
HOW TO APPLY FOR THE HONG KONG PUBLIC OFFER SHARES

NOTIFICATION TO THE BANK OF JAPAN

Foreign Investors (as defined in the sub-section headed “Material Shareholders’ Matters under Japanese Law — Foreign exchange control — Notification to The Bank of Japan” of this Prospectus) are required to make pre-investment or post-investment reporting filings with the Bank of Japan in certain limited circumstances, as set out in this Prospectus, when subscribing or acquiring our Shares. Failure to notify the Bank of Japan, when required, may result in imprisonment of up to three years or a fine of up to ¥1 million, or both, depending on the circumstances of the required filing.

Foreign Investors looking to hold their investments through CCASS are requested to notify our Company by writing to our headquarters in Japan or our principal place of business in Hong Kong prior to making their investment if (i) their citizenship belongs to a country other than an Exempted Jurisdiction (of which Hong Kong is one); or (ii) their prospective shareholding interests in our Company exceed 10% of our entire issued share capital.

The responsibility and obligation for filing the Post Notification, the Prior Notification, the Post Report and Post-disposal Notification is levied upon the CCASS Beneficial Owners, instead of HKSCC Nominees. Under no circumstances would HKSCC Nominees accept any responsibility or liability for failure, on the part of the Foreign Investors, to file the Post Notification and the Prior Notification.

Foreign Investors are advised to consult your licensed securities dealers, solicitors, registered institutions in securities, bank managers, accountants or other professional advisers before subscribing to, or acquiring, our Shares as to the applicability of the Prior Notification, Post Notification, and Foreign Exchange Report requirements. See “Material Shareholders’ Matters under Japanese Law — Foreign exchange control — Notification to The Bank of Japan” of this Prospectus for further information.

I. CHANNELS OF APPLYING FOR THE HONG KONG PUBLIC OFFER SHARES

There are three channels through which you make an application for the Hong Kong Public Offer Shares. You may apply for the Hong Kong Public Offer Shares by either (i) using a **WHITE** or **YELLOW** Application Form; (ii) applying online through the designated website of the **White Form eIPO** Service Provider; or (iii) giving **electronic application instructions** to HKSCC instructing HKSCC Nominees to apply for the Hong Kong Public Offer Shares on your behalf. Except where you are a nominee and provide the required information in your application, you or you and your joint applicant(s) may not make more than one application (whether individually or jointly) by applying on a **WHITE** or **YELLOW** Application Form or by applying online through **White Form eIPO** Service Provider or by giving **electronic application instructions** to HKSCC.

II. WHO CAN APPLY FOR HONG KONG PUBLIC OFFER SHARES

You can apply for the Hong Kong Public Offer Shares available for subscription by the public on a **WHITE** or **YELLOW** Application Form if you, or any person(s) for whose benefit you are applying, are an individual, and:

- are 18 years of age or older;
- have a Hong Kong address;

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- are outside the United States (as defined in Regulation S) when completing or submitting the Application Form; and
- are not a legal or natural person of the PRC (other than Hong Kong, Macau and Taiwan) (except qualified domestic institutional investors).

If you wish to apply for Hong Kong Public Offer Shares online through the **White Form eIPO** service, in addition to the above you must also:

- have a valid Hong Kong identity card number; and
- provide a valid e-mail address and a contact telephone number.

You may only apply by means of the **White Form eIPO** service if you are an individual applicant. Corporations or joint applicants may not apply by means of the **White Form eIPO**.

If the applicant is a firm, the application must be in the names of the individual members, not the firm's name. If the applicant is a body corporate, the Application Form must be signed by a duly authorised officer, who must state his or her representative capacity.

If an application is made by a person duly authorised under a valid power of attorney, the Joint Global Coordinators (or their respective agents or nominees) may accept it at their discretion, and subject to any conditions they think fit, including production of evidence of the authority of the attorney.

The number of joint applicants may not exceed four.

We, the Joint Global Coordinators, or the designated **White Form eIPO** Service Provider (where applicable) or our or their respective agents have full discretion to reject or accept any application, in full or in part, without providing any reason.

The Hong Kong Public Offer Shares are not available to (i) existing beneficial owners of Shares in our Company and/or any of our subsidiaries; (ii) Directors or chief executives of our Company or any of our subsidiaries; (iii) an associate of any of the above; (iv) a connected person of our Company or a person who will become a connected person of our Company immediately upon completion of the Global Offering and (v) any person(s) who have been allotted or have applied for or indicated an interest for any Offer Shares under the International Placing.

You may apply for Hong Kong Public Offer Shares under the Hong Kong Public Offering or indicate an interest for International Offering Shares under the International Placing, but may not do both.

III. APPLYING BY USING A WHITE OR YELLOW APPLICATION FORM

1. Which Application Form to use

- (a) Use a **WHITE** Application Form if you want the Hong Kong Public Offer Shares to be issued in your own name.
- (b) Use a **YELLOW** Application Form if you want the Hong Kong Public Offer Shares to be issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to your CCASS Investor Participant stock account or your designated CCASS Participant stock account.

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2. Where to collect the Application Forms

- (a) You can collect a **WHITE** Application Form and this Prospectus during normal business hours from 9:00 a.m. on Tuesday, 24 July 2012 till 12:00 noon on Friday, 27 July 2012 from any of the following addresses:

Piper Jaffray Asia Securities Limited

Suite 1308, 13/F, Two Pacific Place
88 Queensway, Admiralty
Hong Kong

Shenyin Wanguo Capital (H.K.) Limited

28th Floor, Citibank Tower, Citibank Plaza
3 Garden Road, Central
Hong Kong

CITIC Securities Corporate Finance (HK) Limited

26/F, CITIC Tower
1 Tim Mei Avenue, Central
Hong Kong

or any of the following branches of The Bank of East Asia, Limited:

	<u>Branch</u>	<u>Address</u>
Hong Kong Island . . .	Main Branch Taikoo Shing Branch	10 Des Voeux Road Central, HK Shop G1010–1011, Yiu Sing Mansion
Kowloon	Yaumatei Branch Hoi Yuen Road Branch East Tsim Sha Tsui Branch	G/F, 526 Nathan Road Unit 1, G/F, Hewlett Centre 54 Hoi Yuen Road Shop G3–G5, G/F, East Ocean Centre 98 Granville Road, Tsim Sha Tsui
New Territories	Park Central Branch	Shop G6, G/F, Park Central 9 Tong Tak Street, Tseung Kwan O

or any of the following branches of Hang Seng Bank Limited:

	<u>Branch</u>	<u>Address</u>
Hong Kong Island . . .	Head Office Wanchai Branch Causeway Bay Branch	83 Des Voeux Road Central 200 Hennessy Road 28 Yee Wo Street
Kowloon	Kowloon Main Branch Hung Hom Branch	618 Nathan Road 21 Ma Tau Wai Road
New Territories	Shatin Branch	Shop 18 Lucky Plaza Wang Pok Street, Shatin

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- (b) You can collect a **YELLOW** Application Form and this Prospectus during normal business hours from 9:00 a.m. on Tuesday, 24 July 2012 till 12:00 noon on Friday, 27 July 2012 from:
- (1) the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong; or
 - (2) your stockbroker, who may have such Application Forms and this Prospectus available.

3. How to complete the Application Form

There are detailed instructions on each Application Form. You should read those instructions carefully. If you do not follow the instructions, your application may be rejected and returned by ordinary post together with the accompanying cheque or banker's cashier order to you (or the first-named applicant in the case of joint applicants) at your own risk at the address stated in the Application Form.

You should note that by completing and submitting the Application Form, you (and if you are joint applicants, each of you jointly and severally), for yourself or as agent or nominee and on behalf of each person for whom you act as agent or nominee, among other things:

- (i) **instruct** and **authorise** our Company and/or the Joint Global Coordinators as agents for our Company (or their respective agents or nominees) to do on your behalf all things necessary to effect registration of any Hong Kong Public Offer Shares allocated to you in your name(s) or HKSCC Nominees, as the case may be, as required by the Articles and otherwise to give effect to the arrangements described in this Prospectus and the Application Forms;
- (ii) **undertake** to sign all documents and to do all things necessary to enable the applicant(s) or HKSCC Nominees, as the case may be, to be registered as the holder of the Hong Kong Public Offer Shares allocated to the applicant(s), and as required by our Company's Articles;
- (iii) **agree** with our Company and each Shareholder, and our Company agrees with each of its Shareholders, to observe and comply with the Companies Ordinance, the Companies Act, the Articles and all applicable laws;
- (iv) **agree** with our Company and each Shareholder that our Shares in our Company are freely transferable by the holders thereof;
- (v) **authorise** our Company to enter into a contract on your behalf with each of our Directors and officers of our Company whereby each such Director and officer undertakes to observe and comply with his obligations to Shareholders as stipulated in the Articles;
- (vi) **confirm** that you have only relied on the information and representations in this Prospectus in making your application and will not rely on any other information and representations save as set out in any supplement to this Prospectus;
- (vii) **agree** that our Company and our Directors are liable only for the information and representations in this Prospectus and any supplement to this Prospectus;

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- (viii) **undertake** and **confirm** that, you (if the application is made for your benefit) 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 International Offering Shares under the International Placing;
- (ix) **agree** to disclose to our Company, our Share Registrar, receiving banks, the Joint Sponsors, the Joint Global Coordinators, the Joint Bookrunners, the Joint Lead Managers and the Hong Kong Underwriters and their respective advisers and agents personal data and any information which they require about you or the person(s) for whose benefit you have made the application;
- (x) **represent, warrant** and **undertake** that you understand that the Shares have not been and will not be registered under the U.S. Securities Act and you are outside the United States (as defined in Regulation S) when completing the Application Form;
- (xi) **agree** (without prejudice to any other rights which you may have) that once your application has been accepted, you may not rescind it because of an innocent misrepresentation;
- (xii) (if the application is made for your own benefit) **warrant** that it is the only application which has been or will be made for your benefit on a **WHITE** or **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC via CCASS or to the **White Form eIPO** Service Provider via the **White Form eIPO** service;
- (xiii) (if you are an agent for another person) **warrant** that reasonable enquiries have been made of that other person that it is the only application which has been and will be made for the benefit of that other person on a **WHITE** or **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC via CCASS or to the **White Form eIPO** Service Provider via the **White Form eIPO** service and that you are duly authorised to sign the Application Form or to give **electronic application instructions** as that other person's agent;
- (xiv) **warrant** the truth and accuracy of the information contained in your application;
- (xv) **agree** that your application, any acceptance of it and the resulting contract will be governed by and construed in accordance with the laws of Hong Kong;
- (xvi) **confirm** that you have read the terms and conditions and application procedures set out in this Prospectus and the Application Form and agree to be bound by them;
- (xvii) **undertake** and **agree** to accept our Shares applied for, or any lesser number allocated to you under the application;
- (xviii) if the laws of any place outside Hong Kong are applicable to your application, **agree** and **warrant** that you have complied with all such laws and none of our Company, the Joint Sponsors, the Joint Global Coordinators, the Joint Bookrunners, the Joint Lead Managers and the Hong Kong Underwriters nor any of their respective officers or advisers will infringe any laws outside Hong Kong as a result of the acceptance of your offer to purchase, or any actions arising from your rights and obligations under the terms and conditions contained in this Prospectus;
- (xix) (for application made under **WHITE** Application Form) **authorise** the Company to place your name(s) on the register of members of the Company as the holder(s) of any Hong Kong Public Offer Shares allocated to you and the Company and/or its

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agents to despatch any Share certificate(s) by registered post and/or send any refund cheque(s) to you by ordinary post at your own risk to the address stated on the application, except that if you have applied for 1,000,000 or more Hong Kong Public Offer Shares, and have indicated in the application that you will collect your Share certificate(s)/refund cheque(s) in person between 9:00 a.m. and 1:00 p.m. on Thursday, 2 August 2012 or such other date as notified by our Company in the newspaper as the date of despatch/collection of Share certificate/e-Refund payment instructions/refund cheques from Computershare Hong Kong Investor Services Limited; and

- (xx) (for application made under **YELLOW** Application Form) **authorise** the Company to place the name of the HKSCC Nominees on the register of members of the Company as the holder(s) of any Hong Kong Public Offer Shares allocated to you, and the Company and/or its agents to deposit any Share certificate(s) into CCASS and/or to send any refund cheque(s) to you by ordinary post at your own risk to the address stated on the application, except that if you have applied for 1,000,000 or more Hong Kong Public Offer Shares, and have indicated in the application that you will collect refund cheque(s) in person between 9:00 a.m. and 1:00 p.m. on Thursday, 2 August 2012 or such other date as notified by our Company in the newspaper as the date of despatch/collection of Share certificate/e-Refund payment instructions/refund cheques from our Share Registrar, Computershare Hong Kong Investor Services Limited.

Our Company, the Joint Sponsors, the Joint Global Coordinators, the Joint Bookrunners, the Joint Lead Managers, the Hong Kong Underwriters, and their respective directors, officers, advisers and agents and other parties involved in the Global Offering are entitled to rely on any warranty, representation or declaration made by you in the application. In the event that the application is made by joint applicants, all the warranties, representations, declarations and obligations expressed to be made, given or assumed by or imposed on the joint applicants shall be deemed to have been made, given and assumed by and imposed on the applicants jointly and severally.

In order for the **YELLOW** Application Forms to be valid:

You, as the applicant(s), must complete the Application Form as indicated below and sign on the first page of the Application Form. Only written signatures will be accepted.

(i) If the application is made through a designated CCASS Participant (other than a CCASS Investor Participant):

- (a) the designated CCASS Participant must endorse the Application Form with its company chop (bearing its company name) and insert its participant I.D. in the appropriate box in the Application Form.

(ii) If the application is made by an individual CCASS Investor Participant:

- (a) the Application Form must contain the CCASS Investor Participant's full name and Hong Kong Identity Card number; and
- (b) the individual CCASS Investor Participant must insert its participant I.D. in the appropriate box in the Application Form.

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(iii) If the application is made by joint individual CCASS Investor Participants:

- (a) the Application Form must contain all joint CCASS Investor Participants' names and the Hong Kong Identity Card numbers of all joint CCASS Investor Participants; and
- (b) the participant I.D. must be inserted in the appropriate box in the Application Form.

(iv) If the application is made by a corporate CCASS Investor Participant:

- (a) the Application Form must contain the CCASS Investor Participant's company name and Hong Kong business registration number; and
- (b) the participant I.D. must be inserted and the company chop (bearing its company name) must be chopped in the appropriate box in the Application Form.

Incorrect or omitted details of the CCASS Participant (including participant I.D. and/or company chop bearing its company name) or other similar matters may render your application invalid.

If your application is made by a person duly authorised under a valid power of attorney, our Company, the Joint Sponsors, the Joint Global Coordinators, the Joint Bookrunners and the Joint Lead Managers as our agent (or their respective agents or nominees) may accept it at their discretion, and subject to any conditions they think fit, including evidence of the authority of your attorney. Our Company, the Joint Sponsors, the Joint Global Coordinators, the Joint Bookrunners and the Joint Lead Managers (and their respective agents or nominees), in the capacity as our agent, will have full discretion to reject or accept any application, in full or in part, without assigning any reason.

Nominees who wish to submit separate applications in their names on behalf of different beneficial owners are requested to designate on each Application Form in the box marked "For nominees" account numbers or other identification codes for each beneficial owner or, in the case of joint beneficial owners, for each joint beneficial owner.

4. How to apply through White Form eIPO

- (a) If you are an individual and meet the criteria set out above in "II. WHO CAN APPLY FOR HONG KONG PUBLIC OFFER SHARES", you may apply through **White Form eIPO** by submitting an application through designated website at **www.eipo.com.hk**. If you apply through **White Form eIPO** service, the Shares will be issued in your own name.
- (b) Detailed instructions for application through the **White Form eIPO** service are set out on the designated website at **www.eipo.com.hk**. You should read those instructions carefully. If you do not follow the instructions, your application may be rejected by the designated **White Form eIPO** Service Provider and may not be submitted to our Company.
- (c) In addition to the terms and conditions set out in this Prospectus, the designated **White Form eIPO** Service Provider may impose additional terms and conditions upon you for the use of the **White Form eIPO** service. Such terms and conditions are set

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out on the designated website at www.eipo.com.hk. You will be required to read, understand and agree to such terms and conditions in full prior to making any application.

- (d) By submitting an application to the designated **White Form eIPO** Service Provider through the **White Form eIPO** service (www.eipo.com.hk), you are deemed to have authorised the designated **White Form eIPO** Service Provider to transfer the details of your application to our Company and our Share Registrar.
- (e) You may submit an application through the **White Form eIPO** service in respect of a minimum of 200 Hong Kong Public Offer Shares. Each **electronic application instruction** in respect of more than 200 Hong Kong Public Offer Shares must be in one of the numbers set out in the table in the Application Forms, or as otherwise specified on the designated website at www.eipo.com.hk.
- (f) You may submit your application to the designated **White Form eIPO** Service Provider through the designated website at www.eipo.com.hk from 9:00 a.m. on Tuesday, 24 July 2012 until 11:30 a.m. on Friday, 27 July 2012 or such later time as described under the paragraph entitled “Effect of bad weather on the opening of the application lists” below (24 hours daily, except on the last application day). The latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Friday, 27 July 2012, the last application day, or, if the application lists are not open on that day, then by the time and date stated in the paragraph entitled “Effect of bad weather on the opening of the application lists” below.
- (g) You will not be permitted to submit your application to the designated **White Form eIPO** Service Provider through the designated website at www.eipo.com.hk after 11:30 a.m. on the last day for submitting applications. If you have already submitted your application and obtained a payment reference number from the website prior to 11:30 a.m., you will be permitted to continue the application process (by completing payment of application monies) until 12:00 noon on the last day for submitting applications, when the application lists close. If you do not make complete payment of the application monies (including any related fees) on or before 12:00 noon on Friday, 27 July 2012, or such later time as described under the paragraph entitled “Effect of bad weather on the opening of the application lists,” the designated **White Form eIPO** Service Provider will reject your application and your application monies will be returned to you in the manner described in the designated website at www.eipo.com.hk.
- (h) Once you have completed payment in respect of any **electronic application instruction** given by you or for your benefit to the designated **White Form eIPO** Service Provider to make an application for Hong Kong Public Offer Shares, an actual application shall be deemed to have been made. For the avoidance of doubt, giving an **electronic application instruction** under **White Form eIPO** more than once and obtaining different payment reference numbers without effecting full payment in respect of a particular payment reference number will not constitute an actual application.

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- (i) Warning: The application for Hong Kong Public Offer Shares through the **White Form eIPO** service (www.eipo.com.hk) is only a facility provided by the designated **White Form eIPO** Service Provider to public investors. Our Company, our Directors, the Joint Sponsors, the Joint Global Coordinators, the Joint Bookrunners, the Joint Lead Managers and the Underwriters take no responsibility for such applications, and provide no assurance that applications through the **White Form eIPO** service (www.eipo.com.hk) will be submitted to our Company or that you will be allotted any Hong Kong Public Offer Shares.

Environmental Protection

The obvious advantage of using the **White Form eIPO** is to save the use of papers via the self-serviced and electronic application process. Computershare Hong Kong Investor Services Limited, being the designated **White Form eIPO** Service Provider, will contribute HK\$2 for each “DYNAM JAPAN HOLDINGS Co., Ltd.” **White Form eIPO** application submitted via www.eipo.com.hk to support the funding of “Source of DongJiang — Hong Kong Forest” project initiated by Friends of the Earth (HK).

Please note that the internet services may have capacity limitations and/or be subject to service interruptions from time to time. To ensure that you can submit your applications through the **White Form eIPO** service (www.eipo.com.hk), you are advised not to wait until the last day for submitting applications in the Hong Kong Public Offering to submit your **electronic application instructions**. In the event that you have problems connecting to the designated website for the **White Form eIPO** service (www.eipo.com.hk), you should submit a **WHITE** Application Form. However, once you have submitted **electronic application instructions** and completed payment in full using the payment reference number provided to you on the designated website, you will be deemed to have made an actual application and should not submit a **WHITE** Application Form. Please see the subsection entitled “How many applications you can make” below.

5. Additional information

For the purpose of allocating Hong Kong Public Offer Shares, each applicant giving **electronic application instructions** through **White Form eIPO** service to the **White Form eIPO** Service Provider through the designated website at www.eipo.com.hk will be treated as an applicant.

If your payment of application monies is insufficient, or in excess of the required amount, having regard to the number of Hong Kong Public Offer Shares for which you have applied, or if your application is otherwise rejected by the designated **White Form eIPO** Service Provider, the designated **White Form eIPO** Service Provider may adopt alternative arrangements for the refund of monies to you. Please refer to the additional information provided by the designated **White Form eIPO** service provider on the designated website at www.eipo.com.hk.

Otherwise, any monies payable to you due to a refund for any of the reasons set out below in the section entitled “Despatch/collection of Share certificates and refund monies”.

6. How to Make Payment for the Application

Each completed **WHITE** or **YELLOW** Application Form must be accompanied by either one cheque or one banker’s cashier order, which must be stapled to the top left hand corner of the Application Form.

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If you pay by cheque, the cheque must:

- be in Hong Kong dollars;
- be drawn on your Hong Kong dollar bank account in Hong Kong;
- bear an account name (or, in the case of joint applicants, the name of the first-named applicant) (either pre-printed on the cheque or endorsed on the reverse of the cheque by an authorised signatory of the bank on which it is drawn), which must be the same as the name on your Application Form (or, in the case of joint applicants, the name of the first-named applicant). If the cheque is drawn on a joint account, one of the joint account names must be the same as the name of the first-named applicant);
- be made payable to “The Bank of East Asia (Nominees) Limited — Dynam Japan Public Offer”;
- be crossed “Account Payee Only”; and
- not be post-dated.

Your application may be rejected if your cheque does not meet all of these requirements or is dishonoured on first presentation.

If you pay by banker’s cashier order, the banker’s cashier order must:

- be in Hong Kong dollars;
- be issued by a licenced bank in Hong Kong and have your name certified on the reverse of the banker’s cashier order by an authorised signatory of the bank on which it is drawn. The name on the reverse of the banker’s cashier order and the name on the Application Form must be the same. If the application is a joint application, the name on the back of the banker’s cashier order must be the same as the name of the first-named applicant;
- be made payable to “The Bank of East Asia (Nominees) Limited — Dynam Japan Public Offer”;
- be crossed “Account Payee Only”; and
- not be post-dated.

Your application may be rejected if your banker’s cashier order does not meet all of these requirements.

The right is reserved to present all or any remittance for payment. Our Company will not give you a receipt for your payment. Our Company will keep any interest accrued on your application monies. The right is also reserved to retain any Share certificates and/or any surplus application monies or refund cheques pending clearance of your cheque or banker’s cashier order.

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7. Members of the Public — Time for applying for Hong Kong Public Offer Shares

WHITE or YELLOW Application Form

Completed **WHITE** or **YELLOW** Application Forms, together with payment attached, must be lodged by 12:00 noon on Friday, 27 July 2012, or, if the application lists are not open on that day, by the time and date stated in the sub-paragraph headed “Effect of bad weather on the opening of the application lists” below.

Your completed Application Form, together with payment attached, should be deposited in the special collection boxes provided at any of the branches of the receiving banks listed under the section entitled “Where to collect the Application Forms” above at the following times:

Tuesday, 24 July 2012	—	9:00 a.m. to 5:00 p.m.
Wednesday, 25 July 2012	—	9:00 a.m. to 5:00 p.m.
Thursday, 26 July 2012	—	9:00 a.m. to 5:00 p.m.
Friday, 27 July 2012	—	9:00 a.m. to 12:00 noon

White Form eIPO

You may submit your application to the designated **White Form eIPO** Service Provider through the designated website at www.eipo.com.hk from 9:00 a.m. on Tuesday, 24 July 2012 until 11:30 a.m. on Friday, 27 July 2012 or such later time as described under the subsection entitled “Effect of bad weather on the opening of the application lists” below (24 hours daily, except on the last application day). The latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Friday, 27 July 2012, the last application day, or, if the application lists are not open on that day, then by the time and date stated in subsection entitled “Effect of bad weather on the opening of the application lists” below.

You will not be permitted to submit your application to the designated White Form eIPO Service Provider through the designated website at www.eipo.com.hk after 11:30 a.m. on the last day for submitting applications. If you have already submitted your application and obtained a payment reference number from the website prior to 11:30 a.m., you will be permitted to continue the application process (by completing payment of application monies) until 12:00 noon on the last day for submitting applications, when the application lists close.

The application lists will be open from 11:45 a.m. to 12:00 noon on Friday, 27 July 2012. No proceedings will be taken on applications for the Hong Kong Public Offer Shares and no allotment of any such Hong Kong Public Offer Shares will be made until after the closing of the application lists.

Applicants should note that cheques or banker’s cashier orders will not be presented for payment before the closing of the application lists but may be presented at any time thereafter.

8. Effect of bad weather on the opening of the application lists

The application lists will not open if there is:

- a tropical cyclone warning signal number 8 or above; or
- a “black” rainstorm warning signal

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in force in Hong Kong at any time between 9:00 a.m. and 12:00 noon on Friday, 27 July 2012. Instead they will open between 11:45 a.m. and 12:00 noon on the next business day which does not have either of those warnings in Hong Kong in force at any time between 9:00 a.m. and 12:00 noon.

IV. APPLYING BY GIVING ELECTRONIC APPLICATION INSTRUCTIONS TO HKSCC

1. General

CCASS Participants may give **electronic application instructions** to HKSCC to apply for the Hong Kong Public Offer Shares and to arrange payment of the monies due on application and payment of refunds. This will be in accordance with their participant agreements with HKSCC and the General Rules of CCASS and the CCASS Operational Procedures.

If you are a CCASS Investor Participant, you may give **electronic application instructions** through the CCASS Phone System by calling 2979 7888 or through the CCASS Internet System (<https://ip.ccass.com>) (using the procedures contained in HKSCC's "An Operating Guide for Investor Participants" in effect from time to time).

HKSCC can also input **electronic application instructions** for you if you go to:

Hong Kong Securities Clearing Company Limited
Customer Service Centre
2/F, Infinitus Plaza
199 Des Voeux Road Central
Hong Kong

and complete an input request form.

Prospectuses are available for collection from the above address.

If you are not a CCASS Investor Participant, you may instruct your broker or custodian who is a CCASS Clearing Participant or a CCASS Custodian Participant to give **electronic application instructions** via CCASS terminals to apply for the Hong Kong Public Offer Shares on your behalf.

You are deemed to have authorised HKSCC and/or HKSCC Nominees to transfer the details of your application, whether submitted by you or through your broker or custodian, to our Company and our Share Registrar.

2. Giving electronic application instructions to HKSCC to apply for Hong Kong Public Offer Shares by HKSCC Nominees on your behalf

Where a **WHITE** Application Form is signed by HKSCC Nominees on behalf of persons who have given **electronic application instructions** to apply for the Hong Kong Public Offer Shares:

- (i) HKSCC Nominees is only acting as a nominee for those persons and shall not be liable for any breach of the terms and conditions of the **WHITE** Application Form or this Prospectus;

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(ii) HKSCC Nominees does the following things on behalf of each such person:

- **agrees** that the Hong Kong Public Offer Shares to be allotted shall be issued in the name of HKSCC Nominees and deposited directly into CCASS for the credit of the stock account of the CCASS Participant who has inputted **electronic application instructions** on that person's behalf or that person's CCASS Investor Participant stock account;
- **undertakes** and **agrees** to accept the Hong Kong Public Offer Shares with respect to which that person has given **electronic application instructions** or any lesser number;
- **undertakes** and **confirms** that that person has not applied for or taken up any Offer Shares under the International Placing nor otherwise participated in the International Placing;
- (if the **electronic application instructions** are given for that person's own benefit) **declares** that only one set of **electronic application instructions** has been given for that person's benefit;
- (if that person is an agent for another person) **declares** that that person has only given one set of **electronic application instruction** for the benefit of that other person and that that person is duly authorised to give those instructions as that other person's agent;
- **understands** that the above declaration will be relied upon by our Company, and the Joint Global Coordinators (for themselves and on behalf of the Hong Kong Underwriters), in deciding whether or not to make any allotment of the Hong Kong Public Offer Shares in respect of the **electronic application instructions** given by that person and that that person may be prosecuted if he makes a false declaration;
- **authorises** our Company to place the name of HKSCC Nominees on the register of members of our Company as the holder of the Hong Kong Public Offer Shares allotted in respect of that person's **electronic application instructions** and to send Share certificate(s) and/or refund monies in accordance with the arrangements separately agreed between our Company and HKSCC;
- **confirms** that that person has read the terms and conditions and application procedures set out in this Prospectus and agrees to be bound by them;
- **confirms** that that person has only relied on the information and representations in this Prospectus in giving that person's **electronic application instructions** or instructing that person's broker or custodian to give **electronic application instructions** on that person's behalf;
- **agrees** that our Company and our Directors are only liable for the information and representations contained in this Prospectus and any supplement thereto;
- **agrees** to disclose that person's personal data to our Company, the Joint Global Coordinators, the Joint Bookrunners, the Joint Lead Managers and our Share Registrar, receiving banks, advisers and agents and any information which they may require about that person;

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- **agrees** (without prejudice to any other rights which that person may have) that once the application of HKSCC Nominees has been accepted, the application cannot be rescinded for innocent misrepresentation;
- **agrees** that any application made by HKSCC Nominees on behalf of that person pursuant to the **electronic application instructions** given by that person is irrevocable on or before the fifth day after the time of the opening of the application lists (excluding for this purpose any day which is Saturday, Sunday or public holiday in Hong Kong), such agreement to take effect as a collateral contract with our Company and to become binding when that person gives the instructions and such collateral contract to be in consideration of our Company agreeing that it will not offer any Hong Kong Public Offer Shares to any person on or before the fifth day after the time of the opening of the application lists (excluding for this purpose any day which is Saturday, Sunday or public holiday in Hong Kong) except by means of one of the procedures referred to in this Prospectus. However, HKSCC Nominees may revoke the application on or before the fifth day after the time of the opening of the application lists (excluding for this purpose any day which is Saturday, Sunday or a public holiday in Hong Kong) if a person responsible for this Prospectus under section 40 of the Companies Ordinance (as applied by section 342E of the Companies Ordinance) gives a public notice under that section which excludes or limits the responsibility of that person for this Prospectus;
- **agrees** that once the application of HKSCC Nominees is accepted, neither that application nor that person's **electronic application instructions** can be revoked, and that acceptance of that application will be evidenced by the announcement of the results of the Hong Kong Public Offering published by our Company;
- **agrees** to the arrangements, undertakings and warranties specified in the participant agreement between that person and HKSCC, read with the General Rules of CCASS and the CCASS Operational Procedures, in respect of the giving of **electronic application instructions** relating to the Hong Kong Public Offer Shares;
- **agrees** with our Company (for our Company itself and for the benefit of each Shareholder of our Company) that Shares in our Company are freely transferable by the holders thereof;
- **agrees** with our Company, for itself and for the benefit of each of the Shareholders of our Company (and so that our Company will be deemed by its acceptance in whole or in part of the application by HKSCC Nominees to have agreed, for itself and on behalf of each of the Shareholders of our Company, with each CCASS Participant giving **electronic application instructions**) to observe and comply with the Companies Ordinance and the Articles;
- **authorises** our Company to enter into a contract on its behalf with each of the Directors and executive officers of our Company whereby each such Director and executive officer undertakes to observe and comply with his obligations to shareholders stipulated in the Articles; and
- **agrees** that that person's application, any acceptance of it and the resulting contract will be governed by and construed in accordance with the laws of Hong Kong.

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3. Effect of giving electronic application instructions to HKSCC

By giving **electronic application instructions** to HKSCC or instructing your broker or custodian who is a CCASS Clearing Participant or a CCASS Custodian Participant to give such instructions to HKSCC, you (and if you are joint applicants, each of you jointly and severally) are deemed to have done the following things. Neither HKSCC nor HKSCC Nominees shall be liable to our Company or any other person in respect of the things mentioned below:

- instructed and authorised HKSCC to cause HKSCC Nominees (acting as nominee for the relevant CCASS Participant) to apply for the Hong Kong Public Offer Shares on your behalf;
- instructed and authorised HKSCC to arrange payment of the maximum Offer Price, the brokerage fee of 1%, the SFC transaction levy of 0.003% and the Stock Exchange trading fee of 0.005% by debiting your designed bank account and, in the case of a wholly or partially unsuccessful application and/or the Offer Price is less than the initial price per Share paid on application, refund of the application monies, in each case including the brokerage fee of 1%, the SFC transaction levy of 0.003% and the Stock Exchange trading fee of 0.005%, by crediting your designated bank account; and
- instructed and authorised HKSCC to cause HKSCC Nominees to do on your behalf all the things which it is stated to do on your behalf in the **WHITE** Application Form.

4. Multiple applications

If you are suspected of having made multiple applications or if more than one application is made for your benefit, the number of the Hong Kong Public Offer Shares applied for by HKSCC Nominees will be automatically reduced by the number of the Hong Kong Public Offer Shares in respect of which you have given such instructions and/or in respect of which such instructions have been given for your benefit. Any **electronic application instructions** to make an application for the Hong Kong Public Offer Shares given by you or for your benefit to HKSCC shall be deemed to be an actual application for the purpose of considering whether multiple applications have been made. No application for any other number of the Hong Kong Public Offer Shares will be considered and any such application is liable to be rejected.

5. Minimum subscription amount and permitted numbers

You may give or cause your broker or custodian who is a CCASS Clearing Participant or a CCASS Custodian Participant to give **electronic application instructions** in respect of a minimum of 200 Hong Kong Public Offer Shares. Such instructions in respect of more than 200 Hong Kong Public Offer Shares must be in one of the numbers set out in the table in the Application Forms.

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6. Time for inputting electronic application instructions

CCASS Clearing/Custodian Participants can input **electronic application instructions** at the following times on the following dates:

Tuesday, 24 July 2012	—	9:00 a.m. to 8:30 p.m.⁽¹⁾
Wednesday, 25 July 2012	—	8:00 a.m. to 8:30 p.m.⁽¹⁾
Thursday, 26 July 2012	—	8:00 a.m. to 8:30 p.m.⁽¹⁾
Friday, 27 July 2012	—	8:00 a.m.⁽¹⁾ to 12:00 noon

(1) These times are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/Custodian Participants.

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Tuesday, 24 July 2012 until 12:00 noon on Friday, 27 July 2012 (24 hours daily, except the last application day).

7. Effect of bad weather on the last application day

The latest time for inputting your **electronic application instructions** will be 12:00 noon, Friday, 27 July 2012. If:

- a tropical cyclone warning signal number 8 or above; or
- a “black” rainstorm warning signal

is in force in Hong Kong at any time between 9:00 a.m. to 12:00 noon, Friday, 27 July 2012, the last application day will be postponed to the next business day which does not have either of those warning signals in force in Hong Kong during 9:00 a.m. to 12:00 noon.

8. Allocation of Hong Kong Public Offer Shares

For the purpose of allocating the Hong Kong Public Offer Shares, HKSCC Nominees will not be treated as an applicant. Instead, each CCASS Participant who gives **electronic application instructions** or each person for whose benefit such instructions is given will be treated as an applicant.

Deposit of Share certificates into CCASS and refund of application monies

- No temporary document of title will be issued. No receipt will be issued for application monies received.
- If your application is wholly or partially successful, your Share certificate(s) will be issued in the name of HKSCC Nominees and deposited into CCASS for the credit of the stock account of the CCASS Participant which you have instructed to give **electronic application instructions** on your behalf or your CCASS Investor Participant stock account on Thursday, 2 August 2012, or, in the event of a contingency, on any other date as shall be determined by HKSCC or HKSCC Nominees.
- Our Company expects to publish the application results of CCASS Participants (and where the CCASS Participant is a broker or custodian, our Company will include information relating to the relevant beneficial owner), your Hong Kong identity card/passport number or other identification code (Hong Kong business registration number for corporations) and the basis of allotment of the Hong Kong Public Offering in the

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manners as described in “— Publication of Results” on Thursday, 2 August 2012. You should check the announcement published by our Company and report any discrepancies to HKSCC before 5:00 p.m. on Thursday, 2 August 2012 or such other date as shall be determined by HKSCC or HKSCC Nominees.

- If you have instructed your broker or custodian to give **electronic application instructions** on your behalf, you can also check the number of Hong Kong Public Offer Shares allotted to you and the amount of refund monies (if any) payable to you with that broker or custodian.
- If you have applied as a CCASS Investor Participant, you can also check the number of Hong Kong Public Offer Shares allotted to you and the amount of refund monies (if any) payable to you via the CCASS Phone System and the CCASS Internet System (under the procedures contained in HKSCC’s “An Operating Guide for Investor Participants” in effect from time to time) on Thursday, 2 August 2012. Immediately following the credit of the Hong Kong Public Offer Shares to your stock account and the credit of the refund monies to your bank account, HKSCC will also make available to you an activity statement showing the number of Hong Kong Public Offer Shares credited to your CCASS Investor Participant stock account and the amount of refund monies (if any) credited to your designated bank account.
- Refund of your application monies (if any) in respect of wholly and partially unsuccessful applications and/or difference between the Offer Price and the offer price per Share initially paid on application, in each case including brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%, will be credited to your designated bank account or the designated bank account of your broker or custodian on Thursday, 2 August 2012. No interest will be paid thereon.

9. Section 40 of the Companies Ordinance

For the avoidance of doubt, our Company and all other parties involved in the preparation of this Prospectus acknowledge that each CCASS Participant who gives or causes to give **electronic application instructions** is a person who may be entitled to compensation under section 40 of the Companies Ordinance.

10. Personal data

The section of the Application Forms headed “Personal Data” applies to any personal data held by our Company and our Share Registrar about you in the same way as it applies to personal data about applicants other than HKSCC Nominees.

The main provisions of the PDPO 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 our Company and our Share Registrar in relation to personal data and the PDPO.

(a) *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 our Company or our agents and our Share Registrar when applying for securities or transferring securities into or out of their names or in procuring the services of the Share Registrar.

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Failure to supply the requested data may result in your application for securities being rejected or in the delay or inability of our Company or our Share Registrar to effect transfers or otherwise render their services. It may also prevent or delay the registration or transfer of the Hong Kong Public 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/refund cheque(s) to which you are entitled.

(b) Purposes

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

- processing of your application and e-Refund payment instructions/refund cheque, where applicable, and verification of compliance with the terms and application procedures set out in the Application Forms and this Prospectus and announcing results of allocations of the Hong Kong Public 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 name of holders of securities including, where applicable, in the name of HKSCC Nominees;
- maintaining or updating our Share Registrar of holders of securities of our Company;
- conducting or assisting in the conduct of signature verifications, any other verification or exchange of information;
- establishing benefit entitlements of holders of securities of our Company, such as dividends, rights issues and bonus issues;
- distributing communications from our Company and our subsidiaries;
- compiling statistical information and shareholder profiles;
- making disclosures as required by laws, rules or regulations;
- disclosing relevant information to facilitate claims on entitlements; and
- any other incidental or associated purposes relating to the above and/or to enable our Company and our Share Registrar to discharge our obligations to holders of securities and/or regulators and/or other purpose to which the holders of securities may from time to time agree.

(c) Transfer of Personal Data

Personal data held by our Company and our Share Registrar relating to the applicants and the holders of securities will be kept confidential but our Company and our Share Registrar, to the extent necessary for achieving the above purposes or any of them, may make such enquiries as they consider necessary to confirm the accuracy of the personal

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data and in particular, they may disclose, obtain, transfer (whether within or outside Hong Kong) the personal data of the applicants and the holders of securities to, from or with any and all of the following persons and entities:

- our Company or our respective appointed agents such as financial advisers and receiving banks;
- where applicants for securities request deposit into CCASS, HKSCC and HKSCC Nominees, who will use the personal data for the purposes of operating CCASS;
- any agents, contractors or third party service providers who offer administrative, telecommunications, computer, payment or other services to our Company and/or our Share Registrar in connection with the operation of their business;
- the Stock Exchange, the SFC and any other statutory, regulatory or governmental bodies; and
- any other persons or institutions with which the holders of securities have or propose to have dealings, such as their bankers, solicitors, accountants or stockbrokers etc.

(d) Access and Correction of Personal Data

The PDPO provides the holders of securities with rights to ascertain whether our Company or our Share Registrar holds their personal data, to obtain a copy of that data, and to correct any data that is inaccurate.

In accordance with the PDPO, our Company and our 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 kinds of data held should be addressed to us, at our registered address disclosed in the “Corporate Information” section in this Prospectus or as notified from time to time in accordance with applicable law, for the attention of our company secretary or our 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.

11. Warning

The subscription of the Hong Kong Public Offer Shares by giving **electronic application instructions** to HKSCC is only a facility provided to CCASS Participants. Our Company, our Directors, the Joint Sponsors, the Joint Global Coordinators, the Joint Bookrunners, the Joint Lead Managers and the Hong Kong Underwriters and any persons involved in the Global Offering take no responsibility for the application and provide no assurance that any CCASS Participant will be allotted any Hong Kong Public Offer Shares.

To ensure that CCASS Investor Participants can give their **electronic application instructions** to HKSCC through the CCASS Phone System or the CCASS Internet System, CCASS Investor Participants are advised not to wait until the last minute to input their **electronic application instructions** to the systems. In the event that CCASS Investor Participants have problems connecting to the CCASS Phone System or the CCASS Internet System to submit their **electronic application instructions**, they should either (a) submit a **WHITE** or **YELLOW** Application Form; or (b) go to HKSCC’s Customer Service Centre to

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complete an input request form for **electronic application instructions** before 12:00 noon on Friday, 27 July 2012 or such later date as stated in the sub-paragraph headed “Effect of bad weather on the opening of the application lists” above.

V. HOW MANY APPLICATIONS YOU CAN MAKE

- (a) You may make more than one application for the Hong Kong Public Offer Shares if and only if you are a nominee, in which case you may make an application as a nominee by: (i) giving **electronic application instructions** to HKSCC via 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. In the box on the **WHITE** or **YELLOW** Application Form marked “For nominees” you must include:

- an account number; or
- some other identification codes,

for each beneficial owner or, in the case of joint beneficial owners, for each such joint beneficial owner. If you do not include this information, the application will be treated as being made for your own benefit.

- (b) All of your applications for the Hong Kong Public Offer Shares (including the part of the application made by HKSCC Nominees acting on **electronic application instructions**) will be rejected as multiple applications if you, or you and your joint applicant(s) together or any of your joint applicants:

- make more than one application (whether individually or jointly with others) on **WHITE** or **YELLOW** Application Form or by submitting an application to the designated **White Form eIPO** Service Provider through the designated website at www.eipo.com.hk or by giving **electronic application instructions** to HKSCC via CCASS (if you are a CCASS Investor Participant or applying through a CCASS Clearing or Custodian Participant); or
- both apply (whether individually or jointly) on one **WHITE** Application Form and one **YELLOW** Application Form or on one **WHITE** or **YELLOW** Application Form and give **electronic application instructions** to HKSCC or to the **White Form eIPO** Service Provider through **White Form eIPO** service; or
- apply (whether individually or jointly) on one (or more) **WHITE** or **YELLOW** Application Form or by submitting an application to the designated **White Form eIPO** Service Provider through the designated website at www.eipo.com.hk or by giving **electronic application instructions** to HKSCC via CCASS (if you are a CCASS Investor Participant or applying through a CCASS Clearing or Custodian Participant) for more than 100% of the Hong Kong Public Offer Shares being initially available in either pool A or pool B to the public as referred to under the section headed “Structure of the Global Offering” of this Prospectus; or
- make one application whether individually or jointly with others on one **WHITE** or **YELLOW** Application Form or by submitting an application to the designated **White Form eIPO** Service Provider through the designated website at www.eipo.com.hk or by giving **electronic application instructions** to HKSCC via CCASS; and, make application for the International Offering Shares; or

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- have applied for or taken up, or indicated an interest in, or have been or will be placed (whether conditionally or not) the International Offering Shares.
- (c) Save as referred to above, all of your applications for the Hong Kong Public Offer Shares are liable to be rejected as multiple applications if more than one application is made for your benefit (including the part of the application made by HKSCC Nominees acting on **electronic application instructions**). If an application is made by an unlisted company and:
- (i) the principal business of that company is dealing in securities; and
 - (ii) you exercise statutory control over that company,

then the application will be deemed to be made for your own benefit.

Unlisted company means a company with no equity securities listed on the Stock Exchange.

Statutory control in relation to a company means you:

- (i) control the composition of the board of directors of that company;
- (ii) control more than half of the voting power of that company; or
- (iii) hold more than half of the issued share capital of that company (not counting any part of it which carries no right to participate beyond a specified amount in a distribution of either profits or capital).

VI. PUBLICATION OF RESULTS

Announcement of (i) the Offer Price; (ii) the indication of the level of interest in the International Placing; (iii) the level of applications in the Hong Kong Public Offering; (iv) the basis of allocation of the Hong Kong Public Offer Shares under the Hong Kong Public Offering; and (v) the number of Offer Shares reallocated, if any, between the Hong Kong Public Offering and the International Placing is expected to be published in the South China Morning Post (in English), the Hong Kong Economic Journal (in Chinese), the website of our Company at **www.dyjh.co.jp** and the website of the Stock Exchange at **www.hkexnews.hk** on Thursday, 2 August 2012.

Announcement of results of allocations, the number of the Hong Kong Public Offer Shares successfully applied for, and Hong Kong identity card numbers, passport numbers, Hong Kong business registration certificate numbers of successful applicants under the Hong Kong Public Offering will be made available at the times and dates and in the manner specified below:

- Results of allocations for the Hong Kong Public Offering will be available from the website of our Company at **www.dyjh.co.jp** and the website of the Stock Exchange at **www.hkexnews.hk** and at 9:00 a.m. on Thursday, 2 August 2012;
- Results of allocations for the Hong Kong Public Offering will also be available from the results of allocations website at **www.iporeresults.com.hk** on a 24-hour basis from 8:00 a.m. on Thursday, 2 August 2012 to 12:00 midnight on Wednesday, 8 August 2012. The user will be required to key in the Hong Kong identity card/passport/Hong Kong business registration certificate number provided in his/her/its application to search for his/her/its own allocation result;

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- Results of allocations will be available from the Hong Kong Public Offering allocation results telephone enquiry line. Applicants may find out whether or not their applications have been successful and the number of Hong Kong Public Offer Shares allocated to them, if any, by calling 2862 8669 between 9:00 a.m. and 10:00 p.m. from Thursday, 2 August 2012 to Sunday, 5 August 2012;
- Special allocation results booklets setting out the results of allocations will be available for inspection during opening hours of the designated branches of The Bank of East Asia, Limited and Hang Seng Bank Limited from Thursday, 2 August 2012 to Saturday, 4 August 2012 at the addresses set forth in the paragraphs under “Where to collect the Application Forms” in this section.

VII. DESPATCH/COLLECTION OF SHARE CERTIFICATES AND REFUND MONIES

If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is less than HK\$16 per Offer Share (excluding brokerage, SFC transaction levy and Stock Exchange trading fee thereon) initially paid on application, or if the conditions of the Hong Kong Public Offering are not fulfilled in accordance with the section headed “Structure of the Global Offering — Conditions of the Global Offering” of this Prospectus or if any application is revoked or any allotment pursuant thereto has become void, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy and Stock Exchange trading fee, will be refunded, without interest. It is intended that special efforts will be made to avoid any undue delay in refunding application monies where appropriate.

Despatch of Share certificates

No temporary documents of title will be issued with respect to the Hong Kong Public Offer Shares. No receipt will be issued for sums paid on application but, subject to personal collection as mentioned below, in due course there will be sent to you (or, in the case of joint applicants, to the first-named applicant) by registered post, at your own risk, to the address specified on your Application Form:

- (a) for applications on **WHITE** Application Forms or by **White Form eIPO**: (i) Share certificate(s) for all the Hong Kong Public Offer Shares applied for, if the application is wholly successful; or (ii) Share certificate(s) for the number of Hong Kong Public Offer Shares successfully applied for, if the application is partially successful;
- (b) for wholly successful and partially successful applicants on **YELLOW** Application Forms: Share certificates for their Hong Kong Public Offer Shares successfully applied for will be deposited into CCASS as described below.

You will receive one Share certificate for all the Hong Kong Public Offer Shares issued to you under the Hong Kong Public Offer (except pursuant to applications made on **YELLOW** application form or by **electronic application instructions** to HKSCC where Share certificates will be deposited in CCASS).

Share certificates will only become valid certificates of title at 8:00 a.m. on the Listing Date provided that the Hong Kong Public Offering has become unconditional in all respects and the right of termination described in the section entitled “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Underwriting Agreement — Grounds for termination” of this Prospectus has not been exercised.

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There are certain risks associated with physical possession of Share certificates. To mitigate these risks, successful applicants of the Hong Kong Public Offering will receive their Share certificates via registered post. **CCASS Beneficial Owners are not subject to the risks associated with physical possession of Share certificates. Potential investors who choose to hold the Shares in their own names and outside CCASS are strongly recommended to surrender their Share certificates to our Company or otherwise safe-keep their unsurrendered Share certificates at all times.** For information relating to the risks associated with the loss or destruction of a Share certificate and the options to surrender Share certificates to the Company, see “Risk Factors — Risks relating to differences in rights and requirements under Japanese law — A Shareholder who loses his share certificates will be subject to limitations on his rights as Shareholder.” and “Material Shareholders’ Matters under Japanese Law — Loss/destroyed Share certificates”. For procedures and mechanism for surrendering Share certificates, see “Material Shareholders’ Matters under Japanese Law — Ownership of Shares — Safe-keeping your Share certificates — Surrendering your Share certificates”.

Successful applicants of the Hong Kong Public Offering may surrender their Share certificates to our Company through Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17/F Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong during normal business hours in Hong Kong after they have received via registered post their Share certificates representing their allotted Offer Shares.

Refund monies

Subject to personal collection as mentioned below, in due course there will be sent to you (or in the case of joint applicants, to the first-named applicant) by ordinary post, at your own risk, to the address specified on your Application Form:

- (a) for applications on **WHITE** or **YELLOW** Application Forms, refund cheque(s) crossed “Account Payee Only” in favour of the applicant (or, in the case of joint applicants, the first-named applicant) for (i) the surplus application money for the Hong Kong Public Offer Shares unsuccessfully applied for, if the application is partially unsuccessful; or (ii) all the application money, if the application is wholly unsuccessful; and/or (iii) the difference between the final Offer Price and the maximum offer price per Share paid on application in the event that the final Offer Price is less than the maximum offer price per Share initially paid on application, in each case including the brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%, attributable to such refund/surplus monies but without interest; and/or
- (b) for applicants who apply through the **White Form eIPO** service by paying the application monies through a single bank account and whose application is wholly or partially unsuccessful and/or the final Offer Price being different from the maximum Offer Price initially paid on the application, e-Refund payment instructions (if any) will be despatched to the application payment account; and/or
- (c) for applicants who apply through the **White Form eIPO** service by paying the application monies through multiple bank accounts and whose application is wholly or partially unsuccessful and/or the final Offer Price being different from the maximum Offer Price initially paid on the application, refund cheque(s) will be sent to the address as specified on the **White Form eIPO** application by ordinary post and at the applicant’s own risk.

Subject to personal collection as mentioned below, refund cheques for surplus application money (if any) with respect to wholly and partially unsuccessful applications and the difference between the Offer Price and the offer price per Share initially paid on application (if any) under

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WHITE or **YELLOW** Application Forms; and Share certificates for wholly and partially successful applicants under **WHITE** Application Forms are expected to be posted on or before Thursday, 2 August 2012. The right is reserved to retain any Share certificate(s) and any surplus application money pending clearance of cheque(s).

Personal Collection of Share certificates and refund monies

(a) *If you apply using a WHITE Application Form:*

- If you apply for 1,000,000 Hong Kong Public Offer Shares or more on a **WHITE** Application Form and have indicated your intention in your Application Form to collect your refund cheque(s) (where applicable) and/or Share certificate(s) (where applicable) from Computershare Hong Kong Investor Services Limited and have provided all information required by your Application Form, you may collect your refund cheque(s) (where applicable) and Share certificate(s) (where applicable) from Computershare Hong Kong Investor Services Limited at shops 1712–1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong from 9:00 a.m. to 1:00 p.m. on Thursday, 2 August 2012 or such other place and date as notified by our Company in the newspapers as the place and date of collection/despatch of e-Refund payment instructions/refund cheques/Share certificates.
- If you are an individual who opts for personal collection, you must not authorise any other person to make collection on your behalf. If you are a corporate applicant which opts for personal collection, you must attend by your authorised representative bearing a letter of authorisation from your corporation stamped with your corporation's chop. Both individuals and authorised representatives (if applicable) must produce, at the time of collection, evidence of identity acceptable to the Share Registrar.
- If you do not collect your refund cheque(s) (where applicable) personally within the time specified for collection, they will be sent to the address as specified in your Application Form promptly thereafter by ordinary post and at your own risk.
- If you do not collect your Share certificate(s) (where applicable) personally within the time specified for collection, they will be sent to the address as specified in your Application Form promptly thereafter by registered post and at your own risk.

If you apply for less than 1,000,000 Hong Kong Public Offer Shares or if you apply for 1,000,000 Hong Kong Public Offer Shares or more but have not indicated on your Application Form that you will collect your refund cheque(s) (where applicable) and/or Share certificate(s) (where applicable) in person, your refund cheque(s) (where applicable) will be sent to the address on your Application Form on Thursday, 2 August 2012, by ordinary post and at your own risk and your Share certificate(s) (where applicable) will be sent to the address on your Application Form on Thursday, 2 August 2012, by registered post and at your own risk.

(b) *If you apply using a YELLOW Application Form:*

If you apply for 1,000,000 Hong Kong Public Offer Shares or more and you have elected on your **YELLOW** Application Form to collect your refund cheque (where applicable) in person, please follow the same instructions as those for **WHITE** Application Form applicants as described above.

HOW TO APPLY FOR THE HONG KONG PUBLIC OFFER SHARES

If you apply for less than 1,000,000 Hong Kong Public Offer Shares or if you apply for 1,000,000 Hong Kong Public Offer Shares or more but have not indicated on your Application Form that you will collect your refund cheque(s) (where applicable) in person, your refund cheque(s) (where applicable) will be sent to the address on your Application Form on Thursday, 2 August 2012, by ordinary post and at your own risk.

If you apply for Hong Kong Public Offer Shares using a **YELLOW** Application Form and your application is wholly or partially successful, your Share certificate(s) will be issued in the name of HKSCC Nominees and deposited into CCASS for credit to your CCASS Investor Participant stock account or the stock account of your designated CCASS Participant as instructed by you in your Application Form on Thursday, 2 August 2012, or under contingent situations, on any other date as shall be determined by HKSCC or HKSCC Nominees.

If you are applying through a designated CCASS Participant (other than a CCASS Investor Participant) for Hong Kong Public Offer Shares credited to the stock account of your designated CCASS Participant (other than a CCASS Investor Participant), you can check the number of Hong Kong Public Offer Shares allocated to you with that CCASS Participant.

If you are applying as a CCASS Investor Participant, our Company expects to publish the results of CCASS Investor Participants' applications together with the results of the Hong Kong Public Offering in the manners as described in "— Publication of Results" on Thursday, 2 August 2012. You should check the announcement published by our Company and report any discrepancies to HKSCC before 5:00 p.m. on Thursday, 2 August 2012 or such other date as shall be determined by HKSCC or HKSCC Nominees. Immediately after the credit of the Hong Kong Public Offer Shares to your CCASS Investor Participant stock account, you can check the number of Hong Kong Public Offer Shares allotted to you via the CCASS Phone System or the CCASS Internet System (under the procedures contained in HKSCC's "An Operating Guide for Investor Participants" in effect from time to time). HKSCC will also make available to you an activity statement showing the number of Hong Kong Public Offer Shares credited to your CCASS Investor Participant stock account.

If you apply for Hong Kong Public Offer Shares using a **YELLOW** Application Form, in addition to the confirmation and agreements referred to in "III. Applying by using a **WHITE** or **YELLOW** Application Form — 3. How to complete the Application Form" above, you (and if you are joint applicants, each of you jointly and severally) agreed that:

- any Hong Kong Public Offer Shares allocated to you shall be registered in the name of HKSCC Nominees and deposited directly into CCASS operated by HKSCC for credit to your CCASS Investor Participant stock account or the stock account of your designated CCASS Participant in accordance with your election on the Application Form;
- each of HKSCC and HKSCC Nominees reserves the right (1) not to accept any or part of such allotted Hong Kong Public Offer Shares issued in the name of HKSCC Nominees or not to accept such allotted Hong Kong Public Offer Shares for deposit into CCASS; (2) to cause such allotted Hong Kong Public Offer Shares to be withdrawn from CCASS and transferred into your name (or, if you are a joint applicant, to the first-named applicant) at your own risk and costs; and (3) to cause such allotted Hong Kong Public Offer Shares to be issued in your name (or, if you are a joint applicant, to the first-named applicant) and in such a case, to post the Share certificates for such allotted Hong Kong Public Offer Shares at your own risk to the address on your Application Form by registered post or to make available the same for your collection;

HOW TO APPLY FOR THE HONG KONG PUBLIC OFFER SHARES

- each of HKSCC and HKSCC Nominees may adjust the number of allotted Hong Kong Public Offer Shares issued in the name of HKSCC Nominees;
- neither HKSCC nor HKSCC Nominees shall have any liability for the information and representations not so contained in this Prospectus and the Application Form; and
- neither HKSCC nor HKSCC Nominees shall be liable to you in any way.

(c) If You Apply Using a White Form eIPO

If you apply for 1,000,000 Hong Kong Public Offer Shares or more through the **White Form eIPO** service by submitting an electronic application to the designated **White Form eIPO** Service Provider through the designated website at www.eipo.com.hk and your application is wholly or partially successful, you may collect your Share certificate(s) in person from our Share Registrar, Computershare Hong Kong Investor Services Limited at shops 1712–1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, from 9:00 a.m. to 1:00 p.m. on Thursday, 2 August 2012, or such other date as notified by our Company in the newspapers as the date of despatch/collection of Share certificates/e-Refund payment instructions/refund cheques.

If you do not collect your Share certificate(s) (where applicable) personally within the time specified for collection, they will be sent to the address specified in your application instructions to the designated **White Form eIPO** Service Provider promptly thereafter by registered post and at your own risk.

If you have applied through the **White Form eIPO** service by paying the application monies through a single bank account and your application is wholly or partially unsuccessful and/or the Offer Price is less than the offer price initially paid on your application, e-Refund payment instructions (if any) will be despatched to the application payment account on or before Thursday, 2 August 2012.

If you apply through the **White Form eIPO** service by paying the application monies through multiple bank accounts and your application is wholly or partially unsuccessful and/or the Offer Price is different from the offer price initially paid on your application, refund cheque(s) will be sent to the address specified in your application instructions to the designated **White Form eIPO** Service Provider on or before Thursday, 2 August 2012 by ordinary post and at your own risk.

If you apply for less than 1,000,000 Hong Kong Public Offer Shares, your Share certificate(s) (where applicable) will be sent to the address specified in your application instructions to the designated **White Form eIPO** Service Provider through the designated website at www.eipo.com.hk on Thursday, 2 August 2012 by registered post and at your own risk.

Please also note the additional information relating to refund of application monies overpaid, application money underpaid or applications rejected by the designated **White Form eIPO** Service Provider set out in the paragraph entitled "III. Applying by using a **WHITE** or **YELLOW** Application Form — 5. Additional information" above.

In any event, **we recommend Shareholders that wish to be recorded as Shareholders in the share register of our Company surrender their Share certificates to our Company.** For procedures and mechanism for surrendering Share certificates, see "Material Shareholders' Matters under Japanese Law — Ownership of Shares — Safe-keeping your Share certificates — Surrendering your Share certificates".

HOW TO APPLY FOR THE HONG KONG PUBLIC OFFER SHARES

VIII. CIRCUMSTANCES IN WHICH YOU WILL NOT BE ALLOTTED THE HONG KONG PUBLIC OFFER SHARES

Full details of the circumstances in which you will not be allotted Hong Kong Public Offer Shares are set out in the notes attached to the Application Forms, and you should read them carefully. You should note in particular the following situations in which the Hong Kong Public Offer Shares will not be allotted to you:

- If your application is revoked:

By completing and submitting an Application Form or submitting **electronic application instructions** to HKSCC, you agree that your application or the application made by HKSCC Nominees on your behalf may only be revoked before the fifth business day after the time of the opening of the application lists of the Hong Kong Public Offering. This agreement will take effect as a collateral contract with our Company, and will become binding when you lodge your application or submit your **electronic application instructions** to HKSCC and an application has been made by HKSCC Nominees on your behalf accordingly. This collateral contract will be in consideration of our Company agreeing that it will not offer any Hong Kong Public Offer Shares to any person on or before that day except by means of one of the procedures referred to in this Prospectus.

Your application or the application made by HKSCC Nominees on your behalf may be revoked before the fifth business day after the time of the opening of the application lists if a person responsible for this Prospectus under section 40 of the Companies Ordinance (as applied by section 342E of the Companies Ordinance) gives a public notice under that section which excludes or limits the responsibility of that person for this Prospectus.

If any supplement to this Prospectus is issued, applicant(s) who have already submitted an application may or may not (depending on the information contained in the supplement) be notified that they can withdraw their applications. If applicant(s) have not been so notified, or if applicant(s) have been notified but have not withdrawn their applications in accordance with the procedure to be notified, all applications that have been submitted remain valid and may be accepted. Subject to the above, an application once made is irrevocable and applicants shall be deemed to have applied on the basis of this Prospectus as supplemented.

If your application or the application made by HKSCC Nominees on your behalf has been accepted, it cannot be revoked. For this purpose, acceptance of applications which are not rejected will be constituted by notification in the press announcement of the results of allotment, and where such basis of allotment is subject to certain conditions or provides for allocation by ballot, such acceptance will be subject to the satisfaction of such conditions or results of the ballot (as the case may be).

- At the discretion of our Company or its agents or nominees, your application is rejected:

Our Company, the Joint Global Coordinators (on behalf of our Company) or their respective agents or nominees have full discretion to reject or accept any application, or to accept only part of any application. Our Company, the Joint Global Coordinators (on behalf of our Company) or their respective agents or nominees do not have to give any reason for any rejection or acceptance.

HOW TO APPLY FOR THE HONG KONG PUBLIC OFFER SHARES

- If the allotment of the Hong Kong Public Offer Shares is void:

The allotment of the Hong Kong Public Offer Shares to you or to HKSCC Nominees (if you give **electronic application instructions** to HKSCC or apply by a **YELLOW** Application Form) will be void if the Listing Committee of the Stock Exchange does not grant permission to list our Shares in issue and to be issued as mentioned in this Prospectus either:

- within three weeks from the closing of the application lists in respect of the Hong Kong Public Offering; or
- within a longer period of up to six weeks if the Listing Committee of the Stock Exchange notifies our Company of that longer period within three weeks of the closing of the application lists in respect of the Hong Kong Public Offering.

- If your application is rejected or not be accepted:

Your application will be rejected or not be accepted if:

- it is a multiple or suspected multiple application;
- your Application Form is not completed correctly in accordance with the instructions therein;
- your **electronic application instructions** through the **White Form eIPO** service are not completed in accordance with the instructions, terms and conditions set out in the designated website at **www.eipo.com.hk**;
- the Company and the Joint Global Coordinators (as agent for the Company) or their respective agents or nominees believe that by accepting your application, it would violate the applicable securities laws or other laws, rules or regulations of the jurisdiction in which your application is made;
- you or the person(s) for whose benefit you are applying have applied for and/or been allotted or will be allotted with the International Offering Shares;
- your payment is not in the correct form;
- you pay by cheque or banker's cashier order and the cheque or banker's cashier order is dishonoured on its first presentation;
- our Company and the Joint Global Coordinators (on behalf of our Company) believe that the acceptance of your application would violate the applicable securities or other laws, rules or regulations of the jurisdiction in which your application is completed and/or signed or your address appeared in the Application Form is located; or
- your application is for more than 100% of the Hong Kong Public Offer Shares initially offered for public subscription in either pool A or pool B; or
- any of the Underwriting Agreements does not become unconditional in accordance with its terms or is terminated in accordance with its terms.

HOW TO APPLY FOR THE HONG KONG PUBLIC OFFER SHARES

IX. COMMENCEMENT OF DEALINGS IN THE SHARES

Dealings in our Shares on the Stock Exchange are expected to commence on Friday, 3 August 2012.

Our Shares will be traded in board lots of 200 Shares each.

The Stock Exchange stock code for our Shares is 6889.

X. HONG KONG PUBLIC OFFER SHARES WILL BE ELIGIBLE FOR ADMISSION INTO CCASS

If the Stock Exchange grants the listing of, and the permission to deal in, our Shares and our Company complies with the stock admission requirements of HKSCC, our Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in our Shares on the Stock Exchange or any other date HKSCC chooses. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second business day after any trading day.

All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

Investors should seek the advice of their stockbroker or other professional adviser for details of the settlement arrangement as such arrangements may affect their rights and interests.

All necessary arrangements have been made enabling the Shares to be admitted into CCASS.

XI. HOW MUCH ARE THE HONG KONG PUBLIC OFFER SHARES

The maximum Offer Price is HK\$16 per Share. You must also pay brokerage of 1%, SFC transaction levy of 0.003%, and Hong Kong Stock Exchange trading fee of 0.005 % in full. This means that for one board lot of 200 Offer Shares you will pay HK\$3,232.26. The Application Forms have tables showing the exact amount payable for certain numbers of Offer Shares up to 5,600,000 Offer Shares.

You must pay the amount payable upon application for the Hong Kong Public Offer Shares by one cheque or one banker's cashier order in accordance with the terms set out in the Application Form (if you apply by an Application Form).

If your application is successful, brokerage will be paid to participants of the Stock Exchange or the Stock Exchange (as the case may be), and the SFC transaction levy and the Stock Exchange trading fee will be paid to the Stock Exchange (in the case of the SFC transaction levy, collected on behalf of the SFC).