



WONDERFUL SKY FINANCIAL GROUP HOLDINGS LIMITED

皓天財經集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立之有限責任公司)

GLOBAL OFFERING
全球發售

Number of Offer Shares : 250,000,000 Shares
(subject to adjustment and the Over-allotment Option)
Number of Hong Kong Offer Shares : 25,000,000 Shares (subject to adjustment)
Number of International Offer Shares : 225,000,000 Shares
(subject to adjustment and the Over-allotment Option)
Maximum Offer Price : HK\$1.50 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 in Hong Kong dollars and subject to refund)
Nominal Value : HK\$0.01 per Share
Stock Code : 1260

發售股份數目 : 250,000,000 股股份
(可予調整及視超額配股權行使與否而定)
香港發售股份數目 : 25,000,000 股股份 (可予調整)
國際發售股份數目 : 225,000,000 股股份
(可予調整及視超額配股權行使與否而定)
最高發售價 : 每股發售股份港幣1.50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
(須於申請時以港幣繳足，並可予退還)
面值 : 每股股份港幣0.01元
股份代號 : 1260

Please read carefully the prospectus of Wonderful Sky Financial Group Holdings Limited (the "Company") dated 19 March 2012 (the "Prospectus") (in particular, the section on "How to Apply for Hong Kong Offer Shares" in the Prospectus) and the guide on the back of this Application Form before completing this Application Form. Terms defined in the Prospectus have the same meaning when used in this Application Form unless defined herein.

The Stock Exchange of Hong Kong Limited (the "Stock Exchange"), Hong Kong Securities Clearing Company Limited ("HKSCC") and the Hong Kong Exchanges and Clearing Limited 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 sections headed "Documents Delivered to the Registrar of Companies" in Appendix VI 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 Data" in the section "How to Apply for the Hong Kong Offer Shares" in the Prospectus 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.

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 Offer 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 (the "U.S. Securities Act") and may not be offered or sold except in an offshore transaction in accordance with Regulation S under the U.S. Securities Act.

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. 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. By accepting the terms in this Application Form and the Prospectus, you acknowledge and agree to the following restrictions: this Application Form and the Prospectus, or any copy thereof, may not be taken or transmitted into the United States or any of its territories or possessions or distributed, directly or indirectly, in the United States or to any employee or affiliate of the recipient located therein.

Nothing in the 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.

To: Wonderful Sky Financial Group Holdings Limited (the "Company")
UBS AG, Hong Kong Branch (the "Sole Global Coordinator")
Oriental Patron Asia Limited (the "Sole Sponsor")
Oriental Patron Securities Limited
Haitong International Securities Company Limited (together with UBS AG, Hong Kong Branch and Oriental Patron Securities Limited, the "Joint Bookrunners" and the "Joint Lead Managers")
The Hong Kong Underwriters

在填寫本申請表格前，請細閱皓天財經集團控股有限公司(本公司)日期為二零一二年三月十九日之招股章程(招股章程)，尤其是招股章程「如何申請香港發售股份」一節，及本申請表格背面之指引。除本申請表格另有界定者外，本申請表格所用詞彙與招股章程所界定者具相同涵義。

香港聯合交易所有限公司(「聯交所」)、香港中央結算有限公司(「香港結算」)及香港交易及結算所有限公司對本申請表格內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示不會就本申請表格全部或任何部分內容而產生或因依賴該等內容而引致之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六「送呈公司註冊處處長之文件」一節所列之其他文件，已遵照香港公司條例第342C條之規定，送呈香港公司註冊處處長登記。證券及期貨事務監察委員會(「證監會」)及香港公司註冊處處長對任何該等文件之內容概不負責。

閣下敬請留意招股章程「如何申請香港發售股份」一節「個人資料」一段，當中載有本公司及其香港證券登記處有關個人資料及遵守個人資料(私隱)條例之政策及慣例。

本申請表格及招股章程不得在美國境內或向美國直接或間接派發，而此項申請亦不得在美國出售發售股份之要約。香港發售股份未曾亦將不會根據美國一九三三年證券法(經修訂)(「美國證券法」)登記，除在根據美國證券法S規例之離岸交易中提早發售或出售外，概不可供提早發售或出售。

在根據任何司法權區法例不得發送、派發或複製本申請表格及招股章程之有關司法權區內，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)。發送或派發或複製本申請表格或招股章程之全部或部分均未獲授權。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。閣下一經接納本申請表格及招股章程之條款，即確認及同意以下限制：本申請表格及招股章程或其任何副本不得轉進或傳送至美國或其任何領地或屬地，亦不得直接或間接在美國或向位於美國之收件人之任何僱員或聯繫人士派發。

本申請表格或招股章程之內容概不構成於提早出售、要約購買或出售任何香港發售股份即屬違法之司法權區內作出有關提早或要約，亦不得在有關司法權區出售香港發售股份。

致：皓天財經集團控股有限公司(「貴公司」)
瑞士銀行香港分行(「獨家全球協調人」)
東英亞洲有限公司(「獨家保薦人」)
東英亞洲證券有限公司
海通國際證券有限公司(「德同瑞士銀行香港分行及東英亞洲證券有限公司」)
合稱「聯席賬簿管理人」及「聯席牽頭經辦人」
香港包銷商

I We confirm that we have (i) complied with the Guidelines for Electronic Public Offerings and the Operational Procedures for White Form eIPO Applications submitted via Banks/Stockbrokers and all applicable laws and regulations (whether statutory or otherwise) in relation to the provision of our White Form eIPO 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:

- 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 of Association and the Articles of Association of the Company;
- 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 Sole Global Coordinator, the Sole Sponsor, the Joint Bookrunners, the Joint Lead Managers 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 applicant(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) (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-Refund payment instructions be despatched to the application payment 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 application for the Hong Kong Offer Shares to the underlying applicant or by underlying applicant or 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;
- represent, warrant and undertake that at the time the offer of Hong Kong Offer Shares was made to the underlying applicant and at the time the underlying applicant is completing and submitting this application to originate its buy order, the underlying applicant is, and each of the other person(s) for whose benefit the underlying applicant is applying is, located outside the United States (as defined in Regulation S under the U.S. Securities Act) and will acquire the Hong Kong Offer Shares in an offshore transaction (within the meaning of Regulation S under the U.S. Securities Act) outside the United States;
- 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; and
- agree that the Company, the Sole Global Coordinator, the Sole Sponsor and the Joint Bookrunners, the Joint Lead Managers and the Hong Kong Underwriters and their respective agents and other parties involved in the Global Offering are entitled to rely on any warranties or representations made by you or the underlying applicants.

吾等確認，吾等已(i)遵守電子公開發售指引及透過銀行/股票經紀遞交白表eIPO申請之運作程序以及與吾等就香港公開發售提供白表eIPO服務有關之所有適用法例(法定或其他)；及(ii)細閱招股章程及本申請表格所載之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之每一相關申請人作出申請，吾等：

- 按照招股章程及本申請表格之條款及條件，並受貴公司組織章程大綱及公司章程規限之下，申請以下數目之香港發售股份；
- 隨附申請香港發售股份所需之全數付款(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之香港發售股份，或彼等根據本申請獲分配任何較少數目之香港發售股份；
- 明白貴公司、獨家全球協調人、獨家保薦人、聯席賬簿管理人、聯席牽頭經辦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之姓名/名稱列入貴公司股東名冊內，作為任何將配發予彼等之香港發售股份之持有人，並(在符合本申請表格所載之條款及條件之情況下)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平郵方式寄發任何股票(如適用)，郵誤風險概由該相關申請人承擔；
- 要求把任何電子退款指示發送到申請人以單一銀行賬戶繳交申請股款之付款賬戶內；
- 要求任何以多個銀行賬戶繳交申請股款之申請人之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本申請表格及招股章程所載之條款、條件及申請手續，並同意受其約束；
- 聲明、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之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之法律或規例之任何規定(不論是否具法律效力)；
- 聲明、保證及承諾於向相關申請人提呈香港發售股份時及於相關申請人完成及遞交申請表格以完成其買單時，相關申請人及相關申請人代為申請之其他受益人各自為身處美國境外(定義見美國證券法之S規例)，且會在美國境外於離岸交易(定義見美國證券法之S規例)中收購香港發售股份；
- 同意本申請、任何對本申請之接納以及因而產生之合同，將受香港法律規管及按其詮釋；及
- 同意貴公司、獨家全球協調人、獨家保薦人、聯席賬簿管理人、聯席牽頭經辦人及香港包銷商及彼等各自之代理人，以及參與全球發售之其他各方均有權依賴閣下或相關申請人所作出之任何保證或聲明。

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.
股香港發售股份(代表相關申請人，其詳細資料載於連同本申請表格遞交之唯讀光碟)。

3 Total of 合共
are enclosed for a total sum of 其總金額為

HKS

港幣

cheque(s) 張支票

Cheque number(s) 支票編號

4 Please use BLOCK letters 請用正楷填寫

Name of White Form eIPO Service Provider 白表eIPO 服務供應商名稱		
Chinese Name 中文名稱	White Form eIPO Service Provider ID 白表eIPO 服務供應商編號	
Name of contact person 聯絡人士姓名	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

