

TO BE VALID, THE WHOLE OF THIS APPLICATION FORM MUST BE RETURNED
本申請表格必須整份交回方為有效

IMPORTANT
重要提示

IF YOU ARE IN ANY DOUBT AS TO ANY ASPECT OF THIS APPLICATION FORM OR AS TO THE ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR STOCKBROKER OR OTHER REGISTERED DEALER IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER.

閣下如對本申請表格或應採取之行動有任何疑問，應諮詢閣下之股票經紀或其他註冊證券交易商、銀行經理、律師、專業會計師或其他專業顧問。

THIS APPLICATION FORM IS VALUABLE BUT IS NOT TRANSFERABLE AND IS FOR THE USE OF THE QUALIFYING SHAREHOLDER(S) NAMED BELOW ONLY. NO APPLICATION CAN BE MADE AFTER 4:00 P.M. ON THURSDAY, 5 FEBRUARY 2015.

本申請表格具有價值，但不可轉讓，並僅供下列合資格股東使用。申請最遲須於二零一五年二月五日(星期四)下午四時正前遞交。

Reference is made to the prospectus (“Prospectus”) issued by Far East Holdings International Limited (“Company”) dated 22 January 2015 in relation to the Open Offer. Terms used herein shall have the same meanings as defined in the Prospectus unless the context otherwise requires.

遠東控股國際有限公司(「本公司」)於二零一五年一月二十二日刊發有關公開發售之章程(「章程」)。除文義另有所指外，本表格所用詞彙與章程所界定者具有相同涵義。

A copy of each of the Prospectus Documents, together with the documents mentioned in the paragraph headed “Documents delivered to the Registrar of Companies in Hong Kong” in appendix III to the Prospectus have been registered with the Registrar of Companies in Hong Kong pursuant to Section 38D of the Companies (Winding Up and Miscellaneous Provisions) Ordinance. The Registrar of Companies in Hong Kong and the Securities and Futures Commission of Hong Kong take no responsibility as to the contents of these documents.

每份章程文件及於章程附錄三標題為「送呈香港公司註冊處處長之文件」一段內所述之文件，已根據公司(清盤及雜項條文)條例第38D條之規定向香港公司註冊處處長登記。香港公司註冊處處長及香港證券及期貨事務監察委員會對此等文件之內容概不負責。

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and the 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 the contents of this Application Form.

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」)對本申請表格之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不就本申請表格全部或任何部份內容而產生或倚賴該等內容而引致之任何損失承擔任何責任。

Subject to the granting of listing of, and permission to deal in, the Offer Shares on the Stock Exchange, the Offer Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the respective commencement dates of dealings in the Offer Shares on the Stock Exchange or such other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second trading day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

待發售股份獲批准於聯交所上市及買賣後，發售股份將獲香港結算接納為合資格證券，由發售股份於聯交所分別開始買賣日期或香港結算釐定之有關其他日期起，可於中央結算系統內寄存、結算及交收。聯交所參與者之間於任何交易日進行之交易須於其後之第二個交易日透過中央結算系統進行交收。中央結算系統內之一切活動均須根據不時生效之中央結算系統一般規則及中央結算系統運作程序規則進行。



遠東控股國際有限公司

Far East Holdings International Limited

(Incorporated in Hong Kong with limited liability)

(於香港註冊成立之有限公司)

(Stock Code: 36)

(股份代號：36)

Share registrar in Hong Kong:
Computershare Hong Kong Investor

Services Limited (“Registrar”)

Shops 1712-1716

17th Floor, Hopewell Centre

183 Queen’s Road East

Wanchai, Hong Kong

香港股份過戶登記處：
香港中央證券登記有限公司(「過戶登記處」)
香港灣仔皇后大道東183號
合和中心17樓1712-1716室

REGISTERED OFFICE
16th Floor,
Far East Consortium Building
121 Des Voeux Road Central
Hong Kong

註冊辦事處
香港
德輔道中121號
遠東發展大廈
16樓

PRINCIPAL OFFICE
Room 2101-2102, 21st Floor
Far East Consortium Building
121 Des Voeux Road Central
Hong Kong

主要辦事處
香港
德輔道中121號
遠東發展大廈21樓
2101-2102室

OPEN OFFER OF 268,306,531 OFFER SHARES
ON THE BASIS OF ONE (1) OFFER SHARE
FOR EVERY TWO (2) EXISTING SHARES HELD ON THE RECORD DATE
按於記錄日期每持有兩(2)股現有股份
獲發一(1)股發售股份之基準公開發售268,306,531股發售股份

APPLICATION FORM
申請表格

You are entitled to apply for any number of Offer Shares which is equal to or less than your assured allotment shown in Box B by filling in this Application Form. Subject as mentioned in the Prospectus, such allotment is made to the Shareholders whose names were on the register of members of the Company and who were Qualifying Shareholders on the basis of an assured allotment of one Offer Share for every two existing Shares held on the Record Date. If you wish to apply for any Offer Shares, you should complete and sign this Application Form and lodge the form together with the appropriate remittance for the full amount payable in respect of the Offer Shares applied for with the Company’s share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong by not later than 4:00 p.m. on Thursday, 5 February 2015. All remittance(s) for application of Offer Shares under assured allotment must be in Hong Kong dollars and made payable to “Far East Holdings International Limited – Provisional Allotment Account” and crossed “Account Payee Only” and comply with the procedures set out overleaf. No application(s) of Offer Shares can be made by any person who were Prohibited Shareholders.

閣下有權透過填寫本申請表格申請認購相等於或少於乙欄所列閣下獲保證配發之任何發售股份數目。在章程所述者規限下，有關配額乃向名列本公司股東名冊並為合資格股東之股東作出，基準為按於記錄日期每持有兩股現有股份獲保證配發一股發售股份。倘閣下欲申請認購任何發售股份，請填妥及簽署本申請表格並將表格連同申請認購發售股份涉及之全數應繳款項之足額股款，於二零一五年二月五日(星期四)下午四時正前交回本公司之香港股份過戶登記處：香港中央證券登記有限公司(地址為香港灣仔皇后大道東183號合和中心17樓1712-1716室)。所有認購保證配發之發售股份股款必須為港幣，並須註明抬頭人為「Far East Holdings International Limited – Provisional Allotment Account」及以「只准入抬頭人賬戶」方式劃線開出，以及須符合背頁所載手續。受禁制股東不得申請認購發售股份。

To: Far East Holdings International Limited

致：遠東控股國際有限公司

Dear Sir/Madam,

I/We, being the Qualifying Shareholder(s) stated in this Application Form, enclose a remittance** for the amount payable in full on application for the number of Offer Shares at a price of HK\$0.3 per Offer Share specified in Box B (or, if and only if Box D is completed, in Box D). I/We accept and undertake to accept that number of Offer Shares on the terms and conditions of the Prospectus dated 22 January 2015 and this Application Form and subject to the Articles of Association of the Company and I/we hereby undertake and agree to apply for the same or any lesser number of such Offer Shares in respect of which this application may be made. I/We authorise the Company to place my/our name(s) on the register of members as the holder(s) of such Offer Shares or any lesser number of Offer Shares as aforesaid and to send certificates in respect thereof by ordinary post at my/our risk to the address specified overleaf. I/We have read the conditions and procedures for application set out overleaf and agree to be bound thereby.

敬啟者：

本人/吾等為本申請表格所列之合資格股東，現申請認購乙欄(或，倘若僅填妥丁欄，則指丁欄)指定之發售股份數目，並附上按每股發售股份港幣0.3元之價格計算須於申請時繳足之全數股款**。本人/吾等謹此根據二零一五年一月二十二日刊發之章程及本申請表格所載之條款及條件，以及本公司之章程細則，接納有關數目之發售股份，而本人/吾等謹此承諾並同意申請認購相等於或少於與本申請有關之發售股份數目。本人/吾等謹此授權本公司將本人/吾等之姓名列入本公司之股東名冊，作為上述有關數目或較少數目之發售股份之持有人，並請本公司將有關股票按背頁地址以平郵方式寄予本人/吾等，郵誤風險概由本人/吾等承擔。本人/吾等已細閱背頁所載各項條件及申請手續，並同意全部遵守。

** Cheque or banker’s cashier order should be crossed “ACCOUNT PAYEE ONLY” and made payable to “Far East Holdings International Limited – Provisional Allotment Account” (see the section headed “Procedures for Application” on the reverse side of this Application Form).

** 支票或銀行本票須以「只准入抬頭人賬戶」方式並以「Far East Holdings International Limited – Provisional Allotment Account」為抬頭人劃線開出(詳情請參閱本申請表格背頁「申請手續」一節)。

Valid application for such number of Offer Shares which is less than or equal to an applicant’s assured allotment will be accepted in full, assuming that the conditions of the Open Offer have been satisfied. If no number is inserted in the boxes above, you will be deemed to have applied for the number of Offer Shares for which payment has been received. If the amount of the remittance is less than that required for the number of Offer Shares inserted, you will be deemed to have applied for the number of Offer Shares for which payment has been received. Application will be deemed to have been made for a whole number of Offer Shares. No receipt will be given for the remittance.

假設公開發售之條件獲達成，認購發售股份數目少於或相等於申請人獲保證配發之發售股份數目之有效申請將獲全數接納。倘以上各欄內並無填上數目，則閣下將被視作申請認購已收款項所代表之發售股份數目。倘認購股款少於上欄所填數目之發售股份所需股款，則閣下將被視作申請認購已收款項所代表之發售股份數目。申請將被視作申請認購完整之發售股份數目而作出。概不會就認購股款發出任何收據。

APPLICATION FORM NUMBER
申請表格編號

Name(s) and address(es) of the Qualifying Shareholder(s) 合資格股東姓名及地址

Number of existing Shares registered in your name on Wednesday, 21 January 2015
於二零一五年一月二十一日(星期三)以閣下名義登記之現有股份數目

Box A
甲欄

Number of Offer Shares in your assured allotment subject to payment in full on acceptance by not later than 4:00 p.m. on Thursday, 5 February 2015
閣下獲保證配發之發售股份數目(須不遲於二零一五年二月五日(星期四)下午四時正前接納時繳足)

Box B
乙欄

Application can only be made by the registered Qualifying Shareholder(s) named above.
Please enter in Box D the number of Offer Shares applied for and the amount of remittance enclosed (calculated as number of Offer Shares applied for multiplied by HK\$0.3)
認購申請僅可由上文列名之登記合資格股東作出。
請於丁欄填妥所申請認購之發售股份數目及隨附之股款金額
(以申請認購之發售股份數目乘以港幣0.3元計算)

Amount payable on assured allotment when applied in full
申請認購全數保證配額時應繳款項

Box C
丙欄

HKS
港幣

Box D
丁欄

Number of Offer Shares applied for
申請認購之發售股份數目

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HKS
港幣

Name of bank on which
cheque/banker's cashier order is drawn
支票/銀行本票之付款銀行名稱

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

Signature(s) of Qualifying Shareholder(s)
(all joint Qualifying Shareholders must sign)
合資格股東簽署
(所有聯名合資格股東均須簽署)

(1) _____ (2) _____ (3) _____ (4) _____

Please insert contact telephone number 請填上聯絡電話號碼: _____

Date 日期: _____

Please staple
your payment
here
請將
股款
緊釘在此


遠東控股國際有限公司
Far East Holdings International Limited



遠東控股國際有限公司
Far East Holdings International Limited
(於香港註冊成立之有限公司)
(股份代號：36)

條件

1. 於章程及本申請表格所述者規限下，本申請表格乙欄所載之保證配額乃向名列本公司之股東名冊及為合資格股東之股東作出，基準為按於二零一五年一月二十一日(星期三)每持有兩股現有股份獲配發一股發售股份。倘閣下為受禁制股東，則不得申請認購任何發售股份。
2. 概不會就收到之任何申請認購款項發出收據，惟預期申請獲全數或部份接納之任何發售股份股票將以平郵方式按申請表格上所列地址寄交閣下，郵誤風險概由閣下承擔。
3. 填妥申請表格將構成閣下指示及授權香港中央證券登記有限公司或其提名之其他人士代表閣下辦理申請表格或其他文件之任何登記手續，以及一般地執行有關公司或人士可能認為必需或合宜之所有其他事宜以根據章程所述安排，將閣下所申請認購之數目或較少數目之發售股份登記在閣下名下。
4. 閣下承諾簽署所有文件並採取一切其他必要之行動以使閣下登記成為所申請認購之發售股份之持有人，惟須符合本公司章程細則之規定。
5. 本公司收到股款後將隨即將之過戶，由此賺取之一切利息(如有)將撥歸本公司所有。倘支票未能於首次過戶時兌現，則有關申請將不獲受理。
6. 閣下申請認購發售股份之權利不得轉讓。
7. 本公司保留接納或拒絕任何未符合本文件所載手續之發售股份認購申請之權利。
8. 公開發售須待包銷協議成為無條件後，方可作實(見章程「公開發售之條件」一節)。
9. 本申請表格的中文版本內容如有歧義，概以英文版本為準。

申請手續

閣下可透過填寫申請表格申請認購相等於或少於乙欄所列閣下獲保證配發之發售股份數目。

倘閣下欲申請認購少於閣下獲保證配發之發售股份數目，閣下必須在申請表格丁欄內填上欲申請認購之發售股份數目及應繳款項總額(以申請認購之發售股份數目乘以港幣0.3元計算)。倘所收到之相應股款少於所填上之發售股份數目之所需股款，則申請人將被視作申請認購已收全數款項所代表之較少發售股份數目。

倘閣下欲申請認購申請表格乙欄所列數目之發售股份，則請在申請表格丁欄內填上該數目。倘並無填上任何數目，則閣下將被視作申請認購已收全數款項所代表數目之發售股份。倘閣下申請超過申請表格乙欄所載閣下獲保證配發之發售股份數目，則閣下之申請將不獲受理。

填妥申請表格並將適當之股款相應地繫其後，請將表格對摺並於二零一五年二月五日(星期四)下午四時正或之前交回過戶登記處香港中央證券登記有限公司，地址為香港灣仔皇后大道東183號合和中心17樓1712-1716室。所有股款必須為港元款項。支票必須以香港持牌銀行戶口開出，而銀行本票則須由香港持牌銀行發出，並以「Far East Holdings International Limited – Provisional Allotment Account」為抬頭人及以「只准入抬頭人賬戶」方式劃線開出。除非申請表格、連同申請表格丙欄或丁欄(視情況而定)所示之適當股款於二零一五年二月五日(星期四)下午四時正或之前獲過戶登記處收訖，否則閣下之保證配額以及一切有關權利將視為予以放棄並將予註銷。

預期股票將於二零一五年二月十三日(星期五)或之前以平郵方式寄發予閣下，郵誤風險概由閣下自行承擔。

撤銷及終止包銷協議

倘於最後終止時間前(惟就包銷協議終止條文而言，倘最後終止時間日期為八號或以上熱帶氣旋警告信號，或黑色暴雨警告於當日上午九時正至下午四時正期間在香港生效或仍然生效之營業日，則最後終止時間日期將為下一個當日上午九時正至下午四時正期間八號或以上熱帶氣旋警告信號，或黑色暴雨警告並無在香港生效或仍然生效之營業日)：

- (1) 包銷商全權認為公開發售之順利進行將會因以下事件而受到重大及不利影響：
 - (a) 頒佈任何新法例或規例或現行法例或規例(或其司法詮釋)出現任何變動或發生任何其他事件(不論其性質為何)，而包銷商全權認為會對本集團整體業務或財務或貿易狀況或前景構成重大及不利影響或對公開發售重大不利；或
 - (b) 發生有關政治、軍事、金融、經濟或其他性質(無論是否與前述任何一項同類)之任何本地、國家或國際事件或變動(無論是否構成於包銷協議日期之前及/或之後所發生或持續發生之一連串事件或變動之一部份)，或本地、國家或國際爆發任何敵對行為或武裝衝突或該等行為或衝突升級，或可影響本地證券市場之事件，而包銷商全權認為會對本集團整體業務或財務或貿易狀況或前景構成重大及不利影響，或對公開發售之順利進行構成重大及不利影響或基於其他原因導致進行公開發售屬不宜或不智；或
- (2) 市場狀況出現任何不利變動(包括但不限於財政或金融政策或外匯或貨幣市場之任何變動、證券買賣暫停或受到嚴重限制)，而包銷商全權認為有可能對公開發售之順利進行構成重大及不利影響，或基於其他原因導致進行公開發售屬不宜或不智；或
- (3) 本公司或本集團任何成員公司之情況出現任何變動，而包銷商全權認為會對本公司之前景構成不利影響，包括在不損害前述條文之一般性原則下，提出清盤呈請或通過決議案清盤或結業，或本集團任何成員公司發生類似事件，或本集團任何重大資產遭破壞；或
- (4) 任何不可抗力事件，包括在不損害其一般性原則下，任何天災、戰爭、暴亂、擾亂公共秩序、內亂、火災、水災、爆炸、疫症、恐怖主義活動、罷工或停工，而包銷商全權認為會對本集團整體業務或財務或貿易狀況或前景構成重大及不利影響；或
- (5) 有關本集團整體業務或財務或貿易狀況或前景之任何其他重大不利變動(無論是否與前述任何一項同類)；或
- (6) 包銷商全權認為倘在緊接章程日期前出現或發現而並無於章程內披露之任何對公開發售構成重大遺漏之事宜；或
- (7) 一般證券或本公司證券於聯交所暫停買賣超過連續十個營業日(不包括就核准該公佈、章程文件或有關公開發售之其他公佈或通函而引致之任何暫停買賣)；或
- (8) 章程在刊發時載有本公司於本公佈日期前未有公佈或刊發之資料(有關本集團之業務前景或狀況，或有關其遵守任何法律或上市規則或任何適用法規)，而包銷商全權認為於公開發售完成後對本集團整體而言關係重大，且可能對公開發售之成功構成重大及不利影響；

則包銷商有權於最後終止時間前向本公司發出書面通知終止包銷協議。

倘於最後終止時間前出現以下情況，則包銷商有權以書面通知撤銷包銷協議：

- (1) 包銷商獲悉包銷協議所載任何聲明、保證或承諾遭到任何嚴重違反；或
- (2) 包銷商獲悉任何特定事件。

包銷商各種有關通知，均須於最後終止時間前發出。

根據上文所述發出通知後，包銷協議將告終止，各訂約方之責任亦隨即終止及無效，而除有關終止前產生之任何權利或責任外，概無訂約方應對任何其他訂約方享有或承擔因包銷協議而產生或與包銷協議有關之任何權利或責任。

支票及銀行本票

所有支票及銀行本票均將於收訖後過戶，而該等款項所賺取之全部利息(如有)將撥歸本公司所有。填妥及遞交申請表格及就所申請認購發售股份付款之支票或銀行本票，將構成申請人對支票或銀行本票將可於首次過戶時兌現作出保證。凡隨附支票或銀行本票在首次過戶時未能兌現之申請表格均可遭拒絕受理；在該情況下，保證配額及據此獲得之所有權利將視為予以放棄並將予註銷。

發售股份之地位

發售股份於配發及繳足股款後，將在一切方面與當時已發行股份享有同等權益。繳足股款發售股份之持有人將有權收取發售股份以繳足股款形式於配發日期或之後所宣派、作出或派付之所有未來股息及分派。

發售股份之股票

待公開發售之條件達成後，所有繳足股款發售股份之股票預期於二零一五年二月十三日(星期五)或之前，以平郵方式寄發予已接納申請發售股份並已繳付股款之合資格股東，郵誤風險概由彼等自行承擔。

一般資料

所有文件(包括應付金額支票)將以平郵方式，按有權收取有關文件之人士之登記地址寄發予彼等，郵誤風險由彼等承擔。

申請表格及當中所載任何發售股份之接納須受香港法例管轄並按其詮釋。