
APPENDIX III — PROFIT FORECAST

The forecast of the combined profit after taxation and non-controlling interests but before extraordinary items of our Group for the year ending December 31, 2010 is set out in the paragraph headed “Profit forecast” in the section headed “Financial information” in this prospectus.

(1) Bases and assumptions

The forecast of the combined profit after taxation and non-controlling interests but before extraordinary items of our Group for the year ending December 31, 2010 prepared by the Directors is based on the audited accounts of our Group for the six months ended June 30, 2010, the results shown in the unaudited management accounts for the one months ended July 31, 2010 and a forecast of the combined results of our Group for the remaining five months ending December 31, 2010. The Directors are not aware of any extraordinary items which have arisen or are likely to arise during the year ending December 31, 2010. The forecast has been prepared on the basis of the accounting policies consistent in all material aspects with those currently adopted by our Group as summarized in the accountants’ report, the text of which is set out in Appendix IA to this Prospectus and is based on the following principal assumptions:

- (a) there will be no material changes in the existing rules, laws, regulations, or government policies (economic, political or legal), including changes in legislation or regulations or rules, political, legal, regulatory, fiscal, economic or market conditions in the PRC, Hong Kong, the Cayman Islands, the British Virgin Islands, or any of the countries or industries in which members of the Group currently operate or are established;
- (b) there will be no material changes in inflation rate, interest rate or foreign currency exchange rate in the countries, regions or industries applicable to the business activities of the Group from those presently prevailing;
- (c) there will be no material changes in the bases or rates of taxation or duties in the PRC, Hong Kong, the Cayman Islands, the British Virgin Islands, or any of the countries in which members of the Group operate or are established, except as otherwise disclosed in the Prospectus;
- (d) there will be no wars, military incidents, pandemic diseases or natural disasters that would have a material impact on the Group’s business and operating activities;
- (e) the Group will be able to continue in business and its operations and results will not be materially interrupted or affected by any unforeseeable factors or any unforeseeable reasons that are beyond the control of the Directors, including the occurrence of natural disasters, catastrophes, government action or industrial disputes.
- (f) the Group’s operations and financial performance will not be materially and adversely impacted by any of the risk factors set out in the section headed “Risk Factors” in the Prospectus; and
- (g) the Group will not experience significant changes in seasonal fluctuation in respect of market demand and production of its products.

(2) Letters

Set out below are texts of letters received by the Directors from (i) Deloitte Touche Tohmatsu, the auditors and reporting accountants of our Company, and (ii) the Joint Sponsors prepared for the purpose of incorporation in this Prospectus in connection with the forecast of our Group’s consolidated profit attributable to owners of the Company for the year ending December 31, 2010.

APPENDIX III — PROFIT FORECAST

(i) *Letter from Deloitte Touche Tohmatsu*

The following is the text of a letter received from the reporting accountants, Deloitte Touche Tohmatsu, Certified Public Accountants, Hong Kong, prepared for the purpose of incorporation in this prospectus, in respect of the forecast of consolidated profit attributable to owners of the Company.

Deloitte.
德勤

德勤·關黃陳方會計師行
香港金鐘道88號
太古廣場一座35樓

Deloitte Touche Tohmatsu
35/F One Pacific Place
88 Queensway
Hong Kong

September 16, 2010

The Directors
Boshiwa International Holding Limited
UBS AG, Hong Kong Branch
Credit Suisse (Hong Kong) Limited
BOCOM International (Asia) Limited

Dear Sirs,

We have reviewed the accounting policies adopted and calculations made in arriving at the forecast of the consolidated profit of Boshiwa International Holding Limited (the “Company”) and its subsidiaries (hereinafter collectively referred to as the “Group”) for the year ending December 31, 2010 attributable to owners of the Company (the “Forecast”), for which the directors of the Company (the “Directors”) are solely responsible, as set forth in the section headed “Financial Information—Profit Forecast for the year ending December 31, 2010” in the prospectus of the Company dated September 16, 2010 (the “Prospectus”). The Forecast is prepared based on the audited results of the Group for the six months ended June 30, 2010, the results shown in the unaudited management accounts of the Group for the one month ended July 31, 2010, and a forecast of the results of the Group for the remaining five months of the financial year ending December 31, 2010.

In our opinion, so far as the accounting policies and calculations are concerned, the Forecast has been properly compiled on the basis of assumptions made by the Directors of the Company as set out in Part (1) of Appendix III to the Prospectus and is presented on a basis consistent in all material respects with the accounting policies normally adopted by the Group as set out in our accountants’ report on the financial information of the Group for the period from August 15, 2008 to December 31, 2008, the year ended December 31, 2009 and the six months ended June 30, 2010 in Appendix IA to the Prospectus.

Yours faithfully,

Deloitte Touche Tohmatsu
Certified Public Accountants
Hong Kong

APPENDIX III — PROFIT FORECAST

(ii) *Letter from the Joint Sponsors*

The following is the text of a letter, prepared for inclusion in this prospectus, received by our Directors from the Joint Sponsors, in connection with the forecast of the consolidated profit attributable to our equity holders for the year ending December 31, 2010.



UBS AG,
Hong Kong Branch
52/F, Two International
Finance Centre
8 Finance Street,
Central
Hong Kong



Credit Suisse
(Hong Kong) Limited
45/F, Two Exchange Square
8 Connaught Place,
Central
Hong Kong



BOCOM International
(Asia) Limited
9th Floor, Man Yee Building
68 Des Voeux Road,
Central
Hong Kong

September 16, 2010

The Directors
Boshiwa International Holding Limited

Dear Sirs

We refer to the forecast of the consolidated net profit attributable to equity holders of Boshiwa International Holding Limited (the “**Company**”) for the year ending December 31, 2010 (the “**Profit Forecast**”), as set out in the prospectus issued by the Company dated September 16, 2010 (the “**Prospectus**”).

We understand that the Profit Forecast has been prepared by the directors of the Company based on the audited consolidated results of the Company and its subsidiaries (hereinafter collectively referred to as the “**Group**”) for the six months ended June 30, 2010, the unaudited consolidated results of the Group for the month ended July 31, 2010 and a forecast of the consolidated results of the Group for the five months ending December 31, 2010.

We have discussed with you the bases and assumptions made by the directors of the Company as set out in Appendix III to the Prospectus upon which the Profit Forecast has been made. We have also considered the letter dated September 16, 2010 addressed to yourselves and ourselves from Deloitte Touche Tomatsu regarding the accounting policies and calculations upon which the Profit Forecast has been made.

On the basis of the information comprising the Profit Forecast and on the basis of the accounting policies and calculations adopted by you and reviewed by Deloitte Touche Tomatsu, we are of the opinion that the Profit Forecast, for which you as directors of the Company are solely responsible, has been made after due and careful enquiry.

Yours faithfully,

For and on behalf of
UBS AG, Hong Kong Branch
Ronald Tam
Executive Director
Benjamin Mao
Director

For and on behalf of
Credit Suisse (Hong Kong)
Limited
Mervyn Chow
Managing Director

For and on behalf of
BOCOM International (Asia)
Limited
Kenneth Sit
Executive Director