



恒實礦業  
HENGSHI MINING

# HENGSHI MINING INVESTMENTS LIMITED

## 恒實礦業投資有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立之有限公司)

### GLOBAL OFFERING

**Number of Offer Shares under the Global Offering** : 375,000,000 Shares (subject to the Over-allotment Option) Number  
**Number of Hong Kong Offer Shares** : 37,500,000 Shares (subject to reallocation)  
**Number of International Offer Shares** : 337,500,000 Shares (subject to reallocation and the Over-allotment Option)  
**Maximum Offer Price** : HK\$3.40 per Offer Share plus brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)  
**Nominal value** : HK\$0.0001 per Share  
**Stock code** : 1370

### 全球發售

**全球發售的發售股份數目** : 375,000,000 股股份 (視乎超額配股權行使與否而定)  
**香港發售股份數目** : 37,500,000 股股份 (可予重新分配)  
**國際發售股份數目** : 337,500,000 股股份 (可予重新分配及視乎超額配股權行使與否而定)  
**最高發售價** : 每股發售股份 3.40 港元，另加 1% 經紀佣金、0.003% 證監會交易徵費及 0.005% 聯交所交易費 (須於申請時以港元繳足，多繳款項可予退還)  
**面值** : 每股股份 0.0001 港元  
**股份代號** : 1370

Please read carefully the prospectus of Hengshi Mining Investments Limited (the “Company”) dated Monday, November 18, 2013 (the “Prospectus”) (in particular, the sections headed “How to Apply for Hong Kong Offer Shares” in the Prospectus) and the guide on the back of this Application Form before completing this Application Form. Terms defined in the Prospectus have the same meaning when used in this Application Form unless defined herein.

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and Hong Kong Securities Clearing Company Limited (“HKSCC”) take no responsibility for the contents of this Application Form, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of this Application Form.

A copy of this Application Form, together with a copy of each of the WHITE and YELLOW Application Forms, the Prospectus and the other documents specified in the paragraph headed “Documents Delivered to the Registrar of Companies” in “Appendix VII – Documents Delivered to the Registrar of Companies and Available for Inspection” in the Prospectus, have been registered by the Registrar of Companies in Hong Kong as required by Section 342C of the Companies Ordinance of Hong Kong (Chapter 32 of the laws of Hong Kong) (the “Companies Ordinance”). The Securities and Futures Commission of Hong Kong (the “SFC”) and the Registrar of Companies in Hong Kong take no responsibility as to the contents of any of these documents.

Nothing in this Application Form or the Prospectus constitutes an offer to sell or the solicitation of an offer to buy nor shall there be any sale of Hong Kong Offer Shares in any jurisdiction in which such offer, solicitation or sale would be unlawful. This Application Form and the Prospectus are not for distribution, directly or indirectly, in or into the United States, nor is this application an offer of Hong Kong Offer Shares for sale or subscription in the United States. The Hong Kong Offer Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the “U.S. Securities Act”) and may not be offered or sold except pursuant to registration or an exemption from the registration requirements of the U.S. Securities Act. The Hong Kong Public Offering of the Hong Kong Offer Shares will not be made in the United States.

This Application Form and the Prospectus may not be forwarded or distributed or reproduced (in whole or in part) in any manner whatsoever in any jurisdiction where such forwarding, distribution or reproduction is not permitted under the law of that jurisdiction. This Application Form and the Prospectus are addressed to you personally. Any forwarding or distribution or reproduction of this Application Form or the Prospectus in whole or in part is unauthorised. Failure to comply with this directive may result in a violation of the U.S. Securities Act or the applicable laws of other jurisdictions. By accepting the terms in this Application Form and the Prospectus, you acknowledge and agree to the following restrictions: this Application Form and the Prospectus, or any copy thereof, may not be taken or transmitted into the United States or any of its territories or possessions or distributed, directly or indirectly, in the United States or to any employee or affiliate of the recipient located therein.

Your attention is drawn to the paragraph headed “Personal Data” in the section “How to Apply for Hong Kong Offer Shares” in the Prospectus which sets out the policies and practices of the Company and its Hong Kong Share Registrar in relation to personal data and compliance with the Personal Data (Privacy) Ordinance.

To: Hengshi Mining Investments Limited  
Credit Suisse (Hong Kong) Limited  
Merrill Lynch Far East Limited  
Hong Kong Underwriters

致： 恒實礦業投資有限公司  
瑞士信貸(香港)有限公司  
美林遠東有限公司  
香港包銷商

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

- apply for the number of Hong Kong Offer Shares set out below, on the terms and conditions of the Prospectus and this Application Form, and subject to the Articles of Association;
- enclose payment in full for the Hong Kong Offer Shares applied for, including 1% brokerage, 0.003% SFC transaction levy and 0.005% Stock Exchange trading fee;
- confirm that the underlying applicants have undertaken and agreed to accept the Hong Kong Offer Shares applied for, or any lesser number allocated to such underlying applicants on this application;
- understand that these declarations and representations will be relied upon by the Company, the Joint Global Coordinators, the Joint Bookrunners and the Joint Sponsors in deciding whether or not to allocate any Hong Kong Offer Shares in response to this application;
- authorise the Company to place the name(s) of the underlying applicant(s) on the register of members of the Company as the holder(s) of any Hong Kong Offer Shares to be allotted to them, and (subject to the terms and conditions set out in this Application Form and the Prospectus) to send any Share certificate(s) and/or any refund cheque(s) (where applicable) by ordinary post at that underlying applicant’s own risk to the address stated on this Application Form in accordance with the procedures prescribed in this Application Form, the designated website for the White Form eIPO Service Provider at [www.eipo.com.hk](http://www.eipo.com.hk) and in the Prospectus;
- request that any e-Refund payment instructions be despatched to the application payment account where the applicants had paid the application monies from a single bank account;
- request that any refund cheque(s) be made payable to the underlying applicant(s) who had used multiple bank accounts to pay the application monies;
- confirm that each underlying applicant has read the terms and conditions and application procedures set out in this Application Form, the designated website for the White Form eIPO Service Provider at [www.eipo.com.hk](http://www.eipo.com.hk) and in the Prospectus and agrees to be bound by them;
- represent, warrant and undertake that the allotment of or application for the Hong Kong Offer Shares to the underlying applicants or by underlying applicants or for whose benefit this application is made would not require the Company, the Joint Global Coordinators, the Joint Bookrunners or the Joint Sponsors 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; and
- agree that the Company, the Joint Global Coordinators, the Joint Bookrunners and the Joint Sponsors (and their respective agents) and other parties involved in the Global Offering are entitled to rely on any warranty or representation made by you or the underlying applicants.

吾等確認吾等已(i)遵照電子公開發售指引及通過銀行/股票經紀遞交白表eIPO申請的運作程序以及吾等就香港公開發售提供白表eIPO服務的所有適用法律及規例(法定或其他);及(ii)閱讀招股章程及本申請表格所載的條款和條件及申請程序,並同意受其約束。為代表與本申請有關的各相關申請人作出申請,吾等:

- 按照招股章程及本申請表格的條款及條件,並在組織章程細則規限下,申請以下數目的香港發售股份;
- 夾附申請認購香港發售股份所需的全數款項(包括1%經紀佣金、0.003%證監會交易徵費及0.005%聯交所交易費);
- 確認相關申請人已承諾及同意接納該等相關申請人根據本申請所申請的香港發售股份,或該等相關申請人根據本申請獲分配的任何較少數目的香港發售股份;
- 明白 貴公司、聯席全球協調人、聯席賬簿管理人及聯席保薦人將依賴該等聲明及陳述,以決定是否就本申請分配任何香港發售股份;
- 授權 貴公司將相關申請人的姓名/名稱列入 貴公司股東名冊內,作為任何將配發予相關申請人的香港發售股份的持有人,並(在符合本申請表格及招股章程所載條款及條件的情況下)根據本申請表格、白表eIPO服務供應商的指定網站[www.eipo.com.hk](http://www.eipo.com.hk)及招股章程所載程序,本申請表格上所示地址以普通郵遞方式寄發任何股票及/或退款支票(如適用),郵誤風險概由該相關申請人自行承擔;
- 要求把任何電子退款指示發送到以單一銀行戶口繳交申請股款的申請付款賬戶內;
- 要求任何以多個銀行戶口繳交申請股款之申請人的退款支票以相關申請人為抬頭人;
- 確認各相關申請人已細閱本申請表格、白表eIPO服務供應商的指定網站[www.eipo.com.hk](http://www.eipo.com.hk)及招股章程所載的條款與條件及申請程序,並同意受其約束;
- 聲明、保證及承諾向相關申請人或由相關申請人或為其利益而提出本申請的人士配發或申請認購香港發售股份,不會要求 貴公司、聯席全球協調人、聯席賬簿管理人及聯席保薦人須遵從香港以外任何地區的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、任何對本申請的接納以及因此訂立的合同,將受香港法例規管及按其詮釋;及
- 同意 貴公司、聯席全球協調人、聯席賬簿管理人及聯席保薦人(及其各自的代理)及參與全球發售的其他各方均有權依賴閣下或相關申請人作出之任何保證或陳述。

Signature:  
簽名:

Date:  
日期:

Name of applicant:  
申請人姓名:

Capacity:  
身份:

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

Total number of Shares  
股份總數

Hong Kong Offer Shares on behalf of the underlying applicants whose details are contained in the read-only CD-ROM submitted with this Application Form.  
香港發售股份(代表相關申請人,其詳細資料載於連同本申請表格遞交的唯讀光碟)。

3 Total number of cheques 支票總數  
are enclosed for a total sum of 其總金額為

cheque(s)  
張支票

Cheque number(s)  
支票編號

HK\$ 港元

4 Please use BLOCK letters 請用正楷填寫

Name of White Form eIPO Service Provider 白表eIPO服務供應商名稱		
Chinese name 中文名稱	White Form eIPO Service Provider ID 白表eIPO服務供應商編號	
Name of contact person 聯絡人士姓名	Contact number 聯絡電話號碼	Fax number 傳真號碼
Address 地址	For Broker use 此欄供經紀填寫 Lodged by 申請由以下經紀遞交	
	Broker no. 經紀號碼	
	Broker’s chop 經紀印章	
For bank use 此欄供銀行填寫		



## GUIDE TO COMPLETING THIS APPLICATION FORM

By completing and submitting an Application Form, you agree that your application cannot be revoked 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), unless a person responsible for the Prospectus under Section 40 of the Companies Ordinance gives a public notice under that section which excludes or limits the responsibility of that person of the Prospectus.

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

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

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

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

### 2 Put in Box 2 (in figures) the total number of Hong Kong Offer Shares for which you wish to apply on behalf of the underlying applicants.

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

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

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

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

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

For payments by cheque, the cheque must:

- be in Hong Kong dollars;
- be drawn on a Hong Kong dollar bank account in Hong Kong;
- show your (or your nominee's) account name;
- be made payable to "The Bank of East Asia (Nominees) Limited – Hengshi Mining Public Offer";
- be crossed "Account Payee Only";
- not be post dated; and
- be signed by the authorised signatories of the **White Form eIPO** Service Provider.

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

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

No receipt will be issued for sums paid on application.

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

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

## PERSONAL DATA

### Personal Information Collection Statement

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 its Hong Kong Share Registrar in relation to personal data and the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) (the "Ordinance").

#### 1 Reasons for the collection of your personal data

It is necessary for applicants and registered holders of securities to supply correct personal data to the Company or its agents 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 the inability of the Company or its Hong Kong Share Registrar to effect transfers or otherwise render their services. It may also prevent or delay registration or transfers of the Hong Kong Offer Shares which you have successfully applied for and/or the dispatch of share certificate(s) and/or refund cheque(s) to which you are entitled.

It is important that securities holders 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 securities holders may be held and processed for the following purposes:

- processing your application and refund cheque, where applicable, verification of compliance with the terms and application procedures set out in this Application Form and the Prospectus and announcing results of allocation of the Hong Kong Offer Shares;
- compliance with applicable laws and regulations in Hong Kong and elsewhere;
- registering new issues or transfers into or out of the names of securities' holders including, where applicable, HKSCC Nominees;
- maintaining or updating the register of securities' holders of the Company;
- verifying securities holders' identities;
- establishing benefit entitlements of securities' holders 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;
- 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 securities' holders and/or regulators and/or any other purposes to which the securities' holders may from time to time agree.

#### 3 Transfer of personal data

Personal data held by the Company and its Hong Kong Share Registrar relating to the securities holders will be kept confidential but the Company and its Hong Kong Share Registrar may, to the extent necessary for achieving any of the above purposes, disclose or transfer (whether within or outside Hong Kong) the personal data to any of the following:

- the Company's appointed agents such as financial advisers, receiving bankers and overseas principal share registrar;
- where applicants for securities request a deposit into CCASS, HKSCC or HKSCC Nominees, who will use the personal data for the purposes of operating CCASS;
- any agents, contractors or third-party service providers who offer administrative, telecommunications, computer, payment or other services to the Company or the Hong Kong Share Registrar in connection with their respective business operation;
- the Hong Kong Stock Exchange, the SFC and any other statutory regulatory or governmental bodies or otherwise as required by laws, rules or regulations; and
- any persons or institutions with which the securities' holders have or propose to have dealings, such as their bankers, solicitors, accountants or stockbrokers etc.

#### 4 Access to and correction of personal data

Securities holders have the right to ascertain whether the Company 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. The Company and the Hong Kong Share Registrar have the right to charge a reasonable fee for the processing of such requests.

All requests for access to data or correction of data should be addressed to us, at our registered address disclosed in the "Corporate Information" section of the Prospectus or as notified from time to time, for the attention of the company secretary, or our Hong Kong Share Registrar for the attention of the privacy compliance officer.

By signing an Application Form or by giving electronic application instructions to HKSCC, you agree to all of the above.

## DELIVERY OF THIS APPLICATION FORM

This completed Application Form, together with the appropriate cheque(s) must be submitted to the following receiving bank branches by 4:00 p.m. on Thursday, November 21, 2013:

The Bank of East Asia, Limited  
42/F, BEA Tower, Millennium City 5,  
418 Kwun Tong Road, Kwun Tong,  
Kowloon

## 填寫本申請表格的指引

申請表格一經填妥及遞交，即表明除非根據公司條例第40條須對招股章程負責的人士根據該條發出公告，免除或限制該名人士對招股章程須負的責任，否則閣下同意不得於開始登記認購申請的時間起計第五日(就此而言不包括任何非營業日)前撤回認購申請。

下列號碼乃申請表格中各欄的編號。

### 1 在申請表格欄1簽署及填上日期。只接受親筆簽名。

簽署人的姓名／名稱及代表身份亦必須註明。

使用本申請表格申請認購香港發售股份，閣下必須為名列於香港證券及期貨事務監察委員會公佈的白表eIPO服務供應商名單內可以就香港公開發售提供白表eIPO服務的人士。

### 2 在欄2填上閣下欲代表相關申請人申請認購的香港發售股份總數(以數字填寫)。

閣下代表相關申請人作出申請的申請人資料必須載於連同本申請表格遞交的唯讀光碟格式的資料檔案。

### 3 在欄3填上閣下付款的詳細資料。

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

本欄所列金額必須與欄2所申請認購的香港發售股份總數的應付款項相同。

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

如以支票繳付股款，該支票必須：

- 為港幣支票；
- 由在香港開設的港幣銀行戶口開出；
- 顯示閣下(或閣下代名人)的賬戶名稱；
- 註明抬頭人為「東亞銀行受託代管有限公司－恒實礦業公開發售」；
- 劃線註明「只准存入抬頭人賬戶」；
- 不得為期票；及
- 由白表eIPO服務供應商的授權簽署人簽署。

倘未能符合任何此等規定或支票首次過戶不獲兌現，則閣下的申請可能不獲接納。

閣下須負責確保所遞交的支票的詳細資料，與就本申請遞交的唯讀光碟或資料檔案所載的申請詳細資料相同。如有差異，本公司及聯席全球協調人可全權拒絕接受任何申請。

申請所繳付的金額將不會獲發收據。

### 4 在欄4填上閣下的詳細資料(請用正楷)。

閣下必須在本欄填上閣下的姓名、白表eIPO服務供應商編號及地址。閣下亦必須填寫閣下辦公地點的聯絡人士的姓名及電話號碼及(如適用)經紀號碼並蓋上經紀印章。

## 個人資料

### 個人資料收集聲明

此項個人資料收集聲明是向香港發售股份的申請人和持有人說明有關本公司及其香港股份過戶登記處有關個人資料和香港法例第486章《個人資料(私隱)條例》(「條例」)方面的政策和慣例。

#### 1 收集閣下個人資料的原因

證券申請人及登記持有人以本身名義申請證券或轉讓或受讓證券時或尋求香港股份過戶登記處的服務時，必須向本公司或其代理人及香港股份過戶登記處提供準確個人資料。

未能提供所要求的資料可能導致閣下申請證券被拒或延遲，或本公司或其香港股份過戶登記處無法落實轉讓或提供服務。此舉也可能妨礙或延遲登記或轉讓閣下成功申請的香港發售股份及／或寄發閣下應得的股票及／或退款支票。

證券持有人所提供的個人資料如有任何錯誤，須立即通知本公司及香港股份過戶登記處。

#### 2 目的

證券持有人的個人資料可作以下目的持有及處理：

- 處理閣下的申請及退款支票(如適用)、核實是否符合本申請表格及招股章程載列的條款和申請程序以及公布香港發售股份的分配結果；
- 遵守香港及其他地區的適用法律及法規；
- 以證券持有人(包括香港結算代理人(如適用))的名義登記新發行證券或轉讓或受讓證券；
- 存置或更新本公司證券持有人的名冊；
- 核實證券持有人的身份；
- 確定本公司證券持有人的受益權利，例如股息、供股和紅股等；
- 分發本公司及其附屬公司的通訊；
- 編製統計數據和股東資料；
- 披露有關資料以便就權益索償；及
- 與上述有關的任何其他附帶或相關目的及／或使本公司及香港股份過戶登記處能履行對證券持有人及／或監管機構承擔的責任及／或證券持有人不時同意的任何其他目的。

#### 3 轉交個人資料

本公司及其香港股份過戶登記處所持有關證券持有人的個人資料將會保密，但本公司及其香港股份過戶登記處可以在為達到上述任何目的之必要情況下，向下列任何人士披露或轉交(無論在香港境內或境外)有關個人資料：

- 本公司委任的代理人，例如財務顧問、收款銀行和主要海外股份過戶登記處；
- (如證券申請人要求將證券存於中央結算系統)香港結算或香港結算代理人；彼等將會就中央結算系統的運作使用有關個人資料；
- 向本公司或香港股份過戶登記處提供與其各自業務營運有關的行政、電訊、電腦、付款或其他服務的任何代理人、承包商或第三方服務供應商；
- 香港聯交所、證監會及任何其他法定監管機關或政府部門或遵照其他法例、規則或法規；及
- 證券持有人與其進行或擬進行交易的任何人士或機構，例如彼等的銀行、律師、會計師或股票經紀等。

#### 4 查閱和更正個人資料

證券持有人有權確定本公司或香港股份過戶登記處是否持有其個人資料，並有權索取有關該資料的副本並更正任何不準確資料。本公司和香港股份過戶登記處有權處理任何查閱資料的要求收取合理費用。

所有查閱資料或更正資料的要求應按招股章程「公司資料」一節所披露或不時通知的本公司註冊地址送交公司秘書，或向本公司的香港股份過戶登記處的個人資料私隱事務主任提出。

閣下簽署申請表格或向香港結算發出電子認購指示，即表示同意上述各項。

## 遞交本申請表格

此填妥的申請表格，連同相關支票，必須於二零一三年十一月二十一日(星期四)下午四時正前，送達下列收款銀行任何一間分行：

東亞銀行有限公司  
九龍  
觀塘觀塘道418號  
創紀之城五期東亞銀行中心42樓