

Note: Unless defined herein, capitalized terms in this Application Form shall have the same meanings as those defined in the prospectus issued by S. Culture International Holdings Limited dated 28 June 2013 (the "Prospectus") together with any supplement thereto.

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Staple your payment here 請將股款緊釘在此

The information contained in this Application Form is not for publication, distribution or release, directly or indirectly, in or into the United States (including its territories and dependencies, any state of the United States and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). These materials do not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The shares mentioned herein have not been, and will not be, registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act").

S. CULTURE INTERNATIONAL HOLDINGS LIMITED 港大零售國際控股有限公司 (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 : 50,000,000 new Shares (subject to the Over-allotment Option)
Number of International Placing Shares : 45,000,000 new Shares (subject to adjustment and the Over-allotment Option)
Number of Public Offer Shares : 5,000,000 new Shares (subject to adjustment)
Offer Price : Not more than HK\$2.13 per Share and expected to be not less than HK\$1.51 per Share, plus brokerage of 1%, SFC transaction levy of 0.003%, and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)
Nominal value : HK\$0.01 each
Stock code : 1255

全球發售

全球發售項下的發售股份數目 : 50,000,000股新股份 (視乎超額配股權行使與否而定)
國際配售股份數目 : 45,000,000股新股份 (可予調整及視乎超額配股權行使與否而定)
公開發售股份數目 : 5,000,000股新股份 (可予調整)
發售價 : 不超過每股發售股份2.13港元 (須於申請時以港元繳足, 可予退還, 另加1%經紀佣金、0.003%證監會交易徵費及0.005%聯交所交易費) 及預期不少於每股發售股份1.51港元
面值 : 每股股份0.01港元
股份代號 : 1255

Application Form 申請表格

Applications will be accepted until 12:00 noon on Thursday, 4 July 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 in ink and sign your name(s) on the first page.

截止接受認購申請時間：二零一三年七月四日(星期四) 中午12時正(或隨後可能公佈的其他時間或日期)

閣下務請細閱本申請表格附載之條件及指示。

本申請表格各適用部分必須以墨水筆或原子筆清楚填妥及於首頁簽署，方為有效。

To: S. Culture International Holdings Limited RHB OSK Securities Hong Kong Limited The Public Offer Underwriters
I/we: apply for the number of Public 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 and the Articles of the Company;
enclose payment in full for the Public Offer Shares applied for, being not more than HK\$2.13 per Offer Share (payable in full on application in Hong Kong dollars and subject to refund, plus 1% brokerage, 0.005% Stock Exchange trading fee and 0.003% SFC transaction levy);
undertake and agree to accept the Public Offer Shares applied for, or any lesser number allocated to me/us on this application;
declare that this is the only application made and the only application intended to be made by me/us whether on a WHITE or YELLOW Application Form or by giving electronic application instructions to HKSCC via CCASS or to the HK eIPO White Form Service Provider via the HK eIPO White Form service (www.hkeipo.hk), to benefit me/us or the person for whose benefit I am/we are applying, other than on a PINK Application Form as an Eligible Employee;
represent, warrant and undertake that I am/not we are not/none of the persons for whose benefit I am/we are applying is/are restricted by any applicable laws of Hong Kong or elsewhere from making this application, paying any application moneys for, or being allotted or taking up, any Public Offer Shares; and that the offer of Public Offer Shares was made to me/us and at the time I/we is/are completing and submitting this Application Form to originate my/our order that I am/we are each of the persons for whose benefit I am/we are applying is located outside the United States (as defined in Regulation S under the U.S. Securities Act) and the person for whose benefit I am/we are applying will acquire the Public Offer Shares in an offshore transaction (within the meaning of Regulation S under the U.S. Securities Act) outside the United States; nor the allotment of or the application for the Public Offer Shares to or by me/us or for whose benefit this application is made would require the Company to comply with any requirement under any law or regulation (whether or not having the force of law) of any territory outside Hong Kong;
undertake, confirm and declare that I/we and the person for whose benefit I am/we are applying have not indicated an interest for or taken up and will not indicate an interest for or take up any of the International Placing Shares;
understand that this declaration will be relied upon by the Company, the Sole Global Coordinator, the Sole Sponsor and the Underwriters in deciding whether or not to make any allotment of Public Offer Shares in response to this application;
authorize the Company to place my/our name(s) on the register of members of the Company in Hong Kong as the holder(s) of any Public Offer Shares to be allotted to me/us (subject to the terms and conditions set out in this Application Form and the Prospectus) to send any Share certificate(s) and/or refund cheque(s) by ordinary post at my/our own risk to the address given on this Application Form (except where I/we have applied for 1,000,000 or more Public Offer Shares and have indicated on this Application Form that I/we wish to collect any Share certificate(s) and/or refund cheque(s) in person in accordance with the procedures described in this Application Form and the Prospectus);
request that any refund cheque(s) be made payable to me/us (or in the case of joint applicants, to the first-named applicant in this Application Form), and (subject to the terms and conditions set out in this Application Form and in the Prospectus) to send any refund cheque(s) by ordinary post and at my/our own risk to the address stated on this Application Form (except where I/we have applied for 1,000,000 or more Public Offer Shares and have indicated on this Application Form that I/we wish to collect any refund cheque(s) in person in accordance with the procedures prescribed in this Application Form and the Prospectus);
have read the terms, conditions and application procedures set out in this Application Form and in the Prospectus and agree to be bound by them; and
agree that this application made by me/us, any acceptance of it and the resulting contract, will be governed by and construed in accordance with the laws of Hong Kong.

致: 港大零售國際控股有限公司 樂業證券有限公司 公開發售包銷商
本人/吾等: 茲照招股章程及本申請表格所載條款及條件, 並在貴公司之組織章程大綱及組織章程細則規限下, 申請認購以下數目之公開發售股份; 隨附申請認購公開發售股份所需之全數款項, 即每股發售股份不超過2.13港元 (須於申請時以港元繳足, 可予退還, 另加1%經紀佣金、0.005%聯交所交易費及0.003%證監會交易徵費); 承諾及同意接納所申請數目或就本申請分配予本人/吾等之較少數目公開發售股份; 聲明除作為合資格僱員使用粉紅色申請表格提出申請外, 是項申請為本人/吾等以本身或本人/吾等代為申請之人士為受益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或透過網上白表服務(www.hkeipo.hk)向網上白表服務供應商發出電子認購指示所作出之及擬作出之唯一申請; 聲明、保證及承諾本人/吾等/由本人/吾等代為申請之受益人並不受香港或其他地方之任何適用法律限制提出本認購申請, 支付任何申請款項或獲配發或認購任何公開發售股份; 以及於公開發售股份向本人/吾等發售時及於本人/吾等完成及遞交本申請表格以完成其買賣時, 本人/吾等/本人/吾等代為申請之各受益人居住美國境外 (定義見美國證券法之S規例), 且本人/吾等/由本人/吾等代為申請之受益人會去美國境外辦理交易 (定義見美國證券法之S規例) 申請人公開發售股份; 而本人/吾等/是項申請之受益人獲配發或申請公開發售股份亦不會導致貴公司須遵守香港以外任何地區任何法律或規例項下之任何規定 (不論是具法律效力); 承諾、確認及聲明, 本人/吾等及本人/吾等代為申請之受益人並無亦不會有與配發任何公開發售股份; 明白貴公司、獨家全球協調人、獨家保薦人及公開發售包銷商將依賴本聲明及陳述以決定是否應向本人/吾等配發任何公開發售股份; 授權貴公司將本人/吾等之姓名、名稱列入貴公司香港股東名冊內, 作為本人/吾等所獲配發任何公開發售股份之持有人; 及 (在本申請表格及招股章程所載之條款及條件規限下) 以普通郵遞方式寄任何退款支票, 或就退款支票往本申請表格所填地址, 郵遞風險概由本人/吾等承擔, 除非本人/吾等申請認購1,000,000股或以上公開發售股份, 並已在本申請表格上表明擬按本申請表格及招股章程所述手續親自領取任何退款支票; 要求任何退款支票以本人/吾等 (或如聯名申請人, 以本申請表格內排名首位之申請人) 為抬頭人, 並 (在本申請表格及招股章程所載之條款及條件規限下) 以普通郵遞方式將任何退款支票寄往本申請表格所填地址, 郵遞風險概由本人/吾等承擔, 除非本人/吾等申請認購1,000,000股或以上公開發售股份, 並已在本申請表格上表明擬按本申請表格及招股章程所述手續, 親自領取任何退款支票; 已細閱本申請表格及招股章程所載之條款、條件及申請手續, 並同意簽署; 及 閣下本人/吾等作出之本申請, 其接納及因而訂立之合約將受香港法律監管, 並按香港法律詮釋。

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 and follow the terms, conditions and application procedures overleaf. You must complete this application in English unless otherwise stated, 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 giving electronic application instructions to HKSCC via CCASS or to the HK eIPO White Form Service Provider via the HK eIPO White Form service (www.hkeipo.hk). The following are liable to be rejected: multiple or suspected multiple applications on WHITE and/or YELLOW Application Form(s) and/or by giving electronic application instructions to HKSCC via CCASS or to the HK eIPO White Form Service Provider via the HK eIPO White Form service (www.hkeipo.hk); and applications made by one applicant (or joint applicants) on either a WHITE or YELLOW Application Form, or by giving electronic application instructions to HKSCC via CCASS or to the HK eIPO White Form Service Provider via the HK eIPO White Form service (www.hkeipo.hk), for more than 4,500,000 Public Offer Shares (being 90% of the Public Offer Shares initially made available for public subscription under the Public Offer), and where cheques or banker's cashier orders are dishonoured upon the first presentation. You may be prosecuted if you make a false declaration.

For broker use 此欄供經紀填寫 Lodged by 申請由以下經紀遞交
Broker No. 經紀號碼
Broker's Chop 經紀印章

重要提示: 務請閣下細閱及遵照背頁之條款、條件及申請手續。除非另有訂明, 閣下必須以英文填寫本申請, 否則申請可被拒絕受理。閣下必須親筆簽署本申請, 不得以個人印章代替, 否則申請可被拒絕受理。任何人士僅限以白色或黃色申請表格或透過中央結算系統向香港結算或透過網上白表服務(www.hkeipo.hk)向網上白表服務供應商發出電子認購指示, 以受託人身份提出一次認購申請。倘出現下列情況, 有關認購申請概不予受理: 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或透過網上白表服務(www.hkeipo.hk)向網上白表服務供應商發出電子認購指示提出重覆或疑屬重覆申請; 及由一名申請人(或聯名申請人)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或透過網上白表服務(www.hkeipo.hk)向網上白表服務供應商發出電子認購指示提出認購超過4,500,000股公開發售股份(即根據公開發售初步可供公眾人士認購之公開發售股份之90%)及支票或銀行本票於首次遞時未能兌現。倘閣下作出虛假聲明, 可能會被檢控。

<p><b>Number of Public Offer Shares applied for (unless provided otherwise, not to exceed 4,500,000 Public Offer Shares, being 90% of the Public Offer Shares initially made available for subscription by the public under the Public Offer)</b> 申請認購公開發售股份數目(除非另有規定,否則申請數目不得超過4,500,000股公開發售股份,即根據公開發售初步可供公眾人士認購之公開發售股份之90%)</p>		<p><b>Cheque/banker's cashier order number</b> 支票/銀行本票號碼</p>	
<p><b>Total amount of payment</b> 股款總額</p>	<p>HKS 港元</p>	<p><b>Name of bank on which cheque/banker's cashier order is drawn*</b> 支票/銀行本票之付款銀行名稱*</p>	

\* Cheques or banker's cashier orders should be crossed "Account Payee Only" and made payable to "The Bank of East Asia (Nominees) Limited — S. Culture Public Offer".  
\* 支票或銀行本票須以「只准收入收款人賬戶」方式劃線開出,並須註明收款人為「東亞銀行受託代管有限公司 — 港大零售公開發售」。

To be completed in BLOCK letters in English in ink, except as stated otherwise. Joint applicants should give the address of the first-named applicant only.  
除另有說明外,請用墨水筆或原子筆以英文正楷填寫。聯名申請人只須填寫排名首位之申請人地址。

<p><b>Your name in English</b> 英文姓名/名稱</p>	<p>Family name or company name 姓氏或公司名稱</p>	<p>Forename(s) 名字</p>
<p><b>Your name in Chinese</b> 中文姓名/名稱</p>	<p>Family name or company name 姓氏或公司名稱</p>	<p>Forename(s) 名字</p>

<p><b>Your Occupation in English</b> 職業(以英文填寫)</p>	<p>Your Hong Kong Identity Card No./Passport No./Hong Kong Business Registration No. (Please delete as appropriate)* 閣下之香港身份證號碼/護照號碼/香港商業登記號碼(請刪除不適用者)*</p>	
<p><b>Names of all other joint applicants in English (if any)</b> 所有其他聯名申請人之英文姓名(如有)</p>	<p>(1) (2) (3)</p>	<p>Hong Kong Business Registration No./Hong Kong Identity Card No./Passport No./of all other joint applicants (Please delete as appropriate)* 所有其他聯名申請人之商業登記號碼/香港身份證號碼/護照號碼(請刪除不適用者)*</p> <p>(1) (2) (3)</p>

<p><b>Your address in English (Joint applicants should give the address and telephone number of the first-named applicant only) (Only an address in Hong Kong will be accepted)</b> 申請人地址(以英文填寫) (聯名申請人只須申報名列首位申請人之地址及電話號碼) (僅接納香港地址)</p>	<p>Tel. no. 電話號碼</p>
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\* (1) 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 bodies corporate, please provide your Hong Kong Business Registration number. Your Hong Kong Identity Card number or passport number (if you are an individual) or Hong Kong Business Registration number (if you are a body corporate) will be used for checking the validity of this Application Form and such data may be transferred to a third party for the accomplishment of such purpose. All joint applicants must give (if they are individuals) their Hong Kong Identity Card numbers, or, where appropriate, passport numbers, or (if they are bodies corporate) their Hong Kong Business Registration numbers.  
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,否則請填寫護照號碼。如屬法人團體,請填寫香港商業登記號碼。閣下之香港身份證號碼或護照號碼(如閣下屬個人)或香港商業登記號碼(如閣下屬法人團體),將用以核實本申請表格是否有效,而有關資料可能會轉交第三方進行核實。所有聯名申請人均必須填寫(如屬個人)其香港身份證號碼或(如適用)護照號碼,或(如屬法人團體)其香港商業登記號碼。  
(2) 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 cheque, if any. Such data would also be transferred to a third party for refund purpose. Your banker may require verification of your Hong Kong Identity Card number/passport number before encashment of your refund cheque. Inaccurate completion of your Hong Kong Identity Card number/passport number may lead to delay in encashment of or may invalidate your refund cheque.  
閣下所提供之部分香港身份證號碼/護照號碼,或(倘閣下為聯名申請人)名列首位申請人之部分香港身份證號碼/護照號碼,可能列印於閣下之退款支票(如有)。有關資料亦將轉交第三方以安排退款。閣下之銀行可能會在兌現閣下之退款支票前,要求核實閣下之香港身份證號碼/護照號碼。不正確填寫閣下之香港身份證號碼/護照號碼,可能會導致延誤兌現閣下之退款支票,或使退款支票無效。

**For nominees: Please provide an account number or identification code for each beneficial owner (or in the case of joint beneficial owners, for each beneficial owner). If you are a nominee and you do not complete this section, this application will be treated as being made for your benefit.**  
由代理人遞交:請填寫每名實益擁有人(如屬聯名實益擁有人,則為每名實益擁有人)之賬戶號碼或身份識別編碼。如閣下為代理人但並無填寫此欄,本申請將視為為閣下本身為受益人提出。

If you apply for 1,000,000 or more Public Offer Shares and wish to collect your Share certificate(s) and/or refund cheque(s) (where relevant) in person from Tricor Investor Services Limited at 26/F, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong from 9:00 a.m. to 1:00 p.m. on Wednesday, 10 July 2013 or such other dates as notified by the Company in the newspapers as the date of despatch/collection of share certificates/e-Auto Refund payment instructions/refund cheques, please put a "✓" in the box on the left. Please see the sections overlaid headed "If your application for Public Offer Shares is successful (in whole or in part)" and "Refund of your money" for details of when and where to collect your Share certificate(s) and/or refund cheque(s) (where relevant).  
如閣下申請認購1,000,000股或以上公開發售股份,且擬於二零一三年七月十日(星期三)或本公司在報章上公佈發送/領取股票/電子自動退款指示/退款支票之其他日期上午9時正至下午1時正,親身到卓佳證券登記有限公司(地址為香港灣仔皇后大道東28號金鐘匯中心26樓)領取閣下之股票及/或退款支票(如相關),請在左邊方格內填上「✓」號。有關領取股票及/或退款支票(如相關)之時間及地點詳情,請參閱背頁「備成功申請公開發售股份(全部或部分)」及「退還款項」兩節。

**ADDRESS LABEL 地址標貼**

Please repeat your name and address as set out above in BLOCK letters  
請用正楷填寫上表所示姓名/名稱及地址

<p>Name(s) 姓名/名稱</p>
<p>Address 地址</p>
<p> </p>

<p>For Bank use 此欄供銀行填寫</p>
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# S. CULTURE INTERNATIONAL HOLDINGS LIMITED

## 港大零售國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

### GLOBAL OFFERING

#### CONDITIONS OF YOUR APPLICATION

Unless otherwise stated, terms used in these 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 an individual; 18 years of age or older have a Hong Kong address; are outside the United States when completing and submitting the application or are a person described in paragraph (h)(3) of Rule 902 of Regulation S; and are not a legal or natural person of the PRC.
- If you are a **firm**, the application must be in the names of the individual members, not the firm's name.
- If you are a **body corporate**, the application must be signed by a duly authorized officer, who must state his or her representative capacity.
- Save as under the circumstances permitted by the Listing Rules, you **cannot** apply for any Public Offer Shares if you or any person(s) for whose benefit you are applying are:
  - an existing beneficial owner of 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;
  - a connected person (as defined in the Listing Rules) of the Company or a person who will become a connected person of the Company immediately upon completion of the Global Offering;
  - a legal or natural person of the PRC (except qualified domestic institutional investors);
  - inside the United States (as defined in Regulation S) under the U.S. Securities Act when completing and submitting this Application Form and you are not a person described in paragraph (h)(3) of Rule 902 of Regulation S under the U.S. Securities Act;
  - a person who does not have a Hong Kong address; or
  - have been allocated or have applied for Shares under the International Placing.
- The number of joint applicants may not exceed four.

##### B. If you are a nominee

Unless you are an Eligible Employee applying for Employee Reserved Shares by using a **PINK** Application Form, you may make more than one application for the Public Offer Shares if and only if you are a **nominee**, in which case you may make an application by: (i) giving **electronic application instructions** to HKSCC via CCASS or to the **HK eIPO White Form Service Provider** via the **HK eIPO White Form Service** (www.hkeipo.hk) for more than one application in your own name on behalf of different beneficial owners. In the box on this Application Form marked "For nominees", you must include:

- an account number; or
  - some other identification code
- for each beneficial owner or, in the case of joint beneficial owners, for each such beneficial owner. If you do not include this information, the application will be treated as being for your own benefit.
- A nominee who submits this Application Form on behalf of another person is deemed to have represented to and undertaken with the Company, the Hong Kong Share Registrar, the receiving banks, the Sole Global Coordinator, the Sole Sponsor, the Public Offer Underwriters that he/she has been duly authorized by such person (or, if more than one, all of them) to submit this application and to agree to the terms of this Application Form on behalf of such person/each such person. You further undertake to supply to the Company, the Sole Global Coordinator, the Sole Sponsor, the Public Offer Underwriters, and their respective advisors and agent such personal information about such person/each such person as any of them may require for any of the purposes set out in the section below headed "Personal Data".

##### C. Lodge only one application for your benefit (or you or any of your joint applicants' benefit)

Multiple or suspected multiple applications will be **rejected**. Save as referred to in paragraph B above, **all** of your applications (including the part of the application made by HKSCC Nominees acting on **electronic application instructions**) will be rejected as multiple applications if you, or you and your joint applicants (together or any of your joint applicants):

- make more than one application (whether individually or jointly with others) on a **WHITE** and/or **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC via CCASS or to the **HK eIPO White Form Service Provider** via the **HK eIPO White Form Service** (www.hkeipo.hk) (save in the case of applications made by nominees in accordance with paragraph B above);
- apply both individually or jointly on one **WHITE** Application Form and one **YELLOW** Application Form or on one or more **WHITE** or **YELLOW** Application Form and give **electronic application instructions** to HKSCC via CCASS or to the **HK eIPO White Form Service Provider** via the **HK eIPO White Form Service** (www.hkeipo.hk) for more than 4,500,000 Public Offer Shares, being 90% of the Public Offer Shares initially made available for public subscription under the Public Offer; or
- apply (whether individually or jointly) on one or more **WHITE** or **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC via CCASS or to the **HK eIPO White Form Service Provider** via the **HK eIPO White Form Service** (www.hkeipo.hk) for more than 4,500,000 Public Offer Shares, being 90% of the Public Offer Shares initially made available for public subscription under the Public Offer; or
- have applied for or taken up, or indicated an interest in applying for or taking up or have been or will be placed (including conditionally and/or provisionally) any International Placing Shares under the International Placing.

**All** of your applications will also be rejected as multiple applications if more than one application is made for **your benefit** (including the part of application made by HKSCC Nominees acting on **electronic application instructions**).

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 deemed to be made for your own benefit.

**Unlisted company** means a company with no equity securities listed on the 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 the issued share capital of that company (not counting any part of which carries no right to participate beyond a specified amount in a distribution of either profits or capital).

##### D. Allocation of Public Offer Shares

Multiple applications or suspected multiple applications, and any application for more than 4,500,000 Public Offer Shares in the Public Offering are liable to be rejected. Allocation of Public Offer Shares under the Public Offering will depend on the level of valid applications under the Public Offering. Allocation of Public Offer Share could, where appropriate, be balloting, which would mean that some applicants may receive a higher allocation than others who have applied for the same number of Public Offer Shares, and those applicants who are not successful in the ballot may not receive any Public Offer Shares.

##### E. Supplemental information

If any supplement to the Prospectus is issued, applicant(s) who have already submitted an application may or may not (depending on the information contained in the supplement) be notified of their application. If applicant(s) has/have not been so notified, or if applicant(s) has/have been notified but has/have not withdrawn their applications in accordance with the procedure to be notified, all applications that have been submitted remain valid and may be accepted. Subject to the above, an application once made is irrevocable and applicants shall be deemed to have applied on the basis of the Prospectus as supplemented.

##### F. Effect of completing and submitting this Application Form

By completing and submitting this Application Form, you (and if you are joint applicants, each of you jointly and severally) for yourself or as agent or nominee and on behalf of each person for whom you act as agent or nominee:

- instruct and authorize** the Sole Sponsor, or their respective agents or nominees), each acting as an agent of the Company, to execute any transfer forms, contract notes or other documents on your behalf and to do on your behalf all other things necessary to effect the registration of any Offer Shares allocated to you in your name(s) or the name of HKSCC Nominees as the case may be as required by the Articles 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 you to be registered as the holder of the Offer Shares allocated to you, and as required by the Articles;
- represent warrant and undertake** that you are not, and none of the other person(s) for whose benefit you are applying is, within the United States (as defined in Regulation S under the U.S. Securities Act) and will acquire the Public Offer Shares in an offshore transaction (within the meaning of Regulation S under the U.S. Securities Act);
- confirm** that you have received a copy of the Prospectus and have only relied on the information and representations contained in the Prospectus in making this application, and not on any other information or representation concerning the Company save as set out in any supplement to the Prospectus and you agree that neither the Company, the Sole Global Coordinator, the Sole Sponsor and the Public Offer Underwriters nor any of their respective directors, officers, employees, partners, agents, advisors or any other parties involved in the Global Offering will have any liability for any such other information or representations;
- agree** (without prejudice to any other rights which you may have) that once this application has been accepted, you may not rescind it due to an innocent misrepresentation;
- (if the application is made for your own benefit) **warrant** that this application is the only application which will be made for your benefit on a **WHITE** or **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC via CCASS or to the **HK eIPO White Form Service Provider** via the **HK eIPO White Form Service** (www.hkeipo.hk);
- (if the application is made by an agent on your behalf) **warrant** that you have validly and irrevocably conferred on your agent all necessary power and authority to make this application;
- (if you are an agent for another person) **warrant** that reasonable inquiries have been made of that other person that this application is the only application which 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 to the **HK eIPO White Form Service Provider** via the **HK eIPO White Form Service** (www.hkeipo.hk); and that you are duly authorized to sign this Application Form or to give **electronic application instructions** as that other person's agent;
- agree** that once your application is accepted, your application will be evidenced by the results of the Public Offer made available by the Company;
- 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, 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 in the International Placing, nor otherwise participate in the International Placing;
- warrant** the truth and accuracy of the information contained in this application;
- agree** that your application, any acceptance of it and the resulting contract will be governed by and construed in accordance with the laws of Hong Kong;
- undertake and agree** to accept the Offer Shares applied for, or any lesser number allocated to you under the application;
- authorize** the Company to place your name(s) on the Company's register of members in Hong Kong as the holder(s) of any Offer Shares allocated to you, and the Company and/or the Company's agents to send any Share certificate(s) (where applicable) and/or any refund cheque (where applicable) to you or (in case of joint applicants) the first-named applicant in this Application Form by ordinary post to the address stated on this Application Form at your own risk (except if you have applied for 1,000,000 Public Offer Shares or more, as the case may be, and have indicated in this Application Form that you wish to collect your refund cheque and/or Share certificate(s) (where applicable) in person);

- agree** that the processing of your application, including the dispatch of refund cheques (if any), may be done by any of our Company's receiving banks and is not restricted to the bank at which your Application Form is lodged;
- confirm** that you are aware of the restrictions on the Global Offering of the Offer Shares described in the Prospectus;
- understand** that these declarations and representations will be relied upon by the Company, the Sole Global Coordinator, the Sole Sponsor and the Public Offer Underwriters in deciding whether or not to allocate any Offer Shares in response to your 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 Sole Global Coordinator, the Sole Sponsor and the Public Offer Underwriters, nor any of their respective officers or advisors will infringe any laws outside Hong Kong as a result of the acceptance of your offer to purchase, or any actions arising from your rights and obligations under the terms and conditions contained in the Prospectus;
- agree** with the Company for itself and for the benefit of each shareholder of the Company (and so that the Company will be deemed by its acceptance in whole or in part of the application to have agreed for itself and on behalf of each shareholder of our Company) (and if applicable, with each CCASS Participant) giving **electronic application instructions** to observe and comply with the Cayman Islands Companies Law, the Companies Ordinance, the Memorandum and the Articles;
- agree** with the Company and each shareholder of the Company, and the Company agrees with each of the Company's shareholders, to observe and comply with the Cayman Islands Companies Law, the Companies Ordinance, the Memorandum and the Articles;
- agree** with the Company and each shareholder of the Company that the Shares in the Company are freely transferable by the holder thereof;
- agree** that the Company, the Sole Global Coordinator, the Sole Sponsor, the Public Offer Underwriters and any of their respective directors, officers, employees, partners, agents or advisors, and any other parties involved in the Global Offering are liable only for the information and representations contained in the Prospectus and any supplement to the Prospectus (and only then to the extent such liability is held to exist by a court with competent jurisdiction);
- agree** to disclose to the Company, the Hong Kong Share Registrar, the receiving banks, the Sole Global Coordinator, the Sole Sponsor, and their respective advisors and agents any personal data and any other information which they require about you or the person(s) for whose benefit you have made the application; and
- confirm** that you have read the terms and conditions and application procedures as set out in the Prospectus and this Application Forms and agree to be bound by them.

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

**You must complete this application in English, unless otherwise stated, and you or (in case of joint applicants) each of the joint applicants must sign this application in writing (and not by way of personal chop), otherwise the application is liable to be rejected.**

##### G. Power of attorney

If your application is made by a person duly authorized under a power of attorney, the Company, the Sole Sponsor and their respective agents or nominees, each severally as the Company's agent, may accept your application at their discretion, subject to any conditions they think fit, including production of evidence of the authority of your attorney.

##### H. Determination of offer price

The Offer Price is expected to be fixed by agreement between the Sole Global Coordinator (on behalf of the Underwriters) and the Company on the Price Determination Date. The Offer Price will be not more than HK\$2.13 per Share and is currently expected to be not less than HK\$1.51 per Share. Applicants for the Offer Shares are required to pay, on application, the maximum Offer Price of HK\$2.13 per Share for each Offer Share together with brokerage of 1%, SFC transaction fee of 0.003% and Stock Exchange trading fee of 0.005%, subject to any necessary rounding and refund if the Offer Price as finally determined is lower than HK\$2.13 per Share. The Price Determination Date is expected to be on or around Friday, 5 July, 2013 and, in any event, not later than 12:00 noon on Monday, 8 July, 2013. The Sole Global Coordinator (on behalf of the Underwriters) may, with the consent of the Company, reduce the number of Offer Shares being offered under the Global Offering and/or the indicative Offer Price range below that stated in the Prospectus (which is HK\$1.51 per Offer Share to HK\$2.13 per Offer Share) at any time prior to the morning of the last day for the lodging of applications under the Public Offer. In such a case, an announcement will be published in The Standard (in English), Sing Tao Daily (in Chinese), on the Company's website (www.s-culture.com) and on the Stock Exchange's website (www.hkexnews.hk) not later than the morning of Thursday, 4 July 2013 which is the last day for the lodging of applications under the Public Offer. If, for whatever reason, the Company and the Sole Global Coordinator (on behalf of the Underwriters) are not able to agree on the Offer Price by 12:00 noon on Monday, 8 July 2013, the Global Offering (including the Public Offer) will not become unconditional and will lapse.

##### ALLOTMENT OF PUBLIC OFFER SHARES

No proceedings will be taken on applications for the shares and no allotment of any such shares will be made until after the closing of the application lists.

The Company expects to release and announce the final Offer Price, the results of applications and the basis of allotment of the Public Offer Shares and the level of interest in the International Placing Shares on or about Wednesday, 10 July 2013 in The Standard (in English), Sing Tao Daily (in Chinese), on the Company's website (www.s-culture.com) and on the Stock Exchange's website (www.hkexnews.hk).

Results of allocations of the Public Offer, and the Hong Kong Identity card/passport/Hong Kong business registration numbers of successful applicants (where appropriate) will be made available in the manner described in the section headed "How to apply for Public Offer Shares and Employee Reserved Shares – 9. Publication of Results, Despatch/collection of Share Certificates and Refunds of Application Monies" in the Prospectus on Wednesday, 10 July 2013.

##### IF YOUR APPLICATION FOR PUBLIC OFFER SHARES IS SUCCESSFUL (IN WHOLE OR IN PART)

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

If you have applied for 1,000,000 or more Public Offer Shares and have indicated your intention on this Application Form to collect your Share certificate(s) and/or refund cheque(s) (where relevant) in person from the Hong Kong Share Registrar, Tricor Investor Services Limited and have provided all information required by this Application Form, you may collect your Share certificate(s) and/or refund cheque(s) (where relevant) from:

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

from 9:00 a.m. to 1:00 p.m. on Wednesday, 10 July 2013 or any other date notified by the Company in the newspapers as the date of despatch of share certificate(s)/Auto Refund payment instructions/refund cheques. If you are an individual who opts for personal collection, you must not authorize any other person to make collection on your behalf. If you are a corporate applicant which opts for personal collection, your authorized representative must attend bearing a letter of authorization from your corporation stamped with your corporation's chop. Both individuals and authorized representatives (if applicable) must produce, at the time of collection, evidence of identity acceptable to the Hong Kong Share Registrar, Tricor Investor Services Limited. If you do not collect your Share certificate(s) and refund cheque(s) (where relevant) in person within the time specified for collection, it/will be despatched promptly to you by ordinary post to the address as specified in this Application Form at your own risk.

If you have applied for less than 1,000,000 Public Offer Shares or if you have applied for 1,000,000 or more Public Offer Shares but have not indicated in this Application Form that you wish to collect your Share certificate(s) and/or refund cheque(s) (where relevant) in person, your Share certificate(s) and/or refund cheque(s) (where relevant) will be despatched promptly to you by ordinary post to the address as specified in this Application Form at your own risk. Share certificates for the Offer Shares will only become valid certificates of title at 8 a.m. on Thursday, 11 July 2013 provided that (i) the Global Offering has become unconditional in all respects and (ii) the right of termination as described in the section headed "Underwriting – Underwriting Arrangements and Expenses – The Public Offer – Grounds for termination" in the Prospectus has not been exercised.

##### CIRCUMSTANCES IN WHICH YOU WILL NOT BE ALLOTTED PUBLIC OFFER SHARES

You will not be allocated Public Offer Shares for any of the following reasons:

##### 1. If your application is revoked:

By completing and submitting an Application Form, you agree that your application cannot be revoked on or until after the expiration of the fifth day after the time of the opening of the application lists. 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 Public Offer Shares to any person until after the expiration of the fifth day after the time of the opening of the application lists, except by means of one of the procedures referred to in the Prospectus.

Your application may only be revoked on or before the fifth day after the time of the opening of the application lists (excluding for this purpose any day which is not a business day), 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, applicant(s) who have already submitted an application may or may not (depending on the information contained in the supplement) be notified that they can withdraw their applications. If you have not been so notified, or if you have been notified but have not withdrawn your applications in accordance with the procedure to be notified, all applications that have been submitted remain valid and may be accepted. Subject to the above, an application once made is irrevocable and 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 press 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.

# USE THIS APPLICATION FORM IF YOU WANT THE PUBLIC OFFER SHARES TO BE ISSUED IN YOUR NAME

## 2. If the Company, the Sole Sponsor, the HK eIPO White Form Service Provider or their respective agents exercise their discretion to reject your application:

The Company, the Sole Sponsor, the HK eIPO White Form Service Provider (as agents of the Company) or their respective agents have full discretion to reject or accept any application, or to accept only part of any application without having to give any reasons for any rejection or acceptance.

## 3. If your application is rejected:

Your application may be rejected if:

- your application is a multiple or a suspected multiple application;
- this Application Form is not completed correctly or fully in accordance with the instruction;
- your payment is not made correctly or you pay by cheque or banker's cashier order and the cheque or banker's cashier order is dishonoured on its first presentation;
- you or the person for whose benefit you are applying have applied for or taken up, or indicated an interest for, or have been or will be placed or allotted (including conditionally and/or provisionally) International Placing Shares in the International Placing, or by filling in any of the Application Forms or giving electronic application instructions to HKSCC or the HK eIPO White Form Service Provider, you agree not to apply for the International Placing Shares in the International Placing. Reasonable steps will be taken to identify and reject applications in the Public Offer from investors who have received International Placing Shares in the International Placing, and to identify and reject indications of interest in the International Placing from investors who have received Public Offer Shares in the Public Offer;
- the Company and the Sole Sponsor (on behalf of the Company) believe that the acceptance of your application would violate the applicable securities or other laws, rules or regulations of the jurisdiction in which your application is completed and/or signed or your address appeared in this Application Form is located; or
- if you apply for more than 4,500,000 Public Offer Shares (being 90% of the Public Offer Shares initially being offered in the public offer subscription).

## 4. If your allotment of Public Offer Shares is void:

The allotment of Public Offer Shares will be void if the Listing Committee of the Stock Exchange ("the Listing Committee") does not grant permission to list 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 notifies the Company of that longer period within three weeks of the closing date of the application lists.

5. If any of the Public Offer Underwriting Agreement and/or the International Placing Underwriting Agreement does not become unconditional or is terminated in accordance with the terms thereof.

## REFUND OF YOUR MONEY

If you do not receive any Public Offer Shares for any of, but not limited to, the above reasons, the Company will refund your application monies (together with brokerage, Stock Exchange trading fee and SFC transaction levy) to you without interest. If your application is accepted only in part, the Company will refund the appropriate portion of your application monies, brokerage fee, Stock Exchange trading fee and SFC transaction levy to you, without interest. If the Offer Price as finally determined is less than the price per Offer Share initially paid by you on application, the surplus application monies (including brokerage, Stock Exchange trading fee and SFC transaction levy attributable to such surplus) will be refunded to you without interest.

Refund cheques will be crossed "Account Payee Only", and made out to you, or, if you are joint applicants, to the first-named applicant on 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 may be printed on your refund cheque, if any. Such data may also be transferred to a third party for refund purpose. Your banker may require verification of your Hong Kong Identity Card number/passport number before encashment of your refund cheque.

Inaccurate completion of your Hong Kong Identity Card number/passport number may lead to delay in encashment of or may invalidate your refund cheque. Refund cheques are expected to be despatched on Wednesday, 10 July 2013.

Please also refer to the section headed "IF YOUR APPLICATION FOR PUBLIC OFFER SHARES IS SUCCESSFUL (IN WHOLE OR IN PART)" above for details regarding collection of refund cheques.

The Company intends to make special efforts to avoid undue delays in refunding application monies, brokerage, SFC transaction levy and Stock Exchange trading fee where appropriate.

## APPLICATION BY HKSCC NOMINEES

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

- all warranties on the first page, except the first warranty concerning application for Public Offer Shares on the terms and conditions of the Prospectus and this Application Form, and subject to the Articles;
- "Warning" on the first page;
- "if you are a nominee";
- "Lodge only one application for your benefit (or your and any of your joint applicants' benefit)";
- All representations and warranties under the section headed "Effect of completing and submitting this Application Form", except the first two regarding registration of Public Offer Shares in the applicant's name and the signing of documents to enable the applicant to be registered as the holder of the Public Offer Shares applied for;
- "If your application for Public Offer Shares is successful (in whole or in part)";
- "Circumstances in which you will not be allotted Public Offer Shares"; and
- "Refund of your 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 the Public Offer Shares of the policies and practices of the Company and 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 securities or registered holders of securities to supply their latest correct personal data to the Company and the Hong Kong Share Registrar when applying for securities or transferring securities 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 securities being rejected or in delay or inability of the Company or the Hong Kong Share Registrar to effect transfers or otherwise render their services. It may also prevent or delay registration or transfer of the Public Offer Shares which you have successfully applied for and/or the despatch of the Share certificate(s) and/or the despatch of e-Auto Refund payment instructions, and/or the despatch of refund cheque(s) to which you are entitled.

It is important that holders of securities 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 and the holders of securities may be used, held and/or stored (by whatever means) for the following purposes:

- processing of your application and refund cheque, where applicable, and verification of compliance with the terms and application procedures set out in this Application Forms and the Prospectus and announcing results of allocations of the Public Offer Shares;
- enabling compliance with all applicable laws and regulations in Hong Kong and elsewhere;
- registering new issues or transfers into or out of the name of holders of securities including, where applicable, in the name of HKSCC Nominees;
- maintaining or updating the registers of holders of securities of the Company;
- conducting or assisting to conduct signature verifications, any other verification or exchange of information;
- establishing benefit entitlements of holders of securities of the Company such as dividends, rights issues and bonus issues;
- distributing communications from the Company and its subsidiaries;
- compiling statistical information and shareholder profiles;
- making disclosures as required by any laws, rules or regulations (whether statutory or otherwise);
- disclosing identities of successful applicants by way of press announcement(s) or otherwise;
- disclosing relevant information to facilitate claims on entitlements; and
- any other incidental or associated purposes relating to the above and/or to enable the Company and the Hong Kong Share Registrar to discharge their obligations to holders of securities and/or regulators and/or other purpose to which the holders of securities 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 securities will be kept confidential but the Company and the Hong Kong Share Registrar, to the extent necessary for achieving the above purposes or any of them, may make such inquiries 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 or from any and all of the following persons and entities:

- the Company or its appointed agents such as financial advisors, receiving banks and the Hong Kong Share Registrar;
- HKSCC and HKSCC Nominees, which will use the personal data for the purposes of operating CCASS (in cases where the applicants have requested for the Public Offer Shares to be deposited into CCASS);
- any agents, contractors or third-party service providers who offer administrative, telecommunications, computer, payment or other services to the Company and/or the Hong Kong Share Registrar in connection with the operation of their businesses;
- the Stock Exchange, the SEC and any other statutory, regulatory or governmental bodies; and
- any other persons or institutions with which the holders of securities have or propose to have dealings, such as their bankers, solicitors, accountants or stockbrokers.

### 4. Access and correction of personal data

The Ordinance provides the applicants and the holders of securities 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 or the kinds of data held should be addressed to the Company at its registered address for the attention of the Company Secretary or the Hong Kong Share Registrar for the attention of the privacy compliance officer (for the purposes of the Ordinance).

By signing an Application Form or by giving electronic application instructions to HKSCC or the HK eIPO White Form Service Provider, 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 Public Offer Shares you want to subscribe for. Your application must be for a minimum of 2,000 Public Offer Shares. Applications must be in one of the numbers set out in the table headed "Number of Shares that may be applied for and payments" below. **No application for any other number of Shares will be considered and any such application is liable to be rejected.** You must pay the maximum Offer Price of HK\$2.13 per Share, plus brokerage of 1%, the Stock Exchange trading fee of 0.005% and the SFC transaction levy of 0.003%. The table below sets out the total amount payable for certain numbers of Public Offer Shares.

2. Complete the form correctly in accordance with the instructions and sign it. Only written signatures will be accepted.

3. Staple your payment to the top left hand corners of the form. You must pay for the Shares applied for by **cheque** or by **banker's cashier order**. Each application must be accompanied by either a separate cheque or banker's cashier order.

**If you pay by cheque, the cheque must:**

- be in Hong Kong dollars;
- not be post-dated;
- be drawn on your Hong Kong dollar bank account in Hong Kong;
- show your account name. This name must either be pre-printed on the cheque, or be endorsed at the back by a person authorized by the bank. This account name must correspond with your name on this application form. If it is a joint application, the account name must be the same as the name of the first-named applicant. If the cheque is drawn on a joint account, one of the joint account names must be the same as the name of the first-named applicant;
- be made payable to "The Bank of East Asia (Nominees) Limited – S. Culture Public Offer"; and
- be crossed "Account Payee Only".

Your application is liable to be **rejected** if your cheque:

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

**If you pay by banker's cashier order, the cashier order must:**

- be issued by licensed banks in Hong Kong, and have your name certified on the reverse of the banker's cashier order by an authorized signatory on the bank on which it is drawn. The name on the reverse 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 reverse of the banker's cashier order must be the same as the name of the first-named applicant;
- not be post-dated;
- be in Hong Kong dollars;
- be made payable to "The Bank of East Asia (Nominees) Limited – S. Culture Public Offer" and
- be crossed "Account Payee Only".

Your application is liable to be **rejected** if your banker's cashier order does not meet all these requirements.

4. Tear off this Application Form, fold the form once and lodge it in one of the special collection boxes at any one of the following branches or sub-branches of **The Bank of East Asia, Limited**

District	Branch Name	Branch Address
Hong Kong Island	Wanchai Branch	Shop A-C, G/F, Easey Commercial Building, 253-261 Hennessy Road, Wanchai
	Taikoo Shing Branch	Shop G1010-1011, Yiu Sing Mansion
Kowloon	Prince Edward Branch	G/F, Hanley House, 776-778 Nathan Road
	Millennium City 5 Branch	Shop 1, G/F, Millennium City 5, 418 Kwan Tong Road, Kwun Tong
	East Tsim Sha Tsui Branch	Shop G3-G5, G/F, East Ocean Centre, 98 Granville Road, Tsim Sha Tsui
New Territories	Tai Wai Branch	16-18 Tai Wai Road, Cheung Fung Mansion, Shatin
	Metro City Plaza Branch	Shop 243, Level 2, Metro City Plaza I, Tsung Kwan O

5. This Application Form can be lodged at these times:

Friday, 28 June 2013	— 9:00 a.m. to 5:00 p.m.
Saturday, 29 June 2013	— 9:00 a.m. to 1:00 p.m.
Tuesday, 2 July 2013	— 9:00 a.m. to 5:00 p.m.
Wednesday, 3 July 2013	— 9:00 a.m. to 5:00 p.m.
Thursday, 4 July 2013	— 9:00 a.m. to 12:00 noon

6. The latest time for lodging your application is 12:00 noon on Thursday, 4 July 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 weather conditions. The application lists will not be open if there is:

- a tropical cyclone warning signal 8 or above, or
  - a "black" rainstorm warning
- in force in Hong Kong at any time between 9:00 a.m. and 12:00 noon on Thursday, 4 July 2013. Instead they will be open between 11:45 a.m. and 12:00 noon on the next business day which does not have either of those warnings in force at any time between 9:00 a.m. and 12:00 noon.

7. **Business day** means a day (other than a Saturday, Sunday or public holiday in Hong Kong) on which banks in Hong Kong are open for normal banking business. The right is reserved to present all or any remittances for payment. However, your cheque or banker's cashier order will not be presented for payment before 12:00 noon on Thursday, 4 July 2013. The Company will not give you a receipt for your payment. The Company will keep any interest accrued on your application monies (up till, in the case of monies to be refunded, the date of despatch of refund cheques). The right is also reserved to retain any share certificates and/or any surplus application monies or refunds pending clearance of your cheque or banker's cashier order.

## NUMBER OF SHARES THAT MAY BE APPLIED FOR AND PAYMENTS

No. of Public Offer Shares applied for	Amount payable on application	No. of Public Offer Shares applied for	Amount payable on application	No. of Public Offer Shares applied for	Amount payable on application	No. of Public Offer Shares applied for	Amount payable on application
	HK\$		HK\$		HK\$		HK\$
2,000	4,302.94	30,000	64,544.12	400,000	860,588.16	3,000,000	6,454,411.20
4,000	8,605.89	40,000	86,058.82	500,000	1,075,735.20	3,500,000	7,530,146.40
6,000	12,908.82	50,000	107,573.53	600,000	1,290,882.24	4,000,000	8,605,881.60
8,000	17,211.76	60,000	129,088.22	700,000	1,506,029.28	4,500,000*	9,681,616.80
10,000	21,514.71	70,000	150,602.93	800,000	1,721,176.32		
12,000	25,817.65	80,000	172,117.63	900,000	1,936,323.36		
14,000	30,120.58	90,000	193,632.34	1,000,000	2,151,470.40		
16,000	34,423.52	100,000	215,147.04	1,500,000	3,227,205.60		
18,000	38,726.47	200,000	430,294.08	2,000,000	4,302,940.80		
20,000	43,029.41	300,000	645,441.12	2,500,000	5,378,676.00		

\* Maximum number of Public Offer Shares you may apply for



# S. CULTURE INTERNATIONAL HOLDINGS LIMITED

## 港大零售國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

### 全球發售

#### 申請條件

除文義另有所指外，此等條款中所使用之詞彙具有招股章程賦予該詞之相同涵義。

#### 甲. 申請人資格

- 閣下(申請人)及閣下代為申請之任何受益人必須為年滿18歲之人士; 擁有香港地址; 在填妥及遞交申請時身處美國境外或S規例第902條第(h)(3)段所述人士; 及並非中國之法人或自然人。
- 如閣下屬**商號**, 則必須以商號之個別成員而非以商號之名義申請。
- 如閣下屬**法人團體**, 申請表格須由正式授權之高級職員簽署, 並須註明簽署人之代表身份。
- 除非上市規則容許, 倘閣下或閣下代為申請之任何受益人為下列人士, 則不得申請任何公開發售股份:
  - 本公司或其任何附屬公司股份之現時實益擁有人;
  - 本公司或其任何附屬公司之主要行政人員或董事;
  - 上述任何人士之聯繫人士(定義見上市規則);
  - 本公司之關連人士(定義見上市規則)或於全球發售完成後隨即成為本公司關連人士之人士;
  - 除資格境內機構投資者外, 中國之法人或自然人;
  - 在填妥及遞交本申請表格時身處美國(定義見美國證券法S規例第902條第(h)(3)段所述人士);
  - 並無擁有香港地址之人士; 或
  - 已根據國際配售獲分配或申請股份。

#### 乙. 閣下為代理人

除非閣下為使用**粉紅色**申請表申請認購預留股份之合格僱員, 倘閣下為代理人, 則可提交超過一份認購公開發售股份申請。閣下可以代理人名義:(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**申請表提出申請, 並以閣下名義代表不同實益擁有人提交超過一份申請。閣下必須在本申請表上註有「由代理人遞交」一欄內填上各實益擁有人(如屬聯名實益擁有人, 則為每名該等實益擁有人)之:

- 賬戶號碼; 或
- 其他識別編碼。

如閣下填妥上述資料, 則本申請將視為以閣下本身為受益人而提交。代表另一名人士遞交本申請表格之代理人, 視為已向本公司、香港證券登記處、收銀銀行、獨家全球協調人、獨家保薦人、公開發售包銷商發出聲明和承諾, 表示已正式獲該名人士(如多於一名人士則為全體)授權遞交本申請, 並代表該名人士/每名有關人士同意本申請表格之條款。閣下亦向本公司、獨家全球協調人、獨家保薦人、公開發售包銷商及彼等各自之顧問及代理人承諾, 會應要求就下文「個人資料」一節所載任何目的, 提供有關該名人士/每名有關人士之資料。

#### 丙. 僅可

閣下本身(或閣下與任何聯名申請人)為受益人提交一份申請  
重複或屬重複之申請概不受理。除上文段所述情況外, 閣下或閣下連同閣下之聯名申請人或閣下之聯名申請人作出以下任何一項行為, 閣下之所有申請(包括由香港結算代理人根據**電子認購指示**而作出之申請部分)將會視為重複申請而概不受理:

- 以**白色**或**黃色**申請表格或透過中央結算系統向香港結算或透過**網上白表服務(www.hkexipo.hk)**向網上白表服務供應商發出**電子認購指示**提出超過一次申請(不論個別或聯同其他人士)(根據上文之文段由代理人遞交之申請除外);
- (不論個別或共同)以一份**白色**申請表格及一份**黃色**申請表格或一份**白色**或**黃色**申請表格申請並透過中央結算系統向香港結算或透過**網上白表服務(www.hkexipo.hk)**向網上白表服務供應商發出**電子認購指示**提出超過4,500,000股公開發售股份(即根據公開發售初步可供公眾認購之公開發售股份之90%); 或
- 已申請或接納或表示有意申請或接納或已獲或將獲配售(包括有條件及/或暫時性)國際配售之任何國際配售股份。

假如以閣下為受益人提出(包括由香港結算代理人根據**電子認購指示**而作出之申請部分)超過一次申請, 則閣下之所有申請亦將視為重複申請而概不受理。

#### 丁. 公開發售股份之分配

重複申請或屬重複申請及認購公開發售項下超過4,500,000股公開發售股份的任何申請可遭拒絕受理。向公開發售投資者分配公開發售股份將視乎根據申請所接獲之有效申請數目而定。分配公開發售股份可能(如適用)涉及抽籤, 即意味部分申請人獲分配之公開發售股份數目可能較其他申請同一數目公開發售股份的人士為高, 而未獲抽中之申請人可能不獲分配任何公開發售股份。

#### 戊. 補充資料

倘刊發有關招股章程之任何補充文件, 則已遞交申請之申請人可能會或未必會獲知資料(視乎補充文件所載資料)可撤回申請。倘申請人未曾接獲通知, 或倘申請人曾接獲通知但並無按照指定程序撤回申請, 則所有已遞交之申請仍屬有效並可獲接納。在上述情況下, 申請一經提交概不得撤回, 而申請人將被視為已基於經補充後之招股章程提出申請。

#### 己. 填妥及遞交本申請表格之效力

填妥及遞交本申請表格, 即表明閣下(如屬聯名申請人, 即閣下與聯名申請人共同及個別)為本身或作為代理或代理人及代表閣下作為其代理或代理人之每名人士:

- 指示並授權本公司及/或獨家保薦人(或彼等各自之代理或代理人)擔當本公司代理, 代表閣下簽訂任何轉讓表格、合約及其他文件, 並根據細則之規定辦理一切其他必要事宜, 使閣下獲分配之任何發售股份(閣下或香港結算代理人(視情況而定)之名義登記, 及進行招股章程與本申請表格所述各項安排);
- 承諾簽署所有文件及辦理所有必要事宜, 使閣下可按細則之規定登記成為閣下所獲分配發售股份之持有人;
- 聲明、保證及承諾閣下及閣下為其利益而提出申請的其他人士並非身處美國境外(定義見美國證券法S規例), 且將會以離岸交易形式(定義見美國證券法S規例)購入公開發售股份;
- 確認閣下已收到招股章程, 並僅依賴招股章程所載之資料及陳述提出此申請而並無依賴招股章程刊發補充文件以外有關本公司之任何其他資料或陳述, 而閣下同本公司、獨家全球協調人、獨家保薦人及公開發售包銷商或彼等各自之任何董事、高級職員、僱員、合夥人、代理、顧問或參與全球發售之任何其他各方均毋須對任何該等其他資料或陳述承擔任何責任;
- 同意(在不影響閣下可能擁有之任何其他權利之情況下)此申請一經接納, 便不可因無意作出之失實陳述而將其撤銷;

(倘申請以閣下為受益人提出)保證此申請為以閣下為受益人以**白色**或**黃色**申請表格或透過中央結算系統向香港結算或透過**網上白表服務(www.hkexipo.hk)**向網上白表服務供應商發出**電子認購指示**提出之唯一申請;

(倘申請由代理人代表閣下提出)保證閣下已有效且不可撤回地賦予閣下之代理一切必需權力及授權以提出此申請;

(倘閣下為其他人士之代理)保證已向該其他人士作出合理查詢, 此申請為以該名人士為受益人以**白色**或**黃色**申請表格或透過中央結算系統向香港結算或透過**網上白表服務(www.hkexipo.hk)**向網上白表服務供應商發出**電子認購指示**提出之唯一申請, 而閣下已獲正式授權, 以該名人士之身份簽署本申請表格或發出**電子認購指示**;

同意閣下之申請一經接納, 閣下之申請將以本公司公佈之公開發售結果為依據;

承諾並確認閣下(倘申請以閣下為受益人提出)或閣下代為申請之受益人並無申請或接納或表示有意認購或已收取或獲分配或分配(包括有條件及/或暫時性), 亦不會申請或接納或表示有意認購任何國際配售之國際配售股份或以其他方式參與國際配售;

保證本申請所載資料真實準確;

同意閣下之申請, 其獲接納及因此訂立之合約將受香港法律監管並按香港法律詮釋;

承諾並同意接納受所申請或根據申請向閣下分配較少數目之發售股份;

授權本公司將閣下之姓名/名稱列入本公司之香港股東名冊, 作為閣下所獲分配任何發售股份之持有人, 並授權本公司及/或其代理將任何股票(如適用)及/或任何退款支票(如適用)以普通郵遞方式按本申請表格上所示地址寄予閣下(如屬聯名申請人, 則寄予本申請表格上排名首位之申請人), 郵誤風險概由閣下承擔, 除非閣下申請1,000,000股或以上公開發售股份(視者適用而定), 並已在本申請表格中表明擬親身領取退款支票及/或股票(如適用);

同意閣下之認購申請程序(包括寄發退款支票(如有))可於本公司任何一間收銀銀行辦理, 並不限於閣下提交申請表格之銀行;

確認閣下瞭解招股章程所述關於發售股份之全球發售各項限制;

明白本公司、獨家全球協調人、獨家保薦人及公開發售包銷商將基於上述聲明及陳述, 以決定會否接納閣下提出之申請分配任何發售股份;

同意及保證倘香港境外任何地區之法律適用於閣下之申請, 閣下已遵守一切有關法律, 而本公司、獨家全球協調人、獨家保薦人及公開發售包銷商或彼等各自之任何高級職員或顧問因接納閣下之認購申請或因閣下根據招股章程所載條款及條件具有之權利與責任而採取之任何行動將不會違反香港境外地區之任何法律;

向本公司(代表本身及本公司各股東之利益)表示同意(而本公司一經接納全部或部分申請, 即視為本公司本身及代表本公司各股東表示同意)(在適用情況下亦向發出**電子認購指示**之各中央結算系統參與者表示同意)遵守及符合開曼群島公司法、公司條例、大綱及細則;

閣下向本公司及本公司各股東表示同意, 而本公司亦向本公司各股東表示同意遵守和符合開曼群島公司法、公司條例、大綱及細則;

向本公司及本公司各股東表示同意本公司股份持有人可自由轉讓本公司股份;

同意本公司、獨家全球協調人、獨家保薦人、公開發售包銷商及其各自之任何董事、高級職員、僱員、合夥人、代理或顧問, 以及參與全球發售之任何其他各方, 僅須對招股章程及招股章程任何補充文件所載之資料及陳述負責(且僅限於其管轄權法院裁定存在之責任);

同意向本公司、香港證券登記處、收銀銀行、獨家全球協調人、獨家保薦人及彼等各自之顧問及代理披露閣下或閣下代為申請之受益人之個人資料及任何其他資料;

確認閣下已細閱關於招股章程及本申請表格之條款及條件以及申請程序, 並同意受其約束。本公司、獨家全球協調人、獨家保薦人、公開發售包銷商、彼等各自之董事及參與全球發售之任何其他各方均有權依賴閣下在本申請表格作出之任何保證、陳述或聲明。如為聯名申請人提出申請, 聯名申請人明確作出、發出、接受或承擔之所有保證、陳述、聲明及責任將視為由申請人共同及個別作出、發出、接受及承擔, 閣下不受虛假聲明, 可能會被檢控。

除非另有訂明, 閣下必須以英文填寫本申請, 而閣下或(倘為聯名申請人)各聯名申請人必須親筆簽署本申請, 不得以個人印章代替, 否則申請可被拒絕受理。

#### 庚. 授權書

如閣下透過根據授權書獲得正式授權之人士提出申請, 本公司、獨家保薦人及彼等各自之代理或代理人(各自作為本公司代理), 可在符合或認為適當之任何條件(包括取得證明閣下之代表已獲授權之證據)之情況下, 酌情接納閣下之申請。

#### 辛. 發售價之釐定

預期發售價由獨家全球協調人(代表包銷商)與本公司於定價日以協議形式釐定。發售價將不超過每股2.13港元且現時預期不少於每股1.51港元。發售股份申請人須在申請時繳付每股發售股份2.13港元, 連同1%經紀佣金、0.003%證監會交易徵費及0.005%聯交所交易費。倘發售價最終釐定為低於每股2.13港元, 則於作出必要之技術外, 多數股款將予退還。預期定價日為二零一三年七月五日(星期五)或前後, 惟無論如何不遲於二零一三年七月八日(星期一)中午12時正。獨家全球協調人(代表包銷商)可在本公司同意下, 於公開發售申請截止日期上午前, 隨時調低根據全球發售提呈發售之發售股份數目及/或招股章程所列之指示發售價範圍(每股發售股份1.51港元至每股發售股份2.13港元)。在此情況下, 本公司將於二零一三年七月四日(星期四), 即公開發售申請截止日期上午前, 在英文虎報(英文)、星島日報(中文)、本公司網站(www.s-culture.com)及聯交所網站(www.hkexnews.hk)刊發公佈。倘本公司與獨家全球協調人(代表包銷商)基於任何理由而未能於二零一三年七月八日(星期一)中午12時正之前協定發售價, 則全球發售(包括公開發售)不會成為無條件及將失效。

#### 公開發售股份之配發

本公司於截止登記認購申請後, 方會開始處理股份之申請及配發股份。本公司預期於二零一三年七月十日(星期三)或前後於英文虎報(以英文)、星島日報(以中文)、本公司網站(www.s-culture.com)及聯交所網站(www.hkexnews.hk)發放及公佈最終發售價、公開發售股份之申請結果及配發基準及國際配售股份的辦理程序。

公開發售之分配結果, 以及成功申請人之香港身份證/護照/香港商業登記號碼(如適用), 將於二零一三年七月十日(星期三)通過招股章程[如何申請公開發售股份及預留股份]—9. 公佈結果、寄發/領取股票及退回申請款項一節所述方式公佈。

#### 倘成功申請公開發售股份(全部或部分)

本公司不會就已付申請款項發出任何收條, 亦不會發出任何臨時所有權文件。

閣下申請認購1,000,000股或以上公開發售股份, 並在本申請表格表明擬親身前往卓佳證券登記有限公司領取股票及/或退款支票(如相關), 且已提供本申請表格所規定之一切資料, 則閣下可於二零一三年七月十日(星期三)或本公司在報章公佈發售股票/電子自動退款指示, 退款支票之任何其他日期上午9時正至下午1時正親身前往以下地點領取股票及/或退款支票(如相關):

- 卓佳證券登記有限公司
- 香港
- 灣仔皇后大道東28號
- 金鐘匯中心26樓

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。倘閣下為公司申請人並選擇親身領取, 則須由帶有蓋公司印章授權書之授權代表領取。個人及授權代表(如適用)在領取時須向卓佳證券登記有限公司出示有效之身份證明文件。倘閣下並未在指定領取時間親身領取股票及退款支票(如相關), 則該等股票及退款支票將盡快以普通郵遞方式寄往本申請表格上所列地址, 郵誤風險概由閣下承擔。

倘閣下申請少於1,000,000股公開發售股份, 或閣下申請1,000,000股或以上公開發售股份但並未在本申請表格上表明擬親身領取股票及/或退款支票(如相關), 則股票及/或退款支票(如相關)將會盡快以普通郵遞方式寄往本申請表格所列地址, 郵誤風險概由閣下承擔。發售股份的退款會於二零一三年七月十一日(星期四)上午8時正方成為所有有效之通知, 惟必須待下列情況達成, 方可作實:(i)全球發售在各方面成為無條件; 及(ii)招股章程內「包銷」包銷安排及費用—公開發售—終止理由一節所述終止權利並無行使。

#### 導致閣下不獲配發公開發售股份之情況

閣下可能因下列任何原因不獲分配公開發售股份:

1. 如閣下之申請遭撤回  
申請表格一經填妥及遞交, 即表示閣下同意, 不得於開始登記認購申請後第五日屆滿或之前撤回閣下之申請。該協議將與本公司訂立之附屬合約而生效, 閣下遞交本申請表格時即具有約束力。該附屬合約之代價為, 除按照招股章程所述任何一項程序發售外, 本公司同意不會於開始登記認購申請後第五日完結前向任何人士發售任何公開發售股份。

根據公司條例第40條(引用公司條例第342E條)對招股章程負責之人士如根據該條發出公開通知, 免除或限制其對招股章程負責, 閣下僅可於開始登記認購申請起計第五日或之前(在此情況下不包括任何非營業日)撤回閣下遞交之申請。

如果刊登招股章程之補充文件, 已提交申請之申請人可能會或可能不會(視乎補充文件所載內容而定)接獲通知或撤回申請之通知。如果閣下未接獲通知, 或閣下接獲通知後並未根據所通知之程序撤回申請, 則所提交之一切申請將維持有效並可能獲接納。除上文所述, 申請一經提交即不可撤回, 且閣下將被視為根據經補充之招股章程而作出申請。

認購申請一經接納, 概不得撤回。就此而言, 當分配結果在報章上公佈後, 未被拒絕受理之申請即屬已獲接納, 而當分配基準有待達成若干條件或規定以抽籤方式分配, 則該項接納將分別視該等條件達成後方可作實或須視乎抽籤結果而定。

如要求以 閣下之名義登記公開發售股份，請用本申請表格

- 2. 如本公司、獨家保薦人、網上白表服務供應商或彼等各自之代理行使酌情權拒絕 閣下之申請：
本公司、獨家保薦人、網上白表服務供應商（作為本公司代理）或彼等各自之代理，可全權酌情拒絕或接納任何申請，或只接納某部分之申請而毋須就拒絕或接納任何申請提供任何理由。
3. 如 閣下之申請不予受理：
以下情況可能導致申請被拒：
• 閣下之申請屬或疑屬重複申請；
• 本申請表格並未正確或完全按指示填寫；
• 閣下未有以正確方式付款，或 閣下以支票或銀行本票付款而該支票或銀行本票在第一次過戶時未能兌現；
• 閣下或 閣下代為申請之受益人已根據國際配售申請或接納，或表示有意認購，或已經或將獲配售或配發（包括有條件及/或初步）國際配售股份。一經填妥任何申請表格或向香港結算或網上白表服務供應商發出電子認購指示，即表示 閣下同意不會申請認購國際配售中之國際配售股份。本公司將採取合理措施，在公開發售中區分及拒絕已在國際配售中獲得國際配售股份之投資者所作出之申請，並將區分及拒絕已在公開發售中獲得公開發售股份之投資者對國際配售產生之興趣；本公司及獨家保薦人（代表本公司）相信接納 閣下之申請屬屬犯 閣下填寫及/或簽署本申請表格或 閣下於本申請表格上所示地址之所在司法管轄區任何適用證券或其他法律、規則或法規；或
• 倘 閣下申請超過4,500,000股公開發售股份（即初步可供公眾認購之公開發售股份之90%）。
4. 閣下之公開發售股份配發作廢：
倘若聯交所上市委員會（「上市委員會」）並無於下列時間內批准股份上市，則配發之公開發售股份將會作廢：
• 截止登記認購申請後三星期內；或
• 如上市委員會在登記認購申請截止日期後三星期內知會本公司延長有關期間，則為不超過六個星期之較長期間。

5. 如任何一份公開發售包銷協議及/或國際配售包銷協議未能成為無條件或已根據各自條款予以終止。退還款項

倘 閣下因任何原因（不限於上述原因）未獲任何公開發售股份，本公司將不計利息向 閣下退還申請股款（連同經紀佣金、聯交所交易費及證監會交易費）。如 閣下之申請僅部分獲得接納，本公司將不計利息向 閣下退還適當部分之申請股款。經紀佣金、聯交所交易費及證監會交易費。如最後釐定之發售價低於 閣下申請時初步支付之每股發售股份價格，則多收之申請股款（包括多收款項應佔之經紀佣金、聯交所交易費及證監會交易費）將不計利息退還 閣下。
退款支票會劃線註明「只准入收款人賬戶」，並以 閣下作為收款人，如屬聯名申請人，則以本申請表格上排名首位之申請人為收款人。 閣下（倘 閣下為聯名申請人，則名列首位之申請人）所提供之香港身份證號碼/護照號碼，其部分可能列於 閣下之退款支票（如有）。該資料亦可能轉交予第三方以便安排退款。 閣下之銀行可能會於兌現 閣下之退款支票前，要求核實 閣下之香港身份證號碼/護照號碼。
不正確填寫 閣下之香港身份證號碼/護照號碼，可能會導致延誤兌現退款支票，或使 閣下之退款支票無效。退款支票預期於二零一三年七月十日（星期三）寄發。
有關領取退款支票之詳情，請參閱上述「倘成功申請公開發售股份（全部或部分）」一節。
本公司擬作出特別安排，以盡量避免延遲退還申請股款、經紀佣金、證監會交易費及聯交所交易費（如適用）。
以香港結算代理人名義提出申請

如本申請表格由香港結算代理人代表發出電子認購指示申請公開發售股份之人士簽署，則本申請表格與招股章程中一切規定將不適用，並以招股章程所述者為準。在不限制此段普遍適用之前提下，如香港結算代理人作為本申請表格簽署人，則本申請表格之以下部分並不適用：
• 第一頁所載之所有保證，惟第一項有關表示根據招股章程及本申請表格及細則之條款與條件申請認購公開發售股份之保證除外；
• 第一頁之「重要提示」；
• 「倘 閣下為代理人」；
• 「僅可 閣下本身（或 閣下與任何聯名申請人）為受益人提交一份申請」；
• 「填妥及遞交本申請表格之效用」一節所有陳述及保證，惟首兩項有關申請人名義登記公開發售股份以及申請人簽署所有文件，致使申請人登記成為所申請之公開發售股份之持有人之所有陳述及保證除外；
• 「倘成功申請公開發售股份（全部或部分）」；
• 「導致 閣下不獲配發公開發售股份之情況」；及
• 「退還款項」。

申請手續

- 1. 按照下表計算 閣下擬申請認購之公開發售股份數目之應繳股款。 閣下申請股數最少須為2,000股公開發售股份。申請認購股數必須按照下表「可申請認購之股份數目及應繳款項」一表載列之股份數目提出。申請認購任何其他數目之股份將不予考慮，而任何有關申請將概不受理。 閣下須繳付最高發售價每股股份2.13港元，另加1%經紀佣金、0.005%聯交所交易費及0.003%證監會交易費。下表亦列出申請認購公開發售股份若干數目之應繳股款總額。
2. 正確按照指示填寫並簽署表格。只接納親筆簽名。
3. 股款須填於表格左上角。申請股份之股款必須以支票或銀行本票支付。每份申請必須附有單獨開出之支票或銀行本票。
如以支票付款，該支票必須：
• 為港元支票；
• 不得為期票；
• 由香港之港元銀行賬戶開出；
• 顯示 閣下之賬戶名稱，而該戶名已預印在支票上，或由有關銀行授權人在該支票背面簽署證明戶名。該戶名必須與本申請表格上所示之 閣下姓名相同。如屬聯名申請，該戶名必須與排名首位申請人之姓名相同。倘以聯名賬戶開出支票，則其中一名聯名賬戶持有人名稱必須與排名首位申請人之姓名相同；
• 註明收款人為「東亞銀行受託代管有限公司 - 港大零售公開發售」；及
• 劃線註明「只准入收款人賬戶」。
下列情況將導致 閣下之申請可能不獲受理：
• 支票未能符合所有上述規定；或
• 支票首次過戶不獲兌現。
倘以銀行本票付款，本票必須：
• 由香港持牌銀行發出，並由發出銀行本票的銀行授權簽署人士在銀行本票背面簽署證明 閣下姓名。銀行本票背面所顯示姓名須與申請表格所填寫之姓名相同。如屬聯名申請，銀行本票背面所顯示姓名必須與排名首位申請人之姓名相同；
• 不得為期票；
• 為港元本票；
• 註明收款人為「東亞銀行受託代管有限公司 - 港大零售公開發售」；及
• 劃線註明「只准入收款人賬戶」。
銀行本票如不符合所有有關要求，則 閣下申請將不獲受理。
4. 撕下申請表格，對摺一次，然後投入下列東亞銀行有限公司的任何一間分行或支行特設之收集箱：
地區 分行 地址
港島 灣仔分行 灣仔軒尼詩道253-261號依時商業大廈地下A-C號
太古城分行 羅冠尼G1010-1011號
九龍 太子分行 彌敦道776-778號恒利商業大廈地下
創紀之城五期分行 九龍觀塘塘景道418號創紀之城五期地下1號
尖東分行 尖沙咀加連威老道98號東海商業中心地下G3-G5號
新界 大圍分行 沙田大圍道16-18號祥豐大樓
新都城中心分行 將軍澳新都城中心1期商場2樓243號

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」）中之主要條文已於1996年12月20日在香港生效。此個人資料收集聲明旨在向公開發售股份之申請人及持有人說明本公司及香港證券登記處就個人資料及條例而制訂之政策及措施。

1. 收集 閣下之個人資料之原因

證券申請人或證券登記持有人在申請證券或將證券轉予其名下，或將名下證券轉讓予他人，或要求香港證券登記處提供服務時，須不時向本公司及香港證券登記處提供最新之正確個人資料。未能提供所需資料可導致本公司或香港證券登記處拒絕受理 閣下之證券申請或延誤或無法進行過戶或提供服務，亦可能會阻礙或延誤登記或轉讓 閣下成功申請之公開發售股份及/或妨礙或延誤寄發股票及/或寄發電子自動退款指示，及/或寄發 閣下應得之退款支票。證券持有人所提供之個人資料如有任何不正確之處，必須即時知會本公司及香港證券登記處。

2. 用途

證券之申請人及持有人之個人資料可基於下列目的以任何方式被使用、持有及/或保存：
• 處理 閣下之申請及退款支票（如適用），並核實有否遵照本申請表格及招股章程所載之條款及申請手續，以及公佈公開發售股份之分配結果；
• 確保遵守香港及其他地方之一切適用法律及規例；
• 登記新發行或登記轉讓證券持有人名下或由其名下轉讓予他人之證券，包括（如適用）以香港結算代理人之名義登記；
• 保存或更新本公司之證券持有人名冊；
• 核對或協助核對簽名或核實或交換任何其他資料；
• 確定本公司證券持有人可獲取之利益，例如股息、供股及紅股；
• 寄發本公司及其附屬公司之公司通訊；
• 編撰統計資料及股東資料；
• 根據任何法律、規則或規例之規定作出披露（不論為法定披露或其他披露）；
• 透過於報章公佈或其他方式披露成功申請人士之身份；
• 披露有關資料以便作出權利申索；及
• 與上述有關之任何其他附帶或相關目的及/或使本公司及香港證券登記處履行彼等對證券持有人及/或監管機構之責任及/或證券持有人不時同意之其他目的。

3. 轉交個人資料

本公司及香港證券登記處所持有之證券申請人及持有人之個人資料將會保密，但本公司及香港證券登記處可能會為上述目的或其中任何一項作出其認為必要之查詢，以確定個人資料之準確性，尤其可能會向下列任何人士及實體披露、索取或轉交證券申請人及持有人之個人資料（不論在香港或外地）：
• 本公司或其委任之代理，例如財務顧問、收款銀行及香港證券登記處；
• 當申請人要求將公開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之運作使用該等個人資料；
• 本公司及/或香港證券登記處提供與其業務運作有關之行政、電訊、電腦、付款或其他服務之代理、承辦商或第三方服務供應商；
• 聯交所、證監會及任何其他法定、監管或政府機關；及
• 任何與證券持有人有業務往來或擬有業務往來之其他人士或機構，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

條例賦予證券之申請人及持有人權利查核本公司及/或香港證券登記處是否持有其個人資料，並有權索取資料副本及更正任何不正確資料。依據條例，本公司及香港證券登記處有權處理任何查閱資料之要求收取合理費用，所有關於查閱資料或更正資料或關於資料政策及實際應用或資料類別之要求，應根據條例規定送交本公司註冊地址之公司秘書或送交香港證券登記處之私隱條例事務主任。

閣下簽署申請表格或向香港結算或網上白表服務供應商發出電子認購指示，即表示同意上述各項。

5. 閣下可於下列時間遞交本申請表格：

Table with 2 columns: Date and Time. Rows include dates from 2013-06-28 to 2013-07-04 with corresponding times from 9:00 AM to 12:00 PM.

遞交申請表格之截止時間是二零一三年七月四日（星期四）中午12時正。如該日並無開始登記認購申請，則為下一日開始登記認購申請之中午12時正。本公司將於當日中午11時45分至中午12時正期間登記認購申請，惟須視乎當日天氣情況而定。如下列警告信號在二零一三年七月四日（星期四）上午9時正至中午12時正期間內任何時間在香港懸掛，將不會開始登記認購申請：
• 8號或以上熱帶氣旋警告信號；或
• 「黑色」暴雨警告信號。
如在該日之下一個營業日上午9時正至中午12時正內任何時間並無懸掛上述任何一項警告，申請認購登記將改為在該日之下一個營業日上午11時45分至中午12時正期間進行。
營業日指香港銀行營業處理一般銀行業務的日子（星期六、星期日或香港公眾假期除外）。
本公司保留將 閣下之一切或任何股款過戶之權利，然而， 閣下之支票或銀行本票將不會於二零一三年七月四日（星期四）中午12時正前過戶。本公司將不發出付款收條。本公司將保留 閣下之申請股款之應得利息（如屬退款，則計至退款支票寄發日期止）。在 閣下之支票或銀行本票過戶前，本公司亦有權保留任何股票及/或任何多收之申請認購款項或退款。

可申請認購之股份數目及應繳款項

Table with 7 columns: Application Shares, Application Fee, Application Shares, Application Fee, Application Shares, Application Fee, Application Shares, Application Fee. It lists share counts from 2,000 to 20,000 and corresponding fees in HKD.