

TO BE VALID, THE WHOLE OF THIS PROVISIONAL ALLOTMENT LETTER MUST BE RETURNED
本暫定配額通知書必須整份交回方為有效

PAL Number
暫定配額通知書編號

IMPORTANT
重要提示

THIS PROVISIONAL ALLOTMENT LETTER (THE "PAL") IS VALUABLE BUT IS NOT TRANSFERABLE AND IS FOR THE USE OF THE QUALIFYING SHAREHOLDER(S) NAMED BELOW ONLY. NO ACCEPTANCE CAN BE MADE AFTER 4:00 P.M. ON THURSDAY, 14 NOVEMBER 2013.

本暫定配額通知書(「暫定配額通知書」)具有價值，但不可轉讓，並僅供下列合資格股東使用。二零一三年十一月十四日(星期四)下午四時正後不得提出接納。
IF YOU ARE IN ANY DOUBT ABOUT THIS PAL OR AS TO THE ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR STOCKBROKER OR OTHER LICENSED SECURITIES DEALER, REGISTERED INSTITUTION IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER.

閣下如對本暫定配額通知書或應採取之行動有任何疑問，應諮詢閣下之股票經紀或其他持牌證券交易商、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 China Environmental Resources Group Limited dated 31 October 2013 (the "Prospectus") unless the context otherwise requires. 除文義另有所指外，本暫定配額通知書所用之詞彙與中國環境資源集團有限公司於二零一三年十月三十一日刊發之章程(「章程」)所界定者具相同涵義。

Dealings in the Shares may be settled through CCASS and you should consult your stockbroker or other 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.

股份之買賣可透過中央結算系統進行結算，而有關結算安排之詳情及該等安排對閣下權利及權益可能產生之影響，閣下應諮詢閣下之股票經紀或其他持牌證券交易商、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, the Stock Exchange and HKSCC take no responsibility for the contents of this PAL, 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 PAL.

香港交易所及結算有限公司、聯交所及香港結算對本暫定配額通知書之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示，概不對因本暫定配額通知書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。

A copy of each of the Prospectus Documents, together with the documents mentioned in the paragraph headed "Documents delivered to the Registrar of Companies" in Appendix III to the Prospectus, have been registered with the Registrar of Companies in Hong Kong as required by section 342C of the Companies Ordinance. The Registrar of Companies in Hong Kong takes no responsibility as to the contents of any of these documents.

各章程文件副本連同於章程附錄三「送呈公司註冊處之文件」一段所述之文件，已按照公司條例第342C條之規定送呈香港公司註冊處登記。香港公司註冊處對上述任何文件之內容概不負責。

Subject to the granting of the 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.

發售股份獲批准在聯交所上市及買賣及在符合香港結算之股份接納規定後，自發售股份在聯交所開始買賣之日或香港結算釐定之其他日期起，發售股份將獲香港結算接納為合資格證券，可於中央結算系統寄存、結算及交收。聯交所參與者於任何交易日進行之交易，須於其後第二個交易日在中央結算系統交收。中央結算系統之一切活動須符合不時生效之《中央結算系統一般規則》及《中央結算系統運作程序規則》。



CHINA ENVIRONMENTAL RESOURCES GROUP LIMITED
中國環境資源集團有限公司

(Incorporated in Cayman Islands with limited liability)
(於開曼群島註冊成立之有限公司)
(Stock Code: 1130)
(股份代號: 1130)

OPEN OFFER OF 602,988,342 OFFER SHARES
AT HK\$0.27 PER OFFER SHARE ON THE BASIS OF THIRTY-THREE OFFER SHARES
FOR EVERY TEN SHARES HELD ON THE RECORD DATE
PAYABLE IN FULL ON ACCEPTANCE BY NO LATER THAN
4:00 P.M. ON THURSDAY, 14 NOVEMBER 2013

以每股發售股份0.27港元公開發售602,988,342股發售股份，
基準為於記錄日期每持有十股股份獲發三十三股發售股份，
股款最遲須於二零一三年十一月十四日(星期四)下午四時正接納時繳足

Registered office:
Ugland House
South Church Street
P.O. Box 309
George Town
Grand Cayman
Cayman Islands
British West Indies

註冊辦事處：
Ugland House
South Church Street
P.O. Box 309
George Town
Grand Cayman
Cayman Islands
British West Indies

Head office and
principal place of
business in
Hong Kong:
2/F., Shui On Centre
6-8 Harbour Road
Wanchai, Hong Kong

總辦事處兼香港主要
營業地點：
香港灣仔
港灣道6-8號
瑞安中心2樓

Branch share registrar and
transfer office in Hong Kong:
Computershare Hong Kong Investor
Services Limited
Shops 1712-1716, 17th Floor
Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong

股份過戶登記香港分處：
香港中央證券登記有限公司
香港
灣仔
皇后大道東183號
合和中心
17樓1712-1716室

PROVISIONAL ALLOTMENT LETTER
暫定配額通知書

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

Form for Name(s) and address of the Qualifying Shareholder(s)

BOX A
甲欄

Number of Shares registered in your name on the Record Date of Wednesday, 30 October 2013
於二零一三年十月三十日(星期三)登記於閣下名下之股份總數

Form for Number of Shares registered in your name on the Record Date of Wednesday, 30 October 2013

BOX B
乙欄

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

Form for Number of Offer Shares in your assured provisional allotment

BOX C
丙欄

Amount payable on your assured provisional allotment when accepted in full
閣下悉數接納認購保證暫定配額時應繳款項

Form for Amount payable on your assured provisional allotment when accepted in full

Acceptance can only be made by the registered Qualifying Shareholder(s) named above.
Please enter in Box D the number of Offer Shares being accepted and the amount of remittance enclosed (calculated as number of Offer Shares being accepted multiplied by HK\$0.27)

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0.27港元計算)

BOX D
丁欄

Number of Offer Shares accepted
接納認購之發售股份數目

Remittance enclosed
隨附之股款
HK\$
港元

Form for Number of Offer Shares accepted and the amount of remittance enclosed

You are entitled to accept any number of Offer Shares which is equal to or less than your assured provisional allotment shown in Box B above by filling in this PAL. Subject to as mentioned in the Prospectus, such offer 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 an assured provisional allotment of thirty-three Offer Shares for every ten Shares held on Wednesday, 30 October 2013. No excess Offer Shares will be offered to the Qualifying Shareholders and Offer Shares not taken up by the Qualifying Shareholders will be taken up by the Underwriter. If you wish to accept any Offer Shares, you should complete and sign this PAL and lodge the same together with the appropriate remittance for the full amount payable in respect of the Offer Shares being accepted with the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. All remittance(s) for the Offer Shares under this PAL must be in Hong Kong dollars and made payable to "China Environmental Resources Group Limited - Open Offer Account" and crossed "Account Payee Only" and comply with the procedures set out overleaf. No acceptance(s) of the Offer Shares can be made by any persons who were Excluded Shareholders.

閣下可透過填寫本暫定配額通知書接納相等於或少於上文乙欄所列閣下獲保證暫定配發之任何發售股份數目。在章程所述之規限下，有關要約乃向名列於本公司股東名冊且屬合資格股東之股東提出，基準為按於二零一三年十月三十日(星期三)每持有十股股份獲保證配發三十三股發售股份。本公司將不會向合資格股東提出額外發售股份，而任何不獲合資格股東承購之發售股份將由包銷商承購。閣下如欲接納任何發售股份，請填妥及簽署本暫定配額通知書，並將此暫定配額通知書連同接納發售股份應繳之全數適當股款，一併交回本公司之香港股份過戶登記分處香港中央證券登記有限公司，地址為香港灣仔皇后大道東183號合和中心17樓1712-1716室，方為有效。根據本暫定配額通知書認購發售股份之所有股款必須以港元支付，並須註明抬頭人為「China Environmental Resources Group Limited - Open Offer Account」及以「只准入抬頭人賬戶」方式劃線開出，並須依照背頁所載手續進行。屬除外股東之人士不得接納發售股份。



CHINA ENVIRONMENTAL RESOURCES GROUP LIMITED

中國環境資源集團有限公司

(Incorporated in Cayman Islands with limited liability)

(於開曼群島註冊成立之有限公司)

(Stock Code: 1130)

(股份代號: 1130)

To: China Environmental Resources Group Limited

致: 中國環境資源集團有限公司

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\$0.27 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 31 October 2013 and subject to the memorandum and articles of association 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.

敬啟者:

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0.27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月三十一日之章程所載之條款及條件,以及在 貴公司之組織章程大綱及細則之規限下,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 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 _____

Details to be filled in by Qualifying Shareholder(s):

合資格股東需填妥以下詳情:

| 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) | Name of bank on which cheque/banker's cashier order is drawn 支票/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 order should be crossed "Account Payee Only" and made payable to "China Environmental Resources Group Limited – Open Offer Account" (see the section headed "PROCEDURES FOR ACCEPTANCE" on the reverse side of this PAL).

** 支票或銀行本票須以「只准入抬頭人賬戶」方式並以「China Environmental Resources Group Limited – Open Offer Account」為抬頭人劃線開出(請參閱本暫定配額通知書背頁「接納手續」一節)。

Valid acceptance for such number of Offer Shares which is less than or equal to a Qualifying Shareholder's assured provisional 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暫定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。倘認購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認購完整之發售股份數目而作出。閣下不會就有關之認購股款獲發給任何收據。



CHINA ENVIRONMENTAL RESOURCES GROUP LIMITED

中國環境資源集團有限公司

(Incorporated in Cayman Islands with limited liability)

(Stock code: 1130)

IMPORTANT NOTES

1. The Qualifying Shareholders are not entitled to subscribe for any Offer Shares in excess of their respective assured entitlements.
2. Fractional entitlements to the Offer Shares will not be issued but will be aggregated and taken up by the Underwriter. The Company will not allot any fractions of the Offer Shares.
3. No Excluded Shareholder is permitted to accept any Offer Shares.
4. No receipt will be issued for sums received on acceptance(s) but it is expected that share certificate(s) for the Offer Shares in respect of which the acceptance(s) is/are made in full or in part will be despatched to the allottee(s) or, in the case of joint allottees, to the first named allottee by ordinary post on Friday, 22 November 2013, at their own risk, at the address stated on this PAL.
5. Completion of this PAL will constitute an instruction and authority by the Qualifying Shareholder(s) to the Company and/or Computershare Hong Kong Investor Services Limited or any person nominated by it for the purpose, on behalf of the Qualifying Shareholder(s), to execute any registration of this PAL 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 Qualifying Shareholder(s) of the Offer Shares being accepted in accordance with the arrangements described in the Prospectus.
6. The Qualifying Shareholder(s) of the Offer Shares undertake(s) to sign all documents and to do all other acts necessary to enable them to be registered as the holder(s) of the Offer Shares which he/she/they has/have accepted subject to the memorandum and articles of association of the Company.
7. 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. Acceptance in respect of which cheque is dishonoured upon first presentation is liable to be rejected.
8. The provisional allotments under the Open Offer on an assured basis are not transferable nor are they capable of renunciation.
9. The Company reserves the right to refuse any acceptance of Offer Shares which does not comply with the procedures set out herein.

Completion and return of this PAL by any person outside Hong Kong will constitute a warranty and representation to the Company, by such person, that all registration, legal and regulatory requirements of the relevant jurisdiction, in connection with such acceptance have been duly complied with.

PROCEDURES FOR ACCEPTANCE

You may accept such number of the Offer Shares which is equal to or less than your assured provisional allotment set out in Box B by filling in this PAL.

To accept such number of the Offer Shares which is less than your assured provisional allotment, you must enter in Box D of this PAL the number of the Offer Shares for which you wish to accept and the total amount payable (calculated as the number of the Offer Shares being accepted multiplied by HK\$0.27). If the amount of the corresponding remittance received is less than that required for the number of the Offer Shares inserted, you will be deemed to have accepted such lesser number of the Offer Shares for which full payment has been received.

If you wish to accept the exact number of the Offer Shares set out in Box B of this PAL, this number should be inserted in Box D of this PAL. If no number is inserted, you will be deemed to have accepted the number of the Offer Shares for which full payment has been received.

This PAL, when duly completed, to which the appropriate remittance(s) should be stapled accordingly, should be folded once and must be returned to Computershare Hong Kong Investor Services Limited, Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by no later than 4:00 p.m. on Thursday, 14 November 2013. 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 "China Environmental Resources Group Limited - Open Offer Account" and crossed "Account Payee Only". Unless this PAL together with the appropriate remittance shown in Box C or Box D (as the case may be) of this PAL has been received by no later than 4:00 p.m. on Thursday, 14 November 2013, your right to accept any of the Offer Shares and all rights in relation thereto shall be deemed to have been declined and will be cancelled.

TERMINATION OF THE UNDERWRITING AGREEMENT

The Underwriter may terminate the arrangements set out in the Underwriting Agreement by notice in writing issued to the Company by the Underwriter at any time before 4:00 p.m. on Monday, 18 November 2013, being the Latest Time for Termination, if:

- (i) the occurrence of the following events would, in the reasonable opinion of the Underwriter materially and adversely affect the business, financial or trading position or prospects of the Group as a whole or otherwise makes it inexpedient or inadvisable for the Company or the Underwriter to proceed with the Open Offer:
 - (a) the introduction of any new law or regulation or any change in existing law or regulation (or the judicial interpretation thereof) or other occurrence of any nature whatsoever;
 - (b) the occurrence of any local, national or international event or change (whether or not forming part of a series of events or changes occurring or continuing before, and/or after the date of the Underwriting Agreement) of a political, military, financial, economic, currency or other nature (whether or not sui generis with any of the foregoing or in the nature of any local, national or international outbreak or escalation of hostilities or armed conflict); or
 - (c) the occurrence of any change in market conditions or combination of circumstances in Hong Kong (including without limitation suspension or material restriction on trading in securities);
- (ii) any change occurs in the circumstances of the Company or any member of the Group which would materially and adversely affect the prospects of the Group as a whole;
- (iii) the Company commits any breach of or omits to observe any of the obligations or undertakings expressed to be assumed by it under the Underwriting Agreement;
- (iv) the Underwriter shall receive notification pursuant to relevant clause of the Underwriting Agreement or shall otherwise become aware of, the fact that any of the representations or warranties contained in the Underwriting Agreement was, when given, untrue or inaccurate or would in any respect be untrue or inaccurate if repeated as provided in relevant clause of the Underwriting Agreement and Underwriter shall in its reasonable opinion determine that any such untrue representation or warranty represents or is likely to represent a material and adverse change in the business, financial or trading position or prospects of the Group as a whole or is otherwise likely to have a material and adverse effect on the Open Offer; or
- (v) the Company shall, after any matter or event referred to in relevant clause of the Underwriting Agreement has occurred or come to the attention of the Underwriter, fail promptly to send out any announcement or circular (after the despatch of the Prospectus Documents), in such manner (and as appropriate with such contents) as the Underwriter may reasonably request for the purpose of preventing the creation of a false market in the securities of the Company.

If the Underwriter exercises such right, the Open Offer will not proceed.

Refund cheques in respect of the Offer Shares, if the Open Offer is terminated, shall be despatched by ordinary post on or before Friday, 22 November 2013 to the applicants at their own risk.

CHEQUES AND BANKER'S CASHIER ORDERS

All cheques and banker's cashier 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 lodgment of this PAL together with a cheque or banker's cashier order in payment for the Offer Shares accepted will constitute a warranty by you that the cheque or banker's cashier order will be honored on first presentation. Any acceptance in respect of which the accompanying cheque or banker's cashier order is dishonored on first presentation is liable to be rejected, and in the event the assured provisional allotment and all rights thereunder will be deemed to have been declined and will be cancelled.

STATUS OF THE OFFER SHARES

The Offer Shares (when fully paid and allotted) will rank pari passu in all respects with the Shares in issue on the date of allotment. Holders of the Offer Shares will be entitled to receive all future dividends and distributions, which are declared, made or paid on or after the date of allotment and issue of the Offer Shares.

SHARE CERTIFICATES

Subject to the fulfillment of the conditions of the Open Offer, share certificates for the Offer Shares are expected to be posted on Friday, 22 November 2013 to those Qualifying Shareholders entitled thereto by ordinary post at their own risks. You will receive one share certificate for all relevant Offer Shares registered under your name.

GENERAL

Lodgement of this PAL 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(ies) lodging it to deal with the same and to receive relevant certificates of the Offer Shares.

This PAL and any acceptance of the Offer Shares pursuant to it shall be governed by, and construed in accordance with, the laws of Hong Kong.



CHINA ENVIRONMENTAL RESOURCES GROUP LIMITED

中國環境資源集團有限公司

(於開曼群島註冊成立之有限公司)

(股份代號：1130)

重要事項

1. 合資格股東將無權認購任何超出彼等各自保證配額之發售股份。
2. 發售股份之零碎配額將不予發行，惟將會彙集及由包銷商承購。本公司將不會配發任何發售股份之碎股。
3. 除外股東不得接納任何發售股份。
4. 概不會就收到之接納款項發出收據，惟預期就接納的全數或部份發售股份之股票，將於二零一三年十一月二十二日(星期五)以平郵方式按本暫定配額通知書上所列地址寄交承配人或(如屬聯名承配人)名列首位之承配人，郵誤風險概由彼等自行承擔。
5. 填妥本暫定配額通知書即表示合資格股東指示及授權本公司及／或香港中央證券登記有限公司或由其就此提名之任何人士代表合資格股東辦理本暫定配額通知書或其他文件之任何登記手續，以及一般地進行有關公司或人士認為必要或合宜之所有其他事宜，以根據章程所述之安排，將合資格股東所接納之發售股份登記在合資格股東名下。
6. 發售股份之合資格股東承諾簽署所有文件並採取一切其他必要行動以讓彼等登記成為所接納之發售股份之持有人，惟須符合本公司組織章程大綱及細則之規定。
7. 本公司收到股款後將隨即將其過戶，由此賺取之一切利息(如有)將撥歸本公司所有。倘支票未能於首次過戶時兌現，則有關接納將可不獲受理。
8. 公開發售之暫定配額乃按保證基準作出，不得轉讓亦不得放棄。
9. 本公司保留酌情權拒絕任何未符合本通知書所載手續之發售股份的接納。

任何居住於香港以外地方之人士填妥並交回本暫定配額通知書，將被視為構成有關人士向本公司保證及聲明，是次接納已全面遵守有關司法權區所有登記、法律及法規規定。

接納手續

閣下可透過填寫本暫定配額通知書接納相等於或少於乙欄所列 閣下獲保證暫定配發之發售股份數目。

倘 閣下欲接納少於 閣下獲保證暫定配發之發售股份數目，請在本暫定配額通知書丁欄內填上欲接納之發售股份數目及應繳股款總額(以接納之發售股份數目乘以0.27港元計算)。倘所收到之相應股款金額少於所填上之發售股份數目之所需股款，則 閣下將被視作接納已收全數款項所代表之較少發售股份數目。

倘 閣下欲接納本暫定配額通知書乙欄所列相同數目之發售股份，請在本暫定配額通知書丁欄內填上此數目。如無填上任何數目，則 閣下將被視作接納已收全數款項所代表之發售股份數目。

填妥本暫定配額通知書並將適當之股款相應地緊釘其上後，請將通知書對摺並於二零一三年十一月十四日(星期四)下午四時正之前交回香港中央證券登記有限公司，地址為香港灣仔皇后大道東183號合和中心17樓1712-1716室。所有股款必須以港元支付。支票必須以香港持牌銀行開立之賬戶開出，銀行本票必須由香港持牌銀行發出，註明抬頭人為「China Environmental Resources Group Limited – Open Offer Account」及「只准入抬頭人賬戶」方式劃線開出。除非本暫定配額通知書連同本暫定配額通知書丙欄或丁欄(視乎情況而定)所示之適當股款於二零一三年十一月十四日(星期四)下午四時正之前已經收妥，否則 閣下接納任何發售股份之權利以及一切有關權利將視為已放棄論，並將被註銷。

終止包銷協議

包銷商可於二零一三年十一月十八日(星期一)下午四時正(即最後終止時間)前透過向本公司發出書面通知終止包銷協議所載安排，倘：

- (i) 發生以下事件，而包銷商合理認為將會對本集團整體之業務、財務或經營狀況或前景造成重大不利影響，或導致本公司或包銷商不宜或不應繼續進行公開發售；
 - (a) 頒佈任何新法例或規例，或現有法例或規例(或相關司法詮釋)出現任何變動或發生不論任何性質之其他有關事件；
 - (b) 發生任何地區、國家或國際間之政治、軍事、金融、經濟、貨幣或其他性質(無論是否與上述任何性質相似，或屬於任何地區、國家或國際間之敵對行為或武裝衝突爆發或升級)之事件或變動(無論是否屬於在包銷協議日期之前及／或之後發生或持續出現之連串事件或變動之一部分)；或
 - (c) 香港之市場狀況或綜合發生之多種情況出現任何變化(包括但不限於證券買賣暫停或受嚴重限制)；
- (ii) 本公司或本集團任何成員公司之狀況發生任何變化而會對本集團整體之前景構成重大不利影響；或
- (iii) 本公司違反或未有遵從包銷協議下明文指定由其承擔或遵守之任何義務或承諾；或
- (iv) 包銷商接獲根據包銷協議發出之通知或循其他途徑獲悉包銷協議所載任何聲明或保證於作出當時屬失實或不確，或於按包銷協議所訂重述時在任何方面屬失實或不確，而包銷商合理認為任何該等失實聲明或保證顯示或可能顯示本集團整體之業務、財務或經營狀況或前景出現重大不利變動，或很可能對公開發售造成重大不利影響；或
- (v) 本公司於包銷協議所述之任何事項或事件發生或為包銷商得悉後，未有按包銷商可能合理要求之方式(及(如適用)內容)迅速發送任何公佈或通函(於寄發章程文件後)，以防止本公司證券之虛假市場形成。

倘若包銷商行使有關權利，公開發售將不會進行。

倘公開發售終止，則有關發售股份之退款支票將於二零一三年十一月二十二日(星期五)或之前以平郵方式寄發予申請人，郵誤風險概由彼等自行承擔。

支票及銀行本票

所有支票及銀行本票均將於收妥後即時過戶，而該等款項所賺取之全部利息(如有)將撥歸本公司所有。填妥及遞交本暫定配額通知書連同接納發售股份之付款支票或銀行本票，將構成 閣下保證支票或銀行本票將可於首次過戶時兌現。凡辦理接納但隨附支票或銀行本票在首次過戶時未能兌現者，均可遭拒絕受理；在此情況下，該保證暫定配額及一切有關權利將視為已放棄論，並將被註銷。

發售股份之地位

發售股份(於繳足股款及配發後)將在各方面均與於配發日期之已發行新股份享有同等權益。發售股份持有人將有權收取於發售股份配發及發行日期或之後所宣派、作出或派付之一切日後股息及分派。

股票

待公開發售之各項條件獲達成後，發售股份之股票預期將會於二零一三年十一月二十二日(星期五)以平郵方式寄發予有權收取此等股票之合資格股東，郵誤風險概由彼等自行承擔。 閣下將會就全部以 閣下名義登記之發售股份獲發一張股票。

一般事項

本暫定配額通知書於獲發給此暫定配額通知書之人士簽署後，一經交回，即為交回之人士有權處理本暫定配額通知書及收取發售股份之有關股票之確證。

本暫定配額通知書及據此接納之發售股份均須受香港法例監管，並按其詮釋。