Unless the context otherwise requires, terms used in this form shall bear the same meanings as defined in the composite offer and response document dated April 11, 2019 (the "Composite Document") issued jointly by Times Holdings II Limited as the offeror and Hong Kong International Construction Investment Management Group Co., Limited as

Company Company Action Action

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the contents of this form, make no representation as to its accuracy of completeness and expressing discitating and mainting management of the contents of this form. 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表格之內容概不負責,對其準確性或完整性亦不發表任何聲明,並明確表示概不對因本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之任何損失承擔任何責任。

YELLOW FORM OF ACCEPTANCE AND CANCELLATION FOR USE IF YOU WANT TO ACCEPT THE OPTION OFFERS. 本黃色接納及註銷表格在 閣下欲接納購股權要約時適用。



HONG KONG INTERNATIONAL CONSTRUCTION INVESTMENT MANAGEMENT GROUP CO., LIMITED 香港國際建設投資管理集團有限公司

(Incorporated in Bermuda with limited liability) (於百慕達註冊成立之有限公司) (Stock code: 687) (股份代號:687)

YELLOW FORM OF ACCEPTANCE AND CANCELLATION OF SHARE OPTIONS OF HONG KONG INTERNATIONAL CONSTRUCTION INVESTMENT MANAGEMENT GROUP CO., LIMITED

香港國際建設投資管理集團有限公司 購股權之黃色接納及許銷表格

All parts should be completed except the sections marked "Do not complete" 除註明「毋須填寫」的部份外,每項均須填妥

Company Secretary of Hong Kong International Construction Investment Management Group Co., Limited 香港國際建設投資管理集團有限公司公司秘書

PLEASE DO NOT DATE

20th Floor, One Island South, No. 2 Heung Yip Road, Wong Chuk Hang, Hong Kong 香港黃竹坑香葉道2號One Island South 20樓

FOR THE CONSIDERATION stated below, the "Optionholder(s)" named below hereby accept(s) the Option Offers and agree(s) to the cancellation of the number of outstanding Share Option(s) held by the Optionholder(s) specified below subject to the terms and conditions contained herein and in the accompanying Composite Document 根據本表格及隨附的綜合文件所載條款及條件,下列購股權持有人現按下列代價,接納購股權要約並同意註銷以下註明購股權持有人之尚未行使購股權數目。

Number of Share Option(s) with exercise price of HK\$1.75 per Share surrendered for cancellation (Note) 交回供註銷行使價為每股股份1.75港元之購股權數目(附註)	FIGURE 數目	WORDS 大寫		
Number of Share Option(s) with exercise price of HK\$1.90 per Share surrendered for cancellation (Note) 交回供註銷行使價為每股股份1.90港元之購股權數目(附註)	FIGURE 數目	WORDS 大寫		
DETAILS OF OPTIONHOLDER 購股權持有人資料	Family name: 姓氏:	Forename: 名字:		
	Address: 地址:			
		Telephone number: 電話號碼:		
CONSIDERATION 代價	HK\$1.25 for each Share Option with exercise price of HK\$1.75 per Share 就每份行使價每股股份1.75港元之購股權而言,為1.25港元			
	HK\$1.10 for each Share Option with exercise price of HK\$1.90 per Share 就每份行使價每股股份1.90港元之購股權而言,為1.10港元			
SIGNED by the Optionholder, this day of				

青勿填寫日期 ■ SIGNED by the Optionholder, this day of _	
Signed by the Optionholder in the presence of :	
購股權持有人在下列見證人見證下簽署:	
SIGNATURE OF WITNESS 見證人簽署	
NAME OF WITNESS 見證人姓名Address 地址	
Occupation of witness 見證人職業	
	Signature of Optionholder 購股權持有人簽署

Note: Insert the total number of Share Options for which the Option Offer(s) is/are accepted. If no number is specified or if the total number of Share Options specified in this vellow form of acceptance and

Note: Insert the total number of Share Options for which the Option Offer(s) is/are accepted. If no number is specified or if the total number of Share Options specified in this yellow form of acceptance and cancellation is greater or smaller than the Share Options tendered and you have signed this yellow form of acceptance and cancellation will be returned to you for correction and resubmission. Any corrected yellow form of acceptance and cancellation must be resubmitted and received by the company secretary of Hong Kong International Construction Investment Management Group Co., Limited on or before the Offers Closing Date.

Optionholders should note that under the rules of the Share Option Scheme, all Share Options that remain unexercised at the earlier to occur of (i) the date of expiry of the exercise period, or (ii) the last day of the three-month period following the date (i.e. April 11, 2019) on which the Share Offer is made or becomes or is declared unconditional, shall lapse automatically and shall no longer be exercisable.

Mixis Birk H. Expiration** Birk H. Expiration

积公司之公司设备。 睡股權持有人應注意,根據購股權計劃規則,所有在(i)行使期屆滿日期,或(ii)作出股份要約或股份要約成為或宣佈為無條件當日(即二零一九年四月十一日)起計三個月期間 的最後一天(以較早者為準)之前仍未被行使的購股權將自動失效及不可再被行使。

本黃色接納及註銷表格乃重要文件,請即處理。 閣下如對購股權要約、本黃色接納及註銷表格之任何內容或應採取之行動有任何疑問,應諮詢持牌 證券交易商或其他註冊證券機權、銀行經理、律師、專業會計師或其他專業顧問。

向海外購股權持有人提出購股權要約,或會受其居住所在之有關司法權區之法律影響。倘 閣下為海外購股權持有者,則應自行了解並遵守 閣下所在司法權區之任何適用規定(包括取得任何可能需要之政府或其他同意或遵守其他必要之正式手續或監管或法律規定,並支付該等司法權區之任何轉讓或其他應付稅項),以及(如有需要)諮詢 閣下本身之專業顧問。 閣下接納購股權要約,即構成 閣下保證 閣下(i)根據所有適用法律法規獲准接收及接納購股權要約及其任何修訂,(ii)已遵照與該接納有關之相關司法權區所有適用法律法規,包括取得任何可能需要之政府或其他同意,及(iii)已遵守任何其他必要之正式手續或監管或法律規定及已支付該司法權區之任何轉讓或其他應付稅項,而且該接納根據所有適用法律法規為有效及具約束力。 閣下務請就是否接納購股權要約徵詢專業意見。

如何填寫本表格

本黄色接納及註銷表格應與隨附之綜合文件一併閱讀。

閣下如欲接納香港上海滙豐銀行有限公司(「滙豐」)代表Times Holdings II Limited (「要約人」)提出之購股權要約,應填妥並簽署本黃色接納及註銷表格,並在實際可行情況下儘早將本表格連同所接納的購股權之相關購股權證書或其他證明授予購股權文件(如有)及任何所有權的文件(及/或任何就此之可信納之彌償保證)(指明 閣下欲接納購股權要約的購股權所相關的股份數目),於收到該等文件後以郵遞或以人手遞交香港國際建設投資管理集團有限公司之公司秘書,地址為香港黃竹坑香葉道2號One Island South 20樓,信封面請註明「香港國際建設投資管理集團有限公司一購股權要約」,並在任何情況下不得遲於二零一九年五月二日(星期四)(即要約截止日期)下午四時正(香港時間)前(或要約人可能決定並按收購守則且獲得執行人員同意後公佈之較後日期及/或時間)送達香港國際建設投資管理集團有限公司之公司秘書。綜合文件附錄一之條文已納入本黃色接納及註銷表格並成為其中部分。

黃色購股權要約之接納及註銷表格

致: 滙豐及要約人

- 1. 本人簽署本黃色接納及註銷表格(不論該表格有否已註明日期)對本人之繼承人及受讓人具約束力,並表示:
 - (a) 本人按綜合文件及本表格所載代價及條款與條件,就本黃色接納及註銷表格所列明之購股權數目,不可撤回地接納由滙豐代表要約人提出 並載於綜合文件中的購股權要約;
 - (b) 本人不可撤回地指示及授權要約人及/或滙豐及/或任何彼等各自之代理人以平郵方式將本人根據購股權要約之條款應得(在本人有權得到之時)之現金代價,以「不得轉讓-只准入抬頭人賬戶」方式劃線開出支票予本人,然後按以下地址寄予以下人士,或如無於下欄填上姓名及地址,則按 貴公司購股權持有者名冊所示登記地址寄予本人,郵談風險概由本人承擔;

姓名:(請用正楷填寫)	
地址:(請用正楷填寫)	

- (c) 本人不可撤回地指示及授權要約人及/或滙豐或彼等任何一方指定之有關人士,代表本人填妥、修訂及簽署任何文件,包括但不限於在本 黄色接納及註銷表格填上日期,或如本人或任何其他人士已填上日期,則刪去該日期,然後填上另一日期,以及採取任何其他必需或權宜 之行動,以註銷接納購股權要約而提呈之購股權;
- (d) 本人承諾於必要或合宜時簽署其他文件及辦理有關其他行動及事項,以確保將本人就接納購股權要約而提呈之購股權註銷;及
- (e) 本人同意追認要約人及/或獵豐或彼等各自之代理人或彼等指定之有關人士於行使本表格所載任何授權時可能作出或進行之各種行動或事宜。
- 2. 本人明白,本人接納購股權要約將構成本人向要約人及滙豐保證,本人根據購股權要約交回之所有購股權,不附帶任何產權負擔並將連同自聯 合公告日期及其後所附帶的一切權利。
- 3. 倘按購股權要約之條款本人之接納屬無效或被視為無效,則上文第1段所載之所有指示、授權及承諾均會失效。在此情況下,本人授權並懇請 閣下將本人之購股權證書或其他證明授予購股權文件(如有)及任何所有權的文件(及/或任何就此之可信納之彌償保證)連同已正式註銷之本 黃色接納及註銷表格以平郵一併寄予上文1(b)所列之人士及地址,或如未有列明姓名及地址,則按 貴公司購股權持有者名冊所示登記地址寄予本人,郵誤風險概由本人承擔。
- 4. 本人茲附上本人持有之全部或部分購股權之購股權證書或其他證明授予購股權文件(如有)及任何所有權的文件(及/或任何就此之可信納之彌償保證),由 閣下按購股權要約之條款予以保存。本人明白任何交回之接納及註銷表格,購股權證書或其他證明授予購股權文件(如有)及任何所有權的文件(及/或任何就此之可信納之彌償保證)概不獲發收據。本人亦了解所有文件以平郵寄發後一切郵誤風險概由本人承擔。
- 5. 本人向要約人及滙豐保證及表明,本人為本黃色接納表格指定購股權數目之購股權持有人,而本人擁有全部權利、權力及權限,透過接納購股權要約之方式交回本人所持購股權並予以取消。
- 6. 本人向要約人及滙豐保證,本人已遵照所在地之所有適用法律法規及根據該等法律獲准接收及接納購股權要約及其任何修訂;並且本人已遵照 與接納有關的所有適用法律法規(包括取得任何可能需要的政府或其他同意);及本人已遵守任何其他必要的手續或監管或法律規定及已支付任何轉讓或其他到期的稅項,而目該接納根據所有適用法律法規為有效及具約東力。
- 7. 本人向要約人及滙豐保證,本人須就支付關於本人接納購股權要約應付之任何轉讓費或其他到期稅項或徵費承擔全部責任。

PERSONAL DATA

Personal Information Collection Statements

The main provisions of the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) (the "Ordinance") came into effect in Hong Kong on 20 December 1996. This personal information collection statement informs you of the policies and practices of the Offeror, HSBC and the Registrar and in relation to personal data and the Ordinance.

1. Reasons for the collection of your personal data

To accept the Option Offers for your Share Options, you must provide the personal data requested. Failure to supply the requested data may result in the processing of your acceptance being rejected or delayed. It may also prevent or delay the despatch of the consideration to which you are entitled under the Option Offers.

2. Purpose

The personal data which you provide on this form may be used, held and/or stored (by whatever means) for the following purposes:

- processing your acceptance and verification or compliance with the terms and application procedures set out in this form and the Composite Document:
- cancelling the Shares Option(s) in your name(s);
- conducting or assisting to conduct signature verifications, and any other verification or exchange of information;
- distributing communications from the Offeror and/or its holding companies or subsidiaries or their agents such as HSBC and the Registrar;
- · compiling statistical code information and Optionholder profiles;
- · establishing benefit entitlements of the Optionholders;
- making disclosures as required by laws, rules or regulations (whether statutory or otherwise);
- disclosing relevant information to facilitate claims and entitlements;
- any other purpose in connection with the business of the Offeror, HSBC or the Registrar; and
- any other incidental or associated purposes relating to the above and/ or to enable the Offeror and/or HSBC to discharge its obligations to the Optionholders and/or under applicable laws and regulations, and other purpose to which the Optionholders may from time to time agree to or be informed of.

3. Transfer of personal data

The personal data provided in this form will be kept confidential but the Offeror, HSBC and the Registrar may, to the extent necessary for achieving the purposes above or any of them, make such enquiries as they consider necessary to confirm the accuracy of the personal data and, in particular, they may disclose, obtain, transfer (whether within or outside Hong Kong) such personal data to, from or with any and all of the following persons and entities:

- the Offeror, its subsidiaries or holding companies, HSBC and/or any
 of their respective agents, officers and advisers, and the Registrar and
 overseas principal registrar (if any);
- any agents, contractors or third party service providers who offer administrative, telecommunications, computer, payment or other services to the Offeror, HSBC and/or the Registrar, in connection with the operation of its business;
- any regulatory or governmental bodies;
- any other persons or institutions with which you have or propose to have dealings, such as your bankers, solicitors, accountants or licensed securities dealers or registered institution in securities; and
- any other persons or institutions whom the Offeror, HSBC and/or the Registrar considers to be necessary or desirable in the circumstances.

4. Retention of Personal Data

The Offeror, the Company, HSBC and/or the Registrar will keep the personal data provided in this form for as long as necessary to fulfil the purposes for which the personal data were collected. Personal data which is no longer required will be destroyed or dealt with in accordance with the Ordinance.

5. Access and correction of personal data

The Ordinance provides you with rights to ascertain whether the Offeror, HSBC or the Registrar holds your personal data, to obtain a copy of that data, and to correct any data that is incorrect. In accordance with the Ordinance, the Offeror, HSBC and the Registrar have the right to charge a reasonable fee for the processing of any data access request. All requests for access to data or correction of data or for information regarding policies and practices and the kinds of data held should be addressed to the Offeror, HSBC or the Registrar (as the case may be).

BY SIGNING THIS FORM YOU AGREE TO ALL OF THE ABOVE

個人資料

收集個人資料聲明

香港法 例第486章 個人 資料(私 隱)條 例(「該條 例」)的主要條文已於一九九六年十二月二十日在香港生效。本收集個人資料聲明旨在知 閣下有關要約人、滙豐、登記處及有關個人資料及該條例的政策及慣

1. 收集 閣下個人資料的原因

如就購股權接納購股權要約, 閣下須提供所需的個人資料,倘 閣下未能提供所需資料,則可能導致 閣下的接納申請被拒或受到延誤。這亦可能妨礙或延遲寄發 閣下根據購股權要約應得的代價。

2. 用領

閣下於本表格及過戶表格提供之個人資料可能會用作、持有及/或保存(以任何方式)作下列用途:

- 處理 閣下之接納申請及核實或遵循本表格及綜合文件載列 條款及申請程序;
- 註銷以 閣下名義的購股權;
- 核實或協助核實簽名,以及進行任何其他資料核實或交換;
- 自要約人及/或其附屬公司或控股公司或其代理人(例如滙豐及登記處)收取通訊;
- 編製統計代碼資料及購股權持有人資料;
- 確立購股權持有人之獲益權利;
- 按法例、規則或規定(無論法定或非法定規定)作出披露;
- 披露有關資料以方便進行權益申索;
- 有關要約人、滙豐或登記處業務的任何其他用途;及

3. 轉交個人資料

本表格提供的個人資料將作為機密資料妥當保存,但要約人,滙豐及登記處為達致上述任何用途,可能作出必需的查詢,以確認個人資料的準確性,彼等尤其可能披露、獲取或轉交(無論在香港或香港以外地區)該等個人資料子下列任何及所有個人及實體,或自下列任何及所有個人及實體披露、獲取或轉交(無論在香港或香港以外地區)該等個人資料:

- 要約人、其附屬公司或控股公司、滙豐及/或任何彼等之代理、 職員及顧問及登記處及海外股份登記總處(如有);
- 為要約人、滙豐及/或登記處的業務經營提供行政、電訊、電腦、付款或其他服務的代理、承包商或第三方服務供應商;
- 仟何監管或政府機構;
- 與 閣下進行交易或建議進行交易的任何其他個人或機構,例如 閣下之銀行、律師、會計師或持牌證券交易商或證券登記機構;及
- 要約人、滙豐及/或登記處認為必需或適當情況下的任何其他個人或機構。

4. 保留個人資料

要約人、貴公司、匯豐及/或登記處將按收集個人資料所需的用途保留本表格所收集的個人資料。無需保留的個人資料將會根據該條例銷醫或處理。

5. 獲取及更正個人資料

根據該條例之規定, 閣下可確認要約人、滙豐或登記處是否持有 閣下的個人資料,並獲取該資料副本,以及更正錯誤資料。依據該條例的規定,要約人、滙豐及登記處可就獲取任何數據的請求收取合理的手續費。獲取資料或更正資料或獲取有關政策及慣例及所持資料類型的資料的所有請求,須提交要約人、滙豐或登記處(視情況而定)。

閣下一經簽署本表格即表示同意上述所有條款。