

**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

**IMPORTANT**

重要提示

**THIS 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, 12 June 2017.**

本申請表格具有價值，但不可轉讓，並僅供下列的合資格股東使用。二零一七年六月十二日（星期一）下午四時正後不得提出申請。

IF YOU ARE IN ANY DOUBT ABOUT THIS APPLICATION FORM OR AS TO THE ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR LICENSED SECURITIES DEALER, REGISTERED INSTITUTION IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER.

閣下對本申請表格或應採取的行動如有任何疑問，應諮詢閣下的持牌證券交易商、註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。

Terms used herein shall have the same meanings as defined in the prospectus of Greater China Financial Holdings Limited dated 26 May 2017 (the "Prospectus"), unless the context otherwise requires.

除文義另有所指外，本申請表格所用詞彙與大中華金融控股有限公司於二零一七年五月二十六日刊發的售股章程（「售股章程」）所界定者具有相同涵義。

Dealings in the Offer Shares may be settled through the Central Clearing and Settlement System ("CCASS") established and operated by the Hong Kong Securities Clearing Company Limited ("HKSCC") and you should consult your licensed securities dealer, registered institution in securities, 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.

發售股份的買賣可透過由香港中央結算有限公司（「香港結算」）設立及運作的中央結算及交收系統（「中央結算系統」）進行交收。閣下應諮詢閣下的持牌證券交易商、註冊證券機構、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的詳情，以及該等安排對閣下的權利及權益可構成的影響。

A copy of the Prospectus, together with this Application Form have been registered with the Registrar of Companies in Hong Kong as required by section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance. The Registrar of Companies in Hong Kong, the Stock Exchange of Hong Kong Limited (the "Stock Exchange") and the Securities and Futures Commission take no responsibility as to the contents of any of these documents.

售股章程副本連同本申請表格已遵照《公司（清盤及雜項條文）條例》第342C條的規定向香港公司註冊處處長登記。香港公司註冊處處長、香港聯合交易所有限公司（「聯交所」）及證券及期貨事務監察委員會對任何該等文件的內容概不負責。

Hong Kong Exchanges and Clearing Limited, the Stock Exchange and 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、聯交所及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，概不對因本申請表格全部或任何部份內容而產生或因倚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，由發售股份於聯交所開始買賣日期起或由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的交易，均須於其後第二個交易日在中央結算系統內交收。所有在中央結算系統內進行的活動均受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所約束。

Shareholders should note that the Shares have been dealt in on an ex-entitlement basis commencing from Thursday, 18 May 2017 and that dealings in the Shares will take place while the conditions to which the Underwriting Agreement is subject remain unfulfilled. Any Shareholder or other person dealings in the Shares up to the date on which all conditions to which the Open Offer is subject are fulfilled, will accordingly bear the risk that the Open Offer may not become unconditional and may not proceed. Any Shareholder or other person contemplating selling or purchasing the Shares during such period who is in any doubt about his or her position is advised to consult his or her professional adviser.

股東務請注意，股份已由二零一七年五月十八日（星期四）起以除權基準買賣，且將在包銷協議的條件仍未達成之情況下進行買賣。任何股東或其他人士在公開發售的所有條件達成日期前買賣股份，將須承擔公開發售可能不會成為無條件及可能不會進行的風險。任何擬於該段期間買賣股份的股東或其他人士若對自身狀況有任何疑問，敬請諮詢自身的專業顧問。



# 大中華金融控股有限公司

## GREATER CHINA FINANCIAL HOLDINGS LIMITED

*(incorporated in Bermuda with limited liability)*

(於百慕達註冊成立之有限公司)

(Stock Code: 431)

(股份代號：431)

website: <http://www.irasia.com/listco/hk/greaterchina/index.htm>

網址： <http://www.irasia.com/listco/hk/greaterchina/index.htm>

**OPEN OFFER OF NOT LESS THAN 2,287,947,142 OFFER SHARES AND  
NOT MORE THAN 2,382,746,363 OFFER SHARES AT THE  
SUBSCRIPTION PRICE OF HK\$0.100 EACH ON THE BASIS OF ONE (1)  
OFFER SHARE FOR EVERY TWO (2) SHARES HELD ON  
THE RECORD DATE**

按於記錄日期

每持有兩(2)股股份獲發一(1)股發售股份之基準

按每股0.100港元之認購價

公開發售不少於2,287,947,142股發售股份及不多於2,382,746,363股發售股份

### APPLICATION FORM

申請表格

*Branch share registrar and  
transfer office in Hong Kong:*

香港股份過戶及登記分處：

Tricor Tengis Limited

Level 22, Hopewell Centre

183 Queen's Road East

Hong Kong

卓佳登捷時有限公司

香港

皇后大道東183號

合和中心22樓

*Head office and principal  
place of business:*

Suites 3001-11, Tower Two

Times Square

1 Matheson Street

Causeway Bay

Hong Kong

總辦事處及香港

主要營業地點：

香港

銅鑼灣

勿地臣街1號

時代廣場

二座3001-11室

*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

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

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Number of Shares registered in your name on  
Thursday, 25 May 2017

於二零一七年五月二十五日(星期四)以閣下名義登記的股份數目

BOX A  
甲欄

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Number of Offer Shares offered to you subject to payment in full on acceptance by no later than 4:00 p.m. on Monday, 12 June 2017

向閣下提呈的發售股份數目，須不遲於二零一七年六月十二日(星期一)下午四時正前接納時繳足股款

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BOX B  
乙欄

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Amount payable when applied in full  
全數申請時應繳款項

BOX C  
丙欄

HK\$ 港元
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BOX D  
丁欄

Number of Offer Shares applied for 申請的發售股份數目
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Remittance enclosed 隨附股款 HK\$ 港元
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Please insert contact  
telephone number:  
請填上聯絡電話號碼：

--

Application  
Form No.  
申請表格編號

--

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\$0.100 per Offer Share).

申請僅可由上述已登記的合資格股東作出。

請於丁欄填上所申請的發售股份數目及隨附的股款金額(以申請的發售股份數目乘以每股發售股份0.100港元計算)。



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(Stock Code: 431)

(股份代號：431)

website: <http://www.irasia.com/listco/hk/greaterchina/index.htm>

網址：<http://www.irasia.com/listco/hk/greaterchina/index.htm>

To: **Greater China Financial Holdings Limited**  
致：大中華金融控股有限公司

Dear Sirs,

I/We, being the Qualifying Shareholder(s) stated overleaf, enclose a remittance\*\* for the amount payable in full on application for the number of Offer Shares at a price of HK\$0.100 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 and subject to the memorandum of association and 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／吾等為背頁所列之合資格股東，現申請乙欄（或倘僅填妥丁欄，則丁欄）所指定數目的發售股份，並附上按每股發售股份0.100港元的價格計算須於申請時繳足的全數股款\*\*。本人／吾等謹此根據售股章程所載的條款及條件，以及貴公司的組織章程大綱及公司細則，接納有關數目的發售股份，而本人／吾等謹此承諾並同意申請數目相等於或少於與本申請有關的發售股份。本人／吾等謹此授權貴公司將本人／吾等的姓名列入股東名冊，作為上述有關數目或較少數目的發售股份的持有人，並請貴公司將有關股票按背頁所列地址以平郵方式寄發予本人／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。

Signature(s) of Qualifying Shareholder(s)  
(all joint Qualifying Shareholders must sign)  
合資格股東簽署（所有聯名合資格股東均須簽署）

(1) \_\_\_\_\_ (2) \_\_\_\_\_ (3) \_\_\_\_\_ (4) \_\_\_\_\_

Date: \_\_\_\_\_ 2017

日期：二零一七年 \_\_\_\_\_ 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) 申請的發售股份數目（即丁欄所列明的總數或（如未有填妥）乙欄所列明的總數）	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）丙欄所列明的股款總額）	Name of bank on which cheque/cashier's order is drawn 支票／銀行本票的付款銀行名稱	Cheque/Cashier's cashier order number 支票／銀行本票號碼
	HK\$ 港元		

\*\* Cheques or cashier's orders should be crossed "Account Payee Only" and made payable to "Greater China Financial Holdings 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」方式劃線開出，並註明抬頭人為「Greater China Financial Holdings Limited – Open Offer Account」（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 entitlement 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 full 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 full payment has been received. Application will be deemed to have been made for a whole number of Offer Shares. 假設公開發售的條件已達成，認購數目少於或相等於申請人所獲既定配額的發售股份的有效申請將獲全數接納。倘以上各欄內並無填上數目，則閣下將被視為申請已收全數款項所代表的發售股份數目。倘股款少於上欄所填發售股份數目的所需股款，則閣下將被視為申請已收全數款項所代表的發售股份數目。申請將被視為申請完整數目的發售股份而作出。

You are entitled to apply for any number of Offer Shares which is equal to or less than your assured entitlement 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 two Shares held on the Record Date.

閣下有權透過填寫本申請表格申請數目相等於或少於閣下於上文乙欄所示既定配額的任何發售股份。在售股章程所述者之規限下，上述配額乃按於記錄日期每持有兩股股份獲發一股發售股份的基準，向名列本公司股東名冊並為合資格股東之股東作出。

If you wish to apply for any Offer Shares, you should complete and sign this Application Form and lodge the form together with the appropriate remittance for the full amount payable in respect of the Offer Shares applied for with the Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited, Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong. All remittance(s) for application of Offer Shares must be in Hong Kong dollars and made payable to "**Greater China Financial Holdings Limited – Open Offer Account**" for Offer Shares under assured entitlement and crossed "**Account Payee Only**" and comply with the procedures set out overleaf. No application(s) of Offer Shares can be made by any person who were Excluded Shareholders.

倘閣下欲申請任何發售股份，閣下應填妥及簽署本申請表格，並連同就所申請發售股份應付的適當全額股款交回本公司的香港股份過戶及登記分處卓佳登捷時有限公司，地址為香港皇后大道東183號合和中心22樓。申請發售股份的全部股款須為港元並就既定配額下的發售股份註明抬頭人為「**Greater China Financial Holdings Limited – Open Offer Account**」並以「**只准入抬頭人賬戶**」劃線方式開出且須符合背頁所載程序。屬於除外股東的任何人士不得申請發售股份。

All dates or deadlines specified in this Application Form refer to Hong Kong Local time.

本申請表格所列之所有日期或截止時限均為香港本地時間。



# 大中華金融控股有限公司

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(於百慕達註冊成立之有限公司)

(Stock Code: 431)

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website: <http://www.irasia.com/listco/hk/greaterchina/index.htm>

網址：<http://www.irasia.com/listco/hk/greaterchina/index.htm>

### CONDITIONS

1. No Excluded Shareholder is permitted to apply for any Offer Shares.
2. No receipt will be issued for sums received on application(s) but it is expected that share certificate(s) for any Offer Shares in respect of which the application(s) is/are accepted in full or in part will be sent to the allottee(s) or, in the case of joint allottees, to the first named allottee by ordinary post, at their own risk, at the address stated on the form(s).
3. Completion of this Application Form will constitute an instruction and authority by the applicant(s) to the Company and/or Tricor Tengis Limited or any person nominated by them for the purpose, on behalf of the applicant(s), 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 the name(s) of the applicant(s) of the Offer Shares applied for or any lesser number in accordance with the arrangements described in the Prospectus.
4. The applicant(s) of the Offer Shares undertake to sign all documents and to do all other acts necessary to enable him/her/them to be registered as the holders of the Offer Shares which he/she/they has/have applied for subject to the memorandum of association and the bye-laws of the Company.
5. Completion and return of this Application Form together with a cheque or banker's cashier order in payment for the Offer Shares which are the subject of this form will constitute a warranty by the applicant(s) that the cheques or banker's cashier orders will be honoured on first presentation. All cheques and banker's cashier orders will be presented for payment immediately following receipt and all interest earned on such monies (if any) will be retained for the benefit of the Company. If the cheque or banker's cashier order is not honoured on first presentation, this Application Form is liable to be rejected, and in that event the relevant entitlement of Offer Shares and all rights thereunder will be deemed to have been declined and will be cancelled.
6. This Application Form is for use only by the person(s) named herein and such person's/persons' right to apply for the Offer Shares is not transferable.
7. The Company reserves the right to accept or refuse any application(s) for Offer Shares which does not comply with the application procedures set out herein.
8. No person receiving a copy of the Prospectus or the Application Form in any territory or jurisdiction outside Hong Kong may treat it as an offer or an invitation to apply for the Offer Shares, unless in the relevant jurisdiction such an offer or invitation could lawfully be made without compliance with any registration or other legal or regulatory requirements. It is the responsibility of any person outside Hong Kong wishing to make an application for Offer Shares to satisfy himself/herself/itself as to the observance of the laws and regulations of all relevant jurisdiction, including obtaining any government or other consents, and payment of any taxes and duties required to be paid in such jurisdiction in connection therewith. Completion and return of the Application Form will constitute a warranty and representation by the relevant applicant(s) to the Company that all registration, legal and regulatory requirements of all relevant territories other than Hong Kong in connection with the acceptance of the Offer Shares have been duly complied with by such applicant(s). For the avoidance of doubt, neither HKSCC nor HKSCC Nominees Limited is subject to any of the representations and warranties. If you are in any doubt as to your position, you should consult your professional advisers.
9. The Open Offer is conditional upon the Underwriting Agreement having become unconditional (please see the section headed "Conditions of the Open Offer" as set out in the "Letter from the Board" in the Prospectus).
10. In the event of inconsistency, the English version of this Application Form shall prevail over the Chinese version.

### 條件

1. 除外股東不得申請認購任何發售股份。
2. 概不會就已收之申請認購款項發出收據，惟預期申請獲全數或部份接納之任何發售股份之股票將以平郵方式按表格所列地址寄予承配人（或倘屬聯名承配人，則寄予排名首位之承配人），郵誤風險概由彼等自行承擔。
3. 填妥本申請表格將構成申請人指示及授權本公司及／或卓佳登捷時有限公司或其提名之任何人士代表申請人辦理本申請表格或其他文件之任何登記手續，以及進行有關公司或人士可能認為必需或合宜之所有有關其他事宜以根據售股章程所述安排，將申請人所申請認購之數目或較少數目之發售股份登記在申請人名下。
4. 發售股份之申請人承諾簽署所有文件並採取一切其他必要行動以讓彼等登記成為所申請認購之發售股份之持有人，惟須符合本公司組織章程大綱及公司細則之規定。
5. 填妥及交回本申請表格連同支付發售股份的支票或銀行本票即構成申請人對支票或銀行本票在第一次過戶即獲兌現的保證。所有的支票或銀行本票在收訖後隨即過戶，而所有在有關的金錢上得到的利息（如有）都歸本公司所有。如果支票或銀行本票在第一次過戶時不獲兌現，本申請表格可能不獲受理，而在此情況下，發售股份的相關配額及一切有關權利將視為已遭拒絕而將予取消。
6. 本申請表格僅供本申請表格指明之人士使用，而其申請認購發售股份之權利不得轉讓。
7. 本公司保留權利，可接納或拒絕任何不符合本文件所載申請手續之發售股份認購申請。
8. 除非在有關司法權區毋須遵守任何登記規定或其他法律或監管規定可合法提呈申請認購發售股份之要約或邀請，否則於任何香港以外地區或司法權區收到售股章程或本申請表格之人士，概不得視之為申請認購發售股份之要約或邀請。任何香港境外人士如欲申請認購發售股份，均有責任自行遵守一切有關司法權區之法例及規例，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規定須繳付之任何有關稅項及稅款。填妥及交回本申請表格將構成有關申請人向本公司保證及聲明有關申請人已妥為遵守香港以外所有相關地區有關接納發售股份之所有登記、法律及監管規定。為免生疑問，特此說明，香港結算或香港中央結算（代理人）有限公司不受任何該等聲明及保證所規限。閣下如對本身之立場有任何疑問，應諮詢閣下之專業顧問。
9. 公開發售須待包銷協議成為無條件方可作實（詳情見售股章程「董事會函件」內所載「公開發售的條件」一節）。
10. 如本申請表格的英文版和中文版之間有差異，概以英文版為準。



## PROCEDURES FOR APPLICATION

You may apply for such number of Offer Shares that 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, 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\$0.100). 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.

This Application Form, when duly completed, to which the appropriate remittance(s) should be stapled accordingly, should be folded once and must be returned to the Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, by no later than 4:00 p.m. on Monday, 12 June 2017. All remittance(s) must be made in Hong Kong dollars and cheques must be drawn on an account with or banker's cashier orders must be issued by a licensed bank in Hong Kong, made payable to "Greater China Financial Holdings Limited – Open Offer Account" and crossed "Account Payee Only" for application for Offer Shares. 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 4:00 p.m. on Monday, 12 June 2017, your right to apply for the Offer Shares and all rights in relation thereto shall be deemed to have been declined and will be cancelled.

Share certificates for the Offer Shares are expected to be posted by ordinary post to you on or before Wednesday, 21 June 2017 at your own risk. You will receive one share certificate for all fully-paid Offer Shares allotted and issued to you.

### 申請手續

閣下可透過填寫本申請表格申請認購相等於或少於乙欄所列 閣下獲保證配發之有關發售股份數目。

倘 閣下欲申請認購少於 閣下獲保證配發之發售股份數目，請在本申請表格丁欄內填上 閣下欲申請認購之發售股份數目及應繳款項總額（以申請認購之發售股份數目乘以0.100港元計算）。倘所收到之相應股款少於所填上之發售股份數目之所需股款，則申請人將被視作申請認購已收全數款項所代表之較少發售股份數目。

倘 閣下欲申請本申請表格乙欄所列數目之發售股份，則請在本申請表格丁欄內填上此數目。如無填上任何數目，則 閣下將被視作申請認購已收全數款項所代表數目之發售股份。

填妥本申請表格並將適當之股款相應地緊釘其上後，請將表格對摺並最遲於二零一七年六月十二日（星期一）下午四時正前交回本公司之香港股份過戶及登記分處卓佳登捷時有限公司，地址為香港皇后大道東183號合和中心22樓。申請認購發售股份之所有股款須以港元繳付，支票或銀行本票須由香港持牌銀行之銀行賬戶開出，以「Greater China Financial Holdings Limited – Open Offer Account」為抬頭人並以「只准入抬頭人賬戶」方式劃線開出。除非本申請表格連同本申請表格丙欄或丁欄（視情況而定）所示之適當股款於二零一七年六月十二日（星期一）下午四時正前收到，否則 閣下申請認購發售股份之權利以及一切有關權利將視作被拒絕而予以註銷。

預期有關發售股份之股票將於二零一七年六月二十一日（星期三）或之前以平郵方式寄予 閣下，郵誤風險概由 閣下自行承擔。 閣下將會就全部獲配發及發行之繳足股款發售股份獲發一張股票。

### TERMINATION OF THE UNDERWRITING AGREEMENT

Shareholders should note that, the Underwriter may in its absolute discretions terminate the Underwriting Agreement by notice in writing to the Company at any time prior to the Latest Time for Termination (or such other time as may be agreed between the Company and the Underwriter), if at or prior to such time:

- (i) the Underwriter become aware of the fact that there shall develop, occur, exist or come into effect:
  - (a) any new law or regulation or any significant change in existing laws or regulations in Hong Kong or any other place that is the place of incorporation of the Company, or in which the Company conducts or carries on business; or
  - (b) any significant change (whether or not permanent) in local, national or international economic, financial, political or military conditions; or
  - (c) any significant change (whether or not permanent) in local, national or international securities market conditions (any moratorium, suspension or material restriction on trading in shares or securities generally on the Stock Exchange due to exceptional financial circumstances or otherwise) or exchange controls; or
  - (d) any event of force majeure including, without limiting the generality thereof, 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 acting in good faith, such change has or would have a material and adverse effect on the business, financial or trading position or prospects of the Company or the success of the Open Offer or make it inadvisable or inexpedient to proceed with the Open Offer; or
- (ii) there comes to the notice of the Underwriter that the Company has committed any breach of or omits to observe any of its obligations or undertakings under the Underwriting Agreement, and such breach or omission will have a material and adverse effect of the business, financial or trading position or prospect of the Company or the success of the Open Offer or make it inadvisable or inexpedient to proceed with the Open Offer.

**If the Underwriter give a notice of termination to the Company in accordance with the terms of the Underwriting Agreement, all obligations of the Underwriter under the Underwriting Agreement shall cease and no party shall have any claim against any other party in respect of any matter or thing arising out of or in connection with the Underwriting Agreement. If the Underwriter exercises its rights to terminate the Underwriting Agreement, the Open Offer will not proceed.**

### 終止包銷協議

股東務請注意，倘在當時或之前發生以下任何事件，包銷商可於最後終止時限（或本公司與包銷商可能協定之其他時間）之前任何時間全權酌情向本公司發出書面通知終止包銷協議：

- (i) 包銷商得悉下列各項發展、發生、出現或生效之事實：
  - (a) 香港或本公司註冊成立或本公司經營或持續經營業務之任何其他地方之任何新法例或法規或現行法例或法規之任何重大變動；或
  - (b) 本地、國家或國際經濟、金融、政治或軍事狀況之任何重大變化（不論是否屬永久性）；或
  - (c) 本地、國家或國際證券市場狀況之任何重大變化（不論是否屬永久性）（聯交所因特殊金融狀況或其他原因而全面凍結、暫停或嚴重限制股份或證券交易）或外匯管制；或
  - (d) 任何不可抗力事項，包括（不限於其一般性）任何天災、戰爭、暴動、擾亂公眾秩序、內亂、火災、水災、爆炸、疫症、恐怖活動、罷工或停市，而包銷商以真誠行事下合理認為，該等變動會對本公司業務、財務或交易狀況或前景，或公開發售之順利完成有重大不利影響，或會使繼續進行公開發售變得宜或不智；或
- (ii) 包銷商得悉本公司違反或不遵從包銷協議下其任何責任或承諾，而此違反或不遵從會對本公司業務、財務或交易狀況或前景，或公開發售之順利完成有重大不利影響，或會使繼續進行公開發售變得宜或不智。

倘包銷商根據包銷協議條款向本公司發出終止通知，則包銷商於包銷協議項下所有責任將會終止，訂約方不得就包銷協議所產生或有關之任何事項或事宜向任何其他訂約方提出索償。倘包銷商行使其權利終止包銷協議，則公開發售將不會進行。

## CHEQUES AND BANKER'S CASHIER ORDERS

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

### 支票及銀行本票

所有支票及銀行本票將於收訖後隨即過戶，而就有關股款所賺取之利息（如有）將全部撥歸本公司所有。填妥及遞交本申請表格及附上支付接納之發售股份的支票或銀行本票即構成閣下對支票或銀行本票在第一次過戶即獲兌現的保證。凡隨附之支票或銀行本票於第一次過戶時未能兌現，則認購可遭拒絕受理，而在此情況下，保證配額及一切有關權利將視為已遭拒絕而將予取消。

## STATUS OF THE OFFER SHARES

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

### 發售股份之地位

發售股份（於配發、繳足股款及發行後）將在各方面與當時之已發行股份享有同等地位。發售股份之持有人將有權收取於配發及發行發售股份當日營業時間結束時或之後所宣派、作出或派付之所有日後股息及分派。

## SHARE CERTIFICATES

Subject to fulfillment of the conditions of the Open Offer and save as otherwise provided in the Underwriting Agreement, share certificates for fully-paid Offer Shares are expected to be posted on or before Wednesday, 21 June 2017 to all Qualifying Shareholders who have applied for, accepted and paid for the Offer Shares by ordinary post at their own risks. Refund cheques in respect of the Offer Shares if the Open Offer is terminated are expected to be posted on or before Wednesday, 21 June 2017 by ordinary post to the applicants at their own risks.

### 股票

待公開發售條件獲達成後，除包銷協議另有訂明者外，繳足股款發售股份之股票預期將於二零一七年六月二十一日（星期三）或之前之日子，以平郵方式寄發予已申請及接納發售股份並支付股款之合資格股東，郵誤風險概由彼等自行承擔。倘公開發售被終止，發售股份之退款支票預期將於二零一七年六月二十一日（星期三）或之前之日子，以平郵方式寄發予申請人，郵誤風險概由彼等自行承擔。

## GENERAL

All documents will be sent by ordinary post at the risk of the persons entitled thereto to their registered addresses. Lodgement of this Application Form 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(ies) lodging it to deal with the same and to receive relevant certificates of the Offer Shares. This Application Form and any acceptance of the Offer Shares pursuant to it shall be governed by, and construed in accordance with, the laws of Hong Kong.

### 一般事項

所有文件均以平郵方式寄往應得人士的登記地址，郵誤風險概由彼等自行承擔。本申請表格於獲發申請表格之人士簽署後，一經交回，即為交回之人士有權處理申請表格及收取發售股份之有關股票之最終憑證。本申請表格及據此接納發售股份應受香港法例監管，並根據香港法例詮釋。