

TO BE VALID, THE WHOLE OF THIS APPLICATION FORM MUST BE RETURNED
本申請表格必須整份交還，方為有效

Application Form No.
申請表格編號

IMPORTANT
重要提示

THIS ASSURED ALLOTMENT APPLICATION FORM (THE "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 WEDNESDAY, 7 MARCH 2012.

本保證配額申請表格(「申請表格」)具有價值，但不可轉讓，並僅供名列下文之合資格股東使用。申請最遲須於二零一二年三月七日(星期三)下午四時正前遞交。

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

閣下對本申請表格如有任何疑問，應諮詢閣下之股票經紀或其他持牌證券交易商、銀行經理、律師、專業會計師或其他專業顧問。

DEALINGS 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 LICENSED SECURITIES DEALER, 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.

本公司股份之買賣可透過中央結算及交收系統(「中央結算系統」)進行交收，而閣下應就該等交收安排之詳情及有關安排如何影響閣下之權利及利益尋求閣下之股票經紀或其他持牌證券交易商、銀行經理、律師、專業會計師或其他專業顧問的意見。

A COPY OF THIS APPLICATION FORM, TOGETHER WITH A COPY OF THE PROSPECTUS OF YUE DA MINING HOLDINGS LIMITED (THE "COMPANY") DATED 22 FEBRUARY 2012 (THE "PROSPECTUS"), A COPY OF THE FORM OF APPLICATION FOR EXCESS OFFER SHARES (THE "EXCESS APPLICATION FORM"), AND THE WRITTEN CONSENT OF DELOITTE TOUCHE TOHMATSU HAVE BEEN REGISTERED WITH THE REGISTRAR OF COMPANIES IN HONG KONG PURSUANT TO SECTION 342C OF THE COMPANIES ORDINANCE. THE REGISTRAR OF COMPANIES IN HONG KONG AND THE SECURITIES AND FUTURES COMMISSION OF HONG KONG TAKE NO RESPONSIBILITY AS TO THE CONTENTS OF THESE DOCUMENTS.

本申請表格副本、連同悅達礦業控股有限公司(「本公司」)於二零一二年二月二十二日刊發之發售章程(「發售章程」)副本、額外發售股份申請表格(「額外申請表格」)副本及德勤•關黃陳方會計師行發出之書面同意書已根據公司條例第342C條之規定送呈香港公司註冊處登記。香港公司註冊處及香港證券及期貨事務監察委員會對該等文件之內容概不負責。

HONG KONG EXCHANGES AND CLEARING LIMITED, THE STOCK EXCHANGE OF HONG KONG LIMITED (THE "STOCK EXCHANGE") AND THE 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(「香港結算」)對本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。

SUBJECT TO THE GRANTING OF 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. 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.

待發售股份獲准於聯交所上市及買賣後，發售股份將獲香港結算接納為合資格證券，自發售股份開始於聯交所買賣的日期或香港結算釐定的其他日期起，可於中央結算系統內寄存、結算及交收。聯交所參與者之間於任何交易日進行之交易，必須於其後第二個交易日在中央結算系統進行交收。所有於中央結算系統下進行之活動必須遵守不時生效的《中央結算系統一般規則》及《中央結算系統運作程序規則》。

TERMS USED HEREIN SHALL HAVE THE SAME MEANINGS AS DEFINED IN THE PROSPECTUS UNLESS THE CONTEXT OTHERWISE REQUIRES.

除文義另有所指外，本申請表格內所採用之詞彙與發售章程所界定者具有相同涵義。

Branch Share Registrars
in Hong Kong:
Hong Kong Registrars Limited
Shops 1712-1716, 17th Floor
Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong



YUE DA MINING HOLDINGS LIMITED
悅達礦業控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 629)
(於開曼群島註冊成立的有限公司)
(股份代號: 629)

Head office and principal
place of business
in Hong Kong:
Office nos. 3321-3323 and 3325
China Merchants Tower
Shun Tak Centre
168-200 Connaught Road Central
Sheung Wan
Hong Kong

總辦事處及香港主要營業地點:
香港
上環
干諾道中168-200號
信德中心
招商局大廈
3321-3323及3325室

香港股份過戶登記分處:
香港證券登記有限公司
香港
灣仔
皇后大道東183號
合和中心
17樓1712-1716室

Registered office:
註冊辦事處:
Cricket Square,
Hutchins Drive,
PO Box 2681
Grand Cayman KY1-1111,
Cayman Islands

OPEN OFFER OF 228,922,969 OFFER SHARES AT HK\$0.5 PER OFFER SHARE ON THE BASIS OF
ONE OFFER SHARE FOR EVERY THREE EXISTING SHARES HELD ON THE RECORD DATE

根據於記錄日期每持有三股現有股份獲發一股發售股份的基準

按每股發售股份0.5港元公開發售228,922,969股發售股份

BY NO LATER THAN 4:00 P.M. ON WEDNESDAY,

7 MARCH 2012

不遲於二零一二年三月七日(星期三)下午四時正前遞交

ASSURED ALLOTMENT APPLICATION FORM
保證配額申請表格

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

[Blank area for Name(s) and address of Qualifying Shareholder(s)]

Box A
甲欄
Number of Shares registered in your name on Tuesday, 21 February 2012
於二零一二年二月二十一日(星期二)登記於閣下名下之股份數目

[Blank area for Box A]

Box B
乙欄
Number of Offer Shares offered to you subject to payment in full on acceptance by not later than 4:00 p.m., on Wednesday, 7 March 2012
現呈予閣下之發售股份數目，股款最遲須於二零一二年三月七日(星期三)下午四時正前接納時繳足

[Blank area for Box B]

Box C
丙欄
Amount payable when applied in full
全數申請應繳款項

[Blank area for Box C]

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\$0.5)

認購申請僅可由上述已登記之合資格股東作出。

請於丁欄填寫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0.5港元計算)

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

[Blank area for Box D]

Remittance enclosed
隨付之股款
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 to 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 were Qualifying Shareholders on the basis of one Offer Share for every three existing Shares held on Tuesday, 21 February 2012.

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 in Hong Kong, Hong Kong Registrars Limited, Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. All remittance(s) for application of Offer Shares must be in Hong Kong dollars and made payable to "Yue Da Mining Holdings Limited - Open Offer Account" for Offer Shares under assured allotment and/or made payable to "Yue Da Mining Holdings Limited - Excess Application Account" for excess Offer Shares and crossed "Account Payee Only" and comply with the procedures set out in the page hereafter.

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任何發售股份數目。在發售章程所述者之規限下，上述配額乃按於二零一二年二月二十一日(星期二)每持有三股現有股份獲發一股發售股份的基準，向名列於本公司股東名冊並為合資格股東之股東作出。

倘閣下擬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)，則閣下亦須另行填寫額外申請表格，並連同該額外發售股份涉及之全數應繳款項之個別股款一併交回。

倘閣下欲申請認購任何發售股份及/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香港證券登記有限公司，地址為香港灣仔皇后大道東183號合和中心17樓1712-1716室。所有申請認購發售股份股款必須為港元款項，並須註明抬頭人為「Yue Da Mining Holdings Limited - Open Offer Account」認購保證配發之發售股份及/或以「Yue Da Mining Holdings Limited - Excess Application Account」為抬頭人認購額外發售股份及以「只准入抬頭人賬戶」方式劃線開出，並須符合後頁填單所載手續。



YUE DA MINING HOLDINGS LIMITED

悅達礦業控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 629)

(於開曼群島註冊成立的有限公司)

(股份代號: 629)

To: **Yue Da Mining Holdings Limited**

致: 悅達礦業控股有限公司

Dear Sirs,

I/We, being the registered holder(s) stated overleaf of shares in Yue Da Mining Holdings Limited (the "Company"), enclose a remittance** for the amount payable in full on application for the number of Offer Shares at a price of HK\$0.5 per Offer Share specified in Box B (or, if and only if Box D is completed, in Box D). I/We accept that number of Offer Shares on the terms and conditions of the Prospectus dated 22 February 2012 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 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 in the page hereafter and agree to be bound thereby.

敬啟者:

本人/吾等為背頁所列悅達礦業控股有限公司(「貴公司」)股份之登記持有人,現申請認購乙欄(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0.5港元之價格計算須於申請時繳足之全數股款**。本人/吾等謹此根據於二零一二年二月二十二日刊發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,接納有關數目之發售股份,而本人/吾等謹此承諾並同意申請認購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,作為上述有關數目或較少數目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普通郵遞方式寄予本人/吾等,郵誤風險概由本人/吾等承擔。本人/吾等已細閱後續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

Signature(s) of Qualifying Shareholder(s)

(all joint shareholder(s) must sign)

合資格股東簽署

(所有聯名股東均須簽署)

(1) _____ (2) _____ (3) _____ (4) _____

Date _____ 2012

日期: 二零一二年 _____ 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) 申請認購之發售股份數目 (即丁欄或(如未有填妥)乙欄所列明之總數)	Total amount of remittance (being the total specified in Box D, or failing which, the total specified in Box C) 股款總額 (即丁欄或(如未有填妥)丙欄所列明之總額)	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 "Yue Da Mining Holdings Limited — Open Offer Account" (see the section headed "Procedures for Application" set out in the page hereafter).

** 支票或銀行本票須以「只准入抬頭人賬戶」方式並以「Yue Da Mining Holdings Limited — Open Offer Account」為抬頭人劃線開出(詳情請參閱後續頁所載之「申請手續」一節)。

Valid application for a 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。