

TO BE VALID, THE WHOLE OF THIS APPLICATION FORM MUST BE RETURNED

本申請表必須整份交回方為有效

Application Form No.

申請表編號

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, 13 MAY 2013.

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

TERMS USED HEREIN SHALL HAVE THE SAME MEANINGS AS DEFINED IN THE PROSPECTUS OF THE COMPANY DATED 26 APRIL 2013 (THE "PROSPECTUS") UNLESS THE CONTEXT OTHERWISE REQUIRES.

A copy of each of the Prospectus Documents, and having attached thereto the documents specified in the paragraph headed "Documents delivered to the Registrars 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 and a copy of each of the Prospectus Documents has been or, will as soon as practicable be, filed with the Registrar of Companies in Bermuda in accordance with the Companies Act of Bermuda.

Hong Kong Exchanges and Clearing Limited, the Stock Exchange and HKSCC take no responsibility for the contents of this Application Form, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Application Form.

Subject to the granting of listing of, and permission to deal in, the Offer Shares on the Stock Exchange as well as compliance with the stock admission requirements of HKSCC, 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.

Subject to the granting of listing of, and permission to deal in, the Offer Shares on the Stock Exchange as well as compliance with the stock admission requirements of HKSCC, 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.

LARRY JEWELRY INTERNATIONAL COMPANY LIMITED

俊實石國際有限公司

(Incorporated in Bermuda with limited liability)

(於百慕達註冊成立之有限公司)

(Stock Code: 8351)

(股份代號: 8351)

Branch share registrar and transfer office in Hong Kong:

香港股份過戶登記分處:

Tricor Investor Services Limited

26th Floor, Tesbury Centre 28 Queen's Road East Wanchai Hong Kong

卓佳證券登記有限公司

香港灣仔皇后大道東28號金鐘匯中心26樓

Registered office:

註冊辦事處:

Clarendon House, 2 Church Street Hamilton HM11 Bermuda

Head office and principal place of business in Hong Kong:

香港總辦事處暨主要營業地點:

13/F, Pacific House, 20 Queen's Road Central, Hong Kong

香港中環皇后大道中

20號太平洋13樓

26 April 2013

二零一三年四月二十六日

OFFER OFFER OF 305,419,350 OFFER SHARES AT A SUBSCRIPTION PRICE OF HK\$0.11 PER OFFER SHARE ON THE BASIS OF THREE OFFER SHARES FOR EVERY TEN EXISTING SHARES HELD ON THE RECORD DATE 按於記錄日期每持有10股現有股份獲發3股發售股份之基準以每股發售股份0.11港元之認購價公開發售305,419,350股發售股份

PAYABLE IN FULL ON APPLICATION BY NO LATER THAN 4:00 P.M. ON MONDAY, 13 MAY 2013 股款須於申請時(不得遲於二零一三年五月十三日(星期一)下午四時正)繳足

APPLICATION FORM 申請表

Name(s) and address of Qualifying Shareholder(s) 合資格股東之姓名及地址

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

Box A 甲欄 Total number of Shares registered in your name(s) on Thursday, 25 April 2013 於二零一三年四月二十五日(星期四)以閣下/彼等名義登記之股份數目

Blank box for Box A

Box B 乙欄 Number of Offer Shares on your assured basis subject to payment in full on application by no later than 4:00 p.m. on Monday, 13 May 2013 閣下應保證配發之發售股份數目(須不遲於二零一三年五月十三日(星期一)下午四時正申請時繳足)

Blank box for Box B

Box C 丙欄 Amount payable when applied in full 申請認購全數保證配額時應繳款項

Blank box for Box C

Box D 丁欄

Form for Box D: Number of Offer Shares applied for, Remittance enclosed

Application can only be made by the Qualifying Shareholder(s) named above. 申請僅可由名列上文之合資格股東作出。

Please enter in Box D the number of Offer Shares applied for and the amount of remittance enclosed (calculated as the number of Offer Shares applied for multiplied by HK\$0.11) 請於丁欄填寫申請認購之發售股份數目及隨附之股款金額(以申請認購之發售股份數目乘以0.11港元計算)

You are entitled to apply for any number of Offer Shares which is equal to or less than your entitlement shown in Box B above by filling in this Application Form. Subject as mentioned in the Prospectus and this Application Form, such entitlement is made to the Shareholders who (a) were registered on the register of members of the Company and (b) were not the Prohibited Shareholders at the close of business on Thursday, 25 April 2013 on the basis of three Offer Shares for every ten existing Shares.

閣下有權透過填寫本申請表申請認購相等於或少於上文乙欄所列閣下獲保證配發之任何發售股份數目。在章程及本申請表所述者規限下,有關配額乃向於二零一三年四月二十五日(星期四)營業時間結束時(a)登記於本公司股東名冊及(b)並非受禁制股東之股東作出,基準為按每持有十股現有股份獲保證配發三股發售股份。

If you wish to apply for any Offer Shares, you should complete and sign this Application Form, and lodge this Application Form together with a remittance for the full amount payable in respect of the Offer Shares applied for with the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong by not later than 4:00 p.m. on Monday, 13 May 2013. All remittances must be in Hong Kong dollars. Cheques must be drawn on an account with, or cashier's orders must be issued by, a licensed bank in Hong Kong and made payable to "Larry Jewelry International Company Limited - Open Offer Account" and crossed "Account Payee Only" and comply with the procedures set out overleaf. No receipt will be given for such remittances.

倘閣下欲申請認購任何發售股份,請填妥及簽署本申請表,並將本申請表連同申請認購發售股份涉及之全數應繳款項之足額股款,須不遲於二零一三年五月十三日(星期一)下午四時正交回本公司之香港股份過戶登記分處卓佳證券登記有限公司,地址為香港灣仔皇后大道東28號金鐘匯中心26樓。所有股款必須以港元支付。支票必須以香港持牌銀行之賬戶開出,而銀行本票須由香港持牌銀行發出,並以「Larry Jewelry International Company Limited - Open Offer Account」為抬頭人,並劃線註明「只准入抬頭人賬戶」,以及須符合背頁所載手續。本公司將不會就該等股款發出收據。

Additional information including conditions and procedures for application of the Offer Shares is enclosed.

隨附額外資料載有發售股份之條件及申請手續。

# LARRY JEWELRY INTERNATIONAL COMPANY LIMITED

## 俊文寶石國際有限公司

(於百慕達註冊成立之有限公司)

(股份代號：8351)

### 條件

- 受禁制股東不得申請認購任何發售股份。
- 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任何發售股份股票將以平郵方式按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，郵誤風險概由彼等自行承擔。
- 填妥本申請表將構成申請人指示及授權本公司及／或卓佳證券登記有限公司或彼等就此提名之其他人士代表申請人辦理本申請表或其他文件之任何登記手續，以及作出有關公司或人士可能認為必要或合適之一切其他事情，以根據章程所述安排，將申請人所申請認購之數目或任何較少數目之發售股份登記在申請人名下。
- 發售股份之申請人承諾簽署所有文件並作出一切其他必要行為以讓彼／彼等登記成為彼／彼等所申請認購之發售股份之持有人，惟須符合本公司組織章程大綱及公司細則之規定。
- 股款將於本公司收訖後過戶，而自此賺取之所有利息(如有)將撥歸本公司所有。填妥及交回本申請表，即構成申請人保證支票或銀行本票將於首次過戶時兌現。在不影響本公司其他有關權利之情況下，本公司保留權利拒絕接納隨附之支票或銀行本票於首次過戶或(按本公司選擇)其後過戶時未能兌現之任何申請表。在此情況下，有關獲保證配發之發售股份及其項下之所有配額將視作不獲接納並予以註銷。
- 閣下申請認購發售股份之權利不得轉讓。
- 本公司保留權利接受或拒絕任何不符合本表格所載申請手續之發售股份認購申請。
- 填妥及交回本申請表即表示閣下向本公司作出一項保證及聲明，已經或將會就本申請表及其任何接納全面遵守香港以外所有有關司法權區之一切登記、法律及監管規定。倘閣下對本身狀況存有疑問，應諮詢閣下之專業顧問。
- 務須注意，包銷協議載有條文賦予包銷商權利於二零一三年五月十六日(星期四)下午四時正前任何時間向本公司發出書面通知，以於發生若干事件(包括不可抗力事件)之情況下終止其於包銷協議項下之責任。該等事件載於章程「終止包銷協議」一節及「董事會函件」一節中「終止包銷協議」一段。倘包銷商根據包銷協議條款終止包銷協議，則公開發售將不會進行。此外，公開發售須待章程「董事會函件」一節「公開發售之條件」一段所載之條件達成後，方可作實。

### 申請手續

閣下可透過填寫本申請表申請認購相等於或少於乙欄所列閣下獲保證配發之有關發售股份數目。

欲申請認購少於閣下獲保證配發之發售股份數目，請在本申請表丁欄內填上閣下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0.11港元計算(上調至最接近港仙))。倘所收到之相應股款少於乙欄所填或有權享有之發售股份數目所需之股款，則申請人將被視作申請認購已收全數款項所代表之有關較少發售股份數目。

倘閣下欲申請認購本申請表乙欄所列數目之發售股份，則請在本申請表丁欄內填上此數目。如無填上任何數目，則閣下將被視作申請認購閣下可按認購價購買保證配額之最大數目，任何餘額將退還予閣下。

填妥本申請表並將適當之股款相應地繫釘其上後，請將表格對摺並須不遲於二零一三年五月十三日(星期一)下午四時正交回本公司之香港股份過戶登記處卓佳證券登記有限公司，地址為香港灣仔皇后大道東28號金鐘匯中心26樓。所有股款必須以港元支付。支票須以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「Larry Jewelry International Company Limited — Open Offer Account」為抬頭人認購閣下獲保證配發之發售股份，並劃線註明「只准入抬頭人賬戶」。除非本申請表連同本申請表丙欄或丁欄(視情況而定)所示之適當股款於二零一三年五月十三日(星期一)下午四時正前已經收到，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不獲接納及將被註銷。

預計股票將於二零一三年五月二十四日(星期五)或之前以平郵方式寄發予閣下，郵誤風險概由閣下自行承擔。閣下將就全部有效申請並配發予閣下之發售股份獲發一張股票。

### 終止包銷協議

倘於最後終止時限(惟倘最後終止時限當日為於上午九時正至下午四時正期間懸掛或仍然懸掛風暴警告之營業日，則最後終止時限將為於當日上午九時正至下午四時正期間並無懸掛或仍然懸掛風暴警告之下一個營業日)前：

- 包銷商合理地認為，公開發售之成功將因下列各項而受到重大不利影響：
  - 頒佈任何新法例或法規或現時之法例或法規(或其有關之司法詮釋)出現任何變動或發生任何其他有關事故(不論其性質為何)，而包銷商合理認為會令本集團整體之業務或財政或經營狀況或前景受到重大不利影響，或對公開發售造成重大不利影響；或
  - 任何地方、國家或國際間發生有關政治、軍事、金融、經濟或其他性質(無論是否與上述任何一項特別有關)之事件或情況出現變動(無論是否在最後可行日期之前及／或之後所發生或持續發生之一連串事故或變故之其中一部份)，或任何地方、國家或國際間爆發戰鬥或武裝衝突或衝突升級，或發生可影響本地證券市場之事件或同時出現任何多種情況，而包銷商合理認為會令本集團整體業務或財政或經營狀況或前景受到重大不利影響或令公開發售之成功進行受到重大不利影響，或基於其他理由導致不適宜或不應進行公開發售；或
- 市場狀況發生任何不利變動(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，證券之買賣被暫停或受到嚴重限制)，而包銷商合理認為可能對公開發售能否順利進行造成重大或不影響或基於其他理由導致不適宜或不應進行公開發售；或
- 本公司或本集團任何成員公司之情況出現任何變動，而包銷商合理認為會令本公司之前景受到不利影響，包括(但不限於上文所述各項之一般性)被申請清盤或通過決議案清盤或結業或本集團任何成員公司發生類似事件或本集團任何重大資產被摧毀；或
- 任何不可抗力事件，包括(但不限於其一般性)任何天災、戰爭、暴動、動亂、騷亂、火災、水災、爆炸、疫症、恐怖活動、罷工或停工；或
- 本集團整體之業務或財務或經營狀況或前景出現任何其他重大不利變動(無論是否與上述任何一項特別有關)；或
- 任何倘於緊接發售章程日期前發生或發現，但並無於發售章程內披露之事件，而包銷商合理認為，有關事件對公開發售而言屬重大遺漏；或
- 一般上市證券或本公司證券在聯交所暫停買賣超過連續十個營業日，惟不包括就公開發售而審批刊發該公佈或刊登章程文件或有關公開發售之其他公佈或通函而暫停買賣。

則包銷商有權可於最後終止時限前透過向本公司發出書面通知終止包銷協議。

任何股東或其他人士於公開發售所有條件獲達成之日(預期為二零一三年五月十六日(星期四))前買賣股份，將須承受公開發售未能成為無條件及可能不會進行之風險。任何擬買賣股份之股東或其他人士，如對其本身之狀況有任何疑問，務請諮詢其專業顧問。

### 支票及銀行本票

所有支票或銀行本票將於收訖後即時過戶，而該等款項所賺取之全部利息(如有)將撥歸本公司所有。凡支票或銀行本票在首次過戶或本公司選擇於其後過戶時未能兌現之有關申請，或均可遭拒絕受理；在該情況下，該保證配額及其項下之所有權利將視為放棄並將予以註銷。

### 發售股份之地位

發售股份於配發及繳足股款後，將在各方面與發售股份配發及發行當日當時現有已發行股份享有同等地位。繳足股款發售股份之持有人將有權獲得發售股份配發及發行當日後所宣派、作出或派付之一切未來股息及分派。

### 發售股份之股票

待公開發售之條件達成後，所有繳足股款發售股份之股票預期於二零一三年五月二十四日(星期五)或之前以平郵方式寄發予已接納發售股份及(如適用)已申請發售股份並已支付股款之股東，郵誤風險概由彼等承擔。

### 一般事項

本申請表格於獲發申請表格之人士簽署後，一經交回，即為交回之人士有權處理本申請表格及收取發售股份之有關股票之確證。

本申請表格及據此申請發售股份均須受香港法例監管，並按其詮釋。

# LARRY JEWELRY INTERNATIONAL COMPANY LIMITED

## 俊文寶石國際有限公司

(Incorporated in Bermuda with limited liability)

(於百慕達註冊成立之有限公司)

(Stock Code: 8351)

(股份代號: 8351)

To: Larry Jewelry International Company Limited

致: 俊文寶石國際有限公司

Dear Sirs,

敬啟者:

I/We, being the Qualifying Shareholder(s) stated overleaf, enclose a remittance\*\* for the amount payable in full on application for the number of Offer Shares at an issue price of HK\$0.11 per Offer Share specified in Box B (or, if and only if Box D is completed, in Box D). I/We accept that number of Offer Shares on the terms and conditions of the Prospectus dated 26 April 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 the share certificate 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. By signing this application form, I/we declare that I/we am/are not Prohibited Shareholder(s) and my/our application for the Offer Shares does not violate any applicable securities or other laws or regulations of any jurisdiction outside Hong Kong.

本人/吾等為背頁所列之合資格股東，現申請認購乙欄(或倘已填妥丁欄，則丁欄)指定之發售股份數目，並附上按每股發售股份0.11港元之發行價計算須於申請時繳足之全數股款\*\*。本人/吾等謹此按照日期為二零一三年四月二十六日之章程所載之條款及條件，並在貴公司之組織章程大綱及公司細則限制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認購相等於或少於與本申請有關之發售股份數目。本人/吾等謹此授權貴公司將本人/吾等之姓名列入股東名冊，作為有關數目或前述數目較少之發售股份之持有人，並請貴公司將有關股票按背頁所列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。透過簽署本表，本人/吾等聲明本人/吾等並非受禁制股東，而本人/吾等申請發售股份並無違反香港以外任何司法權區之任何適用證券或其他法律或法規。

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

Signature(s) of Qualifying Shareholder(s)  
(all joint Qualifying Shareholder(s) must sign)

合資格股東簽署

(所有聯合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詳情:

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 (丁欄所列明之總數或(如未有填妥)乙欄所列明之總數)	Total amount of remittance (being the total specified in Box D, or failing which, the total specified in Box C) 股款總額 (丁欄所列明之股款總額或(如未有填妥)丙欄所列明之股款總額)	Name of bank on which cheque/cashier's order is drawn 支票/銀行本票之付款銀行名稱	Cheque/cashier's order number 支票/銀行本票號碼
	HKS 港元		

\*\* Cheque or cashier's order should be crossed "Account Payee Only" and made payable to "Larry Jewelry International Company Limited — Open Offer Account" (see the paragraph headed "Procedures for Application" on the reverse side of this form).

\*\* 支票或銀行本票須劃線註明「只准入抬頭人賬戶」，並以「Larry Jewelry International Company Limited — Open Offer Account」為抬頭人(請參閱本表背頁「申請手續」一段)。

Valid application for such number of Offer Shares which is less than or equal to an applicant's entitlement 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 such lesser number of Offer Shares for which payment has been received. Application will be deemed to have been made for a whole number of Offer Shares. No receipt will be given for remittance.

假設公開發售之條件達成，申請認購發售股份數目少於或相等於申請人獲保證配發之數目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。倘股款少於申請認購上欄所填數目之發售股份所需之股款，則閣下將被視作申請認購已收款項所代表之有關較少發售股份數目。申請將被視作申請認購完整之發售股份數目而作出。本公司將不會就股款發出收據。