been and will not be registered under the U.S. Securities Act and you are outside the United States (as defined in Regulation S under the U.S. Securities Act) when completing and submitting the Application Form or are a person described in paragraph(h)(3) of Rule 902 of Regulation S under the U.S. Securities Act;
- confirm** that you have read the terms and conditions and application procedures set out in the Prospectus and this Application Form and agree to be bound by them;
- confirm** that you are aware of the restrictions on Global Offering of the Hong Kong Offer Shares described in the Prospectus;
- undertake and agree** to accept the Shares applied for, or any lesser number allocated to you under your application; and if the laws of any place outside Hong Kong are applicable to your application, agree and warrant that you have complied with all such laws and none of the Company, the Sole Global Coordinator, the Joint Sponsors, the Sole Bookrunner, the Joint Lead Managers and the Underwriters nor any other respective directors, officers, employees, agents or advisors will infringe any laws outside Hong Kong as a result of the acceptance of your offer to purchase, or any actions arising from your rights and obligations under the terms and conditions contained in the Prospectus.

The Company, the Sole Global Coordinator, the Joint Sponsors, the Sole Bookrunner, the Joint Lead Managers, the Underwriters and their respective directors, officers, employees, partners, agents, advisors, and any other parties involved in the Global Offering are entitled to rely on any warranty, representation or declaration made by you in this application. In the event of the application being made by joint applicants, all the warranties, representations, declarations and obligations expressed to be made, given or assumed by or imposed on the joint applicants shall be deemed to have been made, given or assumed by or imposed on the applicants jointly and severally. You may be prosecuted if you make a false declaration.

G. Power of attorney

If your application is made by a duly authorized attorney, the Company and the Sole Global Coordinator (or their agents or nominees) may accept it at their discretion and subject to any conditions as any of them may think fit, including evidence of the authority of your attorney.

H. Determination of number of Offer Shares

The Sole Global Coordinator, on behalf of the Underwriters, may with the consent of the Company, reduce the number of Offer Shares being offered pursuant to the Global Offering at any time on or prior to the morning of the last day for lodging applications under the Hong Kong Public Offering. In such a case, a notice of the reduction of the number of Offer Shares will be published in the South China Morning Post (in English) and the Hong Kong Economic Journal (in Chinese) not later than the morning of the day which is the last day for lodging applications under the Hong Kong Public Offering. Such notice will also be available at the website of the Stock Exchange at www.hkexnews.hk and the Company's website at www.moderneducationgroup.com.

Allotment of Hong Kong Offer Shares

The application monies for the Hong Kong Offer Shares will not be processed and no allocation of any such Shares will be made until after the close of the application period.

The Company expects to announce the level of indications interest in the International Offering, the level of applications under the Hong Kong Public Offering and the basis of allocation on Thursday, 30 June 2011 in the South China Morning Post (in English) and the Hong Kong Economic Journal (in Chinese) and the website of the Hong Kong Stock Exchange at www.hkexnews.hk and the Company's website at www.moderneducationgroup.com. The results of allocations and the Hong Kong Identity Card/passport/Hong Kong Business Registration numbers of successful applicants under the Hong Kong Public Offering will be available in a variety of channels described in the section headed "How to Apply for Hong Kong Offer Shares – VII. Publication of Results, Despatch/Collection of Share Certificates and Refunds of Application Monies" in the Prospectus.

If your application for Hong Kong Offer Shares is successful (in whole or in part)

If you have applied for 1,000,000 Hong Kong Offer Shares or more on a WHITE Application Form and have indicated your intention in your Application Form to collect your share certificate(s) (where applicable) personally from Tricor Investor Services Limited and have provided all information required in your Application Form, you may collect them in person from:

Tricor Investor Services Limited
26/F, Tszshu Centre
28 Queen's Road East
Hong Kong

from 9:00 a.m. to 1:00 p.m. on Thursday, 30 June 2011 or such other place and date as notified by the Company in the newspapers as the place and date of collection/despatch of refund cheques/purchase orders.

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) to collect each share certificate. If you are a corporate applicant which opts for personal collection, you must attend by your authorized representative bearing a letter of authorization from your 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 share certificate(s) (where applicable) personally within the time specified for collection, they will be despatched promptly to you by ordinary post to the address as specified on 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 on your Application Form that you wish to collect your share certificate(s) in person, then your share certificate(s) will be sent to the address on this Application Form on or around Thursday, 30 June 2011, by ordinary post and at your own risk.

The Company will not issue temporary documents of title. No receipt will be issued for sums paid on application.

Share certificates will only become valid certificates of title at around 8:00 a.m. on Monday, 4 July 2011 provided that the Hong Kong Public Offering has become unconditional in all respects and the right of termination described in the paragraph headed "Underwriting Arrangements and Expenses – Hong Kong Public Offering – Grounds for Termination" under the section in the Prospectus entitled "Underwriting" has not been exercised.

Circumstances in which you will not be allotted Hong Kong Offer Shares

You may not be allotted Hong Kong Offer Shares for any of the following reasons:

- Full discretion of the Company or its agents to reject or accept your application:** The Company and/or the Sole Global Coordinator (as agents for the Company), or their respective agents and nominees, have full discretion to reject or accept any application, or to accept only part of any application. No reason have to be given for any rejection or acceptance.

2. If your application is rejected:

- You will not receive any allotment if:
- you make multiple applications or suspected multiple applications;
 - the application for Shares is not for one of the amounts set out in the table in this Application Form;
 - you or the person for whose benefit you are applying have applied for or taken up, or indicated an interest for, or have been or will be placed or allocated (including conditionally and/or provisionally) Offer Shares and/or International Offer Shares in the International Offering. Reasonable steps will be taken to identify and reject applications in the Hong Kong Public Offering from investors who received 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;
 - your Application Form is not completed in accordance with the instructions as stated in the Application Form (if you apply by an Application Form);
 - your payment is not made correctly;
 - you pay by cheque or banker's cashier order and the cheque or banker's cashier order is dishonoured upon its first presentation;
 - the Underwriting Agreements do not become unconditional;
 - one or both the Underwriting Agreements are terminated in accordance with their respective terms;
 - the Company or the Sole Global Coordinator believe that by accepting your application, they would violate the applicable securities or other laws, rules or regulations of the jurisdiction in which your application is completed and signed; or
 - your application is for more than 5,220,000 Shares, exceeding 50% of the 10,440,000 Hong Kong Offer Shares being offered in the Hong Kong Public Offering after deducting the 1,160,000 Hong Kong Offer Shares made available under PINK Application Form(s).

3. If your application is revoked:

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 opening of the application lists (excluding for this purpose any day which is Saturday, Sunday or public holiday in Hong Kong). This agreement will take effect as a collateral contract with the Company, and will become binding when you lodge your 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 before the fifth day after the time of opening of the application lists (excluding for this purpose any day which is Saturday, Sunday or public holiday in Hong Kong), except by means of one of the procedures referred to in the Prospectus.

Your application may be revoked on or before the fifth day after the time of opening of the application lists (excluding for this purpose any day which is Saturday, Sunday or public holiday in Hong Kong) if a person responsible for the Prospectus under section 40 of the Companies Ordinance (Chapter 32 of the Laws of Hong Kong) gives a public notice under that section which excludes or limits the responsibility of that person for the Prospectus. 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) have not been so notified, or if applicant(s) have been notified but have not withdrawn their applications in accordance with the procedure to be notified, all applications that have been submitted remain valid and may be accepted. Subject to the above, an application once made is irrevocable and applicants shall be deemed to have applied on the basis of the Prospectus (as supplemented, if any).

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 publication of the results of allocation, and where such basis of allocation is subject to certain conditions or provides for allocation by ballot, such acceptance will be subject to the satisfaction of such condition or results of the ballot respectively.

Hong Kong Public Offering – WHITE Form 香港公開發售 – 白色表格
Use this form if you want the allotted Hong Kong Offer Shares to be issued in your name

4. **If your allotment of Hong Kong Offer Shares is void:**
 Your allotment of the Hong Kong Offer Shares will be void if the Listing Committee of the Stock Exchange does not grant permission to list the Shares either:
 • within 3 weeks from the closing date of the application lists; or
 • within a longer period of up to 6 weeks if the Listing Committee of the Stock Exchange notifies the Company of that longer period within 3 weeks of the closing date of the application lists.

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 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. All such interest accrued on such monies prior to the date of despatch of refund cheques will be retained for the benefit of the Company. In a contingency situation involving a substantial over-subscription, at the discretion of the Company and the Sole Global Coordinator, cheques for applications for certain small denominations of Hong Kong Offer Shares (apart from successful applications) may not be cleared.

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 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 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
 26/F., Tesbury Centre
 28 Queen's Road East
 Wanchai

from 9:00 a.m. to 1:00 p.m. on Thursday, 30 June 2011 or any other place and date notified by the Company in the newspaper as the place and date of despatch/collection of share certificate(s)/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 despatched promptly to you 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 the address on your Application Form on or around Thursday, 30 June 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.

Personal data

Personal Information Collection Statement

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

1. 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 Branch Share Registrar when applying for securities or transferring securities into or out of their names or in procuring the services of the Hong Kong Branch Share Registrar.

Failure to supply the requested data may result in your application for securities being rejected, delay or the inability of the Company and the Hong Kong Branch 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 despatch of share certificate(s) and/or refund cheque(s) to which you are entitled.

It is important that holders of securities inform the Company and its Hong Kong Branch Share Registrar immediately of any inaccuracies in the personal data supplied.

2. Purpose

The personal data of 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 verifications of compliance with the terms and application procedures set out in this Application Form and the Prospectus and announcing results of allocations of 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 the conduct of 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 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 the Hong Kong Branch Share Registrar to discharge their obligations to holders of securities and/or regulators and/or any other purposes to which the holders of securities may from time to time agree.

3. Transfer of personal data

Personal data held by the Company and its Hong Kong Branch Share Registrar relating to the applicants and the holders of securities will be kept confidential but the Company and its Hong Kong Branch Share Registrar may, to the extent necessary for achieving the above purposes or any of them, make such enquiries as they consider necessary to confirm the accuracy of the personal data and in particular, they may disclose, obtain, 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, receiving banks and overseas principal registrars;
 • where applicants for securities request deposit into CCASS, the HKSCC and HKSCC Nominees, who will use the personal data for the purposes of operating the CCASS;
 • any agents, contractors or third-party service providers who offer administrative, telecommunications, computer, payment or other services to the Company or the Hong Kong Branch Share Registrar in connection with the operation of their respective businesses;
 • any regulatory or governmental bodies (including the Hong Kong Stock Exchange and the SFC); 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.

4. Access and correction of personal data

The Ordinance provides the holders of securities with rights to ascertain whether the Company or its Hong Kong Branch 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 the Hong Kong Branch 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 and the kinds of data held should be addressed to the Company, at its registered address disclosed in the "Corporate Information" section in the Prospectus or as notified from time to time in accordance with applicable law, for the attention of the Company secretary or (as the case may be) its Hong Kong Branch Share Registrar for the attention of the Privacy Compliance Officer.

By signing this Application Form, you agree to all of the above.

How to make your application

1. 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 2,000 Hong Kong Offer Shares. Applications must be in one of the numbers set out in the table below. No application for any other number of Hong Kong Offer Shares will be considered and any such application is liable to be rejected. The table also sets out the total amount payable for such numbers of Hong Kong Offer Shares up to 5,220,000 Hong Kong Offer Shares. On application, you must pay the offer price of HK\$1.30 per Share, plus brokerage fee of 1.0%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%. The table below sets out the total amount payable for certain numbers of Hong Kong Offer Shares.

2. Complete this Application Form and sign it. **Only written signatures** will be accepted.

3. Each application must be accompanied by either one cheque or one banker's cashier order.

4. Staple your cheque or banker's cashier order to the Application Form. You must pay for the Hong Kong Offer Shares applied for by **one cheque or by one banker's cashier order**.

If you pay by cheque, the cheque must:

- be in Hong Kong dollars;
- be drawn on your Hong Kong dollar bank account in Hong Kong;
- bear an account name (or, in the case of joint applicants, the name of the first-named applicant) (either preprinted on the cheque or endorsed on the reverse of the cheque by any authorized signatory of the bank on which it is drawn), which must be the same as the name on your Application Form (or, in the case of joint applicants, 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 "Bank of China (Hong Kong) Nominees Limited – Modern Education Public Offer";
- be crossed "Account Payee Only"; and
- not be post-dated.

Your application will be rejected if your cheque:

- does not meet all these requirements; or
- is dishonoured on its first presentation.

If you pay by banker's cashier order:

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

Your application will be rejected if your banker's cashier order does not meet all these requirements.

5. Tear off the Application Form, fold the form once and lodge it in one of the special collection boxes at any one of the following branches of:

Bank of China (Hong Kong) Limited:

	Branch Name	Address
Hong Kong Island	Bank of China Tower Branch	3/F, 1 Garden Road, Central, Hong Kong
	Central District (Wing On House) Branch	71 Des Voeux Road Central, Central, Hong Kong
	North Point (Kiu Fai Mansion) Branch	413-415 King's Road, North Point, Hong Kong
Kowloon	Tsim Sha Tsui East Branch	Shop G02-03, Inter-Continental Plaza, 94 Granville Road, Tsim Sha Tsui, Kowloon, Hong Kong
	Wang Kwun Road Branch	Unit G1, Nan Fung Commercial Centre, Wang Kwun Road, Kowloon Bay, Kowloon, Hong Kong
	Wong Tai Sin Branch	Shop G13, Wong Tai Sin Plaza, Wong Tai Sin, Kowloon, Hong Kong
	Shanghai Street (Mong Kok) Branch	611-617 Shanghai Street, Mong Kok, Kowloon, Hong Kong
	Festival Walk Branch	Unit LG256, Festival Walk, Kowloon Tong, Kowloon, Hong Kong
New Territories	Fo Tan Branch	No. 2, 1/F, Shatin Galleria, 18-24 Shan Mei Street, Fo Tan, New Territories, Hong Kong
	Castle Peak Road (Yuen Long) Branch	162 Castle Peak Road, Yuen Long, New Territories, Hong Kong

6. Your application form can be lodged at these times:

Monday, 20 June 2011	– 9:00 a.m. to 5:00 p.m.
Tuesday, 21 June 2011	– 9:00 a.m. to 5:00 p.m.
Wednesday, 22 June 2011	– 9:00 a.m. to 5:00 p.m.
Thursday, 23 June 2011	– 9:00 a.m. to 12:00 noon

7. The latest time for lodging your application is **12:00 noon on Thursday, 23 June 2011**, or if the application lists are not open on that day then by 12:00 noon on the next 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 the weather conditions. The application lists will not open if there is:

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

in force in Hong Kong at any time between 9:00 a.m. and 12:00 noon on Thursday, 23 June 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 in Hong Kong at any time between 9:00 a.m. and 12:00 noon.

Business day means a day that is not a Saturday, Sunday or public holiday in Hong Kong.

8. 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 Thursday, 23 June 2011. The Company will not give you a receipt for your payment. The Company shall keep all interest accrued on your application monies (up until, in the case of monies to be refunded, the date of despatch of share certificate(s)/refund cheques). The right is also reserved to retain any monies to be refunded and/or any surplus application monies or refunds pending clearance of your cheque or banker's cashier.

NUMBER OF SHARES THAT MAY BE APPLIED FOR AND PAYMENTS

No. of Hong Kong Offer Shares applied for	Amount payable on application HK\$	No. of Hong Kong Offer Shares applied for	Amount payable on application HK\$	No. of Hong Kong Offer Shares applied for	Amount payable on application HK\$
2,000	2,626.21	70,000	91,917.28	800,000	1,050,483.20
4,000	5,252.42	80,000	105,048.32	900,000	1,181,793.60
6,000	7,878.62	90,000	118,179.36	1,000,000	1,313,104.00
8,000	10,504.83	100,000	131,310.40	2,000,000	2,626,208.00
10,000	13,131.04	200,000	262,620.80	3,000,000	3,939,312.00
20,000	26,262.08	300,000	393,931.20	4,000,000	5,252,416.00
30,000	39,393.12	400,000	525,241.60	5,000,000	6,565,520.00
40,000	52,524.16	500,000	656,552.00	5,220,000 ⁽¹⁾	6,854,402.88
50,000	65,655.20	600,000	787,862.40		
60,000	78,786.24	700,000	919,172.80		

(1) Maximum number of Hong Kong Offer Shares you may apply for.

香港公開發售 — 白色表格

如欲以閣下的名義登記獲配發的香港發售股份，請使用本表格



Modern Education Group Limited

現代教育集團有限公司

(於開曼群島註冊成立的有限公司)

全球發售

除另有註明者外，該等條件所用詞彙具有招股章程所賦予的涵義。

申請條款及條件

甲、申請人資格

- 閣下(申請人)及閣下為其利益作出申請的任何人士必須年滿18歲，並須有香港地址。
- 如閣下屬商號，則須以個人身份而非以商號的名義申請。
- 聯名申請人數目不得超過4名。
- 閣下屬**法人團體**，申請表格須蓋上印有公司名稱的印鑑及由正式授權的負責人簽署，並須註明簽署人的職銜。
- 除上市規則容許的情況下，閣下或閣下為其利益作出申請的任何人士如屬下列人士，不得申請任何香港發售股份：
 - 股份或本公司任何附屬公司股份的現有實益擁有人；
 - 本公司或其任何附屬公司的行政總裁或董事；
 - 本公司的關連人士(定義見上市規則)或於緊隨全球發售完成後將會成為本公司的關連人士(定義見上市規則)的人士；
 - 上述任何人士的聯繫人(「聯繫人」定義見上市規則)；或
 - 並無香港地址。
- 如閣下或閣下為其利益作出申請的任何人士於填寫及提交本申請表格時身處美國境內或屬美籍人士(定義見美國證券法S規則)，且並非S規則第902條規例第h(3)段所述人士，閣下不得申請任何香港發售股份。
- 如閣下屬下列人士，則不得申請任何香港發售股份：
 - 中華人民共和國(香港、澳門及台灣除外)的法人或自然人；或
 - 已根據國際發售認購、獲得或將會獲配發(不論為有條件及/或暫時)國際發售股份，或表示有意參與國際發售。

乙、閣下為代名人

閣下可以以本身名義使用申請表格的方式代表不同實益擁有人遞交超過一份申請，惟須於本申請表格上「由代名人遞交」一欄填寫每名實益擁有人(或如屬聯名實益擁有人，則為每名實益擁有人)的：

- 賬戶號碼；或
- 其他身份識別編碼。

如未有列明以上資料，則該份申請將視作為閣下本身利益而遞交。代表另一名人士遞交本申請表格的代名人，被視為已向本公司、獨家全球協調人、聯席保薦人、獨家賬簿管理人、聯席牽頭經辦人及包銷商發出聲明和保證，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、獨家全球協調人、聯席保薦人、獨家賬簿管理人、聯席牽頭經辦人及包銷商承諾，會應要求就下文「個人資料」一節所載任何目的，提供有關該名人士/每名有關人士的資料。

丙、僅可為閣下本身(或閣下與任何聯名申請人)的利益提交一份申請

重複申請或疑屬重複的申請概不受理。除非符合上文文項所述的規定，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，則閣下的所有申請將會視為重複申請而不獲受理：

- 以**粉紅色**申請表格提出超過一份申請；
- (不論個別或與他人共同)以**白色**或**黃色**申請表格遞交超過一份認購申請；
- (不論個別或與他人共同)同時以一份**白色**及一份**黃色**申請表格提出申請；
- (不論個別或與他人共同)以一份**白色**或**黃色**申請表格申請超過5,220,000股香港發售股份(即超過香港公開發售初步發售10,440,000股香港發售股份的50%，在扣除以**粉紅色**申請表格認購的1,160,000股香港發售股份)；或
- 已經申請或認購或表明有意認購或已經或將會獲配發(包括有條件及/或暫時)國際發售股份。

如接獲超過一份為閣下的利益提出的認購申請，則閣下所有認購申請均將視作重複的認購申請而不獲受理。如申請人為本公司，且：

- 該公司主要從事證券買賣業務；及
- 閣下對該公司行使法定控制權。

則認購申請將視作為閣下本身利益提出。**非上市公司指其股本證券並沒有在香港聯交所上市的公司。**

法定控制權

閣下：

- 控制該公司董事會的組成；
- 控制該公司一半以上投票權；或
- 持有該公司一半以上發行股本(不計及無權獲分派超過其特定金額的溢利或資本的部份股份)。

丁、香港發售股份的分配 — 甲組及乙組

就分配而言，根據香港公開發售初步提呈供公眾人士申請認購的發售股份10,440,000股(在扣除以**粉紅色**申請表格認購的1,160,000股香港發售股份後)可按國際發售及香港公開發售之間所分配的任意發售股份數目的調整予以調整，將分為兩組：甲組及乙組分別為5,220,000股及5,220,000股股份。因此，甲組及乙組初步發售的香港發售股份數目上分別為5,220,000股及5,220,000股。甲組的發售股份將按公平基準分配予成功申請認購總額為5百萬港元(不包括應付的經紀佣金、證監會交易費及聯交所交易費)或以下的發售股份申請人。乙組的發售股份將按公平基準分配予成功申請認購總額為一百萬港元(不包括應付的經紀佣金、證監會交易費及聯交所交易費)以上並最多為乙組總值的發售股份申請人。閣下應注意，甲組及乙組申請所獲的分配比例可能有所不同。如任何一組(剩餘)的發售股份出現認購不足的情況，則剩餘的發售股份將轉撥往另一組，以滿足該組的需求，並作適當分配。僅就本段而言，「香港發售股份」指申請認購香港發售股份時應付的價格。閣下僅可獲分配甲組或乙組的發售股份而不可從兩組獲分配股份。此外，重複申請或疑屬重複的申請及認購總額5,220,000股香港發售股份以上的申請將被拒絕受理。申請人如申請超過原本分配予各組的香港發售股份數目總數，則該項申請概不受理。分配予香港公開發售項下投資者的發售股份(甲組及乙組)，將視作按接獲的香港公開發售的有效申請的數量而定。每一組的分配量應可依據所有申請人有效申請的香港發售股份數目而有所不同。雖然分配香港發售股份可能(如適用)涉及抽籤，但個別申請人獲分配的香港發售股份數目可能較其他申請人獲分配的香港發售股份數目為高，而未被抽中的申請人則可能不獲發售任何香港發售股份。

戊、補充資料

倘就招股章程刊登任何補充文件，已遞交申請的申請人或(視乎補充文件所載資料而定)獲通知可撤回申請。倘申請人不獲通知，或申請人接獲通知後並無根據通知的手續撤回申請，則所有已遞交的申請將仍然有效而可能獲接納。在上文所述規限下，申請一經提交即不能撤回，而申請人將視為根據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

本申請表格一經填妥及遞交，即表明閣下(如屬聯名申請人，即各聯名申請人共同及個別)為本身或代理或代名人的身份，代表閣下或其作為代理或代名人的每位人士：

- 指示及授權**本公司、獨家全球協調人、獨家賬簿管理人、聯席牽頭經辦人及/或香港包銷商(或其各自的代理人或代名人)代表閣下辦理一切必需手續，以根據組織章程大綱及細則致使閣下所獲分配的香港發售股份以閣下的名義登記及使招股章程及本申請表格所述的安排生效。
- 承諾**簽署所有文件並辦理一切必需手續，以根據組織章程細則致使申請人所獲分配的香港發售股份將申請人登記為持有人；
- 確認**閣下在作出認購申請時，僅依據招股章程列載的資料及陳述，及不會倚賴招股章程任何增補所載者以外的任何其他資料及陳述；
- 同意**本公司、獨家全球協調人、聯席保薦人、獨家賬簿管理人及包銷商，以及彼等各自的任何董事、高級人員、僱員、代理或顧問及參與全球發售的任何人士僅須對招股章程以及其任何增補所載資料及聲明負責(並僅限於具管轄權法院裁定存在的該等責任)；
- 同意**(在不影響閣下可能擁有的任何其他權利的情况下)是項認購申請一經接納，便不可因非故意作出的失責陳述而將其撤銷；
- (如是項認購申請是為閣下本身的利益提出)保證申請乃為閣下本身利益以**白色**或**黃色**申請表格作出的唯一認購申請，除非閣下是合資格僱員(定義見招股章程)，在此情況下，閣下可以以**粉紅色**申請表格作出申請；
- (如閣下為其他人士的代理人)保證已向有關人士作出合理查詢，證實申請乃為該人士利益以**白色**或**黃色**申請表格作出的唯一認購申請；而閣下已獲正式授權，以該人士代理人的身份簽署本申請表格；
- (如本申請由代理人代表閣下提出)閣下有效及不可撤回地授予閣下代理人一切所需權力及授權以提出此項申請；
- 承諾及確認**閣下(如為閣下利益作出認購申請)或閣下為其利益作出是項認購申請的人士並不會申請或認購或表示有意認購，亦將不會申請、認購或表示有意認購國際發售項下的任何國際發售股份，亦無以任何方式參與國際發售；
- 同意**閣下的認購申請、對該申請的任何接納及由此而產生的合約，均受香港法院管轄，並須按其詮釋；
- 同意**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；
- 同意**向本公司及/或其香港股份過戶登記處、收款銀行、獨家全球協調人、聯席保薦人、獨家賬簿管理人、聯席牽頭經辦人及包銷商及其各自的顧問及代理披露其所需任何有關閣下或閣下為其利益作出申請的人士的任何個人資料及任何資料；
- 向本公司及各股東表示**同意**，而本公司亦向各股東表示同意遵守及符合公司條例、開曼群島公司法、組織章程大綱及細則；

- 向本公司及各股東表示**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，據此各董事及高級職員承諾遵守及履行組織章程大綱及章程細則所規定其對股東應盡的責任；
- 授權本公司將閣下的姓名或名稱列入本公司的股東名冊中，作為分配給閣下的任何香港發售股份的香港持有人，並授權本公司及/或本公司的代理人將股票(如適用)及/或任何退款支票(如適用)以普通郵遞方式按申請表格上所示地址寄予閣下或(如屬聯名申請人)申請表格上排名首位的申請人，郵誤風險由閣下承擔(申請1,000,000股或以上香港發售股份，並在申請表格上表明閣下希望親自領取退款支票及股票(如適用)者除外)；
- 保證本申請表格所載資料真實準確；
- 聲明、保證及承諾**閣下及閣下為其利益而代為提出申請及遞交的任何其他人士並非美國人士(定義見美國證券法S規則)；
- 聲明、保證及承諾**閣下明白股份並無亦不會根據美國證券法登記，而閣下於填寫及遞交申請表格時身處美國境外(定義見美國證券法S規則)，或閣下屬美國證券法S規則第902條(h)(3)段所述之人士；
- 確認**閣下已細閱招股章程及本申請表格所載條款、條件及申請手續，並同意受其約束；
- 確認**閣下瞭解招股章程所述關於香港發售股份的全體發售的各項限制；
- 承諾及同意**接納所申請的股份或根據申請閣下所分配較少數目的股份，及
- 倘香港以外任何地區的法律適用於閣下的申請，閣下同意自保證已遵從一切有關法律，而本公司、獨家全球協調人、聯席保薦人、賬簿管理人及包銷商及彼等各自的任何高級職員或顧問將不會因閣下的購買要約被接受或閣下根據招股章程所載條款及條件所享有的權利與承擔的責任所引起的任何訴訟而違反香港以外地區的任何法律。

本公司、獨家全球協調人、聯席保薦人、獨家賬簿管理人、聯席牽頭經辦人、包銷商及其各自的董事、高級職員、僱員、合夥人、代理人、顧問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表格上作出的任何保證、陳述或聲明，如為聯名申請人提出的申請，請各申請人明確地作出、提供、承擔或被施加。閣下作出虛假聲明，可遭檢控。

庚、授權書

閣下透過獲得正式授權的人士提出申請，本公司及獨家全球協調人(或其代理人或代名人)可在符合彼等當中任何一者認為適當的條件的情況下，包括閣下的代表已獲授權的證明的提供，酌情接納有關申請。

辛、發售股份數目的釐定

獨家全球協調人(代表包銷商)，經本公司同意，可於遞交香港公開發售申請最後日期早上或之前隨時根據全球發售提呈發售的發售股份數目，在這種情況下，本公司將會不遲於遞交香港公開發售申請最後日期早上在南華早報(以英文)及信報(以中文)刊登調減發售股份數目的公告。該公告亦將載於香港聯交所網站(www.hkexnews.hk)及本公司網站(www.moderneducationgroup.com)。

香港發售股份的配發

本公司於截止登記認購申請後，方會開始處理香港發售股份的申請款項及分配任何該等股份。本公司預期於2011年6月30日(星期四)在南華早報(英文)及信報(中文)及香港聯交所網站(www.hkexnews.hk)及本公司網站(www.moderneducationgroup.com)公佈國際發售的認購踴躍程度、香港公開發售的申請水平及分配基準、分配結果及香港公開發售成功申請人的香港身份證/護照/香港商業登記號碼將按招股章程(如何申請香港發售股份)III公佈結果、發送/領取股票及退回申請證/一節所述的各種渠道公佈。

倘成功申請香港發售股份(全部或部分)

閣下以**白色**申請表格申請認購1,000,000股或以上香港發售股份，且已在閣下的申請表格上表明擬親自前往卓佳證券登記有限公司領取股票(如適用)，同時亦已提供閣下的申請表格所要求的一切資料，則閣下可於2011年6月30日(星期四)上午九時正至下午一時正期間，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/發送退款支票/股票之其他地點及日期領取：

卓佳證券登記有限公司
香港
皇后大道東28號
金鐘匯中心26樓

閣下為選擇親自領取個人申請人，則不得授權任何其他人士代為領取。閣下必須於領取股票時出示閣下的身份證明文件(必須為獲卓佳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的公司申請人，則必須由獲權代表攜同蓋上閣下的公司印章的授權書領取。有關獲權代表於領取時出示獲得卓佳證券登記有限公司接納的身份證明文件。

閣下未有在指定領取時間內親自領取股票(如適用)，則股票(如適用)隨即會以普通郵遞方式寄往本申請表格上所示地址，郵誤風險由閣下承擔。

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沒有在閣下的申請表格上表明擬親自領取股票，則閣下的股票將於2011年6月30日(星期四)或前後以普通郵遞方式寄往本申請表格所示地址，郵誤風險由閣下承擔。

本公司將發出證明所有權的臨時文件，亦不會就申請時支付的認購申請款項發出收據。股票僅在香港公開發售在各方面已成為無條件，以及招股章程「包銷」一節「包銷安排及費用」香港公開發售一節止理由「一段所述的終止權利沒有被行使的情況下，方會於2011年7月4日(星期一)上午八時正前後成為有效的所有權憑證。

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一個原因不獲配發香港發售股份：

- 本公司或其代理人**全權決定拒絕或接納閣下的認購申請**：
 - 本公司及獨家全球協調人(作為本公司代理人)，或其各自的代理人及代名人，可全權酌情決定拒絕或接納任何認購申請，或僅接納任何認購申請的某部份。
 - 拒絕或接納申請均毋須解釋任何理由。

2. 如閣下的申請遭拒絕：

在下列情況下，閣下將不獲配發股份：

- 閣下的申請為重複或疑屬重複申請；
- 申請的股份數目並非本申請表格上所列的其中一個數目；
- 閣下或閣下為其利益作出申請的人士已申請或認購或表示有意認購或已經或即將獲得配發或分配(包括有條件及/或暫定)發售股份及/或國際發售的國際發售股份。本公司將採取合理措施，識別並拒絕已在香港公開發售的投資者所提出的香港公開發售申請，並將識別且拒絕已在香港公開發售中獲得香港發售股份的投資者在國際發售中的認購申請；
- 閣下未有根據申請表格上的指示正確地填寫申請表格(如閣下以申請表格提出申請)；
- 閣下不按規定方式付款；
- 閣下以支票或銀行本票付款，但該支票或銀行本票在首次過戶時不獲兌現；
- 包銷協議未能成為無條件；
- 一份或兩份包銷協議根據其各自的條款終止；
- 本公司或獨家全球協調人相信閣下的申請一經接納，會違反閣下填妥及簽署申請表格所在司法管轄區的適用證券或其他法律、規則或法規；或
- 閣下申請認購超過5,220,000股股份，即超過香港公開發售提呈發售10,440,000股香港發售股份的50%(在扣除以**粉紅色**申請表格認購的1,160,000股香港發售股份後)。

3. 如閣下的認購申請被撤回：

申請表格一經填妥及遞交，即表明閣下同意不得於開始辦理申請登記後第五日(就此而言，不包括星期六、星期日或香港公眾假期)或之前撤回認購申請。本協議將成為與本公司訂立的附屬合約，當閣下呈交申請表格時，本協議即具有約束力。作為本附屬合約的協議，本公司同意，除按招股章程所指的其中一項程序外，不會於開始辦理申請登記後第五日(就此而言，不包括星期六、星期日或香港公眾假期)前向任何人士提呈發售任何香港發售股份。閣下可於根據香港法律第32章公司條例第40條辦理對招股章程負責的人士根據該條發出公告，免除或限制該名人士對招股章程負責的責任的情況下，於開始辦理申請登記後第五日(就此而言，不包括星期六、星期日或香港公眾假期)或之前撤回閣下的申請。倘就招股章程刊登任何補充文件，已遞交申請的申請人或(視乎補充文件所載資料而定)獲通知可撤回申請，倘申請人不獲通知，或申請人接獲通知後並無根據通知的手續撤回申請，則所有已遞交的申請將仍然有效而可能獲接納。在上文所述規限下，申請一經提交即不能撤回，而申請人將視為根據經補充的招股章程(如有)提出申請。閣下的申請一經接納，概不得撤回。就此而言，公佈分配的結果，即構成對未遭拒絕的申請的接納，而倘分配的標準須受若干條件規限或規定以抽籤方式作出分配，則接納須待該等條件達成後方可作實或以抽籤結果為準。

