

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

此乃重要文件，請即加以處理



UPBEST GROUP LIMITED

美建集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立之有限公司)

(Stock Code 股份代號: 335)

FINAL DIVIDEND FOR THE YEAR ENDED 31ST MARCH, 2005 – SCRIP SHARE ELECTION FORM

截至二零零五年三月三十一日止之末期股息 — 代息股份選擇表格

DO NOT RETURN THIS FORM IF YOU WISH TO RECEIVE YOUR DIVIDEND WHOLLY IN CASH. 閣下如欲全部以現金收取 閣下之股息，請勿交回本表格。

NO ACTION IS REQUIRED IN RESPECT OF THIS ELECTION FORM IF YOU WISH THE FINAL DIVIDEND FOR THE YEAR ENDED 31ST MARCH, 2005 TO WHICH YOU ARE ENTITLED TO BE SATISFIED WHOLLY IN CASH. IF YOU WISH TO BE ALLOTTED AND ISSUED IN PART OR IN WHOLE SHARES OF THE COMPANY IN SATISFACTION OF SOME OR ALL OF THE FINAL DIVIDEND, YOU MUST COMPLETE AND RETURN THIS ELECTION FORM IN ACCORDANCE WITH THE INSTRUCTIONS GIVEN BELOW. TO BE VALID, THIS ELECTION FORM MUST BE RECEIVED BY THE COMPANY'S BRANCH SHARE REGISTRAR AT THE ADDRESS SHOWN BELOW NOT LATER THAN 4:00 P.M. ON 23RD SEPTEMBER, 2005. YOUR ATTENTION IS ALSO DRAWN TO THE SECTION HEADED "PARTICULARS OF SCHEME" SET OUT IN THE CIRCULAR DATED 26TH AUGUST, 2005. TERMS DEFINED IN THAT CIRCULAR BEAR THE SAME MEANINGS HEREIN.

閣下如欲全部以現金收取 閣下應得截至二零零五年三月三十一日止之末期股息，可毋須填寫本選擇表格。 閣下如欲部份或全部獲配發及發行本公司股份以收取部份或全部股息，須按下列指示將本選擇表格填妥及交回。本選擇表格最遲須於二零零五年九月二十三日正下午四時正按下列地址送交本公司之股份過戶登記分處，方為有效。敬請 閣下垂注於二零零五年八月二十六日刊發之通函所載之「該計劃之詳情」一節。於該通函內界定之詞語於本表格內亦具有相同涵義。

REGISTERED NAME(S) AND ADDRESS OF SHAREHOLDER(S)

股東之登記姓名及地址

NOTE 附註：

1. THE MAXIMUM NUMBER OF SCRIP SHARES YOU ARE ENTITLED TO RECEIVE ("YOUR MAXIMUM ENTITLEMENT") IS CALCULATED AS TOTAL DIVIDEND PAYABLE TO YOU DIVIDED BY HK\$1.01 (BEING THE AVERAGE CLOSING PRICE OF THE FIVE CONSECUTIVE TRADING DAYS ON AND BEFORE 12TH AUGUST, 2005).

閣下有權收取之代息股份之最高數目（「閣下應得之最高股數」）乃按應付 閣下之股息總額除以1.01港元（即截至二零零五年八月十二日止連續五個交易日之平均收市價）計算所得。

2. IF YOU DO NOT SPECIFY THE NUMBER OF SCRIP SHARES YOU WISH TO RECEIVE IN LIEU OF CASH, YOU WILL BE DEEMED TO HAVE ELECTED TO RECEIVE SCRIP SHARES IN LIEU OF CASH IN RESPECT OF THE ENTIRE DIVIDEND. IF THE NUMBER YOU WRITE IN BOX B EXCEEDS YOUR MAXIMUM ENTITLEMENT, YOU WILL RECEIVE ONLY YOUR MAXIMUM ENTITLEMENT.

閣下如未註明選擇收取以代替現金之代息股份數目，則 閣下將被視作已選擇收取代息股份代替現金作為全部股息。倘 閣下在B欄填寫之數目較 閣下應得之最高股數為多，則 閣下僅可收取 閣下應得之最高股數。

3. ONLY INTEGRAL MULTIPLES OF SHARES WILL BE ISSUED AND FRACTIONS WILL NOT BE ALLOTTED.

整數股份方會發行，零碎股份將不予配發。

A	YOUR REGISTERED HOLDING OF SHARES AT RECORD DATE: 於記錄日期 閣下登記持有之股份數目：	
B	NO. OF SCRIP SHARES YOU WISH TO RECEIVE IN LIEU OF CASH (NOTE): 閣下欲收取以代替現金之代息股份數目（附註）：	

TO THE COMPANY

致本公司：

I/WE, THE ABOVENAMED SHAREHOLDER(S), HEREBY ELECT TO RECEIVE IN LIEU OF CASH THAT NUMBER OF FULLY PAID SCRIP SHARES SPECIFIED IN BOX B AT THE ISSUE PRICE OF HK\$1.01 PER SHARE.

本人／吾等為上述股東，謹選擇收取B欄內指明數目之繳足股款代息股份（發行價為每股1.01港元）代替現金。

SIGNATURE(S)

簽署

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

DATE 日期：..... 2005.

IN THE CASE OF JOINT HOLDERS, ALL MUST SIGN. 倘為聯名持有人，則各持有人均須簽署。

THE DULY COMPLETED ELECTION FORM MUST BE RETURNED TO THE BRANCH SHARE REGISTRAR OF THE COMPANY IN HONG KONG AT THE ADDRESS SHOWN BELOW NOT LATER THAN 4:00 P.M. ON 23RD SEPTEMBER, 2005. NO ACKNOWLEDGEMENT OF RECEIPT OF THE DULY COMPLETED ELECTION FORM WILL BE ISSUED. 填妥之選擇表格最遲須於二零零五年九月二十三日正下午四時正按下列地址送交本公司之香港股份過戶登記分處。本公司不會就填妥之選擇表格發出收訖通知書。

STANDARD REGISTRARS LIMITED
GROUND FLOOR
BANK OF EAST ASIA HARBOUR VIEW CENTRE
56 GLOUCESTER ROAD
WANCHAI, HONG KONG

香港灣仔
告士打道56號
東亞銀行港灣中心
地下
標準證券登記有限公司

IF YOU DO NOT COMPLETE AND RETURN THIS ELECTION FORM, YOUR DIVIDEND WILL BE PAID WHOLLY IN CASH.

倘 閣下並無填妥及交回本選擇表格， 閣下之股息將全數以現金支付。