Please use this form if you want the Hong Kong Offer Shares to be issued in your name
如　閣下欲以本身名義登記將獲發行的香港發售股份，請使用本表格

Staple your payment here

請將股款緊釘在此

This Application Form uses the same terms as defined in the prospectus of MEGAIN Holding (Cayman) Co., Ltd. (the "**Company**") dated 18 March 2021 (the "**Prospectus**").

本申請表格使用美佳音控股有限公司*(「**本公司**」)於2021年3月18日刊發的招股章程(「**招股章程**」)所界定的詞彙。

Neither this Application Form nor the Prospectus constitutes an offer to sell or the solicitation of an offer to buy any Hong Kong Offer Shares in any jurisdiction other than Hong Kong. The Hong Kong Offer Shares may not be offered or sold in the United States without registration or an exemption from registration under the U.S. Securities Act.

本申請表格及招股章程概不構成在香港以外任何司法權區要約出售或游説要約購買任何香港發售股份。若無根據美國證券法登記或豁免登記，香港發售股份不得在美國提呈發售或出售。

This Application Form and the Prospectus may not be forwarded or distributed or reproduced (in whole or in part) in any manner whatsoever in any jurisdiction where such forwarding, distribution or reproduction is not permitted under the law of that jurisdiction.

在任何根據當地法例不得發送、派發或複製本申請表格及招股章程的司法權區內概不得發送或派發或複製(不論方式，也不論全部或部分)本申請表格及招股章程。

A copy of the Prospectus, all related Application Forms and the other documents specified in "Documents Delivered to the Registrar of Companies in Hong Kong and Available for Inspection – Documents Delivered to the Registrar of Companies" section in Appendix VI to the Prospectus, has been registered with the Registrar of Companies in Hong Kong as required by Section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission of Hong Kong, Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited, Hong Kong Securities Clearing Company Limited and the Registrar of Companies in Hong Kong take no responsibility for the contents of the Prospectus or any other document referred to above.

招股章程、所有相關申請表格及招股章程附錄六「送呈香港公司註冊處處長及備查文件－送呈公司註冊處處長文件」一節所列明的其他文件，已遵照香港法例第32章公司(清盤及雜項條文)條例第342C條的規定經香港公司註冊處處長登記。香港證券及期貨事務監察委員會、香港交易及結算所有限公司、香港聯合交易所有限公司、香港中央結算有限公司及香港公司註冊處處長對招股章程或上述任何其他文件的內容概不負責。

MEGAIN Holding (Cayman) Co., Ltd.
美佳音控股有限公司*

(Incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立的有限公司)

Stock code	:	**6939**
股份代號	:	**6939**
Offer Price (subject to a Downward Offer Price Adjustment)	:	**Not more than HK$1.35 per Offer Share and expected to be not less than HK$1.15 per Offer Share plus brokerage fee of 1.00%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% (payable in full on application subject to refund) (If the Offer Price is set at 10% below the bottom end of the indicative Offer Price range after making a Downward Offer Price Adjustment, the Offer Price will be HK$1.04 per Offer Share)**
發售價（可予下調發售價）	:	**不超過每股發售股份1.35港元及預期不少於每股發售股份1.15港元，另加1.00%經紀佣金、0.0027%證監會交易徵費及0.005%聯交所交易費(須於申請時繳足及多繳股款可予退還)(倘下調發售價後，發售價定為較指示性發售價範圍下限低10%，發售價將為每股發售股份1.04港元)**

You should read this Application Form in conjunction with the Prospectus, which contains further information on the application procedures. 招股章程尚有關於申請程序的其他資料，本申請表格應與招股章程一併閱讀。

Application Form　申請表格

To: MEGAIN Holding (Cayman) Co., Ltd.
Sole Global Coordinator
Joint Bookrunners
Joint Lead Managers
Hong Kong Underwriters

致：美佳音控股有限公司*
獨家全球協調人
聯席賬簿管理人
聯席牽頭經辦人
香港包銷商

Applicants' declaration

I/We agree to the terms and conditions and application procedures in this Application Form and the Prospectus. Please see "Conditions of your application – C. Effect of completing and submitting this Application Form" in this Application Form for further details.

Warning: Only one application may be made for the benefit of any person. Please refer to the last four bullet points in "Conditions of your application – C. Effect of completing and submitting this Application Form" in this Application Form for further details.

申請人聲明

本人／吾等同意本申請表格及招股章程的條款及條件以及申請程序。進一步詳情請見本申請表格「申請條件－丙.填交本申請表格的效用」。

警告：任何人士只限作出一次為其利益而進行的申請。進一步詳情請參閱本申請表格「申請條件－丙.填交本申請表格的效用」最後四點。

* *For identification purpose only*

* *僅供識別*

Please use this form if you want the Hong Kong Offer Shares to be issued in your name
如　閣下欲以本身名義登記將獲發行的香港發售股份，請使用本表格

Signed by (all) applicant(s) (all joint applicants must sign):
由(所有)申請人簽署(所有聯名申請人必須簽署)：

....

Date: 日期：................/................/................
D日　M月　Y年

Number of Hong Kong Offer Shares applied for (not more than 6,250,000 Shares) 申請香港發售股份數目(不超過6,250,000股股份)

Total amount 總額

HK$　港元

Name in English (in **BLOCK** letters) 英文姓名／名稱(以**正楷**填寫)

Family name or company name 姓氏或公司名稱	Forename(s) 名字

Name in Chinese 中文姓名／名稱

Family name or company name 姓氏或公司名稱	Forename(s) 名字

Occupation in English 職業(以英文填寫)

Hong Kong Identity Card no./passport no./Hong Kong business registration no.* (Please delete as appropriate) 香港身份證號碼／護照號碼／香港商業登記號碼*(請刪去不適用者)

Names of all other joint applicants in English (if any, in **BLOCK** letters) 所有其他聯名申請人的英文姓名／名稱(如有，以**正楷**填寫)

1)
2)
3)

Hong Kong Identity Card no./passport no./Hong Kong business registration no. of all other joint applicants* (Please delete as appropriate) 所有其他聯名申請人的香港身份證號碼／護照號碼／香港商業登記號碼*(請刪去不適用者)

1)
2)
3)

Hong Kong address in English and telephone no. (joint applicants should give the address and the telephone number of first-named applicant only, in **BLOCK** letters) 香港地址(以英文**正楷**填寫)及電話號碼(聯名申請人只須填寫排名首位申請人的地址及電話號碼)

Telephone No. 電話號碼

For Nominees: You will be treated as applying for your own benefit if you do not complete this section. Please provide an account number or identification code for each (joint) beneficial owner. 由代名人遞交：代名人若不填寫本節，是項認購申請將視作為　閣下本身利益提出。請填寫每名(聯名)實益擁有人的賬戶號碼或識別編碼。

ADDRESS LABEL 地址標貼(Your **name(s)** and **address** in Hong Kong in **BLOCK** letters 請以**正楷**填寫　閣下的**姓名／名稱**及**香港地址**)

For internal use 此欄供內部使用

For Broker use 此欄供經紀填寫	Lodged by 遞交申請的經紀
Broker No. 經紀號碼	Broker's Chop 經紀印章

Cheque/banker's cashier order number 支票／銀行本票號碼

Name of bank on which cheque/Banker's cashier order is drawn (see "How to make your application" in this Application Form) 兌現支票／銀行本票的銀行名稱(見本申請表格「申請手續」)

Please use this form if you want the Hong Kong Offer Shares to be issued in your name
如　閣下欲以本身名義登記將獲發行的香港發售股份，請使用本表格

* (1) An individual must provide his Hong Kong Identity Card number or, if he does not hold a Hong Kong Identity Card, his passport number. A body corporate must provide its Hong Kong Business Registration number. Each joint applicant must provide its or his relevant number. The Hong Kong Identity Card number(s)/passport number(s)/Hong Kong Business Registration number(s) will be transferred to a third party for checking the Application Form's validity.
個別人士必須填寫其香港身份證號碼或(如非香港身份證持有人)其護照號碼。法人團體必須填寫其香港商業登記號碼。每名聯名申請人均須提供其相關號碼。該等香港身份證號碼／護照號碼／香港商業登記號碼將轉交第三方以核實申請表格的有效性。

(2) Part of the Hong Kong identity card number/passport number of you or, for joint applicants, the first-named applicant may be printed on your refund cheque (if any). Your banker may require verification of your Hong Kong identity card number/passport number before you can cash your refund cheque.
退款支票(如有)上或會印有　閣下或(如屬聯名申請人)排名首位申請人的香港身份證號碼／護照號碼的一部分。銀行兌現退款支票前或會要求核實　閣下的香港身份證號碼／護照號碼。

(3) If an application is made by an unlisted company and:
- the principal business of that company is dealing in securities; and
- you exercise statutory control over that company,

then the application will be treated as being made for your benefit.
如申請人是一家非上市公司，而：
- 該公司的主要業務為證券買賣；及
- 閣下可對該公司行使法定控制權，

是項申請將視作為　閣下的利益提出。

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Please use this form if you want the Hong Kong Offer Shares to be issued in your name

How to make your application

1. Please refer to the table below for the amount payable by you on application. Your application must be for a minimum of 2,000 Hong Kong Offer Shares and in one of the numbers set out in the table, or your application will be rejected.

TABLE OF NUMBER OF SHARES THAT MAY BE APPLIED FOR AND PAYMENTS

No. of Hong Kong Offer Shares applied for	Amount payable on application (HK$)	No. of Hong Kong Offer Shares applied for	Amount payable on application (HK$)	No. of Hong Kong Offer Shares applied for	Amount payable on application (HK$)
2,000	2,727.21	100,000	136,360.40	1,000,000	1,363,603.95
4,000	5,454.42	150,000	204,540.60	1,500,000	2,045,405.93
6,000	8,181.63	200,000	272,720.79	2,000,000	2,727,207.90
8,000	10,908.83	250,000	340,900.99	2,500,000	3,409,009.88
10,000	13,636.04	300,000	409,081.19	3,000,000	4,090,811.85
20,000	27,272.08	350,000	477,261.39	3,500,000	4,772,613.83
30,000	40,908.12	400,000	545,441.58	4,000,000	5,454,415.80
40,000	54,544.16	450,000	613,621.78	4,500,000	6,136,217.78
50,000	68,180.20	500,000	681,801.98	5,000,000	6,818,019.75
60,000	81,816.24	600,000	818,162.37	6,000,000	8,181,623.70
70,000	95,452.28	700,000	954,522.77	6,250,000*	8,522,524.69
80,000	109,088.32	800,000	1,090,883.16		
90,000	122,724.36	900,000	1,227,243.56		

* Maximum number of Hong Kong Offer Shares that you may apply for.

2. Complete the form in English in **BLOCK** letters and sign it. Only written signatures will be accepted (and not by way of personal chop).

3. Staple your cheque or banker's cashier order to this Application Form. Each application for the Hong Kong Offer Shares must be accompanied by either one separate cheque or one separate banker's cashier order. Your application will be rejected if your cheque or banker's cashier order does not meet all the following requirements:

The cheque must:	**The banker's cashier order must:**
• be in Hong Kong dollars; • not be post-dated; • be made payable to "TING HONG NOMINEES LIMITED – MEGAIN HOLDING (CAYMAN) COMPANY LTD PUBLIC OFFER"; • be crossed "Account Payee Only";	
• be drawn on your Hong Kong dollar bank account in Hong Kong; and • show your account name, which must either be pre-printed on the cheque, or be endorsed on the back by a person authorised by the bank. This account name must correspond with your name. If it is a joint application, the account name must be the same as the first-named applicant's name.	• be issued by a licensed bank in Hong Kong, and have your name certified on the back by a person authorised by the bank. The name on the back of the banker's cashier order must correspond with your name. If it is a joint application, the name on the back of the banker's cashier order must be the same as the first-named applicant's name.

4. Tear off this Application Form, fold it once and lodge your completed Application Form (with cheque or banker's cashier order attached) to one of the collection boxes at any of the following branches of the receiving bank of the Hong Kong Public Offering:

DBS Bank (Hong Kong) Limited

District	**Branch Name**	**Address**
Hong Kong Island	Head Office	G/F, The Center, 99 Queen's Road Central, Central
	North Point Branch	G/F, 391 King's Road, North Point
Kowloon	SME Centre – Mongkok	2/F, Wofoo Commercial Building, 574-576 Nathan Road, Mongkok
New Territories	Yuen Long Branch	G/F, 1-5 Tai Tong Road, Yuen Long

5. Your Application Form can be lodged at these times:

Thursday, 18 March 2021	**–**	**9:00 a.m. to 4:00 p.m.**
Friday, 19 March 2021	**–**	**9:00 a.m. to 4:00 p.m**
Saturday, 20 March 2021	**–**	**9:00 a.m. to 12:00 noon**
Monday, 22 March 2021	**–**	**9:00 a.m. to 4:00 p.m.**
Tuesday, 23 March 2021	**–**	**9:00 a.m. to 12:00 noon**

To safeguard the health and safety of its employees and customers in light of the rapidly changing novel coronavirus situation in Hong Kong, the receiving bank referred to above may adjust its branch services (including branch operation hours) from time to time. For the latest arrangement on branch services, please refer to the DBS website at https://www.dbs.com.hk/personal/default.page.

6. The latest time for lodging your application is 12:00 noon on Tuesday, 23 March 2021. The application lists will open between 11:45 a.m. and 12:00 noon on that day, subject only to the weather conditions, as described in "How to Apply for Hong Kong Offer Shares – 10. Effect of Bad Weather and/or Extreme Conditions on the Opening of the Application Lists" in the Prospectus.

The application for the Offer Shares will commence on Thursday, 18 March 2021 through Tuesday, 23 March 2021. The application monies (including brokerage fees, SFC transaction levy and Stock Exchange trading fee) will be held by the receiving bank on behalf of the Company and the refund monies, if any, will be returned to the applicant(s) without interest on Tuesday, 30 March 2021. Investors should be aware that the dealings in Shares on the Stock Exchange are expected to commence on Wednesday, 31 March 2021.

申請手續

1. 請參閱下表以了解　閣下於申請時應支付的金額。　閣下申請認購的股數必須至少為2,000股香港發售股份，並為下表所載的其中一個數目，否則恕不受理。

可供申請認購股數及應繳款項一覽表

申請認購的香港發售股份數目	申請時應繳款項（港元）	申請認購的香港發售股份數目	申請時應繳款項（港元）	申請認購的香港發售股份數目	申請時應繳款項（港元）
2,000	2,727.21	100,000	136,360.40	1,000,000	1,363,603.95
4,000	5,454.42	150,000	204,540.60	1,500,000	2,045,405.93
6,000	8,181.63	200,000	272,720.79	2,000,000	2,727,207.90
8,000	10,908.83	250,000	340,900.99	2,500,000	3,409,009.88
10,000	13,636.04	300,000	409,081.19	3,000,000	4,090,811.85
20,000	27,272.08	350,000	477,261.39	3,500,000	4,772,613.83
30,000	40,908.12	400,000	545,441.58	4,000,000	5,454,415.80
40,000	54,544.16	450,000	613,621.78	4,500,000	6,136,217.78
50,000	68,180.20	500,000	681,801.98	5,000,000	6,818,019.75
60,000	81,816.24	600,000	818,162.37	6,000,000	8,181,623.70
70,000	95,452.28	700,000	954,522.77	6,250,000*	8,522,524.69
80,000	109,088.32	800,000	1,090,883.16		
90,000	122,724.36	900,000	1,227,243.56		

*　閣下可申請認購的香港發售股份最高數目。

2. 請以英文**正楷**填妥及簽署表格。僅接納親筆簽名(不得以個人印章代替)。

3. 閣下須將支票或銀行本票釘於表格上。每份香港發售股份申請必須附上一張獨立開出的支票或一張獨立開出的銀行本票。倘支票或銀行本票未符合以下所有規定，　閣下的認購申請將不獲接納：

<table>
<tr><th>支票必須：</th><th>銀行本票必須：</th></tr>
<tr><td colspan="2">• 為港元；
• 不得為期票；
• 註明抬頭人為「鼎康代理人有限公司－美佳音控股有限公司公開發售」；
• 劃線註明「只准入抬頭人賬戶」；</td></tr>
<tr><td>• 從　閣下在香港的港元銀行賬戶中開出；及
• 顯示　閣下的賬戶名稱，而該賬戶名稱必須已預印在支票上，或由有關銀行授權的人士在支票背書。此賬戶名稱必須與　閣下姓名／名稱相同。如屬聯名申請，賬戶名稱必須與排名首位申請人的姓名／名稱相同。</td><td>• 由香港持牌銀行開出，並由有關銀行授權的人士在銀行本票背面簽署核證　閣下姓名／名稱。銀行本票背面所示姓名／名稱必須與　閣下姓名／名稱相同。如屬聯名申請，銀行本票背面所示姓名／名稱必須與排名首位申請人的姓名／名稱相同。</td></tr>
</table>

4. 撕下本申請表格，對摺一次，並將填妥的申請表格（連同支票或銀行本票）投入香港公開發售收款銀行下列任何一間分行的收集箱：

星展銀行（香港）有限公司

地區	分行名稱	地址
香港島	總行	中環皇后大道中99號中環中心地下
	北角分行	北角英皇道391號地下
九龍	中小企業銀行－旺角	旺角彌敦道574-576號和富商業大廈2樓
新界	元朗分行	元朗大棠道1-5號地下

5. 閣下可於下列時間遞交申請表格：

2021年3月18日（星期四）　－　上午9時正至下午4時正
2021年3月19日（星期五）　－　上午9時正至下午4時正
2021年3月20日（星期六）　－　上午9時正至中午12時正
2021年3月22日（星期一）　－　上午9時正至下午4時正
2021年3月23日（星期二）　－　上午9時正至中午12時正

基於香港新型冠狀病毒狀況變化迅速，上述收款銀行為保障僱員及客戶健康及安全，可能不時調整分行服務（包括分行營業時間）。有關分行服務的最新安排，請瀏覽星展銀行網站https://www.dbs.com.hk/personal/default.page。

6. 截止遞交申請的時間為2021年3月23日（星期二）中午十二時正。本公司將於當日上午十一時四十五分至中午十二時正期間開始辦理申請登記，僅受限於當日天氣狀況（詳見招股章程「如何申請香港發售股份－10.惡劣天氣及╱或極端情況對開始辦理申請登記的影響」）。

發售股份申請將於2021年3月18日（星期四）開始，直至2021年3月23日（星期二）止。申請股款（包括經紀佣金、證監會交易徵費及聯交所交易費）將由收款銀行代本公司持有，退款（如有）將於2021年3月30日（星期二）不計利息退還予申請人。投資者務請留意，預期股份將於2021年3月31日（星期三）開始在聯交所買賣。

MEGAIN technology

MEGAIN Holding (Cayman) Co., Ltd.
美佳音控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Conditions of your application

A. Who can apply

1. You and any person(s) for whose benefit you are applying must be 18 years of age or older and must have a Hong Kong address.
2. If you are a firm, the application must be in the individual members' names.
3. The number of joint applicants may not exceed 4.
4. If you are a body corporate, the application must be signed by a duly authorised officer, who must state his representative capacity, and stamped with your corporation's chop.
5. You must be outside the United States and not be a United States Person (as defined in Regulation S under the U.S. Securities Act).
6. Unless permitted by the Listing Rules, you cannot apply for any Hong Kong Offer Shares if you:
   - are an existing beneficial owner of Shares in the Company and/or any of its subsidiaries;
   - are a Director or chief executive officer of the Company and/or any of its subsidiaries;
   - are a connected person of the Company or will become a connected person of the Company immediately upon completion of the Global Offering;
   - are an associate of any of the above; or
   - have been allocated or have applied for any International Offer Shares or otherwise participated in the International Offering.

B. If you are a nominee

You, as a nominee, may make more than one application for the Hong Kong Offer Shares by: (i) giving **electronic application instructions** to HKSCC via Central Clearing and Settlement System ("**CCASS**") (if you are a CCASS Participant); or (ii) using a **WHITE** or **YELLOW** Application Form, and lodge more than one application in your own name on behalf of different beneficial owners.

C. Effect of completing and submitting this Application Form

By completing and submitting this Application Form, you (and if you are joint applicants, each of you jointly and severally) for yourself or as an agent or a nominee on behalf of each person for whom you act:

- undertake to execute all relevant documents and instruct and authorise the Company and/or the Sole Global Coordinator (or its agents or nominees), as agents of the Company, to execute any documents for you and to do on your behalf all things necessary to register any Hong Kong Offer Shares allocated to you in your name as required by the Articles of Association;
- agree to comply with the Companies Ordinance, the Companies (Winding Up and Miscellaneous Provisions) Ordinance, the Companies Act and the Articles of Association;
- confirm that you have read the terms and conditions and application procedures set out in the Prospectus and in this Application Form and agree to be bound by them;
- confirm that you have received and read the Prospectus and have only relied on the information and representations contained in the Prospectus in making your application and will not rely on any other information or representations except those in any supplement to the Prospectus;
- confirm that you are aware of the restrictions on the Global Offering in the Prospectus;
- agree that none of the Company, the Sole Sponsor, the Sole Global Coordinator, the Joint Bookrunners, the Joint Lead Managers, the Underwriters, their respective directors, officers, employees, partners, agents, advisers and any other parties involved in the Global Offering is or will be liable for any information and representations not in the Prospectus (and any supplement to it);
- undertake and confirm that you or the person(s) for whose benefit you have made the application have not applied for or taken up, or indicated an interest for, and will not apply for or take up, or indicate an interest for, any Offer Shares under the International Offering nor participated in the International Offering;
- agree to disclose to the Company, the Hong Kong Branch Share Registrar, the receiving bank, the Sole Sponsor, the Sole Global Coordinator, the Joint Bookrunners, the Joint Lead Managers, the Underwriters and/or their respective advisers and agents any personal data which they may require about you and the person(s) for whose benefit you have made the application;
- if the laws of any place outside Hong Kong apply to your application, agree and warrant that you have complied with all such laws and none of the Company, the Sole Sponsor, the Sole Global Coordinator, the Joint Bookrunners, the Joint Lead Managers, the Underwriters nor any of their respective officers or advisers will breach any law outside Hong Kong as a result of the acceptance of your offer to purchase, or any action arising from your rights and obligations under the terms and conditions contained in the Prospectus and this Application Form;
- agree that once your application has been accepted, you may not rescind it because of an innocent misrepresentation;
- agree that your application will be governed by the laws of Hong Kong;
- represent, warrant and undertake that (i) you understand that the Hong Kong Offer Shares have not been and will not be registered under the U.S. Securities Act; and (ii) you and any person for whose benefit you are applying for the Hong Kong Offer Shares are outside the United States (as defined in Regulation S) or are a person described in paragraph (h) (3) of Rule 902 of Regulation S;
- warrant that the information you have provided is true and accurate;
- agree to accept the Hong Kong Offer Shares applied for, or any lesser number allocated to you under the application;
- authorise the Company to place your name(s) on the Company's register of members as the holder(s) of any Hong Kong Offer Shares allocated to you, and the Company and/or its agents to send any Share certificate(s) and/or any e-Auto Refund payment instructions and/or any refund cheque(s) to you or the first-named applicant for joint application by ordinary post at your own risk to the address stated on the application, unless you are eligible to collect the Share certificate(s) and/or refund cheque(s) in person;
- declare and represent that this is the only application made and the only application intended by you to be made to benefit you or the person for whose benefit you are applying;
- understand that the Company and the Sole Global Coordinator will rely on your declarations and representations in deciding whether or not to make any allotment of any of the Hong Kong Offer Shares to you and that you may be prosecuted for making a false declaration;

- (if the application is made for your own benefit) warrant that no other application has been or will be made for your benefit on a **WHITE** or **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC or to the **HK eIPO White Form** Service Provider by you or by any one as your agent or by any other person; and
- (if you are making the application as an agent for the benefit of another person) warrant that (i) no other application has been or will be made by you as an agent for or for the benefit of that person or by that person or by any other person as agent for that person on a **WHITE** or **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC or to the **HK eIPO White Form** Service Provider and (ii) you have due authority to sign the Application Form or give **electronic application instructions** on behalf of that other person as their agent.

D. Power of attorney

If your application is made through an authorised attorney, the Company and the Sole Global Coordinator may accept or reject your application at their discretion, and on any conditions they think fit, including evidence of the attorney's authority.

Determination of Offer Price and Allocation of Hong Kong Offer Shares

The Offer Price is expected to be fixed on or around Tuesday, 23 March 2021. Applicants are required to pay the maximum Offer Price of HK$1.35 for each Hong Kong Offer Share together with brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%. If the Offer Price is not agreed between the Company and the Sole Global Coordinator (for itself and on behalf of the Underwriters) on or before Wednesday, 24 March 2021, the Global Offering will not proceed and will lapse.

Applications for Hong Kong Offer Shares will not be processed and no allotment of any Hong Kong Offer Shares will be made until the application lists close.

If the Company decides to reduce the Offer Price by making a Downward Offer Price Adjustment (a reduction of up to 10% below the bottom end of the indicative Offer Price range), the Company will separately announce the final Offer Price no later than Friday, 26 March 2021 on the Stock Exchange's is website at **www.hkexnews.hk** and the Company's website at **www.megaincayman.com**.

Irrespective of whether a Downward Offer Price Adjustment is made, the Company expects to announce the final Offer Price, the indication of the levels of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation under the Hong Kong Public Offering on Tuesday, 30 March 2021 on the Stock Exchange's website at **www.hkexnews.hk** and the Company's website at **www.megaincayman.com**. Results of allocations in Hong Kong Public Offering and the Hong Kong Identity Card/passport/ Hong Kong business registration numbers of successful applicants (where applicable) will be available on the above websites.

The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to reallocation as described in "Structure of the Global Offering" in the Prospectus. In particular, if (i) the International Offering is not fully subscribed and the Hong Kong Public Offering is fully subscribed or oversubscribed; or (ii) the International Offering is fully subscribed or oversubscribed and the Hong Kong Public Offering is fully subscribed or oversubscribed with the number of Offer Shares validly applied for in the Hong Kong Public Offering representing less than 15 times of the number of Offer Shares initially available for subscription under the Hong Kong Public Offering, the Sole Global Coordinator has the authority to re-allocate the Offer Shares originally included in the International Offering to the Hong Kong Public Offering in such number as it deems appropriate, provided that, in accordance with guidance letter HKEX-GL91-18 issued by the Stock Exchange, (i) the number of International Offer Shares re-allocated to the Hong Kong Public Offering should not exceed 12,500,000 Shares, representing 10% of the Offer Shares initially available under the Global Offering, increasing the total number of Offer Shares available under the Hong Kong Public Offering to 25,000,000 Shares, representing 20% of the Offer Shares initially available under the Global Offering; and (ii) the final Offer Price should be fixed at the bottom end of the indicative Offer Price range (i.e. HK$1.15 per Offer Share) stated in the Prospectus or (if a Downward Offer Price Adjustment is made) the final Offer Price after making a Downward Offer Price Adjustment.

If your application for Hong Kong Offer Shares is successful (in whole or in part)

If you apply for 1,000,000 or more Hong Kong Offer Shares, you may collect your refund cheque(s) and/or Share certificate(s) in person from: Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong from 9:00 a.m to 1:00 p.m. on Tuesday, 30 March 2021 or such other date as notified by the Company on the Stock Exchange's website at **www.hkexnews.hk** and the Company's website at **www.megaincayman.com**.

If you are an individual who is eligible for personal collection, you must not authorise any other person to collect for you. If you are a corporate applicant which is eligible for personal collection, your authorised representative must bear a letter of authorisation from your corporation stamped with your corporation's chop. Both individuals and authorised representatives must produce, at the time of collection, evidence of identity acceptable to the Hong Kong Branch Share Registrar.

If you do not collect your refund cheque(s) and/or Share certificate(s) personally within the time period specified for collection, they will be despatched promptly to the address specified on this Application Form by ordinary post at your own risk.

If you apply for less than 1,000,000 Hong Kong Offer Shares, your refund cheque(s) and/or Share certificate(s) will be sent to the address on the relevant Application Form on Tuesday, 30 March 2021, by ordinary post and at your own risk.

Refund of your money

If you do not receive any Hong Kong Offer Shares or if your application is accepted only in part, the Company will refund to you your application monies or the appropriate portion thereof (including the related brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%) without interest. If the Offer Price as finally determined is less than the maximum Offer Price, the Company will refund to you the surplus application monies (including the related brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%) without interest.

The refund procedures are stated in "How to Apply for Hong Kong Offer Shares – 14. Despatch/Collection of Share Certificates and Refund Monies" in the Prospectus.

Application by HKSCC Nominees Limited ("HKSCC Nominees")

Where this Application Form is signed by HKSCC Nominees on behalf of persons who have given **electronic application instructions** to apply for the Hong Kong Offer Shares, the provisions of this Application Form which are inconsistent with those set out in the Prospectus shall not apply and provisions in the Prospectus shall prevail.

Without limiting the generality of this paragraph, the following sections of this Application Form are inapplicable where this form is signed by HKSCC Nominees:

- "Applicants' declaration" on the first page;
- "Warning" on the first page;
- "If you are a nominee";
- All representations and warranties under "Conditions of your application – C. Effect of completing and submitting this Application Form", except the first one regarding registration of Hong Kong Offer Shares in the applicant's name and the signing of documents to enable the applicant to be registered as the holder of the Hong Kong Offer Shares;
- "Conditions of your application – If your application for the Hong Kong Offer Shares is successful (in whole or in part)"; and
- "Conditions of your application – Refund of your money".

The following sections in "How to Apply for Hong Kong Offer Shares" in the Prospectus are inapplicable where this form is signed by HKSCC Nominees:

- "8. How Many Applications Can You Make"; and
- "12. Circumstances in which You Will not Be Allotted Hong Kong Offer Shares".

* *For identification purpose only*

MEGAIN Holding (Cayman) Co., Ltd.
美佳音控股有限公司*
（於開曼群島註冊成立的有限公司）

全球發售

申請條件

甲. 可提出申請的人士

1. 閣下及　閣下為其利益提出申請的任何人士必須年滿18歲並必須有香港地址。
2. 如　閣下為商號，申請必須以個別成員名義提出。
3. 聯名申請人不得超過4名。
4. 如　閣下為法人團體，申請必須經獲正式授權人員簽署，並須註明其所屬代表身份及蓋上　閣下公司印鑑。
5. 閣下必須身處美國境外且並非美國人士（定義見美國證券法S規例）。
6. 除上市規則批准外，下列人士概不得申請認購任何香港發售股份：
   - 本公司及／或其任何附屬公司股份的現有實益擁有人；
   - 本公司及／或其任何附屬公司的董事或行政總裁；
   - 本公司關連人士或緊隨全球發售完成後成為本公司關連人士的人士；
   - 上述任何人士的聯繫人；或
   - 已獲分配或已申請認購任何國際發售股份或以其他方式參與國際發售的人士。

乙. 如　閣下為代名人

閣下作為代名人可提交超過一份香港發售股份申請，方法是：(i)透過中央結算及交收系統（「**中央結算系統**」）向香港結算發出**電子認購指示**（如　閣下為中央結算系統參與者）；或(ii)使用**白色**或**黃色**申請表格，以自身名義代表不同的實益擁有人提交超過一份申請。

丙. 填交本申請表格的效用

閣下填妥並遞交本申請表格，即表示　閣下（如屬聯名申請人，即各人共同及個別）代表　閣下本身，或作為　閣下代其行事的每位人士的代理或代名人：

- 承諾簽立所有相關文件，並指示及授權本公司及／或獨家全球協調人（或其代理或代名人）（作為本公司代理），代表　閣下簽立任何文件及代表　閣下採取一切必要行動，以按照組織章程細則規定將　閣下獲分配的任何香港發售股份以　閣下名義登記；
- 同意遵守公司條例、公司（清盤及雜項條文）條例、公司法及組織章程細則；
- 確認　閣下已細閱招股章程及本申請表格所載的條款及條件以及申請程序，並同意受其約束；
- 確認　閣下已接獲及細閱招股章程，提出申請時也僅依據招股章程載列的資料及陳述，而除招股章程任何補充文件外，不會依賴任何其他資料或陳述；
- 確認　閣下知悉招股章程內有關全球發售的限制；
- 同意本公司、獨家保薦人、獨家全球協調人、聯席賬簿管理人、聯席牽頭經辦人、包銷商、彼等各自的董事、高級職員、僱員、合夥人、代理、顧問及參與全球發售的任何其他人士現時及日後均毋須對並非載於招股章程（及其任何補充文件）的任何資料及陳述負責；
- 承諾及確認　閣下或　閣下為其利益提出申請的人士並無申請或接納或表示有意認購（亦不會申請或接納或表示有意認購）任何國際發售項下的發售股份，亦無參與國際發售；
- 同意向本公司、香港股份過戶登記分處、收款銀行、獨家保薦人、獨家全球協調人、聯席賬簿管理人、聯席牽頭經辦人、包銷商及／或彼等各自的顧問及代理披露其所要求提供有關　閣下及　閣下為其利益提出申請的人士的任何個人資料；
- 如香港境外任何地方的法例適用於　閣下的申請，則同意及保證　閣下已遵守所有有關法例，且本公司、獨家保薦人、獨家全球協調人、聯席賬簿管理人、聯席牽頭經辦人、包銷商以及彼等各自的高級職員或顧問概不會因接納　閣下的購買要約，或　閣下在招股章程及本申請表格所載的條款及條件項下的權利及責任所引致的任何訴訟，而違反香港境外的任何法例；
- 同意　閣下的申請一經接納，即不得因無意的失實陳述而撤銷；
- 同意　閣下的申請受香港法例規管；
- 聲明、保證及承諾：(i)　閣下明白香港發售股份不曾亦不會根據美國證券法登記；及(ii)　閣下及　閣下為其利益申請香港發售股份的任何人士均身處美國境外（定義見S規例），或屬S規例第902條第(h)(3)段所述的人士；
- 保證　閣下提供的資料真實及準確；
- 同意接納所申請數目或根據申請分配予　閣下但數目較少的香港發售股份；
- 授權本公司將　閣下的姓名／名稱列入本公司股東名冊，作為　閣下獲分配的任何香港發售股份的持有人，並授權本公司及／或其代理以普通郵遞方式按申請所示地址向　閣下或聯名申請的首名申請人發送任何股票及／或任何電子自動退款指示及／或任何退款支票，郵誤風險由　閣下自行承擔，除非　閣下合資格親身領取股票及／或退款支票；
- 聲明及表示此乃　閣下為本身或　閣下為其利益提出申請的人士提出及擬提出的唯一申請；
- 明白本公司及獨家全球協調人將依據　閣下的聲明及陳述而決定是否向　閣下配發任何香港發售股份，　閣下如作出虛假聲明，可能會被檢控；

- （如本申請為　閣下本身的利益提出）保證　閣下或作為　閣下代理的任何人士或任何其他人士不曾亦不會為　閣下的利益以**白色**或**黃色**申請表格或向香港結算或**網上白表**服務供應商發出**電子認購指示**而提出其他申請；及
- （如　閣下作為代理為另一名人士的利益提出申請）保證(i)　閣下（作為代理或為該人士利益）或該人士或任何其他作為該人士代理的人士不曾亦不會以**白色**或**黃色**申請表格或向香港結算或**網上白表**服務供應商發出**電子認購指示**而提出其他申請；及(ii)　閣下獲正式授權作為該人士的代理代為簽署申請表格或發出**電子認購指示**。

丁. 授權書

如　閣下透過授權人士提出申請，本公司及獨家全球協調人可按其認為合適的任何條件（包括出示獲授權證明）酌情接納或拒絕　閣下的申請。

釐定發售價及香港發售股份的分配

預期發售價於2021年3月23日（星期二）或前後釐定。申請人須繳付每股香港發售股份1.35港元的最高發售價，另加1%經紀佣金、0.0027%證監會交易徵費及0.005%聯交所交易費。倘若本公司與獨家全球協調人（為其本身及代表包銷商）並無於2021年3月24日（星期三）或之前協定發售價，全球發售將不會進行並將告失效。

截止登記認購申請前，概不處理香港發售股份的申請及配發任何香港發售股份。

倘本公司決定通過進行下調發售價（下調幅度最多為低於指示性發售價範圍下限的10%）以降低發售價，本公司將不遲於2021年3月26日（星期五）在聯交所網站**www.hkexnews.hk**及本公司網站**www.megaincayman.com**另行公佈最終發售價。

不管是否作出下調發售價，本公司預期於2021年3月30日（星期二）在聯交所網站**www.hkexnews.hk**及本公司網站**www.megaincayman.com**公佈最終發售價、國際發售踴躍程度、香港公開發售認購水平及香港公開發售分配基準。香港公開發售的分配結果以及成功申請人的香港身份證／護照／香港商業登記號碼（按適用者）亦同於上述網站公佈。

在香港公開發售與國際發售之間作出的發售股份分配將可根據招股章程「全球發售的架構」所詳述者予以調整。特別是，倘(i)國際發售未獲全數認購且香港公開發售已獲全數認購或超額認購；或(ii)國際發售已獲全數認購或超額認購，且香港公開發售已獲全數認購或超額認購，而香港公開發售中有效申請的發售股份數目相當於香港公開發售下初步可供認購的發售股份數目的15倍以下，則獨家全球協調人有權按其認為適當的數目將原屬國際發售的發售股份重新分配至香港公開發售，惟根據聯交所發出的指引信HKEX-GL91-18，(i)重新分配至香港公開發售的國際發售股份數目不應超過12,500,000股股份，相當於全球發售下初步可供認購發售股份的10%，使於香港公開發售下可供認購的發售股份總數增加至25,000,000股股份，相當於全球發售下初步可供認購發售股份的20%；及(ii)最終發售價應定於招股章程所述的指示性發售價範圍的下限（即每股發售股份1.15港元），或（倘進行下調發售價）經下調發售價後的最終發售價。

如　閣下成功申請認購香港發售股份（全部或部分）

如　閣下申請認購1,000,000股或以上香港發售股份，　閣下可於2021年3月30日（星期二）或本公司在聯交所網站**www.hkexnews.hk**及本公司網站**www.megaincayman.com**公佈的其他日期上午九時正至下午一時正，親身前往卓佳證券登記有限公司（地址為香港皇后大道東183號合和中心54樓）領取退款支票及／或股票。

如　閣下為個人申請人並合資格親身領取，　閣下不得授權任何其他人士代領。如　閣下為公司申請人並合資格派人領取，　閣下的授權代表必須攜同蓋上　閣下公司印鑑的公司授權書領取。個人申請人及授權代表領取時均必須出示香港股份過戶登記分處接納的身份證明文件。

如　閣下並無在指定領取時間內親身領取退款支票及／或股票，有關支票／股票將會以普通郵遞方式立刻寄往本申請表格所示地址，郵誤風險由　閣下自行承擔。

如　閣下申請認購1,000,000股以下香港發售股份，　閣下的退款支票及／或股票將於2021年3月30日（星期二）以普通郵遞方式寄往相關申請表格所示地址，郵誤風險由　閣下自行承擔。

退回款項

如　閣下未獲分配任何香港發售股份或申請僅獲部分接納，本公司將不計利息退回　閣下的申請股款或其適當部份（包括相關的1%經紀佣金、0.0027%證監會交易徵費及0.005%聯交所交易費）。如最終釐定的發售價低於最高發售價，本公司將不計利息退回多繳申請股款（包括相關的1%經紀佣金、0.0027%證監會交易徵費及0.005%聯交所交易費）。

有關退款程序載於招股章程「如何申請香港發售股份－14.發送／領取股票及退款」。

香港中央結算（代理人）有限公司（「香港結算代理人」）提出的申請

如本申請表格由香港結算代理人代表發出**電子認購指示**申請香港發售股份的人士簽署，本申請表格與招股章程不符的條文將不適用，且以招股章程的條文為準。

在不限制此段一般應用的前提下，本申請表格的以下部分在香港結算代理人作本表格簽署人的情況下並不適用：

- 第一頁的「申請人聲明」；
- 第一頁的「警告」；
- 「如　閣下為代名人」；
- 「申請條件－丙.填交本申請表格的效用」項下的所有陳述及保證，惟首項有關以申請人名義登記香港發售股份及簽署使申請人登記成為香港發售股份持有人的文件除外；
- 「申請條件－如　閣下成功申請認購香港發售股份（全部或部分）」；及
- 「申請條件－退回款項」。

招股章程「如何申請香港發售股份」的以下部分在香港結算代理人作本表格簽署人的情況下並不適用：

- 「8.　閣下可遞交的申請數目」；及
- 「12 .導致　閣下不獲配發香港發售股份的情況」。

* *僅供識別*

Personal Data

Personal Information Collection Statement

This Personal Information Collection Statement informs the applicant for, and holder of, the Hong Kong Offer Shares, of the policies and practices of the Company and its Hong Kong Branch Share Registrar in relation to personal data and the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) (the "**Ordinance**").

1. Reasons for the collection of your personal data

It is necessary for applicants and registered holders of securities to supply correct personal data to the Company or its agents and the Hong Kong Branch Share Registrar when applying for securities or transferring securities into or out of their names or in procuring the services of the Hong Kong Branch Share Registrar.

Failure to supply the requested data may result in your application for securities being rejected, or in delay or the inability of the Company or its Hong Kong Branch Share Registrar to effect transfers or otherwise render their services. It may also prevent or delay registration or transfers of the Hong Kong Offer Shares which you have successfully applied for and/or the despatch of Share certificate(s) and/or refund cheque(s) and/or e-Auto Refund payment instruction(s) to which you are entitled.

It is important that securities holders inform the Company and the Hong Kong Branch Share Registrar immediately of any inaccuracies in the personal data supplied.

2. Purposes

The personal data of the securities holders may be used, held, processed, and/or stored (by whatever means) for the following purposes:

- processing your application and refund cheque and e-Auto Refund payment instruction(s), where applicable, verification of compliance with the terms and application procedures set out in this Application Form and the Prospectus and announcing results of allocation of the Hong Kong Offer Shares;
- compliance with applicable laws and regulations in Hong Kong and elsewhere;
- registering new issues or transfers into or out of the names of securities' holders including, where applicable, HKSCC Nominees;
- maintaining or updating the register of securities' holders of the Company;
- verifying securities holders' identities;
- establishing benefit entitlements of securities' holders of the Company, such as dividends, rights issues, bonus issues, etc.;
- distributing communications from the Company and its subsidiaries;
- compiling statistical information and securities' holder profiles;
- disclosing relevant information to facilitate claims on entitlements; and
- any other incidental or associated purposes relating to the above and/or to enable the Company and the Hong Kong Branch Share Registrar to discharge their obligations to securities' holders and/or regulators and/or any other purposes to which the securities' holders may from time to time agree.

3. Transfer of personal data

Personal data held by the Company and its Hong Kong Branch Share Registrar relating to the securities holders will be kept confidential but the Company and its Hong Kong Branch Share Registrar may, to the extent necessary for achieving any of the above purposes, disclose, obtain or transfer (whether within or outside Hong Kong) the personal data to, from or with any of the following:

- the Company's appointed agents such as financial advisers, receiving bank and overseas principal share registrar;
- where applicants for securities request a deposit into CCASS, HKSCC or HKSCC Nominees, who will use the personal data for the purposes of operating CCASS;
- any agents, contractors or third-party service providers who offer administrative, telecommunications, computer, payment or other services to the Company or the Hong Kong Branch Share Registrar in connection with their respective business operation;
- the Stock Exchange, the SFC and any other statutory, regulatory or governmental bodies or otherwise as required by laws, rules or regulations; and
- any persons or institutions with which the securities' holders have or propose to have dealings, such as their bankers, solicitors, accountants or stockbrokers etc.

4. Retention of personal data

The Company and its Hong Kong Branch Share Registrar will keep the personal data of the applicants and holders of securities 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 to and correction of personal data

Securities holders have the right to ascertain whether the Company or the Hong Kong Branch Share Registrar hold their personal data, to obtain a copy of that data, and to correct any data that is inaccurate. The Company and the Hong Kong Branch Share Registrar have the right to charge a reasonable fee for the processing of such requests.

All requests for access to data or correction of data should be addressed to the Company, at its registered address disclosed in "Corporate Information" in the Prospectus or as notified from time to time, for the attention of the company secretary, or the Company's Hong Kong Branch Share Registrar for the attention of the privacy compliance officer.

By signing this Application Form or by giving electronic application instructions to HKSCC, you agree to all of the above.

個人資料

個人資料收集聲明

此項個人資料收集聲明是向香港發售股份的申請人及持有人説明本公司及其香港股份過戶登記分處有關個人資料及香港法例第486章個人資料(私隱)條例(「**條例**」)方面的政策及慣例。

1. 收集　閣下個人資料的原因

證券申請人及登記持有人以本身名義申請證券或轉讓或受讓證券時或尋求香港股份過戶登記分處的服務時，必須向本公司或其代理及香港股份過戶登記分處提供準確個人資料。

未能提供所要求的資料可能導致　閣下申請證券被拒或延遲，或本公司或其香港股份過戶登記分處無法執行轉讓或另行提供服務。這也可能妨礙或延遲登記或轉讓　閣下成功申請的香港發售股份及／或寄發閣下應得的股票及／或退款支票及／或電子自動退款指示。

證券持有人所提供的個人資料如有任何錯誤，須立即通知本公司及香港股份過戶登記分處。

2. 目的

證券持有人的個人資料可(以任何方式)被採用、持有、處理及／或保存，以作下列用途：

- 處理　閣下的申請及退款支票及電子自動退款指示(按適用者)、核實是否符合本申請表格及招股章程載列的條款及申請程序以及公佈香港發售股份的分配結果；
- 遵守香港及其他地區的適用法律及法規；
- 以證券持有人(包括香港結算代理人(按適用者))的名義登記新發行或轉讓或受讓證券；
- 存置或更新本公司證券持有人的名冊；
- 核實證券持有人的身份；
- 確立本公司證券持有人的受益權利，例如股息、供股及紅股等；
- 分發本公司及其附屬公司的通訊；
- 編製統計數據及證券持有人資料；
- 披露有關資料以便提出權益索償；及
- 與上述有關的任何其他附帶或相關目的及／或使本公司及香港股份過戶登記分處能履行對證券持有人及／或監管機構承擔的責任及／或證券持有人不時同意的任何其他目的。

3. 轉交個人資料

本公司及其香港股份過戶登記分處所持有關證券持有人的個人資料將會保密，但本公司及其香港股份過戶登記分處可以在為達到上述任何目的之必要情況下，向下列任何人士披露、獲取或轉交(無論在香港境內或境外)有關個人資料：

- 本公司委任的代理，例如財務顧問、收款銀行及主要海外股份過戶登記處；
- (如證券申請人要求將證券存於中央結算系統)香港結算或香港結算代理人，彼等將會就中央結算系統的運作使用有關個人資料；
- 向本公司或香港股份過戶登記分處提供與其各自業務營運有關的行政、電訊、電腦、付款或其他服務的任何代理、承包商或第三方服務供應商；
- 聯交所、證監會及任何其他法定、監管或政府部門或遵照其他法例、規則或法規；及
- 證券持有人與其進行或擬進行交易的任何人士或機構，例如彼等的往來銀行、律師、會計師或股票經紀等。

4. 個人資料的保留

本公司及其香港股份過戶登記分處將按收集個人資料所需的用途保留證券申請人及持有人的個人資料。無需保留的個人資料將會根據條例銷毀或處理。

5. 查閱及更正個人資料

證券持有人有權確定本公司或香港股份過戶登記分處是否持有其個人資料，並有權索取該等資料的副本並更正任何不準確資料。本公司及香港股份過戶登記分處有權就處理有關要求收取合理費用。

所有查閱資料或更正資料的要求應按招股章程「公司資料」所披露或不時通知的本公司註冊地址送交公司秘書，或向本公司的香港股份過戶登記分處的私隱事務主任提出。

閣下簽署本申請表格或向香港結算發出電子認購指示，即表示同意上述各項。

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