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

Unless the context otherwise requires, terms used in this Form of Share Offer Acceptance shall bear the same meanings as those defined in the composite document dated 12 January 2017 (the "Composite Document") issued jointly by GT Winners Limited and Asia Allied Infrastructure Holdings Limited. 除文義另有所指外，本股份要約接納表格所用之詞彙與GT Winners Limited及亞洲聯合基建控股有限公司聯合刊發日期為2017年1月12日之綜合文件(「綜合文件」)所界定者具有相同涵義。

FORM OF SHARE OFFER ACCEPTANCE FOR USE IF YOU WANT TO ACCEPT THE SHARE OFFER.
閣下如欲接納股份要約，請使用本股份要約接納表格。



亞洲聯合基建控股有限公司 ASIA ALLIED INFRASTRUCTURE HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)
(於百慕達註冊成立之有限公司)
(Stock Code: 00711.HK)
(股份代號: 00711.HK)

FORM OF SHARE OFFER ACCEPTANCE AND TRANSFER OF ORDINARY SHARE(S) OF HK\$0.10 EACH IN THE ISSUED SHARE CAPITAL OF ASIA ALLIED INFRASTRUCTURE HOLDINGS LIMITED

亞洲聯合基建控股有限公司已發行股本中
每股面值0.10港元之普通股股份之股份要約接納及過戶表格

To be completed in full 每項均須填寫

Branch share registrar and transfer office in Hong Kong: Tricor Secretaries Limited (the "Registrar")
香港股份過戶登記分處: 卓佳秘書商務有限公司(「過戶登記處」)
Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong
香港皇后大道東183號合和中心22樓

You must insert the total number of Share(s) for which the Share Offer is accepted. (Note) 閣下須填上接納股份要約之股份總數。(附註)	FOR THE CONSIDERATION stated below, the "Transferor(s)" named below hereby transfer(s) to the "Transferee" named below the ordinary shares of HK\$0.10 each in the issued share capital of the Company (the "Share(s)") held by the Transferor(s) specified below subject to the terms and conditions contained herein and in the accompanying Composite Document. 下述「轉讓人」謹此按下列代價，向下述「承讓人」轉讓以下註明轉讓人所持有之本公司已發行股本中每股面值0.10港元之普通股股份(「股份」)，惟須遵守本表格及其隨附之綜合文件內之條款及條件。		
	Number of Shares to be transferred 將予轉讓股份數目	FIGURES 數字	WORDS 大寫
	Share certificate number(s) 股票號碼		
	TRANSFEROR(S) name(s) and address in full 轉讓人 全名及地址 (EITHER TYPEWRITTEN OR WRITTEN IN BLOCK LETTERS) (請用打字機或用正楷填寫)	Family name(s)/Company name(s) 姓氏/公司名稱	Forename(s) 名字
		Registered address 登記地址	Telephone number 電話號碼
	CONSIDERATION 代價	HK\$1.08 in cash for each Share 就每股股份而言，為現金1.08港元	
TRANSFEEE 承讓人	Name 名稱: GT Winners Limited Correspondence Address 通訊地址: 4/F., Shum Tower, 268 Des Voeux Road Central, Hong Kong 香港中環德輔道中268號峇氏商業大廈4樓 Occupation 職業: Corporation 法人團體		

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/公司印章(如適用)

Date of submission of this Form of
Share Offer Acceptance
提交本股份要約接納表格之日期

ALL JOINT
REGISTERED
SHAREHOLDERS
MUST SIGN
HERE
所有聯名
登記股東均須
於本欄簽署

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 of transfer 過戶日期: _____

For and on behalf of 代表
GT Winners Limited

Authorised Signatory(ies)
授權簽署人

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

Note: Insert the total number of Shares for which the Share Offer is accepted. If no number is specified or the number of Shares specified in this Form of Share Offer Acceptance is greater than the number of Shares held by you, this Form of Share Offer Acceptance will be returned to you for correction. Any corrected and valid Form of Share Offer Acceptance must be re-submitted and received by the Registrar on or before the latest time of acceptance of the Share Offer in order for it to be counted towards fulfilling the acceptance conditions.

附註: 請填上接納股份要約之股份總數。倘若本股份要約接納表格上並無註明股份數目，或表格上註明之股份數目多於閣下持有之股份數目，本股份要約接納表格將退回給閣下以作更正。任何經更正及有效之股份要約接納表格須於接納股份要約之最後限期或之前向過戶登記處再行提交且由過戶登記處收訖方可被視為滿足接納條件。

THIS FORM OF SHARE OFFER ACCEPTANCE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.

If you are in any doubt as to any aspect of this Form of Share 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 transferred all your Share(s), you should at once hand this Form of Share Offer Acceptance and the accompanying 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).

Yu Ming is making the Share Offer on behalf of the Offeror. The making of the Share Offer to the Independent Shareholders having registered addresses outside Hong Kong may be affected by the laws of the relevant jurisdictions. If you are a Shareholder who is a citizen or resident or national of jurisdictions outside Hong Kong, you should inform yourself about and observe all applicable legal and regulatory requirements. If you wish to accept the Share Offer, it is your responsibility to satisfy yourself as to the full observance of the laws and regulations of the relevant jurisdictions in connection therewith, including the obtaining of all governmental, exchange control or other consents which may be required and the compliance with all necessary formalities and regulatory or legal requirements. You will also be fully responsible for any such issue, transfer or other taxes or duties payable by you in respect of the acceptance of the Share Offer. The Offeror, the Company, their ultimate beneficial owners and parties acting in concert with any of them, Yu Ming, Alliance Capital, the Registrar or any of their respective directors or any persons involved in the Offers shall be entitled to be fully indemnified and held harmless by you for any taxes or duties as you may be required to pay. Acceptance of the Share Offer by you will constitute a warranty by you to the Offeror, Yu Ming and the Company that you have observed and are permitted under all applicable laws and regulations to receive and accept the Share 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 duties 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 Form of Share Offer Acceptance should be read in conjunction with the accompanying Composite Document.

HOW TO COMPLETE THIS FORM OF SHARE OFFER ACCEPTANCE

The Share Offer is unconditional. Shareholders are advised to read the Composite Document before completing this Form of Share Offer Acceptance. To accept the Share Offer made by Yu Ming on behalf of the Offeror to acquire your Shares at a cash price of HK\$1.08 per Share, you should complete and sign this Form of Share Offer Acceptance overleaf and forward this entire form, together with the relevant share certificate(s) and/or transfer receipt(s) and/or any other document(s) of title (and/or any satisfactory indemnity or indemnities required in respect thereof), for the whole or in respect of part of your holding of Share(s) or if applicable, for not less than the number of the Shares in respect of which you intend to accept the Share Offer, by post or by hand, to the Registrar, **Tricor Secretaries Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, marked "Asia Allied Share Offer" on the envelope, no later than 4:00 p.m. on Thursday, 2 February 2017 or such later time(s) and/or date(s) as the Offeror may determine and announce in accordance with the Takeovers Code.** The provisions of Appendix I to the Composite Document are incorporated into and form part of this Form of Share Offer Acceptance.

FORM OF SHARE OFFER ACCEPTANCE IN RESPECT OF THE SHARE OFFER

To: **The Offeror and Yu Ming**

1. My/Our execution of this Form of Share Offer Acceptance shall be binding on my/our successors and assignees, and shall constitute:
 - (a) my/our irrevocable acceptance of the Share Offer made by Yu Ming on behalf of the Offeror, as contained in the Composite Document, for the consideration and on and subject to the terms and conditions therein and herein mentioned, in respect of the number of Shares specified in this Form of Share Offer Acceptance;
 - (b) my/our irrevocable instruction and authority to each of the Offeror and/or Yu Ming or their respective agent(s) to collect from the Company or the Registrar on my/our behalf the share certificate(s) in respect of the Shares due to be issued to me/us in accordance with, and against delivery of, the enclosed transfer receipt(s) and/or other document(s) of title (if any) (and/or satisfactory indemnity or indemnities required in respect thereof), which has/have been duly signed by me/us and to deliver the same to the Registrar and to authorise and instruct the Registrar to hold such share certificate(s), subject to the terms and conditions of the Share Offer, as if it/they was/were delivered to the Registrar together with this Form of Share Offer Acceptance;
 - (c) my/our irrevocable instruction and authority to each of the Offeror and/or Yu Ming 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 Share Offer (less seller's ad valorem stamp duty payable by me/us in connection with my/our acceptance of the Share Offer), by ordinary post at my/our risk to the person named at the address stated below or, if no name and address is stated below, to me or the first-named of us (in the case of joint registered Shareholders) at the registered address shown in the register of members of the Company within seven (7) Business Days following the date of receipt of all the relevant documents by the Registrar to render the acceptance under the Share Offer complete and valid;
(Note: Insert name and address of the person to whom the cheque is to be sent if different from the registered Shareholder or the first-named of joint registered Shareholders.)
Name: (in BLOCK LETTERS)
Address: (in BLOCK LETTERS)
 - (d) my/our irrevocable instruction and authority to each of the Offeror and/or Yu Ming and/or such person or persons as any of them may direct for the purpose, on my/our behalf, to make and execute the contract note 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 Shares to be sold by me/us under the Share Offer and to cause the same to be stamped and to cause an endorsement to be made on this Form of Share Offer Acceptance in accordance with the provisions of that Ordinance;
 - (e) 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 Shares tendered for acceptance under the Share Offer to the Offeror or such person or persons as it may direct free from all liens, charges, options, claims, equities, adverse interests, third-party rights or encumbrances whatsoever and together with all rights accruing or attaching thereto, including, without limitation, the rights to receive dividends and other distributions declared, made or paid, if any, on or after the date of the Composite Document; and
 - (f) my/our agreement to ratify each and every act or thing which may be done or effected by the Offeror and/or Yu Ming and/or the Company or their respective agent(s) or such person or persons as any of them may direct on the exercise of any of the rights contained herein.
2. I/We understand that acceptance of the Share Offer by me/us will be deemed to constitute a warranty by me/us to the Offeror, Yu Ming and the Company that the Shares held by me/us to be acquired under the Share Offer are sold free from all liens, charges, options, claims, equities, adverse interests, third-party rights or encumbrances whatsoever and together with all rights accruing or attaching thereto, including, without limitation, the rights to receive dividends and other distributions declared, made or paid, if any, on or after the date of the Composite Document.
3. In the event that my/our acceptance is not valid, in accordance with the terms of the Share Offer, all instructions, authorisations and undertakings contained in paragraph 1 above shall cease in which event, I/we authorise and request you to return to me/us my/our Share certificate(s), and/or transfer receipt(s) and/or any other document(s) of title (and/or satisfactory indemnity or indemnities required in respect thereof), together with this form duly cancelled, by ordinary post at my/our own risk to the person and address stated in paragraph 1(c) above or, if no name and address is stated, to me or the first-named of us (in the case of joint registered Shareholders) at the registered address shown in the register of members of the Company.
Note: If you submit the transfer receipt(s) upon acceptance of the Share Offer and in the meantime the relevant share certificate(s) is/are collected by any of the Offeror and/or Yu Ming or any of their agent(s) from the Company or the Registrar on your behalf, you will be returned such share certificate(s) in lieu of the transfer receipt(s).
4. I/We enclose the relevant share certificate(s) and/or transfer receipt(s) and/or any other document(s) of title (and/or any satisfactory indemnity or indemnities required in respect thereof) for the whole/part of my/our holding of Shares which are to be held by you on the terms and conditions of the Share Offer.
5. I/We warrant and represent to the Offeror, Yu Ming and the Company that I am/we are the registered Shareholder(s) of the number of Shares specified in this Form of Share Offer Acceptance and I/we have the full right, power and authority to sell and pass the title and ownership of my/our Shares to the Offeror by way of acceptance of the Share Offer.
6. I/We warrant to the Offeror, Yu Ming and the Company that I/we have observed and am/are permitted under all applicable laws and regulations where my/our address is located as set out in the register of members of the Company to accept the Share Offer, and any revision thereof; and that I/we have obtained all requisite governmental, exchange control or other consents and made all registrations or filings required in compliance with all necessary formalities and regulatory or legal requirements; and that I/we have paid all issue, transfer or other taxes or duties 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, Yu Ming 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 as set out in the register of members of the Company in connection with my/our acceptance of the Share Offer.
8. I/We acknowledge that, save as expressly provided in the Composite Document and this Form of Share Offer Acceptance, all the acceptances, instructions, authorities and undertakings hereby given shall be irrevocable.
9. I/We acknowledge that my/our Shares sold to the Offeror by way of acceptance of the Share Offer will be registered under the name of the Offeror or its nominee.
10. I/We understand that no acknowledgement of receipt of any Form of Share Offer Acceptance, share certificate(s) and/or transfer receipt(s) and/or any other document(s) of title (and/or any satisfactory indemnity or indemnities required in respect thereof) will be given. I/We further understand that all documents will be sent by ordinary post at my/our own risk.

For the avoidance of doubt, neither Hong Kong Securities Clearing Company Limited nor HKSCC Nominees Limited will give, or be subject to, any of the above representations or warranties.

本股份要約接納表格乃重要文件，閣下須即時處理。

閣下如對本股份要約接納表格任何方面或應採取之行動有任何疑問，應諮詢閣下之持牌證券商或註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。

閣下如已將名下之股份全部售出或轉讓，應立即將本股份要約接納表格連同隨附之綜合文件一併送交買主或承讓人，或經手買賣或轉讓之銀行、持牌證券商、註冊證券機構或其他代理，以便轉交買主或承讓人。

禹銘正代表要約人提出股份要約。向註冊地址位於香港境外的獨立股東提出股份要約或會受到有關司法管轄區之法例影響。倘閣下為香港以外司法管轄區的公民或居民或國民的股東，閣下應自行了解及遵守所有適用法律及監管規定。閣下如欲接納股份要約，須自行信納全面遵守有關司法管轄區之相關法律及法規，包括獲得一切所需之政府、外匯管制或其他方面之同意，並遵守一切所需手續及監管或法律規定。閣下亦將須就接納股份要約應付之任何有關發行費、轉讓費或其他稅項或徵費負責。要約人、本公司、彼等之最終實益擁有人及彼等之任何一致行動人士、禹銘、同人融資、過戶登記處或彼等各自的任何董事或參與該等要約的任何人士有權就閣下被要求支付之任何稅項或徵費獲得閣下全面的彌償及毋須承擔任何責任。閣下接納股份要約，即構成閣下向要約人、禹銘及本公司保證閣下已遵守所有適用法律及法規以及根據所有適用法律及法規獲允許接收及接納股份要約及其任何修訂，而閣下已根據一切必要手續及遵守監管或法律規定取得一切所需之政府、外匯管制或其他方面之同意，並已支付閣下於任何地區接納而應付之所有發行費、轉讓費或其他稅項或徵費或其他所需款項，而有關接納將根據一切適用法律及法規屬有效及具約束力。

本股份要約接納表格應連同隨附之綜合文件一併閱覽。

本股份要約接納表格之填寫方法

股份要約為無條件。股東於填寫本股份要約接納表格前，務請先閱讀綜合文件。為接納禹銘代表要約人按每股股份1.08港元之現金價格收購閣下之股份所提出之股份要約，請填妥及簽署本股份要約接納表格背頁，並將整份表格，連同就閣下所持之所有或部分股份或(如適用)不少於閣下接納股份要約之股份數目之有關股票及/或過戶收據及/或任何其他所有權文件(及/或任何就此所需之一份或多份令人信納的彌償保證書)，一併以郵寄或專人送交方式盡快送抵過戶登記處卓佳秘書商務有限公司，地址為香港皇后大道東183號合和中心22樓(於信封註明「亞洲聯合股份要約」)，無論如何不得遲於2017年2月2日(星期四)下午四時正，或要約人根據收購守則所釐定及公佈之較後時間及/或日期。綜合文件附錄一之條文已載入並構成本股份要約接納表格之一部分。

股份要約之股份要約接納表格

致：要約人及禹銘

1. 本人/吾等一經簽立本股份要約接納表格，本人/吾等之承繼人及受讓人將受此約束，並表示：

- 本人/吾等不可撤回地就本股份要約接納表格上所註明數目之股份，按照及根據綜合文件及本股份要約接納表格所述之代價、條款及條件接納綜合文件所載由禹銘代表要約人提出之股份要約；
- 本人/吾等不可撤回地指示及授權要約人及/或禹銘或彼等各自任何代理，各自代表本人/吾等交付隨附經本人/吾等正式簽署之過戶收據及/或其他所有權文件(如有)(及/或就此所需任何令人信納之一份或多份彌償保證書)，憑此向本公司或過戶登記處領取本人/吾等就股份應獲發之股票，並將有關股票送交過戶登記處，以及授權及指示過戶登記處按照及根據股份要約之條款及條件持有該等股票，猶如該等股票已連同本股份要約接納表格一併交回過戶登記處論；
- 本人/吾等不可撤回地指示及授權要約人及/或禹銘或彼等各自之代理，各自就本人/吾等根據股份要約之條款應得之現金代價(扣除本人/吾等有關本人/吾等接納股份要約應付之賣方從價印花稅)，以「不得轉讓一只准入抬頭人賬戶」方式向本人/吾等開出劃線支票，然後於過戶登記處接獲一切有關文件致使股份要約項下之接納為完整及有效之日之後七(7)個營業日內，按以下地址以普通郵遞方式寄予以下人士；如無填上姓名及地址，則按本公司之股東名冊所示登記地址，寄予本人或吾等當中之名列首位者(如屬聯名登記股東)，郵誤風險概由本人/吾等自行承擔；

(附註：如收取支票之人士並非登記股東或名列首位之聯名登記股東，則請在本欄填上該名人士之姓名及地址。)

姓名：(請用正楷填寫).....

地址：(請用正楷填寫).....

- 本人/吾等不可撤回地指示及授權要約人及/或禹銘及/或彼等其中一方可能就此指定之人士，代表本人/吾等以根據股份要約出售股份之賣方身份，訂立及簽署香港法例第117章印花稅條例所規定須訂立及簽署之買賣單據，並根據該條例規定在本股份要約接納表格加蓋印花及背書證明；
- 本人/吾等承諾於必需或適當時簽立其他文件並採取其他行動，以進一步確保本人/吾等根據股份要約之接納轉讓予要約人或其可能指定之該名或該等人士之股份，乃免除一切留置權、抵押、選擇權、索償、衡平權、不利權益、第三方權利或產權負擔，並連同就此產生或附帶之一切權利，包括但不限於收取綜合文件日期或之後所宣派、作出或派付之股息及其他分派(如有)之權利；及
- 本人/吾等同意追認要約人及/或禹銘及/或本公司或彼等各自之代理或彼等任何一方可能指定之該名或該等人士，於行使本表格所載任何權利時所作出或進行之任何行動或事宜。

2. 本人/吾等明白本人/吾等提交股份要約接納書，將被視為表示本人/吾等向要約人、禹銘及本公司保證，本人/吾等所持將根據股份要約被收購之股份，於出售時乃不連一切留置權、抵押、選擇權、索償、衡平權、不利權益、第三方權利或產權負擔，並連同就此產生或附帶之一切權利，包括但不限於收取綜合文件日期或之後所宣派、作出或派付之股息及其他分派(如有)之權利。

3. 倘若根據股份要約之條款，本人/吾等之接納書無效，則上文第1段所載一切指示、授權及承諾均告終止，在此情況，本人/吾等授權並要求閣下將本人/吾等之股票及/或過戶收據及/或任何其他所有權文件(及/或就此所需之可信納之一份或多份彌償保證書)，連同已正式註銷之本表格一併寄回上述第1(c)段列明之人士及地址；如無填上姓名及地址，則按股東名冊所示登記地址，以普通郵遞方式寄回本人或吾等當中之名列首位者(如屬聯名登記股東)，郵誤風險概由本人/吾等自行承擔。

附註：閣下於接納股份要約時提交過戶收據，而與此同時任何要約人及/或禹銘或彼等任何代理已代表閣下向本公司或過戶登記處領取有關股票，則閣下將獲發還有關股票，而並非上述過戶收據。

4. 本人/吾等茲附上本人/吾等所持全部/部分股份之有關股票及/或過戶收據及/或任何其他所有權文件(及/或就此所需任何令人可信納之一份或多份彌償保證書)，由閣下按照股份要約之條款及條件予以保存。

5. 本人/吾等向要約人、禹銘及本公司保證及表明，本人/吾等為本股份要約接納表格指定股份數目之登記股東，而本人/吾等擁有全部權利、權力及權限，透過接納股份要約之方式向要約人出售及轉讓本人/吾等所持股份之所有權及擁有權。

6. 本人/吾等向要約人、禹銘及本公司保證，本人/吾等已遵守本人/吾等於本公司股東名冊所列地址當地之所有適用法律及法規以及根據所有適用法律及法規獲允許接納股份要約及其任何修訂；而本人/吾等已取得一切所需政府、外匯管制或其他方面之同意，及作出所有必要手續或遵守監管或法律規定所規定之一切登記或存檔；且本人/吾等已支付本人/吾等就該接納應付之所有發行費、轉讓費或其他稅項或徵費或其他所需款項；而有關接納將根據一切適用法律及法規屬有效及具約束力。

7. 本人/吾等向要約人、禹銘及本公司保證，本人/吾等須就支付本人/吾等於本公司股東名冊所示地址所在司法管轄區關於本人/吾等接納股份要約應付之任何轉讓費或其他稅項或徵費承擔全部責任。

8. 本人/吾等確認，除非綜合文件及本股份要約接納表格有明文規定，藉本表格所規定的一切接納、指示、權力及承擔均不可撤回。

9. 本人/吾等確認以接納股份要約之方式售予要約人之本人/吾等之股份將以任何一名要約人或其代理人義登記。

10. 本人/吾等明白將不會就任何股份要約接納表格、股票及/或過戶收據及/或任何其他所有權文件(及/或就此所需之任何令人信納之一份或多份彌償保證書)獲發收據。本人/吾等亦明白所有文件將以普通郵遞方式寄出，郵誤風險概由本人/吾等自行承擔。

為免引起疑問，香港中央結算有限公司及香港中央結算(代理人)有限公司均不會作出上述任何聲明及保證，亦不受其限制。

PERSONAL DATA

Personal Information Collection Statements

This personal information collection statement informs you of the policies and practices of the Offeror, Yu Ming, the Company and the Registrar and in relation to personal data and the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) (the "Ordinance").

1. Reasons for the collection of your personal data

To accept the Share Offer for your Share(s), you must provide the personal data requested. Failure to supply the requested data may result in the processing of your acceptance being rejected or delayed. It may also prevent or delay the despatch of the consideration to which you are entitled under the Share Offer.

2. Purposes

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

3. Transfer of personal data

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

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

4. Retention of Personal Data

The Offeror and/or Yu Ming and/or the Company and/or the Registrar 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 to and correction of personal data

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

BY SIGNING THIS FORM OF SHARE 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、禹銘、本公司及過戶登記處及有關個人資料及香港法例第486章個人資料(私隱)條例(「該條例」)之政策及慣例。

1. 收集閣下個人資料之原因

倘閣下欲就閣下之股份而接納股份要約，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股份要約應得之代價。

2. 用途

閣下於本股份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遵循本股份要約接納表格及綜合文件載列之條款及申請手續；
- 登記以閣下名義發出之股份之轉讓；
- 保存或更新有關之股東名冊；
- 核實或協助核實簽名，以及進行任何其他資料核實或交換；
- 發佈要約人及/或本公司及/或彼等各自之代理、高級人員、顧問及過戶登記處之通訊；
- 編製統計資料及股東之資料；
- 確立股東之獲益權利；
- 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、本公司或過戶登記處業務之任何其他用途；及
- 有關上文所述任何其他附帶或關連用途及/或令要約人及/或禹銘及/或本公司及/或過戶登記處得以履行彼/彼等對股東及/或適用法規項下之責任，及股東可能不時同意或獲悉之其他用途。

3. 轉交個人資料

本股份要約接納表格提供之個人資料將會保密，惟要約人及/或禹銘及/或本公司及/或過戶登記處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，尤其彼等可能向或自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、禹銘、本公司及/或其任何代理、高級職員及顧問、過戶登記處及海外主要股份登記處(如有)；
- 為要約人及/或禹銘及/或本公司及/或過戶登記處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；
- 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、持牌證券商或註冊證券機構；及
- 要約人及/或禹銘及/或本公司及/或過戶登記處認為必需或適當情況之任何其他個人或機構。

4. 個人資料的保留

要約人及/或禹銘及/或本公司及/或過戶登記處將按收集個人資料之用途需要保留本表格內提供之個人資料。無需保留之個人資料將會根據該條例銷毀或處理。

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/或禹銘及/或本公司及/或過戶登記處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/或禹銘及/或本公司及/或過戶登記處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、禹銘、本公司或過戶登記處(視情況而定)。

閣下一經簽署本股份要約接納表格即表示同意上述所有條款。