

Hong Kong Public Offering – White Confirmation Form 香港公開發售 – 白色確認申請表格

Use this form if you applied for 2,000 or more Hong Kong Offer Shares in the Hong Kong Public Offering using a WHITE or YELLOW Application Form or using HK eIPO White Form and you would like to confirm your application for Hong Kong Offer Shares.

閣下如以白色或黃色申請表格或以網上白表於香港公開發售申請2,000股或以上香港發售股份，且欲確認香港發售股份申請，請用本表格。



China New City Commercial Development Limited

中國新城市商業發展有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

(Stock code: 1321)

(股份代號：1321)

WHITE CONFIRMATION FORM 白色確認申請表格

If you wish to proceed with your application, you must submit this White Confirmation Form before 5:00 p.m., on Thursday, July 3, 2014 to confirm your offer to purchase Hong Kong Offer Shares constituted by the WHITE OR YELLOW Application Forms and supplemented by this White Confirmation Form. If you do not wish to proceed with your application, no action is required. You must read the conditions and instructions set out in this form. To be valid, you must complete all applicable parts of this form. Please write clearly.

Please read carefully the prospectus and the supplemental prospectus of China New City Commercial Development Limited (the "Company") dated June 17, 2014 and June 30, 2014, respectively (the "Prospectus" and the "Supplemental Prospectus", respectively), and any other announcements or other documents supplementing the Prospectus. Terms defined in the Prospectus and the Supplemental Prospectus have the same meanings when used in this form unless defined herein.

NOTICE OF ELIGIBLE HONG KONG APPLICANTS

Due to the Final Offer Price of HK\$1.30 per Hong Kong Offer Share, being set below the indicative Offer Price range as set out in the Prospectus, the Company has increased the size of each board lot from 1,000 to 2,000 Shares.

If you have applied for 1,000 Hong Kong Offer Shares only, do not fill in this White Confirmation Form. Your application cannot be treated as valid and you will receive a full refund, but you are entitled to re-apply for 2,000 Hong Kong Offer Shares only. If you wish to proceed with the re-application for 2,000 Hong Kong Offer Shares only, please refer to the SPECIAL WHITE Re-application Form for conditions and instructions on how to complete the re-application.

If you have applied for 2,000 Hong Kong Offer Shares or more and you wish to proceed with your application for Hong Kong Offer Shares, you must complete this White Confirmation Form in order to confirm and proceed with your application for Shares following the publication of the Supplemental Prospectus. The number of Hong Kong Offer Shares to which this White Confirmation Form relates have been scaled down to a multiple of 2,000 Shares. Any residual application in excess of such scaled down multiple of 2,000 Shares ("Excess Shares") has been unsuccessful. You will receive a refund of your application monies for any Excess Shares, including the brokerage fee of 1.0%, the SFC transaction fee of 0.003% and the Stock Exchange trading fee of 0.005%.

You must complete this White Confirmation Form in English (except for your name in Chinese) and you must sign this White Confirmation Form by writing (and not by way of personal chop), otherwise the application is liable to be rejected.

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this White Confirmation 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 White Confirmation Form. The Registrar of Companies in Hong Kong and the Securities and Futures Commission of Hong Kong take no responsibility as to the contents of this WHITE Confirmation Form or any other document referred to in this WHITE Confirmation Form.

Applicants who have applied for the Hong Kong Offer Shares and who wish to proceed with their applications are required to confirm their (other than HKSCC Nominees who shall be able to confirm its application with respect to some of the Hong Kong Offer Shares applied for) applications for the multiple of 2,000 Hong Kong Offer Shares that has been allocated to them on a preliminary basis within a specified period as provided in the Supplemental Prospectus, which is from 9:00 a.m. to 5:00 p.m. on Monday, June 30, 2014, Wednesday, July 2, 2014 and Thursday, July 3, 2014, and in any event before the deadline specified in the Supplemental Prospectus. The relevant procedures for confirmation are set out in the section headed "Confirmation of Applications or Re-application Procedure" of the Supplemental Prospectus.

Eligible Hong Kong Applicants who applied (i) through brokers, banks or other intermediaries and/or who had not provided their names and addresses on their Application Forms or (ii) by giving electronic application instructions to HKSCC via CCASS should check with their brokers, banks or other intermediaries to establish the latest time by which they can give instructions for the application confirmation as such latest time may be earlier than the deadline specified in the Supplemental Prospectus.

Your attention is drawn to the section headed "Personal Data" in the WHITE and YELLOW Application Forms and the section headed "Personal Information Collection Statement" in the HK eIPO White Form which set out the policies and practices of the Company and its Hong Kong Shares Registrar in relation to personal data and compliance with the Personal Data (Privacy) Ordinance.

Warning:

- It is important that you read the terms and conditions and confirmation procedures contained in the Prospectus and the Supplemental Prospectus and any other announcements or other documents supplementing the Prospectus.
- All shaded boxes in this White Confirmation Form must be completed, otherwise the confirmation is liable to be rejected.
- You may be prosecuted if you make a false declaration.
- You must complete this White Confirmation Form in English (except for your name in Chinese) and you must sign this White Confirmation Form by writing (and not by way of personal chop), otherwise the application is liable to be rejected.

To: China New City Commercial Development Limited
BOCOM International Securities Limited
BOCOM International (Asia) Limited
Haitong International Securities Company Limited
KGI Capital Asia Limited
GF Securities (Hong Kong) Brokerage Limited
The Hong Kong Underwriters

I/we

- acknowledge that the application list for the Hong Kong Public Offering (other than for Single Board Lot Applicants) and the Preferential Offering have been closed and is not reopened;
- acknowledge and accept that the Final Offer Price as disclosed in the Supplemental Prospectus is below the indicative Offer Price range as disclosed in the Prospectus;
- confirm that I/we wish to proceed with my/our application and would like the Company to allot all of the multiple of 2,000 Hong Kong Offer Shares that has been allocated to person(s) stated below on a preliminary basis under the Hong Kong Public Offering in full;
- acknowledge that confirmation in relation to some only, and not all, of the Hong Kong Offer Shares for the multiple of 2,000 that has been allocated to me/us on a preliminary basis by me/us will not be permitted;
- acknowledge that no interest shall be payable on or with respect to the application monies (including any refunded monies) on account or following the extension to the timetable of the Global Offering;
- acknowledge that my/our confirmation will not be revocable once made;
- confirm that I/we have read a copy of the Prospectus and the Supplemental Prospectus and any other announcements or other documents supplementing the Prospectus and have only relied on the information and representations contained in the Prospectus and the Supplemental Prospectus and any other announcements or other documents supplementing the Prospectus in making this confirmation, and not on any other information or representation concerning the Company and agree that none of the Company, the Sole Global Coordinator, the Joint Bookrunners, the Underwriters and other parties involved in the Global Offering nor any of their respective directors, officers, employees, partners, agents or advisers will have any liability for any such other information or representations and agree to be bound by the Prospectus and the Supplemental Prospectus and the terms and conditions set out in the Application Form and this White Confirmation Form;
- warrant the truth and accuracy of the information contained in this White Confirmation Form;
- agree to disclose to the Company, the Sole Global Coordinator, the Joint Bookrunners and their respective agents any personal data and information about me/us which they require or the person(s) for whose benefit I/we make this confirmation;
- agree that this confirmation will be governed by and construed in accordance with the laws of Hong Kong;
- understand that these declarations and representations will be relied upon by the Company, the Sole Global Coordinator, and the Joint Bookrunners in deciding whether or not to accept this confirmation;
- agree and warrant that, if the laws of any place outside Hong Kong are applicable to this confirmation, I/we have complied with all such laws and none of the Company, the Sole Global Coordinator, the Joint Bookrunners or the Underwriters nor any of their respective directors, employees, agents, officers, or advisers will infringe any laws outside Hong Kong as a result of this confirmation, or any actions arising from my/our rights and obligations under the terms and conditions contained in the Prospectus and the Supplemental Prospectus and any other announcements or other documents supplementing the Prospectus; and
- acknowledge that I/we have read and understand clearly that by signing this White Confirmation Form, I/we will be prevented from suing or claiming against the Company, the Sole Global Coordinator, the Joint Bookrunners, and the Underwriters, or any of their respective directors, officers, employees, agents or advisers, or any other person or party involved in the Global Offering for any loss that I/we may suffer in my/our application for the Hong Kong Offer Shares.

YOU MUST COMPLETE THIS WHITE CONFIRMATION FORM IN ENGLISH (EXCEPT FOR YOUR NAME IN CHINESE) AND YOU MUST SIGN THIS WHITE CONFIRMATION FORM IN WRITING (AND NOT BY WAY OF PERSONAL CHOP), OTHERWISE THE APPLICATION IS LIABLE TO BE REJECTED.

閣下必須以英文填妥本白色確認申請表格（閣下的中文姓名除外）且必須親筆簽署本白色確認申請表格，不得以個人印章代替，否則確認可遭拒絕受理。

Signed by (all) applicant(s) (all joint applicants must sign)

由（所有）申請人簽署（所有聯名申請人必須簽署）

Date: 日期:

| FOR FIRST APPLICANT 此欄供排名單首位的申請人填寫 | | FOR JOINT APPLICANT 此欄供聯名申請人填寫 | |
|---|---|---|----------------|
| Name (in English) 英文姓名／名稱 | Family name or Company name 姓氏或公司名稱 Forename(s) 名字 | Family name or Company name 姓氏或公司名稱 Forename(s) 名字 | Forename(s) 名字 |
| Name (in Chinese) 中文姓名／名稱 | Family name or Company name 姓氏或公司名稱 Forename(s) 名字 | Family name or Company name 姓氏或公司名稱 Forename(s) 名字 | Forename(s) 名字 |
| Hong Kong Identity Card No./Passport No./ Hong Kong Business Registration No.* (please delete as appropriate) * Identification document number which is filled in must be the same number filled in for your corresponding Application Form. 香港身份證號碼／護照號碼／香港商業登記號碼*（請適當刪除） * 所填寫的身份證明文件號碼必須與 閣下的相應申請表格內的身份證明文件號碼一致。 | | | |
| Address (in English) 地址（以英文填寫） | | | |
| Contact telephone number 聯絡電話號碼 | | | |
| Account number or identification code for each (jointly) beneficial owner(s) * Applicable to Nominees only 請填寫每名（聯名）實益擁有人的賬戶號碼或身份識別編號 * 只適用於代名人 | | | |

YOU MUST COMPLETE THIS WHITE CONFIRMATION FORM IN ENGLISH (EXCEPT FOR YOUR NAME IN CHINESE) AND YOU MUST SIGN THIS WHITE CONFIRMATION FORM IN WRITING (AND NOT BY WAY OF PERSONAL CHOP), OTHERWISE THE APPLICATION IS LIABLE TO BE REJECTED.

閣下必須以英文填妥本白色確認申請表格（閣下的中文姓名除外）且必須親筆簽署本白色確認申請表格，不得以個人印章代替，否則申請可遭拒絕受理。

倘 閣下有意繼續進行申請，閣下必須於2014年7月3日（星期四）

下午五時正前遞交本白色確認申請表格。

以確認由 閣下以白色或黃色申請表格或並連同本白色確認申請表格所補充之香港公開發售股份認購申請。

倘 閣下無意繼續進行申請，則毋須採取任何行動。

閣下必須細閱本表格所載的條件及指示。

本表格各欄均須填妥。

方為有效。

請仔細閱讀中國新城市商業發展有限公司（「本公司」）分別於2014年6月17日及2014年6月30日刊發之招股章程及補充招股章程（分別稱「招股章程」及「補充招股章程」）及用以補充招股章程之任何其他公告或其他文件。除本表格另有界定外，本表格所用之詞彙與招股章程及補充招股章程所定義者具相同涵義。

致合資格香港申請人的通知

由於最終發售價為每股香港發售股份1.30港元，被釐定為低於招股章程所載指示發售價範圍，本公司將每手買賣單位由1,000股增加至2,000股股份。

倘 閣下僅申請1,000股香港發售股份，不要使用本白色確認申請表格。閣下的申請將被視為無效，閣下將收到全數退款。閣下僅可重新申請2,000股香港發售股份。倘 閣下有意繼續購可重新申請2,000股香港發售股份，請參閱特別白色重新申請表格有關完成重新申請的方法和條件及指示。

倘 閣下申請2,000股或以上的香港發售股份，並有意繼續申請香港發售股份，閣下必須於補充招股章程刊發後填妥本白色確認申請表格，以確認及繼續 閣下的股份申請。本白色確認申請表格相關的香港發售股份數目或會按比例縮減至2,000股股份的倍數。其餘縮減上述按比例縮減2,000股發售的股份（「縮股股份」）申請已遭拒絕受理。閣下將獲通知有關縮股股份的申請款額，包括1.0%經紀佣金、0.003%證監會交易徵費及0.005%聯交所交易費。

閣下必須以英文填妥本白色確認申請表格（閣下的中文姓名除外）且必須親筆簽署本白色確認申請表格，不得以個人印章代替，否則申請可遭拒絕受理。

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對本白色確認申請表格的內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示，概不就因本白色確認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的任何損失承擔任何責任。

香港公司註冊處處長及香港證券及期貨事務監察委員會對本白色確認申請表格或本白色確認申請表格所載的任何其他文件的內容概不負責。

已申請認購香港發售股份及有意繼續辦理其申請的申請人須於補充招股章程載明的指定期間內（即2014年6月30日（星期一）、2014年7月2日（星期三）及2014年7月3日（星期四）上午九時正至下午五時正），且無論如何須於補充招股章程指定的截止時間前，確認其（除中央結算代理人可繼續申請預留香港發售股份確認申請）申請認購數目為2,000倍數的香港發售股份的有關申請。有關確認的相關手續請於補充招股章程「確認申請處理程序」一節。

(i) 繼續認購、銀行或其他中介機構作出申請及／或並無在其申請表格提供姓名及地址的合資格香港申請人，或(ii) 透過中央結算系統的香港證券持有人（不論是否透過中央結算所屬的合資格香港申請人），或(iii) 銀行或其他中介機構查詢以確定該確認申請發出指示的最後期限，乃由於有關最後期限可能較補充招股章程內指定的限期為早。

敬請 閣下閱白色及黃色申請表格內「個人資料」一節及網上白表內「個人資料收集聲明」一節，該等章節載列本公司及其香港證券登記處就個人資料及隱私（個人資料（私隱）條例）方面的政策及慣例。

警告：

閣下務須細閱載於招股章程及補充招股章程及用以補充招股章程之任何其他公告或其他文件之條款及條件以及確認申請程序。

- 必須填妥本白色確認申請表格內之所有陰影方格，否則確認可遭拒絕受理。
- 如 閣下作出虛假聲明，可遭檢控。
- 閣下必須以英文填妥本白色確認申請表格（閣下的中文姓名除外）且必須親筆簽署本白色確認申請表格，不得以個人印章代替，否則申請可遭拒絕受理。

致：中國新城市商業發展有限公司

交銀國際證券有限公司

交銀國際(亞洲)有限公司

海通國際證券有限公司

國泰君安證券有限公司

廣發證券(香港)經紀有限公司

香港白銀網

本人／吾等

知悉香港公開發售（實一手單位申請人除外）及優先發售之申請經已結束，且不會重新開始；

知悉及接納補充招股章程所披露之最終發售價乃低於招股章程披露之指示發售價範圍；

確認本人／吾等有意繼續進行申請，並謹 貴公司向下文所述人士悉數分配所有已根據香港公開發售按初步基準分配予該等人士之2,000股香港發售股份的倍數；

知悉有關部份（而非全部）已按初步基準分配予本人／吾等的數目為2,000倍數的香港發售股份的確認將不獲允許；

知悉將不會由於或隨著全球發售時間表的延遲而就有關申請款項（包括任何退還款項）支付任何利息；

知悉本人／吾等的確認一經作出便不得撤回；

確認本人／吾等已細閱一份招股章程及補充招股章程及用以補充招股章程之任何其他公告或其他文件之資料及聲明，而非作出本確認申請時僅依賴招股章程及補充招股章程及用以補充招股章程之任何其他公告或其他文件所載之資料及聲明，而無任何其其他有關 貴公司之資料或聲明。本人／吾等同意，貴公司、獨家全球協調人、聯席賬簿管理人、包銷商及參與全球發售的其他各方或各自之任何董事、高級職員、僱員、合夥人、代理人或顧問，對任何該等其他資料或聲明概不負責，並同意受招股章程及補充招股章程以及申請表格及本白色確認申請表格所載條款及條件約束；

保證本白色確認申請表格所載之資料為真實準確；

同意向 貴公司、獨家全球協調人、聯席賬簿管理人及彼等各自之代理人披露彼等所需有關本人／吾等或本人／吾等為其利益作出本確認申請之人士之任何個人資料及資料；

同意本確認申請將由香港法例管轄，並根據香港法例詮釋；

明白 貴公司、獨家全球協調人及聯席賬簿管理人將依賴此等陳述及聲明，以決定是否接納本確認申請；

同意及保證，倘若香港以外任何地區之法律適用於本確認申請，則本人／吾等已遵守所有該等法律，且 貴公司、獨家全球協調人、聯席賬簿管理人、包銷商及彼等各自之任何董事、僱員、代理人、高級職員或顧問，將不會易於本確認申請，或由本人／吾等接納招股章程及補充招股章程及用以補充招股章程之任何其他公告或其他文件所載條款及條件之權利及責任而產生之任何行動，以致違反香港以外地區任何法律；及

確認本人／吾等已細閱本白色確認申請表格並清楚明白一經簽署此白色確認申請表格，即表示本人／吾等將不會就本人／吾等於申請香港發售股份可能產生之任何損失而對 貴公司、獨家全球協調人、聯席賬簿管理人及包銷商或彼等各自之董事、高級職員、僱員、代理人或顧問，或參與全球發售之任何其他人士或多方提出訴訟或索償。