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IMPORTANT

重要提示

Reference is made to the prospectus (the “**Prospectus**”) issued by Shougang Fushan Resources Group Limited (the “**Company**”) dated 22 October 2024 in relation to the Rights Issue. Unless the context requires otherwise, the capitalised terms used in the Prospectus shall have the same meanings when used herein.

茲提述首鋼福山資源集團有限公司(「**本公司**」)於二零二四年十月二十二日就供股刊發之供股章程(「**供股章程**」)。除非文義另有所指，否則供股章程所界定之詞彙與本表格所採用者具有相同涵義。

THIS PAL IS VALUABLE AND TRANSFERABLE AND REQUIRES YOUR IMMEDIATE ATTENTION. THE OFFER CONTAINED IN THIS PAL AND THE ACCOMPANYING EAF EXPIRES AT 4:00 P.M. ON TUESDAY, 5 NOVEMBER 2024 (OR SUCH LATER DATE AND/OR TIME AS MENTIONED IN THE PARAGRAPHS UNDER “EFFECT OF BAD WEATHER OR EXTREME CONDITIONS ON THE LATEST TIME FOR ACCEPTANCE” BELOW).

本暫定配額通知書乃有價值及可轉讓之表格，並應即時處理。本暫定配額通知書及隨附之額外申請表格所載之供股建議將於二零二四年十一月五日(星期二)下午四時正(或於惡劣天氣或極端情況時，按下文「惡劣天氣或極端情況對接納的最後時限的影響」一段所述之有關較後時間或／或日期)截止。

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

閣下如對本暫定配額通知書或應採取之行動有任何疑問，應諮詢 閣下之股票經紀、持牌證券交易商或其他註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。

Hong Kong Exchanges and Clearing Limited, the Stock Exchange and HKSCC take no responsibility for the contents of this PAL, 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 PAL.

香港交易及結算所有限公司、聯交所及香港結算對本暫定配額通知書之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不就因本暫定配額通知書全部或任何部分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。供股將以非包銷基準進行。

A copy of this PAL, together with a copy of the Prospectus, the EAF and other documents specified in the paragraphs under “13. 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 pursuant to section 38D of the Companies (WUMP) Ordinance. The Registrar of Companies in Hong Kong, the Stock Exchange and the SFC take no responsibility as to the contents of any of these documents.

本暫定配額通知書連同供股章程、額外申請表格以及供股章程附錄三一般資料「13.送呈香港公司註冊處處長之文件」一段所述文件，已按《公司(清盤及雜項條文)條例》第38D條之規定於香港公司註冊處處長註冊。本暫定配額通知書及據此作出之任何接納及申請均須受香港法例規管，並據其詮釋。香港公司註冊處處長、聯交所及證監會對任何此等文件之內容概不負責。

Dealings in the Shares and the Rights Shares in both their nil-paid and fully-paid forms may be settled through CCASS operated by HKSCC and you should consult your licensed securities dealer or other registered institution in securities, bank manager, solicitor, professional accountant or other professional advisers for details of those settlement arrangements and how such arrangements may affect your rights and interests.

股份以及未繳股款及繳足股款供股股份之買賣，均可透過香港結算運作之中央結算系統結算，有關結算安排及該等安排對 閣下權利及權益之影響之詳情，務請徵詢 閣下之持牌證券交易商或其他註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。

You are reminded that application for Rights Shares is subject to a scaling-down mechanism as detailed in the Prospectus. You are advised to read that mechanism in the Prospectus carefully.

務請 閣下垂注，供股股份之申請受供股章程詳述之縮減機制所規限。

Share Registrar:

Tricor Tengis Limited
17/F, Far East Finance Centre, 16
Harcourt Road,
Hong Kong

股份過戶登記處:

卓佳登捷時有限公司
香港
夏慤道16號
遠東金融中心
17樓



首鋼福山資源集團有限公司
SHOUGANG FUSHAN RESOURCES GROUP LIMITED

(Incorporated in Hong Kong with limited liability)

(於香港註冊成立之有限公司)

(Stock Code: 639)

(股份代號: 639)

RIGHTS ISSUE ON THE BASIS OF
ONE (1) RIGHTS SHARE FOR EVERY THIRTY (30) EXISTING SHARES HELD ON THE RECORD DATE
ON A NON-UNDERWRITTEN BASIS
AT THE SUBSCRIPTION PRICE OF HK\$2.60 PER RIGHTS SHARE
PAYABLE IN FULL ON ACCEPTANCE BY NO LATER THAN
4:00 P.M. ON TUESDAY, 5 NOVEMBER 2024
PROVISIONAL ALLOTMENT LETTER

以每股供股股份2.60港元之認購價
按於記錄日期每持有三十(30)股現有股份獲發一(1)股供股股份之基準
以非包銷基準進行供股
股款須不遲於二零二四年十一月五日(星期二)
下午四時正於接納時繳足
暫定配額通知書

Registered office and the
principal place of
business
in Hong Kong:

6th Floor
Bank of East Asia
Harbour View Centre
56 Gloucester Road
Wan chai
Hong Kong

22 October 2024

註冊辦事處及於香港之
主要營業地點:

香港
灣仔
告士打道56號
東亞銀行
港灣中心
6樓

二零二四年十月二十二日

Name(s) and address of the Qualifying Shareholder(s)
合資格股東姓名及地址

Provisional Allotment Letter No.
暫定配額通知書編號

Total number of Shares registered in your name(s) on Monday, 21 October 2024
於二零二四年十月二十一日(星期一)登記於閣下名下之股份總數

Box A
甲欄

Number of Rights Shares allotted to you subject to payment in full on acceptance by no later than
4:00 p.m. on Tuesday, 5 November 2024
閣下獲配發之供股股份數目，股款須不遲於二零二四年十一月五日(星期二)下午四時正
接納時繳足

Box B
乙欄

Total subscription monies payable in full upon acceptance[#]
應繳認購股款總額，股款須於接納時繳足[#]

Box C
丙欄

HK\$
港元

Name of bank on which cheque/cashier's order is drawn:
支票/銀行本票的付款銀行名稱:

Contact telephone number:
聯絡電話號碼:

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

[#] Subscription monies should be rounded down to 2 decimal points

[#] 認購金額應向下調整至兩個小數點

THIS PAL IS NOT FOR PUBLICATION, RELEASE OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES. THE RIGHTS SHARES (WHETHER IN NIL-PAID FORM OR FULLY-PAID FORM) AND THE PALS HAVE NOT BEEN AND WILL NOT BE REGISTERED UNDER THE U.S. SECURITIES ACT OR UNDER ANY SECURITIES LAWS OF ANY STATE OR OTHER JURISDICTION OF THE UNITED STATES, AND MAY NOT BE OFFERED, SOLD, TAKEN UP, EXERCISED, RESOLD, RENOUNCED, TRANSFERRED OR DELIVERED, DIRECTLY OR INDIRECTLY, WITHIN THE UNITED STATES EXCEPT PURSUANT TO AN APPLICABLE EXEMPTION FROM, OR IN A TRANSACTION NOT SUBJECT TO, THE REGISTRATION REQUIREMENTS OF THE U.S. SECURITIES ACT AND IN COMPLIANCE WITH ANY APPLICABLE SECURITIES LAWS OF ANY STATE OR OTHER JURISDICTION OF THE UNITED STATES. THE COMPANY HAS NO INTENTION TO REGISTER UNDER THE U.S. SECURITIES ACT ANY PORTION OF THE RIGHTS ISSUE OR ANY OF THE RIGHTS SHARES OR THE PALS OR TO CONDUCT A PUBLIC OFFERING OF SUCH SECURITIES IN THE UNITED STATES.

本暫定配額通知書不可直接或間接在或向美國刊發、發放或派發。供股股份(不論為未繳股款或繳足股款形式)及本暫定配額通知書尚未且不會根據《美國證券法》或美國任何州或者其他司法權區之證券法例進行登記。除根據《美國證券法》及美國任何州或者其他司法權區之適用證券法例豁免登記要求或在不受該等要求規限的交易中進行者外，不得在美國境內直接或間接進行要約、出售、接納、行使、轉售、放棄、轉讓或支付。本公司無意根據《美國證券法》於美國登記供股的任何部分或任何供股股份或暫定配額通知書，或於美國進行該等證券的公開發售。

Subject to the granting of the listing of, and permission to deal in, the Rights Shares in both nil-paid and fully-paid forms on the Stock Exchange as well as compliance with the stock admission requirements of HKSCC, the Rights Shares in both their nil-paid and fully-paid forms will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the respective commencement dates of dealings in the Rights Shares in both their nil-paid and fully-paid forms on the Stock Exchange or such other date as 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 HKSCC and the HKSCC Operational Procedures in effect from time to time.

待未繳股款及繳足股款供股股份獲准於聯交所上市及買賣，並符合香港結算之股份收納規定後，未繳股款及繳足股款供股股份將獲香港結算接納為合資格證券，可自未繳股款及繳足股款供股股份各自開始於聯交所買賣當日或香港結算決定之其他日期起，在中央結算系統記存、結算及交收。聯交所參與者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進行交收。中央結算系統之一切活動均須依照不時有效之香港結算一般規則及香港結算運作程序規則進行。

Dealings in the Shares and the Rights Shares in both their nil-paid and fully-paid forms may be settled through CCASS operated by HKSCC and you should consult your licensed securities dealer or other registered institution in securities, bank manager, solicitor, professional accountant or other professional advisers for details of those settlement arrangements and how such arrangements may affect your rights and interests.

股份以及未繳股款及繳足股款供股股份之買賣，均可透過香港結算運作之中央結算系統結算，有關結算安排及該等安排對閣下權利及權益之影響之詳情，務請徵詢閣下之持牌證券交易商或其他註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。

TO ACCEPT THE PROVISIONAL ALLOTMENT OF THE RIGHTS SHARES AS SPECIFIED IN THIS PAL IN FULL, YOU MUST LODGE THIS PAL INTACT WITH THE REGISTRAR, TRICOR TENGIS LIMITED, AT 17/F, FAR EAST FINANCE CENTRE, 16 HARCOURT ROAD, HONG KONG TOGETHER WITH A REMITTANCE, BY CHEQUE OR CASHIER'S ORDER, IN HONG KONG DOLLARS FOR THE FULL AMOUNT PAYABLE ON ACCEPTANCE SHOWN IN BOX C OF FORM A SO AS TO BE RECEIVED BY NO LATER THAN 4:00 P.M. ON TUESDAY, 5 NOVEMBER 2024 (OR, UNDER BAD WEATHER OR EXTREME CONDITIONS, SUCH LATER DATE AS MENTIONED IN THE PARAGRAPHS UNDER "EFFECT OF BAD WEATHER OR EXTREME CONDITIONS ON THE LATEST TIME FOR ACCEPTANCE" BELOW). ALL REMITTANCES MUST BE MADE IN HONG KONG DOLLARS BY CHEQUES WHICH MUST BE DRAWN ON AN ACCOUNT WITH, OR BY CASHIER'S ORDERS WHICH MUST BE ISSUED BY, A LICENSED BANK IN HONG KONG AND MADE PAYABLE TO "TRICOR TRUST (HONG KONG) LIMITED - A/C NO.58" AND CROSSED "ACCOUNT PAYEE ONLY". INSTRUCTIONS ON TRANSFER AND SPLITTING OF ENTITLEMENTS TO RIGHTS SHARES ARE ALSO SET FORTH IN THE ENCLOSED SHEET. NO RECEIPT WILL BE GIVEN FOR SUCH REMITTANCE.

閣下如欲根據本暫定配額通知書接納全部供股股份之暫定配額，須將本暫定配額通知書整份連同表格甲內丙欄所示於接納時應付全部款項的股款(通過支票或銀行本票支付)，最遲須於二零二四年十一月五日(星期二)下午四時正(或於惡劣天氣或極端情況時，按下文「惡劣天氣或極端情況對接納的最後時限的影響」一段所述之有關較後日期)前交回本公司之登記處卓佳登捷時有限公司(地址為香港夏慤道16號遠東金融中心17樓)，所有股款須以港元繳付，並以在香港持牌銀行戶口開出之支票或以香港持牌銀行發出之銀行本票支付，並須註明抬頭人為「TRICOR TRUST (HONG KONG) LIMITED - A/C NO.58」，並以「只准入抬頭人賬戶」劃線方式開出。有關轉讓及分拆供股股份配額之指示載於隨附表格。本公司將不另發股款收據。

Each person accepting the provisional allotment specified in this document:

- confirms that he/she/it has read the terms and conditions and acceptance procedures set forth in the enclosed sheet and in the Prospectus and agrees to be bound by them; and
- agrees that this PAL, and the resulting contract, will be governed by and construed in accordance with Hong Kong law.

接納本文件所載之暫定配額的每位人士均：

- 確認其已閱讀所附表格及供股章程所載之條款及條件以及接納手續，並同意受其約束；及
- 同意本暫定配額通知書及因此構成之合約須受香港法律管限及根據香港法律詮釋。

It should be noted that the Rights Shares will be dealt in their nil-paid form from Thursday, 24 October 2024 to Thursday, 31 October 2024 (both dates inclusive). Shareholders should note that dealings in such Rights Shares in their nil-paid form and dealings in the Shares may take place while certain conditions to which the Rights Issue (as specified in the section headed “Letter from the Board – Rights Issue - Conditions of the Rights Issue” in the Prospectus) are subject remain unfulfilled. Any Shareholder or other person dealing in the Rights Shares in their nil-paid form or dealing in the Shares up to the date on which all conditions to which the Rights Issue are subject are fulfilled, will accordingly bear the risk that the Rights Issue may not become unconditional or may not proceed. Any Shareholder or other person contemplating selling or purchasing or dealing in the Shares or the Rights Shares in their nil-paid form, who is in any doubt about his/her/its position, is recommended to consult his/her/its own professional adviser.

務請注意，供股股份將於二零二四年十月二十四日(星期四)至二零二四年十月三十一日(星期四)(包括首尾兩日)內以未繳股款方式買賣。務請股東垂注，儘管供股之若干條件尚未達成，該等未繳股款供股股份及股份仍會進行買賣(如供股章程「董事會函件－供股－供股的條件」所述)。於供股的所有條件獲達成當日前買賣未繳股款供股股份或買賣股份之任何股東或其他人士，將相應承擔供股可能不會成為無條件或可能不會進行的風險。任何擬買賣股份或未繳股款供股股份的股東或其他人士如對其狀況有任何疑問，建議諮詢其專業顧問意見。

SEPARATE CHEQUE OR CASHIER’S ORDER MUST ACCOMPANY EACH ACCEPTANCE
NO RECEIPT WILL BE GIVEN FOR REMITTANCE
每份接納書須隨附一張獨立開出之支票或銀行本票
本公司將不另發股款收據

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首鋼福山資源集團有限公司
SHOUGANG FUSHAN RESOURCES GROUP LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 639)

22 October 2024

Dear Qualifying Shareholder(s),

INTRODUCTION

In accordance with the terms and conditions of the PAL and those set forth in the Prospectus and subject to the articles of association of the Company, the Directors have provisionally allotted to you the number of Rights Shares indicated in Box B on Form A of the PAL on the basis of one (1) Rights Share for every thirty (30) existing Shares held and registered in your name(s) in the register of members of the Company as at the Record Date, i.e. Monday, 21 October 2024, at the Subscription Price of HK\$2.60 per Rights Share. Your holding of existing Shares in the Company as at the Record Date is set forth in Box A on Form A of the PAL and the number of Rights Shares provisionally allotted to you is set forth in Box B on Form A of the PAL.

You have the right to acquire the Rights Shares provisionally allotted to you at a price of HK\$2.60 per Rights Share payable in full on acceptance, in the manner set out below, by not later than 4:00 p.m. on Tuesday, 5 November 2024 (or such later date and/or time as mentioned in the paragraph headed “Effect of bad weather or extreme conditions on the Latest Time for Acceptance” below).

You may, subject to the section headed “Qualifying Shareholders” below, accept all or any number of the Rights Shares provisionally allotted to you hereunder or dispose of your right to all or any of them. If you wish to accept only part of your provisional allotment and to transfer the remainder or to transfer your provisional allotment to more than one person, you should refer to the instructions in the section headed “Splitting” below. If you wish to transfer all of your provisional allotment, you should refer to the instructions in the section headed “Transfer” below.

The Rights Issue is subject to the fulfilment of certain conditions as disclosed in the Prospectus. If the Rights Issue does not become unconditional, the Rights Issue will not proceed.

RIGHTS SHARES

The Rights Shares to be allotted and issued will, rank *pari passu* in all respects with each other, including, in particular, as to dividends, voting and capital, and with all Shares in issue as at the date of allotment and issue of Rights Shares such that holders of fully-paid Rights Shares will be entitled to receive all future dividends and distributions the record dates of which are on or after the date of allotment and issue of the Rights Shares.

Subject to the granting of the listing of, and permission to deal in, the Rights Shares in both nil-paid and fully-paid forms on the Stock Exchange, as well as compliance with the stock admission requirements of HKSCC, the Rights Shares in both their nil-paid and fully-paid forms will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the respective commencement dates of dealings in the Rights Shares in both their nil-paid and fully-paid forms on the Stock Exchange or such other dates as 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 HKSCC and the HKSCC Operational Procedures in effect from time to time.



首鋼福山資源集團有限公司
SHOUGANG FUSHAN RESOURCES GROUP LIMITED

(於香港註冊成立之有限公司)

(股份代號：639)

敬啟者：

緒言

根據本暫定配額通知書及供股章程所載之條款及條件，並在本公司之組織章程細則的規限下，董事已暫定配發本暫定配額通知書表格甲內乙欄所載數目之本公司供股股份予閣下，基準為於記錄日期(即二零二四年十月二十一日(星期一))以閣下名義在本公司股東登記冊上持有及登記每三十(30)股現有股份可獲配發一(1)股供股股份，認購價為每股供股股份2.60港元。閣下於記錄日期持有之本公司現有股份列於本暫定配額通知書表格甲內甲欄，而所獲暫定配發之供股股份數目則列於本暫定配額通知書表格甲內乙欄。

閣下有權不遲於二零二四年十一月五日(星期二)下午四時正(或下文「惡劣天氣或極端情況對接納的最後時限的影響」一段所述之有關較後日期及／或時間)根據下文所載之方式按每股供股股份2.60港元之價格(於接納時繳足)收購暫定配發予閣下之供股股份。

在下文「合資格股東」一節的規限下，閣下可接納據此暫定配發予閣下之全部或任何數目的供股股份，或出售閣下之全部或任何有關權利。閣下如欲只接納閣下之部分暫定配額並將餘額轉讓，或擬將閣下之暫定配額轉讓予超過一人，則閣下應參閱下文「分拆」一節內之指示。閣下如欲轉讓閣下之全部暫定配額，則閣下應參閱下文「轉讓」一節內之指示。

供股須待供股章程所披露之若干條件達成後，方可作實。倘若供股並未成為無條件，則供股將不會進行。

供股股份

將予配發及發行之供股股份於各方面各自(尤其包括股息、投票權及股本)及與於配發及發行供股股份日之所有已發行股份享有同等權益，故該等繳足股款供股股份持有人將有權收取記錄日期為配發及發行供股股份日期或之後的所有未來股息及分派。

待未繳股款及繳足股款供股股份均獲准於聯交所上市及買賣並符合香港結算之股份收納規定後，未繳股款及繳足股款供股股份將均獲香港結算接納為合資格證券，可自未繳股款及繳足股款供股股份各自開始於聯交所買賣當日或香港結算釐定之有關其他日期起於中央結算系統內存管、結算及交收。聯交所參與者之間於任何交易日進行之交易，須於有關交易後第二個交易日在中央結算系統內交收。所有在中央結算系統內進行之活動均須遵守不時生效之《香港結算統一般規則》及《香港結算運作程序規則》。

PROCEDURE FOR ACCEPTANCE AND PAYMENT

Any person (including, without limitation, agents, custodians, nominees and trustees) outside Hong Kong wishing to take up his/her/its rights under the Rights Issue must satisfy himself/herself/itself as to full observance of the applicable laws of any relevant territory including obtaining any requisite governmental or other consents, observing any other requisite formalities and paying any issue, transfer or other taxes due in such territories.

Qualifying Shareholders who wish to take up their provisional allotment of Rights Shares in full must complete, sign and lodge the whole of the PAL intact with the Registrar, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, together with a remittance for the full amount payable on acceptance, as shown in Box C on Form A of the PAL, so as to be received by the Registrar by no later than 4:00 p.m. on Tuesday, 5 November 2024 (or, under bad weather or extreme conditions, such later time or date as mentioned in the paragraphs under “Effect of bad weather or extreme conditions on the Latest Time for Acceptance” below). All remittances must be in Hong Kong dollars by cheques which must be drawn on an account with, or by cashier’s orders which must be issued by, a licensed bank in Hong Kong and made payable to “**TRICOR TRUST (HONG KONG) LIMITED – A/C NO.58**” and crossed “**Account Payee Only**”. Such payment will constitute acceptance of the provisional allotment of Rights Shares on the terms of the PAL and the Prospectus and subject to the articles of association of the Company. No receipt will be given for such remittances. All enquiries in connection with the PAL should be addressed to the Registrar, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong.

It should be noted that, unless a PAL, duly completed, together with the appropriate remittance for the amount shown in Box C on Form A, has been received by the Registrar as described above by no later than 4:00 p.m. on Tuesday, 5 November 2024 (or, under bad weather or extreme conditions, such later time or date as mentioned in the paragraphs under “Effect of bad weather or extreme conditions on the Latest Time for Acceptance” below), whether by the original allottee or any person to whom the nil-paid Rights Shares have been validly transferred, your provisional allotment and all rights and entitlements thereunder will be deemed to have been declined and will be cancelled. The Company may at its sole discretion treat a PAL as valid and binding on the person(s) by whom or on whose behalf it is lodged even if the PAL is not completed in accordance with the relevant instructions. The Company may require such incomplete PAL to be completed by the relevant applicants at a later stage.

SPLITTING

If you wish to accept only part of your provisional allotment of Rights Shares without renouncing the balance of your provisional allotment hereunder, or to transfer a part of your rights to subscribe for the Rights Shares provisionally allotted to you hereunder, or to transfer all or part of your rights to more than one person (not as joint holders), the entire and original PAL must be surrendered and lodged for cancellation with a covering letter stating clearly the number of split PAL required and the number of nil-paid Rights Shares to be comprised in each split PAL (which, in aggregate, should be equal to the number of Rights Shares provisionally allotted to you as set forth in Box B on Form A of the PAL), by no later than 4:30 p.m. on Monday, 28 October 2024 with the Registrar, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, who will cancel the original PAL and issue new PAL(s) in the denominations required which will be available for collection at the Registrar at the above address, after 9:00 a.m. on the second Business Day after the surrender of the original PAL.

接納及付款手續

香港以外的任何人(包括(並不限於)代理人、託管人、代名人及受託人)如欲接納彼等於供股之權利，須使自己信納其已全面遵守任何相關地區之適用法律，包括取得任何政府或其他同意、符合任何其他所需之正式手續，以及繳納相關地區之任何發行、轉讓或其他稅項。

合資格股東如欲全數接納其供股股份暫定配額，必須妥及簽署本暫定配額通知書，並將整份暫定配額通知書連同就暫定配額通知書表格甲內丙欄所示於接納時應付之全數股款，交回登記處卓佳登捷時有限公司(地址為香港夏慤道16號遠東金融中心17樓)，最遲須於二零二四年十一月五日(星期二)下午四時正(或於惡劣天氣或極端情況時，按下文「惡劣天氣或極端情況對接納的最後時限的影響」一段所述之有關較後時間或日期)交回。所有股款須以支票或銀行本票以港元繳付，支票須由香港持牌銀行戶口開出或銀行本票須由香港持牌銀行發出，並須註明抬頭人為「**TRICOR TRUST (HONG KONG) LIMITED - A/C NO.58**」，並以「**只准入抬頭人賬戶**」劃線方式開出。繳付股款後，即表示已按本暫定配額通知書及供股章程所載之條款，及在本公司之組織章程細則之規限下接納供股股份之暫定配額。本公司將不另發股款收據。所有有關本暫定配額通知書之查詢均須寄交登記處卓佳登捷時有限公司(地址為香港夏慤道16號遠東金融中心17樓)。

謹請注意，除非由原獲配售人或已獲有效轉讓未繳股款供股股份之任何人士填妥之暫定配額通知書連同本暫定配額通知書表格甲內丙欄所示之應繳股款已按上文所述於二零二四年十一月五日(星期二)下午四時正(或於惡劣天氣或極端情況時，按下文「惡劣天氣或極端情況對接納的最後時限的影響」一段所述之有關較後時間或地點)之前送達登記處，否則閣下之暫定配額及一切據此而獲得之權利將視作已遭放棄而被取消。本公司可全權酌情決定視一份暫定配額通知書為有效，並對所提交或被代為提交之人士具有約束力，即使該暫定配額通知書並未根據有關指示填妥。本公司可要求有關未填妥之暫定配額通知書申請人於稍後填妥有關表格。

分拆

閣下如欲只接納閣下之部分供股股份暫定配額而不放棄閣下暫定配額之餘額，或轉讓據此暫定配發予閣下之認購供股股份之部分權利，或向超過一名人士(並非作為聯名持有人)轉讓閣下全部或部分權利，則閣下須將整份原暫定配額通知書連同清楚註明所需要的分拆暫定配額通知書數目及每份分拆暫定配額通知書包含的未繳股款供股股份數目(兩者合共應相等於暫定配額通知書表格甲內乙欄所載列暫定配發予閣下的供股股份數目)的信件，不遲於二零二四年十月二十八日(星期一)下午四時三十分交回及送遞登記處卓佳登捷時有限公司(地址為香港夏慤道16號遠東金融中心17樓)，以供登記處註銷原暫定配額通知書，並按所需面額發出新暫定配額通知書。新暫定配額通知書將可於交回原暫定配額通知書後第二個營業日上午九時正後於登記處(地址同上)領取。

TRANSFER

If you wish to transfer all of your provisional allotment under the PAL to another person or persons as joint holders, you should complete and sign the “Form of Transfer and Nomination” (Form B) in the PAL and hand the completed and signed PAL to the person to or through whom you are transferring your provisional allotment. The transferee(s) must then complete and sign the “Registration Application Form” (Form C) in the PAL and lodge the PAL intact together with a remittance for the full amount payable on acceptance as set forth in Box C in Form A with the Registrar, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, by no later than 4:00 p.m. on Tuesday, 5 November 2024 (or, under bad weather or extreme conditions, such later time or date as mentioned in the paragraphs under “Effect of bad weather or extreme conditions on the Latest Time for Acceptance” below).

It should be noted that Hong Kong ad valorem stamp duty is payable in connection with the transfer of your rights to subscribe for the relevant Rights Shares to the transferee(s) and the acceptance by the transferee(s) of such rights. The Company reserves the right to refuse to register any transfer in favour of any person in respect of which the Company believes such transfer may violate applicable legal or regulatory requirements.

EFFECT OF BAD WEATHER OR EXTREME CONDITIONS ON THE LATEST TIME FOR ACCEPTANCE

The Latest Time for Acceptance will not take place at 4:00 p.m. on Tuesday, 5 November 2024 if there is a tropical cyclone warning signal number 8 or above, or “extreme conditions” caused by super typhoon as announced by the Government of Hong Kong, or a “black” rainstorm warning:

- (i) in force in Hong Kong at any local time before 12:00 noon but no longer in force after 12:00 noon on the day on which the Latest Time for Acceptance is initially scheduled to fall. Instead, the latest time for acceptance of and payment for the Rights Shares and for application and payment for Excess Rights Shares will be extended to 5:00 p.m. on the same Business Day; or
- (ii) in force in Hong Kong at any local time between 12:00 noon and 4:00 p.m. on the day on which the Latest Time for Acceptance is initially scheduled to fall. Instead, the latest time for acceptance of and payment for the Rights Shares and for application and payment for Excess Rights Shares will be rescheduled to 4:00 p.m. on the following Business Day which does not have either of those warnings in force in Hong Kong at any time between 9:00 a.m. and 4:00 p.m.

If the Latest Time for Acceptance does not take place on or before 4:00 p.m. on Tuesday, 5 November 2024, the dates mentioned herein may be affected. The Company will notify the Shareholders by way of announcement(s) on any change to the expected timetable of the Rights Issue as soon as practicable.

轉讓

閣下如欲根據暫定配額通知書轉讓 閣下之全部暫定配額予其他一名人士或多名人士(作為聯名持有人)， 閣下應填妥及簽署暫定配額通知書內之「轉讓及提名表格」(表格乙)，並將填妥及簽妥之暫定配額通知書轉交 閣下之暫定配額的承讓人或經手轉讓的人士。承讓人其後須填妥及簽署暫定配額通知書內之「登記申請表格」(表格丙)，並將暫定配額通知書連同接納時應付全部款項的股款，不遲於二零二四年十一月五日(星期二)下午四時正(或於惡劣天氣或極端情況時，按下文「惡劣天氣或極端情況對接納的最後時限的影響」一段所述之有關較後時間或日期)送交登記處(地址為香港夏慤道16號遠東金融中心17樓)。

務請注意， 閣下轉讓有關供股股份之認購權予承讓人時須繳付香港從價印花稅，而承讓人於接納有關權利時亦須繳付印花稅。本公司保留權利拒絕受理以任何人士為受益人的任何轉讓登記，如本公司就此相信該轉讓或會違反適用法例或監管規定。

惡劣天氣或極端情況對接納的最後時限的影響

倘於二零二四年十一月五日(星期二)下午四時正懸掛八號或以上熱帶氣旋警告信號或香港政府公佈超強颱風所引致的「極端情況」或「黑色」暴雨警告信號，則最後接納時限將不會生效：

- (i) 於最後接納時限按計劃初步到期之日的中午十二時正前任何本地時間在香港生效但於中午十二時正後不再生效，則接納供股股份及繳付股款以及申請額外供股股份及繳付股款的最後時限將延長至同一營業日的下午五時正；或
- (ii) 於最後接納時限按計劃初步到期之日的中午十二時正至下午四時正期間任何本地時間在香港生效，則接納供股股份及繳付股款以及申請額外供股股份及繳付股款的最後時限將重訂為下一個於上午九時正至下午四時正任何時間並無上述警告在香港生效的營業日下午四時正。

倘最後接納時限並未於二零二四年十一月五日(星期二)下午四時正或之前生效，則本文所述的日期可能受到影響。本公司將就供股預期時間表的任何變動在實際可行情況下盡快以公告方式知會股東。

CHEQUES AND CASHIER'S ORDERS

Completion and return of a PAL together with a cheque or a cashier's order in payment for the Rights Shares accepted will constitute a warranty by the applicant(s) that the cheque or the cashier's order will be honoured on first presentation. All cheques and cashier's orders will be presented for payment immediately following receipt and all interest earned on such application monies (if any) will be retained for the benefit of the Company. Without prejudice to the other rights of the Company in respect thereof, any PAL in respect of which the accompanying cheque or cashier's order is dishonoured on first presentation is liable to be rejected, and in that event the provisional allotment and all rights thereunder will be deemed to have been declined and will be cancelled.

SHARE CERTIFICATES AND REFUND CHEQUES FOR THE RIGHTS ISSUE

Subject to the fulfillment of the conditions of the Rights Issue, it is expected that share certificates for all fully-paid Rights Shares are to be posted on or before Wednesday, 13 November 2024 to those Qualifying Shareholders who have accepted and (where applicable) applied for, and paid for, the Rights Shares by ordinary post to their registered addresses at their own risk. Each Shareholder will receive one share certificate for all allotted Rights Shares.

If the Rights Issue does not become unconditional or does not proceed, the monies received in respect of the relevant provisional allotments and/or applications for excess Rights Shares (if any) will be refunded to the Qualifying Shareholders or such other person to whom the nil-paid Rights Shares have been validly renounced or transferred or, in the case of joint acceptances, to the first-named person, without interest and by means of cheques sent by ordinary post on or before Wednesday, 13 November 2024 to such Qualifying Shareholders or such other person to their registered addresses at their own risk.

Refund cheques in respect of wholly or partially unsuccessful applications for Excess Rights Shares (if any) are expected to be posted on or before Wednesday, 13 November 2024 by ordinary post to the applicants to their registered addresses at their own risk.

EXCESS RIGHTS SHARES

The Qualifying Shareholders (other than the PRC Southbound Trading Investors) may apply, by way of excess application, for (i) any nil-paid Rights Shares provisionally allotted but not validly accepted by any of the Qualifying Shareholders or otherwise subscribed for by transferees of Nil-paid Rights prior to the Latest Time for Acceptance; (ii) any unsold entitlements of the Non-Qualifying Shareholders (if any) which would have been allotted to the Non-Qualifying Shareholders had they been Qualifying Shareholders; (iii) any of the Rights Shares created from the aggregation of fractions of the Rights Shares and.

Application for Excess Rights Shares should be made by completing a prescribed EAF. The Directors will allocate the Excess Rights Shares at their discretion on a fair and equitable basis on certain principles as set forth in the Prospectus, including, that no preference will be given to applications made for topping odd lot holdings to whole board lot holdings; and subject to the availability of Excess Rights Shares, the Excess Rights Shares will be allocated to the Qualifying Shareholders (other than the PRC Southbound Trading Investors) who have applied for the excess application on a pro rata basis by reference to the number of Excess Rights Shares applied for by them.

支票及銀行本票

填妥及交回暫定配額通知書連同繳付接納供股股份股款的支票或銀行本票，即表示申請人保證該支票或銀行本票將於首次過戶時獲兌現。填妥的額外申請表格隨附之所有支票及銀行本票將於收訖後立即過戶，而有關申請款項之全部利息(如有)將撥歸本公司所有。在不影響本公司其他權利的情況下，本公司保留權利拒絕受理隨附支票或銀行本票於首次過戶時未獲兌現之任何暫定配額通知書，且在此情況下，暫定配額及所有權利將被視為遭拒絕及將予以註銷。

供股之股票及退款支票

待供股之條件達成後，預期所有繳足股款供股股份之股票將於二零二四年十一月十三日(星期三)或之前，以普通郵遞方式寄往已接納及(如適用)申請供股股份並就此繳付股款之合資格股東的登記地址，郵誤風險概由彼等自行承擔。各股東將就所有獲配發之供股股份收到一張股票。

倘供股未能成為無條件或不會進行，則就有關暫定配額及／或申請額外供股股份(如有)所收取之股款將於二零二四年十一月十三日(星期三)或之前不計利息以開出支票方式退還予合資格股東或已有效放棄或轉讓未繳股款供股股份之有關其他人士，並以普通郵遞方式寄往彼等之登記地址(如屬聯名接納，則寄往排名首位之人士之登記地址)，郵誤風險概由彼等自行承擔。

有關供股股份及額外供股股份全部或部分不獲接納之申請之退款支票(如有)，預期將於二零二四年十一月十三日(星期三)或之前，以普通郵遞方式寄往申請人的登記地址，郵誤風險概由彼等自行承擔。

額外供股股份

合資格股東(除中國港股通投資者外)可以額外申請方式申請：(i)暫定配發但於最後接納時限之前未獲任何合資格股東有效接納或未繳股款供股權承讓人認購之任何未繳股款供股股份；(ii)不合資格股東(如有)若屬合資格股東時原可獲配發之任何未售配額；及(iii)彙集零碎供股股份後產生之任何供股股份。

可填妥特設之額外申請表格申請認購額外供股股份。董事將按供股章程所載之若干原則以公平公正基準酌情配發額外供股股份，包括不會優先處理用於補足碎股至完整買賣單位的申請；而任何額外供股股份將參考所申請額外供股股份數目按比例分配予作出額外申請之合資格股東(除中國港股通投資者外)。

If a Qualifying Shareholder (other than a PRC Southbound Trading Investor) wishes to apply for any Excess Rights Shares in addition to his/her/its provisional allotment, he/she/it must complete and sign an EAF enclosed with the Prospectus and lodge it, together with a separate remittance for the amount payable in respect of the Excess Rights Shares applied for, with the Registrar, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong by 4:00 p.m. on Tuesday, 5 November 2024 (or, under bad weather or extreme conditions, such later time or date as mentioned in the paragraphs under “Effect of bad weather or extreme conditions on the Latest Time for Acceptance” below). All remittances must be made in Hong Kong dollars by cheques which must be drawn on an account with, or by cashier’s orders which must be issued by, a licensed bank in Hong Kong and made payable to “**TRICOR TRUST (HONG KONG) LIMITED – A/C NO.59**” and crossed “**Account Payee Only**”.

FRACTIONAL ENTITLEMENTS

The entitlement of Qualifying Shareholders will be rounded down to the nearest whole number. The Company will not provisionally allot and will not accept applications for any fractions of Rights Shares. All fractions of Rights Shares will be aggregated (and rounded down to the nearest whole number). Any Rights Shares created from the aggregation of fractions of the Rights Shares will be made available for excess application by the Qualifying Shareholders (other than PRC Southbound Trading Investors) under the EAF. No odd lot matching services will be provided.

WARNING OF THE RISK OF DEALING IN THE SHARES AND NIL-PAID RIGHTS SHARE

Shareholders and potential investors of the Company should note that the Rights Issue is conditional upon, among others, the fulfillment of conditions including, among other things, the Stock Exchange granting the listing of, and permission to deal in, the Rights Shares in their nil-paid and fully-paid forms. Please refer to the section headed “Letter from the Board – Rights Issue - Conditions of the Rights Issue” in the Prospectus. Accordingly, the Rights Issue will not proceed if any of the conditions of the Rights Issue is not satisfied.

Any dealing in the Shares up to the date on which all the conditions of the Rights Issue are fulfilled, and any Shareholder dealing in the Rights Shares in nil-paid form will accordingly bear the risk that the Rights Issue may not become unconditional or may not proceed. Shareholders or other persons contemplating any dealing in the Shares or Rights Shares in their nil-paid form should consult their professional advisers. The Shares have been dealt on an ex-rights basis from Thursday, 10 October 2024. Dealings in the Rights Shares in nil-paid form are expected to take place from Thursday, 24 October 2024 to Thursday, 31 October 2024 (both days inclusive). Any Shareholder or other person contemplating transferring, selling or purchasing the Shares and/or Rights Shares in their nil-paid form is advised to exercise caution when dealing in the Shares and/or the nil-paid Rights Shares.

Subject to the fulfillment of the conditions of the Rights Issue, the Rights Issue will proceed on a non-underwritten basis irrespective of the level of acceptance of the provisionally allotted Rights Shares.

合資格股東(除中國港股通投資者外)如欲申請認購其暫定配額以外之任何額外供股股份，則必須填妥並簽署隨附供股章程之額外申請表格，並於二零二四年十一月五日(星期二)下午四時正(或於惡劣天氣或極端情況時，按下文「惡劣天氣或極端情況對接納的最後時限的影響」一段所述之有關較後時間或日期)，連同就所申請額外供股股份應付之獨立股款一併交回登記處卓佳登捷時有限公司(地址為香港夏慤道16號遠東金融中心17樓)。所有股款須以港元支票或銀行本票繳付，支票須由香港持牌銀行戶口開出或銀行本票須由香港持牌銀行發出，並須註明抬頭人為「**TRICOR TRUST (HONG KONG) LIMITED – A/C NO.59**」，並以「只准入抬頭人賬戶」劃線方式開出。

零碎股份權益

合資格股東之權益將向下調至最接近之整數。本公司將不會暫定配發及不會接受申請任何零碎供股股份。所有零碎供股股份將彙集處理(並向下約整至最近整數位)。彙集零碎供股股份後產生之任何供股股份將供合資格股東(除中國港股通投資者外)根據額外申請表格進行額外申購。概不就零碎股份提供對盤服務。

買賣股份及未繳股款供股股份之風險警告

本公司股東及潛在投資者務請注意，供股須待(其中包括)聯交所批准未繳股款及繳足股款供股股份上市及買賣等條件達成後，方可作實。請參閱供股章程「董事會函件－供股－供股的條件」一節。因此，倘供股的任何條件未達成，供股將不會進行。

直至供股的所有條件獲達成當日，買賣任何股份，以及買賣未繳股款供股股份的任何股東，將相應承擔供股可能不會成為無條件或可能無不會進行的風險。任何擬買賣股份或未繳股款供股股份的股東或其他人士應諮詢其專業顧問意見。股份已於二零二四年十月十日(星期四)起按除權基準進行買賣。未繳股款供股股份預期將於二零二四年十月二十四日(星期四)至二零二四年十月三十一日(星期四)(包括首尾兩日)買賣。擬轉讓、出售或購買股份及／或未繳股款供股股份之任何股東或其他人士於買賣股份及／或未繳股款供股股份時務請審慎行事。

待供股的條件達成後，不論暫定配發的供股股份接納程度如何，供股將按非包銷基準進行。

DISTRIBUTION OF THE PAL AND THE OTHER PROSPECTUS DOCUMENTS

The PAL shall only be sent to Qualifying Shareholders.

Distribution of this PAL and the other Prospectus Documents into jurisdictions other than Hong Kong may be restricted by law. Persons into whose possession this PAL or any of the other Prospectus Documents come (including, without limitation, agents, custodians, nominees and trustees) should inform themselves of and observe any such restrictions. Any failure to comply with those restrictions may constitute a violation of the securities laws of any such jurisdiction. Any Shareholder or Beneficial Owner who is in any doubt as to his/her/its position should consult an appropriate professional adviser without delay. In particular, this PAL and the other Prospectus Documents should not be distributed, forwarded to or transmitted in, into or from the United States or any other jurisdiction in which such transfer or distribution is unlawful. The Company reserves the right to refuse to permit any Shareholder to take up his/her/its nil-paid Rights Shares or apply for excess Rights Shares where it believes that doing so would violate applicable securities legislations or other laws or regulations of any jurisdiction.

QUALIFYING SHAREHOLDERS

The Rights Issue is only available to the Qualifying Shareholders. To qualify for the Rights Issue and to accept the Rights Shares provisionally allotted under this PAL, a Shareholder must have been registered as a member of the Company on Monday, 21 October 2024 and be a Qualifying Shareholder.

Since there was no Non-Qualifying Shareholder as shown on the register of members of the Company on the Record Date, no arrangements will need to be made for the Rights Shares which would otherwise have been provisionally allotted to the Non-Qualifying Shareholders (if any) to be provisionally allotted to a nominee and to be sold in the market in their nil-paid form.

COMMENCEMENT OF DEALINGS OF RIGHTS SHARES IN FULLY-PAID FORM

Dealing in the Rights Shares on the Stock Exchange, in their fully-paid form, is expected to commence at 9:00 a.m. on Thursday, 14 November 2024.

REPRESENTATIONS AND WARRANTIES

By completing, signing and submitting this EAF, each purchaser of the nil-paid Rights Shares or subscriber for the Rights Shares will be deemed to have agreed and given each of the following representations and warranties to the Company and to any person acting on their behalf, unless in their sole discretion the Company waive such requirement expressly in writing:

- (i) he/she/it was a Qualifying Shareholder (other than the PRC Southbound Trading Investors) on the Record Date, or he/she/it lawfully acquired or may lawfully acquire the nil-paid Rights Shares, directly or indirectly, from such a person;
- (ii) he/she/it may lawfully be offered, take up, obtain, subscribe for and receive the nil-paid Rights Shares and/or the Rights Shares in the jurisdiction in which he/she/it resides or is currently located;
- (iii) he/she/it is not located in the United States;

派發暫定配額通知書及其他章程文件

暫定配額通知書只可向合資格股東寄發。

派發本暫定配額通知書及其他章程文件至香港以外的司法權區可能受法律限制。獲派本暫定配額通知書或任何其他章程文件的人士(包括(並不限於)代理人、託管人、代名人及受託人)須知悉並遵守任何有關限制。未能遵守該等限制可能構成違反任何有關司法權區的證券法例。任何股東或實益擁有人如對其狀況有任何疑問，應盡快諮詢合適之專業顧問。尤其是，本暫定配額通知書及其他章程文件不應在、向或由美國或作出有關轉讓或派發屬違法之任何其他司法權區派發、送交或送呈。倘本公司相信准許任何股東接納其未繳股款供股股份或申請認購額外供股股份會違反任何司法權區之適用證券法例或其他法例或規例，則本公司保留拒絕其接納或有關申請之權利。

合資格股東

供股只供合資格股東參與。為符合資格參與供股及接納根據本暫定配額通知書所暫定配發之供股股份，股東於二零二四年十月二十一日(星期一)下午五時正須為本公司之登記股東，且為合資格股東。

由於於記錄日期本公司股東名冊並無列示不合資格股東，無需就不合資格股東原應獲暫定配發之供股股份(如有)作出安排，以暫定配發予代名人及在市場上以其未繳股款形式出售有關供股股份。

開始買賣繳足股款供股股份

繳足股款供股股份預計於二零二四年十一月十四日(星期四)上午九時正開始在聯交所進行買賣。

陳述及保證

倘若填妥、簽妥及交回本暫定配額通知書，每名未繳股款供股股份的買方或供股股份的認購人將被視為已同意並向本公司及代表彼等之其他人士作出以下各項陳述及保證，除非本公司按其全權酌情決定以書面方式明確豁免有關規定：

- (i) 彼於記錄日期為合資格股東(除中國港股通投資者外)，或彼已依法或可依法從有關人士直接或間接取得未繳股款供股股份；
- (ii) 彼可合法在其居住或目前所處之司法權區獲提呈、接納、取得、認購及收取未繳股款供股股份及／或供股股份；
- (iii) 彼並非處於美國；

- (iv) he/she/it is not accepting an offer to acquire or take up the nil-paid Rights Shares or the Rights Shares on a non-discretionary basis for a person who is located in the United States at the time the instruction to accept was given;
- (v) he/she/it is not taking up for the account of any person who is located in the United States, unless (a) the instruction to purchase or take up the nil-paid Rights Shares or to subscribe for or accept the Rights Shares was received from a person outside the United States and (b) the person giving such instruction has confirmed that it (1) has the authority to give such instruction and (2) either (A) has investment discretion over such account or (B) is an investment manager or investment company that is acquiring the nil-paid Rights Shares and/or the Rights Shares in an “offshore transaction” within the meaning of Regulation S;
- (vi) he/she/it is acquiring the nil-paid Rights Shares and/or the Rights Shares in an “offshore transaction” as defined in Regulation S;
- (vii) he/she/it has not been offered the Rights Shares by means of any “directed selling efforts” as defined in Regulation S;
- (viii) he/she/it is not acquiring the nil-paid Rights Shares or the Rights Shares with a view to the offer, sale, allotment, take up, exercise, resale, renouncement, pledge, transfer, delivery or distribution, directly or indirectly, of such nil-paid Rights Shares or Rights Shares into the United States; and
- (ix) he/she/it understands that neither the nil-paid Rights Shares nor the Rights Shares have been or will be registered under the US Securities Act or with any securities regulatory authority of any state, territory, or possession of the United States, and the nil-paid Rights Shares and the Rights Shares are being distributed and offered only outside the United States in reliance on Regulation S. Consequently he/she/it understands that the nil-paid Rights Shares or the Rights Shares may not be offered, sold, allotted, taken up, exercised, resold, renounced, pledged, delivered, distributed or otherwise transferred in or into the United States, except in reliance on an exemption from, or in transactions not subject to, the registration requirements of the US Securities Act.

Completion and return of this PAL by any person will constitute a warranty and representation to the Company, by such person, that all registration, legal and regulatory requirements, in connection with such application have been or will be duly complied with by that person.

For the avoidance of doubt, neither HKSCC nor HKSCC Nominees Limited will give, or be subject to, any of the representations and warranties above.

- (iv) 彼並非按非全權基準為給予接納指示時處於美國之人士接納收購或承購未繳股款供股股份或供股股份之建議；
- (v) 彼並非代位處美國之任何人士行事，除非(a)接到美國以外地區人士之購買或接納未繳股款供股股份或認購或接納供股股份之指示；及(b)發出該項指示之人士已確認彼(1)有權發出該項指示，及(2)(A)對該賬戶擁有投資決定權；或(B)為在規例S所界定之「離岸交易」中收購未繳股款供股股份及／或供股股份之投資經理或投資公司；
- (vi) 彼正在一宗規例S所界定之「離岸交易」中取得未繳股款供股股份及／或收購供股股份；
- (vii) 彼並非以規例S所界定之任何「定向銷售」方式獲提呈供股股份；
- (viii) 彼取得未繳股款供股股份或收購供股股份之目的並非直接或間接向美國提呈、出售、配發、接收、行使、轉售、棄權、質押、轉讓、交付或派發未繳股款供股股份或供股股份；及
- (ix) 彼知悉未繳股款供股股份或供股股份均無並將不會根據美國證券法或在美國任何州、地區或領地之任何證券監管當局註冊，而未繳股款供股股份及供股股份乃依據規例S僅在美國以外分發及提呈。因此，彼明白，未繳股款供股股份或供股股份或不可在或向美國提呈、出售、配發、接收、行使、轉售、棄權、質押、交付、派發或以其他方式轉讓，惟依據美國證券法註冊規定之豁免或在毋須遵守美國證券法註冊規定之交易除外。

任何人士填妥及交回暫定配額通知書將構成該位人士對本公司作出之一項保證及聲明，表示該位人士已遵照或將遵照有關該項申請之所有登記、法律及監管規定。

為免生疑問，香港結算及香港中央結算(代理人)有限公司均不會作出上述任何陳述或保證或受其規限。

GENERAL

Lodgment of the PAL with, where relevant, the form of transfer and nomination purporting to have been signed by the person(s) in whose favour the PAL has been issued, shall be conclusive evidence of the title of the party or parties lodging it to deal with the same and to receive a split PAL and/or the share certificates for the Rights Shares. Further copies of the Prospectus are available at the Registrar, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong.

All documents, including cheques for refund, will be sent by ordinary mail at the risk of the relevant applicants or other persons entitled thereto.

The PAL and all acceptances of the offer contained in it shall be governed by and construed in accordance with the laws of Hong Kong. Nil-paid Rights Shares are expected to be traded in board lots of 2,000 (as the existing Shares are proposed to be traded on the Stock Exchange in board lots of 2,000). References in the PAL to times and dates are to Hong Kong times and dates unless otherwise stated. In case of any inconsistency between the English and Chinese version of this PAL, the English version will prevail.

If you have questions in relation to the PAL, please address your questions to the Registrar, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong during business hours from 9:00 a.m. to 4:30 p.m., Monday to Friday (other than Hong Kong public holidays).

By completing, signing and submitting the PAL, you agree to disclose to the Company and/or the Registrar and their respective advisers and agent's personal data and any information which they require about you or the person(s) for whose benefit you have made the acceptance of the provisional allotment of the Rights Shares. The Personal Data (Privacy) Ordinance (chapter 486 of the Laws of Hong Kong) (the "PD(P)O") provides the holders of securities with rights to ascertain whether the Company or the Registrar hold their personal data, to obtain a copy of that data, and to correct any data that is inaccurate. In accordance with the PD(P)O, the Company and 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 (i) the Company, at its registered office and principal place of Business in Hong Kong at 6th Floor, Bank of East Asia Harbour View Centre, 56 Gloucester Road, Wanchai, Hong Kong or as notified from time to time in accordance with applicable law, for the attention of the Company Secretary; or (ii) (as the case may be) the Registrar at its address set forth above.

Yours faithfully,
For and on behalf of
Shougang Fushan Resources Group Limited
Ding Rucai
Chairman of the Board

一般事項

暫定配額通知書連同(如相關)由獲發暫定配額通知書人士所簽署之轉讓及提名表格一經交回，即確證交回之人士(一名或多名)有權處理暫定配額通知書及收取分拆之暫定配額通知書及／或供股股份之股票。如需要額外之供股章程，可於登記處卓佳登捷時有限公司(地址為香港夏慤道16號遠東金融中心17樓)索取。

所有文件(包括退款支票)將以普通郵遞投遞方式寄予有關申請人或其他應得之人士，郵誤風險概由收件人自行承擔。

暫定配額通知書及所有接納其中所載之要約均須受香港法例監管，並按其詮釋。預期未繳股款供股股份將以2,000股之每手買賣單位進行買賣(現有股份建議以2,000股之每手買賣單位在聯交所進行買賣)。除另有說明者外，本暫定配額通知書內所提及之時間及日期均為香港時間及日期。如本暫定配額通知書的中英文版本有任何不一致，則以英文版本為準。

倘若閣下對暫定配額通知書有任何疑問，請於星期一至星期五(香港公眾假期除外)上午九時正至下午四時三十分之營業時間將閣下的問題提交登記處卓佳登捷時有限公司(地址為香港夏慤道16號遠東金融中心17樓)。

閣下填妥、簽署及交回本暫定配額通知書，即表示同意向本公司及／或登記處及／或彼等各自之顧問及代理人披露個人資料及彼等所需有關閣下或閣下為其利益而接納暫定配發供股股份之人士之任何資料。香港法例第486章《個人資料(私隱)條例》(「《個人資料(私隱)條例》」)賦予證券持有人權利向本公司或登記處確定是否持有彼等之個人資料、索取有關資料之文本及更正任何不準確之資料。根據《個人資料(私隱)條例》，本公司及登記處有權就處理任何查閱資料之要求收取合理費用。有關查閱資料或更正資料或有關政策及慣例以及持有資料種類之資料的所有要求，應寄往(i)本公司於香港之註冊辦事處及主要營業地點(地址為香港灣仔告士打道56號東亞銀行港灣中心6樓)或根據適用法律不時作出通知之地點並以本公司之公司秘書為收件人；或(ii)(視情況而定)登記處(於其上述地址)。

承董事會命
首鋼福山資源集團有限公司
董事會主席
丁汝才

二零二四年十月二十二日