

Hong Kong Public Offering — Confirmation Form 香港公開發售 — 確認申請表格

Use this form if you applied in the Hong Kong Public Offering using a WHITE or YELLOW Application Form or using White Form eIPO and you would like to confirm your application for Offer Shares.
閣下如以白色或黃色申請表格或以白表eIPO申請香港公開發售，且欲確認發售股份申請，請用本表格。



Yuanda China Holdings Limited

遠大中國控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 2789)

(於開曼群島註冊成立的有限公司)

(股份代號：2789)

CONFIRMATION FORM 確認申請表格

If you wish to proceed with your application, you must submit this Confirmation Form before 4:30 p.m., on Monday, May 9, 2011 to confirm your offer to purchase Offer Shares constituted by the Application Form and supplemented by this Confirmation Form.

If you do not wish to proceed with your application, no action is required.

You must read the conditions and instructions set out in this form.

To be valid, you must complete all applicable parts of this form.

Please write clearly.

Please read carefully the prospectus and supplemental prospectus of Yuanda China Holdings Limited (the "Company") dated April 20, 2011 and May 5, 2011, respectively (the "Prospectus" and the "Supplemental Prospectus", respectively), and any other announcements or other documents supplementing the Prospectus. Terms defined in the Prospectus and the Supplemental Prospectus have the same meanings when used in this form unless defined herein.

You must complete this Confirmation Form in English (except for your name in Chinese) and you must sign this Confirmation Form in writing (and not by way of personal chop), otherwise the application is liable to be rejected.

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this Confirmation 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 Confirmation Form.

Your attention is drawn to the sections headed "Personal Data" in the WHITE and YELLOW Application Forms and the section headed "Personal Information Collection Statement" in the White Form eIPO Service Provider Application Form which set 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.

倘閣下有意繼續進行申請，閣下必須於2011年5月9日(星期一)下午四時三十分前遞交本確認申請表格，以確認閣下申請表格構成並經本確認申請表格所補充的購買發售股份的申請。倘閣下無意繼續進行申請，則無須採取任何行動。閣下務須細閱本表格所載的條件及指示。本表格各適用部分必須清楚填妥，方為有效。

請仔細閱讀遠大中國控股有限公司(「本公司」)分別於2011年4月20日及2011年5月5日刊發的招股章程及補充招股章程(分別稱「招股章程」及「補充招股章程」)及用以補充招股章程的任何其他公佈或其他文件。除本表格另有界定外，本表格所用的詞彙與招股章程及補充招股章程所界定者具相同涵義。

閣下必須以英文填妥本確認申請表格(閣下的中文姓名除外)且必須親筆簽署本確認申請表格，不得以個人印章代替，否則申請可予拒絕受理。

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對本確認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，概不就因本確認申請表格全部或任何部分內容而產生或因倚賴該等內容而引致的任何損失承擔任何責任。

敬請閣下留意白色和黃色申請表格內「個人資料」一節及白表eIPO服務供應商申請表格內「個人資料收集聲明」一節，該等章節載列本公司及其香港證券登記處就個人資料及遵守《個人資料(私隱)條例》方面的政策及慣例。

Warning:

- It is important that you read the terms and conditions and confirmation procedures contained in the Prospectus and the Supplemental Prospectus and any other announcements or other documents supplementing the Prospectus.
- All shaded boxes in this Confirmation Form must be completed, otherwise the application is liable to be rejected.
- You may be prosecuted if you make a false declaration.
- You must complete this Confirmation Form in English (except for your name in Chinese) and you must sign this Confirmation Form in writing (and not by way of personal chop), otherwise the application is liable to be rejected.

警告:

- 閣下務須細閱載列於招股章程及補充招股章程及用以補充招股章程的任何其他公佈或其他文件的條款及條件以及確認申請程序。
- 必須填妥本確認申請表格內的所有陰影方格，否則申請可予拒絕受理。
- 如閣下作出虛假聲明，可遭檢控。
- 閣下必須以英文填妥本確認申請表格(閣下的中文姓名除外)且必須親筆簽署本確認申請表格，不得以個人印章代替，否則申請可予拒絕受理。

To: Yuanda China Holdings Limited (the "Company")
Deutsche Bank AG, Hong Kong Branch
J.P. Morgan Securities (Asia Pacific) Limited
Standard Chartered Securities (Hong Kong) Limited
BOCI Asia Limited

致: 遠大中國控股有限公司(「貴公司」)
德意志銀行香港分行
摩根大通證券(亞太)有限公司
渣打證券(香港)有限公司
中銀國際亞洲有限公司

I/We

- acknowledge that the application list for the Hong Kong Public Offering has been closed and is not reopened;
- acknowledge and accept that the Final Offer Price as disclosed in the Supplemental Prospectus is below the indicative Offer Price range as disclosed in the Prospectus;
- confirm that I/we wish to proceed with my/our application and would like the Company to allocate all of the Offer Shares applied for by the person(s) stated below under the Hong Kong Public Offering in full;
- acknowledge that confirmation in relation to some only, and not all, of the Offer Shares applied for by me/us will not be permitted;
- acknowledge that no interest shall be payable on or with respect to the application monies (including any refunded monies) on account or following the extension to the timetable of the Global Offering;
- acknowledge that my/our confirmation will not be revocable once made;
- confirm that I/we have read a copy of the Prospectus and the Supplemental Prospectus and any other announcements or other documents supplementing the Prospectus and have only relied on the information and representations contained in the Prospectus and the Supplemental Prospectus and any other announcements or other documents supplementing the Prospectus in making this confirmation, and not on any other information or representation concerning the Company and agree that none of the Company, the Joint Global Coordinators, the Joint Bookrunners, the Underwriters and other parties involved in the Global Offering nor any of their respective directors, officers, employees, partners, agents or advisers will have any liability for any such other information or representations and agree to be bound by the Prospectus and the Supplemental Prospectus and the terms and conditions set out in the Application Form and this Confirmation Form;
- warrant the truth and accuracy of the information contained in this Confirmation Form;
- agree to disclose to the Company, the Joint Global Coordinators, the Joint Bookrunners and their respective agents any personal data and information about me/us which they require or the person(s) for whose benefit I/we make this confirmation;
- agree that this confirmation will be governed by and construed in accordance with the laws of Hong Kong;
- understand that these declarations and representations will be relied upon by the Company, the Joint Global Coordinators and the Joint Bookrunners in deciding whether or not to accept this confirmation;
- agree and warrant that, if the laws of any place outside Hong Kong are applicable to this confirmation, I/we have complied with all such laws and none of the Company, the Joint Global Coordinators, the Joint Bookrunners or the Underwriters nor any of their respective directors, employees, agents, officers, or advisers will infringe any laws outside Hong Kong as a result of this confirmation, or any actions arising from my/our rights and obligations under the terms and conditions contained in the Prospectus and the Supplemental Prospectus and any other announcements or other documents supplementing the Prospectus; and
- acknowledge that I/we have read and understand clearly that by signing this Confirmation Form, I/we will be prevented from suing or claiming against the Company, the Joint Global Coordinators, the Joint Bookrunners, and the Underwriters, or any of their respective directors, officers, employees, agents or advisers, or any other person or party involved in the Global Offering for any loss that I/we may suffer in my/our application for the Offer Shares.

本人/吾等

- 知悉香港公開發售的申請經已結束，且不會重新開始；
- 知悉及接納補充招股章程所披露的最終發售價乃低於招股章程披露的指示發售價範圍；
- 確認本人/吾等有意繼續進行申請，並讓貴公司將下文所述的人士根據香港公開發售所申請的所有發售股份悉數分配；
- 知悉有關本人/吾等所申請的發售股份數目的部分(而非全部)確認將不獲允許；
- 知悉將不會由於或隨著全球發售時間表的延遲而就有關申請款項(包括任何退還款項)支付任何利息；
- 知悉本人/吾等的確認一經作出便不得撤回；
- 確認本人/吾等已細閱一份招股章程及補充招股章程及用以補充招股章程的任何其他公佈或其他文件，而在作出本確認申請時僅依賴招股章程及補充招股章程及用以補充招股章程的任何其他公佈或其他文件所載的資料及聲明，而非任何其他有關貴公司的資料及聲明。本人/吾等同意，貴公司、聯席全球協調人、聯席賬簿管理人、包銷商或參與全球發售的其他各方或彼等各自的任何董事、高級職員、僱員、合夥人、代理人或顧問，對任何該等其他資料或聲明概不負責，並同意受招股章程及補充招股章程以及申請表格及本確認申請表格所載條款及條件所約束；
- 保證本確認申請表格所載的資料為真實準確；
- 同意向貴公司、聯席全球協調人、聯席賬簿管理人及彼等各自的代理人披露彼等所需有關本人/吾等或本人/吾等為其利益作出本確認申請的人士的任何個人資料及資料；
- 同意本確認申請將由香港法例管轄，並根據香港法例詮釋；
- 明白貴公司、聯席全球協調人及聯席賬簿管理人將依賴此等陳述及聲明，以決定是否接納本確認申請；
- 同意及保證，倘若香港以外任何地區的法律適用於本確認申請，則本人/吾等已遵守所有該等法律，且貴公司、聯席全球協調人、聯席賬簿管理人、包銷商或彼等各自的任何董事、僱員、代理人、高級職員或顧問，將不會基於本確認申請，或由本人/吾等根據招股章程及補充招股章程及用以補充招股章程的任何其他公佈或其他文件所載條款及條件的權利及責任而產生的任何行動，以致違反香港以外地區任何法律；及
- 知悉本人/吾等已細閱本確認申請表格並清楚明白一經簽署本確認申請表格，則表示本人/吾等將不會就本人/吾等於申請發售股份可能產生的任何損失而對貴公司、聯席全球協調人、聯席賬簿管理人及包銷商或彼等各自的任何董事、高級職員、僱員、代理人或顧問，或任何參與全球發售的其他人士或各方提出訴訟或索償。

YOU MUST COMPLETE THIS CONFIRMATION FORM IN ENGLISH (EXCEPT FOR YOUR NAME IN CHINESE) AND YOU MUST SIGN THIS CONFIRMATION FORM IN WRITING (AND NOT BY WAY OF PERSONAL CHOP), OTHERWISE THE APPLICATION IS LIABLE TO BE REJECTED.

閣下必須以英文填妥本確認申請表格(閣下的中文姓名除外)且必須親筆簽署本確認申請表格，不得以個人印章代替，否則申請可予拒絕受理。

Signed by (all) applicant(s) (all joint applicants must sign)

由(所有)申請人簽署(所有聯名申請人必須簽署)

Date: 日期:

	FOR FIRST APPLICANT 此欄供排名首位的申請人填寫	FOR JOINT APPLICANT 此欄供聯名申請人填寫
Name (in English) 英文姓名/名稱	Family name or Company name 姓氏或公司名稱 Forename(s) 名字	Family name or Company name 姓氏或公司名稱 Forename(s) 名字
Name (in Chinese) 中文姓名/名稱	Family name or Company name 姓氏或公司名稱 Forename(s) 名字	Family name or Company name 姓氏或公司名稱 Forename(s) 名字
Hong Kong Identity Card No./ Passport No./Hong Kong Business Registration No.* (please delete as appropriate) * Identification document number which is filled in must be the same number filled in for your corresponding Application Form. 香港身份證號碼/ 護照號碼/香港商業登記號碼* (請刪除不適用者) * 所填寫的身份證明文件號碼必須與閣下的相應申請表格內的身份證明文件號碼一致。		
Address (in English) 地址(以英文填寫)		
Contact telephone number 聯絡電話號碼		
Account number or identification code for each (joint) beneficial owner(s) * Applicable to Nominees only 請填寫每名(聯名)實益擁有人的賬戶號碼或身份識別編碼 * 只適用於代名人		

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