

Form A
表格甲

The whole of this document is returned to be valid.
本文件必須整份交回方為有效。

Provisional Allotment Letter No.
暫定配額通知書號碼

IMPORTANT
重要提示

THIS PROVISIONAL ALLOTMENT LETTER IS VALUABLE AND TRANSFERABLE AND REQUIRES YOUR IMMEDIATE ATTENTION. THE OFFER CONTAINED IN THIS LETTER AND THE ACCOMPANYING FORM OF APPLICATION FOR EXCESS RIGHTS SHARES EXPIRES AT 4:00 P.M. ON WEDNESDAY 15TH APRIL 2009.
本暫定配額通知書為有價文件，可予轉讓。閣下並須即時處理。本通知書及隨附額外供股股份申請表格所載之認購邀請於二零零九年四月十五日(星期三)下午四時正截止。

Terms defined in the prospectus of Yu Ming Investments Limited (the "Company") dated Thursday, 26th March, 2009 (the "Prospectus") have the same meanings herein, unless the context requires otherwise.
除文義另有所指外，萬銘投資有限公司(「本公司」)於二零零九年三月二十六日(星期四)刊發之供股章程(「供股章程」)所界定詞語在本通知書內具有相同涵義。
IF YOU ARE IN ANY DOUBT ABOUT THIS DOCUMENT OR AS TO THE ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR STOCKBROKER OR OTHER REGISTERED DEALER IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER. IF YOU HAVE SOLD OR TRANSFERRED ALL YOUR SHARES OF THE COMPANY, YOU SHOULD AT ONCE HAND THE PROSPECTUS, THE ACCOMPANYING FORM OF APPLICATION FOR EXCESS RIGHTS SHARES AND THIS FORM TO THE PURCHASER OR TRANSFERREE OR TO THE BANK, STOCKBROKER OR OTHER AGENT THROUGH WHOM THE SALE OR TRANSFER WAS EFFECTED FOR TRANSMISSION TO THE PURCHASER OR TRANSFERREE.
閣下如對本文件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、銀行經理、律師、專業會計師或其他專業顧問。閣下如已將名下本公司之股份全部售出或轉讓，應立即將供股章程、申請額外供股股份之隨附表格及本申請表格送交買主或承讓人或經手買賣或轉讓之銀行、股票經紀或其他代理人，以便轉交買主或承讓人。

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this document, 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 document.
香港交易及結算所有限公司、香港聯合交易所有限公司及香港中央結算有限公司對本文件之內容概不負責，對其準確性或完整性亦不發表任何聲明，並表明概不會就因本文件全部或任何部分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。

Deals in Shares of the Company may be settled through the Central Clearing and Settlement System ("CCASS") operated by Hong Kong Securities Clearing Company Limited ("HKSCC") and you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser for details of those settlement arrangements and how such arrangements may affect your rights and interests.
本公司股份之買賣可透過由香港中央結算有限公司(「香港結算」)營運之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有關該等交收安排之詳情，以及有關安排對閣下之權利及權益構成之影響。

Subject to the granting of the listing of, and permission to deal in the Rights Shares (in both their nil-paid and fully-paid forms) on the Stock Exchange and subject to compliance with the stock admission requirements of HKSCC, the Rights Shares (in both their nil-paid and fully-paid forms) will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the respective commencement dates of dealings in Rights Shares (in both their nil-paid and fully-paid forms) on the Stock Exchange or such other dates 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.
(本總股款與繳足股款(供股股份獲准於聯交所上市及買賣以及符合香港結算之股份收納規定後，(未繳股款與繳足股款)供股股份將獲香港證券交易所接納為合資格證券，可由(未繳股款與繳足股款)供股股份於聯交所開始買賣之相關日期或香港結算指定之其他日期起，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的交易須於隨後第二個交易日在中央結算系統內進行交收。所有於中央結算系統內進行之活動須依據不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。)

A copy of this provisional allotment letter ("Provisional Allotment Letter"), together with copies of the Prospectus, the form of application for excess Rights Shares ("Excess Application Form") and the written consent of Grant Thornton (referred to in the Prospectus), have been registered with the Registrar of Companies in Hong Kong as required by Section 38D 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 any of these documents.
本暫定配額通知書(「暫定配額通知書」)之副本連同供股章程、額外供股股份申請表格(「額外申請表格」)之副本及均當會計師行之同意書(如供股章程所指)，已根據公司條例第38D條之規定呈送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任何此等文件之內容概不負責。

If you wish to exercise your right to subscribe for all the Rights Shares provisionally allotted to you as specified in this Provisional Allotment Letter, you should lodge this Provisional Allotment Letter in accordance with the instructions printed herein, together with a remittance for the full amount payable on acceptance, with the Company's share registrar in Hong Kong, Tricor Secretaries Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong by no later than 4:00 p.m. on Wednesday, 15th April, 2009. All remittances must be made by cheque or cashier's order in Hong Kong dollars. Cheques must be drawn on an account with, and cashier's orders must be issued by, a licensed bank in Hong Kong and made payable to "Yu Ming Investments Limited - Provisional Allotment Account" and crossed "Account Payee Only".
倘閣下擬行使閣下之權利認購本暫定配額通知書指定、閣下獲暫定配發之所有供股股份，閣下必須最遲於二零零九年四月十五日(星期三)下午四時正前按照本暫定配額通知書印列之指示將其連同須於接納時繳付之全部股款送交本公司之香港股份過戶登記處卓佳證券商務有限公司，地址為香港灣仔皇后大道東28號金鐘匯中心26樓。所有股款必須以港元支票或銀行本票繳付。支票須由香港持牌銀行賬戶開出，而銀行本票則須由香港持牌銀行開立，以「只准入抬頭人賬戶」方式劃線開出，並註明抬頭人為「Yu Ming Investments Limited - Provisional Allotment Account」。



YU MING INVESTMENTS LIMITED
禹銘投資有限公司

(Incorporated in Hong Kong with limited liability)
(於香港註冊成立之有限公司)
(Stock code: 666)
(股份代號: 666)

Share registrar in Hong Kong:
Tricor Secretaries Limited
26th Floor, Tesbury Centre
28 Queen's Road East
Wanchai, Hong Kong

Registered Office:
Room 1901B, 19th Floor
Allied Kajima Building
138 Gloucester Road
Wanchai
Hong Kong
註冊辦事處：
香港
灣仔
告士打道138號
聯合鹿馬大廈
19樓1901B室

Thursday, 26th March, 2009
二零零九年三月二十六日(星期四)

RIGHTS ISSUE AT HK\$0.10 EACH IN THE PROPORTION OF
ONE RIGHTS SHARE FOR EVERY ONE SHARE HELD ON THE RECORD DATE
TO THE QUALIFIED SHAREHOLDERS ONLY
(WITH 2011 WARRANTS ISSUE ON THE BASIS OF ONE 2011 WARRANT FOR EVERY
FIVE RIGHTS SHARES TAKEN UP UNDER THE RIGHTS ISSUE)

僅向合資格股東按於記錄日期每持有一股股份獲發一股供股股份之
比例以每股0.10港元進行供股
(連同二零一一年認股權證發行基準為根據供股每五股獲接納之
供股股份發行一份二零一一年認股權證)

PROVISIONAL ALLOTMENT LETTER
暫定配額通知書

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

Total number of existing Shares registered in your name(s) on Tuesday, 24th March, 2009
於二零零九年三月二十四日(星期二)以閣下名義登記之現有股份總數

Box A
甲欄

Number of Rights Shares provisionally allotted to you subject to payment in full on acceptance by no later than 4:00 p.m. on Wednesday, 15th April, 2009
暫定配發予閣下之供股股份數目，惟須於二零零九年四月十五日(星期三)下午四時正前接納時繳足股款方可作實

Box B
乙欄

Total subscription money payable
應繳認購款項總額

Box C
丙欄
HK\$
港元

The Shares have been traded on an ex-rights basis from Tuesday, 17th March, 2009 and dealing in the Rights Shares in nil-paid form is expected to take place from Monday, 30th March, 2009 to Wednesday, 8th April, 2009 (both days inclusive), when the conditions to which the Rights Issue is subject remain unfulfilled. Any person dealing in the Shares or the Rights Shares in their nil-paid form until the date on which all conditions to which the Rights Issue is subject are fulfilled and/or waived (as the case may be) will accordingly bear the risk that the Right Issue may not become unconditional and the Rights Issue and the 2011 Warrants Issue may not proceed. If the conditions of the Rights Issue are not fulfilled and/or waived (as the case maybe) or the Underwriting Agreement is terminated by the Underwriter according to the terms thereof, the Rights Issue and the 2011 Warrants Issue will not proceed. Shareholders and potential investors of the Company should exercise caution when dealing in the Shares and the nil-paid Rights Shares, and if they are in any doubt about their position, they should consult their professional adviser.

In particular, the Directors would like to draw your attention to the fact that the Underwriter shall have the right to terminate the arrangements set out in the Underwriting Agreement by notice in writing issued to the Company at any time prior to 4:00 p.m. on the second Business Day following the Acceptance Date if there occurs:

- (i) an introduction of any new law or regulation or any change in existing law or regulation (or the judicial interpretation thereof); or
- (ii) 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 or currency (including a change in the system under which the value of the Hong Kong currency is linked to the currency of the United States of America) or other nature (whether or not such are of the same nature as any of the foregoing) or of the nature of any local, national or international outbreak or escalation of hostilities or armed conflict, or affecting local securities market; or
- (iii) any act of God, war, riot, public disorder, civil commotion, fire, flood, explosion, epidemic, terrorism, strike or lock-out;

and in the reasonable opinion of the Underwriter, such change would have a material and adverse effect on the business, financial or trading position or prospects of the Group as a whole or the success of the Rights Issue or make it inadvisable or inexpedient to proceed with the Rights Issue.

If the Underwriter exercises such right, the Rights Issue and the 2011 Warrants Issue will not proceed. More details of the terms of the termination of the Underwriting Agreement are set out in the Prospectus.

股份已自二零零九年三月十七日(星期二)起以除權基準買賣，而未繳股款之供股股份將預期於二零零九年三月三十日(星期一)至二零零九年四月八日(星期三)(包括首尾兩日)期間買賣，惟供股須符合之條件仍未達成。任何於符合供股所有條件達成及/或獲豁免(視乎情況而定)之日期前買賣股份或未繳股款供股股份之人士須承擔供股未必成為無條件及供股及二零一一年認股權證發行未必會進行之風險。倘供股之條件並無達成及/或獲豁免(視乎情況而定)或包銷商根據包銷協議所載條款終止包銷協議，則供股及二零一一年認股權證發行將不會進行。股東及本公司有意投資者於買賣股份及未繳股款供股股份時務請審慎行事，如彼等對其情況有任何疑問，應諮詢其專業顧問。

董事謹請閣下尤其注意倘出現下述情況，包銷商有權於接納日期後第二個營業日下午四時正前隨時書面通知本公司終止包銷協議所載之安排：

- (i) 頒佈任何新法例或修改現有法例或法規(或其司法詮釋)；或
- (ii) 任何當地、全國或國際政治、軍事、金融、經濟或貨幣事件或轉變(包括港元與美元之聯繫匯率制度改變)或其他性質(不論是否與任何上述性質相同)之事件或轉變(不論是否屬於包銷協議日期前及/或後出現或持續之一連串事件或轉變)；或任何當地、全國或國際敵對事件或軍事衝突爆發或升級或影響當地證券市場之事件或轉變；或
- (iii) 任何天災、戰爭、動亂、公眾騷亂、民眾暴亂、火災、水災、爆炸、疫病、恐怖襲擊、罷工或停工；

而包銷商合理認為上述轉變會對本集團整體業務、財務或經營狀況或前景或供股之順利進行有重大不利影響，或使供股不宜或不應進行。

倘包銷商行使此權利，則供股及二零一一年認股權證發行將不會進行。終止包銷協議條款之更多詳情載於供股章程內。

NO RECEIPT WILL BE GIVEN. 本公司將不另發收據。



YU MING INVESTMENTS LIMITED
禹銘投資有限公司

(Incorporated in Hong Kong with limited liability)
(Stock code: 666)

Dear Qualified Shareholders,

Thursday, 26th March, 2009

In accordance with the terms set out in the prospectus dated Thursday, 26th March, 2009 (the "Prospectus") despatched to the qualified shareholders of Yu Ming Investments Limited (the "Company"), a copy of which is enclosed, the directors of the Company have provisionally allotted to you a number of rights shares (the "Rights Shares") on the basis of one Rights Share for every one existing Share of HK\$0.10 each in the capital of the Company (the "Shares") held and registered in your name(s) as at Tuesday, 24th March, 2009. Your holding of Shares as at Tuesday, 24th March, 2009 is set out in Box A and the number of Rights Shares provisionally allotted to you is set out in Box B. Terms defined in the Prospectus shall have the same meanings herein unless the context requires otherwise.

No provisional allotment of Rights Shares has been made to the Excluded Shareholders and no Provisional Allotment Letter or Excess Application Form is being sent to them. The Company will send copies of the Prospectus to the Excluded Shareholders for their information only. The Company will make arrangements to sell the provisional allotment of Rights Shares in their nil-paid form which would otherwise have been allotted to the Excluded Shareholders as soon as practicable after dealings in the nil-paid Rights Shares commence, if a premium (net of expenses) can be obtained. The proceeds from the sale of nil-paid Rights Shares to which the Excluded Shareholders are entitled, less expenses and stamp duty, amounting to HK\$100 or more will be paid to the relevant Excluded Shareholders in Hong Kong dollars pro rata to their respective shareholdings in the Company on the Record Date. The Company will retain individual amounts of less than HK\$100 for its own benefit. Rights Shares which would otherwise have been provisionally allotted to the Excluded Shareholders and which are not sold, and any Rights Shares provisionally allotted to the Qualified Shareholders but not accepted, will be available for excess application by Qualified Shareholders using the accompanying Excess Application Form.

When issued, allotted and fully paid, the Rights Shares will rank *pari passu* in all respects with the existing Shares in issue. Holders of fully-paid Rights Shares will be entitled to receive all future dividends and distributions which are declared, made or paid on or after the date of issue and allotment of the fully-paid Rights Shares.

PROCEDURE FOR ACCEPTANCE

To take up your provisional allotment in full, you must lodge the whole of this Provisional Allotment Letter intact with the Company's share registrar in Hong Kong, Tricor Secretaries Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong together with a remittance for the full amount payable on acceptance, as set out in Box C, so as to be received by no later than 4:00 p.m. on Wednesday, 15th April, 2009. All remittances must be made by cheque or cashier's order in Hong Kong dollars. Cheques must be drawn on an account with, and cashier's orders must be issued by, a licensed bank in Hong Kong and made payable to "Yu Ming Investments Limited - Provisional Allotment Account" and crossed "Account Payee Only". Such payment will constitute acceptance of the provisional allotment of Rights Shares on the terms of this Provisional Allotment Letter and the Prospectus and subject to the Memorandum and Articles of Association of the Company. No receipt will be given for such remittances. All enquiries in connection with the Provisional Allotment Letter should be addressed to the Company's share registrar in Hong Kong at the above address.

It should be noted that unless this Provisional Allotment Letter, together with the appropriate remittance for the amount shown in Box C, has been received as described above by no later than 4:00 p.m. on Wednesday, 15th April, 2009 whether from the original allottee or any person in whose favour the rights have been validly transferred, this Provisional Allotment Letter and all rights hereunder will be deemed to have been declined and will be cancelled. The Company is not obliged to treat but may at its absolute discretion treat a Provisional Allotment Letter as valid and binding on the person(s) by whom and on whose behalf is lodged even if the Provisional Allotment Letter is not completed in accordance with the relevant instructions.

Completion and return of this Provisional Allotment Letter will constitute a warranty and representation to the Company that all registration, legal and regulatory requirements of all relevant jurisdictions other than Hong Kong, in connection with the Provisional Allotment Letter and any acceptance of it, have been, or will be, duly complied with.

EXCESS RIGHTS SHARES

If you are a Qualified Shareholder and you wish to apply for any Rights Shares in addition to those provisionally allotted to you, you should complete and sign the accompanying Excess Application Form as indicated therein and lodge it, together with a separate remittance for the amount payable on application in respect of the excess Rights Shares applied for, with the Company's share registrar in Hong Kong, Tricor Secretaries Limited, 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong so as to be received by no later than 4:00 p.m. on Wednesday, 15th April, 2009. All remittances must be made by cheque or cashier's order in Hong Kong dollars. Cheques must be drawn on an account with, and cashier's orders must be issued by, a licensed bank in Hong Kong and made payable to "Yu Ming Investments Limited - Excess Application Account" and crossed "Account Payee Only". Refund cheques in respect of wholly or partially unsuccessful applications for excess Rights Shares (if any) are expected to be posted by ordinary post at your own risk to your registered address, or other persons entitled thereto, on or before Thursday, 23rd April, 2009.

TRANSFER

If you wish to transfer all of your rights to subscribe for the Rights Shares provisionally allotted to you hereunder, you must complete and sign the form of transfer and nomination (Form B) and hand this Provisional Allotment Letter to the person(s) to or through whom you are transferring your rights hereunder. The transferee(s) must then complete and sign the registration application form (Form C) and lodge this Provisional Allotment Letter intact together with a remittance for the full amount payable on acceptance as set out in Box C with the Company's share registrar in Hong Kong, Tricor Secretaries Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong so as to be received by no later than 4:00 p.m. on Wednesday, 15th April, 2009. It should be noted that Hong Kong stamp duty is payable in connection with the transfer of your rights to subscribe for the relevant Rights Shares and the acceptance by the transferee(s) of such rights.

SPLITTING

If you wish to accept only part of your provisional allotment or transfer part of your rights to subscribe for the Rights Shares provisionally allotted to you hereunder, or to transfer your rights to more than one person, the original Provisional Allotment Letter must be surrendered and lodged for cancellation by no later than 4:00 p.m. on Friday, 3rd April, 2009 with the Company's share registrar in Hong Kong, Tricor Secretaries Limited, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, who will cancel the original Provisional Allotment Letter and issue new Provisional Allotment Letters in the denominations required. The new Provisional Allotment Letters will be available for collection at the office of the Company's share registrar in Hong Kong after 9:00 a.m. on the third Business Day after the surrender of the original Provisional Allotment Letter. No fee will be charged for splitting the provisional allotment.

TERMINATION OF THE UNDERWRITING AGREEMENT

It should be noted that the Shares have been dealt in on an ex-rights basis from Tuesday, 17th March, 2009. Dealings in the Rights Shares in their nil-paid form will take place from Monday, 30th March, 2009 to Wednesday, 8th April, 2009 (both days inclusive). Such dealings will take place during a period when all the conditions to which the Rights Issue is subject remain unfulfilled. Any Shareholder or other person dealing in the Shares during the period from now up to the date on which all the conditions of the Rights Issue are fulfilled and/or waived (as the case may be) (which is expected to be Friday, 17th April, 2009), and dealing in Rights Shares in their nil-paid form from Monday, 30th March, 2009 to Wednesday, 8th April, 2009 (both dates inclusive) will accordingly bear the risk that the Rights Issue may not become unconditional and the Rights Issue and the 2011 Warrants Issue may not proceed. Any Shareholder or other person should exercise caution when dealing in the Shares and Rights Shares in their nil-paid form and if they are in any doubt about their position, they should consult their professional adviser.

In particular, the Directors would like to draw your attention to the fact that the Underwriter shall have the right to terminate the arrangements set out in the Underwriting Agreement by notice in writing issued to the Company at any time prior to 4:00 p.m. on the second Business Day following the Acceptance Date if there occurs:

- (i) an introduction of any new law or regulation or any change in existing law or regulation (or the judicial interpretation thereof); or
 - (ii) 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 or currency (including a change in the system under which the value of the Hong Kong dollar is linked to the currency of the United States of America) or other nature (whether or not such are of the same nature as any of the foregoing) or of the nature of any local, national or international outbreak or escalation of hostilities or armed conflict, or affecting local securities market; or
 - (iii) any act of God, war, riot, public disorder, civil commotion, fire, flood, explosion, epidemic, terrorism, strike or lock-out;
- and in the reasonable opinion of the Underwriter, such change would have a material and adverse effect on the business, financial or trading position or prospects of the Group as a whole or the success of the Rights Issue or make it inadvisable or inexpedient to proceed with the Rights Issue.

Upon the giving of such notice, all obligations of the Underwriter under the Underwriting Agreement shall cease and determine and none of the parties thereunder shall have any claim against the other party in respect of any matter or thing arising out of or in connection with the Underwriting Agreement provided that the Company shall remain liable to pay the Underwriter all reasonable costs, fees and expenses (but not the underwriting commission) referred to in the Underwriting Agreement. Accordingly, the Rights Issue and the 2011 Warrant Issue may not proceed.

Detailed terms of the termination of the Underwriting Agreement are set out in the Prospectus.

CHEQUES OR CASHIER'S ORDERS

All cheques and cashier's order will be presented for payment immediately following receipt and all interest earned on such monies will be retained for the benefit of the Company. If any cheque or cashier's order lodged with this Provisional Allotment Letter is not honoured upon first presentation, this Provisional Allotment Letter is liable to be rejected, and in that event the provisional allotment and all rights given pursuant to it will be deemed to have been declined and will be cancelled. Completion and return of this Provisional Allotment Letter together with a cheque or cashier's order in payment for the Rights Shares will constitute a warranty by the subscriber that the cheque or cashier's order will be honoured on first presentation.

SHARE CERTIFICATES AND REFUND

It is expected that certificates for the fully-paid Rights Shares will be despatched to you by the Company's share registrar in Hong Kong by ordinary post at your own risk on Thursday, 23rd April, 2009. You will receive one share certificate for all the Rights Shares issued to you.

If the Underwriter exercises the right to terminate its obligations under the Underwriting Agreement at any time prior to 4:00 p.m. on the second Business Day following the Acceptance Date and/or if the conditions of the Rights Issue (summarised in the section headed "Conditions of the Rights Issue and Underwriting" in the Prospectus) are not fulfilled and/or waived (as the case may be) by the Underwriter by Friday, 17th April, 2009, the monies received in respect of acceptances of the relevant provisional allotments of the Rights Shares will be returned by the Company to the Qualified Shareholders or such other persons to whom the Rights Shares in their nil-paid form shall have been validly transferred or, in the case of joint acceptances, to the first-named person without interest, by means of cheques despatched by ordinary post at the risk of such applicants on or before Thursday, 23rd April, 2009.

GENERAL

Lodgment of this Provisional Allotment Letter with, where relevant, the form of transfer and nomination 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 or parties lodging it to deal with the same and to receive split letters of allotment and/or share certificates for the Rights Shares.

This Provisional Allotment Letter and any acceptance of the offer contained in it shall be governed by, and construed in accordance with, laws of Hong Kong.

No action (including registrations or filing under any applicable legislations of any jurisdiction other than Hong Kong) has been taken to permit the offering of the Rights Shares and the 2011 Warrants or the distributions of the Prospectus, this Provisional Allotment Letter and the Excess Application Form in any jurisdiction other than Hong Kong.

No person receiving the Prospectus, the Provisional Allotment Letter or the accompanying Excess Application Form in any jurisdictions outside Hong Kong may treat it as an offer or invitation to apply for Rights Shares or the excess Rights Share, unless in the relevant jurisdictions such an offer or invitation could lawfully be made without compliance with any registration or other legal or regulatory requirements thereof. It is the responsibility of any person, whose registered address on the register of members of the Company is outside Hong Kong, wishing to make an application for Rights Shares to satisfy himself/ herself/itself, before acquiring any rights to subscribe for the provisionally allotted Rights Shares or applying for excess Rights Shares, as to the observance of the laws and regulations of all relevant jurisdictions, including the obtaining of any governmental or other consents and to pay any taxes and duties required to be paid in such jurisdiction in connection therewith. No application for Rights Shares will be accepted from any person whose registered address on the register of members of the Company is outside Hong Kong unless the Company is satisfied in its absolute discretion that such acceptance would not involve a breach of any applicable laws or regulatory requirements or any need for compliance with any registration or other legal or regulatory requirements. The Company reserves the right to refuse to accept any application for Rights Shares where it believes that such acceptance would violate the applicable securities legislation or other laws or regulations of any jurisdictions outside Hong Kong.

Further copies of the Prospectus giving details of the Rights Issue are available from Tricor Secretaries Limited, 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong during normal business hours.

Yours faithfully,
By order of the Board of
Yu Ming Investments Limited
禹銘投資有限公司
Lee Wa Lun, Warren
李華倫
Chairman
主席



YU MING INVESTMENTS LIMITED

禹銘投資有限公司

(於香港註冊成立之有限公司)
(股份代號: 666)

敬啟者:

根據已隨附本通知書於二零零九年三月二十六日(星期四)一併寄發予禹銘投資有限公司(「本公司」)合資格股東之供股章程(「供股章程」)所載條款,本公司董事已向閣下暫定配發若干數目之供股股份(「供股股份」),基準為在二零零九年三月二十四日(星期二)以閣下名義登記持有本公司股本中每一股每股面值0.10港元之現有股份(「股份」),可獲配發一股供股股份。閣下於二零零九年三月二十四日(星期二)持有之股份數目載於甲欄,而閣下獲暫定配發之供股股份數目載於乙欄。除文義另有所指外,供股章程所界定之詞語在本通知書內具有相同涵義。

非合資格股東並未獲暫定配發供股股份,且不會獲發暫定配額通知書或額外申請表格。非合資格股東僅會獲發供股章程作參考之用。倘扣除開支後能取得溢價,本公司將會作出安排,致使非合資格股東原應獲配發之未繳股款供股股份之暫定配額可於未繳股款供股股份開始買賣後,在實際可行情況下儘快出售。凡出售非合資格股東有權認購之未繳股款供股股份之所得款項於扣除開支及印花稅後如為100港元或以上,將會按彼等於記錄日期於本公司之持股比例以港元支付予有關非合資格股東。倘所得之收益少於100港元,將會歸本公司所有。原應暫定配發予非合資格股東且尚未出售之供股股份及已暫定配發予合資格股東但未獲接納之任何供股股份將可供合資格股東使用隨附之額外申請表格額外申請。

供股股份於發行、配發及繳足股款後,將在各方面與現有已發行股份享有同等權利。繳足股款供股股份之持有人將有權收取所有於繳足股款供股股份發行及配發當日或之後所宣派、作出或派付之未來股息及分派。

接納配額手續

閣下如全數接納暫定配額,須於二零零九年四月十五日(星期三)下午四時正前,將本暫定配額通知書整份連同丙欄所載須於接納時繳足之股款,送交本公司之香港股份過戶登記處卓佳秘書商務有限公司,地址為香港灣仔皇后大道東28號金鐘匯中心26樓。所有股款必須以港元支票或銀行本票繳付,支票須由香港持牌銀行賬戶開出,而銀行本票則須由香港持牌銀行開立,以「只准入抬頭人賬戶」方式劃線開出,並註明抬頭人為「Yu Ming Investments Limited – Provisional Allotment Account」。有關付款將表示根據本暫定配額通知書及供股章程之條款,並在本公司之組織章程大綱及細則之規限下接納供股股份暫定配額。本公司概不會就股款另發收據。所有有關暫定配額通知書之查詢應向本公司香港股份過戶登記處(地址如上)作出。

務請注意,除非如上文所述於二零零九年四月十五日(星期三)下午四時正前接獲原承配人或有效承讓有關權利之人士交回本暫定配額通知書連同丙欄所示之適當款項,否則本暫定配額通知書及一切有關權利將被視為已遭拒絕而將予註銷。本公司毋須但可全權酌情視任何暫定配額通知書為有效,並對以本人名義或由代表遞交之人士具有約束力,儘管該暫定配額通知書並未根據有關指示填妥。

填妥及交回本暫定配額通知書即表示向本公司作出一項保證及聲明,已經或將會就暫定配額通知書及接納暫定配額通知書全面遵守香港以外所有有關司法權區之一切登記、法律及監管規定。

額外供股股份

如閣下為合資格股東,並欲申請所獲暫定配額以外之供股股份,必須依照隨附之額外申請表格印列之指示將其填妥及簽署,連同須於申請時就所申請額外供股股份另行支付之有關款項,於二零零九年四月十五日(星期三)下午四時正前送達本公司之香港股份過戶登記處卓佳秘書商務有限公司,地址為香港灣仔皇后大道東28號金鐘匯中心26樓。所有股款必須以港元支票或銀行本票繳付,支票須由香港持牌銀行賬戶開出,而銀行本票則須由香港持牌銀行開立,以「只准入抬頭人賬戶」方式劃線開出,並註明抬頭人為「Yu Ming Investments Limited – Excess Application Account」。全部或部分不成功額外供股股份之申請(如有)之退款支票預期於二零零九年四月二十三日(星期四)或之前以平郵方式按閣下登記地址寄予,閣下或寄予其他有權收取款項之人士,郵誤風險由閣下或上述人士承擔。

轉讓

閣下如欲轉讓本通知書所述可認購閣下獲暫定配發之供股股份之全部權利,必須將轉讓及提名表格(表格乙)填妥及簽署,並將本暫定配額通知書送交本通知書所述有關權利之承讓人或經手轉讓之人士。承讓人須將登記申請表格(表格丙)填妥及簽署,於二零零九年四月十五日(星期三)下午四時正前將本暫定配額通知書連同丙欄所載須於接納時繳足之款項送達本公司之香港股份過戶登記處卓佳秘書商務有限公司,地址為香港灣仔皇后大道東28號金鐘匯中心26樓。務請注意,轉讓閣下可認購有關供股股份之權利及承讓人接納該等權利須繳付香港印花稅。

分拆

閣下如擬接納部分暫定配額,或有意轉讓本通知書所述可認購閣下獲暫定配發之供股股份之部分權利,或將有關權利轉讓予多於一名人士,則原來之暫定配額通知書必須於二零零九年四月三日(星期五)下午四時正前交還予本公司之香港股份過戶登記處卓佳秘書商務有限公司(地址為香港灣仔皇后大道東28號金鐘匯中心26樓)以作註銷,而過戶登記處將註銷原來之暫定配額通知書,並按所需金額發出新暫定配額通知書。閣下交回原來之暫定配額通知書後第三個營業日上午九時正後在本公司之香港股份過戶登記處領取。分拆暫定配額毋須支付費用。

終止包銷協議

務請注意,股份已由二零零九年三月十七日(星期二)起以除權方式進行買賣。未繳股款供股股份將由二零零九年三月三十日(星期一)至二零零九年四月八日(星期三)(首尾兩日包括在內)期間買賣。該等買賣將於供股項達成之所有條件尚未達成期間內進行。任何由即日起直至所有供股條件達成及/或獲豁免(視乎情況而定)當日(預期為二零零九年四月十七日(星期五))期間內買賣股份之股東或其他人士或於二零零九年三月三十日(星期一)至二零零九年四月八日(星期三)(首尾兩日包括在內)期間買賣未繳股款供股股份之任何股東或其他人士,須因而承擔供股可能無法成為無條件及供股及二零一一年認股權證發行未必進行之風險。任何股東或其他人士買賣股份及未繳股款供股股份時務請審慎行事,如彼等對其情況有任何疑問,應諮詢其專業顧問。

董事謹請閣下尤其注意出現下列情況,包銷商有權於接納日期後第二個營業日下午四時正前隨時書面通知本公司終止包銷協議所載之安排:

- 頒佈任何新法例或法規或修改現行法例或法規(或其司法詮釋);或
- 任何當地、全國或國際政治、軍事、金融、經濟或貨幣事件或轉變(包括港元與美元之聯繫匯率制度改變)或其他性質(不論是否與任何上述性質相同)之事件或轉變(不論是否屬於包銷協議日期及/或後出現或持續之一連串事件或轉變);或任何當地、全國或國際敵對事件或軍事衝突爆發或升級或影響當地證券市場之事件或轉變;或
- 任何天災、戰爭、動亂、公眾騷亂、民眾暴亂、火災、水災、爆炸、疫疾、恐怖襲擊、罷工或停工;

而包銷商合理認為,該等轉變可能會對本集團整體業務、財務或經營狀況或前景或供股之順利進行有重大不利影響,或使供股不宜或不應進行。

發出有關通知後,包銷商於包銷協議項下之一切責任即告停止及終結,而包銷協議各訂約方不得就包銷協議引致或有關之任何事項或事宜向其他訂約方提出任何申索,惟本公司仍須向包銷商支付包銷協議所述之所有合理成本、費用及開支(而非包銷佣金)。因此,供股及二零一一年認股權證發行未必進行。

終止包銷協議條款之詳情載於供股章程內。

支票或銀行本票

所有支票及銀行本票將於收到後隨即兌現,而有關股款所得之一切利息將會歸本公司所有。倘本暫定配額通知書所附任何支票或銀行本票於首次過戶時未能兌現,則本暫定配額通知書將不獲受理。在此情況下,暫定配額及其一切權利將視作已遭拒絕而將予註銷。填妥及交回本暫定配額通知書,連同支付供股股份之支票或銀行本票,即表示認購人保證該支票或銀行本票將於首次過戶時兌現。

股票及退款

預期本公司之香港股份過戶登記處將於二零零九年四月二十三日(星期四)以平郵方式將繳足股款供股股份之股票寄予閣下,郵誤風險概由閣下承擔。閣下將就所有獲發之供股股份收取一張股票證書。

倘包銷商於接納日期後第二個營業日下午四時正前任何時間行使其終止權利終止根據包銷協議履行之責任,及/或供股之條件(於供股章程「供股及包銷之條件」一節概述)於二零零九年四月十七日(星期五)前未能達成或不獲包銷商豁免(視乎情況而定),則本公司將於二零零九年四月二十三日(星期四)或之前以平郵方式向合資格股東或已獲有效轉讓未繳股款供股股份之其他人士(或倘屬聯名接納人,則為名列首位之人士)寄發支票,不計息向申請人退還所收取接納相關暫定配額供股股份之股款,郵誤風險由該等申請人承擔。

一般事項

遞交本暫定配額通知書及(在有關情況下)由獲發人士簽署之轉讓及提名表格,將為最終擁有權證明,顯示遞交有關文件之人士有權就供股股份處理有關文件及接收分拆配額函件及/或股票。

本暫定配額通知書及其所載要求之接納須受香港法律管轄並按其詮釋。

本公司並無作出任何行動(包括根據香港以外任何司法權區之適用法例登記或存檔)以允許於香港以外任何司法權區呈呈供股股份及二零一一年認股權證,或分發供股章程、本暫定配額通知書及額外申請表格。

於香港以外任何司法權區接獲供股章程、暫定配額通知書或隨附之額外申請表格之人士,概不可將此視作申請供股股份或額外供股股份之要約或邀請,除非在有關於司法權區作出有關要約或邀請乃屬合法,而毋須遵守有關司法權區之任何註冊或其他法律或監管規定。本公司股東名冊所示登記地址為香港以外地區人士如欲申請供股股份,於取得可認購暫定配發供股股份之任何權利或申請額外供股股份前應自行遵守所有有關司法權區之法律及規例,包括取得任何政府或其他同意,以及就此支付有關司法權區應付之稅項及徵費。本公司股東名冊所示登記地址為香港以外地區之人士作出之供股股份申請,將不獲受理,除非本公司絕對酌情信納該項接納不會違反任何適用法例或監管規定或需要遵守有關任何註冊或其他法律或監管規定。倘本公司相信接納有關供股股份之申請將違反香港以外任何司法權區之適用證券法例或其他法律及規例,則本公司保留權利拒絕接納任何有關申請。

載有供股詳情之供股章程可於一般辦公時間於卓佳秘書商務有限公司(地址為香港灣仔皇后大道東28號金鐘匯中心26樓)索取。

此致

列位合資格股東 台照

承董事會命
禹銘投資有限公司
主席
李華倫
謹啟

二零零九年三月二十六日(星期四)

IN THE EVENT OF A TRANSFER OF RIGHTS TO SUBSCRIBE FOR THE RIGHTS SHARES, AD VALOREM STAMP DUTY IS PAYABLE ON EACH SALE AND EACH PURCHASE. A GIFT OR A TRANSFER OF BENEFICIAL INTEREST OTHER THAN BY WAY OF SALE IS ALSO LIABLE TO AD VALOREM STAMP DUTY. EVIDENCE OF PAYMENT OF AD VALOREM HONG KONG STAMP DUTY WILL BE REQUIRED BEFORE REGISTRATION OF THIS DOCUMENT.

在轉讓權利以認購供股股份時，每宗買賣均須繳納從價印花稅。饋贈或轉讓（並非以出售方式）實益擁有之權益亦須繳納從價印花稅。在本文件登記之前，須出示已繳納香港從價印花稅之證明。

Form B
表格乙

FORM OF TRANSFER AND NOMINATION
轉讓及提名表格

(To be completed and signed only by the Qualified Shareholder(s) who wish(es) to transfer all of his/their right(s) to the Rights Shares comprised herein)
(僅供擬全數轉讓其/彼等於本表格所涉及供股股份之權利之合資格股東填寫及簽署)

To: The Directors
Yu Ming Investments Limited
致： 馮銘投資有限公司
列位董事

Dear Sirs,
I/We hereby transfer all of my/our rights to subscribe for the Rights Shares comprised in this Provisional Allotment Letter to the person(s) accepting the same and signing the registration application form (Form C) below.

敬啟者：
本人/吾等茲將本暫定配額通知書所列本人/吾等可認購供股股份之權利轉讓予接受此權利並簽署以下登記申請表格（表格丙）之人士。

1. _____ 2. _____ 3. _____ 4. _____

Signature(s) (all joint Shareholders must sign) 簽署（所有聯名股東均須簽署）

Date 日期：二零零九年 _____ 2009

Note: Hong Kong stamp duty is payable in connection with the transfer of your rights to subscribe for the Rights Shares.
附註：轉讓 閣下可認購供股股份之權利須繳納香港印花稅。

Form C
表格丙

REGISTRATION APPLICATION FORM
登記申請表格

(To be completed and signed only by the person(s) to whom the rights to subscribe for the Rights Shares has been transferred)
(僅供承讓認購供股股份權利之人士填寫及簽署)

To: The Directors
Yu Ming Investments Limited
致： 馮銘投資有限公司
列位董事

Dear Sirs,
I/We request you to register the number of Rights Shares mentioned in Box B of Form A in my/our name(s) and I/we agree to accept the same on the terms embodied in this Provisional Allotment Letter and the Prospectus and subject to the Memorandum and Articles of Association of the Company.

敬啟者：
本人/吾等謹請 閣下將表格甲內乙欄所列之供股股份數目以本人/吾等名義登記，本人/吾等同意按照本暫定配額通知書及供股章程所載之條款，並在 貴公司之組織章程大綱及細則之限制下接納該等股份。

Existing Shareholder(s)
Please mark "X" in this box
現有股東請在欄內填上「X」符號

To be completed in block letters in ENGLISH in ink. Joint applicants should give one address only.
請用原子筆或墨水筆以英文大楷填寫。聯名申請人只須填報一個地址。

Name in English 英文姓名	Family name or Company name 姓氏或公司名稱	Other Names 名字	Name in Chinese 中文姓名
Name continuation and/or name(s) of joint applicants 姓名(續)及/或聯名申請人姓名			
Address in English (Joint applicant(s) should give one address only) 地址 (聯名申請人 只須提供一個地址)			
Occupation 職業		Tel. no. 電話號碼	
Dividend instructions 派息指示			
Name and address of bank 銀行名稱及地址			Bank account no. 銀行賬戶號碼
	Account type 賬戶類別		For office use only 公司專用

1. _____ 2. _____ 3. _____ 4. _____

Signature(s) (all joint applicants must sign) 簽署（所有聯名申請人均須簽署）

Date 日期：二零零九年 _____ 2009

Note: Hong Kong stamp duty is payable in connection with the acceptance of the rights to subscribe for the Rights Shares.
附註：閣下接納可認購供股股份之權利須繳納香港印花稅。