

Unless the context otherwise requires, capitalized terms used in this PINK Form of Option Offer Acceptance ("PINK Form") shall bear the same meanings as those defined in the composite offer and response document dated 30 January 2015 (the "Composite Document") issued jointly by CIAM Group Limited, FDG Electric Vehicles Limited and Sinopoly Strategic Investment Limited.

除文義另有所指外，本粉紅色購股權要約接納表格（「粉紅色表格」）所用詞彙與事安集團有限公司、五龍電動車（集團）有限公司及中聚策略投資有限公司於二零一五年一月三十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。

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香港交易及結算所有限公司、香港聯合交易所有限公司及香港中央結算有限公司對本粉紅色表格之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不對因本粉紅色表格全部或任何部份內容而產生或因倚賴該等內容而引致之任何損失承擔任何責任。

PINK FORM FOR USE IF YOU WANT TO ACCEPT THE OPTION OFFER.

閣下如欲接納購股權要約，請使用本粉紅色表格。



CIAM GROUP LIMITED

事安集團有限公司*

(incorporated in Bermuda with limited liability)

(於百慕達註冊成立之有限公司)

(Stock Code: 378)

(股份代號：378)

PINK FORM OF OPTION OFFER ACCEPTANCE AND CANCELLATION OF THE OPTIONS ISSUED BY CIAM GROUP LIMITED

事安集團有限公司發行之購股權之粉紅色購股權要約接納表格及購股權註銷

To be completed in full 每項均須填寫

Company Secretary of CIAM Group Limited

事安集團有限公司公司秘書

23/F, Bank of America Tower, 12 Harcourt Road, Central, Hong Kong

香港中環夏慤道12號美國銀行中心23樓

<p>FOR THE CHOICES stated below, holder of the Options named below hereby accepts the Option Offer and agrees to the surrender for cancellation the number of Option(s) specified below, upon and subject to the terms and conditions contained herein and in the accompanying Composite Document. 下述購股權持有人謹此按下列可選方案接納購股權要約並同意交回下列數目的購股權以供註銷，惟須遵守本表格及隨附的綜合文件內之條款及條件。</p>	
<p>Number of Option(s) at the exercise price of HK\$1.00 per Offeree Share surrendered for cancellation 交回供註銷之行使價為每股要約股份1.00港元之購股權之數目</p>	<p>FIGURES 數目</p> <p>WORDS 大寫</p>
<p>CHOICES 可選方案 (Please also refer to the section headed "HOW TO COMPLETE THIS PINK FORM") (並請參閱「本粉紅色表格之填寫方法」一節)</p>	<p>Please insert a tick (✓) in one of the boxes below to indicate your choice: 請就閣下所選的方案於下方適用之欄內填上(✓)：</p>
<p>Option 1: Options are tendered for the Exchange CBs, in accordance with the terms of the Option Offer, which will be held entirely without immediately converting into new FDG Shares. 選擇1：按購股權要約之條款，交付購股權以換取交換可換股債券，並全數持有有關交換可換股債券，而不會即時兌換為新五龍股份。</p>	<p>Box A 甲欄</p>
<p>Option 2: Options are tendered for the Exchange CBs, in accordance with the terms of the Option Offer, which will be immediately converted entirely into new FDG Shares in accordance with the terms of the Exchange CBs. 選擇2：按購股權要約之條款，交付購股權以換取交換可換股債券並按交換可換股債券之條款全數即時兌換為新五龍股份。</p>	<p>Box B 乙欄</p>
<p>Details of holder of the Options 購股權持有人資料</p>	<p>Name in full (surname first) 全名(姓氏先行)</p>
	<p>Registered address 登記地址</p>
	<p>Telephone number 電話號碼</p>

Dated this _____ day of _____ 2015

日期：二零一五年_____月_____日

Signed by the holder of the Options in the presence of:

購股權持有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 of witness 見證人地址：_____

Occupation of witness 見證人職業：_____

Signature of the holder of the Options

購股權持有人簽署

THIS PINK FORM IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to any aspect of this PINK Form 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.

VMS Securities is making the Option Offer on behalf of the Offeror. The making of the Option Offer to holders of the Options having registered address outside of Hong Kong may be affected by the laws of the relevant jurisdictions. If you are an overseas holder of the Options having registered address outside of Hong Kong, you should inform yourself about and observe all applicable legal and regulatory requirements. If you wish to accept the Option Offer, it is your responsibility to satisfy yourself as to the full observance of the laws and regulations of the relevant jurisdictions in connection therewith, including the obtaining of all governmental, exchange control or other consents which may be required and the compliance with all necessary formalities and regulatory or legal requirements. You will also be fully responsible for any such issue, transfer or other taxes payable by you in respect of the acceptance of the Option Offer. Acceptance of the Option Offer by you will constitute a warranty by you to FDG, the Offeror, VMS Securities and the Offeree Company that you have observed and are permitted under all applicable laws and regulations to receive and accept the Option Offer, and any revision thereof, and that you have obtained all requisite governmental, exchange control or other consents in compliance with all necessary formalities and regulatory or legal requirements and have paid all issue, transfer or other taxes or other required payments due from you in connection with such acceptance in any territory, and that such acceptance shall be valid and binding in accordance with all applicable laws and regulations. You are recommended to seek professional advice on deciding whether or not to accept the Option Offer.

This PINK Form should be read in conjunction with the accompanying Composite Document.

HOW TO COMPLETE THIS PINK FORM

1. The Option Offer is conditional. Holders of the Options are advised to read the Composite Document before completing this PINK Form. To accept the Option Offer made by VMS Securities on behalf of the Offeror, you should complete and sign this PINK Form overleaf in accordance with the instructions herein and forward this entire PINK Form, by post or by hand, to **CIAM Group Limited at 23/F, Bank of America Tower, 12 Harcourt Road, Central, Hong Kong for the attention of the Company Secretary no later than 4:00 p.m. on Monday, (23 February 2015) or such later time(s) and/or date(s) as the Offeror may determine and announce in accordance with the Takeovers Code.** The provisions of Appendix I to the Composite Document are incorporated into and form part of this PINK Form.
2. You are required to indicate your choice by ticking Box A or Box B in the "CHOICES" section of this PINK Form. You must choose either one of the choices in respect of the Options you intend to tendered under the Option Offer.
3. This PINK Form must be completed in English only.

PINK FORM IN RESPECT OF THE OPTION OFFER AND CANCELLATION OF THE OPTIONS

To: The Offeror and VMS Securities

1. My execution of this PINK Form shall be binding on my successors and assignees, and shall constitute:
 - (a) my irrevocable acceptance of the Option Offer made by VMS Securities on behalf of the Offeror, as contained in the Composite Document, for the consideration and on and subject to the terms and conditions therein and herein mentioned, in respect of the number of Options specified in this PINK Form or, if no such number is specified or a greater number is specified than I am registered as holder of the Options of, in respect of all such Options as to which I am registered as holder of the Options;
 - (b) my irrevocable instruction and authority to each of the Offeror and/or VMS Securities or their respective agent(s) to send the share certificates of FDG Shares or the certificates of Exchange CBs to which I shall have become entitled under the terms of the Option Offer, by ordinary post at my risk to the address stated overleaf, within seven business days or the later of the date on which the Offer becomes or is declared unconditional in all respects and the receipt of all the relevant documents by the Company Secretary of CIAM Group Limited to render the acceptance under the Option Offer complete and valid;
(Note: Insert name and address of the person to whom the share certificates of FDG Shares or the certificates of the Exchange CBs are to be sent if different from the name and address of the holder of the Options.)
Name: (in BLOCK LETTERS)
 - Address:** (in BLOCK LETTERS)
 - (c) my 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 cancel my Option(s) surrendered for cancellation under the Option Offer; and
 - (d) my agreement to ratify each and every act or thing which may be done or effected by FDG and/or the Offeror and/or and/or VMS Securities and/or the Offeree Company or their respective agent(s) or such person or persons as any of them may direct on the exercise of any of the authorities contained herein.
2. I understand that acceptance of the Option Offer by me will be deemed to constitute a warranty by me to FDG, the Offeror, VMS Securities and the Offeree Company that the number of Option(s) specified in this PINK Form or, if no such number is specified or a greater number is specified than I am registered as holder of the Options, all such Options as to which I am registered as holder of the Options, is/are hereby surrendered and renounced 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 on or after the date of the Composite Document.
 3. In the event that my acceptance is not valid in accordance with the terms of the Option Offer, all instructions, authorisations and undertakings contained in paragraph 1 above shall cease, in which event, I authorise and request you to return to me this Pink Form duly cancelled, together with the option certificate(s) (if applicable), by ordinary post at my own risk to the person at the address stated in 1(b) above or, if no name and address is stated, to me at the address stated overleaf.
 4. I understand that no acknowledgement of receipt of any PINK Form will be given. I further understand that all documents will be sent by ordinary post at my own risk.
 5. I hereby warrant and represent to FDG, the Offeror, VMS Securities and the Offeree Company that I am the registered holder of the number of Option(s) specified in this PINK Form and I have the full right, power and authority to surrender the Option(s) for cancellation by way of acceptance of the Option Offer.
 6. I warrant to FDG, the Offeror, VMS Securities and the Offeree Company that I have observed and am permitted under all applicable laws and regulations where my address is located as set out in the records kept by the Offeree Company to accept the Option Offer, and any revision thereof; and that I have obtained all requisite governmental, exchange control or other consents and made all registration or filing required in compliance with all necessary formalities and regulatory or legal requirements; and that I have paid all issue, transfer or other taxes or other required payments due from me in connection with such acceptance; and that such acceptance shall be valid and binding in accordance with all applicable laws and regulations; and that I have not taken or omitted to take any action which will or may result in FDG, the Offeror, VMS Securities and the Offeree Company or any other person acting in concert with them in breach of the legal or regulatory requirements of any jurisdiction in connection with the Option Offer.
 7. I warrant to FDG, the Offeror, VMS Securities and the Offeree Company that I shall be fully responsible for payment of any transfer or other taxes or duties (save for the stamp duty arising in connection with the acceptance of the Option Offer as expressed in the Composite Document) payable by me in connection with my acceptance of the Option Offer.
 8. I acknowledge that, save as expressly provided in the Composite Document and this PINK Form, all the acceptance, instructions, authorisation and undertakings hereby given shall be irrevocable.
 9. I understand that no acknowledgement of receipt of any PINK Form(s) will be given. I further understand that all documents will be sent by ordinary post at my own risk.

本粉紅色表格乃重要文件，閣下須即時處理。

閣下如對本粉紅色表格的任何方面或應採取的行動有任何疑問，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。

鼎珮證券正代表要約公司提出購股權要約。向註冊地址位於香港境外之購股權持有人提出購股權要約或會受到有關司法權區之法例影響。倘閣下為註冊地址位於香港境外之購股權持有人，閣下應自行了解及遵守所有適用法律或監管規定。閣下如欲接納購股權要約，須自行信納全面遵守有關司法權區之相關法律及法規，包括獲得一切所需之政府、外匯管制或其他方面之同意，並遵守一切所需手續及監管或法律規定。閣下將須就接納購股權要約應付之任何有關發行費、轉讓費或其他稅項負責。閣下接納購股權要約，即構成閣下向五龍、要約公司、鼎珮證券及受要約公司保證其已遵守所有適用法律及法規以及根據所有適用法律及法規獲允許接收及接納購股權要約及其任何修訂，而閣下已根據一切必要手續及遵守監管或法律規定取得一切所需之政府、外匯管制或其他方面之同意，並已支付閣下於任何地區接納而應付之所有發行費、轉讓費或其他稅項或其他所需款項，而有關接納將根據一切適用法律及法規屬有效及具約束力。閣下務請就決定是否接納購股權要約徵求專業意見。

本粉紅色表格應與隨附的綜合文件一併閱讀。

本粉紅色表格之填寫方法

1. 購股權要約附帶條件。購股權持有人於填寫本粉紅色表格前，務請先閱讀綜合文件。閣下如欲接納鼎珮證券代表要約公司所作的購股權要約，應根據所印列的指示填妥並簽署本粉紅色表格背頁，並將整份粉紅色表格以郵寄或專人送交方式盡快送抵**事安集團有限公司**(由公司秘書收取)，地址為香港中環夏慤道12號美國銀行中心23樓，惟無論如何不得遲於二零一五年二月二十三日(星期一)下午四時正，或要約公司根據收購守則所可能決定及公佈之較後時間及/或日期。綜合文件附錄一之條文已載入並構成本粉紅色表格之一部分。
2. 閣下需在本粉紅色表格「可選方案」部分的甲欄或乙欄內填上「✓」號，以表示閣下所選方案。閣下須就閣下擬於購股權要約下提呈接納的購股權在該等方案之中任選其一。
3. 本粉紅色表格只可以英文填寫。

粉紅色購股權要約表格及購股權註銷

致：要約公司及鼎珮證券

1. 本人簽署本粉紅色表格將對本人的繼承人及受讓人有約束力，即表示：
 - (a) 本人不可撤回地接納由鼎珮證券代表要約公司提出並載於綜合文件的購股權要約以所述代價，按綜合文件及本表格所載有關條款及條件收購本粉紅色表格上所填購股權數目，如未有指定購股權數目或指定購股權數目較本人以購股權持有人名義登記的購股權數目為多，則接納收購本人以購股權持有人名義登記持有的全部購股權；
 - (b) 本人不可撤回地指示及授權要約公司及/或鼎珮證券或彼等各自之代理，各自就本人根據購股權要約之條款應得之五龍股份股票或交換可換股債券證書於要約於各方面成為或被宣佈成為無條件之日或事安集團有限公司公司秘書接獲一切有關文件致使購股權要約項下之接納為完整及有效之日(以較遲者為準)起計七個營業日內，以平郵方式寄往列於背面的地址，郵誤風險概由本人自行承擔；
(附註：如收取五龍股份股票或交換可換股債券證書之人士並非使用購股權持有人姓名及地址，則請在本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).....
 - (c) 本人承諾於必要或適當時簽署其他文件並辦理有關手續，以註銷本人就接納購股權要約而交回之購股權；及
 - (d) 本人同意追認五龍及/或要約公司及/或鼎珮證券及/或受要約公司或彼等各自的代理或彼等任何一方可能指定之該名或該等人士，於行使本表格所載任何授權時所作出或進行的任何行動或事宜。
2. 本人明白本人接納購股權要約將被視為構成本人向五龍、要約公司、鼎珮證券及受要約公司作出保證，表示交回及放棄本粉紅色表格所列購股權數目(或倘無列明購股權數目或所列的購股權數目高於本人以購股權持有人名義登記的數目，則就本人以購股權持有人名義登記的全部購股權而言)並不附有任何留置權、押記、產權負擔、優先購買權及任何其他性質的第三方權益，並確保該等購股權可享有於綜合文件日期或之後所附帶的一切權利。
3. 如按購股權要約的條款本人的接納為無效，則上文第1段所載的所有指示、授權及承諾均會終止。在此情況下，本人授權並要求閣下將本人已正式註銷的本粉紅色表格連同購股權證書(如適用)以平郵方式按上文第1(b)段所列地址寄予有關人士，如未有列明姓名及地址者，則按本人在背面所述的登記地址寄予本人，郵誤風險由本人承擔。
4. 本人明白將不會獲發任何粉紅色表格的收訖通知書。本人亦明白所有文件將以平郵方式寄出，郵誤風險概由本人自行承擔。
5. 本人謹此向五龍、要約公司、鼎珮證券及受要約公司保證及聲明，本人為本粉紅色表格所列明購股權數目的登記持有人，而本人有充分的權利、權力及授權透過接納購股權要約交回該等購股權以供註銷。
6. 本人向五龍、要約公司、鼎珮證券及受要約公司保證，本人已遵守本人於受要約公司備存的登記冊內所列地址所有適用法律及法規以及根據所有適用法律及法規獲允許接納購股權要約及其任何修訂；而本人已取得任何所需政府、外匯管制或其他方面之同意，及作出所有必要手續或遵守監管或法律規定所規定之一切登記或存檔；且本人已支付本人就該接納應付之所有發行費、轉讓費或其他稅項或其他所需款項；而有關接納將根據一切適用法律及法規屬有效及具約束力；且本人概無採取或遺漏採取任何行動而將會或可能致使五龍、要約公司、鼎珮證券及受要約公司或任何其他與其一致行動人士就購股權要約而言違反任何司法權區的法律或監管規定。
7. 本人向五龍、要約公司、鼎珮證券及受要約公司保證，本人須就支付關於本人接納購股權要約應付之任何轉讓費或其他稅項或徵費(綜合文件內所述就接納購股權要約而產生的印花稅除外)承擔全部責任。
8. 本人明白除綜合文件及本粉紅色表格指明者外，所有特此作出的接納、指示、授權及承諾乃不可撤回。
9. 本人明白將不會獲發任何粉紅色表格的收訖通知書。本人亦明白所有文件將以平郵方式寄出，郵誤風險概由本人自行承擔。

PERSONAL DATA

Personal Information Collection Statements

This personal information collection statement informs you of the policies and practices of FDG, the Offeror, VMS Securities, the Offeree Company and the Registrar and 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 Option Offer for your Option(s), 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. It may also prevent or delay the despatch of the certificates of the Exchange CBs or new FDG shares to which you are entitled under the Option Offer.

2. Purposes

The personal data which you provide on this PINK Form 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 PINK Form and the Composite Document;
- registering the cancellation of the Options under your name;
- maintaining or updating the relevant register of holder(s) of Option(s);
- conducting or assisting to conduct signature verifications, and any other verification or exchange of information;
- distributing communications from FDG, the Offeror and/or the Offeree Company and/or their respective agents, officers, advisers, and the Registrar;
- compiling statistical information and the Offeree Shareholders profile;
- establishing benefit entitlements of the holders of the Option;
- making disclosures as required by laws, rules or regulations (whether statutory or otherwise);
- disclosing relevant information to facilitate claims and entitlements;
- any other purposes in connection with the business of FDG, the Offeror, the Offeree Company or the Registrar; and
- any other incidental or associated purposes relating to the above and/or to enable FDG, and/or the Offeror and/or VMS Securities and/or the Offeree Company to discharge their obligations to holders of the Option and/or under applicable regulations, and any other purposes to which holders of the Option may from time to time agree or be informed of.

3. Transfer of personal data

The personal data provided in this PINK Form will be kept confidential but FDG, and/or the Offeror and/or VMS Securities and/or the Offeree Company and/or the 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:

- FDG, the Offeror, VMS Securities, the Offeree Company and/or any of their agents, officers and advisers, the Registrar and overseas principal registrar (if any);
- any agents, contractors or third parties service providers who offer administrative, telecommunications, computer, payment or other services to FDG and/or the Offeror and/or VMS Securities and/or the Offeree Company and/or the Registrar in connection with the operation of their business;
- any regulatory or governmental bodies;
- any other persons or institutions with which you have or propose to have dealings, such as bankers, solicitors, accountants, licensed securities dealers or registered institutions in securities; and
- any other persons or institutions whom FDG and/or the Offeror and/or VMS Securities and/or the Offeree Company and/or the Registrar consider(s) to be necessary or desirable in the circumstances.

4. Access and correction of personal data

The Ordinance provides you with rights to ascertain whether the FDG and/or the Offeror and/or VMS Securities and/or the Offeree Company and/or the 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, FDG and/or the Offeror and/or VMS Securities and/or the Offeree Company and/or the Registrar have the right to charge a reasonable fee for the processing of any data access request. All requests for access to data or correction of data or for information regarding policies and practices and the kinds of data held should be addressed to the FDG, the Offeror, VMS Securities, the Offeree Company or the Registrar (as the case may be).

BY SIGNING THIS PINK 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五龍、要約公司、鼎珮證券及受要約公司及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」)之政策及慣例。

1. 收集閣下個人資料之原因

倘閣下欲就閣下之購股權接納購股權要約，則閣下須提供所需之個人資料，若未能提供所需資料，可能會導致閣下之接納申請被拒或受到延誤。這亦可能妨礙或延遲寄發閣下根據購股權要約應得之交換可換股債券證書或新五龍股份股票。

2. 用途

閣下於本粉紅色表格提供之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：

- 處理閣下之接納申請及核實遵循本粉紅色表格及綜合文件載列之條款及申請手續；
- 登記以閣下名義之購股權之註銷；
- 保存或更新有關購股權持有人的登記冊；
- 核實或協助核實簽名，以及進行任何其他資料核實或交換；
- 發佈五龍、要約公司及/或受要約公司及/或彼等各自之代理、高級職員、顧問及登記處之通訊；
- 編製統計資料及受要約股東概覽；
- 確立購股權持有人之獲益權利；
- 按法例、規則或規例規定(無論法定或其他規定)作出披露；
- 披露有關資料以方便進行權益申索；
- 有關五龍、要約公司、受要約公司及登記處業務之任何其他用途；及
- 有關上述任何其他臨時或關連用途及/或令五龍及/或要約公司及/或鼎珮證券及/或受要約公司得以履行其對購股權持有人及/或適用法規項下之責任，以及購股權持有人可能不時同意或知悉之其他用途。

3. 轉交個人資料

本粉紅色表格提供之個人資料將會保密，惟五龍及/或要約公司及/或鼎珮證券及/或受要約公司及/或登記處為達致上述或有關任何上述之用途，可能作出彼等認為必需之查詢，以確認個人資料之準確性，尤其彼等可能向或自下列任何及所有人士及實體披露、獲取、轉交(無論在香港境內或香港境外地區)該等個人資料：

- 五龍、要約公司、鼎珮證券、受要約公司及/或其任何代理、高級職員及顧問、登記處及海外總登記處(如有)；
- 為五龍及/或要約公司及/或鼎珮證券及/或受要約公司及/或股份過戶登記處提供行政、電訊、電腦、付款或其他服務之任何代理、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之任何其他人士或機構，例如銀行、律師、會計師或持牌證券交易商或註冊證券機構；及
- 五龍及/或要約公司及/或鼎珮證券及/或受要約公司及/或登記處認為必需或適當情況下之任何其他人士或機構。

4. 獲取及更正個人資料

根據該條例之規定，閣下可確認五龍及/或要約公司及/或鼎珮證券及/或受要約公司及/或登記處是否持有閣下之個人資料，並索取該資料副本，以及更正任何錯誤資料。依據該條例之規定，五龍及/或要約公司及/或鼎珮證券及/或受要約公司及/或登記處可就查閱任何資料之請求收取合理之手續費。查閱資料或更正資料或獲取有關政策及慣例及所持資料類型之資料之所有請求，須提交予五龍、要約公司、鼎珮證券或受要約公司及/或股份過戶登記處(視乎情況而定)。

閣下一經簽署本粉紅色表格即表示同意上述所有條款。