

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

此乃要件 請即處理

HONG KONG EXCHANGES AND CLEARING LIMITED AND THE STOCK EXCHANGE OF HONG KONG LIMITED TAKE NO RESPONSIBILITY FOR THE CONTENTS OF THIS ELECTION 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 ELECTION FORM.

香港交易及結算所有限公司及香港聯合交易所有限公司對本選擇表格之內容概不負責，對其準確性或完備性亦無發表聲明，且表明不會就本選擇表格全部或部份內容或因倚賴該等內容而引致之損失承擔任何責任。 Shareholder(s) having a registered address in the Philippines should note that exemption from registration of the Scrip Shares (as defined below) is claimed under Section 10.1(d) of the Philippine Securities Regulation Code. No confirmation has been obtained from the Philippine Securities and Exchange Commission that the scrip dividend scheme of the Company (as defined below) qualifies as an exempt transaction. THE SECURITIES BEING OFFERED OR SOLD HEREIN HAVE NOT BEEN REGISTERED WITH THE SECURITIES AND EXCHANGE COMMISSION UNDER THE SECURITIES REGULATION CODE. ANY FUTURE OFFER OR SALE THEREOF IS SUBJECT TO REGISTRATION REQUIREMENTS UNDER THE CODE UNLESS SUCH OFFER OR SALE QUALIFIES AS AN EXEMPT TRANSACTION. 登記地址位於菲律賓之股東應注意，根據菲律賓證券規則守則第10.1(d)條，彼等可豁免登記代息股份(定義見下文)。菲律賓證券委員會尚未確認本公司(定義見下文)以代息計劃合資格作為豁免交易。本文件提呈或出售之證券尚未根據證券規則守則於證券交易委員會登記。日後據此進行之任何提呈或出售均須遵守守則項下之登記規定，除非該提呈或出售合資格作為豁免交易。



**Victory City International Holdings Limited**  
**冠華國際控股有限公司\***

(incorporated in Bermuda with limited liability)  
(於百慕達註冊成立之有限公司)  
(Stock code: 539)  
(股份代號: 539)

**INTERIM DIVIDEND FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2009 (THE "DIVIDEND") — SCRIP SHARE ELECTION FORM**  
**截至二零零九年九月三十日止六個月之中期股息(「股息」) — 代息股份選擇表格**

NO ACTION IS REQUIRED IN RESPECT OF THIS ELECTION FORM IF YOU WISH THE DIVIDEND TO WHICH YOU ARE ENTITLED TO BE WHOLLY SATISFIED IN CASH. IF YOU WISH TO BE ALLOTTED AND ISSUED, IN WHOLE OR IN PART, ADDITIONAL SHARES (THE "SCRIP SHARES") OF HK\$0.01 EACH IN VICTORY CITY INTERNATIONAL HOLDINGS LIMITED (THE "COMPANY") TO SATISFY THE DIVIDEND ON ALL OR PART OF YOUR REGISTERED HOLDING OF SHARES, YOU SHOULD COMPLETE AND RETURN THIS ELECTION FORM IN ACCORDANCE WITH THE INSTRUCTIONS GIVEN BELOW. TO BE VALID, THIS ELECTION FORM MUST BE DULY SIGNED. YOUR ATTENTION IS ALSO DRAWN TO THE CIRCULAR OF THE COMPANY DATED 5 FEBRUARY 2010. 閣下如欲以現金收取全部應得之股息，則毋須理會本選擇表格。閣下如欲以配發及發行每股面值0.01港元之冠華國際控股有限公司(「本公司」)額外股份(「代息股份」)之方式收取所有名下登記股份全部或部份股息，則須依照以下指示將本選擇表格填妥及交回。本選擇表格必須簽署，方為有效。閣下亦請注意本公司於二零一零年二月五日之通函。

**PART 1 第一部份**

<b>BOX A</b> 甲欄	NAME(S) AND ADDRESS OF REGISTERED SHAREHOLDER(S) 已登記股東之姓名及地址
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<b>Box B</b> 乙欄	REGISTERED HOLDING OF SHARES OF THE COMPANY AS AT 15 JANUARY 2010 二零一零年一月十五日登記持有之股份數目
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**PART 2 第二部份**

ELECTION FOR PAYMENT OF THE DIVIDEND TO BE SATISFIED BY THE ALLOTMENT AND ISSUE OF THE SCRIP SHARES ON THE WHOLE OR ON PART OF YOUR REGISTERED HOLDING OF SHARES.  
閣下就所登記股份數目選擇以配發及發行代息股份之方式收取全部或部份股息。

ENTER IN BOX C THE NUMBER OF SHARES FOR WHICH YOU REQUIRE THE DIVIDEND TO BE SATISFIED BY THE ALLOTMENT AND ISSUE OF THE SCRIP SHARES.  
請在丙欄內註明閣下欲收取以配發及發行代息股份之方式支付股息之股份數目。

IF YOU SIGN THIS ELECTION FORM BUT DO NOT SPECIFY THE NUMBER OF SHARES IN RESPECT OF WHICH YOU WISH TO RECEIVE YOUR DIVIDEND TO BE SATISFIED BY THE ALLOTMENT AND ISSUE OF THE SCRIP SHARES OR, IF YOU ELECT FOR PAYMENT OF THE DIVIDEND TO BE SATISFIED BY THE ALLOTMENT AND ISSUE OF THE SCRIP SHARES IN RESPECT OF A NUMBER OF SHARES GREATER THAN YOUR REGISTERED HOLDING OF SHARES, IN EITHER CASE YOU WILL BE DEEMED TO HAVE EXERCISED YOUR ELECTION FOR SCRIP SHARES IN LIEU OF CASH DIVIDEND AGAINST ALL THE SHARES REGISTERED IN YOUR NAME(S).  
如閣下簽署本選擇表格但未註明意欲以配發及發行代息股份之方式收取股息之股份數目，或如閣下所選擇以配發及發行代息股份之方式收取股息之股份數目超過閣下名下登記股份數目，則在此任何一種情況下，閣下將被視作已選擇以閣下全部股份獲發代息股份以代替現金股息。

<b>Box C</b> 丙欄	NUMBER OF SHARES FOR WHICH DIVIDEND TO BE SATISFIED BY THE ALLOTMENT AND ISSUE OF THE SCRIP SHARES 以配發及發行代息股份之方式支付股息之股份數目
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**PART 3 第三部份**

TO THE BOARD OF DIRECTORS OF VICTORY CITY INTERNATIONAL HOLDINGS LIMITED  
致冠華國際控股有限公司董事會：

I/WE, THE UNDERSIGNED AND ABOVE-NAMED SHAREHOLDER(S), HEREBY GIVE NOTICE THAT THE DIVIDEND IN RESPECT OF THE SHARES REGISTERED IN MY/OUR NAME(S) SHOULD BE SATISFIED BY THE ALLOTMENT AND ISSUE OF THE SCRIP SHARES IN WHOLE OR IN PART IN ACCORDANCE WITH THE INSTRUCTIONS GIVEN ABOVE IN PART 2 OF THIS ELECTION FORM.  
本人/吾等為於下方簽署兼上述之股東，茲通知將本人/吾等名下股份應得之全部或部份股息，乃根據本選擇表格第二部份之指示，以配發及發行代息股份之方式支付。

SIGN 簽署 (USUAL SIGNATURE(S) 慣用之簽名)

(1)..... (2)..... (3)..... (4).....

DATE 日期：..... 2010 IN THE CASE OF JOINT HOLDERS, ALL MUST SIGN. 如屬聯名持有人，所有聯名持有人均須簽署。

THIS DULY COMPLETED ELECTION FORM MUST BE RETURNED TO THE BRANCH SHARE REGISTRAR OF THE COMPANY IN HONG KONG AT THE ADDRESS SHOWN BELOW NOT LATER THAN 4:30 P.M. ON FRIDAY, 26 FEBRUARY 2010.  
填妥之選擇表格須最遲於二零一零年二月二十六日星期五下午四時三十分交回下列地址之本公司股份過戶登記分處。

TRICOR SECRETARIES LIMITED  
26TH FLOOR  
TESBURY CENTRE  
28 QUEEN'S ROAD EAST, WANCHAI  
HONG KONG  
卓佳秘書商務有限公司  
香港灣仔皇后大道東二十八號金鐘匯中心二十六樓

FAILURE TO COMPLETE AND RETURN THIS ELECTION FORM WILL RESULT IN YOUR DIVIDEND BEING PAID WHOLLY IN CASH.  
閣下如未填妥及交回本選擇表格，閣下之股息將全部以現金支付。

\* For identification purposes only  
\* 僅供識別