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Unless the context otherwise requires, terms used in this BLUE Form of Convertible Bonds Offer Acceptance shall bear the same meanings as those defined in the composite document dated 20 January 2023 (the "Composite Document") issued jointly by Kenovnia Family Limited and Styland Holdings Limited.

除文義另有所指外，本藍色可換股債券要約接納表格所用詞彙與Kenovnia Family Limited與Styland Holdings Limited大凌集團有限公司*於二零二三年一月二十日聯合刊發之綜合文件（「綜合文件」）所界定者具有相同涵義。

BLUE FORM OF CONVERTIBLE BONDS OFFER ACCEPTANCE AND TRANSFER FOR USE IF YOU WANT TO ACCEPT THE CB OFFER.

閣下如欲接納可換股債券要約，請使用本藍色可換股債券要約接納及過戶表格。



STYLAND HOLDINGS LIMITED

大凌集團有限公司*

(Incorporated in Bermuda with limited liability)

(於百慕達註冊成立之有限公司)

(Stock Code: 211)

(股份代號：211)

BLUE FORM OF CONVERTIBLE BONDS OFFER ACCEPTANCE AND TRANSFER OF THE CONVERTIBLE BONDS OF STYLAND HOLDINGS LIMITED

大凌集團有限公司發行之可換股債券之藍色可換股債券要約接納及過戶表格

To be completed in full 每項均須填寫

Styland Holdings Limited

大凌集團有限公司*

Room 1111, 11/F, Wing On Centre, 111 Connaught Road Central, Sheung Wan, Hong Kong

香港上環干諾道中111號永安中心11樓1111室

<p>Note: Insert the principal amount of the Convertible Bonds for which the CB Offer is accepted. If no principal amount is inserted or a principal amount in excess of your principal amount of the Convertible Bonds is inserted and you have signed this BLUE Form of Convertible Bonds Offer Acceptance, the form will be returned to you for correction and resubmission. Any corrected BLUE Form of Convertible Bonds Offer Acceptance must be resubmitted and received before the latest time for acceptance of the CB Offer.</p> <p>附註：請填上接納可換股債券要約之可換股債券金額。如未有填上本金額或填上之本金額超過閣下名下之可換股債券之本金額而閣下已簽署本藍色可換股債券要約接納表格，則本表格將退回予閣下進行更正及重新遞交。任何經更正之藍色可換股債券要約接納表格必須於接納可換股債券要約之最後期限之前重新遞交並送達。</p>	<p>FOR THE CONSIDERATION stated below, the "Transferor(s)" named below hereby accepts the CB Offer in respect of the Convertible Bonds held by the Transferor(s) specified below and transfers to "Transferee" such Convertible Bonds subject to the terms and conditions contained herein and in the Composite Document.</p> <p>下述「轉讓人」謹此就以下註明轉讓人所持有之可換股債券接納可換股債券要約，並按下列代價向下述「承讓人」轉讓相關可換股債券，惟須遵守本表格及綜合文件內之條款及條件。</p>			
	<p>Principal amount of the Convertible Bonds to which this acceptance relates (Note) 是項接納涉及之可換股債券金額(附註)</p>	<p>AMOUNT 金額</p>	<p>WORDS 大寫</p>	
	<p>TRANSFEROR(S) name(s) and address(es) in full 轉讓人 全名及詳細地址</p> <p>EITHER TYPEWRITTEN OR WRITTEN IN BLOCK CAPITALS) (請用機印或正楷填寫)</p>	<p>Surname(s)/Company name(s) 姓氏/公司名稱</p> <p>Registered address 登記地址</p>	<p>Forename(s) 名字</p>	<p>Telephone number 電話號碼</p>
	<p>CONSIDERATION 代價</p>	<p>HK\$0.4 in cash for every HK\$1 principal amount of the Convertible Bonds 就每1港元之可換股債券之本金額為現金0.4港元</p>		
	<p>TRANSFEEE 承讓人</p>	<p>Company name 公司名稱： Kenovnia Family Limited</p> <p>Correspondence Address 通訊地址： Room 1305B, 13/F., Kai Tak Commercial Building, 317 Des Voeux Road Central, Hong Kong</p> <p>Occupation 職業： Corporation 法團</p>		

Signed by or on behalf of the Transferor(s) in the presence of:

轉讓人或其代表在下列見證人見證下簽署：

Signature of Witness 見證人簽署 _____

Name of Witness 見證人姓名 _____

Address of Witness 見證人地址 _____

Occupation of Witness 見證人職業 _____

Signature(s) of Transferor(s)/
Company chop, if applicable
轉讓人簽署/公司印鑑(如適用)



**ALL JOINT
HOLDERS
MUST
SIGN HERE**
所有聯名持有人
均須於本欄
個別簽署

Date of submission of this BLUE Form of
Convertible Bonds Offer Acceptance
提交本藍色可換股債券要約接納表格之日期

Do not complete 請勿填寫本欄

Signed by or on behalf of the Transferee in the presence of:
承讓人或其代表在下列見證人見證下簽署：

Signature of Witness 見證人簽署 _____

Name of Witness 見證人姓名 _____

Address of Witness 見證人地址 _____

Occupation of Witness 見證人職業 _____

Date 日期 _____

Signature of Transferee or its duly authorised agent(s)
承讓人或其正式獲授權代表簽署

* For identification purpose only

* 僅供識別

THIS BLUE FORM OF CONVERTIBLE BONDS OFFER ACCEPTANCE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to any aspect of this BLUE Form of Convertible Bonds Offer Acceptance or as to the action to be taken, you should consult your licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or otherwise transferred all your Convertible Bonds, you should at once hand this BLUE Form of Convertible Bonds Offer Acceptance and the Composite Document to the purchaser(s) or transferee(s) or to the bank, licensed securities dealer, registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or transferee(s).

Ever-Long Securities is making the CB Offer on behalf of the Offeror. The making of the CB Offer to the CB Holder(s) with a registered address in jurisdictions outside Hong Kong may be prohibited or affected by the laws and regulations of the relevant jurisdictions. Overseas CB Holder(s) who are citizens or residents or nationals of jurisdictions outside Hong Kong should obtain information about and observe any relevant applicable legal or regulatory requirements and, where necessary, seek legal advice in respect of the CB Offer. It is your responsibility to satisfy yourself as to the full observance of the laws and regulations of the relevant jurisdiction in connection with the acceptance of the CB Offer, including the obtaining of any governmental, exchange control or other consents which may be required or the compliance with other necessary formalities or legal and regulatory requirements and the payment of any transfer or other taxes or other required payments due in respect of such jurisdiction. The Offeror, parties acting in concert with the Offeror, the Company, the Independent Financial Adviser, Ever-Long Securities, Donvex Capital Limited, or their respective ultimate beneficial owners, directors, officers, agents, advisers and associates or any other person involved in the CB Offer shall be entitled to be fully indemnified and held harmless by you for any taxes as you may be required to pay. Acceptance of the CB Offer by you will constitute a warranty by you to the Offeror, Ever-Long Securities and the Company that you have observed and are permitted under all applicable laws and regulations to receive and accept the CB Offer, and any revision thereof, and that you have obtained all requisite governmental, exchange control or other consents in compliance with all necessary formalities and regulatory or legal requirements and have paid all issue, transfer or other taxes or other required payments due from you in connection with such acceptance in any territory, and that such acceptance shall be valid and binding in accordance with all applicable laws and regulations.

This BLUE Form of Convertible Bonds Offer Acceptance should be read in conjunction with the Composite Document.

HOW TO COMPLETE THIS BLUE FORM OF CONVERTIBLE BONDS OFFER ACCEPTANCE

The CB Offer is conditional. CB Holder(s) are advised to read the Composite Document before completing this BLUE Form of Convertible Bonds Offer Acceptance. To accept the CB Offer made by Ever-Long Securities on behalf of the Offeror, you should complete and sign this BLUE Form of Convertible Bonds Offer Acceptance overleaf and forward this entire form, together with the relevant certificate(s) of the Convertible Bonds (if applicable) and/or other document(s) of title (and/or any satisfactory indemnity or indemnities and any other document(s) required by the Company in respect thereof), for the principal amount of the Convertible Bonds in respect of which you wish to accept the CB Offer, by post or by hand, **to the Company at Room 1111, 11/F, Wing On Centre, 111 Connaught Road Central, Sheung Wan, Hong Kong, marked "Styland Holdings Limited – Convertible Bonds Offer" on the envelope, as soon as possible, but in any event not later than 4:00 p.m. on Friday, 10 February 2023 or such later time(s) and/or date(s) as the Offeror may determine and announce in accordance with the Takeovers Code.** The provisions contained in Appendix I to the Composite Document are incorporated into and form part of this BLUE Form of Convertible Bonds Offer Acceptance.

BLUE FORM OF CONVERTIBLE BONDS OFFER ACCEPTANCE IN RESPECT OF THE CB OFFER

To: The Offeror and Ever-Long Securities

1. My/Our execution of this BLUE Form of Convertible Bonds Offer Acceptance (whether or not such BLUE Form of Convertible Bonds Offer Acceptance is dated) shall be binding on my/our successors and assignees, and shall constitute:
 - (a) my/our irrevocable acceptance of the CB Offer made by Ever-Long Securities on behalf of the Offeror, as contained in the Composite Document, for the consideration and on and subject to the terms and conditions therein and herein mentioned, in respect of the principal amount of the Convertible Bonds specified in this BLUE Form of Convertible Bonds Offer Acceptance or, if no such principal amount is specified or a greater principal amount is specified than I/we am/are the CB Holder(s) thereof, in respect of such principal amount of the Convertible Bonds as to which I/we am/are the CB Holder(s);
 - (b) my/our irrevocable instruction and authority to each of the Offeror and/or Ever-Long Securities or their respective agent(s) to send a cheque crossed "Not negotiable – account payee only" drawn in my/our favour for the cash consideration to which I/we shall have become entitled under the terms of the CB Offer (where applicable, less seller's ad valorem stamp duty payable by me/us in connection with my/our acceptance of the CB Offer), by ordinary post at my/our risk to the person and the address stated below within seven Business Days following the latter of the date the Offers become unconditional in all respects and the date of receipt by the Company of all the relevant documents to render the acceptance under the CB Offer complete and valid and in compliance with Note 1 to Rule 30.2 of the Takeovers Code;
(Note: Insert name and address of the person to whom the cheque is to be sent.)
Name: (in BLOCK LETTERS).....
Address: (in BLOCK LETTERS).....
 - (c) my/our undertaking to execute such further documents and to do such acts and things by way of further assurance as may be necessary or desirable to transfer my/our Convertible Bonds tendered for acceptance under the CB Offer to the Offeror or such person or persons as it may direct free from all third-party rights, liens, claims, charges, equities, and encumbrances whatsoever and together with all rights attaching thereto on or after the date of the Composite Document;
 - (d) my/our agreement to ratify each and every act or thing which may be done or effected by the Offeror and/or Ever-Long Securities or their respective agent(s) or such person or persons as any of them may direct on the exercise of any rights contained herein; and
 - (e) my/our irrevocable instruction and authority to each of the Offeror and/or Ever-Long Securities and/or such person or persons as any of them may direct for the purpose, on my/our behalf, to make and execute the document(s) as required by the Stamp Duty Ordinance (Chapter 117 of the Laws of Hong Kong) to be made and executed by me/us as the seller(s) of the Convertible Bonds to be sold by me/us under the CB Offer and to cause the same to be stamped and to cause an endorsement to be made on this BLUE Form of Convertible Bonds Offer Acceptance in accordance with the provisions of that Ordinance.
2. I/We understand that acceptance of the CB Offer by me/us will be deemed to constitute a warranty by me/us to the Offeror and Ever-Long Securities that the principal amount of Convertible Bonds specified in this BLUE Form of Convertible Bonds Offer Acceptance are sold free from all third-party rights, liens, claims, charges, equities, and encumbrances whatsoever and together with all rights attaching thereto on or after the date of the Composite Document.
3. In the event that my/our acceptance is not valid, or is treated as invalid, in accordance with the terms of the CB Offer, all instructions, authorizations and undertakings contained in paragraph 1 above shall cease and in which event, I/we authorise and request you to return to me/us my/our relevant document(s) of title (and/or satisfactory indemnity or indemnities and any other document(s) required by the Company in respect thereof), together with this BLUE Form of Convertible Bonds Offer Acceptance duly cancelled, by ordinary post at my/our risk to the person and address stated in 1(b) above.
4. I/We enclose the relevant document(s) of title of the Convertible Bonds (and/or any satisfactory indemnity or indemnities and any other document(s) required by the Company in respect thereof) for the whole or part of my/our holding of the relevant Convertible Bonds which are to be held by you on the terms and conditions of the CB Offer. I/We understand that no acknowledgement of receipt of any BLUE Form of Convertible Bonds Offer Acceptance, transfer receipt(s) (if applicable) and/or other document(s) of title (and/or satisfactory indemnity or indemnities and any other document(s) required by the Company in respect thereof) will be given. I/we further understand that all documents will be sent by ordinary post at my/our own risk.
5. I/We warrant and represent to the Offeror, Ever-Long Securities and the Company that I am/we are the CB Holder(s) specified in this BLUE Form of Convertible Bonds Offer Acceptance. I/we have the full right, power and authority to sell and pass the title and ownership of my/our Convertible Bonds to the Offeror by way of acceptance of the CB Offer.
6. I/We warrant to the Offeror, Ever-Long Securities and the Company that I/we have observed and are permitted under all applicable laws and regulations where my/our address is located to accept the CB Offer and any revision thereof; and that I/we have obtained all requisite governmental, exchange control or other consents and made all registration or filing required in compliance with all necessary formalities and regulatory or legal requirements; and I/we have paid all issue, transfer or other taxes or other required payments due from me/us in connection with such acceptance; and that such acceptance shall be valid and binding in accordance with all applicable laws and regulations.
7. I/We warrant to the Offeror, Ever-Long Securities and the Company that I/we shall be fully responsible for payment of any transfer or other taxes and duties payable by me/us in respect of the jurisdiction where my/our address is located in connection with my/our acceptance of the CB Offer.
8. I/We acknowledge that, save as expressly provided in the Composite Document and this BLUE Form of Convertible Bonds Offer Acceptance, all acceptance, instructions, authorities and undertakings hereby given shall be irrevocable and unconditional.
9. I/We acknowledge that my/our Convertible Bonds sold to the Offeror by way of acceptance of the CB Offer will be registered under the name of the Offeror or its nominee.

PERSONAL DATA

Personal Information Collection Statement

This personal information collection statement informs you of the policies and practices of the Offeror, Ever-Long Securities and the Company in relation to personal data and the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) (the “Ordinance”).

1. Reasons for the collection of your personal data

To accept the CB Offer for your Convertible Bonds, you must provide the personal data requested. Failure to supply the requested data may result in the processing of your acceptance being rejected or delayed. It may also prevent or delay the despatch of the consideration to which you are entitled under the CB Offer. It is important that you should inform the Offeror and/or Ever-Long Securities and/or the Company immediately of any inaccuracies in the data supplied.

2. Purposes

The personal data which you provide on this **BLUE** Form of Convertible Bonds Offer Acceptance may be used, held and/or stored (by whatever means) for the following purposes:

- processing your acceptance and verification of compliance with the terms and application procedures set out in this **BLUE** Form of Convertible Bonds Offer Acceptance and the Composite Document;
- registering transfer of the Convertible Bonds out of your name(s);
- conducting or assisting to conduct signature verifications, and any other verification or exchange of information;
- distributing communications from the Offeror and/or Ever-Long Securities and/or the Company and/or their respective agents, officers, advisers;
- compiling statistical code information and CB Holder(s) profiles;
- establishing benefit entitlements of the CB Holder(s);
- making disclosures as required by laws, rules or regulations (whether statutory or otherwise);
- disclosing relevant information to facilitate claims on entitlements;
- any other purpose in connection with the business of the Offeror, Ever-Long Securities, the Company; and
- any other incidental or associated purposes relating to the above and/or to enable the Offeror and/or Ever-Long Securities and/or the Company to discharge their obligations to the CB Holder(s) and/or regulators, and any other purpose to which the CB Holder(s) may from time to time agree to or be informed of.

3. Transfer of personal data

The personal data provided in this **BLUE** Form of Convertible Bonds Offer Acceptance will be kept confidential but the Offeror and/or Ever-Long Securities and/or the Company may, to the extent necessary for achieving the purposes above or any of them, make such enquiries as they consider necessary to confirm the accuracy of the personal data and, in particular, they may disclose, obtain, transfer (whether within or outside Hong Kong) such personal data to, from or with any and all of the following persons and entities:

- the Offeror, Ever-Long Securities, the Company and/or their agents, officers and advisors;
- any agents, contractors or third party service providers who offer administrative, telecommunications, computer, payment or other services to the Offeror and/or Ever-Long Securities and/or the Company in connection with the operation of their business;
- the Stock Exchange, the SFC and any regulatory governmental bodies;
- any other persons or institutions with which you have or propose to have dealings, such as your bankers, solicitors, accountants or licensed securities dealers or registered institution in securities; and
- any other persons or institutions whom the Offeror and/or Ever-Long Securities and/or the Company considers to be necessary or desirable in the circumstances.

4. Retention of Personal Data

The Offeror, Ever-Long Securities and the Company will keep the personal data provided in this form for as long as necessary to fulfil the purposes for which the personal data were collected. Personal data which is no longer required will be destroyed or dealt with in accordance with the Ordinance.

5. Access and correction of personal data

The Ordinance provides you with rights to ascertain whether the Offeror and/or Ever-Long Securities and/or the Company hold your personal data, to obtain a copy of that data, and to correct any data that is incorrect. In accordance with the Ordinance, the Offeror and/or Ever-Long Securities and/or the Company have the right to charge a reasonable fee for the processing of any data access request. All requests for access to data or correction of data or for information regarding policies and practices and the kinds of data held should be addressed to the Offeror and/or Ever-Long Securities and/or the Company (as the case may be).

BY SIGNING THIS BLUE FORM OF CONVERTIBLE BONDS OFFER ACCEPTANCE, YOU AGREE TO ALL OF THE ABOVE

個人資料

收集個人資料聲明

本收集個人資料聲明旨在知會閣下有關於約人、長雄證券及本公司有關個人資料及香港法例第486章個人資料(私隱)條例(「該條例」)之政策及慣例。

1. 收集閣下個人資料之原因

倘閣下欲就閣下之可換股債券而接納可換股債券要約，則閣下須提供所需之個人資料，若未能提供所需資料，可能會導致閣下之接納申請被拒或受到延誤。這亦可能妨礙或延遲寄發閣下根據可換股債券要約應得之代價。如所提供之資料有任何不準確，閣下須即時知會要約人及/或長雄證券及/或本公司。

2. 用途

閣下於本藍色可換股債券要約接納表格提供之個人資料可能會用作、持有及/或保存(以任何方式)作下列用途：

- 處理閣下之接納申請及核實或遵循本藍色可換股債券要約接納表格及綜合文件載列之條款及申請手續；
- 登記以閣下名義之可換股債券轉讓；
- 核實或協助核實簽名，以及進行任何其他資料核實或交換；
- 發佈要約人及/或長雄證券及/或本公司及/或彼等各自之代理、高級職員、顧問之通訊；
- 編製統計代碼資料及可換股債券持有人之資料；
- 確立可換股債券持有人之獲益權利；
- 按法例、規則或規例規定(無論法定或其他規定)作出披露；
- 披露有關資料以方便進行權益申索；
- 有關要約人、長雄證券、本公司業務之任何其他用途；及
- 有關上文所述任何其他臨時或關連用途及/或以便要約人及/或長雄證券及/或本公司履行彼等對可換股債券持有人及/或監管機構之責任及可換股債券持有人不時同意或知悉的任何其他用途。

3. 轉交個人資料

本藍色可換股債券要約接納表格提供之個人資料將會保密，惟要約人及/或長雄證券及/或本公司為達致上述或有關任何上述之用途，可能作出必需之查詢，以確認個人資料之準確性，尤其彼等可能向或向下列任何及所有個人及實體披露、獲取或轉交(無論在香港境內或香港境外地區)該等個人資料：

- 要約人、長雄證券、本公司及/或彼等之代理、高級職員及顧問；
- 向要約人及/或長雄證券及/或本公司提供與其業務營運有關的行政、電訊、電腦、付款或其他服務之任何代理、承包商或第三方服務供應商；
- 聯交所、證監會及任何監管或政府機構；
- 與閣下進行交易或建議進行交易之任何其他個人或機構，例如閣下之銀行、律師、會計師或持牌證券商或註冊證券機構；及
- 要約人及/或長雄證券及/或本公司在相關情況下認為屬必需或適當之任何其他個人或機構。

4. 個人資料的保留

要約人、長雄證券及本公司將按收集個人資料所需的用途保留本表格提供的個人資料。無需保留的個人資料將會根據條例銷毀或處理。

5. 獲取及更正個人資料

根據該條例之規定，閣下可確認要約人及/或長雄證券及/或本公司是否持有閣下之個人資料，獲取該資料副本，以及更正任何錯誤資料。依據該條例之規定，要約人及/或長雄證券及/或本公司可就獲取任何資料之請求收取合理之手續費。獲取資料或更正資料或獲取有關政策及慣例及所持資料類型之資料之所有請求，須提交予要約人及/或長雄證券及/或本公司(視情況而定)。

閣下一經簽署本藍色可換股債券要約接納表格即表示同意上述所有條款。