

# Perennial Energy Holdings Limited

## 久泰邦達能源控股有限公司

(Incorporated in the Cayman Islands with limited liability)  
(於開曼群島註冊成立的有限公司)

### SHARE OFFER

Number of Offer Shares : 400,000,000 Shares (subject to the Over-allotment Option)  
Number of Public Offer Shares : 40,000,000 Shares (subject to reallocation)  
Number of Placing Shares : 360,000,000 Shares (subject to reallocation and the Over-allotment Option)  
Maximum Offer Price : HK\$0.96 per Offer Share, plus brokerage of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars, subject to refund on final pricing)

Nominal value : HK\$0.01 per Share  
Stock code : 2798

### 股份發售

發售股份數目 : 400,000,000 股股份 (視乎超額配股權行使與否而定)  
公開發售股份數目 : 40,000,000 股股份 (可予重新分配)  
配售股份數目 : 360,000,000 股股份 (可予重新分配及視乎超額配股權行使與否而定)  
最高發售價 : 每股發售股份 0.96 港元，另加 1% 經紀佣金、0.0027% 證監會交易徵費及 0.005% 聯交所交易費 (須於申請時以港元繳足，最終定價後多繳款項可予退還)  
面值 : 每股股份 0.01 港元  
股份代號 : 2798

### Application Form 申請表格

Please read carefully the prospectus of Perennial Energy Holdings Limited (the "Company") dated 26 November 2018 (the "Prospectus") (in particular, the section headed "How to Apply for Public Offer Shares" in the Prospectus) and the guide on the back of this Application Form before completing this Application Form. Terms defined in the Prospectus shall have the same meanings when used in this Application Form unless otherwise defined herein.

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the "Stock Exchange"), Hong Kong Securities Clearing Company Limited ("HKSCC"), the Securities and Futures Commission of Hong Kong ("SFC") and the Registrar of Companies in Hong Kong take no responsibility for the contents of this Application Form, 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 this Application Form.

A copy of this Application Form, together with a copy of each of the WHITE and YELLOW Application Forms, the Prospectus and the other documents specified in the paragraph headed "Documents Delivered to the Registrar of Companies in Hong Kong" in Appendix VII to the Prospectus have been registered by the Registrar of Companies in Hong Kong as required by section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong), The SFC, the Stock Exchange, HKSCC, Hong Kong Exchanges and Clearing Limited and the Registrar of Companies in Hong Kong take no responsibility as to the contents of any of these documents.

Your attention is drawn to the paragraph headed "Personal data" in this Application Form which sets forth the policies and practices of the Company and its Hong Kong Share Registrar in relation to personal data and compliance with the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong).

Nothing in this Application Form or the Prospectus constitutes an offer to sell or the solicitation of an offer to buy nor shall there be any sale of Public Offer Shares in any jurisdiction in which such offer, solicitation or sales would be unlawful. This Application Form and the Prospectus are not for distribution, directly or indirectly, in or into the United States, nor is this application an offer of Shares for sale in the United States. The Offer Shares have not been and will not be registered under the U.S. Securities Act or any state securities law in the United States and may not be offered, sold, pledged or transferred within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. The Offer Shares may only be offered and sold outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and the applicable laws of each jurisdiction where those offers and sales occur. No public offering of the Offer Shares will be made in the United States.

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. This Application Form and the Prospectus are addressed to you personally. Any forwarding or distribution or reproduction of this Application Form or the Prospectus in whole or in part is unauthorized. Failure to comply with this directive may result in a violation of the U.S. Securities Act or the applicable laws of other jurisdictions.

The allocation of Offer Shares between the Public Offer and the Placing is subject to adjustment as detailed in the section headed "Structure of the Share Offer – The Public Offer – Reallocation and Clawback" in the Prospectus. In particular, the Joint Bookrunners may reallocate Offer Shares from the Placing to the Public Offer to satisfy valid applications under the Public Offer. In accordance with Guidance Letter HKEX-GL19-18 issued by the Stock Exchange, if such reallocation is done other than pursuant to Practice Note 18 of the Listing Rules, the maximum total number of Offer Shares that may be reallocated to the Public Offer following such reallocation shall be not more than double the initial allocation to the Public Offer (i.e. 80,000,000 Offer Shares).

To: Perennial Energy Holdings Limited  
Kingsway Capital Limited  
The Joint Bookrunners  
The Joint Lead Managers  
The Public Offer Underwriters

We confirm that we have (i) complied with the Guidelines for Electronic Public Offerings and the Operational Procedures for eIPO applications submitted via Banks/Stockbrokers and all applicable laws and regulations (whether statutory or otherwise) in relation to the provision of our HK eIPO White Form services in connection with the Public Offer; and (ii) read the terms and conditions and application procedures set out in the Prospectus and this Application Form and agree to be bound by them. Applying on behalf of each of the underlying applicants to whom this application relates, we:

- apply for the number of Public Offer Shares set out below, on the terms and conditions of the Prospectus and this Application Form, and subject to the Memorandum of Association and the Articles of Association of the Company;
- enclose payment in full for the Public Offer Shares applied for, including 1% brokerage fee, 0.0027% SFC transaction levy and 0.005% Stock Exchange trading fee;
- confirm that the underlying applicants have undertaken and agreed to accept the Public Offer Shares applied for, or any lesser number allocated to such underlying applicants on this application;
- undertake and confirm that the underlying applicant(s) and the person for whose benefit the underlying applicant(s) is/are applying; or has/have not applied for or taken up, or indicated an interest for, or received or been placed or allocated (including conditionally and/or provisionally), and will not apply for or take up, or indicate an interest for, any Offer Shares under the Placing nor participate in the Placing;
- understand that these declarations and representations will be relied upon by the Company and the Joint Bookrunners in deciding whether or not to make any allotment of Public Offer Shares in response to this application, and that the underlying applicants may be prosecuted if they made a false declaration;
- authorize the Company to place the name(s) of the underlying applicant(s) on the register of members of the Company as the holder(s) of any Public Offer Shares to be allotted to them, and the Company and/or its agents to send any share certificate(s) and/or any e-Auto Refund payment instructions and/or any refund cheque(s) to the underlying applicant(s) or the first-named applicant for joint applications by ordinary post at that underlying applicant's own risk to the address specified in the application instruction of that underlying applicant in accordance with the procedures prescribed in this Application Form, in the Prospectus and the designated website of the HK eIPO White Form Service Provider at [www.hkeipo.hk](http://www.hkeipo.hk);
- request that any e-Auto Refund payment instructions be despatched to the application payment account where the applicants had paid the application monies from a single bank account;
- request that any refund cheque(s) be made payable to the underlying applicant(s) who had used multiple bank accounts to pay the application monies and to send any such refund cheque(s) by ordinary post at that underlying applicant's own risk to the address stated on the application in accordance with the procedures prescribed in this Application Form, the Prospectus and the designated website of the HK eIPO White Form Service Provider at [www.hkeipo.hk](http://www.hkeipo.hk);
- confirm that each underlying applicant has read the terms and conditions and application procedures set out in this Application Form and in the Prospectus and in the designated website of the HK eIPO White Form Service Provider at [www.hkeipo.hk](http://www.hkeipo.hk), and agree to be bound by them;
- represent, warrant and undertake that the allotment of or application for the Public Offer Shares to the underlying applicant or by underlying applicant or for whose benefit this application is made would not require the Company, the Joint Bookrunners and the Underwriters or their respective officers or advisers to comply with any requirements under any law or regulation (whether or not having the force of law) of any territory outside Hong Kong;
- agree that this application, any acceptance of it and the resulting contract, will be governed by and construed in accordance with the laws of Hong Kong; and
- agree that the Company, the Joint Bookrunners, the Underwriters and their respective directors, advisors, agents and any other parties involved in the Share Offer are entitled to rely on any warranty, representation and declaration made by us or the underlying applicants.

Signature 簽名 :

Name of signatory:  
簽署人姓名/名稱 :

致： 久泰邦達能源控股有限公司  
 匯富融資有限公司  
 聯席賬簿管理人  
 聯席牽頭經辦人  
 公開發售包銷商

吾等確認，吾等已(i)遵守(電子公開發售指引)及透過銀行/股票經紀遞交電子首次公開發售申請的運作程序以及與吾等就公開發售提供網上白表服務有關的所有適用法例及法規(不論法定或其他)；及(ii)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。為了代表與本申請有關的每名相關申請人作出申請，吾等：

- 按照招股章程及本申請表格的條款及條件，並在本公司組織章程大綱及組織章程細則規限下，申請以下數目的公開發售股份；
- 夾附申請認購公開發售股份所需的全數款項(包括1%經紀佣金、0.0027%證監會交易徵費及0.005%聯交所交易費)；
- 確認相關申請人已承諾及同意接納所申請認購的公開發售股份，或該等相關申請人根據本申請獲分配的任何較少數目的公開發售股份；
- 承諾及確認相關申請人及相關申請人為其利益而提出申請的人士並無申請或承購；或表示有意認購或收取或獲配售或分配(包括有條件及/或暫定)，亦將不會申請或承購或表示有意認購配項下的任何發售股份，亦不會以其他方式參與配售；
- 明白 貴公司及聯席賬簿管理人將依賴此等聲明及陳述，以決定是否就本申請配發任何公開發售股份，及相關申請人如作出虛假聲明，可能會遭受檢控；
- 授權 貴公司將相關申請人的姓名/名稱列入 貴公司股東名冊內，作為任何將配發予相關申請人的公開發售股份的持有人，且 貴公司及/或其代理可根據本申請表格、招股章程及網上白表服務供應商指定網站 [www.hkeipo.hk](http://www.hkeipo.hk) 所載程序按相關申請人的申請指示所指定地址以普通郵遞方式向相關申請人或聯名申請的排名首位申請人寄發任何股票及/或任何電子自動退款指示及/或任何退款支票，郵誤風險概由該相關申請人自行承擔；
- 倘申請人使用單一銀行賬戶支付申請股款，要求任何電子自動退款指示將發送至申請付款賬戶內；
- 要求任何退款支票以使用多個銀行賬戶支付申請股款的相關申請人為抬頭人，並根據本申請表格、招股章程及網上白表服務供應商指定網站 [www.hkeipo.hk](http://www.hkeipo.hk) 所述程序將任何有關退款支票以普通郵遞方式寄發到申請所列的地址，郵誤風險概由該相關申請人承擔；
- 確認各相關申請人已閱讀本申請表格及招股章程以及網上白表服務供應商指定網站 [www.hkeipo.hk](http://www.hkeipo.hk) 所載條款及條件以及申請程序，並同意受其約束；
- 聲明、保證及承諾向相關申請人或由相關申請人或為其利益而提出本申請的人士配發或申請認購公開發售股份，不會引致 貴公司、聯席賬簿管理人及包銷商或彼等各自的任何高級職員或顧問須從香港以外任何地區的法律或法規(不論是否具有法律效力)的任何規定；
- 同意本申請、任何對本申請的接納以及因而訂立的合約，將受香港法律管轄及按其詮釋；及
- 同意 貴公司、聯席賬簿管理人、包銷商及彼等各自的董事、顧問、代理及參與股份發售的任何其他人士有權依賴於吾等或相關申請人作出的任何保證、聲明及陳述。

Date 日期 :

Capacity 身份 :

2 We, on behalf of the underlying applicants, offer to purchase 吾等(代表相關申請人)要約購買

Total number of Shares  
股份總數

Public Offer Shares on behalf of the underlying applicants whose details are contained in the read-only CD-ROM submitted with this Application Form.  
公開發售股份(代表相關申請人，其詳細資料載於連同本申請表格遞交的唯讀光碟)。

3 A total of 現夾附合共  
are enclosed for a total sum of 總金額為

cheque(s)  
張支票

HK\$ 港元

Cheque Numbers  
支票編號

Name of bank  
銀行名稱

4 Please use BLOCK letters 請以正楷填寫

Name of HK eIPO White Form Service Provider in English 網上白表服務供應商英文名稱		HK eIPO White Form Service Provider ID No. 網上白表服務供應商身份識別編號	
Chinese Name 中文名稱		Contact phone number 聯絡電話號碼	
Name of contact person 聯絡人姓名		Fax number 傳真號碼	
Address 地址		For Broker use 此欄供經紀填寫 Lodged by 申請由以下經紀遞交	
Broker No. 經紀號碼		Broker's Chop 經紀印章	

For bank use 此欄供銀行填寫

