

Public Offer – Yellow Form 公開發售—黃表

Please use this Application Form if you want the allocated Offer Shares to be issued in the name of HKSCC Nominees Limited (“HKSCC Nominees”) and deposited directly into the Central Clearing and Settlement System (“CCASS”) for credit to your CCASS Investor Participant stock account or your designated CCASS Participant’s stock account maintained in CCASS 閣下如欲以香港中央結算(代理人)有限公司(「香港結算代理人」)的名義登記獲分配的公開發售股份，並直接存入中央結算及交收系統(「中央結算系統」)，以寄存於閣下於中央結算系統設立的中央結算系統投資者戶口持有人股份賬戶或 閣下指定的中央結算系統參與者股份賬戶，請使用本申請表格

Note: Unless otherwise defined or the context otherwise required herein, capitalised terms in this Application Form shall have the same meanings as those defined in the prospectus issued by Sinosoft Technology Group Limited (the “Company”) dated, 27 June 2013 (the “Prospectus”) to together with any supplement thereto. 附註：除非本申請表格另有界定或文義另有指外，否則本申請表格所用詞彙與中國擎天軟件科技集團有限公司(「本公司」)於二零一三年六月二十七日刊發的招股章程(「招股章程」)及其任何補充資料界定者具有相同涵義。

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and Hong Kong Securities Clearing Company Limited (“HKSCC”) take no responsibility for the contents of this Application Form, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Application Form. 香港交易及結算有限公司、香港聯合交易所有限公司(「聯交所」)及香港中央結算有限公司(「香港結算」)對本申請表格的內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示，概不對因本申請表格全部或任何部分內容而產生或因依賴該等內容而引致的任何損失承擔任何責任。

A copy of this Application Form, together with a copy of each of the GREEN and WHITE Application Forms, the Prospectus and the other documents specified in the paragraph headed “Documents delivered to the Registrar of Companies” in Appendix V to the Prospectus, have been registered by the Registrar of Companies in Hong Kong as required by Section 342C of the Companies Ordinance (Chapter 32 of the Laws of Hong Kong). The SFC and the Registrar of Companies in Hong Kong take no responsibility as to the contents of any of these documents. 本申請表格連同綠色及白色申請表格、招股章程及招股章程附錄五內(「送呈公司註冊處處長文件」)一段所述其他文件，已遵照香港法例第342C章公司條例第342C條的規定，送呈香港公司註冊處處長註冊登記。證監會及香港公司註冊處處長對任何此等文件的內容概不負責。

Nothing in the Application Form or the Prospectus constitutes an offer to sell or the solicitation of an offer to buy or shall there be any sale of Public Offer Shares in any jurisdiction in which such offer, solicitation or sales would be unlawful. 本申請表格或招股章程所載者概不構成出售要約或要約購買的游說，而在任何作出有關要約、游說或出售即屬違法的司法權區內，概不得出售任何公開發售股份。

The information contained in this Application Form is not for publication, distribution or release, directly or indirectly, in or into the United States (including its territories and dependencies, any State of the United States and the District of Columbia). These materials do not constitute or form part of any offer or solicitation to purchase or subscribe for securities in the United States. No offering of securities in the United States has been made, and will be made, under the United States Securities Act of 1933, as amended (the “US Securities Act”) and may not be offered or sold except in an offshore transaction in accordance with Regulation S under the US Securities Act. There will be no offer or sale of Shares in the United States. 本申請表格所載資料不得在或向美國(包括其領土及屬地、美國各州及哥倫比亞特區)境內直接或間接刊發、分發或發售。於美國，該等資料並不構成或視為購買或認購證券的任何要約或游說的一部分。本申請表格所載並未曾亦將不會根據1933年美國證券法(經修訂)(「美國證券法」)登記，除在根據美國證券法S規例的離岸交易中發售或出售外，概不可供於發售或出售。股份將不會在美國境內發售或出售。

Please staple your payment here 請將股款緊釘在此



SINOSOFT TECHNOLOGY GROUP LIMITED 中國擎天軟件科技集團有限公司 (Incorporated in the Cayman Islands with limited liability) (於開曼群島註冊成立的有限公司)

GLOBAL OFFERING

Table with 2 columns: Description and Amount. Includes Number of Offer Shares (300,000,000), Number of Public Offer Shares (30,000,000), Offer Price (HK\$1.50), and Nominal value (HK\$0.01 per Share).

全球發售

Table with 2 columns: Description and Amount. Includes 發售股份數目 (300,000,000), 公開發售股份數目 (30,000,000), 國際配售股份數目 (270,000,000), 發售價 (不超過每股發售股份1.50港元), 面值 (每股股份0.01港元), and 股份代號 (1297).

Application form 申請表格

Applications will be accepted until 12:00 noon on Wednesday, 3 July 2013. You must read the conditions and instructions attached to this Application Form. To be valid, you must complete all parts of this Application Form. Please write clearly in ink.

截止接受申請時間為二零一三年七月三日(星期三)中午十二時正。閣下必須細閱本申請表格所載的條件及指示。本申請表格所有部分必須以墨水筆/原子筆清楚填妥，方為有效。

To: Sinosoft Technology Group Limited, CMB International Capital Limited, China International Capital Corporation Hong Kong Securities Limited, RHB OSK Securities Hong Kong Limited, The Public Offer Writers

致：中國擎天軟件科技集團有限公司, 滙豐國際證券有限公司, 中國國際金融證券有限公司, 興業豐證券有限公司, 公開發售包銷商

I/We: apply for the number of Public Offer Shares set out below, subject to the terms and conditions set out in the Prospectus and this Application Form, and subject to the Memorandum and Articles of Association of the Company; enclose payment in full for the Public Offer Shares applied for, being not more than HK\$1.50 per Offer Share (payable in full on application and subject to refund on final pricing) plus 1% brokerage fee, 0.003% SFC transaction levy and 0.005% Stock Exchange trading fee; undertake and agree to accept the Public Offer Shares applied for, or any lesser number allocated to me/us under its application; declare that this is the only application made and the only application intended by me/us to be made whether on a WHITE or YELLOW Application Form or by way of giving electronic application instructions to HKSCC via CCASS or applying online through the HK eIPO White Form Service Provider under the HK eIPO White Form service (www.hkeipo.hk) to benefit me/us or the person for whose benefit I am/we are applying; undertake and confirm that I/we and the person for whose benefit I am/we are applying have not applied for or taken up or allocated, as 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 an interest in or any of the International Placing Shares, nor otherwise participate in the International Placing; understand that these declarations and representations will be relied upon by the Company and the Joint Global Coordinators, the Joint Bookrunners, the Joint Lead Managers, the Sole Sponsor and/or the Public Offer Underwriters in deciding whether to make any allotment of Public Offer Shares in response to this application; authorise the Company to place the name of HKSCC Nominees on the register of members of the Company as the holder of any Public Offer Shares to be allocated to me/us, and the Company and its agents to deposit the relevant share certificates directly into CCASS operated by HKSCC for credit of any of my/our CCASS Investor Participant stock account or the stock account of my/our designated CCASS Participant and to send any refund (cheque) to me/us by ordinary post at my/our own risk to the address stated in the application, except that if I/we have applied for 1,000,000 or more Public Offer Shares, and have indicated in this application that I/we will collect refund cheques in person in accordance with the procedures prescribed in this Application Form; request that any refund (cheque) be made payable to me/us (or in the case of joint applicants, to the first-named applicant) and (subject to the terms and conditions set out on the pages attached to this Application Form and in the Prospectus) (unless a refund cheque) by ordinary post at my/our own risk to the address given on this Application Form (except where I/we have applied for 1,000,000 or more Public Offer Shares and have indicated on this Application Form that I/we wish to collect any refund cheques in person in accordance with the procedures prescribed in this Application Form and in the Prospectus); have read the terms and conditions and application procedures set out on the pages attached to this Application Form, in the Prospectus and on the HK eIPO White Form website (www.hkeipo.hk) and agree to be bound by them, and are aware of the conditions of and restrictions on the Public Offer described in the Prospectus; represent, warrant and undertake that the allocation for application for the Public Offer Shares to me/us or by me/us or for whose benefit this application is made would not require the Company, the Joint Global Coordinators, the Joint Bookrunners, the Sole Sponsor and/or Public Offer Underwriters to comply with any requirements under any law or regulation (whether or not having the force of law) of any territory outside Hong Kong; represent, warrant and undertake to you that I am not the attorney-in-fact of any person for whose benefit I am/we are applying is restricted by any applicable laws of Hong Kong or any other jurisdiction in making this application, paying any application monies for, or being allocated or taking up any Public Offer Shares; and I am not/none of us is, and none of the other persons) for whose benefit I am/we are applying is, a US person (as defined in Regulation S under the US Securities Act) or a person to or by whom the allocation of or application for the Public Offer Shares is made would require the Company, the Joint Global Coordinators, the Joint Bookrunners, the Joint Lead Managers, the Sole Sponsor and/or the Public Offer Underwriters to comply with any requirements under any law or regulation (whether or not having the force of law) of any territory outside Hong Kong; represent, warrant and undertake that I am/we are outside the United States (as defined in Regulation S under the US Securities Act) when completing this Application Form or I am/we are a person/persons described in paragraph b(3) of Rule 902 of Regulation S under the US Securities Act; agree that the Company, the Joint Global Coordinators, the Joint Bookrunners, the Joint Lead Managers, the Sole Sponsor, the Public Offer Underwriters, other parties involved in the Global Offering and/or their respective directors, officers, employees, partners, agents and advisors, are entitled to rely on any warranty and representation made by me/us or the person for whose benefit I am/we are applying; and agree that this application, any acceptance of it and the resulting contract shall be governed by and construed in accordance with the laws of Hong Kong.

本人/吾等：按照招股章程及本申請表格所載條款及條件，並在貴公司的組織章程大綱及組織章程細則的限下，申請以下數目的公開發售股份；隨申請公開發售股份所需全數股款，即不超過每股發售股份1.50港元(須於申請時繳足，並按最終定價可予退還)，另加1%經紀佣金、0.003%證監會交易費及0.005%聯交所交易費；承接及同意接受本申請表格所申請的公開發售股份，或任何較少數目股份；聲明此項申請為本人/吾等就本申請表格所申請的公開發售股份，或任何較少數目股份的利益，不論以白色或黃色申請表格或透過中央結算系統或向香港結算發出電子認購指示或透過網上白表服務(www.hkeipo.hk)下的網上白表服務供應商提出網上申請作出及擬出的唯一申請；聲明及確認，本人/吾等或其利益作出申請的人士，並無申請或認購或表示有意認購或取得或接受或分配(包括有條件及/或暫定)且將不會申請或認購或表示有意認購或接受或以其他方式參與國際配售；明白，貴公司及聯席全球協調人、聯席經銷商、聯席承銷商及公開發售包銷商將依賴本聲明及陳述，以決定是否向閣下申請而配發任何公開發售股份；授權貴公司將香港結算代理人名稱列入貴公司股東名冊內，作為本人/吾等所獲分配的任何公開發售股份的持有人，並授權貴公司/或其代理將有關股票直接存入香港結算確定的中央結算系統，以寄存於本人/吾等的中央結算系統投資者戶口持有人(即本人/吾等)或本/吾等的指定中央結算系統參與者股份戶口，以及以貴公司/吾等承辦、惟本人/吾等承辦任何退還支票、郵匯風險概由本人/吾等承辦、惟本人/吾等申請1,000,000股或以上的公開發售股份，並已在本申請表格中表明擬按本申請表格所述程序親自領取退還支票則除外；要求任何退還支票(不論以何種方式)應寄往本人/吾等(或在聯合申請人，則以排名首位的申請人)，並在符合本申請表格附錄各頁及招股章程所載條款及條件(包括本申請表格所載條款及條件)的前提下，以普通郵件寄回本人/吾等(或在聯合申請人，則以排名首位的申請人)的地址(除非本申請表格中表明擬親自領取退還支票)；已閱本申請表格附錄各頁、招股章程及網上白表網站(www.hkeipo.hk)所載條款、條件及申請手續，並同意受其約束，且同意將有關退還支票或支票存入中央結算系統；保證、保證及承諾向本人/吾等或向本人/吾等或其利益作出申請的人士，概不受香港或其他地方的任何適用法律限制作出此項申請，就公開發售股份交付股款或認購公開發售股份；本人/吾等或其利益作出申請的人士，並非美國人士(定義見美國證券法S規例)或貴公司全球協調人、聯席經銷商、聯席承銷商、獨家保薦人及/或公開發售包銷商符合香港以外任何地區之任何法律或法規之任何規定(不論是否具法律效力)方可獲分配或認購公開發售股份之人士；聲明及承諾本人/吾等於填寫本申請表格時身處美國境外(定義見美國證券法S規例)，或為美國證券法S規例第902條(b)(3)所規定的人士；同意、貴公司、聯席全球協調人、聯席經銷商、聯席承銷商、獨家保薦人、公開發售包銷商、參與全球發售的其他各方及/或各自各自的律師、高級職員、職員、合夥人、代理人及顧問，均將依賴本人/吾等或本人/吾等或其利益作出申請的人士作出的任何保證及陳述；及同意本人/吾等作出的任何對申請的接納及因此而訂立的合約，須受香港法例規管及按其註銷。

Signed by (all) applicant(s) (all joint applicants must sign): (所有申請人簽署(所有聯名申請人必須簽署))

Form for Broker use. Includes fields for Broker No., 經紀號碼, and Broker's Chop, 經紀印章. Text: For Broker use 此欄供經紀填寫 Lodged by 以下經紀遞交

Date 日期: / / 日 月 年

Warning: It is important that you read carefully the Prospectus (in particular, the sections headed "How to apply for Public Offer Shares" and "Structure and conditions of the Global Offering" in the Prospectus) and the terms and conditions and application procedures overleaf. You must complete this application in English (except Chinese name) unless otherwise stated, otherwise the application is liable to be rejected. All applicable boxes in all applicable boxes in this application must be completed, otherwise the application is liable to be rejected. Only one application may be made for the benefit of any person on a WHITE or YELLOW Application Form or by way of giving electronic application instructions to HKSCC via CCASS or applying online through the HK eIPO White Form Service Provider under the HK eIPO White Form service (www.hkeipo.hk) to benefit me/us or the person for whose benefit I am/we are applying; applications made for the benefit of one applicant (or joint applicants) on either a WHITE or YELLOW Application Form or by way of giving electronic application instructions to HKSCC via CCASS or applying online through the HK eIPO White Form Service Provider under the HK eIPO White Form service (www.hkeipo.hk) for more than 50% of the Public Offer Shares initially available for subscription under the Public Offer; and applications where cheques or banker's cashier orders are dishonoured upon the first presentation. You may be prosecuted if you make a false declaration. You must sign this Application Form in writing (and not by way of personal chop), otherwise this application is liable to be rejected.

重要提示：閣下必須細閱招股章程(尤其招股章程中「如何申請公開發售股份」及「全球發售的架構及條件」兩節)及背頁的條款及條件及申請手續。除非另有指明，閣下必須以英文填寫(中文姓名除外)，否則申請會遭拒絕受理。本申請表格內所有適用空格均必須填妥，否則申請會遭拒絕受理。請以白色或黃色申請表格或透過中央結算系統向香港結算發出電子認購指示或透過網上白表服務(www.hkeipo.hk)下的網上白表服務供應商提出網上申請作出及擬出的唯一申請，或透過中央結算系統或向香港結算發出電子認購指示或透過網上白表服務(www.hkeipo.hk)下的網上白表服務供應商提出網上申請作出及擬出的唯一申請，或透過中央結算系統或向香港結算發出電子認購指示或透過網上白表服務(www.hkeipo.hk)下的網上白表服務供應商提出網上申請作出及擬出的唯一申請，或透過中央結算系統或向香港結算發出電子認購指示或透過網上白表服務(www.hkeipo.hk)下的網上白表服務供應商提出網上申請作出及擬出的唯一申請。閣下不得作出虛假聲明，可能會遭受檢控。閣下必須親筆簽署(及不得以個人印章方式)簽署本申請表格，否則本申請會遭拒絕受理。

Please use this Application Form if you want the allocated Public Offer Shares to be issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to your CCASS Investor Participant stock account or your designated CCASS Participant's stock account maintained in CCASS 閣下如欲以香港結算代理人名義登記獲分配的公開發售股份，並直接存入中央結算系統，以寄存於 閣下於中央結算系統設立的中央結算系統投資者戶口持有人股份賬戶或 閣下指定的中央結算系統參與者股份賬戶，請使用本申請表格

Number of Public Offer Shares applied for (cannot exceed 15,000,000 Shares) 申請公開發售股份數目 (不得超過15,000,000股股份)	<input type="text"/>	Cheque/banker's cashier order number 支票/銀行本票號碼	<input type="text"/>
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Total amount of payment 付款總額	HK\$ <input type="text"/> 港元 <input type="text"/>	Name of bank on which cheque/banker's cashier order is drawn* 支票/銀行本票的付款銀行名稱*	<input type="text"/>
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\* Cheque(s) or banker's cashier order(s) should be crossed "Account Payee Only" and made payable to "Wing Lung Bank (Nominees) Limited - Sinosoft Public Offer".  
支票或銀行本票須以「只准入抬頭人賬戶」方式劃線開出，並須註明抬頭人為「永隆銀行受託代管有限公司－中國擎天軟件公開發售」。

To be completed in BLOCK letters in English in ink, except as stated otherwise. Joint applicants should give the address of the first-named applicant only.  
除另有說明外，請用墨水筆或原子筆以英文正楷填寫。聯名申請人僅須提供排名首位的申請人的地址。

Name in English 英文姓名/名稱	Family name or company name 姓氏或公司名稱 <input type="text"/>	Forename(s) 名字 <input type="text"/>
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Name in Chinese 中文姓名/名稱	Family name or company name 姓氏或公司名稱 <input type="text"/>	Forename(s) 名字 <input type="text"/>
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Occupation in English 職業 (以英文填寫)	<input type="text"/>	Hong Kong Identity Card No./Passport No./Hong Kong Business Registration Certificate No.***(please delete as appropriate) 香港身份證號碼/護照號碼/香港商業登記證號碼*** (請刪去不適用者)	<input type="text"/>
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Address in English and telephone number (Joint applicants should give the address and the telephone number of the first-named applicant only). Only an address in Hong Kong will be accepted 英文地址及電話號碼(聯名申請人只須填寫名列首位申請人的地址及電話號碼)。只接受香港地址	<input type="text"/>	Tel. No. 電話號碼 <input type="text"/>
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Names of all other joint applicant(s) in English (if any) 所有其他聯名申請人的英文姓名/名稱 (如有)	(1) <input type="text"/>	Hong Kong Identity Card No(s)/Passport No(s)/Hong Kong Business Registration Certificate No(s), of all other joint applicant(s) (please delete as appropriate)**+ 所有其他聯名申請人的香港身份證號碼/護照號碼/香港商業登記證號碼 (請刪去不適用者)***	(1) <input type="text"/>
	(2) <input type="text"/>		(2) <input type="text"/>
	(3) <input type="text"/>		(3) <input type="text"/>

For nominees: Please provide an account number or identification code for each beneficial owner (or in the case of joint beneficial owners, for each beneficial owner) in the box below. If you are a nominee and you do not complete this section, this application will be treated as being made for your benefit. 由代名人遞交：請於以下空格內填寫每名實益擁有人(或如屬聯名實益擁有人，則每名實益擁有人)的賬戶號碼或身份識別編碼。如 閣下為代名人而並無填寫本節，本申請將視作以 閣下的利益作出。

<input type="text"/>
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Tick this box if you apply for 1,000,000 or more Public Offer Shares and wish to collect your refund cheque(s) (if any) in person from the Company's Hong Kong branch share registrar, Tricor Investor Services Limited, 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong on the date of collection of refund cheques which is expected to be on Monday, 8 July 2013. Please see the section overleaf headed "Refund of your money" for details of when, where and how to collect your refund cheque(s) (if any).  
凡申請1,000,000股或以上公開發售股份，並擬於領取退款支票日期(預期為二零一三年七月八日(星期一))，親臨本公司的香港股份過戶登記分處卓佳證券登記有限公司(地址為香港灣仔皇后大道東28號金鐘匯中心26樓)領取 閣下的退款支票(如有)，請在方格內填上「X」號。有關領取退款支票(如有)的時間、地點及手續詳情，請參閱背頁「退還款項」一節。

+ For a CCASS Investor Participant, only a Hong Kong Identity Card number or passport number (if you are an individual) or Hong Kong Business Registration Certificate number (if you are a body corporate) will be accepted for this application (Please see paragraph 2 under the section "How to make your application" overleaf). If you are applying through a designated CCASS Participant (other than a CCASS Investor Participant) and you hold a Hong Kong Identity Card, please provide that number. If you do not hold a Hong Kong Identity Card, please provide your passport number. For bodies corporate, please provide your Hong Kong Business Registration Certificate number. Your Hong Kong Identity Card number or passport number (if you are an individual) or Hong Kong Business Registration Certificate number (if you are a body corporate) will be used for checking the validity of your Application Form and such data will be transferred to a third party for the accomplishment of such purpose. All joint applicants must give (if they are individuals) their Hong Kong Identity Card numbers or, where appropriate, passport numbers, or (if they are bodies corporate) their Hong Kong Business Registration Certificate numbers.

就中央結算系統投資者戶口持有人而言，本申請僅接納香港身份證號碼或護照號碼(倘 閣下屬個別人士)或香港商業登記證號碼(倘 閣下為法人團體)(請參閱背頁「申請手續」一節第2段)。如 閣下透過指定中央結算系統參與者(中央結算系統投資者戶口持有人除外)申請，而 閣下持有香港身份證，請填寫香港身份證號碼。如 閣下未持有香港身份證，請填寫護照號碼。如屬法人團體，請填寫香港商業登記證號碼。閣下的香港身份證號碼或護照號碼(如 閣下屬個別人士)或香港商業登記證號碼(如 閣下屬法人團體)，將用作核實 閣下的申請表格之有效性，且有關資料將轉交第三方作上述用途。所有聯名申請人須提供(如彼等屬個別人士)其香港身份證號碼或(如適用)護照號碼，或(如彼等屬法人團體)其香港商業登記證號碼。

\*\* 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 purpose. Your banker may require verifications 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.

閣下所填的香港身份證號碼或護照號碼的一部分，或(如屬聯名申請人)排名首位的申請人的香港身份證號碼或護照號碼的一部分或會印列於 閣下的退款支票(如有)上。有關資料亦會轉交第三方作退款的用途。兌現 閣下的退款支票前， 閣下的銀行或會要求核實 閣下的香港身份證號碼或護照號碼。未有準確填妥 閣下的香港身份證號碼或護照號碼，可能會導致 閣下的退款支票出現延誤或失效。

• This Application Form should be completed in English (except Chinese name) unless otherwise stated, otherwise the application is liable to be rejected.  
除另有說明外，請以英文正楷填寫本申請表格(中文姓名除外)，否則申請會被拒絕受理。

**DETAILS FOR CCASS PARTICIPANT**  
中央結算系統參與者資料

**THIS BOX MUST BE DULY COMPLETED**  
此空格必須妥為填寫

Participant I.D. of the designated CCASS Participant or CCASS Investor Participant  
指定中央結算系統參與者或中央結算系統投資者戶口持有人的編號

For designated CCASS Participant or corporate CCASS Investor Participant, please also affix the company chop (bearing its company name).  
指定中央結算系統參與者或中央結算系統公司投資者戶口持有人請加蓋附有公司名稱的公司印章。

(see paragraph 2 under section "How to make your application" overleaf)  
(請參閱背頁「申請手續」一節第2段)

For Bank use 此欄供銀行填寫

**ADDRESS LABEL 地址標貼**

Please fill in your name(s) and address in Hong Kong as set out above in BLOCK letters in English  
請以英文正楷填寫上表所示姓名/名稱及香港地址

Name(s) 姓名/名稱	<input type="text"/>
Address 地址	<input type="text"/>
<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>



**Please use this Application Form if you want the allocated Public Offer Shares to be issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to your CCASS Investor Participant stock account or your designated CCASS Participant's stock account maintained in CCASS**

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

If your application has been accepted, it cannot be revoked. For this purpose, acceptance of applications which are not rejected will be constituted by notification in the press announcement of the results of 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.

2. **At the discretion of the Company, the Joint Global Coordinators, the Joint Bookrunners, the Joint Lead Managers, the Sole Sponsor, their respective agents or nominees, your application is rejected:**  
The Company, the Joint Global Coordinators, the Joint Bookrunners, the Joint Lead Managers, the Sole Sponsor, or their respective agents or nominees have full discretion to reject or accept any application, or to accept only part of any application.

3. **The Company, the Joint Global Coordinators, the Joint Bookrunners, the Joint Lead Managers, the Sole Sponsor, or their respective agents or nominees do not have to give any reason for any rejection or acceptance.**

4. **If your application is rejected:**

- your application may be rejected if:
  - it is a multiple application or a suspected multiple application;
  - your Application Form is not completed correctly or fully in accordance with the instructions as stated in the Prospectus or the Application Form (if you apply by Application Form);
  - your payment is not made correctly;
  - you pay by cheque or banker's cashier order and the cheque or banker's cashier order is dishonoured on its first presentation;
  - you apply for more than 50% of the Public Offer Shares initially available for subscription under the Public Offer;
  - you or the person for whose benefit you are applying have applied for or taken up or indicated an interest for or have received or have been or will be placed or allocated (including conditionally and/or provisionally) the International Placing Shares in the International Placing or the Company, the Joint Global Coordinators, the Joint Bookrunners and/or the Sole Sponsor believe that accepting your application would violate the applicable securities or other laws, rules or regulations.

*Note:* If any of these situations happens, the application will be rejected by the receiving bank and the attached cheque(s) will not be presented for clearance.

By filing in this Application Form, you agree not to apply for International Placing Shares under the International Placing. Reasonable steps will be taken to identify and reject applications under the Public Offer from investors who have received International Placing Shares in the International Placing and to identify and reject indications of interest in the International Placing from investors who have received Public Offer Shares in the Public Offer.

5. **If your application is not accepted:**

- your application may not be accepted if:
    - the Public Offer Underwriting Agreement and/or the International Placing Underwriting Agreement do/does not become unconditional in accordance with their/its respective terms;
    - the Public Offer Underwriting Agreement and/or the International Placing Underwriting Agreement are/its terminated in accordance with their/its respective terms;
    - the Joint Global Coordinators (on behalf of the Public Offer Underwriters) and the Company are unable to reach an agreement on the final Offer Price by the Price Determination Date.
6. **If the allotment of Public Offer Shares is void:**  
Your allotment of Public Offer Shares, if made, will be void if the Listing Committee does not grant permission to list and deal in the 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 the Company of that longer period within three weeks of the closing date of the application lists.

**Refund of your money**

If you do not receive any Public Offer Shares for any of, but not limited to, the above reasons, the Company will refund your application monies (together with brokerage fee, SFC transaction levy and Stock Exchange trading fee) to you without interest. If your application is accepted only in part, the Company will refund the appropriate portion of your application monies, together with the relevant brokerage fee, SFC transaction levy and Stock Exchange trading fee to you, without interest. If the Offer Price is fixed at a price less than the maximum Offer Price (excluding brokerage fee of 1%, SFC transaction levy of 0.003% and the Stock Exchange trading fee of 0.005%) paid by you, the surplus application monies (including brokerage fee, SFC transaction levy and Stock Exchange trading fee attributable to such surplus) will be refunded to you, without interest. All such interest accrued prior to the date of despatch of refund cheques will be retained for the benefit of the Company. In a contingency situation involving a substantial over-subscription, at the discretion of the Company and the Joint Global Coordinators, the Company may request for applications for certain small denominations of Public Offer Shares (apart from successful applications) may not be cleared.

All refunds (save for the circumstances described under note in paragraph 3 under the section headed "Circumstances in which you will not be allocated Public Offer Shares") will be made by a cheque crossed "Account Payee Only", and made out to you, or, if you are joint applicants, to the first-named applicant on your Application Form. If your application has been rejected and the cheque(s) has not been presented for clearance, the cheque(s) will be returned to the address on your Application Form by ordinary post at your own risk. 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 purpose. 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.

It is expected that the refund cheque will be sent out to the address on your Application Form on Monday, 8 July 2013, by ordinary post and at your own risk.

**How to make your application**

1. Use the table set out below to determine how many Public Offer Shares you want to subscribe, and how much you must pay. Your application must be for a minimum of 2,000 Public Offer Shares. Applications must be in one of the numbers stipulated in the table below. No application for any number of Shares other than those stipulated in the table and any such application is liable to be rejected. You must pay the maximum Offer Price of HK\$1.50 per Offer Share, plus brokerage fee of 1%, the SFC transaction levy of 0.003% and the Stock Exchange trading fee of 0.005%. The table also sets out the total amount payable for such multiples of the Public Offer Shares.

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

**If you are applying through a designated CCASS Participant (other than a CCASS Investor Participant):**

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

**If you are applying as an individual CCASS Investor Participant:**

- this Application Form must contain your full name and Hong Kong Identity Card number; and
- your CCASS participant ID must be inserted in the appropriate box.

**If you are applying as a joint individual CCASS Investor Participant:**

- this Application Form must contain all joint investor participants' names and Hong Kong Identity Card numbers; and
- your CCASS participant ID must be inserted in the appropriate box.

**If you are applying as a corporate CCASS Investor Participant:**

- this Application Form must contain the CCASS Investor Participant's company name and Hong Kong Business Registration number; and
- your CCASS participant ID and your company chop (bearing your company name) must be inserted in the appropriate box.

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

3. Each application must be accompanied by either one cheque or one banker's cashier order.

4. Staple your payment to this Application Form. You must pay for the Public Offer Shares applied for by a cheque or by a banker's cashier order.

Each application must be accompanied by either a separate cheque or banker's cashier order.

- **If you pay by cheque, the cheque must:**
  - be in Hong Kong dollars;
  - be drawn on your Hong Kong dollar bank account in Hong Kong;
  - show your account name. This name must either be pre-printed on the cheque, or be endorsed at the back by a person authorised by the bank. This account name must correspond with your name on your Application Form. If it is a joint application, the account name must be the same as the name of the first-named applicant; not be post-dated;
  - be made payable to "Wing Lung Bank (Nominees) Limited – Sinosoft Public Offer"; and
  - be crossed "Account Payee Only".

**Your application is liable to be rejected if your cheque:**

- does not meet all these requirements; or
- is dishonoured on its first presentation.

- **If you pay by banker's cashier order, the cashier order must:**
    - be in Hong Kong dollars;
    - be issued by a licensed bank in Hong Kong, and have your name certified at the back of the order by a person authorised by the bank. The name on the back of the order and the name on this Application Form must be the same. If it is a joint application, the name at the back of the order must be the same as the name of the first-named applicant;
    - not be post-dated;
    - be made payable to "Wing Lung Bank (Nominees) Limited – Sinosoft Public Offer"; and
    - be crossed "Account Payee Only".
- Your application is liable to be rejected if your banker's cashier order does not meet all these requirements.

If you have applied for 1,000,000 Public Offer Shares or more and have marked on your application form that you will collect your refund cheque(s) (if any) in person, you may collect it/them from:

**Tricor Investor Services Limited**  
26th Floor, Tesbury Centre  
28 Queen's Road East  
Wanchai  
Hong Kong

between 9:00 a.m. and 1:00 p.m. on Monday, 8 July 2013 or such other date as may be notified by the Company in the newspapers as the date of despatch of share certificates/Auto Refund payment instructions/ refund cheques. The date of despatch is expected to be on Monday, 8 July 2013.

Applicants being individuals who opt for collection in person cannot authorise any other person to make collection on their behalf. Applicants being corporations who opt for collection in person must attend by their authorised representatives bearing letters of authorisation from their corporations stamped with the relevant company chops (bearing the relevant company name). Both individual and authorised representatives of corporations (where applicable) must produce at the time of collection evidence of identity acceptable to Tricor Investor Services Limited. If you do not collect your refund cheque(s) in person within the time specified for collection as mentioned above, it/they will be sent to the address stated on your application form by ordinary post and at your own risk.

If you have applied for less than 1,000,000 Public Offer Shares or if you have applied for 1,000,000 Public Offer Share or more but you have not marked on your application form that you will collect your refund cheque(s) (if any) in person, refund cheque(s) (if any) will be sent to the address on your application form on Monday, 8 July 2013, by ordinary post and at your own risk.

It is intended that special efforts to avoid delay in refunding application monies (where applicable).

**PERSONAL DATA**  
**Personal Information Collection Statement**

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 Shares, as the data subjects of the policies and practices of the Company and the registrars in relation to personal data and the Ordinance.

**Reasons for the collection of your personal data**

1. 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/or the registrars when applying for securities or transferring securities into or out of their names or in procuring the services of the registrars. Failure to supply the requested data may result in your application for securities being rejected or in delay or inability of the Company and/or the registrars to effect transfers or otherwise render their services. It may also prevent or delay registration or transfer of the Public Offer Shares which you have successfully applied for and/or the despatch of share certificates, and/or refund cheques, to which you are entitled. It is important that holders of securities inform the Company and the registrars immediately of any inaccuracies in the personal data supplied.

2. **Purposes**  
The personal data of the applicants and holders of securities may be used, held and/or stored (by whatever means) for the following purposes: processing of your application and refund cheques where applicable, and verification of compliance with the terms and application procedures set out in this Application Form and the Prospectus and announcing results of allocations of the Public Offer Shares;

- enabling compliance with all applicable laws and regulations in Hong Kong and elsewhere;
- registering new issues or transfers into or out of the names 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 its subsidiaries;
- compiling statistical information and shareholder profiles;
- making disclosures as required by laws, rules or regulations;
- disclosing relevant information to facilitate claims on entitlements; and
- any other incidental or associated purposes relating to the above and/or to enable the Company and the registrars to discharge their obligations to holders of securities and/or regulators and any other purpose to which the holders of securities may from time to time agree.

3. **Transfer of personal data**

Personal data held by the Company and the registrars relating to the applicants and the holders of securities will be kept confidential but the Company and the registrars may, 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, they may disclose, obtain, transfer (whether within or outside Hong Kong) the personal data of the holders of securities to, from or with any one or all of the following persons and entities:

- the Company or its respective appointed agents such as financial advisers, receiving bankers and overseas principal registrars;
- where agents for securities request deposit into CCASS, to HKSCC and HKSCC Nominees, who will use the personal data for the purposes of operating CCASS;
- any agents, contractors or third-party service providers who offer administrative, telecommunication, computer, payment or other services to the Company and the registrars in connection with the operation of their respective businesses;
- the Stock Exchange, the Securities and Futures Commission, any other statutory, regulatory or governmental bodies; and
- any other persons or institutions with which the holders of securities have or propose to have dealings, such as their bankers, solicitors, accountants or stockbrokers, etc.

4. **Access and correction of personal data**  
The Ordinance provides the holders of securities with rights to ascertain whether the Company or the registrars 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 the registrars have the right to charge a reasonable fee for the processing of any data access request. All requests for access to data or correction of data or for information regarding policies and practices and the kind of data held, should be addressed to the Company for the attention of the Company Secretary or (as the case may be) the Hong Kong branch share registrar for the attention of the privacy compliance officer for the purposes of the Ordinance.

By signing this Application Form or by giving electronic application instructions to HKSCC or to the HK eIPO White Form Service Provider, you agree to all of the above.

5. Tear off the Application Form, fold it once and lodge it in one of the special collection boxes at any one of the following branches of:

(a) Wing Lung Bank Limited		Branch	Address
Hong Kong Island	Head Office		45 Des Voeux Road Central
	Johnston Road Branch		118 Johnston Road
	Kennedy Town Branch		28 Catchick Street
	Aberdeen Branch		201 Aberdeen Main Road
Kowloon	Mongkok Branch		B/F Wing Lung Bank Centre, 636 Nathan Road
	Tsim Sha Tsui Branch		4 Carnarvon Road
	Lam Tin Seaway Plaza Branch		Shop 59, 3/F Seaway Plaza, 8 Seaway Road, Lam Tin
New Territories	Sha Tin Wan Branch		64 To Kwa Wan Road
	Sha Tin Plaza Branch		21 Sha Tin Centre Street
	Tsuen Wan Branch		251 Sha Tsui Road
(b) Bank of Communications Co., Ltd. Hong Kong Branch		Branch	Address
Hong Kong Island	Hong Kong Branch		20 Pedder Street, Central
	Quarry Bay Sub-Branch		G/F, 981 C, King's Road, Quarry Bay
	Chaivan Sub-Branch		G/F, 121-121A Wan Tsui Road, Chaivan
	North Point Sub-Branch		442-444 King's Road, North Point
	Wanchai Sub-Branch		G/F, 32-34 Johnston Road
Kowloon	Mongkok Sub-Branch		Shops A & B, G/F, Hua Chiao Commercial Centre, 678 Nathan Road
	Chung Sha Wan Branch		Unit G04, Cheung Sha Wan Plaza, 833 Cheung Sha Wan Road
	Tsimshatsui Sub-Branch		Shop I-3, G/F, 22-28 Mody Road, Tsimshatsui
New Territories	Sha Tin Sub-Branch		Shop No.193, Level 3, Lucky Plaza, Sha Tin
	Sha Tsui Road Sub-Branch		122-124 Sha Tsui Road, Tsuen Wan

6. Your Application Form can be lodged at these times:

	Thursday, 27 June 2013	9:00 a.m. to 5:00 p.m.
	Friday, 28 June 2013	9:00 a.m. to 5:00 p.m.
	Saturday, 29 June 2013	9:00 a.m. to 1:00 p.m.
	Tuesday, 2 July 2013	9:00 a.m. to 5:00 p.m.
	Wednesday, 3 July 2013	9:00 a.m. to 12:00 noon

7. The application lists of the Public Offer will be opened between 11:45 a.m. and 12:00 noon on Wednesday, 3 July 2013, subject only to the weather conditions. The application lists will not be 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 Wednesday, 3 July 2013 or if there are similar extraneous factors as are acceptable to the Stock Exchange. Instead they will be open between 11:45 a.m. and 12:00 noon on the next business day which does not fall within the above circumstances at any time between 9:00 a.m. and 12:00 noon in Hong Kong. **Business days** means any day (other than a Saturday, Sunday or public holiday) on which licensed banks in Hong Kong are generally open for business.

8. The right is reserved to present all or any remittances for payment. However, your cheque or banker's cashier order will not be presented for payment before the closing of the application lists. The Company will not give you a receipt for your payment. The Company will keep any interest accrued on your application monies (until, in the case of monies to be refunded, the date of despatch of refund cheque). The right is also reserved to retain any share certificates and/or any surplus monies or refunds pending clearance of your cheque or banker's cashier order.

**NUMBER OF PUBLIC OFFER SHARES THAT MAY BE APPLIED FOR AND PAYMENTS**

Number of Public Offer Shares applied for	Amount payable on application HK\$	Number of Public Offer Shares applied for	Amount payable on application HK\$	Number of Public Offer Shares applied for	Amount payable on application HK\$
2,000	3,030.24	300,000	454,536.00	5,000,000	7,575,600.00
4,000	6,060.48	400,000	606,048.00	6,000,000	9,090,720.00
6,000	9,090.72	500,000	757,560.00	7,000,000	10,605,840.00
8,000	12,120.96	600,000	909,072.00	8,000,000	12,120,960.00
10,000	15,151.20	700,000	1,060,584.00	9,000,000	13,636,080.00
20,000	30,302.40	800,000	1,212,096.00	10,000,000	15,151,200.00
30,000	45,453.60	900,000	1,363,608.00	11,000,000	16,666,320.00
40,000	60,604.80	1,000,000	1,515,120.00	12,000,000	18,181,440.00
50,000	75,756.00	1,500,000	2,272,680.00	13,000,000	19,696,560.00
60,000	90,907.20	2,000,000	3,030,240.00	14,000,000	21,211,680.00
70,000	106,058.40	2,500,000	3,787,800.00	15,000,000	22,726,800.00
80,000	121,209.60	3,000,000	4,545,360.00		
90,000	136,360.80	3,500,000	5,302,920.00		
100,000	151,512.00	4,000,000	6,060,480.00		
200,000	303,024.00	4,500,000	6,818,040.00		

Maximum number of Public Offer Shares you may apply for.

閣下如欲以香港結算代理人名義登記獲分配的公開發售股份，並直接存入中央結算系統，以記存於閣下於中央結算系統設立的中央結算系統投資者戶口持有人股份賬戶或閣下指定的中央結算系統參與者股份賬戶，請使用本申請表格



SINOSOFT TECHNOLOGY

# SINOSOFT TECHNOLOGY GROUP LIMITED

## 中國擎天軟件科技集團有限公司

(於開曼群島註冊成立的有限公司)

### 全球發售

#### 申請條款及條件

除另有註明外，下列條款及條件所用詞彙與招股章程所賦予的涵義相同。

##### 甲. 申請人資格

- 閣下(申請人)及閣下為其利益作出申請的任何人士必須年滿18歲，並必須擁有香港地址。如閣下屬商號，則須以個別人士的名義而非以組織的名義申請。
- 閣下屬法人團體，申請表格須蓋上印有公司名稱的公司印鑑及由獲正式授權的高級職員簽署，並註明其職銜。
- 閣下屬個人，申請表格須蓋上印有公司名稱的公司印鑑及由獲正式授權的高級職員簽署，並註明其職銜。
- 除上市規則容許的情況外，閣下或閣下為其利益作出申請的任何人士如屬下列人士，不得申請任何公開發售股份：
  - 本公司或本集團任何成員公司現有的董事或高級職員；
  - 本公司或本集團任何成員公司的行政總裁或董事；
  - 上述任何人士的聯繫人(定義見上市規則)；
  - 本公司或本集團任何成員公司的關連人士(定義見上市規則)或於緊隨全球發售完成後將成為關連人士(定義見上市規則)的人士；
  - 根據法律或自然入(合資格國內機構投資者除外)；
  - 根據國際配售已獲分配或已申請國際配售股份(上市規則所許可的情況除外)；
  - 身處美國境內或屬美籍人士(定義見美國證券法規則)；或
  - 並無香港地址。
- 如閣下或閣下為其利益作出申請的任何人士身處美國境內或屬美籍人士(定義見美國證券法規則)，閣下不得申請任何公開發售股份。

##### 乙. 倘閣下為代理人

- 倘閣下為代理人，則可以提交超過一份公開發售股份申請。閣下可以白色或黃色申請表格或透過中央結算系統向香港結算發出電子認購指示(如閣下由中央結算系統參與者)或透過於網上白表服務([www.hkeipo.hk](http://www.hkeipo.hk))下的網上白表服務供應商提出網上申請作出申請，並以閣下名義代表不負責任地提出超過一份申請。閣下必須在本申請表格上註有「代理人」一欄內填上各實益擁有人(或如屬屬名實益擁有人，則為每名該等實益擁有人)的：
  - 賬戶號碼；或
  - 其他身份識別號碼。如閣下未有提交資料，申請將被視為以閣下本身的利益提出。

##### 丙. 僅可為閣下本身(或閣下)及閣下任何聯名申請人

- 僅可為閣下本身(或閣下)及閣下任何聯名申請人(不論閣下是否聯名申請人)的聯名申請，閣下不得向本公司、聯席全球協調人、聯席牽頭經辦人、獨家保薦人及公開發售包銷商提出申請，並代表該名人士(或多名於一名，則後者等全體)授權提交申請，並代表該名人士(或多名於一名，則後者等全體)同意申請表格的條款。閣下進一步向本公司、聯席全球協調人、聯席牽頭經辦人、獨家保薦人及公開發售包銷商承諾，倘其就下文「個人資料」一節所載任何目的而可能提出要求時，閣下將提供該名人士/每名有關人士的資料。
- 倘閣下提交超過一份為閣下或閣下為其利益作出申請的申請，閣下所有申請(包括以香港結算代理人以電子認購指示提出申請的部分)將會被視為重複申請而遭拒絕受理；
- 以白色或黃色申請表格或透過中央結算系統向香港結算發出電子認購指示或透過於網上白表服務([www.hkeipo.hk](http://www.hkeipo.hk))下的網上白表服務供應商提出網上申請，作出超過一份申請(不論是個人或聯名申請)；
  - 以一份白色申請表格及一份黃色申請表格或一份白色或黃色申請表格及透過中央結算系統向香港結算發出電子認購指示或透過於網上白表服務([www.hkeipo.hk](http://www.hkeipo.hk))下的網上白表服務供應商提出網上申請(不論是個人或聯名申請)；
  - (不論是個人或聯名申請)以一份白色或黃色申請表格；或透過中央結算系統向香港結算發出電子認購指示或透過於網上白表服務([www.hkeipo.hk](http://www.hkeipo.hk))下的網上白表服務供應商提出網上申請，申請超過公開發售項下初步可供認購的公開發售股份數目的50%以上；或
  - 已根據國際配售申請或獲分配股份(不論是有條件及/或暫定)國際配售股份，或以任何其他方式參與國際配售或表示有意認購任何國際配售股份。

##### 倘閣下提交超過一份為閣下或閣下為其利益作出申請的申請

- 倘閣下提交超過一份為閣下或閣下為其利益作出申請的申請，閣下所有申請均將視作重複申請而遭拒絕受理。
- 如非上市公司提出申請，而：
  - 該公司的主要業務為證券買賣；及
  - 閣下對該公司可行政決定權。則該項申請將被視為以閣下利益提出。
- 本公司亦可能將其股本證券並無在聯交所上市的公司，有關公司的法定控制權：
  - 控制該公司董事會的組成；或
  - 控制該公司一半以上表決權；或
  - 持有該公司一半以上已發行股本(不計及無權享有某指定數額以外利潤或股本分派的部分)。

##### 丁. 公開發售股份的分配-甲組及乙組

- 就分配而言，根據公開發售初步呈報可供公眾人士認購的公開發售股份數目(經計及分配公開發售股份國際配售之時的發售股份數目作出的任何調整)將平均分為甲組及乙組。須視乎零碎股份而定，甲組及乙組均按公開發售項下初步可供認購的公開發售股份數目的50%以上，或15,000,000股公開發售股份(或按該項基準分配公開發售股份數目的50%或以上(以不低於應付的總數為準，證監會交易費及聯交所交易費)的公開發售股份申請)。
- 乙組的公開發售股份將由15,000,000股公開發售股份組成，將按公開發售項下初步可供認購的公開發售股份數目的50%以上(不包括應付的證監會交易費及聯交所交易費)的公開發售股份申請人。閣下必須注意，甲組與乙組申請的分配比例可能不同。如其中一組(或兩組)的公開發售股份出現認購不足的情況，未獲認購的公開發售股份將轉至另一組，以滿足該組的超額需求，並作出相應分配。閣下不得將獲分配公開發售股份數目同時轉至另一組，倘出現超額認購，根據公開發售項下初步呈報可供認購的公開發售股份數目(甲組及乙組)而定，則根據公開發售項下初步呈報可供認購的公開發售股份數目，須視乎零碎股份而定，甲組及乙組)而定。各組分配基準，須視乎申請人有效申請的公開發售股份數目而定。公開發售股份的分配(如適用)可以抽籤形式進行，即若申請人獲分配的公開發售股份數目可能高於其他按同一數目申請公開發售股份的人士，而未能成功申請的人士則可獲分配公開發售股份。
- 公開發售股份申請人，均須在其提交的申請表格內簽署及確認，彼又復為其利益作出申請的任何人士，並無參與任何認購或認購，或表示有意認購任何國際配售股份，亦未獲分配或獲分配股份(包括有關申請人及/或暫定)國際配售股份，倘上述述及/或認購國際配售股份及/或失實(視乎情況而定)，有關申請人的申請可被拒絕受理。
- 倘閣下提交超過一份為閣下或閣下為其利益作出申請的申請，閣下所有申請均將視作重複申請而遭拒絕受理；
- 以白色或黃色申請表格或透過中央結算系統向香港結算發出電子認購指示(如閣下由中央結算系統參與者)或透過於網上白表服務([www.hkeipo.hk](http://www.hkeipo.hk))下的網上白表服務供應商提出網上申請，申請公開發售初步可供認購的公開發售股份數目的50%以上，概不受理。

##### 戊. 補充資料

發出任何有關招股章程的補充資料，已遞交申請表格的申請人可能會亦可能不獲(視乎補充資料所載資料而定)獲通知其可撤回申請。倘申請人未獲通知，或倘申請人獲通知後並無根據通知手續撤回其申請，則所有已遞交的申請將仍屬有效及可獲接納。上述及下文所述，申請一經作出即不得撤回。申請人將被視為已根據招股章程的招股章程提出申請。

##### 己. 填妥及遞交申請表格的效用

- 本申請表格一經填妥及遞交，即表示閣下(如屬聯名申請人，即閣下與聯名申請人共同及個別)為本身或作為代理人或代理人及閣下為其利益作出申請的人士須被視為：
  - 指示及授權本公司、聯席全球協調人、聯席牽頭經辦人、獨家保薦人及/或公開發售包銷商(或其各自的代理或代理人)按組織章程細則規定代表、獨家委任任何董事、或受委託或受其委任以及代表、閣下代辦一切必需手續，致使以香港結算代理人名義登記任何股份；閣下的任何公開發售股份，以及致使招股章程及本申請表格所述各項安排生效；
  - 承諾簽署所有文件及辦理所有必需手續，以便按照組織章程細則的規定，登記閣下或香港結算代理人(視乎情況而定)成為分配人；閣下或香港結算代理人的姓名將被記錄在閣下或香港結算代理人名義發行獲分配的公開發售股份的資料，並直接存入中央結算系統，以記存於閣下的中央結算系統投資者戶口持有人股份賬戶內；
  - 同意香港結算及香港結算代理人對以下事項保留權利：(1)拒絕接納以香港結算代理人名義發行任何股份；閣下的任何或部份該項公開發售股份，或拒絕接納該等獲分配的公開發售股份存入中央結算系統；(2)從該等獲分配的公開發售股份由中央結算系統提取申請人；閣下名下，風險及費用概由閣下自行承擔(倘閣下為聯名申請人，則排名的首位的申請人)；及(3)促使以閣下或(倘閣下為聯名申請人，則排名的首位的申請人)的名義發行該等獲分配的公開發售股份，在此情況下，該等獲分配的公開發售股份的股票將以普通郵遞方式按閣下申請表格所示地址寄發，郵誤風險概由閣下自行承擔，或可閣下自行領取；
  - 同意香港結算及香港結算代理人均可調整以香港結算代理人名義發行獲分配的公開發售股份數目；
  - 同意香港結算及香港結算代理人均毋須對非載於招股章程及申請表格的資料及陳述承擔任何責任；
  - 同意香港結算及香港結算代理人均毋須以任何方式對閣下承擔任何責任；
  - 確認閣下已獲提供招股章程，並已提出申請時，根據招股章程的資料及陳述，且並無依賴招股章程內文件所載者以外的任何其他資料及陳述；
  - 同意本公司、董事、聯席全球協調人、聯席牽頭經辦人、獨家保薦人、公開發售包銷商、參與全球發售的任何其他各方及/或任何彼等各自的董事、高級職員、僱員、合夥人、代理或顧問應負的責任，只限於招股章程及其補充資料所載資料及陳述；

- 同意(在不影響閣下可能擁有的其他權利下)閣下的申請一經接納，不得因無意作出的失實申述將其撤銷，惟按照招股章程的規定撤銷者除外)；
- 閣下將以閣下或閣下為其利益作出申請的人士(或閣下或閣下為其利益作出申請的人士)的姓名及地址發出電子認購指示(如閣下由中央結算系統參與者)或透過於網上白表服務([www.hkeipo.hk](http://www.hkeipo.hk))下的網上白表服務供應商提出網上申請作出申請的唯一申請；
- (如本申請由代理人提出)保證閣下有效及不可撤回地授權閣下代理一切所需權力及授權以提出此項申請；
- (如閣下為他人的代理或代理人)保證已向該名其他人士作出合理查詢，確定是項申請乃為該名其他人士的利益，以白色或黃色申請表格或透過中央結算系統向香港結算發出電子認購指示(如閣下由中央結算系統參與者)或透過於網上白表服務([www.hkeipo.hk](http://www.hkeipo.hk))下的網上白表服務供應商提出網上申請而將會作出的申請；
- 閣下已獲正式授權以該名其他人士代理或代理人的身份簽署本申請表格(如適用)或發出電子認購指示以提出申請；
- 承認及確認閣下(倘為閣下)的利息提出申請，或閣下為其利益提出申請的人士，並無申請、認購、表示有意認購任何國際配售股份或已接受或獲分配或其他方式(包括有條件及/或暫定)任何國際配售股份及將不會申請、認購或表示有意認購任何國際配售股份或以其他方式參與國際配售；
- 保證閣下的申請或申請真實準確；
- 同意閣下的申請或申請的填納及因此而訂立的合約，須受香港法例規管及按香港法律解釋；
- 同意本公司及其關聯方(包括其附屬公司、收款銀行、聯席全球協調人、聯席牽頭經辦人、聯席全球保薦人、公開發售包銷商)或其各自自願或代理的要求，向彼等披露有關閣下或閣下為其利益提出申請的人士的個人資料及任何其他資料；
- 向本公司及其股東表示同意，閣下向本公司向其各股東表示同意，閣下符合公司條例、開曼群島公司法及組織章程大綱及組織章程細則；
- 向本公司及各股東表示同意，本公司股份可由持人自由轉讓；
- 承諾及同意接納閣下所申請公開發售股份或提供此項申請獲分配的任較少數目股份；
- 授權本公司香港結算代理人(或其代理人)代表本公司向股東名冊中，作為配發人；閣下的任何公開發售股份的持有人，並直接由本公司及/或其代理將有關認購款項(如適用)以普通郵遞方式按本申請表格上所示地址寄予閣下(如閣下屬個人申請)或申請表格上所述的申請人，郵誤風險由閣下承擔，惟閣下申請1,000,000股或以上公開發售股份時，閣下申請表格上所述的申請人，閣下應將閣下的退款支票(如適用)則除外，在此情況下，閣下於二零一三年七月八日(星期一)上午九時正至下午一時正親臨本公司的香港股份登記處卓亞證券有限公司(地址為香港灣仔皇后大道東28號金鐘匯中心26樓)領取閣下的退款支票(如適用)；
- 明白本公司、聯席全球協調人、聯席牽頭經辦人、獨家保薦人及/或公開發售包銷商將決定是否接納閣下的申請分配任何公開發售股份時，依賴此等聲明及陳述，而閣下如作出虛假聲明，可能會受檢控；
- 授權本公司代表閣下與閣下各董事及本公司高級職員訂立合約，據此，該等董事及高級職員各自承諾遵守及符合組織章程大綱及組織章程細則所訂明發售股份應有的條件及限制；
- 聲明、保證及承諾閣下(倘為閣下)閣下為其利益提出申請的人士(或閣下或閣下為其利益提出申請的人士)聯席全球協調人、聯席牽頭經辦人、獨家保薦人及/或公開發售包銷商須遵守香港境外任何地區的任何法律或法規的任何規定(不論其法律效力如何)；
- 聲明、保證及承諾閣下及閣下為其利益提出申請的其他人士(如有)並非美籍人士(定義見美國證券法規則)；
- 聲明、保證及承諾閣下明白公開發售股份申請表格內所載資料及/或閣下在填寫申請表格時有虛假或失實資料(定義見美國證券法規則)並非美籍人士(定義見美國證券法規則)或為美國證券法規則900條(b)(3)段所述人士；
- 確認閣下已閱讀招股章程、本申請表格及網上白表網站([www.hkeipo.hk](http://www.hkeipo.hk))所載條款及條件與申請手續，並同意受其約束。且閣下悉招股章程所載有關公開發售股份的條件及限制；
- 倘香港境外任何地區的法律適用於閣下的申請，則閣下同意及保證閣下已遵守一切該等法律，而本公司、聯席全球協調人、聯席牽頭經辦人、獨家保薦人、公開發售包銷商及/或參與全球發售的其他各方及其各自的董事、僱員、合夥人、代理或顧問均無權依賴閣下在本申請作出的任何保證、陳述或聲明，如閣下或閣下為其利益提出申請，聯席申請人明確作出、發出、承擔或受的所有保證、陳述、聲明及責任，將被視為由本公司共同及個別作出、發出、承擔及/或受。閣下如於此項申請時作出虛假聲明，可能會受檢控。

##### 戊. 接獲通知

倘閣下獲得有效接獲通知正式授權的人士提出，本公司、聯席全球協調人(作為本公司的代理及代表公開發售包銷商)及獨家保薦人可在符合其認為適當的條件(包括提供閣下代表已獲接獲的證明)的情況下，酌情接納有關申請。本公司、聯席全球協調人(作為本公司的代理及代表公開發售包銷商)及獨家保薦人可拒絕接納全部或部分申請，而毋須申述任何理由。

##### 己. 釐定發售價格

預期最終發售價格將由本公司、各股東及聯席全球協調人(代表包銷商)於定價日透過協議釐定。定價日期為二零一三年七月三日(星期三)或前後，惟無論如何不遲於二零一三年七月八日(星期一)或在南華早報(以英文)、香港經濟日報(以中文)、本公司網站[www.sinosoft-technology.com](http://www.sinosoft-technology.com)及聯交所網站[www.hkexnews.hk](http://www.hkexnews.hk)公佈最終發售價格。公開發售的申請或於二零一三年七月三十一日(星期一)上午九時正至下午六時正期間，致電3691 8488查詢其申請是否成功及獲分配的公開發售股份數目(如有)。

致電本公司的公開發售電話查詢熱線查詢公開發售股份配額。申請人可於二零一三年七月八日(星期一)至二零一三年七月十一日(星期四)上午九時正至下午六時正期間，致電3691 8488查詢其申請是否成功及獲分配的公開發售股份數目(如有)。

於二零一三年七月八日(星期一)上午八時正至二零一三年七月十二日(星期五)午夜十二時正期間，每日二十四小時瀏覽佳佳證券登記有限公司網站[www.tricor.com.hk/pp/result](http://www.tricor.com.hk/pp/result)查詢公開發售股份配額。用戶須輸入其申請表格提供的香港身份證、護照/香港商業登記證號碼，以查閱發售各名下的分配結果。查詢詳情請向本公司查詢。

本公司將不會發出所有有關的臨時文件，亦不會就申請時支付的申請款項發出收據。

倘發售價低於閣下支付的每股公開發售股份價格，則多收的申請款項(包括1%經紀佣金、0.003%證監會交易費及0.005%無條件交收費)將不計利息退還閣下。

##### 在公開發售股份的分配

- 在申請表格及招股章程所載條款及條件的規限下，公開發售股份將按截止辦理申請登記後分配(有條件或無條件)。在本申請表格及招股章程所載條款及條件的規限下，本公司預期將於二零一三年七月八日(星期一)在南華早報(以英文)、香港經濟日報(以中文)、本公司網站[www.sinosoft-technology.com](http://www.sinosoft-technology.com)及聯交所網站[www.hkexnews.hk](http://www.hkexnews.hk)公佈最終發售價格。公開發售的申請或於二零一三年七月三十一日(星期一)上午九時正至下午六時正期間，致電3691 8488查詢其申請是否成功及獲分配的公開發售股份數目(如有)。
- 致電本公司的公開發售電話查詢熱線查詢公開發售股份配額。申請人可於二零一三年七月八日(星期一)至二零一三年七月十一日(星期四)上午九時正至下午六時正期間，致電3691 8488查詢其申請是否成功及獲分配的公開發售股份數目(如有)。
- 於二零一三年七月八日(星期一)上午八時正至二零一三年七月十二日(星期五)午夜十二時正期間，每日二十四小時瀏覽佳佳證券登記有限公司網站[www.tricor.com.hk/pp/result](http://www.tricor.com.hk/pp/result)查詢公開發售股份配額。用戶須輸入其申請表格提供的香港身份證、護照/香港商業登記證號碼，以查閱發售各名下的分配結果。查詢詳情請向本公司查詢。
- 本公司將不會發出所有有關的臨時文件，亦不會就申請時支付的申請款項發出收據。
- 倘發售價低於閣下支付的每股公開發售股份價格，則多收的申請款項(包括1%經紀佣金、0.003%證監會交易費及0.005%無條件交收費)將不計利息退還閣下。

##### 倘閣下成功申請公開發售股份(全部或部分)

- 股票將由香港結算代理人名義發行，並於二零一三年七月八日(星期一)或倘有突發事故，則由香港結算代理人代為指定的任何其他日期，存入中央結算系統，以根據閣下在本申請表格的指示，記存於閣下的中央結算系統投資者戶口持有人股份賬戶內。閣下不得申請將公開發售股份存入閣下自己的股份賬戶內。
- 如閣下指定中央結算系統參與者(中央結算系統投資者戶口持有人除外)作出申請：
  - 公開發售股份將記存於閣下指定的中央結算系統參與者(中央結算系統投資者戶口持有人除外)的股份賬戶內。
  - 閣下可向閣下指定的中央結算系統參與者查詢閣下獲分配的公開發售股份數目。
- 如以中央結算系統投資者戶口持有人身份作出申請：
  - 本公司預期於二零一三年七月八日(星期一)透過招股章程(如申請公開發售股份分配結果)一節所述方式公佈中央結算系統投資者戶口持有人的申請結果及公開發售股份分配結果。閣下請查閱本公佈的資料，如有任何查詢，請於二零一三年七月八日(星期一)或向香港結算或香港結算代理人指定的任何其他日期(上午五時正至中午十二時正)查詢。閣下應將閣下或閣下為其利益提出申請的人士(或閣下或閣下為其利益提出申請的人士)的姓名及地址寄予閣下(如閣下屬個人申請)或申請表格上所述的申請人，郵誤風險由閣下承擔，惟閣下申請1,000,000股或以上公開發售股份時，閣下申請表格上所述的申請人，閣下應將閣下的退款支票(如適用)則除外，在此情況下，閣下於二零一三年七月八日(星期一)上午九時正至下午一時正親臨本公司的香港股份登記處卓亞證券有限公司(地址為香港灣仔皇后大道東28號金鐘匯中心26樓)領取閣下的退款支票(如適用)；
  - 本公司將不會發出所有有關的臨時文件，亦不會就申請時支付的申請款項發出收據。
  - 倘發售價低於閣下支付的每股公開發售股份價格，則多收的申請款項(包括1%經紀佣金、0.003%證監會交易費及0.005%無條件交收費)將不計利息退還閣下。

##### 閣下不獲分配公開發售股份的情況

- 閣下可能基於以下原因不獲分配公開發售股份：
  - 閣下的申請遭拒絕：
    - 申請表格一經填妥及遞交或向香港結算或向指定網上白表服務供應商發出電子認購指示，即表明閣下同意不得開始辦理登記時間後第五日(就此而言，不包括星期六、星期日及香港公眾假期)或之前撤回申請，除非閣下公司條例第40條對招股章程負責的人士按照招股章程的規定，向閣下發出通知，否則閣下將被視為與本公司訂立的附屬合約。
    - 於閣下遞交申請表格後，本協議讓具有約束力。作為此附屬合約的代價，本公司同意，除按招股章程所手續外，本公司於開始辦理登記時間後第五日(就此而言，不包括星期六、星期日及香港公眾假期)或之前向任何人士提出任何公開發售股份。

