

Zall Development (Cayman) Holding Co., Ltd.

卓爾發展(開曼)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

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| Total Number of Offer Shares under the Global Offering | : 525,000,000 Shares (subject to adjustment and the Over-allotment Option) |
| Number of Hong Kong Offer Shares | : 52,500,000 Shares (subject to adjustment) |
| Number of International Offer Shares | : 472,500,000 Shares (subject to adjustment and the Over-allotment Option) |
| Maximum Offer Price | : HK\$3.57 per Offer Share, plus brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005% (payable in full on application subject to refund on final pricing) |
| Nominal Value | : HK\$0.01 per Share |
| Stock Code | : 2098 |

全球發售

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| 根據全球發售發售股份總數 | : 525,000,000股股份(或會調整及因行使超額配股權而更改) |
| 香港發售股份數目 | : 52,500,000股股份(或會調整) |
| 國際發售股份數目 | : 472,500,000股股份(或會調整及因行使超額配股權而更改) |
| 最高發售價 | : 每股發售股份3.57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(須於申請時繳足，最終定價後多繳股款將予退還) |
| 面值 | : 每股股份0.01港元 |
| 股份代號 | : 2098 |

Please read carefully the prospectus of Zall Development (Cayman) Holding Co., Ltd. (the "Company") dated 30 June 2011 (the "Prospectus") (in particular, the section on "How to Apply for Hong Kong Offer Shares" in the Prospectus) and the guidelines on the back of this Application Form before completing this Application Form. Terms used in this Application Form shall have the same meanings as those defined in the Prospectus unless defined herein.

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 this Application Form.

A copy of this Application Form, together with a copy of each of the **WHITE** and **YELLOW** Application Forms, the Prospectus and the other documents specified in the section 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 of Hong Kong. The Securities and Futures Commission (the "SFC") and the Registrar of Companies in Hong Kong take no responsibility as to the contents of any of these documents.

Your attention is drawn to the paragraph headed "Personal Information Collection Statement" which sets out the policies and practices of the Company and its Hong Kong Share Registrar in relation to personal data and compliance with the Personal Data (Privacy) Ordinance.

Nothing in this Application Form or the Prospectus constitutes an offer to sell or the solicitation of an offer to buy nor 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 are not for distribution, directly or indirectly, in or into the United States, nor is this application an offer of Shares for sale in the United States. The Hong Kong Offer Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended and may not be offered or sold except pursuant to registration or an exemption from the registration requirements of the U.S. Securities Act. No public offering of the Hong Kong Offer Shares will be made in the United States.

This Application Form and the Prospectus may not be forwarded or distributed or reproduced (in whole or in part) in any manner whatsoever in any jurisdiction where such forwarding, distribution or reproduction is not permitted under the law of that jurisdiction. This Application Form and the Prospectus are addressed to you personally. Any forwarding or distribution or reproduction of this Application Form or the Prospectus in whole or in part is unauthorized. Failure to comply with this directive may result in a violation of the U.S. Securities Act or the applicable laws of other jurisdictions.

To: Zall Development (Cayman) Holding Co., Ltd.
BNP Paribas Capital (Asia Pacific) Limited
BOCOM International (Asia) Limited
BOCOM International Securities Limited
GF Securities (Hong Kong) Brokerage Limited
Oriental Patron Securities Limited
Hong Kong Underwriters

在填寫本申請表格前，請細閱卓爾發展(開曼)控股有限公司(「本公司」)於二零一一年六月三十日刊發的招股章程(「招股章程」)，尤其是招股章程「如何申請香港發售股份」一節，及本申請表格背面的指引。除另有說明外，本申請表格所用詞語與招股章程所界定者具相同涵義。

香港交易及結算所有限公司、香港聯合交易所有限公司(「聯交所」)及香港中央結算有限公司(「香港結算」)對本申請表格內容概不負責，對其準確性或完整性亦不作出任何陳述，並表明不會就本申請表格全部或任何部分內容或因依賴該等內容而引致的任何損失承擔任何責任。

本申請表格連同**白色**及**黃色**申請表格、招股章程及招股章程附錄八(送呈公司註冊處及備查文件)一節所列的其他文件，已遵照香港《公司條例》第342C條的規定，送呈香港公司註冊處註冊。證券及期貨事務監察委員會(「證監會」)和香港公司註冊處對該等文件的任何內容概不負責。

閣下敬請留意「個人資料收集聲明」一段，當中載有本公司及本公司香港證券登記處有關個人資料及遵守個人資料(私隱)條例的政策及常規。

本申請表格或招股章程所載者概不構成出售要約或要約購買之游說，而在任何作出有關要約、游說或出售即屬違法之司法權區內，概不得出售任何香港發售股份。本申請表格及招股章程不得在美國境內直接或間接派發，而此項申請亦不是在美國出售股份之要約。香港發售股份未曾亦不會根據一九三三年美國證券法(經修訂)登記，除在根據美國證券法中的登記規定登記或獲豁免登記外，概不可供提呈發售或出售。香港發售股份將不會在美國公開發售。

在任何根據有關司法權區不得發送、派送或複製本申請表格及招股章程之司法權區內，本申請表格及招股章程概不得以任何方式發送或派發或複製(全部或部分)。本申請表格及招股章程僅傳致予閣下本人。概不得發送或派發或複製本申請表格或招股章程之全部或部分，如未能遵守此項指令，可能違反美國證券法或其他司法權區之適用法例。

致：卓爾發展(開曼)控股有限公司
法國巴黎資本(亞太)有限公司
交銀國際(亞洲)有限公司
交銀國際證券有限公司
廣發證券(香港)經紀有限公司
東英亞洲證券有限公司
香港包銷商

1 We confirm that we have (i) complied with the Guidelines for Electronic Public Offerings and the Operational Procedures for **HK eIPO White Form** Applications submitted via banks/stockbrokers and all applicable laws and regulations (whether statutory or otherwise) in relation to the provision of our **HK eIPO White Form** services in connection with the Hong Kong Public Offering; and (ii) read the terms and conditions and application procedures set out in the Prospectus and this Application Form and agree to be bound by them. Applying on behalf of each of the underlying applicants to whom this application relates, we:

吾等確認，吾等已(i) 遵守電子公開發售指引及透過銀行/股票經紀遞交**網上白表**申請的運作程序以及與吾等就香港公開發售提供**網上白表**服務有關的所有適用法例及規例(法定或其他)；及(ii) 細閱招股章程及本申請表格所載的條款及條件及申請手續，並同意受其約束，為代表與本申請有關的每一相關申請人作出申請，吾等：

- **apply** for the number of Hong Kong Offer Shares set out below, on the terms and conditions of the Prospectus and this Application Form, and subject to the Memorandum and the Articles of Association;
- **enclose** payment in full for the Hong Kong Offer Shares applied for, including 1% brokerage, 0.003% SFC transaction levy and 0.005% Stock Exchange trading fee;
- **confirm** that the underlying applicants have undertaken and agreed to accept the Hong Kong Offer Shares applied for, or any lesser number allocated to such underlying applicants on this application;
- **understand** that these declarations and representations will be relied upon by the Company, the Joint Sponsors, the Joint Bookrunners 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 the name(s) of the underlying applicants(s) on the register of members of the Company as the holder(s) of any Hong Kong Offer Shares to be allotted to them, and (subject to the terms and conditions set out in this Application Form) to send any share certificate(s) and/or any refund cheque(s) (where applicable) by ordinary post at that underlying applicant's own risk to the address stated on this Application Form in accordance with the procedures prescribed in this Application Form and in the Prospectus;
- **request** that any e-Auto Refund payment instructions be despatched to the application payment bank account where the applicants had paid the application monies from a single bank account;
- **request** that any refund cheque(s) be made payable to the underlying applicant(s) who had used multiple bank accounts to pay the application monies;
- **confirm** that each underlying applicant has read the terms and conditions and application procedures set out in this Application Form and in the Prospectus and agrees to be bound by them;
- **represent, warrant and undertake** that the allotment of or application for the Hong Kong Offer Shares to or by each underlying applicant for whose benefit this application is made would not require the Company to comply with any requirements under any law or regulation (whether or not having the force of law) of any territory outside Hong Kong; and
- **agree** that this application, any acceptance of it and the resulting contract, will be governed by and construed in accordance with the laws of Hong Kong.

- 按照招股章程及本申請表格的條款及條件，並在組織章程大綱及細則所載的各項規限下，申請以下數目的香港發售股份；
- 隨附申請香港發售股份所需的全數付款(包括1%經紀佣金、0.003%證監會交易徵費及0.005%聯交所交易費)；
- 確認相關申請人已承諾及同意接納彼等根據本申請所申請的香港發售股份，或彼等根據本申請獲配發的任何較少數香港發售股份；
- 明白貴公司、聯席保薦人、聯席賬簿管理人及香港包銷商將依賴此等聲明及陳述，以決定是否就本申請配發任何香港發售股份；
- 授權貴公司將相關申請人的姓名/名稱列入貴公司股東名冊內，作為任何將配發予相關申請人的香港發售股份的持有人，並在符合本申請表格所載的條款及條件的情況下(根據本申請表格及招股章程所載程序按本申請表格上所示地址以普通郵遞方式寄發任何股票及/或任何退款支票(如適用)，郵誤風險概由該相關申請人承擔；

- 要求把任何電子自動退款指示發送到以單一銀行賬戶繳交申請款項之付款賬戶內；
- 要求任何以多個銀行賬戶繳交申請款項之申請人的退款支票以相關申請人為抬頭人；
- 確認各相關申請人已細閱並同意遵守本申請表格及招股章程所載的條款、條件及申請手續；
- 陳述、保證及承諾向相關申請人或由相關申請人或為其利益而提出本申請的人士配發或申請香港發售股份，不會引致貴公司須從香港以外任何地區的法律或規例的任何規定(不論是否具有法律效力)；及
- 同意本申請、任何對本申請的接納以及因而產生的合同，將受香港法律規管及按其詮釋。

Signature 簽名

Date 日期

Name of applicant
申請人姓名

Capacity 身份

2 We, on behalf of the underlying applicants, offer to purchase 吾等(代表相關申請人)提出認購

Total number of Shares
股份總數

Hong Kong Offer Shares on behalf of the underlying applicants whose details are contained in the read-only CD-ROM submitted with this Application Form.
以相關申請人名義提出認購的香港發售股份(申請人之詳細資料載於連同本申請表格遞交的唯讀光碟)。

3 A total of 合共

are enclosed for a total sum of 總金額為

HK\$ 港元

cheque(s)
張支票Cheque number(s)
支票編號

4 Please use **BLOCK** letters 請用正楷字母填寫

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|---|--|--------------------|
| Name of HK eIPO White Form Service Provider 網上白表服務供應商名稱 | | |
| Chinese Name 中文名稱 | HK eIPO White Form Service Provider ID 網上白表服務供應商身份證明號碼 | |
| Name of contact person 聯絡人姓名 | Contact number 聯絡電話號碼 | Fax number 傳真號碼 |
| Address 地址 | 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 | |

For bank use 此欄供銀行填寫

