

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

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 ADVISER.

閣下如對本申請表格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 MONDAY, 16 MAY 2016.

本申請表格具有價值，但不可轉讓，並僅供以下列名之合資格股東使用。於2016年5月16日（星期一）下午四時正以後遞交之申請概不受理。

Reference is made to the offering circular issued by China Billion Resources Limited ("Company") dated 29 April 2016 ("Offering Circular") in relation to the Open Offer. Terms used herein shall have the same meanings as defined in the Offering Circular unless the context otherwise requires.

茲提述中富資源有限公司（「本公司」）於2016年4月29日刊發有關公開發售之發售通函（「發售通函」），除文義另有所指外，本表格所用詞彙與發售通函所界定者具有相同涵義。

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited ("Stock Exchange") and the 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，並明確表示概不就此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 requirements 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 settlement day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. YOU SHOULD CONSULT YOUR LICENSED SECURITIES DEALER, REGISTERED INSTITUTION IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER FOR DETAILS OF THOSE SETTLEMENT ARRANGEMENTS AND HOW SUCH ARRANGEMENTS MAY AFFECT YOUR RIGHTS AND INTERESTS.

於發售股份獲批准於聯交所上市及買賣並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之日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之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序規則進行。有關交收安排之詳情及該等安排對閣下之權利及權益可能構成之影響，閣下應諮詢閣下之持牌證券交易商、註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。



CHINA BILLION RESOURCES LIMITED
中富資源有限公司

(incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立之有限公司)

(Stock Code: 274)
(股份代號：274)

OPEN OFFER OF 5,235,303,300 OFFER SHARES AT HK\$0.03 PER
OFFER SHARE ON THE BASIS OF ASSURED ENTITLEMENTS TO TWO
OFFER SHARES FOR EVERY ONE SHARE HELD ON THE RECORD DATE
公開發售5,235,303,300股發售股份
基準為於記錄日按發售價每股0.03港元每持有一股股份
可獲發兩股保證配額中之發售股份

PAYABLE IN FULL ON APPLICATION BY
NO LATER THAN 4:00 P.M. ON MONDAY, 16 MAY 2016
股款須不遲於2016年5月16日（星期一）下午四時正前於申請時繳足

APPLICATION FORM
申請表格

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

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

Application can only be made by the Qualifying Shareholder(s) named above.

認購申請僅可由上文列名之合資格股東作出。

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\$0.03).

請於D欄填寫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0.03港元計算）。

All dates or deadlines specified in this Application Form refer to Hong Kong local time.

閣下有權透過填寫本申請表格申請認購相等或於上文乙欄所列閣下之保證配額中之任何發售股份數目。在發售通函所述之規限下，有關發售股份之發售乃向於記錄日名列本公司股東名冊並為合資格股東之股東作出。倘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，不遲於2016年5月16日（星期一）下午四時正前交回本公司之香港股份登記及過戶分處：卓佳登捷時有限公司（地址為香港皇后大道東183號合和中心22樓），所有申請認購閣下之保證配額中之發售股份股款必須以支票或銀行本票形式以港元支付，並須註明抬頭人為「China Billion Resources Limited」及以「只匯入抬頭人賬戶」方式劃線開出，以及須符合背頁所載之手續。合資格股東外之任何人士不得申請認購發售股份。

本申請表格所列之所有日期或截止時間均指香港本地時間。

Your attention is drawn to the sections headed "Conditions" and "Procedures for Application" in this Application Form.

敬請閣下注意載於本申請表格「條件」及「申請手續」之章節。

Registered office:

Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman
KY1-1111
Cayman Islands

註冊辦事處：

Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman
KY1-1111
Cayman Island

Principal place of business
in Hong Kong:

Room 2811, 28th Floor
China Merchants Tower
No.168-200 Connaught
Road Central
Hong Kong

香港主要營業地點：

香港干諾道中168-200號
招商局大廈28樓2811室

29 April 2016
2016年4月29日

Number of Shares registered in your name on Thursday, 28 April 2016
於2016年4月28日（星期四）以閣下名義登記之股份數目

BOX A
甲欄

Number of Offer Shares in your assured entitlement subject to payment in full on application by no later than 4:00 p.m. on Monday, 16 May 2016
有關閣下之保證配額中之發售股份數目受限於股款須不遲於2016年5月16日（星期一）下午四時正前於申請時繳足

BOX B
乙欄

Amount payable on application for the Offer Shares in your assured entitlement
申請認購保證配額中之發售股份時應繳股款

BOX C
丙欄

HK\$
港元

Number of Offer Shares applied for (which must not exceed the number in Box B)
申請認購之發售股份數目（不得多於乙欄所示之數目）

BOX D
丁欄

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 entitlement shown in Box B above by filling in this Application Form. Subject as mentioned in the Offering Circular, the offer of Offer Shares is made to the Shareholders whose names were on the register of members of the Company and who were Qualifying Shareholders 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 Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong by no later than 4:00 p.m. on Monday, 16 May 2016. All remittance(s) for application of Offer Shares comprised in your assured entitlement must be in Hong Kong dollars by way of cheque or banker's cashier order and made payable to "China Billion Resources 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 other than the Qualifying Shareholders.

All dates or deadlines specified in this Application Form refer to Hong Kong local time.

閣下有權透過填寫本申請表格申請認購相等或於上文乙欄所列閣下之保證配額中之任何發售股份數目。在發售通函所述之規限下，有關發售股份之發售乃向於記錄日名列本公司股東名冊並為合資格股東之股東作出。倘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，不遲於2016年5月16日（星期一）下午四時正前交回本公司之香港股份登記及過戶分處：卓佳登捷時有限公司（地址為香港皇后大道東183號合和中心22樓），所有申請認購閣下之保證配額中之發售股份股款必須以支票或銀行本票形式以港元支付，並須註明抬頭人為「China Billion Resources Limited」及以「只匯入抬頭人賬戶」方式劃線開出，以及須符合背頁所載之手續。合資格股東外之任何人士不得申請認購發售股份。

本申請表格所列之所有日期或截止時間均指香港本地時間。

Your attention is drawn to the sections headed "Conditions" and "Procedures for Application" in this Application Form.

敬請閣下注意載於本申請表格「條件」及「申請手續」之章節。



CHINA BILLION RESOURCES LIMITED

中富資源有限公司

(incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立之有限公司)

(Stock Code: 274)

(股份代號: 274)

To: China Billion Resources Limited
致: 中富資源有限公司

Dear Sirs,

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\$0.03 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 Offering Circular and this Application Form and subject to the memorandum and articles of association 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 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.

敬啟者:

本人/吾等為本申請表格所列名之合資格股東，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0.03港元之價格計算須於申請時繳足之全數股款*。本人/吾等謹此根據發售通函及本申請表格所載之條款及條件，以及按貴公司之組織章程大綱及細則之規定，同意並承諾接納有關數目之發售股份，且本人/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/吾等之姓名列入貴公司之股東名冊，作為上述有關數目或較少數目之發售股份之持有人，並將有關之股票證按背頁所列明之地址以平郵方式寄予本人/吾等，郵誤風險概由本人/吾等承擔。本人/吾等已細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
請填上聯絡電話號碼

Signature(s) of Qualifying Shareholder(s)
(all joint Qualifying Shareholders 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: _____ 2016

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 number specified in Box B) 申請認購之發售股份數目 (即丁欄或(如未有填妥)乙欄所列明之總數)	Total amount of remittance (being the total amount 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 "China Billion Resources Limited" (see the section headed "Procedures for Application" on the overleaf 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「China Billion Resources Limited」為抬頭人劃線開出(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 entitlement will be accepted in full, assuming that the conditions of the Open Offer have been satisfied. If no number is inserted in the boxes above, 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. No receipt will be given for the remittance.

假設公開發售之條件獲達成，認購發售股份數目少於或相等於申請人之保證配額中有关發售股份數目之有效申請將獲全數接納。倘上述各欄內並無填上數目，則閣下將被視作申請認購已收訖股款所代表之發售股份數目。倘股款少於認購上欄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訖股款所代表之發售股份數目。申請將被視作為申請認購完整之發售股份數目而作出。該等股款不會獲發收據。



CHINA BILLION RESOURCES LIMITED

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 274)

CONDITIONS

1. No person other than the Qualifying Shareholder is permitted to apply for any Offer Shares.
2. No receipt will be issued for sums received on application(s) but it is expected that share certificate(s) for any Offer Shares in respect of which the application(s) is/are accepted in full or in part will be sent to the Qualifying Shareholder(s) or, in the case of joint Qualifying Shareholders, to the first named Qualifying Shareholder by ordinary post, at their own risk, at the address stated on the form(s).
3. Completion of this Application Form will constitute an instruction and authority by the applicant(s) to the Company and/or Tricor Tengis Limited or any person nominated by them for the purpose, on behalf of the applicant(s), to execute any registration of this 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 the name(s) of the applicant(s) of the Offer Shares applied for or any lesser number in accordance with the arrangements described in the Offering Circular.
4. The applicant(s) of the Offer Shares undertake to sign all documents and to do all other acts necessary to enable him/her/them to be registered as the holders of the Offer Shares which he/she/they has/have applied for subject to the memorandum and articles of association of the Company.
5. Completion and return of this Application Form together with a cheque or banker's cashier order in payment for the Offer Shares which are the subject of this form will constitute a warranty by the applicant(s) that the cheques or banker's cashier orders will be honoured on first presentation. All cheques and banker's cashier orders will be presented for payment immediately following receipt and all interest earned on such monies (if any) will be retained for the benefit of the Company. If the cheque or banker's cashier order is not honoured on first presentation, this Application Form is liable to be rejected, and in that event the relevant entitlement of Offer Shares and all rights thereunder will be deemed to have been declined.
6. This Application Form is for use only by the person(s) named herein and such person's/persons' right to apply for the Offer Shares is not transferable.
7. The Company reserves the right to accept or refuse any application(s) for Offer Shares which does not comply with the application procedures set out herein. The Company is not obliged to treat but may at its absolute discretion treat an Application Form as valid and binding on the person(s) by whom and on whose behalf it is lodged even if such Application Form is not completed in accordance with the relevant instructions. The Company may require such incomplete Application Form to be completed by the relevant applicant at a later stage.
8. No person receiving a copy of the Offering Circular or the Application Form in any territory or jurisdiction outside Hong Kong may treat it as an offer or an invitation to apply for the Offer Shares, unless in the relevant jurisdiction such an offer or invitation could lawfully be made without compliance with any registration or other legal or regulatory requirements. It is the responsibility of any person outside Hong Kong wishing to make an application for Offer Shares to satisfy himself/herself/itself as to the observance of the laws and regulations of all relevant jurisdiction, including obtaining any government or other consents, and payment of any taxes and duties required to be paid in such jurisdiction in connection therewith. Completion and return of the Application Form will constitute a warranty and representation by the relevant applicant(s) to the Company that all registration, legal and regulatory requirements of all relevant territories other than Hong Kong in connection with the application for the Offer Shares have been duly complied with by such applicant(s). For the avoidance of doubt, neither HKSCC nor HKSCC Nominees Limited is subject to any of the representations and warranties. If you are in any doubt as to your position, you should consult your professional advisers.
9. The Open Offer is conditional upon the Underwriting Agreement having become unconditional (please see the section headed "Conditions for the Open Offer" as set out in the "Letter from the Board" in the Offering Circular).
10. In the event of inconsistency, the English version of this Application Form shall prevail over the Chinese version.

PROCEDURES FOR APPLICATION

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

To apply for such number of Offer Shares which is less than your assured entitlement, enter in Box D of this 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\$0.03). 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 this Application Form, this number should be inserted in Box D of this 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.

This Application Form, when duly completed, to which the appropriate remittance(s) should be stapled accordingly, should be folded once and must be returned to the Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, no later than 4:00 p.m. on Monday, 16 May 2016. All remittance(s) must be made in Hong Kong dollars and cheques must be drawn on an account with, and banker's cashier orders must be issued by a licensed bank in Hong Kong, made payable to "China Billion Resources Limited" and crossed "Account Payee Only" for application for Offer Shares. Unless this Application Form, together with the appropriate remittance shown in Box C or Box D (as the case may be) of this Application Form, has been received by 4:00 p.m. on Monday, 16 May 2016, the Company may at its discretion treat you as having declined your right to apply for the Offer Shares and all rights in relation thereto.

Share certificates for the Offer Shares are expected to be posted by ordinary post to you on or before Wednesday, 25 May 2016 at your own risk. You will receive one share certificate for all fully-paid Offer Shares allotted and issued to you.

TERMINATION OF THE UNDERWRITING AGREEMENT

The Underwriter may terminate the arrangements set out in the Underwriting Agreement by notice in writing issued to the Company at any time prior to 9:00 a.m. on the Settlement Date if there occurs:

- (i) an introduction of any new law or regulation or any change in existing law or regulation (or the judicial interpretation thereof); or
- (ii) any local, national or international event or change (whether or not forming part of a series of events or changes occurring or continuing before, and/or after the date hereof) of a political, military, financial, economic or currency (including a change in the system under which the value of the Hong Kong currency is linked to the currency of the United States of America) or other nature (whether or not such are of the same nature as any of the foregoing) or of the nature of any local, national or international outbreak or escalation of hostilities or armed conflict, or affecting local securities market; or
- (iii) any act of God, war, riot, public disorder, civil commotion, fire, flood, explosion, epidemic, terrorism, strike or lock-out;

and in the opinion of the Underwriter, acting reasonably, such change would have a material and adverse effect on the business, financial or trading position or prospects of the Group as a whole or the success of the Open Offer or make it inadvisable or inexpedient to proceed with the Open Offer.

If, at or prior to 9:00 a.m. on the Settlement Date:

- (i) the Company commits any material breach of or omits to observe any of the obligations, undertakings, representations or warranties expressed to be assumed by it under the Underwriting Agreement which breach or omission will have a material and adverse effect on its business, financial or trading position; or
- (ii) the Underwriter shall receive notification pursuant to, or shall otherwise become aware of, the fact that any of the representations, warranties or undertakings contained in under the Underwriting Agreement was, when given, untrue or inaccurate or would be untrue or inaccurate if repeated pursuant to the Underwriting Agreement, and the Underwriter shall, in its reasonable opinion, determine that any such untrue representation, warranty or undertaking represents or is likely to represent a material adverse change in the business, financial or trading position or prospects of the Group taken as a whole or is otherwise likely to have a materially prejudicial effect on the Open Offer; or
- (iii) the Company shall, after any matter or event referred to in the relevant provision of the Underwriting Agreement has occurred or come to the Underwriter's attention, fail promptly to send out any announcement or circular (after the despatch of the Offering Circular), in such manner (and as appropriate with such contents) as the Underwriter may reasonably request for the purpose of preventing the creation of a false market in the securities of the Company,

the Underwriter shall be entitled (but not be bound) by notice in writing issued by the Underwriter to the Company to elect to treat such matter or event as releasing and discharging the Underwriter from its obligations under the Underwriting Agreement.

Any such notice shall be served by the Underwriter to the Company prior to the latest time for termination of the Underwriting Agreement. Upon termination of the Underwriting Agreement, the Open Offer will not proceed.

CHEQUES AND BANKER'S CASHIER ORDERS

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

STATUS OF THE OFFER SHARES

The Offer Shares, when allotted, issued and fully-paid, will rank *pari passu* with the Shares then in issue in all respects. Holders of such Offer Shares will be entitled to receive all future dividends and distributions which are declared, made or paid with a record date which falls on or after the date of allotment and issue of the Offer Shares.

SHARE CERTIFICATES

Subject to fulfillment of the conditions of the Open Offer and save as otherwise provided in the Underwriting Agreement, share certificates for fully-paid Offer Shares are expected to be posted on or around Wednesday, 25 May 2016 to all Qualifying Shareholders who have applied for, accepted and paid for the Offer Shares by ordinary post at their own risks. Refund cheques in respect of the Offer Shares if the Open Offer is terminated are expected to be posted on or around Wednesday, 25 May 2016 by ordinary post to the applicants at their own risks.

GENERAL

All documents will be sent by ordinary post at the risk of the persons entitled thereto to their registered addresses. Lodgment of this Application Form purporting to have been signed by the person(s) in whose favour it has been issued, shall be conclusive evidence of the title of the party(ies) lodging it to deal with the same and to receive relevant certificates of the Offer Shares. This Application Form and any application for the Offer Shares pursuant to it shall be governed by, and construed in accordance with, the laws of Hong Kong.