

The whole of this document must be returned to be valid.

暫定配額通知書必須整份交回方為有效。

### IMPORTANT

#### 重要提示

Reference is made to the prospectus issued by Trendzon Holdings Group Limited (the “Company”) dated 23 September 2024 in relation to the Rights Issue (the “Prospectus”). The PAL should be read in conjunction with the Prospectus. Capitalised terms used herein shall have the same meanings as those defined in the Prospectus unless the context requires otherwise.

茲提述卓航控股集團有限公司(「本公司」)就供股刊發日期為二零二四年九月二十三日之章程(「章程」)。暫定配額通知書應與章程一併閱覽。除文義另有所指外，本暫定配額通知書所用詞彙與章程所界定者具有相同涵義。

**THIS PROVISIONAL ALLOTMENT LETTER (“PAL”) IS VALUABLE AND TRANSFERABLE AND REQUIRES YOUR IMMEDIATE ATTENTION. THE OFFER CONTAINED IN THIS PAL WILL EXPIRE AT 4:00 P.M. ON TUESDAY, 8 OCTOBER 2024 (OR SUCH LATER DATE AND/OR TIME AS MENTIONED IN THE PARAGRAPH HEADED “EFFECT OF BAD WEATHER AND/OR EXTREME CONDITIONS ON THE LATEST TIME FOR ACCEPTANCE OF AND PAYMENT FOR THE RIGHTS SHARES” BELOW).**

本暫定配額通知書(「暫定配額通知書」)乃具有價值及可轉讓，務請即時處理。本暫定配額通知書所載之要約將於二零二四年十月八日(星期二)下午四時正(或根據下文「惡劣天氣及／或極端情況對接納供股股份並繳付股款之最後時限之影響」一段所述之較後日期及／或時間)截止。

**IF YOU ARE IN ANY DOUBT AS TO ANY ASPECT OF THIS PAL OR AS TO THE ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR STOCKBROKER, LICENSED DEALER IN SECURITIES OR REGISTERED INSTITUTION IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISERS.**

閣下如對本暫定配額通知書任何方面或應採取之行動有任何疑問，應諮詢閣下之股票經紀、持牌證券交易商或註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。

A copy of this PAL, together with a copy of the Prospectus and other documents specified in the paragraph headed “16. 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 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong). The Registrar of Companies in Hong Kong, the Stock Exchange and the Securities and Futures Commission of Hong Kong take no responsibility as to the contents of any of these documents.

本暫定配額通知書之文本連同章程及於章程附錄三「16.送呈香港公司註冊處處長的文件」一段所述其他文件之文本，已按香港法例第32章公司(清盤及雜項條文)條例第342C條之規定送呈香港公司註冊處處長進行登記。香港公司註冊處處長、聯交所及香港證券及期貨事務監察委員會對任何此等文件之內容概不負責。

Hong Kong Exchanges and Clearing Limited, the Stock Exchange and HKSCC take no responsibility for the contents of this PAL, make no representations 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 PAL.

香港交易及結算所有限公司、聯交所及香港結算對本暫定配額通知書之內容概不負責，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暫定配額通知書全部或任何部分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 Shares and the Rights Shares in their nil-paid form and fully-paid form may be settled through CCASS and you should consult your stockbroker, licensed dealer in securities or registered institution in securities, bank manager, solicitor, professional accountant or other professional advisers for details of these settlement arrangements and how such arrangements may affect your rights and interests.

股份及供股股份(以未繳股款及繳足股款形式)之買賣可透過中央結算系統交收，務請諮詢閣下之股票經紀、持牌證券交易商或註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問，以了解有關交收安排及該等安排對閣下權利及權益之影響之詳情。

Subject to the granting of the listing of, and the permission to deal in, the Rights Shares (in both their nil-paid and fully-paid forms) on the Stock Exchange as well as compliance with the stock admission requirements of HKSCC, the Rights Shares (in both their nil-paid and fully-paid forms) will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the respective commencement dates of dealings in the Rights Shares in their nil-paid and fully-paid forms on the Stock Exchange, or such other dates 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 HKSCC and HKSCC Operational Procedures in effect from time to time. Shareholders should seek advice from their licensed securities dealer(s) or other professional adviser(s) for details of those settlement arrangements and how such arrangements will affect their rights and interests.

待供股股份(未繳股款及繳足股款形式)獲批准於聯交所上市及買賣以及符合香港結算的股份收納規定後，供股股份(未繳股款及繳足股款形式)將獲香港結算接納為合資格證券，由未繳股款及繳足股款形式的供股股份各自開始於聯交所買賣當日，或香港結算釐定的其他日期起在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的交易結算須於其後第二個交易日在中央結算系統進行。中央結算系統的所有活動均須遵守不時生效的香港結算一般規則及香港結算運作程序規則。有關該等交收安排的詳情及該等安排將如何影響其權利及權益，股東應向其持牌證券交易商或其他專業顧問尋求意見。

All times and dates stated in this PAL refer to Hong Kong local times and dates.

本暫定配額通知書所述所有日期及時間均指香港本地日期及時間。

In case of any inconsistency between the English and Chinese versions of this PAL, the English version will prevail.

倘本暫定配額通知書之中英文版本有任何歧義，概以英文版本為準。

**This PAL and all applications pursuant to it shall be governed by and construed in accordance with the laws of Hong Kong.**

本暫定配額通知書及據此作出的所有申請均須受香港法例規管及按其詮釋。

Form A  
表格甲

Hong Kong Branch Share  
Registrar and Transfer Office:  
Union Registrars Limited  
Suites 3301-04, 33/F.  
Two Chinachem Exchange Square  
338 King's Road  
North Point  
Hong Kong

香港股份過戶登記分處：  
聯合證券登記有限公司  
香港  
北角  
英皇道338號  
華懋交易廣場2期  
33樓3301-04室



# 卓航控股集團

Trendzon Holdings Group Limited

## Trendzon Holdings Group Limited 卓航控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

(Stock Code: 1865)

(股份代號：1865)

**RIGHTS ISSUE ON  
THE BASIS OF FOUR (4) RIGHTS SHARES  
FOR EVERY ONE (1) SHARE HELD ON THE RECORD DATE  
AT THE SUBSCRIPTION PRICE OF HK\$0.18 PER RIGHTS SHARE  
PAYABLE IN FULL ON ACCEPTANCE BY NO LATER THAN**

**4:00 P.M. ON TUESDAY, 8 OCTOBER 2024**

按於記錄日期每持有一(1)股股份

獲發四(4)股供股股份之基準

以每股供股股份0.18港元之認購價

進行供股

股款須不遲於二零二四年十月八日(星期二)

下午四時正接納時全數繳足

Registered office:  
Cricket Square, Hutchins Drive  
P.O. Box 2681 Grand Cayman,  
KY1-1111  
Cayman Islands

Principal place of business  
in Hong Kong:  
Room 39, 10/F, Block D,  
Mai Tak Industrial Building,  
221 Wai Yip Street,  
Kwun Tong, Kowloon,  
Hong Kong

註冊辦事處：  
Cricket Square, Hutchins Drive  
P.O. Box 2681 Grand Cayman,  
KY1-1111  
Cayman Islands

香港主要營業地點：  
香港  
九龍觀塘  
偉業街221號  
美德工業中心  
D座10樓39室

23 September 2024

二零二四年九月二十三日

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

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### PROVISIONAL ALLOTMENT LETTER 暫定配額通知書

Provisional Allotment Letter No.  
暫定配額通知書編號

Total number of Shares registered in your name(s) on Friday, 20 September 2024  
於二零二四年九月二十日(星期五)以閣下名義登記之股份總數

Box A  
甲欄

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Number of Rights Shares provisionally allotted to you subject to payment in full  
on acceptance by no later than 4:00 p.m. on Tuesday, 8 October 2024  
暫定配發予閣下之供股股份數目，惟須不遲於二零二四年十月八日(星期二)  
下午四時正接納時全數繳足股款方可作實

Box B  
乙欄

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Total subscription monies payable upon acceptance in full  
接納後應全數繳足之認購股款總額

Box C  
丙欄

HK\$ 港元	
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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：\_\_\_\_\_

Please insert your contact telephone number here:  
請在此填上閣下之聯絡電話號碼：\_\_\_\_\_

A SEPARATE CHEQUE OR BANKER'S CASHIER ORDER MUST ACCOMPANY EACH APPLICATION

NO RECEIPT WILL BE GIVEN FOR REMITTANCE

每份申請表格須隨附一張獨立開出之支票或銀行本票

本公司將不會發出股款收據



IN THE EVENT OF TRANSFER OF RIGHT(S) TO SUBSCRIBE FOR RIGHTS SHARE(S), HONG KONG AD VALOREM STAMP DUTY IS PAYABLE ON EACH SALE AND EACH PURCHASE. A GIFT OR TRANSFER OF BENEFICIAL INTEREST OTHER THAN BY WAY OF SALE IS ALSO LIABLE TO HONG KONG AD VALOREM STAMP DUTY. EVIDENCE OF PAYMENT OF HONG KONG AD VALOREM STAMP DUTY WILL BE REQUIRED BEFORE REGISTRATION OF ANY TRANSFER OF THE RIGHT(S) TO SUBSCRIBE FOR THE RIGHTS SHARE(S) REPRESENTED BY THIS PAL.

於轉讓認購供股股份之權利時，每宗買賣均須繳付香港從價印花稅。實益權益之饋贈或轉讓（而非出售）亦須繳付香港從價印花稅。於登記本暫定配額通知書所述任何轉讓認購供股股份之權利前，須出示已繳付香港從價印花稅之證明。

### FORM OF TRANSFER AND NOMINATION

#### 轉讓及提名表格

(To be completed and signed only by the Qualifying Shareholder(s) who wish(es) to transfer all of his/her/its/their right(s) to subscribe for the Rights Shares comprised herein)  
(僅供擬悉數轉讓其／彼等於本暫定配額通知書所列供股股份認購權之合資格股東填寫及簽署)

#### Form B 表格乙

To: The Directors,  
Trendzon Holdings Group Limited

致：卓航控股集團有限公司  
列位董事 台照

Dear Sirs and Madams,  
I/We hereby transfer all of my/our rights to subscribe for the Rights Shares comprised in this PAL to the person(s) accepting the same and signing the registration application form (Form C) below. I/We have read the conditions and procedures for transfer set out in the enclosed sheet and agree to be bound thereby.

敬啟者：  
本人／吾等謹將本暫定配額通知書所述本人／吾等之供股股份認購權悉數轉讓予接受此權利並簽署以下登記申請表格（表格丙）之人士。本人／吾等已細閱附頁所載各項條件及轉讓手續，並同意受其約束。

1. \_\_\_\_\_ 2. \_\_\_\_\_ 3. \_\_\_\_\_ 4. \_\_\_\_\_  
Signature(s) of the Qualifying Shareholders (all joint Shareholders must sign) 合資格股東簽署（所有聯名合資格股東均須簽署）

Date: \_\_\_\_\_ 2024

日期：二零二四年 \_\_\_\_\_

Hong Kong ad valorem stamp duty is payable in connection with the transfer of rights to subscribe for the Rights Shares.  
轉讓認購供股股份之權利須繳付香港從價印花稅。

### REGISTRATION APPLICATION FORM

#### 登記申請表格

(To be completed and signed only by the person(s) to whom the rights to subscribe for the Rights Shares have been transferred)  
(僅供承讓供股股份認購權之人士填寫及簽署)

#### Form C 表格丙

To: The Directors,  
Trendzon Holdings Group Limited

致：卓航控股集團有限公司  
列位董事 台照

Dear Sirs and Madams,  
I/We request you to register the number of Rights Shares mentioned in Box B of Form A in my/our name(s). I/We agree to accept the same on the terms embodied in this PAL and the Prospectus and subject to the memorandum and articles of association of the Company. I/We have read the conditions and procedures for transfer set out in the enclosed sheet and agree to be bound thereby.

敬啟者：  
本人／吾等謹請閣下將表格甲之乙欄所列的供股股份數目登記於本人／吾等名下。本人／吾等同意按照本暫定配額通知書及章程所載條款，以及在本公司的組織章程大綱及細則規限下，接納此等供股股份。本人／吾等已細閱附頁所載各項條件及轉讓手續，並同意受其約束。

Existing Shareholder(s)  
Please mark "X" in this box  
現有股東請在本欄內填上「X」號

To be completed in **BLOCK** letters in **ENGLISH**. Joint applicants should give the address of the first-named applicant only.  
請用**英文正楷**填寫。聯名申請人僅須填寫排名首位申請人之地址。  
For Chinese applicant(s), please provide your name in both English and Chinese.  
華裔申請人請填寫中英文姓名。

Name in English 英文姓名	Family name/Company name 姓氏／公司名稱	Other name(s) 名字	Name in Chinese 中文姓名
Names of joint applicant(s) in English (if applicable) 聯名申請人英文姓名（如適用）			
Address in English (joint applicants should give the address of the first-named applicant only) 英文地址（聯名申請人僅須填寫排名首位申請人之地址）			
Occupation 職業	Telephone no. 電話號碼		
Dividend instructions 股息指示			
Name and address of bank 銀行名稱及地址	Bank account number 銀行賬戶號碼		

1. \_\_\_\_\_ 2. \_\_\_\_\_ 3. \_\_\_\_\_ 4. \_\_\_\_\_

Signature(s) of applicant(s) (all joint applicants must sign)  
申請人簽署（所有聯名申請人均須簽署）

Date: \_\_\_\_\_ 2024

日期：二零二四年 \_\_\_\_\_

Hong Kong ad valorem stamp duty is payable in connection with the acceptance of rights to subscribe for the Rights Shares.  
接納認購供股股份之權利須繳付香港從價印花稅。

TO ACCEPT THE PROVISIONAL ALLOTMENT OF THE RIGHTS SHARES AS SPECIFIED IN THIS PAL IN FULL, YOU MUST LODGE THIS PAL INTACT WITH THE REGISTRAR, UNION REGISTRARS LIMITED, AT SUITES 3301-04, 33/F., TWO CHINACHEM EXCHANGE SQUARE, 338 KING'S ROAD, NORTH POINT, HONG KONG, TOGETHER WITH A REMITTANCE, BY CHEQUE OR BANKER'S CASHIER ORDER, IN HONG KONG DOLLARS FOR THE FULL AMOUNT SHOWN IN BOX C OF FORM A SO AS TO BE RECEIVED BY THE REGISTRAR NO LATER THAN 4:00 P.M. ON TUESDAY, 8 OCTOBER 2024 (OR, UNDER BAD WEATHER CONDITIONS AND/OR EXTREME CONDITIONS, SUCH LATER TIME OR DATE AS MENTIONED IN THE PARAGRAPH HEADED "EFFECT OF BAD WEATHER AND/OR EXTREME CONDITIONS ON THE LATEST TIME FOR ACCEPTANCE OF AND PAYMENT FOR THE RIGHTS SHARES" IN THE ENCLOSED SHEET). ALL REMITTANCES MUST BE MADE IN HONG KONG DOLLARS BY CHEQUES WHICH MUST BE DRAWN ON AN ACCOUNT WITH, OR BANKER'S CASHIER ORDERS WHICH MUST BE ISSUED BY, A LICENSED BANK IN HONG KONG AND MADE PAYABLE TO "TRENDZON HOLDINGS GROUP LIMITED – RIGHTS ISSUE" AND CROSSED "ACCOUNT PAYEE ONLY".

**INSTRUCTIONS ON TRANSFER AND SPLITTING ARE ALSO SET OUT IN THE ENCLOSED SHEET.**

**NO RECEIPT WILL BE GIVEN FOR SUCH REMITTANCE.**

Each person accepting the provisional allotment specified in this PAL confirms that he/she/it has read the terms and conditions and acceptance procedures set out in the enclosed sheet and in the Prospectus and agrees to be bound by them.

閣下如欲全數接納本暫定配額通知書所述供股股份的暫定配額，須不遲於二零二四年十月八日(星期二)下午四時正(或於惡劣天氣及／或極端情況下根據附頁「**惡劣天氣及／或極端情況對接納供股股份並繳付股款之最後時限之影響**」一段所述之較後日期或時間)將本暫定配額通知書整份連同表格甲之丙欄所示的港元全數股款的支票或銀行本票送達股份過戶登記處聯合證券登記有限公司(地址為香港北角英皇道338號華懋交易廣場2期33樓3301-04室)。所有股款須以港元繳付，並以香港持牌銀行賬戶開出的支票或香港持牌銀行發出的銀行本票支付，以「**TRENDZON HOLDINGS GROUP LIMITED – RIGHTS ISSUE**」為收款人，並以「**只准入抬頭人賬戶**」劃線方式開出。

有關轉讓及分拆的指示亦載於附頁。

本公司將不會就有關股款發出收據。

接納本暫定配額通知書所載暫定配額的每位人士均確認其已閱讀附頁及章程所載條款及條件以及接納手續，並同意受其約束。



# 卓航控股集團

Trendzon Holdings Group Limited

## Trendzon Holdings Group Limited

### 卓航控股集團有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1865)**

23 September 2024

Dear Qualifying Shareholder(s),

#### INTRODUCTION

Reference is made to the prospectus of Trendzon Holdings Group Limited dated 23 September 2024 in relation to the Rights Issue (the “**Prospectus**”). Terms defined in the Prospectus shall have the same meanings when used herein unless the context otherwise requires. In accordance with the terms set out in the Prospectus, the Directors have provisionally allotted to you the Rights Shares on the basis of four (4) Rights Shares for every one (1) Share held and registered in your name(s) as at the Record Date (i.e. Friday, 20 September 2024) at the subscription price of HK\$0.18 per Rights Share. Your holding of Shares as at the Record Date is set out in Box A in Form A and the number of Rights Shares provisionally allotted to you is set out in Box B in Form A.

The Rights Shares, when allotted, issued and fully paid, shall rank *pari passu* in all respects among themselves and with the Shares then in issue on the date of allotment and issue of the Rights Shares, including the right to receive all dividends and distributions which may be declared, made or paid with a record date which falls on or after the date of allotment of the Rights Shares in their fully-paid form.

Subject to the granting of the listing of, and the permission to deal in, the Rights Shares (in both their nil-paid and fully-paid forms) on the Stock Exchange as well as compliance with the stock admission requirements of HKSCC, the Rights Shares (in both their nil-paid and fully-paid forms) will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the respective commencement dates of dealings in the Rights Shares in both their nil-paid and fully-paid forms on the Stock Exchange, or such other dates 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 HKSCC and HKSCC Operational Procedures in effect from time to time.

The Rights Issue is subject to the fulfilment of the conditions of the Rights Issue as set out in the section headed “**Letter from the Board – Conditions of the Rights Issue**” in the Prospectus at or prior to the latest time for the Rights Issue to become unconditional (which is currently expected to be 4:00 p.m. on Tuesday, 15 October 2024). If the conditions of the Rights Issue are not fulfilled at or prior to the latest time for the Rights Issue to become unconditional, the Rights Issue will not proceed.

If the conditions of the Rights Issue are not fulfilled, the monies received in respect of acceptances of the Rights Shares will be returned to the Qualifying Shareholders or such other persons to whom the nil-paid Rights Shares shall have been validly transferred, or in case of joint acceptances, to the first-named person, without interest by means of cheques despatched by ordinary post to their respective registered addresses at their own risk as soon as practicable thereafter.

## PROCEDURES FOR ACCEPTANCE AND PAYMENT

To take up your provisional allotment in full, you must lodge the whole of this PAL intact in accordance with the instructions printed herein with the Registrar, Union Registrars Limited at Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong together with a remittance in Hong Kong dollars for the full amount payable on acceptance, as set out in Box C in Form A by no later than 4:00 p.m. on Tuesday, 8 October 2024 (or, under bad weather conditions and/or extreme conditions, such later time or date as mentioned in the paragraph headed “**EFFECT OF BAD WEATHER AND/OR EXTREME CONDITIONS ON THE LATEST TIME FOR ACCEPTANCE OF AND PAYMENT FOR THE RIGHTS SHARES**” below). All remittances must be made in Hong Kong dollars by cheques which must be drawn on an account with, or by banker’s cashier orders which must be issued by, a licensed bank in Hong Kong and made payable to “**TRENDZON HOLDINGS GROUP LIMITED – RIGHTS ISSUE**” and crossed “**Account Payee Only**”. Such payment will constitute acceptance of the provisional allotment of the Rights Shares on the terms of this PAL and the Prospectus and subject to the memorandum and articles of association of the Company. No receipt will be given for such remittances.

It should be noted that unless this PAL, together with the appropriate remittance for the amount shown in Box C in Form A, has been lodged with the Registrar for registration as described above by no later than 4:00 p.m. on Tuesday, 8 October 2024 (or, under bad weather conditions and/or extreme conditions, such later time or date as mentioned in the paragraph headed “**EFFECT OF BAD WEATHER AND/OR EXTREME CONDITIONS ON THE LATEST TIME FOR ACCEPTANCE OF AND PAYMENT FOR THE RIGHTS SHARES**” below) whether by the original allottee or any person to whom the provisional allotment has been validly transferred, the relevant provisional allotment and all rights and entitlements hereunder will be deemed to have been declined and will be cancelled. The Company is not obliged to but may, at its sole absolute discretion, treat a PAL as valid and binding on the person(s) by whom or on whose behalf it is lodged even if the PAL is not completed in accordance with the relevant instructions. The Company may require such incomplete PAL to be completed by the relevant applicants at a later stage.

## NON-UNDERWRITTEN BASIS

The Rights Issue will proceed on a non-underwritten basis irrespective of the level of acceptances of the provisionally allotted Rights Shares. In the event the Rights Issue is not fully subscribed, any Rights Shares not taken up by the Qualifying Shareholders or holders of nil-paid rights together with the NQS Unsold Rights Shares will be placed to independent placees under the Compensatory Arrangements. The Placing Shares which are not placed under the Compensatory Arrangements will not be issued by the Company and the size of the Rights Issue will be reduced accordingly. There is no minimum amount to be raised under the Rights Issue.

## TRANSFER

If you wish to transfer all of your rights to subscribe for the Rights Shares provisionally allotted to you hereunder, you must complete and sign the “**Form of Transfer and Nomination**” (Form B) and hand this PAL to the person(s) to or through whom you are transferring your rights. The transferee(s) must then complete and sign the “**Registration Application Form**” (Form C) and lodge this PAL intact together with a remittance for the full amount payable on acceptance as set out in Box C in Form A with the Registrar, Union Registrars Limited at Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong so as to be received by no later than 4:00 p.m. on Tuesday, 8 October 2024 (or, under bad weather conditions and/or extreme conditions, such later time or date as mentioned in the paragraph headed “**EFFECT OF BAD WEATHER AND/OR EXTREME CONDITIONS ON THE LATEST TIME FOR ACCEPTANCE OF AND PAYMENT FOR THE RIGHTS SHARES**” below).

It should be noted that Hong Kong ad valorem stamp duty is payable in connection with the transfer of your rights to subscribe for the relevant Rights Shares to the transferee(s) and the acceptance by the transferee(s) of such rights.

## SPLITTING

If you wish to accept only part of your provisional allotment or transfer part of your rights to subscribe for the Rights Shares provisionally allotted hereunder, or to transfer part or all of your rights to more than one person, the original PAL must be surrendered and lodged for cancellation by no later than 4:00 p.m. on Friday, 27 September 2024 to the Registrar, Union Registrars Limited at Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong, who will cancel the original PAL and issue new PALs in the denominations required, which will be available for collection at the Registrar’s address set out above after 9:00 a.m. on the second Business Day after your surrender of the original PAL.

## **EFFECT OF BAD WEATHER AND/OR EXTREME CONDITIONS ON THE LATEST TIME FOR ACCEPTANCE OF AND PAYMENT FOR THE RIGHTS SHARES**

The Latest Time for Acceptance of and payment for the Rights Shares will not take place if:

- (i) tropical cyclone warning signal No. 8 (or above);
- (ii) “extreme conditions” caused by super typhoons as announced by the Government of the Hong Kong Special Administrative Region; or
- (iii) a “black” rainstorm warning
  - (a) is/are in force in Hong Kong at any local time before 12:00 noon and no longer in force after 12:00 noon on the date of the Latest Time for Acceptance. Instead, the Latest Time for Acceptance will be extended to 5:00 p.m. on the same Business Day; or
  - (b) is/are in force in Hong Kong at any local time between 12:00 noon and 4:00 p.m. on the date of the Latest Time for Acceptance. Instead, the Latest Time for Acceptance will be rescheduled to 4:00 p.m. on the following Business Day which does not have either of those warnings in force in Hong Kong at any time between 9:00 a.m. and 4:00 p.m.

If the Latest Time for Acceptance does not take place on Tuesday, 8 October 2024, the dates mentioned in the section headed “Expected Timetable” in the Prospectus may be affected. The Company will notify the Shareholders by way of announcement(s) on any change to the expected timetable as soon as practicable.

## **FRACTIONAL ENTITLEMENTS TO THE RIGHTS SHARES**

On the basis of the entitlement to subscribe four (4) Rights Shares for every one (1) Share held by the Qualifying Shareholders on the Record Date, no fractional entitlements of the Shares to the Rights Shares will arise from the Rights Issue.

## **WARNING OF THE RISKS OF DEALING IN THE SHARES AND NIL-PAID RIGHTS SHARES**

**It should be noted that the Shares have been dealt in on an ex-rights basis from Wednesday, 11 September 2024. Dealings in the Rights Shares in the nil-paid form will take place from Wednesday, 25 September 2024 to Thursday, 3 October 2024 (both days inclusive). If the conditions of the Rights Issue are not fulfilled or the Placing Agreement is terminated by the Placing Agent, the Rights Issue will not proceed.**

**Any Shareholder or other person dealing in the Shares and/or the nil-paid Rights Shares up to the date on which all the conditions to which the Rights Issue are fulfilled will accordingly bear the risk that the Rights Issue may not become unconditional or may not proceed.**

**Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares and/or the nil-paid Rights Shares. Any party (including Shareholders and potential investors of the Company) who is in any doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional adviser(s).**

## **CHEQUES AND BANKER’S CASHIER ORDERS**

All cheques or banker’s cashier orders will be presented for payment immediately upon receipt and all interest earned on such monies will be retained for the benefit of the Company. Completion and lodgment of a PAL together with a cheque or banker’s cashier order in payment for the Rights Shares applied for will constitute a warranty by the applicant that the cheque or banker’s cashier order will be honoured on first presentation. Without prejudice to its other rights in respect thereof, the Company reserves the right to reject any PAL in respect of which the cheque or banker’s cashier order is dishonoured on first presentation, and in that event the provisional allotment and all rights and entitlements thereunder will be deemed to have been declined and will be cancelled.

## SHARE CERTIFICATES OF THE RIGHTS SHARES AND REFUND CHEQUES FOR THE RIGHTS ISSUE

Subject to fulfillment of the conditions of the Rights Issue, share certificates for all fully-paid Rights Shares are expected to be sent on or about Thursday, 17 October 2024 by ordinary post to those entitled thereto, at their own risk, to their registered addresses. If the Rights Issue does not become unconditional, refund cheques, without interest, in respect of application monies received are expected to be sent on or about Thursday, 17 October 2024 by ordinary post to the applicants, at their own risk, to their registered addresses, or in case of joint applicants, to the address of the first-named person.

## DISTRIBUTION OF THIS PAL AND THE OTHER PROSPECTUS DOCUMENTS

The PAL shall only be sent to the Qualifying Shareholders.

The Prospectus Documents will not be registered or filed under the securities law of any jurisdictions other than Hong Kong.

Distribution of the PAL and the other Prospectus Documents into jurisdictions other than Hong Kong may be restricted by law. Persons into whose possession of the PAL or any of the other Prospectus Documents come (including, without limitation, agents, custodians, nominees and trustees) should inform themselves of and observe any such restrictions. Any failure to comply with those restrictions may constitute a violation of the securities laws of any such jurisdiction for which the Company will not accept any liability. Any Shareholder or beneficial owner who is in any doubt as to his/her/its position should consult an appropriate professional adviser without delay. The Company reserves the right to refuse to accept any application for the Rights Shares where it believes that doing so would violate the applicable securities or other laws or regulations of any jurisdiction. For the avoidance of doubt, neither HKSCC nor HKSCC Nominees Limited will give, or be subject to, any of the above representation and warranty.

## GENERAL

Lodgment of this PAL with, where relevant, the “FORM OF TRANSFER AND NOMINATION” (Form B) 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 or parties lodging it to deal with the same and to receive split PALs and/or share certificates for the Rights Shares. Further copies of the Prospectus are available at the Registrar, Union Registrars Limited, at Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong.

## PERSONAL DATA COLLECTION–PAL

By completing, signing and submitting the forms accompanying this PAL, you agree to disclose to the Company, the Registrar and/or their respective advisers and agents personal data and any information which they require about you or the person(s) for whose benefit you have made the acceptance of the provisional allotment of Rights Shares. The Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) (the “**Ordinance**”) provides the holders of securities with rights to ascertain whether the Company or the Registrar holds their personal data, to obtain a copy of that data, and to correct any data that is inaccurate. In accordance with the Ordinance, the Company 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 (i) the Company, at its registered office at Room 39, 10/F, Block D, Mai Tak Industrial Building, 221 Wai Yip Street, Kwun Tong, Kowloon, Hong Kong or as notified from time to time in accordance with applicable law, for the attention of the company secretary of the Company; or (ii) (as the case may be) the Registrar at its address set out above for the attention of Privacy Compliance Officer.

Yours faithfully,  
By Order of the Board  
**Trendzon Holdings Group Limited**  
**Feng Jiamin**  
*Chairman*





# 卓航控股集團

Trendzon Holdings Group Limited

## Trendzon Holdings Group Limited 卓航控股集團有限公司

(於開曼群島註冊成立的有限公司)

(股份代號：1865)

敬啟者：

### 緒言

茲提述卓航控股集團有限公司就供股刊發日期為二零二四年九月二十三日之章程(「章程」)。除文義另有所指外，本暫定配額通知書所用詞彙與章程所界定者具有相同涵義。根據章程所載條款，董事已按在記錄日期(即二零二四年九月二十日(星期五))登記於閣下名下每持有一(1)股股份可獲發四(4)股供股股份之基準，按每股供股股份0.18港元之認購價向閣下暫定配發供股股份。閣下於記錄日期持有之股份數目列於表格甲之甲欄，而閣下獲暫定配發之供股股份數目列於表格甲之乙欄。

供股股份一經配發、發行及悉數繳足，將在各方面與當時已發行股份享有同等權利，包括收取於繳足股款之供股股份配發日期或以後之記錄日期可能宣派、作出或派付之所有股息及分派之權利。

待供股股份(未繳股款及繳足股款形式)獲批准於聯交所上市及買賣以及符合香港結算的股份收納規定後，供股股份(未繳股款及繳足股款形式)將獲香港結算接納為合資格證券，由未繳股款及繳足股款形式的供股股份各自開始於聯交所買賣當日，或香港結算釐定的其他日期起在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的交易結算須於其後第二個交易日在中央結算系統進行。中央結算系統的所有活動均須遵守不時生效的香港結算一般規則及香港結算運作程序規則。

供股須待供股成為無條件的最後時限(目前預期為二零二四年十月十五日(星期二)下午四時正)或之前達成章程內「**董事會函件－供股條件**」一節所載供股的條件，方告作實。倘於供股成為無條件的最後時限或之前尚未達成供股的條件，則供股將不會進行。

倘供股條件未能達成，則就獲接納之供股股份已收取之股款，將於可行情況下盡快以支票(不計利息)退還予合資格股東或已有效承讓未繳股款供股股份之其他人士或(如屬聯名接納人)名列首位之人士，有關支票將以平郵方式寄往其各自之登記地址，郵誤風險概由彼等自行承擔。

## 接納及付款手續

閣下如欲全數接納暫定配額，須不遲於二零二四年十月八日(星期二)下午四時正(或於惡劣天氣及／或極端情況下根據下文「**惡劣天氣及／或極端情況對接納供股股份並繳付股款之最後時限之影響**」一段所述之較後日期或時間)，按本暫定配額通知書所印列之指示將本暫定配額通知書整份連同表格甲之丙欄所示接納時應全數繳足之港元股款，送達股份過戶登記處聯合證券登記有限公司，地址為香港北角英皇道338號華懋交易廣場2期33樓3301-04室。所有股款須以港元支付，並以香港持牌銀行賬戶開出的支票或香港持牌銀行發出的銀行本票支付，以「**TRENDZON HOLDINGS GROUP LIMITED – RIGHTS ISSUE**」為收款人，並以「**只准入抬頭人賬戶**」劃線方式開出。有關付款將構成根據本暫定配額通知書及章程之條款在本公司之組織章程大綱及細則之規限下接納暫定配額。本公司將不會發出股款收據。

務請注意，除非原承配人或任何有效承讓暫定配額之人士如上文所述不遲於二零二四年十月八日(星期二)下午四時正(或於惡劣天氣及／或極端情況下根據下文「**惡劣天氣及／或極端情況對接納供股股份並繳付股款之最後時限之影響**」一段所述之較後日期或時間)將本暫定配額通知書連同表格甲之丙欄所示之適當股款交回股份過戶登記處以作登記，否則本暫定配額通知書下之有關暫定配額及其項下之一切權利及配額將被視為已遭拒絕及將予註銷。本公司毋須但可全權酌情將未有按照有關指示填妥之暫定配額通知書視作有效及對交回有關表格或代表其交回有關表格之人士具有約束力。本公司可於較後階段要求相關申請人將未填妥之暫定配額通知書填妥。

## 非包銷基準

不論暫定配發供股股份的接納程度如何，供股將按非包銷基準進行。倘供股未獲悉數認購，未獲合資格股東或未繳股款權利持有人承購的任何供股股份連同不合資格股東未售出供股股份將根據補償安排向獨立承配人配售。本公司將不會發行補償安排配售項下未獲配售之配售股份，而供股規模將會相應縮減。供股並無最低籌集金額。

## 轉讓

閣下如欲轉讓 閣下根據本暫定配額通知書獲暫定配發之供股股份之全部認購權，必須填妥及簽署「**轉讓及提名表格**」(表格乙)，並將本暫定配額通知書送交承讓權利之人士或經手轉讓權利之人士。其後，承讓人須填妥及簽署「**登記申請表格**」(表格丙)，並須不遲於二零二四年十月八日(星期二)下午四時正(或於惡劣天氣及／或極端情況下根據下文「**惡劣天氣及／或極端情況對接納供股股份並繳付股款之最後時限之影響**」一段所述之較後日期或時間)將本暫定配額通知書整份連同表格甲內之丙欄所示接納時應繳付之全部股款送達股份過戶登記處聯合證券登記有限公司，地址為香港北角英皇道338號華懋交易廣場2期33樓3301-04室。

務請注意， 閣下轉讓有關供股股份之認購權予承讓人及承讓人接納有關權利均須繳付香港從價印花稅。

## 分拆

閣下如僅欲接納部分暫定配額，或轉讓 閣下根據本暫定配額通知書獲暫定配發之供股股份之部分認購權，或向超過一名人士轉讓 閣下之全部或部分權利，則須不遲於二零二四年九月二十七日(星期五)下午四時正將原暫定配額通知書交回及送達股份過戶登記處聯合證券登記有限公司(地址為香港北角英皇道338號華懋交易廣場2期33樓3301-04室)予以註銷，股份過戶登記處將會註銷原暫定配額通知書並按所需數目發出新暫定配額通知書。新暫定配額通知書將可於 閣下交回原暫定配額通知書後第二個營業日上午九時正後於上文所載股份過戶登記處之地址領取。

## 惡劣天氣及／或極端情況對接納供股股份並繳付股款之最後時限之影響

倘出現以下情況，則接納供股股份及繳付股款的最後接納時限將不會落實：

- (i) 八號(或以上)熱帶氣旋警告信號；
- (ii) 香港特別行政區政府宣佈由超強颱風造成的「極端情況」；或
- (iii) 「黑色」暴雨警告信號
  - (a) 於最後接納時限當日中午十二時正前任何當地時間在香港生效及於中午十二時正後不再有效。而最後接納時限將順延至同一營業日下午五時正；或
  - (b) 於最後接納時限當日中午十二時正至下午四時正任何當地時間在香港生效。而最後接納時限將改期至下一個營業日下午四時正，而該營業日於上午九時正至下午四時正期間任何時間在香港並無該等警告生效。

倘最後接納時限並非二零二四年十月八日(星期二)，則章程所載「預期時間表」一節中所述的日期可能會受到影響。本公司將於切實可行情況下盡快以公告方式通知股東預期時間表的任何變動。

## 供股股份之零碎配額

按於記錄日期合資格股東每持有一(1)股股份可認購四(4)股供股股份之基準，供股不會產生供股股份之零碎配額。

## 買賣股份及未繳股款供股股份之風險警告

務請注意，股份已自二零二四年九月十一日(星期三)起開始按除權基準買賣。以未繳股款形式買賣的供股股份將於二零二四年九月二十五日(星期三)至二零二四年十月三日(星期四)(包括首尾兩日)進行。倘供股條件未獲達成或配售代理終止配售協議，則供股將不會進行。

直至供股之所有條件獲達成當日前買賣股份及／或未繳股款供股股份之任何股東或其他人士，將因而承擔供股可能不會成為無條件或可能不會進行之風險。

本公司股東及潛在投資者於買賣股份及／或未繳股款供股股份時務請審慎行事。任何人士(包括本公司股東及潛在投資者)如對本身之狀況或將予採取之行動有任何疑問，務請諮詢彼等自身的專業顧問。

## 支票及銀行本票

所有支票或銀行本票將於收訖後隨即過戶，而有關款項賺取的所有利息將撥歸本公司所有。填妥暫定配額通知書並連同繳付所申請供股股份之股款支票或銀行本票一併交回，即表示申請人保證支票或銀行本票可於首次過戶時兌現。在不影響本公司與此有關的其他權利的情況下，本公司保留拒絕受理任何支票或銀行本票於首次過戶時未獲兌現的暫定配額通知書的權利，而在該情況下，該暫定配額及其項下一切權利及配額將被視作已遭拒絕及將予註銷。

## 供股股份的股票及供股的退款支票

待供股的條件獲達成後，所有繳足股款供股股份的股票預期將於二零二四年十月十七日(星期四)或前後以普通郵遞方式寄發至有權收取人士的登記地址，郵誤風險由彼等自行承擔。倘供股未能變成無條件，已收申請款項的退款支票(不連同利息)預期將於二零二四年十月十七日(星期四)或前後以普通郵遞方式寄發至申請人的登記地址，或倘為聯名申請人，則寄發至排名首位人士的地址，郵誤風險由彼等自行承擔。

## 派發本暫定配額通知書及其他章程文件

本暫定配額通知書僅向合資格股東寄發。

章程文件將不會根據香港以外任何司法權區之證券法例進行登記或存檔。

派發暫定配額通知書及其他章程文件至香港以外的司法權區可能受法律限制。擁有暫定配額通知書或任何其他章程文件的人士(包括但不限於代理人、保管人、代名人及受託人)須知悉並遵守任何有關限制。未能遵守該等限制可能構成違反任何有關司法權區的證券法例，本公司將不對此承擔任何責任。任何股東或實益擁有人如對其狀況有任何疑問，應盡快諮詢合適之專業顧問。倘本公司相信接納供股股份的任何申請將會觸犯任何司法權區的適用證券或其他法例或規例，則本公司保留權利拒絕接納有關申請。為免生疑問，香港結算或香港中央結算(代理人)有限公司概不作出任何上述聲明及保證或受其規限。

## 一般事項

本暫定配額通知書連同(如相關)宣稱由獲發本暫定配額通知書人士所簽署之「轉讓及提名表格」(表格乙)一經交回，即表示交回之人士或各方就處理本暫定配額通知書及收取分拆暫定配額通知書及/或供股股份之股票擁有最終所有權憑證。章程的更多文本可於股份過戶登記處聯合證券登記有限公司索取，地址為香港北角英皇道338號華懋交易廣場2期33樓3301-04室。

## 個人資料收集—暫定配額通知書

閣下填妥、簽署及交回本暫定配額通知書隨附表格，即表示同意向本公司、股份過戶登記處及/或彼等各自之顧問及代理披露個人資料及彼等所需有關閣下或閣下為其利益而接納暫定配發供股股份的人士之任何資料。香港法例第486章個人資料(私隱)條例(「該條例」)賦予證券持有人權利向本公司或股份過戶登記處確定是否持有彼等之個人資料、索取有關資料之文本及更正任何不準確之資料。根據該條例，本公司及股份過戶登記處有權就處理任何查閱資料之要求收取合理費用。有關查閱資料或更正資料或有關政策及慣例以及持有資料種類之資料的所有要求，應寄往(i)本公司(香港註冊辦事處的地址為香港九龍觀塘偉業街221號美德工業中心D座10樓39室，或根據適用法律不時作出通知之地點)並以公司秘書為收件人，或(ii)(視情況而定)股份過戶登記處(上文所示地址)並以私隱合規主任為收件人。

此 致

列位合資格股東 台照

承董事會命  
卓航控股集團有限公司  
主席  
馮嘉敏  
謹啟

二零二四年九月二十三日