

Provisional allotment letter number  
暫定配額通知書編號

IMPORTANT  
重要提示

TERMS USED HEREIN SHALL HAVE THE SAME MEANINGS AS DEFINED IN THE PROSPECTUS OF CAPITAL VC LIMITED (THE "COMPANY") DATED 23 FEBRUARY 2011 (THE "PROSPECTUS") UNLESS THE CONTEXT OTHERWISE REQUIRES. THIS DOCUMENT IS VALUABLE AND TRANSFERABLE AND REQUIRES YOUR IMMEDIATE ATTENTION. The offer contained in this document and the accompanying form of application for excess Rights Shares expires at 4:00 p.m. on Wednesday, 9 March 2011.

If you are in any doubt about this document or as to the action to be taken, you should consult appropriate independent advisers to obtain independent professional advice. Dealings in the shares of the Company may be settled through the Central Clearing and Settlement System ("CCASS") operated by Hong Kong Securities Clearing Company Limited ("HKSCC") and you should consult your stockbroker or other licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser for details of those settlement arrangements and how such arrangements may affect your rights and interests. A copy of this provisional allotment letter, together with a copy of the Prospectus and the other documents specified in the paragraph headed "Documents delivered to the Registrar of Companies" in Appendix IV to the Prospectus, have been registered by the Registrar of Companies in Hong Kong as required by section 342C of the Companies Ordinance (Chapter 32 of the Laws of Hong Kong). The Registrar of Companies and the Securities and Futures Commission in Hong Kong take no responsibility as to the contents of any of the documents referred to above.

Hong Kong Exchanges and Clearing Limited, The Stock Exchange and HKSCC take no responsibility for the contents of this document, 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 document. Subject to the granting of listing of, and permission to deal in, the Rights Shares in both nil-paid and fully-paid forms on the Stock Exchange and compliance with the stock admission requirements of HKSCC, the Rights Shares in both nil-paid and fully-paid forms will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the respective dates of commencement of dealings in the Rights Shares in both nil-paid and fully-paid forms on the Stock Exchange or such other dates 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.

除文義另有指外，首都創投有限公司(「本公司」)於二零一一年二月二十三日刊發之章程(「章程」)所界定之詞語均與本通知書所採用者具相同涵義。本文件具有價值及可轉讓，並須閣下立即處理。本文件及隨附之額外供股股份申請表格所載之建議於二零一一年三月九日(星期三)下午四時正截止。閣下如對本文件及應採取之行動有任何疑問應諮詢合適獨立顧問以獲取獨立專業意見。閣下應就該等交易安排之詳情及有關安排對閣下之權利及權益可能造成之影響，諮詢閣下之股票經紀或其他持牌證券交易商、銀行經理、律師、專業會計師或其他專業顧問。本暫定配額通知書之印本，連同章程之印本及本章程附錄四「送呈公司註冊處之文件」一段所述之其他文件印本，已遵照香港法例第32章香港公司條例第342C條之規定於香港公司註冊處登記。香港之公司註冊處及證券及期貨事務監察委員會對上述任何文件之內容概不負責。

香港交易及結算所有限公司、聯交所及香港結算對本文件之內容概不負責，對其準確性或完備性亦不發表任何聲明，並明確表示概不因本文件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。待未繳股款及繳足股款之供股股份獲准在聯交所上市及買賣以及符合香港結算之股份收納規定後，未繳股款及繳足股款之供股股份將獲香港結算接納為合資格證券，由未繳股款及繳足股款之供股股份各自開始在聯交所進行買賣之有關日期或香港結算定之其他日期起，可在中央結算系統內存、結算及交收。聯交所參與者之間於任何交易日所進行之交易，均須於其後第二個交易日在中央結算系統進行交收。所有中央結算系統之活動均根據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進行。

# Capital VC Limited

## 首都創投有限公司

(Incorporated in the Cayman Islands with limited liability and carrying on business in Hong Kong as CNI VC Limited)  
(於開曼群島註冊成立之有限公司並以CNI VC Limited名稱在香港經營業務)  
(Stock Code: 02324)  
(股份代號: 02324)

### RIGHTS ISSUE OF 194,746,089 RIGHTS SHARES AT HK\$0.30 PER RIGHTS SHARE ON THE BASIS OF ONE RIGHTS SHARE FOR EVERY TWO EXISTING SHARES HELD ON THE RECORD DATE

Share registrar in Hong Kong:  
香港股份過戶登記處:

Tricor Tengis 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  
皇后大道東28號  
金鐘匯中心26樓

Registered office:  
註冊辦事處:

Cricklet Square  
Hutchins Drive  
P.O. Box 2681  
Grand Cayman KY1-1111  
Cayman Islands

Head office and principal  
place of business in Hong Kong:  
香港總辦事處兼主要營業地點:

Suite 7601B, Level 76  
International Commerce Centre  
1 Austin Road West  
Kowloon, Hong Kong

香港  
九龍柯士甸道西1號  
環球貿易廣場76樓  
7601B室

23 February 2011  
二零一一年二月二十三日

供股  
基準為於記錄日期每持有兩股現有股份可獲發一股供股股份  
以每股供股股份0.30港元之價格  
發行194,746,089股供股股份

### PROVISIONAL ALLOTMENT LETTER 暫定配額通知書

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

Total number of Shares registered in your name(s) on Tuesday, 22 February 2011  
於二零一一年二月二十二日(星期二)以閣下名義登記之股份總數

Box A  
甲欄

Total number of Rights Shares provisionally allotted to you subject to payment in full on acceptance by not later than 4:00 p.m. on Wednesday, 9 March 2011  
暫定配發予閣下之供股股份總數，股款須不遲於二零一一年三月九日(星期三)下午四時正接納時繳足

Box B  
乙欄

Total subscription monies payable  
應繳認購款項總額

Box C  
丙欄  
HK\$  
港元

Contact telephone no. 聯絡電話: \_\_\_\_\_

To accept this provisional allotment in full, you must lodge this document intact with the Company's share registrar in Hong Kong, Tricor Tengis Limited, 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, together with a remittance in Hong Kong dollars for the amount shown in Box C so as to be received by no later than 4:00 p.m. on Wednesday, 9 March 2011. Cheques must be drawn on an account with, and cashier's orders must be issued by, a bank in Hong Kong and made payable to "Capital VC Limited – Provisional Allotment Account" and crossed "account payee only". Instructions on transfer and splitting are set out overleaf. No receipt will be given for such remittance.

It should be noted that the Underwriting Agreement contains provisions granting the Underwriter the right to terminate the Underwriting Agreement on the occurrence of certain events, which have been set out in the paragraph headed "Termination of the Underwriting Agreement" under Rights Issue "The Underwriting Agreement" in the "Letter from the Board" of the Prospectus. If the Underwriting Agreement is terminated by the Underwriter or does not become unconditional, the Rights Issue will not proceed.

It should be noted that the existing Shares have been dealt in on an ex-entitlement basis as from Tuesday, 15 February 2011 and that the Rights Shares will be traded in their nil-paid form from Friday, 25 February 2011, to Friday, 4 March 2011, both dates inclusive. Such dealings will take place during the period when the conditions to which the Rights Issue is subject remain unfulfilled. Any Shareholder or other person dealing in the existing Shares during the period up to the date on which all conditions to which the Rights Issue is subject are to be fulfilled, which is expected to be on Tuesday, 15 March 2011, and any Shareholder or other person dealing in the Rights Shares in their nil-paid form will accordingly bear the risk that the Rights Issue may not become unconditional and therefore may not proceed. Any Shareholder or other person contemplating dealing in the existing Shares or the Rights Shares in their nil-paid form during such period who is in any doubt about his/her/its position is recommended to consult his/her/its professional adviser.

閣下如全數接納本暫定配額，必須將本文件整份連同以港元繳付上列丙欄所示數額之款項，不遲於二零一一年三月九日(星期三)下午四時正送交本公司之香港股份過戶登記處卓佳登捷時有限公司，地址為香港灣仔皇后大道東28號金鐘匯中心26樓，方為有效。支票須由香港之銀行戶口開出，而銀行本票則須由香港之銀行發出，註明抬頭人為「Capital VC Limited – Provisional Allotment Account」及以「只准入抬頭人賬戶」劃線方式開出。有關轉讓及分拆配額之指示載於背頁。所有繳款將不獲發收據。

敬請注意，包銷協議載有條文，包銷商可於發生若干事故時(該等事故已載於章程之董事會函件內「供股」一節中「終止包銷協議」一段)行使權力終止包銷協議。倘包銷商終止包銷協議或包銷協議不能成為無條件，則供股將不會進行。

敬請注意，現有股份自二零一一年二月十五日(星期二)起以除權基準買賣，而供股股份則將由二零一一年二月二十五日(星期五)起至二零一一年三月四日(星期五)(包括首尾兩日)止以未繳股款形式買賣。該等買賣將於供股之條件仍未獲履行之期間內進行。任何股東或其他人士如於供股之條件全部達成之日(預期為二零一一年三月十五日(星期二))前的期間內買賣現有股份，或任何股東或其他人士買賣未繳股款供股股份，均須就此承擔供股未必能成為無條件及因此未必進行之風險。於該段期間有意買賣現有股份或未繳股款之供股股份之任何股東或其他人士倘對彼等之情況有任何疑問，敬請諮詢彼等之專業顧問之意見。

NO RECEIPT WILL BE GIVEN BY THE COMPANY  
本公司將不另發收據

IN THE EVENT OF TRANSFER OF RIGHTS TO SUBSCRIBE FOR THE RIGHTS SHARES, AD VALOREM STAMP DUTY IS PAYABLE ON EACH SALE AND EACH PURCHASE. A GIFT OR TRANSFER OF BENEFICIAL INTEREST OTHER THAN BY WAY OF SALE IS ALSO LIABLE TO AD VALOREM STAMP DUTY. EVIDENCE OF PAYMENT OF AD VALOREM STAMP DUTY WILL BE REQUIRED BEFORE REGISTRATION OF ANY TRANSFER OF THE ENTITLEMENTS TO THE RIGHTS SHARES REPRESENTED BY THIS DOCUMENT.

在轉讓供股股份之認購權時，每項買賣均須繳付從價印花稅。除以出售形式外，餽贈或轉讓實益擁有之權益亦須繳付從價印花稅。在以本文件登記轉讓供股股份權益之前，須出示已繳付從價印花稅之證明。

**Form B**  
表格乙

**FORM OF TRANSFER AND NOMINATION**  
轉讓及提名表格

(To be completed and signed only by the Qualifying Shareholder(s) who wish(es) to transfer all of its/his/her/their rights to subscribe for the Rights Shares comprised herein)  
(只供有意全數轉讓其/彼/彼等可認購本表格所列供股股份權利之合資格股東填寫及簽署)

To: The Directors,  
**Capital VC Limited**

致：首都創投有限公司  
列位董事 台照

Dear Sirs,  
I/We hereby transfer all of my/our rights to subscribe for the Rights Shares comprised in this provisional allotment letter to the person(s) accepting the same and signing the registration application form (Form C) below.

敬啟者：  
本人/吾等謹將本暫定配額通知書所列本人/吾等可認購供股股份之權利全數轉讓予接受此權利並簽署下列登記申請表格（表格丙）之人士。

1. \_\_\_\_\_ 2. \_\_\_\_\_ 3. \_\_\_\_\_ 4. \_\_\_\_\_

Signature(s) of Shareholder(s) (all joint Shareholders must sign)  
股東簽署（所有聯名股東均須簽署）

Date 日期：\_\_\_\_\_ 2011

Stamp duty of HK\$5 and ad valorem stamp duty are payable by the transferor(s) if this form is completed.  
如已填妥本表格，轉讓人須繳付5港元之印花稅及從價印花稅。

**Form C**  
表格丙

**REGISTRATION APPLICATION FORM**  
登記申請表格

(To be completed and signed only by the person(s) to whom the rights to subscribe for the Rights Shares are being transferred)  
(只供獲轉讓可認購供股股份權利之人士填寫及簽署)

To: The Directors,  
**Capital VC Limited**

致：首都創投有限公司  
列位董事 台照

Dear Sirs,  
I/We request you to register the number of Rights Shares mentioned in Box B of Form A in my/our name(s). I/We agree to accept the same on the terms set out in this provisional allotment letter and the accompanying Prospectus and subject to the memorandum of association and articles of association of the Company.

敬啟者：  
本人/吾等謹請董事將表格甲中乙欄所列之供股股份數目，登記於本人/吾等名下。本人/吾等同意按照本暫定配額通知書及隨附之章程所載條款，以及在 貴公司之組織章程大綱及公司細則規限下，接納此等供股股份。

Existing Shareholder(s)  
please mark "X" in this box  
現有股東請在本欄內填上「X」符號

To be completed in BLOCK LETTERS in ENGLISH. Joint applicants should give the address of the first named applicant only. 請用英文正楷填寫。聯名申請人只須填報排名首位之申請人地址。			
Name in English 英文姓名	Family Name or Company Name (姓氏或公司名稱)	Other Name (名字)	Name in Chinese 中文姓名
Name continuation and/or name(s) of joint applicant(s) (if any) 姓名(續)及/或聯名申請人(如有)姓名			
Address in English (Joint applicants should give one address only) 英文地址 (聯名申請人只須提供一個地址)			
Occupation 職業			Tel. No. 電話號碼
Dividend instructions 股息指示			
Name and address of bank 銀行名稱及地址	Bank Account Number 銀行賬戶號碼		
	BANK 銀行	BRANCH 分行	ACCOUNT 賬戶

1. \_\_\_\_\_ 2. \_\_\_\_\_ 3. \_\_\_\_\_ 4. \_\_\_\_\_

Signature(s) of applicant(s) (all joint applicants must sign) 申請人簽署（所有聯名申請人均須簽署）

Date 日期：\_\_\_\_\_ 2011

Ad valorem stamp duty is payable by the transferee(s) if this form is completed.  
如已填妥本表格，承讓人須繳付從價印花稅。  
Names of Chinese applicants must be given both in English and in Chinese characters.  
華裔申請人須填寫中英文姓名。

# Capital VC Limited

## 首都創投有限公司

(Incorporated in the Cayman Islands with limited liability and carrying on business in Hong Kong as CNI VC Limited)

(Stock Code: 02324)

23 February 2011

Dear Qualifying Shareholder(s),

### INTRODUCTION

In accordance with the terms and subject to the conditions set out in the Prospectus in connection with the Rights Issue accompanying this provisional allotment letter, the Directors have provisionally allotted to you the number of Rights Shares indicated on the front page of this provisional allotment letter on the basis of one Rights Share for every two Shares registered in your name on the register of members of the Company at the close of business on the Record Date (Tuesday, 22 February 2011). Your holding of Shares as at that date is set out in Box A and the total number of Rights Shares provisionally allotted to you is set out in Box B.

The Rights Shares, when allotted, issued and fully paid, will rank *pari passu* with the then existing Shares in all respects. Holders of fully-paid Rights Shares will be entitled to receive all future dividends and distributions which may be declared, made or paid after the date of allotment of the Rights Shares.

The Prospectus and the related application forms have not been and will not be registered or filed under any applicable securities or equivalent legislation of any jurisdiction other than Hong Kong.

No action has been taken to permit the offering of the Rights Shares, or the distribution of the Prospectus or any of the related application forms, in any territory or jurisdiction outside Hong Kong. Accordingly, no person receiving a copy of the Prospectus or any of the related application forms in any territory or jurisdiction outside Hong Kong may treat it as an offer or invitation to apply for the Rights Shares, unless in the relevant jurisdiction such an offer or invitation could lawfully be made without compliance with any registration or other legal or regulatory requirements.

It is the responsibility of any person (including but without limitation to nominee, agent and trustee) receiving a copy of the Prospectus or any of the related application forms outside Hong Kong and wishing to take up the Rights Shares under the Prospectus to satisfy himself/herself/itself as to the full observance of the laws of the relevant territory including the obtaining of any governmental or other consents for observing any other formalities which may be required in such territory or jurisdiction, and to pay any taxes, duties and other amounts required to be paid in such territory or jurisdiction in connection therewith. Any acceptance by any person will be deemed to constitute a representation and warranty from such person to the Company that these local laws and requirements have been complied with. If you are in any doubt as to your position, you should consult your professional advisers.

### PROCEDURES FOR ACCEPTANCE

To take up your provisional allotment of the Rights Shares, you must lodge the whole of this provisional allotment letter intact with the Company's share registrar in Hong Kong, Tricor Tengis Limited, 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong together with a remittance in cheques or cashier's orders for the full amount payable on acceptance, as shown in Box C, so as to be received by the Company's share registrar in Hong Kong by no later than 4:00 p.m. on Wednesday, 9 March 2011. All remittances must be in Hong Kong dollars and cheques must be drawn on an account with, and cashier's orders must be issued by, a bank in Hong Kong and made payable to "Capital VC Limited – Provisional Allotment Account" and must be crossed "account payee only". Such payment will constitute acceptance of the provisional allotment of the Rights Shares, on the terms of this provisional allotment letter and the Prospectus and subject to the memorandum of association and articles of association of the Company. No receipt will be given for such remittances.

It should be noted that, unless this provisional allotment letter duly completed, together with the appropriate remittance shown in Box C, has been received as described above by no later than 4:00 p.m. on Wednesday, 9 March 2011, whether lodged by the original allottee or any person in whose favour the rights have been validly transferred, your provisional allotment and all rights to subscribe for the Rights Shares thereunder will be deemed to have been declined and will be cancelled. The Company may (at its sole discretion) treat a provisional allotment letter as valid and binding on the person(s) by whom or on whose behalf it is lodged even if not completed in accordance with the relevant instructions. The Company may require such incomplete provisional allotment letter to be completed by the relevant applicants at a later stage. Completion and lodgement of a provisional allotment letter will constitute a warranty and representation to the Company, that all registration, legal and regulatory requirements of all relevant territories other than Hong Kong, in connection with the provisional allotment letter and any acceptance of it, have been, or will be, duly complied with.

### TRANSFER

If you wish to transfer all of your rights to subscribe for the Rights Shares provisionally allotted to you hereunder, you must complete the form of transfer and nomination (Form B) and hand this provisional allotment letter to the person(s) to or through whom you are transferring your rights hereunder. The transferee(s) must then complete and sign the registration application form (Form C) and lodge this provisional allotment letter intact together with a remittance in cheques or cashier's orders for the full amount payable on acceptance as shown in Box C with the Company's share registrar in Hong Kong, Tricor Tengis Limited, 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong by no later than 4:00 p.m. on Wednesday, 9 March 2011. All remittances must be in Hong Kong dollars and cheques must be drawn on an account with, and cashier's orders must be issued by, a bank in Hong Kong and made payable to "Capital VC Limited – Provisional Allotment Account" and must be crossed "account payee only". It should be noted that stamp duty is payable in connection with the transfer of your rights to subscribe for the relevant Rights Shares to the transferee(s) and the acceptance by the transferee(s) of such rights.

### SPLITTING

If you wish to accept only part of your provisional allotment or to transfer part of your rights to subscribe for the Rights Shares provisionally allotted to you hereunder or to transfer your rights to more than one person, this provisional allotment letter must be surrendered by no later than 4:30 p.m. on Tuesday, 1 March 2011 to the Company's share registrar in Hong Kong, Tricor Tengis Limited, 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong. The Company's share registrar in Hong Kong will cancel the original provisional allotment letter and issue new provisional allotment letters in the denominations required which will be available for collection at the Company's share registrar in Hong Kong on the second business day after your surrender of the original provisional allotment letter.

### TERMINATION

It should be noted that the Underwriting Agreement contains provisions granting the Underwriter the right to terminate the Underwriting Agreement on the occurrence of certain events, which have been set out in the paragraph headed "Termination of the Underwriting Agreement" under the section headed "The Underwriting Agreement" in the "Letter from the Board" of the Prospectus before such day specified in the Underwriting Agreement. If the Underwriting Agreement is terminated by the Underwriter or does not become unconditional, the Rights Issue will not proceed.

### CHEQUES OR CASHIER'S ORDERS

All cheques and cashier's orders will be presented for payment immediately following receipt and all interest earned on such monies (if any) will be retained for the benefit of the Company. Completion and lodgement or return of this provisional allotment letter, together with a cheque or cashier's order in payment for the Rights Shares accepted, will constitute a warranty by the applicant that the cheque or cashier's order will be honoured on first presentation. Any application in respect of which the cheque or cashier's order is dishonoured on first presentation is liable to be rejected, and in that event the assured allotment and all rights thereunder will be deemed to have been declined and will be cancelled.

### CERTIFICATES FOR RIGHTS SHARES

Subject to the fulfilment of the conditions of the Rights Issue, certificates for all fully-paid Rights Shares are expected to be despatched by ordinary post to those entitled thereto and, in the case of joint holders, to the first-named holder registered on the register of members of the Company at their own risk to their registered addresses on or before Wednesday, 23 March 2011.

You will receive one share certificate for the entitlement to Rights Shares in fully-paid form.

### APPLICATION FOR EXCESS RIGHTS SHARES

If you wish to apply for any Rights Shares, in addition to those provisionally allotted to you, you should complete and sign the accompanying form of application for excess Rights Shares, in accordance with the instructions printed thereon and lodge it, together with a separate remittance in cheques or cashier's orders for the full amount payable on application in respect of the excess Rights Shares applied for, with the Company's share registrar in Hong Kong, Tricor Tengis Limited, 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong by no later than 4:00 p.m. on Wednesday, 9 March 2011. All remittances must be in Hong Kong dollars. Cheques must be drawn on an account with, and cashier's orders must be issued by, a bank in Hong Kong and made payable to "Capital VC Limited – Excess Application Account" and crossed "account payee only". No receipt will be given for such remittances.

Excess Rights Shares, if any, will be allocated by the Company to the applicants at the Directors' discretion on a fair and reasonable basis. Preference will be given to topping up odd lots of Rights Shares to whole board lots. Shareholders who have been provisionally allotted with odd lots of Rights Shares pursuant to their provisional allotment letters should note that there is no guarantee that such odd lots of Rights Shares will be topped up to create whole board lots pursuant to applications for excess Rights Shares.

### GENERAL

Lodgement of this provisional allotment letter with, where relevant, the form of transfer and nomination purporting to have been signed by the person(s) in whose favour this provisional allotment letter has been issued, shall be conclusive evidence of the title of the party or parties lodging it to deal with the same and to receive split provisional letters of allotment and/or the relevant certificates for the Rights Shares. Copies of the Prospectus are available at the Company's share registrar in Hong Kong, Tricor Tengis Limited, 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong.

Fractional entitlements to Rights Shares will not be allotted but will be aggregated and sold on the Stock Exchange, if a premium, net of expenses, can be obtained for the benefit of the Company.

This provisional allotment letter and all acceptances of the offer contained herein shall be governed by and construed in accordance with the laws of Hong Kong.

Yours faithfully,  
For and on behalf of  
**Capital VC Limited**  
**Yau Chung Hong**  
Executive Director

# Capital VC Limited

## 首都創投有限公司

(於開曼群島註冊成立之有限公司並以CNI VC Limited名稱在香港經營業務)  
(股份代號：02324)

敬啟者：

### 緒言

根據隨附本暫定配額通知書之有關供股之章程所載條款及條件及在其規限下，董事已按於記錄日期(二零一一年二月二十二日(星期二))營業時間結束時在本公司股東名冊上以閣下名義登記每兩股股份可認購一股供股股份之基準，向閣下暫定配發本暫定配額通知書前頁所示數目之供股股份。閣下於當日持有之股份數目載於甲欄，而暫定配發予閣下之供股股份總數則載於乙欄。

配發、發行及繳足股款後之供股股份在各方面將與當時之現有股份享有同等權益。繳足股款供股股份之持有人將有權收取於供股股份之配發日期以後所宣派、作出或派付之一切未來股息及分派。

章程及有關申請表格並未亦不會根據香港以外之任何司法權區之任何適用證券法例或同等法例註冊或存案。

本公司並未辦理任何手續以獲准在香港以外任何地區或司法權區提呈供股股份或派發章程或任何相關申請表格。因此，在香港以外任何地區或司法權區接獲章程或任何相關申請表格之人士，均不得視之為申請供股股份之要約或邀請，除非於相關司法權區可毋須遵守任何登記或其他法律或監管規定而合法作出該要約或邀請。

於香港以外地區接獲章程或任何相關申請表格且有意根據章程認購供股股份之任何人士(包括(但不限於)代理人、代理及信託人)，須自行全面遵守有關地區之法例(包括就遵守該地區或司法權區規定之任何其他正式手續而取得政府或其他認可)，以及支付該地區或司法權區就供股所須支付之任何稅項、徵費及其他款項。任何人士倘接納供股則表示向本公司聲明及保證，其已遵守該等當地法例及規定。倘閣下對本身之情況有任何疑問，應諮詢閣下之專業顧問。

### 接納手續

閣下如欲接納供股股份之暫定配額，須將本暫定配額通知書整份連同丙欄所示於接納時應繳付之全數股款(以支票或銀行本票形式)，不遲於二零一一年三月九日(星期三)下午四時正交回本公司之香港股份過戶登記處卓佳登捷時有限公司，地址為香港灣仔皇后大道東28號金鐘匯中心26樓，方為有效。所有股款須以港元繳付，支票須由香港之銀行戶口開出，而銀行本票則須由香港之銀行發出，並須註明抬頭人為「Capital VC Limited – Provisional Allotment Account」及以「只准入抬頭人賬戶」方式劃線開出。繳付上述股款將表示閣下根據本暫定配額通知書及章程之條款，並在本公司之組織章程大綱及公司細則規限下接納供股股份之暫定配額。所有繳款將不獲發收據。

敬請注意，除非本暫定配額通知書已經填寫妥當並連同丙欄所示之應繳股款如上文所述於二零一一年三月九日(星期三)下午四時正之前由原承配人或獲有效轉讓有關權利之人士一併交回，否則閣下之暫定配額及一切認購供股股份之權利將視作已遭放棄而將予註銷。本公司可全權酌情將一份已交回但並未根據有關指示填寫妥當之暫定配額通知書當為有效及對通知書內列名之人士(不論是否親身交回通知書)具約束力。本公司可要求有關申請人將未填妥之申請表格於稍後填妥。填妥及交回暫定配額通知書將會被視作對本公司作出保證及聲明，表示已經(或將會)就有關之暫定配額通知書(及據此作出任何接納)正式遵照香港以外之一切有關地區之所有登記、法例及監管規定。

### 轉讓

閣下如欲轉讓閣下根據本暫定配額通知書所有獲暫定配發之供股股份認購權利，須填妥轉讓及提名表格(表格乙)，並將本暫定配額通知書交予承讓閣下權利或經手轉讓權利之人士。承讓人須填妥及簽署登記申請表格(表格丙)，並須不遲於二零一一年三月九日(星期三)下午四時正將本暫定配額通知書整份連同丙欄所示於接納時應繳付之全數股款(以支票或銀行本票形式)一併交回本公司之香港股份過戶登記處卓佳登捷時有限公司，地址為香港灣仔皇后大道東28號金鐘匯中心26樓，方為有效。所有股款須以港元繳付，支票須由香港之銀行戶口開出，而銀行本票則須由香港之銀行發出，並須註明抬頭人為「Capital VC Limited – Provisional Allotment Account」及以「只准入抬頭人賬戶」方式劃線開出。敬請注意，閣下轉讓可認購有關供股股份之權利予承讓人及承讓人接納該等權利，均須繳納印花稅。

### 分拆

閣下如只欲接納根據本暫定配額通知書所獲配發之部份暫定配額或欲轉讓部份暫定配額可認購供股股份之權利或欲轉讓該等權利予超過一位人士，須不遲於二零一一年三月一日(星期二)下午四時三十分將本暫定配額通知書交回本公司之香港股份過戶登記處卓佳登捷時有限公司，地址為香港灣仔皇后大道東28號金鐘匯中心26樓，方為有效。本公司之香港股份過戶登記處將會註銷原有之暫定配額通知書及按所需數額另發新暫定配額通知書。新暫定配額通知書將可於閣下交回原有之暫定配額通知書後第二個營業日於本公司之香港股份過戶登記處領取。

### 終止

敬請注意，包銷協議載有條文，包銷商可於發生若干事故時(該等事故已載於章程之董事會函件內「包銷協議」一節中「終止包銷協議」一段)在包銷協議中訂明的日期前行使權力終止包銷協議。倘包銷商終止包銷協議或包銷協議不能成為無條件，則供股將不會進行。

### 支票或銀行本票

所有支票及銀行本票將於收訖後即時過戶，而所有繳付股款所賺取之利息(如有)將撥歸本公司所有。凡填妥及呈交或交回本暫定配額通知書連同繳付所接納之供股股份股款之支票或銀行本票，即構成申請人作出之一項保證，保證支票或銀行本票於首次過戶時將會兌現。如支票或銀行本票在首次過戶時未能兌現，有關申請將不獲受理。其時，有關保證配額及所有相關權利將視作放棄而將予註銷。

### 供股股份股票

待供股之條件達成後，預期所有繳足股款供股股份之股票將於二零一一年三月二十三日(星期三)或之前以平郵方式寄予應得人士(倘為聯名持有人，則以本公司股東名冊上名列首位之持有人)之登記地址，郵誤風險概由收件人自行承擔。

閣下將會就繳足股款供股股份之配額獲發一張股票。

### 申請額外供股股份

閣下如欲申請認購閣下所獲暫定配發之供股股份數額以外之供股股份，須按照隨附之額外供股股份申請表格上之指示填妥及簽署該表格，連同為申請認購額外供股股份應繳之全部股款而獨立開出或發出之支票或銀行本票，不遲於二零一一年三月九日(星期三)下午四時正交回本公司之香港股份過戶登記處卓佳登捷時有限公司，地址為香港灣仔皇后大道東28號金鐘匯中心26樓。所有股款須以港元繳付，支票須由香港之銀行戶口開出，而銀行本票則須由香港之銀行發出，並須註明抬頭人為「Capital VC Limited – Excess Application Account」及以「只准入抬頭人賬戶」方式劃線開出。所有繳款將不獲發收據。

額外供股股份(如有)將由本公司根據董事按公平合理之基準酌情分配予申請人。本公司將優先配發為補足供股股份碎股成為完整買賣單位之申請。按照暫定配額通知書獲暫定配發供股股份碎股之股東應注意，現無法保證上述之供股股份碎股可根據額外供股股份之申請而補足為完整買賣單位。

### 一般事項

交回本暫定配額通知書及(如適用者)已由獲發本暫定配額通知書之人士簽署之轉讓及提名表格後，即確實證明交回上述文件之人士有權處理本暫定配額通知書，並有權收取分拆之暫定配額通知書及/或有關供股股份之股票。章程印本可向本公司之香港股份過戶登記處卓佳登捷時有限公司索取，地址為香港灣仔皇后大道東28號金鐘匯中心26樓。

零碎供股股份配額將不獲配發，惟倘扣除開支後可獲得溢價，則會彙集在聯交所出售，所得收益撥歸本公司所有。

本暫定配額通知書及其中所述之所有建議之接納事宜均須受香港法律監管並按其詮釋。

此致

列位合資格股東 台照

代表  
首都創投有限公司  
執行董事  
丘忠航  
謹啟

二零一一年二月二十三日