

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

Application Form No.
申請表格編號

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IMPORTANT
重要提示

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 MONDAY, 16 SEPTEMBER 2013.
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。二零一三年九月十六日（星期一）下午四時正不得提出申請。
IF YOU ARE IN ANY DOUBT AS TO ANY ASPECT OF THIS APPLICATION FORM OR AS TO THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT A LICENSED SECURITIES DEALER OR REGISTERED INSTITUTION IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER.
閣下如對本申請表格之任何方面或應採取之行動有任何疑問，應諮詢閣下之持牌證券交易商或註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。

If you have sold or transferred all your shares in U-RIGHT International Holdings Limited (Provisional Liquidators Appointed) (the "Company"), you should at once hand this Application Form and the accompanying prospectus of the Company dated Monday, 2 September 2013 (the "Prospectus" and collectively as the "Prospectus Documents") to the purchaser or transferee or to the bank, the licensed securities dealer or registered institution or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee(s).
閣下如已將名下所有威威國際控股有限公司（「已委任臨時清盤人」）（「本公司」）之股份全部售出或轉讓，應立即將本申請表格及隨附本公司所刊發日期為二零一三年九月二日（星期一）之招股章程（「招股章程」，統稱「章程文件」）送交買主或承讓人，或經手買賣或轉讓之銀行、持牌證券交易商或註冊證券機構或其他代理人，以便轉交買主或承讓人。

A copy of each of the Prospectus Documents, together with other documents specified in the paragraph headed "DOCUMENTS DELIVERED TO THE REGISTRAR OF COMPANIES" in Appendix III to the Prospectus, has been registered with the Registrar of Companies in Hong Kong pursuant to Section 342C of the Companies 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 any of these documents.
各章程文件連同招股章程附錄三「送呈公司註冊處處長之文件」一段所述之其他文件，已根據公司條例第342C條之規定於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任何此等文件之內容概不負責。

Subject to the granting of the listing of, and permission to deal in, the Offer Shares on the Stock Exchange of Hong Kong Limited (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 commencement date 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. You should consult your licensed securities dealer, registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser for details of the settlement arrangements and how such arrangements may affect your rights and interests.

得發售股份獲批准於香港聯合交易所有限公司（「聯交所」）上市及買賣，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開始買賣日期或香港結算釐定之有關其日期起，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。於中央結算系統進行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。有關結算安排之詳情及有關安排如何影響閣下之權利及權益，閣下應自行諮詢持牌證券交易商、註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。

Hong Kong Exchanges and Clearing Limited and the Stock Exchange 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、聯交所及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，並明確表示概不就因本申請表格全部或部分內容而產生或因倚賴該等內容而引致之任何損失承擔任何責任。

Terms used herein shall have the same meanings as defined in the Prospectus unless the context otherwise requires.
除文義另有所指外，本申請表格所用詞彙與招股章程所界定者具相同涵義。

This Application Form and all acceptances pursuant to it shall be governed by and construed in accordance with the laws of Hong Kong.
本申請表格及據此提出之所有接納須受香港法例監管並按其詮釋。

Branch share registrar
in Hong Kong
Tricor Tengis Limited
26th Floor Tesbury Centre
28 Queen's Road East
Wanchai
Hong Kong

香港股份總戶登記分處
卓佳登捷時有限公司
香港灣仔
皇后大道東28號
金鐘匯中心26樓



U-RIGHT INTERNATIONAL HOLDINGS LIMITED

(Provisional Liquidators Appointed)

佑威國際控股有限公司*

(已委任臨時清盤人)

(Incorporated in Bermuda with limited liability)

(於百慕達註冊成立之有限公司)

(Stock Code: 627)

(股份代號: 627)

OPEN OFFER OF 178,468,245 OFFER SHARES

AT HK\$0.15 PER OFFER SHARE

IN THE PROPORTION OF FIVE OFFER SHARES FOR EVERY

ONE NEW SHARE HELD ON THE RECORD DATE

按於記錄日期每持有一股新股可獲發五股

發售股份之基準公開發售178,468,245股

發售股份每股發售股份作價0.15港元

PAYABLE IN FULL ON ACCEPTANCE BY NOT LATER

THAN 4:00 P.M. ON MONDAY, 16 SEPTEMBER 2013

股款須不遲於二零一三年九月十六日（星期一）下午四時正接納時全數繳付

Registered office
Clarendon House
2 Church Street
Hamilton HM11
Bermuda

註冊辦事處
Clarendon House
2 Church Street
Hamilton HM11
Bermuda

Head Office and principal place
of business in Hong Kong
35th Floor
One Pacific Place
88 Queensway
Hong Kong

總辦事處及香港主要營業地點
香港
金鐘道88號
太古廣場第一座35樓
2 September 2013
二零一三年九月二日

Name(s) and address of Qualifying Shareholder(s)

合資格股東姓名及地址

Empty box for Name(s) and address of Qualifying Shareholder(s)

APPLICATION FORM

申請表格

Number of New Shares registered in your name on Thursday, 29 August 2013

於二零一三年八月二十九日（星期四）以閣下名義登記之新股數目

Box A 甲欄

Number of Offer Shares in your assured allotment subject to payment
in full on application by no later than 4:00 p.m. on Monday, 16 September 2013
閣下獲保證配發之發售股份數目（股款須不遲於二零一三年九月十六日（星期一）下午四時正申請時全數繳付）

Box B 乙欄

Amount payable on assured allotment if applied for in full
倘閣下申請認購全數獲保證配發之應繳款項

Box C 丙欄

Box D 丁欄
Number of Offer Shares applied for
申請認購之發售股份數目
Remittance enclosed (HK\$0.15 x number of Offer Shares applied for)
附附股款 (0.15 港元 x 所申請發售股份數目)
HK\$
港元

Application can only be made by the Qualifying Shareholder(s) named above.

認購申請僅可由上述合資格股東作出。

Please enter in Box D the number of Offer Shares applied for and the amount of remittance enclosed

請於丁欄填妥申請認購之發售股份數目及隨附股款金額

Please see overleaf the "Conditions" and "Procedures for Application" explaining how to apply for the Offer Shares under this Application Form.

SHAREHOLDERS SHOULD NOTE THAT THE UNDERWRITING AGREEMENT CONTAINS PROVISIONS ENTITLING THE UNDERWRITER, BY NOTICE IN WRITING, TO TERMINATE ITS OBLIGATIONS THEREUNDER (FULL DETAILS OF WHICH ARE SET OUT IN THE PROSPECTUS) IF AT ANY TIME PRIOR TO THE LATEST TIME FOR TERMINATION OF THE UNDERWRITING AGREEMENT (WHICH IS EXPECTED TO BE 4:00 P.M. ON TUESDAY, 17 SEPTEMBER 2013):

- (i) in the reasonable opinion of the Underwriter, the success of the Open Offer would be materially and adversely affected by:
(a) the introduction of any new law or regulation or any change in existing law or regulation (or the judicial interpretation thereof) or other occurrence of any nature whatsoever which may in the reasonable opinion of the Underwriter materially and adversely affect the business or the financial or trading position or prospects of the Group as a whole or is materially adverse in the context of the Open Offer; or
(b) the occurrence of any local, national or international event or change (whether or not forming part of a series of events or changes occurring or continuing before, and/or after the date thereof) of a political, military, financial, economic or other nature, or in the nature of any local, national or international outbreak or escalation of hostilities or armed conflict, or affecting local securities markets which may, in the reasonable opinion of the Underwriter materially and adversely affect the business or the financial or trading position or prospects of the Group as a whole or materially and adversely prejudice the success of the Open Offer or otherwise makes it inexpedient or inadvisable to proceed with the Open Offer; or
(ii) any adverse change in market conditions (including without limitation, any change in fiscal or monetary policy, or foreign exchange or currency markets, suspension or material restriction or trading in securities) occurs which in the reasonable opinion of the Underwriter is likely to materially or adversely affect the success of the Open Offer or otherwise makes it inexpedient or inadvisable to proceed with the Open Offer; or
(iii) there is any change in the circumstances of the Company or any member of the Group which in the reasonable opinion of the Underwriter will adversely affect the prospects of the Company, including without limiting the generality of the foregoing the presentation of a petition or the passing of a resolution for the liquidation or winding up or similar event occurring in respect of any member of the Group or the destruction of any material asset of the Group; or
(iv) any event of force majeure including, without limiting the generality thereof, any act of God, war, riot, public disorder, civil commotion, fire, flood, explosion, epidemic, terrorism, strike or lock-out; or
(v) any other material adverse change in relation to the business or the financial or trading position or prospects of the Group as a whole whether or not ejusdem generis with any of the foregoing; or
(vi) any matter which, had it arisen or been discovered immediately before the date of the Prospectus and not having been disclosed in the Prospectus Documents, would have constituted, in the reasonable opinion of the Underwriter, a material omission in the context of the Open Offer.

請參閱載於本申請表格背頁解釋如何根據本申請表格申請發售股份之「條件」及「申請手續」。

此包銷協議

股東務須注意，包銷協議載有條文賦予包銷商權利，倘於包銷協議的最後終止時間（預期為二零一三年九月十七日（星期二）下午四時正）前任何時間出現以下情況，包銷商可以書面通知方式終止其於包銷協議項下須承擔之責任（有關詳情載於招股章程內）：

- (i) 包銷商合理認為，公開發售之成功將因下列事項而受到重大不利影響：
(a) 頒佈任何新法例或法規或現行法例或法規（或其司法詮釋）變動或發生任何性質之其他事件，而包銷商合理認為可能對本集團整體業務或財務或經營狀況或前景構成重大不利影響，或可能對公開發售構成重大不利影響；或
(b) 任何地方、國家或國際間發生政治、軍事、財政、經濟或其他性質之事件或變動（不論屬於包銷協議日期之前及／或之後發生或持續發生之一連串事件或變動一部分與否）或任何地方、國家或國際間對行為或武裝衝突爆發或升級或以影響當地證券市場，而包銷商合理認為可能對本集團整體業務或財務或經營狀況或前景構成重大不利影響或對公開發售之成功構成重大不利影響或導致進行公開發售不宜或不智；或
(ii) 市場出現任何不利變動（包括但不限於金融或貨幣政策或外匯或貨幣市場之任何變動，或買賣證券暫停或受到嚴格限制），而包銷商合理認為可能對公開發售之成功構成重大不利影響或導致進行公開發售不宜或不智；或
(iii) 本公司或本集團任何成員公司之狀況出現任何變動，而包銷商合理認為將對本公司之前景構成不利影響，包括（在不對前述事項之一般性效力構成限制下）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，或本集團任何重要資產遭受破壞；或
(iv) 發生任何不可抗力事件，包括（在不對前述事項之一般性效力構成限制下）任何天然災、戰爭、暴亂、擾亂公共秩序、民亂、火災、水災、爆炸、疫症、恐怖活動、罷工或停工；或
(v) 任何有關本集團整體業務或財務或經營狀況或前景之其他重大不利變動（不論是否與前述任何一項屬同類）；或
(vi) 倘察接獲招股章程日期前發生或發現並無於章程文件內披露之任何事項，而包銷商合理認為就公開發售而言會構成重大違漏。

* For identification purposes only
* 僅供識別



U-RIGHT INTERNATIONAL HOLDINGS LIMITED

(Provisional Liquidators Appointed)

佑威國際控股有限公司*

(已委任臨時清盤人)

(Incorporated in Bermuda with limited liability)

(於百慕達註冊成立之有限公司)

(Stock Code: 627)

(股份代號: 627)

To: U-RIGHT International Holdings Limited (Provisional Liquidators Appointed)

致: 佑威國際控股有限公司* (已委任臨時清盤人)

Dear Sirs,

I/We, being the registered holder(s) stated overleaf of the New Shares, enclose a remittance** for the amount payable in full on acceptance for the number of Offer Shares at a price of HK\$0.15 per Offer Share specified in Box B or Box D (as the case may be). I/We accept that number of Offer Shares on the terms and conditions of the Prospectus dated Monday, 2 September 2013 and subject to the memorandum of association and bye-laws 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 share certificate(s) 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/吾等為背頁所列新股之登記持有人, 現申請認購乙欄或丁欄(視情況而定)所指定數目之發售股份, 並附上按每股發售股份0.15港元之價格計算須於接納時繳足之全數股款**。本人/吾等謹此依照日期為二零一三年九月二日(星期一)之售股章程所載條款及條件, 以及在 貴公司之組織章程大綱及公司細則所載各項規定規限下, 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數目相等於或少於與本申請有關之發售股份。本人/吾等謹此授權 貴公司將本人/吾等之姓名列入 貴公司之股東名冊, 作為有關數目或較少數目之發售股份持有人, 並將有關發售股份之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/吾等已詳閱背頁所載各項條件及申請手續, 並同意全部遵守。

Please insert daytime contact telephone number 請填上日間聯絡電話號碼	
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Signature(s) of Qualifying Shareholder(s)
(all joint Qualifying Shareholder(s) 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) _____

Date: _____ 2013

日期: 二零一三年 _____ 月 _____ 日

Details to be filled in by Qualifying Shareholder(s):
請合資格股東填妥以下資料:

Number of Offer Shares applied for (being the total specified in Box D, or failing which, the total specified in Box B) 申請認購發售股份數目 (丁欄或(如未有填妥)乙欄所列明之發售股份總數)	Total amount of remittance (being the total specified in Box D, or failing which, the total specified in Box C) 股款總額 (丁欄或(如未有填妥)丙欄所列明之股款總額)	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
	HK\$ 港元		

NO RECEIPT WILL BE ISSUED BY THE COMPANY
本公司將不另發收據

** Cheque or banker's cashier order should be crossed "ACCOUNT PAYEE ONLY" and made payable to "U-RIGHT INTERNATIONAL HOLDINGS LTD (PROVISIONAL LIQUIDATORS APPOINTED)-OPEN OFFER ACCOUNT" (see the section headed "Procedures for application" on the reverse side of this form).

** 支票或銀行本票須以「只准入抬頭人賬戶」方式並以「U-RIGHT INTERNATIONAL HOLDINGS LTD (PROVISIONAL LIQUIDATORS APPOINTED)-OPEN OFFER ACCOUNT」為抬頭人劃線開出(請參閱本表格背頁「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.

假設公開發售之條件獲達成, 認購數目少於或相等於申請人獲保證配發之發售股份之有效申請將獲全數接納。倘上欄內並無填上數目, 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。倘股款少於認購上欄所填數目之發售股份所須支付之股款, 則閣下將被視作申請認購已收取款項所代表之發售股份數目。申請將被視作為申請認購完整之發售股份數目而作出。

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U-RIGHT INTERNATIONAL HOLDINGS LIMITED

(Provisional Liquidators Appointed)

佑威國際控股有限公司*

(已委任臨時清盤人)

(於百慕達註冊成立之有限公司)

(股份代號：627)

條件

1. 誠如售股章程及本申請表格所述，本申請表格乙欄所載之保證配額乃向名列本公司股東名冊並為合資格股東的股東作出，比例為按於二零一三年八月二十九日每持有一股新股可獲配發五股發售股份。除外股東不得申請認購任何發售股份。
2. 概不會就收到之申請認購款項發出收據，惟預期申請獲全數或部分接納之發售股份股票將以平郵方式按本申請表格所列地址寄交獲配發人；如屬聯名獲配發人，則寄交名列首位之獲配發人，郵誤風險概由有關人士承擔。
3. 填妥本申請表格將構成申請人指示及授權本公司及／或卓佳登捷時有限公司或彼等就此提名之其他人士代表申請人根據售股章程所述安排辦理本申請表格或其他文件之任何登記手續，以及進行有關公司或人士可能認為必需或合宜之所有其他一般事宜，將所申請認購之數目或較少數目之發售股份登記在申請人名下。
4. 發售股份之申請人承諾簽署所有文件並採取一切其他必要行動以讓申請人登記成為所申請認購之發售股份持有人，惟須符合本公司組織章程大綱及公司細則之規定。
5. 本公司收到認購款項後將隨即將之過戶，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. 本公司保留權利接受或拒絕任何不符合本申請表格所載申請手續之發售股份認購申請。
8. 除非在有關司法權區毋須遵守任何登記規定或其他法律或監管規定可合法提呈要約或邀請，否則於任何香港以外地區或司法權區收到售股章程或本申請表格之人士，概不得視之為申請發售股份之要約或邀請。任何香港境外人士（包括合資格股東之最終實益擁有人）如欲申請發售股份，均有責任自行遵守一切有關司法權區之法律及規例，包括取得任何政府或其他同意，以及就此支付有關司法權區規定須繳付之任何有關稅項及稅款。填妥及交回本申請表格將構成有關申請人向本公司保證及聲明有關申請人已妥為遵守香港以外所有相關地區有關接納發售股份之所有登記、法律及監管規定。為避免產生疑惑，香港結算或香港中央結算（代理人）有限公司不受任何該等聲明及保證所規限。閣下如對本身之狀況有任何疑問，應諮詢閣下之專業顧問。
9. 本申請表格的中英文版本內容如有歧義，概以英文版本為準。

申請手續

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

如欲申請認購少於閣下獲保證配發之發售股份數目，請在本申請表格丁欄內填上所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0.15港元計算）。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較少數目之發售股份。

倘閣下欲申請本申請表格乙欄所列數目之發售股份，則請在本申請表格丁欄內填上此數目。如無填上任何數目，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。

本公司將不會向合資格股東提呈額外發售股份，而任何不獲合資格股東承購之發售股份將由包銷商包銷。

填妥及簽署本申請表格並將就所申請發售股份全部應付款項之相應股款緊釘其上後，請將表格對摺並於二零一三年九月十六日（星期一）下午四時正前交回本公司之香港股份過戶登記分處卓佳登捷時有限公司，地址為香港灣仔皇后大道東28號金鐘匯中心26樓，所有就申請保證獲配發之發售股份之股款必須為港元款項，支票必須由香港持牌銀行賬戶開出，而銀行本票則須由香港持牌銀行發出，並以「U-RIGHT INTERNATIONAL HOLDINGS LTD (PROVISIONAL LIQUIDATORS APPOINTED)-OPEN OFFER ACCOUNT」為抬頭人及以「只准入抬頭人賬戶」方式劃線開出。除非本申請表格連同本申請表格丙欄或丁欄（視情況而定）所示適當股款於二零一三年九月十六日（星期一）下午四時正前收訖，否則閣下申請認購發售股份之權利以及一切有關權利將視作遭拒絕受理而予以註銷。

預期股票將於二零一三年九月十九日（星期四）或之前以平郵方式寄予閣下，郵誤風險概由閣下自行承擔。閣下將會就全部有效申請及獲發行之繳足股款發售股份獲發一張股票。

* 僅供識別