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香港交易及結算有限公司、香港聯合交易所有限公司及香港中央結算有限公司對本白色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，並明確表示概不就因本白色接納表格全部或任何部份內容而產生或因依賴該等內容而引致之任何損失承擔任何責任。

Unless the context otherwise requires, terms used in this WHITE Form of Acceptance shall bear the same meanings as those defined in the composite offer and response document dated 10 February 2012 (the "Composite Document") issued jointly by the Offeror and Cosway Corporation Limited.

除文義另有所指外，本白色接納表格所用詞彙與收購方及科士威集團有限公司聯合刊發日期為二零一二年二月十日之綜合收購建議及回應文件（「綜合文件」）所界定者具有相同涵義。

**WHITE FORM OF ACCEPTANCE AND TRANSFER – FOR USE IF YOU WANT TO ACCEPT THE SHARE OFFER.**

本白色接納及過戶表格在閣下欲接納股份收購建議時適用。



## COSWAY CORPORATION LIMITED

科士威集團有限公司

(Incorporated in Hong Kong with limited liability)

(於香港註冊成立之有限公司)

(Stock Code: 288)

(股份代號: 288)

### IRREDEEMABLE CONVERTIBLE UNSECURED LOAN SECURITIES

### DUE 2019 CONVERTIBLE INTO ORDINARY SHARES OF COSWAY CORPORATION LIMITED

可轉換為科士威集團有限公司普通股之不可贖回可轉換股無抵押債券 (於二零一九年到期)

(Stock Code: 4314)

(股份代號: 4314)

### WHITE FORM OF ACCEPTANCE AND TRANSFER OF ORDINARY SHARES OF

HK\$0.20 EACH IN THE ISSUED SHARE CAPITAL OF

COSWAY CORPORATION LIMITED

科士威集團有限公司已發行股本中

每股面值0.20港元之普通股的白色接納及過戶表格

All parts should be completed 每項均須填妥

**Registrar**  
過戶登記處  
Tricor Secretaries  
Limited,  
26th Floor, Tesbury  
Centre,  
28 Queen's Road  
East, Wanchai,  
Hong Kong  
卓佳秘書商務有限  
公司  
香港灣仔  
皇后大道東28號  
金鐘匯中心26樓

**FOR THE CONSIDERATION** stated below, the "Transferor(s)" named below hereby transfer(s) to the "Transferee" named below the Share(s) held by the Transferor(s) specified below subject to the terms and conditions contained herein and in the accompanying Composite Document. 根據本表格及隨附綜合文件所載條款及條件，下列「轉讓人」現按下列代價，將以下註明由轉讓人持有之股份轉讓予下列「承讓人」。

Number of Share(s) <sup>(None)</sup> 股份數目 <sup>(附註)</sup>	FIGURE 數目	WORDS 大寫
Relevant certificate number(s) 相關股票號碼		
TRANSFEROR(S) name(s) and address(es) in full 轉讓人 全名及地址 (EITHER TYPEWRITTEN OR WRITTEN IN BLOCK CAPITALS) (請用打字機或正楷填寫)	Family name(s) or company name(s): 姓氏或公司名稱:	Forename(s): 名字:
	Registered Address: 登記地址:	Telephone number: 電話號碼:
CONSIDERATION 代價	HK\$1.10 in cash for each Share 每股股份現金1.10港元	
TRANSFEEE 承讓人	Name 名稱:	Cosway Corporation Berhad
	Registered Office and Correspondence Address: 註冊辦事處及通訊地址:	Lot 13-01A, Level 13 (East Wing) Berjaya Times Square No. 1 Jalan Imbi, 55100 Kuala Lumpur
	Occupation 職業:	Corporation 法團

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

轉讓人或代表轉讓人在下列見證人見證下簽署:

SIGNATURE OF WITNESS 見證人簽署

NAME OF WITNESS 見證人姓名

Address of Witness 見證人地址

Occupation of Witness 見證人職業

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

Date of submission of this Form of Acceptance and Transfer  
提交本接納及過戶表格之日期



ALL JOINT  
REGISTERED  
HOLDERS MUST  
SIGN HERE  
所有聯名登記持有人  
必須簽署

#### Do not complete 請勿填寫本欄

Signed by or for and on behalf of the Transferee in the presence of:

承讓人或代表承讓人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 轉讓日期

For and on behalf of 代表  
Cosway Corporation Berhad

Authorised Signatory(ies)  
授權簽署人

Signature(s) of Transferee  
承讓人簽署

Note: Insert the number of Shares for which the Share Offer is accepted. If no number is specified or if the total number of Shares specified in this form is greater than the number of Shares tendered, as supported by the relevant share certificate(s), transfer receipt(s) and/or any other documents of title (and/or any satisfactory indemnity or indemnities required in respect thereof), you are deemed to have accepted the Share Offer in respect of the Shares as shall be equal to the number of Shares tendered by you, as supported by the relevant share certificate(s), transfer receipt(s) and/or any other documents of title (and/or any satisfactory indemnity or indemnities required in respect thereof).

If the total number specified in this form is smaller than the number of Shares tendered, as supported by the relevant share certificate(s), transfer receipt(s) and/or any other documents of title (and/or any satisfactory indemnity or indemnities required in respect thereof), you are deemed to have accepted the Share Offer in respect of the number of Shares as shall be equal to the number of Shares specified in this form.

附註: 請填上接納股份收購建議之股份數目。倘此表格上並無填上股份數目或所填寫之股份數目多於所提交之股份數目 (以有關股票、過戶收據及/或任何其他所有權文件及/或就此所需任何符合要求之一項或多項彌償保證為證)，閣下將被視為已接納等於閣下所提交之股份數目 (以有關股票、過戶收據及/或任何其他所有權文件及/或就此所需任何符合要求之一項或多項彌償保證為證) 之股份收購建議。

倘此表格上所填寫之總數少於所提交之股份數目 (以有關股票、過戶收據及/或任何其他所有權文件及/或就此所需任何符合要求之一項或多項彌償保證為證)，則閣下將被視為已接納等於此表格上所填寫之股份數目之股份收購建議。

**THIS WHITE FORM OF ACCEPTANCE AND TRANSFER IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.**

If you are in any doubt as to any aspect of this WHITE Form of 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 WHITE Form of Acceptance and the accompanying Composite Document to the purchaser(s) or the 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).

The making of the Share Offer to certain persons resident in jurisdictions outside Hong Kong may be affected by the laws of the relevant jurisdictions. If you are a citizen or resident or national of a jurisdiction outside Hong Kong, you should inform yourself about or obtain appropriate legal advice regarding the implications of the Share Offer in the relevant jurisdictions and observe any applicable regulatory or legal requirements. It is your responsibility if you wish to accept the Share Offer to satisfy yourself as to the full observance of the laws of the relevant jurisdiction in connection therewith, including the obtaining of any governmental, exchange control or other consents which may be required or the compliance with other necessary formalities, regulatory or legal requirements and the payment of any transfer or cancellation or other taxes due in respect of such jurisdiction. The Offeror, CCBI and any person involved in the Share Offer shall be entitled to be fully indemnified and held harmless by you for any taxes as may be required to be paid in respect of the acceptance of the Share Offer by you. Acceptance of the Share Offer by you will constitute a warranty by you to the Offeror and the Company that you are permitted under all applicable laws to accept the Share Offer, and any revision thereof, and such acceptance shall be valid and binding in accordance with all applicable laws.

**HOW TO COMPLETE THIS WHITE FORM OF ACCEPTANCE**

This WHITE Form of Acceptance should be read in conjunction with the Composite Document. The provisions of Appendix I to the Composite Document are incorporated into and form part of this WHITE Form of Acceptance.

To accept the Share Offer made by CCBI on behalf of the Offeror, you should duly complete and sign this WHITE Form of Acceptance overleaf and forward this 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) in respect of the Shares which is/are in your name which you intend to accept the Share Offer, by post or by hand, marked "Cosway Corporation Limited – Share Offer" on the envelope, to the Registrar, Tricor Secretaries Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong as soon as possible, but in any event no later than 4:00 p.m. on Friday, 2 March 2012 (or such later time and/or date as the Offeror may determine and announce, with the consent of the Executive, in accordance with the Takeovers Code).

**WHITE FORM OF ACCEPTANCE IN RESPECT OF THE SHARE OFFER**

To: The Offeror and CCBI

1. My/Our execution of this WHITE Form of Acceptance (whether or not such form is dated), shall be binding on my/our successors and assignees, and shall constitute:
  - (a) my/our irrevocable acceptance of the Share Offer made by CCBI on behalf of the Offeror, as contained in the Composite Document, at the Share Offer Consideration and subject to the terms and conditions therein and herein mentioned, in respect of the number of the outstanding Shares specified in this WHITE Form of Acceptance or, if no number of Shares is specified or if the total number of Shares specified in this form is greater than number of Shares tendered, as supported by the relevant share certificate(s) and/or transfer receipt(s) and/or other document(s) of title and/or any satisfactory indemnity or indemnities required in respect thereof, I am/we are deemed to have accepted the Share Offer in respect of the number of Shares tendered by me/us, as supported by the relevant share certificate(s) and/or transfer receipt(s) and/or other document(s) of title and/or any satisfactory indemnity or indemnities required; if the total number of Shares specified in this form is smaller than the number of Shares tendered, as supported by the certificate(s) of the Shares and/or transfer receipt(s) and/or other document(s) of title and/or any satisfactory indemnity or indemnities required in respect thereof, I am/we are deemed to have accepted the Share Offer in respect of the number of Shares as shall be equal to the number of Shares specified in this form, provided that such acceptance will not be counted towards fulfilling the acceptance condition, where applicable, nor the condition required for the Offeror to invoke compulsory acquisition, unless Rule 30.2 of the Takeovers Code has been fully complied with prior to the closing of the Offer;
  - (b) my/our irrevocable instruction and authority to the Offeror, CCBI, the Registrar and/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 after deducting all sellers' 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 and 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 CCL:  
*(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 capitals) \_\_\_\_\_  
Address: (in block capitals) \_\_\_\_\_
  - (c) my/our irrevocable instruction and authority to the Offeror, CCBI or such person or persons as they may direct for the purpose, on my/our behalf, to make and execute the contract note as required by Section 19(1) of 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 Share(s) 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 WHITE Form of Acceptance in accordance with the provisions of that Ordinance;
  - (d) 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 Share(s) tendered for acceptance under the Share Offer to the Offeror or such person or persons as it may direct free from all third party rights, liens, charges, equities, adverse interests and encumbrances whatsoever and together with all rights attaching thereto as at the date of the Joint Announcement or subsequently becoming attached to them, including the right to receive all dividends (whether final or interim) and other distributions, if any, declared, made or paid on or after the date of the Joint Announcement;
  - (e) my/our agreement to ratify each and every act or thing which may be done or effected by the Offeror, CCBI or their respective agents or such person or persons as it/they may direct on the exercise of any of the authorities contained herein;
  - (f) my/our irrevocable instruction and authority to the Offeror, CCBI or their respective agent(s) to collect from CCL or the Registrar on my/our behalf the relevant certificate(s) in respect of the Shares due to be issued to me/us in accordance with, and against surrender of, the enclosed transfer receipt(s) and/or other document(s) of title (if any) (and/or any 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 relevant certificate(s) subject to the terms and conditions of the Share Offer as if it/they were relevant certificate(s) delivered to the Registrar together with this WHITE Form of Acceptance; and
  - (g) my/our appointment of the Offeror and/or CCBI as my/our attorney in respect of all the Share(s) to which this WHITE Form of Acceptance relates, such power of attorney to take effect from the date and time on which the Share Offer becomes unconditional in all respects and thereafter be irrevocable.
2. I/We understand that acceptance of the Share Offer by me/us will constitute a warranty by me/us to the Offeror and CCBI that (i) the number of Share(s) specified in this WHITE Form of Acceptance will be sold free from all third party rights, liens, charges, equities, adverse interests and encumbrances whatsoever and together with all rights attaching thereto as at the date of the Joint Announcement or subsequently becoming attached to them, including the right to receive all dividends (whether final or interim) and other distributions, if any, declared, paid or made on or after the date of the Joint Announcement; and (ii) if my/our registered address is located in a jurisdiction outside Hong Kong, I/we have fully observed the laws of all relevant jurisdictions, obtained all requisite governmental, exchange control or other consents, complied with all necessary regulatory formalities or legal requirements and paid any transfer or other taxes by whomsoever payable, that I/we have not taken or omitted to take any action which will or may result in CCL, the Offeror, CCBI or any other person acting in breach of the legal or regulatory requirements of any jurisdiction in connection with the Share Offer or my/our acceptance thereof, and am/are permitted under all applicable laws to receive and accept the Share Offer, and any revision thereof, and that such acceptance is valid and binding in accordance with all applicable laws.
3. In the event that my/our acceptance is not valid, or is treated as invalid, in accordance with the terms of the Share Offer, all instructions, authorisations and undertakings contained in paragraph 1 above shall cease and in which event, I/we authorise and request you to return to me/us my/our relevant certificate(s) and/or transfer receipt(s) and/or other document(s) of title (and/or satisfactory indemnity or indemnities required in respect thereof), together with this WHITE Form of Acceptance duly cancelled, by ordinary post at my/our risk to the person and address stated in paragraph 1(b) 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 CCL.  
*Note:* Where you have sent one or more transfer receipt(s) and in the meantime the relevant relevant certificate(s) has/have been collected by the Offeror, CCBI or their respective agent(s) from the Registrar on your behalf, you will be sent such relevant certificate(s) in lieu of the transfer receipt(s).
4. I/We enclose the relevant relevant certificate(s) and/or transfer receipt(s) and/or other document(s) of title (and/or any satisfactory indemnity or indemnities required in respect thereof) for the whole or part of my/our holding of Share(s) which are to be held by you on the terms and conditions of the Share Offer. I/We understand that no acknowledgement of receipt of any form(s) of acceptance and transfer, relevant certificate(s) and/or transfer receipt(s) and/or other document(s) of title (and/or satisfactory indemnity or indemnities required in respect thereof) will be given. I/we further understand that all documents will be sent at my/our own risk.
5. I/We warrant that I/we are the registered holder(s) of the number of Shares specified in this WHITE Form of Acceptance and I/we have the full right, power and authority to sell and pass the title and ownership of such Shares to the Offeror by way of acceptance of the Share Offer.
6. I/We warrant to the Offeror and CCBI that I/we have satisfied the laws of the jurisdiction where my/our address is stated in the register of members of CCL in connection with my/our acceptance of the Share Offer, including the obtaining of any governmental, exchange control or other consents which may be required and the compliance with necessary formalities, regulatory or legal requirements.
7. I/We warrant to the Offeror and CCBI that I/we shall be fully responsible for payment of any transfer or cancellation or other taxes or duties payable in respect of the relevant jurisdiction where my/our address is stated in the register of members of CCL 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 WHITE Form of Acceptance, all acceptances, instructions, authorities and undertakings hereby given shall be irrevocable and unconditional.
9. I/We acknowledge that my/our Shares sold to the Offeror by way of the Share Offer will be registered under the name of the Offeror or its nominee.
10. I/We irrevocably undertake, represent, warrant and agree to and with the Offeror and CCBI (so as to bind my/our successors and assigns) that in respect of the Shares which are accepted or deemed to have been accepted under the Share Offer, which acceptance has not been validly withdrawn, and which have not been registered in the name of the Offeror or as it may direct, to give:
  - (a) an authority to CCL and/or its agents from me/us to send any notice, circular, warrant or other document or communication which may be required to be sent to me/us as a Shareholder (including any relevant relevant certificate(s) and/or any other document(s) of title issued as a result of conversion of such Shares into certificated form) to the Offeror at Lot 13-01A, Level 13 (East Wing), Berjaya Times Square, No. 1 Jalan Imbi, 55100 Kuala Lumpur;
  - (b) an irrevocable authority to the Offeror and/or its agents from me/us to sign any consent to short notice of any general meeting of CCL on my/our behalf and/or to attend and/or to execute a form of proxy in respect of such Shares appointing any person nominated by the Offeror to attend such general meeting (or any adjournment thereof) and to exercise the votes attaching to such Shares on my/our behalf, such votes to be cast in a manner to be determined at the sole discretion of the Offeror; and
  - (c) my/our agreement not to exercise any of such rights without the consent of the Offeror and my/our irrevocable undertaking not to appoint a proxy for, or to attend any, such general meeting and subject as aforesaid, to the extent I/we have previously appointed a proxy, other than the Offeror or its nominee or appointee, for or to attend or to vote at the general meeting of CCL, I/we hereby expressly revoke such appointment.
11. The Offeror reserves the right to treat as valid any acceptance of the Share Offer which is not entirely in order or which is not accompanied by the relevant certificate(s) and/or transfer receipt(s) and/or other document(s) of title (and/or any satisfactory indemnity or indemnities in respect thereof), but, in such cases, the consideration due will not be despatched until the relevant certificate(s) and/or transfer receipt(s) and/or other document(s) of title (and/or any satisfactory indemnity or indemnities in respect thereof) has/have been received by the Registrar.

本白色接納及過戶表格乃重要文件，請即處理。

閣下如對本白色接納表格之任何內容或應採取之行動有任何疑問，應諮詢閣下之持牌證券交易商或註冊證券機構、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，應立即將本白色接納表格及隨附之綜合文件送交買主或承讓人，或經手買賣或轉讓之銀行、持牌證券交易商、註冊證券機構或其他代理商，以便轉交買主或承讓人。

向居住於香港以外司法權區之若干人士提出股份收購建議可能會受有關司法權區之法律影響。倘閣下為香港以外司法權區之市民或居民或國民，應自行了解股份收購建議於有關司法權區之限制或尋求適當之法律意見，並遵守任何適用監管或法律規定。閣下如欲接納股份收購建議，須自行負責確保全面遵守有關司法權區之相關法例，包括取得任何可能規定之政府、外匯管制或其他同意，或遵守其他必要手續、監管或法律規定，及支付於有關司法權區應付之任何轉讓稅、註銷稅或其他稅項。收購方、建銀國際及任何參與股份收購建議之人士均有權獲悉數彌償及毋須就閣下接納股份收購建議而可能須支付之任何稅項向閣下承擔任何責任。閣下接納股份收購建議將構成閣下向收購方及本公司作出之保證，閣下根據所有適用法例獲准接納股份收購建議（及其任何修訂），而根據所有適用法例，該接納為有效及具約束力。

#### 本白色接納表格之填寫方法

本白色接納表格應與綜合文件一併閱覽。綜合文件附錄一之條文納入並構成本白色接納表格之一部分。

閣下如欲接納建銀國際代表收購方提出之股份收購建議，應填妥及簽署本白色接納表格背頁，連同閣下欲就名下之股份接納股份收購建議之有關股票及／或過戶收據及／或任何其他所有權文件（及／或就此所需任何符合要求之一項或多項彌償保證），以郵遞方式或由專人盡快送交過戶登記處卓佳秘書商務有限公司，地址為香港灣仔皇后大道東28號金鐘匯中心26樓，信封面請註明「科士威集團有限公司－股份收購建議」，惟無論如何不得遲於二零一二年三月二日（星期五）下午四時正（或收購方根據收購方則獲執行人員同意而可能決定及公佈之較後日期及／或時間）送達過戶登記處。

#### 股份收購建議之白色接納表格

致：收購方及建銀國際

1. 本人／吾等一經簽署本白色接納表格（不論該表格是否已註明日期），本人／吾等之承繼人及受讓人將受此約束，並表示：

- (a) 本人／吾等按綜合文件及本白色接納表格所述股份收購代價按照並遵守當中所述條款及條件，就本白色接納表格所註明之尚未行使之股份數目不可撤回地接納綜合文件所載由建銀國際代表收購方提出之股份收購建議；或倘本表格並無填上股份數目或所填寫之股份總數多於所提交之股份數目（以有關股票及／或過戶收據及／或其他所有權文件及／或就此所需任何符合要求之一項或多項彌償保證為證），則本人／吾等將被視為就本人／吾等所提交之股份數目（以有關股票及／或過戶收據及／或其他所有權文件及／或就此所需任何符合要求之一項或多項彌償保證為證）接納股份收購建議；或倘本表格所填寫之股份總數少於所提交之股份數目（以股票及／或過戶收據及／或其他所有權文件及／或就此所需任何符合要求之一項或多項彌償保證為證），則本人／吾等將被視為就相等於本表格所填寫之股份數目接納股份收購建議，惟於收購建議截止前已完全遵守收購方則第30.2條的規定，否則於計算是否已達成接納條件（如適用，以及收購方達成強制性收購事項所需之條件）時，有關接納不會計算在內；

- (b) 本人／吾等不可撤回地指示及授權收購方、建銀國際、過戶登記處及／或彼等各自之代理人，就本人／吾等根據股份收購建議之條款應得之現金代價（經扣除本人／吾等就本人／吾等接納股份收購建議應付之所有賣方從價印花稅），以「不得轉讓－只准入抬頭人賬戶」方式向本人／吾等開出劃線支票，以平郵方式按以下地址寄予以下人士，或如無於下欄填上姓名及地址，則按科士威股東名冊所示登記地址寄予本人或吾等中名列首位者（如屬聯名登記股東），郵誤風險概由本人／吾等承擔；

（倘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） \_\_\_\_\_

- (c) 本人／吾等不可撤回地指示及授權收購方、建銀國際或彼等可能就此指定之有關人士，代表本人／吾等製備及簽立香港法例第117章印花稅條例第19(1)條規定本人／吾等作為根據股份收購建議出售股份之賣方須製備及簽立之成交單據，並按該條例之規定安排該單據加蓋印花及安排在本白色接納表格背書證明；

- (d) 本人／吾等承諾於必需或合宜時簽署有關其他文件及進行有關行動及事項，以將本人／吾等根據股份收購建議提交接納之股份轉讓予收購方或其可能指定之有關人士，該等股份不附帶一切任何性質之第三方權利、留置權、押記、衡平權、不利權益及產權負擔，並連同於聯合公佈日期或其後所附帶之一切權利（包括收取於聯合公佈日期或之後宣派、作出或派付之一切股息（不論末期或中期）及其他分派（如有）之權利）；

- (e) 本人／吾等同意追認收購方、建銀國際或彼等各自之代理人或彼／彼等可能指定之有關人士於行使本表格所載任何授權時可能作出或進行之各項行動或事宜；

- (f) 本人／吾等不可撤回地指示及授權收購方、建銀國際或彼等各自之代理人，代表本人／吾等交回隨附經本人／吾等正式簽署之過戶收據及／或其他所有權文件（如有）（及／或就此所需任何符合要求之一項或多項彌償保證），憑此向科士威或過戶登記處領取本人／吾等就股份應獲發之相關證書，並將相關證書送交過戶登記處，且授權及指示過戶登記處根據股份收購建議之條款及條件持有該等相關證書，猶如該等相關證書已連同本白色接納表格一併送交過戶登記處一般；及

- (g) 本人／吾等委任收購方及／或建銀國際為本人／吾等就本白色接納表格有關之全部股份之委任代理人，該授權書於股份收購建議在所有方面成為無條件之日期及時間起生效，並隨後不得撤回。

2. 本人／吾等明白本人／吾等接納股份收購建議，將被視為構成本人／吾等向收購方及建銀國際保證(i)本白色接納表格所註明股份數目將在不附帶一切任何性質之第三方權利、留置權、押記、衡平權、不利權益及產權負擔，並連同於聯合公佈日期或其後所附帶之一切權利（包括收取於聯合公佈日期或之後宣派、派付或作出或之一切股息（不論末期或中期）及其他分派（如有）之權利）下出售；及(ii)倘本人／吾等之登記地址位於香港以外之司法權區，本人／吾等已全面遵守所有有關司法權區之法例，取得一切必需之政府、外匯管制或其他同意，遵守一切必要之監管手續或法律規定，及已支付應付任何人士之任何轉讓或其他稅項，則本人／吾等並無採取或不採取任何行動而將或可能致使科士威、收購方、建銀國際或任何其他人士違反任何司法權區與股份收購建議或本人／吾等接納股份收購建議有關之法律或監管規定，且本人／吾等根據所有適用法例獲准收取及接納股份收購建議（及其任何修訂），而根據所有適用法例，該接納為有效及具有約束力。

3. 倘按股份收購建議之條款本人／吾等之接納屬無效或被視為無效，則上文第1段所載之所有指示、授權及承諾均會失效。在此情況下，本人／吾等授權並要求閣下將本人／吾等之相關證書及／或過戶收據及／或其他所有權文件（及／或就此所需任何符合要求之一項或多項彌償保證）連同已正式註銷之本白色接納表格以平郵方式一併寄回上文第1(b)段所列之人士及地址，或如未有列明姓名及地址，則按科士威股東名冊所示登記地址寄回本人或吾等中名列首位者（如為聯名登記股東），郵誤風險概由本人／吾等承擔。

附註：倘閣下已交出一份或以上過戶收據，而收購方、建銀國際或彼等各自之代理已代表閣下從過戶登記處領取相關證書，則發還予閣下者將為該（等）相關證書而非過戶收據。

4. 本人／吾等茲附上本人／吾等持有之全部或部份股份之相關證書及／或過戶收據及／或其他所有權文件（及／或就此所需任何符合要求之一項或多項彌償保證），由閣下按股份收購建議之條款及條件予以保存。本人／吾等明白交回接納及過戶表格、相關證書及／或過戶收據及／或其他所有權文件（及／或就此所需任何符合要求之一項或多項彌償保證）概不獲發收據。本人／吾等亦了解寄發所有文件之一切郵誤風險概由本人／吾等自行承擔。

5. 本人／吾等向閣下保證，本人／吾等為本白色接納表格所列數目之股份之登記持有人，而本人／吾等有十足權利、權力及授權以接納股份收購建議之方式，向收購方出售及移交本人／吾等持有之該等股份之所有權及擁有權。

6. 本人／吾等向收購方及建銀國際保證，本人／吾等已遵守在科士威股東名冊上列示本人／吾等地址所在司法權區關於本人／吾等接納股份收購建議方面之法例，包括獲得任何所需之政府、外匯管制或其他同意，及遵守必要之手續、監管或法律規定。

7. 本人／吾等向收購方及建銀國際保證，本人／吾等須就支付在科士威股東名冊上所述本人／吾等地址所在相關司法權區關於本人／吾等接納股份收購建議方面應付之任何轉讓稅、註銷稅或其他稅項或徵稅承擔全部責任。

8. 本人／吾等知悉，除綜合文件及本白色接納表格明文規定外，據此作出之所有接納、指示、授權及承諾均為不可撤回及無條件。

9. 本人／吾等知悉，本人／吾等以股份收購建議之方式向收購方出售之股份將以收購方或其代名人義登記。

10. 本人／吾等向收購方及建銀國際不可撤回地承諾、聲明、保證及同意（本人／吾等之繼承人及承讓人亦受此約束）根據股份收購建議就被接納或已被視為接納之股份、接納尚未被有效撤回之股份，以及尚未登記於收購方或其指定人士名下之股份，作出以下各項：

- (a) 本人／吾等授權科士威及／或其代理人，將可能須向本人／吾等（作為股東）寄發之任何通告、通函、保證書或其他文件或通訊（包括因該等股份轉成為證書形式而發發之任何相關證書及／或任何其他所有權文件）寄送至收購方，地址為Lot 13-01A, Level 13 (East Wing), Berjaya Times Square, No. 1 Jalan Imbi, 55100 Kuala Lumpur；

- (b) 不可撤回地授權收購方及／或其代理人代表本人／吾等簽署任何在短時間內召開任何科士威股東大會之同意書及／或就該等股份簽立代表委任表格以委任由收購方提名之任何人士出席有關股東大會（或其任何續會）及代表本人／吾等行使該等股份附帶之投票權；而上述投票將以收購方全權決定之方式進行；及

- (c) 本人／吾等同意在未獲得收購方同意前不會行使任何有關權利，本人／吾等亦作出不可撤回承諾，不會委任代表或出席任何有關股東大會。在上述規限下，倘若本人／吾等先已委任一名除收購方或其代名人或獲委任人士以外之代表，以出席科士威股東大會或在會上投票，本人／吾等謹此表明撤回有關委任。

11. 收購方保留任何尚未填妥或無隨附相關證書及／或過戶收據及／或其他所有權文件（及／或就此所需任何符合要求之一項或多項彌償保證）之股份收購建議之接納為有效之權利，惟在該等情況，應付之代價將不會寄發，直至過戶登記處已收到相關證書及／或過戶收據及／或其他所有權文件（及／或就此所需任何符合要求之一項或多項彌償保證）為止。

## PERSONAL DATA

### Personal Information Collection Statement

The main provisions of the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) (the "Privacy Ordinance") came into effect in Hong Kong on 20 December 1996. This personal information collection statement informs you of the policies and practices of the Offeror, CCBI and the Registrar in relation to personal data and the Privacy Ordinance.

#### 1. Reasons for the collection of your personal data

To accept the Share Offer for your Shares, 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 is important that you inform the Offeror, CCBI and/or the Registrar immediately of any inaccuracies in the data supplied.

#### 2. Purposes

The personal data which you provide on this form may be used, held and/or stored (by whatever means) for the following purposes:

- processing your acceptance and verification or compliance with the terms and application procedures set out in this WHITE Form of Acceptance and the Composite Document;
- registering transfers of the Share(s) out of your name;
- maintaining or updating the relevant register of holders of the Share(s);
- conducting or assisting to conduct signature verifications, and any other verification or exchange of information;
- establishing your entitlements under the Share Offer;
- distributing communication from the Offeror, CCBI and/or their respective agents, such as the Registrar;
- compiling statistical information and shareholder profiles;
- 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, CCBI and/or the Registrar; and
- any other incidental or associated purposes relating to the above and/or to enable the Offeror, CCBI and/or the Registrar to discharge their obligations to the Shareholders and/or regulators and any other purpose to which the Shareholders may from time to time agree to or be informed of.

#### 3. Transfer of personal data

The personal data provided in this form will be kept confidential but the Offeror, CCBI and 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's advisers and/or agent(s), such as financial advisers, legal advisers and the Registrar;
- any agents, contractors or third party service providers who offer administrative, telecommunications, computer, payment or other services to the Offeror, CCBI and/or the Registrar in connection with the operation of its business;
- the Stock Exchange, the SFC and any other regulatory or governmental bodies;
- any other persons or institutions with which you have or propose to have dealings, such as your bankers, solicitors, accountants, licensed securities dealers or registered institutions in securities; and
- any other persons or institutions whom the Offeror, CCBI and/or the Registrar consider(s) to be necessary or desirable in the circumstances.

#### 4. Access to and correction of personal data

The Privacy Ordinance provides you with rights to ascertain whether the Offeror, CCBI and/or the Registrar holds your personal data, to obtain a copy of that data, and to correct any data that is incorrect.

In accordance with the Privacy Ordinance, the Offeror, CCBI 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, CCBI and/or the Registrar (as the case may be).

**BY SIGNING THIS WHITE FORM OF ACCEPTANCE YOU AGREE TO ALL OF THE ABOVE**

## 個人資料

### 收集個人資料聲明

香港法例第486章個人資料(私隱)條例(「私隱條例」)的主要條文於一九九六年十二月二十日生效。本收集個人資料聲明旨在知會閣下有關於購方、建銀國際及過戶登記處關於個人資料及私隱條例的政策及慣例。

#### 1. 收集閣下個人資料的原因

如欲就閣下之股份接納股份收購建議，閣下須提供所需的個人資料。倘閣下未能提供所需資料，則可能導致閣下的接納申請被拒或受到延誤。倘所提供之資料有任何錯處，務請閣下立即知會收購方、建銀國際及／或過戶登記處。

#### 2. 用途

閣下於本表格提供的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：

- 處理閣下的接納申請及核實或遵循本白色接納表格及綜合文件載列的條款及申請程序；
- 登記以閣下名義的股份轉讓；
- 保存或更新有關股份的股東名冊；
- 核實或協助核實簽名，以及進行任何其他資料核實或交換；
- 確定閣下根據股份收購建議有權取得的配額；
- 自收購方、建銀國際及／或彼等各自的代理人(如過戶登記處)發佈通訊；
- 編製統計資料及股東資料；
- 按法例、規則或規定(無論法定或其他規定)作出披露；
- 披露有關資料以便索償或享有配額；
- 有關收購方、建銀國際及／或過戶登記處業務的任何其他用途；及
- 有關上文所述任何其他附帶或關連用途及／或以便收購方、建銀國際及／或過戶登記處履行彼等對股東及／或監管機構的責任及股東可能不時同意或知悉的任何其他用途。

#### 3. 轉交個人資料

本表格提供的個人資料將作為機密資料妥當保存，惟收購方、建銀國際及過戶登記處為達致上述或有關任何上述的用途，可能作出彼等認為必要的查詢，以確認個人資料的準確性，尤其可能向或自下列任何及所有個人及實體披露、獲取、轉交(無論在香港境內或境外)該等個人資料：

- 收購方顧問及／或代理，如財務顧問、法律顧問及過戶登記處；
- 向收購方、建銀國際及／或過戶登記處提供業務經營方面之行政、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；
- 聯交所、證監會及任何其他監管或政府機構；
- 與閣下進行交易或建議進行交易的任何其他人士或機構，如閣下的銀行、律師、會計師、持牌證券交易商或註冊證券機構；及
- 收購方、建銀國際及／或過戶登記處認為必需或適當情況下的任何其他人士或機構。

#### 4. 獲取及更正個人資料

根據私隱條例的規定，閣下有權確認收購方、建銀國際及／或過戶登記處是否持有閣下的個人資料，並獲取該資料副本，以及更正任何錯誤資料。

依據私隱條例的規定，收購方、建銀國際及／或過戶登記處有權就獲取任何數據的請求收取合理的手續費。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的資料的所有請求，須提交予收購方、建銀國際及／或過戶登記處(視情況而定)。

閣下一經簽署本白色接納表格即表示同意上述所有條款