

Appendix 5

FORMS RELATING TO LISTING

FORM H

Restrictions on disposals of shares by a Significant Shareholder

This form must be completed, in duplicate, and returned to the Issuer in time for the Issuer to submit one copy to the Exchange before commencement of dealings in the Issuer's shares.

To : The Directors
[], Limited (the "Issuer"); and

The GEM Listing Division
The Stock Exchange of Hong Kong Limited (the "Exchange").

...../...../.....

Dear Sirs,

[I]/[We], being a significant shareholder of the Issuer (for the purposes of The Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange of Hong Kong Limited (the "GEM Listing Rules")), having an interest in or entitled to exercise or control the exercise of voting rights in respect of [number] shares of [currency and nominal value] each in the Issuer (excluding any shares subscribed or purchased pursuant to the initial public offering of the issuer) representing [] per cent of the issued share capital of the Issuer as at the date hereof, hereby undertake to the Issuer and the Exchange to comply with the requirements of rules 13.17 and 13.19 of the GEM Listing Rules in respect of such shares.

Yours faithfully,

Signed:
Name:

Note: This form must be adapted if the significant shareholder is interested in options, warrants or similar rights that comprise "relevant securities" as defined in rule 13.15 of the GEM Listing Rules.