

TO BE VALID, THE WHOLE OF THIS APPLICATION FORM MUST BE RETURNED.

本申請表必須整份交回方為有效。

Application Form No.
申請表格編號

IMPORTANT
重要提示

Reference is made to the prospectus (the "Prospectus") issued by The Hong Kong Building and Loan Agency Limited (the "Company") dated 15 April 2010 in relation to the Open Offer. Terms defined in the Prospectus shall have the same meanings when used herein, unless the context otherwise requires.

茲指香港建屋貸款有限公司(「本公司」)日期為二零一零年四月十五日有關公開發售之發售章程(「發售章程」)。除文義另有所指，發售章程所界定詞彙與本表格所用者具相同涵義。

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 THURSDAY, 29 April 2010.

本申請表格具有價值且不可轉讓，並僅供下述之合資格股東使用，二零一零年四月二十九日(星期四)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 YOUR LICENSED SECURITIES DEALER, REGISTERED INSTITUTION IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER.

閣下如對本申請表格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。

Hong Kong Exchanges and Clearing Limited and the Stock Exchange 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及聯交所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，並明確表示概不對就本申請表格全部或任何部份內容所產生或因倚賴該等內容而引致之任何損失承擔責任。

A copy of the Prospectus Documents, together with the documents mentioned in the paragraph headed "Documents delivered to the Registrars of Companies in Hong Kong" in appendix III to the Prospectus, have been registered by the Registrar of Companies in Hong Kong as required by Section 38D of the Companies Ordinance. The Securities and Futures Commission and the Registrar of Companies in Hong Kong take no responsibility for the contents of the Prospectus Documents.

本招股章程及發售章程附錄三「送呈香港公司註冊處之文件」一段所述之文件，已依錄公司條例第38D條之規定經註冊。證券及期貨事務監察委員會以及香港公司註冊處對章程文件之內容概不負責。

Deals in the 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 those settlement arrangements and how such arrangements may affect your rights and interests.

買賣股份可透過中央結算系統進行交收，務請閣下就該等交收安排詳情及該等安排可能對閣下權利及權益造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 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. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

待聯交所批准發售股份上市及買賣後，發售股份將獲香港結算接納為合資格證券，可於發售股份開始於聯交所買賣當日或香港結算決定之有關其他日期起，於中央結算系統內寄存、結算及交收。中央結算系統內所有活動必須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。



The Hong Kong Building and Loan Agency Limited

香港建屋貸款有限公司

(Incorporated in Hong Kong with limited liability)

(於香港註冊成立之有限公司)

(Stock code: 145)

(股份代號: 145)

**OPEN OFFER OF 562,500,000 OFFER SHARES
ON THE BASIS OF ONE OFFER SHARE FOR EVERY FOUR SHARES HELD ON THE
RECORD DATE WITH OPTION TO SUBSCRIBE FOR CONVERTIBLE BONDS**

建議按於記錄日期每持有四股股份可認購一股發售股份之

基準公開發售562,500,000股發售股份並

附帶選擇權可認購可換股債券

Registered office:

註冊辦事處:

Room 3501

35th Floor

China Online Centre

No. 333 Lockhart Road

Wanchai

Hong Kong

香港

灣仔

駱克道333號

中國網絡中心

35樓3501室

Head office and principal place of

business in Hong Kong:

Room 3501

35th Floor

China Online Centre

No. 333 Lockhart Road

Wanchai

Hong Kong

香港

灣仔

駱克道333號

中國網絡中心

35樓3501室

Share registrar and transfer office:

Tricor Tengis Limited

26th Floor, Tesbury Centre

28 Queen's Road East

Wanchai

Hong Kong

股份過戶登記處:

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

APPLICATION FORM

申請表格

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

Number of Shares registered in your name on Wednesday, 14 April 2010
於二零一零年四月十四日(星期三)以閣下名義登記之股份數目

Box A
甲欄

Number of Offer Shares in your assured allotment
閣下獲保證配發之發售股份數目

Box B
乙欄

Amount payable on assured allotment when applied in full
申請認購全數保證配額時應繳款項

Box C
丙欄

HK\$
港元

Number of Offer Shares applied for
申請認購之發售股份數目

Box D
丁欄

Remittance
enclosed
隨附股款
HK\$
港元

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

認購申請僅可由上述合資格股東作出。

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\$0.10)

請於丁欄填妥所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0.10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 as mentioned in the Prospectus, such allotment is made to the Qualifying Shareholders whose names were on the register of members of the Company on Wednesday, 14 April 2010 on the basis of an assured allotment of one Offer Share for every four Shares held on Wednesday, 14 April 2010.

If you wish to apply for any Offer Shares, you should complete and sign this Application Form and lodge the form with the appropriate remittance(s) for the full amount payable in respect of the Offer Shares applied for with the Company's share registrar and transfer office, Tricor Tengis Limited., at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong. All remittance(s) for application of Offer Shares must be 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 "The Hong Kong Building and Loan Agency Limited - Open Offer Account" for Offer Shares and crossed "Account Payee Only" and comply with the procedures set out overleaf.

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配發之發售股份數目。在發售章程所述者規限下，上述配額乃向於二零一零年四月十四日(星期三)名列本公司股東名冊之合資格股東作出，基準為按於二零一零年四月十四日(星期三)每持有四股股份獲保證配發一股發售股份。

倘閣下欲申請認購發售股份，請填妥及簽署本申請表格並將該(等)表格連同申請認購發售股份涉及之全數應繳款項之足額股款，交回本公司之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。所有認購發售股份股款必須為港元款項，而支票須從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，並就發售股份以「The Hong Kong Building and Loan Agency Limited - Open Offer Account」為抬頭人及以「只准入抬頭人賬戶」方式劃線獨立開出，以及須符合背頁所載手續。



The Hong Kong Building and Loan Agency Limited

香港建屋貸款有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 145)

CONDITIONS

1. No Prohibited Shareholder is permitted to apply for any Offer Shares.
2. No receipt will be issued for sums received on application(s) but it is expected that share certificate(s) for any Offer Shares in respect of which the application(s) is/are accepted in full or in part will be sent to the allottee(s) or, in the case of joint allottees, to the first named allottee by ordinary post, at their own risk, at the address stated on the form(s).
3. Completion of this Application Form will constitute an instruction and authority by the applicant(s) to the Company and/or Tricor Tengis Limited or some person nominated by them for the purpose, on behalf of the applicant(s), to execute any registration of this 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 the name of the applicant(s) of the Offer Shares applied for or any lesser number in accordance with the arrangements described in the Prospectus.
4. The applicant(s) of the Offer Shares undertake to sign all documents and to do all other acts necessary to enable them to be registered as holders of the Offer Shares which they 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(s) in respect of which cheque(s) is/are dishonoured upon first presentation are liable to be rejected.
6. Your right to apply for the Offer Shares is not transferable or renounceable.
7. The Company reserves the right to accept or refuse any application(s) for Offer Shares which does/do not comply with the application procedures set out herein.

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 this Application Form.

To apply for such number of Offer Shares which is less than your assured allotment, enter in Box D of this Application Form the number of Offer Shares for which you wish to apply for and the total amount payable (calculated as number of Offer Shares applied for multiplied by HK\$0.10). 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 this Application Form, this number should be inserted in Box D of this 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.

This Application Form when duly completed, to which the appropriate remittance(s) should be stapled accordingly, should be folded once and must be returned to the Company's share registrar and transfer office, Tricor Tengis Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong no later than 4:00 p.m. on Thursday, 29 April 2010. 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 "The Hong Kong Building and Loan Agency Limited – Open Offer Account" for Offer Shares and crossed "Account Payee Only". Unless this Application Form, together with the appropriate remittance shown in Box C or Box D (as the case may be) of this Application Form has/have been received by 4:00 p.m. on Thursday, 29 April 2010, your right to apply for the Offer Shares and all rights in relation thereto shall be deemed to have been declined and will be cancelled.

Share certificate is expected to be posted by ordinary post to you on or before Wednesday, 5 May 2010 at your own risk. You will receive one share certificate for all fully-paid Offer Shares validly applied for and issued to you.

TERMINATION OF THE UNDERWRITING AGREEMENT

The Underwriter may, by notice in writing given to the Company prior to the Latest Time for Termination, terminate the Underwriting Agreement if:

- (a) the Underwriter shall become aware of the fact that, or shall have reasonable cause to believe that, any of the warranties contained in the Underwriting Agreement was untrue, inaccurate, misleading or breached, and in each case the same is (in the reasonable opinion of the Underwriter) material in the context of the Open Offer; or
- (b) there has been the occurrence of any of the following events:
 - (i) any new law or regulation enacted, or any change in existing laws or regulations or any change in the interpretation or application thereof by any court or other competent authority, whether in Hong Kong or elsewhere;
 - (ii) any change in local, national or international financial, political, industrial or economic conditions;
 - (iii) any change of an exceptional nature in local, national or international equity securities or currency markets;
 - (iv) any local, national or international outbreak or escalation of hostilities, insurrection or armed conflict;
 - (v) any moratorium, suspension or material restriction on trading in securities generally on the Stock Exchange;
 - (vi) any suspension in the trading of the Shares on the Stock Exchange for a continuous period of ten Business Days (as defined in the Listing Rules) save for the clearance of the announcement of the Open Offer;
 - (vii) any change or development involving a prospective change in taxation or exchange controls in Hong Kong or elsewhere;which is or are, in the reasonable opinion of the Underwriter:–
 - (a) likely to have a material adverse effect on the business, financial position or prospects of the Group taken as a whole; or
 - (b) likely to have a material adverse effect on the success of the Open Offer or the level of Offer Shares to be taken up; or
 - (c) so material as to make it inappropriate, inadvisable or inexpedient to proceed further with the Open Offer.

Shareholders should note that the Shares have been dealt with on an ex-entitlement basis commencing from Thursday, 8 April 2010 and that dealings in such Shares will take place while the conditions of the Underwriting Agreement remain unfulfilled. Any Shareholders or other persons dealing in such Shares up to the date on which all conditions of the Open Offer are fulfilled or waived (as the case may be) (which is expected to be Monday, 3 May 2010) will accordingly bear the risk that the Open Offer cannot become unconditional and may not proceed. Shareholders or other persons contemplating selling or purchasing the Shares who are in any doubt about their position are recommended to consult their professional advisers.

CHEQUES AND CASHIER'S ORDERS

All cheques and cashier's orders accompanying completed Application Form will be presented for payment immediately upon receipt and all interest earned on such monies (if any) will be retained for the benefits of the Company. Any Application Form in respect of which the accompanying cheque or cashier's order is dishonoured on first presentation is liable to be rejected. Completion and return of an Application Form together with a cheque or cashier's order in payment for the Offer Shares accepted will constitute a warranty by the applicant that the cheque or cashier's order will be honoured on first presentation. Without prejudice to its other rights in respect thereof, the Company reserves the right to reject any Application Form in respect of which the accompanying cheque or cashier's order is dishonoured on first presentation, and, in such event, the relevant assured allotment and all rights and entitlement given pursuant to it will be deemed to have been declined and will be cancelled.

SHARE CERTIFICATES

It is expected that the certificates for all Offer Shares will be posted by the Company's share registrar to the persons entitled thereto at their own risk on or before Wednesday, 5 May 2010. You will receive one share certificate for the entitlement to Offer Shares.

GENERAL

Lodgment of the Application Form purporting to have been signed by the person(s) in whose favour it 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 the relevant share certificates of the Offer Shares. Copies of the Prospectus are available at the Company's share registrar, Tricor Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong.

All documents, including cheques for refund, will be sent by ordinary post at the risk of the relevant applicants or other persons entitled thereto.

This Application Form and all acceptances of the offer contained in it shall be governed by and construed in accordance with the laws of Hong Kong.



The Hong Kong Building and Loan Agency Limited
香港建屋貸款有限公司

(Incorporated in Hong Kong with limited liability)
 (於香港註冊成立之有限公司)

(Stock code: 145)
 (股份代號: 145)

To: The Hong Kong Building and Loan Agency Limited
 致: 香港建屋貸款有限公司

Dear Sirs,

I/We, being the registered holder(s) stated overleaf of the Shares, 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 Box D (as the case may be). I/We accept that number of Offer Shares on the terms and conditions of the Prospectus dated 15 April 2010 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 the share certificate 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.

敬啟者:

本人/吾等為背頁所列股份之登記持有人,現申請認購乙欄或丁欄(視情況而定)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二零一零年四月十五日之發售章程所載之條款及條件,以及貴公司之組織章程大綱及細則所載各項規定,接納有關數目之發售股份,而本人/吾等謹此承諾並同意接納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份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/吾等已詳閱背頁所載各項條件及申請手續,並同意全部遵守。

Please insert daytime contact telephone number: 請填上日間聯絡電話號碼:	
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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: _____ 2010

日期: 二零一零年 _____ 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 (丁欄或(如未有填妥)乙欄所列明之發售股份總數)	Total amount of remittance (being the total specified in Box D or, failing which the total specified in Box C) 股款總額 (丁欄或(如未有填妥)丙欄所列明之股款總額)	Name of bank on which cheque/banker's cashier order is drawn 支票或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 or banker's cashier orders should be crossed "Account Payee Only" and made payable to "The Hong Kong Building and Loan Agency Limited - Open Offer Account" (see the section headed "Procedures for Application" on the reverse side of this form).

** 支票或銀行本票須以「只准入抬頭人賬戶」方式並以「The Hong Kong Building and Loan Agency Limited - Open Offer Account」為抬頭人劃線開出(詳情請參閱本表格背頁「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 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 received 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 the remittance.

假設公開發售之條件獲達成,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。倘已收到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到款項所代表之發售股份數目。申請將被視作為申請認購完整之發售股份數目而作出。本公司不會就任何因申請以認購而收取之款項發出收據。