

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

本申請表格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 Asia Resources Holdings Limited (the "Company") dated 25 March 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.

茲提述亞洲資源控股有限公司（「本公司」）日期為二零一零年三月二十五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 ADDRESSEE(S) NAMED BELOW ONLY. NO APPLICATION CAN BE MADE AFTER 4:00 P.M. ON TUESDAY, 13 APRIL 2010.

本申請表格具有價值，但不可轉讓，並僅供下列人士使用。二零一零年四月十三日星期二下午四時正後不得提出申請。

IF YOU ARE IN ANY DOUBT ABOUT THIS APPLICATION FORM, YOU SHOULD CONSULT YOUR STOCKBROKER OR OTHER REGISTERED DEALER OF SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER.

閣下如對本申請表格有任何疑問，應諮詢閣下之股票經紀或其他註冊證券商、銀行經理、律師、專業會計師或其他專業顧問。

Deals in the shares of the Company may be settled through the Central Clearing and Settlement System ("CCASS") and you should consult your stockbroker or other registered dealer of securities, bank manager, solicitor, professional accountant or other professional adviser for details of these settlement arrangements and how such arrangements may affect your rights and interests.

本公司股份之買賣乃透過中央結算及交收系統（「中央結算系統」）進行交收。閣下應諮詢閣下之股票經紀或其他註冊證券商、銀行經理、律師、專業會計師或其他專業顧問有關文交安排之詳情，以及該等安排對閣下享有之權利及權益所構成之影響。

A copy of each of the Prospectus Documents, together with the documents mentioned in the paragraph headed "Documents delivered to the Registrars of Companies in Hong Kong and Bermuda" in appendix III to the Prospectus, has been registered by the Registrar of Companies in Hong Kong as required by Section 342C of the Companies Ordinance. The Securities and Futures Commission of Hong Kong and the Registrar of Companies in Hong Kong take no responsibility for the contents of any of the Prospectus Documents.

章程文件各一份及於發售章程附錄三「送呈香港及百慕達公司註冊處之文件」一段所述之文件，已依據公司條例第342C條之規定經香港公司註冊處註冊。香港證券及期貨事務監察委員會及香港公司註冊處對各章程文件之內容概不負責。

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited ("HKSCC") 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.

香港交易及結算有限公司、香港聯合交易所有限公司及香港中央結算有限公司（「香港結算」）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，概不就本申請表格全部或任何部份內容而產生或任何因倚賴該等內容而引致之任何損失承擔任何責任。

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 the HKSCC for deposit, clearance and settlement in CCASS with effect from the commencement date of dealings in the Offer Shares 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.

倘發售股份獲准在聯交所上市及買賣，發售股份將獲香港結算接納為合資格證券，可自發售股份開始買賣當日或由香港結算所指定之其他日期起在中央結算系統內寄存、結算及交收。所有中央結算系統之活動均須依據當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。

Asia Resources Holdings Limited

亞洲資源控股有限公司*

(incorporated in Bermuda with limited liability)

(於百慕達註冊成立之有限公司)

(Stock Code: 899)

(股份代號: 899)

**OPEN OFFER OF 1,015,300,295 OFFER SHARES AT HK\$0.13 PER OFFER SHARE ON
THE BASIS OF ONE OFFER SHARE FOR EVERY TWO SHARES HELD ON THE RECORD DATE
BY NO LATER THAN 4:00 P.M. ON TUESDAY, 13 APRIL 2010**

按於記錄日期每持有兩股股份可獲發一股發售股份之基準，

以每股發售股份0.13港元之價格，

公開發售1,015,300,295股發售股份

(不得遲於二零一零年四月十三日星期二下午四時正前)

APPLICATION FORM

申請表格

Branch share registrar and
transfer office in Hong Kong:
Tricor Secretaries Limited
26/F, Tesbury Centre,
28 Queen's Road East
Wanchai

香港股份過戶登記分處：
卓佳秘書商務有限公司
香港
皇后大道東28號
金鐘匯中心26樓

Registered office:
Clarendon House
2 Church Street
Hamilton HM11
Bermuda

註冊辦事處：
Clarendon House
2 Church Street
Hamilton HM11
Bermuda

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

Number of Shares registered in your name on 23 March 2010
於二零一零年三月二十三日，閣下名義登記之股份數目

Box A
甲欄

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

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

Application can only be made by the registered Qualifying Shareholder(s) named above.
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\$0.13)

認購申請僅可由上述已登記之合資格股東作出。
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0.13港元計算）

Any payments for Offer Shares should be rounded down to 2 decimal points.
發售股份之任何付款款額應調低至兩個小數點。

Box D
丁欄

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

Remittance enclosed
隨附股款
HK\$ 港元

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 Shareholders whose names were on the register of members of the Company and who had an address in Hong Kong on the register of members on Tuesday, 23 March 2010 on the basis of an assured allotment of one Offer Share for every two Shares held on Tuesday, 23 March 2010.

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, and lodge it with a separate remittance for full amount payable in respect of the excess Offer Shares.

If you wish to apply for any Offer Shares and/or excess Offer Shares, you should complete and sign this Application Form and/or the Excess Application Form, 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 applied for with the Company's branch share registrar and transfer office in Hong Kong, Tricor Secretaries Limited, 26/F, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong. All remittance(s) must be in Hong Kong dollars and made payable to "Asia Resources Holdings Limited - Open Offer Account" under assured allotment and/or "Asia Resources Holdings Limited - Excess Application Account" for excess Offer Shares and crossed "Account Payee Only" and comply with the procedures set out overleaf. No application(s) of Offer Shares and/or, excess Offer Shares can be made by any person whose address as shown in the register of members of the Company on Tuesday, 23 March 2010, was outside Hong Kong, the British Virgin Islands, the PRC and the United Kingdom.

閣下有權透過填寫本申請表格申請認購相等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三月二十三日星期二名列本公司股東名冊而在股東名冊所示地址為香港地址之股東作出，基準為按於二零一零年三月二十三日星期二所持每兩股股份獲保證配發一股發售股份。

倘閣下欲申請認購之發售股份數目多於上文乙欄所列閣下獲保證配發之發售股份數目（即額外發售股份），則閣下須另行填寫額外申請表格，並連同額外發售股份涉及之全數應繳款項之個別股款一併交回。

倘閣下欲申請認購發售股份及/或額外發售股份，請填妥及簽署本申請表格及/或額外申請表格並將表格連同申請認購發售股份及/或額外發售股份涉及之全數應繳款項之足額股款，交回本公司之香港股份過戶登記分處卓佳秘書商務有限公司，地址為香港皇后大道東28號金鐘匯中心26樓。所有股款必須為港元款項，並須註明抬頭人為「Asia Resources Holdings Limited - Open Offer Account」（如申請認購保證配額）及/或「Asia Resources Holdings Limited - Excess Application Account」（如申請認購額外發售股份）及刪去「只准入抬頭人賬戶」字樣，以及須符合背頁所載手續。於二零一零年三月二十三日星期二在本公司股東名冊所示地址為香港、英屬處女群島、中國及英國以外地區之人士不得申請認購發售股份及/或額外發售股份。

* For identification purposes only

* 僅供識別

Asia Resources Holdings Limited

亞洲資源控股有限公司*

(於百慕達註冊成立之有限公司)

(股份代號：899)

條件

1. 受禁制股東不得申請認購任何發售股份及／或額外發售股份。
2. 概不會就收到之申請認購款項發出收據，惟預期申請獲全數或部份接納之發售股份及／或額外發售股份股票將以平郵按表格所列地址寄交獲配發人；如屬聯名獲配發人，則寄交名列首位之獲配發人，郵誤風險概由有關人士承擔。
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卓佳秘書商務有限公司或彼等提名之其他人士代表申請人辦理申請表格及／或額外申請表格或其他文件之任何登記手續，以及一般地進行有關公司或人士認為必需或合宜之所有其他事宜以根據發售章程所述安排，將申請人所申請認購之數目或較少數目之發售股份及／或額外發售股份登記在申請人名下。
4. 發售股份及／或額外發售股份之申請人承諾簽署所有文件並採取一切其他必要行動以讓申請人登記成為所申請認購之發售股份及／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細則之規定。
5. 本公司收到認購款項後將隨即將之過戶，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，則有關申請將不獲受理。
6. 閣下申請認購發售股份及／或額外發售股份之權利不得轉讓亦不得放棄。
7. 本公司保留酌情權接受或拒絕任何未符合本表格及／或額外申請表格所載手續之發售股份及／或額外發售股份認購申請。

申請手續

閣下可透過填寫本申請表格申請認購相等於或少於申請表格乙欄所列 閣下獲保證配發之發售股份數目。

欲申請認購少於 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欲申請認購之發售股份數目及應繳款項總額（以申請認購之發售股份數目乘以0.13港元計算）。倘所收到之相應認購款項少於所填上之發售股份數目之所需股款，則申請人將被視作申請認購已收全數款項所代表之較少發售股份數目。

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

倘 閣下欲申請認購之發售股份數目多於申請表格乙欄所列 閣下獲保證配發之發售股份數目（即額外發售股份），則 閣下須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 閣下欲申請認購之額外發售股份數目及應繳款項總額（以申請認購之額外發售股份數目乘以0.13港元計算）。 閣下可申請認購其欲申請認購之任何額外發售股份數目。倘所收到之相應認購款項少於所填上之額外發售股份數目之所需股款，則申請人將被視作申請認購已收全數款項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足額股款相應地緊釘其上後，請將表格對摺並於二零一零年四月十三日星期二下午四時正前交回本公司之香港股份過戶登記分處卓佳秘書商務有限公司，地址為香港皇后大道東28號金鐘匯中心26樓。所有股款必須為港元款項，支票必須以香港銀行戶口開出，而銀行本票則須由香港銀行發出，並以「Asia Resources Holdings Limited – Open Offer Account」及／或「Asia Resources Holdings Limited – Excess Application Account」（如申請認購額外發售股份）為抬頭人以「只准入抬頭人賬戶」方式劃線開出。除非本申請表格及／或額外申請表格，連同本申請表格丙欄或丁欄（視情況而定）所示足額股款及／或額外申請表格所示足額股款於二零一零年四月十三日星期二下午四時正前收到，否則 閣下申請認購發售股份及／或額外發售股份之權利以及一切有關權利將視作被拒絕而予以註銷。

閣下將會就發行予 閣下的所有發售股份獲發一張股票。預期股票將於二零一零年四月十九日星期一或之前以平郵方式寄予 閣下，郵誤風險概由 閣下自行承擔。

* 僅供識別

Asia Resources Holdings Limited

亞洲資源控股有限公司*

(incorporated in Bermuda with limited liability)

(於百慕達註冊成立之有限公司)

(Stock Code: 899)

(股份代號: 899)

To : Asia Resources Holdings Limited

致 : 亞洲資源控股有限公司

Dear Sirs,

I/We, being the registered holder(s) stated overleaf of the Shares, enclose a remittance** for the amount payable in full on application for the number of Offer Shares at a price of HK\$0.13 per Offer Share specified in Box B (or, if and only if Box D is completed, in Box D as the case may be). I/We accept that number of Offer Shares on the terms and conditions of the Prospectus dated 25 March 2010 and subject to the memorandum of association and bye-laws 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 share certificate(s) 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（或倘及只要填妥丁欄，則丁欄（視情況而定））指定之發售股份數目，並附上按每股發售股份0.13港元之價格計算須於申請時繳足之全數股款**。本人/吾等謹此依照日期為二零一零年三月二十五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/吾等已詳閱背頁所載各項條件及申請手續，並同意全部遵守。

Please insert contact telephone number

請填上聯絡電話號碼

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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, 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/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 "**Asia Resources Holdings 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「**Asia Resources Holdings 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 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.

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。

* For identification purposes only

* 僅供識別