

Share Registrar:

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



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)

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

**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
EXCESS APPLICATION FORM**

Name(s) and address of Qualifying Shareholder(s) (other than the PRC Southbound Trading Investors)

Application can only be made by the Qualifying Shareholder(s)
named here.

Total number of Excess Rights Share(s) applied for

Box A

Total subscription monies paid for the Excess Rights Shares in HK\$
(Subscription monies should be rounded down to 2 decimal points)

Box B

To: **The Directors**
SHOUGANG FUSHAN RESOURCES GROUP LIMITED

Dear Sirs and Madams,

I/We, being the Qualifying Shareholder(s) (that is not a/are not PRC Southbound Trading Investor(s)) named above, hereby irrevocably apply for Excess Rights Share(s) (write the number of shares in Box A) at the Subscription Price of HK\$2.60 per Rights Share under the Rights Issue, in respect of which I/we enclose a separate remittance by cheque or cashier's order in favour of "TRICOR TRUST (HONG KONG) LIMITED – A/C NO.59" and crossed "Account Payee Only" issued for HK\$ (write the full amount in Box B) being payment in full on application for the such number of Excess Rights Shares. I/We hereby request you to allot such Excess Rights Shares applied for, or any lesser number, to me/us and to send by ordinary post at my/our risk to the address shown above my/our Share certificate(s) for the number of additional Rights Shares as may be allotted to me/us in respect of this application and/or a cheque for any application monies refundable to me/us. I/We understand that allotment in respect of this application shall be made by the Directors at their discretion on a fair and equitable basis on certain principles as set forth in the Prospectus. I/We acknowledge that no preference will be given to applications made for topping odd lot holdings to whole board lot holdings. 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.

I/We, hereby undertake to accept such number of Excess Rights Shares as may be allotted to me/us as aforesaid upon the terms set forth in the Prospectus and subject to the articles of association of the Company. In respect of any Excess Rights Shares allotted to me/us, I/we authorise you to place my/our name(s) on the register of members of the Company as holder(s) of such Rights Shares.

1. 2. 3. 4.

Signature(s) of applicant(s) (all joint applicants must sign)

Name of bank on which
cheque/cashier's order is drawn: _____

Cheque/cashier's order number: _____

Date: _____ 2024

Contact telephone number: _____

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

(於香港註冊成立之有限公司)

(股份代號：639)

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

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
額外申請表格

合資格股東姓名及地址(除中國港股通投資者外)

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僅供此欄所列合資格股東申請。

所申請額外供股股份之總數

甲欄

額外供股股份之應繳認購股款總額(港元)
(認購金額應向下調整至兩個小數點)

乙欄

致：首鋼福山資源集團有限公司
列位董事

敬啟者：

本人／吾等為名列上文的合資格股東(並非中國港股通投資者)，現不可撤回地根據供股以每股供股股份2.60港元的認購價申請認購額外供股股份(請於甲欄填寫股份數目)，而本人／吾等隨附一張獨立開出之以「TRICOR TRUST (HONG KONG) LIMITED - A/C NO.59」為抬頭人並劃線註明「只准入抬頭人賬戶」支票或銀行本票，支付申請認購有關額外供股股份數目所需之全部款項港元款項(請於乙欄填上總數)。本人／吾等謹請閣下向本人／吾等配發所申請(或任何較少數目)之額外供股股份，並將本人／吾等就此申請可能獲配發之相關數目之額外供股股份之股票及／或就任何申請股款而應退還予本人／吾等之支票以普通郵遞方式按上列地址寄送予本人／吾等，郵誤風險概由本人／吾等自行承擔。本人／吾等明白，董事將按供股章程所載之若干原則以公平公正基準酌情就本申請進行配發。本人／吾等明瞭，概不會優先處理用於補足碎股至完整買賣單位的申請。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)。

本人／吾等承諾接納按供股章程所載條款及在貴公司章程細則規限下可分配予本人／吾等的上述額外供股股份數目。就分配予本人／吾等的額外供股股份而言，本人／吾等授權閣下將本人／吾等的姓名列入貴公司股東名冊作為該等供股股份的持有人。

1. 2. 3. 4.

申請人簽署(所有聯名申請人均須簽署)

支票／銀行本票的付款銀行名稱：_____

支票／銀行本票號碼：_____

日期：二零二四年_____月_____日

聯絡電話號碼：_____

IMPORTANT

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.

THIS EAF IS VALUABLE BUT IS NOT TRANSFERABLE AND IS ONLY FOR THE USE BY THE QUALIFYING SHAREHOLDER(S) (OTHER THAN PRC SOUTHBOUND TRADING INVESTOR(S)) NAMED ABOVE WHO WISH(ES) TO APPLY FOR THE EXCESS RIGHTS SHARES IN ADDITION TO THOSE RIGHTS SHARES PROVISIONALLY ALLOTTED TO HIM/HER/IT/THEM. THIS EAF REQUIRES YOUR IMMEDIATE ATTENTION. THE OFFER CONTAINED IN THIS DOCUMENT AND THE ACCOMPANYING PAL EXPIRES AT 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).

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

Hong Kong Exchanges and Clearing Limited, the Stock Exchange and HKSCC take no responsibility for the contents of this EAF, 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 EAF. The Rights Issue will proceed on a non-underwritten basis.

A copy of this EAF, together with a copy of the Prospectus, the PAL and other document 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 by the Registrar of Companies in Hong Kong as required by section 38D of the Companies (WUMP) Ordinance. The Registrar of Companies in Hong Kong, the Stock Exchange and the SFC take no responsibility for the contents of any of these documents.

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 dealers 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.

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. The Rights Issue is conditional upon the fulfilment of the conditions as set out in the section headed “Letter from the Board – Rights Issue – Conditions of the Rights Issue” in the Prospectus. Any dealings in the Shares up to the date on which all the conditions of the Rights Issue are fulfilled, and any Shareholders 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. Any Shareholders or other persons contemplating any dealings in the Shares or Rights Shares in their nil-paid form should exercise caution and are recommended to consult their professional advisers.

Subject to the granting of the listing of, and permission to deal in, the Rights Shares in both their 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 HKSCC Operational Procedures in effect from time to time.

重要提示

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。

本額外申請表格乃有價值及不可轉讓之表格，並僅供上述有意申請獲暫定配發供股股份以外額外供股股份之合資格股東(除中國港股通投資者外)使用。本額外申請表格應即時處理，本文件及隨附之暫定配額通知書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日期)截止。

閣下如對本額外申請表格之任何方面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。

香港交易及結算所有限公司、聯交所及香港結算對本額外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，並明確表示概不就因本額外申請表格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。

本額外申請表格連同供股章程、暫定配額通知書以及供股章程附錄三「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。本額外申請表格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。

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。

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。務請閣下仔細閱覽供股章程的有關機制。供股須待供股章程「董事會函件－供股－供股的條件」一節所載之條件獲達成後，方可作實。直至供股的所有條件獲達成當日止期間買賣任何股份，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審慎行事及建議諮詢其專業顧問意見。

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》。

THIS EAF IS NOT FOR PUBLICATION, RELEASE OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES OR ANY OTHER JURISDICTION WHERE SUCH RELEASE OR DISTRIBUTION MIGHT BE UNLAWFUL.

NEITHER THIS EAF NOR ANY OTHER PROSPECTUS DOCUMENT CONSTITUTES OR FORMS A PART OF ANY OFFER OR SOLICITATION TO PURCHASE OR SUBSCRIBE FOR (WHETHER IN NIL-PAID FORM OR FULLY PAID FORM) IN THE UNITED STATES. THE RIGHTS SHARES HAVE NOT BEEN REGISTERED UNDER THE U.S. SECURITIES ACT AND MAY NOT BE OFFERED OR SOLD IN THE UNITED STATES UNLESS REGISTERED UNDER THE U.S. SECURITIES ACT OR PURSUANT TO AN EXEMPTION FROM, OR IN A TRANSACTION NOT SUBJECT TO, REGISTRATION UNDER THE U.S. SECURITIES ACT. 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.

It is the responsibility of any person (including, without limitation, a nominee, agent and trustee) receiving the Prospectus Documents outside Hong Kong and wishing to take up the Rights Shares to satisfy themselves as to full compliance with the laws of the relevant jurisdictions including the obtaining of any governmental or other consents and observing other formalities which may be required in such jurisdictions, and to pay any taxes, duties and other amounts required to be paid in such jurisdictions in connection therewith. Any acceptance of the Rights Shares by any person will be deemed to constitute a representation and warranty from such person to the Company that such local laws, regulations and requirements of the relevant territory or jurisdiction have been fully complied with. For the avoidance of doubt, neither HKSCC nor HKSCC Nominees Limited will give, or be subject to, the above representation or warranty. If you are in any doubt as to your position, you should consult a professional adviser.

PROCEDURE FOR APPLICATION

This EAF should be completed, signed and lodged, together with payment by cheque or cashier's order as to HK\$2.60 per Rights Share for the number of Excess Rights Shares applied for, with the Registrar, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, 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 time or date as mentioned in the paragraphs under "Effect of bad weather or extreme conditions on the Latest Time for Acceptance" in the section headed "Expected timetable" in the Prospectus). 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**". All enquiries in connection with this EAF should be addressed to the Registrar, Tricor Tengis Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong. It is noted that the lodging of this EAF does not assume you of being allocated any Rights Share in excess of your provisional allotments.

Completion and return of this EAF together with a cheque or a cashier's order in payment for the Excess Rights Shares applied for which are the subject of this form will constitute a warranty by the applicant(s) that the cheque or cashier's order will be honoured on first presentation. All cheques and cashier's orders accompanying a completed EAF 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. Without prejudice to the other rights of the Company in respect thereof, the Company reserves the right to reject any application for Excess Rights Shares in respect of which the accompanying cheque or cashier's order is dishonoured on first presentation, and in that event, all rights thereunder will be deemed to have been declined and will be cancelled.

本額外申請表格不可直接或間接在或向美國或發佈或派發本額外申請表格可能屬違法的任何其他司法權區刊發、發佈或派發。

本額外申請表格及任何其他章程文件並不構成於美國作出購買或認購(不論以未繳股款或繳足股款形式)的要約或招攬，亦不構成其一部分。供股股份並無根據美國證券法登記，或在美國提呈或出售，惟已根據美國證券法登記，或獲豁免或毋須遵守美國證券法登記規定之交易則除外。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。

於香港境外收取章程文件及有意承購供股股份之任何人士(包括並不限於代名人、代理人及受託人)有責任自行全面遵守所有相關司法權區之法律，包括取得該等司法權區可能規定之任何政府或其他同意或辦理任何其他必要手續，以及繳付任何該等司法權區規定應付之相關稅項、徵費及其他費用。任何人士接納供股股份將被視為構成其向本公司作出已全面遵守相關地區或司法權區之地方方法例、法規及規定之陳述及保證。為免生疑問，香港結算及香港中央結算(代理人)有限公司概不會作出上述任何陳述或保證，亦不受上述任何陳述或保證所規限。閣下如對本身之情況有任何疑問，應諮詢閣下之專業顧問。

申請手續

應填妥及簽署本額外申請表格，並連同就所申請額外供股股份數目按每股供股股份2.60港元以支票或銀行本票支付的股款須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，按供股章程「預期時間表」一節「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.59**」，並以「只准入抬頭人賬戶」劃線方式開出。所有有關本額外申請表格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。敬請注意，送交本額外申請表格並不會假定閣下獲分配任何超過閣下暫定配額的供股股份。

填妥及交回本額外申請表格連同繳付按本表格所申請認購額外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額外供股股份申請，且在此情況下，其項下所有權利將被視為遭拒絕及將予以註銷。

DISTRIBUTION OF THIS EAF AND THE OTHER PROSPECTUS DOCUMENTS

This EAF shall only be sent to the Qualifying Shareholders (other than the PRC Southbound Trading Investors).

Distribution of this EAF and the other Prospectus Documents into jurisdictions other than Hong Kong may be restricted by law. Persons into whose possession this EAF 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 position should consult an appropriate professional adviser without delay. In particular, this EAF 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

To qualify for the Rights Issue and to apply for Excess Rights Shares under this EAF, a Shareholder must have been registered as a member of the Company on Monday, 21 October 2024 and be a Qualifying Shareholder.

Receipt of this EAF and/or any other Prospectus Documents does not and will not constitute an offer in the United States or any other jurisdictions in which it would be illegal to make an offer and, in those circumstances, this EAF and/or the other Prospectus Documents must be treated as sent for information only and should not be copied or redistributed. Persons (including, without limitation, agents, custodians, nominees and trustees) who receive a copy of this EAF and/or any other Prospectus Documents should not, in connection with the Rights Issue, distribute or send the same in, into, or from, or transfer nil-paid Rights Shares to any person in, into or from, the United States or any other jurisdiction in which such transfer or distribution is unlawful. If an EAF is received by any person in any such jurisdiction, or by his/her agent or nominee, he/she must not seek to apply for any Excess Rights Shares under the EAF unless the Company determines that such action would not violate applicable legal or regulatory requirements. Any person (including, without limitation, agents, custodians, nominees and trustees) who does forward this EAF or any other Prospectus Documents in, into or from such jurisdiction (whether under a contractual or legal obligation or otherwise) should draw the recipient's attention to the contents of this section.

Overseas Shareholders are reminded that certain restrictions may apply to offers and sales of nil-paid Rights Shares and/or Rights Shares under the securities laws of their jurisdiction. In particular, the attention of Overseas Shareholders is drawn to the restrictions, disclaimers and other information and statements set out in the section headed "NOTICES" in the Prospectus. If any Overseas Shareholder is in any doubt about his/her/its position, he/she/it is recommended to consult his/her/its own professional advisers.

Notwithstanding any other provision in this EAF or any other Prospectus Documents, the Company reserves the right to permit any Shareholder to apply for Excess Rights Shares if the Company in its absolute discretion, is satisfied that the transaction in question is exempt from or not subject to the legislation or regulations giving rise to the restrictions in question.

派發本額外申請表格及其他章程文件

本額外申請表格只可向合資格股東(除中國港股通投資者外)寄發。

派發本額外申請表格及其他章程文件至香港以外的司法權區可能受法律限制。擁有本額外申請表格或任何其他章程文件的人士(包括並不限於代理人、保管人、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，本額外申請表格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

為符合資格參與供股及根據本額外申請表格申請額外供股股份，股東於二零二四年十月二十一日(星期一)須為本公司之登記股東，且為合資格股東。

收到本額外申請表格及／或任何其他章程文件並不(亦將不會)構成在美國或提呈要約屬違法之任何其他司法權區提呈要約，在該等情況下，本額外申請表格及／或其他章程文件須視為僅供參照處理，亦不應複製或轉發。任何人士(包括並不限於代理人、託管人、代名人及受託人)如收到本額外申請表格及／或任何其他章程文件或，不應(就供股而言)將其在、向或由美國或作出有關派發或轉讓屬違法之任何其他司法權區派發或寄發或在、向或由美國或作出有關派發或轉讓屬違法之任何其他司法權區向任何人士轉讓未繳股款供股股份。倘若任何人士或其代理人或代名人在任何有關司法權區收到額外申請表格，其不可尋求根據額外申請表格申請任何額外供股股份，除非本公司決定，有關作為不會導致違反適用法律或監管規定，則作別論。任何人士(包括並不限於代理人、保管人、代名人及受託人)如將本額外申請表格或任何其他章程文件在、向或由任何有關司法權區轉交(無論根據合約或法律責任或其他理由)，應促使收件人注意本節內容。

海外股東務請注意，未繳股款供股股份及／或供股股份的提呈發售及銷售均可能面臨彼等司法權區的證券法例項下的若干限制。尤其是，海外股東謹請細閱供股章程「注意事項」一節所載的限制、免責聲明以及其他資料及陳述。海外股東如對彼等之立場有任何疑問，應諮詢彼等專業顧問之意見。

儘管本額外申請表格或任何其他章程文件有任何其他規定，本公司保留權利容許任何股東申請額外供股股份，倘若本公司按其絕對酌情決定信納有關交易獲豁免遵守或不受限於引致有關限制的法例或規例。

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;
- (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, renunciation, 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.

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

For details of important notices and representations and warranties relating to each subscriber under this EAF, please refer to the section headed “Letter from the Board – Rights Issue – Application for Excess Rights Shares” in the Prospectus.

陳述及保證

一經填妥、簽署及呈交本額外申請表格，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及已向本公司及代表彼等之其他人士作出以下陳述及保證，除非本公司全權酌情決定以書面形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收購未繳股款供股股份；
- (ii) 彼可合法在其居住或目前身處之司法權區獲提呈發售、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) 彼並非以非全權基準為於作出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的要約；
- (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承購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S規例所界定之「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) 彼於S規例所界定之「離岸交易」中收購未繳股款供股股份及／或供股股份；
- (vii) 彼並無以S規例所界定任何「指向銷售力度」之方式獲提呈發售供股股份；
- (viii) 彼收購未繳股款供股股份或供股股份之目的並非直接或間接向美國提呈發售、出售、配發、接納、行使、轉售、放棄、質押、轉讓、交付或分派有關未繳股款供股股份或供股股份；及
- (ix) 彼了解未繳股款供股股份或供股股份概無(亦將不會)根據美國證券法或在美國任何州份、領地或屬地之任何證券監管機構登記，而未繳股款供股股份或供股股份按照S規例在美國境外分派及提呈發售。因此，彼了解未繳股款供股股份或供股股份不得在或向美國提呈發售、出售、配發、接納、行使、轉售、放棄、質押、交付、分派或以其他方式轉讓，惟根據獲美國證券法登記規定之豁免或在毋須遵守證券法登記規定之交易中除外。

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。

有關根據本額外申請表格提出申請之各認購人的重要提示、陳述及保證詳情，請參閱供股章程「董事會函件－供股－申請額外供股股份」一節。

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.

GENERAL

The Company will notify the Qualifying Shareholders (other than PRC Southbound Trading Investors) the allocation result of the excess application for Rights Shares on Tuesday, 12 November 2024 by way of announcement. If no Excess Rights Shares are allotted to you, a refund cheque for the full amount tendered on application (without interest) will be posted to you by ordinary post at your own risk and, if the number of Excess Rights Shares allotted to you is less than the number applied for, a cheque for the surplus application monies (without interest) will be posted to you by ordinary post at your own risk. Such posting is expected to take place on or before Wednesday, 13 November 2024. Any such cheque will be drawn in favour of the applicant(s) named on this EAF (or in case of joint applicants, the first-named applicant). It is expected that share certificates in respect of the Excess Rights Shares allotted to you will be posted by ordinary post to the registered address shown in this EAF at your own risk on or before Wednesday, 13 November 2024. All documents, including cheques for amounts due, will be sent by ordinary post at the risk of the relevant applicants or other persons entitled thereto. This EAF and all applications pursuant to it shall be governed by and construed in accordance with the laws of Hong Kong. References in this EAF 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 EAF, the English version will prevail.

If you have questions in relation to the EAF, 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 this EAF, you agree to disclose to the Company and/or the Registrar and/or 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 application for Excess 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 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.

**A SEPARATE CHEQUE OR CASHIER’S ORDER MUST ACCOMPANY EACH APPLICATION
NO RECEIPT WILL BE GIVEN FOR REMITTANCE**

恶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。

一般事項

本公司將於二零二四年十一月十二日(星期二)以公告形式將額外供股股份之配發結果通知合資格股東(除中國港股通投資者外)。倘閣下未獲配發額外供股股份，則閣下於申請認購時所繳付之全數款項之退款支票(不計利息)將以普通郵遞方式寄發予閣下，郵誤風險概由閣下自行承擔，而倘閣下獲配發之額外供股股份數目少於所申請之數目，則多繳之申請款項之退款支票(不計利息)將以普通郵遞方式寄發予閣下，郵誤風險概由閣下自行承擔。預期寄發日期將為二零二四年十一月十三日(星期三)或之前。任何該等支票將以本額外申請表格所列之申請人(或如為聯名申請人，則排名首位之申請人)為抬頭人。預期有關額外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透過本額外申請表格所示之登記地址寄發予閣下，郵誤風險概由閣下自行承擔。所有文件(包括退款支票)將以普通郵遞方式寄發予有關申請人或其他有權收取人士，郵誤風險概由彼等自行承擔。本額外申請表格及所有據此作出之申請須受香港法例管轄，並按其詮釋。除非另有說明，否則本額外申請表格內所提及之日期及時間均指香港日期及時間。如本額外申請表格的中英文版本有任何不一致，則以英文版本為準。

閣下如對額外申請表格有任何疑問，請於星期一至星期五(香港公眾假期除外)之營業時間上午九時正至下午四時三十分內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、簽署及交回本額外申請表格，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申請額外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)。

每份申請須隨附獨立開出之支票或銀行本票
本公司將不另發股款收據