

Certification of Persons Surrendering Rule 144A GDSs for the Purpose of Withdrawing
Deposited Securities

(insert date)

JPMorgan Chase Bank, N.A., as Depositary
4 New York Plaza, Floor 12
New York, New York, 10004
Attention: Depositary Receipts Group

Re: CHAILEASE HOLDING COMPANY LIMITED

Dear Sirs:

Reference is hereby made to the Deposit Agreement, dated as of October 15, 2012 (as the same may be amended from time to time, the "Deposit Agreement"), among Chailease Holding Company Limited (the "Company"), JPMorgan Chase Bank, N.A., as Depositary, and all holders from time to time of Regulation S global depositary receipts ("GDRs") evidencing Regulation S Global Depositary Shares ("GDSs") and Rule 144A global depositary receipts ("Rule 144A GDRs") evidencing Rule 144A global depositary shares ("Rule 144A GDSs") issued thereunder.

Capitalized terms used but not defined herein shall have the meanings given them in the Deposit Agreement. References to the Deposit Agreement include the certification and other procedures established by the Depositary pursuant to such agreement.

We are surrendering a Rule 144A GDR or Rule 144A GDRs or an interest in the Master Rule 144A GDR (in either case, "Rule 144A GDRs") for the purpose of withdrawal of the Shares and other Deposited Securities which are securities (the "Shares") represented by the Rule 144A GDSs evidenced by Rule 144A GDRs under the Deposit Agreement. We hereby:

- (i) Acknowledge (or, if we are acting for the account of another person, such person has confirmed that it acknowledges) that the Shares have not been and will not be registered under the Securities Act of 1933, as amended (the "Securities Act") or with any securities regulatory authority in any state or other jurisdiction of the United States.
- (ii) Certify that either:
 - (a) We are a qualified institutional buyer (as defined in Rule 144A under the Securities Act) acting for our own account or for the account of one or more qualified institutional buyers, and either:
 - (1) we have (or it has) sold or otherwise transferred, or agreed to sell or otherwise transfer and at or prior to the time of withdrawal will have sold or otherwise transferred, the Rule 144A

GDRs or the Shares in accordance with Regulation S under the Securities Act and we are (or it is), or prior to such sale or transfer, we were (or it was), the beneficial owner of the Rule 144A GDRs, or

(2) we have (or it has) sold or otherwise transferred, or agreed to sell or otherwise transfer and at or prior to the time of withdrawal will have sold or otherwise transferred, the Rule 144A GDRs or the Shares to another qualified institutional buyer in accordance with Rule 144A under the Securities Act and we are (or it is), or prior to such sale we were (or it was), the beneficial owner of the Rule 144A GDRs, or

(3) we (or it) will be the beneficial owner of the Shares upon withdrawal, and, accordingly, we agree (or if we are acting for the account of one or more qualified institutional buyers, each such qualified institutional buyer has confirmed to us that it agrees) that (x) we (or it) will not offer, sell, pledge or otherwise transfer the Shares except (A) to a person whom we reasonably believe (or it and anyone acting on its behalf reasonably believes) is a qualified institutional buyer within the meaning of Rule 144A under the Securities Act in a transaction meeting the requirements of Rule 144A, (B) outside the United States to persons other than U.S. Persons (as such term is defined in Regulation S under the Securities Act) in accordance with Regulation S under the Securities Act, (C) in accordance with Rule 144 under the Securities Act (if available), or (D) pursuant to an effective registration statement under the Securities Act, in each case in accordance with any applicable securities laws of any state of the United States; or

(4) we (or our customer) are (is) a Non-U.S. person (within the meaning of Regulation S under the Act) and on our or our customer's behalf we have instructed the Depositary to cancel our 144A GDRs and to issue to us (or to our customer) Regulation S GDRs representing the Shares deliverable on the cancellation of such Rule 144A GDRs.


OR

(b) We are a person other than a U.S. Person (a such term is defined in Regulation S under the Securities Act) and we are located outside the United States (within the meaning of Regulation S under the Securities Act); we acquired, or have agreed to acquire and at or prior to the time of the withdrawal will have acquired, the Rule 144A GDRs or the Shares outside the United States (within the meaning of Regulation S); and we are, or upon acquisition thereof will be, the beneficial owner of the Rule 144A GDRs or the Shares.

(iii) If we are a broker-dealer, we further certify that we are acting for the account of our customer and that our customer has confirmed the accuracy of the representations contained in paragraph (ii) hereof that are applicable to it (including the representations with respect to beneficial ownership) and, if paragraph (ii)(a)(3) is applicable to our customer, has confirmed that it will comply with the agreements set forth in paragraph (ii)(a)(3).

We further certify (or if we are acting for the account of another person, such person has confirmed to us that it certifies) that:


(please check the applicable box in (a) below and fill in the missing information in (b) below, as appropriate)

 (a) We are (it is) a "Related Person" of the Company (as defined below).

or

We are (it is) **not** a "Related Person" of the Company (as defined below).

AND

 (b) (i) We will own _____ Shares of the Company withdrawn hereby
(do not include Shares represented by GDSs included in (b)(ii) below);

and

(ii) We will own _____ Shares and certificates of payment of the Company since execution of this Deposit Agreement, after cancellation of the GDSs surrendered hereby

and

(iii) We have withdrawn an aggregate of _____ Shares of the Company during this calendar month.

(iv) We certify (or if we are acting for the account of another person, such person has confirmed to us that it certifies) that:

(a) We are (or the person for the account of which we are acting is) the Beneficial Owner of the GDSs hereby surrendered to the Depository for withdrawal of the Shares represented thereby;

AND

(b) We hereby certify that the following information is true and correct:

Name of Beneficial Owner of GDSs:

Address of Beneficial Owner of GDSs:

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Nationality of Beneficial Owner of GDSs:

Number of GDSs surrendered hereby:

Number of Shares withdrawn hereby:

TDCC Book-Entry Account Number:

TDCC Book-Entry Account Name:

Custodian Name:

Address of Custodian:.....

Contact Person:.....

Telephone Number:

Foreign Investor Investment I.D. (Only required if Beneficial Owner is a non-ROC person):

.....

Facsimile Number:

Date:

(v) We certify that either:

(Please check the correct box below)

a. We are a resident of the People's Republic of China;

OR

b. We are not a resident of People's Republic of China.

(vi). We certify that:

We have registered with the Taiwan Stock Exchange to invest in the ROC securities market.

A person or entity is deemed to be a "Related Person" of the Company if the person or entity is:

- (a) (i) a company of which the chairman of the board of directors or the general manager serves as the chairman of the board of directors or the general manager of the Company, or is the spouse or a relative by blood or marriage to the chairman of the board of directors or general manager of the Company within the second degree as defined under the Civil Code of the Republic of China;
- (ii) a non-profit organization of which the funds donated from the Company exceeds one-third of the non-profit organization's total funds;
- (iii) a director, supervisor or general manager, vice-general manager, assistant vice-general manager, or departmental head of the Company reporting to the general manager of the Company;
- (iv) the spouse of a director, supervisor or general manager of the Company;
or
- (v) a relative by blood or marriage to the Company's chairman of the board of directors or general manager within the second degree as defined under the Civil Code of the Republic of China.

OR

- (b) a person or entity in which the Company has invested, which investment is accounted for by the equity method of accounting under generally accepted accounting principles in the ROC (the "Equity Method"); or a person or entity

which uses the Equity Method to account for an investment in the Company.

Very truly yours,

(insert name of certifying entity)

By: _____

Name:

Title:

Email:

