

Please use this form if you want the Hong Kong Offer Shares to be issued in the name of HKSCC Nominees Limited (“HKSCC Nominees”) and deposited directly into the Central Clearing and Settlement System (“CCASS”) for credit to your CCASS Investor Participant stock account or the stock account of your designated CCASS Participant 如閣下欲以香港中央結算(代理人)有限公司(「香港結算代理人」)的名義登記將獲發行的香港發售股份，並直接存入中央結算及交收系統(「中央結算系統」)，以記存於閣下的中央結算系統投資者戶口持有人股份戶口或閣下指定的中央結算系統參與者股份戶口，請使用本表格

Staple your  
payment  
here  
請將股款  
緊釘在此

This Application Form uses the same terms as defined in the prospectus of China Xinhua Education Group Limited (the “Company”) dated March 14, 2018 (the “Prospectus”).

本申請表格使用中國新華教育集團有限公司(「本公司」)於2018年3月14日刊發的招股章程(「招股章程」)所界定的相同詞語。

Neither this Application Form nor the Prospectus constitutes an offer to sell or the solicitation of an offer to buy any Hong Kong Offer Shares in any jurisdiction other than Hong Kong. The Hong Kong Offer Shares may not be offered or sold in the United States without registration or an exemption from registration under the U.S. Securities Act.

本申請表格及招股章程概不構成在香港以外任何司法權區要約出售或游說要約購買任何香港發售股份。若無根據美國證券法登記或獲豁免登記，香港發售股份不得在美國提呈發售或出售。

This Application Form and the Prospectus may not be forwarded or distributed or reproduced (in whole or in part) in any manner whatsoever in any jurisdiction where such forwarding, distribution or reproduction is not permitted under the law of that jurisdiction.

在任何根據當地法例不得發送、派發或複製本申請表格及招股章程的司法權區內概不得發送或派發或複製(不論方式，也不論全部或部分)本申請表格及招股章程。

Copies of the Prospectus, all related Application Forms and the other documents specified in the “Documents Delivered to the Registrar of Companies and Available for Inspection” section in Appendix VII to the Prospectus, have been registered with the Registrar of Companies in Hong Kong as required by Section 342C of the Companies (WUMP) Ordinance. Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “Hong Kong Stock Exchange”), Hong Kong Securities Clearing Company Limited (“HKSCC”), the Securities and Futures Commission of Hong Kong (the “SFC”) and the Registrar of Companies in Hong Kong take no responsibility for the contents of these documents.

招股章程、所有相關申請表格及招股章程附錄七「送呈公司註冊處處長及備查文件」一節所述其他文件已遵照《公司(清盤及雜項條文)條例》第342C條的規定，送呈香港公司註冊處處長登記。香港交易及結算有限公司、香港聯合交易所有限公司(「香港聯交所」)、香港中央結算有限公司(「香港結算」)、香港證券及期貨事務監察委員會(「證監會」)及香港公司註冊處處長對此等文件的內容概不負責。

## China Xinhua Education Group Limited

### 中國新華教育集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立之有限公司)

Stock code : 02779

股份代號 : 02779

Maximum Offer Price : HK\$3.69 per Hong Kong Offer Share, plus 1.0%  
brokerage, SFC transaction levy of 0.0027% and  
Stock Exchange trading fee of 0.005%

最高發售價 : 每股香港發售股份3.69港元，另加1.0%經紀佣金、  
0.0027%證監會交易徵費及0.005%聯交所交易費

**You should read this Application Form in conjunction with the Prospectus, which contains further information on the application procedures.**

**招股章程尚有其他關於申請程序的資料，本申請表格應與招股章程一併閱讀。**

### Application Form 申請表格

To: China Xinhua Education Group Limited  
Macquarie Capital Limited  
ABCI Capital Limited  
CMB International Capital Limited  
First Capital Securities Limited  
The Hong Kong Underwriters

致：中國新華教育集團有限公司  
麥格理資本股份有限公司  
農銀國際融資有限公司  
招銀國際融資有限公司  
首控證券有限公司  
香港包銷商

#### **Applicants' declaration**

**I/We agree to the terms and conditions and application procedures in this Application Form and the Prospectus. Please refer to the “Effect of completing and submitting this Application Form” section of this Application Form.**

#### **申請人聲明**

**本人/吾等同意本申請表格及招股章程的條款及條件以及申請程序。請參閱本申請表格「填寫及遞交本申請表格的效用」一節。**

**Warning: Only one application may be made for the benefit of any person. Please refer to the last four bullets of “Effect of completing and submitting this Application Form” section.**

**警告：任何人士只限作出一次為其利益而提出的認購申請。請參閱「填寫及遞交本申請表格的效用」一節最後四點。**

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**Signed by (all) applicant(s) (all joint applicants must sign):**  
由(所有)申請人簽署(所有聯名申請人必須簽署):

Date 日期: \_\_\_\_\_ / \_\_\_\_\_ / \_\_\_\_\_  
D日 M月 Y年

Number of Hong Kong Offer Shares applied for (not more than 20,000,000 shares)  
申請香港發售股份數目(不超過20,000,000股股份)

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Total amount 總額

HKS	港元
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Name in English (in BLOCK letters) 英文姓名/名稱(正楷)

Family name or company name 姓氏或公司名稱	Forename(s) 名字
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Name in Chinese 中文姓名/名稱

Family name or company name 姓氏或公司名稱	Forename(s) 名字
-------------------------------------	----------------

Occupation in English 職業(以英文填寫)

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Names of all other joint applicants in English (if any, in BLOCK letters)

所有其他聯名申請人的英文姓名/名稱(如有,正楷)

1)
2)
3)

Hong Kong address in English and telephone no. (joint applicants should give the address and the telephone number of first-named applicant only, in BLOCK letters) 香港地址(以英文正楷填寫)及電話號碼(聯名申請人只須填寫排名首位申請人的地址及電話號碼)

Telephone No. 電話號碼

For Nominees: You will be treated as applying for your own benefit if you do not complete this section. Please provide an account number or identification code for each (joint) beneficial owner. 由代名人遞交:代名人若不填寫本節,是項認購申請將視為閣下本身利益提出。請填寫每名(聯名)實益擁有人的賬戶號碼或識別編碼。

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ADDRESS LABEL 地址標貼 (Your name(s) and address in Hong Kong in BLOCK letters 請用正楷填寫姓名/名稱及香港地址)


For internal use  
此欄供內部使用

For Broker use 此欄供經紀填寫	Lodged by 遞交申請的經紀
Broker No. 經紀號碼	Broker's Chop 經紀印章

Cheque/banker's cashier order number 支票/銀行本票號碼
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Name of bank on which cheque/Banker's cashier order is drawn (see "How to make your application" section) 支票/銀行本票的付款銀行名稱(見「申請手續」一節)
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Hong Kong Identity Card No./Passport No./Hong Kong Business Registration No.\* (Please delete as appropriate) 香港身份證號碼/護照號碼/香港商業登記證號碼\*(請刪除不適用者)

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Hong Kong Identity Card No./Passport No./Hong Kong Business Registration No. of all other joint applicants\* (Please delete as appropriate) 所有其他聯名申請人的香港身份證號碼/護照號碼/香港商業登記證號碼\*(請刪除不適用者)

1)
2)
3)

**THIS BOX MUST BE DULY COMPLETED**  
必須填妥此欄

Participant I.D. of the CCASS Investor Participant or designated CCASS Participant  
中央結算系統投資者戶口持有人或指定的中央結算系統參與者的參與者編號

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For designated CCASS Participant or Corporate CCASS Investor Participant, please also affix the company chop bearing its company name 指定的中央結算系統參與者或中央結算系統公司投資者戶口持有人,請加蓋顯示公司名稱的公司印鑑

(See paragraph 2 in the section "How to make your application") (請參閱「申請手續」一節第2段)

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\* (1) If you are a CCASS Investor Participant, only a Hong Kong Identity Card number (if you are an individual) or a Hong Kong Business Registration number (if you are a body corporate) will be accepted for this application, please see paragraph 2 under the section “How to make your application”.

如閣下為中央結算系統投資者戶口持有人，是項申請僅接納香港身份證號碼(如屬個別人士)或香港商業登記證號碼(如屬法人團體)；請參閱「申請手續」一節第2段。

(2) If you are applying through a designated CCASS Participant (other than a CCASS Investor Participant): For an individual, you must provide your Hong Kong Identity Card number or passport number. If you hold a Hong Kong Identity Card, please provide that number. If you do not hold a Hong Kong Identity Card, please provide your passport number. For a body corporate, please provide your Hong Kong Business Registration number.

如閣下透過中央結算系統投資者戶口持有人以外的指定中央結算系統參與者提出申請：如屬個別人士，必須填寫閣下的香港身份證號碼或護照號碼(持有香港身份證者請填寫香港身份證號碼，否則請填寫護照號碼)；如屬法人團體，請填寫香港商業登記證號碼。

(3) Part of the Hong Kong Identity Card number/passport number of you or, for joint applicants, the first-named applicant may be printed on your refund cheque (if any). Such data will be used for checking the validity of Application Form and such data would also be transferred to a third party for such purpose and refund purpose. Your banker may require verification of your Hong Kong Identity Card number/passport number before you can cash your refund cheque.

退款支票(如有)上或會印有閣下或(如屬聯名申請人)排名首位申請人的香港身份證號碼／護照號碼的一部分。有關資料將用於核實申請表格的有效性，亦會轉交第三方作資料核實和退款。銀行兌現退款支票前或會要求查證閣下的香港身份證號碼／護照號碼。

(4) If an application is made by an unlisted company and:

- the principal business of that company is dealing in securities; and
- you exercise statutory control over that company,

then the application will be treated as being made for your benefit.

倘若申請人是一家非上市公司，而：

- 該公司主要從事證券買賣業務；及
  - 閣下對該公司可行使法定控制權，
- 是項申請將視作為閣下的利益提出。

(5) All joint applicants must give (if they are individuals) their Hong Kong Identity Card numbers, or (if they are bodies corporate) their Hong Kong Business Registration numbers.

所有聯名申請人必須提供(如屬個別人士)其香港身份證號碼，或(如屬法人團體)其香港商業登記證號碼。

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Sample 樣版

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**How to make your application**

1. Use the table below to calculate how much you must pay. Your application must be for a minimum of 1,000 Hong Kong Offer Shares and in one of the numbers set out in the table, or your application will be rejected.

<b>CHINA XINHUA EDUCATION GROUP LIMITED</b>					
<b>(HK\$3.69 per Hong Kong Offer Share)</b>					
<b>NUMBER OF SHARES THAT MAY BE APPLIED FOR AND PAYMENTS</b>					
<b>No. of Hong Kong Offer Shares applied for</b>	<b>Amount payable on application HK\$</b>	<b>No. of Hong Kong Offer Shares applied for</b>	<b>Amount payable on application HK\$</b>	<b>No. of Hong Kong Offer Shares applied for</b>	<b>Amount payable on application HK\$</b>
1,000	3,727.18	40,000	149,087.37	900,000	3,354,465.72
2,000	7,454.37	45,000	167,723.28	1,000,000	3,727,184.13
3,000	11,181.55	50,000	186,359.21	2,000,000	7,454,368.26
4,000	14,908.74	60,000	223,631.05	3,000,000	11,181,552.39
5,000	18,635.92	70,000	260,902.89	4,000,000	14,908,736.52
6,000	22,363.11	80,000	298,174.73	5,000,000	18,635,920.65
7,000	26,090.29	90,000	335,446.58	6,000,000	22,363,104.78
8,000	29,817.48	100,000	372,718.41	7,000,000	26,090,288.91
9,000	33,544.66	200,000	745,436.83	8,000,000	29,817,473.04
10,000	37,271.85	300,000	1,118,155.24	9,000,000	33,544,657.17
15,000	55,907.76	400,000	1,490,873.65	10,000,000	37,271,841.30
20,000	74,543.68	500,000	1,863,592.07	15,000,000	55,907,761.95
25,000	93,179.60	600,000	2,236,310.48	20,000,000 <sup>(1)</sup>	74,543,682.60
30,000	111,815.53	700,000	2,609,028.89		
35,000	130,451.45	800,000	2,981,747.30		

(1) Maximum number of Hong Kong Offer Shares you may apply for.

2. You, as the applicant(s), must complete the form in English in BLOCK letters as indicated below and sign on the second page of the Application Form. Only written signatures will be accepted (and not by way of personal chop).

If you are applying through a designated CCASS Participant (other than a CCASS investor participant):

- the designated CCASS Participant must endorse the form with its company chop (bearing its company name) and insert its participant I.D. in the appropriate box.

If you are applying as an individual CCASS Investor Participant:

- the form must contain your NAME and Hong Kong I.D. Card number.
- your participant I.D. must be inserted in the appropriate box.

If you are applying as a joint individual CCASS Investor Participant:

- the form must contain all joint investor participants' NAMES and the Hong Kong I.D. Card number of all joint investor participants;
- your participant I.D. must be inserted in the appropriate box.

If you are applying as a corporate CCASS Investor Participant:

- the form must contain your company name and Hong Kong Business Registration number;
- your participant I.D. and your company chop (bearing your company name) must be inserted in the appropriate box.

Incorrect or omission of details of the CCASS Participant including participant I.D. and/or company chop bearing its company name or other similar matters may render your application invalid.



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3. Staple your cheque or banker’s cashier order to the form. Each application for the Hong Kong Offer Shares must be accompanied by either one separate cheque or one separate banker’s cashier order. Your application will be rejected if your cheque or banker’s cashier order does not meet all the following requirements:

<b>The cheque must:</b>	<b>Banker’s cashier order must:</b>
<ul style="list-style-type: none"> <li>• be in Hong Kong dollars;</li> <li>• not be post-dated;</li> <li>• be made payable to “<b>BANK OF CHINA (HONG KONG) NOMINEES LIMITED – CHINA XINHUA EDUCATION PUBLIC OFFER</b>”;</li> <li>• be crossed “Account Payee Only”;</li> </ul>	
<ul style="list-style-type: none"> <li>• be drawn on your Hong Kong dollar bank account in Hong Kong; and</li> <li>• show your account name, which must either be pre-printed on the cheque, or be endorsed on the back by a person authorised by the bank. This account name must correspond with your name. If it is a joint application, the account name must be the same as the first-named applicant’s name.</li> </ul>	<ul style="list-style-type: none"> <li>• be issued by a licensed bank in Hong Kong, and have your name certified on the back by a person authorised by the bank. The name on the banker’s cashier order must correspond with your name. If it is a joint application, the name on the back of the banker’s cashier order must be the same as the first-named applicant’s name.</li> </ul>

4. Tear off the Application Form, fold it once and lodge your completed Application Form (with cheque or banker’s cashier order attached) to one of the collection boxes at any of the following branches of:

**Bank of China (Hong Kong) Limited**

<b>District</b>	<b>Branch name</b>	<b>Address</b>
<b>Hong Kong Island</b>	<b>Bank of China Tower Branch</b>	<b>3/F, 1 Garden Road</b>
	<b>King’s Road Branch</b>	<b>131-133 King’s Road, North Point</b>
	<b>Chai Wan Branch</b>	<b>Block B, Walton Estate, 341-343 Chai Wan Road, Chai Wan</b>
<b>Kowloon</b>	<b>Kwun Tong Plaza Branch</b>	<b>G1 Kwun Tong Plaza, 68 Hoi Yuen Road, Kwun Tong</b>
	<b>Whampoa Garden Branch</b>	<b>Shop G8B, Site 1, Whampoa Garden, Hung Hom</b>
	<b>Shanghai Street (Mong Kok) Branch</b>	<b>611-617 Shanghai Street, Mong Kok</b>
<b>New Territories</b>	<b>Tai Po Branch</b>	<b>68-70 Po Heung Street, Tai Po Market</b>
	<b>Metro City Branch</b>	<b>Shop 209, Level 2, Metro City Phase 1, Tseung Kwan O</b>
	<b>Sheung Shui Branch Securities Services Centre</b>	<b>136 San Fung Avenue, Sheung Shui</b>
	<b>Tuen Mun San Hui Branch</b>	<b>G13-G14 Eldo Court, Heung Sze Wui Road, Tuen Mun</b>

5. Your Application Form can be lodged at these times:

**Wednesday March 14, 2018 — 9:00 a.m. to 5:00 p.m.**  
**Thursday, March 15, 2018 — 9:00 a.m. to 5:00 p.m.**  
**Friday, March 16, 2018 — 9:00 a.m. to 5:00 p.m.**  
**Saturday, March 17, 2018 — 9:00 a.m. to 1:00 p.m.**  
**Monday, March 19, 2018 — 9:00 a.m. to 12:00 noon**

6. The latest time for lodging your application is 12:00 noon on Monday, March 19, 2018. The application lists will be open between 11:45 a.m. to 12:00 noon on that day, subject only to the weather conditions, as described in “Effect of Bad Weather on the Opening of the Application Lists” in the “How to Apply for Hong Kong Offer Shares” section of the Prospectus.

如閣下欲以香港中央結算（代理人）有限公司（「香港結算代理人」）的名義登記將獲發行的香港發售股份，並直接存入中央結算及交收系統（「中央結算系統」），以記存於閣下的中央結算系統投資者戶口持有人股份戶口或閣下指定的中央結算系統參與者股份戶口，請使用本表格

### 申請手續

1. 使用下表計算閣下應付的款項。閣下申請認購的股數須至少為1,000股香港發售股份，並為下表所列的其中一個數目，否則恕不受理。

中國新華教育集團有限公司 (每股香港發售股份3.69港元) 可供申請認購的股份數目及應繳款項					
申請認購的 香港發售 股份數目	申請時 應繳款項 港元	申請認購的 香港發售 股份數目	申請時 應繳款項 港元	申請認購的 香港發售 股份數目	申請時 應繳款項 港元
1,000	3,727.18	40,000	149,087.37	900,000	3,354,465.72
2,000	7,454.37	45,000	167,723.28	1,000,000	3,727,184.13
3,000	11,181.55	50,000	186,359.21	2,000,000	7,454,368.26
4,000	14,908.74	60,000	223,631.05	3,000,000	11,181,552.39
5,000	18,635.92	70,000	260,902.89	4,000,000	14,908,736.52
6,000	22,363.11	80,000	298,174.73	5,000,000	18,635,920.65
7,000	26,090.29	90,000	335,446.58	6,000,000	22,363,104.78
8,000	29,817.48	100,000	372,718.41	7,000,000	26,090,288.91
9,000	33,544.66	200,000	745,436.83	8,000,000	29,817,473.04
10,000	37,271.85	300,000	1,118,155.24	9,000,000	33,544,657.17
15,000	55,907.76	400,000	1,490,873.65	10,000,000	37,271,841.30
20,000	74,543.68	500,000	1,863,592.07	15,000,000	55,907,761.95
25,000	93,179.60	600,000	2,236,310.48	20,000,000 <sup>(1)</sup>	74,543,682.60
30,000	111,815.53	700,000	2,609,028.89		
35,000	130,451.45	800,000	2,981,747.30		

(1) 閣下可申請認購的香港發售股份最高數目。

2. 閣下作為申請人，必須按照下列指示以英文正楷填妥表格，並於申請表格第二頁簽署，只接納親筆簽名（不得以個人印章代替）。

如閣下透過中央結算系統投資者戶口持有人以外的指定中央結算系統參與者提出申請：

- 該指定中央結算系統參與者必須於申請表格蓋上公司印章（附有公司名稱），並在適當欄目填上參與者編號。

如閣下以個人中央結算系統投資者戶口持有人名義提出申請：

- 表格須載有閣下的姓名和香港身份證號碼。
- 須在適當方格內填寫閣下的參與者編號。

如閣下以聯名個人中央結算系統投資者戶口持有人名義提出申請：

- 表格須載有所有聯名投資者戶口持有人的姓名和香港身份證號碼；
- 須在適當方格內填寫閣下的參與者編號。

如閣下以公司中央結算系統投資者戶口持有人名義提出申請：

- 表格須載有閣下的公司名稱和香港商業登記證號碼；
- 須在適當方格內填寫閣下的參與者編號並蓋上公司印鑑（附有公司名稱）。

中央結算系統參與者的資料（包括參與者編號及／或顯示公司名稱之公司印鑑）或其他類似事項如有失實或遺漏，均可能導致申請無效。

如閣下欲以香港中央結算(代理人)有限公司(「香港結算代理人」)的名義登記將獲發行的香港發售股份，並直接存入中央結算及交收系統(「中央結算系統」)，以記存於閣下的中央結算系統投資者戶口持有人股份戶口或閣下指定的中央結算系統參與者股份戶口，請使用本表格

3. 閣下須將支票或銀行本票釘於表格上。每份香港發售股份申請須附一張獨立開出支票或一張獨立開出銀行本票。支票或銀行本票必須符合以下所有規定，否則閣下的認購申請將不獲接納：

支票必須：	銀行本票必須：
<ul style="list-style-type: none"><li>為港元；</li><li>不得為期票；</li><li>註明抬頭人為「中國銀行(香港)代理人有限公司－中國新華教育公開發售」；</li><li>劃線註明「只准入抬頭人賬戶」；</li></ul>	
<ul style="list-style-type: none"><li>從閣下在香港的港元銀行賬戶中開出；及</li><li>顯示閣下的賬戶名稱，而該賬戶名稱必須已預印在支票上，或由有關銀行授權的人士在支票背書。賬戶名稱必須與閣下姓名／名稱相同。如屬聯名申請，該賬戶名稱必須與排名首位申請人的姓名／名稱相同。</li></ul>	<ul style="list-style-type: none"><li>須由香港持牌銀行開出，並由有關銀行授權的人士在銀行本票背面簽署核證閣下姓名／名稱。銀行本票所示姓名／名稱必須與閣下姓名／名稱相同。如屬聯名申請，銀行本票背面所示姓名／名稱必須與排名首位申請人的姓名／名稱相同。</li></ul>

4. 請撕下申請表格，對摺一次，然後將填妥的申請表格(連同支票或銀行本票)投入下列任何一家分行特設的收集箱：

**中國銀行(香港)有限公司**

地區	分行名稱	地址
港島	中銀大廈分行	花園道1號3樓
	英皇道分行	北角英皇道131-133號
	柴灣分行	柴灣道341-343號宏德居B座
九龍	觀塘廣場分行	觀塘開源道68號觀塘廣場G1
	黃埔花園分行	紅磡黃埔花園第一期商場G8B號
	旺角上海街分行	旺角上海街611-617號
新界	大埔分行	大埔墟寶鄉街68-70號
	新都城分行	將軍澳新都城一期二樓209號
	上水分行證券服務中心	上水新豐路136號
	屯門新墟分行	屯門鄉事會路雅都花園商場G13-14號

5. 閣下可於下列時間遞交申請表格：

2018年3月14日(星期三)	— 上午九時正至下午五時正
2018年3月15日(星期四)	— 上午九時正至下午五時正
2018年3月16日(星期五)	— 上午九時正至下午五時正
2018年3月17日(星期六)	— 上午九時正至下午一時正
2018年3月19日(星期一)	— 上午九時正至中午十二時正

6. 截止遞交申請的時間為2018年3月19日(星期一)中午十二時正。本公司將於當日上午十一時四十五分至中午十二時正期間登記認購申請，唯一會影響此時間的變化因素為當日的天氣情況(詳見招股章程「如何申請香港發售股份」一節「惡劣天氣對開始辦理申請登記的影響」)。



**Please use this form if you want the Hong Kong Offer Shares to be issued in the name of HKSCC Nominees Limited (“HKSCC Nominees”) and deposited directly into the Central Clearing and Settlement System (“CCASS”) for credit to your CCASS Investor Participant stock account or the stock account of your designated CCASS Participant**

## **China Xinhua Education Group Limited**

### **中國新華教育集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

#### **GLOBAL OFFERING**

##### **Conditions of your application**

###### **A. Who can apply**

1. You and any person(s) for whose benefit you are applying must be 18 years of age or older and must have a Hong Kong address.
2. If you are a firm, the application must be in the individual members' names.
3. The number of joint applicants may not exceed 4.
4. If you are a body corporate, the application must be signed by a duly authorised officer, who must state his representative capacity, and stamped with your corporation's chop.
5. You must be outside the United States, not be a United States Person (as defined in Regulation S under the U.S. Securities Act) and not be a legal or natural person of the PRC.
6. Unless permitted by the Listing Rules, you cannot apply for any Hong Kong Offer Shares if you are:
  - an existing beneficial owner of shares in the Company and/or any of its subsidiaries;
  - a Director or chief executive officer of the Company and/or any of its subsidiaries;
  - an associate (as defined in the Listing Rules) of any of the above;
  - a connected person (as defined in the Listing Rules) of the Company or will become a connected person of the Company immediately upon completion of the Global Offering; or
  - have been allocated or have applied for or indicated an interest in any Offer Shares under the International Offering.

###### **B. If you are a nominee**

You, as a nominee, may make more than one application for the Hong Kong Offer Shares by using a WHITE or YELLOW Application Form, or giving electronic application instructions to HKSCC via Central Clearing and Settlement System (“CCASS”) (if you are a CCASS Participant), and lodge more than one application in your own name on behalf of different beneficial owners.

###### **C. Effect of completing and submitting this Application Form**

By completing and submitting this Application Form, you (and if you are joint applicants, each of you jointly and severally) for yourself or as an agent or a nominee on behalf of each person for whom you act:

- undertake to execute all relevant documents and instruct and authorise the Company and/or the Joint Global Coordinators (or their respective agents or nominees), as agents of the Company, to execute any documents for you and to do on your behalf all things necessary to register any Hong Kong Offer Shares allocated to you in the name of HKSCC Nominees as required by the Articles of Association;
- agree to comply with the Companies (WUMP) Ordinance and the Articles of Association;
- confirm that you have read the terms and conditions and application procedures set out in the Prospectus and in this Application Form and agree to be bound by them;
- confirm that you have received and read the Prospectus and have only relied on the information and representations contained in the Prospectus in making your application and will not rely on any other information or representations except those in any supplement to the Prospectus;

- confirm that you are aware of the restrictions on the Global Offering in the Prospectus;
- agree that none of the Company, the Joint Global Coordinators, the Sole Sponsor, the Joint Bookrunners, the Joint Lead Managers, the Underwriters, their respective directors, officers, employees, partners, agents, advisers and any other parties involved in the Global Offering is or will be liable for any information and representations not in the Prospectus (and any supplement to it);
- undertake and confirm that you or the person(s) for whose benefit you have made the application have not applied for or taken up, or indicated an interest for, and will not apply for or take up, or indicate an interest for, any Offer Shares under the International Offering nor participated in the International Offering;
- agree to disclose to the Company, the Company's Hong Kong Share Registrar, receiving bank, the Joint Global Coordinators, the Sole Sponsor, the Joint Bookrunners, the Joint Lead Managers, the Underwriters and/or their respective advisers and agents any personal data which they may require about you and the person(s) for whose benefit you have made the application;
- if the laws of any place outside Hong Kong apply to your application, agree and warrant that you have complied with all such laws and none of the Company, the Joint Global Coordinators, the Sole Sponsor, the Joint Bookrunners, the Joint Lead Managers, and the Underwriters nor any of their respective officers or advisers will breach any law outside Hong Kong as a result of the acceptance of your offer to purchase, or any action arising from your rights and obligations under the terms and conditions contained in the Prospectus and this Application Form;
- agree that once your application has been accepted, you may not rescind it because of an innocent misrepresentation;
- agree that your application will be governed by the laws of Hong Kong;
- represent, warrant and undertake that (i) you understand that the Hong Kong Offer Shares have not been and will not be registered under the U.S. Securities Act; and (ii) you and any person for whose benefit you are applying for the Hong Kong Offer Shares are outside the United States (as defined in Regulation S) or are a person described in paragraph (h)(3) of Rule 902 of Regulation S;
- warrant that the information you have provided is true and accurate;
- agree to accept the Hong Kong Offer Shares applied for, or any lesser number allocated to you under the application;
- authorise the Company to place the name of the HKSCC Nominees on the Company's register of members as the holder(s) of any Hong Kong Offer Shares allocated to you, and the Company and/or its agents to deposit any share certificate(s) into CCASS and/or to send any refund cheque(s) to you or the first-named applicant for joint application by ordinary post at your own risk to the address stated on the application, unless you have fulfilled the criteria mentioned in “Personal Collection” section in the Prospectus to collect refund cheque(s) in person;

**Please use this form if you want the Hong Kong Offer Shares to be issued in the name of HKSCC Nominees Limited (“HKSCC Nominees”) and deposited directly into the Central Clearing and Settlement System (“CCASS”) for credit to your CCASS Investor Participant stock account or the stock account of your designated CCASS Participant**

- agree that the Shares to be allotted shall be issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to your investor participant stock account or the stock account of your designated CCASS participant;
- agree that each of HKSCC and HKSCC Nominees reserves the right (1) not to accept any or part of such allotted Shares issued in the name of HKSCC Nominees or not to accept such allotted Shares for deposit into CCASS; (2) to cause such allotted Shares to be withdrawn from CCASS and issued in your name at your own risk and costs; and (3) to cause such allotted Shares to be issued in your name (or, if you are a joint applicant, to the first-named applicant) and in such a case, to post the certificates for such allotted Shares at your own risk to the address on your application form by ordinary post or to make available the same for your collection;
- agree that each of HKSCC and HKSCC Nominees may adjust the number of allotted shares issued in the name of HKSCC Nominees;
- agree that neither HKSCC nor HKSCC Nominees shall have any liability for the information and representations not so contained in the Prospectus and this application form;
- agree that neither HKSCC nor HKSCC Nominees shall be liable to you in any way;
- declare and represent that this is the only application made and the only application intended by you to be made to benefit you or the person for whose benefit you are applying;
- understand that the Company and the Joint Global Coordinators will rely on your declarations and representations in deciding whether or not to make any allotment of any of the Hong Kong Offer Shares to you and that you may be prosecuted for making a false declaration;
- (if the application is made for your own benefit) warrant that no other application has been or will be made for your benefit on a WHITE or YELLOW Application Form or by giving electronic application instructions to HKSCC or through the White Form eIPO Service Provider by you or by any one as your agent or by any other person; and
- (if you are making the application as an agent for the benefit of another person) warrant that (i) no other application has been or will be made by you as agent for or for the benefit of that person or by that person or by any other person as agent for that person on a WHITE or YELLOW Application Form or by giving electronic application instructions to HKSCC; and (ii) you have due authority to sign the Application Form on behalf of that other person as their agent.

#### **D. Power of attorney**

If your application is made through an authorised attorney, the Company and the Joint Global Coordinators may accept or reject your application at their discretion, and on any conditions they think fit, including evidence of the attorney’s authority.

#### **Determination of Offer Price and Allocation of Hong Kong Offer Shares**

The Offer Price is expected to be fixed on or around Monday, March 19, 2018. Applicants are required to pay the maximum Offer Price of HK\$3.69 for each Hong Kong Offer Share together with 1% brokerage, 0.0027% SFC transaction levy and 0.005% Hong Kong Stock Exchange trading fee. If the Offer Price is not agreed between the Company and the Joint Global Coordinators (on behalf of the Underwriters) on or before Tuesday, March 20, 2018, the Global Offering will not proceed.

Applications for Hong Kong Offer Shares will not be processed and no allotment of any Hong Kong Offer Shares will be made until the application lists close.

The Company expects to announce the fixed offer price, the indication of the level of interest in the International Offering, the level of applications under the Hong Kong Public Offering and the basis of allocation of the Hong Kong Public Offering on Friday, March 23, 2018 on the website of the Hong Kong Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company’s website at [www.chinaxhedu.com](http://www.chinaxhedu.com). Results of allocations in Hong Kong Public Offering, and the Hong Kong Identity Card/passport/Hong Kong business registration numbers of successful applicants (where applicable) will be available on the above websites.

The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to adjustment as described in the section “Structure of the Global Offering” in the Prospectus. In particular, the Offer Shares to be offered in the Hong Kong Public Offering and the International Offering may be reallocated as between these offerings at the discretion of the Joint Global Coordinators. If such reallocation is done other than pursuant to Practice Note 18 of the Listing Rules, in accordance with Guidance Letter HKEX-GL91-18, the maximum total number of Offer Shares that may be reallocated to the Hong Kong Public Offer will be 80,000,000 Shares, representing double of the initial allocation to the Hong Kong Public Offering, and the final Offer Price shall be fixed at the low-end of the indicative offer price range (that is, HK\$2.83 per Offer Share) stated in the prospectus.

#### **If your application for Hong Kong Offer Shares is successful (in whole or in part)**

If your application is wholly or partially successful, your Share certificate(s) (subject to their becoming valid certificates of title provided that the Hong Kong Public Offering has become unconditional and not having been terminated at 8:00 a.m. on Monday, March 26, 2018) will be issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to your CCASS Investor Participant stock account or the stock account of your designated CCASS Participant as instructed by you in your Application Form on Friday, March 23, 2018 or, in the event of a contingency, on any other date as shall be determined by HKSCC or HKSCC Nominees.

- If you are applying through a designated CCASS Participant (other than a CCASS Investor Participant): For Hong Kong Offer Shares credited to the stock account of your designated CCASS Participant (other than a CCASS Investor Participant), you can check the number of Hong Kong Offer Shares allotted to you with that CCASS Participant.
- If you are applying as a CCASS Investor Participant: The Company expects to publish the results of CCASS Investor Participants’ applications together with the results of the Hong Kong Public Offering on Friday, March 23, 2018 on the website of the Hong Kong Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company’s website at [www.chinaxhedu.com](http://www.chinaxhedu.com). You should check the announcement published by the Company and report any discrepancies to HKSCC before 5:00 p.m. on Friday, March 23, 2018 or such other date as shall be determined by HKSCC or HKSCC Nominees. Immediately after the credit of the Hong Kong Offer Shares to your stock account you can check your new account balance via the CCASS Phone System and CCASS Internet System (under the procedures contained in HKSCC’s “An Operating Guide for Investor Participants” in effect from time to time). HKSCC will also make available to you an activity statement showing the number of Hong Kong Offer Shares credited to your stock account.

No receipt will be issued for application money paid. The Company will not issue temporary documents of title.

#### **Refund of your money**

If you do not receive any Hong Kong Offer Shares or if your application is accepted only in part, the Company will refund to you your application monies (including the related 1% brokerage, 0.0027% SFC transaction levy and 0.005% Hong Kong Stock Exchange trading fee) without interest. If the offer price is less than the maximum Offer Price, the Company will refund to you the surplus application monies (including the related 1% brokerage, 0.0027% SFC transaction levy and 0.005% Hong Kong Stock Exchange trading fee) without interest. The refund procedures are stated in the “Despatch/Collection of Share Certificates and Refund Monies” in the “How to Apply for Hong Kong Offer Shares” section of the Prospectus.



如閣下欲以香港中央結算(代理人)有限公司(「香港結算代理人」)的名義登記將獲發行的香港發售股份,並直接存入中央結算及交收系統(「中央結算系統」),以記存於閣下的中央結算系統投資者戶口持有人股份戶口或閣下指定的中央結算系統參與者股份戶口,請使用本表格

## China Xinhua Education Group Limited 中國新華教育集團有限公司

(於開曼群島註冊成立之有限公司)

### 全球發售

#### 申請條件

##### 甲、可提出申請的人士

- 閣下及閣下為其利益提出申請的人士必須年滿18歲並有香港地址。
- 如閣下為商號,申請必須以個別成員名義提出。
- 聯名申請人不得超過四名。
- 如閣下為法人團體,申請須經獲正式授權人員簽署,並註明其所屬代表身份及蓋上公司印鑑。
- 閣下必須身處美國境外,並非美籍人士(定義見美國證券法S規例),亦非中國法人或自然人。
- 除非為上市規則所容許,否則,下列人士概不得申請認購任何香港發售股份:
  - 本公司及/或其任何附屬公司股份的現有實益擁有人;
  - 本公司及/或其任何附屬公司的董事或行政總裁;
  - 上述任何人士的聯繫人(定義見上市規則);
  - 本公司關連人士(定義見上市規則)或緊隨全球發售完成後成為本公司關連人士的人士;或
  - 已獲分配或已申請或表示有意申請國際發售的任何發售股份的人士。

##### 乙、如閣下為代名人

閣下作為代名人可提交超過一份香港發售股份申請,方法是使用白色或黃色申請表格,或通過中央結算及交收系統(「中央結算系統」)向香港結算發出電子認購指示(如閣下為中央結算系統參與者)以本身名義代表不同的實益擁有人提交超過一份申請。

##### 丙、填寫及遞交本申請表格的效用

閣下填妥並遞交本申請表格,即表示閣下(如屬聯名申請人,即各人共同及個別)代表閣下本身,或作為閣下代其行事的每位人士的代理或代名人:

- 承諾簽立所有相關文件,並指示及授權本公司及/或作為本公司代理的聯席全球協調人(或彼等各自的代理或代名人),為按照組織章程細則的規定將閣下獲分配的任何香港發售股份以香港結算代理人的名義登記而代表閣下簽立任何文件及代閣下進行一切必需事宜;
- 同意遵守《公司(清盤及雜項條文)條例》及組織章程細則;
- 確認閣下已閱讀招股章程及本申請表格所載條款及條件以及申請程序,並同意受其約束;
- 確認閣下已接獲及閱讀招股章程,且閣下提出申請時僅依賴招股章程所載資料及陳述而不會依賴任何其他資料或陳述(招股章程任何補充文件所載者除外);

- 確認閣下知悉招股章程內有關全球發售的限制;
- 同意本公司、聯席全球協調人、獨家保薦人、聯席賬簿管理人、聯席牽頭經辦人、包銷商、其各自的董事、高級職員、僱員、合夥人、代理、顧問及參與全球發售的任何其他各方現時及日後均毋須對並非載於招股章程(及其任何補充文件)的任何資料及陳述負責;
- 承諾及確認閣下或閣下為其利益提出申請的人士並無申請或接納或表示有意認購(亦不會申請或接納或表示有意認購)國際發售的任何發售股份,亦無參與國際發售;
- 同意應本公司、本公司香港證券登記處、收款銀行、聯席全球協調人、獨家保薦人、聯席賬簿管理人、聯席牽頭經辦人、包銷商及/或其各自的顧問及代理要求,向彼等披露有關閣下及閣下為其利益提出申請的人士的任何個人資料;
- 若香港境外任何地方的法例適用於閣下的申請,則同意及保證閣下已遵守所有有關法例,且本公司、聯席全球協調人、獨家保薦人、聯席賬簿管理人、聯席牽頭經辦人及包銷商及其各自的高級職員或顧問概不會因接納閣下的購買要約,或閣下根據招股章程及本申請表格所載的條款及條件的權利及責任所採取的任何行動,而違反香港境外的任何法例;
- 同意閣下的申請一經接納,即不得因無意的失實陳述而撤銷;
- 同意閣下的申請受香港法例規管;
- 聲明、保證及承諾:(i)閣下明白香港發售股份不曾亦不會根據美國證券法登記;及(ii)閣下及閣下為其利益申請香港發售股份的人士均身處美國境外(定義見S規例),或屬S規例第902條第(h)(3)段所述人士;
- 保證閣下提供的資料真實準確;
- 同意接納所申請數目或分配予閣下惟數目較申請為少的香港發售股份;
- 授權本公司將香港結算代理人的名稱列入本公司股東名冊,作為閣下獲分配的任何香港發售股份的持有人,並授權本公司及/或其代理將任何股票存入中央結算系統及/或以普通郵遞方式按申請所示地址向閣下或聯名申請的排名首位申請人寄發任何退款支票,郵誤風險由閣下自行承擔,閣下已符合招股章程內「親身領取」章節的條件而親身領取退款支票則除外;

如閣下欲以香港中央結算(代理人)有限公司(「香港結算代理人」)的名義登記將獲發行的香港發售股份，並直接存入中央結算及交收系統(「中央結算系統」)，以記存於閣下的中央結算系統投資者戶口持有人股份戶口或閣下指定的中央結算系統參與者股份戶口，請使用本表格

- 同意獲配發的股份是以香港結算代理人的名義發行，並直接存入中央結算系統，以記存於閣下的投資者戶口持有人股份戶口或閣下指定的中央結算系統參與者股份戶口；
- 同意香港結算及香港結算代理人各自保留權利(1)不接納以香港結算代理人名義發行的該等獲配發的任何或部分股份，或不接納該等獲配發的股份存入中央結算系統；(2)安排該等獲配發的股份從中央結算系統提取，並以閣下名義發行，有關風險及費用概由閣下自行承擔；及(3)安排該等獲配發的股份以閣下名義發行(或如屬聯名申請人，則以排名首位申請人的名義發行)，而在此情況下，會以普通郵遞方式將該等獲配發股份的股票寄往閣下在申請表格上所示地址(郵誤風險概由閣下自行承擔)或安排該等股票予閣下領取；
- 同意香港結算及香港結算代理人均可調整獲配發以香港結算代理人名義發行的股份數目；
- 同意香港結算及香港結算代理人對並非載於招股章程及本申請表格的資料及陳述概不負責；
- 同意香港結算及香港結算代理人概不以任何方式對閣下負責；
- 聲明及陳述此乃閣下為本身或閣下為其利益提出申請的人士的利益提出及擬提出的唯一申請；
- 明白本公司及聯席全球協調人將依賴閣下的聲明及陳述以決定是否向閣下配發任何香港發售股份，閣下如作出虛假聲明，可能會被檢控；
- (如申請是為閣下本身利益提出)保證閣下或作為閣下代理的任何人士或任何其他人士不曾亦不會為閣下利益而以白色或黃色申請表格或向香港結算發送電子認購指示或透過白表eIPO服務供應商而提出其他申請；及
- (如閣下作為代理為另一人士的利益提出申請)保證(i)閣下(作為代理或為該人士利益)或該人士或任何其他作為該人士代理的人士不曾亦不會以白色或黃色申請表格或向香港結算發送電子認購指示而提出其他申請；及(ii)閣下獲正式授權作為該人士的代理代為簽署申請表格。

#### 丁、授權書

如閣下透過授權人士提出申請，本公司及聯席全球協調人可按其認為合適的條件(包括出示獲授權證明)酌情接納或拒絕閣下的申請。

#### 釐定發售價及分配香港發售股份

預期發售價將於2018年3月19日(星期一)或前後釐定。申請人須繳付每股香港發售股份最高發售價3.69港元，另加1%經紀佣金、0.0027%證監會交易徵費及0.005%香港聯交所交易費。倘若本公司與聯席全球協調人(代表包銷商)並無於2018年3月20日(星期二)或之前協定發售價，全球發售將不會進行。截止登記認購申請前概不處理香港發售股份的申請或配發任何香港發售股份。

本公司預期將於2018年3月23日(星期五)在香港聯交所網站[www.hkexnews.hk](http://www.hkexnews.hk)及本公司網站[www.chinaxhedu.com](http://www.chinaxhedu.com)公佈所釐定的發售價、國際發售踴躍程度、香港公開發售申請水平及香港公開發售分配基準。香港公開發售的分配結果及獲接納申請人的香港身份證號碼/護照號碼/香港商業登記證號碼(如適用)亦將於上述網站公佈。

香港公開發售與國際發售之間的發售股份分配將按招股章程「全球發售的架構」一節所述予以調整。尤其是，透過香港公開發售及國際發售將予提呈發售的發售股份可由聯席全球協調人於該等發售之間酌情重新分配。根據指引函件HKEX-GL91-18，倘並非根據上市規則第18項應用指引進行有關重新分配，則香港公開發售可予重新分配發售股份總數上限將為80,000,000股股份，相當於香港公開發售獲初步分配的兩倍，而最終發售價須釐定為招股章程訂明的指標發售價範圍的下限(即每股發售股份2.83港元)。

#### 如閣下的香港發售股份申請獲接納(全部或部分)

如閣下的申請全部或部分獲接納，閣下的股票(前提是到2018年3月26日(星期一)上午八時正香港公開發售成為無條件且並無被終止，股票成為有效的所有權證明)將以香港結算代理人名義發出，並按閣下在申請表格的指示於2018年3月23日(星期五)或在特別情況下由香港結算或香港結算代理人指定的任何其他日期直接存入中央結算系統，記入閣下的中央結算系統投資者戶口持有人股份戶口或閣下指定的中央結算系統參與者股份戶口。

- 如閣下透過中央結算系統投資者戶口持有人以外的指定中央結算系統參與者提出申請：香港發售股份將存入閣下指定的中央結算系統參與者(非中央結算系統投資者戶口持有人)股份戶口，閣下可向該中央結算系統參與者查詢閣下獲配發的香港發售股份數目。
- 如閣下以中央結算系統投資者戶口持有人身份提出申請：本公司預期將於2018年3月23日(星期五)在香港聯交所網站[www.hkexnews.hk](http://www.hkexnews.hk)及本公司網站[www.chinaxhedu.com](http://www.chinaxhedu.com)刊登中央結算系統投資者戶口持有人的申請結果及香港公開發售的結果。閣下應查閱本公司刊發的公告，如有任何資料不符，請於2018年3月23日(星期五)或香港結算或香港結算代理人釐定的任何其他日期下午五時正前知會香港結算。緊隨香港發售股份存入閣下的股份戶口後，閣下即可透過「結算通」電話系統及中央結算系統互聯網系統(根據香港結算不時生效的《投資者戶口操作簡介》所載程序)查詢閣下的新戶口結餘。香港結算亦將向閣下提供一份活動結單，列出存入閣下股份戶口的香港發售股份數目。

本公司不會就申請時繳付的款項發出收據，亦不會發出臨時所有權文件。

#### 退回款項

若閣下未獲分配任何香港發售股份或申請僅部分獲接納，本公司將不計利息退回閣下的申請股款(包括相關的1%經紀佣金、0.0027%證監會交易徵費及0.005%香港聯交所交易費)。如發售價低於最高發售價，本公司將不計利息向閣下退回多收申請股款(包括相關的1%經紀佣金、0.0027%證監會交易徵費及0.005%香港聯交所交易費)。有關退款程序載於招股章程「如何申請香港發售股份」一節「發送/領取股票及退款」。



**Please use this form if you want the Hong Kong Offer Shares to be issued in the name of HKSCC Nominees Limited (“HKSCC Nominees”) and deposited directly into the Central Clearing and Settlement System (“CCASS”) for credit to your CCASS Investor Participant stock account or the stock account of your designated CCASS Participant**

**Personal Data**

**Personal Information Collection Statement**

This Personal Information Collection Statement informs the applicant for, and holder of, Hong Kong Offer Shares, of the policies and practices of the Company and its Hong Kong Share Registrar 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**

It is necessary for applicants and registered holders of securities to supply correct personal data to the Company or its agents and the Hong Kong Share Registrar when applying for securities or transferring securities into or out of their names or in procuring the services of the Hong Kong Share Registrar. Failure to supply the requested data may result in your application for securities being rejected, or in delay or the inability of the Company or its Hong Kong Share Registrar to effect transfers or otherwise render their services. It may also prevent or delay registration or transfers of the Hong Kong Offer Shares which you have successfully applied for and/or the despatch of share certificate(s) and/or refund cheque(s) to which you are entitled.

It is important that securities holders inform the Company and the Hong Kong Share Registrar immediately of any inaccuracies in the personal data supplied.

**2. Purposes**

The personal data of the securities holders may be used, held, processed, and/or stored (by whatever means) for the following purposes:

- processing your application and refund cheque, where applicable, verification of compliance with the terms and application procedures set out in this Application Form and the Prospectus and announcing results of allocation of the Hong Kong Offer Shares;
- compliance with applicable laws and regulations in Hong Kong and elsewhere;
- registering new issues or transfers into or out of the names of securities’ holders including, where applicable, HKSCC Nominees;
- maintaining or updating the register of securities’ holders of the Company;
- verifying securities holders’ identities;
- establishing benefit entitlements of securities’ holders of the Company, such as dividends, rights issues and bonus issues, etc.;
- distributing communications from the Company and its subsidiaries;
- compiling statistical information and securities holders profiles;
- disclosing relevant information to facilitate claims on entitlements; and
- any other incidental or associated purposes relating to the above and/or to enable the Company and the Hong Kong Share Registrar to discharge their obligations to securities’ holders and/or regulators and/or any other purposes to which the securities’ holders may from time to time agree.

**3. Transfer of personal data**

Personal data held by the Company and its Hong Kong Share Registrar relating to the securities holders will be kept confidential but the Company and its Hong Kong Share Registrar may, to the extent necessary for achieving any of the above purposes, disclose, obtain or transfer (whether within or outside Hong Kong) the personal data to, from or with any of the following:

- the Company’s appointed agents such as financial advisers, receiving bankers and overseas principal share registrar;
- where applicants for securities request a deposit into CCASS, HKSCC or HKSCC Nominees, who will use the personal data for the purposes of operating CCASS;
- any agents, contractors or third-party service providers who offer administrative, telecommunications, computer, payment or other services to the Company or the Hong Kong Share Registrar in connection with their respective business operation; the Hong Kong Stock Exchange, the SFC and any other statutory regulatory or governmental bodies or otherwise as required by laws, rules or regulations; and
- any persons or institutions with which the securities’ holders have or propose to have dealings, such as their bankers, solicitors, accountants or stockbrokers etc.

**4. Retention of personal data**

The Company and its Hong Kong Share Registrar will keep the personal data of the applicants and holders of securities 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**

Securities holders have the right to ascertain whether the Company or the Hong Kong Share Registrar hold their personal data, to obtain a copy of that data, and to correct any data that is inaccurate. The Company and the Hong Kong Share Registrar have the right to charge a reasonable fee for the processing of such requests.

All requests for access to data or correction of data should be addressed to the Company, at its registered address disclosed in the “Corporate Information” section of the Prospectus or as notified from time to time, for the attention of the company secretary, or our Hong Kong Share Registrar for the attention of the privacy compliance officer.

**By signing an Application Form or by giving electronic application instructions to HKSCC, you agree to all of the above.**

如閣下欲以香港中央結算（代理人）有限公司（「香港結算代理人」）的名義登記將獲發行的香港發售股份，並直接存入中央結算及交收系統（「中央結算系統」），以記存於閣下的中央結算系統投資者戶口持有人股份戶口或閣下指定的中央結算系統參與者股份戶口，請使用本表格

## 個人資料

### 個人資料收集聲明

此項個人資料收集聲明是向香港發售股份的申請人和持有人說明有關本公司及其香港證券登記處有關個人資料和香港法例第486章《個人資料（私隱）條例》（「《條例》」）方面的政策和措施。

#### 1. 收集 閣下個人資料的原因

證券申請人及登記持有人以本身名義申請證券或轉讓或受讓證券時或尋求香港證券登記處的服務時，必須向本公司或其代理及香港證券登記處提供準確個人資料。未能提供所要求的資料可能導致閣下的證券申請被拒或延遲，或本公司或其香港證券登記處無法落實轉讓或提供服務。此舉亦可能妨礙或延遲登記或轉讓閣下獲接納申請的香港發售股份及／或寄發閣下應得的股票及／或退款支票。

證券持有人所提供的個人資料如有任何錯誤，須立即通知本公司及香港證券登記處。

#### 2. 用途

證券持有人的個人資料可以任何方式被採用、持有、處理及／或保存，以作下列用途：

- 處理閣下的申請及退款支票（如適用）、核實是否符合本申請表格及招股章程載列的條款和申請程序以及公佈香港發售股份的分配結果；
- 遵守香港及其他地區的適用法律及法規；
- 以證券持有人（包括香港結算代理人（如適用））的名義登記新發行證券或轉讓或受讓證券；
- 存置或更新本公司證券持有人的名冊；
- 核實證券持有人的身份；
- 確定本公司證券持有人的受益權利，例如股息、供股和紅股等；
- 分發本公司及其附屬公司的通訊；
- 編製統計數據和證券持有人資料；
- 披露有關資料以便就權益提出申索；及
- 與上述者有關的任何其他附帶或相關用途及／或使本公司及香港證券登記處能履行對證券持有人及／或監管機構承擔的責任及／或證券持有人不時同意的任何其他用途。

#### 3. 轉交個人資料

本公司及其香港證券登記處所持有關證券持有人的個人資料將會保密，但本公司及其香港證券登記處可以在將資料用作上述任何用途之必要情況下，向下列任何人士披露、獲取或轉交（無論在香港境內或境外）有關個人資料：

- 本公司委任的代理，如財務顧問、收款銀行及主要海外股份過戶登記處；
- （如證券申請人要求將證券存於中央結算系統）香港結算或香港結算代理人；彼等將會就中央結算系統的運作使用有關個人資料；
- 向本公司或香港證券登記處提供與其各自業務運作有關的行政、電訊、電腦、付款或其他服務的任何代理、承包商或第三方服務供應商；
- 香港聯交所、證監會及任何其他法定監管機關或政府部門或法例、規則或法規規定的其他機構；及
- 證券持有人與其進行或擬進行交易的任何人士或機構，如其銀行、律師、會計師或股票經紀等。

#### 4. 個人資料的保留

本公司及其香港證券登記處將按收集個人資料所需的用途保留證券申請人及持有人的個人資料。無需保留的個人資料將會根據《條例》銷毀或處理。

#### 5. 查閱和更正個人資料

證券持有人有權確定本公司或香港證券登記處是否持有其個人資料，並有權索取有關該資料的副本並更正任何不準確資料。本公司及香港證券登記處有權就處理該類要求收取合理費用。

所有查閱資料或更正資料的要求應按招股章程「公司資料」一節所披露或不時通知的本公司註冊地址送交公司秘書，或向本公司的香港證券登記處的私隱事務主任提出。

閣下簽署申請表格或向香港結算發出電子認購指示，即表示同意上述各項。