

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 Number

申請表格編號

Empty box for Application Form Number

IMPORTANT

重要提示

THIS 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 MONDAY, 27 JULY 2009.

Terms used herein shall have the same meanings as defined in the prospectus of GOME Electrical Appliances Holding Limited date 13 July 2009 (the "Prospectus") unless the context otherwise requires.

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 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.

It should be noted that the Shares have been dealt in on an ex-entitlement basis from Friday, 3 July 2009, and that dealings in Shares will take place whilst the conditions to which the Offer is subject remain unfulfilled.



GOME ELECTRICAL APPLIANCES HOLDING LIMITED

國美電器控股有限公司*

(Incorporated in Bermuda with limited liability)

(於百慕達註冊成立之有限公司)

(Stock Code: 493)

(股份代號: 493)

OPEN OFFER OF 2,296,576,044 OPEN OFFER SHARES

AT A PRICE OF HK\$0.672 PER OPEN OFFER SHARE ON THE BASIS OF

18 OPEN OFFER SHARES FOR EVERY 100 EXISTING SHARES HELD ON THE RECORD DATE

按於記錄日期每持有100股現有股份獲發18股公開發售股份之

基準以每股公開發售股份0.672港元之價格公開發售2,296,576,044股公開發售股份

APPLICATION FORM

申請表格

Hong Kong share registrar and transfer office:

Tricor Abacus Limited

26/F, Tesbury Centre

28 Queen's Road East

Wanchai

Hong Kong

香港股份過戶登記處:

卓佳雅柏勤有限公司

香港

灣仔皇后大道東28號

金鐘匯中心26樓

Registered office:

Canon's Court

22 Victoria Street

Hamilton HM12

Bermuda

註冊辦事處:

Canon's Court

22 Victoria Street

Hamilton HM12

Bermuda

Principal place of business in

Hong Kong:

Room 6101, 61/F

The Center

99 Queen's Road Central

Hong Kong

香港主要營業地點:

香港

皇后大道中99號

中環中心

61樓6101室

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

Empty box for Name(s) and address of Qualifying Shareholder(s)

Number of Shares registered in your name on Friday, 10 July 2009

於二零零九年七月十日(星期五)以閣下名義登記之股份數目

Box A 甲欄

Empty box for Number of Shares registered in your name

Number of Offer Shares offered to you on an assured basis, subject to payment in full on acceptance by not later than 4:00 p.m. on Monday, 27 July 2009

閣下獲保證配發之發售股份數目, 須不遲於二零零九年七月二十七日(星期一)下午四時正前接納時繳足股款

Box B 乙欄

Empty box for Number of Offer Shares offered to you

Amount payable when applied in full

申請認購時應繳全數款項

Box C 丙欄

Empty box for Amount payable when applied in full

Box D 丁欄

Number of Offer Shares applied for

申請認購之發售股份數目

Remittance enclosed

備附款項

HKS

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 the number of Offer Shares applied for multiplied by HK\$0.672)

認購申請僅可由上述已登記之合資格股東作出。請於丁欄填妥申請認購之發售股份數目及備附之股款金額(以申請認購之發售股份數目乘以0.672港元計算)

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 offer 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 an assured allotment of 18 Open Offer Shares for every 100 existing Shares held on Friday, 10 July 2009.

閣下有權透過填妥本申請表格申請認購相等或於上文乙欄所列閣下獲保證配發之任何發售股份數目。在章程所述者規限下, 上述要約乃向於名列本公司股東名冊而屬合資格股東之人士作出, 並準為按於二零零九年七月十日(星期五)所持每100股現有股份獲保證配發18股公開發售股份。

倘閣下欲申請認購任何發售股份, 請填妥及簽署本申請表格, 並將表格連同申請認購發售股份涉及之全數應繳款項之合適股款, 交回本公司之過戶登記處卓佳雅柏勤有限公司, 地址為香港灣仔皇后大道東28號金鐘匯中心26樓, 以便過戶登記處於二零零九年七月二十七日(星期一)下午四時正前收訖。根據本申請表格申請認購發售股份之所有申請股款必須為港元款項, 並須註明抬頭人為「GOME Electrical Appliances Holding Limited—Open Offer Account」, 以及「只准入抬頭人賬戶」方式劃撥開出, 並須符合背頁所載手續, 屬除外股東之人士不得申請認購發售股份。

股東務請注意, 包銷協議載有若干先決條件, 倘包銷協議所載任何先決條件於指定時間及/或日期或包銷商可能同意之較後時間及/或日期之前仍未達成或獲包銷商豁免, 則包銷協議可由其中任何一方書面通知另一方予以終止。股東在買賣本公司證券時, 務請謹慎行事。

* For identification purpose only

* 僅供識別



GOME ELECTRICAL APPLIANCES HOLDING LIMITED

國美電器控股有限公司*

(Incorporated in Bermuda with limited liability)
(於百慕達註冊成立之有限公司)

(Stock Code: 493)
(股份代號: 493)

To: GOME Electrical Appliances Holding Limited
致: 國美電器控股有限公司*

Dear Sirs,

I/We, being the registered holder(s) of the Shares stated overleaf, enclose a remittance** for the amount payable in full on application for the number of Offer Shares at a price of HK\$0.672 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 13 July 2009 and subject to the 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0.672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二零零九年七月十三日之章程所載之條款及條件,以及貴公司之細則,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/吾等已細閱背頁所載各項條件及申請手續,並同意受其約束。

Please insert contact telephone number 請填上聯絡電話號碼	
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Signature(s) of Shareholder(s)
(all joint Shareholder(s) must sign)

股東簽署(所有聯名股東均須簽署)

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

Date _____ 2009

日期: 二零零九年 _____ 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 number specified in Box D, failing which, the total number specified in Box B) 申請認購發售股份數目(丁欄所列明之發售股份總數或,如未有填妥,則乙欄所列明之發售股份總數)	Total amount of remittance (being the total number specified in Box D, failing which, the total number specified in Box C) 股款總額(丁欄所列明之股款總額,如未有填妥,則丙欄所列明之股款總額)	Name of bank on which cheque/cashier's order is drawn 支票/銀行本票之付款銀行名稱	Cheque/Cashier's order number 支票/銀行本票號碼
	HK\$ 港元		

** Cheque(s) or cashier's order(s) should be crossed "**Account Payee Only**" and made payable to "**GOME Electrical Appliances Holding 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「GOME Electrical Appliances Holding 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。倘以上各欄內並無填上數目,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。

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GOME ELECTRICAL APPLIANCES HOLDING LIMITED

國美電器控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 493)

CONDITIONS

1. You may not apply for any Offer Shares if you are an Excluded Overseas Shareholder.
2. No receipt will be issued in respect of any application monies received but it is expected that certificate(s) for any Offer Shares in respect of which your application is accepted in full or in part will be sent to you by ordinary post, at your own risk, at the address stated on this Application Form.
3. Completion of this Application Form will constitute an instruction and authority by you to Tricor Abacus Limited or any person nominated by it for the purpose, on your behalf, to execute any registration of this Application Form or other documents and, generally, to do all such other things as such company or person may consider necessary or desirable to effect registration in your name(s) of the Offer Shares applied for or any lesser number in accordance with the arrangements described in the Prospectus.
4. You undertake to sign all documents and to do all other acts necessary to enable you to be registered as the holder of the Offer Shares which you have applied for subject to the bye-laws of the Company.
5. Remittance(s) will be presented for payment upon receipt by the Company and all interest earned (if any) will be retained for the benefit of the Company. Application in respect of which the cheque is dishonoured upon first presentation is liable to be rejected.
6. Your right to apply for the Offer Shares is not transferable.
7. The Company reserves the right to accept or refuse any application for Offer Shares which does not comply with the procedures set out herein.

PROCEDURES FOR APPLICATION

You may apply for such number of Offer Shares which is equal to or less than your assured allotment set out in Box B by filling in this Application Form.

To apply for such number of Offer Shares which is less than your assured allotment, you must enter in Box D of this Application Form the number of Offer Shares for which you wish to apply for and the total amount payable (calculated as the number of Offer Shares applied for multiplied by HK\$0.672). If the amount of the corresponding remittance received is less than that required for the number of Offer Shares inserted, the applicant(s) will be deemed to have applied for such lesser number of Offer Shares for which full payment has been received.

If you wish to apply for the exact number of Offer Shares set out in Box B of this Application Form, this number should be inserted in Box D of this Application Form. If no number is inserted, you will be deemed to have applied for the number of Offer Shares for which full payment has been received. If you apply for a number of Offer Shares that is in excess of your assured entitlement set out in Box B of this Application Form, your application is liable to be rejected.

This Application Form when duly completed, to which the appropriate remittance(s) should be stapled accordingly and folded once and must be returned to the Registrar, Tricor Abacus Limited, at 26/F, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong no later than 4:00 p.m. on Monday, 27 July 2009. All remittance(s) must be made in Hong Kong dollars and cheques must be drawn on an account with, or cashier's orders must be issued by, a licensed bank in Hong Kong, and made payable to "GOME Electrical Appliances Holding Limited – Open Offer Account" and crossed "Account Payee Only". Unless this Application Form together with the appropriate remittance shown in Box C or Box D (as the case may be) of this Application Form has been received by the Registrar by 4:00 p.m. on Monday, 27 July 2009, your assured entitlement and all rights thereunder shall be deemed to have been declined and will be cancelled.

Shareholders should note that the Underwriting Agreement contains a number of conditions precedent and if any of the conditions precedent in the Underwriting Agreement is not fulfilled or waived by the Underwriter by the time and/or date specified therein or such later time and/or date as the parties thereto may agree, the Underwriting Agreement may be terminated by either party by notice in writing to the other. Shareholders are reminded to exercise cautions when dealing in the securities of the Company.

Shareholders should note that the Shares have been dealt in on an ex-entitlement basis from Friday, 3 July 2009 and that dealings in Shares will take place whilst the conditions to which the Open Offer is subject remain unfulfilled. Any Shareholder or other person dealing in the Shares up to the date on which all conditions to which the Open Offer is subject are fulfilled (which is expected to be on Wednesday, 29 July 2009), will accordingly bear the risk that the Open Offer may not become unconditional or may not proceed. Any Shareholder or other person contemplating dealing in the Shares during such period who is in any doubt about his or her position is advised to consult his or her professional adviser.

CHEQUES AND CASHIER'S ORDERS

All cheques and cashier's orders will be presented for payment upon receipt and all interest earned on such monies (if any) will be retained for the benefit of the Company. Completion and lodgment of the Application Form together with a cheque or cashier's order in payment for the Offer Shares accepted will constitute a warranty by the applicant(s) that the cheque or cashier's order will be honored on first presentation. Any Application Form in respect of which the accompanying cheque or cashier's order is dishonored on first presentation is liable to be rejected, and in that event the assured entitlement and all rights thereunder will be deemed to have been declined and will be cancelled.

CERTIFICATES FOR OFFER SHARES

It is expected that certificate(s) for fully-paid Offer Shares will be despatched by ordinary post to those allottees entitled thereto at their own risk by Friday, 31 July 2009.

GENERAL

The Offer Shares (when fully paid and issued) will rank pari passu in all respects with the Shares in issue on the date of allotment and issue of the Offer Shares. Holders of the Offer Shares will be entitled to receive all future dividends and distributions that are declared, made or paid on or after the date of allotment and issue of the Offer Shares.

All documents, including cheques for amounts due, will be sent by ordinary post at the risk of the persons entitled thereto to their registered addresses.

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

Further copies of the Prospectus giving details of, inter alia, the Open Offer, are available from the Registrar, Tricor Abacus Limited, at 26/F, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, during normal business hours on weekdays (except Saturdays and public holidays) up to and including Monday, 27 July 2009.

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