

Please use this form if you want the Public Offer Shares to be issued in your name

如閣下欲以本身名義登記將獲發行的公開發售股份，請使用本表格

Staple your
payment
here
請將股款
緊釘在此

This Application Form uses the same terms as defined in the prospectus of Prosper Construction Holdings Limited (the “Company”) dated Thursday, 30 June 2016 together with all supplement(s) thereto (if any) (the “Prospectus”). 本申請表格使用瑞港建設控股有限公司（「本公司」）於2016年6月30日（星期四）刊發的招股章程連同所有補充文件（如有）（「招股章程」）中所界定的詞語。

Neither this Application Form nor the Prospectus constitutes an offer to sell or the solicitation of an offer to buy any Public Offer Shares in any jurisdiction other than Hong Kong. The Public Offer Shares may not be offered or sold in the United States without registration or an exemption from registration under the relevant securities laws and regulations of the United States. 本申請表格及招股章程概不構成在香港以外司法權區要約出售或游說要約購買任何公開發售股份。若無根據美國有關證券法例及規例登記或豁免登記，公開發售股份不得在美國提呈發售或出售。

This Application Form and the Prospectus may not be forwarded or distributed or reproduced (in whole or in part) in any manner whatsoever in any jurisdiction where such forwarding, distribution or reproduction is not permitted under the law of that jurisdiction. 在任何根據當地法例不得發送、派發或複製本申請表格及招股章程的司法權區內概不得發送或派發或複製（不論方式，也不論全部或部分）本申請表格及招股章程。

Copies of the Prospectus, all related Application Forms and the other documents specified in the paragraph headed “Documents delivered to the Registrar of Companies in Hong Kong” in the section headed “Documents delivered to the Registrar of Companies and available for inspection” in Appendix V to the Prospectus, have been registered with the Registrar of Companies in Hong Kong as required by section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission of Hong Kong (the “SFC”) and the Registrar of Companies in Hong Kong take no responsibility for the contents of these documents. 招股章程、所有相關申請表格及招股章程附錄五「送呈公司註冊處處長及備查文件」一節內「送呈香港公司註冊處處長文件」一段所述其他文件已根據香港法例第32章公司（清盤及雜項條文）條例第342C條之規定送呈香港公司註冊處處長登記。香港證券及期貨事務監察委員會（「證監會」）及香港公司註冊處處長對此等文件的內容概不負責。

Prosper Construction Holdings Limited 瑞港建設控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立之有限公司)

Stock code : 6816

股份代號 : 6816

Maximum Offer Price : HK\$1.25 per Offer Share, plus brokerage of 1%, SFC
transaction levy of 0.0027% and Hong Kong Stock
Exchange trading fee of 0.005% (payable in full on
application in Hong Kong dollars and subject to refund)

最高發售價：每股發售股份1.25港元，另加1%經紀佣金、0.0027%證
監會交易徵費及0.005%香港聯交所交易費（須於申請時
以港元繳足，多繳款項可予退還）

You should read this Application Form in conjunction with the Prospectus, which contains further information on the application procedures. 招股章程尚有其他關於申請程序的資料，本申請表格應與招股章程一併閱讀。

Application Form 申請表格

To: Prosper Construction Holdings Limited
The Sole Sponsor
The Joint Bookrunners
The Public Offer Underwriters

致：瑞港建設控股有限公司
獨家保薦人
聯席賬簿管理人
公開發售包銷商

Applicants' declaration

I/We agree to the terms and conditions and application procedures in this Application Form and the Prospectus. Please refer to the “Effect of completing and submitting this Application Form” section of this Application Form.

申請人聲明

本人／吾等同意本申請表格及招股章程的條款及條件以及申請程序。請參閱本申請表格「填交本申請表格的效用」一節。

Warning: Only one application may be made for the benefit of any person. Please refer to the last four bullet points of “Effect of completing and submitting this Application Form” section of this Application Form.

警告：任何人士只限作出一次為其利益而進行的認購申請。請參閱本申請表格「填交本申請表格的效用」一節最後四點。

Please use this form if you want the Public Offer Shares to be issued in your name

如閣下欲以本身名義登記將獲發行的公開發售股份，請使用本表格

Signed by (all) applicant(s) (all joint applicants must sign):

由(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

Number of Public Offer Shares applied for (not more than 9,000,000 Shares) 申請公開發售股份數目(不超過9,000,000股股份)

--

Total amount 總額

HK\$		港元
------	--	----

Name in English 英文姓名/名稱

Family name or company name 姓氏或公司名稱	Forename(s) 名字
-------------------------------------	----------------

Name in Chinese 中文姓名/名稱

Family name or company name 姓氏或公司名稱	Forename(s) 名字
-------------------------------------	----------------

Occupation in English 職業(以英文填寫)

--

For Broker use 此欄供經紀填寫		Lodged by 遞交申請的經紀	
Broker No. 經紀號碼		Broker's Chop 經紀印章	

Cheque/banker's cashier order number
支票/銀行本票號碼

Name of bank on which cheque/banker's cashier order is drawn (see "How to make your application" section in this Application Form) 兌現支票/銀行本票的銀行名稱(見本申請表格「申請手續」一節)

--

Names of all other joint applicants in English (if any)

所有其他聯名申請人的英文姓名/名稱(如有)

1)
2)
3)

Hong Kong Identity Card No./Passport No./Hong Kong Business Registration No.* (Please delete as appropriate) 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)

Hong Kong Identity Card No./Passport No./Hong Kong Business Registration No. of all other joint applicants* (Please delete as appropriate) 所有其他聯名申請人的香港身份證號碼/護照號碼/香港商業登記號碼*(請刪除不適用者)
1)
2)
3)

Hong Kong address in English and telephone no. (joint applicants should give the address and the telephone number of first-named applicant only) 香港地址(以英文填寫)及電話號碼(聯名申請人只須填寫排名首位申請人的地址及電話號碼)

Telephone No. 電話號碼

For Nominees: You will be treated as applying for your own benefit if you do not complete this section. Please provide an account number or identification code for each (joint) beneficial owner. 由代名人遞交:代名人若不填寫本節,是項認購申請將視作為閣下利益提出。請填寫每名(聯名)實益擁有人的賬戶號碼或識別編碼。

--

ADDRESS LABEL地址標貼(Your name(s) and address in Hong Kong in BLOCK letters 請用英文正楷填寫姓名/名稱及香港地址)

For Internal use 此欄供內部使用

Please use this form if you want the Public Offer Shares to be issued in your name

如閣下欲以本身名義登記將獲發行的公開發售股份，請使用本表格

- * (1) An individual must provide his Hong Kong Identity Card number or, if he does not hold a Hong Kong Identity Card, his passport number. A body corporate must provide its Hong Kong Business Registration number. Each joint applicant must provide its or his relevant number. The Hong Kong Identity Card number(s)/passport number(s)/Hong Kong Business Registration number(s) will be transferred to a third party for checking the Application Form's validity. 個別人士須填寫其香港身份證號碼或（如非香港身份證持有人）護照號碼。法人團體須填寫其香港商業登記號碼。每名聯名申請人均須提供其相關號碼。該等香港身份證號碼／護照號碼／香港商業登記號碼將轉交第三方以核實申請表格的有效性。
- (2) Part of the Hong Kong Identity Card number/passport number of you or, for joint applicants, the first-named applicant may be printed on your refund cheque (if any). Your banker may require verification of your Hong Kong Identity Card number/passport number before you can cash your refund cheque. 退款支票（如有）上或會印有閣下或（如屬聯名申請人）排名首位申請人的香港身份證號碼／護照號碼的一部分。銀行兌現退款支票前或會要求查證閣下的香港身份證號碼／護照號碼。
- (3) If an application is made by an unlisted company and:
- the principal business of that company is dealing in securities; and
 - you exercise statutory control over that company;
- then the application will be treated as being made for your benefit.
如申請人是一家非上市公司，且：
- 該公司的主要業務為證券買賣；及
 - 閣下可對該公司行使法定控制權，
- 是項申請將視作為閣下的利益提出。

This page is intentionally left blank
此乃白頁 特意留空

How to make your application

- Use the table below to calculate how much you must pay. Your application must be for a minimum of 2,000 Public Offer Shares and an integral multiple of 2,000 Public Offer Shares, up to and including a maximum of 9,000,000 Public Offer Shares, or your application will be rejected. The table belows sets out certain integral multiples of 2,000 Public Offer Shares applied for and total amount payable on application in HK\$ for reference:

NUMBER OF PUBLIC OFFER SHARES THAT MAY BE APPLIED FOR AND PAYMENTS					
No. of Public Offer Shares applied for	Amount payable on application HK\$	No. of Public Offer Shares applied for	Amount payable on application HK\$	No. of Public Offer Shares applied for	Amount payable on application HK\$
2,000	2,525.20	80,000	101,007.70	3,000,000	3,787,788.75
4,000	5,050.39	100,000	126,259.63	4,000,000	5,050,385.00
6,000	7,575.58	200,000	252,519.25	5,000,000	6,312,981.25
8,000	10,100.77	300,000	378,778.88	6,000,000	7,575,577.50
10,000	12,625.97	400,000	505,038.50	7,000,000	8,838,173.75
12,000	15,151.16	500,000	631,298.13	8,000,000	10,100,770.00
14,000	17,676.35	600,000	757,557.75	9,000,000*	11,363,366.25
16,000	20,201.54	700,000	883,817.38		
18,000	22,726.74	800,000	1,010,077.00		
20,000	25,251.93	900,000	1,136,336.63		
40,000	50,503.85	1,000,000	1,262,596.25		
60,000	75,755.78	2,000,000	2,525,192.50		

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

- Complete the form in English and sign it. Only written signatures will be accepted (and not by way of personal chop).
- Staple your cheque or banker's cashier order to the form. Each application for the Public Offer Shares must be accompanied by either one separate cheque or one separate banker's cashier order. Your application will be rejected if your cheque or banker's cashier order does not meet all the following requirements:

The cheque must:	Banker's cashier order must:
<ul style="list-style-type: none"> be in Hong Kong dollars; not be post-dated; be made payable to "Bank of Communications (Nominee) Co. Ltd. – Prosper Construction Public Offer"; be crossed "Account Payee Only"; 	<ul style="list-style-type: none"> be issued by a licensed bank in Hong Kong, and have your name certified on the back by a person authorised by the bank. The name on the banker's cashier order must correspond with your name. If it is a joint application, the name on the back of the banker's cashier order must be the same as the first-named applicant's name.
<ul style="list-style-type: none"> be drawn on your Hong Kong dollar bank account in Hong Kong; and show your account name, which must either be pre-printed on the cheque, or be endorsed on the back by a person authorised by the bank. This account name must correspond with your name. If it is a joint application, the account name must be the same as the first-named applicant's name. 	

4. Tear off the Application Form, fold it once and lodge your completed Application Form (with cheque or banker's cashier order attached) to one of the collection boxes at any of the following branches of:

Bank of Communications Co., Ltd. Hong Kong Branch

District	Branch name	Branch address
Hong Kong Island:	Hong Kong Branch	20 Pedder Street, Central
	Wanchai Sub-Branch	Shop B on G/F., Johnston Court, 32-34 Johnston Road
Kowloon:	Kowloon Sub-Branch	G/F., 563 Nathan Road
	Lam Tin Sub-Branch	Shop No.5 & 9, G/F., Kai Tin Towers, 51-67C Kai Tin Road, Lam Tin
New Territories:	Market Street Sub-Branch	G/F., 49-55 Tsuen Wan Market Street, Tsuen Wan

Wing Lung Bank Limited

District	Branch name	Branch address
Hong Kong Island:	Head Office	45 Des Voeux Road Central
	Johnston Road Branch	118 Johnston Road
	Kennedy Town Branch	28 Catchick Street
Kowloon:	Mongkok Branch	B/F Wing Lung Bank Centre, 636 Nathan Road
	Lam Tin Sceneway Plaza Branch	Shop 59, 3/F Sceneway Plaza, 8 Sceneway Road

5. Your Application Form can be lodged at these times:
- Thursday, 30 June 2016 – 9:00 a.m. to 5:00 p.m.**
Saturday, 2 July 2016 – 9:00 a.m. to 1:00 p.m.
Monday, 4 July 2016 – 9:00 a.m. to 5:00 p.m.
Tuesday, 5 July 2016 – 9:00 a.m. to 5:00 p.m.
Wednesday, 6 July 2016 – 9:00 a.m. to 5:00 p.m.
Thursday, 7 July 2016 – 9:00 a.m. to 5:00 p.m.
Friday, 8 July 2016 – 9:00 a.m. to 12:00 noon
6. The latest time for lodging your application is 12:00 noon on Friday, 8 July 2016. The application lists will be open between 11:45 a.m. to 12:00 noon on that day, subject only to the weather conditions, as described in “10. Effects of Bad Weather on the Opening of the Application Lists” in the “How to Apply for Public Offer Shares and Employee Reserved Shares” section of the Prospectus.

申請手續

1. 使用下表計算閣下應付的款項。閣下申請認購的股數須至少為2,000股公開發售股份並以2,000股公開發售股份之完整倍數作出（最多可達上限9,000,000股公開發售股份），否則恕不受理。下表列出申請認購2,000股公開發售股份的若干完整倍數以及申請時應繳付的港元股款總額，以供參考：

可供申請認購的公開發售股份數目及應繳股款					
申請公開發售股份數目	申請時應繳款項 港元	申請公開發售股份數目	申請時應繳款項 港元	申請公開發售股份數目	申請時應繳款項 港元
2,000	2,525.20	80,000	101,007.70	3,000,000	3,787,788.75
4,000	5,050.39	100,000	126,259.63	4,000,000	5,050,385.00
6,000	7,575.58	200,000	252,519.25	5,000,000	6,312,981.25
8,000	10,100.77	300,000	378,778.88	6,000,000	7,575,577.50
10,000	12,625.97	400,000	505,038.50	7,000,000	8,838,173.75
12,000	15,151.16	500,000	631,298.13	8,000,000	10,100,770.00
14,000	17,676.35	600,000	757,557.75	9,000,000*	11,363,366.25
16,000	20,201.54	700,000	883,817.38		
18,000	22,726.74	800,000	1,010,077.00		
20,000	25,251.93	900,000	1,136,336.63		
40,000	50,503.85	1,000,000	1,262,596.25		
60,000	75,755.78	2,000,000	2,525,192.50		

* 閣下可申請認購的公開發售股份數目上限。

2. 以英文填妥申請表格並簽署。只接納親筆簽名（不得以個人印章代替）。
3. 閣下須將支票或銀行本票釘於表格上。每份公開發售股份申請須附一張獨立開出支票或一張獨立開出銀行本票。支票或銀行本票必須符合以下所有規定，否則有關的認購申請將不獲接納：

支票必須：	銀行本票必須：
<ul style="list-style-type: none"> • 以港元開出； • 不得為期票； • 註明抬頭人為「交通銀行（代理人）有限公司－瑞港建設公開發售」； • 劃線註明「只准入抬頭人賬戶」； 	<ul style="list-style-type: none"> • 須由香港持牌銀行開出，並由有關銀行授權的人士在銀行本票背面簽署核證閣下的姓名／名稱。銀行本票所示姓名／名稱必須與閣下的姓名／名稱相同。如屬聯名申請，銀行本票背面所示姓名／名稱必須與排名首位申請人的姓名／名稱相同。
<ul style="list-style-type: none"> • 從閣下在香港的港元銀行賬戶中開出；及 • 顯示閣下的賬戶名稱，而該賬戶名稱必須已預印在支票上，或由有關銀行授權的人士在支票背書。該賬戶名稱必須與閣下姓名／名稱相同。如屬聯名申請，賬戶名稱必須與排名首位申請人的姓名／名稱相同。 	

4. 請撕下申請表格，對摺一次，然後將填妥的申請表格（連同支票或銀行本票）投入下列任何一家分行特設的收集箱：

交通銀行股份有限公司香港分行

區域	分行	分行地址
港島：	香港分行	中環畢打街20號
	灣仔支行	莊士敦道32-34號莊士敦大樓地下B舖
九龍：	九龍支行	彌敦道563號地下
	藍田支行	藍田啟田道51-67C號啟田大廈地下5號及9號舖
新界：	街市街支行	荃灣荃灣街市街49-55號地下

永隆銀行有限公司

區域	分行	分行地址
港島：	總行	德輔道中45號
	莊士敦道分行	莊士敦道118號
	堅尼地城分行	吉席街28號
九龍：	旺角分行	彌敦道636號永隆銀行中心地庫
	藍田滙景廣場分行	藍田滙景道8號滙景廣場第三層59號舖

5. 閣下可於下列時間遞交申請表格：

2016年6月30日（星期四）— 上午九時正至下午五時正
2016年7月2日（星期六）— 上午九時正至下午一時正
2016年7月4日（星期一）— 上午九時正至下午五時正
2016年7月5日（星期二）— 上午九時正至下午五時正
2016年7月6日（星期三）— 上午九時正至下午五時正
2016年7月7日（星期四）— 上午九時正至下午五時正
2016年7月8日（星期五）— 上午九時正至中午十二時正

6. 截止遞交申請的時間為2016年7月8日（星期五）中午十二時正。本公司將於當日上午十一時四十五分至中午十二時正期間登記認購申請，唯一會影響此時間的變化因素為當日的天氣情況（詳見招股章程「如何申請公開發售股份及僱員預留股份」一節「10.惡劣天氣對辦理申請登記的影響」）。

Prosper Construction Holdings Limited

瑞港建設控股有限公司

(Incorporated in the Cayman Islands with limited liability)

Share Offer

Conditions of your application

A. Who can apply

1. You and any person(s) for whose benefit you are applying must be 18 years of age or older and must have a Hong Kong address.
2. If you are a firm, the application must be in the individual members' names.
3. The number of joint applicants may not exceed four.
4. If you are a body corporate, the application must be signed by a duly authorised officer, who must state his representative capacity, and stamped with your corporation's chop.
5. You must be outside the United States, not be a United States Person (as defined in the applicable securities laws and regulations of the United States) and not be a legal or natural person of the PRC.
6. Unless permitted by the Listing Rules, you cannot apply for any Public Offer Shares if you:
 - are an existing beneficial owner of shares in the Company and/or any of its subsidiaries;
 - are a director or a chief executive officer of the Company and/or any of its subsidiaries;
 - are an associate (as defined in the Listing Rules) of any of the above;
 - are a connected person (as defined in the Listing Rules) of the Company or will become a connected person of the Company immediately upon completion of the Share Offer; or
 - have been allocated or have applied for any Placing Shares or otherwise participate in the Placing.

B. If you are a nominee

You, as a nominee, may make more than one application for the Public Offer Shares by: (i) giving **electronic application instructions** to HKSCC via Central Clearing and Settlement System ("CCASS") (if you are a CCASS Participant); or (ii) using a **WHITE** or **YELLOW** Application Form, and lodge more than one application in your own name on behalf of different beneficial owners, unless you are applying for Employee Reserved Shares as an Eligible Employee by using a **PINK** Application Form.

C. 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 an agent or a nominee on behalf of each person for whom you act:

- undertake to execute all relevant documents and instruct and authorise the Company and/or the Sole Sponsor and/or the Joint Bookrunners (or their respective agents or nominees), as agents of the Company, to execute any documents for you and to do on your behalf all things necessary to register any Public Offer Shares allocated to you in your name or in the name of HKSCC Nominees as required by the Articles of Association;
- agree to comply with the Companies Ordinance, the Companies (Winding Up and Miscellaneous Provisions) Ordinance and the Articles of Association;
- confirm that you have read the terms and conditions and application procedures set out in the Prospectus and in this Application Form and agree to be bound by them;

- confirm that you have received and/or read the Prospectus and have only relied on the information and representations contained in the Prospectus in making your application and will not rely on any other information or representations except those in any supplement to the Prospectus;
- confirm that you are aware of the restrictions on the Share Offer in the Prospectus;
- agree that none of the Company, the Sole Sponsor, the Joint Bookrunners, the Underwriters, their respective directors, officers, employees, partners, agents, advisers and any other parties involved in the Share Offer is or will be liable for any information and representations not in the Prospectus (and any supplement to it);
- undertake and confirm that you or the person(s) for whose benefit you have made the application have not applied for or taken up, or indicated an interest for, and will not apply for or take up, or indicate an interest for, any Offer Shares under the Placing nor participated in the Placing;
- agree to disclose to the Company, the Hong Kong Branch Share Registrar (defined below), receiving banks, the Sole Sponsor, the Joint Bookrunners, the Underwriters and/or their respective advisers and agents any personal data which they may require about you and the person(s) for whose benefit you have made the application;
- if the laws of any place outside Hong Kong apply to your application, agree and warrant that you have complied with all such laws and none of the Company, the Sole Sponsor, the Joint Bookrunners and the Underwriters nor any of their respective officers or advisers will breach any law outside Hong Kong as a result of the acceptance of your offer to purchase, or any action arising from your rights and obligations under the terms and conditions contained in the Prospectus and this Application Form;
- agree that once your application has been accepted, you may not rescind it because of an innocent misrepresentation;
- agree that your application will be governed by the laws of Hong Kong;
- represent, warrant and undertake that (i) you understand that the Public Offer Shares have not been and will not be registered under the applicable securities laws and regulations of the United States; and (ii) you and any person for whose benefit you are applying for the Public Offer Shares are outside the United States (as defined in applicable securities laws and regulations of the United States) or are a person exempted under applicable securities laws and regulations of the United States;
- warrant that the information you have provided is true and accurate;
- agree to accept the Public Offer Shares applied for, or any lesser number allocated to you under the application;
- authorise the Company to place your name(s), or the name of the HKSCC Nominees, on the Company's register of members as the holder(s) of any Public Offer Shares allocated to you, and the Company and/or its agents to send any share certificate(s) and/or any e-Auto Refund payment instructions and/or any refund cheque(s) to you or the first-named applicant for joint application by ordinary post at your own risk to the address stated on the application, unless you are entitled to and have chosen to collect the share certificate(s) and/or refund cheque(s) in person;

- declare and represent that this is the only application made and the only application intended by you to be made to benefit you or the person for whose benefit you are applying;
- understand that the Company, the Sole Sponsor and the Joint Bookrunners will rely on your declarations and representations in deciding whether or not to make any allotment of any of the Public Offer Shares to you and that you may be prosecuted for making a false declaration;
- (if the application is made for your own benefit) warrant that no other application has been or will be made for your benefit on a **WHITE** or **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC or through the **HK eIPO White Form** service by you or by any one as your agent or by any other person, other than on a **PINK** Application Form as an Eligible Employee; and
- (if you are making the application as an agent for the benefit of another person) warrant that (i) no other application has been or will be made by you as agent for or for the benefit of that person or by that person or by any other person as agent for that person on a **WHITE** or **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC and (ii) you have due authority to sign the Application Form or give **electronic application instructions** on behalf of that other person as their agent.

D. Power of attorney

If your application is made through an authorised attorney, the Company and the Sole Sponsor may accept or reject your application at their discretion, and on any conditions they think fit, including evidence of the attorney's authority.

Determination of Offer Price and Allocation of Public Offer Shares

The Offer Price is expected to be fixed on or around Monday, 11 July 2016. Applicants are required to pay the maximum Offer Price of HK\$1.25 for each Public Offer Share together with 1% brokerage, 0.0027% SFC transaction levy and 0.005% Hong Kong Stock Exchange trading fee. If the Offer Price is not agreed between the Company and the Sole Sponsor (on behalf of the Underwriters) on or before Monday, 18 July 2016, the Share Offer will not proceed.

Applications for Public Offer Shares will not be processed and no allotment of any Public Offer Shares will be made until the application lists close.

The Company expects to announce the final Offer Price, the indication of the levels of interest in the Placing, the level of applications in the Public Offer and the Employee Preferential Offering and basis of allocation of the Public Offer Shares and Employee Reserved Shares available under the Public Offer and Employee Preferential Offering on or before Tuesday, 19 July 2016 in the South China Morning Post (in English), Hong Kong Economic Times (in Chinese), the website of the Hong Kong Stock Exchange at www.hkexnews.hk and the Company's website at www.prosperch.com. The results of allocations and the Hong Kong Identity Card numbers, passport numbers, of successful applicants under the Public Offer and the Employee Preferential Offering will be made available through a variety of channels, including (i) the website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the Company's website (www.prosperch.com); (ii) the designated results of allocations website at www.tricor.com.hk/ipo/result with a "search by ID" function on a 24-hour basis from 8:00 a.m. on Tuesday, 19 July 2016 to 12:00 midnight on Monday, 25 July 2016; (iii) telephone enquiry line by calling +852 3691 8488 between 9:00 a.m. and 6:00 p.m. from Tuesday, 19 July 2016 to Friday, 22 July 2016 (excluding Saturday, Sunday and public holiday); and (iv) the special allocation results booklets which will be available for inspection during opening hours from Tuesday, 19 July 2016 to Thursday, 21 July 2016 at all the receiving banks' designated branches and sub-branches as described in the section headed "How to Apply for Public Offer Shares and Employee Reserved Shares – 11. Publication of Results" in the Prospectus.

If your application for Public Offer Shares is successful (in whole or in part)

If you apply for 1,000,000 or more Public Offer Shares, you may collect your refund cheque(s) and/or share certificate(s) in person from Tricor Investor Services Limited ("Hong Kong Branch Share Registrar") at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong on Tuesday, 19 July 2016 or such other date as notified by the Company in the newspapers.

If you are an individual who is eligible for personal collection, you must not authorise any other person to collect for you. If you are a corporate applicant which is eligible for personal collection, your authorised representative must bear a letter of authorisation from your corporation stamped with your corporation's chop. Both individuals and authorised representatives must produce, at the time of collection, evidence of identity acceptable to the Hong Kong Branch Share Registrar.

If you do not collect your refund cheque(s) and/or share certificate(s) personally within the time period specified for collection, they will be despatched promptly to the address as specified on this Application Form by ordinary post at your own risk.

If you apply for less than 1,000,000 Public Offer Shares, your refund cheque(s) and/or share certificate(s) will be sent to the address on this Application Form on or before Tuesday, 19 July 2016, by ordinary post and at your own risk.

Refund of your money

If you do not receive any Public Offer Shares or if your application is accepted only in part, the Company will refund to you your application monies (including the related 1% brokerage, 0.0027% SFC transaction levy and 0.005% Hong Kong Stock Exchange trading fee) without interest. If the offer price is less than the maximum Offer Price, the Company will refund to you the surplus application monies (including the related 1% brokerage, 0.0027% SFC transaction levy and 0.005% Hong Kong Stock Exchange trading fee of such surplus) without interest.

The refund procedures are stated in the "Despatch/Collection of share certificates and refund monies" in the "How to Apply for Public Offer Shares and Employee Reserved Shares" section of the Prospectus.

Application by HKSCC Nominees Limited ("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 form is signed by HKSCC Nominees:

- "Applicants' declaration" on the first page;
- "Warning" on the first page;
- "If you are a nominee";
- All representations and warranties under the "Effect of completing and submitting this Application Form" section, except the first one 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;
- "If your application for Public Offer Shares is successful (in whole or in part)"; and
- "Refund of your money".

The following sections in the "How to Apply for Public Offer Shares and Employee Reserved Shares" section of the Prospectus are inapplicable where this form is signed by HKSCC Nominees:

- "8. How many applications can you make"; and
- "12. Circumstances in which you will not be allotted Offer Shares".

Prosper Construction Holdings Limited
瑞港建設控股有限公司
(於開曼群島註冊成立之有限公司)

股份發售

申請條件

甲. 可申請的人士

- 閣下及閣下代為申請的受益人必須年滿18歲並有香港地址。
- 倘閣下為商號，申請須以個人成員名義提出。
- 聯名申請人的人數不可超過四名。
- 倘閣下為法人團體，則申請須經獲正式授權的人士簽署(該人士須註明其代表身份)並加蓋公司印章。
- 閣下必須身處美國境外，並非美國籍人士(定義見適用的美國證券法例及規例)，亦非中國法人或自然人。
- 除非上市規則允許，否則倘閣下為下列人士，即不得申請任何公開發售股份：
 - 本公司及／或其任何附屬公司股份的現有實益擁有人；
 - 本公司及／或其任何附屬公司的董事或行政總裁；
 - 上述任何人士的聯繫人(定義見上市規則)；
 - 本公司的關連人士(定義見上市規則)或緊隨股份發售完成後將成為本公司關連人士的人士；或
 - 獲分配或已申請任何配售股份或以其他方式參與配售的人士。

乙. 如閣下為代名人

閣下作為代名人可提交超過一份公開發售股份申請，惟閣下以合資格僱員身份以粉紅色申請表格提出申請僱員預留股份除外，方法是：(i)透過中央結算及交收系統(「中央結算系統」)向香港結算發出電子認購指示(如閣下為中央結算系統參與者)；或(ii)使用白色或黃色申請表格，以自身名義代表不同的實益擁有人提交超過一份申請。

丙. 填交本申請表格的效用

閣下填妥並遞交本申請表格，即表示閣下(如屬聯名申請人，即各人共同及個別)代表閣下本身，或作為閣下代其行事的每位人士的代理或代名人：

- 承諾簽立所有有關文件，及指示並授權本公司及／或獨家保薦人及／或聯席賬簿管理人(或其各自的代理或代名人)作為本公司代理為閣下簽立任何文件，並代表閣下處理一切必要事務，以便根據組織章程細則的規定，以閣下或香港結算代理人的名義登記閣下獲分配的任何公開發售股份；
- 同意遵守公司條例、公司(清盤及雜項條文)條例及組織章程細則；
- 確認閣下已閱讀招股章程及本申請表格所載條款及條件以及申請手續，並同意受其約束；

- 確認閣下已接獲及／或閱讀招股章程，並於作出申請時僅依賴招股章程所載資料及陳述，且將不會依賴招股章程任何補充文件以外的任何其他資料或陳述；
- 確認閣下已知悉招股章程內有關股份發售的限制；
- 同意本公司、獨家保薦人、聯席賬簿管理人、包銷商及其各自的董事、高級職員、僱員、合夥人、代理、顧問及參與股份發售的任何其他各方均不會或將不會對招股章程(及其任何補充文件)之外的任何資料及陳述負責；
- 承諾及確認閣下或閣下為其利益提出申請的人士並無申請或認購或表示有意申請或認購，且將不會申請或認購或表示有意申請或認購配售項下的任何發售股份，亦不會參與配售；
- 同意向本公司、香港股份過戶登記分處(定義見下文)、收款銀行、獨家保薦人、聯席賬簿管理人、包銷商及／或其各自的顧問及代理披露其所需有關閣下及閣下為其利益提出申請的人士的任何個人資料；
- 倘香港以外任何地區的法例適用於閣下的申請，則閣下同意及保證閣下已遵守所有有關法例，而本公司、獨家保薦人、聯席賬簿管理人及包銷商或其各自的任何高級職員或顧問將不會因接納閣下的購買要約或因閣下於招股章程及本申請表格所載條款及條件項下的權利與義務所產生的任何行動而違反香港以外地區的任何法例；
- 同意閣下的申請一經接納，則閣下不可因無意作出的失實陳述而撤銷申請；
- 同意閣下的申請將受香港法例規管；
- 表示、保證及承諾(i)閣下明白公開發售股份並無及將不會根據適用的美國證券法例及規例登記；及(ii)閣下及閣下為其利益提出申請公開發售股份的人士身處美國境外(定義見適用的美國證券法例及規例)，或屬適用的美國證券法例及規例項下獲豁免的人士；
- 保證閣下所提供資料屬真實準確；
- 同意接納所申請數目或根據申請分配予閣下但數目較少的公開發售股份；
- 授權本公司將閣下的姓名／名稱或香港結算代理人的名稱列入本公司股東名冊，作為閣下獲分配的任何公開發售股份的持有人，並授權本公司及／或其代理以普通郵遞方式按申請所示地址向閣下或聯名申請的排名首位申請人發送任何股票及／或任何電子自動退款指示及／或任何退款支票，郵誤風險由閣下自行承擔，除非閣下有權領取並已選擇親身領取股票及／或退款支票；

如閣下欲以本身名義登記將獲發行的公開發售股份，請使用本表格

- 聲明及陳述此乃閣下為閣下或為其利益提出申請的人士所提出及擬提出的唯一申請；
- 明白本公司、獨家保薦人及聯席賬簿管理人將依賴閣下的聲明及陳述而決定是否向閣下配發任何公開發售股份，且閣下如作出虛假聲明，可能會被檢控；
- (倘本申請為閣下本身的利益提出) 保證閣下或作為閣下代理的任何人士或任何其他人士不曾亦不會為閣下的利益以白色或黃色申請表格或向香港結算或通過網上白表服務發出電子認購指示而提出其他申請，惟以合資格僱員身份以粉紅色申請表格提出申請則除外；及
- (倘閣下作為代理為另一人士的利益提出申請) 保證(i) 閣下(作為該人士的代理或為其利益) 或該人士或任何其他作為該人士代理的人士不曾亦不會以白色或黃色申請表格或向香港結算發出電子認購指示提出其他申請；及(ii) 閣下獲正式授權作為該人士的代理代為簽署申請表格或發出電子認購指示。

丁. 授權書

如閣下透過授權人士提出申請，本公司及獨家保薦人可按其認為合適的條件(包括出示獲授權證明)酌情接納或拒絕閣下的申請。

釐定發售價及公開發售股份的分配

預期發售價於2016年7月11日(星期一)或前後釐定。申請人須繳付每股公開發售股份1.25港元的最高發售價，另加1%經紀佣金、0.0027%證監會交易徵費及0.005%香港聯交所交易費。倘若本公司與獨家保薦人(代表包銷商)並無於2016年7月18日(星期一)或之前協定發售價，股份發售將不會進行。截止登記認購申請前，概不處理公開發售股份的申請或配發任何公開發售股份。

本公司預期於2016年7月19日(星期二)或之前在南華早報(以英文)、香港經濟日報(以中文)、香港聯交所網站(www.hkexnews.hk)及本公司網站(www.prosperch.com)公佈最終發售價、配售的踴躍程度、公開發售及僱員優先發售的申請水平以及公開發售及僱員優先發售項下公開發售股份及僱員預留股份的分配基準。按招股章程「如何申請公開發售股份及僱員預留股份—11.公佈結果」一節所述，公開發售及僱員優先發售項下的分配結果及獲接納申請人的香港身份證號碼、護照號碼將可透過多種渠道查閱，包括(i)香港聯交所網站(www.hkexnews.hk)及本公司網站(www.prosperch.com)；(ii)於2016年7月19日(星期二)上午八時正至2016年7月25日(星期一)午夜十二時正期間全日24小時在指定分配結果網站www.tricor.com.hk/ipo/result使用「按身份證號碼搜尋」功能查閱；(iii)於2016年7月19日(星期二)至2016年7月22日(星期五)(不包括星期六、星期日及公眾假期)上午九時正至下午六時正致電電話查詢熱線+852 3691 8488查詢；及(iv)於2016年7月19日(星期二)至2016年7月21日(星期四)期間在收款銀行各指定分行及支行的營業時間內查閱特備的分配結果小冊子。

如閣下成功申請認購公開發售股份(全部或部分)

如閣下申請認購1,000,000股或以上公開發售股份，閣下可於2016年7月19日(星期二)或本公司在報章上公佈的其他日期，親身前往卓佳證券登記有限公司(「香港股份過戶登記分處」)(地址為香港皇后大道東183號合和中心22樓)領取閣下的退款支票及／或股票。

如閣下為個人申請人並合資格親身領取，閣下不得授權任何其他人士代領。如閣下為公司申請人並合資格派人領取，閣下的授權代表須攜同蓋上公司印鑑的授權書領取。個人申請人及授權代表領取股票時均須出示香港股份過戶登記分處接納的身份證明文件。

如閣下並無在指定領取時間內親身領取閣下的退款支票及／或股票，有關退款支票及／或股票將會立刻以普通郵遞方式寄往本申請表格所示地址，郵誤風險由閣下承擔。如閣下申請認購1,000,000股以下公開發售股份，閣下的退款支票及／或股票將於2016年7月19日(星期二)或之前以普通郵遞方式寄往本申請表格所示地址，郵誤風險由閣下承擔。

退回款項

若閣下未獲分配任何公開發售股份或申請僅部分獲接納，本公司將不計利息退回閣下的申請股款(包括相關的1%經紀佣金、0.0027%證監會交易徵費及0.005%香港聯交所交易費)。如發售價低於最高發售價，本公司將不計利息退回多收申請股款(包括多收申請股款相關的1%經紀佣金、0.0027%證監會交易徵費及0.005%香港聯交所交易費)。有關退款程序載於招股章程「如何申請公開發售股份及僱員預留股份」一節「發送／領取股票及退還股款」一段。

香港中央結算(代理人)有限公司(「香港結算代理人」)提出的申請

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的人士簽署，本申請表格與招股章程不符的條文將不適用，且以招股章程所述者為準。

在不限制此段一般應用的前提下，本申請表格的以下部分在香港結算代理人作簽署人的情況下並不適用：

- 第一頁的「申請人聲明」；
- 第一頁的「警告」；
- 「如閣下為代名人」；
- 「填交本申請表格的效用」一節項下的所有陳述及保證，惟首項有關以申請人名義登記公開發售股份及簽署使申請人登記成為公開發售股份持有人的文件除外；
- 「如閣下成功申請認購公開發售股份(全部或部分)」；及
- 「退回款項」。

招股章程「如何申請公開發售股份及僱員預留股份」一節的以下部分在香港結算代理人作簽署人的情況下並不適用：

- 「8.閣下可提交的申請數目」；及
- 「12.閣下不獲配發發售股份的情況」。

Personal Data

Personal Information Collection Statement

This Personal Information Collection Statement informs the applicant for, and holder of, Public Offer Shares, of the policies and practices of the Company and its Hong Kong Branch 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 Branch Share Registrar when applying for securities or transferring securities into or out of their names or in procuring the services of the Hong Kong Branch 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 Branch Share Registrar to effect transfers or otherwise render their services. It may also prevent or delay registration or transfers of the Public Offer Shares which you have successfully applied for and/or the despatch 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 Branch Share Registrar immediately of any inaccuracies in the personal data supplied.

2. Purposes

The personal data of the securities holders may be used, held, processed and/or stored (by whatever means) for the following purposes:

- processing your application and e-Auto Refund payment instructions or 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 Public Offer Shares;
- compliance with applicable laws, rules or regulations (whether statutory or otherwise) in Hong Kong and elsewhere, including requirements of the Hong Kong Stock Exchange, the SFC and any other statutory or governmental bodies;
- 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 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 Branch 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 Branch Share Registrar relating to the securities holders will be kept confidential but the Company and its Hong Kong Branch 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, its advisers or its appointed agents such as financial advisers, receiving bankers and overseas principal registrar;
- enable compliance with all applicable laws and regulations in Hong Kong and elsewhere;
- 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 broker whose company chop or other identification number has been placed on this Application Form (where applicable);
- any agents, contractors or third-party service providers who offer administrative, telecommunications, computer, payment or other services to the Company or the Hong Kong Branch Share Registrar in connection with the operation of their respective businesses;
- 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. Retention of personal data

The Company and its Hong Kong Branch Share Registrar will keep the personal data of the applicants and holders of securities for as long as necessary to fulfil the purposes for which the personal data were collected. Personal data which is no longer required will be destroyed or dealt with in accordance with the Ordinance.

5. Access to and correction of personal data

Securities holders have the right to ascertain whether the Company or the Hong Kong Branch 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 Branch 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 the Company, at its 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 the Hong Kong Branch 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.

個人資料

個人資料收集聲明

此項個人資料收集聲明是向公開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分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分處的服務時，必須向本公司或其代理及香港股份過戶登記分處提供準確的個人資料。

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分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公開發售股份及／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分處。

2. 目的

證券持有人的個人資料可被採用及以任何方式持有、處理及／或保存，以作下列用途：

- 處理閣下的申請及電子自動退款指示或退款支票(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佈公開發售股份的分配結果；
- 遵守香港及其他地區的適用法例、規則或規例(不論為法定或其他規定)，包括香港聯交所、證監會及任何其他法定或政府部門之規定；
- 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；
- 透過報章公佈或以其他方式披露成功申請人的身份；
- 披露有關資料以便就權益索償；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分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分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分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、其顧問或其委任的代理，如財務顧問、收款銀行及海外主要過戶登記處；
- 確保遵守香港及其他地區所有適用法例及規例；
- 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將會就中央結算系統的運作使用有關個人資料；
- 任何已將公司印章或其他識別號碼列於本申請表格上的經紀(如適用)；
- 向本公司或香港股份過戶登記分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、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、規則或規例；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. 個人資料的保留

本公司及其香港股份過戶登記分處將按收集個人資料所需的用途保留證券申請人及持有人的個人資料。無需保留的個人資料將會根據條例銷毀或處理。

5. 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分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。本公司及香港股份過戶登記分處有權就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，或向香港股份過戶登記分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。