

# GLORY III GUORUI PROPERTIES LIMITED\*

# 國瑞置業有限公司

(incorporated in the Cayman Islands with limited liability and carrying on business in Hong Kong as Guorui Properties Limited) (於開曼群島註冊成立的有限公司,並以Guorui Properties Limited的名稱在香港經營業務)

# **GLOBAL OFFERING**

全球發售

**Number of Offer Shares** under the Global Offering Number of Hong Kong Offer Shares

**Number of International Offer Shares** 

661,780,000 Shares (subject to the Over-allotment Option) 66,178,000 Shares

(subject to adjustment) 595,602,000 Shares (subject to adjustment and

the Over-allotment Option) not more than HK\$2.84 Offer Price per Hong Kong Offer Share and no less than HK\$2.30

per Hong Kong 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 on final pricing) HK\$0.001 per Share

Nominal value Stock Code 2329

Please read carefully the prospectus of Guorui Properties Limited\* (the "Company") dated June 23, 2014 (the "Prospectus") (in particular, the section on "How to Apply for Hong Kong Offer Shares" in the Prospectus) and the guidelines on the back of this Application Form before completing this Application Form. Terms used in this Application Form shall have the same meanings as those defined in the Prospectus 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 section headed "Documents Delivered to the Registrar of Companies and Available for Inspection" in Appendix IX to the Prospectus have been registered by the Registrar of Companies as required by Section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance of Miscogn Kong, The Securities and Futures Commission (the "SFC") and the Registrar of Companies in Hong Kong take no responsibility as to the contents of any of these documents.

Your attention is drawn to the paragraph headed "Personal Information Collection Statement" 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.

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 sales would be unlawful. This Application Form and the Prospectus are not for distribution, directly or indirectly, in or into the United States, nor is this application an offer of Shares for sale in the United States. The Offer Shares have not been and will not be registered under the U.S. Securities Act or any state securities law in the United States and may not be offered, sold, pledged or transferred within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration transferred within the Onlice States, except pursuant to under exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities laws of the U.S. Securities and applicable to the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and the applicable laws of each jurisdiction where those offers and sales occur. No public offering of the Offer Shares will be made in the United

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 unauthorized. Failure to comply with this directive may result in a violation of the U.S. Securities Act or the applicable laws of other jurisdictions.

To: Guorui Properties Limited\* Sole Global Coordinator Joint Bookrunners The Hong Kong Underwriters 全球發售的發售股份數目

發售價

661,780,000股股份(或會因行使

香港發售股份數目

國際發售股份數目 595,602,000股股份(或會重新分配或會因行使超額配股權而更改)

不高於每股香港發售股份2.84港元 且不低於每股香港發售股份 2.30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

面值 股票代碼 每股股份0.001港元

在填寫本申請表格前,請細閱國瑞置業有限公司\*(「本公司」)於二零一四年六月二十三日刊發的招股章程[招 股章程]),尤其是招股章程[如何申請香港發售股份]一節,及本申請表格背面的指引。除非另有界定,否則 本申請表格所用詞語與招股章程所界定者具相同涵義。

香港交易及結算所有限公司,香港聯合交易所有限公司(「**聯交所**」)及香港中央結算有限公司(「**香港結算**」)對本申請表格的內容概不負責,對其準確性或完整性亦不發表任何聲明,並明確表示概不就因本申請表格全部或任何部份內容而產生或因依賴該等內容而引致的任何損失承擔任何責任。

本申請表格連同白色及黃色申請表格、招股章程及招股章程附錄九「送呈公司註冊處處長及備查文件」一節所列的其他文件,已遵照香港公司(清盤及雜項條文)條例第342C條的規定,送呈公司註冊處處長登記。證券及期貨事務監察委員會(「體監會」)及香港公司註冊處處長對任何該等文件的內容概不負責。

關下謹請뜁意「個人資料收集聲明」一段,當中載有本公司及其香港證券登記處有關個人資料及遵守個人資料 (私隱)條例的政策及措施。

本申請表格或招股章程所載者概不構成出售要約或要約購買的游說 在任何作出有關要約、游説或出售即 年中前表情或指成早程別載看載不得成也皆姿勢與裝受剥鳴真的部 關鍵法的司法權區內,概不得出售任何香港發售股份。年前談核 發,而此項申請亦非在美國出售股份的要約。發售股份並無亦將 且不得在美國境內發售。出售、抵押或轉讓,惟根據美國 非受該等發記規定規限的交易餘外。發售股份依據美國港灣海 例於離岸交易中在美國境外提呈發售及出售。將不會於美國進行發 章程不得在美國協內直接或問接深 美國為券法或美國任何州證券法登 到美國州職券法獲豁免登記規定或並 此行政也及城售的各司法權區適用法

在任何根據有關司法權區法律不得發送、深發或複製本股章程概不得以任何方式發送或深發或複製(全部或部得發送或深發或複製本申請表格或報收章程的全部或部他司法權區的適用法律。 表格及招股章 本申請表格及招 反美國證券法或其

國瑞置業有限公司 獨家全球協調人 聯席賬簿管理人 香港承銷商

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

- apply for the number of Hong Kong Offer Shares set out below, on the terms and conditions of the Prospectus and this Application Form, and subject to the Memorandum and the Articles of Association
- $\begin{array}{l} \textbf{enclose} \ \ \text{payment in full for the Hong Kong Offer Shares applied for, including brokerage of 1\%, SFC transaction levy of 0.003\% and Stock Exchange trading fee of 0.005\%; \end{array}$
- confirm that the underlying applicants have undertaken and agreed to accept the Hong Kong Offer applied for, or any lesser number allocated to such underlying applicants on this application;
- authorize the Company to place the name(s) of the underlying applicants(s) on the register of members of the Company as the holder(s) of any Hong Kong Offer Shares to be allotted to them, and (subject to the terms and conditions set out in this Application Form) to send any share certificate(s) and/or any refund cheque(s) (wher applicable) by ordinary post at that underlying applicant's own risk to the address stated on this Application applicable) by ordinary post at that underlying applicant's own risk to the address stated on Form in accordance with the procedures prescribed in this Application Form and in the Prospect
- request that any e-Refund payment instructions be dispatched to the application payment 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 bank accounts to pay the application monies and to send any such refund cheque(s) by ordnary pounderlying applicant's own risk to the address stated on the application in accordance with the prescribed in this Application Form and in the Prospectus;
- confirm that each underlying applicant has read the terms in this Application Form and in the Prospectus and agrees to be ns and applic
- represent, warrant and undertake that the allotment of or application for the Hong or by each underlying applicant for whose benefit this application is made would not re comply with any requirements under any law or regulation (whether or not having the territory outside Hong Kong; and Hong Kong Offer Shares to
- agree that this application, any acceptance of it and the resulting contract, will be governed by and construed in accordance with the laws of Hong Kong.

吾等確認,吾等已(1)要千萬子公開發1 等就香港公開發售提供白表eIPO 服務 請表格所載的條款及條件以及申請手續 票經紀遞交白表eIPO申請的運作程序以及與吾 及規例(法定或其他);及(ii)細閱招股章程及本申 為代表與本申請有關的每一相關申請人作出申

- 按照招股章程及本申請表格的條款及條件,並在章程大綱及細則的規限下,申請以下數目的香港發售
- 青香港發售股份所需的全數付款(包括1%經紀佣金、0.003%證監會交易徵費及0.005%聯交所交
- 承諾及同意接納彼等根據本申請所申請的香港發售股份,或彼等根據本申請獲分配
- 侵權本公司將和關申請人的姓名/名稱列入本公司股東名冊內,作為任何將配發予相關申請人的香港 矮隻服役師得有人,並在符合本申請表格所載條款及條件的情況下)根據本申請表格及招股章程所載 程序按本申請表格上所示地址以平鄭方式寄發任何股票及/或任何退款支票(如適用),鄭誤風險概由 相關申請人承續;
- 要求將任何電子退款指示發送到申請人以單一銀行賬戶繳交申請款項的申請付款銀行賬戶內;
- 要求任何以多個銀行賬戶繳交申請款項之申請人的退款支票以相關申請人為抬頭人,並根據本申請表 格及招股章程所述程序將任何有關退款支票以平郵方式寄發到申請所列的地址,郵誤風險概由相關申 請人派擔;
- 確認各相關申請人已細閱本申請表格及招股章程所載的條款、條件及申請程序,並同意受其約束;
- **聲明、保證及承諾**向各相關申請人配發香港發售股份或各相關申請人為其利益提出本申請而申請認購 不會引致本公司須遵從香港以外任何地區的任何法律或規例的任何規定(不論是否具
- 同意本申請、對本申請的任何接納及據此訂立的合約將受香港法例管轄並按其詮釋。

Signature %/4	Date 日期
Name of applicant 中請人姓名	C
中前人姓名	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

3

Total number of Shares

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. 代表相關申請人提出認購的香港發售股份(申請人的詳細資料載於連同本申請表格鑑交的唯讀光碟)。

A total of 隨附合共 cheque(s) Cheque number(s) 支票編號 HK\$ are enclosed for

	a total sum of 總金額為	港元			
!	Please use <b>BLOCK</b> letters 請用	正楷填寫			
	Name of White Form eIPO Servi 白表eIPO服務供應商名稱	ce Provider			
	Chinese Name 中文名稱		White Form eIPO Service Provider ID 白表eIPO服務供應商身份證明號碼		
	Name of contact person 聯絡人姓名		 Contact number 聯絡電話號碼	Fax number 傳真號碼	
	<b>野叫八</b> 江·口		707 PE 160, PEL 20L PEG	[다: 5년: 30L 14명	
	Address 地址		E Pl	<b>业期<i>供师</i>妇</b> 堾穿	

Broker No

Broker's Chop 經紀印章		

For Broker use 此欄供經紀填寫

### GUIDELINES TO COMPLETING THIS APPLICATION FORM

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

### 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 SFC.

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.

ation 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.

### Complete your payment details in Box 3.

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

The dollar amount(s) stated in this box must be equal to the amount payable for the total number of Hong Kong Offer Shares applied for in Box 2. All cheque(s) and this Application Form together with a sealed envelope containing the CD-ROM, if any, must be placed in the envelope bearing your company chop.

For payments by cheque, the cheque must

- be in Hong Kong dollars;
- not be post dated;
- be drawn on a Hong Kong dollar bank account in Hong Kong
- show your (or your nominee's) account name;
- be made payable to "Bank of China (Hong Kong) Nominees Limited Guorui Properties Public Offer";
- be crossed "Account Payee Only"; and
- be signed by the authorized signatories of the White Form eIPO Services Provider.

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

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

No receipt will be issued for sums paid on application

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

You should write the name, Hong Kong Identity Card number and address of the White Form eIPO Service Provider 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 Information Collection Statement

The main provisions of the Personal Data (Privacy) Ordinance (the "Ordinance") came into effect in Hong Kong on December 20, 1996. This Personal Information Collection Statement informs the applicant for and holder of the Shares of the policies and practices of the Company and the Hong Kong Share Registrar in relation to personal data and the Ordinance.

### 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/or 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 and/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 Hong Kong Offer Shares which you have successfully applied for and/or the despatch of share certificate(s), and/or the despatch of e-Refund payment instructions, and/or the despatch of refund cheque(s) to which you are entitled.

It is important that the applicants and the holders of securities inform the Company and the Hong Kong Share Registrar eies in the personal data supplied.

The personal data of the applicants and 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 Form and the Prospectus and announcing results of allocations of the Hong Kong 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 names of holders of securities including, where applicable, in the name
- 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 laws, rules or regulations:
- 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 a
- Registrar to discharge their obligations to holders of securities and/or regula of securities may from time to time agree.

# Transfer of personal data

Personal data held by the Company and the Hong Kong Share Registrar rela be kept confidential but the Company and its Hong Kong Share Registrar purposes or any of them, make such enquiries as they consider necessary particular, they may disclose, obtain, transfer (whether within or outside Ho extent necessary fo chieving the ab sonal data and ong Kong) the data of the applicants and the holders of securities to, from or with any and all of the following per tities

- the Company or its appointed agents such as financial advi nd overseas principal registrars; Nominees, who will use the personal HKS
- where applicants for securities request deposit into CCASS, to who offe any agents, co

SCC and

- dministrative, telecommunications, computer, payment trar in connection with the operation of their respective g Share Re and/or the Ho or other sery business
- ange and the SFC); and any reg with which olders of securities have or propose to have dealings, such as their bankers, any oth
- tockbrokers, etc

# Access and correction of personal data

ders of securities with rights to ascertain whether the Company and/or the Hong The Ordinance provides the sophicants and the holders of securities with rights to ascertain whether the Company and/or the Hong Kong Share Registrar hold then personal date, to obtain a copy of that data, and to correct any data that is inaccurate. In accordance with the Ordinance, the Company and the Hong Kong Share Registrar have the right to charge a reasonable fee for the processing of any data access request. All requests for access to data or correction of data or for information regarding policies and practices and the kinds of data held should be addressed to the Company for the attention of the Company secretary or (as the case may be) the Hong Kong Share Registrar for the attention of the Privacy Compliance Officer for the purposes of the Ordinance.

By signing an Application Form, you agree to all of the above.

### 填寫本申請表格的指引

下文各欄提述的號碼乃本申請表格中各欄的編號。

在申請表格欄1簽署及填上日期。只接受親筆簽名。

如欲使用本申請表格申請認購香港發售股份, 閣下必須為名列於證監會公佈的白表eIPO服務供應商名單內可就香

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)。

關下代相關申請人作出申請的申請資料必須包含於連同本申請表格一併遞交的唯讀光碟格式的一個資料檔案內。

閣下必須在本欄註明 閣下連同本申請表格隨附的支票數目;及 閣下必須在每張支票的背面註明(i) 閣下的白表 eIPO服務供應商身份證明號碼;及(ii)載有相關申請人詳細申請資料的資料檔案編號。

欄所註明的金額必須與欄2所申請認購的香港發售股份總數應付金額相同。所有支票及本申請表格連同裝有唯讀 光碟的密封信封(如有)必須放進蓋上 閣下公司印章的信封內。

如以支票繳付股款,則該支票必須:

- 為港元支票;
- 不得為期票;
- 由在香港的港元銀行賬戶開出;
- 顯示 閣下(或 閣下代名人)的賬戶名稱;
- 註明抬頭人為「中國銀行(香港)代理人有限公司 國瑞置業公開發售 |;
- 劃線註明「只准抬頭人賬戶」;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倘支票首次過戶不獲兑現, 閣下的申請可能會遭拒絕受理。

閣下有責任確保所遞交支票上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請相符。倘出現差 異,本公司及獨家全球協調人有絕對酌情權拒絕接受任何申請。

由請時繳付的款頂縣不會獲發收據。

在欄4填上 閣下的詳細資料(用正楷填寫)。

絡人士姓名及電話號碼及(如適用)經紀號碼及蓋上經紀印章

閣下必須在本欄填上白表eIPO服務供應商的名稱、香港身份證號碼及地址。 閣下亦必須填寫 閣下營業地點的聯

個人資料收集聲明 個人資料(私隱)條例(「條例」)中的主要條文於一九九六年十二月二十日在香港生效。此份個人資料收集聲明是向股份申 請人及持有人說明本公司及香港證券登記處有關個人資料及條例的政策及指

收集 閣下個人資料的原因

證券申請人或證券登記持有人申請證券或將證券轉往其名了 名下證券 或要求香港證券登記處 提供服務時,須不時向本公司及/或香港證券登記處提供其最

若未能提供所需資料,可能會導致 關下的證實前提與所需資料,亦可能妨礙或延誤 關下成功事前的 ★登記處延遲或無法進行 疑或延誤寄發股票,及/ 請遭打 香港 或發送電子很款指示,及/或寄發 閣下應得的很

證券申請人及持有人提供的個人資料如有任何不確,必須即

證券申請人及持有人的個人 有及/或保

- 电漏表格及招股章程所载條款及申請程序以及公佈
- 以遵守香港及其何
- 轉往其名 登記新發行證券或為 下轉讓予他人的證券,包括以香港結算代理人的名義登
- 保存或更新本公司證券表
- 或協助進行簽名核對或任何其他資料的核對或交換;
- 公司證券持有人可獲取的利益,例如股息、供股及紅股等;
- 其附屬公司的通訊資料
  - 編製統計資料及股東資料:
- 遵照法例、規則或規例的要求作出披露;
- 透過報章公佈或其他方式披露成功申請人士的身份; 披露有關資料以便作出權益索償;及
- 與上述有關的任何其他附帶或相關用涂及/或致使本公司及香港證券登記處能夠履行彼等對證券持有人及/ 或監管機構的義務及證券持有人不時同意的任何其他用途

## 轉交個人資料 本公司及香港證券登記處會將其持有的證券申請人及持有人個人資料保密,但本公司及其香港證券登記處可能會

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就上述用途或上述任何用途作出彼等認為必要的查詢以確認個人資料的準確性,尤其可能會向下列任何及所有人 士及實體披露、索取或轉交證券申請人及持有人的個人資料(不論在香港或外地)

- 本公司或其委任的代理,例如財務顧問、收款銀行及主要海外股份過戶登記處;
- 倘證券申請人要求將證券存入中央結算系統、香港結算及香港結算代理人,彼等將就運作中央結算系統而使
- 向本公司及/或香港證券登記處提供與其各自業務運作有關的行政、電訊、電腦、付款或其他服務的任何代理、承包商或第三方服務供應商;
- 任何監管或政府機關(包括聯交所及證監會);及
- 與證券持有人有或擬有業務往來的任何其他人士或機構,例如銀行、律師、會計師或股票經紀等。

**查閱及更正個人資料** 條例賦予證券申請人及持有人權利以確定本公司及/或香港證券登記處是否持有其個人資料、索取有關資料及更 正任何不確的資料。根據條例規定,本公司及香港證券登記處有權就處理任何查閱資料的要求收取合理費用。根據 條例,所有關於查閱資料或更正資料或索取關於政策及措施的資料及所持資料類別的要求,應向本公司的公司秘書或(視情況而定)香港證券登記處屬下的私隱條例事務主任提出。

閣下簽署由請表格,即表示同意上述各項。

# DELIVERY OF THIS APPLICATION FORM

This completed Application Form, together with the appropriate cheque(s) together with a sealed envelope containing the CD-ROM, must be submitted to the following receiving bank by Thursday, June 26, 2014 at 4:00 p.m.:

Bank of China (Hong Kong) Limited 1/F, BOC Cheung Sha Wan Building, 194–200 Cheung Sha Wan Road, Kowloon

# 搋交本申請表格

經填妥的本申請表格, 建同相關支票及裝有相關唯讀光碟的密封信封, 必須於二零一四年六月二十六日(星期四)下午四時正之前, 送建下列收款銀行:

九龍長沙灣道194-200號中銀長沙灣大樓1樓

中國銀行(香港)有限公司