

## HOW TO APPLY FOR PUBLIC OFFER SHARES

### WHICH APPLICATION FORM TO USE

Use a **WHITE** application form if you want the Public Offer Shares to be issued in your own name.

Use a **YELLOW** application form if you want the Public Offer Shares to be issued in the name of HKSCC Nominees Limited and deposited directly into CCASS for credit to your investor participant stock account or the stock account of your designated CCASS participant.

Use a **PINK** application form if you are a full-time employee of the Group in Hong Kong and want your application to be given preferential consideration. Up to 1,440,000 Shares (10% of the Public Offer Shares) are available to full-time employees of the Group on this basis.

*Note:* The Public Offer Shares are not available to the Directors or chief executive of the Company or any of its subsidiaries or existing beneficial owners of the Shares, or any of their respective associates, save in circumstances permitted by the Listing Rules.

### WHERE TO COLLECT THE APPLICATION FORMS

You can collect a **WHITE** application form and a prospectus from:

**Baron Capital Limited**  
**Room 3106, 31st Floor, Alexandra House**  
**16-20 Chater Road**  
**Hong Kong**

**Ka Wah Capital Limited**  
**Units 6310-6312, 63rd Floor**  
**The Center, 99 Queen's Road Central**  
**Hong Kong**

**KGI Asia Limited**  
**27th Floor, Asia Pacific Finance Tower**  
**Citibank Plaza, 3 Garden Road**  
**Central, Hong Kong**

or any of the following branches of Standard Chartered Bank:

|                          |                                   |   |
|--------------------------|-----------------------------------|---|
| <b>Hong Kong Island:</b> | <b>The Landmark Branch</b>        | <b>The Landmark, 15 Queen's Road, Central</b>     |
|                          | <b>Des Voeux Road Branch</b>      | <b>Standard Chartered Bank Building,</b>          |
|                          |                                   | <b>4-4A Des Voeux Road Central</b>                |
|                          | <b>CIG Building Branch</b>        | <b>Shop B, Ground Floor, CIG Building,</b>        |
|                          |                                   | <b>141 Des Voeux Road Central</b>                 |
|                          | <b>Leighton Centre Branch</b>     | <b>Shop 12-16, Upper Ground Floor,</b>            |
|                          |                                   | <b>Leighton Centre, 77 Leighton Road</b>          |
|                          |                                   | <b>Causeway Bay</b>                               |
|                          | <b>North Point Centre Branch</b>  | <b>284 King's Road, North Point</b>               |
|                          | <b>Taikoo Place Branch</b>        | <b>Ground Floor, 969 Kings's Road, Quarry Bay</b> |
| <b>Kowloon:</b>          | <b>Kwun Tong Branch</b>           | <b>88-90 Fu Yan Street, Kwun Tong</b>             |
|                          | <b>Mongkok Bank Centre Branch</b> | <b>Bank Centre, 630-636 Nathan Road, Mongkok</b>  |
|                          | <b>Tsimshatsui Branch</b>         | <b>10 Granville Road, Tsimshatsui</b>             |
|                          | <b>Cheung Sha Wan Branch</b>      | <b>828 Cheung Sha Wan Road,</b>                   |
|                          |                                   | <b>Cheung Sha Wan</b>                             |
| <b>New Territories:</b>  | <b>Tsuen Wan Branch</b>           | <b>Basement 1st Floor, Emperor Plaza,</b>         |
|                          |                                   | <b>263 Sha Tsui Road, Tsuen Wan</b>               |

## HOW TO APPLY FOR PUBLIC OFFER SHARES

You can collect a **YELLOW** application form and a prospectus from:

**the depository counter of Hongkong Clearing**

2nd Floor, Vicwood Plaza  
199 Des Voeux Road Central  
Hong Kong

or

**the Customer Service Centre of Hongkong Clearing**

Upper Ground Floor  
V-Heun Building  
128-140 Queen's Road Central  
Hong Kong

or your stockbrokers may have forms available.

You can collect a **PINK** application form from the Company's secretary, Mr. Tsui Wing Tak, at:

Suite 2803 Tower 6  
The Gateway  
Harbour City  
9 Canton Road  
Kowloon  
Hong Kong

### HOW TO COMPLETE THE APPLICATION FORMS

There are detailed instructions on each application form. You should read these instructions carefully. If you do not follow the instructions, your application may be rejected.

If your application is made through a duly authorised attorney, the Company may accept your application at its discretion, and subject to any conditions the Directors may think fit, including evidence of the authority of your attorney.

### HOW MANY APPLICATIONS YOU MAY MAKE

**There is only one situation where you may make more than one application for the Public Offer Shares:**

1. If you are a **nominee**, you may lodge more than one application in your own name on behalf of different beneficial owners. In the box on the application form marked "For nominees" you must include:
  - an account number; or
  - some other identification code

for each beneficial owner. If you do not, include this information, the application will be treated as being for your benefit.

## HOW TO APPLY FOR PUBLIC OFFER SHARES

2. If you are a full-time employee of the Group in Hong Kong and apply on a **PINK** application form, you may also apply on a **WHITE** or **YELLOW** application form.

**Otherwise, multiple applications are not accepted.**

All of your applications will be rejected as multiple applications if you, or you and your joint applicants together:

- make more than one application (whether individually or jointly) on a **WHITE** or **YELLOW** application form; or
- make more than one application on a **PINK** application forms; or
- apply (whether individually or jointly with others) on one **WHITE** or **YELLOW** application form for more than 100% of the Public Offer Shares being initially available in pool A or pool B to the public as referred to in the section headed “Offer mechanism-basis of allocation of the Offer Shares” in this prospectus; or
- apply on one **PINK** application form for more than 100% of the Public Offer Shares being offered to full-time employees of the Group on a preferential basis; or
- have been allocated the Placing Shares under the Placing; or
- make one application (whether individually or jointly with others) on a **WHITE** or **YELLOW** application form, AND, make application for the Placing Shares.

All of your applications will also be rejected as multiple applications if more than one application is made for your benefit unless you are a full-time employee of the Group in Hong Kong who has made an application on a **PINK** application form. If an application is made by an unlisted company and

- the only business of that company is dealing in securities; and
- you exercise statutory control over that company

then the application will be treated as being for your benefit.

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

**Statutory control** means you:

- *control the composition of the board of directors of that company; or*
- *control more than one half of the voting power of that company; or*
- *hold more than one 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).*

## HOW TO APPLY FOR PUBLIC OFFER SHARES

### HOW MUCH ARE THE PUBLIC OFFER SHARES

The Offer Price of the Public Offer Shares is HK\$1.00 each. You must also pay a brokerage of 1%, a Securities and Futures Commission transaction levy of 0.007% and a Stock Exchange trading fee of 0.005%. This means that for every 2,000 Shares, you will pay HK\$2,020.24. The application forms have tables showing the exact amount payable for certain multiples of Shares.

You must pay the Offer Price, brokerage, the Securities and Futures Commission transaction levy and the Stock Exchange trading fee in full when you apply for the Public Offer Shares. Your payment must be made by one cheque or one banker's cashier order and must comply with the terms of the application forms.

If your application is successful, brokerage is paid to participants of the Stock Exchange, transaction levy is paid to the Securities and Futures Commission and the trading fee is paid to the Stock Exchange.

### FULL-TIME EMPLOYEES – TIME FOR APPLICATION FOR THE PUBLIC OFFER SHARES

Completed **PINK** application forms, with payment attached, must be returned to the Company's secretary, Mr. Tsui Wing Tak at Suite 2803, Tower 6, The Gateway, Harbour City, 9 Canton Road, Kowloon, Hong Kong by 4:00 p.m. on Wednesday, 27th March, 2002.

### THE PUBLIC – LATEST TIME FOR MAKING APPLICATION

Completed **WHITE** or **YELLOW** application forms, with payment attached, must be lodged by 12:00 noon on Thursday, 28th March, 2002, or, if the application lists are not open on that day, then by 12:00 noon on the next day the lists are open.

Your completed application form, with payment attached, should be deposited in the special collection boxes provided at any of the branches of Standard Chartered Bank listed under the section headed "Where to collect the application forms" on page 76 of this prospectus at the following times on the following dates:

|                             |   |                         |
|-----------------------------|---|-------------------------|
| Monday, 25th March, 2002    | – | 9:00 a.m. to 4:00 p.m.  |
| Tuesday, 26th March, 2002   | – | 9:00 a.m. to 4:00 p.m.  |
| Wednesday, 27th March, 2002 | – | 9:00 a.m. to 4:00 p.m.  |
| Thursday, 28th March, 2002  | – | 9:00 a.m. to 12:00 noon |

The application lists will be open from 11:45 a.m. to 12:00 noon on Thursday, 28th March, 2002.

### 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

in force in Hong Kong at any time between 9:00 a.m. and 12:00 noon on Thursday, 28th March, 2002. 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 force at any time between 9:00 a.m. and 12:00 noon.

## HOW TO APPLY FOR PUBLIC OFFER SHARES

### CIRCUMSTANCES IN WHICH YOU WILL NOT BE ALLOCATED THE PUBLIC OFFER SHARES

Full details of the circumstances in which you will not be allocated any of the 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 two situations in which Shares will not be allocated to you:

#### **If your application is revoked:**

By completing an application form, you agree that you cannot revoke your application before the fifth day (excluding Saturdays, Sundays and public holidays in Hong Kong) after the time of the opening of the application lists unless a person responsible for this prospectus under section 40 of the Companies Ordinance gives a public notice under that section which excludes or limits the responsibility of that person for this prospectus.

If your application has been accepted, it cannot be revoked.

#### **If the allocation of the Public Offer Shares is void:**

Your allocation of the Public Offer Shares, if made, will be void if the Listing Committee of the Stock Exchange does not grant permission to list the Shares either:

- within 3 weeks from the closing of the application lists; or
- within a longer period of up to 6 weeks if the Listing Committee of the Stock Exchange notifies the Company of that longer period within 3 weeks of the closing date of the application lists.

### COLLECTION/POSTING OF SHARE CERTIFICATES/REFUND CHEQUES AND DEPOSIT OF SHARE CERTIFICATES INTO CCASS

**WHITE** application forms:

If you have applied for, 500,000 Public Offer Shares or above and have indicated on your application form that you will collect your refund cheque and/or share certificate(s), you may collect it/them in person(s) from:

**Tengis Limited**  
4th Floor, Hutchison House  
10 Harcourt Road  
Central  
Hong Kong

between 9:00 a.m. and 1:00 p.m. on the date notified by the Company in the newspapers as specified under the section headed “Expected timetable” as the date of despatch of Shares certificates and/or refund cheques. The despatch date is expected to be Monday, 8th April, 2002.

## HOW TO APPLY FOR PUBLIC OFFER SHARES

Applicants being individuals who opt for personal collection must not authorise any other person to make collection on their behalf. Applicants being corporations who opt for personal collection must attend by their authorised representatives bearing letters of authorisation from their corporation stamped with the corporations' chops. Both individuals and authorised representatives (if applicable) must produce at the time of collection evidence of identity acceptable to Tengis Limited to collect your share certificate(s) and/or refund cheque.

If you do not collect your share certificate(s) and/or refund cheque in person within the time specified for collection, it/they will be sent to the address on your application form on or shortly after the date of despatch by ordinary post and at your own risk.

If you have not indicated on your application form that you will collect your share certificate(s) and/or refund cheque in person, then your share certificate(s) and/or refund cheque, if any, will be sent to the address on your application form on the date of despatch by ordinary post and at your own risk.

### **YELLOW** application forms:

Your share certificate(s) will be issued in the name of HKSCC Nominees Limited and deposited into CCASS for credit to your investor participant stock account or the stock account of your designated CCASS participant as instructed by you at the close of business on Monday, 8th April, 2002, or under contingent situation, on any other date as shall be determined by Hongkong Clearing or HKSCC Nominees Limited.

If you are applying through a designated CCASS participant (other than an investor participant):

- for Public Offer Shares to be credited to the stock account of your designated CCASS participant (other than an investor participant), you can check the number of the Public Offer Shares allocated to you with that CCASS participant.

If you are applying as a CCASS investor participant:

- the Company will publish the results of CCASS investor participants' applications together with the results of the Public Offer in the newspapers on Thursday, 4th April, 2002. You should check the announcement published by the Company and report any discrepancies to Hongkong Clearing before 12:00 noon on Monday, 8th April, 2002 or such other date as shall be determined by Hongkong Clearing or HKSCC Nominees Limited. On Tuesday, 9th April, 2002 (the next day following the credit of the Public Offer Shares to your stock account) you can check your new account balance via the CCASS Phone System and CCASS Internet System (under the procedures contained in Hongkong Clearing's "An Operating Guide for Investor Participants" in effect from time to time). Hongkong Clearing will also mail to you an activity statement showing the number of the Public Offer Shares credited to your stock account.

The Company will not issue temporary documents of title.

If you have applied for 500,000 Public Offer Shares or above and indicated on your application form that you will collect your refund cheque in person, the procedures set out in the sub-paragraph headed "**WHITE** application forms" above will apply.

## **HOW TO APPLY FOR PUBLIC OFFER SHARES**

If you have not indicated on your application form that you will collect your refund cheque in person, then your refund cheque, if any, will be sent to the address on your application form on the date of despatch by ordinary post and at your own risk.

**PINK** application forms:

The share certificate(s) and/or refund cheque (if any) will be sent to the address on your application form shortly after the date of despatch (which is expected to be Monday, 8th April, 2002), by ordinary post and at your own risk.

The Company will not issue temporary documents of title. No receipt will be issued for application monies received.

### **COMMENCEMENT OF DEALINGS IN THE SHARES**

Dealings in the Shares on the Stock Exchange are expected to commence on Wednesday, 10th April, 2002.

Shares will be traded in board lots of 2,000 each.

### **SHARES WILL BE ELIGIBLE FOR ADMISSION INTO CCASS**

Application has been made to the Stock Exchange for the granting of the approval of the listing of, and permission to deal in, the Shares in issue and to be issued as mentioned in this prospectus. If the Stock Exchange grants the approval of the listing of, and permission to deal in, the Shares on the Stock Exchange, and the Company complies with the stock admission requirements of Hongkong Clearing, the Shares will be accepted as eligible securities by Hongkong Clearing for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Shares on the Stock Exchange, or any other date Hongkong Clearing chooses. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second business day after the date of transaction.

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

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