# Please use this form if you are an Eligible Employee of Mansion International Holdings Limited or any of its subsidiaries 如 閣下為民信國際控股有限公司或其任何附屬公司之合資格僱員,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 Mansion International Holdings Limited (the "Company") dated 12 January 2018 (the

This Application Form uses the same terms as defined in the prospectus of Mansion International Holdings Limited (the "Company") dated 12 January 2018 (the "Prospectus"). 民信國際控股有限公司(「本公司」)於 2018 年 1 月 12 日刊發的招股章程(「招股章程」)所界定詞語在本申請表格具有相同涵義。 Neither this Application Form nor the Prospectus constitutes an offer to sell or the solicitation of an offer to buy any Offer Shares (including the Employee Reserved Shares) in any jurisdiction other than Hong Kong. The Offer Shares may not be offered or sold in the United States without registration or an exemption from registration under the relevant securities laws and regulations of the United States. 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的出售要約或游說購買任何發售股份(包括僱員預留股份)的要約。若無根據美國有關證券法例及規例登記或豁免登記,則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, 他不得發送、派發或複製(不論以任何方式,亦不論全部或部分)本申請表格及招股章程。



# **Mansion International Holdings Limited**

際 控 股 國 有 限

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

> Stock code: 8456 股份代號 : 8456

**Maximum Offer Price:** 

HK\$0.78 per Offer Share, plus brokerage of 1.0%, SEC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund) 每股發售股份0.78港元,另加1.0%經紀佣金、0.0027%證監會交易徵費及0.005%聯交所交易費(須於申請時以港元繳足,並可予退還)

最高發售價 :

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, 併閱讀本申請表格與招股章程。

# Application Form 申請表格

Mansion International Holdings Limited Alliance Capital Partners Limited The Joint Bookrunners The Joint Lead Managers

I:

am an Eligible Employee; apply for the number of Employee Reserved Shares set out below, subject to conditions set out in the Prospectus and this Application Form, and subject to

Association; enclose payment in full for the Employee Reserved Shares applied for plus 1.0% brokerage fee, 0.0027% SFC transaction levy and 0.005% Stock Exchange trading fee; undertake and agree to accept the Employee Reserved Shares applied for, or any lesser number allocated to me on this application;

undertake and agree to accept the Employee Reserved Shares applied for, or any lesser number allocated to me on this application made and the only application intended to be made by me declare that this is the only application made and the only application intended to be made by me or public offers shares on a WHITE or YELLOW Application Form or by giving electronic application instructions to HKSCC or to the HK eIPO White Form Service Provider; understand that these declarations and representations will be relied upon by the Company, by the Directors, the Sole Sponsor, the Joint Bookrunners, the Joint Lead Managers and the Underwriters in deciding whether or not to make any allotment of the Employee Reserved Shares in response to this application and that I may be prosecuted for making a false declaration; authorise the Company to place my name on the Company's register of members as the holder(s) of any Employee Reserved Shares allocated to me, and to send any share certificates and/or refund cheque(s) to me by ordinary post at my own risk to the address stated on this Application Form, unless I am eligible to collect share certificates and/or refund cheque(s) in person; have read the terms and conditions and application procedures set out in the Prospectus and on the pages attached to this Application Form and agree to be bound by them; represent, warrant and undertake that the allotment of or application for the Employee Reserved Shares have not been and will not be registered under the Securities Act of the United States and (ii) I and any person for whose benefit I am applying for the Employee Reserved Shares are outside the United States (as defined in Regulation S) or are a person described in paragraph (h) of Rule 902 of Regulation S; and

Regulation S; and agree that this application, any acceptance of it and the resulting contract, will be governed by and construed in accordance with the laws of Hong Kong.

民信國際控股有限公司 同人融資有限公司 聯席賬簿管理人 聯席牽頭經辦人

- . **乃合資格僱員;** 按照招股章程及本申請表格所載條款及條件,並依據組織章程細則所載各項規定,申請認購 以下數目的僱員預留股份;
  - **隨附**申請認購僱員預留股份所需全數款項,另加1.0%經紀佣金、0.0027%證監會交易徵費及0.005%聯交所交易费: スプロス マッス ファッス タ ( ) 承諾 及同意 接納 根據 本申請 所申請 的 僱員 預留 股份 , 或 本人 就 本申請 獲 分配 的 任何 較 少 數 目 股份 ;

- 取以了。 **聲明**是項申請為本人就僱員預留股份以**粉紅色**申請表格所作出或擬作出的唯一申請(不包括本 人就公開發售股份以白色或黃色申請表格或透過向香港結算或網上白表服務供應商發出電子 認購指示提出的申請);
- 明白本公司、董事、獨家保薦人、聯席賬簿管理人、聯席奉頭經辦人及包銷商將依賴本聲明 及陳述,以決定是否因應本申請而配發任何僱員預留股份,本人如作出虛假聲明,可能會被
- **授權**本公司將本人的姓名列入本公司股東名冊內,作為本人所獲分配的任何僱員預留股份的 持有人,並以平郵方式按本申請表格所示地址寄發任何股票及/或退款支票,郵誤風險概由 本人自行承擔,除非本人合資格親身領取股票及/或退款支票;
- 已細閱並同意遵守招股章程所載條款、條件及申請手續及本申請表格隨附各頁;
- · 保證及承諾向本人配發僱員預留股份或由本人申請僱員預留股份,不會引致本公司須 遵從香港以外任何地區法律或規例的任何規定(不論是否具法律效力);
- 聲明、保證及承諾(i)本人明白僱員預留股份不曾亦將不會根據美國證券法登記,及(ii)本人 及本人為其利益申請僱員預留股份的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)段所述的人士;及
- 同意本申請、任何對申請的接納及因此而訂立的合約須受香港法例管轄及按其詮釋。

Signed by the applicant: 由申請人簽署:

- It is important that you read the terms and conditions and application procedures overleaf.

  To unust complete this application in English (except Chinese name) unless otherwise stated, otherwise the application is liable to be rejected.

  You must sign this Application Form in writing (and not by way of personal chop) otherwise the application is liable to be rejected.

  All applicable boxes in this Application Form must be completed, otherwise the application is liable to be rejected.

  All applicable boxes in this Application Form must be completed, otherwise the application is liable to be rejected.

  PINK Application Form (other than an application for Public Offer Shares (if any) made on a WHITE of Papplication Form(s) or by giving electronic application instructions to HKSCC or HK eIPO White PILLOW Application Form(s) or by giving electronic application instructions to HKSCC or HK eIPO White PILLOW Application Forms; and applications that for the benefit of one application or a PINK Application Form for more than 5,000,000 Employee Reserved Shares (being 100% of the Employee Reserved Shares) and applications where cheques or banker's cashier orders are dishonored upon the first presentation.

  You may be prosecuted if you make a false declaration.

- 閣下務必細閱背頁的條款與條件及申請手續。 除非另有訂明, 閣下必須以英文(中文姓名除外)填妥本申請表格,否則 閣下的申請將被拒絕受理。
- 閣下必須親筆(不得以個人印意方式)簽署本申請表格,否則申請會被拒絕受理。
- 本申請表格內所有適用空格均必須填妥,否則申請將可被拒絕受理
- 僅可就僱員預留股份以粉紅色申請表格為任何合資格僱員的利益提出一次申請(不包括就公開發售股份以白色或黃色申請表格或透過向香港結算或劉上白表服務供應商發出電子認聘指示提出申請(如有))。在以下情況下,申請將應拒絕受理:以粉紅色申請表格各一名申請人士的利益申請超過5,000,000股僱員預留股份(即僱員預留股份之100%)及支票或銀行本票在首次過戶時末能兑現。
- 如 閣下作出虛假聲明,可能會被檢控。

# Please use this form if you are an Eligible Employee of Mansion International Holdings Limited or any of its subsidiaries 如 閣下為民信國際控股有限公司或其任何附屬公司之合資格僱員,請使用本表格

Signed by the applicant: 由申請人簽署:	Cheque/Banker's cashier order number 支票/銀行本票號碼				
田甲酮八庻者。					
5 <del></del>					
Date: 日期:///					
Number of Employee Reserved Shares applied for (not more than 5,000,000 shares – please see section overleaf headed	Name of bank on which cheque/banker's cashier order is				
"How to make your application")	drawn (see "How to make your application" section) 兑現支票/銀行本票的銀行名稱(見「申請手續」一節)				
申請僱員預留股份數目(不超過5,000,000股股份,請參閱					
背頁「申請手續」一節)					
	X				
Total amount 總額					
HK\$ 港元					
TIK TE / L	47 \				
Name in English 英文姓名	-X77 V				
Family name 姓氏	Forename(s) 名子				
,					
Name in Chinese 中文姓名	X				
Family name 姓氏	Forename(s) 名字				
ranniy name xxx	1 orchame(s) 41 1				
	H. W. H. W. C. L.W. (D				
Position in the Company or any of its subsidiaries in English 於本公司或其任何附屬公司的職位(以英文填寫)	Hong Kong Identity Card No./Passport No.* (Please delete as appropriate)				
次平公可或共任門的屬公可的概位(以来又填為)	香港身份證號碼/護照號碼*(請刪除不適用者)				
Hong Kong address in English and telephone no. 香港地址(以	英文填寫)及電話號碼				
	Telephone No. 電話號碼				
If you apply for 1,000,000 Employee Reserved Shares or more and have provided	l all information required by this Application Form, you may collect your refund				
cheque(s) and/or share certificate(s) (where applicable) in person from the Hong Ko Centre, 183 Queen's Road East, Hong Kong from 9:00 a.m. to 1:00 p.m. on the date	of collection of refund cheques which is expected to be on or before Thursday, 25				
January 2018 or such other date notified by the Company on the website of the Stoc com. If you do not collect your refund cheque and/or share certificate personally	k Exchange at www.hkexnews.hk and the Company's website at www.mansionintl				
address specified in your Application Form by ordinary post at your own risk					
If you apply for less than 1,000,000 Employee Reserved Shares or more than 1,000 this Application Form, your refund cheque(s) and/or share certificate(s) will be sent ordinary post and at your own risk.					
Please see the sections overleaf headed "If your application for Employee Reserved of when, where and how to collect your share certificate (where applicable) and/or re-	Shares is successful (in whole or in part)" and "Refund of your money" for details efund cheque (if any).				
如 閣下申請1,000,000股或以上僱員預留股份並已提供本申請表格規定的全部資	資料,可於領取退款支票日期(預期為2018年1月25日(星期四)或之前或本公司				
在聯交所網站(www.hkexnews.hk)及本公司網站www.mansionintl.com)公佈的其有限公司(地址為香港皇后大道東183號合和中心22樓)領取 閣下的退款支票及	/ 或股票(如適用)。倘 閣下並未在指定領取時間親身領取 閣下的退款支票				
及/或股票,則該等退款支票及/或股票將隨即以普通郵遞方式寄往 閣下申請 關下申請 場下申請少於1,000,000股偏員預留股份或超過1,000,000股僱員預留股份,	青表格所示地址,郵誤風險概由 閣下自行承擔。 但未提供本申請表格規定的全部資料,則 閣下的退款支票及/或股票將會於				
2018年1月25日(星期四)以普通郵遞方式寄往有關申請表格所示地址,郵誤風險	概由 閣下自行承擔。				
	nly. You must provide your Hong Kong Identity Card number or passport number				
Your Hong Kong Identity Card number/passport number will be transferred 只限為合資格僱員之個人申請人填寫。 閣下須填寫香港身份證號碼或詞	to a third party for checking the Application Form's validity. 舊照號碼。香港身份證號碼/ 護照號碼將轉交第三方以核實申請表格是否有效。				
(2) Part of the Hong Kong Identity Card number/passport number of you may	be printed on your refund cheque (if any). Your banker may require verification o				
your Hong Kong Identity Card number/passport number before you can cass 退款支票(如有)上會印有 関下的香港身份證號碼/ 護照號碼的一部分	n your rerund cheque. 。銀行兑現退款支票前或會要求查證 閣下的香港身份證號碼/護照號碼。				
ADDRESS LABEL地址標貼(Your name(s) and address in					
Hong Kong in <b>BLOCK</b> letters請用正楷填寫姓名/名稱及香港地址)					
HICKORY)	For Bank use				
	L M M H M H M H M H M H M H M H M H M H				
	For Company use 此欄供公司使田				
I I	- │ 此欄供公司使用				

# How to make your application

1. Use the table below to calculate how much you must pay. Your application must be for a minimum of 4,000 Employee Reserved Shares and of an integral multiple of 4,000 Employee Reserved Shares not exceeding 5,000,000 Employee Reserved Shares, or your application will be rejected. The table below sets out certain integral multiples of 4,000 Employee Reserved Shares applied for and total amount payable in HK\$ for reference.

NUMBER OF EMPLOYEE RESERVED SHARES THAT MAY BE APPLIED FOR AND PAYMENTS							
Number of Employee	Amount Payable	Number of Employee	<b>Amount Payable</b>	Number of Employee	Amount Payable		
Reserved Shares	on application	Reserved Shares	on application	Reserved Shares	on application		
applied for	HK\$	applied for	HK\$	applied for	HK\$		
4,000	3,151.44	60,000	47,271.60	900,000	709,074.05		
8,000	6,302.88	80,000	63,028.80	1,000,000	787,860.06		
12,000	9,454.32	100,000	78,786.01	2,000,000	1,575,720.12		
16,000	12,605.76	200,000	157,572.01	3,000,000	2,363,580.18		
20,000	15,757.20	300,000	236,358.02	4,000,000	3,151,440.24		
24,000	18,908.65	400,000	315,144.02	5,000,000*	3,939,300.30		
28,000	22,060.08	500,000	393,930.03				
32,000	25,211.52	600,000	472,716.04	* Maximum numl	per of Employee		
36,000	28,362.96	700,000	551,502.04	Reserved Shares yo	ou may apply for.		
40,000	31,514.40	800,000	630,288.05				

2. Complete the form in English 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 the form. Each application for the Employee Reserved 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:

Banker's cashier order must:

- be in Hong Kong dollars;
- not be post-dated;
- be made payable to "Ting Hong Nominees Limited Mansion 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.
- 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 banker's cashier order must correspond with your name.
- 4. Tear off the Application Form, fold it once and deposit in the collection point located at 7/F, 822 Lai Chi Kok Road, Kowloon, Hong Kong by no later than 12:00 noon on Tuesday, 16 January 2018.
- 5. Your Application Form can be lodged at these times:

```
Friday, 12 January 2018 — 9:00 a.m. to 6:00 p.m.

Monday, 15 January 2018 — 9:00 a.m. to 6:00 p.m.

Tuesday, 16 January 2018 — 9:00 a.m. to 12:00 noon
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6. The latest time for lodging your application is 12:00 noon on Tuesday, 16 January 2018. The application lists will be open between 11:45 a.m. and 12:00 noon on Wednesday, 17 January 2018, subject only to the weather conditions, as described in "10. Effect of bad weather on the opening of the application lists" in the section headed "How to apply for the Public Offer Shares and Employee Reserved Shares" in the Prospectus



# 申請手續

1. 使用下表計算 閣下應付的款項。 閣下申請認購的股數須至少為4,000股僱員預留股份並以 4,000股僱員預留股份之完整倍數作出(不超過5,000,000股僱員預留股份),否則恕不受理。下表 列出申請認購4,000股僱員預留股份的若干完整倍數以及應繳付的港元股款總額,以供參考。

可供申請認購僱員預留股份數目及應繳款項								
申請僱員預留 股份數目	申請時應繳款項 港元	申請僱員預留 股份數目	申請時應繳款項 港元	申請僱員預留 股份數目	申請時應繳款項 港元			
4,000	3,151.44	60,000	47,271.60	900,000	709,074.05			
8,000	6,302.88	80,000	63,028.80	1,000,000	787,860.06			
12,000	9,454.32	100,000	78,786.01	2,000,000	1,575,720.12			
16,000	12,605.76	200,000	157,572.01	3,000,000	2,363,580.18			
20,000	15,757.20	300,000	236,358.02	4,000,000	3,151,440.24			
24,000	18,908.65	400,000	315,144.02	5,000,000*	3,939,300.30			
28,000	22,060.08	500,000	393,930.03	<i>y</i>				
32,000	25,211.52	600,000	472,716.04	* 閣下可申請認購的	僱員預留股份數目			
36,000	28,362.96	700,000	551,502.04	上限。				
40,000	31,514.40	800,000	630,288.05					

2. 以英文填妥及簽署表格。只接納親筆簽名(不得以個人印章代替)



# 如 閣下為民信國際控股有限公司或其任何附屬公司之合資格僱員,請使用本表格

3. 閣下須將支票或銀行本票釘於表格上。每份僱員預留股份申請須附一張獨立開出支票或一張獨立開出銀行本票。支票或銀行本票必須符合以下所有規定,否則有關的認購申請將不獲接納:

# 支票必須:

# 銀行本票必須:

- 以港元開出;
- 不得為期票;
- 註明抬頭人為「鼎康代理人有限公司-民信公開發售」;
- 劃線註明「只准入抬頭人賬戶」;
- 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。賬戶名稱必須與 閣下姓名/ 名稱相同。
- 須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。銀行本票所示姓名/名稱須與 閣下姓名/名稱相同。
- 4. 請撕下申請表格,對摺一次,並於2018年1月16日(星期二)中千十二時正前將申請表格投入位 於香港九龍荔枝角道822號7樓的收集箱。
- 5. 閣下可於下列時間遞交申請表格:

 2018年1月12日(星期五)
 - 上午九時正至下午六時正

 2018年1月15日(星期一)
 - 上午九時正至下午六時正

 2018年1月16日(星期二)
 - 上午九時正至中午十二時正

6. 截止遞交申請的時間為2018年1月16日(星期二)中午十二時正。本公司將於2018年1月17日 (星期三)上午十一時四十五分至中午十二時正開始辦理申請登記,唯一會影響此時間的變化因素為當日的天氣情況(詳見招股章程)如何申請公開發售股份及僱員預留股份」一節「10.惡劣天氣對開始辦理申請登記的影響」)。



# LISTING ON THE GROWTH ENTERPRISE MARKET OF THE STOCK EXCHANGE OF HONG KONG LIMITED BY WAY OF SHARE OFFER

### Conditions of your application

### Who can apply

- You must be 18 years of age or older and must have a Hong Kong address.

- You must be a holder of a Hong Kong Identity Card.
  You must be an Eligible Employee of the Group.
  You cannot apply for any Employee Reserved Shares if you are within the United States or a United States Person (within the meaning of applicable securities laws and regulations of the United States) or a legal or natural person of the PRC (other than Hong Kong, Macau and Taiwan).
- You must apply as an individual. Joint applications will not be 5 accepted.
- Save as under the circumstances permitted by the GEM Listing Rules, you cannot apply for Employee Reserved Shares if you are: 6.
  - an existing beneficial owner of shares in the Company and/or any of its subsidiaries;
  - a director or the chief executive of the Company and/or any of its subsidiaries:
  - a connected person and/or a core connected person of the Company or will become a connected person and/or a core connected person of the Company immediately upon completion of the Share Offer; or
  - an associate of any of the above.

#### В. Lodge only one application for your benefit

Multiple applications or suspected multiple applications will be rejected. All of your applications will be rejected as multiple rejected. All of your applications will be rejected as multiple applications if you make more than one application for Employee Reserved Shares. Eligible Employees who have applied for Employee Reserved Shares on a PINK Application Form may also make an application on a WHITE or YELLOW Application Form, or give electronic application instruction to HKSCC or the designated HK eIPO White Form Service Provider through HK eIPO White Form carvies (www.hbaino.hk) service (www.hkeipo.hk).

Eligible Employees may make an application for Employee Reserved Shares on a PINK Application Form and, in addition, (i) apply for Public Offer Shares as a member of the public in the Public Offer on a WHITE or YELLOW Application Form or by submitting application online through the designated website of the HK eIPO White Form Service Provider or giving electronic application instruction to HKSCC via CCASS; or (ii) apply for or indicate an interest for Placing Shares under the Placing but you may not do both under the Placing, but you may not do both.

Eligible Employees will receive no preference as to entitlement or allocation in respect of such further application or indication of interest made under the Public Offer or the Placing.

Allocation of Employee Reserved Shares
Of the 90,000,000 Placing Shares available under the Placing, up
to a maximum of 5,000,000 Placing Shares will be available for
subscription by Eligible Employees on a preferential basis using
PINK Application Forms, subject to the terms and conditions set out
in the Prospectus and this Application Form. The Employee Reserved
Shares are being offered out of the Placing but not subject to the
clawback mechanism as set out in the section headed "Structure and
conditions of the Share Offer - The Public Offer - Reallocation" in
the Prospectus. The 5,000,000 Employee Reserved Shares available
for application by Eligible Employees on PINK Application Forms for application by Eligible Employees on PINK Application Forms will be allocated to such applicants on a basis based on the level of valid applications received under the Employee Preferential Offer and the number of Employee Reserved Shares validly applied for within each application tier. The allocation basis will be consistent with the allocation basis commonly used in the case of oversubscriptions in public offerings in Hong Kong, where a higher allocation percentage will be applied in respect of smaller applications. In the event of oversubscription on **PINK** Application Forms, the Employee Reserved Shares will be balloted. If balloting is conducted, an Eligible Employee may be allocated more Employee Reserved Shares than others who have applied for the same number of Employee Reserved Shares. The allocation of Employee Reserved Shares to Reserved Shares. The allocation of Employee Reserved Shares to Eligible Employees will in any event be made on an equitable basis and will not be based on the identity, seniority, work performance or length of service of the Eligible Employees. No favour will be given to the Eligible Employees who apply for a large number of Employee Reserved Shares. Any application made on a PINK Application Form for more than 5,000,000 Employee Reserved Shares will be rejected. Allocation of Employee Reserved Shares under the Employee Preferential Offer will be based on the allocation guidelines contained in Practice Note 20 to the Rules Governing the Listing of Securities of the Stock Exchange of Hong Kong, In case not all the 5,000,000 of the Stock Exchange of Hong Kong. In case not all the 5,000,000 Employee Reserved Shares are subscribed for by Eligible Employees, the undersubscribed Employee Reserved Shares will be available as Placing Shares for subscription under the Placing.

#### Supplemental information D.

If any supplement to the Prospectus is issued, applicant(s) who have already submitted an application may or may not (depending on the information contained in the supplement) be notified that they can withdraw their applications. If applicant(s) has/have not been so withdrawn their applications. If applicant(s) has/have not been so notified or if applicant(s) has/have been notified but has/have not withdrawn their applications in accordance with the procedure to be notified, all applications that have been submitted remain valid and may be accepted. Subject to the above, an application once made is irrevocable and applicants shall be deemed to have applied on the basis of the Prospectus as supplemented.

# Effect of completing and submitting this Application Form

Effect of completing and submitting this Application Form
By completing and submitting this Application Form, you:

warrant that in making an application on this Application Form, you or any person(s) on whose behalf you may be acting is an/are Eligible Employee(s);

agree with the Company and each Shareholder of the Company to observe and comply with the Companies Ordinance, the Companies (Winding Up and Miscellaneous Provisions) Ordinance, the Companies Law, the Memorandum 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/or read a copy of the Prospectus and have only relied on the information and representations contained in the Prospectus in making this application, and will not rely on any other information or representation concerning the Company save as set out in any supplement to the Prospectus; supplement to the Prospectus;

confirm that you are aware of the restrictions on the Share Offer disclosed in the Prospectus; agree that none of the Company, the Sole Sponsor, the Joint

Bookrunners, the Joint Lead Managers, the Underwriters, their respective directors, officers, employees, partners, agents, advisers and any other parties involved in the Share Offer is or will be liable for any information and representations not

contained in the Prospectus (and any supplement thereto); **agree** to disclose to the Company, the Hong Kong Branch
Share Registrar, the receiving bankers, the Sole Sponsor,
the Joint Bookrunners, the Joint Lead Managers and/or the Underwriters and any other parties involved in the Share Offer and their respective advisers and agents any personal data and any other information which they may require about you and

- the person(s) for whose benefit you have made the application; instruct and authorise the Company and/or the Sole Sponsor and/or the Joint Bookrunners (or their respective agents documents on your behalf and to do on your behalf all things necessary to effect the registration of any Employee Reserved Shares allocated to you in your name(s), required by the Articles of Association, and otherwise to give effect to the arrangements described in the Prospectus and this Application
- undertake to sign all documents and to do all things necessary to enable you to be registered as the holder of the Employee Reserved Shares to be allocated to you, and as required by the Articles of Association;
- if the laws of any place outside Hong Kong are applicable to your application, agree and warrant that you have complied with all such laws and none of the Company, the Sole Sponsor, the Joint Bookrunners and the Underwriters and any of their respective officers or advisers will infringe 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;
- **agree** (without prejudice to any other rights which you may have) that once your application has been accepted, you may not rescind it because of an innocent misrepresentation;
- (if the application is made by an agent on your behalf) warrant that you have validly and irrevocably conferred on the agent all necessary power and authority to make the application;

agree that your application, any acceptance of it and the resulting contract will be governed by and construed in accordance with the laws of Hong Kong;
represent, warrant and undertake that you understand that the Employee Reserved Shares have not been and will not be

registered under the applicable securities laws and regulations of the United States and you and any person for whose account or benefit you are applying for the Employee Reserved Shares are outside the United States (as defined in applicable securities laws and regulations of the United States) when completing this Application Form or are a person exempted under applicable securities laws and regulations of the United States;

# Please use this form if you are an Eligible Employee of Mansion International Holdings Limited or any of its subsidiaries

warrant the truth and accuracy of the information contained in the application;

undertake and agree to accept the Employee Reserved Shares applied for, or any lesser number allocated to you under this

application:

application; authorise the Company to place your name on the register of members of the Company as the holder(s) in Hong Kong of any Employee Reserved Shares allocated to you, and (subject to the terms and conditions set out in this Application Form and in the Prospectus) the Company and/or its agents to send any share certificate(s) and/or any refund cheques (where applicable) to you by ordinary post at your own risk to the address stated on the application; authorise the Company to enter into a contract on your behalf

authorise the Company to enter into a contract on your behalf with each of the Directors and officers whereby each such Director and officer undertakes to observe and comply with their obligations to Shareholders of the Company, as stipulated in the Memorandum of Association and the Articles of

Association;

warrant that this is the only application which has been or will be made for your benefit on a PINK Application Form; and understand that these declarations and representations will be

relied upon by the Company and the Sole Sponsor in deciding whether or not to allocate any Employee Reserved Shares in response to this application and that you may be prosecuted for

response to this application and that you may be prosecuted for making a false declaration.

The Company, the Sole Sponsor, the Joint Bookrunners, the Joint Lead Managers, the Underwriters and their respective directors, officers, advisers, agents and any parties involved in the Share Offer are entitled to rely on any warranty, representation or declaration made by you in this application.

Power of attorney

Power of attorney
If your application is made through a duly authorised attorney, the
Company, the Sole Sponsor, the Joint Bookrunners and the Joint Lead
Managers (or its agents and nominees) as agent for the Company
may accept or reject your application at their discretion, and subject
to any conditions they think fit, including production of evidence
of the authority of your attorney. The Sole Sponsor in its capacity
as agent for the Company has full discretion to accept or reject any
application, in full or in part, without assigning any reason.

**Determination of Offer Price** 

Determination of Offer Price
The Offer Price is expected to be fixed by agreement between the Joint Bookrunners (on behalf of the Underwriters) and the Company on or before the Price Determination Date, which is currently scheduled on or around Thursday, 18 January 2018. Please refer to the section headed "Structure and conditions of the Share Offer" in the Prospectus for details.

Allocation of Employee Reserved Shares and Public Offer Shares
The applications for the Employee Reserved Shares will not be processed
and no allocation of any such Employee Reserved Shares will be made until
the closing of the application lists. The Company expects to announce the
final Offer Price, the indication of levels of interest in the Placing, the level
of applications in the Public Offer and the Employee Preferential Offer, and the basis of allocation of the Public Offer Shares and Employee Reserved Shares on Thursday, 25 January 2018 or such other day as the Company and Joint Bookrunners (for themselves and on behalf of the Underwriters) and on the website of the Stock Exchange (www.hkexnews.hk) and the

and on the website of the Stock Exchange (www.hkexnews.hk) and the Company's website (www.mansionintl.com).

The results of allocations and the Hong Kong Identity Card numbers/ passport numbers, of successful applicants under the Public Offer and the Employee Preferential Offer will be made available through a variety of channels, including the website of the Stock Exchange (www.hkexnews.hk) and the Company's website (www.mansionintl.com) as described in the section headed "How to apply for the Public Offer Shares and Employee Reserved Shares – 11. Publication of Results" in the Prospectus.

If your application for Employee Reserved Shares is successful (in whole or in part)

If your application for Employee Reserved Shares is successful (in whole or in part)
The Company will not issue temporary documents of title in respect of the Shares. Share certificates will only become valid certificates of title at 8:00 a.m. on Friday, 26 January 2018, provided that the Public Offer has become unconditional in all respects and the right of termination as described in the section headed "Underwriting – Underwriting arrangements and expenses – Public Offer – Grounds for termination in the Prospectus has not been exercised. Investors who trade Shares prior to the receipt of share certificates or prior to the share certificates becoming valid certificates of title do so entirely at their own risk. No receipt will be issued for application monies paid. If your application is wholly or partially successful, the share certificate(s) will be sent to you by ordinary post, at your own risk, on the date of despatch to the address specified in your Application Form.

Refund of your money

Refund of your money

Refund of your money
If an application is rejected, not accepted or accepted in part only, or if
the Offer Price as finally determined is less than the maximum offer price
of HK\$0.78 per Offer Share (excluding brokerage, SFC transaction levy
and the Stock Exchange trading fee thereon), or if the conditions of the
Share Offer are not fulfiled in accordance with "Structure and conditions
of the Share Offer" in the Prospectus or if any application is revoked, the
application monies, or the appropriate portion thereof, together with the
related brokerage, SFC transaction levy and the Stock Exchange trading fee,
will be refunded, without interest or the cheque or banker's cashier order
will not be cleared.

Refund cheques will be crossed "Account Pavee Only", and made out to

will not be cleared.
Refund cheques will be crossed "Account Payee Only", and made out to you according to your Hong Kong Identity Card number/Passport number, provided by you may be printed on your refund cheque, if any. Such data would also be transferred to a third party for refund purposes. Your banker may require verification of your Hong Kong Identity Card number/Passport number before encashment of your refund cheque.

Inaccurate completion of your Hong Kong Identity Card number/Passport number may lead to delay in encashment of or may invalidate your refund cheque.

Any refund of your application monies will be made on Thursday, 25 January 2018. If you apply for 1,000,000 Employee Reserved Shares or more and have provided all information required by your Application Form, you may collect your refund cheque(s) and/or share certification(s) from our Hong Kong Branch Share Registrar at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, from 9:00 a.m. to 1:00 p.m. on Thursday, 25 January 2018. If you are eligible for personal collection, you must not authorise any other person to collect for you. You 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 specified for collection, they will be despatched promptly to the

within the time specified for collection, they will be despatched promptly to the address specified in your Application Form by ordinary post at your own risk. If you apply for less than 1,000,000 Employee Reserved Shares, your refund cheque(s) and/or share certificate(s) will be sent to the address on the relevant Application Form on Thursday, 25 January 2018, by ordinary post and at your own risk.

### Circumstances in which you will not be allocated Employee Reserved Shares

You may not be allocated Employee Reserved Shares for any of the following reasons:

If your application is revoked. By completing and submitting this Application Form, you agree that your application cannot be revoked on or before the fifth day after the time of the opening of the application lists (excluding for this purpose any day which is a Saturday, Sunday or public holiday in Hong Kong). This agreement will take effect as a collateral contract with the Company

Hong Kong). This agreement will take effect as a collateral contract with the Company.

Your application may only be revoked on or before such fifth day if a person responsible for the Prospectus under Section 40 of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (as applied by Section 342E of the Companies (Winding Up and Miscellaneous Provisions) Ordinance) gives a public notice under that section which excludes or limits that person's responsibility for the Prospectus. If any supplement to the Prospectus is issued, applicants who have already submitted an application will be notified that they are required to confirm their applications. If applicants have been so notified but have not confirmed their applications in accordance with the procedure to be notified, all unconfirmed applications will be deemed revoked.

If your application has been accepted, it cannot be revoked. For this purpose, acceptance of applications which are not rejected will be constituted by notification in the press of the results of allocation, and where such basis of allocation is subject to certain conditions or provides for allocation by ballot, such acceptance will be subject to the satisfaction of such conditions or results of the ballot respectively.

If the Company or its agents exercises their discretion to reject

If the Company or its agents exercises their discretion to reject your application:

The Company and the Sole Sponsor and their respective agents and nominees have full discretion to reject or accept any application, or to accept only part of any application, without giving any reasons.

# Your application has been rejected as a result of the following:

it is a multiple or suspected multiple application; your Application Form is not filled in correctly in accordance

with the instructions as stated in this Application Form or the application for Shares is not one of the numbers set out in the table in the Application Form;

your payment is not made correctly; you pay by cheque or banker's cashier order and the cheque or banker's cashier order is dishonoured on its first presentation;

your application is excess of the total number of Employee Reserved Shares available under the Employee Preferential Offer; or

the Company, the Sole Sponsor and the Underwriters are of the view that by accepting your application, it would violate applicable securities laws, rules or regulations or other laws, rules or regulations of the jurisdiction in which your application is received or your address is as set out in the Application Form.

# The Employee Preferential Offer does not become unconditional:

The Employee Preferential Offer does not become unconditional if:
 the Underwriting Agreements do not become unconditional; or
 the Underwriting Agreements are terminated in accordance with their respective terms.

# If the allotment of Employee Reserved Shares is void:

The allocation of Employee Reserved Shares will be void if the Listing Department does not grant permission to list the Shares either:

• within three weeks from the closing date of the application

lists; or

within a longer period of up to six weeks if the Listing Department notifies the Company of that longer period within three weeks of the closing date of the application lists.

### If:

you make multiple applications or are suspected of making your Application Form is not completed in accordance with the

stated instructions;

your payment is not made correctly or the cheque or banker's cashier order paid by you is dishonoured upon its first presentation; the Underwriting Agreements do not become unconditional or

are terminated;

the Company, the Sole Sponsor, the Joint Bookrunners, the Joint Lead Managers or the Underwriters believe that by accepting your application, it or they would violate applicable securities or other laws, rules or regulations;

you are not an Eligible Employee; you are an Eligible Employee, your application is for more than 5,000,000 Employee Reserved Shares, or not in an integral multiple of 4,000 Employee Reserved Shares.

# **Mansion International Holdings Limited**

#### 控 股 際 有

(於開曼群島註冊成立之有限公司)

# 以股份發售方式 於香港聯合交易所有限公司創業板上市

### 申請條件

### 可申請的人士

- 閣下必須年滿18歲且擁有香港地址。 1.
- 閣下必須持有香港身份證。
- 閣下必須為本集團的合資格僱員。 3.
- 如 閣下身處美國境內或為美籍人士(定義見適用的美國證 券法例及規例)或中國(不包括香港、澳門及台灣)法人或自 然人,則不得申請任何僱員預留股份。
- 閣下必須以個人身份申請。聯名申請將不獲受理。
- 除創業板上市規則允許之情況外,倘 閣下為下列人士, 即不得申請僱員預留股份:
  - 本公司及/或其任何附屬公司股份的現有實益擁有 人;
  - 本公司或其任何附屬公司的董事及/或主要行政人 員;
  - 本公司的關連人士及/或核心關連人士或將於緊隨股 份發售完成後成為本公司關連人士及/或核心關連人 士的人士;或
  - 上述任何人士的聯繫人。

# 僅可為 閣下本身利益提交一份申請

重複申請或疑屬重複申請將不獲受理。如 閣下提出超過 一份僱員預留股份申請,則 閣下所有申請將被視為重複 申請而不獲受理。合資格僱員如已以粉紅色申請表格申請 僱員預留股份,亦可以**白色或黃色**申請表格或**向香港結算** 或透過網上白表服務(<u>www.hkeipo.hk</u>)向指定網上白表服務 供應商發出電子認購指示提出申請。

合資格僱員除可使用粉紅色申請表格申請僱員預留股份 外,亦可(i)以**白色或黃色**申請表格,**或透過網上白表服務** 供應商的指定網站遞交網上申請或透過中央結算系統向查 港結算發出電子認購指示以公眾人士身份申請公開發售的 公開發售股份;或(ii)根據配售申請或表示有意申請配售股 份(惟兩者不可同時進行)。

合資格僱員於進一步申請或表示有意認購於公開發售或配 售項下提呈發售的股份時在配額或分配方面不會獲優待。

### 僱員預留股份的分配

根據配售提呈的90,000,000股配售股份中,可供合資格僱員以粉紅色申請表格優先認購最多5,000,000股配售股份,且受 限於招股章程及本申請表格所載條款及條件。僱員預留股份乃自配售中撥出以供提呈發售,惟不受招股章程「股份發售的架構及條件一公開發售」重新分配」一節所載的回撥機制 所限。供合資格僱員以**粉紅色**申請表格申請認購的5,000,000 股僱員預留股份將按所接獲根據僱員優先發售作出的有效申 請水平及每個申請組別的有效申請僱員預留股份數目分配予 該等申請人。分配基準將與在香港進行公開發售出現超額認 購的情況下普遍適用的分配基準一致,即申請股份數目較少 的申請人可獲較高的股份分配百分比。倘**粉紅色**申請表格出 現超額認購,則僱員預留股份將以抽籤決定。倘以抽籤決 定,則合資格僱員獲分配的僱員預留股份數目可能多於申請 相同數目僱員預留股份的其他員工。向合資格僱員分配僱員 預留股份於任何情況下均按公平基準進行,概不會按照合資 格僱員的身份、年資、工作表現或服務年期定奪。申請較多 數目僱員預留股份的合資格僱員並無任何優惠。以**粉紅色**申 請表格認購超過5,000,000股僱員預留股份的申請將不獲受 理。僱員優先發售項下的僱員預留股份將按香港聯合交易所 證券上市規則第20項應用指引所載分配指引分配。倘合資格 僱員並無認購全部5,000,000股僱員預留股份,則認購不足的 僱員預留股份將根據配售作為配售股份以供認購。

#### 補充資料 Τ.

倘就招股章程發出任何補充文件,則已提交申請的申請人 可能會或未必會接獲通知(視乎補充文件所載資料而定)可 撤回申請。倘申請人不曾接獲通知,或倘申請人曾接獲通 知但並未根據所通知的程序撤回申請,則所有已提交的申 請仍屬有效並可獲接納。除上述情況外,申請一經提出概 不得撤回,而申請人將被視為已基於經補充後的招股章程 提出申請。

# 填寫及遞交本申請表格的效用

一經填妥及遞交本申請表格,即表示 閣下

- 保證在以本申請表格提出申請時, 閣下或 閣下可能
- 保證任以本申請衣格提出申請時, 阁下则 阁下则能 代其行事的任何人士均為合資格僱員; 向本公司及本公司各股東表示**同意**,將依循及遵守公司條例。公司(清盤及雜項條文)條例、公司法、組織 章程大綱及細則; 確認 阁下已閱讀招股章程及本申請表格所載條款及 條件以及申請手續,並同意受其約束;
- 確認 閣下已接獲及/或閱讀招股章程,並於作出此項申請時僅依賴招股章程所載資料及陳述,且將不會 依賴招股章程任何補充文件以外有關本公司的任何其 他資料或陳述;
- 確認 閣下已知悉招股章程所披露有關股份發售的限
- 同意本公司、獨家保薦人、聯席賬簿管理人、聯席牽 頭經辦人、包銷商及其各自的董事、高級職員、僱 員、合夥人、代理、顧問及參與股份發售的任何其他 各方均不會或將不會對招股章程(及其任何補充文件) 之外的任何資料及陳述負責;
  - 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、聯席賬簿管理人、聯席牽頭經辦人及/ 或包銷商及參與股份發售的任何其他各方以及其各自 的顧問及代理披露其所需有關 閣下及 閣下為其利 益提出申請的人士的任何個人資料及任何其他資料;
- 指示及授權本公司及/或作為本公司代理的獨家保薦 人及/或聯席賬簿管理人(或其各自的代理或代名人) 為按照組織章程細則的規定以 閣下名義登記 閣下 獲分配的任何僱員預留股份,以及為促使招股章程及 本申請表格所述的安排生效,而代表 閣下簽立任何 文件及代表 閣下採取一切所需行動;
- 承諾為使 閣下登記為 閣下獲分配的僱員預留股份 的持有人以及按組織章程細則的規定,簽署所有文件 以及採取一切所需行動;
- 倘香港以外任何地區的法例適用於 閣下的申請, 則 閣下同意及保證 閣下已遵守所有有關法例,而本公司、獨家保薦人、聯席賬簿管理人及包銷商及其 各自的任何高級職員或顧問將不會因接納 閣下的購 買要約或因 閣下於招股章程所載條款及條件項下的 權利與義務所產生的任何行動而違反香港以外地區的 任何法例;
- 同意(在不影響 閣下可能擁有的任何其他權利的情況 閣下的申請一經接納,即不可因無意的失實陳述 而撤銷;
- (倘由代理代表 閣下提出申請)保證 閣下已有效及 不可撤回地賦予該名代理人提出申請所需的一切權力 及授權;
- 同意 閣下的申請、任何對申請的接納及由此產生的 合約將受香港法例規管,並按其詮釋;
- 表示、保證及承諾 閣下明白僱員預留股份並無及將 不會根據適用的美國證券法例及規例登記,及 閣下 閣下代為或為其利益提出申請僱員預留股份的人 士在填寫本申請表格時身處美國境外(定義見適用的美 國證券法例及規例),或根據適用的美國證券法例及規 例為獲豁免的人士;
- 保證本申請所載資料屬真實準確;
- 承諾及同意接納所申請數目或根據本申請分配予 下的較少數目的僱員預留股份;

- 授權本公司將 閣下的姓名/名稱列入本公司股東名冊,作為 閣下獲分配的任何僱員預留股份的香港持有人,並(在本申請表格及招股章程所載的條款及條件的規限下)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 閣下發送任何股票及/或任何退款支票(如適用),郵誤風險由 閣下自行承擔;
- 授權本公司代表 閣下與各董事及高級職員訂立合約,據此各有關董事及高級職員承諾將按組織章程大綱及組織章程細則規定,履行及遵守其對本公司股東應負的責任;
- 保證本申請為以粉紅色申請表格為 閣下的利益已經或將會提出的唯一申請;及
- 明白本公司及獨家保薦人將依賴此等聲明及陳述而決定是否因應本申請分配任何僱員預留股份,且 閣下如作出虛假聲明,可能會被檢控。

如作出虛假聲明,可能會被檢控。 本公司、獨家保薦人、聯席賬簿管理人、聯席牽頭經辦人、包銷商及彼等各自的董事、高級職員、顧問、代理及 參與股份發售的任何人士均有權依賴 閣下在本申請中所 作的任何保證、陳述或聲明。

# 己. 授權書

如 閣下透過獲正式授權的人士提出申請,本公司、作為本公司代理的獨家保薦人、聯席賬簿管理人及聯席牽頭經辦人(或其代理或代名人)可在符合彼等認為適當的任何條件(包括出示 閣下的代表已獲授權的證明)的情況下酌情接納或拒絕 閣下的申請。獨家保薦人作為本公司代理可全權酌情決定全部或部分接納或拒絕任何申請,而毋須提供任何理由。

### 庚. 釐定發售價

預期聯席賬簿管理人(代表包銷商)與本公司將於定價日或 之前以協議釐定發售價,定價日目前定於2018年1月18日 (星期四)或前後。詳情請參閱招股章程「股份發售的架構及 條件」一節。

# 僱員預留股份及公開發售股份的分配

本公司於截止辦理申請登記後方會開始處理僱員預留股份的申請及分配任何該等僱員預留股份。本公司預期將於2018年1月25日(星期四)(或本公司與聯席賬簿管理人(為其本身及代表包銷商)協定的該其他日期)在聯交所網站(www.hkexnews.hk)及本公司網站(www.mansionintl.com)公佈最終發售價、配售的踴躍程度、公開發售及僱員優先發售的認購水平以及公開發售股份及僱員預留股份分配基準。

按招股章程「如何申請公開發售股份及僱員預留股份 -11.公佈結果」一節所述,公開發售及僱員優先發售項下的分配結果及獲接納申請人的香港身份證號碼/護照號碼將可透過多種渠道查閱,包括聯交所網站(www.hkexnews.hk)及本公司網站

# (www.mansionintl.com) °

如 閣下成功申請認購僱員預留股份(全部或部分)

本公司將不會就股份發出臨時所有權文件》僅當公開發售在所有方面成為無條件且招股章程中「包銷一包銷安排及開支一公開發售一終止理由」一節所述的終止權利未獲行使,股票方會於2018年1月26日(星期五)上午八時正成為有效的所有權證書。倘投資者於收到股票前或在股票成為有效之所有權證書前買賣股份,所有風險須自行承擔。本公司概不就繳付的申請股款發出收據。倘閣下的申請全部或部分獲接納,則股票將於寄發日期以普通郵遞方式寄往申請表格所指定的地址,郵誤風險概由閣下自行承擔。

## 退回款項

倘申請遭拒絕、不獲接納或僅部分獲接納,或最終釐定的發售價低於最高發售價每股發售股份0.78港元(不包括有關的經紀佣金、證監會交易徵費及聯交所交易費),或公開發售的條件並未按照招股章程「股份發售的架構及條件」一節所述者達成,或任何申請遭撤回,則申請股款或其適當部分連同相關經紀佣金、證監會交易徵費及聯交所交易費將不計利息退還或不將支票或銀行本票過戶。

退款支票將會以劃線註明「只准入抬頭人賬戶」向 閣下開出。 閣下的香港身份證號碼/護照號碼的部分或會印於 閣下的退款支票(如有)上。有關資料亦會轉交第三方作退款用途。銀行兑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。

倘 閣下的香港身份證號碼/護照號碼填寫有誤,或會導致 閣 下延遲甚至無法兑現退款支票。 本公司將於2018年1月25日(星期四)向 閣下退還申請股款。倘 閣下申請認購1,000,000股或以上僱員預留股份,並已提供 閣下的申請表格所規定的全部資料,則 閣下可於2018年1月25日(星期四)上午九時正至下午一時正親臨香港股份過戶登記分處(地址為香港皇后大道東183號合和中心22樓)領取退款支票及/或股票。

倘 閣下符合資格親身領取,則 閣下不得授權他人代為領取。 閣下在領取時須出示香港股份過戶登記分處接納的身份證明文件。

倘 閣下並未在指定領取時間親身領取 閣下的退款支票及/或股票,則該等支票及/或股票將隨即以普通郵遞方式寄往 閣下的申請表格所示地址,郵誤風險概由 閣下自行承擔。

倘 閣下申請認購少於1,000,000股僱員預留股份,則 閣下的退款支票及/或股票將會於2018年1月25日(星期四)以普通郵遞方式寄往有關申請表格所示地址,郵課風險概由 閣下自行承擔。

# 閣下不獲分配僱員預留股份的情況

閣下可能基於下列任何理由不獲分配僱員預留股份:

# (a) 倘 閣下的申請被撤回:

填妥及遞交本申請表格後,即表示 閣下同意不能於開始辦理申請登記後第五日或之前(就此而言,不包括星期六、星期日或香港公眾假期)撤回 閣下的申請。此協議將作為與本公司訂立的附屬合約而生效。 倘根據公司(清盤及雜項條文)條例第40條(公司(清盤及雜

倘根據公司(清盤及雜項條文)條例第40條(公司(清盤及雜項條文)條例第342E條所適用者)對招股章程負責的人士根據該條發出公告、免除或限制該人士對招股章程所負責任的情況下。 閣下的申請方可於上述第五日或之前撤回。

倘就招股章程發出任何補充文件,已提交申請的申請人將接獲確認申請的通知。倘申請人已接獲通知但並未根據所通知的程序確認申請,則所有未確認的申請將被視為撤回。閣下的申請、經接納,概不得撤回。就此而言,在媒體刊發分配結果通知即構成對未被拒絕的申請的接納,如有關分配基準受若干條件規限或規定以抽籤方式分配,則是否接納將分別視乎有關條件能否達成或抽籤結果而定。

# (b) 倘本公司或其代理行使酌情權拒絕受理 閣下的申請

本公司及獨家保薦人及其各自的代理及代名人可全權酌情 拒絕或接納任何申請,或僅接納任何部分的申請而毋須提 供任何理由。

# **閣下的申請因下列情況而被拒絕:**

- 图下的申請屬或疑屬重複申請;
- 閣下的申請表格並未根據本申請表格所列指示正確填 妥或並非按申請表格列表所載數目申請認購股份;
- 閣下未有以正確方式付款;
- 閣下以支票或銀行本票付款而該支票或銀行本票在第 一次提呈付款時未能兑現;
- 閣下申請超過僱員優先發售下可供認購的僱員預留股份總數;或
- 本公司、獨家保薦人及包銷商認為接納 閣下的申請會違反適用證券法律、規則或規例,或違反接受 閣下申請或申請表格所載 閣下地址所在司法權區的其他法律、規則或規例。

# (d) 僱員優先發售並未成為無條件:

倘出現下列情況,則僱員優先發售不會成為無條件:

- 包銷協議並無成為無條件;或
- 包銷協議已根據其各自之條款遭終止。

# (e) 倘僱員預留股份的配發無效:

倘上市部並無在下列期間內批准股份上市,僱員預留股份的分配即告無效:

- 截止辦理申請登記日期起計三個星期內;或
- 倘上市部在截止辦理申請登記日期後三個星期內知會本公司延長有關期間,則最多不超過六個星期。

# (f) 倘出現下列情況:

- 閣下提出重複或疑屬重複申請;
- 图下的申請表格並未按照所述指示填妥;
- 閣下尚未正確繳妥股款,或 閣下繳付股款的支票或 銀行本票於首次過戶時未能兑現;
- 包銷協議並未成為無條件或被終止;
- 本公司、獨家保薦人、聯席賬簿管理人、聯席牽頭經辦人或包銷商相信,接納 閣下的申請將導致其違反適用的證券法或其他法例、規則或規例;
- 閣下並非合資格僱員;
- 閣下為合資格僱員。 閣下申請超過5,000,000股僱員 預留股份,或並非4,000股僱員預留股份完整倍數的 股份。

### **Personal Data**

### **Personal Information Collection Statement**

This Personal Information Collection Statement informs the applicant for, and holder of, Employee Reserved 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 Employee Reserved Shares which you have successfully applied for and/or the despatch of share certificate(s) and/or refund cheque(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 e-Auto Refund payment instructions or refund cheque, 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 Public Offer Shares and Employee Reserved Shares;
- compliance with applicable laws, rules or regulations (whether statutory or otherwise) in Hong Kong and elsewhere, including requirements of the Stock Exchange, the SFC and any other statutory or governmental bodies;
- 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 and bonus issues;
- distributing communications from the Company and its subsidiaries;
- compiling statistical information and shareholder profiles;
- disclosing identities of successful applicants by way of press announcement(s) or otherwise;
- 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 or transfer (whether within or outside Hong Kong) the personal data to any of the following:

- the Company, its advisers or its appointed agents such as financial advisers, receiving bankers and overseas principal registrar;
- enable compliance with all applicable laws and regulations in Hong Kong and elsewhere;
- 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 broker whose company chop or other identification number has been placed on this Application Form (where applicable);
- 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 the operation of their respective businesses;
- 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 the "Corporate Information" section of the Prospectus or as notified from time to time, for the attention of the company secretary, or the Hong Kong Branch Share Registrar for the attention of the privacy compliance officer.

By signing an 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僱員預留股份的申請人和持有人說明有關本公司及其香港股份過戶登記分處有關個人資料和香港法例第486章《個人資料(私隱)條例》(「條例」)方面的政策和慣例。

### 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的個人資料。

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落實轉讓或提供服務。此舉亦可能妨礙或延遲登記或轉讓 閣下成功申請的僱員預留股份及/或寄發 閣下應得的股票及/或退款支票。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被採用及以任何方式持有 處理 及/或保存,以作下列用途:

- 處理 閣下的申請及電子自動退款指示或退款支票 (如適用)、核實是否符合本申請表格及招股章程載 列的條款和申請程序以及公佈公開發售股份及僱員 預留股份的分配結果;
- 遵守香港及其他地區的適用法例、規則或規例(不論 為法定或其他規定),包括聯交所、證監會及任何其 他法定或政府部門之規定;
- 以證券持有人(包括香港結算代理人(如適用))的名 義登記新發行證券或轉讓或受讓證券;
- 存置或更新本公司證券持有人的名册;
- 核實證券持有人的身份;
- 確定本公司證券持有人的受益權利,例如股息、供 股和紅股等;
- 分發本公司及其附屬公司的通訊;
- 編製統計數據和股東資料;
- 诱過報章公佈或以其他方式披露成功申請人的身份;
- 披露有關資料以便就權益索償;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或轉交(無論在香港境內或境外)有關個人資料:

- 本公司、其顧問或其委任的代理,如財務顧問、收款銀行及海外主要過戶登記處。
- 確保遵守香港及其他地區所有適用法例及規例;
- 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將會就中央結算系統的運作 使用有關個人資料;
- 任何已將公司印章或其他識別號碼列於本申請表格 上的經紀(如適用)
- 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、監管機關或政府 部門或遵照其他法例、規則或規例;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. 查閱和更正個人資料

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,並有權索取有關該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 理任何查閱資料的要求收取合理費用。

所有查閱資料或更正資料的要求應按招股章程「公司資料」 一節所披露或不時通知的本公司註冊地址送交公司秘書, 或向香港股份過戶登記分處的個人資料私隱條例事務主任 提出。

閣下簽署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。