

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 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, 22 APRIL 2013.

本申請表格具有價值，但不可轉讓，並僅供下文列名之合資格股東使用。二零一三年四月二十二日(星期一)下午四時正後不得提出申請。

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 A LICENSED SECURITIES DEALER, REGISTERED INSTITUTION IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISOR.

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 ETERNITY INVESTMENT LIMITED DATED 8 APRIL 2013 UNLESS THE CONTEXT OTHERWISE REQUIRES.

除文義另有所指外，本表格所用詞彙與 Eternity Investment Limited (永恒策略投資有限公司) 於二零一三年四月八日刊發之發售章程所界定者具有相同涵義。

A copy of each of the Prospectus Documents, and having attached thereto the documents specified in the paragraph headed "Documents delivered to the Registrars of Companies in Hong Kong and Bermuda" in Appendix III to the Prospectus, has been registered with the Registrar of Companies in Hong Kong pursuant to Section 342C of the Companies Ordinance and a copy of each of the Prospectus Documents will as soon as practicable be filed with the Registrar of Companies in Bermuda in compliance with the Companies Act. The Securities and Futures Commission of Hong Kong, the Registrar of Companies in Hong Kong and the Registrar of Companies in Bermuda take no responsibility as to the contents of these documents.

各份章程文件連同發售章程附錄三(送呈香港及百慕達公司註冊處處長之文件)一段明定之文件已根據公司條例第342C條向香港公司註冊處登記，而各份章程文件將於實際可行情況下盡快遵照公司法(如需要)之規定送呈百慕達公司註冊處處長存檔。香港證券及期貨事務監察委員會、香港公司註冊處處長及百慕達公司註冊處處長對任何該等文件之內容概不負責。

Hong Kong Exchanges and Clearing Limited, the Stock Exchange and 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、聯交所及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，並明確表示概不就因本申請表格全部或任何部分內容而產生或因依賴該等內容而引致之任何損失承擔任何責任。

Dealings in the Shares and the Offer Shares may be settled through 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以透過中央結算系統進行交收，閣下應就該等交收安排之詳情及該等安排可能對閣下之權利及權益所構成之影響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。

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 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.

待發售股份獲准於聯交所上市及買賣，以及遵守香港結算之證券收納規定後，發售股份將獲香港結算接納為合資格證券，可由發售股份開始在聯交所買賣之日或香港結算釐定之有關其他日期起，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之交易必須於其後第二個交易日於中央結算系統內進行交收。於中央結算系統內進行之所有活動均須依據不時有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。



ETERNITY INVESTMENT LIMITED

永恒策略投資有限公司*

(Incorporated in Bermuda with limited liability)

(於百慕達註冊成立之有限公司)

(Stock Code: 764)

(股份代號: 764)

OPEN OFFER OF 152,224,414 OFFER SHARES AT HK\$1.20 PER OFFER SHARE
ON THE BASIS OF ONE OFFER SHARE

FOR EVERY TWO EXISTING SHARES HELD ON THE RECORD DATE

按於記錄日期每持有兩股現有股份獲發一股發售股份之基準

按每股公開發售股份 1.20 港元公開發售 152,224,414 股發售股份

PAYABLE IN FULL UPON APPLICATION BY NO LATER THAN 4:00 P.M. ON MONDAY, 22 APRIL 2013

股款須於申請時(不得遲於二零一三年四月二十二日(星期一)下午四時正)繳足

APPLICATION FORM

申請表格

Registered office:

註冊辦事處:

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Head office and principal place of

business in Hong Kong:

總辦事處及香港主要營業地點:

Unit 3811, Shun Tak Centre
West Tower
168-200 Connaught Road Central
Hong Kong

香港
干諾道中 168-200 號
信德中心
西座 3811 室

8 April 2013

二零一三年四月八日

Branch share registrar and transfer office

in Hong Kong:

香港股份過戶登記分處:

Tricor Standard Limited
26th Floor, Tesbury Centre
28 Queen's Road East
Wanchai
Hong Kong

卓佳標準有限公司

香港

灣仔

皇后大道東 28 號

金鐘匯中心 26 樓

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

Number of Shares registered in your name on 5 April 2013

於二零一三年四月五日以前，閣下名義登記之股份數目

Box A
甲欄

Number of Offer Shares in your assured allotment subject to payment in full upon application by no later than 4:00 p.m. on Monday, 22 April 2013

閣下獲保證配發之發售股份數目(須不遲於二零一三年四月二十二日(星期一)下午四時正申請時繳足)

Box B
乙欄

Amount payable on assured allotment when applied in full

Box C
丙欄

HKS

港元

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

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 subscribed for and the amount of remittance enclosed (calculated as the number of Offer Shares subscribed for multiplied by HK\$1.20)

請於丁欄填妥所認購之發售股份數目及隨附之股款金額(以認購之發售股份數目乘以 1.20 港元計算)

Number of Offer Shares subscribed for

Box D
丁欄

認購之發售股份數目

Remittance enclosed

隨附股款

HKS

港元

You are entitled to subscribe for 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 as mentioned in the Prospectus and this Application Form, such allotment is made to the Shareholders who (a) were registered on the register of members of the Company and (b) were not the Prohibited Shareholders at the close of business on Friday, 5 April 2013 on the basis of an assured allotment of one Offer Share for every two existing Shares held on Friday, 5 April 2013.

閣下有權透過填寫本申請表格認購相等或於或少於上文乙欄所列閣下獲保證配發之發售股份數目。在發售章程及本申請表格所述者規限下，有關配額乃向於二零一三年四月五日(星期五)營業時間結束時(a)登記於本公司股東名冊及(b)並非受禁股東之股東作出，基準為按於二零一三年四月五日(星期五)每持有兩股現有股份獲保證配發一股發售股份。

If you wish to subscribe for any Offer Shares, you should complete and sign this Application Form, and lodge this Application Form together with a remittance for the full amount payable in respect of the Offer Shares subscribed for (or shown in Box C) with the Company's branch share registrar and transfer office in Hong Kong, Tricor Standard Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong by no later than 4:00 pm on Monday, 22 April 2013. All remittances must be in Hong Kong dollars. 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 "Eternity Investment Limited – Open Offer Account" and crossed "Account Payee Only" and comply with the procedures set out overleaf. No receipt will be given for such remittances.

倘閣下欲認購任何發售股份，請填妥及簽署本申請表格，並將本申請表格連同申請認購發售股份(或丙欄所示)涉及之全數應繳款項之足額股款，須不遲於二零一三年四月二十二日(星期一)下午四時正交回本公司之香港股份過戶登記分處卓佳標準有限公司，地址為香港灣仔皇后大道東 28 號金鐘匯中心 26 樓。所有股款必須以港元支付。支票必須以香港持牌銀行之帳戶開出，而銀行本票須由香港持牌銀行發出，並以[Eternity Investment Limited – Open Offer Account]為抬頭人，並劃線註明「只准入抬頭人賬戶」，以及須符合背頁所載手續。該等股款不會獲發收據。

Additional information including conditions and procedures for application of the Offer Shares is enclosed.

隨附額外資料載有發售股份之條件及申請手續。

* For identification purpose only
僅供識別



ETERNITY INVESTMENT LIMITED

永恒策略投資有限公司*

(於百慕達註冊成立之有限公司)

(股份代號：764)

條件

1. 受禁止股東不得認購任何發售股份。
2. 概不會就收到之申請認購款項發出收據，惟預期申請獲全數或部分接納之任何發售股份股票將以平郵方式按表格所列地址寄交獲配發人；如屬聯名獲配發人，則寄交名列首位之獲配發人，郵誤風險概由彼等自行承擔。
3. 填妥本申請表格將構成申請人指示及授權本公司及／或卓佳標準有限公司或彼等就此提名之其他人士代表申請人辦理本申請表格或其他文件之任何登記手續，以及進行有關公司或人士可能認為必需或合宜之一切其他事宜，以根據發售章程所述安排，將申請人所申請認購之數目或任何較少數目之發售股份登記在申請人名下。
4. 發售股份之申請人承諾簽署所有文件並採取一切其他必要行動以讓申請人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公司細則之規定。
5. 股款將於本公司收訖後過戶，而自此賺取之所有利息（如有）將撥歸本公司所有。填妥及交回本申請表格連同支票及／或銀行本票，即構成申請人保證支票或銀行本票將於首次過戶時兌現。在不影響本公司其他有關權利之情況下，本公司保留權利拒絕接納隨附之支票及／或銀行本票於首次過戶或（按本公司選擇）其後過戶時未能兌現之任何申請表格。在此情況下，有關獲保證配發之發售股份及其項下之所有權利及配額之申請將視作不獲接納並予以註銷。
6. 閣下申請認購發售股份之權利不得轉讓。
7. 本公司保留酌情權接受或拒絕任何不符合本文件所載申請手續之發售股份認購申請。
8. 填妥及交回本申請表格即表示向本公司作出一項保證及聲明，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管轄區之一切登記、法律及監管規定。倘閣下對其狀況存有疑問，應諮詢閣下之專業顧問。
9. 務須注意，包銷協議載有條文賦予包銷商權力於二零一三年四月二十五日（星期四）下午四時正前透過向本公司發出書面通知，以於發生若干事件（包括不可抗力事件）時終止其於協議項下之責任。該等事件載於本部以下及發售章程「終止包銷協議」一節及「董事會函件」一節中「終止包銷協議」一段。倘包銷商根據包銷協議條款終止協議，則公開發售將不會進行。此外，公開發售須待發售章程「董事會函件」一節「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

閣下可透過填寫本申請表格認購相等於或少於乙欄所列閣下獲保證配發之有關發售股份數目。

欲認購少於閣下獲保證配發之發售股份數目，請在本申請表格丁欄內填上閣下欲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**1.20**港元計算）。倘所收到之相應股款少於乙欄所填或有權享有之發售股份數目所需之股款，則申請人將被視作申請認購已收全數款項所代表之有關較少發售股份數目。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，則閣下之申請將不獲受理。

倘閣下欲認購本申請表格乙欄所列數目之發售股份，則請在本申請表格丁欄內填上此數目。如無填上任何數目，則閣下將被視作申請認購已收全數款項所代表之發售股份數目。

填妥本申請表格並將適當之股款相應地緊釘其上後，請將表格對摺並須不遲於**二零一三年四月二十二日（星期一）下午四時正**交回本公司之香港股份過戶登記分處卓佳標準有限公司，地址為香港灣仔皇后大道東28號金鐘匯中心26樓。所有股款必須以港元支付。支票須以香港持牌銀行賬戶開出，而本票則須由香港持牌銀行發出，並以**Eternity Investment Limited — Open Offer Account**為抬頭人認購。閣下獲保證配發之發售股份，並劃線註明「**只准入抬頭人賬戶**」。除非本申請表格，連同本申請表格丙欄或丁欄（視情況而定）所示之適當股款於**二零一三年四月二十二日（星期一）下午四時正**已經收到，否則閣下申請認購發售股份之權利以及一切有關權利將視作已遭放棄及將被註銷。

預計股票將於二零一三年四月二十六日（星期五）或之前以平郵方式寄予閣下，郵誤風險概由閣下自行承擔。閣下將就全部有效認購並配發予閣下之發售股份獲發一張股票。

終止包銷協議

包銷商可透過於最後終止時間前向本公司送達書面通知以終止包銷協議所載之安排，倘於最後終止時間前（惟就包銷協議終止條文而言，倘最後終止時間日期為八號或以上熱帶氣旋警告信號，或「黑色」暴雨警告信號於當日上午九時正至下午四時正期間在香港生效及仍然懸掛之營業日，則最後終止時間日期將為下一個當日上午九時正至下午四時正期間八號或以上熱帶氣旋警告信號，或「黑色」暴雨警告信號並無在香港生效或仍然懸掛之營業日）：

- (1) 包銷商全權認為公開發售之順利進行將會因以下事件而受到重大及不利影響：
 - (a) 頒佈任何新法例或規例或現行法例或規例（或其司法詮釋）出現任何變動或發生任何其他有關事件（不論其性質為何），而包銷商全權認為會對本集團整體業務或財務或貿易狀況或前景構成重大及不利影響或對公開發售重大不利；或
 - (b) 發生有關政治、軍事、金融、經濟或其他性質（無論是否與前述任何一項同類）之任何本地、國家或國際事件或變動（不論是否構成於本申請表格日期之前及／或之後所發生或持續發生之一連串事件或變動之一部份），或任何本地、國家或國際爆發敵對行為或武裝衝突或該等行為或衝突升級，或可影響本地證券市場之事件，而包銷商全權認為會對本集團整體業務或財務或貿易狀況或前景構成重大及不利影響、對公開發售之順利進行構成重大及不利影響或導致進行公開發售屬不宜或不智；或
- (2) 市場狀況出現任何不利變動（包括但不限於財政或金融政策或外匯或貨幣市場之任何變動、證券買賣暫停或受到嚴重限制），而包銷商全權認為有可能對公開發售之順利進行構成重大或不利影響，或導致進行公開發售屬不宜或不智；或
- (3) 本公司或本集團任何成員公司之情況出現任何變動，而包銷商全權認為會對本公司之前景構成不利影響，包括在不損害前述條文之一般性原則下，提出清盤呈請或通過決議案清盤或結業，或本集團任何成員公司發生類似事件，或本集團任何重大資產遭破壞；或
- (4) 任何不可抗力事件，包括在不損害其一般性原則下，任何天災、戰爭、暴亂、擾亂公共秩序、內亂、火災、水災、爆炸、疫症、恐怖主義活動、罷工或停工；或
- (5) 有關本集團整體業務或財務或貿易狀況或前景之任何其他重大不利變動（不論是否與前述任何一項同類）；或
- (6) 包銷商全權認為倘在緊接發售章程日期前出現或發現而並無於發售章程內披露，則將對公開發售構成重大遺漏之任何事宜；或
- (7) 整體證券或本公司證券於聯交所暫停買賣超過連續十個營業日，不包括就核准該公佈、章程文件或有關公開發售之其他公佈或通函而引致之任何暫停買賣，

則包銷商有權以書面通知（須於最後終止時間前送達）本公司終止包銷協議。

倘於最後終止時間前出現以下情況，則包銷商有權以書面通知撤銷包銷協議：

- (1) 包銷商獲悉任何嚴重違反上述包銷協議所載任何聲明、保證或承諾之情況；或
- (2) 包銷商獲悉任何特別事件。

包銷商須於最後終止時間前送達任何有關通知。

務請股東注意，股份已自二零一三年三月二十七日（星期三）開始以除權方式買賣，即使公開發售之條件尚未達成，股份亦將繼續買賣。任何股東或其他人士如在公開發售成為無條件及包銷協議所述之不可抗力事件失效（預期時間為二零一三年四月二十五日（星期四）下午四時正）前以除權方式買賣股份，將因而須承擔公開發售未必成為無條件及不一定進行之風險。凡擬於上述期間買賣股份之股東或其他人士如對其情況有任何疑問，宜諮詢其專業顧問。

* 僅供識別



ETERNITY INVESTMENT LIMITED

永恒策略投資有限公司*
(Incorporated in Bermuda with limited liability)
(於百慕達註冊成立之有限公司)
(Stock Code: 764)
(股份代號: 764)

To: Eternity Investment Limited
致: 永恒策略投資有限公司*

Dear Sirs,

I/We, being the registered holder(s) of the Shares stated overleaf, enclose a remittance** for the amount payable in full upon application for the number of Offer Shares entitled at an issue price of HK\$1.20 per Offer Share specified in Box B (or, if and only if Box D is completed, in Box D). I/We hereby accept that number of Offer Shares on the terms and conditions of the Prospectus dated Monday, 8 April 2013 and subject to the memorandum of association and bye-laws of the Company and I/we hereby undertake and agree to subscribe 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 of the Company as the holder(s) of such Offer Shares or any lesser number of Offer Shares as aforesaid and to send the 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 overleaf and agree to be bound thereby.

By signing this form, I/we declare that I/we am/are not Prohibited 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 and Bermuda.

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)所列配額之發售股份數目，並附上按每股發售股份 1.20 港元之發行價計算須於申請時繳足之全數股款**。本人/吾等謹此按照日期為二零一三年四月八日(星期一)之發售章程所載之條款及條件，並在貴公司之組織章程大綱及公司細則限制下接納有關數目之發售股份，而本人/吾等謹此承諾並同意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，作為有關數目或前述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所列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/吾等已詳閱背頁所載各項條件及申請手續，並同意全部遵守。

透過簽署本表格，本人/吾等聲明本人/吾等並非受禁止股東，而本人/吾等申請發售股份並無違反香港及百慕達以外任何司法管轄區之任何適用證券或其他法律或法規。

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 _____ 2013

日期: 二零一三年 _____ 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 specified in Box D, or failing which, the total specified in Box B) 申請認購發售股份數目 (丁欄所列明之總數或(如未有填妥)乙欄所列明之總數)	Total amount of remittance (being the total specified in Box D, or failing which, the total specified in Box C) 股款總額 (丁欄所列明之股款總額或(如未有填妥)丙欄所列明之股款總額)	Name of bank on which cheque/cashier's order is drawn 支票/銀行本票之付款銀行名稱	Cheque/cashier's order number 支票/銀行本票號碼
	HK\$ 港元		

** Cheque or cashier's order should be crossed "Account Payee Only" and made payable to "Eternity Investment Limited — Open Offer Account" (see the paragraph headed "Procedures for Application" on the reverse side of this form).

** 支票或銀行本票須劃線註明「只准入抬頭人賬戶」，並以「Eternity Investment Limited — Open Offer Account」為抬頭人(請參閱本表格背頁「申請手續」一段)。

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 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 such lesser 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.

假設公開發售之條件獲達成，申請認購發售股份數目少於或相等於申請人獲保證配發之數目之有效申請將獲全數接納。倘上欄內並無填上數目，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。倘股款少於申請認購上欄所填數目之發售股份所需之股款，則閣下將被視作申請認購已收款項所代表之有關較少發售股份數目。申請將被視作申請認購完整之發售股份數目而作出。本公司不會就股款發出收據。

* For identification purpose only
僅供識別