

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)

SHARE OFFER

Number of Offer Shares under the Share Offer : 200,000,000 Shares (subject to the Over-allotment Option)
Number of Public Offer Shares : 20,000,000 Shares (subject to reallocation)
Number of Placing Shares : 180,000,000 Shares (subject to reallocation and the Over-allotment Option)
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)
Nominal value : HK\$0.01 per Share
Stock code : 6816

股份發售

股份發售的發售股份數目 : 200,000,000股股份(視乎超額配股權行使與否而定)
公開發售股份數目 : 20,000,000股股份(可予重新分配)
配售股份數目 : 180,000,000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)
面值 : 每股股份0.01港元
股份代號 : 6816

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").

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 applicable securities laws and regulations 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.

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.

Your attention is drawn to the paragraph headed "Personal Information Collection Statement" which sets out the policies and practices of the Company and Tricor Investor Services Limited ("Hong Kong Branch Share Registrar") in relation to personal data and compliance with the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong.

You should read this Application Form in conjunction with the Prospectus, which contains further information on the application procedures.

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。

本申請表格及招股章程概不構成在香港以外任何司法權區要約出售或游說要約購買任何公開發售股份。若無根據適用的美國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。

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。

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。

閣下請留意「個人資料收集聲明」一段, 當中載有本公司及卓佳證券登記有限公司(「香港股份過戶登記分處」)有關個人資料及遵守香港法例第486章個人資料(私隱)條例的政策和慣例。

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 "Company")
The Sole Sponsor
The Joint Bookrunners
The Public Offer Underwriters

致: 瑞港建設控股有限公司(「貴公司」)
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 sub-section headed "4. Terms and Conditions of an Application" in the "How to Apply for Public Offer Shares and Employee Reserved Shares" section of the Prospectus.

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。請參閱招股章程「如何申請公開發售股份及僱員預留股份」一節「4.申請的條款及條件」分節。

Warning: Only one application may be made for the benefit of any person.

警告: 任何人士只限作出一次為其利益而進行的認購申請。

We confirm that we have (i) complied with the Guidelines for Electronic Public Offerings and the Operational Procedures for HK eIPO White Form Applications submitted via banks/stockbrokers and all applicable laws and regulations (whether statutory or otherwise) in relation to the provision of our HK eIPO White Form services in connection with the Public Offer; 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 Public 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 of the Company;

enclose payment in full for the Public Offer Shares applied for, including brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%;

confirm that the underlying applicants have undertaken and agreed to accept the Public Offer Shares applied for, or any lesser number allocated to such underlying applicants on this application;

authorise 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 Public 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) and/or e-Auto Refund payment instruction(s) (where applicable) in accordance with the procedures prescribed in this Application Form and in the Prospectus;

request that any e-Auto Refund payment instructions be despatched to the application payment bank 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 and to send any such refund cheque(s) by ordinary post at that underlying applicant's own risk to the address stated on the application in accordance with the procedures prescribed in this Application Form and in the Prospectus;

confirm that each underlying applicant has read the terms and conditions and application procedures set out in this Application Form and in the Prospectus and in the designated website at www.hkeipo.hk and agrees to be bound by them;

represent, warrant and undertake that the allotment of or application for the Public Offer Shares to or by each underlying applicant for whose benefit this application is made would not require the Company, the Sole Sponsor, the Joint Bookrunners and/or the Underwriters to comply with any requirements under any law or regulation (whether or not having the force of law) of any territory outside Hong Kong; and

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(i)遵守電子公開發售指引及透過銀行/股票經紀遞交網上白表申請的運作程序以及與吾等就公開發售提供網上白表服務有關的所有適用法例及規例(法定或其他); 及(ii)細閱招股章程及本申請表格所載的條款及條件及申請手續, 並同意受其約束。為代表與本申請有關的每一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, 並在貴公司組織章程大綱及細則的規限下, 申請以下數目的公開發售股份;

隨附申請公開發售股份所需的全數付款(包括1%經紀佣金、0.0027%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彼等根據本申請所申請的公開發售股份, 或彼等根據本申請獲分配的任何較少數目公開發售股份;

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公開發售股份的持有人, 並(在符合本申請表格所載的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寄發任何股票及/或任何退款支票及/或電子自動退款指示(如適用);

要求將任何電子自動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的申請人的退款支票以相關申請人為抬頭人, 並根據本申請表格或招股章程所述程序將任何有關退款支票以普通郵遞方式寄發到申請所列的地址, 郵誤風險概由相關申請人承擔;

確認各相關申請人已細閱並同意遵守本申請表格、招股章程及指定網站www.hkeipo.hk所載的條款、條件及申請手續;

聲明、保證及承諾向各相關申請人或由各相關申請人或為其利益而提出本申請的人士配發或申請公開發售股份, 不會引致貴公司、獨家保薦人、聯席賬簿管理人及/或包銷商須從香港以外任何地區的任何法例或規例的任何規定(不論是否具法律效力); 及

同意本申請、對本申請的任何接納及據此訂立的合約, 將受香港法例規管及按其詮釋。

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	Public Offer Shares on behalf of the underlying applicants whose details are contained in the read-only CD-ROM submitted with this Application Form. 公開發售股份(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內)。
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3 A total of 合共	cheque(s) 支票	Cheque Number(s) 支票編號
are enclosed for a total sum of 其總金額為	HK\$	Name of Bank 銀行名稱
	港元	

4 Please use BLOCK letters 請用正體填寫			
Name of HK eIPO White Form Service Provider 網上白表服務供應商名稱			
Chinese Name 中文名稱		HK eIPO White Form Service Provider ID 網上白表服務供應商身份識別號碼	
Name of contact person 聯絡人姓名		Contact number 聯絡電話號碼	Fax number 傳真號碼
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 Internal use 此欄供內部使用			

HOW TO MAKE YOUR APPLICATION

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

2 Put in Box 2 (in figures) the total number of Public 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 **HK eIPO White Form 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 Public Offer Shares applied for in Box 1.

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 "Bank of Communications (Nominee) Co. Ltd. – Prosper Construction Public Offer";
- be crossed "Account Payee Only";
- not be post dated; and
- be signed by the authorised signatories of the **HK eIPO White Form 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 Sole Sponsor 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, **HK eIPO White Form 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, Public Offer Shares, of the policies and practices of the Company and the 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 the 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 dispatch of share certificate(s) and/or refund cheque(s) and/or e-Auto Refund payment instruction 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 held and processed for the following purposes:

processing your application and/or refund cheque and/or e-Auto Refund payment instruction 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 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 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 the Hong Kong Branch Share Registrar relating to the securities holders will be kept confidential but the Company and the 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's appointed agents such as advisers, receiving bankers and overseas principal share 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 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. 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 us, at our registered address disclosed in the section headed "Corporate Information" 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.

DELIVERY OF THIS APPLICATION FORM

This completed Application Form, together with the appropriate cheque(s) together with a sealed envelope containing the CD-ROM, if any, must be submitted to the following receiving bank by 4:00 p.m. on Friday, 8 July 2016:

Bank of Communications Co., Ltd. Hong Kong Branch
25/F., Bank of Communications Tower,
231-235 Gloucester Road,
Wan Chai,
Hong Kong