

**THE WHOLE OF THIS APPLICATION FORM MUST BE RETURNED TO BE VALID.**

本申請表格須整份交回方為有效。

## **IMPORTANT**

### **重要提示**

**THIS APPLICATION FORM (“AF”) IS VALUABLE BUT IS NOT TRANSFERABLE AND IS FOR THE USE OF THE QUALIFYING SHAREHOLDER(S) NAMED BELOW ONLY. NO ACCEPTANCE CAN BE MADE AFTER 4:00 P.M. ON MONDAY, 16 JULY 2018.**

本申請表格具有價值，但不可轉讓，並僅供名列下文之合資格股東使用。申請最遲須於二零一八年七月十六日（星期一）下午四時正遞交。

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

閣下如對本申請表格或應採取之行動有任何疑問，應諮詢閣下之股票經紀或其他持牌證券交易商、註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。

Terms used herein shall have the same meanings as defined in the prospectus of GR Properties Limited dated 29 June 2018 (the “Prospectus”) unless the context otherwise requires.

除文義另有所指外，本申請表格所使用之詞彙與國銳地產有限公司日期為二零一八年六月二十九日之發售章程（「發售章程」）所界定者具有相同涵義。

Hong Kong Exchanges and Clearing Limited, the Stock Exchange and HKSCC take no responsibility for the contents of this AF, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this AF.

香港交易及結算所有限公司、聯交所及香港結算對本申請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，概不對因本申請表格全部或任何部份內容而產生或因依賴該等內容而引致之任何損失承擔任何責任。

Dealings in the Shares may be settled through CCASS and you should consult your stockbroker or other licensed securities dealer, registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser for details of the settlement arrangements and how such arrangements may affect your rights and interests.

股份之買賣可透過中央結算系統進行交收，而閣下應就該等交收安排之詳情及該等安排可能如何影響閣下之權利及權益，諮詢閣下之股票經紀或其他持牌證券交易商、註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。

A copy of each of the Prospectus Documents, together with the documents mentioned in the paragraph headed “DOCUMENTS DELIVERED TO THE REGISTRAR OF COMPANIES IN HONG KONG” in Appendix III to the Prospectus, have been registered with the Registrar of Companies in Hong Kong as required by Section 38D of the Companies (Winding Up and Miscellaneous Provisions) Ordinance. The Registrar of Companies in Hong Kong and the Securities and Futures Commission of Hong Kong take no responsibility as to the contents of any of these documents.

各份章程文件連同發售章程附錄三「送呈香港公司註冊處處長之文件」一段所述之文件之副本，已根據公司（清盤及雜項條文）條例第38D條之規定送呈香港公司註冊處處長登記。香港公司註冊處處長及香港證券及期貨事務監察委員會對任何該等文件之內容概不負責。

Subject to the granting of listing of, and permission to deal in, the Offer Shares on the Stock Exchange and compliance with the stock admission requirements of HKSCC, the Offer Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the commencement date of dealings in the Offer Shares on the Stock Exchange or such other date as may be determined by HKSCC. Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second trading day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. You should consult your licensed securities dealer, registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser for details of those settlement arrangements and how such arrangements may affect your rights and interests.

待發售股份獲准於聯交所上市及買賣，並符合香港結算之股份納入規定後，發售股份將獲香港結算接納為合資格證券，可由發售股份開始於聯交所買賣日期或香港結算可能釐定之其他日期起，於中央結算系統內寄存、結算及交收。聯交所參與者之間於任何交易日進行之交易須於其後第二個交易日在中央結算系統內進行交收。所有在中央結算系統內進行之活動均須依據不時有效之中央結算系統一般規則及中央結算系統運作程序規則進行。閣下應就該等交收安排之詳情及該等安排可能如何影響閣下之權利及權益，諮詢閣下之持牌證券交易商、註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。



**Share registrar:**  
股份過戶登記處：

Tricor Standard Limited  
Level 22  
Hopewell Centre  
183 Queen's Road East  
Hong Kong  
卓佳標準有限公司  
香港  
皇后大道東183號  
合和中心  
22樓

# GR PROPERTIES LIMITED

國 銳 地 產 有 限 公 司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 108)

(於香港註冊成立之有限公司)

(股份代號：108)

**Registered office:**

註冊辦事處：  
Suite 1603, 16th Floor  
Wheelock House  
20 Pedder Street  
Central  
Hong Kong  
香港  
中環  
畢打街20號  
會德豐大廈  
16樓1603室

## OPEN OFFER OF 910,932,662 OFFER SHARES AT HK\$0.80 PER OFFER SHARE ON THE BASIS OF ONE (1) OFFER SHARE FOR EVERY TWO (2) EXISTING SHARES HELD ON THE RECORD DATE

PAYABLE IN FULL ON ACCEPTANCE BY NO LATER THAN  
4:00 P.M. ON MONDAY, 16 JULY 2018

按於記錄日期每持有兩(2)股現有股份  
可獲發一(1)股發售股份之基準以每股發售股份0.80港元  
進行公開發售以發行910,932,662股發售股份  
股款最遲須於二零一八年七月十六日(星期一)下午四時正  
接納時繳足

### APPLICATION FORM

申請表格

Name(s) and address(es) of the Qualifying Shareholder(s)  
合資格股東姓名／名稱及地址

Application Form Number  
申請表格編號

Number of Shares registered in your name on Wednesday, 13 June 2018  
於二零一八年六月十三日(星期三)以閣下名義登記之股份數目

Box A  
甲欄

Number of Offer Shares in your assured allotment subject to payment in full on application by no later than 4:00 p.m. on Monday, 16 July 2018  
閣下保證配額之發售股份數目(股款最遲須於二零一八年七月十六日(星期一)下午四時正申請時繳足)

Box B  
乙欄

Amount payable on assured allotment when applied in full  
悉數申請保證配額時應繳款項

Box C  
丙欄

HK\$  
港元

Acceptance can only be made by the registered Qualifying Shareholder(s) named above.  
Please enter in Box D the number of Offer Shares accepted and the amount of remittance enclosed (calculated as number of Offer Shares accepted multiplied by HK\$0.80)

名列上文之已登記合資格股東方可接納。  
請於丁欄填寫所接納之發售股份數目及隨附之股款金額  
(以接納之發售股份數目乘以0.80港元計算)

Box D  
丁欄

Number of Offer Shares applied for  
所申請之發售股份數目

Remittance enclosed  
隨附股款  
HK\$  
港元

Name of bank on which cheque/  
banker's cashier order is drawn  
支票／銀行本票之付款銀行名稱

Cheque/banker's cashier  
order number  
支票／銀行本票號碼

You are entitled to accept any number of Offer Shares which is equal to or less than your assured allotment shown in Box B above by filling in this AF. Subject to as mentioned in the Prospectus, such allotment is made to the Shareholders whose names were on the register of members of the Company and who were Qualifying Shareholders on the basis of one (1) Offer Share for every two (2) existing Shares held on Wednesday, 13 June 2018. If you wish to apply for such number of Offer Shares which is more than your assured allotment shown in Box B above, i.e. the excess Offer Shares, you should also fill in the separate Excess Application Form (the “EAF”), and lodge it with a separate remittance for full amount payable in respect of the excess Offer Shares. If you wish to apply for any Offer Shares, you should complete and sign this AF, and lodge the form together with the appropriate remittance for the full amount payable in respect of the Offer Shares applied for with the Company’s share registrar in Hong Kong, Tricor Standard Limited, Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong. All remittance(s) for application of Offer Shares must be in Hong Kong dollars and made payable to “**GR PROPERTIES LIMITED — OPEN OFFER ACCOUNT**” for Offer Shares under assured allotment and crossed “**ACCOUNT PAYEE ONLY**” and comply with the procedures set out in the page hereafter.

閣下有權透過填寫本申請表格接納相等於或少於上文乙欄所列 閣下保證配額之任何發售股份數目。在發售章程所述者之規限下，上述配額乃按於二零一八年六月十三日(星期三)每持有兩(2)股現有股份可獲發一(1)股發售股份之基準，向名列本公司股東名冊並為合資格股東之股東作出。閣下如欲申請多於上文乙欄所列 閣下保證配額之發售股份(即額外發售股份)數目，則亦應另行填寫額外申請表格，並將額外申請表格連同須就額外發售股份繳付之全數獨立股款一併交回。閣下如欲申請任何發售股份，則請填妥及簽署本申請表格，並將表格連同須就所申請發售股份繳付之全數適當股款送達本公司之股份過戶登記處卓佳標準有限公司(地址為香港皇后大道東183號合和中心22樓)。所有申請發售股份股款必須以港元繳付，並就保證配額之發售股份而言須註明抬頭人為「**GR PROPERTIES LIMITED — OPEN OFFER ACCOUNT**」及以「只准入抬頭人賬戶」方式劃線開出，並須符合後頁所載手續。

All dates or deadlines specified in this AF refer to Hong Kong local time.

本申請表格所述之所有日期或限期均指香港本地時間。



# GR PROPERTIES LIMITED

國銳地產有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 108)

(於香港註冊成立之有限公司)

(股份代號: 108)

To: GR Properties Limited

致: 國銳地產有限公司

Dear Sirs,

I/We, being the Qualifying Shareholder(s) of the Shares stated overleaf, enclose a remittance\*\* for the amount payable in full on acceptance for the number of Offer Shares at a price of HK\$0.80 per Offer Share specified in Box B (or, if and only if Box D is completed, in Box D). I/We accept such Offer Shares on the terms and conditions of the Prospectus dated 29 June 2018 and subject to the articles of association of the Company. I/We authorise the Company to place my/our name(s) on the register of members of the Company as the holder(s) of such Offer Shares and to send the share certificate(s) in respect thereof by ordinary post at my/our own risk to the address specified overleaf. I/We have read the conditions and procedures for acceptance set out overleaf and agree to be bound thereby.

敬啟者:

本人/吾等為背頁所列股份之合資格股東，現接納乙欄(或倘及僅倘已填妥丁欄，則丁欄)所指明之發售股份數目，並附上按每股發售股份0.80港元之價格計算須於接納時繳付之全數股款\*。本人/吾等謹此依照日期為二零一八年六月二十九日之發售章程所載之條款及條件，以及在貴公司之組織章程細則規限下，接納此等發售股份。本人/吾等謹此授權貴公司將本人/吾等之姓名/名稱列入貴公司之股東名冊，作為此等發售股份之持有人，並授權貴公司將有關股票按背頁所指明之地址以平郵方式寄予本人/吾等，郵誤風險概由本人/吾等自行承擔。本人/吾等已細閱背頁所載各項條件及接納手續，並同意受其約束。

\* Cheque or banker's cashier order should be crossed "ACCOUNT PAYEE ONLY" and made payable to "GR PROPERTIES LIMITED — OPEN OFFER ACCOUNT" (see the section headed "PROCEDURES FOR APPLICATION" on the reverse side of this AF).

\* 支票或銀行本票應以「只准入抬頭人賬戶」方式劃線開出及註明抬頭人為「GR PROPERTIES LIMITED — OPEN OFFER ACCOUNT」(請參閱本申請表格背頁「申請手續」一節)。

Valid acceptance for such number of Offer Shares which is less than or equal to a Qualifying Shareholder's assured allotment will be given effect in full, assuming that the conditions of the Open Offer have been satisfied. If no number is inserted in the boxes overleaf, you will be deemed to have accepted the number of Offer Shares for which payment has been received. If the amount of the remittance is less than that required for the number of Offer Shares inserted, you will be deemed to have accepted the number of Offer Shares for which payment has been received. Application will be deemed to have been made for a whole number of Offer Shares. No receipt will be given for the remittance.

假設公開發售之條件達成，合資格股東對少於或相等於其保證配額之發售股份數目作出之有效接納將全數生效。倘背頁各欄內並無填上數目，則閣下將被視作接納已收到之款項所代表之發售股份數目。倘股款少於所填數目之發售股份所需股款，則閣下將被視作接納本公司已收到之款項所代表之發售股份數目。此項申請將被視作為申請完整之發售股份數目而作出。閣下不會就有關股款獲發任何收據。

Signature(s) of Qualifying Shareholder(s)

(all joint Qualifying Shareholders must sign)

合資格股東簽署(所有聯名合資格股東均須簽署)

(1) \_\_\_\_\_ (2) \_\_\_\_\_ (3) \_\_\_\_\_ (4) \_\_\_\_\_

Contact telephone no. 聯絡電話號碼: \_\_\_\_\_

Date 日期: \_\_\_\_\_



# GR PROPERTIES LIMITED

國銳地產有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 108)

## CONDITIONS

1. No Non-Qualifying Shareholder is permitted to apply for any Offer Shares and/or excess Offer Shares.
2. No receipt will be issued for sums received on application(s) but it is expected that share certificate(s) for any Offer Shares and/or excess Offer Shares in respect of which the application(s) is/are accepted in full or in part will be sent to the allottee(s) or, in the case of joint allottees, to the first named allottee by ordinary post, at his/her/their own risk, at the address(es) stated on the form(s).
3. Completion of this AF and/or the EAF will constitute an instruction and authority by the applicant(s) to the Company and/or Tricor Standard Limited or some person nominated by them for the purpose, on behalf of the subscriber(s), to execute any registration of this AF and/or the EAF or other documents and, generally, to do all such other things as such company or person may consider necessary or desirable to effect registration in the name of the subscriber(s) of the Offer Shares and/or excess Offer Shares applied for or any lesser number in accordance with the arrangements described in the Prospectus.
4. The subscribers of the Offer Shares and/or the excess Offer Shares undertake to sign all documents and to do all other acts necessary to enable them to be registered as the holders of the Offer Shares and/or the excess Offer Shares which they have applied for subject to the articles of association of the Company.
5. Remittance(s) will be presented for payment upon receipt by the Company and all interest earned (if any) will be retained for the benefit of the Company. Application(s) in respect of which cheques are dishonoured upon first presentation are liable to be rejected.
6. Your right to apply for the Offer Shares and/or the excess Offer Shares is not transferable.
7. The Company reserves the right to accept or refuse any application(s) for the Offer Shares and/or the excess Offer Shares which does/do not comply with the procedures set out herein and/or in the EAF(s). Completion and return of this AF by any person outside Hong Kong will constitute a warranty and representation to the Company, by such person, that all registration, legal and regulatory requirements of the relevant jurisdiction, in connection with such acceptance have been duly complied with. For the avoidance of doubt, neither HKSCC nor HKSCC Nominees Limited will give, or be subject to, any of the above warranty and representation.

## PROCEDURES FOR APPLICATION

You may apply for such number of Offer Shares which is equal to or less than your assured allotment set out in Box B by filling in this AF.

To apply for such number of Offer Shares which is less than your assured allotment, enter in Box D of this AF the number of Offer Shares for which you wish to apply for and the total amount payable (calculated as number of Offer Shares applied for multiplied by HK\$0.80). If the amount of the corresponding remittance received is less than that required for the number of Offer Shares inserted, you will be deemed to have applied for such lesser number of Offer Shares for which full payment has been received.

If you wish to apply for the exact number of Offer Shares set out in Box B of this AF, this number should be inserted in Box D of this AF. If no number is inserted, you will be deemed to have applied for the number of Offer Shares for which full payment has been received.

If you wish to apply for any number of Offer Shares which is more than your assured allotment set out in Box B of this AF, i.e. the excess Offer Shares, you should use the separate EAF and enter in the appropriate space provided in the EAF the number of excess Offer Shares for which you wish to apply for and the total amount payable (calculated as number of excess Offer Shares applied for multiplied by HK\$0.80). You may apply for any number of excess Offer Shares as you wish. If the amount of the corresponding remittance received is less than that required for the number of excess Offer Shares inserted, you will be deemed to have applied for such lesser number of excess Offer Shares for which full payment has been received.

This AF and/or the EAF, when duly completed, to which the appropriate remittance(s) should be stapled accordingly, should be folded once and must be lodged with the Company's share registrar, Tricor Standard Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, by no later than 4:00 p.m. on Monday, 16 July 2018 (or, under bad weather conditions, such Latest Time for Acceptance as mentioned in the section headed "Expected timetable" in the Prospectus). All remittances must be made in Hong Kong dollars. Cheques must be drawn on an account with, or banker's cashier orders must be issued by, a licensed bank in Hong Kong and made payable to "**GR PROPERTIES LIMITED — OPEN OFFER ACCOUNT**" and/or made payable to "**GR PROPERTIES LIMITED — EXCESS APPLICATION ACCOUNT**" for excess Offer Shares and crossed "**ACCOUNT PAYEE ONLY**". Unless this AF and/or the EAF, together with the appropriate remittance shown in Box C or Box D (as the case may be) of this AF and/or the appropriate remittance shown in the EAF has/have been received by 4:00 p.m. on Monday, 16 July 2018, your right to apply for the Offer Shares and/or the excess Offer Shares and all rights in relation thereto shall be deemed to have been declined and will be cancelled.

Share certificate(s) is/are expected to be posted by ordinary post to you on or before Tuesday, 24 July 2018 at your own risk.



## **TERMINATION OF THE UNDERWRITING AGREEMENT**

The Underwriter shall have the right to terminate the arrangements set out in the Underwriting Agreement by notice in writing given to the Company if at any time at or prior to the Latest Time for Termination:

- (1) in the absolute opinion of the Underwriter, the success of the Open Offer would be materially and adversely affected by:
  - (a) the introduction of any new law or regulation or any change in existing law or regulation (or the judicial interpretation thereof) or other occurrence of any nature whatsoever which may in the absolute opinion of the Underwriter materially and adversely affect the business or the financial or trading position or prospects of the Group as a whole or is materially adverse in the context of the Open Offer; or
  - (b) the occurrence of any local, national or international event or change (whether or not forming part of a series of events or changes occurring or continuing before, and/or after the date of the Underwriting Agreement) of a political, military, financial, economic or other nature (whether or not ejusdem generis with any of the foregoing), or in the nature of any local, national or international outbreak or escalation of hostilities or armed conflict, or affecting local securities markets which may, in the absolute opinion of the Underwriter materially and adversely affect the business or the financial or trading position or prospects of the Group as a whole or materially and adversely prejudice the success of the Open Offer or otherwise makes it inexpedient or inadvisable to proceed with the Open Offer; or
- (2) any adverse change in market conditions (including without limitation, any change in fiscal or monetary policy, or foreign exchange or currency markets, suspension or material restriction or trading in securities) occurs which in the absolute opinion of the Underwriter is likely to materially or adversely affect the success of the Open Offer or otherwise makes it inexpedient or inadvisable to proceed with the Open Offer; or
- (3) there is any change in the circumstances of the Company or any member of the Group which in the absolute opinion of the Underwriter will adversely affect the prospects of the Company, including without limiting the generality of the foregoing the presentation of a petition or the passing of a resolution for the liquidation or winding up or similar event occurring in respect of any of member of the Group or the destruction of any material asset of the Group; or
- (4) any event of force majeure including, without limiting the generality thereof, any act of God, war, riot, public disorder, civil commotion, fire, flood, explosion, epidemic, terrorism, strike or lock-out which would, in the absolute opinion of the Underwriter materially and adversely affect the business or the financial or trading position or prospectus of the Group as a whole; or
- (5) any other material adverse change in relation to the business or the financial or trading position or prospects of the Group as a whole whether or not ejusdem generis with any of the foregoing; or
- (6) any matter which, had it arisen or been discovered immediately before the date of the Prospectus and not having been disclosed in the Prospectus, would have constituted, in the absolute opinion of any of the Underwriter, a material omission in the context of the Open Offer; or
- (7) any suspension in the trading of securities generally or the Company's securities on the Stock Exchange for a period of more than ten (10) consecutive business days, excluding any suspension in connection with the clearance of the Announcement or the Prospectus Documents or other announcements or circulars in connection with the Open Offer; or
- (8) the Prospectus when published contains information (either as to business prospects or the condition of the Group or as to its compliance with any laws or the Listing Rules or any applicable regulations) which has not prior to the date of the Underwriting Agreement been publicly announced or published by the Company and which may in the absolute opinion of the Underwriter be material to the Group as a whole upon completion of the Open Offer and is likely to affect materially and adversely the success of the Open Offer.

Furthermore, the Underwriter shall be entitled by notice in writing to the Company to terminate the Underwriting Agreement, if prior to the Latest Time for Termination:

- (1) any material breach of any of the representations, warranties or undertakings contained in the Underwriting Agreement and given by the Company comes to the knowledge of the Underwriter; or
- (2) any event occurring or matter arising on or after the date of the Underwriting Agreement and prior to the Latest Time for Termination, which if it had occurred or arisen before the date of the Underwriting Agreement would have rendered any of the warranties contained in the Underwriting Agreement untrue or incorrect in any material respect, comes to the knowledge of the Underwriter.

Rescission or termination of the Underwriting Agreement shall be without prejudice to any rights of any party in respect of any breach by the other prior to such rescission or termination.

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

All cheques and banker's cashier orders will be presented for payment immediately following receipt and all interest earned on such monies (if any) will be retained for the benefit of the Company. Completion and lodgment of this AF and/or the EAF together with a cheque or banker's cashier order in payment for the Offer Shares accepted will constitute a warranty by you that the cheque or banker's cashier order will be honoured on first presentation. Any acceptance in respect of which the accompanying cheque or banker's cashier order is dishonoured on first presentation is liable to be rejected, and in this event the assured allotment and all rights thereunder will be deemed to have been declined and will be cancelled.

## **STATUS OF OFFER SHARES**

The Offer Shares, when allotted, issued and fully paid, will rank pari passu in all respects with the Shares then in issue. Holders of Offer Shares will be entitled to receive all future dividends and distributions which are declared, made or paid after the date of allotment of the Offer Shares.

## **SHARE CERTIFICATES**

Subject to the fulfillment of the conditions of the Open Offer, certificates for all fully-paid Offer Shares (including the excess Offer Shares) are expected to be posted to those entitled thereto by ordinary post at their own risk on or before Tuesday, 24 July 2018. Applicant(s) will only receive one share certificate for all the fully-paid Offer Shares allotted and issued to him/her/it.

## **GENERAL**

All documents will be sent by ordinary post at the risk of the persons entitled thereto to their registered addresses.

Lodgement of this AF and/or the EAF purporting to have been signed by the person(s) in whose favour it has been issued, shall be conclusive evidence of the title of the party(ies) lodging it to deal with the same and to receive relevant certificates of the Offer Shares.

This AF and/or the EAF and any acceptance of the Offer Shares pursuant to it shall be governed by, and construed in accordance with, the laws of Hong Kong.



# GR PROPERTIES LIMITED

國銳地產有限公司

(於香港註冊成立之有限公司)  
(股份代號：108)

## 條件

1. 不合資格股東不得申請任何發售股份及／或額外發售股份。
2. 概不會就收到之申請款項發出收據，惟預期申請獲全數或部份接納之任何發售股份及／或額外發售股份之股票將以平郵方式按表格所列地址郵寄予承配人；如屬聯名承配人，則郵寄予名列首位之承配人，郵誤風險概由其／彼等自行承擔。
3. 填妥本申請表格及／或額外申請表格將構成申請人指示及授權本公司及／或卓佳標準有限公司或其就此提名之若干人士代表認購人辦理本申請表格及／或額外申請表格或其他文件之任何登記手續，以及作出有關公司或人士可能認為必需或合適之一切其他事情，以根據發售章程所述安排，將認購人所申請數目或任何較少數目之發售股份及／或額外發售股份登記於認購人名下。
4. 發售股份及／或額外發售股份之認購人承諾簽署一切文件並採取一切其他必要行動，以便彼等登記為所申請發售股份及／或額外發售股份之持有人，惟須受本公司之組織章程細則規限。
5. 股款將於本公司收訖後立即過戶，而自其賺取之所有利息(如有)將撥歸本公司所有。倘支票於首次過戶時未能兌現，則有關申請可遭拒絕受理。
6. 閣下申請發售股份及／或額外發售股份之權利不得轉讓。
7. 本公司保留權利接受或拒絕任何不符合本申請表格及／或額外申請表格所載手續之發售股份及／或額外發售股份申請。任何香港境外人士填妥及交回本申請表格將構成該人士向本公司作出聲明及保證，表示其已全面遵守有關司法權區有關接納之一切登記、法律及監管規定。為免生疑，香港結算或香港中央結算(代理人)有限公司概不會作出任何上述保證及聲明，或受其所限。

## 申請手續

閣下可透過填寫本申請表格申請相等於或少於乙欄所載 閣下保證配額之發售股份。

閣下如欲申請少於 閣下保證配額之發售股份，則請在本申請表格丁欄內填上 閣下欲申請之發售股份數目及應繳股款總額(以所申請之發售股份數目乘以0.80港元計算)。倘所收到之相應股款金額少於所填發售股份數目所需者，則 閣下將被視作申請所收到之全數股款所代表之較少發售股份數目。

閣下如欲申請本申請表格乙欄所列數目之發售股份，則請在本申請表格丁欄內填上此數目。如無填上任何數目，則 閣下將被視作申請所收到之全數股款所代表之發售股份數目。

閣下如欲申請多於本申請表格乙欄所載 閣下保證配額之任何發售股份(即額外發售股份)數目，則請另行使用額外申請表格，並於額外申請表格之適當位置填上 閣下欲申請之額外發售股份數目及應繳股款總額(以所申請之額外發售股份數目乘以0.80港元計算)。 閣下可申請任何數目之額外發售股份。倘所收到之相應股款金額少於所填額外發售股份數目所需者，則 閣下將被視作申請所收到之全數股款所代表之較少額外發售股份數目。

請於填妥本申請表格及／或額外申請表格並將適當之股款相應地緊釘其上後，將表格對摺一次並最遲於二零一八年七月十六日(星期一)下午四時正(或在惡劣天氣情況下，發售章程「預期時間表」一節所述之最後接納時限)送達本公司之股份過戶登記處卓佳標準有限公司(地址為香港皇后大道東183號合和中心22樓)。所有股款必須以港元繳付。有關支票必須以香港持牌銀行戶口開出，而銀行本票則須由香港持牌銀行發出，並須註明抬頭人為「GR PROPERTIES LIMITED — OPEN OFFER ACCOUNT」及／或就額外發售股份申請註明抬頭人為「GR PROPERTIES LIMITED — EXCESS APPLICATION ACCOUNT」，及以「只准入抬頭人賬戶」方式劃線開出。除非本申請表格及／或額外申請表格連同本申請表格丙欄或丁欄(視情況而定)所示之適當股款及／或額外申請表格所示之適當股款已於二零一八年七月十六日(星期一)下午四時正或之前送達，否則 閣下申請發售股份及／或額外發售股份之權利及與其有關之所有權利將被視為不獲接納並予以註銷。

股票預期將於二零一八年七月二十四日(星期二)或之前以平郵方式郵寄予 閣下，郵誤風險概由 閣下自行承擔。

## 終止包銷協議

倘於最後終止時限或之前任何時間出現下列情況，則包銷商有權透過向本公司發出書面通知終止包銷協議所載安排：

- (1) 包銷商絕對認為以下情況會對公開發售成功進行構成重大不利影響：
  - (a) 引入任何新法律或法規，或任何現有法律或法規(或其司法詮釋)有變，或發生任何其他性質之事件，導致包銷商絕對認為可能對本集團整體之業務或財政或經營狀況或前景構成重大及不利影響，或就公開發售而言屬重大及不利；或
  - (b) 任何地方、國家或國際性政治、軍事、金融、經濟或其他性質(無論是否與上述任何一項屬同一類)之事件發生或情況有變(不論是否在包銷協議日期之前及／或之後發生或持續發生之連串事件或變動其中一部份)，或任何地方、國家或國際間爆發敵對或武裝衝突或衝突升級，或發生可影響當地證券市場之事件，導致包銷商絕對認為可能對本集團整體之業務或財政或經營狀況或前景構成重大及不利影響，或對公開發售成功進行構成重大及不利損害，或令進行公開發售成為不宜或不智；或
- (2) 市況出現任何不利變動(包括但不限於財政或貨幣政策或外匯或貨幣市場之任何變動，或證券買賣暫停或受重大限制)，而包銷商絕對認為可能對公開發售成功進行構成重大及不利影響，或令進行公開發售成為不宜或不智；或
- (3) 本公司或本集團任何成員公司之情況有變，而包銷商絕對認為會對本公司之前景構成不利影響(包括但在不損害前文之一般性的原則下，提出清算或清盤呈請或通過決議案清算或清盤，或本集團任何成員公司發生類似事件，或本集團任何重大資產遭破壞)；或
- (4) 任何不可抗力事件，包括但在不損害其一般性的原則下，任何天災、戰爭、暴亂、擾亂公共秩序、內亂、火災、水災、爆炸、疫症、恐怖主義活動、罷工或停工，而包銷商絕對認為可能對本集團整體之業務或財政或經營狀況或前景構成重大及不利影響；或
- (5) 本集團整體之業務或財政或經營狀況或前景出現任何其他重大不利變動(無論是否與前述任何一項屬同一類)；或
- (6) 包銷商絕對認為倘於緊接發售章程日期前出現或被發現而並無於發售章程內披露，則將就公開發售而言構成重大遺漏之任何事項；或
- (7) 整體證券或本公司證券於聯交所暫停買賣超過連續十(10)個營業日，不包括就審批該公佈或章程文件或有關公開發售之其他公佈或通函而暫停買賣；或
- (8) 發售章程於刊發時載有本公司於包銷協議日期前並無公開發佈或發表之資料(關於本集團之業務前景或狀況或關於其遵守任何法律或上市規則或任何適用規則)，而包銷商可能絕對認為於公開發售完成時對本集團整體有重大影響，以及可能對公開發售成功進行構成重大及不利影響。

此外，倘於最後終止時限前發生以下事件，則包銷商有權透過向本公司發出書面通知終止包銷協議：

- (1) 包銷商得悉，包銷協議所載及本公司作出之任何聲明、保證或承諾遭嚴重違反；或
- (2) 包銷商得悉，於包銷協議日期或之後至最後終止時限前發生任何事件或事項，而倘於包銷協議日期前發生，則會令包銷協議所載任何保證於任何重大方面成為失實或不確。

撤銷或終止包銷協議不會損及任何訂約方在另一方於撤銷或終止前違約方面之任何權利。

## 支票及銀行本票

所有支票及銀行本票將於收訖後隨即過戶，而自該等款項賺取之所有利息(如有)將撥歸本公司所有。填妥及交回本申請表格及／或額外申請表格連同繳付所接納發售股份股款之支票或銀行本票，即構成閣下保證該支票或銀行本票於首次過戶時即可兌現。倘隨附支票或銀行本票於首次過戶時未能兌現，則有關申請可遭拒絕受理，而在此情況下，相關保證配額及其項下之所有權利將被視為不獲接納並予以註銷。

## 發售股份之地位

發售股份一經配發、發行及繳足，將在各方面與當時已發行之股份享有同等權益。發售股份持有人將有權收取所有於發售股份配發日期後宣派、作出或派付之未來股息及分派。

## 股票

待公開發售之條件達成後，所有繳足股款發售股份(包括額外發售股份)之股票預期將於二零一八年七月二十四日(星期二)或之前以平郵方式郵寄予應得人士，郵誤風險概由彼等自行承擔。申請人將僅就其獲配發及發行之所有繳足股款發售股份獲發一張股票。

## 一般事項

所有文件將以平郵方式郵寄予應得人士之登記地址，郵誤風險概由彼等自行承擔。

倘本申請表格及／或額外申請表格聲稱由獲發本申請表格及／或額外申請表格之人士簽署交回，即構成交回上述文件之人士有權處理有關文件及收取相關發售股份股票之不可推翻之證據。

本申請表格及／或額外申請表格及其所載發售股份之任何接納事項均受香港法例規管及按其詮釋。