

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 (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 WEDNESDAY, 23 FEBRUARY 2022.

本申請表格(「申請表格」)具有價值,但不可轉讓,並僅供下文列名之合資格股東使用。二零二二年二月二十三日(星期三)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 STOCKBROKER OR OTHER LICENSED SECURITIES DEALER, REGISTERED INSTITUTION IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER.

閣下如對本申請表格或應採取之行動有任何疑問,應諮詢閣下之股票經紀或其他持牌證券交易商、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 National United Resources Holdings Limited dated 9 February 2022 (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國家聯合資源控股有限公司於二零二二年二月九日刊發之發售章程(「發售章程」)所界定者具有相同涵義。

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and Hong Kong Securities Clearing Company Limited (“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、香港聯合交易所有限公司(「聯交所」)及香港中央結算有限公司(「香港結算」)對本申請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,概不就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之任何損失承擔任何責任。

Dealings in the Consolidated Shares and the Offer Shares may be settled through CCASS and you should consult your stockbroker or other licensed securities dealer, registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser for details of the settlement arrangements and how such arrangements may affect your rights and interests.

合併股份及發售股份之買賣可以透過中央結算系統進行交收,閣下應就該等交收安排之詳情及該等安排可能對閣下之權利及權益所構成之影響諮詢閣下之股票經紀或其他持牌證券交易商、註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。

A copy of each of the Prospectus Documents, together with the documents mentioned in the paragraph headed “Documents delivered to the Registrar of Companies in Hong Kong” in Appendix III to the Prospectus, have been registered with the Registrar of Companies in Hong Kong as required by section 38D of the Companies (Winding Up and Miscellaneous Provisions) Ordinance. The Securities and Futures Commission of Hong Kong and the Registrar of Companies in Hong Kong take no responsibility as to the contents of any of these documents.

各份章程文件連同發售章程附錄三「送呈香港公司註冊處處長之文件」一段所述之文件已按照公司(清盤及雜項條文)條例第38D條之規定送呈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及香港公司註冊處處長對任何該等文件之內容概不負責。

Subject to the granting of the listing of, and permission to deal in, the Offer Shares on the Stock Exchange as well as compliance with the stock admission requirements of HKSCC, 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.

待發售股份獲准在聯交所上市及買賣,以及遵守香港結算之證券收納規定後,發售股份將獲香港結算接納為合資格證券,可由發售股份開始在聯交所買賣之日或香港結算釐定之其他日期起,於中央結算系統寄存、結算及交收。聯交所參與者之間於任何交易日進行之交易必須於其後第二個交易日在中央結算系統進行交收。在中央結算系統進行之一切活動均須依據不時生效之中央結算系統一般規則及中央結算系統運作程序規則進行。

Application Form Number

申請表格編號

Share registrar
and transfer office:
股份過戶登記處:

Tricor Abacus Limited
Level 54, Hopewell Centre,
183 Queen's Road East,
Hong Kong

卓佳雅柏勤有限公司
香港
皇后大道東183號
合和中心54樓



Registered office:
註冊辦事處:

Suites 1106-08, 11th Floor
The Chinese Bank Building
61-65 Des Voeux Road Central
Hong Kong

香港
德輔道中61-65號
華人銀行大廈
11樓1106-08室

NATIONAL UNITED RESOURCES HOLDINGS LIMITED

國家聯合資源控股有限公司

(Incorporated in Hong Kong with limited liability)

(於香港註冊成立之有限公司)

(Stock Code: 254)

(股份代號: 254)

OPEN OFFER OF 641,177,050 OFFER SHARES

ON THE BASIS OF ONE (1) OFFER SHARE FOR EVERY ONE (1) CONSOLIDATED SHARE IN ISSUE HELD
ON THE RECORD DATE AT THE SUBSCRIPTION PRICE OF HK\$0.11 PER OFFER SHARE

按每股發售股份0.11港元之認購價公開發售641,177,050股發售股份
基準為於記錄日期每持有一(1)股已發行合併股份獲發一(1)股發售股份

PAYABLE IN FULL ON APPLICATION BY NO LATER THAN

4:00 P.M. ON WEDNESDAY, 23 FEBRUARY 2022

股款最遲須於二零二二年二月二十三日(星期三)下午四時正前提交申請時繳足

APPLICATION FORM

申請表格

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

Number of Consolidated Shares registered in your name
on the Record Date of Tuesday, 8 February 2022

於記錄日期二零二二年二月八日(星期二)以閣下
名義登記之合併股份數目

Box A
甲欄

Number of Offer Shares in your assured allotment
閣下獲保證配發之發售股份數目

Box B
乙欄

Amount payable on your assured allotment when
applied in full
閣下申請全數保證配額時應繳款項

Box C
丙欄

HK\$
港元

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\$0.11).

請於丁欄填妥所申請認購之發售股份數目及隨附之股款金額(以申請認購
之發售股份數目乘以0.11港元計算)。

Box D
丁欄

Number of Offer Shares applied for
申請認購之發售股份數目

Remittance enclosed
隨附股款
HK\$
港元



NATIONAL UNITED RESOURCES HOLDINGS LIMITED

國家聯合資源控股有限公司

(Incorporated in Hong Kong with limited liability)

(於香港註冊成立之有限公司)

(Stock Code: 254)

(股份代號：254)

To: National United Resources Holdings Limited
致：國家聯合資源控股有限公司

Dear Sirs,
I/We, being the registered holder(s) of the Consolidated 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\$0.11 per Offer Share specified in Box B (or, if and only if Box D is completed, in Box D). I/We hereby apply such Offer Shares on the terms and conditions of the Prospectus dated 9 February 2022 and subject to the articles of association of the Company. I/We hereby authorise the Company to place my/our name(s) on the register of members of the Company as the holder(s) of such Offer Shares and to send the share certificate in respect thereof by ordinary post at my/our own 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／吾等為背頁所列合併股份之登記持有人，現申請乙欄（或倘已填妥丁欄，則丁欄）所列配額之發售股份數目，並附上按每股發售股份0.11港元之價格計算須於申請時繳足之全數股款**。本人／吾等謹此按照日期為二零二二年二月九日之發售章程所載之條款及條件，並在貴公司之組織章程細則限制下申請有關數目之發售股份。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，作為有關發售股份之持有人，並請貴公司將有關股票按背頁所列地址以平郵方式寄予本人／吾等，郵誤風險概由本人／吾等承擔。本人／吾等已詳閱背頁所載各項條件及申請手續，並同意全部遵守。

Please insert contact telephone no.
請填上聯絡電話號碼：

Signature(s) of Qualifying Shareholder(s)
(all joint Qualifying Shareholder(s) 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日期：_____

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

** Cheques must be drawn on an account with, or bankers' cashier's orders must be issued by, a licensed bank in Hong Kong and made payable to "TRICOR TRUST (HONG KONG) LIMITED - A/C NO. 020" and crossed "Account Payee Only" (see the section headed "PROCEDURES FOR APPLICATION" as set out overleaf).

** 支票必須以香港持牌銀行戶口開出，而銀行本票則須由香港持牌銀行發出，並以「TRICOR TRUST (HONG KONG) LIMITED - A/C NO. 020」為抬頭人及以「只准入抬頭人賬戶」方式劃線開出（詳情請參閱背頁所載之「申請手續」一節）。

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 to as mentioned in the Prospectus, such offer is made to the holders whose names were on the register of members of the Company and who were Qualifying Shareholders on the basis of an assured allotment of one (1) Offer Share for every one (1) existing Consolidated Share held on Tuesday, 8 February 2022. No excess Offer Shares will be offered to the Qualifying Shareholders and Offer Shares not taken up by the Qualifying Shareholders will first be placed out by the Placing Agent under the Unsubscribed Shares Arrangement, and any Untaken Shares will then be taken up by the Underwriter, the Sub-underwriters or subscribers procured by them. If you wish to apply for any Offer Shares, you should complete and sign this Application Form and lodge the same together with the appropriate remittance for the full amount payable in respect of the Offer Shares being accepted with the Registrar, Tricor Abacus Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong. All remittance(s) for the Offer Shares under this Application Form must be in Hong Kong dollars and made payable to "TRICOR TRUST (HONG KONG) LIMITED – A/C NO. 020" and crossed "**Account Payee Only**" and comply with the procedures set out overleaf. No application(s) of the Offer Shares can be made by any persons who were Excluded Shareholders.

閣下有權透過填寫本申請表格申請相等於或少於上文乙欄所列閣下獲保證配發之任何發售股份數目。在發售章程所述者規限下，有關要約乃向名列本公司股東名冊且屬合資格股東之股東提呈，基準為按於二零二二年二月八日（星期二）每持有一(1)股現有合併股份獲保證配發一(1)股發售股份。本公司將不會向合資格股東提呈額外發售股份，而不獲合資格股東承購之發售股份將由配售代理根據未獲認購股份安排首先配售，而任何未獲承購股份將由包銷商、分包銷商或彼等促使之認購人承購。閣下如欲申請任何發售股份，請填妥及簽署本申請表格，並將本申請表格連同申請發售股份涉及之全數應繳款項之足額股款，一併交回過戶登記處卓佳雅柏勤有限公司，地址為香港皇后大道東183號合和中心54樓。根據本申請表格認購發售股份之所有股款必須以港元支付，並以「TRICOR TRUST (HONG KONG) LIMITED – A/C NO. 020」為抬頭人及劃線註明「**只准入抬頭人賬戶**」，並須符合背頁所載手續。任何屬除外股東之人士概不得申請發售股份。



NATIONAL UNITED RESOURCES HOLDINGS LIMITED

國家聯合資源控股有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 254)

IMPORTANT NOTES

1. The Qualifying Shareholders are not entitled to apply for any Offer Shares in excess of their respective assured entitlements.
2. No fractional entitlements to the Offer Shares will arise under the Open Offer.
3. No Excluded Shareholder is permitted to apply any Offer Shares.
4. No receipt will be issued for sums received on application(s) but it is expected that share certificate(s) for the Offer Shares in respect of which the application(s) is/are made in full or in part will be despatched to the applicant(s) or, in the case of joint applicants, to the first named applicant by ordinary post on Wednesday, 9 March 2022, at their own risk, at the address stated on the Application Form.
5. Completion of the Application Form will constitute an instruction and authority by the Qualifying Shareholder(s) to the Company and/or Tricor Abacus Limited or any person nominated by it for the purpose, on behalf of the Qualifying Shareholder(s) to execute any registration of the 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 of the Qualifying Shareholder(s) of the Offer Shares being applied in accordance with the arrangements described in the Prospectus.
6. The Qualifying Shareholder(s) of the Offer Shares undertake(s) to sign all documents and to do all other acts necessary to enable them to be registered as the holder(s) of the Offer Shares which he/she/they has/have applied subject to the articles of association of the Company.
7. 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 cheque is dishonoured upon first presentation is liable to be rejected.
8. The allotments under the Open Offer on an assured basis are not transferable nor are they capable of renunciation.
9. The Company reserves the right to refuse any application of Offer Shares which does not comply with the procedures set out herein.
10. 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). If you are in any doubt as to your position, you should consult your professional advisers.

Completion and return of the Application Form by any person outside Hong Kong will constitute a warranty and representation to the Company, by such person, that all registration, legal and regulatory requirements of the relevant jurisdiction, in connection with such application have been duly complied with.

For the avoidance of doubt, neither HKSCC nor HKSCC Nominees Limited is subject to any of the warranties and representations.

PROCEDURES FOR APPLICATION

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

To apply such number of the Offer Shares which is less than your assured allotment, you must enter in Box D of the Application Form the number of the Offer Shares for which you wish to apply and the total amount payable (calculated as the number of the Offer Shares being applied multiplied by HK\$0.11). If the amount of the corresponding remittance received is less than that required for the number of the Offer Shares inserted in Box B, you will be deemed to have applied such lesser number of the Offer Shares for which full payment has been received.

If you wish to apply the exact number of the Offer Shares set out in Box B of the Application Form, the number should be inserted in Box D of the Application Form. If no number is inserted, you will be deemed to have applied the number of the Offer Shares for which full payment has been received.

The 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 Registrar, Tricor Abacus Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong by no later than 4:00 p.m. on Wednesday, 23 February 2022. 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 and made payable to "TRICOR TRUST (HONG KONG) LIMITED – A/C NO. 020" and crossed "Account Payee Only". Unless the Application Form together with the appropriate remittance shown in Box C or Box D (as the case may be) of the Application Form has been received by no later than 4:00 p.m. on Wednesday, 23 February 2022, your right to apply any of the Offer Shares and all rights in relation thereto shall be deemed to have been declined and will be cancelled.

TERMINATION OF THE UNDERWRITING AGREEMENT

The Underwriting Agreement contains provisions entitling the Underwriter, by notice in writing to the Company, to terminate its obligation thereunder at any time prior to the Latest Time for Termination, if:

- (i) in the absolute opinion of the Underwriter, the success of the Open Offer would be materially and adversely affected by:
 - (a) the introduction of any new law or regulation or any change in existing law or regulation (or the judicial interpretation thereof) or other occurrence of any nature whatsoever which may, in the reasonable opinion of the Underwriter, materially and adversely affect the business or the financial or trading position or prospects of the Group as a whole or is materially adverse in the context of the Open Offer; or
 - (b) the occurrence of any local, national or international event or change (whether or not forming part of a series of events or changes occurring or continuing before, and/or after the date thereof), of a political, military, financial, economic or other nature (whether or not ejusdem generis with any of the foregoing), or in the nature of any local, national or international outbreak or escalation of hostilities or armed conflict, or affecting local securities markets which may, in the reasonable opinion of the Underwriter, materially and adversely affect the business or the financial or trading position or prospects of the Group as a whole or materially and adversely prejudice the success of the Open Offer or otherwise makes it inexpedient or inadvisable to proceed with the Open Offer; or
- (ii) any material adverse change in market conditions (including, without limitation, any change in fiscal or monetary policy, or foreign exchange or currency markets, suspension or material restriction on trading in securities) occurs which in the reasonable opinion of the Underwriter is likely to materially or adversely affect the success of the Open Offer or otherwise makes it inexpedient or inadvisable to proceed with the Open Offer;
- (iii) 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 occurs; or
- (iv) there is any change in the circumstances of the Company or any member of the Group which in the absolute opinion of the Underwriter will adversely affect the prospects of the Company.

The Underwriter shall be entitled by a notice in writing to rescind the Underwriting Agreement if prior to the Latest Time for Termination any material breach of any of the representations, warranties or undertakings comes to the knowledge of the Underwriter. Any such notice shall be served to the Company prior to the Latest Time for Termination.

In the event that the Underwriter terminates the Underwriting Agreement by notice in writing given to the Company on or before the Latest Time for Termination, the obligations of all parties under the Underwriting Agreement shall terminate forthwith and no party shall have any claim against any other party save for legal fees and other out-of-pocket expenses (excluding any commission, costs, fees and expenses incurred in connection with any sub-underwriting arrangement) reasonably incurred by the Underwriter in connection with the underwriting of the Underwritten Shares to the extent agreed by the Company be borne by the Company or any antecedent breaches under the Underwriting Agreement. The Open Offer will accordingly not proceed in this case and the Restructuring will fall through.

Refund cheques in respect of the Offer Shares, if the Open Offer is terminated, shall be despatched by ordinary post on Wednesday, 9 March 2022 to the applicants at their own risk.

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 lodgement of the Application Form together with a cheque or banker's cashier order in payment for the Offer Shares applied will constitute a warranty by you that the cheque or banker's cashier order will be honoured on first presentation. Any application in respect of which the accompanying cheque or banker's cashier order is dishonoured on first presentation may at the Company's discretion be rejected, and in the event the assured allotment and all rights thereunder will be deemed to have been declined and will be cancelled.

STATUS OF THE OFFER SHARES

The Offer Shares (when fully paid and allotted) will rank pari passu in all respects with the Consolidated Shares in issue on the date of allotment. 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 date of allotment and issue of the Offer Shares.

SHARE CERTIFICATES FOR THE OFFER SHARES

Subject to the fulfilment of the conditions of the Open Offer, share certificates for the Offer Shares are expected to be posted on Wednesday, 9 March 2022 to those Qualifying Shareholders entitled thereto by ordinary post at their own risks. You will receive one share certificate for all relevant Offer Shares registered under your name.

GENERAL

Lodgement of the 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.

The Application Form and any application of the Offer Shares pursuant to it shall be governed by, and construed in accordance with, the laws of Hong Kong.



NATIONAL UNITED RESOURCES HOLDINGS LIMITED

國家聯合資源控股有限公司

(於香港註冊成立之有限公司)

(股份代號：254)

重要事項

1. 合資格股東無權申請任何超出彼等各自之保證配額之發售股份。
2. 公開發售不會產生零碎發售股份配額。
3. 除外股東不得申請任何發售股份。
4. 概不會就收到之申請款項發出收據，惟預期申請全數或部份發售股份之股票將於二零二二年三月九日(星期三)以平郵方式按申請表格所列地址寄交申請人；如屬聯名申請人，則寄交名列首位之申請人，郵誤風險概由彼等自行承擔。
5. 填妥申請表格即表示合資格股東指示及授權本公司及／或卓佳雅柏勤有限公司或彼等就此指名之任何人士代表合資格股東辦理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要或合宜之一切其他事宜，以根據發售章程所述安排，將合資格股東所申請之發售股份登記在合資格股東名下。
6. 發售股份之合資格股東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之發售股份之持有人，惟須符合本公司之組織章程細則之規定。
7. 股款將於本公司收訖後過戶，而就其賺取之所有利息(如有)將撥歸本公司所有。倘支票未能於首次過戶時兌現，則有關申請將可不獲受理。
8. 公開發售之配額乃按保證基準作出，不得轉讓亦不得放棄。
9. 本公司保留酌情權拒絕任何不符合本申請表格所載手續之發售股份申請。
10. 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發售章程或申請表格之人士，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。填妥及交回申請表格即表示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。閣下如對本身之立場有任何疑問，應諮詢閣下之專業顧問。

任何香港境外人士填妥及交回申請表格即表示該人士向本公司保證及聲明，該人士已就有關申請妥為遵守有關司法權區之一切登記、法律及監管規定。

為免生疑，香港結算及香港中央結算(代理人)有限公司均不受任何保證及聲明所限。

申請手續

閣下可透過填寫申請表格申請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。

倘欲申請少於 閣下獲保證配發之發售股份數目，請在申請表格丁欄內填上 閣下欲申請之發售股份數目及應繳股款總額(以申請之發售股份數目乘以0.11港元計算)。倘所收到之相應股款少於乙欄所填之發售股份數目之所需股款，則 閣下將被視作申請已收全數款項所代表之有關較少發售股份數目。

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

填妥申請表格並將適當之股款相應地緊釘其上後，請將表格對摺並須不遲於二零二二年二月二十三日(星期三)下午四時正交回過戶登記處卓佳雅柏勤有限公司，地址為香港皇后大道東183號合和中心54樓。所有股款必須以港元支付。支票須以香港持牌銀行賬戶開出，而銀行本票須由香港持牌銀行發出，並以「TRICOR TRUST (HONG KONG) LIMITED – A/C NO. 020」為抬頭人及劃線註明「只准入抬頭人賬戶」。除非申請表格連同申請表格丙欄或丁欄(視情況而定)所示之適當股款於不遲於二零二二年二月二十三日(星期三)下午四時正已經收妥，否則閣下申請發售股份之權利以及一切有關權利將被視為已遭放棄及將被註銷。

終止包銷協議

包銷協議載有條文賦予包銷商權利於終止最後限期之前任何時間出現下列情況時可向本公司發出書面通知終止包銷商於包銷協議下之責任：

- (i) 包銷商絕對認為，下列事項會對公開發售之順利進行造成重大不利影響：
 - (a) 實施任何新法例或規則或修訂現有的法例或規則(或有關司法詮釋)，或包銷商合理認為，出現任何性質的其他事故而可能對本集團整體業務或財務或經營狀況或前景造成重大不利影響，或對公開發售造成重大不利影響；或
 - (b) 本地、國家或國際間發生任何政治、軍事、金融、經濟或其他性質(不論是否等同於上述任何情況)之事件或變動(不論是否屬於包銷協議訂立日期之前及/或之後發生或持續之連串事件或變動一部分)，或本地、國家或國際間敵對行動的爆發或升級或武裝衝突，或事件足以影響本地證券市場而令包銷商合理認為可能對本集團之整體業務或財務或經營狀況或前景造成重大不利影響，或對公開發售之順利進行造成重大不利影響，或導致不應或不適宜進行公開發售；或
- (ii) 市況出現任何重大不利變動(包括但不限於財政或貨幣政策或外匯或貨幣市場之任何變動、證券買賣暫停或受到嚴重限制)而包銷商合理認為可能對公開發售之順利進行造成重大或不影響，或導致不應或不適宜進行公開發售；
- (iii) 發生任何不可抗力事件，包括(在不限制上述事項之一般性原則下)任何天災、戰爭、暴動、擾亂公共秩序、群眾騷亂、火災、水災、爆炸、疫症、恐怖活動、罷工或封鎖等；或
- (iv) 本公司或本集團任何成員公司之情況出現任何變動，而包銷商絕對認為將對本公司之前景造成不利影響。

倘包銷商於終止最後限期前知悉有關任何聲明、保證或承諾的任何重大違反，包銷商有權發出書面通知撤銷包銷協議。任何有關通知須於終止最後限期前送達本公司。

倘包銷商於終止最後限期或之前向本公司發出書面通知終止包銷協議，則各訂約方於包銷協議項下的責任須即時終止，而任何一方均不得對任何其他方提出任何索償，惟包銷商就包銷股份進行包銷所產生的合理法律費用及其他實付費用(不包括因任何分包銷安排而產生的任何佣金、成本、費用及開支)則屬例外，而有關金額須由本公司同意承擔或因包銷協議項下任何先前違規行為產生。因此，公開發售將不會在此情況下進行，重組將告落空。

倘公開發售終止，則有關發售股份之退款支票將於二零二二年三月九日(星期三)以平郵方式寄發予申請人，郵誤風險概由彼等自行承擔。

支票及銀行本票

所有支票及銀行本票將於收訖後即時過戶，而自該等款項賺取之所有利息(如有)將撥歸本公司所有。填妥及遞交申請表格連同申請發售股份之付款支票或銀行本票，將表示閣下保證支票或銀行本票將可於首次過戶時兌現。倘隨附支票或銀行本票未能於首次過戶時兌現，則有關申請可由本公司酌情拒絕受理，而在此情況下，保證配額及其項下所有權利將被視為已遭放棄及將被註銷。

發售股份之地位

發售股份於繳足股款及配發時將在各方面與於配發日期之已發行合併股份享有同等地位。發售股份持有人將有權收取於發售股份配發及發行日期或之後宣派、作出或派付之一切未來股息及分派。

發售股份之股票

待公開發售之條件達成後，發售股份之股票預期將於二零二二年三月九日(星期三)以平郵方式寄發予有權收取有關股票之合資格股東，郵誤風險概由彼等自行承擔。閣下將會就全部以閣下名義登記之相關發售股份收取一張股票。

一般事項

由獲發申請表格之人士簽署之申請表格一經遞交，即屬遞交申請表格人士之所有權最終憑證，有權處理申請表格及收取發售股份之有關股票。

申請表格及據此作出之任何發售股份申請均須受香港法例監管，並按其詮釋。