

Earthasia International Holdings Limited 泛亞環境國際控股有限公司

(Incorporated in the Cayman Islands with limited liability) (於開曼群島註冊成立的有限公司)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering : 100,000,000 Shares (subject to the Over-allotment Option)
Number of Public Offer Shares : 10,000,000 Shares (subject to adjustment)

Number of International Placing Shares :
Maximum Offer Price :

90,000,000 Shares (subject to adjustment)
90,000,000 Shares (subject to adjustment and the Over-allotment Option)
HK\$1.20 per Offer Share plus brokerage of 1.0%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)

Nominal value : HK\$0.01 per Share

Stock code : 6128

全球發售

全球發售項下的發售股份數目: 公開發售股份數目: 國際配售股份數目: 最高發售價:

100,000,000股股份(視乎超額配股權而定) 10,000,000股股份(可予調整) 90,000,000股股份(可予調整及視乎超額配股權而定) 每股發售股份1.20港元,另加1.0%經紀佣金、0.003%證監會交易徵費及 0.005%聯交所交易費(須於申請時按港元繳足,並可予退還) 每股股份0.01港元

除非另有界定,否則本申請表格所用詞語與招股章程所界定者具相同涵義。

股份代號 Please read carefully the prospectus of Earthasia International Holdings Limited. (the "Company") dated 12 June 2014 (the "Prospectus") (in particular, the section on "How to Apply for Public Offer Shares" in the Prospectus) and the guidelines on the back of this Application Form before completing this Application Form. Terms used in this Application Form shall have the same meanings as those defined in

the Prospectus unless defined herein. Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and 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 this Application Form. A copy of this Application Form, together with a copy of each of the WHITE and YELLOW Application Forms, the Prospectus and the other documents specified in the section headed "Documents Delivered to the Registrar of Companies" in Appendix V to the Prospectus have been registered by the Registrar of Companies in Hong Kong as required by Section 342C of Companies (Winding Up and Miscellaneous Provisions) Ordinance. The Securities and Futures Commission (the "SFC") and the Registrar of Companies in Hong Kong take no responsibility as to the contents of any of these documents.

Your attention is drawn to the paragraph headed "Personal Information Collection Statement" which sets out the policies and practices of the Company and its Hong Kong Share Registrar in relation to personal data and compliance with the Personal Data (Privacy) Ordinance.

Nothing in this 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 Public 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, 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 or any state securities law in the United States and may not be offered, sold, pledged or transferred within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. The Offer Shares are being offered and sold outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and the applicable laws of each jurisdiction where those offers and sales occur. No the U.S. Securities Act and the applicable laws of each jurisdiction where those offers and sales occur. No public offering of the Offer Shares will be made in the United States.

This Application Form and the Prospectus may not be forwarded or distributed or reproduced (in whole or in part) in any manner whatsoever in any jurisdiction where such forwarding, distribution or reproduction is not permitted under the law of that jurisdiction. This Application Form and the Prospectus are addressed to you personally. Any forwarding or distribution or reproduction of this Application Form or the Prospectus in whole or in part is unauthorized. Failure to comply with this directive may result in a violation of the U.S. Securities Act or the applicable laws of other jurisdictions.

- To: Earthasia International Holdings Limited GF Capital (Hong Kong) Limited GF Securities (Hong Kong) Brokerage Limited The Public Offer Underwriters

We confirm that we have (i) complied with the Guidelines for Electronic Public Offerings and the Operational Procedures for eIPO applications submitted via banks/stockbrokers and all applicable laws and regulations (whether statutory or otherwise) in relation to the provision of our **HK eIPO** White Form services in connection with the Public Offer; and (ii) read the terms and conditions and application procedures set out in the Prospectus and this Application Form and agree to be bound by them. Applying on behalf of each of the underlying applicants to whom this application relates, we:

- apply for the number of Public Offer Shares set out below, on the terms and conditions of the Prospectus and this Application Form, and subject to the Memorandum and the Articles of Association;
- enclose payment in full for the Public Offer Shares applied for, including brokerage of 1% SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%;
- confirm that the underlying applicants have undertaken and agreed to accept the Public Offer Shares applied for, or any lesser number allocated to such underlying applicants on this application:
- authorise the Company to place the name(s) of the underlying applicants(s) on the register of members of the Company as the holder(s) of any Public Offer Shares to be allotted to them, and (subject to the terms and conditions set out in this Application Form) to send any share certificate(s) and/or any refund cheque(s) and/or e-Auto Refund payment instruction(s) (where applicable) by ordinary post at that underlying applicant's own risk to the address stated in this Application Form in accordance with the procedures prescribed in this Application Form and in the Prescribe. in the Prospectus;
- request that any e-Auto Refund payment instructions be dispatched to the application payment bank account where the applicants had paid the application monies from a single bank account;
- request that any refund cheque(s) be made payable to the underlying applicant(s) who had used multiple bank accounts to pay the application monies and to send any such refund cheque(s) by ordinary post at that underlying applicant's own risk to the address stated in the application instruction of the underlying applicants in accordance with the procedures prescribed in this Application Form and in the Prospectus;
- confirm that each underlying applicant has read the temps and conditions and procedures set out in this Application Form and in the Prospectus and agrees to be
- represent, warrant and undertake that the allotment of or application for the Public Offer Shares to or by each underlying applicant for whose benefit this application is made would not require the Company 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
- agree that this application, any acceptance of it and the resulting contract, will be governed by and construed in accordance with the laws of

在填寫本申請表格前,請細閱泛亞環境國際控股有限公司(「本公司」)日期為二零一四年六月十二日的招股章程(「招股章程」),尤其是招股章程「如何申請公開發售股份」一節,及本申請表格背面的指引。

香港交易及結算所有限公司,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」)對本申請表格的內容概不負責,對其準離性或完整性亦不發表任何聲明,並明確表示概不就因本 申請表格全部或任何部分內容而產生或因依賴讓等內容而引致的私何損失承擔任何責任。

本申請表格連同白色及黃色申請表格。招股章程及招股章程附錄五[矮星公司註冊處處長文件]一節所列的其他文件,已遵照公司(清盤及無頂條文)條例第342C條的規定,送星香港公司註冊處處長註冊。 證券及期貨事務監察委員會(「證監會」)及乘港公司註冊處處長對談等文件的任何內容概不負責。

開下謹請留意「個人資料收集聲明」一段下當中嚴有本公司及其香港股份過戶歷記處有關個人資料及遵 守個人資料(私經)條例的政策及常規

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的游說。而在任何作出有關要約、游說或出售即屬違法的司法權區內,概不得出售任何公開發復股份。本申請表格及훩股章程不得在美國境內直接或開接深發,而此項申請亦不是在美國出售股份的要約。發售股份並無亦將不會根據美國證券法及適用美國任何州證券法營配,且不得在美國境內發售、惟舊、批押或轉讓,惟根據美國證券法及適用美國州證券法養網稅企業規定或並事受該等簽記規定規則的支易於分。發售股份收數個證券法及與別及數在發售及出售的各司法權區適用法例於離岸交易中在美國境外提呈發售及出售。將不會於美國進行發售股份的公開發售

在任何根據有關司法權[[[法律不得發送、派發或複製本庫前表格及招股章程之司法權[[[[內] 本申請表格及招股章程獻不得以任何方式發送或派發或複製(全部或部分)。本申請表格及招股章程僅致予 開下本人。概不得發送或派發或複製本庫請表格或招股章程的全部或部分。如未能遵守此項指令,可能述反美國證券法或其他司法權[[[[[[[]]]]]]]

泛亞環境國際控股有限公司 廣發融資(香港)有限公司 廣發證券(香港)經紀有限公司 公開發售包銷商

吾等確認,吾等已(1)遵守電子公開發售指引及透過銀行/股票經紀遞交電子首次公開發售申請的運作程序以及與吾等就公開發售提供網上白表服務有關的所有適用法例及規例(法定或其他);及(ii)細閱招股章程及本申請表格所載的條款及條件及申請手續,並同意受其約束。為代表與本申請有關的 一相關申請人作出申請,吾等

- 按照招股章程及本申請表格的條款及條件,並在大綱及組織章程細則的規限下,申請以下數目
- **隨附**申請公開發售股份所需的全數付款(包括1%經紀佣金、0.003%證監會交易徵費及0.005%聯 交所交易費)

確認相關 前人已承諾及同意接納彼等根據本申請所申請的公開發售股份,或彼等根據本申請 獲分配的任何較少數目公開發售股份;

授權 貴公司將相關申請人的姓名/名稱列入 貴公司股東名冊內,作為任何將配發予相關申請人的公開發售股份的持有人,並(在符合本申請表格所載的條款及條件的情況下)根據本申請表格及招股章程所載程序按本申請表格上所示的地址以平郵方式寄發任何股票及/或任何退款

支票及/或電子自動退款指示(如適用),郵誤風險概由相關申請人承擔

- 要求將任何電子自動退款指示發送到申請人以單一銀行賬戶繳交申請款項的申請付款銀行賬戶
- 要求任何以多個銀行賬戶繳交申請款項的申請人的退款支票以相關申請人為抬頭人,並根據本 申請表格及招股章程所述程序將任何有關退款支票以平郵方式寄發到相關申請人的申請指示所 列的地址,郵誤風險概由該相關申請人承擔;
- 確認各相關申請人已細閱本申請表格及招股意程所載的條款、條件及申請手續,並同意受其約
- 聲明、保證及承諾向各相關申請人或由各相關申請人或為其利益而提出本申請的人士配發或申 黄公司須遵從香港以外仕何地區的仕何法律或規例的仕何規定 (不論是否具法律效力);及
- 同意本申請、對本申請的任何接納及據此訂立的合約,將受香港法例規管及按其詮釋。

	and construed in accordance with the laws of Hong Kong.										
	Signature 簽名			Date 日期							
	Name of signatory 簽署人姓名			Capacity 身份							
2	We, on behalf of the underlying applicants, offer to purchase 吾等(代表相關 申請人)提出認購	Total number of Shares 股份總數		Public Offer Shares on behalf of the underlying applicants whose details are contained in the read- only CD-ROM submitted with this Application Form. 代表相關申請人提出認購的公開發售股份(申請人的詳細資料載於連同本申請表格遞交的唯讀 光碟)。							
3	A total of 随附合共		cheque(s) 張支票	Cheque Number(s) 支票編號							
	are enclosed for a total sum of 總金額為	HK\$		Name of bank 銀行名稱							
4	Please use BLOCK letters Name of HK eIPO White 網上白表服務供應商名和	e Form Service Provider									

Please use BLOCK letters 前用止值填料							
Name of HK eIPO White Form Service Provider 鋼上白表服務供應商名稱							
	HK eIPO White Form Service Provider ID 網上白表服務供應商身份識別編碼						
Name of contact person 聯絡人姓名	Contact number 聯絡電話號碼		Fax number 傳真號碼				
Address 地址	For Broker use 此欄供經紀填寫 Lodged by 申請由以下經紀遞交						
	Broker no. 經紀號碼						
	Broker's chop 經紀印章						

For bank use 此欄供銀行填寫

GUIDELINES TO COMPLETING THIS APPLICATION FORM

References to boxes below are to the numbered boxes on this Application Form

Sign and date the Application Form in Box 1. Only a written signature will be accepted.

The name and the representative capacity of the signatory should also be stated.

To apply for Public Offer Shares using this Application Form, you must be named in the list of eIPO Service Providers who may provide HK eIPO White Form service in relation to the Public Offer, which was released by the SFC.

Put in Box 2 (in figures) the total number of Public Offer Shares for which you wish to apply on behalf of the underlying applicants.

Application details of the underlying applicants on whose behalf you are applying must be contained in one data file in read-only CD-ROM format submitted together with this Application Form.

Complete your payment details in Box 3.

You must state in this box the number of cheques you are enclosing together with this Application Form; and you must state on the reverse of each of those cheques (i) your HK eIPO White Form Service Provider ID; and (ii) the file number of the data file containing application details of the underlying applicant(s).

The dollar amount(s) stated in this box must be equal to the amount payable for the total number of Public Offer Shares applied for in Box 2. All cheque(s) and this Application Form together with a sealed envelope containing the CD-ROM, if any, must be placed in the envelope bearing your company chop.

For payments by cheque, the cheque must:

- be in Hong Kong dollars;
- not be post dated;
- be drawn on a Hong Kong dollar bank account in Hong Kong;
- show your (or your nominee's) account name;
- be made payable to "The Bank of East Asia (Nominees) Limited Earthasia International Public Offer"
- be crossed "Account Payee Only"; and
- be signed by the authorized signatories of the HK eIPO White Form Services Provider.

Your application may be rejected if any of these requirements is not met or if the cheque is dishonored on its first presentation.

It is your responsibility to ensure that details on the cheque(s) submitted correspond with the application details contained in the CD-ROM or data file submitted in respect of this application. The Company and the Sole Global Coordinator have full discretion to reject any applications in the case of discrepancies

No receipt will be issued for sums paid on application.

Insert your details in Box 4 (using BLOCK letters).

You should write the name, Service Provider ID and address of the HK eIPO White Form Service Provider in this box. You should also include the name and telephone number of the contact person at your place of business and where applicable, the Broker No. and Broker's Chop.

Personal Information Collection Statement

This Personal Information Collection Statement informs the applicant for, and holder of, Public Offer 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")

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 Public 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 Registra immediately of any inaccuracies in the personal data supplied.

Purposes

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

- processing your application and/or refund cheque and/or e-Auto Refund payment instruc 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 Public Offer Shares;
- compliance with applicable laws and regulations in Hong Kong and elsewhere;
- 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
- distributing communications from the Company and its subsidiaries;
- compiling statistical information and securities' holder profiles;
- disclosing relevant information to facilitate claims on entitlements; ar
- 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 other purposes to which the securities' holders may from time to time agree.

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, obtain or transfer (whether within or outside Hong Kong) the personal data to, from or with any of the following:

- the Company's appointed agents such as financial advisers, receiving banker and overseas principal share registrar:
- 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 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 their respective business operation;
- the Stock Exchange, the SEC 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.

Retention of personal data

The Bank of East Asia, Limited 42/F, BEA Tower, Millennium City 5

Kowloon

418 Kwun Tong Road, Kwun Tong

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.

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 us, at our 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 our Hong Kong Share Registrar for the attention of the privacy compliance officer.

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

填寫本申請表格的指引

下文各欄提述的號碼乃本申請表格中各欄的編號。

1 在申請表格欄1簽署及填上日期。只接受親筆簽名。

亦必須註明簽署人的姓名/名稱及代表身份。

如欲使用本申請表格申請公開發售股份, 閣下必須為名列於證監會公佈的電子首次公開發售服 務供應商名單內可以就公開發售提供網上白表服務的供應商

在欄2填上 閣下欲代表相關申請人申請認購的公開發售股份總數(以數字填寫)。

閣下代相關申請人作出申請的申請資料,必須包含於連同本申請表格一併遞交的唯讀光碟格式的 一個資料檔案內

在欄3填上 閣下付款的詳細資料。

閣下必須在本欄註明 閣下連同本申請表格隨附的支票數目;及 閣下必須在每張支票的背面註 明(i) 閣下的網上白表服務供應商身份識別編碼;及(ii)載有相關申請人的申請詳細資料的資料檔 案的檔案編號。

本欄所註明的金額必須與欄2所申請認購的公開發售股份總數應付的金額相同。所有支票及本申 請表格連同裝有唯讀光碟的密封信封(如有)必須放進蓋上 閣下公司印章的信封內。

如以支票繳付股款,該支票必須:

- 為港元支票;
- 不得為期票;
- 由在香港開設的港元銀行賬戶付款;
- 顯示 閣下(或 閣下代名人)的賬戶名稱
- 註明抬頭人為「東亞銀行受託代管有限公司-泛亞環境國際公開發售」;
- 以「只准入抬頭人賬戶」劃線方式開出;及
- 由網上白表服務供應商的授權簽署人簽署

倘未能符合任何此等規定或倘支票首次過戶不獲兑現, 閣下的申請可能會遭拒絕受理。

閣下有責任確保所遞交的支票上的詳經資料與就本申請遞交的唯讀光碟或資料檔案所載的申請詳細資料相同。倘出現差異,本公司及獨家全球協劃人有絕對酌愷檔框絕接受任何申請。

申請時繳付的金額將不會獲發收據。

在欄4填上 閣下的詳細資料(用正楷填寫)。

必須在本欄填上網上自表服務供應商的名稱、股務供應商識別編碼及地址。 閣下亦必須填閣下營業地點的聯絡人士的姓名及電話號碼及(如適用)經紀號碼及經紀印章。

個人資料收集聲明

此項個人資料收集聲明是向公開發售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(私隱)條例》(「《條例》)」方面的政策和慣例。

收集 閣下個人資料的原因

證券申請人及參記特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 閣下成功申請的公開發售股份 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。

目的

證券持有人的個人資料可作以下目的被採用及以任何方式持有、處理及/或保存:

- 處理 閣下的申請及/或退款支票及/或電子自動退款指示(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公開發售股份的分配結果;
- 遵守香港及其他地區的適用法律及法規;
- 以證券持有人(包括香港結算代理人(加緬用))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册;
- 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;
- 編製統計數據和證券持有人資料;
- 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、獲取或轉交(無 論在香港境內或境外) 有關個人資料:

- 本公司委任的代理人,例如財務顧問、收款銀行和主要海外股份過戶登記處;
- (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;
- 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;
- 聯交所、證監會及任何其他法定監管機關或政府部門或法例、規則或法規所規定的其他機
- 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

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持有其個人資料,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,或向本公司的香港股份過戶登記處的個人資料私隱事務主任提出。

閣下簽署申請表格,即表示同意上述各項。

DELIVERY OF THIS APPLICATION FORM 遞交本申請表格

This completed Application Form, together with the appropriate cheque(s) together with a sealed envelope containing the CD-ROM, must be submitted to the following receiving bank by Tuesday, 17 June 2014 at 4:00

> 東亞銀行有限公司 九龍

觀塘觀塘道418號 創紀之城五期東亞銀行中心42樓

經填妥的本申請表格,連同適用支票及裝有相關唯讀光碟的密封信封,必須於二零一四年六月十七日 (星期二)下午四時正之前,送達下列收款銀行