
HOW TO APPLY FOR HONG KONG OFFER SHARES AND RESERVED SHARES

CHANNELS TO APPLY FOR HONG KONG OFFER SHARES

There are three channels to make an application for the Hong Kong Offer Shares. You may either:

- (i) use a **white** or **yellow** Application Form;
- (ii) electronically instruct HKSCC to cause HKSCC Nominees to apply for the Hong Kong Offer Shares on your behalf; or
- (iii) use the **HK eIPO White Form** service by submitting applications online through the designated website at www.hkeipo.hk.

Except where you are a nominee and provide the required information in your application, you or 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 applying online through the **HK eIPO White Form** service by giving **electronic application instructions** to HKSCC.

I. WHO CAN APPLY FOR HONG KONG OFFER SHARES

You can apply for the Hong Kong 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;
- are outside the United States; and
- are not a legal or natural person of the PRC (except qualified domestic institutional investors).

If you wish to apply for Hong Kong Offer Shares by means of **HK eIPO White Form**, in addition to the above, you must also:

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

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

If the applicant is a firm, the application must be in the names of the individual members of the firm, not the firm's name. If the applicant is a body corporate, the Application Form must be stamped with the company chop (bearing the company name) and signed by a duly authorized officer who must state his or her representative capacity.

If an application is made by a person duly authorized under a valid power of attorney, the Sole Global Coordinator (or its respective agents or nominees) may accept it at its discretion and subject to any conditions it thinks fit, including production of evidence of the authority of the attorney.

The number of joint applicants may not exceed four.

We, the Sole Global Coordinator, or the designated **HK eIPO White Form** Service Provider or our respective agents have full discretion to reject or accept any application, in full or in part, without assigning any reason.

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The Hong Kong Offer Shares are not available to existing beneficial owners of Shares, our Directors or chief executive of the Company or any of our subsidiaries, or associates of any of them or United States persons (as defined in Regulation S) or persons who do not have a Hong Kong address or any other connected persons of the Company or persons who will become our connected persons immediately upon completion of the Global Offering.

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

Our Offer Shares are not available to our Directors, chief executive or any of their respective associates.

II. APPLYING BY USING AN APPLICATION FORM

Which Application Form to use

Use a **white** Application Form if you want the Hong Kong Offer Shares to be issued in your own name.

Use a **yellow** Application Form if you want the Hong Kong 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.

Where to collect Application Forms

You can collect a **white** Application Form and this Prospectus during normal business hours from 9:00 a.m. on 21 June 2011 until 12:00 noon on 24 June 2011 from:

Citigroup Global Markets Asia Limited

50th Floor, Citibank Tower
Citibank Plaza
3 Garden Road
Central
Hong Kong

or

Macquarie Capital Securities Limited

Level 18, One International Finance Centre
1 Harbour View Street
Central
Hong Kong

or

Rothschild (Hong Kong) Limited

16/F, Alexandra House
18 Chater Road
Central
Hong Kong

or

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**BOCOM International Securities
Limited**

201 Far East Consortium Building
121 Des Voeux Road Central
Hong Kong

or

BOCI Securities Limited

20/F, Bank of China Tower
1 Garden Road
Hong Kong

or

**Guotai Junan Securities (Hong Kong)
Limited**

27/F, Low Block, Grand Millennium Plaza
181 Queen's Road Central
Hong Kong

or

**Haitong International Securities Group
Limited**

25/F, New World Tower
16-18 Queen's Road
Central
Hong Kong

or

Kingston Securities Limited

Suite 2801, 28th Floor
One International Finance Centre
1 Harbour View Street
Central
Hong Kong

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or any of the following branches of **Standard Chartered Bank (Hong Kong) Limited:**

	Branch	Address
Hong Kong Island ...	88 Des Voeux Road Branch North Point Centre Branch Causeway Bay Branch	88 Des Voeux Road Central, Central North Point Centre, 284 King's Road, North Point G/F, Yee Wah Mansion, 38-40A Yee Wo Street, Causeway Bay
Kowloon	Kwun Tong Branch Mongkok Branch Tsimshatsui Branch Lok Fu Shopping Centre Branch	1A Yue Man Square, Kwun Tong Shop B, G/F, 1/F & 2/F, 617-623 Nathan Road, Mongkok G/F, 10 Granville Road, Tsimshatsui Shop G101, G/F., Lok Fu Shopping Centre
New Territories	New Town Plaza Branch Metroplaza Branch Yuen Long Fung Nin Road Branch	Shop 215-223, Phase 1, New Town Plaza, Shatin Shop No. 175-176, Level 1, Metroplaza, 223 Hing Fong Road, Kwai Chung Shop B at G/F and 1/F, Man Cheong Building, 247 Castle Peak Road, Yuen Long

or any of the following branches of **Bank of China (Hong Kong) Limited:**

	Branch	Address
Hong Kong Island ...	Bank of China Tower Branch 409 Hennessy Road Branch North Point (Kiu Fai Mansion) Branch United Centre Branch	3/F, 1 Garden Road 409-415 Hennessy Road, Wan Chai 413-415 King's Road, North Point Shop 1021, United Centre, 95 Queensway
Kowloon	Kwun Tong Plaza Branch	G1 Kwun Tong Plaza, 68 Hoi Yuen Road, Kwun Tong
New Territories	Lucky Plaza Branch Castle Peak Road (Tsuen Wan) Branch	Lucky Plaza, Wang Pok Street, Shatin 201-207 Castle Peak Road, Tsuen Wan

or any of the following branches of **Bank of Communications Co., Ltd. Hong Kong Branch:**

	Branch	Address
Hong Kong Island ...	Hong Kong Branch North Point Sub-Branch Quarry Bay Sub-Branch	20 Pedder Street, Central 442-444 King's Road G/F., 981 C, King's Road
Kowloon	Jordan Road Sub-Branch	1/F., Booman Bldg, 37U Jordan Road
New Territories	Sha Tsui Road Sub-Branch	122-124 Sha Tsui Road, Tsuen Wan

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You can collect a **yellow** Application Form and this Prospectus during normal business hours from 9:00 a.m. on 21 June 2011 until 12:00 noon on 24 June 2011 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.

How to complete the Application Form

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 and returned by ordinary post together with the accompanying cheque(s) or banker's cashier order(s) 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.

By signing on the Application Form, you should note inter alia that 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:

- (a) confirm that you have only relied on the information and representations in this Prospectus and the Application Form in making your application and will not rely on any other information and representations save as set out in any supplement to this Prospectus;
- (b) agree that we, our Directors, the Sole Global Coordinator, Joint Bookrunners and Joint Lead Managers, the Underwriters and other parties involved in the Global Offering are liable only for the information and representations contained in this Prospectus and any supplement thereto;
- (c) 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 indicated an interest for, applied for or taken up any of the International Placing Shares; and
- (d) agree to disclose to the Company, our Hong Kong Listed Share Registrar, the receiving bankers, the Sole Global Coordinator, Joint Bookrunners and Joint Lead Managers, the Joint Sponsors and their respective advisors and agents personal data and any information which they require about you or the person(s) for whose benefit you have made the application.

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In order for the **yellow** Application Form to be valid:

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

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

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

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

- (i) the Application Form must contain the CCASS Investor Participant's name and Hong Kong identity card number; and
- (ii) the CCASS Investor Participant must insert its participant I.D. in the appropriate box in the Application Form.

(c) If the application is made by a joint individual CCASS Investor Participant:

- (i) the Application Form must contain all joint CCASS Investor Participants' names and Hong Kong identity card numbers; and
- (ii) the participant I.D. must be inserted in the appropriate box in the Application Form.

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

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

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

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.

If your application is made through a duly authorized attorney, the Company and the Sole Global Coordinator, may accept it at our discretion, and subject to any conditions we think fit, including evidence of the authority of your attorney. Our Company and the Sole Global Coordinator will have full discretion to reject or accept any application, in full or in part, without assigning any reason.

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.

If you pay by cheque, the cheque must:

- (a) be in Hong Kong dollars;
- (b) be drawn on your Hong Kong dollar bank account in Hong Kong;
- (c) bear your 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 authorized signatory of the bank on which it is drawn, which must be the same as the name on

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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);

- (d) be made payable to “**Horsford Nominees Limited – Newton Resources Public Offer**”;
- (e) be crossed “Account Payee Only”; and
- (f) not be post dated.

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

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

- (a) be in Hong Kong dollars;
- (b) be issued by a licensed bank in Hong Kong and have your name certified on the reverse of the banker’s cashier order by an authorized 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;
- (c) be made payable to “**Horsford Nominees Limited – Newton Resources Public Offer**”;
- (d) be crossed “Account Payee Only”; and
- (e) 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. However, your cheque or banker’s cashier order will not be presented for payment before 12:00 noon on 24 June 2011. We will not give you a receipt for your payment. We will keep any interest accrued on your application monies (up until, in the case of monies to be refunded, the date of despatch of refund cheques). The right is also reserved to retain any Share certificates and/or any surplus application monies or refunds pending clearance of your cheque or banker’s cashier order.

III. APPLYING BY GIVING ELECTRONIC APPLICATION INSTRUCTIONS TO HKSCC

General

CCASS Participants may give **electronic application instructions** via CCASS to HKSCC to apply for the Hong Kong 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 in effect from time to time.

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 “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.

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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 Offer Shares on your behalf.

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

Giving Electronic application instructions to HKSCC to apply for Hong Kong 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 Offer Shares:

- (a) 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;
- (b) on behalf of each such person, HKSCC Nominees:
 - (i) agrees that the Hong Kong 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;
 - (ii) undertakes and agrees to accept the Hong Kong Offer Shares in respect of which that person has given **electronic application instructions** or any lesser number;
 - (iii) undertakes and confirms that that person has not indicated an interest for, applied for or taken up any Offer Shares under the International Placing;
 - (iv) (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;
 - (v) (if that person is an agent for another person) declares that that person has only given one set of **electronic application instructions** for the benefit of that other person and that that person is duly authorized to give those instructions as that other person's agent;
 - (vi) understands that the above declaration will be relied upon by us, our Directors, the Sole Global Coordinator, Joint Bookrunners, Joint Lead Managers and Joint Sponsors in deciding whether or not to make any allotment of Hong Kong 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;
 - (vii) authorizes us to place the name of HKSCC Nominees on the register of members of the Company as the holder of the Hong Kong 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 the Company and HKSCC;
 - (viii) 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;
 - (ix) 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

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behalf and will not rely on any other information and representations save as set out in any supplement to this Prospectus, and that person agrees that neither the Company, our Directors, the Sole Global Coordinator, Joint Bookrunners and Joint Lead Managers, the Joint Sponsors, the Underwriters, or any of the parties involved in the Global Offering will have any liability for any such other information or representation;

- (x) agrees that the Company, the Sole Global Coordinator, Joint Bookrunners and Joint Lead Managers, the Joint Sponsors, the Underwriters and any of their respective directors, officers, employees, partners, agents or advisors are liable only for the information and representations contained in this Prospectus and any supplement thereto;
- (xi) agrees to disclose that person's personal data to the Company, our Hong Kong Listed Share Registrar, receiving bankers, the Sole Global Coordinator, Joint Bookrunners and Joint Lead Managers, the Joint Sponsors, the Underwriters and any of their respective advisors and agents and any information which they may require about that person for whose benefit the application is made;
- (xii) agrees (without prejudice to any other rights which that person may have) that once the application of HKSCC Nominees is accepted, the application cannot be rescinded for innocent misrepresentation;
- (xiii) 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 expiration of the fifth day after the closing of the application lists, such agreement to take effect as a collateral contract with the Company and to become binding when that person gives the instructions and such collateral contract to be in consideration of the Company agreeing that it will not offer any Hong Kong Offer Shares to any person on or before the expiration of the fifth day after the closing of the application lists, except by means of one of the procedures referred to in this Prospectus. However, HKSCC Nominees may revoke the application before the fifth day after the time of the opening of the Application Lists (excluding for this purpose any day which is a Saturday, Sunday or public holiday in Hong Kong) if 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;
- (xiv) 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 made by the Company;
- (xv) 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 Offer Shares;
- (xvi) agrees with us, for ourselves and for the benefit of each of our Shareholders (and so that we will be deemed by our acceptance in whole or in part of the application by HKSCC Nominees to have agreed, for ourselves and on behalf of each of our Shareholders, with each CCASS Participant giving **electronic application instructions**) to observe and comply with the Companies Law, the Companies Ordinance and the Articles; and
- (xvii) 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 and any other applicable laws.

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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 the Company or any other person in respect of the matters mentioned below:

- instructed and authorized HKSCC to cause HKSCC Nominees (acting as nominee for the relevant CCASS Participants) to apply for the Hong Kong Offer Shares on your behalf;
- instructed and authorized HKSCC to arrange payment of the maximum Offer Price, and the related brokerage fee, the SFC transaction levy, and the Stock Exchange trading fee by debiting your designated 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 Offer Share paid on application, refund of the application monies (in each case including brokerage fee, the SFC transaction levy, and the Stock Exchange trading fee) by crediting your designated bank account; and
- instructed and authorized 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.

Minimum application amount and permitted numbers

You may use the Application Forms to subscribe for a minimum of 2,000 Hong Kong Offer Shares or for one of the numbers in the table in the Application Forms. 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 2,000 Hong Kong Offer Shares. Such instructions in respect of more than 2,000 Hong Kong Offer Shares must be in one of the numbers in the table in the Application Forms. No application for any other number of Hong Kong Offer Shares will be considered and any such application is liable to be rejected.

Allocation of Hong Kong Offer Shares

For the purposes of allocating Hong Kong 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 each such instruction is given will be treated as an applicant.

Section 40 of the Companies Ordinance

For the avoidance of doubt, we 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.

Personal Data

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

Warning

The application for the Hong Kong Offer Shares by giving **electronic application instructions** to HKSCC is only a facility provided to CCASS Participants. We, our Directors, the Sole Global Coordinator, Joint Bookrunners, Joint Lead Managers, Joint Sponsors and the Underwriters take no responsibility for the application and provide no assurance that any CCASS Participant will be allotted any Hong Kong Offer Shares.

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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 day 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: (i) submit a **white** or **yellow** Application Form; or (ii) go to HKSCC's Customer Service Centre to complete an input request form for **electronic application instructions** before 12:00 noon on 24 June 2011 or such later time as described in the paragraph headed "VI. When May Applications Be Made for the Hong Kong Offer Shares — Effect of bad weather on the opening of the Application Lists" below.

IV. APPLYING THROUGH HK eIPO WHITE FORM

General

- (a) You may apply through **HK eIPO White Form** by submitting an application through the designated website at www.hkeipo.hk if you satisfy the relevant eligibility criteria for this as set out in the subsection headed "I. Who Can Apply for Hong Kong Offer Shares" in this section of the Prospectus and on the same website. If you apply through **HK eIPO White Form**, the Shares will be issued in your own name.
- (b) Detailed instructions for application through the **HK eIPO White Form** service are set out on the designated website at www.hkeipo.hk. You should read these instructions carefully. If you do not follow the instructions, your application may be rejected by the designated **HK eIPO White Form** Service Provider and may not be submitted to the Company.
- (c) If you give electronic application instructions through the designated website at www.hkeipo.hk, you will have authorized the designated **HK eIPO White Form** Service Provider to apply on the terms and conditions set out in this Prospectus, as supplemented and amended by the terms and conditions applicable to the **HK eIPO White Form** service.
- (d) In addition to the terms and conditions set out in this Prospectus, the designated **HK eIPO White Form** Service Provider may impose additional terms and conditions upon you for the use of the **HK eIPO White Form** service. Such terms and conditions are set out on the designated website at www.hkeipo.hk. You will be required to read, understand and agree to such terms and conditions in full prior to making any application.
- (e) By submitting an application to the designated **HK eIPO White Form** Service Provider through the **HK eIPO White Form** service, you are deemed to have authorized the designated **HK eIPO White Form** Service Provider to transfer the details of your application to the Company and our Hong Kong Listed Share Registrar.
- (f) You may submit an application through the **HK eIPO White Form** service in respect of 2,000 Hong Kong Offer Shares. Each electronic application instruction in respect of 2,000 Hong Kong 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.hkeipo.hk.
- (g) You may submit your application to the designated **HK eIPO White Form** Service Provider through the designated website www.hkeipo.hk from 9:00 a.m. on 21 June 2011 until 11:30 a.m. on 24 June 2011 or such later time as described under the sub-paragraph headed "Effect of bad weather on electronic applications under **HK eIPO White Form** service" 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 24 June 2011, the last application day, or, if the Application Lists are not open on that day, then by the time and date stated in the sub-paragraph headed "Effect of bad weather on electronic applications under **HK eIPO White Form** service" below.

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You will not be permitted to submit your application to the designated **HK eIPO White Form** Service Provider through the designated website at www.hkeipo.hk after 11:30 a.m. on the last day for submitting applications. If you have already submitted your application and obtained an application 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.

- (h) You should make payment for your application made by **HK eIPO White Form** service in accordance with the methods and instructions set out in the designated website at www.hkeipo.hk. **If you do not make complete payment of the application monies (including any related fees) on or before 12:00 noon on 24 June 2011, or such later time as described under the paragraph headed “Effect of bad weather on electronic applications under HK eIPO White Form service” below, the designated HK eIPO White Form Service Provider will reject your application and your application monies will be refunded to you in the manner described in the designated website at www.hkeipo.hk.**
- (i) Once you have completed payment in respect of any electronic application instruction given by you or for your benefit to the designated **HK eIPO White Form** Service Provider to make an application for Hong Kong Offer Shares, an actual application shall be deemed to have been made. For the avoidance of doubt, giving an electronic application instruction under **HK eIPO White Form** more than once and obtaining different application reference numbers without effecting full payment in respect of a particular application reference number will not constitute an actual application.
- (j) **Warning:** The application for Hong Kong Offer Shares through the **HK eIPO White Form** service is only a facility provided by the designated **HK eIPO White Form** Service Provider to public investors. **We, our Directors, the Sole Global Coordinator, Joint Bookrunners, Joint Lead Managers, Joint Sponsors and the Underwriters and the HK eIPO White Form Service Provider take no responsibility for such applications, and provide no assurance that applications through the HK eIPO White Form service will be submitted to the Company or that you will be allotted any Hong Kong Offer Shares.**

Please note that 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 HK eIPO White Form service, 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 **HK eIPO White Form** service, you should submit a **white** Application Form. However, once you have submitted **electronic application instructions** and completed payment in full using the application 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** or **yellow** Application Form or give **electronic application instructions** to HKSCC via CCASS.

Conditions of the HK eIPO White Form service

In using the **HK eIPO White Form** service to apply for the Hong Kong Offer Shares, the applicant shall be deemed to have accepted the following conditions:

That the applicant:

- **applies** for the desired number of Hong Kong Offer Shares on the terms and conditions of this Prospectus and the **HK eIPO White Form** designated website at www.hkeipo.hk subject to the Articles;
- **undertakes** and agrees to accept the Hong Kong Offer Shares applied for, or any lesser number allotted to the applicant on such application;

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- **declares** that it is the only application made and the only application intended by the applicant to be made whether on a white or yellow Application Form or by giving electronic application instruction to HKSCC or to the **HK eIPO White Form** Service Provider under the **HK eIPO White Form** service, to benefit the applicant or the person for whose benefit the applicant is applying;
- **undertakes and confirms** that the applicant and the person for whose benefit the applicant is applying has not applied for or taken up, or indicated an interest for, or received or been placed or allocated (including conditionally and/or provisionally) and will not apply for or take up, or indicate an interest for, any Offer Shares under the International Placing, nor otherwise participate in the International Placing;
- **understands** that such declaration and representation will be relied upon by the Company and the Sole Global Coordinator in deciding whether or not to make any allotment of Hong Kong Offer Shares in response to such application;
- **authorizes** the Company to place the applicant's name on the register of members of the Company as the holder of any Hong Kong Offer Shares to be allotted to the applicant, and (subject to the terms and conditions set out in this Prospectus) to send any Share certificates by ordinary post at the applicant's own risk to the address given on the **HK eIPO White Form** application except where the applicant has applied for 1,000,000 or more; Hong Kong Offer Shares and that applicant collects any Share certificate(s) in person in accordance with the procedures prescribed in the **HK eIPO White Form** designated website at www.hkeipo.hk and this Prospectus;
- **requests** that any refund payment instructions be despatched to the application payment bank account where the applicants had paid the application monies from a single bank account;
- **requests** that any refund cheque(s) be made payable to the applicant who had used multibank accounts to pay the application monies;
- **has read** the terms and conditions and application procedures set out on the **HK eIPO White Form** designated website at www.hkeipo.hk and this Prospectus and agrees to be bound by them;
- **represents, warrants and undertakes** that the applicant, and any persons for whose benefit the applicant is applying are non-US person(s) outside the United States (as defined in Regulation S), when completing and submitting the application or is a person described in paragraph (h)(3) of Rule 902 of Regulation S or the allotment of or application for the Hong Kong Offer Shares to or by whom or for whose benefit the application is made would not require the Company to comply with any requirements; under any law or regulation (whether or not having the force of law) of any territory outside Hong Kong; and
- **agrees** that such application, any acceptance of it and the resulting contract, will be governed by and construed in accordance with the laws of Hong Kong and any other applicable laws.

Effect of bad weather on electronic applications under HK eIPO White Form service

The latest time for submitting an application to the designated **HK eIPO White Form** Service Provider through **HK eIPO White Form** service will be 11:30 a.m. on 24 June 2011 and the latest time for completing full payment of application monies will be 12:00 noon on 24 June 2011. If:

- (a) a tropical cyclone warning signal number 8 or above; or
- (b) a "black" rainstorm warning signal

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is in force in Hong Kong at any time between 9:00 a.m. and 12:00 noon on 24 June 2011, the latest time to complete the application and the latest time to complete payment will be postponed to 11:30 a.m. and 12:00 noon respectively on the next business day which does not have either of those warning signals in force in Hong Kong at any time between 9:00 a.m. and 12:00 noon on such day.

If the Application Lists of the Hong Kong Public Offering do not open and close on 24 June 2011 or if there is a tropical cyclone warning signal number 8 or above or a “black” rainstorm warning signal in force in Hong Kong on the other dates mentioned in the section headed “Expected Timetable” in this Prospectus, such dates mentioned in the section headed “Expected Timetable” in this Prospectus may be affected. A press announcement will be made in such event in the South China Morning Post (in English) and in the Hong Kong Economic Times (in Chinese).

Supplemental information

If any supplement to this Prospectus is issued, applicant(s) who have already submitted an electronic application instruction through the **HK eIPO White Form** service 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 through the **HK eIPO White Form** service that have been submitted remain valid and may be accepted. Subject to the above and below, an application once made through the **HK eIPO White Form** service is irrevocable and applicants shall be deemed to have applied on the basis of this Prospectus as supplemented.

Effect of completing and submitting an application through the HK eIPO White Form service

By completing and submitting an application through the **HK eIPO White Form** service, you for yourself or as agent or nominee and on behalf of any person for whom you act as agent or nominee shall be deemed to:

- instruct and authorize the Company and the Sole Global Coordinator as agents for the Company (or its respective agents or nominees) to do on your behalf all things necessary to register any Hong Kong Offer Shares allotted to you in your name as required by the Articles and otherwise to give effect to the arrangements described in this Prospectus and the **HK eIPO White Form** designated website at www.hkeipo.hk;
- 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;
- agree that the Company and our Directors are liable only for the information and representations contained in this Prospectus and any supplement thereto;
- 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;
- (if the application is made for your own benefit) warrant that it is the only application which will be made for your benefit on a **white** or **yellow** Application Form or by giving **electronic application instructions** to HKSCC or to the **HK eIPO White Form** Service Provider via the **HK eIPO White Form** service;
- (if you are an agent for another person) warrant reasonable enquiries have been made of that other person that it is the only application which 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 or to the **HK eIPO White Form** Service Provider via the **HK eIPO White Form** service, and that you are duly authorized to submit the application as that other person’s agent;

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- 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, take up or indicate an interest for, any Offer Shares under the International Placing;
- 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;
- agree to disclose to the Company, our Hong Kong Listed Share Registrar, receiving bankers, the Sole Global Coordinator, Joint Bookrunners and Joint Lead Managers, the Joint Sponsors and their respective advisors and agents personal data and any information which they require about you or the person(s) for whose benefit you have made the application;
- agree with the Company and each Shareholder, and the Company agrees with each of the Shareholders, to observe and comply with the Companies Ordinance, the Memorandum and Articles;
- agree with the Company and each Shareholder that the Shares are freely transferable by the holders thereof;
- authorize the Company to enter into a contract on your behalf with each of our Directors and officers whereby each such Director and officer undertakes to observe and comply with his or her obligations to Shareholders as stipulated in the Memorandum and Articles;
- represent, warrant and undertake that you are not, and none of the other person(s) for whose benefit you are applying, is a US person (as defined in Regulation S);
- represent and warrant 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 or are a person described in paragraph (h)(3) of Rule 902 of Regulation S;
- confirm that you have read the terms and conditions and application procedures set out in this Prospectus and the **HK eIPO White Form** designated website at www.hkeipo.hk and agree to be bound by them;
- undertake and agree to accept the Shares applied for, or any lesser number allocated to you under your application; and
- 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 the Company, the Sole Global Coordinator, Joint Bookrunners and Joint Lead Managers, the Joint Sponsors and the Underwriters nor any of their respective officers or advisors 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 and the **HK eIPO White Form** designated website at www.hkeipo.hk.

Our Company, the Sole Global Coordinator, Joint Bookrunners, Joint Lead Managers and Joint Sponsors, the Underwriters and their respective directors, officers, employees, partners, agents, advisors, and any other parties involved in the Global Offering are entitled to rely on any warranty, representation or declaration made by you in such application.

HOW TO APPLY FOR HONG KONG OFFER SHARES AND RESERVED SHARES

Power of attorney

If your application is made by a duly authorized attorney, the Company or the Sole Global Coordinator (for itself or on behalf of the Hong Kong Underwriters), as its agent, may accept it at its discretion and subject to any conditions as any of them may think fit, including evidence of the authority of your attorney.

Additional information

For the purposes of allocating Hong Kong Offer Shares, each applicant giving **electronic application instructions** through **HK eIPO White Form** service to the **HK eIPO White Form** Service Provider through the designated website at www.hkeipo.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 Offer Shares for which you have applied, or if your application is otherwise rejected by the designated **HK eIPO White Form** Service Provider, the designated **HK eIPO White Form** Service Provider may adopt alternative arrangements for the refund of application monies to you. Please refer to the additional information provided by the designated **HK eIPO White Form** Service Provider on the designated website at www.hkeipo.hk.

Otherwise, any application monies payable to you due to a refund for other reasons are set out below in the subsection headed “X. Publication of Results, Despatch/Collection of Share Certificates and Refunds of Application Monies.”

V. HOW TO APPLY FOR RESERVED SHARES

Who can apply for the Reserved Shares

Qualifying NWD Shareholders and Qualifying NWS Shareholders are entitled to apply on the basis of an Assured Entitlement of one Reserved Share for every whole multiple of 168 NWD shares or every whole multiple of 85 NWS shares held by them as at 5:00 p.m. on the Record Date. Any Qualifying NWD Shareholder holding less than 168 NWD shares or any Qualifying NWS Shareholder holding less than 85 NWS shares as at 5:00 p.m. on the Record Date will not be entitled to apply for the Reserved Shares. Further, NWD and its subsidiaries which are Qualifying NWS Shareholders will waive and will not take up their Assured Entitlements. The determination of the Assured Entitlements of the Qualifying NWD Shareholders have already taken into account the Assured Entitlements that NWD and its subsidiaries would otherwise have as Qualifying NWS Shareholders. You may apply for the Reserved Shares if you, or any person(s) for whose benefit you are applying, are a Qualifying NWD Shareholder or a Qualifying NWS Shareholder, are an individual and:

- are 18 years of age or older;
- have a Hong Kong address;
- are not inside the United States (as defined in Regulation S under the US Securities Act 1933, as amended) when completing and submitting the **light orange** Application Form or the **blue** Application Form and are not a person described in paragraph (h)(3) of Rule 902 of Regulation S under the US Securities Act 1933, as amended; and
- are not a legal or natural person of the PRC (except qualified domestic institutional investors).

If the applicant is a firm, the application must be in the names of the individual members, not in the name of the firm. If the applicant is a body corporate, the application must be stamped with the company chop (bearing the company name) and signed by a duly authorized officer, who must state his or her representative capacity.

Qualifying NWD Shareholders or Qualifying NWS Shareholders are entitled to apply on the basis of the Assured Entitlements of one Reserved Shares for every whole multiple of 168 NWD shares or 85 NWS shares held by the Qualifying NWD Shareholders or Qualifying NWS Shareholders at 5:00 p.m. on the Record Date.

HOW TO APPLY FOR HONG KONG OFFER SHARES AND RESERVED SHARES

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

The Reserved Shares are not available to existing beneficial owners of Shares, the Directors or chief executive of our Company or their respective associates (as defined in the Listing Rules) or any other connected persons (as defined in the Listing Rules) of our Company or persons who will become our connected persons immediately upon completion of the Global Offering.

Channel of applying for the Reserved Shares

Applications for Reserved Shares under the Preferential Offering may only be made by Qualifying NWD Shareholders or Qualifying NWS Shareholders using the **light orange** Application Forms or by using the **blue** Application Forms which will be despatched to Qualifying NWD Shareholders and Qualifying NWS Shareholders by our Company together with electronic copies of this Prospectus on CD-ROM. Using the **light orange** or the **blue** Application Forms, as the case may be, Qualifying NWD Shareholders and Qualifying NWS Shareholders may apply on an assured basis for a number of Reserved Shares greater than, less than or equal to their respective Assured Entitlements, which will be specified on their individual **light orange** or **blue** Application Forms.

A valid application for a number of Reserved Shares equal to or less than a Qualifying NWD Shareholder's or Qualifying NWS Shareholder's Assured Entitlement will be accepted in full, subject to the terms and conditions set forth on the **light orange** or the **blue** Application Form assuming that the conditions of the Preferential Offering are satisfied. If an application is made for a number of Reserved Shares greater than the Assured Entitlement of a Qualifying NWD Shareholder or Qualifying NWS Shareholder, the Assured Entitlement will be satisfied in full but the excess portion of such application will only be met to the extent that there are sufficient Reserved Shares resulting from other Qualifying NWD Shareholders or other Qualifying NWS Shareholders, as the case may be, declining to take up all or some of their Assured Entitlements. Any Assured Entitlement not taken up by the Qualifying NWD Shareholders or the Qualifying NWS Shareholders, as the case may be, will first be allocated to satisfy the excess applications for the Reserved Shares from other Qualifying NWD Shareholders or from other Qualifying NWS Shareholders, as the case may be, in each case, on a fair and reasonable basis. Any Assured Entitlements not taken up by Qualifying NWD Shareholders or Qualifying NWS Shareholders will be allocated at the discretion of the Joint Bookrunners, to other investors in the International Placing.

If an application is made for a number of Reserved Shares less than or greater than the Assured Entitlement of a Qualifying NWD Shareholder or Qualifying NWS Shareholder, as the case may be, the applicant is recommended to apply for a number of Reserved Shares in one of the numbers of full board lots stated in the table of numbers and payments on the back page of the **light orange** or the **blue** Application Form, as the case may be, which also states the amount of remittance payable on application for each number of full board lots of Reserved Shares. If such applicant does not follow this recommendation when applying for less than or greater than his/her/its Assured Entitlement, he/she/it must calculate the correct amount of remittance payable on application for the number of Reserved Shares applied for by using the formula set out below the table of numbers and payments on the back page of the **light orange** or the **blue** Application Form, as the case may be. Any application not accompanied by the correct amount of application monies will be treated as invalid in its entirety and no Reserved Share will be allotted to such applicant.

Qualifying NWD Shareholders and Qualifying NWS Shareholders who have applied for Reserved Shares on **light orange** Application Forms or **blue** Application Forms, as the case may be, will be entitled to make one application for Hong Kong Offer Shares on **white** or **yellow** Application Form or by giving **electronic application instructions** to HKSCC via CCASS or to the designated **HK eIPO White Form** Service Provider through the **HK eIPO White Form** service. However in respect of any application for Hong Kong Offer Shares using the above-mentioned methods, Qualifying NWD Shareholders and Qualifying NWS Shareholders will not enjoy the preferential treatment accorded under the Preferential Offering as described in the section headed "Structure of the Global Offering — The Preferential Offering" in this Prospectus.

HOW TO APPLY FOR HONG KONG OFFER SHARES AND RESERVED SHARES

Despatch of the Prospectus and light orange and blue Application Forms

A **light orange** or **blue** Application Form, together with an electronic format of this Prospectus on CD-ROM, is being despatched to you by our Company if you are a Qualifying NWD Shareholder or Qualifying NWS Shareholder with an Assured Entitlement to your address recorded on NWD's or NWS's register of members as at 5:00 p.m. on the Record Date. Persons who held their NWD shares or NWS shares as at 5:00 p.m. on the Record Date in CCASS indirectly through a broker or custodian, and wish to participate in the Preferential Offering, should instruct their broker or custodian to apply for the Reserved Shares on their behalf no later than the deadline set by HKSCC or HKSCC Nominees. In order to meet the deadline set by HKSCC, such persons should check with their broker/custodian for the timing on the processing of their instructions, and submit their instructions to their broker/custodian as required by them. Persons who held their NWD shares or NWS shares as at 5:00 p.m. on the Record Date in CCASS directly as a CCASS Investor Participant, and wish to participate in the Preferential Offering, should give their instruction to HKSCC via the CCASS Phone System or CCASS Internet System no later than the deadline set by HKSCC or HKSCC Nominees. Qualifying NWD Shareholders or Qualifying NWS Shareholders who require an electronic format of this Prospectus on CD-ROM and a replacement **light orange** or **blue** Application Form may obtain these from Tricor Investor Services Limited at 26/F., Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong or contact its hotline 2980 1333 at the following times on the following dates:

21 June 2011	–	9:00 a.m. – 5:00 p.m.
22 June 2011	–	9:00 a.m. – 5:00 p.m.
23 June 2011	–	9:00 a.m. – 5:00 p.m.
24 June 2011	–	9:00 a.m. – 12:00 noon

How to apply by using a light orange or blue Application Form

- (a) Complete the **light orange** or the **blue** Application Form in English in ink, and sign it. There are detailed instructions on each **light orange** and **blue** Application Forms. You should read these instructions carefully. If you do not follow the instructions, your application may be rejected and returned by ordinary post together with the accompanying cheque(s) or banker's cashier order(s) to you (or the first named applicant in the case of joint applicants) at your own risk at the address stated in the **light orange** or the **blue** Application Form.
- (b) Each **light orange** or **blue** Application Form must be accompanied by payment, in the form of either one cheque or one banker's cashier order made payable to "Horsford Nominees Limited — Newton Resources Preferential Offer". You should read the detailed instructions set out on the Application Form carefully, as an application is liable to be rejected if the cheque or banker's cashier order does not meet the requirements set out on the Application Form.
- (c) Lodge the **light orange** or the **blue** Application Form in one of the collection boxes by the time and at one of the locations as described in "— V. How to Apply for Reserved Shares — When may applications be made", below.

When may applications be made

- (a) *Applications on **light orange** or **blue** Application Forms*

Your completed **light orange** or **blue** 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 in "— How to Apply for Hong Kong Offer Shares and Reserved Shares — Where to collect the Application

HOW TO APPLY FOR HONG KONG OFFER SHARES AND RESERVED SHARES

Forms”, above or at Tricor Investor Services Limited, at 26/F., Tesbury Centre, 28 Queen’s Road East, Wanchai, Hong Kong, at the following times on the following dates:

21 June 2011	–	9:00 a.m. – 5:00 p.m.
22 June 2011	–	9:00 a.m. – 5:00 p.m.
23 June 2011	–	9:00 a.m. – 5:00 p.m.
24 June 2011	–	9:00 a.m. – 12:00 noon

Completed **light orange** or **blue** Application Forms, together with payment attached, must be lodged by 12:00 noon on 24 June 2011, or, if the Application Lists are not open on that day, then by the time and date stated in “— V. How to Apply for the Reserved Shares — When may applications be made — (c) Effect of bad weather conditions on the opening of the application lists” below.

(b) Application lists

The Application Lists will be open from 11:45 a.m. to 12:00 noon on 24 June 2011, except as provided in “— V. How to Apply for Reserved Shares — When may applications be made — (c) Effect of bad weather conditions on the opening of the application lists”, below. 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.

(c) Effect of bad weather conditions 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,

in force in Hong Kong at any time between 9:00 a.m. and 12:00 noon on 24 June 2011. 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 signals in Hong Kong in force at any time between 9:00 a.m. and 12:00 noon. For this purpose, “business day” means a day that is not a Saturday, Sunday or a public holiday in Hong Kong.

VI. WHEN MAY APPLICATIONS BE MADE FOR THE HONG KONG OFFER SHARES

Applications on white or yellow Application Forms

Completed **white** and **yellow** Application Forms, with payment attached, must be lodged by 12:00 noon on 24 June 2011, or, if the Application Lists are not open on that day, then by 12:00 noon on the next day that the lists are open.

Your completed Application Form, with full payment in Hong Kong dollars attached, should be deposited in the special collection boxes provided at any of the branches of the receiving bankers listed under the subsection headed “II. Applying by Using an Application Form — Where to collect Application Forms” above at the following times:

21 June 2011	–	9:00 a.m. to 5:00 p.m.
22 June 2011	–	9:00 a.m. to 5:00 p.m.
23 June 2011	–	9:00 a.m. to 5:00 p.m.
24 June 2011	–	9:00 a.m. to 12:00 noon

The Application Lists will be open from 11:45 a.m. to 12:00 noon on 24 June 2011.

No proceedings will be taken on applications for the Hong Kong Offer Shares and no allotment of any such Hong Kong Offer Shares will be made until the closing of the Application Lists. No allotment of any of the Hong Kong Offer Shares will be made earlier than 21 June 2011.

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Electronic application instructions to HKSCC via CCASS

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

21 June 2011	–	9:00 a.m. to 8:30 p.m.⁽¹⁾
22 June 2011	–	8:00 a.m. to 8:30 p.m.⁽¹⁾
23 June 2011	–	8:00 a.m. to 8:30 p.m.⁽¹⁾
24 June 2011	–	8:00 a.m.⁽¹⁾ to 12:00 noon

(1) These dates and 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 21 June 2011 until 12:00 noon on 24 June 2011 (24 hours daily, except the last application day).

The latest time for inputting **electronic application instructions** via CCASS will be 12:00 noon on 24 June 2011, the last application day, or if the Application Lists are not open on that day, by the time and date stated in the paragraph headed “Effect of bad weather on the opening of the Application lists” below.

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,

in force in Hong Kong at any time between 9:00 a.m. and 12:00 noon on 24 June 2011. 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 warning signals in force in Hong Kong at anytime between 9:00 a.m. and 12:00 noon.

If the Application Lists of the Hong Kong Public Offering do not open and close on 24 June 2011 or if there is a tropical cyclone warning signal number 8 or above or a “black” rainstorm warning signal in force in Hong Kong on the other dates mentioned in the section headed “Expected Timetable” in this Prospectus, such dates mentioned in the section headed “Expected Timetable” in this Prospectus may be affected. An announcement will be made in such event.

VII. HOW MANY APPLICATIONS MAY YOU MAKE

Multiple applications or suspected multiple applications are liable to be rejected. You may not make more than one application for Hong Kong Offer Shares unless you are a nominee, in which case you may both give **electronic application instructions** to HKSCC (if you are a CCASS Participant) and may lodge more than one Application Form 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.

If you are a Qualifying NWS Shareholder or a Qualifying NWD Shareholder applying for Reserved Shares under the Preferential Offering on a **blue** or **light orange** Application Form, as the case may be, you will be entitled to make one application for Hong Kong Offer Shares on **white** or **yellow** Application Form or by giving electronic application instructions to HKSCC via CCASS or to the designated **HK**

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eIPO White Form Service Provider through the **HK eIPO White Form** service. However, in respect of any application for Hong Kong Offer Shares using the above-mentioned methods, you will not enjoy the preferential treatment accorded to you under the Preferential Offering as described in the section headed “Structure of the Global Offering — The Preferential Offering” in this Prospectus.

Otherwise, multiple applications are not allowed and will be rejected.

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

It will be a term and condition of all applications that by completing and delivering an Application Form or submitting an **electronic application instruction** to HKSCC, you:

- (if the application is made for your own benefit) warrant that the application made pursuant to a **white** or **yellow** Application Form or **electronic application instruction** is the only application which will be made for your benefit on a **white** or **yellow** Application Form or by giving **electronic application instructions** to HKSCC or to the **HK eIPO White Form** Service Provider via the **HK eIPO White Form** service;
- (if you are an agent for another person) warrant that reasonable enquiries have been made of that other person which confirms that this is the only application which 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 or to the **HK eIPO White Form** Service Provider via the **HK eIPO White Form** service, and that you are duly authorized to sign the Application Form or give **electronic application instructions** as that other person’s agent; or
- **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, taken up or indicated an interest in, or received or been placed or allocated (including conditionally and/or provisionally) and will not apply for or take up or indicate any interest in any Offer Shares in the International Placing, nor otherwise participate in the International Placing (except in respect of the Reserved Shares applied for pursuant to the Preferential Offering).

Save as referred to above, all of your applications will be rejected as multiple applications if you, or you and your joint applicant(s) together:

- make more than one application (whether individually or jointly) on a **white** or **yellow** Application Form or by giving **electronic application instructions** to HKSCC or to the **HK eIPO White Form** Service Provider via the **HK eIPO White Form** service; 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 **HK eIPO White Form** Service Provider via the **HK eIPO White Form** service; or
- apply on one **white** or **yellow** Application Form (whether individually or jointly) or by giving **electronic application instructions** to HKSCC or to the **HK eIPO White Form** Service Provider via the **HK eIPO White Form** service for more than 50,000,000 Hong Kong Offer Shares, being 50% of the Hong Kong Offer Shares initially available for subscription under the Hong Kong Public Offering; or

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- have indicated an interest for or have been or will be placed any of the International Placing Shares.

All of your applications will also be rejected as multiple applications if more than one application is made for **your benefit** (including the part of an application made by HKSCC Nominees acting on **electronic application instructions**). If an application is made by an unlisted company and:

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

then the application will be treated as being made 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 the company; or
- control more than one half of the voting power of the company; or
- hold more than one half of the issued share capital of the 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).

VIII. CIRCUMSTANCES IN WHICH YOU WILL NOT BE ALLOTTED HONG KONG OFFER SHARES OR RESERVED SHARES

Full details of the circumstances in which you will not be allotted Hong Kong Offer Shares or Reserved 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 Hong Kong Offer Shares and Reserved Shares will not be allotted to you:

(a) If your application is revoked:

By completing and submitting an Application Form or submitting an **electronic application instruction** to HKSCC or to the designated **HK eIPO White Form** Service Provider through **HK eIPO White Form** service you agree that your application or the application made by HKSCC Nominees on your behalf or the **HK eIPO White Form** Service Provider cannot be revoked on or before the expiration of the fifth day after the closing of the application lists (excluding for this purpose any day which is not a business day), 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. This agreement will take effect as a collateral contract with us, and will become binding when you lodge your application or submit your **electronic application instructions** to HKSCC or the **HK eIPO White Form** Service Provider and an application has been made by HKSCC Nominees on your behalf accordingly. This collateral contract will be in consideration of the Company agreeing that we will not offer any Hong Kong Offer Shares or Reserved Shares to any person on or before the expiration of the fifth day after the closing of the application lists (excluding for this purpose any day which is not a business day), except by means of one of the procedures referred to in 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 applicants have not been so notified, or if applicants have been notified but have not withdrawn their applications in accordance with the procedure to be notified, all

HOW TO APPLY FOR HONG KONG OFFER SHARES AND RESERVED SHARES

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 the Prospectus as supplemented.

If your application or the application made by HKSCC Nominees on your behalf or the **HK eIPO White Form** Service Provider has been accepted, it cannot be revoked or withdrawn. For this purpose, acceptance of applications which are not rejected will be constituted by notification in the press of the results of allocation, and where such basis of allocation 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 respectively.

(b) Full discretion of the Company, the Sole Global Coordinator's or our or the Sole Global Coordinator's respective agents or nominees to reject or accept:

We, the Sole Global Coordinator or the designated **HK eIPO White Form** Service Provider or our or its respective agents or nominees have full discretion to reject or accept any application, or to accept only part of any application. No reasons have to be given for any rejection or acceptance.

(c) If the allotment of Hong Kong Offer Shares or Reserved Shares is void:

The allotment of Hong Kong Offer Shares or Reserved 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 does not grant permission to list the Hong Kong Offer Shares or Reserved Shares either:

- within three weeks from the closing of the Application Lists; or
- within a longer period of up to six weeks if the Listing Committee notifies us of that longer period within three weeks of the closing date of the Application Lists.

(d) You will not receive any allotment of Hong Kong Offer Shares if:

- you make multiple applications or you are suspected to have made multiple applications;
- you or the person in whose benefit you apply for have taken up or indicated an interest or applied for or received or have been or will be placed or allocated (including conditionally and/or provisionally) International Placing Shares (except in respect of Reserved Shares applied for pursuant to the Preferential Offering). By filling in any of the Application Forms or submitting **electronic application instructions** to HKSCC or to the **HK eIPO White Form** Service Provider via the **HK eIPO White Form** service, you agree not to apply for or indicate an interest for Offer Shares in the International Placing (except in respect of Reserved Shares applied for pursuant to the Preferential Offering). Reasonable steps will be taken to identify and reject applications in the Hong Kong Public Offering from investors who have received Offer Shares in the International Placing (except in respect of Reserved Shares applied for pursuant to the Preferential Offering), and to identify and reject indications of interest in the International Placing (except in respect of Reserved Shares applied for pursuant to the Preferential Offering) from investors who have received Hong Kong Offer Shares in the Hong Kong Public Offering;
- your payment is not made correctly or you pay by cheque or banker's cashier order and the cheque or banker's cashier order is dishonored upon its first presentation;
- your Application Form is not completed in accordance with the instructions as stated in the Application Form (if you apply by an Application Form);
- you apply for more than 50,000,000 Hong Kong Offer Shares (being 50% of the Hong Kong Offer Shares initially available for subscription under the Hong Kong Public Offering);
- the Company or the Sole Global Coordinator believes that by accepting your application, we would violate the applicable securities or other laws, rules or regulations of the jurisdiction in which your application is received or your address overleaf is located;

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- the Underwriting Agreements do not become unconditional; or
- the Hong Kong Underwriting Agreement and/or the International Underwriting Agreement are/is terminated in accordance with their respective terms.

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

IX. HOW MUCH ARE THE HONG KONG OFFER SHARES AND RESERVED SHARES

The maximum Offer Price is HK\$2.35 per Hong Kong Offer Share and HK\$2.35 per Reserved Share. You must also pay a brokerage fee of 1%, Stock Exchange trading fee of 0.005%, and SFC transaction levy of 0.003%. This means that for one board lot of 2,000 Hong Kong Offer Shares or Reserved Shares, you will pay approximately HK\$4,747.38. The Application Forms have tables showing the exact amount payable for the numbers of Hong Kong Offer Shares or Reserved Shares, as the case may be, that may be applied for. You must pay the maximum Offer Price and related brokerage fee, SFC transaction levy, and the Stock Exchange trading fee in full when you apply for the Hong Kong Offer Shares and the Reserved Shares. You must pay the amount payable upon application for Hong Kong Offer Shares and the Reserved Shares by a cheque or a banker's cashier order in accordance with the terms set out in the Application Forms or this Prospectus.

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

X. PUBLICATION OF RESULTS, DESPATCH/COLLECTION OF SHARE CERTIFICATES AND REFUNDS OF APPLICATION MONIES

Publication of results

We expect to announce the Offer Price, the level of indication of interest in the International Placing, the basis of allotment of the Hong Kong Offer Shares and the Reserved Shares and the results of applications under the Hong Kong Public Offering and the Preferential Offering no later than 9:00 a.m. on 30 June 2011 and in the manner specified below:

- on the website of the Stock Exchange (www.hkexnews.hk); and
- on the website of the Company (www.newton-resources.com) for at least five consecutive days.

A notification announcement under Rule 2.17A of the Listing Rules which also includes the Offer Price, an indication of the level of interest in the International Placing, the level of applications of the Hong Kong Public Offering and the Preferential Offering and the basis of allocation of the Hong Kong Offer Shares and the Reserved Shares will be published by us on Thursday, 30 June 2011 in the **South China Morning Post** (in English) and the **Hong Kong Economic Times** (in Chinese).

In addition, the Company expects to announce the results of allocations of the Hong Kong Public Offering and the Preferential Offering, including applications made under **white, yellow, light orange** and **blue** Application Forms or applying online through **HK eIPO White Form** service (www.hkeipo.hk) and by giving **electronic application instructions** to HKSCC, which will include the Hong Kong identity card numbers, passport numbers or Hong Kong business registration numbers of successful applicants

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and the number of the Hong Kong Offer Shares and the Reserved Shares successfully applied for will be made available at the times and dates and in the manner specified below:

Results of allocations for the Hong Kong Public Offering and the Preferential Offering will be available from our designated results of allocations website at www.tricor.com.hk/ipo/result on a 24-hour basis from 8:00 a.m. on Thursday, 30 June 2011 to 12:00 midnight on Thursday, 7 July 2011. The user will be required to key in the Hong Kong identity card/passport/Hong Kong business registration number provided in his/her/its application to search for his/her/its own allocation result;

Results of allocations will be available from our Hong Kong Public Offering and the Preferential Offering allocation results telephone enquiry line. Applicants may find out whether or not their applications have been successful and the number of Hong Kong Offer Shares or Reserved Shares allocated to them, if any, by calling 3691 8488 between 9:00 a.m. and 6:00 p.m. from Thursday, 30 June 2011 to Wednesday, 6 July 2011 (except Saturday, Sunday and Public Holiday); and Special allocation results booklets setting out the results of allocations will be available for inspection during opening hours of individual branches and sub-branches from Thursday, 30 June 2011 to Tuesday, 5 July 2011 at all the receiving bank branches and sub-branches at the addresses set out in the section headed “How to Apply for Hong Kong Offer Shares and Reserved Shares — II. Applying by Using an Application Form — Where to collect Application Forms” in this Prospectus.

Despatch/collection of share certificates/e-Auto Refund payment instructions/refund cheques

If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is less than the initial price per Offer Share (excluding brokerage fee, SFC transaction levy, and Stock Exchange trading fee thereon) paid on application, or if the conditions of the Global Offering are not fulfilled in accordance with the section headed “Structure of the Global Offering — Conditions of the Global Offering” in 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 fee, 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.

No temporary documents of title will be issued in respect of the 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 ordinary post, at your own risk, to the address specified on your Application Form:

- (a) for applications on **white, light orange and blue** Application Forms or by giving **electronic application instructions** through **HK eIPO White Form** service:
 - (i) Share certificate(s) for all the Hong Kong Offer Shares or Reserved Shares applied for, if the application is wholly successful; or
 - (ii) Share certificate(s) for the number of Hong Kong Offer Shares or Reserved Shares successfully applied for, if the application is partially successful (for wholly successful and partially successful applications on **yellow** Application Forms: Share certificates for the Shares successfully applied for will be deposited into CCASS as described below); and/or
- (b) for applications on **white, yellow, light orange and blue** Application Forms, refund cheque(s) crossed “Account Payee Only” in favor of the applicant (or, in the case of joint applicants, the first-named applicant) for (i) the surplus application monies for the Hong Kong Offer Shares or Reserved Shares unsuccessfully applied for, if the application is partially unsuccessful; or (ii) all the application monies, if the application is wholly unsuccessful; and/or (iii) the difference between the final Offer Price and the maximum Offer Price per Hong Kong Offer

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Share or per Reserved Shares paid on application in the event that the Offer Price is less than the offer price per Offer Share initially paid on application, in each case including brokerage fee 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;

- (c) for applicants applying through the **HK eIPO White Form** service by paying the application monies through a single bank account and the applicant's application is wholly or partially unsuccessful and/or the final Offer Price being different from the Offer Price initially paid on the application, e-Auto Refund payment instructions (if any) will be despatched to the application payment bank account on 30 June 2011; or
- (d) for applicants applying through the **HK eIPO White Form** service by paying the application monies through multiple bank accounts and the applicant's application is wholly or partially unsuccessful and/or the final Offer Price being different from the Offer Price initially paid on the application, refund cheque(s) will be sent to the address specified in the application instructions to the designated **HK eIPO White Form** Service Provider on 30 June 2011, by ordinary post and at applicant's own risk.

Subject to personal collection as mentioned below, refund cheques for surplus application monies (if any) in respect of 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 **white, yellow, light orange** or **blue** Application Forms; and Share certificates for wholly and partially successful applicants under **white, light orange** or **blue** Application Forms or by giving **electronic application instructions** through **HK eIPO White Form** service are expected to be posted on 30 June 2011. The right is reserved to retain any Share certificate(s) and any surplus application monies pending clearance of cheque(s).

Part of your Hong Kong identity card number/passport number, or, if you are joint applicants, part of the Hong Kong identity card number/passport number of the first-named applicant, provided by you may be printed on your refund cheque, if any. Such data would also be transferred to a third party for refund purposes. Your banker may require verification of your Hong Kong identity card number/passport number before encashment of your refund cheque. Inaccurate completion of your Hong Kong identity card number/passport number may lead to delay in encashment of or may invalidate your refund cheque.

Share certificates will only become valid certificates of title at 8:00 a.m. on 4 July 2011 provided that the Global Offering has become unconditional in all respects and the rights of termination described in the paragraph headed "Grounds for Termination" in the section headed "Underwriting" in this Prospectus have not been exercised. You will receive one Share certificate for all the Hong Kong Offering Shares or Reserved Shares issued to you under the Hong Kong Public Offering or the Preferential Offering (except pursuant to applications made on **yellow** application forms or by **electronic application instructions** to HKSCC where Share certificates will be deposited in CCASS).

White, light orange, or blue Application Form

If you have applied for 1,000,000 Hong Kong Offer Shares or above on a **white** Application Form or 1,000,000 Reserved Shares or above on a **light orange** or **blue** Application Form and have indicated on your Application Form that you will collect your Share certificate(s) (where applicable) and/or refund cheque (if any) in person, you may collect it/them from:

Tricor Investor Services Limited
26/F., Tesbury Centre
28 Queen's Road East
Wanchai
Hong Kong

between 9:00 a.m. and 1:00 p.m. on 30 June 2011 or any other date notified by the Company in the newspapers as the date of despatch of Share certificates/e-Auto Refund payment instructions/refund cheques.

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If you are an individual who opts for personal collection, you must not authorize any other person to make the collection on your behalf. If you are a corporate applicant which opts for personal collection, you must attend by your authorized representative bearing a letter of authorization from your corporation stamped with your corporation's chop. Both individuals and authorized representatives (if applicable) must, in any event, produce, at the time of collection, evidence of identity acceptable to Tricor Investor Services Limited. If you do not collect your Share certificate(s) and/or refund cheque (if any) within the time for collection specified above, they will be sent to you by ordinary post to the address as specified in your Application Form (or the address of the first-named applicant in the case of a joint application) and at your own risk shortly after the time for collection.

If you have applied for 1,000,000 Hong Kong Offer Shares or above or 1,000,000 Reserved Shares or above and have not indicated on your Application Form that you will collect your Share certificate(s) and/or refund cheque (if any) in person; or if you have applied for less than 1,000,000 Hong Kong Offer Shares or less than 1,000,000 Reserved Shares; or if your application is rejected, not accepted or accepted in part only; or if the conditions of the Global Offering are not fulfilled in accordance with the section headed "Structure of the Global Offering — Conditions of the Global Offering" in this Prospectus, or if any application is revoked or any allotment pursuant thereto has become void, then your Share certificate(s) (where applicable) and/or refund cheque (where applicable) in respect of the application monies or the appropriate portion thereof, together with the related brokerage fee, Stock Exchange trading fee and SFC transaction levy (without interest) will be sent to the address on your Application Form (or the address of the first-named applicant in case of a joint application) by ordinary post and at your own risk on the date of despatch.

If you apply through HK eIPO White Form

If you apply for 1,000,000 Hong Kong Offer Shares or more through the **HK eIPO White Form** service by submitting an electronic application to the designated **HK eIPO White Form** Service Provider through the designated website at www.hkeipo.hk and your application is wholly or partially successful, you may collect your Share certificate(s) in person from Tricor Investor Services Limited at 26/F, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, from 9:00 a.m. to 1:00 p.m. on 30 June 2011.

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

If you apply for less than 1,000,000 Hong Kong Offer Shares, your Share certificate(s) will be sent to the address specified in your application instructions to the designated **HK eIPO White Form** Service Provider through the designated website at www.hkeipo.hk on 30 June 2011 by ordinary post and at your own risk.

If you paid the application monies from a single bank account and your application is wholly or partially unsuccessful and/or the Offer Price is different from the initial price paid on your application, e-Auto Refund payment instructions (if any) will be despatched to your application payment bank account on 30 June 2011.

If you used multi-bank accounts to pay the application monies and your application is wholly or partially unsuccessful and/or the Offer Price is different from the initial price paid on your application, refund cheque(s) will be sent to the address specified in your application instructions to the designated **HK eIPO White Form** Service Provider on 30 June 2011, by ordinary post and at your own risk.

Yellow Application Form

If you apply for 1,000,000 Hong Kong 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.

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If you have applied for 1,000,000 Hong Kong Offer Shares or above and have not indicated on your Application Form that you will collect refund cheque(s) (if any) in person, or you have applied for less than 1,000,000 Hong Kong Offering Shares or if your application is rejected, not accepted or accepted in part only, 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” in this Prospectus, or if any application is revoked or any allotment pursuant thereto has become void, your refund cheque(s) in respect of the application monies or the appropriate parties thereof, together with the related brokerage fee, Stock Exchange trading fee, SFC transaction levy (without interest) will be sent to the address on your application form by ordinary post and at your own risk.

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 credit to your CCASS Investor Participant stock account or the stock account of your designated CCASS Participant as instructed by you on 30 June 2011, or under contingent situation, 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 the Hong Kong Offer Shares credited to the stock account of your designated CCASS Participant (other than a CCASS Investor Participant), you can check the number of the Hong Kong Offer Shares allotted 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 Hong Kong Public Offering in the newspapers on 30 June 2011. You should check the announcement published by the Company and report any discrepancies to HKSCC before 5:00 p.m. on 30 June 2011 or such other date as shall be determined by HKSCC or HKSCC Nominees. Immediately after the credit of the Hong Kong 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 HKSCC’s “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 Offer Shares credited to your stock account.

If you apply by giving electronic application instructions to HKSCC

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 30 June 2011, or, in the event of a contingency, on any other date as shall be determined by HKSCC or HKSCC Nominees.

Our Company will publish the application results of CCASS Participants (and where the CCASS Participant is a broker or custodian, the Company will include information relating to the relevant beneficial owner, where supplied), 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 manner described in the paragraph headed “Publication of results” in this section above on 30 June 2011.

You should check the announcement published by us and report any discrepancies to HKSCC before 5:00 p.m. on 30 June 2011 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 Offer Shares allotted to you and the amount of refund monies (if any) payable to you with that broker or custodian.

HOW TO APPLY FOR HONG KONG OFFER SHARES AND RESERVED SHARES

If you have applied as a CCASS Investor Participant, you can also check the number of Hong Kong 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 "Operating Guide for Investor Participants" in effect from time to time) on 30 June 2011. Immediately after the credit of the relevant portion of the Hong Kong 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 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 Offer Share initially paid on application, in each case including a brokerage fee 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 30 June 2011. No interest will be paid thereon.

Refund of application monies

If you do not receive any Hong Kong Offer Shares or Reserved Shares for any reason, we will refund your application monies, including related brokerage fee of 1%, Stock Exchange trading fee of 0.005% and SFC transaction levy of 0.003%. No interest will be paid thereon.

If your application is accepted only in part, we will refund to you the appropriate portion of your application monies (including the related brokerage fee of 1%, Stock Exchange trading fee of 0.005% and SFC transaction levy of 0.003% without interest.

If the Offer Price as finally determined is less than the initial price per Offer Share (excluding brokerage fee, SFC transaction levy, and Stock Exchange trading fee thereon) paid on application, we will refund to you the surplus application monies, together with the related brokerage fee of 1%, Stock Exchange trading fee of 0.005% and SFC transaction levy of 0.003%, without interest.

All such interest accrued prior to the date of despatch of refund will be retained for our benefit.

In a contingency situation involving a substantial over-application, at the discretion of us and the Sole Global Coordinator, applications made on Application Forms for certain small denominations of Hong Kong Offer Shares (apart from successful applications) may not be cleared.

Refund of your application monies (if any) is expected to be made on 30 June 2011 in accordance with the various arrangements as described above.

XI. COMMENCEMENT OF DEALINGS IN THE SHARES

Dealings in the Shares on the Stock Exchange are expected to commence on 4 July 2011. The Shares will be traded in board lots of 2,000 each. The stock code of the Shares is 1231.

XII. SHARES WILL BE ELIGIBLE FOR ADMISSION INTO CCASS

If the Stock Exchange grants the listing of and permission to deal in the Shares and we comply with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the Listing Date 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 advisors for details of the settlement arrangements as such arrangements will affect their rights and interests.

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

XIII. PERSONAL DATA

The main provisions of the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) (the “Ordinance”) came into effect in Hong Kong on 20 December 1996. This Personal Information Collection Statement informs the applicant for and holder of the Hong Kong Offer Shares of the policies and practices of the Company and our Hong Kong Listed Share Registrar in relation to personal data and the Ordinance.

(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 the Company and our Hong Kong Listed Share Registrar when applying for securities or transferring securities into or out of their names or in procuring the services of our Hong Kong Listed Share Registrar.

Failure to supply the requested data may result in your application for securities being rejected or in delay or inability of the Company or our Hong Kong Listed Share Registrar to effect transfers or otherwise render their services. It may also prevent or delay registration or transfer of the Hong Kong Offer Shares which you have successfully applied for and/or the despatch of Share certificate(s), and/or the despatch of or encashment of refund cheque(s) to which you are entitled.

It is important that holders of securities inform the Company and our Hong Kong Listed Share Registrar immediately of any inaccuracies in the personal data supplied.

(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 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 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 the registers of holders of securities of the Company;
- conducting or assisting to conduct signature verifications, any other verification or exchange of information;
- establishing benefit entitlements of holders of securities of the Company, such as dividends, rights issues and bonus issues;
- distributing communications from the Company and our subsidiaries;
- compiling statistical information and shareholder profiles;
- making disclosures as required by any laws, rules or regulations;
- disclosing identities of successful applications by way of press announcement(s) or otherwise;
- disclosing relevant information to facilitate claims on entitlements; and
- any other incidental or associated purposes relating to the above and/or to enable the Company and our Hong Kong Listed 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.

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(c) Transfer of personal data

Personal data held by the Company and our Hong Kong Listed Share Registrar relating to the applicants and the holders of securities will be kept confidential but the Company and our Hong Kong Listed Share Registrar, to the extent necessary for achieving the above purposes or any of them, make such enquiries as they consider necessary to confirm the accuracy of the personal data and in particular, the Company may disclose, obtain or provide (whether within or outside Hong Kong) the personal data of the applicants and the holders of securities to or from any and all of the following persons and entities:

- we or our appointed agents such as financial advisors, receiving bankers and our unlisted share registrar and Hong Kong Listed Share Registrar;
- HKSCC and HKSCC Nominees, who will use the personal data for the purposes of operating CCASS (in cases where the applicants have requested for the Hong Kong Offer Shares to be deposited into CCASS);
- any agents, contractors or third-party service providers who offer administrative, telecommunications, computer, payment or other services to the Company and/or our Hong Kong Listed Share Registrar in connection with the operation of our businesses;
- 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.

By signing an Application Form or by giving **electronic application instructions** to HKSCC or by applying through **HK eIPO White Form**, you agree to all of the above.

(d) Access and correction of personal data

The Ordinance provides the applicants and the holders of securities with rights to ascertain whether the Company and/or our Hong Kong Listed Share Registrar hold their personal data, to obtain a copy of that data, and to correct any data that is inaccurate. In accordance with the Ordinance, the Company and our Hong Kong Listed 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 or the kinds of data held should be addressed to the Company for the attention of our company secretary or (as the case may be) our Hong Kong Listed Share Registrar for the attention of the Privacy Compliance Officer (for the purposes of the Ordinance).