

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

THIS APPLICATION FORM (THE "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 WEDNESDAY, 26 AUGUST 2015.
本申請表格(申請表格)具有價值,惟不得轉讓,並僅供下列之合資格股東使用。二零一五年八月二十六日(星期三)下午四時正後不得受理申請。
IF YOU HAVE SOLD ALL OR PART OF YOUR SHARES OF WEALTH GLORY HOLDINGS LIMITED, YOU SHOULD AT ONCE HAND THE APPLICATION FORM TO THE PURCHASER OR TO THE BANK OF THE TRANSFEREE, THE LICENSED SECURITIES DEALER OR REGISTERED INSTITUTION IN SECURITIES OR OTHER AGENT THROUGH WHOM THE SALE OR TRANSFER WAS EFFECTED FOR TRANSMISSION TO THE PURCHASER OR THE TRANSFEREE. IF YOU ARE IN ANY DOUBT AS TO ANY ASPECT OF THIS APPLICATION FORM OR AS TO THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT YOUR LICENSED SECURITIES DEALER, REGISTERED INSTITUTION IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER.
閣下如已出售、贖回或轉讓富譽控股有限公司之全部或部份股份,應立即將本申請表格轉交買主或承讓人之銀行或證券買賣或轉讓之持牌證券交易商或註冊證券機構或其他代理人,以便轉交買主或承讓人。閣下如對本申請表格之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、註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。

Terms used herein shall have the same meanings as defined in the prospectus of Wealth Glory Holdings Limited dated Wednesday, 12 August 2015 (the "Prospectus") unless the context otherwise requires.
除文內另有所指外,本文件所用詞彙與富譽控股有限公司所刊發日期為二零一五年八月二十二日(星期三)之發售章程(「發售章程」)所界定者具有相同涵義。
Dealings in the Shares and the Offer Shares may be settled through the Central Clearing and Settlement System ("CCASS") and you should consult your licensed securities dealer, registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser for details of the settlement arrangements and how such arrangements may affect your rights and interests.
股份及發售股份之買賣可透過中央結算及交收系統(「中央結算系統」)進行交收,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有關交收安排之詳情,以及該等安排對閣下享有之權利及權益所構成之影響。
A copy of the Prospectus, together with this Application Form and copies of documents specified in the paragraph headed "Documents delivered to the Registrar of Companies" in Appendix III to the Prospectus, have been registered with the Registrar of Companies in Hong Kong as required by Section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance. The Securities and Futures Commission of Hong Kong and the Registrar of Companies in Hong Kong take no responsibility as to the contents of any of these documents.
發售章程連同本申請表格及發售章程附錄三(送呈公司註冊處處長之文件)一段所述文件副本,已根據公司(清盤及雜項條文)條例第342C條之規定送呈香港公司註冊處處長登記。香港證券及期貨事務監察委員會以及香港公司註冊處處長對上述任何該等文件之內容概不負責。
Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the "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,並明確表示概不會就因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 the listing of, and permission to deal in, the Offer Shares on the Stock Exchange, 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.
倘發售股份獲准在聯交所上市及買賣後,發售股份將獲香港結算接納為合資格證券,自發售股份開始在聯交所買賣首日起或香港結算釐定之其他日期起即可於中央結算系統寄存、結算及交收。聯交所參與者之間在何種交易日進行之交易,須在交易後第二個交易日在中央結算系統進行交收,所有在中央結算系統進行之活動須遵守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。
It should be noted that the Shares have been dealt in on an ex-entitlement basis from Monday, 3 August 2015, and that dealings in Shares will take place whilst the conditions to which the New Open Offer is subject remain unfulfilled. Any Shareholder or other person dealing in the Shares up to the date on which all the conditions to which the New Open Offer is subject are fulfilled which is expected to be at 4:00 p.m. on Monday, 31 August 2015, will accordingly bear the risk that the New Open Offer may not become unconditional or may not proceed. Any Shareholder or other person contemplating dealing in the Shares during such period who is in any doubt about his or her position is advised to consult his or her professional adviser.
務請注意:股份已由二零一五年八月三十一日(星期一)起按除權基準買賣,且股份將於新公開發售之條件未達成期間繼續買賣。在新公開發售之所有條件達成日期(預期為二零一五年八月三十一日(星期一)下午四時正)前買賣股份之任何股東或其他人士須承擔新公開發售不能成為無條件或不進行之風險。擬於該段期間買賣股份之任何股東或其他人士如對其狀況有任何疑問,應諮詢其專業顧問。

WEALTH GLORY HOLDINGS LIMITED

富譽控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8269)

(於開曼群島註冊成立的有限公司)

(股份代號: 8269)

Branch Share Registrars and transfer office in

Hong Kong:
Union Registrars Limited
A18/F, Asia Orient Tower,
Town Place,
33 Lockhart Road,
Wanchai, Hong Kong

香港股份過戶登記處:
聯合證券登記有限公司
香港灣仔
駱克道33號中央廣場
滙豐大廈A18樓

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 Islands

Principal place of business in Hong Kong:
17/F.,
No. 8 Wyndham Street
Central
Hong Kong
香港主要營業地點:
香港
中環
雲咸街8號
十七樓

NEW OPEN OFFER ON THE BASIS OF
ONE (1) OFFER SHARE FOR EVERY TWO (2) EXISTING SHARES
HELD ON THE RECORD DATE AT AN OFFER PRICE OF
HK\$0.12 PER OFFER SHARE

按發售價每股發售股份0.12港元進行新公開發售,基準為於記錄
日期每持有兩(2)股現有股份獲發一(1)股發售股份

APPLICATION FORM
申請表格

Box A 甲欄 Number of Shares registered in your name(s) on Tuesday, 11 August 2015
於二零一五年八月十一日(星期二)以閣下名義登記之股份數目

Box B 乙欄 Number of Offer Shares offered to you subject to payment in full on acceptance by not later than 4:00 p.m. on Wednesday, 26 August 2015
閣下獲發認購之發售股份數目,須不遲於二零一五年八月二十六日(星期三)下午四時正前接納時繳足股款

Box C 丙欄 Amount payable when applied in full
全數申請認購時應繳款項

HKS
港元

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
HKS
港元

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

Application can only be made by the registered 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 number of Offer Shares applied for multiplied by HK\$0.12)
認購申請僅可由上述已登記之合資格股東作出。
請於丁欄填妥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0.12港元計算)

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 above by filling in this Application Form. Subject to the terms and conditions mentioned in the Prospectus and this Application Form, such offer 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 one (1) Offer Share for every two (2) existing Shares held on Tuesday, 11 August 2015.

If you wish to apply for any Offer Shares, you should complete and sign this Application Form and lodge this form together with the appropriate remittance for the full amount payable in respect of the Offer Shares applied for with the Registrar, Union Registrars Limited, at A18/F, Asia Orient Tower, Town Place, 33 Lockhart Road, Wanchai, Hong Kong so as to be received by the Registrar no later than 4:00 p.m. on Wednesday, 26 August 2015. All remittance(s) for application of Offer Shares under this Application Form must be in Hong Kong dollars and cheques must be drawn on an account with, or cashier's orders must be issued by, a licensed bank in Hong Kong and made payable to "Wealth Glory Holdings Limited - Open Offer Account" and crossed "Account Payee Only" and comply with the procedures set out in the page hereafter. No application(s) of Offer Shares can be made by any persons who are Non-Qualifying Shareholders.

Shareholders should note that the New Underwriting Agreement contains a number of conditions precedent and if any of the conditions precedent in the New Underwriting Agreement is not fulfilled or waived by the Underwriter by the time and/or date specified in the Prospectus or such later time and/or date as the Underwriter may agree, the New Underwriting Agreement may be terminated by the Underwriter by notice in writing to the Company. Shareholders are reminded to exercise caution when dealing in the securities of the Company.

閣下有權透過填寫本申請表格申請認購相等或於或少於上文乙欄所列閣下獲保證發售之任何發售股份數目。在發售章程及本申請表格所述條款及條件規限下,上述要約乃向於名列本公司股東名冊且屬合資格股東之股東作出,基準為於二零一五年八月十一日(星期二)每持有兩(2)股現有股份獲發一(1)股發售股份。

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合適股款,交回過戶登記處聯合證券登記有限公司,地址為香港灣仔駱克道33號中央廣場滙豐大廈A18樓,以便過戶登記處於二零一五年八月二十六日(星期三)下午四時正前收訖。根據本申請表格申請認購發售股份之所有申請股款必須為港元款項,支票須以香港持牌銀行賬戶開出,而銀行本票則須由香港持牌銀行發出,並須註明抬頭人為「Wealth Glory Holdings Limited - Open Offer Account」及「只准入抬頭人賬戶」方式劃線開出,並須符合後續各頁所載手續,屬不合資格股東之人士不得申請認購發售股份。

股東務請注意,新包銷協議載有若干先決條件,倘新包銷協議所載任何先決條件未能於發售章程內指定之時間及/或日期或包銷商可能同意之較後時間及/或日期之前達成或獲包銷商豁免,則新包銷協議可由包銷商書面通知本公司予以終止。股東在買賣本公司證券時,務請審慎行事。

WEALTH GLORY HOLDINGS LIMITED

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(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8269)

(於開曼群島註冊成立的有限公司)

(股份代號：8269)

To: Wealth Glory Holdings Limited

致：富譽控股有限公司

Dear Sirs,

I/We, being the registered holder(s) of the Shares stated overleaf, enclose a remittance** for the amount payable in full on application for the number of Offer Shares at a price of HK\$0.12 per Offer Share specified in Box B (or, if and only if Box D is completed, in Box D). I/We accept that number of Offer Shares on the terms and conditions of the Prospectus dated Wednesday, 12 August 2015 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 share certificate(s) 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 in the page hereafter and agree to be bound thereby. By signing this application form, I/We declare that I/we am/are Qualifying Shareholder(s) and my/our application for the Offer Shares does not violate any applicable securities or other laws or regulations of any jurisdiction outside Hong Kong.

敬啟者：

本人/吾等為背頁所列股份之登記持有人，現申請認購乙欄(或倘已填妥丁欄，則丁欄)指定之發售股份數目，並附上按每股發售股份0.12港元之價格計算須於申請時繳足之全數股款**。本人/吾等謹此依照日期為二零一五年八月十二日(星期三)之發售章程所載條款及條件，以及貴公司之組織章程大綱及細則，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/吾等之姓名列入貴公司之股東名冊，作為有關數目或數目較少之發售股份之持有人，並請貴公司將有關股票按背頁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/吾等已細閱後續頁所載各項條件及申請手續，並同意受其約束。簽署本申請表後，本人/吾等聲明，本人/吾等為合資格股東，及本人/吾等之發售股份申請並無違反任何香港以外任何地區之適用證券或其他法例或規例。

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: _____ 2015

日期：二零一五年_____月_____日

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 number specified in Box D, or failing which, the total number specified in Box B) 申請認購發售股份數目 (丁欄所列明之發售股份總數或， 如未有填妥，則乙欄所列明之 發售股份總數)	Total amount of remittance (being the total number specified in Box D, or failing which, the total number specified in Box C) 股款總額 (丁欄所列明之股款總額或， 如未有填妥，則丙欄所列明之 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(s) or banker's cashier order(s) should be crossed "Account Payee Only" and made payable to "Wealth Glory Holdings Limited - Open Offer Account" (see the section headed "PROCEDURES FOR APPLICATION" as set out in the page hereafter).

** 支票或銀行本票須以「只准入抬頭人賬戶」方式並以「Wealth Glory Holdings Limited - Open Offer Account」為抬頭人劃線開出(詳情請參閱後續頁所載之「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 New 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 remittance.

假設新公開發售之條件已獲達成，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。倘以上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款項所代表發售股份數目。申請將被視作為申請認購完整之發售股份數目而作出。概不會就股款發出收據。

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CONDITIONS

1. You may not apply for any Offer Shares if you are a Non-Qualifying Shareholder.
2. No receipt will be issued in respect of any application monies received but it is expected that certificate(s) for any Offer Shares in respect of which your application is accepted in full or in part will be sent to you or, in the case of joint allottees, to the first named allottee, 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 Company and/or Union Registrars 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 and articles of association 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.
8. Completion and return of the Application Form will constitute a warranty and representation to the Company that all registration, legal and regulatory requirements of all relevant jurisdictions other than Hong Kong in connection with the Application Form and any acceptance of them have been, or will be, duly complied with. If you are in doubt as to your position, you should consult your professional advisers.
9. The New Underwriting Agreement contains provisions entitling the Underwriter by notice in writing to the Company at any time prior to 4:00 p.m. on Monday, 31 August 2015 to terminate its obligations thereunder on the occurrence of certain events including force majeure. These events are set out in the section headed "Termination of the New Underwriting Agreement" hereinbelow and the section headed "Termination of the New Underwriting Agreement" in the Prospectus. If the Underwriter terminates the New Underwriting Agreement in accordance with the terms thereof, the New Open Offer will not proceed. In addition, the New Open Offer is conditional upon the fulfillment of the conditions set out in the paragraph headed "Conditions of the New Open Offer" under the section headed "Letter from the Board" in the Prospectus.

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 allotment, 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\$0.12 (rounding up to the nearest cent)). 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, Union Registrars Limited, at A18/F, Asia Orient Tower, Town Place, 33 Lockhart Road, Wanchai, Hong Kong, no later than 4:00 p.m. on Wednesday, 26 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 "Wealth Glory Holdings Limited – Open Offer Account" 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 Wednesday, 26 August 2015, your assured entitlement and all rights thereunder shall be deemed to have been declined and will be cancelled.

Shareholders should note that the New Underwriting Agreement contains a number of conditions precedent and if any of the conditions precedent in the New Underwriting Agreement is not fulfilled or waived by the Underwriter by the time and/or date specified in the Prospectus or such later time and/or date as the parties thereto may agree, the New Underwriting Agreement may be terminated by the Underwriter by notice in writing to the Company. These events are set out in the paragraphs headed "Termination of the New Underwriting Agreement" and "Conditions of the New Open Offer" of the Prospectus. Shareholders are reminded to exercise cautions when dealing in the securities of the Company.

Shareholders should note that the Shares have been dealt in on an ex-entitlement basis from Monday, 3 August 2015 and that dealings in Shares will take place whilst the conditions to which the New Open Offer is subject remain unfulfilled. Any Shareholder or other person dealing in the Shares up to the date on which all conditions to which the New Open Offer is subject are fulfilled (which is expected to be at 4:00 p.m. on Monday, 31 August 2015), will accordingly bear the risk that the New Open Offer may not become unconditional or may not proceed. Any Shareholder or other person contemplating dealing in the Shares during such period who is in any doubt about his or her position is advised to consult his or her professional adviser.

TERMINATION OF THE NEW UNDERWRITING AGREEMENT

If prior to the Latest Time for Termination (provided that for the purposes of this clause if the date of the Latest Time for Termination shall be a business day on which a tropical cyclone warning signal no. 8 or above or a black rainstorm warning signal is or remains hoisted in Hong Kong between 9:00 a.m. and 4:00 p.m. on that day, the date of the Latest Time for Termination shall be the next business day on which no tropical cyclone warning signal no. 8 or above or no black rainstorm warning signal is or remains hoisted in Hong Kong between 9:00 a.m. and 4:00 p.m. on that day):

- 1) in the reasonable opinion of the Underwriter, the success of the New Open Offer would be materially and adversely affected by:
 - a) the introduction of any new law or regulation or any change in existing laws or regulations (or the judicial interpretation thereof) or other occurrence of any nature whatsoever which may, in the reasonable opinion of the Underwriter, would materially and adversely affect the business or the financial or trading position of the Group as a whole or would be materially adverse in the context of the New Open Offer; or
 - b) the occurrence of 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 other nature (whether or not ejusdem generis with any of the foregoing), or in the nature of any local, national or international outbreak or escalation of hostilities or armed conflict, or affecting local securities markets which may, in the reasonable opinion of the Underwriter, would materially and adversely affect the business or the financial or trading position or prospect of the Group as a whole or materially and adversely prejudice the success of the New Open Offer or otherwise makes it inexpedient or inadvisable to proceed with the New Open Offer; or
- 2) any adverse change in market conditions (including, without limitation, any change in fiscal or monetary policy, or foreign exchange or currency markets, suspension or material restriction of trading in securities) occurs which in the reasonable opinion of the Underwriter is likely to materially and adversely affect the success of the New Open Offer or otherwise makes it inexpedient or inadvisable to proceed with the New Open Offer; or
- 3) there is any change in the circumstances of the Company or any member of the Group which in the reasonable opinion of the Underwriter will materially and adversely affect the prospects of the Company, including without limiting the generality of the foregoing the presentation of a petition or the passing of a resolution for the liquidation or winding up or similar event occurring in respect of any member of the Group or the destruction of any material asset of the Group; or
- 4) any event of force majeure including, without limiting the generality thereof, any act of God, war, riot, public disorder, civil commotion, fire, flood, explosion, epidemic, terrorism, strike or lock-out; or
- 5) any other material adverse change in relation to the business or the financial or trading position or prospects of the Group as a whole whether or not ejusdem generis with any of the foregoing; or
- 6) any matter which, had it arisen or been discovered immediately before the date of the Prospectus and not having been disclosed in the Prospectus, would have constituted, in the reasonable opinion of any of the Underwriter, a material omission in the context of the New Open Offer; or
- 7) any suspension in the trading of securities generally or the Company's securities on the Stock Exchange for a period of more than ten consecutive business days, excluding any suspension in connection with the clearance of the Announcement, the Prospectus Documents or other announcements or circulars in connection with the New Open Offer.

The Underwriter shall be entitled by notice in writing to the Company, served prior to the Latest Time for Termination, to terminate the New Underwriting Agreement.

In the event that the Underwriter terminates the New Underwriting Agreement, all obligations of each of the parties to the New Underwriting Agreement shall cease and no party shall have any claim against any other party for costs, damages, compensation or otherwise in respect of any matter arising out of or in connection with the New Underwriting Agreement except for, among others, any antecedent breach of any obligation under the New Underwriting Agreement.

CHEQUES AND BANKER'S CASHIER ORDERS

All cheques and cashier's orders will be presented for payment 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 order in payment for the Offer Shares accepted will constitute a warranty by the applicant(s) that the cheque or banker's cashier order will be honored on first presentation. Any Application Form in respect of which the accompanying cheque or banker's cashier 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 certificates for fully-paid Offer Shares will be despatched by ordinary post to those allottees entitled thereto at their own risk on Tuesday, 8 September 2015.

You will receive one Share certificate for the Offer Shares 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.

Further copies of the Prospectus giving details of, inter alia, the New Open Offer, are available from the Registrar, Union Registrars Limited, at A18/F, Asia Orient Tower, Town Place, 33 Lockhart Road, Wanchai, Hong Kong, during normal business hours on weekdays (except Saturdays and public holidays) up to and including Wednesday, 26 August 2015.

WEALTH GLORY HOLDINGS LIMITED

富譽控股有限公司

(於開曼群島註冊成立的有限公司)

(股份代號：8269)

條件

- 倘閣下為非合資格股東，則不得申請認購任何發售股份。
- 概不會就收到之任何申請款項發出收據，惟預期申請獲全數或部份接納之發售股份股票將以平郵方式按申請表格所列地址寄交閣下(或倘為聯合承配人，則首名承配人)，郵誤風險概由閣下自行承擔。
- 填妥申請表格將構成閣下指示及授權本公司及／或聯合證券登記有限公司或其提名之其他人士代表閣下辦理申請表格或其他文件之任何登記手續，以及在一般情況下執行有關公司或人士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。
- 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細則之規定。
- 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，則有關申請可能遭拒絕受理。
- 閣下申請認購發售股份之權利不得轉讓。
- 本公司保留接納或拒絕任何未符合本文件所載手續之發售股份認購申請之權利。
- 填妥及交回本申請表格即表示閣下向本公司作出保證及聲明，已經或將會就本申請表格及其任何接納全面遵守香港以外所有有關司法權區之一切登記、法律及監管規定。倘閣下對本身狀況存有疑問，應諮詢閣下之專業顧問。
- 務須注意，新包銷協議載有條文賦予包銷商權利於二零一五年八月三十一日(星期一)下午四時正前任何時間於發生若干事件(包括不可抗力事件)之情況下透過向本公司作出書面通知終止其於新包銷協議項下之責任。該等事件載於下文「終止新包銷協議」一節及發售章程「終止新包銷協議」一節。倘包銷商根據新包銷協議條款終止新包銷協議，則新公開發售將不會進行。此外，新公開發售須待發售章程「董事會函件」一節「新公開發售之條件」一段所載之條件達成後，方可作實。

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獲保證配發之發售股份數目，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0.12港元(上調至最接近港仙)計算)。倘所收到之相應股款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，則閣下之申請可能遭拒絕受理。

填妥申請表格並將適當之股款相應地緊釘其上後，請將表格對準並於二零一五年八月二十六日(星期三)下午四時正或之前交回過戶登記處聯合證券登記有限公司，地址為香港灣仔駱克道33號中央廣場滙漢大廈A18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「Wealth Glory Holdings Limited – Open Offer Account」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二十六日(星期三)下午四時正或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。

股東務請注意，新包銷協議載有若干先決條件，倘新包銷協議所載任何先決條件未能於發售章程指定時間及／或日期或訂約方可能同意之較後時間及／或日期之前達成或獲包銷商豁免，則新包銷協議可由包銷商書面通知本公司予以終止。該等事件載於發售章程「終止新包銷協議」及「新公開發售之條件」兩段。股東在買賣本公司證券時，務請審慎行事。

股東務請注意，股份已由二零一五年八月三日(星期一)起按除權基準買賣，且股份將於新公開發售之條件未達成期間繼續買賣。在新公開發售之所有條件達成日期(預期為二零一五年八月三十一日(星期一)下午四時正)前買賣股份之任何股東或其他人士須承擔新公開發售不能成為無條件或不進行之風險。擬於該段期間買賣股份之任何股東或其他人士如對其狀況有任何疑問，應徵詢其專業顧問。

終止新包銷協議

倘於最後終止時限前(惟就本條款而言，倘最後終止時限當日為營業日，而當日上午九時正至下午四時正期間在香港懸掛及維持懸掛8號或以上熱帶氣旋警告信號或黑色暴雨警告信號，則最後終止時限日期將順延至下一個當日上午九時正至下午四時正期間並無在香港懸掛及維持懸掛8號或以上熱帶氣旋警告信號或黑色暴雨警告信號之營業日)：

- 包銷商合理認為，新公開發售之成功進行將因下列各項而受到重大不利影響：
 - 頒佈任何新法例或法規或現時之法例或法規(或其有關司法詮釋)出現任何變動或出現任何其他事故(不論其性質)，而包銷商合理認為將令本集團之整體業務或財務或經營狀況受到重大不利影響；或對新公開發售造成重大不利影響；或
 - 任何地方、國家或國際間發生有關政治、軍事、金融、經濟或其他性質(無論是否與任何上述者屬同一類別)之事件或變動(無論是否在新包銷協議日期之前及／或之後發生或持續發生之一連串事故或變故其中一部分)，或任何地方、國家或國際間爆發發敵對衝突或武裝衝突或衝突升級，或發生可影響本地證券市場之事件，而包銷商合理認為會令本集團整體業務或財政或經營狀況或前景受到重大不利影響或令新公開發售之成功進行受到重大不利影響，或基於其他理由導致不適宜或不應進行新公開發售；或
- 市場狀況出現任何不利變動(包括但不限於金融或貨幣政策，或外匯或貨幣市場、證券買賣被暫停或受到重大限制之任何變動)，而包銷商合理認為可能對新公開發售之成功進行造成重大及不利影響，或基於其他理由導致不適宜或不應進行新公開發售；或
- 本公司或本集團任何成員公司之情況出現任何變動，而包銷商合理認為將令本公司之前景受到重大及不利影響，包括(但不限於上述一般性)本集團任何成員公司被申請清盤或通過決議案清盤或結業或出現類似事件或本集團任何重大資產被損毀；或
- 任何不可抗力事件，包括(但不限於其一般性)任何天災、戰爭、暴動、動亂、騷亂、火災、水災、爆炸、疫症、恐怖活動、罷工或停工；或
- 有關本集團整體業務或財務或經營狀況或前景出現任何其他重大不利變動(無論是否與上述任何一項屬同一類別)；或
- 任何事件倘於緊接發售章程日期前出現或發現，但並無於發售章程內披露，而包銷商合理認為對新公開發售而言構成重大遺漏者；或
- 證券一般地或本公司證券在聯交所暫停買賣超過十個連續營業日，不包括涉及核准該公告、章程文件或與新公開發售有關之其他公佈或通函而暫停買賣。

則包銷商有權於最後終止時限前，向本公司送達書面通知以終止新包銷協議。

倘包銷商終止新包銷協議，新包銷協議下各訂約方之全部責任將予終止，各訂約方均不得就因新包銷協議所產生或與新包銷協議有關之任何事項相關之費用、損害、賠償或其他向任何其他訂約方提出任何申索，惟(其中包括)新包銷協議項下任何責任之任何先前違反除外。

支票及銀行本票

所有支票及銀行本票均將於收訖後過戶，而該等款項所賺取之全部利息(如有)將撥歸本公司所有。填妥申請表格並連同所申請認購發售股份股款之支票或銀行本票一併交回後，將構成申請人保證支票或銀行本票將可於首次過戶時兌現。凡隨附支票或銀行本票未能於首次過戶時兌現，則有關申請表格可能遭拒絕受理；在該情況下，保證配額及據此獲得之所有權利將視為予以放棄並將予註銷。

發售股份股票

預期繳足股款發售股份之股票將於二零一五年九月八日(星期二)以平郵方式寄發予有權收取之人士，郵誤風險概由彼等承擔。

閣下將就所獲發行的全部發售股份獲發一張股票。

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日期或之後所宣派、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)將以平郵方式寄發至有權收取有關文件之人士之登記地址，郵誤風險概由彼等自行承擔。

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。

載述(當中包括)新公開發售詳情之發售章程，於直至二零一五年八月二十六日(星期三)(包括當日)止(星期六及公眾假期除外)之平日正常營業時間內於過戶登記處聯合證券登記有限公司(地址為香港灣仔駱克道33號中央廣場滙漢大廈A18樓)可供索取。