

TO BE VALID, THE WHOLE OF THIS APPLICATION FORM MUST BE RETURNED
本申請表格必須整份交回方為有效

Application Form No.
申請表格編號

IMPORTANT
重要提示

REFERENCE IS MADE TO THE PROSPECTUS (THE "PROSPECTUS") ISSUED BY EMPEROR CAPITAL GROUP LIMITED DATED FRIDAY, 8 NOVEMBER 2013 IN RELATION TO THE OPEN OFFER. TERMS DEFINED IN THE PROSPECTUS SHALL HAVE THE SAME MEANINGS HEREIN UNLESS THE CONTEXT REQUIRES OTHERWISE.
茲提述英皇證券集團有限公司於二零一三年十一月八日(星期五)就公開發售而印發之發售章程(「發售章程」)。除文義另有所指外，發售章程所界定之詞語與本表格所採用者具相同涵義。

IF YOU ARE IN ANY DOUBT AS TO ANY ASPECT OF THIS APPLICATION FORM OR AS TO THE ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR STOCKBROKER OR OTHER LICENSED SECURITIES DEALER, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER.
閣下如對本申請表格的任何方面或應採取之行動有任何疑問，應諮詢閣下之股票經紀或其他持牌證券商、銀行經理、律師、專業會計師或其他專業顧問。

THIS APPLICATION FORM IS VALUABLE BUT IS NOT TRANSFERABLE AND IS FOR THE USE OF THE QUALIFYING SHAREHOLDER(S) NAMED BELOW ONLY. NO APPLICATION CAN BE MADE AFTER 4:00 P.M. ON FRIDAY, 22 NOVEMBER 2013.
本申請表格具有價值，但不可轉讓，並僅供下列之合資格股東使用。二零一三年十一月二十二日(星期五)下午四時正後不得提出申請。

A copy of this Application Form, together with a copy of the Prospectus, a copy of the Excess Application Form, and other documents specified in the paragraph headed "Documents delivered to the Registrar of Companies in Hong Kong" in Appendix III to the Prospectus have been registered with the Registrar of Companies in Hong Kong pursuant to Section 342C of the Companies Ordinance. The Registrar of Companies in Hong Kong and the SFC take no responsibility as to the contents of any of these documents.

本申請表格之印本連同發售章程之印本、額外申請表格之印本及發售章程附錄三「送呈香港公司註冊處處長之文件」一段所述的其他文件，已依據公司條例第342C條之規定送呈香港公司註冊處處長登記。香港公司註冊處處長及證監會對任何此等文件之內容概不負責。

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

香港證券及期貨監察委員會、香港交易所及結算所有限公司、聯交所及香港結算對本申請表格之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示，概不就本申請表格全部或任何部份內容而產生或引致之任何損失承擔任何責任。

Shareholders should note that the Shares have been dealt with on an ex-entitlement basis commencing from Monday, 28 October 2013 and that dealings in the Shares may take place while the conditions to which the Open Offer is subject remain unfulfilled. Any Shareholder or other person dealing in the Shares up to the date on which all conditions to which the Open Offer is subject are fulfilled (which is expected to be on or before 4:00 p.m. on Wednesday, 27 November 2013), will accordingly bear the risk that the Open Offer will not become unconditional and may not proceed. Any Shareholder or other person contemplating selling or purchasing the Shares, who is in any doubt about his/hers position, is recommended to consult his/hers own professional advisers.

股東務請注意股份由二零一三年十月二十八日(星期一)起已按除權基準買賣，而有關股份可於公開發售之條件未獲達成前進行買賣。於直至公開發售所有條件獲達成(預期為二零一三年十一月二十七日(星期三)下午四時正或之前)前買賣有關股份之任何股東或其他人士，因而須承擔公開發售未必會成為無條件或未必會進行之風險。任何有意買賣股份之股東或其他人士如對其情況有任何疑問，應諮詢其本身之專業顧問。

It should be noted that the Underwriting Agreement contains provisions granting the Underwriter the right to terminate the Underwriting Agreement on the occurrence of certain events, which have been set out in the paragraph headed "Termination of the Underwriting Agreement" under the section headed "The Underwriting Agreement" in the "Letter from the Board" of the Prospectus. If the Underwriting Agreement is terminated by the Underwriter or does not become unconditional, the Open Offer will not proceed.

請注意，包銷協議載有多項條款，賦予包銷商權利在發生若干事件(已載於發售章程「董事會函件」內「包銷協議」一節「終止包銷協議」一段)時終止包銷協議。倘包銷協議被包銷商終止，或未能成為無條件，則公開發售將不會進行。

This Application Form shall be governed by and construed in accordance with the laws of Hong Kong.
申請表格須受香港法例監管，並按其詮釋。

Registrar:

Tricor Secretaries Limited
26th Floor, Tesbury Centre
28 Queen's Road East
Hong Kong



英皇證券集團有限公司*
Emperor Capital Group Limited
(Incorporated in Bermuda with limited liability)
(於百慕達註冊成立之有限公司)
(Stock Code: 717)
(股份代號: 717)

Registered Office:
註冊辦事處:
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Principal Office in
Hong Kong:
24th Floor
Emperor Group Centre
288 Hennessy Road
Wanchai
Hong Kong

香港主要辦事處:
香港
灣仔
軒尼詩道288號
英皇集團中心
24樓

8 November 2013
二零一三年十一月八日

OPEN OFFER OF BONDS
ON THE BASIS OF ONE UNIT OF BOND
HAVING A FACE VALUE OF HK\$700 EACH
FOR EVERY 6,000 SHARES HELD ON THE RECORD DATE

按於記錄日期每持有6,000股股份
獲發一份每份面值700港元之債券之
基準進行債券公開發售

BY NO LATER THAN 4:00 P.M. ON FRIDAY, 22 NOVEMBER 2013
最遲於二零一三年十一月二十二日(星期五)下午四時正

APPLICATION FORM
申請表格

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

合資格股東姓名及地址

Blank area for Name(s) and address of the Qualifying Shareholder(s)

Application can only be made by the Qualifying Shareholder(s) named above.
Please enter in Box D the units of Bonds applied for and the amount of remittance enclosed (calculated as units of Bonds applied for multiplied by HK\$700).
認購申請僅可由上述合資格股東作出。
請於丁欄填妥所申請認購之債券份數及隨附之款項金額(以申請認購之債券份數乘以700港元計算)

Number of Shares registered in your name on 4 November 2013 (Monday)

於二零一三年十一月四日(星期一)閣下名義登記之股份數目

BOX A 甲欄

Units of Bonds offered to you subject to payment in full on acceptance by not later than 4:00 p.m. on Friday, 22 November 2013
提供予閣下之債券份數，有關款項最遲須於二零一三年十一月二十二日(星期五)下午四時正接納時繳足

BOX B 乙欄

Amount payable on assured entitlement when applied in full
申請認購全數保證配額時應繳款項

BOX C 丙欄
HK\$ 港元

Units of Bonds applied for
申請認購之債券數目

BOX D 丁欄
Remittance enclosed
隨附款項
HK\$ 港元

You are entitled to apply for any unit of Bonds which is equal to or less than your assured entitlement shown in Box B above by filling in this Application Form. Subject as mentioned in the Prospectus, such issue is made to the Shareholders whose names appear on the register of members of the Company and who were Qualifying Shareholders on the basis of an assured entitlement of one unit of Bonds for every 6,000 Shares held on 4 November 2013.

閣下有權透過填寫本申請表格申請認購相等於或少於上文乙欄所列閣下獲保證配發之債券份數。在發售章程所述者規限下，上述發行乃向名列本公司股東名冊的合資格股東作出，基準為按於二零一三年十一月四日每持有6,000股股份保證獲發一份債券。

If you wish to apply for such units of Bonds which are more than your assured entitlement shown in Box B above, i.e. the excess Bonds, you should also fill in the separate Excess Application Form, and lodge it with a separate remittance for full amount payable in respect of the excess Bonds.

倘閣下欲申請認購之債券份數多於上文乙欄所列閣下獲保證配發之債券份數(即額外債券)，則閣下須另行填寫額外申請表格，並連同額外債券涉及之全數應繳款項之個別款項一併交回。

If you wish to apply for any Bonds, you should complete and sign this Application Form and lodge the form(s) together with the appropriate payment by cheque or cashier's order for the full amount(s) payable in respect of the Bonds applied for with the Registrar, Tricor Secretaries Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Hong Kong. All remittance(s) for application of Bonds under assured entitlement must be in Hong Kong dollars and made payable to "EMPEROR CAPITAL GROUP LIMITED - OPEN OFFER ACCOUNT" and crossed "ACCOUNT PAYEE ONLY" and comply with the procedures set out overleaf. No application(s) of Bonds can be made by any person who is a Non-Qualifying Shareholder.

倘閣下欲申請認購任何債券，請填妥及簽署本申請表格並將表格連同申請認購債券涉及之全數應繳款項支票或本票，交回過戶登記處卓佳秘書商務有限公司，地址為香港皇后大道東28號金鐘匯中心26樓。所有申請認購保證配額之債券款項必須為港元款項，並須註明抬頭人為「EMPEROR CAPITAL GROUP LIMITED - OPEN OFFER ACCOUNT」及以「只准入抬頭人賬戶」方式劃線開出，以及須符合背頁所載手續。不合資格股東之人士不得申請認購債券。

* for identification purposes only 僅供識別



英皇證券集團有限公司*

Emperor Capital Group Limited

(於百慕達註冊成立之有限公司)
(股份代號：717)

條件

1. 不合資格股東不得申請認購任何債券及／或額外債券。
2. 概不會就收到之申請認購款項發出收據，惟預期申請獲全數或部份接納之債券及／或額外債券之證書將以普通郵遞方式按表格所列地址寄交申請人；如屬聯名申請人，則寄交名列首位之申請人，郵誤風險概由有關人士承擔。
3. 填妥本申請表格及／或額外申請表格將構成申請人指示及授權卓佳秘書商務有限公司或彼等提名之其他人士代表申請人辦理本申請表格及／或額外申請表格或其他文件之任何登記手續，以及一般地進行有關公司或人士認為必需或合宜之所有其他事宜以根據發售章程所述安排，將申請人所申請認購或較少份數之債券及／或額外債券登記在申請人名下。
4. 債券及／或額外債券之申請人承諾簽署所有文件並採取一切其他必要行動以讓申請人登記成為所申請認購之債券及／或額外債券之持有人，惟須符合本公司組織章程大綱及章程細則之規定。
5. 填妥之本申請表格隨附所有支票及銀行本票將於收訖後隨即過戶，該等款項所賺取利息(如有)將撥歸本公司所有。填妥及交回本申請表格連同支票或銀行本票後，即表示申請人保證支票或銀行本票將於首次過戶時即可兌現。在不影響本公司其他有關權利之情況下，倘隨附支票及／或銀行本票於首次過戶時未能兌現，本公司保留權利拒絕受理任何本申請表格，在此情況下，有關保證配發之債券之份數及據此產生之所有權利及配額將視作不獲接納並予以註銷。
6. 閣下申請認購債券及／或額外債券之權利不得轉讓。
7. 本公司保留酌情權拒絕任何未符合本文件所載手續之債券及／或額外債券認購申請。
8. 發售章程、本申請表格及額外申請表格之中、英文版倘有任何歧異，概以英文版本為準。

申請手續

閣下可透過填寫本申請表格申請認購相等於或少於乙欄所列 閣下獲保證配發之債券之份數。

欲申請認購少於 閣下獲保證配發之債券之份數，請在本申請表格丁欄內填上欲申請認購之債券之份數及應繳款項總額(以申請認購之債券份數乘以700港元計算)。倘所收到之相應款項少於所填上之債券份數所要求之款項，則申請人將被視作申請認購已收全數款項所代表之較少債券份數。

倘 閣下欲申請本申請表格乙欄所列債券份數，則請在本申請表格丁欄內填上此數目。如無填上任何數目，則 閣下將被視作申請認購已收全數款項所代表之債券份數。

倘 閣下欲申請認購之債券份數多於本申請表格乙欄所列 閣下獲保證配發之債券份數(即額外債券)，則 閣下須另行使用額外申請表格，並於額外申請表格之適當位置填上 閣下欲申請認購之額外債券數目及應繳款項總額(以申請認購之額外債券份數乘以700港元計算)。 閣下可申請認購其欲申請認購之任何額外債券份數。倘所收到之相應款項少於所填上之額外債券份數之所需款項，則申請人將被視作申請認購已收全數款項所代表之較少額外債券份數。

填妥本申請表格及／或額外申請表格並將適當之款項相應地緊釘其上後，請將表格對摺並於**二零一三年十一月二十二日(星期五)下午四時正或之前**交回過戶登記處卓佳秘書商務有限公司，地址為香港皇后大道東28號金鐘匯中心26樓。所有款項必須為港元款項，且支票必須以香港銀行戶口開出，而銀行本票則須由香港銀行發出，並以「**EMPEROR CAPITAL GROUP LIMITED — OPEN OFFER ACCOUNT**」為抬頭人認購保證配額之債券及以「**EMPEROR CAPITAL GROUP LIMITED — EXCESS APPLICATION ACCOUNT**」為抬頭人認購額外債券及以「**只准入抬頭人賬戶**」方式劃線開出。除非本申請表格及／或額外申請表格，連同本申請表格丙欄或丁欄(視情況而定)所示之適當款項及／或額外申請表格所示之適當款項已於二零一三年十一月二十二日(星期五)下午四時正或之前收到，否則 閣下申請認購債券及／或額外債券之權利以及一切有關權利將視作被拒絕而予以註銷。

預期債券之證書將於二零一三年十一月二十八日(星期四)或之前以普通郵遞方式寄予 閣下，郵誤風險概由 閣下自行承擔。

閣下將就所獲發的全部債券獲發一張證書。

將不會發行債券之零碎配額。

* 僅供識別



英皇證券集團有限公司*
Emperor Capital Group Limited

(Incorporated in Bermuda with limited liability)

(於百慕達註冊成立之有限公司)

(Stock Code: 717)

(股份代號: 717)

To: Emperor Capital Group Limited
致: 英皇證券集團有限公司

Dear Sirs,
敬啟者:

I/We, being the registered holder(s) stated overleaf of the Shares, enclose a remittance** for the amount payable in full on application for the units of Bonds at price of HK\$700 per unit of Bonds specified in Box B (or, if and only if Box D is completed, in Box D). I/We accept that units of Bonds on the terms and conditions of the Prospectus and subject to the bye-laws of the Company and I/We hereby undertake and agree to apply for the same or any lesser units of such Bonds in respect of which this application may be made. I/We authorise the Company to place my/our name(s) on the register of holders of the Bonds as the holder(s) of such Bonds or any lesser units of Bonds as aforesaid and to send certificate of the Bonds in respect thereof by ordinary post at my/our risk to the address specified overleaf. I/We have read the conditions and procedures for application set out overleaf and agree to be bound thereby.

本人/吾等為背頁所列股份之登記持有人,現申請認購乙欄(或倘已填妥丁欄,則丁欄)指定之債券份數,並附上按每份債券700港元之價格計算須於申請時繳足之全數款項**。本人/吾等謹此依照發售章程所載之條款及條件,以及貴公司之章程細則所載各項規定,接納有關份數之債券,而本人/吾等謹此承諾並同意接納相等於或少於與本申請有關之債券份數。本人/吾等謹此授權貴公司將本人/吾等之姓名列入債券持有人名冊,作為有關本份數或前述份數較少之債券之持有人,並請貴公司將有關債券之證書按背頁地址以普通郵遞方式寄予本人/吾等,郵誤風險概由本人/吾等承擔。本人/吾等已詳閱背頁所載各項條件及申請手續,並同意全部遵守。

Please insert contact telephone number and email address 請填上聯絡電話號碼及電郵地址	
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Signature(s) of Qualifying Shareholder(s)
(all joint Qualifying Shareholder(s) must sign)
合資格股東簽署(所有聯合合資格股東均須簽署)

(1) _____ (2) _____ (3) _____ (4) _____

Date: _____ 2013

日期: 二零一三年 _____ 月 _____ 日

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

Units of Bonds applied for (being the total unit specified in Box D, or failing which, the total units specified in Box B) 申請認購債券份數 (丁欄或(如未有填妥)乙欄所列明之債券總份數)	Total amount of remittance (being the total specified in Box D, or failing which, the total specified in Box C) 款項總額 (丁欄或(如未有填妥)丙欄所列明之款項總額)	Name of bank on which cheque/cashier's order is drawn 支票/本票之付款銀行名稱	Cheque/cashier's order number 支票/本票號碼
	HK\$ 港元		

** Cheque or cashier's order should be crossed "ACCOUNT PAYEE ONLY" and made payable to "EMPEROR CAPITAL GROUP LIMITED — OPEN OFFER ACCOUNT" (see the section headed "Procedures for application" on the reverse side of this form).

** 支票或本票須以「只准入抬頭人賬戶」方式並以「EMPEROR CAPITAL GROUP LIMITED — OPEN OFFER ACCOUNT」為抬頭人劃線開出(請參閱本表格背頁「申請手續」一節)。

Valid application for such units of Bonds which are less than or equal to an applicant's assured entitlement will be accepted in full, assuming that the conditions of the Open Offer have been satisfied. If no unit is inserted in the boxes above, you will be deemed to have applied for the units of Bonds for which payment has been received. If the amount of the remittance is less than that required for the units of Bonds inserted, you will be deemed to have applied for the units of Bonds for which payment has been received. Application will be deemed to have been made for a whole unit of Bonds.

假設公開發售之條件獲達成,認購債券份數少於或相等於申請人獲保證配發之債券份數之有效申請將獲全數接納。倘上欄內並無填上數目,則閣下將被視作申請認購已收款項所代表之債券份數。倘款項少於認購上欄所填債券份數所要求之款項,則閣下將被視作申請認購已收到款項所代表之債券份數。申請將被視作為申請認購完整之債券份數而作出。

* for identification purposes only 僅供識別