The Stock Exchange of Hong Kong Limited, Hong Kong Exchanges and Clearing Limited and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this Form of Acceptance, 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 Form of Acceptance.

Acceptance.

香港聯合交易所有限公司、香港交易及結算所有限公司及香港中央結算有限公司對本接納表格的內容概不負責,對其準確性或完整性亦不發表任何聲明,並明確表示,概不對因本接納表格全部或任何部份內容而產生或因倚賴該等內容而引致的任何損失承擔任何責任。
Unless the context otherwise requires, terms used in this Form of Acceptance shall bear the same meanings as those defined in the Composite Document dated 24 August 2016 jointly issued by Ningbo Wantlao Holdings Company Limited\*, Zhejiang Ruiyuan Intelligent Robot Company Limited\* and Mr. He Keng。
除文義另有指明外,本接納表格所用調彙與專波萬豪控股股份有限公司、浙江瑞遠智能機器人股份有限公司及何鑑先生於二零一六年八月二十四日聯合刊發之綜合文件所界定者具相同涵義。

FORM OF ACCEPTANCE FOR USE IF VOIL WANT TO ACCEPT THE H SHARE OFFER

接納表格在 閣下欲接納H股要約時適用。

# 寧波萬豪控股股份有限公司 Ningbo WanHao Holdings Company Limited\*

(a joint stock limited company incorporated in the People's Republic of China) (於中華人民共和國註冊成立的股份有限公司)

(Stock Code: 8249) (股份代號: 8249)

## FORM OF ACCEPTANCE AND TRANSFER OF H SHARE(S) OF RMB0.10 EACH IN THE ISSUED SHARE CAPITAL OF NINGBO WANHAO HOLDINGS COMPANY LIMITED\*

寧 波 萬 豪 控 股 股 份 有 限 公 司 已 發 行 股 本 中 每股面值人民幣0.10元之H股之接納及轉讓表格

> To be completed in all respects 每項均須填寫

H Share Registrar: Tricor Abacus Limited H股股份過戶登記處:卓佳雅柏勤有限公司 Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong 香港皇后大道東183號合和中心22樓

	FOR THE CONSIDERATION stated below, the Transferor(s) named below hereby transfer(s) to the Transferee named below H Share(s) of RMB0.10 each in the issued share capital of the Company specified below, upon and subject to the terms contained herein and in the accompanying Composite Document, and the Transferee hereby agrees to accept and hold the H Share(s) subject to such terms.  下述之轉讓人現根據本接納素格和隨附的綜合文件中列明的條款,按下列代價,將以下註明本公司已發行股本中每股面值人民幣0.10元之H股股份轉讓予下述之承讓人,而且承讓人特此同意在遵守該等條款的前提下,接納和持有H股股份。					
Note: Insert the total number of H Shares for which the H Share Offer is accepted. 附註:請填上日股 接納要約之日股股 份總數。	Total number of H Share(s) to be transferred ( <i>Note</i> ) 將子轉讓之日股股份總數(附註)	FIGURES 敷目		WORDS 大寫		
	Share certificate number(s) 股票號碼					
	TRANSFEROR(S) name(s) and address(es) in full 轉讓人全名及地址 (EITHER TYPEWRITTEN OR WRITTEN IN BLOCK CAPITALS) (請用打字機或正格填寫)	Family name(s) or company name(s) 姓氏或公司名稱		Forename(s) 名字		
		Registered address(es) 註冊地址 電話號碼		Telephone number 電話號碼		
	CONSIDERATION 代價	For each H Share: HK\$0.1160 in cash 每股H股股份: 現金0.1160港元				
	TRANSFEREE 承讓人	Name 姓	姓名: Mr. He Keng 何鏗先生			
		Address 地址: Room 602, 23 West Unit, Tian Ma Hua Yuan, Jiyang Street, Zhuji City Zhejiang Province, the PRC 中國浙江省諸暨市暨陽街道天馬花園23幢西單元602室				
		Occupation 職	業: Merchant 商人			
	Signed by the Transferor(s) to this transfer, this day of 2016. 由轉讓人於二零一六年 月 日簽署。					
Signed by the Transferor(s) in the presence of: 轉讓人在下列見證人見證下簽署:						
Signature of Witness 見證人簽署					ALL JOINT REGISTERED HOLDERS MUST	
Name of Witness 見證人姓名			Signature(s) of Transferor(s) 轉讓人簽署		SIGN HERE 所有聯名註冊	
Address 地址					持有人均須於 本欄個別簽署	
Occupation 職業						
			Date of Submission of this Form of Acceptance 遞交本接納表格日期			
Do not complete 請勿填寫本欄						
Signed by the Transferee in the presence of: 承讓人在下列見證人見證下簽署:			For and on behalf of 為及代表 Mr. He Keng 何鏗先生			
Signature of Witness 見 證 人 簽 署						
Name of Witness 見證人	姓名					
Address 地址						
Occupation 職業			Signed by the Transferee or its authorised signatory(ies): 承讓人或其授權簽署人簽署:			
Signed by or on behalf of the Transfere to this transfer, this						

Insert the total number of H Shares for which the H Share Offer is accepted. If no number is inserted or a number inserted is greater or smaller than your registered holding of H Share(s) or those physical H Share(s) tendered for acceptance of the H Share Offer and you have signed this Form of Acceptance, this Form of Acceptance will be returned to you for correction and resubmission. Any corrected form must be resubmitted and received by the H Share Registrar on or before 4:00 p.m. on the Closing Date. 前海上长葵前根皮份多数。倘並無填上數目皮所囊数目皮质有数目皮质成功的,属下登记持有之日股股份或作接纳日股要约之日股股份。 關下已簽署本接納表格,則表格接納將退回予 關下進行修改及重新遞交。任何經更正之表格必須於截止日期下午四時正或之前自行重新提交並送達H股股份過戶登記處。

断註:

<sup>\*</sup> for identification purpose only 僅供識別

THIS FORM OF ACCEPTANCE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to any aspect of this Form of Acceptance or as to the action to be taken, you should consult your licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or otherwise transferred all your H Shares, you should at once hand this Form of Acceptance and the accompanying Composite Document to the purchaser(s) or other transferee(s) or to the licensed securities dealer or registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or transferee(s).

The making of the H Share Offer to persons with a registered address in jurisdiction outside Hong Kong may be prohibited or affected by the laws of the relevant jurisdiction. Shareholders of H Shares who are citizens or residents or nationals of jurisdictions outside Hong Kong should obtain appropriate legal advice on, inform themselves about and observe any applicable legal requirement. It is the responsibility of each person who wishes to accept the H Share Offer to satisfy himself, herself or itself as to the full observance of the laws of the relevant jurisdiction in connection therewith, including the obtaining of any governmental, exchange control or other consents which may be required, the compliance with other necessary formalities or legal requirements and the payment of any transfer or other taxes due in respect of such jurisdiction.

This Form of Acceptance should be read in conjunction with the Composite Document.

The English text of the Form of Acceptance shall prevail over the Chinese text for the purpose of interpretation.

## HOW TO COMPLETE THIS FORM OF ACCEPTANCE

- HOW TO COMPLETE THIS FORM OF ACCEPTANCE

  To accept the H Share Offer made by Zhongtai Capital for and on behalf of the Offeror to acquire your H Shares, you should complete and sign this Form of Acceptance overleaf and forward this entire Form of Acceptance together with the relevant H Share certificate(s) and/or transfer receipt(s) and/or any other document(s) of title (and/or any satisfactory indemnity or indemnities required in respect thereof) in respect of which you intend to accept the H Share Offer, by post or by hand marked "Ningbo WanHao Holdings Company Limited H Share Offer" on the envelope to the H Share Registrar, Tricor Abacus Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, as soon as possible, but in any event so as to reach the H Share Registrar by no later than 4:00 p.m. (Hong Kong time) on Wednesday, 14 September 2016 or such later time and/or date as the Offeror may decide and announce, with the consent of the Executive, in accordance with the Takeovers Code. The provisions of Appendix I to the Composite Document are incorporated into and form part of this Form of Acceptance. Shareholders are advised to read the Composite Document before completing this Form of Acceptance.
- 2 Warning: Shareholders should also be aware that in accepting the H Share Offer, any resulting fractions of a Hong Kong cent will be disregarded and any cash amount payable will be rounded up to the nearest Hong Kong cent.
- Procedure for accepting the H Share Offer

If you wish to accept the H Share Offer, you should:

Address: (in block capitals)

- insert in the box titled "Total number of H Shares to be transferred" the total number of H Shares for which you wish to accept the H Share Offer; and
- sign the Form of Acceptance and enclose the relevant H Share certificate(s), transfer receipt(s) and/or any other document(s) of title (and/or any satisfactory indemnity or indemnities in respect thereof).
- Warning: You must sign the Form of Acceptance and enclose the relevant H Share certificate(s), transfer receipt(s) and/or any other document(s) of title (and/or any satisfactory indemnity or indemnities in respect thereof).
- If you are holding H Shares on behalf of another person as nominee or otherwise, you should refer to the section headed "Procedures for Acceptance" in Appendix I to the Composite Document in particular as to the matters which you should consider.
- Warning: If no number is inserted or a number inserted is greater or smaller than your registered holding of H Share(s) or those physical H Share(s) tendered for acceptance of the H Share Offer and you have signed this form, this form will be returned to you for correction and resubmission. Any corrected form must be resubmitted and received by H Share Registrar on or before 4:00 p.m. on the Closing Date. 6

# FORM OF ACCEPTANCE IN RESPECT OF THE H SHARE OFFER

To: The Offeror and Zhongtai Capital

- My/Our execution of this Form of Acceptance shall be binding on my/our successors and assigns, and shall constitute:
  - my/our irrevocable acceptance of the H Share Offer, made by Zhongtai Capital on behalf of the Offeror, as contained in the Composite Document for the consideration and on and subject to the terms therein and herein mentioned (including the terms set out under the heading "How to complete this Form of Acceptance"), in respect of the number of H Shares specified in this Form of Acceptance or a greater number is specified than I/we am/are registered as the holder(s) of, in respect of all such H Shares of which I/we am/are registered as the holder(s);
  - my/our irrevocable instruction and authority to the Offeror and/or Zhongtai Capital or their respective agent(s) to collect from the Company or the H Share (b) Registrar on my/our behalf the H Share certificate(s) in respect of H Shares due to be issued to me/us in accordance with, and against surrender of, the enclosed transfer receipt(s) and/or other document(s) of title (if any) (and/or any satisfactory indemnity or indemnities in respect thereof), which has/have been duly signed by me/us and to deliver the same to the H Share Registrar and to authorise and instruct the H Share Registrar to hold such H Share certificate(s) subject to the terms and conditions of the H Share Offer, as if it was/they were H Share certificate(s) delivered to the H Share Registrar together with this Form of Acceptance;
  - my/our irrevocable instruction and authority to the Offeror and/or Zhongtai Capital or its agent(s) to send a cheque crossed "Not negotiable or account payee only" drawn in my/our favour for the cash consideration to which I/we shall have become entitled under the terms of the H Share Offer by post at my/our risk to the person(s) and address stated below or, if no name(s) and/or address is/are stated below, to the first-named transferor at the address shown in the register of members of the Company:

(Insert below the name and address of the person to whom the cheque is to be sent if different from the registered shareholder or the first-named of the joint registered shareholders.)

Name: (in block capitals)

- my/our irrevocable instruction and authority to the Offeror and/or Zhongtai Capital or such person or persons as any of them may direct for the purpose, on my/our behalf, to make and execute the contract note as required by the Stamp Duty Ordinance (Chapter 117 of the Laws of Hong Kong) to be made and executed by me/us as the seller(s) of the H Shares to be sold by me/us under the H Share Offer and to cause the same to be stamped and to cause an endorsement to be made (d) on this Form of Acceptance in accordance with the provisions of that Ordinance;
- my/our irrevocable instruction and authority to each of the Offeror and/or Zhongtai Capital or such person or persons as any of them may direct to complete, amend and execute any document on my/our behalf including but without limitation to do any other act that may be necessary or expedient for the purpose of vesting in the Offeror or such person or persons as it may direct my/our H Shares tendered for acceptance of the H Share Offer; my/our irrevocable undertaking to execute such further documents and to do such acts and things by way of further assurance as may be necessary or desirable (e)
- (f) ingly on Hervice Budertang to execute such furnite additional and to do such acts and inligs by way to future assume a ling be discussed by the control of the totransfer my/our H Share(s) tendered for acceptance under the H Share Offer to the Offeror or such person or persons as it may direct free from all third party rights, liens, charges, equities and encumbrances and together with all rights attaching thereto on or after the date on which the H Share Offer is made, including, without limitation, the right to receive all dividends and distributions, if any, declared, made or paid on or after the date of the Share Transfer Agreement becoming effective, in respect of the H Share(s) tendered for acceptance under the H Share Offer;
- my/our agreement that, subject to the right to deduct from the amount payable to me/us the seller's ad valorem stamp duty, the settlement of the consideration to which I/we will be entitled under the H Share Offer will be implemented in full in accordance with the terms of the H Share Offer; and
- my/our agreement to ratify each and every act or thing which may be done or effected by the Offeror and/or Zhongtai Capital or their respective agent(s) or such person or persons as it/they may direct on the exercise of any of the authorities contained herein.
- In the event that my/our acceptance is not valid in accordance with the terms of the H Share Offer, all instructions, authorisations and undertakings contained in paragraph 2 If the event that my/our acceptance is not value in accordance with the terms of the Fi shade of the Fi shade controlled in paragraph I above shall cease and in which event, I/we authorise and request you to return to me/us my/our H Share Certificate(s) and/or transfer receipt(s) and/or any other document(s) of title (and/or any satisfactory indemnity or indemnities in respect thereof), together with this Form of Acceptance duly cancelled, by post at my/our risk to the person(s) and address stated above for the receipt of any cheque or, if no name and address is stated, to me or the first-named of us (in the case of joint registered shareholders) at the address shown in the register of members of the Company.

Where you have sent one or more transfer receipt(s) and in the meantime the relevant H Share certificate(s) has/have been collected by the Offeror and/or Zhongtai Capital or their respective agent(s) from the Company or the H Share Registrar on your behalf, you will be sent such H Share certificate(s) in lieu of the transfer receipt(s).

- Company or the H Share certificate(s) and/or transfer receipt(s).

  I/We enclose the relevant H Share certificate(s) and/or transfer receipt(s) and/or any other document(s) of title (and/or any satisfactory indemnity or indemnities in respect thereof) for the whole/part of my/our holding of H Shares which is/are to be held by you on the terms of the H Share Offer. I/We understand that no acknowledgement of receipt of any Form of Acceptance or any H Share certificate(s) and/or any other documents will be given. I/We further understand that all documents will be sent to me/us by ordinary post at my/our/own risk.
- I/We hereby warrant and represent to you that, I am/we are the registered shareholder(s) of the number of H Shares specified in this Form of Acceptance and I/we have the full right, power and authority to sell and pass the title and ownership of such H Shares to the Offeror by way of acceptance of the H Share Offer.
- I/We hereby warrant and represent to the Offeror and the Company that I/we have satisfied the laws of the jurisdiction where my/our address is stated in the register of members of the Company in connection with my/our acceptance of the H Share Offer, including the obtaining of any governmental, exchange control or other consents and any registration or filing which may be required and the compliance with all necessary formalities, regulatory and/or legal requirements.
- I/We hereby warrant and represent to the Offeror and the Company that I/we shall be fully responsible for payment of any transfer or other taxes and duties payable in respect of the jurisdiction where my/our address is located as set out in the register of members of the Company in connection with my/our acceptance of the H Share
- I/We understand that acceptance of the H Share Offer by me/us will constitute a warranty by me/us to the Offeror that the number of H Share(s) specified in this Form of Acceptance are fully paid and will be sold free from all liens, charges, encumbrances, rights of pre-emption and any other third party rights of any nature and together with all rights attaching to them as at the date hereof, including the right to receive in full all dividends and other distributions, if any, declared, made or paid by the Company on or after the date of the Share Transfer Agreement becoming effective. 7.
- I/We acknowledge that, save as expressly provided in the Composite Document and in this Form of Acceptance, all the acceptance, instructions, authorities and undertakings hereby given shall be unconditional and irrevocable. 8
- I/We acknowledge that my/our H Shares sold to the Offeror by way of acceptance of the H Share Offer will be registered under the name of the Offeror and/or its

本接納表格乃重要文件,請即處理。 閣下對本接納表格任何內容或應採取之行動如有任何疑問,應諮詢 閣下之持牌證券交易商 或註冊證券行、銀行經理、律師、專業會計師或其他專業顧問。

買賣或轉讓之持牌證券交易商或註冊證券行或其他代理,以便轉交買主或承讓人。

スリススで RRA と TV FR E は スクスの PD 以 CE IT I E は カリステル TV E F F Y D L 工 A J A R R A C TV F E E A J A S A P R A C TV F E E A S A P R A C TV F E E A S A P R A C TV F E E A S A P R A C TV F E E A P A F R 法律規定,及支付有關司法管轄區之任何轉讓款項或其他稅項。

本接納表格應與綜合文件一併閱覽。

接納表格之中英文版本如有歧義,概以英文版本為準。

#### 如何填寫本接納表格

- 如你接納中泰融資代表要約人關於收購 閣下所持H股股份提出之H股要約,閣下應填妥及簽署背頁之本接納表格,並將整份接納表格連同 閣下擬接納H股要約之有關股票及/或過戶收據及/或任何其他所有權文件(及/或任何就此所需令人信納之彌償保證)(封面須註明「寧波萬豪控股股份有限公司—H股要約」),盡快郵寄或交回香港H股股份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22樓,惟無論如何不得遲於二零一六年九月十四日(星期三)(香港時間)或要約人根據收購守則經執行人員同意可能釐定並公告之較後時間及/或日期前送達。綜合文件附錄一之條文納入並構成本接納表格其中一部分。股東務請先閱讚綜合文件後始填寫本接納表格。
- 警告:股東應當注意,因接納H股要約而產生不足一港仙的金額將不予考慮,而任何應付的現金款項將向上調整至最接近的 2. 完整港仙金額。
- 接納H股要約之程序

倘 閣下欲接納H股要約, 閣下應:

- (a) 於註明「將子轉讓之H股股份總數」之空格內填寫 閣下擬接納H股要約之H股股份總數;及 (b) 簽署接納表格並附上有關之H股股票、過戶收據及/或任何其他所有權文件(及/或任何就此所需令人信納之彌償保證)。 警告:閣下務須簽署接納表格,並附上有關之H股股票、過戶收據及/或任何其他所有權文件(及/或任何就此所需令人信 納之彌償保證)。
- 倘 阁下代表另一名人士以代名人或其他身份持有H股股份, 阁下應參閱綜合文件附錄一「接納之程序」一節,尤其有關 閣 下應考慮之事宜。
- 警告: 倘並無填上數目或所填數目大於或小於 閣下登記持有之H股股份或作接納H股要約之實物H股股份,而 閣下已簽署本表格,則表格將退回予 閣下進行修改及重新遞交。任何經更正之表格必須於截止日期下午四時正或之前自行重新提交並 送達H股股份過戶登記處。

#### H股要約之接納表格

致:要約人及中泰融資

- 本人/吾等一經簽署本接納表格,本人/吾等之繼承人及受讓人將受此約束,並構成:
  (a) 本人/吾等不可撤回接納由中泰融資代表要約人提出之H股要約文件所述H股要約,按及受制於綜合文件及本接納表 格所載代價與有關條款(包括「如何填寫本接納表格」標題所載之條款),就本接納表格上所填數目之H股股份接納H股要約,
  - 而,城下霞爽有關條款(包括)如門廣為平接納农田]原题州城之條款),从平接納农田工州壤聚自己由放成市接納的政策, 或填上之數額超出本人/吾等以登記持有人名義持有之數額,則接納收購本人/吾等名下登記持有之全部H股股份。 本人/吾等不可撤回指示及授權要約人及/或中泰融資或其各自的代理,代表本人/吾等根據隨附經本人/吾等正 式簽署之過戶收據及/或其他所有權文件(如有)(及/或任何就此所需令人信納之彌償保證),憑此向本公司或H股股份過戶登記處領取本人/吾等就H股股份應獲發之H股股票,並將有關H股股票送交H股股份過戶登記處,且授權及指 示H股股份過戶登記處根據H股要約之條款及條件持有該等H股股票,猶如該等H股股票已連同本接納表格一併交回H 股股份過戶登記處;
  - 本人/吾等不可撤回指示及授權要約人及/或中泰融資或其代理,寄發就本人/吾等根據H股要約之條款應得之現金代價,以「不得轉讓只准入抬頭人賬戶」方式向本人/吾等開出劃線支票,然後按以下地址以郵寄方式寄予以下人士,或如無填上姓名及地址,則按本公司股東名冊所示登記地址,寄予當中名列首位之轉讓人,郵誤風險概由本人/吾等 (c) 承擔:

(如收取支票之人士並非股份之登記股東或聯名登記股份名列首位之持有人,則請在下欄填上該名人士之姓名及地址。)

姓名:(請用正楷填寫)

地址: (請用正楷填寫)

- 本人/吾等不可撤回指示及授權要約人及/或中泰融資或其可能指定之人士,代表本人/吾等以根據H股要約出售股份賣方之身份,訂立及簽署香港法例第117章印花稅條例規定須訂立及簽署之買賣單據,並按該條例之規定繳付印花 税及安排在本接納表格上背書證明;
- 本人/吾等不可撤回指示及授權要約人及/或中泰融資或其可能指定之人士,代表本人/吾等填妥、修改及簽署本人/吾等之任何文件,包括但不限於辦理任何其他必需或適當之手續,將本人/吾等就接納H股要約遞交之H股股份轉
- 歸要約人或其可能指定之人士所有; 本人/吾等不可撤回承諾於可能屬必要或適當時簽立其他文件並辦理其他手續及事項,以進一步確保本人 本人/吾等不可撤回承諾於可能屬必要或適當時簽立其他文件並辦理其他手續及事項,以進一步確保本人/吾等根據H股要約提交以供接納之H股轉讓予要約人或其可能指定之人士,而上述H股將不附有所有第三方權益、留置權、押記、衡平權及產權負擔,但附有於股份轉讓協議生效當日或之後所附帶之所有權利,包括但不限於收取於提出H股要約當
- 獨一權及煙權負擔,包的有款 的特 嚴 國 嚴 王 致 之 夜 奶 的 而 之 份 有 根 的 最 之 依 就 根 據 H 股 要 約 提 交 以 供 接 納 之 H 股 宣 派 、 旅 付 或 作 出 之 所 有 股 息 及 分 派 (如 有)之 權 利 ; 本 人 / 吾 等 同 意 , 在 受 從 應 付 本 人 / 吾 等 之 款 項 中 扣 除 賣 方 從 價 印 花 税 之 權 利 之 規 限 下 , 繳 付 本 人 / 吾 等 根 據 H 股 要 約 有 權 收 取 之 代 價 將 根 據 H 股 要 約 之 條 款 全 面 作 出 ; 及 本 人 / 吾 等 同 意 追 認 要 約 人 及 / 或 中 泰 融 資 或 彼 等 各 自 之 其 代 理 或 其 可 能 指 定 之 人 士 , 行 使 本 接 納 表 格 所 載 任 何 權
- 力時所作出或進行之任何行動或事宜。
- 倘根據H股要約之條款,本人/吾等之接納為無效,則上文第1段所載一切指示、授權及承諾均告終止,而在此情況下,本人/吾等授權並要求 閣下將本人/吾等之H股股票及/或過戶收據及/或任何其他所有權文件(及/或任何就此所需令人信納之彌償保證),連同已正式註銷之本接納表格一併寄回上文就接納任何支票所指人士及地址,或如無填上姓名及地址,則 按本公司股東名冊所示登記地址以郵寄方式寄回本人或吾等當中名列首位之股東(如屬股份之聯名登記持有人),郵誤風險 概由本人/吾等承擔。

- 附註:倘 閣下交回一份或以上過戶收據,而同時要約人及/或中泰融資或彼等各自之代理以代表 閣下向本公司或H股股份過戶登記處領取有關H股股票, 閣下將獲發有關H股股票而並非過戶收據。 本人/吾等茲附上本人/吾等所持全部/部分H股股份之有關H股股票及/或過戶收據及/或任何其他所有權文件(及/或任何就此所需令人信納之彌償保證),由 閣下依照及根據H股要約之條款予以保存。本人/吾等明白將不會就任何接納表 格或任何H股股票及/或任何其他文件獲發收據。本人/吾等進一步表示明白,所有文件將以平郵方式郵寄,郵誤風險概由
- 本人/吾等謹此向 閣下保證及聲明,本人/吾等為本接納表格所示H股股份數目之登記股東,而本人/吾等擁有全部權利· 4.
- 權力及權限,藉接納H股要約之方式向要約人出售及轉讓本人一吾等所持H股股份之所有權及擁有權。 本人/吾等謹此向要約人及 貴公司保證及聲明,本人/吾等符合本人/吾等於 貴公司股東名冊所列地址所在司法管轄區關於本人/吾等接納H股要約方面之法例,包括取得可能所需之任何政府、外匯管制或其他方面之同意及任何登記或存檔, 5 以及遵守所有必要之正式手續、監管及/或法例規定。 本人/吾等謹此向要約人及 貴公司保證及聲明,本人/吾等將全面負責支付本人/吾等於 貴公司股東名冊所列地址所在
- 司法管轄區就本人/吾等接納H股要約應付之任何過戶或其他稅項及徵費。
- 司法官轄區級本人/音等接納H版要約應刊之任刊過戶或其他稅項及負負。 本人/吾等明白本人/吾等接納H股要約,將構成本人/吾等向要約人保證,本接納表格所示股份已悉數繳足並於出售時免於所有留置權、押記、產權負擔、優先購買權以及任何性質之任何其他第三方權利,連同於股份轉讓協議生效日期所附之所有權利,包括於股份轉讓協議生效當日或之後由本公司宣派、作出或支付之所有股息及其他分派(若有)。 本人/吾等確認,除綜合文件及本接納表格明確提供者外,謹此提供之所有接納、指示、授權及承諾將為無條件及不可撤回。 本人/吾等確認以接納H股要約方式出售予要約人之本人/吾等之H股將以要約人及/或其代名人名義登記。

## PERSONAL DATA

#### Personal Information Collection Statements

This personal information collection statement informs you of the policies and practices of the Offeror, Zhongtai Capital, the Company and the H Share Registrar in relation to personal data and Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) (the "Ordinance").

#### 1. Reasons for the collection of your personal data

To accept the H Share Offer for your H Shares, you must provide the personal data requested. Failure to supply the requested data may result in the processing of your acceptance being rejected or delayed.

#### 2. Purposes

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

- processing your acceptance and verification of compliance with the terms and application procedures set out in this Form of Acceptance;
- registering transfers of the H Shares out of your name;
- maintaining or updating the relevant register of holders of the H Shares:
- conducting or assisting to conduct signature verification, and any other verification or exchange of information;
- · establishing your entitlements under the H Share Offer;
- distributing communications from the Offeror and/or its or agents such as financial advisers and the H Share Registrar;
- compiling statistical code information and H Shareholder profiles;
- making disclosures as required by laws, rules or regulations (whether statutory or otherwise);
- disclosing relevant information to facilitate claims on entitlements;
- any other purpose in connection with the business of the Offeror, Zhongtai Capital or the H Share Registrar;
- any other incidental or associated purposes relating to the above and any other purposes to which the shareholders of H Shares may from time to time agree to or be informed of.

#### 3. Transfer of personal data

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

- The Offeror, the Company, its subsidiaries and/or agent(s), such as financial advisers and the H Share Registrar;
- any agents, contractors or third party service providers who offer administrative, telecommunications, computer, payment or other services to the Offeror, Zhongtai Capital and/or the H Share Registrar in connection with the operation of its business;
- · any regulatory or governmental bodies;
- any other persons or institutions with which you have or propose to have dealings, such as their bankers, solicitors, accountants, licensed securities dealers or registered institutions in securities;
- any other persons or institutions whom the Offeror, Zhongtai Capital, the Company and/or the H Share Registrar consider(s) to be necessary or desirable in the circumstances.

#### 4. Retention of Personal Data

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

#### 5. Access and correction of personal data

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

BY SIGNING THIS FORM OF ACCEPTANCE, YOU AGREE TO ALL OF THE ABOVE.

## 個人資料

# 收集個人資料聲明

本收集個人資料聲明旨在知會 閣下有關要約人、中泰融資、本公司及H股股份過戶登記處有關個人資料及香港法例第486章個人資料(私隱)條例(「該條例」)的政策及慣例。

## 1. 收集 閣下個人資料的原因

如就 閣下的H股股份接納H股要約, 閣下須提供所需的個人資料。倘 閣下未能提供所需資料,則可能導致 閣下的接納申請被拒或受到延誤。

## 2. 用途

閣下於本接納表格提供的個人資料可能會用作、持有及/或保存(以任何方式)作下列用途:

- 處理 閣下的接納申請及核實遵循本接納表格載列的 條款及申請程序;
- 登記 閣下名義進行的H股股份轉讓;
- 保存或更新有關H股股份的股東名冊;
- 核實或協助核實簽名,以及進行任何其他資料核實或 交換;
- 確定 閣下根據H股要約有權取得的配額;
- 自要約人及/或其附屬公司或其代理人(例如財務顧問及H股股份過戶登記處)收取通訊;
- 編製統計代碼資料及股東資料;
- 按法例、規則或規定(無論法定或非法定規定)作出披露;
- 披露有關資料以促進權利之申索;
- 有關要約人、中泰融資或H股股份過戶登記處業務的 任何其他用途;
- 有關上文所述任何其他附帶或關連用途及H股股東不時同意或知悉的其他用途。

## 11人员们

## 3. 轉讓個人資料

本接納表格提供的個人資料將作為機密資料妥當保存,但要約人、中泰融資、本公司及H股股份過戶登記處為達致上述任何用途,可能作出必需的查詢,以確認個人資料的準確性,彼等尤其可能披露、獲取或轉交(無論在香港或香港以外地區)該等個人資料予下列任何及所有個人及實體披露、獲取或轉交(無論在香港或香港以外地區)該等個人資料:

- 要約人、本公司、其附屬公司及/或代理人,例如財務 顧問及H股股份過戶登記處;
- 任何為要約人、中泰融資及/或H股股份過戶登記處的業務經營提供行政、電訊、電腦、付款或其他服務的代理、承包商或第三方服務供應商;
- 任何監管或政府機構;
- 與 閣下進行交易或建議進行交易的任何其他人士或 機構,例如彼等的銀行、律師、會計師、持牌證券交易 商或註冊證券機構;
- 要約人、中泰融資、本公司及/或H股股份過戶登記處 認為必需或適當情況下的任何其他人士或機構。

# 4. 保留個人資料

要約人、中泰融資及/或H股股份過戶登記處將按收集個人資料所需用途保留本表格內所收集之個人資料。無需保留之個人資料將會根據該條例銷毀或處理。

## 5. 索取及更正個人資料

根據該條例的規定,閣下有權確認要約人、中泰融資、本公司及/或H股股份過戶登記處是否持有 閣下的個人資料,並取該資料副本,以及更正任何錯誤資料。依據該條例的規定,要約人、中泰融資、本公司及H股股份過戶發記處有權政策取任何數據的請求收取合理的手續費。索取資料或更正正資料或素取有關政策及慣例及所持資料類型的資料的所有請求,須提交要約人、中泰融資、本公司或H股股份過戶登記處(視情況而定)。

## 閣下一經簽署本接納表格即表示同意上述所有條款。