

Hong Kong Public Offering – Pink Form 香港公開發售 – 粉紅色表格

Please use this Application Form if you are an Eligible Employee of Sinomax Group Limited or any of its subsidiaries 閣下如為盛諾集團有限公司或其任何附屬公司之合資格僱員，請使用本申請表格

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

Note: Unless otherwise defined or the context otherwise requires herein, terms in this Application Form shall have the same meanings as those defined in the prospectus issued by Sinomax Group Limited dated Monday, 30 June 2014 (the "Prospectus") together with any supplement thereto.

注意：除本申請表格另有界定或文義另有指外，盛諾集團有限公司於2014年6月30日（星期一）刊發的招股章程（「招股章程」）連同任何補充文件中已界定的詞語在本申請表格中具有相同涵義。Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the "Hong Kong Stock Exchange") and Hong Kong Securities Clearing 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. 香港交易及結算所有限公司、香港聯合交易所有限公司（「香港聯交所」）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，並明確表示不會就本申請表格全部或任何部分內容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 WHITE, YELLOW and GREEN Application Forms, the Prospectus and the other documents specified in Appendix V headed "Documents Delivered to the Registrar of Companies and Available for Inspection" to the Prospectus, have been registered by the Registrar of Companies in Hong Kong as required by section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance. The Securities and Futures Commission in Hong Kong and the Registrar of Companies in Hong Kong take no responsibility as to the contents of any of these documents. 本申請表格連同白色、黃色及綠色申請表格、招股章程及招股章程附錄五「送呈公司註冊處處長及備查文件」所述的其他文件，已遵照《公司（清盤及雜項條文）條例》第342C條的規定，送交香港公司註冊處處長登記。香港證券及期貨事務監察委員會與香港公司註冊處處長對任何此等文件的內容概不負責。

This Application Form is not for publication, distribution or release, directly or indirectly, in or into the United States (including its territories and dependencies, any state of the United States and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), Canada, Australia, European Economic Area, Japan, the PRC, Singapore, Switzerland, the United Arab Emirates and Dubai International Financial Centre and the United Kingdom. 本申請表格不得直接或間接在美國（包括其領土及屬地，美國各州及哥倫比亞特區）、加拿大、澳洲、歐洲經濟區、日本、中國、新加坡、瑞士、阿拉伯聯合酋長國及杜拜國際金融中心和英國發行、傳閱或發布。

Nothing in the Application Form or the Prospectus constitutes an offer to sell or the solicitation of an offer to buy nor shall there be any sale of Offer Shares in any jurisdiction in which such offer, solicitation or sales would be unlawful. This Application Form and the Prospectus are not for distribution, 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), nor is this application an offer of Shares for sale in the United States. The Offer Shares have not been and will not be registered under the U.S. Securities Act 1933, as amended (the "U.S. Securities Act") and may not be offered or sold except in an offshore transaction in accordance with Regulation S under the U.S. Securities Act. 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之游說，而在任何作出有關要約、游說或出售即屬違法之司法權區內，概不出售任何發售股份。本申請表格及招股章程不得在美國境內（包括其領土及屬地、美國各州及哥倫比亞特區）直接或間接發售，而此項申請亦不是在美國出售股份的要約。發售股份未曾亦將不會根據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規例的離岸發售或出售外，概不可供發售或出售。



Sinomax Group Limited 盛諾集團有限公司

(incorporated under the laws of the Cayman Islands with limited liability) (根據開曼群島法例註冊成立的有限公司)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering	: 750,000,000 Shares (comprising 150,000,000 New Shares and 600,000,000 Sale Shares, subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	: 75,000,000 New Shares (subject to adjustment)
Number of International Offer Shares	: 675,000,000 Shares (comprising 75,000,000 New Shares and 600,000,000 Sale Shares, subject to adjustment and the Over-allotment Option)
Maximum Offer Price	: HK\$1.43 per Offer Share, plus a brokerage fee of 1%, SFC transaction levy of 0.003%, and Hong Kong Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)
Nominal value	: HK\$0.1 per Share
Stock code	: 1418

全球發售

全球發售的發售股份數目	: 750,000,000股股份（包括150,000,000股新股份及600,000,000股銷售股份，視乎超額配股權而定）
香港發售股份數目	: 75,000,000股新股份（視乎調整而定）
國際發售股份數目	: 675,000,000股股份（包括75,000,000股新股份及600,000,000股銷售股份，視乎調整及超額配股權而定）
最高發售價	: 每股發售股份1.43港元，另加1%經紀佣金、0.003%證監會交易費及0.005%香港聯交所交易費（須於申請時以港元繳足並可予退款）
面值	: 每股股份0.1港元
股份代號	: 1418

Application Form 申請表格

Applications will be accepted until 4:00 p.m. on Thursday, 3 July 2014

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 and sign your name(s) on this page.

截止接受申請時間：

2014年7月3日（星期四）下午四時正

閣下必須細閱本申請表格所載條件及指示。

本申請表格各部分必須填妥，方為有效。

請以墨水筆或原子筆清楚填寫，並簽署本頁。

To: Sinomax Group Limited ("the Company")
Sole Global Coordinator
The Hong Kong Underwriters

致：盛諾集團有限公司（「貴公司」）
香港全球協調人
獨家承銷商

I, _____ am an Eligible Employee;
I apply for the number of Employee Reserved Shares set out below, subject to the terms and conditions set out in the Prospectus and this Application Form, and subject to the Memorandum of Association and the Articles of Association;
I enclose payment in full for the Employee Reserved Shares applied for, calculated at the maximum Offer Price of HK\$1.43 (plus brokerage of 1%, SFC transaction levy of 0.003% and Hong Kong Stock Exchange trading fee of 0.005%, payable in full upon application and subject to refund);
I undertake and agree to accept the Employee Reserved Shares applied for, or any lesser number allotted to me under this application;
I declare and warrant that this is the only PINK Application Form made or intended by me to be made, other than application (if any) made on a WHITE or YELLOW Application Form or by way of giving electronic application instructions to HKSCC via CCASS or HK eIPO White Form service to benefit me or the person for whose benefit I am applying, to benefit me and no other person;
I understand that these declarations and representations will be relied upon by the Company, the Sole Global Coordinator, the Sole Sponsor and the Sole Bookrunner in deciding whether or not to make any allotment of the Employee Reserved Shares in response to this application;
I authorise the Company to place my name on the register of members of the Company as the holder of any Employee Reserved Shares to be allotted to me and (subject to the terms and conditions set out in this Application Form and in the Prospectus) to send any share certificate(s) and/or any refund cheque(s) by ordinary post at my own risk to the address given on this Application Form (except where I have applied for 1,000,000 Employee Reserved Shares or more and may collect (them in person));
I request that any refund cheque(s) be made payable to me and (subject to the terms and conditions set out in this Application Form and in the Prospectus) to send any refund cheque(s) by ordinary post at my own risk to the address given on this Application Form (except where I have applied for 1,000,000 Employee Reserved Shares or more and may collect (them in person));
I have read the terms and conditions and application procedures set out in this Application Form and in the Prospectus and agree to be bound by them and am aware of the conditions of and restrictions on the Hong Kong Public Offering described in the Prospectus;
I represent, warrant and undertake that the allocation of or application for the Employee Reserved Shares to me/us or by me/us or for whose benefit this application is made would not require the Company, the Sole Global Coordinator, the Sole Sponsor, the Sole Bookrunner and/or the 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; and
I 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：
• 乃合資格僱員；
• 按照招股章程及本申請表格所載條款及條件，並在組織章程大綱及公司章程規限下，申請認購以下數目的員工預留股份；
• 夾附申請認購員工預留股份所需的全數款項，按最高發售價1.43港元計算（另加1%經紀佣金、0.003%證監會交易費及0.005%香港聯交所交易費，須於申請時繳足，可予退還）；
• 承諾及同意接納所申請認購的員工預留股份，或本人根據是項申請獲分配的較少數目的員工預留股份；
• 聲明及保證是項認購申請乃以本人為受益人且以粉紅色申請表格作出或擬作出的唯一申請，惟為本人就本身的利益或本人就申請人士的利益，以白色或黃色申請表格或透過中央結算系統向香港結算或網上白表服務發出電子認購指示所作出的申請（如有）除外；
• 聲明、保證及承諾本人並不向香港或其他地方的任何適用法律限制提出申請認購申請，支付任何申請款項或獲配或認購任何員工預留股份；及本人並非美籍人士（按1933年美國證券法（經修訂）S規例的定義）或員工預留股份的配發或申請不會引致 貴公司、獨家全球協調人、獨家保薦人、獨家簿管理人及/或承銷商須從香港以外任何地區的任何法律或規則的要求（不論其法律效力與否）的人士；
• 承諾及保證，本人並無表示有意申請，已申請或認購或接受或獲配或分配（包括有條件及/或暫時性），及將不會表示有意申請，申請或認購或接受或獲配或分配任何國際發售股份，或以其他方式參與國際發售；
• 明白 貴公司、獨家全球協調人、獨家保薦人及獨家簿管理人將依賴該等聲明及陳述，以決定是否應本申請配發任何員工預留股份；
• 授權 貴公司將本人的姓名列入 貴公司股東名冊，作為任何本人所獲配發員工預留股份的持有人，及（按照本申請表格及招股章程所載的條款及條件）以普通郵遞方式寄發任何股票及/或退款支票往本申請表格上所示地址，郵遞風險概由本人承擔（除非本人申請認購1,000,000股或以上員工預留股份可親身前往領取股票/退款支票）；
• 要求任何退款支票以本人為收款人及（按照本申請表格及招股章程所載的條款及條件）以普通郵遞方式寄發任何退款支票往本申請表格上所示地址，郵遞風險概由本人承擔（除非本人申請認購1,000,000股或以上員工預留股份可親身前往領取退款支票）；
• 已細閱申請表格及招股章程所載的條款、條件及申請手續，並同意受其約束，且知悉招股章程所述有關香港公開發售的條件及限制；
• 聲明、保證及承諾向本人/吾等或由本人/吾等或由本人/吾等或其利益而提出本申請的人士獲配或申請員工預留股份不會導致 貴公司、獨家全球協調人、獨家保薦人、獨家簿管理人及/或承銷商須從香港以外任何地區任何法律或規則的任何規定（不論其法律效力與否）；及
• 同意本申請、其接納以及此訂立的合約，須受香港法例規管，並按其詮釋。

Signed by the applicant 申請人簽署：

Date: 日期： _____ / _____ / _____
D 日 / M 月 / Y 年

Warning:

- It is important that you read the terms and conditions and application procedures overleaf.
- It is important that you follow the application procedures overleaf, otherwise the Company reserves the right to reject this application.
- Only one application may be made for the benefit of any person on a PINK Application Form (other than any application (if any) made on a WHITE or YELLOW Application Form or by way of giving electronic application instructions to HKSCC via CCASS or through the HK eIPO White Form Service). The following applications are liable to be rejected: multiple or suspected multiple applications on WHITE and/or YELLOW Application Form(s) or by way of giving electronic application instructions to HKSCC via CCASS or through the HK eIPO White Form Service; multiple or suspected multiple applications on PINK Application Form(s); applications made by an applicant under a PINK Application Form for more than 3,750,000 Employee Reserved Shares; and applications where cheques or banker's cashier orders are dishonoured upon their first presentation.
- You may be prosecuted if you make a false declaration.

警告:

- 閣下必須細閱背頁的條款、條件及申請手續。
- 閣下必須遵照背頁所載的申請手續行事，否則本公司有權拒絕接納本申請。
- 閣下僅限以粉紅色申請表格（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作出的申請（如有）除外）為任何人士的利益提出一次認購申請。倘出現下列情況，則有關認購申請將概不予受理：以白色及/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提出重複或疑屬重複申請；以粉紅色申請表格提出重複或疑屬重複申請；一位申請人以粉紅色申請表格申請認購超過3,750,000股員工預留股份；以及支票或銀行本票於首次過戶時不獲兌現。
- 閣下如作出虛假聲明，可能會遭檢控。

Hong Kong Public Offering – Pink Form 香港公開發售 – 粉紅色表格

Please use this Application Form if you are an Eligible Employee of Sinomax Group Limited or any of its subsidiaries 閣下如為盛諾集團有限公司或其任何附屬公司之合資格僱員，請使用本申請表格

Number of Employee Reserved Shares applied for (not more than 3,750,000 Shares)
申請僱員預留股份數目 (不超過3,750,000股股份)

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Cheque/banker's cashier order number
支票 / 銀行本票號碼

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Total amount of payment
股款總額

HK\$	港元
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Name of bank on which cheque/banker's cashier order is drawn*
支票 / 銀行本票之付款銀行名稱*

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* Cheque(s) or banker's cashier orders should be crossed "Account Payee Only" and made payable to "Horsford Nominees Limited – Sinomax Group Public Offer".

* 支票或銀行本票須以「只准入收款人賬戶」方式劃線開出，並須註明收款人為「浩豐代理人有限公司 – 盛諾集團公開發售」。

To be completed in **BLOCK letters in English in ink**, except as stated otherwise. Applicant should give one address only.

除另有說明外，請用墨水筆或原子筆以**英文正楷**填寫。申請人只需提供一個地址。

Your name in English
英文姓名

Family name 姓氏		Forename(s) 名字
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Your name in Chinese
中文姓名

Family name 姓氏		Forename(s) 名字
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Position in the Company or any of its subsidiaries (in English)
於本公司或其任何附屬公司的職位 (以英文填寫)

	Your Hong Kong Identity Card no./Passport no.** (Please delete as appropriate) 閣下之香港身份證號碼 / 護照號碼** (請刪去不適用者)	
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Your Hong Kong address (in English)* and telephone number
香港地址 (以英文填寫)* 及電話號碼

	Tel. no. 電話號碼
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- ** (1) To be completed by individual applicant who is an Eligible Employee only. If you hold a Hong Kong Identity Card, please provide your Hong Kong Identity Card number. If you do not hold a Hong Kong Identity Card, please provide your passport number. Your Hong Kong Identity Card number or passport number will be used for checking the validity of your Application Form(s) and otherwise for processing the application for Shares and such data may be transferred to third parties for the accomplishment of such purpose.
只限為合資格僱員之個人申請人填寫。如 閣下持有香港身份證，請填寫 閣下的香港身份證號碼；否則，請填寫 閣下的護照號碼。香港身份證號碼或護照號碼將用以查核申請表格是否有效及處理股份申請，而有關資料可能就此轉交第三方，辦理以上事項。
- (2) Part of your Hong Kong Identity Card number/passport number provided by you may be printed on your refund cheque(s), 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(s). Inaccurate completion of your Hong Kong Identity Card number/passport number may lead to delay in encashment of or may invalidate your refund cheque(s).
閣下提供之香港身份證號碼 / 護照號碼的部分或會印列 閣下的退款支票 (如有) 上。該等資料亦會就退款轉交第三方安排退款。兌現 閣下的退款支票前， 閣下之銀行可能要求核實 閣下之香港身份證號碼 / 護照號碼。倘 閣下填寫之香港身份證號碼 / 護照號碼有誤， 閣下之退款支票兌現可能有所延誤或失效。

- * This must be an address in Hong Kong.
必須為香港地址。
- All information stated above must be the same as that maintained by the Company or any of its subsidiaries.
 - 上述所有資料必須與本公司或其任何附屬公司所存者相同。
 - This Application Form should be completed in English unless otherwise stated.
 - 除另有所述，請以英文填寫本申請表格。
 - Any alteration to any application detail that you provide on this form should be authorised by your signature.
 - 對 閣下在本申請表格內提供的任何申請資料的任何更正應由 閣下簽字授權方可進行。

If you apply for 1,000,000 Employee Reserved Shares or more, you may collect your refund cheque(s) and/or share certificate(s) (where applicable) in person from the Hong Kong Share Registrar, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong on the date of collection of refund cheques which is expected to be on or before Wednesday, 9 July 2014 or such other date notified by the Company in the newspapers as the date of dispatch/collection of share certificates/e-Auto Refund payment instructions/refund cheques. Please see the sections overleaf headed "If your application for Employee Reserved Shares is successful (in whole or in part)" and "Refund of your money" for details of when, where and how to collect your share certificate(s) (where applicable) and/or refund cheque(s) (if any).
如 閣下申請認購1,000,000股或以上 僱員預留股份，且擬於領取退款支票日期 (預期為2014年7月9日 (星期三) 或之前或本公司在報章公佈發送 / 領取股票 / 電子自動退款指示 / 退款支票的其他日期) 前往卓佳證券登記有限公司 (地址為香港皇后大道東183號合和中心22樓) 領取 閣下的退款支票及 / 或股票 (如適用)。有關領取股票 (如適用) 及 / 或退款支票 (如有) 的時間、地點及手續詳情，請參閱背頁「如 閣下成功申請認購 (全部或部分) 僱員預留股份」及「退回款項」兩節。

ADDRESS LABEL 地址標貼

Please repeat your name and address in Hong Kong as set out above in BLOCK letters in English

請用英文正楷再次填寫上表所示姓名及香港地址

Name 姓名
Address 地址

For Bank use 此欄供銀行填寫

For Company use 此欄供公司填寫



Sinomax Group Limited

盛諾集團有限公司

(incorporated under the laws of the Cayman Islands with limited liability)

(根據開曼群島法例註冊成立的有限公司)

GLOBAL OFFERING

Conditions of your application

A. Who can apply

- You must be 18 years of age or older and must have a Hong Kong address.
- You must be a holder of a Hong Kong Identity Card.
- You must be an **Eligible Employee** of the Group.
- You cannot apply for any Employee Reserved Shares if you are within the United States or a United States Person (within the meaning of Regulation S under the U.S. Securities Act) or a legal or natural person of the PRC (other than Hong Kong, Macau and Taiwan).
- You must apply as an individual. Joint applications will not be accepted.
- Save as under the circumstances permitted by the Listing Rules, you cannot apply for Employee Reserved Shares if you:
 - are an existing beneficial owner of shares in the Company and/or any of its subsidiaries;
 - are the chief executive or a director of the Company or any of its subsidiaries;
 - are an associate (as defined in the Listing Rules) or a close associate (as defined in the Amended Listing Rules) of any of the above;
 - are a connected person of the Company other than those persons who are eligible to subscribe for Employee Reserved Shares pursuant to the Employee Preferential Offering or a person who will become a connected person of the Company immediately upon completion of the Global Offering; or
 - have been allocated or applied for any International Offer Shares or otherwise participating in the International Offering.

B. Lodge only one application for your benefit

Multiple applications or suspected multiple applications will be rejected. All of your applications will be rejected as multiple applications if you make more than one application for Employee Reserved Shares. Eligible Employees who have applied for Employee Reserved Shares on a **PINK** Application Form may also make an application on a **WHITE** or **YELLOW** Application Form, or give **electronic application instruction** to HKSCC or the designated **HK eIPO White Form** Service Provider through **HK eIPO White Form** service (www.hkeipo.hk).

C. Allocation of Employee Reserved Shares

In order to enable Eligible Employees to participate in the Global Offering on a preferential basis as to allocation only, Eligible Employees are being invited to apply for a maximum of 3,750,000 Employee Reserved Shares, subject to the terms and conditions set out in the Prospectus and this Application Form. The Employee Reserved Shares are being offered out of the Hong Kong Public Offering but are not subject to the clawback mechanism as set out in the section headed "Structure of the Global Offering – Basis of Adjustment of the Offer Shares" in the Prospectus. The Employee Reserved Shares are available for subscription by the Eligible Employees on a preferential basis.

The 3,750,000 Employee Reserved Shares available for application by Eligible Employees on **PINK** Application Form will be allocated to such applicants on a basis to be determined by the Hong Kong Share Registrar based on the level of valid applications received under the Employee Preferential Offering and the number of Employee Reserved Shares validly applied for within each application tier. The allocation basis will be consistent with the allocation basis commonly used in the case of over subscriptions in public offerings in Hong Kong, where a higher allocation percentage will be applied in respect of smaller applications. The allocation of Employee Reserved Shares to Eligible Employees will in any event be made on an equitable basis and will not be based on the identity, seniority, work performance or length of service of the Eligible Employee. Any application made on a **PINK** Application Form for more than 3,750,000 Employee Reserved Shares will be rejected. Allocation of Hong Kong Offer Shares under the Employee Preferential Offering will be based on the allocation guidelines contained in Practice Note 20 to the Listing Rules. In case not all the 3,750,000 Employee Reserved Shares are subscribed for by Eligible Employees, the undersubscribed Employee Reserved Shares will be available as Hong Kong Offer Shares for subscription by the public under the Hong Kong Public Offering.

Eligible Employees will receive no preference as to entitlement or allocation in respect of such further application or indication of interest made under the Hong Kong Public Offering.

D. Supplemental information

If any supplement to the 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 applicant(s) has/have not been so notified or if applicant(s) has/have been notified but has/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.

E. Effect of completing and submitting this Application Form

By completing and submitting this Application Form, you:

- warrant** that in making an application on this Application Form, you or any person(s) on whose behalf you may be acting is an/are Eligible Employee(s);
- agree** with the Company and each Shareholder of the Company to observe and comply with the Companies Ordinance and the Companies (Winding Up and Miscellaneous Provisions) Ordinance and the Articles;
- confirm** that you have read the terms and conditions and application procedures set out in the Prospectus and in this Application Form and agree to be bound by them;
- confirm** that you have received and/or read a copy of the Prospectus and have only relied on the information and representations contained in the Prospectus in making this application, and will not rely on any other information or representation concerning the Company save as set out in any supplement to the Prospectus;
- confirm** that you are aware of the restrictions on the Global Offering disclosed in the Prospectus;
- agree** that none of the Company, the Sole Sponsor, the Sole Global Coordinator, the Sole Bookrunner, the Underwriters, their respective directors, officers, employees, partners, agents, advisers and any other parties involved in the Global Offering is or will be liable for any information and representations not contained in the Prospectus (and any supplement thereto);
- agree** to disclose to the Company, the Hong Kong Share Registrar, the receiving bankers, the Sole Sponsor, the Sole Global Coordinator, the Sole Bookrunner and/or the Underwriters and any other parties involved in the Global Offering and their respective advisers and agents any personal data and any other information which they may require about you and the person(s) for whose benefit you have made the application;
- instruct and authorise** the Company, the Sole Sponsor, the Sole Global Coordinator and/or the Sole Bookrunner (or their agents or nominees), as agents of the Company, to execute any documents on your behalf and to do on your behalf all things necessary to effect the registration of any Employee Reserved Shares allocated to you in your name(s), required by the Articles, and otherwise to give effect to the arrangements described in the Prospectus and this Application Form;
- undertake** to sign all documents and to do all things necessary to enable you to be registered as the holder of the Employee Reserved Shares to be allocated to you, and as required by the Articles;
- 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 Sponsor, the Sole Global Coordinator, the Sole Bookrunner and the Underwriters nor any of their respective officers or advisers will infringe any law outside Hong Kong as a result of the acceptance of your offer to purchase, or any action arising from your rights and obligations under the terms and conditions contained in the Prospectus;
- 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 by an agent on your behalf) **warrant** that you have validly and irrevocably conferred on the agent all necessary power and authority to make the application;
- 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;

- represent, warrant and undertake** that you understand that the Employee Reserved Shares have not been and will not be registered under the U.S. Securities Act and you and any person for whose account or benefit you are applying for the Employee Reserved Shares are outside the United States (as defined in Regulation S) when completing this Application Form or are a person described in paragraph (h)(3) of Rule 902 of Regulation S;
- warrant** the truth and accuracy of the information contained in the application;
- warrant** that this is the only application which has been or will be made for your benefit on a **PINK** Application Form;
- undertake and agree** to accept the Employee Reserved Shares applied for, or any lesser number allocated to you under the application;
- authorise** the Company to place your name on the register of members of the Company as the holder(s) in Hong Kong of any Employee Reserved Shares allocated to you, and (subject to the terms and conditions set out in this Application Form and in the Prospectus) the Company and/or its agents to send any share certificate(s) and/or any refund cheques (where applicable) to you by ordinary post at your own risk to the address stated on the application;
- authorise** the Company to enter into a contract on your behalf with each of the Directors and officers whereby each such Director and officer undertakes to observe and comply with their obligations to Shareholders of the Company, as stipulated in the Memorandum of Association and the Articles of Association; and
- understand** that these declarations and representations will be relied upon by the Company, the Sole Sponsor, the Sole Bookrunner and the Sole Global Coordinator in deciding whether or not to allocate any Employee Reserved Shares in response to this application and that you may be prosecuted for making a false declaration.

The Company, the Sole Sponsor, the Sole Global Coordinator, the Underwriters and their respective directors, officers, advisers, agents and any parties involved in the Global Offering are entitled to rely on any warranty, representation or declaration made by you in this application.

F. Power of attorney

If your application is made through a duly authorised attorney, the Company, the Sole Sponsor, the Sole Bookrunner and the Sole Global Coordinator (or their respective agents and nominees) as agent for the Company may accept or reject your application at their discretion, and subject to any conditions they think fit, including production of evidence of the authority of your attorney. The Sole Global Coordinator in its capacity as agent for the Company has full discretion to accept or reject any application, in full or in part, without assigning any reason.

G. Determination of Offer Price

The Offer Price is expected to be fixed by agreement between the Sole Global Coordinator (on behalf of the Underwriters), the Selling Shareholders and the Company on or before the Price Determination Date, which is currently scheduled on or around Friday, 4 July 2014 or by the latest on Tuesday, 8 July 2014. Please refer to the section headed "Structure of the Global Offering" in the Prospectus for details.

Allocation of Employee Reserved Shares and Hong Kong Offer Shares

The applications for the Employee Reserved Shares will not be processed and no allocation of any such Employee Reserved Shares will be made until the closing of the application lists. The Company expects to release the final Offer Price, an indication of the level of interest in the Hong Kong Public Offering, the International Offering and the basis of allocation of the Employee Reserved Shares available under the Employee Preferential Offering on Wednesday, 9 July 2014 in the South China Morning Post (in English) and Hong Kong Economic Times (in Chinese) and on the website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the Company's website (www.sinomax.com/group).

The results of allocations of the Employee Reserved Shares and the Hong Kong Identity Card numbers, passport numbers, of successful applicants will be made available through a variety of channels, including the website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the Company's website (www.sinomax.com/group) as described in the section headed "How to apply for Hong Kong Offer Shares and Employee Reserved Shares – 11. Publication of Results" in the Prospectus.

If your application for Employee Reserved Shares is successful (in whole or in part)

The Company will not issue temporary documents of title in respect of the Shares. Share certificates will only become valid certificates of title at 8:00 a.m. on **Thursday, 10 July 2014**, provided that the Hong Kong Public Offering has become unconditional in all respects and the right of termination as described in the sub-section headed "Underwriting – Underwriting Arrangements and Expenses – Hong Kong Underwriting Agreement – Grounds for Termination" in the Prospectus has not been exercised. Investors who trade Shares prior to the receipt of Share certificates or prior to the Share certificates becoming valid certificates of title do so entirely at their own risk. No receipt will be issued for application monies paid.

If your application is wholly or partially successful, the Share certificate(s) will be sent to you by ordinary post, at your own risk, on the date of despatch to the address specified in your Application Form. If you opted for personal collection, you must not authorise any other person to collect on your behalf. You must produce, at the time of collection, evidence of identity acceptable to Tricor Investor Services Limited. If you do not collect your share certificate(s) personally within the time specified for collection, it/they will be sent to the address as specified in the relevant Application Form promptly thereafter by ordinary post and at your own risk.

Circumstances in which you will not be allocated Employee Reserved Shares

You may not be allocated Employee Reserved Shares for any of the following reasons:

(a) If your application is revoked:

By completing and submitting this Application Form, you agree that your application cannot be revoked on or 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 Hng Kong). This agreement will take effect as a collateral contract with the Company.

Your application may only be revoked on or before such fifth day if a person responsible for the Prospectus under Section 40 of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (as applied by Section 342E of the Companies (Winding Up and Miscellaneous Provisions) Ordinance) gives a public notice under that section which excludes or limits that person's responsibility for the Prospectus.

If any supplement to the Prospectus is issued, applicants who have already submitted an application will be notified that they are required to confirm their applications. If applicants have been so notified but have not confirmed their applications in accordance with the procedure to be notified, all unconfirmed applications will be deemed revoked.

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 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) If the Company or its agents exercise their discretion to reject your application:

The Company, the Sole Global Coordinator and their respective agents and nominees have full discretion to reject or accept any application, or to accept only part of any application, without giving any reasons.

(c) If the allotment of Employee Reserved Shares is void:

The allocation of Employee Reserved Shares will be void if the Listing Committee of the Hong Kong Stock Exchange (the "Listing Committee") does not grant permission to list the Shares either:

- within three weeks from the closing date 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.

(d) If:

- you make multiple applications or are suspected of making multiple applications;
- you have applied for or taken up, or indicated an interest for, or have been or will be placed or allocated (including conditionally or provisionally) Hong Kong Offer Shares and International Offer Shares;
- your Application Form is not completed in accordance with the stated instructions;
- your payment is not made correctly or the cheque or banker's cashier order paid by you is dishonoured upon its first presentation;
- the Underwriting Agreements do not become unconditional or are terminated;
- the Company or the Sole Global Coordinator believe that by accepting your application, it or they would violate applicable securities or other laws, rules or regulations;
- you are an Eligible Employee, your application is for more than 3,750,000 Employee Reserved Shares.

Hong Kong Public Offering – Pink Form

Please use this Application Form if you are an Eligible Employee of Sinomax Group Limited or any of its subsidiaries

Refund of your money

If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is less than the maximum offer price of HK\$1.43 per Offer Share (excluding brokerage, SFC transaction levy and the Hong Kong Stock Exchange trading fee thereon), or if the conditions of the Hong Kong Public Offering are not fulfilled in accordance with "Structure of the Global Offering – Conditions of the Global Offering" in the Prospectus or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy and the Hong Kong Stock Exchange trading fee, will be refunded, without interest or the cheque or banker's cashier order will not be cleared.

All such interest accrued on such monies 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 Sole Global Coordinator, cheques for applications for certain small denominations of Employee Reserved Shares (apart from successful applications) may not be cleared.

Refund cheques will be crossed "Account Payee Only", and made out to you. Part of your Hong Kong Identity Card number/Passport number, 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.

Any refund of your application monies will be made on Wednesday, 9 July 2014.

If you apply for 1,000,000 or more Employee Reserved Shares and have indicated in your Application Form your wish to collect your refund cheque(s) and/or share certificate(s) in person and provided all information required by your Application Form, you may collect your refund cheque(s) and/or share certificate(s) from our Hong Kong Share Registrar at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, from 9:00 a.m. to 1:00 p.m. on Wednesday, 9 July 2014 or such other date as notified by us in the newspapers.

If you are an individual who is eligible for personal collection, you must not authorise any other person to collect for you. You must produce, at the time of collection, evidence of identity acceptable to the Hong Kong Share Registrar.

If you do not collect your refund cheque(s) and/or share certificate(s) personally within the time specified for collection, they will be despatched promptly to the address specified in your Application Form by ordinary post at your own risk.

If you apply for less than 1,000,000 Employee Reserved Shares or you apply for 1,000,000 Employee Reserved Shares or more and have not indicated in your Application Form your wish to collect your refund cheque(s) and/or share certificate(s) in person, your refund cheque(s) and/or share certificate(s) will be sent to the address on the relevant Application Form on Wednesday, 9 July 2014, by ordinary post and at your own risk.

Personal data

Personal Information Collection Statement

This Personal Information Collection Statement informs the applicant for, and holder of, Shares, of the policies and practices of the Company and its Hong Kong Share Registrar in relation to personal data and the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) (the "Ordinance").

1. Reasons for the collection of your personal data

It is necessary for applicants and registered holders of securities to supply correct personal data to the Company or its agents and the Hong Kong Share Registrar when applying for securities or transferring securities into or out of their names or in procuring the services of the Hong Kong Share Registrar.

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

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

2. Purposes

The personal data of the securities holders may be used, held, processed and/or stored (by whatever means) for the following purposes:

- processing your application and e-Auto Refund payment instructions or refund cheque, where applicable, verification of compliance with the terms and application procedures set out in this Application Form and the Prospectus and announcing results of allocation of the Hong Kong Offer Shares;

- compliance with applicable laws, rules or regulations (whether statutory or otherwise) in Hong Kong and elsewhere, including requirements of the Hong Kong Stock Exchange, the SFC and any other statutory or governmental bodies;
- registering new issues or transfers into or out of the names of securities' holders including, where applicable, HKSCC Nominees;
- maintaining or updating the register of securities' holders of the Company;
- verifying securities holders' identities;
- establishing benefit entitlements of securities' holders 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;
- disclosing identities of successful applicants 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 the Hong Kong Share Registrar to discharge their obligations to securities' holders and/or regulators and/or any other purposes to which the securities' holders may from time to time agree.

3. Transfer of personal data

Personal data held by the Company and its Hong Kong Share Registrar relating to the securities holders will be kept confidential but the Company and its Hong Kong Share Registrar may, to the extent necessary for achieving any of the above purposes, disclose or transfer (whether within or outside Hong Kong) the personal data to any of the following:

- the Company, its advisers or its appointed agents such as financial advisers, receiving bankers and overseas principal registrar;
- enable compliance with all applicable laws and regulations in Hong Kong and elsewhere;
- where applicants for securities request a deposit into CCASS, HKSCC or HKSCC Nominees, who will use the personal data for the purposes of operating CCASS;
- any broker whose company chop or other identification number has been placed on this Application Form (where applicable);
- any agents, contractors or third-party service providers who offer administrative, telecommunications, computer, payment or other services to the Company or the Hong Kong Share Registrar in connection with the operation of their respective businesses;
- the Hong Kong Stock Exchange, the SFC and any other statutory, regulatory or governmental bodies or otherwise as required by laws, rules or regulations; and
- any persons or institutions with which the securities' holders have or propose to have dealings, such as their bankers, solicitors, accountants or stockbrokers etc.

4. Retention of personal data

The Company and its Hong Kong Share Registrar will keep the personal data of the applicants and holders of securities for as long as necessary to fulfil the purposes for which the personal data were collected. Personal data which is no longer required will be destroyed or dealt with in accordance with the Ordinance.

5. Access to and correction of personal data

Securities holders have the right to ascertain whether the Company or the Hong Kong Share Registrar hold their personal data, to obtain a copy of that data, and to correct any data that is inaccurate. The Company and the Hong Kong Share Registrar have the right to charge a reasonable fee for the processing of such requests.

All requests for access to data or correction of data should be addressed to the Company, at its registered address disclosed in the "Corporate Information" section of the Prospectus or as notified from time to time, for the attention of the company secretary, or the Hong Kong Share Registrar for the attention of the privacy compliance officer.

By signing this Application Form, you agree to all of the above.

How to make your application

- Use the table set out below to calculate how much you must pay for the number of Employee Reserved Shares you want to subscribe for. Your application must be for a minimum of 2,000 Employee Reserved Shares. Applications must be in one of the numbers set out in the table headed "Number of Employee Reserved Shares that may be applied for and payments" below. **No application for any other number of Employee Reserved Shares will be considered and any such application is liable to be rejected.** The maximum number of Employee Reserved Shares that you may apply for is 3,750,000. The table sets out the total amount payable for such numbers of Employee Reserved Shares up to 3,750,000 Employee Reserved Shares. You must pay the maximum Offer Price of HK\$1.43 per Employee Reserved Share plus a brokerage fee of 1.0%, a SFC transaction levy of 0.003% and a Hong Kong Stock Exchange trading fee of 0.005%.

- Complete the form correctly in accordance with the instructions and sign it. Only written signatures will be accepted.

- Staple your payment to the form. You must pay for the Shares applied for by one cheque or by one banker's cashier order. Each application must be accompanied by either one separate cheque or one banker's cashier order.

If you pay by cheque, the cheque must:

- be in Hong Kong dollars;
- not be post-dated;
- be drawn on your Hong Kong dollar bank account with a licensed bank 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 authorized by the bank. This account name must correspond with the 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;
- be made payable to "Horsford Nominees Limited – Sinomax Group Public Offer"; and
- be crossed "Account Payee Only".

Your application will 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 banker's cashier order must:

- be in Hong Kong dollars;
- not be post-dated;
- be issued by a licensed bank in Hong Kong, and have your name certified on the back by a person authorized by the bank. The name on the banker's cashier order and the name on this Application Form must be the same;
- be made payable to "Horsford Nominees Limited – Sinomax Group Public Offer"; and
- be crossed "Account Payee Only".

Your application will be rejected if your banker's cashier order does not meet all these requirements.

- Tear off the Application Form, fold the form once and deposit it in the collection box located at the Company's headquarters at Units 2005-2007, Level 20, Tower 1, MegaBox Enterprise Square Five, 38 Wang Chiu Road, Kowloon Bay, Hong Kong by no later than 4:00 p.m. on Thursday, 3 July 2014.

- The application lists will be open between 11:45 a.m. and 12:00 noon on Friday, 4 July 2014, subject only to the weather conditions. 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 Friday, 4 July 2014. Instead they will open between 11:45 a.m. and 12:00 noon on the next Business Day which does not have either of those warnings in force in Hong Kong at any time between 9:00 a.m. and 12:00 noon.

Business day means a day which banks in Hong Kong are generally open for business to the public and which is not a Saturday, Sunday or public holiday in Hong Kong.

- The right is reserved to present all or any remittances for payment. You will not be given a receipt for your payment. The Company will keep any interest accrued on your application monies (up till, in the case of monies to be refunded, the date of despatch of refund cheques). The right is also reserved to retain any share certificate(s) and/or any surplus application money(ies) or refunds pending clearance of your cheque or banker's cashier order.

NUMBER OF EMPLOYEE RESERVED SHARES THAT MAY BE APPLIED FOR AND PAYMENTS

No. of Employee Reserved Shares applied for	Amount payable on application	No. of Employee Reserved Shares applied for	Amount payable on application	No. of Employee Reserved Shares applied for	Amount payable on application	No. of Employee Reserved Shares applied for	Amount payable on application
	HK\$		HK\$		HK\$		HK\$
2,000	2,888.83	16,000	23,110.63	200,000	288,882.88	900,000	1,299,972.96
4,000	5,777.66	18,000	25,999.46	300,000	433,324.32	1,000,000	1,444,414.40
6,000	8,666.49	20,000	28,888.29	400,000	577,765.76	2,000,000	2,888,828.80
8,000	11,555.31	40,000	57,776.58	500,000	722,207.20	3,000,000	4,333,243.20
10,000	14,444.15	60,000	86,664.86	600,000	866,648.64	3,750,000*	5,416,554.01
12,000	17,332.97	80,000	115,553.15	700,000	1,011,090.08		
14,000	20,221.80	100,000	144,441.44	800,000	1,155,531.52		

* Maximum number of Employee Reserved Shares you may apply for.

SINOMAX

Sinomax Group Limited

盛諾集團有限公司

(incorporated under the laws of the Cayman Islands with limited liability)
(根據開曼群島法例註冊成立的有限公司)

全球發售

申請條件

甲. 可提出申請的人士

- 閣下必須年滿18歲且擁有香港地址。
- 閣下必須持有香港身份證。
- 閣下必須為本集團的合資格僱員。
- 如閣下身處美國境內或為美籍人士(定義見美國證券法S規例)或中國(不包括香港、澳門及台灣)法人或自然人,則不得申請任何僱員預留股份。
- 閣下必須以個人身份申請。聯名申請將不獲受理。
- 除上市規則容許之情況外,閣下如屬下列人士,則不得申請僱員預留股份:
 - 本公司及/或其任何附屬公司股份的現有實益擁有人;
 - 本公司或其任何附屬公司的行政總裁或董事;
 - 上述任何人士的聯繫人士(定義見上市規則)或緊密聯繫人士(定義見經修訂上市規則);
 - 本公司關連人士(不包括根據僱員優先發售合資格認購僱員預留股份的人士),或於緊隨全球發售完成後將成為本公司關連人士的人士;或
 - 已獲分配或已申請任何國際發售股份或以其他方式參與國際發售的人士。

乙. 僅可為閣下本身利益提交一項申請

重複申請或疑屬重複申請概不獲受理。如閣下提出超過一項僱員預留股份申請,則閣下所有申請將被視為重複申請而不獲受理。

合資格僱員如已以粉紅色申請表格申請僱員預留股份,亦可以白色或黃色申請表格或向香港結算或透過網上白表服務(www.hkeipo.hk)向指定網上白表服務供應商發出電子認購指示提出申請。

丙. 僱員預留股份的分配

為確保合資格僱員僅於分配方面按優先基準參與全球發售,合資格僱員獲邀申請最多3,750,000股僱員預留股份,惟受限於招股章程及本申請表格所載條款及條件。僱員預留股份乃自香港公開發售中撥出以供提呈發售,惟不受招股章程「全球發售的架構—發售股份的調整基準」所載的撥回機制所限。僱員預留股份是按優先基準分配給合資格僱員的申請。

合資格僱員以粉紅色申請表格申請認購的3,750,000股僱員預留股份將分配予該等申請人,分配基準將由香港股份過戶登記處按照所接獲根據僱員優先發售作出的有效申請踴躍程度及每個申請組別的有效申請僱員預留股份數目而釐定。分配基準將與在香港進行公開發售時出現超額認購的情況下的普遍適用的分配基準一致,即申請股份數目較少的申請人可獲較高的股份分配百分比。向合資格僱員分配僱員預留股份於任何情況下均將按公平基準進行,而非按照合資格僱員的身份、職級、工作表現或年資釐定。以粉紅色申請表格認購超過3,750,000股僱員預留股份的申請將不獲受理。僱員優先發售項下香港發售股份的分配,將按上市規則第20項應用指引的分配指引進行。倘合資格僱員並無認購全部3,750,000股僱員預留股份,則認購不足之僱員預留股份將撥入香港公開發售項下作為香港發售股份供公眾人士認購。

合資格僱員於進一步申請或表示有意認購於香港公開發售項下提呈發售的股份時在配額或分配方面不會獲優待。

丁. 補充資料

倘刊發有關招股章程的任何補充文件,則已遞交申請的申請人可能會或未必會獲知會(視乎補充文件所載資料而定)可撤回申請。倘申請人未曾接獲通知,或倘申請人曾接獲通知但並無按照指定程序撤回申請,則所有已遞交的申請仍屬有效並可獲接納。除上述情況外,申請一經提出概不得撤回,而申請人將被視為已基於經補充後的招股章程提出申請。

戊. 填妥及提交本申請表格之效果

一經填妥及遞交本申請表格,即表示閣下:

- 保證在以本申請表格提出申請時,閣下或閣下可能代其行事的任何人士均為合資格僱員;
- 向本公司及本公司各股東表示同意,將依循及遵守《公司條例》及《公司(清盤及雜項條文)條例》及公司章程;
- 確認閣下已細閱招股章程及本申請表格所載的條款及條件及申請程序,並同意受其約束;
- 確認閣下已收到及/或閱覽招股章程,並借依招股章程所載的資料及陳述提出此項申請,而並無依賴招股章程任何補充文件以外有關本公司的任何其他資料或陳述;
- 確認閣下已知悉招股章程所披露有關全球發售的限制;
- 同意本公司、獨家保薦人、獨家全球協調人、獨家賬簿管理人、承銷商、彼等各自的董事、高級職員、僱員、合夥人、代理人、顧問及參與全球發售的任何其他人士均毋須且將不會對招股章程(及其任何補充文件)未有載列的任何資料及陳述負責;
- 同意應本公司、香港股份過戶登記處、收款銀行、獨家保薦人、獨家全球協調人、獨家賬簿管理人及/或承銷商及參與全球發售的任何其他人士以及彼等各自的顧問及代理人的要求,向彼等披露有關閣下或閣下為其利益而代為提出申請的人士的任何個人資料及任何其他資料;
- 指示及授權本公司及作為本公司代理人的獨家保薦人、獨家全球協調人及/或獨家賬簿管理人(或彼等的代理人或代名人),為按照公司章程的規定登記閣下以閣下名義獲分配的任何僱員預留股份,以及為促使招股章程及本申請表格所述的安排生效,而代表閣下簽署任何文件及代表閣下採取一切所需行動;
- 承諾為使閣下登記為閣下獲分配的僱員預留股份的持有人以及按公司章程的規定,簽署所有文件以及採取一切所需行動;
- 若香港境外任何地方的法例適用於閣下的申請,則同意及保證閣下已遵守所有有關法例,及本公司、獨家保薦人、獨家全球協調人、獨家賬簿管理人及承銷商以及彼等各自的高級職員或顧問概不會因接納閣下的購買要約,或閣下在招股章程所載的條款及條件相關的權利及責任所引致的任何行動,而違反香港境外的任何法例;
- 同意在不影響閣下可能享有的任何其他權利下)閣下的申請一經獲接納,即不得因無意的失實陳述而撤銷;
- (倘由代理人代表閣下提出申請)保證閣下已有效及不可撤回地賦予該名代理人提出申請所需的一切權力及授權;
- 同意閣下的申請、申請的接納及據此訂立的合約將受香港法例規管,並按其詮釋;

- 聲明、保證及承諾閣下明白僱員預留股份並無亦不會根據美國證券法登記,而在填寫本申請表格時,閣下及閣下代為或其利益而申請僱員預留股份的任何人士均身處美國境外(定義見S規例),或屬S規例第902條第(h)(3)段所述的人士;
- 保證本申請所載的資料為真實準確;
- 保證本申請為以粉紅色申請表格為閣下的利益已經或將會提出的唯一申請;
- 承諾及同意接納所申請數目或根據申請分配予閣下的較少數目的僱員預留股份;
- 授權本公司將閣下的姓名列載於本公司的股東名冊,作為閣下獲分配的任何僱員預留股份的香港持有人,及(在本申請表格及招股章程所載的條款及條件的規限下)授權本公司及/或其代理人以平郵方式及按照申請所指示地址,向閣下發送任何股票及/或任何退款支票(如適用),郵誤風險概由閣下承擔;
- 授權本公司代表閣下與各董事及高級職員訂立合約,據此各有關董事及高級職員承諾將按組織章程大綱及公司章程規定,履行及遵守其對本公司股東應負的責任;及
- 明白本公司、獨家保薦人、獨家賬簿管理人及獨家全球協調人將依據此等聲明及陳述,以決定是否因應本申請分配任何僱員預留股份,而閣下如作出虛假聲明,可能會被檢控。

本公司、獨家保薦人、獨家全球協調人、承銷商及彼等各自的董事、高級職員、顧問、代理人及參與全球發售的任何人士均有權依賴閣下在本申請中所作的任何保證、陳述或聲明。

己. 授權書

如閣下透過獲有效授權書正式授權的人士提出申請,本公司、獨家保薦人、獨家賬簿管理人及獨家全球協調人作為本公司代理人(或彼等各自的代理人或代名人)可在符合彼等認為適當的任何條件(包括出示閣下的代表已獲授權的證明)的情況下酌情接納或拒絕閣下的申請。獨家全球協調人作為本公司代理人可全權酌情決定全部或部分接納或拒絕任何申請,而毋須述任何理由。

庚. 發售價的釐定

預期發售價由獨家全球協調人(代表承銷商)、售股股東與本公司於定價日或之前以協議方式釐定。定價日目前定於2014年7月4日(星期五)或其前後,最遲為2014年7月8日(星期二)。詳情請參閱招股章程「全球發售的架構」一節。

僱員預留股份及香港發售股份的分配

本公司於截止辦理申請登記後方會開始處理僱員預留股份申請及分配任何該等僱員預留股份。本公司預期於2014年7月9日(星期二)於南華早報(英文)及香港經濟日報(中文)以及香港聯交所網站(www.hkexnews.hk)及本公司網站(www.sinomax.com/group)公佈最終發售價、香港公開發售及國際發售之踴躍程度及僱員優先發售項下僱員預留股份的分配基準。

按招股章程「如何申請香港發售股份及僱員預留股份—11.公佈結果」一節所述,僱員預留股份分配結果,以及成功申請人的香港身份證號碼,護照號碼將可透過多種渠道查閱,包括香港聯交所網站(www.hkexnews.hk)及本公司網站(www.sinomax.com/group)。

如閣下不成功申請認購(全部或部分)僱員預留股份

本公司不會就股份發出任何臨時所有權文件。僅當香港公開發售在所有方面成為無條件且未行使招股章程中「承銷—承銷安排及開支—香港承銷協議—終止的理由」分節所述的終止權時,股票方於2014年7月10日(星期四)上午8時正成為有效的所有權證書。投資者如在收取股票前或在股票成為有效之所有權證書前買賣股份,所有風險概由投資者自行承擔。繳付申請款項將不獲發收據。

倘閣下的申請全部或部分獲接納,股票將於發送日期按閣下之申請表格指定的地址以平郵寄發予閣下,郵誤風險概由閣下自行承擔,倘閣下選擇親身領取,則閣下不得授權他人代為領取。閣下在領取時均須出示卓佳證券登記有限公司認可的身份證明文件。倘閣下並未在指定領取時間內親身領取閣下的股票,則該等股票將隨即以平郵寄往有關申請表格所示地址,郵誤風險概由閣下承擔。

閣下不獲配發僱員預留股份的情況

閣下可能基於下列任何理由不獲分配僱員預留股份:

(a) 倘閣下的申請遭撤回:

一經填交本申請表格,即表示閣下同意不得於開始辦理申請登記時間後第五日(就此而言不包括星期六、星期日或香港公眾假期)或之前撤回閣下的申請。此協議將成為與本公司訂立的附屬合約。

根據《公司(清盤及雜項條文)條例》第40條(《公司(清盤及雜項條文)條例》第342E條所適用者)只有在就招股章程承擔責任的人士根據該條發出公告,免除或限制該人士對招股章程所負責任的情況下,閣下的申請方可於上述的第五日或之前撤回。

倘招股章程其後發出任何補充文件,已遞交申請的申請人將會獲通知須確認其申請。倘申請人接獲通知但卻沒有根據所獲通知的程序確認其申請,所有未確認的申請一概視作撤回。

閣下的申請一經接納,即不可撤回。就此而言,在報章公佈分配結果,等同確定接納未被拒絕的申請。倘有關分配基準受若干條件限制或是以抽籤方式進行分配,申請獲接納與否須視乎有關條件能否達成或抽籤結果而定。

(b) 倘本公司或我們的代理人行使酌情權拒絕閣下的申請:

本公司、獨家全球協調人及彼等各自的代理或代名人可全權酌情拒絕或接納任何申請,或僅接納任何部分申請,而毋須就此提供原因。

(c) 倘僱員預留股份的配發無效:

倘香港聯交所上市委員會(「上市委員會」)並無在下列時間內批准股份上市,僱員預留股份的配發即告無效:

- 截止辦理申請登記起計三星期內;或
- 如上市委員會在截止辦理申請登記日期後三星期內知會本公司延長有關期間,則最多在截止辦理申請登記日期後六個星期的較長期間內。

(d) 倘:

- 閣下提出重複或疑屬重複申請;
- 閣下已申請或接納或表示有意認購或已獲或將獲配發或配發(包括有條件及/或暫定)香港發售股份及國際發售股份;
- 閣下並無遵照所載指示正確填寫申請表格;
- 閣下並無妥為付款,或閣下的支票或銀行本票於首次過戶時未能兌現;
- 承銷協議並無成為無條件或被終止;
- 本公司或獨家全球協調人相信接納閣下的申請將導致我們或彼等違反適用的證券法或其他法例、規則或規定;
- 閣下為合資格僱員,閣下申請認購超過3,750,000股僱員預留股份。

香港公開發售一粉紅色表格

閣下如為盛諾集團有限公司或其任何附屬公司之合資格僱員，請使用本申請表格

退款事項

倘申請遭拒絕、不獲接納或僅部分獲接納，或最終釐定的發售價低於最高發售價每股發售股份1.43港元（不包括有關的經紀佣金、證監會交易費及香港聯交所交易費），或香港公開發售的條件並未按照招股章程「全球發售的架構－全球發售的條件」一節所述者達成，或任何申請遭撤回，則申請股款或其適當部分連同相關經紀佣金、證監會交易費及香港聯交所交易費將不計利息退還或不將支票或銀行本票過戶。

於寄發退款支票日期前該等股款應計的所有該等利息將撥歸本公司所有。在出現涉及大幅超額認購的突發情況下，本公司及獨家全球協調人可酌情決定不將以申請表格提交的若干小額僱員預留股份申請的支票（成功申請除外）提早過戶。

退款支票將會以劃線註明「只准存入抬頭人賬戶」向閣下開出。閣下的香港身份證號碼／護照號碼的部分或會印於閣下的退款支票（如有）上。有關資料亦會轉交第三方作退款用途。銀行兌現退款支票前或會要求核實閣下的香港身份證號碼／護照號碼。

倘閣下的香港身份證號碼／護照號碼填寫有誤，或會導致閣下延遲甚至無法兌現退款支票。

本公司將於2014年7月9日（星期三）向閣下退還申請股款。

倘閣下申請認購1,000,000股或以上僱員預留股份，且已在申請表格上提出有意親身領取退款支票及／或股票並提供閣下的申請表格所規定的全部資料，則閣下可於2014年7月9日（星期三）或我們於報章通知的其他日期上午九時正至下午一時正親臨香港股份過戶登記處領取退款支票及／或股票，地址為香港皇后大道東183號合和中心22樓。

倘閣下為個人申請人並具備親身領取資格，則閣下不得授權他人代為領取。閣下在領取時均須出示香港股份過戶登記處認可的身份證明文件。

倘閣下並未在指定領取時間親身領取閣下的退款支票及／或股票，則該等支票及／或股票將隨即以普通郵遞方式寄往閣下申請表格所示地址，郵誤風險概由閣下自行承擔。

倘閣下申請認購少於1,000,000股僱員預留股份或閣下申請1,000,000股或以上僱員預留股份以及並沒有在申請表格上提出有意親身領取退款支票及／或股票，則閣下的退款支票及／或股票將會於2014年7月9日（星期三）以普通郵遞方式寄往有關申請表格所示地址，郵誤風險概由閣下自行承擔。

個人資料

個人資料收集聲明

此項個人資料收集聲明是向股份的申請人和持有人說明有關本公司及其香港股份過戶登記處有關個人資料和香港法例第486章《個人資料（私隱）條例》（「條例」）方面的政策和慣例。

1. 收集閣下個人資料的原因

證券申請人及登記持有人以本身名義申請證券或轉讓或受讓證券時或尋求香港股份過戶登記處的服務時，必須向本公司或其代理人及香港股份過戶登記處提供準確個人資料。

未能提供所要求的資料可能導致閣下申請證券被拒或延遲，或本公司或其香港股份過戶登記處無法落實轉讓或提供服務。此舉也可能妨礙或延遲登記或轉讓閣下成功申請的香港發售股份及／或寄發閣下應得的股票及／或退款支票。

證券持有人所提供的個人資料如有任何錯誤，須立即通知本公司及香港股份過戶登記處。

2. 目的

證券持有人的個人資料可被採用及以任何方式持有、處理及／或保存，以作下列用途：

- 處理閣下的申請及電子自動退款指示或退款支票（如適用）、核實是否符合本申請表格及招股章程載列的條款和申請程序以及公佈香港發售股份的分配結果；

- 遵守香港及其他地區的適用法例、規則或規例（不論為法定或其他規定），包括香港聯交所、證監會及任何其他法定或政府部門之規則；
- 以證券持有人（包括香港結算代理人（如適用））的名義登記新發行證券或轉讓或受讓證券；
- 存置或更新本公司證券持有人的名冊；
- 核實證券持有人的身份；
- 確定本公司證券持有人的受益權利，例如股息、供股和紅股等；
- 分發本公司及其附屬公司的通訊；
- 編製統計數據和股東資料；
- 透過報章公告或以其他方式披露成功申請人的身份；
- 披露有關資料以便就權益索償；及
- 與上述有關的任何其他附帶或相關目的及／或使本公司及香港股份過戶登記處能履行對證券持有人及／或監管機構承擔的責任及／或證券持有人不時同意的任何其他目的。

3. 轉交個人資料

本公司及其香港股份過戶登記處所持有關證券持有人的個人資料將會保密，但本公司及其香港股份過戶登記處可以在為達到上述任何目的之必要情況下，向下列任何人士披露或轉交（無論在香港境內或境外）有關個人資料：

- 本公司、其顧問或其委任的代理人，如財務顧問、收款銀行及海外主要過戶登記處；
- 確保遵守香港及其他地區所有適用法律及法規；
- （如證券申請人要求將證券存於中央結算系統）香港結算或香港結算代理人；彼等將會就中央結算系統的運作使用有關個人資料；
- 任何已將公司印章或其他識別號碼列於本申請表格上的經紀（如適用）；
- 向本公司或香港股份過戶登記處提供與其各自業務營運有關的行政、電訊、電腦、付款或其他服務的任何代理人、承包商或第三方服務供應商；
- 香港聯交所、證監會及任何其他法定、監管機關或政府部門或遵照其他法例、規則或法規；及
- 證券持有人與其進行或擬進行交易的任何人士或機構，例如彼等的銀行、律師、會計師或股票經紀等。

4. 個人資料的保留

本公司及其香港股份過戶登記處將按收集個人資料所需的用途保留證券申請人及持有人的個人資料。無需保留的個人資料將會根據條例銷毀或處理。

5. 查閱和更正個人資料

證券持有人有權確定本公司或香港股份過戶登記處是否有其個人資料，並有權索取有關該資料的副本並更正任何不準確資料。本公司和香港股份過戶登記處有權就處理任何查閱資料的要求收取合理費用。

所有查閱資料或更正資料的要求應按招股章程「公司資料」一節所披露或不時通知的本公司註冊地址送交公司秘書，或向香港股份過戶登記處的個人資料私隱事務主任提出。

閣下簽署本申請表格，即表示同意上述各項。

閣下如何提出申請

- 按照下表計算閣下擬申請認購的僱員預留股份數目的應繳股款。閣下申請股數最少必須為2,000股僱員預留股份。申請認購股數必須按照下文「可供申請認購僱員預留股份數目及應繳款項」一表載列的其中一個股份數目提出。申請認購任何其他數目的僱員預留股份將不予考慮，而任何有關申請將概不受理。閣下可申請認購最多3,750,000股僱員預留股份。下表列出申請認購最多3,750,000股僱員預留股份的該等僱員預留股份數目的應繳股款總額。閣下須繳付最高發售債券每股僱員預留股份1.43港元，另加1.0%經紀佣金、0.003%證監會交易費及0.005%香港聯交所交易費。

2. 按照指示正確填寫並簽署表格。只接納親筆簽名。

3. 股款須緊釘於表格上。申請股份的股款必須以一張支票或一張銀行本票支付。每份申請必須附有單獨開出的一張支票或一張銀行本票。

倘閣下以支票付款，則該支票必須：

- 為港元支票；
- 不得為期票；
- 由閣下在香港持牌銀行的港元銀行賬戶開出；
- 顯示閣下的賬戶名稱，而該賬戶名稱必須預印在支票上，或由有關銀行授權人在該支票背面簽署證明賬戶。該賬戶名稱必須與閣下的申請表格所示姓名／名稱相同。如屬聯名申請，該賬戶名稱必須與排名首位申請人的姓名／名稱相同；
- 註明抬頭人為「浩豐代理人有限公司－盛諾集團公開發售」；及
- 劃線註明「只准存入抬頭人賬戶」。

下列情況將導致閣下之申請不獲接納：

- 支票未能符合所有上述規定；或
- 支票首次過戶時未獲兌現。

倘閣下以銀行本票付款，則銀行本票必須：

- 為港元銀行本票；
- 不得為期票；
- 由香港持牌銀行發出並由銀行的授權人在銀行本票背面簽署證明閣下姓名。銀行本票所顯示姓名須與本申請表格所填寫的姓名相同；
- 註明抬頭人為「浩豐代理人有限公司－盛諾集團公開發售」；及
- 劃線註明「只准存入抬頭人賬戶」。

倘閣下的銀行本票不符合所有有關要求，則閣下的申請將不獲受理。

4. 撕下本申請表格，對摺一次，並於2014年7月3日（星期四）下午4時正前交回設置於本公司總部，地址為香港九龍灣宏照道38號企業廣場5期MegaBox 1座20樓2005-2007室的收集箱。

5. 登記認購申請將於2014年7月4日（星期五）上午11時45分至中午12時正期間開始辦理，惟視乎當日天氣情況而定。如香港於2014年7月4日（星期五）上午9時正至中午12時正內任何時間懸掛下列警告信號，將不會開放登記申請：

- 八號或以上熱帶氣旋警告信號；或
- 「黑色」暴雨警告信號。

並改為在下一個營業日（當日上午9時正至中午12時正內任何時間並無懸掛上述任何一項警告）上午11時45分至中午12時正期間進行申請認購登記。

營業日乃指香港銀行一般為公眾人士開門營業的日子（星期六、星期日或香港公眾假期除外）。

6. 本公司保留將閣下的所有或任何股款過戶的權利。閣下將不獲發付款收據。本公司將保留閣下的申請股款（如屬退款，則計至退款支票發送日期止）的應得利息。在閣下的支票或銀行本票過戶前，本公司亦有權保留任何股票及／或任何多收的申請認購款項或退款。

可供申請認購僱員預留股份數目及應繳款項

申請認購的僱員預留股份數目	申請時應繳款項	申請認購的僱員預留股份數目	申請時應繳款項	申請認購的僱員預留股份數目	申請時應繳款項	申請認購的僱員預留股份數目	申請時應繳款項
	港元		港元		港元		港元
2,000	2,888.83	16,000	23,110.63	200,000	288,882.88	900,000	1,299,972.96
4,000	5,777.66	18,000	25,999.46	300,000	433,324.32	1,000,000	1,444,414.40
6,000	8,666.49	20,000	28,888.29	400,000	577,765.76	2,000,000	2,888,828.80
8,000	11,555.31	40,000	57,776.58	500,000	722,207.20	3,000,000	4,333,243.20
10,000	14,444.15	60,000	86,664.86	600,000	866,648.64	3,750,000*	5,416,554.01
12,000	17,332.97	80,000	115,553.15	700,000	1,011,090.08		
14,000	20,221.80	100,000	144,441.44	800,000	1,155,531.52		

* 閣下可申請的僱員預留股份最高數目。