#### The whole of this document must be returned to be valid 本申請表格須整份交回方為有效。

pplication Form No. 請表格編號			
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## IMPORTANT

重要提示

effect from time to time. You should consult your licensed securities dealer, registered institution in securities, pank manager, solicitor, professional accountant or other professional adviser for details of those settlement arrangements and how such arrangements may affect your rights and interests.
静發售股份獲准於聯交所上市及買賣及符合香港結算之證券收納規定,發售股份將獲香港結算接納為合資格證券,可由發售股份在聯交所開始買賣日期或香港結算歷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能行之交易須於其後第二個交易日在中央結算系統內進行交收。所有在中央結算系統內進行之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。有關交收安排之評情及該等安排對 閣下之權利及權益可能構成之影響, 閣下總諮詢 閣下之持牌證券交易商、註冊證券機構、銀行經理、律節、專業會計節或其他專業顧問。



## **Oriental Explorer Holdings Limited** 東方網庫控股有限公司\*

(Incorporated in Bermuda with limited liability)

(於百慕達註冊成立之有限公司)

(Stock Code: 430) (股份代號:430)

OPEN OFFER OF 900,000,000 OFFER SHARES AT HK\$0.10 PER OFFER SHARE ON THE BASIS OF ONE (1) OFFER SHARE FOR EVERY TWO (2) EXISTING SHARES HELD ON THE RECORD DATE PAYABLE IN FULL ON ACCEPTANCE BY NO LATER THAN 4:00 P.M. ON THURSDAY, 19 DECEMBER 2013

以每股發售股份0.10港元公開發售900,000,000股發售股份 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 股款最遲須於二零一三年十二月十九日(星期四)下午四時正前接納時繳足

> APPLICATION FORM 申請表格

d office and principal place of business:

The and principal place and principal place and principal place and place a 業興街11號 南雁席場A座

25樓22-28室 Reaistered office: 許冊辦事處 正明新争處・ Clarendon House 2 Church Street Hamilton HM 11

Bermuda

Name(s) and address of Qualifying Shareholder(s) 合資格股東之姓名及地址			name on Wednesday, 4 December 2013 於二零一三年十二月四日(星期三)登記於 國下名下之東方網岸控設有限公司股本中每股面值0.01港元之股份 總數
		BOX A 甲欄	
			Number of Offer Shares allotted to you subject to payment in full on acceptance by not later than 4:00 p.m. on Thursday, 19 December 2013 配授于 個下之發售假物與目,殷款風腦須於二零一三年十二月十九日(星期周)下午四時正前接鈉時繳足
		BOX B 乙欄	
			Amount payable on your assured allotment when accepted in full 国下多数接触保避免银时感缴款项
		BOX C 丙欄	HKS 港元
Acceptance can only be made by the registered Qualifying Shareholder(s) named above.			
Please enter in Box D the number of Offer Shares accepted and the amount of remittance enclosed (calculated as num Offer Shares accepted multiplied by HK\$0.10)	nber of		Number of Office Change and Add

Number of Offer Shares accepted 接納發售股份數目 BOX D

You are entitled to accept any number of Offer Shares which is equal to or less than your assured allotment shown in Box B above by filling in this AF. Subject to as mentioned in the Prospectus, such allotment 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 Wednesday, 4 December 2013. If you wish to apply for such number of Offer Shares which is more than your assured allotment shown in Box B above, i.e. the excess Offer Shares, you should also fill in the separate Excess Application Form (the "EAF"), and lodge it with a separate remittance for full amount payable in respect of the control of the states. If you wish to apply for any Offer Shares and/or excess Offer Shares, you should complete and sign this AF and/or the EAF, and lodge the form(s) together with the appropriate remittance(s) for the full amount payable in respect of the Offer Shares and/or the excess Offer Shares and/or whose and the excess Offer Shares and/or the excess Offer Shares and country and the excess Offer Shares and country of the full amount payable in respect of the Offer Shares and/or the excess Offer Shares and country of the full amount payable in respect of the Offer Shares and/or the excess Offer Shares and country of the full amount payable in respect of the Offer Shares and/or the excess Offer Shares and country of the full amount payable in respect of the Offer Shares and/or the excess Offer Shares and/or excess Offer Shares and/or excess Offer Shares and/or excess Offer Shares and/or excess Offer Shares, you should complete and sign this AF and/or the EAF, and lodge the form of the EAF, and lodge the form of the EAF, and lodge the EAF, and lodge the form of the EAF, and lodge the form of th

只有上述已登記之合資格股東方可接納。 請於丁欄填寫所接納之發售股份數目及隨附之股款金額(以接納之發售股份數目乘以0.10港元計算)

Branch share registrar in Hong Kong: 香港股份過戶登記分處:

Tricor Tenais Limited

26th Floor Tesbury Centre 28 Queen's Road East Wanchai Hong Kong 卓佳登捷時有限公司

香港灣仔

金鐘滙中心

皇后大道東28號

NO RECEIPT WILL BE GIVEN. 將不另發收據。



# **Oriental Explorer Holdings Limited**

# 東方網庫控股有限公司\*

(於百慕達註冊成立之有限公司)

(股份代號:430)

#### 條件

- 非合資格股東不得申請任何發售股份及/或額外發售股份。
- 2. 本公司概不會就收到之申請款項發出收據,惟預期申請獲全數或部份接納之任何發售股份及/或額外發售股份股票將以平郵方式按表格所列地址寄予承配人;如屬聯名承配人,則寄交名列首位之承配人,郵談風險概由其自行承擔。
- 3. 填妥本申請表格及/或額外申請表格將構成申請人指示及授權本公司及/或卓佳登捷時有限公司或其就此提名之若干人士代表認購入辦理本申請表格及/或額外申請表格或其他文件之任何登記手續,以及作出有關公司或人士可能認為必需或合適之一切其他事情,以根據發售章程所述安排,將認購入所申請之數目或任何較少數目之發售股份及/或額外發售股份登記於認購入名下。
- 4. 發售股份及/或額外發售股份之認購人承諾簽署一切文件並採取一切其他必要行為,以便彼等登記為所申請發售股份及/或額外發售股份之持有人,惟須符合本公司組織章程大綱及公司細則之規定。
- 5. 申請款項將於本公司收訖後立即過戶,而其所賺取之利息(如有)將全數撥歸本公司所有。倘支票於首次過戶時未能兑現,則有關申請將可遭拒絕受理。
- 6. 閣下申請發售股份及/或額外發售股份之權利不得轉讓或放棄。
- 7. 本公司保留權利接受或拒絕任何不符合本申請表格及/或額外申請表格所載手續之發售股份及/或額外發售股份申請。

任何香港境外人士填妥及交回本申請表格表示向本公司作出保證及聲明,已經妥為遵守有關接納之所有有關司法地區一切登記、法律及監管規定。

#### 申請手續

閣下可誘渦填寫本申請表格申請相等於或少於乙欄所載 閣下獲保證配發之有關發售股份數目。

倘 閣下欲申請少於 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 閣下欲申請之發售股份數目及應繳款項總額(以申請之發售股份數目乘以0.10港元計算)。倘所收到之相應款項少於所填上發售股份數目之所需股款,則 閣下將被視作申請已收全數款項所涉及之有關較少發售股份數目。

倘 閣下欲申請本申請表格乙欄所列數目之發售股份,請在本申請表格丁欄內填上此數目。如無填上任何數目,則 閣下將被視作申請已收全數款項所代表數目之發售股份。

倘 閣下欲申請多於本申請表格乙欄所載 閣下獲保證配發之任何發售股份(即額外發售股份)數目,則 閣下應另行使用額外申請表格,並於額外申請表格之適當位置填上 閣下欲申請之額外發售股份數目及應繳款項總額(以申請之額外發售股份數目乘以0.10港元計算)。 閣下可申請任何額外發售股份數目。倘所收到之相應款項少於所填上之額外發售股份數目之所需股款,則 閣下將被視作申請已收全數量頂所代表之較少額外發售股份數目。

填妥本申請表格及/或額外申請表格並將適當之股款相應地緊釘其上後,應將表格對摺並不遲於二零一三年十二月十九日(星期四)下午四時正(或在惡劣天氣情況下,發售章程「預期時間表」一節所述之有關最後接納時間)交回本公司之香港股份過戶登記分處卓佳登捷時有限公司,地址為香港灣仔皇后大道東28號金鐘滙中心26樓。所有股款均須以港元繳付。支票或銀行本票須以香港之持牌銀行賬戶付款或由香港之持牌銀行開出,註明抬頭人為「Oriental Explorer Holdings Limited — OPEN OFFER ACCOUNT」,並以「只准入抬頭人賬戶」方式劃線開出。除非本公司於二零一三年十二月十九日(星期四)下午四時正前收到填妥之本申請表格及/或額外申請表格,連同本申請表格丙欄或丁欄(視情況而定)所示之適當股款及/或額外申請表格所示之適當股款送達,否則 閣下申請發售股份及/或額外發售股份之權利以及一切有關權利將當作已被放棄而註銷。

預期股票將於二零一三年十二月二十七日(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。

## 終止包銷協議

包銷協議載有條文,授予包銷商權利在若干事件發生時透過發出書面通知終止包銷商根據該協議承擔之責任。倘於最後終止時間前發生以下任何事件,則包銷商可於最後終止時間或之前終止包銷協議:

- (a) 包銷商秉持忠誠態度,合理認為公開發售之成功將受下列各項重大不利因素影響:
  - 1. 頒佈任何新規例或現有法律或規例(或其司法詮釋)出現任何變動或發生任何性質之其他事件,而依包銷商之絕對意見認為,該事件可能對本集團之整體業務或財務或貿易狀況或前景構成重大不利影響;或
  - 2. 當地、國家或國際發生任何政治、金融、經濟、貨幣、市場或其他性質之事件或變動(無論是否構成於本申請表格日期之前及/或之後發生或持續之一連串事件或變動之一部份,及無論是否與任何上述同一類)或當地、國家或國際敵對行動或武裝衝突爆發或升級、或影響當地證券市場,而依包銷商之絕對意見認為,其可能對本集團之整體業務或財務或貿易狀況或前景構成重大不利影響;或
  - 本集團之整體業務或財務或貿易狀況或前景出現任何重大不利變動;或
  - 4. 任何天災、戰爭、暴動、擾亂公共秩序、群眾騷亂、火災、水災、爆炸、疫症、恐怖活動、罷工或閉廠,而包銷商合理認為,其將對本集團之整體業務或財務或貿易狀況或前景構成重大不利影響;或
  - 5. 因特殊金融情況或其他原因出現或對於聯交所全面買賣股份實施任何禁售、暫停買賣或重大限制;或
  - 6. 任何第三方向本集團任何成員公司展開任何訴訟或申索,而現時或可能對本集團整體而言關係重大;或
- (b) 市況出現任何重大不利變動(包括但不限於香港、中國或與本集團或本集團任何成員公司有關之其他司法權區財政或貨幣政策或外匯或貨幣市場出現變動、證券暫停或限制買賣、實施經濟制裁;及貨幣狀況出現變動(就本條而言包括港幣價值與美利堅合眾國貨幣價值掛鈎之制度出現變動),而包銷商合理認為繼續進行公開發售屬不宜或不智;或
- (c) 發售章程於刊發時載有本公司並未於本申請表格日期前公佈或刊發有關本集團業務前景或狀況或遵守任何法律或上市規則或任何適用規例之資料,而包銷商合理認為該等資料對本集團整體而言關係重大,且極可能對公開發售之成功構成重大不利影響。

倘包銷協議於最後終止時間或之前被包銷商終止或並無成為無條件,則包銷協議將告終止(惟於終止前包銷商可能根據包銷協議獲得之任何權利及責任除外),而公開發售將不會進行,本公司或包銷商亦 不得就與包銷協議有關之成本、損害賠償、補償或其他款項,向另一方提出任何申索。

## 支票或銀行本票

所有支票及銀行本票將於收訖後立即過戶,而其所赚取之利息(如有)將全數撥歸本公司所有。填妥及交回本申請表格及/或額外申請表格,連同支付所接納發售股份之支票或銀行本票,將構成 閣下向本公司保證該支票或銀行本票將於首次過戶時兑現。凡隨附支票或銀行本票於首次過戶時未能兑現所涉及之接納可遭拒絕受理,在此情況下,相關保證配額及其項下之一切權利將當作已被放棄而註銷。

## 發售股份之地位

發售股份(於繳足股款及配發後)將在各方面與配發日期之已發行股份享有同等權益。該等發售股份之持有人將有權收取未來宣派、作出或派付(其記錄日定於發售股份配發及發行日期或之後)之一切股 息及分派。

## வ. சக

待公開發售之條件達成後,發售股份之股票預期將於二零一三年十二月二十七日(星期五)或之前以平郵方式郵寄予該等有權收取股票之合資格股東,郵誤風險概由彼等自行承擔。 関下將就 関下名下 登記之所有相關發售股份獲發一張股票。

## 一般事項

所有文件將以平郵方式寄往有權收取有關文件之人士之登記地址,郵誤風險由彼等承擔。

倘本申請表格及/或額外申請表格由獲發本申請表格及/或額外申請表格之人士簽署交回,即確實證明交回上述文件之人士有權處理有關文件及收取相關發售股份股票。

本申請表格及/或額外申請表格及據此之發售股份之任何接納均受香港法律管轄並據此解釋。



# **Oriental Explorer Holdings Limited**

# 東方網庫控股有限公司\*

(Incorporated in Bermuda with limited liability) (於百慕達註冊成立之有限公司)

> (Stock Code: 430) (股份代號: 430)

To: Oriental Explorer Holdings Limited

致:東方網庫控股有限公司

Dear Sirs.

I/We, being the registered holder(s) of the Shares stated overleaf, enclose a remittance\*\* for the amount payable in full on acceptance for the number of Offer Shares at a price of HK\$0.10 per Offer Share specified in Box B (or, if and only if Box D is completed, in Box D). I/We accept such Offer Shares on the terms and conditions of the Prospectus dated 5 December 2013 and subject to the memorandum of association and bye-laws of the Company. 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 and to send the share certificate(s) in respect thereof by ordinary post at my/our own risk to the address specified overleaf. I/We have read the conditions and procedures for acceptance set out overleaf and agree to be bound thereby.

#### 盐的老

本人/吾等為背頁所列股份之登記持有人,現接納乙欄(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0.10港元之價格計算 須於接納時繳足之全數股款\*\*。本人/吾等謹此依照日期為二零一三年十二月五日之發售章程所載之條款及條件,以及在 貴公司之組織章程大綱及 公司細則之規限下,接納該等數目之發售股份。本人/吾等謹此授權 貴公司將本人/吾等之姓名列入 貴公司股東名冊,作為此等發售股份之持有 人,並授權 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/吾等已細閱背頁所載各項條件及接納 手續,並同意受其約束。

			Please insert cont telephone number 請填上聯絡電話號	r
Signature(s) of Qualifying Shareholder (all joint Qualifying Shareholder(s) mus 合資格股東簽署(所有聯名合資格股東	st sign)		(3)	(4)
Date:				
日期:				
Details to be filled in by Qualifying Sha 合資格股東需填妥以下詳情:	areholder(s):			
Number of Offer Shares being accepted (being the total number specified in Box D, failing which, the total number specified in Box B) 接納發售股份數目(即丁欄所列明之總數,如未有填妥,則指乙欄所列明之總數)	Total amount of remittance (being the total amount specified in Box D, failing which, the total amount specified in Box C) 股款總額(即丁欄所列明之 股款總額,如未有填妥, 則指丙欄所列明之股款總額)	banker's cashi	on which cheque/ er order is drawn 民之付款銀行名稱	Cheque/banker's cashier order number 支票/銀行本票號碼
	HK\$ 港元			

- \* Cheque or banker's cashier order should be crossed "Account Payee Only" and made payable to "Oriental Explorer Holdings Limited Open Offer Account" (see the section headed "PROCEDURES FOR APPLICATION" on the reverse side of this AF).
- \*\* 支票或銀行本票須以「<mark>只准入抬頭人賬戶</mark>」方式並以「Oriental Explorer Holdings Limited Open Offer Account」為抬頭人劃線開出(請參閱本申請表格背頁「申請手續」一節)。

Valid acceptance for such number of Offer Shares which is less than or equal to a Qualifying Shareholder's assured allotment will be given effect 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 accepted 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 accepted 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 the remittance.

假設公開發售之條件達成,合資格股東有效接納少於或相等於其所獲保證配發之發售股份數目將獲全數有效配發。倘以上各欄內並無填上數目,則 閣下將被視作接納就此支付的款項所代表之發售股份數目。倘股款少於上欄所填數目之發售股份所需支付的股款,則 閣下將被視作接納本公司就此已收妥之款項所代表之發售股份數目。此項申請將被視作為申請完整之發售股份數目而作出。 閣下不會就有關股款獲發給任何收據。

<sup>\*</sup> for identification only

<sup>\*</sup> 僅供識別