

**MMG LIMITED****五礦資源有限公司***(Incorporated in Hong Kong with limited liability)*  
**(Stock Code: 1208)***Share Registrar:*  
Computershare Hong Kong  
Investor Services Limited  
Shops 1712-1716  
17th Floor, Hopewell Centre  
183 Queen's Road East, Wanchai  
Hong Kong*Registered Office:*  
Unit 1208, 12/F  
China Minmetals Tower  
79 Chatham Road South  
Tsimshatsui  
Kowloon  
Hong Kong**RIGHTS ISSUE OF MMG LIMITED OF 3,465,432,486  
RIGHTS SHARES AT THE SUBSCRIPTION PRICE OF HK\$2.62 EACH  
ON THE BASIS OF  
2 RIGHTS SHARES FOR EVERY  
5 EXISTING SHARES HELD ON THE RECORD DATE  
PAYABLE IN FULL ON APPLICATION NOT LATER THAN  
4:00 P.M. ON FRIDAY, 5 JULY 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 applied for

**BOX A** Total subscription monies paid for the Excess Rights Shares<sup>(Note)</sup>**BOX B**  
**HK\$** Note: All remittances must be made in Hong Kong dollars and cheques must be drawn on an account with, or cashier's orders must be issued by, a licensed bank in Hong Kong and made payable to "MMG LIMITED – EXCESS APPLICATION ACCOUNT" and crossed "Account Payee Only". All cheques and cashier's orders will be presented for payment immediately following receipt.To: The Directors  
**MMG Limited**

Dear Sirs,

I/We, being the Qualifying Shareholder(s) (excluding PRC Stock Connect Investors) named above, hereby irrevocably apply for excess Rights Share(s) (write the number of shares in Box A) at the Subscription Price of HK\$2.62 per Rights Share under the Rights Issue in respect of which I/we enclose a separate remittance in favour of "MMG LIMITED – EXCESS APPLICATION ACCOUNT" and crossed "Account Payee Only" issued for HK\$ (write the full amount in Box B) being payment in full on application for the aforementioned 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 my/our address on the register of members of the Company above my/our share certificate(s) for the number of excess Rights Shares as may be allotted to me/us in respect of this application and/or a cheque for any application money refundable to me/us. I/We understand that the Company will, upon consultation with the Joint Underwriters, allocate the excess Rights Shares at their discretion, subject to the compliance with the Listing Rules and the applicable laws and regulations of the relevant jurisdictions on a fair and equitable basis and on the principle that any excess Rights Shares will be allocated to Qualifying Shareholders (excluding PRC Stock Connect Investors) who apply for them on a pro rata basis by reference to the number of excess Rights Shares applied for, but no reference will be made to the number of Rights Shares applied for under a Provisional Allotment Letter or the existing number of Shares held by Qualifying Shareholders. The Company will also disregard such number of Rights Shares applied for through EAFs of China Minmetals H.K. (Holdings) Limited and its associates in excess of the difference between the total number of Rights Shares and the Undertaken Shares. If the aggregate number of Rights Shares not taken up by the Qualifying Shareholders under Provisional Allotment Letters is greater than the aggregate number of excess Rights Shares applied for through Excess Application Forms, the Directors will allocate in full to each Qualifying Shareholder (excluding PRC Stock Connect Investors) the number of excess Rights Shares applied for under the Excess Application Forms. No preference will be given to topping up odd lots to whole board lots. In applying the above principles, reference will only be made to the number of excess Rights Shares being applied for.

Beneficial Owners whose shares are held by a Registered Owner, or which are held in CCASS, should note that the Board will regard the Registered Owner (including HKSCC Nominees Limited) as a single Shareholder on the register of members of the Company. Accordingly, Beneficial Owners whose shares are registered in the name of a Registered Owner, or which are held in CCASS, should note that the aforesaid arrangement in relation to the allocation of excess Rights Shares will not be extended to them individually. 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 out in the Prospectus and subject to the articles of association of the Company. In respect of any additional 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 Tel. no.: \_\_\_\_\_



**MMG LIMITED**  
**五礦資源有限公司**

(於香港註冊成立之有限公司)  
(股份代號：1208)

五礦資源有限公司  
按於記錄日期

每持有五股現有股份獲發兩股供股股份之基準以  
認購價每股**2.62**港元發行**3,465,432,486**股供股股份  
股款須於二零二四年七月五日(星期五)下午四時正前  
於申請時全數繳足

**額外申請表格**

股份過戶登記處：  
香港中央證券登記有限公司  
香港  
灣仔皇后大道東183號  
合和中心17樓  
1712-1716號舖

註冊辦事處：  
香港  
九龍  
尖沙咀  
漆咸道南79號  
中國五礦大廈  
12樓1208室

合資格股東姓名及地址(中國港股通投資者除外)

只有本欄所指定之合資格股東有權申請。

所申請額外供股股份總數目

甲欄

額外供股股份的應繳認購股款總額(附註)

乙欄  
港元

附註：所有股款須以港元繳付，及有關支票或銀行本票須由香港持牌銀行賬戶開出或發出，並註明抬頭人為「**MMG LIMITED – EXCESS APPLICATION ACCOUNT**」，且須以「**只准入抬頭人賬戶**」劃線方式開出。所有支票及銀行本票將於收訖後隨即過戶。

致：五礦資源有限公司  
列位董事 台照

敬啟者：

本人/吾等為上文列示之合資格股東(不包括中國港股通投資者)，現謹不可撤回地根據供股以認購價每股供股股份2.62港元申請認購(填寫於甲欄的股份數目)額外供股股份，並隨附以「**MMG LIMITED – EXCESS APPLICATION ACCOUNT**」為抬頭人，並劃線註明「**只准入抬頭人賬戶**」獨立開出之(填寫於乙欄之總金額)港元股款，以支付申請上述額外供股股份數目的全數款項。本人/吾等謹要求閣下配發本人/吾等所申請(或任何較少數目)的額外供股股份予本人/吾等，並按本人/吾等於貴公司股東登記冊上的地址將本人/吾等就本認購申請所獲配發的額外供股股份數目的股票及/或任何有關申請款項的退款支票以平郵方式寄予本人/吾等，郵誤風險概由本人/吾等承擔。本人/吾等明白貴公司經諮詢聯席包銷商後，將遵從上市規則及相關司法權區的適用法律法規酌情按公平合理原則分配額外供股股份，原則為任何額外供股股份將參照彼等所申請額外供股股份之數目按比例分配予合資格股東(不包括中國港股通投資者)，但不會參考以暫定配額通知書申請之供股股份數目或合資格股東所持有現有股份數目。貴公司亦將不會計及中國五礦香港控股有限公司及其聯繫人透過額外申請表格申請的超出供股股份總數與承諾股份之差額的供股股份數目。倘未獲合資格股東以暫定配額通知書承購之供股股份總數高於透過額外申請表格申請之額外供股股份總數，董事將向各合資格股東(不包括中國港股通投資者)悉數分配透過額外申請表格申請之額外供股股份數目。就將碎股湊合為完整買賣單位而提出之申請不獲優先處理。就上述原則而言，僅會參考所申請額外供股股份數目。

由登記擁有人或透過中央結算系統持有股份之實益擁有人務請注意，董事會按照本公司之股東登記冊視登記擁有人(包括香港中央結算(代理人)有限公司)為單一股東。因此，以登記擁有人名義登記或透過中央結算系統持有股份之實益擁有人務須注意，上述分配額外供股股份之安排將不會個別適用於彼等。本人/吾等謹此承諾按照上述供股章程所載條款，並在貴公司之組織章程細則規限下接納可能配發予本人/吾等之額外供股股份數目。本人/吾等就任何獲配發之額外供股股份授權貴公司將本人/吾等之姓名/名稱列入貴公司之股東登記冊，作為該等供股股份之持有人。

⇒ 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 MMG Limited (the “**Company**”) dated 20 June 2024 in relation to the Rights Issue. Terms defined in the Prospectus shall have the same meanings when used herein unless the context otherwise requires.

**THIS EXCESS APPLICATION FORM (“THIS EAF”) IS VALUABLE BUT IS NOT TRANSFERABLE AND IS FOR THE USE ONLY BY THE QUALIFYING SHAREHOLDER(S) (EXCLUDING PRC STOCK CONNECT INVESTORS) NAMED BELOW WHO WISH(ES) TO APPLY FOR EXCESS RIGHTS SHARES IN ADDITION TO THOSE RIGHTS SHARES PROVISIONALLY ALLOTTED TO HIM/HER/IT/THEM UNDER THE RIGHTS ISSUE. THE OFFER CONTAINED IN THIS EAF AND THE ACCOMPANYING PROVISIONAL ALLOTMENT LETTER (THE “PAL”) EXPIRES AT 4:00 P.M. ON FRIDAY, 5 JULY 2024 (OR SUCH LATER DATE AND/OR TIME AS MENTIONED IN THE PARAGRAPH HEADED “EFFECT OF BAD WEATHER” 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 OR OTHER REGISTERED DEALER IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISERS.

A copy of the Prospectus, together with copies of the PAL and this EAF and copies of the documents specified in the paragraph headed “17. DOCUMENTS DELIVERED TO THE REGISTRAR OF COMPANIES” in Appendix IV of the Prospectus, have been registered by the Registrar of Companies in Hong Kong as required by Section 38D of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong). The Registrar of Companies in Hong Kong, HKEX and the SFC take no responsibility as to the contents of any of the documents referred to above.

Dealings in the Shares and Rights Shares in their nil-paid and fully-paid forms may be settled through CCASS operated by HKSCC and you should consult your stockbroker or other registered dealer 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.

Hong Kong Exchanges and Clearing Limited, HKEX 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.

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 HKEX, as well as compliance with the stock admission requirements of HKSCC, the Rights Shares in both 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 commencement dates of dealings in the Rights Shares in their nil-paid and fully-paid forms on HKEX, respectively or such other date as determined by HKSCC. Settlement of transactions between participants of HKEX on any trading day is required to take place in CCASS on the second trading day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

The Rights Issue is conditional upon (i) the Underwriting Agreement becoming unconditional upon the fulfilment of the conditions as set out in “Letter from the Board — Rights Issue — Conditions of the Rights Issue” of the Prospectus and not being terminated in accordance with its terms; and (ii) there not having occurred any event which would prevent the Rights Issue from becoming unconditional. If the Rights Issue does not become unconditional, the Rights Issue will not proceed and the Company will make an announcement at the relevant time.

The Joint Underwriters have the right under the Underwriting Agreement to rescind or terminate the Underwriting Agreement by notice in writing to the Company at any time prior to 4:00 p.m. on the Latest Time for Termination, in certain circumstances set out in the Underwriting Agreement. Details of the circumstances in which the Joint Underwriters have the right to terminate the Underwriting Agreement are set out in the section headed “Termination of the Underwriting Agreement” in the Prospectus.

If prior to the Latest Time for Termination the Joint Underwriters terminate the Underwriting Agreement, the Rights Issue will not proceed.

## 重要提示

茲提述五礦資源有限公司(「本公司」)就供股所刊發日期為二零二四年六月二十日之章程(「供股章程」)。除文義另有所指外，供股章程所界定詞彙與本表格所採用者具有相同涵義。

本額外申請表格(「本額外申請表格」)乃有價值但不可轉讓，僅供名列下文且有意申請其於供股項下獲暫定配發之供股股份以外之額外供股股份之合資格股東(不包括中國港股通投資者)使用。本額外申請表格及隨附之暫定配額通知書(「暫定配額通知書」)所述要約將於二零二四年七月五日(星期五)下午四時正(或下文「惡劣天氣之影響」一段所述之較後日期及／或時間)截止。

閣下如對本額外申請表格之任何方面或應採取的行動有任何疑問，應諮詢閣下的股票經紀或其他註冊證券交易商、銀行經理、律師、專業會計師或其他專業顧問。

供股章程連同暫定配額通知書、本額外申請表格及供股章程附錄四「17. 送呈公司註冊處處長之文件」一段所述之文件，已遵照香港法例第32章《公司(清盤及雜項條文)條例》第38D條之規定送呈香港公司註冊處處長登記。香港公司註冊處處長、香港聯交所及證監會對上文所述之任何文件之內容概不負責。

股份及供股股份以未繳股款及繳足股款形式之買賣可透過香港結算營運之中央結算系統進行交收，有關該等交收安排之詳情以及該等安排對閣下之權利及權益可能造成之影響，敬請諮詢閣下之股票經紀或其他註冊證券交易商、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、香港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倚賴該等內容而引致之任何損失承擔任何責任。

倘未繳股款及繳足股款供股股份獲准於香港聯交所上市及買賣，並符合香港結算之證券收納規定，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，自未繳股款及繳足股款供股股份各自於香港聯交所開始買賣日期或於香港結算指定之有關其他日期起，可於中央結算系統內寄存、結算及交收。香港聯交所參與者之間於任何交易日進行的交易必須於其後第二個交易日在中央結算系統交收。於中央結算系統進行之所有活動均須依據不時有效之《中央結算系統一般規則》及《中央結算系統運作程序規則》進行。

供股須待：(i) 包銷協議於達成供股章程的「董事會函件－供股－供股之條件」所載的條件後成為無條件，且未有根據其條款終止；及(ii) 並無發生任何阻礙供股成為無條件的事件，方告作實。倘供股未能成為無條件，則將不會進行，本公司將於相關時間作出公佈。

根據包銷協議，倘發生包銷協議載列之若干情況，聯席包銷商有權於最後終止時間下午四時正前之任何時間向本公司發出書面通知撤銷或終止包銷協議。聯席包銷商有權終止包銷協議之情況詳情載於供股章程「終止包銷協議」一節。

倘聯席包銷商於最後終止時間前終止包銷協議，則供股將不會進行。

**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.**

**NO ACTION HAS BEEN TAKEN TO PERMIT THE OFFERING OF THE RIGHTS SHARES, OR THE DISTRIBUTION OF THE PROSPECTUS DOCUMENTS IN ANY TERRITORY OR JURISDICTION OUTSIDE OF HONG KONG.**

**DISTRIBUTION OF THE PROSPECTUS DOCUMENTS INTO JURISDICTIONS OTHER THAN HONG KONG MAY BE RESTRICTED BY LAW. PERSONS INTO WHOSE POSSESSION THE PROSPECTUS DOCUMENTS COME SHOULD INFORM THEMSELVES OF AND OBSERVE ANY SUCH RESTRICTIONS. THE PROSPECTUS DOCUMENTS ARE NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES OR ANY OTHER JURISDICTION IN WHICH SUCH RELEASE, PUBLICATION OR DISTRIBUTION IS UNLAWFUL. THE PROSPECTUS DOCUMENTS ARE FOR INFORMATION PURPOSES ONLY AND DO NOT CONSTITUTE OR FORM PART OF AN OFFER TO SELL OR A SOLICITATION OF AN OFFER TO BUY ANY SECURITIES IN ANY JURISDICTION IN WHICH SUCH AN OFFER OR SOLICITATION IS UNLAWFUL. THE PROSPECTUS DOCUMENTS, THE NIL PAID RIGHTS AND THE RIGHTS SHARES HAVE NOT BEEN REGISTERED UNDER THE U.S. SECURITIES ACT OR THE LAWS OF ANY STATE IN THE UNITED STATES, AND MAY NOT BE OFFERED OR SOLD WITHIN THE UNITED STATES, ABSENT REGISTRATION OR AN EXEMPTION FROM THE REGISTRATION REQUIREMENTS OF THE U.S. SECURITIES ACT AND APPLICABLE STATE LAWS. THE SECURITIES DESCRIBED HEREIN ARE BEING OFFERED AND SOLD SOLELY OUTSIDE THE UNITED STATES IN OFFSHORE TRANSACTIONS IN RELIANCE ON REGULATION S (AS DEFINED IN THE PROSPECTUS). THERE IS NO INTENTION TO CONDUCT A PUBLIC OFFERING OF SECURITIES IN THE UNITED STATES.**

Shareholders should note that the Shares have been dealt in on an ex-rights basis on HKEX from Tuesday, 11 June 2024. The Nil Paid Rights will be dealt in from Monday, 24 June 2024 to Tuesday, 2 July 2024 (both days inclusive).

Any dealings in the Shares from the date of the Prospectus up to the date on which all the conditions of the Rights Issue are fulfilled, which is currently expected to be 4:00 p.m. on Thursday, 11 July 2024, and any dealings in the Nil Paid Rights between Monday, 24 June 2024 to Tuesday, 2 July 2024 (both days inclusive) are accordingly subject to the risk that the Rights Issue may not become unconditional or may not proceed. Shareholders and potential investors should therefore exercise caution when dealing in the Shares or Nil Paid Rights, and if they are in any doubt about their position, they are recommended to consult their professional advisers.

This EAF should be completed and lodged, together with payment as to HK\$2.62 per Rights Share for the number of excess Rights Shares applied for, with the Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, so as to be received not later than 4:00 p.m. on Friday, 5 July 2024 (or such later date and/or time as mentioned in the paragraph headed "Effect of Bad Weather" below). All remittances must be made in Hong Kong dollars and must be forwarded either by cheque drawn on a Hong Kong dollar bank account with a licensed bank in Hong Kong or by a separate cashier's order issued by a licensed bank in Hong Kong. All such cheques or cashier's orders must be made payable to "**MMG LIMITED – EXCESS APPLICATION ACCOUNT**" and crossed "**Account Payee Only**". If you have questions in relation to this EAF, please telephone the Shareholder hotline on (852) 2862 8555 [during business hours from 9:00 a.m. to 6:00 p.m., Monday to Friday (other than Hong Kong public holidays)].

All cheques and cashier's orders will be presented for payment immediately following receipt and all interest earned on such monies will be retained for the benefit of the Company. Completion and lodgement of this EAF together with a cheque or cashier's order in payment for the excess Rights Shares applied for will constitute a warranty by the applicant that the cheque or cashier's order will be honoured on first presentation. Any EAF in respect of which the accompanying cheque or cashier's order is dishonoured on first presentation is liable to be rejected. Shareholders are not guaranteed to be allotted all or any of the excess Right Shares applied for.

本額外申請表格不會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、發佈或分發。

概無採取任何行動以允許於香港境外任何地區或司法權區提呈發售供股股份或派發供股章程文件。

向香港以外司法權區派發供股章程文件或會受法律限制。獲得供股章程文件之人士須自行了解並且遵守任何該等限制。供股章程文件不得直接或間接於或向美國(定義見供股章程)或發佈、刊發或派發供股章程文件屬違法的任何其他司法權區發佈、刊發或派發。供股章程文件僅供參考，並不構成或組成在有關要約或招攬屬違法的任何其他司法權區出售任何證券的要約或招攬購買任何證券的要約的一部分。供股章程文件、未繳款供股權及供股股份並無根據美國證券法或美國任何州之證券法登記，亦不會於未作登記或未獲豁免遵守美國證券法及適用州分法例之登記規定之情況下於美國境內提呈發售或出售。本表格所述證券僅根據S規例(定義見供股章程)在美國境外以離岸交易方式提呈發售及出售。證券無意於美國進行公開發售。

股東須注意，股份已由二零二四年六月十一日(星期二)起於香港聯交所以除權基準買賣。未繳款供股權將於二零二四年六月二十四日(星期一)至二零二四年七月二日(星期二)(包括首尾兩日)止期間內買賣。

於供股章程日期直至供股之所有條件達成當日(目前預期為二零二四年七月十一日(星期四)下午四時正)止期間內買賣股份，及於二零二四年六月二十四日(星期一)至二零二四年七月二日(星期二)(包括首尾兩日)期間買賣未繳款供股權，須承擔供股未必成為無條件或未必進行之風險。因此，股東及有意投資者於買賣股份或未繳款供股權時，務請審慎行事。倘彼等對其本身之情況有任何疑問，務請諮詢其專業顧問。

填妥本額外申請表格後，連同按所申請額外供股股份數目支付每股供股股份2.62港元的認購款項，須於二零二四年七月五日(星期五)下午四時正(或下文「惡劣天氣之影響」一段所述之較後日期及/或時間)前交回股份過戶登記處香港中央證券登記有限公司，地址為香港灣仔皇后大道東183號合和中心17樓1712-1716號舖。所有股款須以港元繳付，並以香港持牌銀行港元戶口開出的支票或以香港持牌銀行發出的獨立銀行本票支付。所有此等支票或銀行本票均須註明抬頭人為「**MMG LIMITED - EXCESS APPLICATION ACCOUNT**」，並以「**只准入抬頭人賬戶**」方式劃線開出。閣下如對本額外申請表格有任何疑問，請於辦公時間(星期一至星期五上午九時正至下午六時正，香港公眾假期除外)內致電股東熱線(852) 2862 8555。

所有支票及銀行本票將緊隨收取後即時過戶，而自有關款項產生之所有利息將撥歸本公司所有。填妥並遞交本額外申請表格連同支付所申請額外供股股份股款之支票或銀行本票將構成申請人之保證，支票或銀行本票將於首次過戶時獲兌現。倘隨附之支票或銀行本票於首次過戶時未能兌現，則任何有關之額外申請表格可遭拒絕受理。概不保證股東將獲配發所申請之全部或任何額外供股股份。

## **DISTRIBUTION OF THIS EAF AND THE OTHER PROSPECTUS DOCUMENTS**

This EAF shall only be sent to the Qualifying Shareholders (excluding PRC Stock Connect Investors).

Distribution of this EAF and the other Prospectus Documents into jurisdictions other than Hong Kong may be restricted by law. Persons who come into possession of this EAF or any of the other Prospectus Documents (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 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.

The Prospectus Documents will not be registered under the applicable securities legislation of any jurisdiction other than (i) the PRC, in accordance with the CSRC Notice with the approval from HKEX for the listing of the Rights Shares (in nil-paid and fully-paid forms) having been obtained; and (ii) Hong Kong.

## **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 Wednesday, 19 June 2024 and not be a Non-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/it must not seek to apply for any excess Rights Shares under this EAF unless the Company and the Joint Underwriters determine 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.

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.

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 "NOTICE" in the Prospectus. If any Overseas Shareholder is in any doubt about his/her/its position, they are recommended to consult their own professional advisors.

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供股章程文件

本額外申請表格只可向合資格股東寄發(不包括中國港股通投資者)。

派發本額外申請表格及其他供股章程文件至香港以外的司法權區可能受法律限制。取得本額外申請表格或任何其他供股章程文件的人士(包括(但不限於)代理、託管商、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，請即諮詢合適之專業顧問。尤其是，本額外申請表格及其他供股章程文件不應在、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，則本公司保留拒絕其接納或有關申請之權利。

供股章程文件將不會根據(i)中國(根據中國證監會通告，供股股份(以未繳股款及繳足股款形式)上市已取得香港聯交所之批准)；及(ii)香港以外任何司法權區之適用證券法例註冊。

## 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，股東須於二零二四年六月十九日(星期三)為本公司之登記股東，且並非不合資格股東。

收到本額外申請表格及／或任何其他供股章程文件並不(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／或其他供股章程文件須視為僅供參照處理，亦不應複製或轉發。任何人(包括(但不限於)代理、託管商、代名人及受託人)如收到本額外申請表格及／或任何其他供股章程文件，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款供股權。倘若任何人或其代理或代名人在任何有關地區收到額外申請表格，其不可尋求根據本額外申請表格申請任何額外供股股份，除非本公司及聯席包銷商決定，有關作為不會導致違反適用法律或規管規定，則作別論。任何人(包括(但不限於)代理、託管商、代名人及受託人)如將本額外申請表格或任何其他供股章程文件在、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。

身處香港境外的任何人士(包括(但不限於)代理、託管商、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，包括取得任何規定的政府或其他同意、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。

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供股章程文件有任何其他規定，倘若本公司按其全權酌情決定信納有關交易已獲豁免遵守導致有關限制之法規或規例或不受其限，本公司保留權利容許任何股東申請額外供股股份。



## REPRESENTATIONS AND WARRANTIES

By completing, signing and submitting this EAF, each subscriber of Rights Shares being offered and sold outside the U.S. hereby represents and warrants to the Company and the Joint Underwriters and to any person acting on their behalf, unless in their sole discretion the Company and the Joint Underwriters waive such requirement that:

- he/she/it was a Qualifying Shareholder as at 5:00 p.m. on the Record Date, or he/she/it lawfully acquired or may lawfully acquire the Nil Paid Rights, directly or indirectly, from such a person;
- he/she/it may lawfully be offered, take up, obtain, subscribe for and receive the Nil Paid Rights and/or the Rights Shares in the jurisdiction in which he/she/it resides or is currently located;
- he/she/it is not resident or located in, or a citizen of the U.S. or any other territory where, in each case, it would be unlawful to extend the Rights Issue;
- he/she/it is not accepting an offer to acquire or take up the Nil Paid Rights or Rights Shares on a non-discretionary basis for a person who is resident or located in, or a citizen of the U.S. or any other territory where, in each case, it would be unlawful to extend the Rights Issue at the time the instruction to accept was given;
- he/she/it is not taking up for the account of any person who is located in the U.S., unless (a) the instruction to purchase or take up the Nil Paid Rights or to subscribe for or accept Rights Shares was received from a person outside the U.S. and (b) the person giving such instruction has confirmed that it (x) has the authority to give such instruction and (y) either (A) has investment discretion over such account or (B) is an investment manager or investment company that is acquiring the Nil Paid Rights and/or the Rights Shares in an “offshore transaction” within the meaning of Regulation S;
- he/she/it is acquiring the Nil Paid Rights and/or the Rights Shares in an “offshore transaction” as defined in Regulation S;
- he/she/it has not been offered the Rights Shares by means of any “directed selling efforts” as defined in Regulation S;
- he/she/it is not acquiring the Nil Paid Rights and/or Rights Shares with a view to the offer, sale, allotment, taking up, exercise, resale, renouncement, pledge, transfer, delivery or distribution, directly or indirectly, of such Nil Paid Rights or Rights Shares into the U.S. or any other territory where, in each case, it would be unlawful to extend the Rights Issue; and
- he/she/it understands that neither the Nil Paid Rights nor the Rights Shares have been or will be registered under the U.S. Securities Act or the securities laws of any state or jurisdiction of the U.S. and the Nil Paid Rights and/or Rights Shares are being distributed and offered only outside the U.S. in offshore transactions in reliance on Regulation S. Consequently, he/she/it understands the Nil Paid Rights and/or Rights Shares may not be offered, sold, pledged or otherwise transferred within the U.S., except in reliance on an available exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act.

For the avoidance of doubt, neither HKSCC nor HKSCC Nominees Limited is subject to any of the representations and warranties above.

## 聲明及保證

倘若填妥、簽署及交回本額外申請表格，在美國以外地區提呈發售及出售的供股股份之每位認購人即據此向本公司及包銷商以及代其行事之任何人士作出以下聲明及保證，除非本公司及包銷商按其全權酌情決定豁免有關規定：

- 彼於記錄日期下午五時正為合資格股東，或彼已依法或可依法直接或間接自有關人士取得未繳款供股權；
- 彼可合法在其居住或目前所處之司法權區獲提呈發售、接納、取得、認購及收取未繳款供股權及／或供股股份；
- 彼並非美國或向其進行供股屬違法的任何其他地區的居民，或位於美國或向其進行供股屬違法的任何其他地區，或為美國或向其進行供股屬違法的任何其他地區的公民；
- 彼並非以非全權委託形式為居於或位於美國或作出接納指示時進行供股即屬違法的任何其他地區，或為美國或作出接納指示時進行供股即屬違法的任何其他地區的公民接納收購或承購未繳股款供股權或供股股份；
- 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款供股權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(x)有權發出該項指示，及(y)(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」中收購未繳款供股權及／或供股股份之投資經理或投資公司；
- 彼在根據S規例所界定之「離岸交易」中收購未繳款供股權及／或供股股份；
- 彼並非以S規例所界定之任何「定向銷售」方式獲提呈發售供股股份；
- 彼收購未繳股款供股權及／或供股股份之目的並非直接或間接向美國或於各情況下進行供股屬違法之任何其他地區提呈、出售、配發、接納、行使、轉售、棄權、質押、轉讓、交付或派發有關未繳股款供股權及／或供股股份；及
- 彼知悉未繳股款供股權或供股股份均無亦將不會根據美國證券法或在美國任何州或司法權區之證券法登記，而未繳股款供股權及／或供股股份乃於離岸交易中依據S規例僅在美國境外派發及提呈。因此，彼明白，未繳股款供股權及／或供股股份不可在或向美國提呈、出售、質押或以其他方式轉讓，惟依據美國證券法登記規定之現有豁免或在毋須遵守美國證券法登記規定之交易除外。

為免生疑問，香港結算及香港中央結算(代理人)有限公司概不會受上述任何聲明及保證所規限。

## **EFFECT OF BAD WEATHER**

The Latest Time for Acceptance will not take place at 4:00 p.m. on Friday, 5 July 2024 if there is a tropical cyclone warning signal number 8 or above, or a “black” rainstorm warning and/or extreme conditions:

- (i) in force in Hong Kong at any local time before 12:00 noon and no longer in force after 12:00 noon on Friday, 5 July 2024. Instead, the latest time for acceptance of, and payment for, the Rights Shares and for application for 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 between 12:00 noon and 4:00 p.m. on Friday, 5 July 2024. Instead, the latest time of acceptance of, and payment for, the Rights Shares and for application for 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 at any time between 9:00 a.m. and 4:00 p.m.

If the Latest Time for Acceptance does not take place on Friday, 5 July 2024, the dates mentioned in this EAF may be affected. The Company will notify the Shareholders by way of announcement(s) of any change to the expected timetable as soon as practicable.

## **GENERAL**

You will be notified by the Company of any allotment of excess Rights Shares made to you. If no excess Rights Shares are allotted to you, a refund cheque for the full amount tendered on application will be posted to you at your own risk and, if the number of excess Rights Shares allotted to you is smaller than the number applied for, a cheque for the surplus application monies will be posted to you at your own risk. Such posting is expected to take place on or before Monday, 15 July 2024. Any such cheque will be drawn in favour of the person(s) named on this form. It is expected that share certificates in respect of the Rights Shares will be posted at your own risk on or before Monday, 15 July 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 to their registered address. 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 time are to Hong Kong time unless otherwise stated.

By completing, signing and submitting this EAF, you agree to disclose to the Company and/or its Registrar and their respective advisers and agents 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 provides the holders of securities with rights to ascertain whether the Company or its Registrar hold their personal data, to obtain a copy of that data, and to correct any data that is inaccurate. In accordance with the Personal Data (Privacy) Ordinance, the Company and its 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 Company, at its registered office at Unit 1208, 12/F China Minmetals Tower 79 Chatham Road South Tsimshatsui Kowloon Hong Kong or as notified from time to time in accordance with applicable law, for the attention of the Company Secretary or (as the case may be) the Registrar.

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

## 惡劣天氣之影響

倘發生下列情況，則接納截止時間不會於二零二四年七月五日(星期五)下午四時正進行：

- (i) 8號或以上熱帶氣旋警告信號或黑色暴雨警告信號及／或其他極端情況於二零二四年七月五日(星期五)中午十二時正前之任何本地時間在香港生效，並於中午十二時正後不再生效，則供股股份及額外股份之接納及付款之最後時間均將延至同一個營業日下午五時正；或
- (ii) 8號或以上熱帶氣旋警告信號或黑色暴雨警告信號及／或其他極端情況於二零二四年七月五日(星期五)中午十二時正至下午四時正(任何本地時間)之間在香港生效，則供股股份及額外股份之接納及付款之最後時間均將會重新定於下一個營業日下午四時正，而該營業日上午九時正至下午四時正之間之任何時間並無該等警告信號生效。

倘若接納之最後時間並非二零二四年七月五日(星期五)，本額外申請表格內所述之日期可能會受到影響。預期時間表如有任何變動，本公司將在切實可行情況下儘快另行刊發公告通知股東。

## 一般事項

閣下將接獲本公司通知有關閣下所獲配發之任何額外供股股份。倘閣下未獲配發任何額外供股股份，則閣下在申請認購時所付全數款項之退款支票及如閣下獲配發之額外供股股份數目少於所申請數目，則多繳之申請款項之退款支票預期將於二零二四年七月十五日(星期一)或之前郵寄予閣下，郵誤風險概由閣下自行承擔。任何該等支票將以名列本表格之人士為抬頭人。預期有關供股股份之股票將於二零二四年七月十五日(星期一)或之前寄出，郵誤風險概由閣下自行承擔。

所有文件(包括應付款額之支票)將按登記地址以平郵方式寄發予有關申請人或其他應得人士，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均須受香港法律管限及根據香港法律詮釋。除另有說明者外，本額外申請表格內所提及之時間均為香港時間。

倘若填妥、簽署及交回本額外申請表格，閣下同意向本公司及／或其股份過戶登記處及彼等各自之顧問及代理披露個人資料及彼等所需而有關閣下或閣下為其利益而申請額外供股股份的人士之任何資料。《個人資料(私隱)條例》給予證券持有人權利可確定本公司或其股份過戶登記處是否持有其個人資料、索取有關資料之副本，以及更正任何不準確之資料。根據《個人資料(私隱)條例》，本公司及其股份過戶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，應寄往本公司之註冊辦事處(地址為香港九龍尖沙咀漆咸道南79號中國五礦大廈12樓1208室香港)或根據適用法律不時通知之地點並以公司秘書或(視乎情況而定)股份過戶登記處為收件人。

**每份申請表格須隨附一張獨立開出的支票或銀行本票**

**本公司將不另發股款收據**