Hong Kong Public Offer — White Form eIPO Service Provider Application Form 香港公開發售－白表eIPO服務供應商申請表格
Please use this Application Form if you are a White Form eIPO Service Provider and are applying for Hong Kong Offer Shares on behalf of underlying applicants.
如閣下為白表eIPO服務供應商，並代表相關申請人申請認購香港發售股份，請使用本申請表格。

# MERRY GARDEN HOLDINGS LIMITED
# 美麗家園控股有限公司

*(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 | : | 180,000,000 Shares (subject to the Over-allotment Option) |
| Number of Hong Kong Offer Shares | : | 18,000,000 Shares (subject to re-allocation) |
| Number of International Placing Shares | : | 162,000,000 Shares (subject to re-allocation and the Over-allotment Option) |
| Maximum Offer Price | : | Not more than HK$1.15 per Offer Share (payable in full on application, plus brokerage of 1.0%, SFC transaction levy of 0.003% and Hong Kong Stock Exchange trading fee of 0.005% |
| Nominal value | : | HK$0.01 per Share |
| Stock code | : | 1237 |

## 全球發售

| | | |
|---|---|---|
| 發售股份數目 | : | 180,000,000股股份(視乎超額配股權行使與否而定) |
| 香港發售股份數目 | : | 18,000,000股股份(可予重新分配) |
| 國際配售股份數目 | : | 162,000,000股股份(可予重新分配及視乎超額配股權行使與否而定) |
| 最高發售價 | : | 不超過每股發售股份1.15港元(須於申請時繳足，另加1.0%經紀佣金、0.003%證監會交易徵費及0.005%香港聯交所交易費) |
| 面值 | : | 每股股份0.01港元 |
| 股份代號 | : | 1237 |

## Application Form 申請表格

Please read carefully the prospectus of Merry Garden Holdings Limited (the "Company") dated Monday, 25 June, 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 meanings when used in this Application Form unless defined herein.

在填寫本申請表格前，請仔細閱讀美麗家園控股有限公司(「本公司」)於二零一二年六月二十五日(星期一)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)及刊於本申請表格背面的指引。除另有界定者外，本申請表格所用詞彙與招股章程所界定者具相同涵義。

*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.*

*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」)對本申請表格的內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不就因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的任何損失承擔任何責任。*

*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 paragraph headed "Documents Delivered To The Registrar of Companies in Hong Kong" and "Documents Available for Inspection" in Appendix VII to the Prospectus, have been registered by the Registrar of Companies in Hong Kong as required by Section 342C of the Companies Ordinance (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission of Hong Kong (the "SFC") and the Registrar of Companies in Hong Kong take no responsibility as to the contents of any of these documents.*

*本申請表格連同**白色**及**黃色**申請表格各一份、招股章程及招股章程附錄七「送呈香港公司註冊處處長的文件」及「備查文件」兩節所述的其他文件，已遵照香港法例第32章公司條例第342C條的規定，送呈香港公司註冊處處長登記。香港證券及期貨事務監察委員會(「證監會」)和香港公司註冊處處長對任何此等文件的內容概不負責。*

*Your attention is drawn to the paragraph headed "Personal data" in this Application Form 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.*

*閣下敬請留意本申請表格「個人資料」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)條例的政策及措施。*

*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 sale 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. No public offering of the Hong Kong Offer Shares will be made in the United States.*

*本申請表格或招股章程所載資料概不構成出售要約或要約購買的游說，而在任何作出有關要約、游說或出售即屬違法的司法權區內，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於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的要約。香港發售股份將不會在美國向公眾提呈發售。*

*This Application Form is not for publication, distribution or release 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 publication distribution or release is not permitted under the law of that jurisdiction.*

*凡任何司法權區的法律禁止刊發、派送或發放本申請表格，則不得在該司法權區內以任何方式刊發、派送或發放本申請表格，亦不得以任何方式傳閱或分發或翻印(全部或部分)招股章程。*

*This Application Form and the Prospectus are addressed to you personally. Any forwarding or distribution or reproduction of this Application is unauthorised.*

*本申請表格及招股章程乃向閣下提出。並無獲授權傳閱、分派或翻印本申請表格。*

To: Merry Garden Holdings Limited
Guotai Junan Capital Limited
Guotai Junan Securities Limited (Hong Kong) Limited
Hong Kong Underwriters

致： 美麗家園控股有限公司
國泰君安融資有限公司
國泰君安證券(香港)有限公司
香港包銷商



**1**

We confirm that we have (i) complied with the Guidelines for Electronic Public Offerings 2010 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 Offer; 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 subject to the conditions of the Prospectus and this Application Form, and subject to the Memorandum of Association and Articles of Association of the Company;
- **enclose** payment in full for the Hong Kong Offer Shares applied for, including brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%;
- **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 and the Sole Global Coordinator in deciding whether or not to allocate any Hong Kong Offer Shares in response to this application;
- **undertake** and **confirm** that we and the person(s) for whose benefit we are applying for have not applied for or 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 Placing Shares, nor otherwise participate in the International Placing;
- **authorise** the Company (or its agents) 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 the Prospectus and this Application Form) to send any Share certificate(s) 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 or 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; 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.

吾等確認吾等已(i)遵照二零一零年電子公開發售指引及透過銀行／股票經紀遞交**白表eIPO**申請的運作程序以及吾等就香港公開發售提供**白表eIPO**服務的所有適用法例及規例(法定或其他)；及(ii)閱讀招股章程及本申請表格所載的條款和條件及申請手續，並同意遵守。為代表與本申請有關的各相關申請人提出申請，吾等：

- 按照招股章程及本申請表格的條款及受其條件規限，並在貴公司的組織章程大綱及組織章程細則規限下，**申請**以下數目的香港發售股份；
- **夾附**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該等相關申請人根據本申請所申請的香港發售股份，或該等相關申請人根據本申請獲分配的任何較少數目的香港發售股份；
- **明白**貴公司及獨家全球協調人將依賴此等聲明及陳述，以決定是否就本申請分配任何香港發售股份；
- **承諾**及**確認**吾等及吾等為其利益提出申請的人士，並未申請、認購、表示有意認購、收取或獲配售或分配(包括有條件及／或暫定)任何國際配售股份，並將不會申請、認購或表示有意認購任何國際配售股份，亦不會參與國際配售；
- **授權**貴公司(或其代理)將相關申請人的姓名／名稱列入貴公司股東名冊內，作為任何將配發予彼等的香港發售股份的持有人，並(在符合招股章程及本申請表格所載的條款及條件的情況下)授權貴公司(或其代理)根據本申請表格及招股章程所載手續按本申請表格上所示地址以普通郵遞方式寄發任何股票，郵誤風險概由相關申請人承擔；
- **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的申請人的退款支票以相關申請人為收款人；
- **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；
- **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的人士配發或申請香港發售股份，不會引致貴公司須遵從香港以外任何地區的法律或規例的任何規定(不論是否具法律效力)；及
- **同意**本申請、申請獲接納及據此而訂立的合約將受香港法例管轄，並須按其詮釋。

| | |
|---|---|
| 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.
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的唯讀光碟)。

**3**

| | | | |
|---|---|---|---|
| **A total of** 合共 | | Cheque(s) 張支票 | Cheque numbers 支票編號 |
| **are enclosed for a total sum of** **其總金額為** | **HK$** 港元 | | |

Please use **BLOCK** letters 請用**正楷**填寫

**4**

| | | |
|---|---|---|
| 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 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**

## *GUIDE TO COMPLETING THIS APPLICATION FORM*

**References to boxes below are to the numbered boxes on the Application Form.**

*1* Sign and date the Application Form in Box 1. Only a written signature will be accepted.

The name and the representative capacity of the signatory should also be stated.

To apply for Hong Kong Offer Shares using this Application Form, you must be named in the list of White Form eIPO Service Providers who may provide **White Form eIPO** services in relation to the Hong Kong Public Offer, which was released by the SFC.

*2* Applicant details of the underlying applicants on whose behalf you are applying must be contained in one data file in read-only CD-ROM format submitted together with this Application Form.

*3* **Complete your payment details in Box 3.**

You must state in this box the number of cheque(s) you are enclosing together with this Application Form; and you must state on the reverse of each of those cheque(s) (i) your White Form eIPO Service Provider ID and (ii) the file number of the data file containing application details of the underlying applicant(s).

The dollar amount(s) stated in this box must be equal to the amount payable for the total number of Hong Kong Offer Shares applied for in Box 2.

All cheque(s) and this Application Form together with a sealed envelope containing the CD-ROM, if any, must be placed in the envelope bearing your company chop.

For payments by cheque, the cheque must:

- be in Hong Kong dollars;
- not be post-dated;
- be drawn on a Hong Kong dollar bank account with a licensed bank in Hong Kong;
- show your (or your nominee's) account name;
- be made payable to "**Horsford Nominees Limited - Merry Garden Public Offer**";
- be crossed "Account Payee Only"; and
- be signed by the authorised signatory(ies) of the White Form eIPO Service Provider.

Your application may be rejected if any of these requirements is not met or if the cheque is dishonoured on its first presentation.

It is your responsibility to ensure that details on the cheque(s) submitted correspond with the application details contained in the CD-ROM or data file submitted in respect of this application. The Company and the Sole Global Coordinator have full discretion to reject any applications in the case of discrepancies.

No receipt will be issued for sums paid on application.

*4* **Insert your details in Box 4 (using BLOCK CAPITAL letters).**

You should write your English and Chinese full names, White Form eIPO Service Provider ID and address in this box. You should also include the name, telephone number and fax number of the contact person at your place of business and where applicable, the Broker No. and Broker's Chop.

## *填寫本申請表格的指引*

**下列號碼乃本申請表格中各欄的編號。**

*1* 在申請表格欄1簽署及填上日期。只接受親筆簽名。

簽署人的姓名／名稱及代表身份亦必須註明。

使用本申請表格申請香港發售股份，閣下必須為名列於證監會公佈的白表eIPO服務供應商名單內可以就香港公開發售提供**白表eIPO**服務的人士。

*2* 閣下代其提出申請的相關申請人的申請人資料必須載於連同本申請表格遞交的唯讀光碟格式的資料檔案。

*3* **在欄3填上閣下付款的詳細資料。**

閣下必須在本欄註明閣下連同本申請表格隨附的支票數目；及閣下必須在每張支票的背面註明(i)閣下的白表eIPO服務供應商編號及(ii)載有相關申請人的申請詳細資料的資料檔案的檔案編號。

本欄所註明的金額必須與欄2所申請認購的香港發售股份總數應付的金額相同。

所有支票及本申請表格，連同載有該唯讀光碟的密封信封（如有）必須放進印有閣下公司印章的信封內。

如以支票繳付股款，該支票必須：

- 為港元支票；
- 不得為期票；
- 由在香港開設的持牌銀行的港元銀行賬戶開出；
- 顯示閣下（或閣下代名人）的賬戶名稱；
- 註明抬頭人為「**浩豐代理有限公司 －美麗家園公開發售**」；
- 以「只准存入抬頭人賬戶」劃線方式開出；及
- 由白表eIPO服務供應商的授權簽署人士簽署。

如未能符合任何此等規定或如支票首次過戶不獲兌現，閣下的申請可能不獲接納。

閣下須負責確保所遞交的支票的詳細資料，與就本申請遞交的唯讀光碟或資料檔案所載的申請詳細資料相同。如出現差異，本公司及獨家全球協調人有絕對酌情權拒絕接受任何申請。

申請時繳付的款項將不會獲發收據。

*4* **在欄4填上閣下的詳細資料（請用正楷填寫）。**

閣下必須在本欄填上閣下的英文及中文姓名全名、白表eIPO服務供應商編號及地址。閣下亦必須填寫閣下辦公地點的聯絡人姓名、電話號碼及傳真號碼及（如適用）經紀號碼及蓋上經紀印章。

## DELIVERY OF THIS APPLICATION FORM

This completed Application Form, together with the appropriate cheque(s) must be submitted to the following receiving bank by 4:00 p.m. on Thursday, 28 June, 2012:

(a) Standard Chartered Bank (Hong Kong) Limited
15/F Standard Chartered Tower
388 Kwun Tong Road
Kowloon, Hong Kong

## 遞交本申請表格

此填妥申請表格，連同相關支票，必須於二零一二年六月二十八日（星期四）下午四時正前，送達下列收款銀行：

(a) 渣打銀行（香港）有限公司
香港九龍
觀塘道388號
渣打銀行中心15樓