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

IMPORTANT
重要提示

Application Form No.
申請表格編號

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 LICENSED SECURITIES DEALER OR REGISTERED INSTITUTION IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISERS.
閣下如對本申請表格任何方面或應採取之行動有任何疑問，應諮詢 閣下之持牌證券交易商或註冊證券機構、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 TUESDAY, 4 AUGUST 2015.
本申請表格具有價值，但不可轉讓，並僅供名列下文之合資格股東使用。申請最遲須於二零一五年八月四日(星期二)下午四時正前遞交。

Reference is made to the prospectus (the "Prospectus") issued by Richly Field China Development Limited (the "Company") dated 21 July 2015 in relation to the Open Offer. Terms used herein shall have the same meanings as defined in the Prospectus unless the context otherwise requires.
茲提述裕田中國發展有限公司(「本公司」)於二零一五年七月二十一日刊發有關公開發售之發售章程(「發售章程」)。除文義另有所指外，本表格所用詞彙與發售章程所界定者具有相同涵義。

A copy of each of the Prospectus Documents, together with the documents mentioned in the paragraph headed "16. Documents delivered to the Registrar of Companies" in Appendix III to the Prospectus have been registered with the Registrar of Companies in Hong Kong pursuant to Section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance. The Registrar of Companies in Hong Kong and the SFC take no responsibility as to the contents of these documents.
每份章程文件及於發售章程附錄三「16.送呈公司註冊處處長之文件」一段所述之文件之副本已根據公司(清盤及雜項條文)條例第342C條之規定向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此等文件之內容概不負責。

Hong Kong Exchanges and Clearing Limited, the Stock Exchange and the 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、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因倚賴該等內容而引致之任何損失承擔任何責任。

Subject to the granting of listing of, and permission to deal in, the Offer Shares on the Stock Exchange as well as compliance with the stock admission requirement of HKSCC, the Offer Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the commencement date of dealings in the Offer Shares on the Stock Exchange or such other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second trading day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.
待發售股份獲批准於聯交所上市及買賣，且符合香港結算之股份收納規定後，發售股份將獲香港結算接納為合資格證券，由發售股份於聯交所開始買賣日期或香港結算釐定之有關其他日期起，可於中央結算系統內寄存、結算及交收。聯交所參與者之間於任何交易日進行之交易須於其後第二個交易日透過中央結算系統進行交收。中央結算系統內之一切活動均須根據不時生效之中央結算系統一般規則及中央結算系統運作程式規則進行。

RICHLY FIELD

RICHLY FIELD CHINA DEVELOPMENT LIMITED
裕田中國發展有限公司

Website: www.richlyfieldchina.com
網址：www.richlyfieldchina.com
(incorporated in the Cayman Islands and continued in Bermuda with limited liability)
(於開曼群島註冊成立及於百慕達持續經營之有限公司)

(Stock Code: 313)
(股份代號：313)

Branch share registrar and transfer office in Hong Kong:
Tricor Secretaries Limited
("the Registrar")
Level 22,
Hopewell Centre,
183 Queen's Road East,
Hong Kong

香港股份過戶登記分處：
卓佳秘書商務有限公司
(「過戶登記處」)
香港
皇后大道東183號
合和中心
22樓

Registered office:
Canon's Court
22 Victoria Street
Hamilton HM 12
Bermuda

註冊辦事處：
Canon's Court
22 Victoria Street
Hamilton HM 12
Bermuda

Principal place of business in Hong Kong:
Suite 506,
ICBC Tower,
3 Garden Road,
Central Hong Kong

香港主要營業地點：
香港中環
花園道3號
中國工商銀行大廈
506室

OPEN OFFER OF 2,971,654,767 OFFER SHARES ON THE BASIS OF ONE OFFER SHARE FOR EVERY THREE SHARES HELD ON THE RECORD DATE
公開發售2,971,654,767股發售股份 基準為於記錄日期每持有三股股份可認購一股發售股份

PAYABLE IN FULL ON ACCEPTANCE BY NO LATER THAN 4:00 P.M. ON TUESDAY, 4 AUGUST 2015
股款須不遲於二零一五年八月四日(星期二)下午四時正接納時繳足

APPLICATION FORM
申請表格

Name(s) and address of Qualifying Shareholder(s) 合資格股東姓名及地址

Number of Shares registered in your name on Monday, 20 July 2015
於二零一五年七月二十日(星期一)以 閣下名義登記之股份數目

Box A
甲欄

Number of Offer Shares in your assured allotment subject to payment in full on acceptance by not later than 4:00 p.m. on Tuesday, 4 August 2015
閣下獲保證配發之發售股份數目，股款須於二零一五年八月四日(星期二)下午四時正前接納時繳足

Box B
乙欄

Amount payable on assured allotment 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

Application can only be made by the Qualifying Shareholder(s) named above.
Please enter in Box D the number of Offer Shares applied for and the amount of remittance enclosed (calculated as the number of Offer Shares applied for multiplied by HK$0.083).
認購申請僅可由名列上文之合資格股東作出。
請於丁欄填妥所申請認購之發售股份數目及隨附之股款金額(以申請認購之發售股份數目乘以0.083港元計算)。

Box D
丁欄

Number of Offer Shares applied for
申請認購之發售股份數目

Remittance enclosed
隨附股款
HK$
港元

You are entitled to apply for any number of Offer Shares which is equal to or less than your assured allotment shown in Box B by filling in this Application Form. Subject as mentioned in the Prospectus, such allotment is made to the Shareholders whose names were on the register of members of the Company and who were Qualifying Shareholders on the basis of an assured allotment of one Offer Share for every three Shares held on the Record Date. If you wish to apply for any Offer Shares, you should complete and sign this Application Form and lodge the form together with the appropriate remittance for the full amount payable in respect of the Offer Shares applied for with the Registrar, Tricor Secretaries Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong by not later than 4:00 p.m. on Tuesday, 4 August 2015. All remittance(s) for application of Offer Shares under assured allotment must be in Hong Kong dollars and made payable to "**Richly Field China Development Limited**" and crossed "**Account Payee Only**" and comply with the procedures set out overleaf. No application(s) of Offer Shares can be made by any person who are Excluded Shareholders.
閣下有權透過填寫本申請表格申請認購相等於或少於乙欄所列 閣下獲保證配發之任何發售股份數目。在發售章程所述者規限下，有關配發乃向名列本公司股東名冊並身為合資格股東之股東作出，基準為於記錄日期每持有三股股份獲保證配發一股發售股份。倘若 閣下欲申請認購任何發售股份，請填妥及簽署本申請表格並將表格連同申請認購發售股份涉及之全數應繳款項之足額股款，於二零一五年八月四日(星期二)下午四時正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183號合和中心22樓)。所有申請認購保證配發之發售股份股款必須以港元支付，並須註明抬頭人為「**裕田中國發展有限公司**」及以「**只准入抬頭人賬戶**」劃線方式開出，以及須符合背頁所載手續。身為除外股東之任何人士一概不得申請認購發售股份。

RICHLY FIELD

RICHLY FIELD CHINA DEVELOPMENT LIMITED

裕田中國發展有限公司

Website: www.richlyfieldchina .com

(incorporated in the Cayman Islands and continued in Bermuda with limited liability)

CONDITIONS

1. You may not apply for any Offer Shares if you are an Excluded Shareholder.

2. No receipt will be issued for any application monies received but it is expected that share certificate(s) for any Offer Shares in respect of which your application is accepted in full or in part will be sent to you by ordinary post, at your own risk, at the address stated on the Application Form.

3. Completion of the Application Form will constitute an instruction and authority by you to the Registrar, Tricor Secretaries Limited or any person nominated by it for the purpose, on your behalf, to execute any registration of the Application Form or other documents and, generally, to do all such other things as such company or person may consider necessary or desirable to effect registration in your name(s) of the Offer Shares applied for or any lesser number in accordance with the arrangements described in the Prospectus.

4. You undertake to sign all documents and to do all other acts necessary to enable you to be registered as the holder of the Offer Shares which you have applied for subject to the memorandum of association and bye-laws of the Company.

5. Remittance(s) will be presented for payment upon receipt by the Company and all interest earned (if any) will be retained for the benefit of the Company. Application in respect of which the cheque is dishonoured upon first presentation is liable to be rejected.

6. Your right to apply for the Offer Shares is not transferable.

7. The Company reserves the right to accept or refuse any application for Offer Shares which does not comply with the procedures set out herein.

PROCEDURES FOR APPLICATION

You may apply for such number of Offer Shares which is equal to or less than your assured allotment set out in Box B by filling in the Application Form.

To apply for such number of Offer Shares which is less than your assured entitlement, you must enter in Box D of the Application Form the number of Offer Shares for which you wish to apply for and the total amount payable (calculated as the number of Offer Shares applied for multiplied by HK$0.083). If the amount of the corresponding remittance received is less than that required for the number of Offer Shares inserted, the applicant(s) will be deemed to have applied for such lesser number of Offer Shares for which full payment has been received.

If you wish to apply for the exact number of Offer Shares set out in Box B of the Application Form, this number should be inserted in Box D of the Application Form. If no number is inserted, you will be deemed to have applied for the number of Offer Shares for which full payment has been received. If you apply for a number of Offer Shares that is in excess of your assured entitlement set out in Box B of the Application Form, your application is liable to be rejected.

The Application Form when duly completed, to which the appropriate remittance(s) should be stapled accordingly and folded once and must be returned to the Registrar, Tricor Secretaries Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, no later than 4:00 p.m. on Tuesday, 4 August 2015. All remittance(s) must be made in Hong Kong dollars and cheques must be drawn on an account with, or banker's cashier orders must be issued by, a licensed bank in Hong Kong, and made payable to "**Richly Field China Development Limited**" and crossed "**Account Payee Only**". Unless the Application Form together with the appropriate remittance shown in Box C or Box D (as the case may be) of the Application Form has been received by the Registrar by 4:00 p.m. on Tuesday, 4 August 2015, your assured entitlement and all rights thereunder shall be deemed to have been declined and will be cancelled.

The Underwriting Agreement in respect of the Open Offer contains provisions granting the Underwriter, by notice in writing, the rights at any time prior to 4:00 p.m. on Wednesday, 5 August 2015 to terminate the Underwriting Agreement on the occurrence of certain events. These events are set out in the section headed "Termination of the Underwriting Agreement" in the Prospectus. If the Underwriter terminates the Underwriting Agreement, the Open Offer will not proceed.

It should be noted that the Shares have been dealt in on an ex-entitlement basis from Friday, 10 July 2015, and dealings in Shares will take place while the conditions to which the Open Offer is subject remain unfulfilled. These conditions are set out in the paragraph headed "Conditions of the Open Offer" in the Letter from the Board of the Prospectus. Any Shareholders or other persons dealing in Shares up to the date on which all conditions to which the Open Offer is subject are fulfilled (which is expected to be on Wednesday, 5 August 2015) will accordingly bear the risk that the Open Offer cannot become unconditional and may not proceed. Shareholders and potential investors should exercise caution when dealing in the securities of the Company, and if they are in any doubt about their positions, they should consult their professional advisers.

CHEQUES AND BANKER'S CASHIER'S ORDERS

All cheques and banker's cashier's orders will be presented for payment immediately upon receipt and all interest earned on such monies (if any) will be retained for the benefit of the Company. Completion and lodgment of the Application Form together with a cheque or banker's cashier's order in payment for the Offer Shares accepted will constitute a warranty by the applicant(s) that the cheque or banker's cashier's order will be honored on first presentation. Any Application Form in respect of which the accompanying cheque or cashier's order is dishonored on first presentation is liable to be rejected, and in that event the assured entitlement and all rights thereunder will be deemed to have been declined and will be cancelled.

CERTIFICATES FOR OFFER SHARES

It is expected that share certificate(s) for Offer Shares will be despatched by ordinary post to those allottees entitled thereto at their own risk on or before Tuesday, 11 August 2015. You will receive one share certificate for all the Offer Shares allotted and issued to you.

GENERAL

The Offer Shares (when fully paid and issued) will rank pari passu in all respects with the Shares in issue on the date of allotment and issue of the Offer Shares. Holders of the Offer Shares will be entitled to receive all future dividends and distributions that are declared, made or paid on or after the date of allotment and issue of the Offer Shares.

All documents, including cheques for amounts due, will be sent by ordinary post at the risk of the persons entitled thereto to their registered addresses.

The Application Form and any acceptance of the Offer Shares contained in it shall be governed by, and construed in accordance with, the Laws of Hong Kong.

RICHLY FIELD

RICHLY FIELD CHINA DEVELOPMENT LIMITED
裕田中國發展有限公司

網址：www.richlyfieldchina.com

(於開曼群島註冊成立及於百慕達持續經營之有限公司)

條件

1. 倘　閣下為除外股東，則不得申請認購任何發售股份。

2. 概不會就收到之任何申請股款發出收據，惟預期申請獲全數或部份接納之任何發售股份之股票將以普通郵遞方式按申請表格上所列地址寄交　閣下，郵誤風險概由　閣下自行承擔。

3. 填妥申請表格將構成　閣下指示及授權過戶登記處卓佳秘書商務有限公司或其提名之任何人士代表　閣下辦理申請表格或其他文件之任何登記手續，以及一般地執行有關公司或人士可能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　閣下所申請認購之數目或較少數目之發售股份登記在　閣下名下。

4. 閣下承諾簽署所有文件並採取一切其他必要之行動以使　閣下登記成為所申請認購之發售股份之持有人，惟須符合本公司組織章程大綱及公司細則之規定。

5. 本公司收到股款後將隨即將之過戶，由此賺取之一切利息(如有)將撥歸本公司所有。倘支票未能於首次過戶時兌現，則有關申請將不獲受理。

6. 閣下申請認購發售股份之權利不得轉讓。

7. 本公司保留接納或拒絕任何未符合本申請表格所載手續之發售股份認購申請之權利。

申請手續

閣下可透過填寫申請表格申請認購相等於或少於乙欄所列　閣下獲保證配發之發售股份數目。

倘　閣下欲申請認購少於　閣下之保證配額之發售股份數目，　閣下必須在申請表格丁欄內填上欲申請認購之發售股份數目及應繳款項總額(以申請認購之發售股份數目乘以0.083港元計算)。倘所收到之相應股款金額少於所填上之發售股份數目之所需股款，則申請人將被視作申請認購已收全數款項所代表之較少發售股份數目。

倘　閣下欲申請認購申請表格乙欄所列數目之發售股份，則請在申請表格丁欄內填上該數目。倘並無填上任何數目，則　閣下將被視作申請認購已收全數款項所代表數目之發售股份。倘　閣下申請超過申請表格乙欄所載　閣下獲保證配發之發售股份數目，則　閣下之申請將不獲受理。

填妥申請表格並將適當之股款相應地緊釘其上後，請將表格對摺並於二零一五年八月四日(星期二)下午四時正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183號合和中心22樓。所有股款必須為港元款項。支票必須以香港持牌銀行戶口開出，而銀行本票則須由香港持牌銀行發出，並以「**裕田中國發展有限公司**」為抬頭人及以「**只准入抬頭人賬戶**」方式劃線開出。除非申請表格連同申請表格丙欄或丁欄(視情況而定)所示之適當股款於二零一五年八月四日(星期二)下午四時正之前獲過戶登記處收訖，否則　閣下之保證配額以及一切有關權利將視為予以放棄並將予註銷。

公開發售之包銷協議載有條文授予包銷商在發生若干事件時於二零一五年八月五日(星期三)下午四時正前任何時間內透過發出書面通知終止包銷協議之權利。該等事件載於發售章程「終止包銷協議」一節。倘包銷商終止包銷協議，則公開發售不會進行。

謹請注意，股份已由二零一五年七月十日(星期五)起以除權方式進行買賣，且股份將會於公開發售之條件尚未獲達成時進行買賣。該等條件載於發售章程董事會函件「公開發售之條件」一段。任何股東或其他人士如於公開發售之所有條件達成當日(預期為二零一五年八月五日(星期三))前買賣股份，將須據此承擔公開發售不能成為無條件及未必會進行之風險。股東及潛在投資者於買賣本公司證券時，務須審慎行事，而彼等如對其本身之情況有任何疑問，應諮詢彼等之專業顧問。

支票及銀行本票

所有支票及銀行本票均將於收訖後立即過戶，而該等款項所賺取之一切利息(如有)將撥歸本公司所有。填妥及交回申請表格及就所接納發售股份付款之支票或銀行本票，將構成申請人保證該支票或銀行本票將於首次過戶時兌現。凡隨附支票或銀行本票在首次過戶時未能兌現之申請表格均可遭拒絕受理，而在此情況下，保證配額及據此獲得之所有權利將被視為予以放棄並將予註銷。

發售股份股票

預期發售股份之股票將於二零一五年八月十一日(星期二)或之前以普通郵遞方式寄發予有權獲得該等股票之承配人，郵誤風險概由彼等自行承擔。　閣下將就獲配發及發行之所有發售股份收取一張股票。

一般資料

發售股份(當繳足及已發行)將與配發及發行發售股份日期已發行之股份在各方面享有同等權益。發售股份持有人將有權收取於配發及發行發售股份當日或之後所宣派、作出或支付之所有未來股息及分派。

所有文件(包括應付金額支票)將以普通郵遞方式，按有權收取有關文件之人士之登記地址寄發予彼等，郵誤風險由彼等自行承擔。

申請表格及當中所載任何發售股份之接納須受香港法例管轄並按其詮釋。

RICHLY FIELD

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(於開曼群島註冊成立及於百慕達持續經營之有限公司)
(Stock Code: 313)
(股份代號：313)

To: Richly Field China Development Limited
致：裕田中國發展有限公司

Dear Sirs,
敬啟者：

I/We, being the Qualifying Shareholder(s) stated in this Application Form, enclose a remittance** for the amount payable in full on application for the number of Offer Shares at a price of HK$0.083 per Offer Share specified in Box B (or, if and only if Box D is completed, in Box D). I/We accept and undertake to accept that number of Offer Shares on the terms and conditions of the Prospectus dated 21 July 2015 and this Application Form and subject to the memorandum of association and bye-laws of the Company and I/we hereby undertake and agree to apply for the same or any lesser number of such Offer Shares in respect of which this application may be made. I/We authorise the Company to place my/our name(s) on the register of members as the holder(s) of such Offer Shares or any lesser number of Offer Shares as aforesaid and to send share certificates 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／吾等為本申請表格所列之合資格股東，現申請認購乙欄(或，倘若僅填妥丁欄，則指丁欄)指定之發售股份數目，並附上按每股發售股份0.083港元之價格計算須於申請時繳足之全數股款**。本人／吾等謹此根據日期為二零一五年七月二十一日之發售章程及本申請表格所載之條款及條件並在　貴公司之組織章程大綱及公司細則規限下接納及承諾接納有關數目之發售股份，而本人／吾等謹此承諾並同意申請認購相等於或少於與本申請有關之發售股份數目。本人／吾等謹此授權　貴公司將本人／吾等之姓名列入股東名冊，作為上述有關數目或任何較少數目之發售股份之持有人，並請　貴公司將有關該等發售股份之股票按背頁所指明之地址以普通郵遞方式寄予本人／吾等，郵誤風險概由本人／吾等自行承擔。本人／吾等已細閱背頁所載之申請條件及手續，並同意受其約束。

Please insert contact telephone number 請填上聯絡電話號碼	

Signature(s) of Qualifying Shareholder(s)
(all joint Qualifying Shareholder(s) must sign)
合資格股東簽署
(所有聯名合資格股東均須簽署)

(1) ____________ (2) ____________ (3) ____________ (4) ____________

Date 日期: ____________

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

Number of Offer Shares applied for (being the total specified in Box D, or failing which, the total specified in Box B) **申請認購之發售股份數目(即丁欄或(如未有填妥)乙欄所列明之發售股份總數)**	**Total amount of remittance (being the total specified in Box D, or failing which, the total specified in Box C)** **股款總額(即丁欄或(如未有填妥)丙欄所列明之股款總額)**	**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**	**Cheque/banker's cashier order number** **支票／銀行本票號碼**
	HK$ 港元		

** Cheque or banker's cashier order should be crossed "**ACCOUNT PAYEE ONLY**" and made payable to "**Richly Field China Development Limited**" (see the section headed "**Procedures for Application**" on the reverse side of this Application Form).
支票或銀行本票須以「只准入抬頭人賬戶**」方式並以「**裕田中國發展有限公司**」為抬頭人以劃線方式開出(詳情請參閱本申請表格背頁「**申請手續**」一節)。

Valid application for such number of Offer Shares which is less than or equal to an applicant's assured allotment will be accepted in full, assuming that the conditions of the Open Offer have been satisfied. If no number is inserted in the boxes, you will be deemed to have applied for the number of Offer Shares for which payment has been received. If the amount of the remittance is less than that required for the number of Offer Shares inserted, you will be deemed to have applied for the number of Offer Shares for which payment has been received. Application will be deemed to have been made for a whole number of Offer Shares.
假設公開發售之條件獲達成，申請認購發售股份數目少於或相等於申請人獲保證配發之發售股份數目之有效申請將獲全數接納。倘各欄內並無填上數目，則　閣下將被視作申請認購已收款項所代表之發售股份數目。倘股款金額少於欄內所填數目之發售股份所需股款，則　閣下將被視作申請認購已收股款所代表之發售股份數目。申請將被視作為申請認購整數之發售股份數目而作出。

*Your attention is drawn to the sections headed "**Conditions**" and "**Procedures for Application**" in this Application Form.*
*請　閣下注意載於本申請表格內「**條件**」和「**申請手續**」各節。*