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Unless the context otherwise requires, terms used in this form shall bear the same meanings as those defined in the accompanying composite offer and response document dated 6 January 2012 (the "Composite Document") issued jointly by UBS AG and Goldman Sachs (Asia) L.L.C. on behalf of Joy Global Asia Limited and International Mining Machinery Holdings Limited.

除文義另有所指外，本表格所用之詞彙與瑞銀及高盛(亞洲)有限責任公司代表 Joy Global Asia Limited 及國際煤機集團於2012年1月6日聯合刊發之綜合要約及回應文件(「綜合文件」)所界定者具有相同涵義。

WHITE FORM OF ACCEPTANCE AND TRANSFER FOR USE IF YOU WANT TO ACCEPT THE SHARE OFFER.

白色接納及過戶表格在閣下欲接納股份要約時適用。

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

本白色接納及過戶表格應與綜合文件一併閱讀。

## International Mining Machinery Holdings Limited

### 國際煤機集團\*

(incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

(Stock code 股份代號: 1683)

#### WHITE FORM OF ACCEPTANCE AND TRANSFER OF SHARES OF HK\$0.10 EACH IN THE ISSUED SHARE CAPITAL OF INTERNATIONAL MINING MACHINERY HOLDINGS LIMITED

國際煤機集團已發行股本中

每股面值 0.10 港元之股份之白色接納及過戶表格

All parts should be completed 每項均須填妥

Receiving Agent  
收款代理

FOR THE CONSIDERATION stated below the "Transferor(s)" named below hereby transfer(s) to the "Transferee" named below the IMM Share(s) specified below subject to the terms and conditions contained herein and in the accompanying Composite Document.

根據本表格及附奉的綜合文件所載條款及條件，下列「轉讓人」現按下列代價，將以下註明之國際煤機股份轉讓予下列「承讓人」。

| Number of IMM Share(s) <sup>(Note)</sup><br>國際煤機股份數目 <sup>(附註)</sup>                                                                | FIGURES 數目                                              | WORDS 大寫                                                                                        |
|-------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------|-------------------------------------------------------------------------------------------------|
| IMM Share certificate number(s)<br>國際煤機股票號碼                                                                                         |                                                         |                                                                                                 |
| TRANSFEROR(S)<br>Name(s) and address<br>in full<br>轉讓人全名及地址<br>(EITHER TYPEWRITTEN OR<br>WRITTEN IN BLOCK CAPITALS)<br>(請用打字機或正楷填寫) | Family name(s) or company name(s):<br>姓氏或公司名稱:          | Forename(s):<br>名字:                                                                             |
|                                                                                                                                     | Address:<br>地址:                                         | Telephone number:<br>電話號碼:                                                                      |
| CONSIDERATION<br>代價                                                                                                                 | HK\$8.50 in cash for each IMM Share<br>每股國際煤機股份現金8.50港元 |                                                                                                 |
| TRANSFEEE<br>承讓人                                                                                                                    | Name 名稱:<br>Registered Office 註冊辦事處:                    | Joy Global Asia Limited<br>9/F Three Exchange Square<br>Central, Hong Kong<br>香港中環<br>交易廣場第三座9樓 |

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

\_\_\_\_\_

NAME OF WITNESS 見證人姓名

\_\_\_\_\_

Address 地址

\_\_\_\_\_

Occupation 職業

\_\_\_\_\_

Signature(s) of Transferor(s)

轉讓人簽署

Date of Submission of this Form of

Acceptance and Transfer

提交本接納及過戶表格之日期

ALL JOINT  
HOLDERS MUST  
SIGN AND  
DATE HERE

所有聯名持有人  
均須於本欄  
個別簽署及  
註明日期

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:

SIGNATURE OF WITNESS 見證人簽署

\_\_\_\_\_

NAME OF WITNESS 見證人姓名

Address 地址

\_\_\_\_\_

Occupation 職業

\_\_\_\_\_

For and on behalf of 為及代表

Joy Global Asia Limited

Authorised Signatory(ies) 授權簽署

Signature(s) of Transferee 承讓人簽署

Date of Transfer 過戶日期

Note: Insert the total number of IMM Shares for which the Share Offer is accepted. If no number is inserted or a number in excess of your registered holding of IMM Shares is inserted and you have signed this form then you will be deemed to have accepted the Share Offer for your entire registered holding of IMM Shares, provided that, subject to the Executive's consent, such acceptances will not be counted as valid acceptances of the Offers unless Rule 30.2 of the Takeovers Code has been fully complied with.

附註: 請填上接納股份要約的國際煤機股份總數。如閣下並無填上數目或所填數目超過閣下所持之登記國際煤機股份數目且已簽署本表格，則閣下將被視為已就名下登記持有之全部國際煤機股份接納股份要約。惟在獲得執行人員同意下，除非已全面遵守《收購守則》第30.2條，否則有關接納將不被視為各項要約的有效接納。

\* For identification purpose only 僅供識別

## PERSONAL DATA

### Personal Information Collection Statements

This personal information collection statement informs you of the policies and practices of Joy Global and the Receiving Agent 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

To accept the Share Offer for your IMM 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 may be used, held and/or stored (by whatever means) for the following purposes:

- processing your acceptance and verification or compliance with the terms and application procedures set out in this form and the Composite Document;
- registering transfers of the IMM Share(s) out of your name;
- maintaining or updating the relevant register of holders of the IMM Share(s);
- conducting or assisting to conduct signature verifications, and any other verification or exchange of information;
- distributing communications from Joy Global and/or its, subsidiaries or agents such as the advisers and the Receiving Agent;
- compiling statistical code information and shareholder profiles;
- making disclosures as required by laws, rules or regulations (whether statutory or otherwise);
- any other purpose in connection with the business of Joy Global and/or the Receiving Agent; and
- any other incidental or associated purposes relating to the above and any other purpose which the IMM Shareholders may from time to time agree to or be informed of.

#### 3. Transfer of personal data

The personal data provided in this form will be kept confidential but Joy Global and the Receiving Agent 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:

- Joy Global's advisers and/or agent(s);
- any agents, contractors or third party service providers who offer administrative, telecommunications, computer, payment or other services to the Receiving Agent, 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 your bankers, solicitors, accountants, licensed securities dealers or registered institution in securities; and
- any other persons or institutions whom Joy Global or the Receiving Agent considers to be necessary or desirable in the circumstances.

#### 4. Access to and correction of personal data

The Ordinance provides you with rights to ascertain whether Joy Global or the Receiving Agent holds your personal data, to obtain a copy of that data, and to correct any data that is incorrect. In accordance with the Ordinance, Joy Global and the Receiving Agent 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 Joy Global or the Receiving Agent (as the case may be), address details for which can be found in the Composite Document.

**BY SIGNING THIS FORM 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久益環球及收款代理關於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

如欲就閣下之國際煤機股份接納股份要約，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或遵循本表格及綜合文件載列的條款及申請程序；
- 登記以閣下名義進行的國際煤機股份轉讓；
- 保存或更新有關國際煤機股份的股東名冊；
- 核實或協助核實簽名，以及進行任何其他資料核實或交換；
- 由久益環球及／或其附屬公司或代理人(如顧問及收款代理)發佈通訊；
- 編製統計代碼資料及股東資料；
- 按法例、規則或規定(無論法定或其他規定)作出披露；
- 有關久益環球及／或收款代理業務的任何其他用途；及
- 有關上文所述任何其他附帶或關連用途及國際煤機股東可能不時同意或知悉的任何其他用途。

#### 3. 轉交個人資料

本表格提供的個人資料將作為機密資料妥當保存，惟久益環球及收款代理為達致上述或有關任何上述的用途，可能作出彼等認為必須的查詢，以確認個人資料的準確性，尤其可能披露、獲取或轉交(無論香港或香港以外地區)該等個人資料予下列任何及所有人個人及實體，或自下列任何及所有個人及實體披露、獲取或轉交(無論香港或香港以外地區)該等個人資料。

- 久益環球顧問及／或代理；
- 為收款代理的業務經營提供行政、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；
- 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個人或機構，如閣下的銀行、律師、會計師、持牌證券交易商或註冊證券機構；及
- 久益環球或收款代理認為必須或適當情況下的任何其他個人或機構。

#### 4. 獲取及更正個人資料

根據該條例的規定，閣下可確認久益環球或收款代理是否持有閣下的個人資料，並獲取該資料副本，以及更正任何錯誤資料。依據該條例的規定，久益環球及收款代理就獲取任何數據的請求收取合理的手續費，獲取資料或更正資料或獲取有關政策及慣例及所持資料的所有請求，須提交予久益環球或收款代理(視情況而定)，相關提交詳情載於綜合文件。

閣下一經簽署本表格即表示同意上述所有條款。

**THIS FORM OF ACCEPTANCE AND TRANSFER IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.** If you are in any doubt as to any aspect of this Form of Acceptance and Transfer 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 transferred all of your IMM Shares, you should at once hand this Form of Acceptance and Transfer and the accompanying Composite Document to the purchaser(s) or the transferee(s) or to the bank or 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).**

## HOW TO COMPLETE THIS FORM

This WHITE Form of Acceptance and Transfer should be read in conjunction with the Composite Document. The defined terms under the section "Definitions" in and the provisions of Appendix I to the Composite Document are incorporated into and form part of this WHITE Form of Acceptance and Transfer.

To accept the Share Offer made by UBS and Goldman Sachs on behalf of Bidco, you should complete and sign this WHITE Form of Acceptance and Transfer and forward this WHITE Form of Acceptance and Transfer, together with the relevant 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) for not less than the number of IMM Shares in respect of which you intend to accept the Share Offer, by post or by hand, with "IMM Share Offer" marked on the envelope, to the Receiving Agent, Computershare Hong Kong Investor Services Limited, Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as practicable, but in any event so as to reach the Receiving Agent by no later than 4:00 p.m. on 3 February 2012 (or such later time and/or date as Joy Global, may announce with the consent of the Executive).

## WHITE FORM OF ACCEPTANCE AND TRANSFER IN RESPECT OF THE SHARE OFFER

To: Bidco, Joy Global, UBS and Goldman Sachs

1. My/Our execution of this WHITE Form of Acceptance and Transfer (whether or not such form is dated), which shall be binding on my/our successors and assignees, shall constitute:
  - (a) my/our acceptance of the Share Offer made by UBS and Goldman Sachs on behalf of Bidco, as contained in the Composite Document, for the consideration and subject to the terms and conditions therein and herein mentioned, in respect of the number of IMM Shares specified in this WHITE Form of Acceptance and Transfer or, if no such number is specified or a greater number is specified than I/we am/are registered as the holder(s) thereof, in respect of such number of IMM Shares as to which I/we am/are registered as the holder(s);
  - (b) my/our irrevocable instruction and authority to Bidco, Joy Global, UBS, Goldman Sachs or their respective agent(s) to send a cheque crossed "Not negotiable — 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 Share Offer after deducting all sellers' ad valorem stamp duty payable by me/us in connection with my/our acceptance of the Share Offer, by ordinary post at my/our risk to the person and the address stated below or, if no name and address is stated below, to me or the first-named of us (in the case of joint registered IMM Shareholders) at the registered address shown in the register of members of IMM:  
  
*(Insert 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 joint registered IMM Shareholders.)*  
  
Name: (in block capitals) \_\_\_\_\_  
Address: (in block capitals) \_\_\_\_\_
  - (c) my/our irrevocable instruction and authority to Bidco, Joy Global, UBS, Goldman Sachs or such person or persons as they may direct for the purpose, on my/our behalf, to make and execute the contract note as required by Section 19(1) of 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 IMM Share(s) to be sold by me/us under the Share Offer and to cause the same to be stamped and to cause an endorsement to be made on this WHITE Form of Acceptance and Transfer in accordance with the provisions of that Ordinance;
  - (d) my/our irrevocable instruction and authority to Bidco, Joy Global, UBS, Goldman Sachs or such person or persons as they may direct to complete and execute any document on my/our behalf including without limitation to insert a date in this WHITE Form of Acceptance and Transfer or, if I/we or any other person shall have inserted a date, to delete such date and insert another date and to do any other act that may be necessary or expedient for the purpose of vesting in Bidco or such person or persons as it may direct my/our IMM Share(s) tendered for acceptance of the Share Offer;
  - (e) my/our undertaking to execute such further documents and to do such acts and things by way of further assurance as may be necessary or desirable to transfer my/our IMM Share(s) tendered for acceptance under the Share Offer to Bidco or such person or persons as it may direct, free from all third party rights, liens, charges, equities, adverse interests and encumbrances and together with all rights attaching thereto, including the right to receive all dividends or other distributions, if any, declared, paid or made on the IMM Shares on or after the date of the Original Offer Announcement, or which subsequently became attached to them;
  - (f) my/our agreement to ratify each and every act or thing which may be done or effected by Bidco, Joy Global, UBS, Goldman Sachs or their respective agents or such person or persons as it/they may direct on the exercise of any of the authorities contained herein; and
  - (g) my/our irrevocable instruction and authority to Bidco, Joy Global, UBS, Goldman Sachs and their respective agent(s) to collect from IMM or the Receiving Agent on my/our behalf the share certificate(s) in respect of the IMM 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 required in respect thereof), which has/have been duly signed by me/us, and to deliver the same to the Receiving Agent and to authorise and instruct the Receiving Agent to hold such share certificate(s) subject to the terms and conditions of the Share Offer as if it/they were share certificate(s) delivered to the Receiving Agent together with this WHITE Form of Acceptance and Transfer.
2. I/We understand that acceptance of the Share Offer by me/us will constitute a warranty by me/us to Bidco, Joy Global, UBS and Goldman Sachs that (i) the number of IMM Share(s) specified in this WHITE Form of Acceptance and Transfer will be sold free from all third party rights, liens, charges, equities, adverse interests and encumbrances whatsoever and together with all rights attaching thereto including the right to receive all dividends (whether final or interim) and other distributions, if any, declared, paid or made on the IMM Shares on or after the date of the Original Offer Announcement.
3. In the event that my/our acceptance is not valid, or is treated as invalid, in accordance with the terms of the Share Offer, all instructions, authorisations and undertakings contained in paragraph 1 above shall cease and in which event, I/we authorise and request you to return to me/us the share title documents together with this WHITE Form of Acceptance and Transfer duly cancelled, by ordinary post at my/our risk to the person and address stated in paragraph 1(b) above or, if no name and address is stated, to me or the first-named of us (in the case of joint registered IMM Shareholders) at the registered address shown in the register of members of IMM.  
  
*Note: Where you have sent one or more transfer receipt(s) and in the meantime the relevant share certificate(s) has/have been collected by Bidco, Joy Global, UBS, Goldman Sachs or their respective agent(s) from the Receiving Agent on your behalf, you will be sent such share certificate(s) in lieu of the transfer receipt(s).*
4. I/We enclose the relevant abovementioned share title documents for the whole or part of my/our holding of IMM Share(s) which are to be held by you on the terms and conditions of the Share Offer. I/We understand that no acknowledgement of receipt of any WHITE Form of Acceptance and Transfer or title documents will be given. I/we further understand that all documents will be sent at my/our own risk.
5. I/We warrant that I/we have the full right, power and authority to sell and pass the title and ownership of my/our IMM Shares to Bidco by way of acceptance of the Share Offer.
6. I/We warrant to Bidco, Joy Global, UBS and Goldman Sachs that I/we have satisfied the laws of the jurisdiction where my/our address is stated in the register of members of IMM in connection with my/our acceptance of the Share Offer, including the obtaining of any governmental, exchange control or other consent which may be required and the compliance with necessary formalities or legal requirements and that I/we have not taken or omitted to take any action which will or may result in IMM, Bidco, Joy Global, UBS or Goldman Sachs or any other person acting in breach of the legal or regulatory requirements of any jurisdiction in connection with the Share Offer or my/our acceptance thereof, and am/are permitted under all applicable laws to receive and accept the Share Offer, and any revision thereof, and that such acceptance is valid and binding in accordance with all applicable laws.
7. I/We warrant to IMM, Bidco, Joy Global, UBS and Goldman Sachs that I/we shall be fully responsible for the payment of any transfer or other taxes or duties payable in respect of the relevant jurisdiction where my/our address is stated in the register of members of IMM.
8. I/We acknowledge that, save as expressly provided in the Composite Document and this WHITE Form of Acceptance and Transfer, all acceptance, instructions, authorities and undertakings hereby given shall be irrevocable and unconditional.

本接納及過戶表格乃重要文件，請即處理。閣下如對本接納及過戶表格任何方面或應採取之行動有任何疑問，應諮詢閣下之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。

閣下已出售或轉讓名下所有國際煤機股份，應立即將本接納及過戶表格連同附奉的綜合文件送交買方或承讓人或送交經手買賣或轉讓之銀行或持牌證券交易商或註冊證券機構或其他代理商，以便轉交買方或承讓人。

## 如何填寫本表格

本白色接納及過戶表格應與綜合文件一併閱讀。綜合文件「釋義」一節已界定之詞彙及附錄一之條文已納入本白色接納及過戶表格並成為其中部分。

閣下如接納瑞銀及高盛代表收購工具公司提出之股份要約，應填妥並簽署本白色接納及過戶表格，並盡早將本白色接納及過戶表格連同不少於閣下欲接納股份要約之國際煤機股份數目之股票及／或過戶收據及／或任何其他所有權文件（及／或任何就此所需並令人信納之彌補保證），以郵遞或以專人盡快送交收款代理香港中央證券登記有限公司，地址為香港灣仔皇后大道東183號合和中心17樓1712-1716室，信封請註明「國際煤機股份收購要約」，惟在任何情況下不得遲於2012年2月3日下午四時正（或久益環球獲執行人員同意而可能公佈之較後時間及／或日期）送達收款代理。

## 股份要約之白色接納及過戶表格

致：收購工具公司、久益環球、瑞銀及高盛

1. 本人／吾等簽署本白色接納及過戶表格（不論該表格有否已註明日期）對本人／吾等之承繼人及承讓人具約束力，並表示：

(a) 本人／吾等按綜合文件及本表格所載代價及條款與條件，及本白色接納及過戶表格所列明之國際煤機股份數目（或如未有列明數目或所列數目多於本人／吾等為登記持有人之股份數目，即為本人／吾等為登記持有人之國際煤機股份數目），接納由瑞銀及高盛代表收購工具公司提出並載於綜合文件中之股份要約；

(b) 本人／吾等不可撤回地指示並授權收購工具公司、久益環球、瑞銀、高盛或彼等各自之代理人，以普通郵遞方式將本人／吾等根據股份要約之條款應得之現金代價（已扣除本人／吾等就接納股份要約而須支付之一切賣方從價印花稅）以「不得轉讓—只入抬頭人賬戶」方式劃線開出支票予本人／吾等，然後寄予下文所列人士及地址（如未有於下欄列明姓名及地址，則按國際煤機股東名冊所登記之地址寄予本人或（如為國際煤機聯名登記股東）當中排名首位之人士），郵誤風險由本人／吾等承擔；

*（倘收取支票之人士不同於登記股東或名列首位之國際煤機聯名登記股東，則請在本欄填上接收支票人士之姓名及地址。）*

姓名：（請用正楷）\_\_\_\_\_

地址：（請用正楷）\_\_\_\_\_

(c) 本人／吾等不可撤回地指示並授權收購工具公司、久益環球、瑞銀、高盛或彼等就此指定之人士，代表本人／吾等以根據股份要約將本人／吾等出售國際煤機股份之賣方身份，依據香港法例第117章印花稅條例第19(1)條所規定，訂立及簽署成交單據，並按該條例之規定繳付印花稅及於本白色接納及過戶表格背書證明；

(d) 本人／吾等不可撤回地指示並授權收購工具公司、久益環球、瑞銀、高盛或彼等就此指定之人士，代表本人／吾等簽署任何文件，包括但不限於在本白色接納及過戶表格填上日期，或如本人／吾等或其他人士已填上日期，則刪去該日期而填上另一日期，並採取任何必要或權宜之行動，使本人／吾等就接納股份要約而提呈之國際煤機股份轉歸收購工具公司或其指定之人士；

(e) 本人／吾等承諾在必需或適當時簽署其他文件以及辦理其他手續及事項，以確保轉讓本人／吾等向收購工具公司或其指定人士就接納股份要約交出之股份概不附帶任何第三方權利、留置權、抵押、衡平權、不利權益及產權負擔，連同所附帶及其後附帶之一切權利，包括有權收取於原要約公告日期或之後就國際煤機股份所宣派、派付或作出之所有股息或其他分派（如有）；及

(f) 本人／吾等同意追認收購工具公司、久益環球、瑞銀、高盛或彼等各自之代理人或彼等就此指定之人士於行使本表格所載任何能作出或進行之各種行動或事宜；及

(g) 本人／吾等不可撤回地指示並授權收購工具公司、久益環球、瑞銀、高盛及彼等各自之代理人，於國際煤機或收款代理代本人／吾等領取憑出示隨附經本人／吾等正式簽署之過戶收據及／或任何其他所有權文件（如有）（及／或就此所需並令人信賴之任何彌償保證）而須簽發予本人／吾等之股票，並將有關股票交予收款代理以及授權及指示收款代理根據股份要約之條款及條件持有上述股票，猶如有關股票乃連同本白色接納及過戶表格一併交予收款代理。

2. 本人／吾等明白本人／吾等接納股份要約將構成本人／吾等向收購工具公司、久益環球、瑞銀及高盛保證(i)本白色接納及過戶表格所列將予出售之國際煤機股份數目概不附帶一切任何性質之第三方權利、留置權、抵押、衡平權、不利權益及產權負擔，並附帶所附一切權利，包括收取於原要約公告日期或之後就國際煤機股份所宣派、派付或作出之所有股息（不論末期或中期）及其他分派（如有）之權利。

3. 倘本人／吾等之接納按股份要約之條款屬無效或被視為無效，則上文第1段所載之所有指示、授權及承諾均會失效。在此情況下，本人／吾等授權並懇請閣下將本人／吾等之股份所有權文件連同已正式註銷之本白色接納及過戶表格以普通郵遞方式一併寄予上文1(b)後所列之人士及地址，或倘並無列明姓名及地址，則按國際煤機股東名冊所登記之地址寄予本人或（如為國際煤機聯名登記股東）吾等當中名列首位之人士，郵誤風險由本人／吾等承擔。

附註：倘閣下交出一份或以上過戶收據，而收購工具公司、久益環球、瑞銀、高盛或彼等各自之代理人已代表閣下從收款代理領取有關股份之股票，則發還予閣下者將為該等股份之股票而非過戶收據。

4. 本人／吾等茲附上本人／吾等持有之全部或部份國際煤機股份之上述相關所有權文件，由閣下按股份要約之條款及條件予以保存。本人／吾等明白任何交回之任何白色接納及過戶表格或所有權文件概不發還收據。本人／吾等亦了解所有文件寄出後一切郵誤風險由本人／吾等承擔。

5. 本人／吾等保證，本人／吾等有十足權利、權力及授權以接納股份要約之方式，向收購工具公司出售及移交本人／吾等之股份之所有權及擁有權。

6. 本人／吾等向收購工具公司、久益環球、瑞銀及高盛保證，本人／吾等已遵守在國際煤機股東名冊上列示本人／吾等地址所在司法權區關於本人／吾等接納股份要約方面之法例，包括獲得任何必要之政府、外匯管制或其他方面之同意，以及遵守必須之手續或法例規定且本人／吾等並無採取或不採取任何行動而將或可能致使國際煤機、收購工具公司、久益環球、瑞銀或高盛或任何其他人士違反任何司法權區與股份要約或本人／吾等接納股份要約有關之法律或監管規定，且彼根據所有適用法例獲准接獲及接納股份要約（及其任何修訂），而根據所有適用法例，該接納為有效及具有約束力。

7. 本人／吾等向國際煤機、收購工具公司、久益環球、瑞銀及高盛保證，本人／吾等須就支付國際煤機股東名冊上列示本人／吾等地址所在相關司法權區之任何應付過戶費用或其他稅項及繳費承擔全部責任。

8. 本人／吾等知悉，除綜合文件及本白色接納及過戶表格清楚規定之外，所有就此作出之接納、指示、授權及承諾均為不可撤回及無條件。