

HONG KONG PUBLIC OFFERING – WHITE FORM 香港公開發售 – 白表

Please use this Application Form if you want the Hong Kong Offer Shares to be issued in your name 閣下如欲以本身名義獲發行香港發售股份，請使用本申請表格

NOTE: Unless otherwise defined herein, terms used in this Application Form shall have the same meanings as those defined in the prospectus of Nexteer Automotive Group Limited (the "Company") dated June 20, 2013 (the "Prospectus").
附註：除非本申請表格另行界定外，本申請表格所用詞彙與耐世特汽車系統集團有限公司（「本公司」）日期為2013年6月20日的招股章程（「招股章程」）所界定者具有相同涵義。

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the "Hong Kong Stock Exchange") and Hong Kong Securities Clearing Company Limited ("HKSCC") take no responsibility for the contents of this Application Form, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Application Form.
香港交易所及結算有限公司、香港聯合交易所有限公司（「香港聯交所」）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。

Please
staple your
payment
here
請將股款
緊釘在此

A copy of this Application Form, together with a copy of each of the YELLOW and GREEN Application Forms, the Prospectus and the other documents specified in the paragraph headed "Documents Delivered to the Registrar of Companies" in Appendix VI to the Prospectus, have been registered under the U.S. Securities Act of 1933 as amended (the "U.S. Securities Act") and the U.S. Securities and Exchange Commission (the "SEC") and the Registrar of Companies in Hong Kong take no responsibility as to the contents of any of the documents.
本申請表格連同黃色及綠色申請表格、招股章程及招股章程附錄A（呈交香港公司註冊處處長文件）一段所列其他文件，已遵照香港法律第324號公司條例第324C條的規定呈交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上述文件的內容概不負責。

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 This Application Form and the Prospectus are not for publication, release or distribution, directly, or indirectly, in or into the United States (including its territories and dependencies, any state of the United States and the District of Columbia). 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 the U.S. Securities and Exchange Commission (the "SEC") and the Registrar of Companies in Hong Kong take no responsibility as to the contents of any of the documents.
本申請表格或招股章程所載任何內容概不構成出售或要約購買之招攬，而在任何作出出售或要約、招攬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於美國境內（包括其領土及屬地、美國各州及哥倫比亞特區）直接或間接刊登、發佈或派發。香港發售股份亦不會根據1933年美國證券法（經修訂）（「美國證券法」）登記，亦不可於美國境內呈發或出售。惟根據美國證券法的登記規定登記或獲其適用豁免登記除外。香港發售股份將不會或目前意圖不會在美國發售。

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.
在任何根據有關法律不得發送、派發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何方式發送或派發或複製（全部或部分）。



Nexteer Automotive Group Limited 耐世特汽車系統集團有限公司 (Incorporated under the laws of the Cayman Islands with limited liability) (根據開曼群島法例註冊成立的有限公司)

GLOBAL OFFERING

Total number of Offer Shares under the Global Offering	:	720,000,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	:	72,000,000 Shares (subject to adjustment)
Number of International Offer Shares	:	648,000,000 Shares (subject to adjustment and the Over-allotment Option)
Maximum Offer Price	:	HK\$3.50 per Hong Kong Offer Share, plus brokerage of 1%, SFC transaction fee of 0.003% and Hong Kong Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)
Nominal value	:	HK\$0.10 per Share
Stock code	:	01316

全球發售

全球發售的發售股份總數	:	720,000,000股股份（視乎超額配股權而定）
香港發售股份數目	:	72,000,000股股份（可予調整）
國際發售股份數目	:	648,000,000股股份（可予調整，視乎超額配股權而定）
最高發售價	:	每股香港發售股份3.50港元，另加1%經紀佣金、0.003%證監會交易費及0.005%香港聯交所交易費（須於申請時以港元繳足並可予退還多繳款項）
面值	:	每股股份0.10港元
股份代號	:	01316

Application Form 申請表格

Applications will be accepted until 12:00 noon on Tuesday, June 25, 2013 (or such other time or date as may subsequently be announced).
You must read the conditions and instructions attached to this Application Form.
To be valid, you must complete all applicable parts of this Application Form.
Please write clearly and sign your name(s) on this page.

截止接受申請時間為2013年6月25日（星期二）中午十二時正（或隨後可能公佈的其他日期及時間）。
閣下務須細閱本申請表格所載條件及指示。
本申請表格各適用部分必須全部清楚填妥
並在本頁簽署，方為有效。

To: Nexteer Automotive Group Limited
BOCI Asia Limited
J.P. Morgan Securities (Asia Pacific) Limited
The Hong Kong Underwriters

啟：耐世特汽車系統集團有限公司
中國國際亞洲有限公司
摩根大通證券（亞太）有限公司
香港包銷商

I/We: apply for the number of the 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 Articles of Association of the Company, to enclose payment in full for the Hong Kong Offer Shares applied for, calculated at the maximum Offer Price of HK\$3.50 per Hong Kong Offer Share, subject to refund, including brokerage of 1%, SFC transaction fee of 0.003% and Hong Kong Stock Exchange trading fee of 0.005%;
undertake and agree to accept the number of the Hong Kong Offer Shares applied for, or any lesser number allotted to me/us pursuant to this application;
warrant that this is the only application made and the only application intended by me/us to be made whether on a WHITE or YELLOW Application Form or by giving electronic application instructions to HKSCC via CCASS or by applying through the White Form eIPO service (www.eipo.com.hk), to benefit me/us or the person(s) for whose benefit I am/we are applying;
understand that this declaration and representation will be relied upon by the Company, the Joint Global Coordinators and their respective agents or nominees in deciding whether or not to make an allotment of the Hong Kong Offer Shares in response to this application;
authorize the Company to place my/our name(s) on the register of members of the Company as the holder(s) of any Hong Kong Offer Shares to be allotted to me/us, and (subject to the terms and conditions set out on the pages attached to this Application Form) to send any share certificate(s) and/or refund check(s) (if any) by ordinary post at my/our own risk to me/the first-named person (in case of joint applicants) to the address given in this Application Form (except where I/we have applied for 1,000,000 or more Hong Kong Offer Shares and have indicated on this Application Form that I/we wish to collect my share certificate(s) and/or refund check(s) (if any) in person in accordance with the procedures prescribed in this Application Form and the Prospectus);
request that any refund check(s) (if any) be made payable to me/us or, in the case of joint applicants, the first-named person in this Application Form;
have read the terms and conditions and application procedures set out on the pages attached to this Application Form and in the Prospectus and agree to be bound by them and I am/we are aware of the restrictions on the Hong Kong Public Offering described in the Prospectus;
represent, warrant and undertake that (a) I am not/we are not/none of the persons for whose benefit I am/we are applying for is restricted by any applicable laws of Hong Kong or elsewhere from making this application, paying any application money for, or being allotted or taking up any Hong Kong Offer Shares; and that I do not/we are not/none of the persons for whose benefit I am/we are applying is within the United States (as defined in Regulation S under the U.S. Securities Act) and I/we/the persons for whose benefit I am/we are applying will acquire the Hong Kong Offer Shares in an offshore transaction (within the meaning of Regulation S under the U.S. Securities Act); or (b) I am, or the person for whose benefit I am applying is, a qualified institutional buyer within the meaning of Rule 144A under the U.S. Securities Act;
represent, warrant and undertake that I am not/we are not/none of us is not, and none of the persons for whose benefit I am/we are applying is, a person the allotment of or an application for Hong Kong Offer Shares to or for whose benefit this application is made would require the Company, the Joint Global Coordinators, the Joint Bookrunners, the Joint Sponsors, the Joint Lead Managers and/or the Underwriters to comply with any requirements under any law or regulation (whether or not having the force of law) of any territory outside Hong Kong;
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;
represent, warrant and undertake that I am not/we are not/none of us is not, and none of the persons to whose benefit I am/we are applying is, restricted by any applicable laws of Hong Kong or elsewhere for making this application, paying any application monies hereby payable or being allotted or taking up any Hong Kong Offer Shares; and
undertake, confirm and declare that I/we and the person(s) for whose benefit I am/we are making this application have not applied for or taken up or indicated an interest in or received or been placed or allotted (including conditionally and/or provisionally) and will not apply for or take up or indicate any interest in or receive any International Offer Shares in the International Offering, nor otherwise participate in the International Offering.

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

Date 日期: / /
D 日 M 月 Y 年

Warning:
It is important that you read the conditions and application procedures overleaf.
You must complete this Application Form in English (except for Chinese name) unless otherwise stated and follow the application procedures overleaf, otherwise the application is liable to be rejected.
All applicable boxes in this application form must be completed, otherwise the application is liable to be rejected.
You must sign this application in writing (and not by way of personal chop), otherwise the application is liable to be rejected.
Only one application may be made for the benefit of any person on a WHITE or YELLOW Application Form or by way of giving electronic application instructions to HKSCC via CCASS or by applying through the White Form eIPO service (www.eipo.com.hk). Multiple or suspected multiple applications on WHITE and/or YELLOW Application Forms and/or by way of giving electronic application instructions to HKSCC via CCASS or by applying through the White Form eIPO service (www.eipo.com.hk), applications made by one applicant on either a WHITE or YELLOW Application Form or by way of giving electronic application instructions to HKSCC via CCASS or by applying through the White Form eIPO service (www.eipo.com.hk) for more than 36,000,000 of the Hong Kong Offer Shares being 100% of the Hong Kong Offer Shares initially available in either pool A or pool B for subscription under the Hong Kong Public Offering (details of which are set out in the terms and conditions of this Application Form), and applications where checks or banker's cashier orders are dishonoured upon first presentation will be rejected.
You may be prosecuted if you make a false declaration.

本人/吾等：
● 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組織章程細則的規限下，申請認購以下數目的香港發售股份；
● 繼續申請認購香港發售股份（按每股香港發售股份最高售價3.50港元計算）的全數款項（可予退還，包括1%經紀佣金、0.003%證監會交易費及0.005%香港聯交所交易費）；
● 承諾及同意接納本人/吾等根據本申請所申請認購的香港發售股份數目，或本人/吾等獲配發的任何較少數目的香港發售股份；
● 保證是項申請乃本人/吾等為本人/吾等為其利益提出申請的人士的利益而以白色或黃色申請表格或透過中央結算系統向香港結算發出電子認購指示或透過白表eIPO服務(www.eipo.com.hk)所提出及擬提出的唯一申請；
● 明白 貴公司、聯席全球協調人及其各自的代理人將依賴本聲明及陳述，以決定是否就是項申請配發任何香港發售股份；
● 授權 貴公司將本人/吾等的姓名/名稱列入 貴公司股東名冊，登記為任何配發予本人/吾等的香港發售股份的持有人，並（須受本申請表格附頁所載條款及條件所限）按本申請表格所示地址以平郵方式寄發任何股票及/或退款支票（如有）予本人/吾等（如屬聯名申請人）；
● 要求發出的任何退款支票（如有）以本人/吾等或（如屬聯名申請人）本申請表格內排名首位申請人為收款人；
● 已閱讀本申請表格附錄A及招股章程所載條款、條件及申請手續，並同意受其約束，且本人/吾等明悉招股章程所述香港公開發售的限制；
● 聲明、保證及承諾(a)本人/吾等或本人/吾等為其利益提出申請的人士不受香港或其他地方的任何適用法律限制提出本申請，或任何香港發售股份支付任何申請款項，或獲配發或接納任何香港發售股份；且本人/吾等或本人/吾等為其利益提出申請的人士均不在美國境內（定義見美國證券法S條例），以及本人/吾等或本人/吾等為其利益提出申請的人士均非美國境內人士（定義見美國證券法S條例）；或(b)本人/吾等或本人/吾等為其利益提出申請的人士是美國證券法144A規則所指的合資格機構買家；
● 聲明、保證及承諾本人/吾等或本人/吾等或任何一方以及本人/吾等為其利益提出申請的人士獲配發或申請認購香港發售股份或其利益而提出此項申請，不會導致 貴公司、聯席全球協調人、聯席保薦人、聯席牽頭經辦人及/或包銷商須遵守香港境外任何地區的任何法律或法規的任何規定（不論是否具有法律效力）；
● 同意本申請、申請表格及/或以此訂立的合約，將受香港法律管轄，並按其詮釋；
● 聲明、保證及承諾本人/吾等或本人/吾等或任何一方及本人/吾等為其利益提出申請的人士並無就提出本申請、支付此項須付的申請款項或獲配發或認購任何香港發售股份受任何香港或其他地區的適用法律所限；及
● 承諾、確認及聲明本人/吾等或本人/吾等為其利益提出申請的人士並無申請或認購或表示有意認購或已經收到或獲配發或配發（包括有條件及/或待定），且將不會申請或認購或表示有意認購或收取國際發售的任何國際發售股份，或以其他方式參與國際發售。

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	

警告：

- 閣下必須細閱背頁的條件及申請手續。
- 除另有指明者外，閣下必須以英文（中文姓名/名稱除外）填寫本申請表格及遵照背頁的申請手續，否則申請可遭拒絕受理。
- 本申請表格內所有適用空格均必須填妥，否則申請可遭拒絕受理。
- 閣下必須親自簽署本申請，不得以個人印章代替，否則申請會遭拒絕受理。
- 閣下僅可以白色或黃色申請表格或透過中央結算系統向香港結算發出電子認購指示或透過白表eIPO服務(www.eipo.com.hk)為任何人士的利益發出一項申請，以白色及/或黃色申請表格及/或透過中央結算系統向香港結算發出電子認購指示或透過白表eIPO服務(www.eipo.com.hk)作出的重複或疑屬重複申請，一位申請人以白色或黃色申請表格或透過中央結算系統向香港結算發出電子認購指示或透過白表eIPO服務(www.eipo.com.hk)作出申請認購超過36,000,000股香港發售股份，即香港公開發售項下甲組或乙組初步可供認購的香港發售股份的100%（有關詳情載於本申請表格的條款及條件），以及支票或銀行本票於首次過戶時不獲兌現的申請，均會遭拒絕受理。
- 閣下如作出虛假聲明，可能會遭檢控。

Please use this Application Form if you want the Hong Kong Offer Shares to be issued in your name 閣下如欲以本身名義獲發行香港發售股份，請使用本申請表格

Number of Hong Kong Offer Shares applied for (not more than 36,000,000 Shares) 申請香港發售股份數目 (不多於36,000,000股股份)		Check/banker's cashier order number 支票/銀行本票號碼	
---	--	--	--

Total amount of payment 付款總額	HK\$	港元	Name of bank on which check/banker's cashier order is drawn* 支票/銀行本票的付款銀行名稱*	
---------------------------------	------	----	---	--

* Check or banker's cashier order should be crossed "Account Payee Only" and made payable to "Bank of China (Hong Kong) Nominees Limited - Nexteer 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，並須註明收款人為「中國銀行（香港）代理人有限公司－耐世特公開發售」。

The following are to be completed in **BLOCK letters in English** and 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**填寫以下各項。聯名申請人僅須填寫排名首位申請人的地址。

Your name in English 閣下的英文姓名/名稱	Family name or company name 姓氏或公司名稱	Forename(s) 名字
------------------------------------	-------------------------------------	----------------

Your name in Chinese 閣下的中文姓名/名稱	Family name or company name 姓氏或公司名稱	Forename(s) 名字
------------------------------------	-------------------------------------	----------------

Your occupation (in English) 職業 (以英文填寫)	Your Hong Kong Identity Card No./Passport No./Hong Kong Business Registration Certificate No.** (Please delete as appropriate) 閣下的香港身份證號碼/護照號碼/香港商業登記號碼** (請刪去不適用者)
--	---

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 Certificate No. of all other joint applicants** (Please delete as appropriate)	(1)
	(2)		(2)
	(3)		(3)

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

For nominee(s): Please provide an account number or identification code for each beneficial owner (or, in the case of joint beneficial owners, for each such beneficial owner).
由代名人遞交：請填寫每名實益擁有人的賬戶號碼或識別編碼 (或如屬聯名實益擁有人，則填寫各相關實益擁有人的賬戶號碼或識別編碼)。

If you are a nominee, the account number or identification code for each beneficial owner (or, as the case may be, joint beneficial owners) must be provided. If you do not complete this section, this application will be treated as being made for your own benefit.

如閣下為代名人，必須填寫各實益擁有人 (或聯名實益擁有人，視乎情況而定) 的賬戶號碼或識別編碼。若並無填寫本部分，則是項申請將視為閣下本身利益提出。

- ** (a) 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 Certificate 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 Certificate numbers.
如屬個人，閣下必須填寫香港身份證號碼或護照號碼。如閣下持有香港身份證，請填寫香港身份證號碼；倘閣下並無香港身份證，請填寫護照號碼。如屬法人團體，請填寫香港商業登記號碼。全部聯名申請人 (倘為個人) 必須提供香港身份證號碼，或護照號碼 (如適用)，或香港商業登記號碼 (如屬法人團體)。
(b) Your Hong Kong Identity Card number/passport number/Hong Kong Business Registration Certificate number will be used for checking the validity of this Application Form and such data will be transferred to third parties for such purpose.
閣下的香港身份證號碼/護照號碼/香港商業登記號碼將用作核實本申請表格是否有效，而有關資料將會轉交第三方以辦理上述事項。
(c) Part of your Hong Kong Identity Card number/passport number, or, if you are joint applicants, part of the Hong Kong Identity Card number/passport number of the first-named applicant, provided by you may be printed on your refund check, 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 check. Inaccurate completion of your Hong Kong Identity Card number/passport number may lead to delay in encashment of or may invalidate your refund check(s), if any.
閣下所提供閣下 (如屬聯名申請人，則排名首位的申請人) 的香港身份證號碼/護照號碼的部分字樣，可能會印列在閣下的退款支票 (如有)。該等資料亦可能會轉交第三方以辦理退款。閣下的銀行在兌現閣下的退款支票前，可能會要求核實閣下的香港身份證號碼/護照號碼。不正確填寫香港身份證號碼/護照號碼，可能會導致閣下的退款支票 (如有) 延遲兌現或失效。

Applicants who have applied for 1,000,000 Hong Kong Offer Shares or more and wish to collect (where applicable) refund check(s) and/or (where applicable) share certificate(s) personally from the Company's Hong Kong Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong on the date for collection of (where applicable) refund check(s) and/or (where applicable) share certificate(s), which is expected to be on Tuesday, July 2, 2013, should mark a "✓" in the box on the left.
申請人如申請1,000,000股或以上香港發售股份，並擬於領取退款支票 (如適用) 及/或股票 (如適用) 日期 (預計為2013年7月2日 (星期二)) 親往本公司的香港股份過戶登記處香港中央證券登記有限公司 (地址為香港灣仔皇后大道東183號合和中心17樓1712-1716室) 領取退款支票 (如適用) 及/或股票 (如適用)，請在左方空格內填上「✓」號。

ADDRESS LABEL 地址標貼

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

Name(s) 姓名/名稱
Address 地址

For Bank Use 此欄供銀行填寫



Nexteer Automotive Group Limited
耐世特汽車系統集團有限公司
(Incorporated under the laws of the Cayman Islands with limited liability)

GLOBAL OFFERING

Terms and conditions of your application

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

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 name(s) of the individual member(s), not in the firm's name.
- If you are a **body corporate**, this Application Form must 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 are or any person(s) for whose benefit you are applying is/are:
 - an existing beneficial owner of the Shares in the Company or any of its subsidiaries;
 - the chief executive or a director of the Company or any of its subsidiaries;
 - an associate (as defined in the Listing Rules) of any of the above; or
 - a connected person (as defined in Chapter 1 of the Listing Rules) of the Company or a person who will become a connected person of the Company or any of its subsidiaries immediately upon completion of the Global Offering.
- You **cannot** apply for any Hong Kong Offer Shares if you are or any person(s) for whose account or benefit you are applying is/are:
 - a legal or natural person of the PRC (except for qualified domestic institutional investor);
 - a person who has been allocated or will receive any International Offer Shares under the International Offering; 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) International Offer Shares;
 - within the United States when completing this Application Form or are a U.S. person (as defined in Regulation S); or
 - a person who does not have a Hong Kong address.

- The number of joint applicants may not exceed four.
- If you are a nominee and the person(s) for whose benefit you are applying for is/are within the United States (within the meaning of Regulation S) when completing the Application Form or is/are a U.S. person(s) (as defined under Regulation S), no application for Hong Kong Offer Shares shall be made.

B. If you are a nominee

- If you are a nominee, you may make an application by (i) giving **electronic application instructions** to HKSCC via CCASS (if you are a CCASS Participant); or (ii) using a **WHITE** or **YELLOW** Application Form and lodge more than one application 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(s)", you must include, for each beneficial owner (or, in the case of joint beneficial owners, for 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 own benefit. As a nominee, you are deemed to have warranted that reasonable enquiries have been made of the beneficial owner that this is the only application which will be made for his/her benefit on a **WHITE** or **YELLOW** Application Form or by applying through the **White Form eIPO** service or by giving **electronic application instructions** to HKSCC through CCASS. As a nominee, you are also deemed to have represented to and undertaken with the Company, the Joint Global Coordinators, the Joint Bookrunners, the Joint Sponsors, the Joint Lead Managers and the Underwriters that you are duly authorized to sign this Application Form on behalf of the relevant beneficial owner(s) and to agree to disclose personal data relating to such beneficial owner(s) on the terms set out in section F and the section entitled "Personal data" below.

C. Lodge only one application on a WHITE or YELLOW Application Form or by giving electronic application instructions to HKSCC via CCASS or by applying through the White Form eIPO service (www.eipo.com.hk) for your benefit (or for the benefit of you and any of your joint applicants)

- Multiple applications or suspected multiple applications are liable to be rejected. Saved as referred to in section B above, all of your applications for the Hong Kong Offer Shares are liable to be rejected as multiple applications if you, or you and your joint applicant(s) together:
- both apply (whether individually or jointly with others) on one (or more) **WHITE** Application Form(s) and one (or more) **YELLOW** Application Form(s) or on one (or more) **WHITE** or **YELLOW** Application Form and give **electronic application instructions** to HKSCC via CCASS or by applying through the **White Form eIPO** service (www.eipo.com.hk);
 - apply (whether individually or jointly with others) on one **WHITE** or **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC via CCASS or by applying through the **White Form eIPO** service (www.eipo.com.hk);
 - for more than 36,000,000 Shares, being 100% of the Shares initially available in either pool A or pool B for subscription under the Hong Kong Public Offering; or
 - have applied for or taken up or indicated an interest for or received or been placed or allocated (including conditionally and/or provisionally) or will apply or take up or indicate an interest for or receive or be placed or allocated any International Offer Shares under the International Offering or otherwise participated in the International Offering.

Save as mentioned above and in the Prospectus, all of your applications will also be liable to be rejected as multiple applications if more than one application on a **WHITE** or **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC or by applying through the **White Form eIPO** service (www.eipo.com.hk) is made for your own 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** in relation to a company means you:

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

D. Allocation of Shares – Pools A and B

The Company is initially offering 72,000,000 Hong Kong Offer Shares for subscription by the members of the public under the Hong Kong Public Offering. The total number of Shares available for subscription under the Hong Kong Public Offering (after taking into account of any reallocation referred to below) is to be divided equally into two pools for allocation purposes (subject to adjustment of odd lot size): pool A and pool B. The Hong Kong Offer Shares in pool A will be allocated on an equitable basis to applicants who have applied for Shares with an aggregate subscription price of HK\$5 million (excluding the brokerage fee, the SFC transaction levy, and the Hong Kong Stock Exchange trading fee payable) or less. The Hong Kong Offer Shares in pool B will be allocated on an equitable basis to applicants who have applied for Shares with an aggregate subscription price of more than HK\$5 million (excluding the brokerage fee, the SFC transaction levy, and the Hong Kong Stock Exchange trading fee payable) and up to the value of pool B. Investors should be aware that applications in pool A and applications in pool B may receive different allocation ratios. If Hong Kong Offer Shares in one (but not both) of the pools are undersubscribed, the surplus Hong Kong Offer Shares will be transferred to the other pool to satisfy demand in the pool and be allocated accordingly. Applicants can only receive an allocation of Hong Kong Offer Shares from either pool A or pool B but not from both pools. If the Hong Kong Public Offering is not fully subscribed, the Joint Global Coordinators, in its discretion, may reallocate all or any unsubscribed Shares originally included in the Hong Kong Public Offering to the International Offering. Where there is over-subscription, allocation of Hong Kong 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 may vary, depending on the number of Hong Kong Offer Shares validly applied for by applicants, although this could, where appropriate, consist of balloting. Balloting would mean that some applicants may receive a higher allocation than others. Applicants for Hong Kong Offer Shares and those applicants who are not successful in the ballot may not receive any Hong Kong Offer Shares. Multiple or suspected multiple applications within either pool or between pools and any application for more than 36,000,000 Shares, being 50% of the Hong Kong Offer Shares initially being offered for subscription under the Hong Kong Public Offering will be rejected.

E. Supplemental information

If any supplement to the Prospectus is issued, applicant(s) who have already submitted an application may withdraw their application.

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 Joint Bookrunners and/or the Joint Global Coordinators as agents for the Company and/or its respective agents or nominees) to do on your behalf all things necessary to effect registration of any Hong Kong Offer Shares allocated to you in your name(s) as required by the Articles of Association and otherwise to give effect to the arrangements described in the Prospectus and this Application Form;
 - undertake** to sign all documents and to do all things necessary to enable the applicant(s) to be registered as the holder of the Hong Kong Offer Shares allocated to the applicant(s), and as required by the Articles of Association;
 - agree** with the Company and each Shareholder, and the Company agrees with each of its Shareholders, to observe and comply with the Companies Ordinance, the Cayman Companies Law, the Articles of Association and all applicable laws;
 - agree** with the Company and each Shareholder that Shares in the Company are freely transferable by the holders thereof;
 - authorize** the Company to enter into a contract on your behalf with each of the Directors and officers of the Company whereby each such Director and officer undertakes to observe and comply with his obligations to Shareholders as stipulated in 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 (as set out in any supplement to the Prospectus);
 - agree** that the Company, the Joint Global Coordinator, the Joint Sponsors, the Joint Bookrunners, the Joint Lead Managers, the Underwriters, their respective directors, officers, agents, advisors and any other parties involved in the Global Offering are not liable for any information and representations not contained in the Prospectus and any supplement thereto;
 - undertake and confirm** that, you (if the application is made for your benefit) or the person(s) for whose benefit you have made the application have not applied for or taken up, or indicated an interest for, and will not apply for or take up, or indicate an interest for any International Offer Shares under the International Offering;
 - agree** to disclose to the Company, Hong Kong Share Registrar, receiving bank, the Joint Global Coordinators, the Joint Bookrunners, the Joint Sponsors, the Joint Lead Managers and the Underwriters and their respective advisors and agents personal data and any information which they require about you or the person(s) for whose benefit you have made the application;
 - represent, warrant and undertake** that (a) you are not restricted by any applicable laws of Hong Kong or elsewhere from making this application, paying any application money for, or being allotted or taking up, any Hong Kong Offer Shares and that you are not within the United States (as defined in Regulation S under the U.S. Securities Act) and you will acquire the Hong Kong Offer Shares in an offshore transaction (within the meaning of Regulation S under the U.S. Securities Act), or (b) that you are a qualified institutional buyer (within the meaning of Rule 144A under the U.S. Securities Act);
 - represent, warrant and undertake** that you are not, and none of the other(s) for whose benefit you are applying is, a U.S. person (as defined in Regulation S);

- 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 it is the only application which has been or will be made for your benefit on a **WHITE** or **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC via CCASS or by applying via the **White Form eIPO** service;
- (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 the application;
- (if the Company is an agent for another person) **warrant** that reasonable enquiries have been made of that other person that it is the only application which has been and will be made for the benefit of that other person on a **WHITE** or **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC via CCASS or by applying through the **White Form eIPO** service and that you are duly authorized to sign the Application Form or to give electronic application instructions as that other person's agent;
- warrant** the truth and accuracy of the information contained in your application;
- agree** that your application, upon acceptance of it and the resulting contract will be governed by and construed in accordance with the laws of Hong Kong;
- 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;
- undertake and agree** to accept the Hong Kong Offer Shares applied for, or any lesser number allocated to you under the application;

If the laws of any place outside Hong Kong are applicable to your application, you **agree** and **warrant** that you have complied with all such laws and none of the Company, the Joint Global Coordinators, the Joint Bookrunners, the Joint Sponsors, the Joint Lead Managers and the Underwriters nor any of their respective directors, officers or advisors and agents 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; and

authorize the Company to register your name on the register of members of the Company as the holder(s) of any Hong Kong Offer Shares allotted to you, and the Company and/or its agents to despatch any share certificate(s) by ordinary post and/or to send any refund check(s) to you by ordinary post at their own risk to the address stated on the application, except that if you have applied for 1,000,000 or more Hong Kong Offer Shares, and have indicated in this application that you will collect your Share certificate(s)/ refund check(s) in person between 9:00 a.m. and 1:00 p.m. on Tuesday, July 2, 2013 or such other date as notified by the Company, you must provide your address for despatch/collection of Share certificate/Refund payment instructions/refund checks from Computershare Hong Kong Investor Services Limited.

The Company, the Joint Global Coordinators, the Joint Bookrunners, the Joint Sponsors, the Joint Lead Managers, the Underwriters, and their respective directors, officers, advisors and agents and 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 in this Application Form shall be deemed to have been made by and assumed by and imposed on the applicants jointly and severally.

G. Power of attorney

If your application is made through a duly authorized attorney, the Company and the Joint Global Coordinators (or their respective agents and nominees) as the Company's agent(s) may accept it at their absolute discretion, and subject to any conditions they think fit, including production of evidence of the authority of your attorney.

H. Determination of the Offer Price

The Offer Price is expected to be fixed by the Price Determination Agreement on or around the Price Determination Date, when the market demand for the Offer Shares will be ascertained. The Price Determination Date is currently expected to be on Wednesday, June 26, 2013, and in any event, not later than Thursday, June 27, 2013. The Offer Price will not be more than HK\$3.50 per Offer Share and is expected to be not less than HK\$2.54 per Offer Share. The Joint Global Coordinators may, where considered appropriate, based on the level of interest expressed by prospective investors in the book-building process in respect of the International Offering, and with the consent of the Company, reduce the number of Hong Kong Offer Shares and/or the indicative Offer Price range below that stated in the Prospectus at any time prior to the morning of the last day for lodging applications under the Hong Kong Public Offering. In such a case, the Company will, as soon as practicable following the decision to make such reduction, and in any event not later than the morning of the last day lodging applications under the Hong Kong Public Offering, cause there to be published in the South China Morning Post (in English), Hong Kong Economic Times (in both Chinese and English), the Hong Kong Stock Exchange and the website of the Hong Kong Stock Exchange at www.hkexnews.hk a notice of reduction in the number of Hong Kong Offer Shares/indicative Offer Price range. Upon issue of such a notice, the revised number of Hong Kong Offer Shares/indicative Offer Price range will be final and conclusive and the Offer Price, if agreed upon with the Company, will be fixed within such revised Offer Price range. Such notice will also include confirmation or revision, as appropriate, of the working capital statement, the Global Offering statistics, and any other financial information set out in the Prospectus which may change as a result of such reduction. If, for any reason, the Joint Global Coordinators and the Company are unable to enter into the Price Determination Agreement by the Price Determination Date, the Global Offering (including the Hong Kong Public Offering) will not proceed.

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 closing of the application lists.

The Company expects to announce the Offer Price, the level of indication of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares on Tuesday, July 2, 2013, and expects to announce these results in the South China Morning Post (in English), the Hong Kong Economic Times (in Chinese), on the Hong Kong Stock Exchange's website at www.hkexnews.hk and the Company's website at www.nexteer.com. Results of allocations of the Hong Kong Public Offering, and the Hong Kong Identity Card/passport/Hong Kong Business Registration Certificate numbers of successful applicants (where appropriate) will be made available through various channels as described in the section headed "How to apply for the Hong Kong Offer Shares" in the Prospectus on Tuesday, July 2, 2013.

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 and have indicated on this Application Form that you wish to collect your share certificate(s) and/or refund check(s) (where applicable), and have provided all information required by this Application Form, you may collect them in person from:

Computershare Hong Kong Investor Services Limited
 Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong

between 9:00 a.m. and 1:00 p.m. on Tuesday, July 2, 2013, or any other place or date notified by the Company in the South China Morning Post (in English), the Hong Kong Economic Times (in Chinese), and on the website of the Hong Kong Stock Exchange at www.hkexnews.hk and on the website of the Company at www.nexteer.com as the date of despatch/collection of share certificates.

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 and must correspond with the information contained in this Application Form to collect your share certificate.

If you are a corporate applicant who 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. Both individuals and authorized representatives must proceed at the time of collection, evidence of identity acceptable to Computershare Hong Kong Investor Services Limited.

If you do not collect your share certificate(s) personally within the time specified for collection, they will be despatched promptly thereafter 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 Hong Kong Offer Shares or more but have not indicated on this Application Form that you wish to collect your share certificate(s) in person, then your share certificate(s) will be sent to your address on this Application Form on or around Tuesday, July 2, 2013, by ordinary post and at your own risk. You should note that there is no guarantee when you will receive your share certificate by post. Therefore, if you sell your Shares in the first few days after the Shares commence trading on the Hong Kong Stock Exchange, you may not receive your share certificate in time for settlement.

Share certificates will only become valid certificates of title provided that the Hong Kong Public Offering has become unconditional in all respects and the Underwriting Agreements not having been terminated in accordance with its terms, which is expected to be at 9:00 a.m. on Wednesday, July 3, 2013. The Company will not issue temporary documents of title in respect of the Offer Shares. No receipt will be issued for application monies paid. In the event that the Offer Price is less than the price per Hong Kong Offer Share paid by you, the surplus application monies (including the related brokerage of 1%, SFC transaction levy of 0.003% and the Hong Kong Stock Exchange trading fee of 0.005%) will be refunded to you without interest.

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

- You may not be allotted the 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 the Joint Global Coordinators, or their respective agents or nominees, have full discretion to reject or accept any application, or to accept only part of any application. No reasons have to be given for any rejection or acceptance.
 - you will not receive any allotment if:**
 - you make multiple applications or you are suspected to have made multiple applications;
 - you or the person for whose benefit you apply for have applied for or taken up, or indicated an interest in or received or been placed or allocated (including conditionally and/or provisionally) or will apply for or take up or indicate an interest in or receive or be placed or allocated any International Offer Shares under the International Offering, or otherwise participate in the International Offering;
 - your payment is not made correctly;
 - you pay by check or banker's cashier order and the check or banker's cashier order is dishonoured upon its first presentation;
 - your Application Form is not completed in accordance with the instructions as stated in this Application Form (if you apply by this Application Form);
 - the Company and/or the Joint Global Coordinators believe that by accepting your application, this would violate the applicable securities or other laws, rules or regulations of the jurisdiction in which your application is received or issued, or cause the Company to fail to comply with the public float requirements under the Listing Rules applicable to the Company;
 - you apply for more than 50% of the Hong Kong Offer Shares initially available for subscription under the Hong Kong Public Offering;
 - any of the Underwriting Agreements does not become unconditional; or
 - either of the Underwriting Agreements is terminated in accordance with their respective terms or otherwise.
- Note: If either of the above situations happens, your application will be rejected by the receiving bank and the attached check(s) will not be presented for clearance.

Please use this Application Form if you want the Hong Kong Offer Shares to be issued in your name

3. your application is revoked or withdrawn:

By completing and submitting this Application Form, you agree that you cannot revoke your application on or before the expiration of the five day after the opening of the application lists under the Hong Kong Public Offering. This agreement will take effect as a collateral contract with the Company, and will become binding when you lodge this Application Form. This collateral contract will be in consideration of the Company agreeing that it will not offer any Hong Kong Offer Shares to any person before the expiration of the fifth day after the opening of the application lists under the Hong Kong Public Offering except by means of one of the procedures referred to in the Prospectus. You may only revoke your application on or before the expiration of the fifth day after the opening of the application lists under the Hong Kong Public Offering if a person responsible for the Prospectus under section 40 of the Companies Ordinance (as applied by section 342E of the Companies Ordinance) 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, you may withdraw your application. Subject to the above, an application once made is irrevocable and you shall be deemed to have applied on the basis of the Prospectus as supplemented. 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 announcement 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 conditions or results of the ballot respectively.

4. your allotment of Hong Kong Offer Shares is void:

The allotment of the Hong Kong Offer Shares to you, or to HKSCC Nominees, if made, will be void if the Listing Committee does not grant the approval of the listing of, and permission to deal in, the Shares either:

- within three weeks from the closing date of the application lists; or
- within a longer period of up to six weeks if the Listing Committee of the Hong Kong Stock Exchange notifies the Company of that longer period within three weeks of the closing date of the application lists.

Refund of your application money

If you do not receive any Hong Kong Offer Shares for any of, but not limited to, the above reasons, the Company will refund to you your application monies, including the related brokerage of 1%, SFC transaction levy of 0.003% and Hong Kong Stock Exchange trading fee of 0.005%. No interest will be paid thereon.

If your application is accepted only in part, the Company will refund to you the appropriate portion of your application monies, including the related brokerage of 1%, SFC transaction levy of 0.003% and Hong Kong Stock Exchange trading fee of 0.005%, without interest. If the Offer Price as finally determined is less than HK\$3.50 per Offer Share (excluding brokerage, SFC transaction levy and Hong Kong Stock Exchange trading fee) initially paid on application, the Company will refund to you the surplus application monies, together with the related brokerage of 1%, SFC transaction levy of 0.003% and Hong Kong Stock Exchange trading fee of 0.005% attributable to the surplus application monies, without interest. All such interest accrued on such monies prior to the date of despatch of refund checks 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 Joint Global Coordinators, checks for applications for certain small denominations of Hong Kong Offer Shares (apart from successful applications) may not be cleared.

Refund checks will be crossed "Account Payee Only", and made out to you, or, if you are joint applicants, to the first-named applicant in this Application Form. Part of your Hong Kong Identity Card number/passport number, or, if you are joint applicants, part of the Hong Kong Identity Card number/passport number of the first-named applicant, provided by you will be printed on your refund check, 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 check. Inaccurate completion of your Hong Kong Identity Card number/passport number may lead to delay in encashment of or may invalidate your refund check.

If you have applied for 1,000,000 Hong Kong Offer Shares or more and have indicated on this Application Form that you wish to collect your refund checks (if any) in person, you may collect it from:

Computershare Hong Kong Investor Services Limited
Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong

between 9:00 a.m. and 1:00 p.m. on Tuesday, July 2, 2013, or any other place or date notified by the Company in the South China Morning Post (in English), the Hong Kong Economic Times (in Chinese), and on the website of the Hong Kong Stock Exchange at www.hkexnews.hk and on the website of the Company at www.nexteer.com as the date of collection of refund checks. 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 Computershare Hong Kong Investor Services Limited) which must correspond with the information contained in this Application Form for collection of your refund check.

If you are a corporate applicant who 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 representative must produce at the time of collection, evidence of identity acceptable to Computershare Hong Kong Investor Services Limited. If you do not collect your refund checks personally within the time specified for collection, they will be despatched to you to the address as specified on this Application Form promptly thereafter by ordinary post and 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 more but have not indicated on this Application Form that you will collect your refund check personally, your refund check will be sent to the address as specified on this Application Form on Tuesday, July 2, 2013, by ordinary post and at your own risk.

Application by HKSCC Nominees

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

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

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

Personal data

Personal Information Collection Statement
The main provisions of the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) (the "Ordinance") came into effect in Hong Kong on 20 December 1996. This Personal Information Collection Statement informs the applicant for and holder of Hong Kong Offer Shares of the policies and practices of the Company and Computershare Hong Kong Investor Services Limited (the "Hong Kong 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 Hong Kong Offer Shares or registered holders of Shares to supply their latest personal data to the Company and the Hong Kong Share Registrar when applying for Hong Kong Offer Shares or transferring Shares into or out of their names or in procuring the services of the Hong Kong Share Registrar. Failure to supply the requested data may result in your application for Hong Kong Offer Shares being rejected, delayed or the inability of the Hong Kong Share Registrar to effect transfers or otherwise render their services. It may also prevent or delay registration or transfer of Hong Kong Offer Shares which you have successfully applied for and/or the despatch of share certificate(s) and/or Refund payment instructions and/or refund check(s) to which you are entitled. It is important that the applicants and the holders of Shares inform the Company and the Hong Kong Share Registrar immediately of any inaccuracies in the personal data supplied.

2. Purposes
The personal data of the applicants of Hong Kong Offer Shares and holders of Shares may be used, held and/or stored (by whatever means) for the following purposes:

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

3. Transfer of personal data
Personal data held by the Company and the Hong Kong Share Registrar relating to the applicants and the holders of Shares will be kept confidential but the Company and the Hong Kong 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 or transfer (whether within or outside Hong Kong) the personal data of the applicants and the holders of securities to, from or with any and all of the following persons and entities:

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

4. Access and correction of personal data
The Ordinance provides the applicant of Hong Kong Offer Shares and the holder of Shares with rights to ascertain whether the Company and/or the Hong Kong Share Registrar hold their personal data, to obtain a copy of that data, and to correct any data that is inaccurate. In accordance with the Ordinance, the Company and the Hong Kong Share Registrar have the right to charge a reasonable fee for the processing of any data access request. All requests for access to data or correction of data or for information regarding policies and practices and the kinds of data held should be addressed to the Company for the attention of the company secretary or (as the case may be) the Hong Kong 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 1,000 Hong Kong Offer Shares. Applications must be in one of the numbers set out in the table below. The maximum number of Hong Kong Offer Shares you can apply for is listed 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 36,000,000 Hong Kong Offer Shares.** On application, you must pay the maximum Offer Price of HK\$3.50 per Hong Kong Offer Share, plus brokerage of 1%, SFC transaction levy of 0.003% and Hong Kong Stock Exchange trading fee of 0.005%.

2. Complete this Application Form in English except as provided otherwise and sign it. Only written signatures will be accepted. Nominees who wish to submit separate applications in their names on behalf of different beneficial owners are requested to designate on each Application Form in the box marked "For Nominees" an account number or other identification code for each beneficial owner or, in the case of joint beneficial owners, for each such beneficial owner. Failure to provide the account number(s) or other identification code(s) for the beneficial owner(s) will result in the application being deemed to be submitted for the benefit of the nominee(s) in question.

3. Each application must be accompanied by either a separate check or banker's cashier order.

4. Staple your check or banker's cashier order to the left corner of this Application Form. You must pay for the Hong Kong Offer Shares applied for by either one check or one banker's cashier order for each application.

If you pay by check, the check must:

- be in Hong Kong dollars;
- be drawn on your Hong Kong dollar bank account with a licensed bank in Hong Kong;
- show your account name. This name must either be pre-printed on the check, or be endorsed on the back by a person authorized by the bank. This account name must correspond with your name. If it is a joint application, the account name must be that of the first-named applicant in this Application Form;
- be made payable to "Bank of China (Hong Kong) Nominees Limited — Nexteer Public Offer";
- be crossed "Account Payee Only"; and
- not be post-dated.

Your application will be rejected if your check:

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

If you pay by banker's cashier order:

- you must purchase the banker's cashier order, and have your name certified on the back by a person authorized by the bank. The name certified on the back of the banker's cashier order and the name on this Application Form must be the same. If it is a joint application, the name on the back of such banker's cashier order must be the same as the name of the first-named applicant in this Application Form;
- the banker's cashier order must be made payable to "Bank of China (Hong Kong) Nominees Limited — Nexteer Public Offer";
- the banker's cashier order must be crossed "Account Payee Only";
- the banker's cashier order must be in Hong Kong dollars; 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. No money shall be paid to any intermediary in Hong Kong who is not licensed or registered to carry on Type I regulated activity under Part V of the SFO.

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:

District	Branch Name	Address
Hong Kong Island:	Bank of China Tower Branch	3/F, 1 Garden Road
	Central District (Wing On House) Branch	71 Des Voeux Road Central
	Shek Tong Tsui Branch	534 Queen's Road West, Shek Tong Tsui
	United Centre Branch	Shop 1021, United Centre, 95 Queensway
	409 Hennessy Road Branch	409-415 Hennessy Road, Wan Chai
Kowloon:	North Point (King's Centre) Branch	193-209 King's Road, North Point
	Prince Edward Branch	774 Nathan Road, Kowloon
	Mong Kok Branch	589 Nathan Road, Mong Kok
	Telford Gardens Branch	Shop P2 Telford Gardens, Kowloon Bay
	Hoi Yuen Road Branch	55 Hoi Yuen Road, Kwan Tung
New Territories:	East Point City Branch	Shop 101, East Point City, Teung Kwan O
	Kowloon Plaza Branch	Unit 1, Kowloon Plaza, 485 Castle Peak Road
New Territories:	Castle Peak Road (Tsuen Wan) Branch	201-207 Castle Peak Road, Tsuen Wan
	Ma On Shan Plaza Branch	Shop 2103, Level 2, Ma On Shan Plaza, Sai Sha Road, Ma On Shan
	Castle Peak Road (Yuen Long) Branch	162 Castle Peak Road, Yuen Long

6. Your Application Form can be lodged at these times:

Thursday, June 20, 2013	— 9:00 a.m. to 5:00 p.m.
Friday, June 21, 2013	— 9:00 a.m. to 5:00 p.m.
Saturday, June 22, 2013	— 9:00 a.m. to 1:00 p.m.
Monday, June 24, 2013	— 9:00 a.m. to 5:00 p.m.
Tuesday, June 25, 2013	— 9:00 a.m. to 12:00 noon

7. The latest time for lodging your application is 12:00 noon on Tuesday, June 25, 2013, 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 Tuesday, June 25, 2013. Instead they will 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 a public holiday in Hong Kong.

8. The right is reserved to present all or any remittances for payment. However, your check or banker's cashier order will not be presented for payment before 12:00 noon on Tuesday, June 25, 2013. 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 refund checks). The right is also reserved to retain any share certificates and/or any surplus application monies or refunds pending clearance of your check or banker's cashier order.

NUMBER OF HONG KONG OFFER 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\$
1,000	3,535.29	40,000	141,411.20	900,000	3,181,752.00
2,000	7,070.56	45,000	159,087.61	1,000,000	3,535,280.00
3,000	10,605.85	50,000	176,764.00	2,000,000	7,070,560.00
4,000	14,141.12	60,000	212,116.80	3,000,000	10,605,840.00
5,000	17,676.41	70,000	247,469.60	4,000,000	14,141,120.00
6,000	21,211.68	80,000	282,822.40	5,000,000	17,676,400.00
7,000	24,746.97	90,000	318,175.20	6,000,000	21,211,680.00
8,000	28,282.24	100,000	353,528.00	7,000,000	24,746,960.00
9,000	31,817.53	200,000	707,056.00	8,000,000	28,282,240.00
10,000	35,352.80	300,000	1,060,584.00	9,000,000	31,817,520.00
15,000	53,029.21	400,000	1,414,112.00	10,000,000	35,352,800.00
20,000	70,705.60	500,000	1,767,640.00	20,000,000	70,705,600.00
25,000	88,382.01	600,000	2,121,168.00	36,000,000 ⁽¹⁾	127,270,080.00
30,000	106,058.40	700,000	2,474,696.00		
35,000	123,734.81	800,000	2,828,224.00		

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



Nexteer Automotive Group Limited 耐世特汽車系統集團有限公司

(根據開曼群島法例註冊成立的有限公司)

全球發售

申請條款及條件

除另有指明者外，此等條款及條件所用詞彙具有招股章程所賦予的涵義。

甲. 申請人資格

- 1. 閣下作為申請人及 閣下為其利益提出申請的任何人士必須年滿18歲或以上，並須擁有香港地址。
2. 如 閣下為商號，則須以個別成員名義作出申請，而非以商號的名義。
3. 如 閣下為法人團體，本申請表格須由正式授權的高級職員簽署，並須說明其代表身份。
4. 除上市規則容許的情況外，倘 閣下或 閣下為其利益提出申請的任何人士為下列人士，則不得申請認購任何香港發售股份...

乙. 閣下為代理人

- 如 閣下為代理人，則如每份申請乃代表不同意益擁有人提出，則可以本身名義(i)透過中央結算系統向香港結算發出電子認購指示(倘 閣下為中央結算系統參與者)；或(ii)使用白色或黃色申請表格提出多於一份申請。在本申請表格上「由代理人遞交」一欄內，閣下必須為每名實益擁有人(或如屬聯名實益擁有人，則為該等實益擁有人各自)填寫：
• 賬戶號碼；或
• 若干其他身份識別編碼。
倘 閣下並非填寫以上資料，則申請將視為以 閣下自身之利益遞交。作為代理人，閣下被視為已保證已向實益擁有人作出合理查詢，證實申請乃以其利益以白色或黃色申請表格或透過白表eIPO服務或透過中央結算系統向香港結算發出電子認購指示作出的唯一申請。作為代理人，閣下亦被視為已向本公司、聯席全球協調人、聯席賬簿管理人、聯席保薦人、聯席牽頭經辦人及包銷商聲明及保證 閣下獲正式授權，代表有關實益擁有人簽署本申請表格，及同意按照下文已節錄及「個人資料」一節所載條款披露有關實益擁有人之個人資料。

丙. 僅可為閣下自身的利益(或 閣下及 閣下任何聯名申請人的利益)以白色或黃色申請表格或透過中央結算系統向香港結算發出電子認購指示或透過白表eIPO服務(www.eipo.com.hk)提交申請

- 閣下申請或疑屬重複的申請可遭拒絕受理。除上文之節所述情況外，如 閣下或 閣下連同 閣下的聯名申請人作出以下任何一項行為，則 閣下之香港發售股份作出的所有申請將被視為重複申請而不得拒絕受理：
• (不論個別或與他人共同)同時以一份(或多份)白色申請表格及一份(或多份)黃色申請表格或以一份(或多份)白色或黃色申請表格或透過中央結算系統向香港結算發出電子認購指示或透過白表eIPO服務(www.eipo.com.hk)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或透過中央結算系統向香港結算發出電子認購指示或透過白表eIPO服務(www.eipo.com.hk)申請超過36,000,000股股份(即香港公開發售項下甲組或乙組初步提呈以供認購股份的100%)；或
• 已申請或認購或表示有意認購、或已獲取或已獲配或分配(包括有條件及/或暫定、或將申請或認購或表示有意認購或將收取或將獲配或分配國際發售項下之任何國際發售股份，或以其他方式參與國際發售。

除上文所述及招股章程所述者外，如 閣下的利益以白色或黃色申請表格或向香港結算發出電子認購指示或透過白表eIPO服務(www.eipo.com.hk)遞交或遞交一份申請，則 閣下的所有申請同樣將視為重複而不予受理。

- 如申請人為非上市公司，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。
則該申請將視為 閣下自身之利益提出。
非上市公司指其股本證券並無在香港聯交所上市的公司。
一家公司之法定控制權指 閣下：
• 控制該公司董事會的組成；或
• 控制該公司一半以上投票權；或
• 持有該公司一半以上已發行股本(不計無權分享超過特定金額的溢利或資本分派之任何部分股份)。

丁. 香港發售股份的分配—甲組及乙組

本公司根據香港發售股份初步提呈72,000,000股香港發售股份以供公眾人士認購。香港公開發售項下可供認購的股份總數(已計及下文所述任何重新分配)將平均分為甲、乙兩組以供分配(可按零碎股作出調整)。甲組的香港發售股份將按公平基準分配予所申請股份的認購總額為5百萬港元(不包括應支付的經紀佣金、證監會交易徵費及香港聯交所交易費)或以下的申請人。乙組的香港發售股份將按公平基準分配予申請股份的認購總額超過5百萬港元(不包括應支付的經紀佣金、證監會交易徵費及香港聯交所交易費)但不超過乙組總額的申請人。投資者應請留意，甲組及乙組的申請的分配比例可能不同。倘其中一組(而非兩組)香港發售股份認購不足，則剩餘的香港發售股份將轉往另一組，以滿足該組的需求，並作出相應分配。倘申請人僅可獲分配甲組或乙組而非兩組的香港發售股份，倘香港公開發售未獲全數認購，則聯席全球協調人可酌情將香港公開發售項下所剩餘的全部或任何未獲認購股份重新分配予認購發售股份。倘申請人獲全數認購，根據香港公開發售項下投資者之香港發售股份(甲組及乙組)將純粹按香港公開發售所接獲的有效申請數量而定。分配基準可視乎申請人有效申請的香港發售股份數目而有所不同，亦可能進行抽籤(如適用)。抽籤意味著部分申請人或較其他申請人相同數目香港發售股份的申請人獲分配較多股份，而未中籤的申請人則可能不會收取任何香港發售股份。在甲組或乙組之分配中，較重或較屬屬重務的申請以及申請認購超過36,000,000股股份(即香港公開發售股份初步提呈發售以供認購的香港發售股份的50%)的申請將不獲受理。

戊. 補充資料

如招股章程須刊登任何補充文件，則已遞交申請的申請人可撤回申請。
填妥及提交本申請表格的效用
閣下填妥並提交本申請表格，即表示 閣下(如屬聯名申請人，即各聯名申請人共同及個別)訂立及同意，或作為代理人或代名人代表委託 閣下作為代理人或代名人的每位人士：
• 指示及授權本公司、聯席賬簿管理人及/或聯席全球協調人作為本公司代理人(或彼等各自的代理人或代名人)，按照組織章程細則規定，代表 閣下辦理一切必要手續，以 閣下的名義登記任何配發予 閣下的香港發售股份，並使招股章程及本申請表格所述安排生效；
• 承諾簽署所有文件及辦理所有必要手續，以便申請人遵照組織章程細則規定，登記為申請人獲分配的香港發售股份的持有人；
• 向本公司及各股東表示同意及本公司向各股東表示同意遵守及遵從公司條例、開曼群島公司法、組織章程細則及所有適用法律；
• 向本公司及各股東表示同意授權持有人自由轉讓本公司股份；
• 授權本公司代表 閣下與本公司各董事及高級職員簽訂合約，據此，各董事及高級職員向股東承諾遵守及遵從組織章程細則規定的責任；
• 確認 閣下申請時僅須提供招股章程所載資料及陳述，且除招股章程任何補充文件所載者外，不會倚賴任何其他資料及陳述；
• 同意本公司、聯席全球協調人、聯席保薦人、聯席賬簿管理人、聯席牽頭經辦人、包銷商、彼等各自的董事、行政人員、代理人、顧問以及參與全球發售的任何其他人士概不就招股章程所載任何資料及陳述以及任何其他補充資料承擔任何責任；
• 承諾及確認 閣下(倘申請是為 閣下的利益提出)或 閣下為其利益提出申請的人士並無申請或接納或表示有意申請或接納，亦不會申請或接納或表示有意申請或接納國際發售下的任何國際發售股份；
• 同意向本公司、香港股份過戶登記處、收款銀行、聯席全球協調人、聯席賬簿管理人、聯席保薦人、聯席牽頭經辦人及包銷商及彼等各自的顧問及代理人披露個人資料及彼等所需有關 閣下或 閣下為其利益提出申請的人士的任何資料；
• 聲明、保證及承諾(a) 閣下並不受香港或其他地方的任何適用法律限制提出本申請、支付任何申請股款或獲配或接納任何香港發售股份；且 閣下並非在美國境內(定義見美國證券法S條例)以及 閣下曾透過離岸交易(定義見美國證券法S條例)收購香港發售股份；或(b) 閣下是合資格機構買家(定義見美國證券法144A規則)；
• 聲明、保證及承諾 閣下及 閣下為其利益提出申請的任何其他人士並非美國人士(定義見S規則)；

- 同意(在不影響 閣下可能享有的任何其他權利的前提下) 閣下的申請一經接納，則 閣下不得因無意作出的失實陳述而撤回申請；
• (倘申請是為 閣下自身的利益而提出)保證申請是為 閣下的利益以白色或黃色申請表格或透過中央結算系統向香港結算發出電子認購指示或透過白表eIPO服務曾經或將會作出的唯一申請；
• (如代理人代表 閣下提出申請)保證 閣下已經有效及不可撤回地向 閣下的代理人授予所有必要的權力和授權以提交申請；
• (倘 閣下是其他人士的代理人)保證已向該名人士作出合理查詢是項申請是為該名人士的利益以白色或黃色申請表格或以透過中央結算系統向香港結算發出電子認購指示或透過白表eIPO服務曾經及將會作出的唯一申請，且 閣下已獲正式授權作為該名人士的代理人簽署申請表格或發出電子認購指示；
• 保證 閣下申請中所載資料確實真實及準確；
• 同意 閣下的申請、申請獲接納及由此訂立的合同將受香港法律管轄並按其詮釋；
• 確認 閣下已閱招股章程及本申請表格所載條款及條件及申請手續並同意其約束；
• 承諾並同意接受所申請的香港發售股份，或獲分配予 閣下申請數量的股份；
• 倘香港境外任何地方的法律適用於 閣下的申請，則同意並保證 閣下已遵守所有該等法律，且本公司、聯席全球協調人、聯席賬簿管理人、聯席保薦人、聯席牽頭經辦人及包銷商，以及彼等各自的董事、高級職員或顧問或代理人，概不會因接受、閣下的申請或包銷商，或因 閣下根據招股章程中有關條款及條件的權利及責任所引致的行為而違反香港以外的任何法律及/或；
• 授權本公司將 閣下的名稱列入本公司的股東名冊，作為 閣下獲分配的任何香港發售股份的持有人，並授權本公司及/或其代理人以平郵方式按照申請所述地址，向 閣下發送任何股票及/或退款支票，郵誤風險概由 閣下承擔，除非 閣下申請1,000,000股或以上香港發售股份，並已在申請表格內填明於2013年7月2日(星期二)或於本公司在報章上通知發送/領取股票/電子退款指示/退款支票的其他日期上午九時正至下午一時正親臨香港中央證券登記有限公司領取退款支票。

庚. 授權書

如 閣下透過獲得正式授權代表提出申請，本公司及作為本公司代理人的聯席全球協調人(或彼等各自的代理人及代名人)可在符合其認為適當的任何條件的情況下(包括要求 閣下的代表出示已獲授權的證明)全權酌情接納有關申請。

辛. 釐定發售價

發售價預期將於定價日(即確定發售股份市場需求當日)或前後透過訂立定價協議釐定。目前定價日期預期定於2013年6月26日(星期三)，而在任何情況下將不會遲於2013年6月27日(星期四)。發售價將不會超過每股發售股份3.50港元，預期亦不會低於每股發售股份2.54港元。聯席全球協調人可在其認為合適的情況下根據預期投資者有關國際發售的累計投標過程中表示的踴躍程度且在 閣下同意下，在遞交香港公開發售申請最後一日上午前隨時將香港發售股份數目及/或指示發售價範圍下調至低於招股章程所述水平。於此情況下，本公司將在決定作上述調低後在切實情況下盡快(且無論如何不遲於遞交香港公開發售申請最後一日上午)在中華早報(英文)、香港經濟日報(中文)、本公司網站www.nexteer.com及香港聯交所網站www.hkexnews.hk刊登調低香港發售股份數目、指示發售價範圍的通告。該通告刊登後，經修訂香港發售股份數目/發售價範圍將為最終決定，且一經本公司同意後，發售價將按定於修訂發售價範圍內。該通告亦會包括細則或修訂招股章程所載的營運資金聲明、全球發售統計數據及任何其他或會因上述調低而出現變動的財務資料。倘聯席全球協調人及本公司因任何原因而未能於定價日之前訂立定價協議，則全球發售(包括香港公開發售)將不會進行。

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股款及分配任何該等股份。本公司預期於2013年7月2日(星期二)發佈及公佈發售價、國際發售的認購踴躍程度、香港公開發售的申請水平及香港發售股份的分配基準，並預期將於中華早報(以英文)、香港經濟日報(以中文)、香港聯交所網站www.hkexnews.hk及本公司網站www.nexteer.com刊登該等結果。香港公開發售的分配結果，以及成功申請人的香港身份證/護照/香港商業登記號碼(如適用)，將於2013年7月2日(星期二)通過招股章程(如適用)招股章程所載的營運資金聲明、全球發售統計數據及任何其他或會因上述調低而出現變動的財務資料。倘聯席全球協調人及本公司因任何原因而未能於定價日之前訂立定價協議，則全球發售(包括香港公開發售)將不會進行。

香港中央證券登記有限公司

香港灣仔皇后大道東183號合和中心17樓1712-1716室

如 閣下為個人申請人並選擇親身領取，則不得授權任何其他人士代為領取。閣下於領取 閣下的股票時必須出示與本申請表格所載資料相符的身份證明文件。閣下須於領取 閣下的股票前向本公司代理人或代名人領取，則必須由授權代表帶上蓋有公司印章的授權書領取。個人及有關授權代表須於領取時出示香港中央證券登記有限公司所接納的身份證明文件。如閣下未有於指定時間內親自領取 閣下的股票，該等股票將隨即以平郵方式寄往本申請表格所示地址，郵誤風險概由 閣下承擔。

如閣下申請少於1,000,000股香港發售股份或申請1,000,000股或以上香港發售股份，但並無在本申請表格表明親自領取股票，則 閣下的股票將於2013年7月2日(星期二)或前後以平郵方式寄往本申請表格所示地址，郵誤風險概由 閣下自行承擔。閣下應注意概不保證 閣下將會於何時以平郵方式收到 閣下的股票。因此，倘 閣下於股份在香港聯交所開始買賣後首數日出售 閣下的股份，閣下未必及時收到 閣下的股票以作交收。股票僅於香港公開發售在所有各方面成為無條件，且包銷協議並無根據其條款終止，方會成為有效的所有權憑證，預期為2013年7月3日(星期三)上午八時正。本公司不會就發售股份發出任何臨時所有權文件，亦不會就申請時支付的申請股款發出收據。如發售價低於 閣下支付的每股香港發售股份價格，則多收申請股款(包括相關的1%經紀佣金、0.003%證監會交易徵費及0.005%香港聯交所交易費)將不計利息退還予 閣下。

閣下不獲配發香港發售股份的情況

- 閣下可能因下列任何原因不獲配發香港發售股份：
1. 本公司或其代理人可全權拒絕或接納 閣下的申請；
本公司及聯席全球協調人或彼等各自的代理人或代名人，可全權酌情決定拒絕或接納任何申請，或僅接納任何部分申請。拒絕或接納任何申請均毋須解釋理由。
2. 如出現下列情況，閣下將不會獲得任何配發：
• 閣下作出重複申請或疑屬重複申請；
• 閣下或 閣下為其利益提出申請的人士已申請或認購或已表示有意申請或已經收到或已獲配或分配(包括有條件及/或暫定)或將申請或認購或表示有意認購或將收取或將獲配或分配國際發售項下之國際發售股份；或以其他方式參與國際發售；
• 閣下未交正確方法付款；
• 閣下以支票或銀行本票付款，而該支票或銀行本票於首次過戶時未能兌現；
• 閣下的申請表格未按本申請表格所載指示填妥(如 閣下使用本申請表格申請認購)；
• 本公司及/或聯席全球協調人相信，若接納 閣下的申請，將觸犯 閣下申請表格所接獲或 閣下地址所在地的司法權區的適用證券法或其他法律、規則或法規，或導致本公司無法符合適用於本公司上市規則規定的公眾持股比例；
• 閣下申請認購香港公開發售項下可供認購的香港發售股份的50%以上；
• 任何包銷協議未成為無條件；或
• 任何包銷協議按其條款或因其他理由予以終止。
附註：倘任何該等情況發生，則收款銀行將拒絕接納有關申請，附帶支票將不會用作結算。

閣下如欲以本身名義獲發行香港發售股份，請使用本申請表格

- 3. 閣下撤銷或撤回申請：
一經填妥及遞交本申請表格，即表示閣下同意於開始辦理香港公開發售認購申請登記後第五日屆滿或之前不得撤銷閣下的申請。
本協議將成為與本公司訂立的一項附屬合約。當閣下遞交本申請表格，該合約即具約束力。本公司基於該附屬合約同意，除按照招股章程所述其中一項程序外，本公司不會於開始辦理香港公開發售認購申請登記後第五日屆滿之前向人士提出任何香港發售股份。僅在根據本公司條例第40條（按公司條例第342E條所適用者）的規定負責編製招股章程的人士根據該條所述規定發出公告，豁免或限制其對招股章程所負責任的情況下，閣下方可於開始辦理香港公開發售認購申請登記後第五日屆滿或之前撤銷閣下的申請。
如招股章程須刊登任何補充文件，閣下可撤回其申請。在上文的規限下，申請一經提出即不可撤回，而閣下將被視作根據經補充的招股章程提出申請。
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，即構成對未遭拒絕申請的接納，而倘分配基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。

- 4. 閣下獲配發的香港發售股份無效：
如上市委員會未能在以下任何一段期間內批准股份上市及買賣，閣下或香港結算代理人獲配發的香港發售股份將會無效：
• 在截止辦理申請登記日期後三星期內；或
• 香港聯交所上市委員會在截止辦理申請登記日期後三星期內知會本公司延長有關期間，則最多在截止辦理申請登記起計六星期的較長時間內。

退還申請股款
如閣下因（但不限於）上述任何原因而未獲得任何香港發售股份，本公司將退還閣下的申請股款，包括有關的1%經紀佣金、0.003%證監會交易徵費及0.005%香港聯交所交易費，惟不計任何利息。
如閣下的申請只獲部分接納，本公司將不計利息退還閣下申請股款的適當部分，包括有關的1%經紀佣金、0.003%證監會交易徵費及0.005%香港聯交所交易費。如最終釐定的發售價低於申請人於申請時支付的每股發售股份初步發售價3.50港元（不包括有關經紀佣金、證監會交易徵費及香港聯交所交易費），則本公司將不計利息退還閣下多繳的申請股款，連同多繳申請股款相關的1%經紀佣金、0.003%證監會交易徵費及0.005%香港聯交所交易費。於寄發退還支票日期前該等款項應計的一切利息將撥歸本公司所有。倘出現涉及大量超額認購的特殊情況，按本公司及聯席全球協調人酌情決定，若干小額香港發售股份申請（不包括成功申請）的支票可能不會過戶。
退還支票將劃線註明「只准入抬頭人賬戶」，並以閣下作為收款人，或如屬聯名申請人，則以本申請表格首位的申請人為收款人。閣下（如屬聯名申請人，則排在前首位的申請人）提供的香港身份證號碼/護照號碼的部分字樣，將印列於閣下的退還支票上。該等資料亦可能會轉交第三方支付以辦理退還。閣下的銀行在兌現閣下的退還支票前，可能會要求核實閣下的香港身份證號碼/護照號碼。如不正確填寫香港身份證號碼/護照號碼，可能會導致閣下的退還支票延遲兌現或失效。
倘閣下申請1,000,000股或以上香港發售股份，且已在本申請表格表明擬親自領取退還支票（如有），則閣下可於2013年7月2日（星期二）上午九時正至下午一時正期間，親自前往以下地點或本公司於中華早報（以英文）及香港經濟日報（以中文）以及香港聯交所網站www.hkexnews.hk及本公司網站www.nexteer.com所公佈的領取退還支票的任何其他地點及日期領取退還支票：

香港中央證券登記有限公司
香港灣仔皇后大道東183號合和中心17樓1712-1716室

- 如閣下為個人申請人並選擇親身領取，則不得授權任何其他人士代為領取。閣下於領取閣下的退還支票時必須出示與本申請表格所載資料相符的身份證明文件（須為香港中央證券登記有限公司所接納者）。
如閣下為公司申請人並選擇派人領取，則必須由授權代表帶上蓋有公司印章的授權書領取。有關授權代表須於領取時出示香港中央證券登記有限公司所接納的身份證明文件。
如閣下未有於指定時間內親自領取閣下的退還支票，該等支票將即以平郵方式寄往本申請表格所示地址。郵誤風險概由閣下自行承擔。
閣下申請少於1,000,000股香港發售股份或以上，且並無在本申請表格表明將親自領取退還支票，則閣下的退還支票將於2013年7月2日（星期二）以平郵方式寄往本申請表格所示地址。郵誤風險概由閣下自行承擔。
香港結算代理人提出的申請
如本表格乃由香港結算代理人代表發出電子認購指示申請香港發售股份的人士簽署，則本表格與招股章程不符的條文將不適用，且以招股章程所述者為準。在不限制於此段一般應用的前提下，本申請表格以下部分不適用於香港結算代理人作簽署人的情況：
• 首頁所載所有保證，惟第一項有關根據招股章程及本申請表格條款及條件申請認購香港發售股份的保證及受本公司組織章程及細則規限者除外；
• 首頁的「警告」；

- 「僅可為閣下自身的利益（或閣下及閣下任何聯名申請人的利益）提交一份申請」；
• 「填妥及遞交本申請表格的效用」一節的所有陳述及保證，惟首兩項有關以申請人名義登記香港發售股份及簽署令申請人登記為申請認購的香港發售股份的持有人除外；
• 「倘成功申請認購香港發售股份（全部或部分）」；
• 「閣下不獲配發香港發售股份的情況」；及
• 「退回申請股款」。

個人資料
個人資料收集聲明
香港法例第486章個人資料（私隱）條例（「條例」）中的主要條文於1996年12月20日在香港生效。此個人資料收集聲明是向香港發售股份申請人及持有人說明本公司及香港中央證券登記有限公司（「香港股份過戶登記處」）就個人資料及條例而制訂的政策及措施。

- 1. 收集閣下個人資料的原因
申請人申請認購香港發售股份時，或股份登記持有人將股份轉往其名下或將股份轉讓予他人或要求香港股份過戶登記處提供服務時，須不時向本公司及香港股份過戶登記處提供其最新的正確個人資料。若未能提供所需資料，可能會導致閣下的香港發售股份申請遭拒絕受理、延誤或香港股份過戶登記處無法進行過戶或以其他方式提供服務，亦可能延誤或延誤閣下成功申請認購的香港發售股份的登記或過戶及/或寄發閣下有權收取的股票及/或電子退還指示及/或退還支票。股份申請人及持有人所提供的個人資料如有任何不確，必須即時知會本公司及香港股份過戶登記處。
2. 資料用途
香港發售股份申請人及股份持有人的個人資料可以任何方式被使用、持有及/或保存，以作下列用途：
• 處理閣下的申請、電子退還指示及退還支票（如適用）及核實是否遵守本申請表格及招股章程所載條款及申請手續及公佈香港發售股份的分配結果；
• 確保遵守香港或其他地區所有適用法律及法規（不論法定或其他規定）（包括按規定作出披露）；
• 登記新發行的股份或為證券持有人（包括（如適用，香港結算代理人）登記轉往其名下或由其中轉讓證券予他人；
• 保存或更新本公司股東名冊；
• 核對或協助核對簽名，其他資料核對或交換；
• 確定本公司股份持有人可獲取的利益，例如股息、供股及紅股發行等的資格；
• 寄發本公司及其附屬公司的通訊；
• 編撰統計資料及股東資料；
• 按照法律、規則或法規的規定（不論法定或其他規定）作出披露；
• 透過公佈或以其他方式披露成功申請人的身份；
• 披露有關資料以作出適當查察；及
• 與上述有關的任何其他附屬或相關用途及/或使本公司及香港股份過戶登記處能夠履行其對股份持有人及/或監管機構的責任及/或股份持有人不時同意的任何其他用途。

- 3. 轉交個人資料
本公司及香港股份過戶登記處會對股份申請人及持有人的個人資料保密，但本公司及香港股份過戶登記處可能會作出必要的查詢以確定個人資料的準確性，以便資料可用作上述任何用途，尤其其可能會將證券申請人及持有人的個人資料向下列任何人士及實體披露、獲取或轉交（不論在香港境內外）：
• 本公司、其顧問或其委任的代理人，例如財務顧問、收款銀行及海外主要股份過戶登記處；
• 當申請人要求將香港發售股份存入中央結算系統時，香港結算及香港結算代理人可就中央結算系統的運作使用該等個人資料；
• 任何印鑑或其他身份識別號碼載於申請表格中的任何經紀；
• 其向本公司或其附屬公司或香港股份過戶登記處提供有關其各自業務運作的行政、電訊、電腦、付款或其他服務的代理人、承辦商或第三方服務供應商；
• 香港聯交所、證監會及香港或其他地方的任何其他監管或政府機關；及
• 與股份持有人有業務往來或計劃有業務往來的任何其他人士或機構，例如銀行、律師、會計師或股票經紀等。
4. 查閱及更正個人資料
倘閣下香港發售股份申請人及股份持有人權利查閱本公司及/或香港股份過戶登記處是否持有其個人資料，並索取該等資料副本及更正任何不準確的資料。根據條例，本公司及香港股份過戶登記處有權處理任何查閱資料的要求或收取合理費用。所有關於查閱資料或更正資料或查詢資料的政策及措施以及持有資料類別的要求，應向本公司的公司秘書提出或（視情況而定）香港股份過戶登記處屬下的私隱條例事務主任提出。
本申請表格一經簽署，即表示閣下同意上述各項。

- 申請手續
1. 請按照下表計算閣下擬認購的香港發售股份數目應繳的申請股款。申請股款最少須為1,000股香港發售股份，並須按照下表載列的其中一個股數提出申請。閣下可以申請的香港發售股份最高數目列於下表。申請任何其數目的香港發售股份將不予考慮，而任何有關申請一概不予受理。下表亦列出申請股款不多於36,000,000股香港發售股份時應付股款總額。閣下須於申請時繳付每股香港發售股份的最高發售價3.50港元，另加1%經紀佣金、0.003%證監會交易徵費及0.005%香港聯交所交易費。
2. 除非另有指示，否則請以英文填妥並簽署本申請表格。只按指親筆簽名。倘代名人欲以其名義代表不同實益擁有人遞交不同申請表格，須在各份申請表格上註明「由代名人遞交」字樣的空格內，註明每名實益擁有人賬戶號碼或其他身份識別號碼，或倘屬聯名實益擁有人，則註明各聯名實益擁有人賬戶號碼或其他身份識別號碼。倘未能提供實益擁有人賬戶號碼或其他身份識別號碼，申請將被視作有關代名人的利益遞交。
3. 每份申請必須附有獨立開出的支票或銀行本票。
4. 付款支票或銀行本票須緊釘於本申請表格左上角。閣下必須以一張支票或一張銀行本票支付香港發售股份每份申請的申請股款。
如以支票付款，該支票必須：
• 為港元支票；
• 由閣下在香港持牌銀行的港幣銀行戶口支取；
• 顯示閣下的賬戶名稱，而該賬戶名稱必須已預印在支票上，或由有關銀行授權人在該支票背面加蓋簽明。該賬戶名稱必須與閣下姓名相同。如屬聯名申請，則該賬戶名稱必須與本申請表格排名首位申請人的姓名相同；
• 註明收款人為「中國銀行（香港）代理人有限公司—耐世特公開發售」；
• 劃線註明「只准入抬頭人賬戶」；及
• 不是期票。
下列情況將導致閣下的申請不獲接納：
• 支票未能符合所有上述規定；或
• 支票首次過戶戶名不符。
如以銀行本票付款：
• 閣下必須購買銀行本票，並由發出本票銀行的授權人在該銀行本票背面簽署證明閣下的姓名。銀行本票背面所註姓名必須與本申請表格所示姓名相同。如屬聯名申請，該銀行本票背面所註姓名必須與本申請表格排名首位申請人姓名相同；
• 銀行本票必須註明收款人為「中國銀行（香港）代理人有限公司—耐世特公開發售」；
• 銀行本票必須劃線註明「只准入抬頭人賬戶」；
• 銀行本票必須為港元銀行本票；及
• 不得開出期票。
如閣下的銀行本票不符合上述所有要求，閣下的申請將遭拒絕受理。申請股款不應支付予任何未獲牌照或未登記從事證券及期貨條例第V部第1類受規管活動的香港中介機構。

- 5. 閣下申請表格，對摺一次，然後投入中國銀行（香港）有限公司下列任何一間分行的特備收集箱內：
地區 分行名稱 地址
香港島： 中銀大廈分行 花園道1號3樓
中環永安集團大廈分行 德輔道中71號
石塘咀分行 石塘咀皇后大道西534號
統一中心分行 金鐘道95號統一中心商場1021號
軒尼詩道409號分行 灣仔軒尼詩道409-415號
北角英皇中心分行 北角英皇道193-209號
九龍： 太子分行 九龍彌敦道774號
旺角分行 旺角彌敦道589號
德福花園分行 九龍彌敦道花園商場P2號
開源道分行 觀塘開源道55號
東港城分行 將軍澳東港城101號
九龍廣場分行 青山道485號九龍廣場1號
新界： 荃灣青山道分行 荃灣青山道201-207號
馬鞍山廣場分行 馬鞍山西沙路馬鞍山廣場L2層2103號
元朗青山道分行 元朗青山公路162號
6. 閣下可於下列時間內遞交申請表格：
2013年6月20日（星期四） - 上午九時正至下午五時正
2013年6月21日（星期五） - 上午九時正至下午五時正
2013年6月22日（星期六） - 上午九時正至下午一時正
2013年6月24日（星期一） - 上午九時正至下午五時正
2013年6月25日（星期二） - 上午九時正至中午十二時正
7. 申請最遲須於2013年6月25日（星期二）中午十二時正或（如該日並無辦理申請登記）下一個辦理申請登記的日期中午十二時正前遞交。本公司將於當日上午十一時四十五分至中午十二時正期間辦理申請登記，惟須視乎當日天氣情況而定。如下列警告訊號在2013年6月25日（星期二）上午九時正至中午十二時正期間內任何時間在香港生效，將不會辦理申請登記：
• 八號或以上熱帶氣旋警告訊號；或
• 「黑色」暴雨警告訊號，
而將改為在下一個上午九時正至中午十二時正內任何時間並無在香港發出上述任何一項警告訊號的營業日當日上午十一時四十五分至中午十二時正期間進行。
營業日指星期六、星期日或香港公眾假期以外的日子。

- 8. 本公司保留將所有或任何申請股款過戶的權利，惟閣下的付款支票或銀行本票將不會於2013年6月25日（星期二）中午十二時正前過戶。本公司不會向閣下發出付款收據。本公司將保留閣下申請股款（如屬退還，則直至退還支票寄發日期止）的所有利息。本公司亦有權在閣下的支票或銀行本票過戶之前，保留任何股票及/或任何多繳的申請股款或退還。

可供申請認購香港發售股份數目及應繳款項

申請認購的香港發售股份數目	申請時應繳款項港元	申請認購的香港發售股份數目	申請時應繳款項港元	申請認購的香港發售股份數目	申請時應繳款項港元
1,000	3,535.29	40,000	141,411.20	900,000	3,181,752.00
2,000	7,070.56	45,000	159,087.61	1,000,000	3,535,280.00
3,000	10,605.85	50,000	176,764.00	2,000,000	7,070,560.00
4,000	14,141.12	60,000	212,116.80	3,000,000	10,605,840.00
5,000	17,676.41	70,000	247,469.60	4,000,000	14,141,120.00
6,000	21,211.68	80,000	282,822.40	5,000,000	17,676,400.00
7,000	24,746.97	90,000	318,175.20	6,000,000	21,211,680.00
8,000	28,282.24	100,000	353,528.00	7,000,000	24,746,960.00
9,000	31,817.53	200,000	707,056.00	8,000,000	28,282,240.00
10,000	35,352.80	300,000	1,060,584.00	9,000,000	31,817,520.00
15,000	53,029.21	400,000	1,414,112.00	10,000,000	35,352,800.00
20,000	70,705.60	500,000	1,767,640.00	20,000,000	70,705,600.00
25,000	88,382.01	600,000	2,121,168.00	36,000,000 ⁽¹⁾	127,270,080.00
30,000	106,058.40	700,000	2,474,696.00		
35,000	123,734.81	800,000	2,828,224.00		

(1) 閣下可申請認購的香港發售股份最高數目。