

To be valid, the whole of this document must be returned.

本文件必須整份交還，方為有效。

IMPORTANT

重要提示

Reference is made to the prospectus issued by Green International Holdings Limited (the “**Company**”) dated 24 November 2020 in relation to the Rights Issue (the “**Prospectus**”). Terms defined in the Prospectus shall have the same meanings when used herein unless the context otherwise requires.

THIS PROVISIONAL ALLOTMENT LETTER (“PAL”) IS VALUABLE AND TRANSFERABLE AND REQUIRES YOUR IMMEDIATE ATTENTION. THE OFFER CONTAINED IN THIS PAL AND THE ACCOMPANYING EXCESS APPLICATION FORM (“EAF”) EXPIRES AT 4:00 P.M. ON TUESDAY, 8 DECEMBER 2020.

IF YOU ARE IN ANY DOUBT AS TO ANY ASPECT OF THIS PAL, OR AS TO THE ACTION TO BE TAKEN, OR IF YOU HAVE SOLD OR TRANSFERRED ALL OR PART OF YOUR SHARES OF THE COMPANY, YOU SHOULD CONSULT YOUR LICENSED SECURITIES DEALER OR REGISTERED INSTITUTION IN SECURITIES OR YOUR STOCKBROKER OR OTHER REGISTERED DEALER IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER.

A copy of each of the Prospectus Documents, together with copies of the documents specified in the paragraph headed “14. Documents delivered to the Registrar of Companies” in Appendix III to the Prospectus, have been registered with the Registrar of Companies in Hong Kong pursuant to Section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong). The Registrar of Companies in Hong Kong, the Stock Exchange, HKSCC and the SFC take no responsibility as to the contents of any of these documents referred to above.

Hong Kong Exchanges and Clearing Limited, the Stock Exchange and HKSCC take no responsibility for the contents of this PAL, 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 PAL.

The Underwriter has the right under the Underwriting Agreement to terminate the Underwriting Agreement by notice in writing to the Company at any time prior to the Latest Time for Termination in certain circumstances set out in the Underwriting Agreement. Details of the circumstances in which the Underwriter has the right to terminate the Underwriting Agreement are set out in the section headed “Rescission and Termination of the Underwriting Agreement” in the Prospectus.

The Rights Issue is conditional upon the Underwriting Agreement becoming unconditional and not being terminated. If the Rights Issue does not become unconditional, the Rights Issue will not proceed. The Rights Issue is underwritten only on a best effort basis. In the event the Rights Issue is not fully subscribed, any Rights Shares not taken up by the Qualifying Shareholders or transferees of nil-paid Rights Shares and not subscribed by subscribers procured by the Underwriter will not be issued by the Company and the size of the Rights Issue will be reduced accordingly. Any dealings in the Shares up to the date on which the conditions to which the Rights Issue is subject are fulfilled (which is currently expected to be 4:30 p.m. on Wednesday, 9 December 2020), or in the nil-paid Rights Shares on the Stock Exchange during the period in which they may be traded in their nil-paid form, will accordingly bear the risk that the Rights Issue may not become unconditional or may not proceed.

Investors who have any doubt about their position are recommended to obtain professional advice from their advisers regarding dealings in the Shares or nil-paid Rights Shares during these periods.

THIS PAL IS NOT FOR PUBLICATION, RELEASE OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES. THE RIGHTS SHARES (IN BOTH NIL-PAID FORM AND FULLY-PAID FORM), THIS PAL AND THE EAF HAVE NOT BEEN AND WILL NOT BE REGISTERED UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED FROM TIME TO TIME (THE “U.S. SECURITIES ACT”) OR UNDER ANY SECURITIES LAWS OF ANY STATE OR OTHER JURISDICTION OF THE UNITED STATES, AND MAY NOT BE OFFERED, SOLD, TAKEN UP, EXERCISED, RESOLD, RENOUNCED, TRANSFERRED OR DELIVERED, DIRECTLY OR INDIRECTLY, WITHIN THE UNITED STATES EXCEPT PURSUANT TO AN APPLICABLE EXEMPTION FROM THE REGISTRATION REQUIREMENTS OF THE U.S. SECURITIES ACT AND IN COMPLIANCE WITH ANY APPLICABLE SECURITIES LAWS OF ANY STATE OR OTHER JURISDICTION OF THE UNITED STATES.

No action has been taken to obtain permission of the offering of the Rights Shares or the distribution of the Prospectus Documents in any jurisdiction other than Hong Kong. Accordingly, no person receiving a copy of the Prospectus Documents in any jurisdiction outside Hong Kong may treat it as an offer or invitation to apply for the Rights Shares, unless in the relevant jurisdictions, such an offer or invitation could lawfully be made without compliance with any registration or other legal and regulatory requirements. It is the responsibility of anyone outside Hong Kong wishing to make on his/her/its behalf an application for the Rights Shares to satisfy himself/herself/itself as to the observance of the laws and regulations of all relevant jurisdiction, including the obtaining of any governmental or other consents, and to pay any taxes and duties required to be paid in such jurisdiction in connection therewith.

Subject to the granting of the listing of, and permission to deal in, the Rights Shares in both nil-paid form and fully-paid form on the Stock Exchange as well as compliance with the stock admission requirements of HKSCC, the Rights Shares in both nil-paid form and fully-paid form will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the respective commencement dates of dealings in the Rights Shares in their nil-paid form and fully-paid form on the Stock Exchange or such other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange 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, Operating Guide for Investor Participants and CCASS Operational Procedures in effect from time to time.

Dealings in the Shares may be settled through CCASS and you should consult your stockbroker, other licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser for details of those settlement arrangements and how such arrangements may affect your rights and interests.

茲提述格林國際控股有限公司(「本公司」)刊發日期為2020年11月24日有關供股的章程(「章程」)。除文義另有所指外，本文件所用詞彙與章程所界定者具有相同涵義。

本暫定配額通知書(「暫定配額通知書」)具有價值及可轉讓，並應即時處理。本暫定配額通知書及隨附之額外申請表格(「額外申請表格」)所載之要約於2020年12月8日(星期二)下午四時正結束。

閣下如對本暫定配額通知書之任何方面或應採取之行動有任何疑問或如閣下已出售或轉讓閣下名下全部或部分本公司之股份，應諮詢閣下之持牌證券交易商或註冊證券機構或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。

各份章程文件連同章程附錄三「14.送呈公司註冊處處長文件」一段所述之文件副本，已遵照香港法例第32章公司(清盤及雜項條文)條例第342C條之規定向香港公司註冊處處長註冊。香港公司註冊處處長、聯交所、香港結算及證監會對上文所述任何此等文件之內容概不負責。

香港交易及結算所有限公司、聯交所及香港結算對本暫定配額通知書之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示，概不對因本暫定配額通知書全部或任何部分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。

根據包銷協議，包銷商有權在包銷協議內所載之若干情況下，於最後終止時限前，隨時向本公司發出書面通知終止包銷協議。有關包銷商有權終止包銷協議之情況詳情，載於章程「撤銷及終止包銷協議」一節內。

供股須待包銷協議成為無條件及並無被終止時，方可作實。倘供股並未成為無條件，則供股將不會進行。供股僅按竭盡所能基準包銷。如供股未獲全額認購，本公司將不會發行任何未獲合資格股東或未繳股款供股股份的承讓人承購及包銷商未能促使認購人認購之供股股份，且供股的規模將會相應縮減。截至供股之所有條件達成當日(目前預期為2020年12月9日(星期三)下午四時三十分)止之任何股份買賣，或於未繳股款供股股份方式進行買賣之期間在聯交所買賣未繳股款供股股份將須承受供股未必成為無條件或未必進行之風險。

投資者如對彼等之立場有任何疑問，應諮詢彼等顧問有關於該等期間買賣股份或未繳股款供股股份之專業意見。

本暫定配額通知書不可直接或間接在或向美國刊發、發放或派發。未繳股款及繳足股款供股股份、本暫定配額通知書及額外申請表格尚未且不會根據《一九三三年美國證券法》(經不時修訂)(「《美國證券法》」)或美國任何州或者其他司法權區之證券法例進行登記。除根據《美國證券法》及美國任何州或者其他司法權區之適用證券法例豁免登記要求之外，不得在美國境內直接或間接進行要約、出售、接納、行使、轉售、放棄、轉讓或交付。

本公司並無採取任何行動，以尋求獲准於香港境外任何司法權區提呈發售供股股份或派發章程文件。因此，於香港以外任何司法權區接獲章程文件副本之人士，概不應視之為申請供股股份之要約或邀請，除非有關要約或邀請可在有關司法權區毋須進行任何登記或遵守其他法律或監管規定之情況下合法進行，則作別論。任何香港境外人士如欲以其名義申請認購供股股份，均有責任自行遵守一切有關司法權區之法律及法規，包括取得任何政府或其他方面之同意，以及就此繳付任何有關司法權區規定須繳付之稅項及徵費。

待未繳股款及繳足股款供股股份獲准於聯交所上市及買賣，並符合香港結算之股份收納規定後，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，可自未繳股款及繳足股款供股股份各自開始於聯交所買賣當日或香港結算決定之其他日期起，在中央結算系統記存、結算及交收。聯交所參與者間於任何交易日進行之交易須於其後第二個交易日在中央結算系統進行交收。中央結算系統之一切活動均須依照不時有效之中央結算系統一般規則、投資者戶口操作簡介及中央結算系統運作程序規則進行。

股份之買賣可通過中央結算系統結算。閣下應諮詢閣下之股票經紀、其他持牌證券交易商、銀行經理、律師、專業會計師或其他專業顧問，以了解結算安排詳情以及有關安排可能如何影響閣下之權利及權益。



GREEN INTERNATIONAL HOLDINGS LIMITED

格林國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立之有限公司)

(Stock Code: 2700)

(股份代號: 2700)

Branch share registrar and
transfer office in Hong Kong:
Tricor Investor Services Limited
Level 54, Hopewell Centre
183 Queen's Road East
Hong Kong

香港股份過戶登記分處:
卓佳證券登記有限公司
香港
皇后大道東183號
合和中心54樓

**RIGHTS ISSUE OF 1,649,736,733 RIGHTS SHARES ON THE BASIS OF
ONE (1) RIGHTS SHARE FOR EVERY ONE (1) EXISTING SHARE
HELD ON THE RECORD DATE
AT THE SUBSCRIPTION PRICE OF HK\$0.060 PER RIGHTS SHARE**
按於記錄日期每持有一(1)股現有股份可獲發一(1)股供股股份之基準
以每股供股股份0.060港元之認購價供股發行1,649,736,733股供股股份
**PAYABLE IN FULL ON ACCEPTANCE BY NO LATER THAN
4:00 P.M. ON TUESDAY, 8 DECEMBER 2020**
股款須不遲於2020年12月8日(星期二)下午四時正接納時繳足

PROVISIONAL ALLOTMENT LETTER 暫定配額通知書

Registered office:
註冊辦事處:
Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

Head office and principal
place of business
in Hong Kong:
Suite 2102, 21/F
West Tower, Shun Tak Centre
200 Connaught Road Central
Hong Kong

香港總部辦事處及主要營業地點:
香港
干諾道中200號
信德中心西座
21樓2102室

24 November 2020
2020年11月24日

Name(s) and address of Qualifying Shareholder(s)
合資格股東之姓名/名稱及地址

[]

[]

Provisional Allotment Letter No.
暫定配額通知書編號

Total number of Shares registered in your name(s) on Monday, 23 November 2020
於2020年11月23日(星期一)登記於閣下名下之股份總數

BOX A
甲欄 []

Total number of Rights Shares provisionally allotted to you subject to payment in full
on acceptance by no later than 4:00 p.m. on Tuesday, 8 December 2020
閣下獲暫定配發之供股股份總數, 股款須不遲於2020年12月8日
(星期二)下午四時正接納時繳足

BOX B
乙欄 []

Total subscription monies payable on acceptance in full
應繳認購股款總額, 股款須於接納時繳足

BOX C
丙欄
HK\$
港元 []

Name of bank on which cheque/cashier's order is drawn:
支票/銀行本票之付款銀行名稱:

Cheque/cashier's order number:
支票/銀行本票號碼:

Please insert your contact telephone number here:
請在此填上閣下之聯絡電話:

IN THE EVENT OF TRANSFER OF RIGHTS TO SUBSCRIBE FOR RIGHTS SHARE(S), HONG KONG AD VALOREM STAMP DUTY IS PAYABLE ON EACH SALE AND EACH PURCHASE. A GIFT OR TRANSFER OF BENEFICIAL INTEREST OTHER THAN BY WAY OF SALE IS ALSO LIABLE TO HONG KONG AD VALOREM STAMP DUTY. EVIDENCE OF PAYMENT OF HONG KONG AD VALOREM STAMP DUTY WILL BE REQUIRED BEFORE REGISTRATION OF ANY TRANSFER OF THE ENTITLEMENT(S) TO THE RIGHTS SHARE(S) REPRESENTED BY THIS DOCUMENT.
如轉讓可認購供股股份之認購權，每項買賣均須繳付香港從價印花稅。除以出售形式外，饋贈或轉讓實益擁有之權益亦須繳付香港從價印花稅。在送交本文件以登記轉讓任何供股股份權益之前，須出示已繳付香港從價印花稅之證明。

Form B
表格乙

FORM OF TRANSFER AND NOMINATION
轉讓及提名表格

(To be completed and signed only by the Qualifying Shareholder(s) who wish(es) to transfer all of his/her/their right(s) to subscribe for the Rights Shares set out in Box B of Form A)
(只供擬轉讓彼/彼等載於表格甲內乙欄之全部供股股份認購權之合資格股東填寫及簽署)

To: The Directors
Green International Holdings Limited
致：格林國際控股有限公司
列位董事

Dear Sirs,
I/We hereby transfer all of my/our rights to subscribe for the Rights Shares comprised in this PAL to the person(s) accepting the same and signing the registration application form (Form C) below.

敬啟者：
本人/吾等茲將本暫定配額通知書所列本人/吾等之供股股份之認購權悉數轉讓予接受此權利並簽署下列登記申請表格(表格丙)之人士。

1. _____ 2. _____ 3. _____ 4. _____

Signature(s) of Qualifying Shareholders (all joint Shareholders must sign)
合資格股東簽署(所有聯名股東均須簽署)

Date: _____ 2020 日期：2020年_____月_____日

Hong Kong Ad Valorem Stamp Duty is payable by the transferor(s) and the transferee(s) in connection with the transfer of rights to subscribe for the Rights Shares if this form is completed.
填妥此表格後，轉讓人及承讓人須就轉讓認購供股股份的權利繳付香港從價印花稅。

Form C
表格丙

REGISTRATION APPLICATION FORM
登記申請表格

(To be completed and signed only by the person(s) to whom the rights to subscribe for the Rights Shares have been transferred)
(只供承讓供股股份認購權之人士填寫及簽署)

To: The Directors
Green International Holdings Limited
致：格林國際控股有限公司
列位董事

Dear Sirs,
I/We request you to register the number of Rights Shares mentioned in Box B of Form A in my/our name(s). I/We agree to accept the same on the terms embodied in this PAL and the Prospectus and subject to the memorandum and articles of association of the Company.

敬啟者：
本人/吾等謹請閣下將表格甲內乙欄所列之供股股份數目，登記於本人/吾等名下。本人/吾等同意按照本暫定配額通知書及章程所載條款，以及在貴公司之組織章程大綱及細則規限下，接納此等供股股份。

Existing Shareholder(s) Please mark "X" in this box
現有股東請在本欄內填上「X」號

To be completed in BLOCK letters in ENGLISH. Joint applicants should give the address of the first-named applicant only.

請用英文正楷填寫。聯名申請人只須填報排名首位之申請人地址。

Names of Chinese applicants must be given both in English and in Chinese characters.

華裔申請人須填寫中英文姓名。

Name of applicant in English 申請人英文姓名	Family name or Company name 姓氏或公司名稱	Other names 名字	Name in Chinese 中文姓名/名稱
Name continuation and/or name(s) of joint applicants (if required) 續姓名及/或聯名申請人姓名(如有需要)			
Address in English (joint applicants should give the address of the first-named applicant only) 英文地址(聯名申請人須填報排名首位之申請人地址)			
Occupation 職業		Tel. No. 電話號碼	
Dividend Instructions 股息指示			
Name and address of bank 銀行名稱及地址		Bank Account number 銀行賬戶號碼	
		BANK 銀行	BRANCH 分行
		ACCOUNT 賬戶	
		Bank account type 銀行賬戶類型	

1. _____ 2. _____ 3. _____ 4. _____

Signature(s) of applicants (all joint applicant(s) must sign)
申請人簽署(所有聯名申請人均須簽署)

Date: _____ 2020 日期：2020年_____月_____日

Hong Kong Ad Valorem Stamp Duty is payable by the transferor(s) and the transferee(s) in connection with the transfer of rights to subscribe for the Rights Shares if this form is completed.
填妥此表格後，轉讓人及承讓人須就轉讓認購供股股份的權利繳付香港從價印花稅。

TO ACCEPT THIS PROVISIONAL ALLOTMENT OF THE RIGHTS SHARES AS SPECIFIED IN THIS PAL IN FULL, YOU MUST LODGE THIS PAL IN ACCORDANCE WITH THE INSTRUCTIONS PRINTED HEREIN INTACT WITH THE REGISTRAR, TRICOR INVESTOR SERVICES LIMITED, AT LEVEL 54, HOPEWELL CENTRE, 183 QUEEN'S ROAD EAST, HONG KONG TOGETHER WITH A REMITTANCE, BY CHEQUE OR CASHIER'S ORDER, IN HONG KONG DOLLARS FOR THE FULL AMOUNT SHOWN IN BOX C OF FORM A SO AS TO BE RECEIVED BY THE REGISTRAR NO LATER THAN 4:00 P.M. ON TUESDAY, 8 DECEMBER 2020. 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 "Green International Holdings Ltd — Rights Issue Account" AND CROSSED "Account Payee Only". INSTRUCTIONS ON TRANSFER AND SPLITTING OF ENTITLEMENTS TO RIGHTS SHARES ARE ALSO SET OUT IN AN ENCLOSED SHEET. NO RECEIPT WILL BE GIVEN FOR SUCH REMITTANCE.

Each person accepting the provisional allotment specified in this PAL:

- confirms that he/she/it has read the terms and conditions and acceptance procedures set out in an enclosed sheet and in the Prospectus and agrees to be bound by them; and
- agrees that this PAL, and the resulting contract, will be governed by and construed in accordance with Hong Kong law.

閣下如欲根據本暫定配額通知書全數接納供股股份之暫定配額，須將本暫定配額通知書整份按照其上印備之指示連同表格甲丙欄所示將由股份過戶登記處卓佳證券登記有限公司（地址為香港皇后大道東183號合和中心54樓）收取之港元全數股款（以支票或銀行本票），最遲於2020年12月8日（星期二）下午四時正前交回股份過戶登記處，所有股款須以港元繳付，並以在香港持牌銀行戶口開出之支票或以香港持牌銀行發出之銀行本票支付，並須註明抬頭人為「Green International Holdings Ltd — Rights Issue Account」，並以「只准入抬頭人賬戶」劃線方式開出。有關轉讓及分拆供股配額之指示載於隨附文件。本公司將不另發股款收據。

接納本暫定配額通知書所載之暫定配額的每位人士均：

- 確認彼已閱讀所附表格及章程所載之條款及條件以及接納手續，並同意受其約束；及
- 同意本暫定配額通知書及因此構成之合約須受香港法律規限及根據香港法律詮釋。

**A SEPARATE CHEQUE OR CASHIER'S ORDER MUST ACCOMPANY
EACH APPLICATION
NO RECEIPT WILL BE GIVEN FOR REMITTANCE**
每份申請須隨附一張獨立支票或銀行本票
本公司將不另發收據

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GREEN INTERNATIONAL
Holdings Limited
格林國際控股有限公司

GREEN INTERNATIONAL HOLDINGS LIMITED

格林國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2700)

24 November 2020

Dear Qualifying Shareholder(s),

INTRODUCTION

Reference is made to the prospectus of Green International Holdings Limited (the “**Company**”) dated 24 November 2020 in relation to the Rights Issue (the “**Prospectus**”). Unless otherwise stated, capitalized terms used herein shall have the same meanings as defined in the Prospectus. In accordance with the terms and conditions of the PAL and those set out in the Prospectus and subject to the memorandum and articles of association of the Company, the Directors have provisionally allotted to you the number of Rights Shares indicated on Form A of the PAL on the basis of one Rights Share for every one existing Share registered in your name in the register of members of the Company on Monday, 23 November 2020. Your holding of Shares as at that date is set out in Box A on Form A of the PAL and the number of Rights Shares provisionally allotted to you is set out in Box B on Form A of the PAL.

You have the right to acquire the Rights Shares provisionally allotted to you at a subscription price of HK\$0.060 per Rights Share payable in full on acceptance, in the manner set out below, by no later than 4:00 p.m. on Tuesday, 8 December 2020.

You may, subject to the section headed “Qualifying Shareholders and Non-Qualifying Shareholders” below, accept all or any number of the Rights Shares provisionally allotted to you hereunder or dispose of your right to all or any of them. If you wish to accept only part of your provisional allotment and to transfer the remainder or to transfer your provisional allotment to more than one person, you should refer to the instructions in the section headed “Splitting” below. If you wish to transfer all of your provisional allotment you should refer to the instructions in the section headed “Transfer” below.

The Rights Issue is conditional, among other things, upon the Underwriting Agreement becoming unconditional and not being terminated. If the Rights Issue does not become unconditional, the Rights Issue will not proceed. The Rights Issue is underwritten only on a best effort basis. In the event the Rights Issue is not fully subscribed, any Rights Shares not taken up by the Qualifying Shareholders or transferees of nil-paid Rights Shares and not subscribed by subscribers procured by the Underwriter will not be issued by the Company and the size of the Rights Issue will be reduced accordingly.

RIGHTS SHARES

The Rights Shares, when allotted, issued and fully-paid, shall rank pari passu in all respects with the Shares in issue on the date of allotment and issue of the Rights Shares, including the right to receive all dividends and distributions which may be declared, made or paid on or after such date.

Subject to the granting of the listing of, and permission to deal in, the Rights Shares (in both nil-paid form and fully-paid form) on the Stock Exchange, as well as compliance with the stock admission requirements of HKSCC, the Rights Shares (in both nil-paid form and fully-paid form) will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the respective commencement dates of dealings in the Rights Shares (in their nil-paid form and fully-paid form) on the Stock Exchange or such other dates as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange 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, Operating Guide for Investor Participants and CCASS Operational Procedures in effect from time to time.



GREEN INTERNATIONAL
Holdings Limited

格林國際控股有限公司

GREEN INTERNATIONAL HOLDINGS LIMITED

格林國際控股有限公司

(於開曼群島註冊成立之有限公司)

(股份代號：2700)

敬啟者：

緒言

茲提述格林國際控股有限公司(「本公司」)日期為2020年11月24日內容有關供股的章程(「章程」)。除文義另有所指外，本表格所用詞彙與章程所界定者具有相同涵義。根據暫定配額通知書之條款及條件及章程所載者，並在本公司組織章程大綱及細則之規限下，董事已暫定配發暫定配額通知書表格甲所示之供股股份數目予閣下，基準為於2020年11月23日(星期一)以閣下名義在本公司股東名冊上登記持有每一股現有股份獲發一股供股股份。閣下於該日持有之股份列於暫定配額通知書表格甲的甲欄，而所獲暫定配發予閣下之供股股份數目則列於暫定配額通知書表格甲的乙欄。

閣下有權於2020年12月8日(星期二)下午四時正之前根據下文所載之方式，按每股供股股份0.060港元之認購價(股款應於接納時繳足)購買暫定配發予閣下之供股股份。

在下文「合資格股東及不合資格股東」一節之規限下，閣下可接納據此暫定配發予閣下之全部或任何數目之供股股份，或出售閣下有關該等供股股份之全部或任何權利。閣下如欲只接納閣下之部分暫定配額並將餘額轉讓，或擬將閣下之暫定配額轉讓予超過一人，則閣下應參閱下文「分拆」一節內之指示。閣下如欲轉讓閣下之全部暫定配額，則閣下應參閱下文「轉讓」一節內之指示。

供股須待(其中包括)包銷協議成為無條件及並無被終止後，方可作實。倘供股並無成為無條件，則不會進行供股。供股僅按竭盡所能基準包銷。如供股未獲全額認購，本公司將不會發行任何未獲合資格股東或未繳股款供股股份的承讓人承購及包銷商未能促使認購人認購之供股股份，且供股的規模將會相應縮減。

供股股份

供股股份一經配發、發行及繳足股款，將在所有方面與供股股份配發及發行日期的已發行股份具有同等地位，包括收取於該日或之後可能宣派、作出或派付的所有股息及分派之權利。

待未繳股款供股股份及繳足股款供股股份獲准在聯交所上市及買賣，並符合香港結算之股份接納規定後，未繳股款供股股份及繳足股款供股股份將獲香港結算接納為合資格證券，可由未繳股款供股股份及繳足股款供股股份各自在聯交所開始買賣之日期或香港結算釐定之有關其他日期起在中央結算系統內寄存、結算及交收。聯交所參與者之間於任何交易日進行之交易，須於其後第二個交易日在中央結算系統內結算。中央結算系統內之一切活動，均須依據不時之有效中央結算系統一般規則、投資者戶口操作簡介及中央結算系統運作程序規則進行。

PROCEDURES FOR ACCEPTANCE

Qualifying Shareholders who wish to take up their provisional allotment of Rights Shares in full must lodge the PAL intact in accordance with the instructions printed herein, together with a remittance for the full amount payable on acceptance, as shown in Box C on Form A of the PAL, with the Registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, by no later than 4:00 p.m. on Tuesday, 8 December 2020 (or, under bad weather conditions, such later date as mentioned in the section headed "Effect of Bad Weather" below). All remittances must be made by cheques or cashier's orders in Hong Kong dollars. 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 "**Green International Holdings Ltd — Rights Issue Account**" and crossed "**Account Payee Only**". Such payment will constitute acceptance of the provisional allotment on the terms of the PAL and the Prospectus and subject to the memorandum and articles of association of the Company. No receipt will be given for such remittances. All enquiries in connection with the PAL should be addressed to the Registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong.

It should be noted that, unless this duly completed PAL, together with the appropriate remittance shown in Box C on Form A of this PAL, has been received as described above by no later than 4:00 p.m. on Tuesday, 8 December 2020 (or, under bad weather conditions, such later date as mentioned in the section headed "Effect of Bad Weather" below), whether by the original allottee or any person in whose favour the nil-paid Rights Shares have been validly transferred, your provisional allotment and all rights thereunder will be deemed to have been declined and will be cancelled. The Company is not obliged to treat but may at its absolute discretion treat a PAL as valid and binding on the person(s) by whom or on whose behalf it is lodged even if not completed in accordance with the relevant instructions. The Company may require the relevant person(s) to complete the incomplete PAL at a later stage.

SPLITTING

If you wish to accept only part of your provisional allotment or transfer a part of your rights to subscribe for the Rights Shares provisionally allotted to you, or transfer all or part of your rights to more than one person (not as joint holders), the entire original PAL must be surrendered and lodged for cancellation with a covering letter stating clearly the number of split PALs required and the number of nil-paid Rights Shares to be comprised in each split PAL (which, in aggregate, should be equal to the number of Rights Shares provisionally allotted to you as set out in Box B on Form A of the PAL), by no later than 4:30 p.m. on Monday, 30 November 2020 with the Registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, who will cancel the original PAL and issue new PALs in the denominations required. The PALs so split will be available for collection at the Registrar, at the above address, after 9:00 a.m. on the second Business Day after the surrender of the original PAL.

TRANSFER

If you wish to transfer all of your provisional allotment under the PAL to another person or persons as joint holders, you should complete and sign the "Form of Transfer and Nomination" (Form B) in the PAL and hand the completed and signed PAL to the person to or through whom you are transferring your provisional allotment. The transferee must then complete and sign the "Registration Application Form" (Form C) in the PAL and lodge the PAL intact, together with a remittance for the full amount payable on acceptance with the Registrar, at the above address, by no later than 4:00 p.m. on Tuesday, 8 December 2020 (or, under bad weather conditions, such later date as mentioned in the section headed "Effect of Bad Weather" below).

It should be noted that Hong Kong ad valorem stamp duty is payable in connection with the transfer of your rights to subscribe for the relevant Rights Shares to the transferee(s) and the acceptance by the transferee(s) of such rights. The Company reserves the right to refuse to register any transfer in favour of any person in respect of which the Company believes such transfer may violate applicable legal or regulatory requirements.

RESCISSION AND TERMINATION OF THE UNDERWRITING AGREEMENT

The Rights Issue (excluding the Committed Shares) is underwritten by the Underwriter on a best effort basis. In the event the Rights Issue is not fully subscribed, any Rights Shares not taken up by the Qualifying Shareholders or transferees of nil-paid Rights Shares and not subscribed by subscribers procured by the Underwriter will not be issued by the Company and the size of the Rights Issue will be reduced accordingly.

It should be noted that the Underwriter shall have the right to terminate the arrangements set out in the Underwriting Agreement by notice in writing given to the Company at any time at or prior to 4:30 p.m. on Wednesday, 9 December 2020 on the occurrence of certain events, the details of which have been summarised and set out in the section headed "Rescission and Termination of the Underwriting Agreement" in the Prospectus. If the Underwriting Agreement is terminated by the Underwriter or does not become unconditional, the Rights Issue will not proceed.

接納手續

合資格股東如欲全數接納其供股股份暫定配額，必須將整份暫定配額通知書按其上印備之指示連同暫定配額通知書表格甲的丙欄所示須於接納時支付之全數股款，不遲於2020年12月8日(星期二)下午四時正(或在天氣惡劣的情況下按下文「惡劣天氣之影響」一節所述稍後日期)之前交回股份過戶登記處卓佳證券登記有限公司(地址為香港皇后大道東183號合和中心54樓)，方為有效。所有股款須以港元支票或銀行本票繳付。支票須由香港之持牌銀行賬戶開出，而銀行本票則須由香港之持牌銀行發出，並須註明抬頭人為「**Green International Holdings Ltd — Rights Issue Account**」，並以「**只准入抬頭人賬戶**」劃線方式開出。繳付股款後，即表示已按暫定配額通知書及章程所載之條款，及在本公司之組織章程大綱及細則之規限下接納有關的暫定配額。公司將不另發股款收據。所有有關暫定配額通知書之查詢均須提交股份過戶登記處卓佳證券登記有限公司香港皇后大道東183號合和中心54樓。

謹請注意，除非由原本獲配發的人士或以本身名義經已獲有效轉讓有關未繳股款供股股份之任何人士填妥之本暫定配額通知書，連同本暫定配額通知書表格甲的丙欄所示之應繳股款，按上文所述不遲於2020年12月8日(星期二)下午四時正(或在天氣惡劣的情況下按下文「惡劣天氣之影響」一節所述稍後日期)已經交回，否則閣下之暫定配額及一切據此而獲得之權利將視作已遭放棄而被取消。本公司毋須但可絕對酌情視一份暫定配額通知書為有效，並對所提呈或被代為提呈之人士具有約束力，即使該暫定配額通知書並未根據有關指示填妥。本公司可要求未填妥之暫定配額通知書申請人於稍後填妥有關表格。

分拆

閣下如欲只接納閣下之部分暫定配額，或轉讓暫定配發予閣下之認購供股股份之部分權利，或向超過一名人士(並非作為聯名持有人)轉讓閣下全部或部分權利，則閣下須將整份原暫定配額通知書連同清楚註明所需要之分拆暫定配額通知書數目及每份分拆暫定配額通知書包含之未繳股款供股股份數目(兩者合共應相等於暫定配額通知書表格甲的乙欄所載列暫定配發予閣下之供股股份數目)之信件，不遲於2020年11月30日(星期一)下午四時三十分之前交回及送達股份過戶登記處卓佳證券登記有限公司(地址為香港皇后大道東183號合和中心54樓)，以供股份過戶登記處註銷原暫定配額通知書，並按所需數目發出新暫定配額通知書。經分拆後的暫定配額通知書將可於交回原暫定配額通知書後第二個營業日上午九時正後於股份過戶登記處(地址同上)領取。

轉讓

閣下如欲根據暫定配額通知書轉讓閣下之全部暫定配額予其他一名人士或多名人士(作為聯名持有人)，閣下應填妥及簽署暫定配額通知書內之「轉讓及提名表格」(表格乙)，並將填妥及簽妥之暫定配額通知書轉交閣下之暫定配額之承讓人或經手辦理轉讓之人士。承讓人其後須填妥及簽署暫定配額通知書內之「登記申請表格」(表格丙)，並將暫定配額通知書連同接納時應付股款之全部款項，不遲於2020年12月8日(星期二)下午四時正(或在天氣惡劣的情況下按下文「惡劣天氣之影響」一節所述稍後日期)送交股份過戶登記處(地址同上)。

務請注意，閣下轉讓有關供股股份之認購權予承讓人時須繳付香港從價印花稅，而承讓人於接納有關權利時亦須繳付香港從價印花稅。倘若本公司相信閣下作出的轉讓或會違反適用法例或監管規定，則本公司保留權利拒絕受理以任何人士為受益人之任何轉讓登記。

撤銷及終止包銷協議

供股(不包括承諾股份)由包銷商按竭盡所能基準包銷。如供股未獲全額認購，本公司將不會發行任何未獲合資格股東或未繳股款供股股份的承讓人承購及包銷商未能促使認購人認購之供股股份，且供股的規模將會相應縮減。

務必注意，在發生若干事件時，包銷商有權於2020年12月9日(星期三)下午四時三十分或之前任何時間透過向本公司發出書面通知，終止包銷協議所載安排，有關詳情概述及載於章程「撤銷及終止包銷協議」一節內。倘包銷協議被包銷商終止或未能成為無條件，供股將不會進行。

CHEQUES AND CASHIER'S ORDERS

All cheques and cashier's orders accompanying completed PALs will be presented for payment following receipt and all interest (if any) earned on such monies will be retained for the benefit of the Company. Without prejudice to the other rights of the Company in respect thereof, any PAL in respect of which the accompanying cheque or cashier's order is dishonoured on first presentation may be rejected at the Board's discretion, and in that event the provisional allotment and all rights thereunder will be deemed to have been declined and will be cancelled. In the event of an overpaid application, a refund cheque, without interest, will be made out to you only if the overpaid amount is HK\$100 or above. You must pay the exact amount payable upon application for the Rights Shares, as the Company reserves the right to reject any underpaid application (in addition and without prejudice to the other rights of the Company in respect thereof). Completion and return of a PAL together with a cheque or cashier's order in payment for the Rights Shares accepted will constitute a warranty by the applicant(s) that the cheque or cashier's order will be honoured on first presentation. No receipt will be issued in respect of any application monies received.

EXCESS APPLICATION FOR THE RIGHTS SHARES

Qualifying Shareholders may apply, by way of excess application, for: (i) the unsold entitlements to the Rights Shares of the Non-Qualifying Shareholders, if any; (ii) any nil-paid Rights Shares provisionally allotted but not accepted by the Qualifying Shareholders or otherwise not subscribed for by transferees of nil-paid Rights Shares; and (iii) the Scale-down PAL Shares and Scale-down EAF Shares, if any. Application can be made by the Qualifying Shareholders only and by completing and signing the EAF for excess Rights Shares and lodging the same with a separate remittance for the full amount payable on application in respect of the excess Rights Shares being applied for.

The Directors will allocate the excess Rights Shares at their absolute discretion on a fair and equitable basis. Subject to availability of excess Rights Shares, the excess Rights Shares will be allocated to Qualifying Shareholders who have applied for excess Rights Shares on a pro rata basis with reference to the number of the excess Rights Shares applied for, but no reference will be made to the number of Rights Shares applied for under the PALs or the existing number of Shares held by such Qualifying Shareholders. If the aggregate number of Rights Shares not taken up by the Qualifying Shareholders under the PALs is greater than the aggregate number of excess Rights Shares applied for through the EAFs, the Directors will allocate in full to each Qualifying Shareholder the number of excess Rights Shares applied for under the EAFs. No preference will be given to topping up odd lots to whole board lots.

All remittances in respect of excess application must be made by cheques and cashier's orders in Hong Kong dollars. 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 **"Green International Holdings Ltd — Excess Application Account"** and crossed **"Account Payee Only"**.

NO FRACTIONAL ENTITLEMENT

On the basis of the entitlement to subscribe one (1) Rights Share for every one (1) existing Share held by the Qualifying Shareholders on the Record Date, no fractional entitlements to the Rights Shares will arise from the Rights Issue.

DISTRIBUTION OF THE PAL AND THE OTHER PROSPECTUS DOCUMENTS

The PAL shall only be sent to the Qualifying Shareholders. Distribution of the PAL and the other Prospectus Documents into jurisdictions other than Hong Kong may be restricted by law. Persons into whose possession the PAL or any of the other Prospectus Documents come (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, subject to certain exceptions as determined by the Company, persons in possession of the PAL and the other Prospectus Documents should not distribute, forward or transmit into or from any jurisdiction outside of Hong Kong, the Prospectus, whether with or without the PAL or the EAF. 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 or filed under the applicable securities legislation of any jurisdiction other than Hong Kong.

支票及銀行本票

所有支票及銀行本票連同已填妥暫定配額通知書於收訖後將會隨即過戶，而就有關款項賺取之全部利息(如有)將由本公司保留，收益歸本公司所有。在不影響本公司之其他有關權利情況下，任何暫定配額通知書所隨附之支票或銀行本票如未能於首次過戶時兌現，有關暫定配額通知書有可能被董事會酌情拒絕受理，在此情況下，該暫定配額通知書項下之暫定配額及所有權利將被視為已遭拒絕及將予以註銷。在多繳申請金額之情況下，只有多繳申請金額等於100港元或以上才會獲得退款支票(不計利息)。閣下須於申請供股股份時支付實際應付金額，本公司(除本公司其他相關權利外且在不影響該等權利的情況下)保留拒絕受理任何未繳足股款申請之權利。填妥之暫定配額通知書連同所接納供股股份之付款支票或銀行本票交回後將構成申請人之一項保證，表示該支票或銀行本票於首次過戶時將可兌現。本公司不會就收到任何申請款項發出收據。

額外申請供股股份

合資格股東可以額外申請方式申請：(i) 不合資格股東供股股份之任何未出售配額(如有)；(ii) 任何已暫定配發但未獲合資格股東接納或因其他原因未獲未繳股款之供股股份承讓人認購之未繳股款供股股份；及(iii) 縮減暫定配額通知書股份及縮減額外申請表格股份(如有)。申請僅可由合資格股東透過填妥並簽署及交回額外供股股份的額外申請表格連同所申請額外供股股份的獨立股款而作出。

董事將全權酌情按公平公正基準分配額外供股股份。視乎可供申請之額外供股股份數目而定，額外供股股份將參考已提出之額外供股股份申請按比例分配予合資格股東，惟不會參考根據暫定配額通知書所申請認購之供股股份數目或有關合資格股東所持有之現有股份數目。倘根據暫定配額通知書不獲合資格股東承購之供股股份總數超過透過額外申請表格所申請認購之額外供股股份總數，則董事將向各合資格股東悉數分配根據額外申請表格所申請認購之額外供股股份之數目。董事將不會優先處理將碎股補足至完整買賣單位。

所有額外申請的股款須以港元支票或銀行本票繳付，支票須由香港之持牌銀行賬戶開出，而銀行本票則須由香港之持牌銀行發出，並須註明抬頭人為「**Green International Holdings Ltd — Excess Application Account**」及以「**只准入抬頭人賬戶**」劃線方式開出。

概無零碎配額

按合資格股東於記錄日期每持有一(1)股現有股份有權認購一(1)股供股股份之基準計算，供股將不會產生供股股份零碎配額。

派發暫定配額通知書及其他章程文件

暫定配額通知書僅向合資格股東寄發。派發暫定配額通知書及其他章程文件至香港以外之司法管轄區可能受法律限制。擁有暫定配額通知書或任何其他章程文件之人士(包括(並不限於)代理人、保管人、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管轄區的證券法例。任何股東或實益擁有人如對其有關立場有任何疑問，應盡快諮詢合適之專業顧問。尤其是，除本公司指定之若干例外情況外，擁有暫定配額通知書及其他章程文件之人士不應向或由香港以外之司法管轄區派發、送交或送呈章程(不論是否連同暫定配額通知書或額外申請表格)。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管轄區之適用證券法例或其他法例或規例，則本公司保留拒絕作何股東接納或申請之權利。

章程文件將不會根據在香港以外任何司法管轄區之適用證券法例登記或存檔。

QUALIFYING SHAREHOLDERS AND NON-QUALIFYING SHAREHOLDERS

The Rights Issue is only available to the Qualifying Shareholders. To qualify for the Rights Issue, a Shareholder must be registered on the register of members of the Company at the close of business on Monday, 23 November 2020, and must not be a Non-Qualifying Shareholder.

Arrangements will be made for the nil-paid Rights Shares which would otherwise have been provisionally allotted to the Non-Qualifying Shareholders (had they been Qualifying Shareholders) to be sold in the market as soon as practicable after dealings in the nil-paid Rights Shares commence and before dealings in the nil-paid Rights Shares end, if a premium in excess of all expenses of sale can be obtained and the net proceeds of such sale of more than HK\$100 will be paid on pro rata basis to the relevant Non-Qualifying Shareholders. Any unsold nil-paid Rights Shares to which Non-Qualifying Shareholders would otherwise have been entitled will be made available for valid excess applications by the Qualifying Shareholders under the EAFs.

No person receiving a copy of the Prospectus and/or the PAL and/or EAF in any territory or jurisdiction outside Hong Kong may treat as an offer or an invitation to apply for the nil-paid Rights Shares and the fully-paid Rights Shares, unless in the relevant jurisdiction such an offer or invitation could lawfully be made without compliance with any registration or other legal or regulatory requirements. It is the responsibility of any person outside Hong Kong (including the ultimate beneficial owner(s) of the Qualifying Shareholders) wishing to make an application for the nil-paid Rights Shares and the fully-paid Rights Shares to satisfy himself as to the observance of the laws and regulations of all relevant jurisdictions, including obtaining any government or other consents, and payment of any taxes and duties required to be paid in such jurisdiction in connection therewith. Completion and return of the PALs and/or EAFs will constitute a warranty and representation by the relevant applicant(s) to the Company that all registration, legal and regulatory requirements of all relevant territories other than Hong Kong in connection with the acceptance of the nil-paid Rights Shares and the fully-paid Rights Shares have been duly complied with by such applicant(s). For the avoidance of doubt, neither HKSCC nor HKSCC Nominees Limited is subject to any of the representations and warranties.

Notwithstanding any other provision in this PAL or any other Prospectus Document, 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.

SCALE-DOWN MECHANISMS

To avoid the unwitting triggering of MGO Obligations and non-compliance of Public Float Requirement, all applications under the PAL(s) and the EAF(s) will be made on the basis that the applications are to be scaled-down by the Company to a level which: (a) does not trigger an MGO Obligation on the part of the applicant or parties acting in concert with him/her it; and/or (b) does not result in the non-compliance of the Public Float Requirement on the part of the Company. Any subscription monies for the Scale-down PAL Shares or Scale-down EAF Shares will be refunded to the applicants, and the Scale-down PAL Shares or Scale-down EAF Shares will be made available for subscription by other Qualifying Shareholders through EAF(s). The scale-down of applications of Rights Shares will be decided by the Directors on a fair and equitable basis under the following principles: (a) EAF(s) should be scaled down before PAL(s); and (b) where the scale-down is necessitated by the exceeding of shareholding or voting right on a group basis, the scale down should normally be made on a pro rata basis by reference to the number of Shares or voting rights as amongst the group members on the Record Date.

DISPATCH OF SHARE CERTIFICATES AND REFUND CHEQUES

Subject to the fulfillment of the conditions of the Rights Issue, share certificates for all fully-paid Rights Shares are expected to be posted to those entitled thereto (except HKSCC Nominees Limited) by ordinary post at their own risk on or before Wednesday, 16 December 2020. If the Rights Issue is terminated, refund cheques will be dispatched to the applicants for Rights Shares on or before Wednesday, 16 December 2020 by ordinary post at the respective Shareholders' own risk. Refund cheques in respect of wholly or partially unsuccessful applications for excess Rights Shares (if any) are expected to be posted on or before Wednesday, 16 December 2020 to the applicants by ordinary post at the respective Shareholders' own risk.

合資格股東及不合資格股東

供股只供合資格股東參與。為合資格參與供股，股東於2020年11月23日(星期一)營業時間結束時必須已登記於本公司之股東名冊，且不得為不合資格股東。

倘扣除一切出售費用後仍有溢價，本公司將會安排原應暫定配發予不合資格股東(猶如彼等為合資格股東)之未繳股款供股股份在實際可行情況下於未繳股款供股股份開始買賣後及在未繳股款供股股份結束買賣前盡快於市場出售，而有關出售之所得款項淨額如超過100港元將按持股比例分發予該等不合資格股東。不合資格股東原應有權獲得之任何未出售未繳股款供股股份，將供合資格股東以額外申請表格作出有效額外申請。

接獲章程及／或暫定配額通知書及／或額外申請表格之人士，不得視之為申請未繳股款供股股份及繳足股款供股股份之要約或邀請，除非有關要約或邀請可於有關司法管轄區合法地作出而毋須遵照任何登記或其他法律或監管規定。任何於香港以外地區之人士(包括合資格股東之最終受益人)如有意申請未繳股款供股股份及繳足股款供股股份，則有責任自行遵守所有相關司法管轄區之法例及規例，包括取得任何政府或其他方面之同意及就此繳付該有關司法管轄區規定須繳付之任何稅項及徵費。填妥及交回暫定配額通知書及／或額外申請表格即表示相關申請人向本公司作出一項保證及聲明，已經全面遵守任何接納未繳股款供股股份及繳足股款供股股份之香港以外所有相關地區一切登記、法律及監管規定。為免生疑，香港結算及香港中央結算(代理人)有限公司概不受任何聲明或保證所規限。

儘管本暫定配額通知書或任何其他章程文件有任何其他規定，倘若本公司絕對酌情決定信納有關交易獲豁免遵守或不受限於引致有關限制的法例或規例，則本公司保留容許任何股東申請額外供股股份之權利。

縮減機制

為避免無意引致強制性全面收購要約責任及違反公眾持股量規定，暫定配額通知書及額外申請表格項下的全部申請將根據該等申請由本公司縮減至以下水平之基準進行：(a)不會引致作為申請人或與其一致行動人士之強制性全面收購要約責任；及／或(b)不會導致本公司違反公眾持股量規定。任何縮減暫定配額通知書股份或縮減額外申請表格股份之認購款項將退還予申請人，而其他合資格股東可透過額外申請表格認購該等縮減暫定配額通知書股份或縮減額外申請表格股份。供股股份申請將由董事根據以下原則按公平平等基準決定縮減方式：(a)額外申請表格項下申請應先於暫定配額通知書項下申請縮減；及(b)倘由於多於一名股東的群體持股量或投票權超額而需縮減，則一般應參照該群體成員於記錄日期所持有股份或投票權數目按比例基準進行縮減。

寄發股票及退款支票

待供股條件達成後，所有繳足股款供股股份的股票預期於2020年12月16日(星期三)或之前以平郵方式寄發予有權獲得該等股票之人士(香港中央結算(代理人)有限公司除外)，郵誤風險由彼等自行承擔。如供股終止，退款支票將於2020年12月16日(星期三)或之前以平郵方式寄發予供股股份的申請者，郵誤風險由各股東自行承擔。有關全部或部份不獲接納額外供股股份申請(如有)，退款支票將於2020年12月16日(星期三)或之前以平郵方式寄發予申請者，郵誤風險由各股東自行承擔。

COMMENCEMENT OF DEALINGS OF RIGHTS SHARES IN FULLY-PAID FORM

Dealings in the Rights Shares on the Stock Exchange, in their fully-paid form, are expected to commence at 9:00 a.m. on Thursday, 17 December 2020.

REPRESENTATIONS AND WARRANTIES

By completing, signing and submitting the PAL, each purchaser of the nil-paid Rights Shares or subscriber of the fully-paid Rights Shares hereby represents and warrants to the Company and to any person acting on their behalf, unless in their sole discretion the Company waives such requirement expressly in writing that:

- he/she/it was a Qualifying Shareholder on Monday, 23 November 2020, or he/she/it lawfully acquired or may lawfully acquire the nil-paid Rights Shares, 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 Shares and/or the fully-paid Rights Shares in the jurisdiction in which he/she/it resides or is currently located.

Any Qualifying Shareholder accepting and/or transferring the PAL or requesting registration of the Rights Shares comprised therein represents and warrants to the Company that, except where proof has been provided to the satisfaction of the Company that such person's use of the PAL will not result in the contravention of any applicable legal requirement in any jurisdiction: (i) such person is not accepting and/or transferring the PAL, or requesting registration of the relevant nil-paid Rights Shares or the fully-paid Rights Shares from outside of Hong Kong; (ii) such person is not outside of Hong Kong or in any territory in which it is otherwise unlawful to make or accept an offer to acquire the nil-paid Rights Shares or the fully-paid Rights Shares or to use the PAL in any manner in which such person has used or will use it; (iii) such person is not acting on a non-discretionary basis for a person resident in any of the overseas jurisdictions at the time the instruction to accept or transfer was given; and (iv) such person is not acquiring the nil-paid Rights Shares or the fully-paid Rights Shares with a view to the offer, sale, allotment, take up, exercise, resale, renouncement, pledge, transfer, delivery or distribution, directly or indirectly, of any such nil-paid Rights Shares or the fully-paid Rights Shares into any of the overseas jurisdictions.

The Company may treat as invalid any acceptance or purported acceptance of the allotment of Rights Shares comprised in, or transfer or purported transfer of, the PAL if it: (i) appears to the Company to have been executed in, or dispatched from outside of Hong Kong, and the acceptance or transfer may involve a breach of the laws of outside of Hong Kong or the acceptance or transfer is otherwise in a manner which may involve a breach of the laws of any jurisdiction or if the Company or its agents believe the same may violate any applicable legal or regulatory requirement; (ii) provides an address outside of Hong Kong for delivery of definitive share certificates for Rights Shares and such delivery would be unlawful or provides an address for delivery of definitive share certificates in any other jurisdiction outside Hong Kong in which it would be unlawful to deliver such certificates; or (iii) purports to exclude the representation and/or warranty required by the paragraph immediately above.

Completion and return of the PAL by any person will constitute a warranty and representation to the Company, by such person, that all registration, legal and regulatory requirements, in connection with such application have been or will be duly complied with by that person.

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

EFFECT OF BAD WEATHER

The Latest Time for Acceptance will be postponed if there is a tropical cyclone warning signal no. 8 or above or a "black" rainstorm warning signal or "extreme conditions" caused by super typhoons as announced by the Government of Hong Kong in force in Hong Kong at any local time between 12:00 noon and 4:00 p.m. on the date of the Latest Time for Acceptance. Instead, the Latest Time for Acceptance will be rescheduled to 12:00 noon on the next business day which does not have either of those warnings in force at any time between 9:00 a.m. and 12:00 noon. If the Latest Time for Acceptance is postponed in accordance with the foregoing, the timetable of the Rights Issue may be affected and announcement will be made by the Company in such event.

繳足股款供股股份開始買賣

預期繳足股款供股股份將於2020年12月17日(星期四)上午九時正起在聯交所買賣。

聲明及保證

透過填妥、簽妥及交回暫定配額通知書，即表示每名有關的未繳股款供股股份之買方或繳足股款供股股份之認購人據此向本公司及代表彼等之其他人士作出以下聲明及保證，除非本公司按其全權酌情決定以書面方式明確豁免有關規定，則作別論：

- 彼於2020年11月23日(星期一)已經成為合資格股東，或彼已依法或可依法從有關人士直接或間接取得未繳股款供股股份；
- 彼可合法在其居住或目前身處之司法管轄區獲提呈、接納、取得、認購及收取未繳股款供股股份及／或繳足股款供股股份。

若任何合資格股東接納及／或轉讓暫定配額通知書或要求登記暫定配額通知書內的供股股份，除非已提供令本公司信納的證據，證明有關人士使用暫定配額通知書將不會違反任何司法管轄區的任何適用法律規定，有關人士等已向本公司聲明及保證：(i)有關人士並非身在任何海外司法管轄區接納及／或轉讓暫定配額通知書，或要求登記有關的未繳股款供股股份或繳足股款供股股份；(ii)有關人士並非身在香港以外地區，或身在任何地區導致其作出或接納要約以收購未繳股款供股股份或繳足股款供股股份乃屬違法，或該人士曾經或將以任何方式使用暫定配額通知書乃屬違法行為；(iii)於作出接納或轉讓指示時該人士並非以非全權委託形式為居於香港以外地區之人士行事；及(iv)有關人士並非為直接或間接提呈、出售、配售、接納、行使、轉售、放棄、抵押、轉讓、交付或分派任何有關未繳股款供股股份或繳足股款供股股份至任何海外司法管轄區而購買未繳股款供股股份或繳足股款供股股份。

倘出現下列情況，本公司可視任何接納或聲稱接納暫定配額通知書內的供股股份的配額，或轉讓或聲稱轉讓暫定配額通知書為無效：(i)本公司認為其為於香港以外地區簽立或寄發及接納或轉讓可能涉及違反香港以外地區的法律或接納或轉讓有可能違反任何司法管轄區的法例，或倘本公司或其代理人相信，二者可能違反任何適用法律或監管規定；(ii)就交付供股股份正式股票所提供的地址位於香港以外地區而有關交付屬違法，或就交付正式股票所提供的地址位於香港境外且交付該等股票乃屬違法的任何其他司法管轄區；或(iii)聲稱拒絕上一段所規定的聲明及／或保證。

任何人士填妥及交回暫定配額通知書將構成該位人士對本公司作出之一項保證及聲明，表示該位人士已妥為遵照或將妥善遵照有關申請之所有登記、法律及監管規定。

為免產生疑慮，特此聲明，香港結算及香港中央結算(代理人)有限公司概不受上述任何聲明及保證所規限。

惡劣天氣之影響

倘最後接納時限當日香港本地時間中午12時正至下午4時正期間，八號或以上熱帶氣旋警告訊號或「黑色」暴雨警告訊號或香港政府宣佈的超級颱風所造成的「極端情況」正在香港生效，最後接納時限將會押後。最後接納時限將順延至下一個營業日中午12時正，且當日上午9時正至中午12時正之任何時間並無上述任何警告生效。倘按前文所述押後最後接納時限，則供股時間表可能受到影響，倘發生有關事件，本公司將就此作出公告。

GENERAL

Lodgment of the PAL with, where relevant, the “Form of Transfer and Nomination” (Form B) purporting to have been signed by the person(s) in whose favour the PAL has been issued, shall be conclusive evidence of the title of the party or parties lodging it to deal with the same and to receive a split PAL and/or the share certificates for the Rights Shares. Further copies of the Prospectus are available at the Registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong.

All documents, including cheques for refund, and the share certificates of the Rights Shares, will be sent by ordinary post at the risk of the relevant applicants or other persons entitled thereto to their registered addresses.

The PAL and all acceptances of the offer contained in it shall be governed by and construed in accordance with the laws of Hong Kong. Nil-paid Rights Shares will be traded in board lots of 20,000 (as the existing Shares are currently traded on the Stock Exchange in board lots of 20,000). References in the PAL to times and dates are to Hong Kong times and dates.

If you have questions in relation to the Rights Issue, please address your questions to the Registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong during business hours on Monday to Friday (other than Hong Kong public holidays).

By completing, signing and submitting the PAL, you agree to disclose to the Company and/or the 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 acceptance of the provisional allotment of Rights Shares. The Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) provides the holders of securities with rights to ascertain whether the Company or the 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 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 (i) the Company, at its head office and principal place of business in Hong Kong at Suite 2102, 21/F, West Tower, Shun Tak Centre, 200 Connaught Road Central, Hong Kong or as notified from time to time in accordance with applicable law, for the attention of the company secretary of the Company; or (ii) (as the case may be) the Registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong, for the attention of Personal Data Privacy Officer.

Yours faithfully,
For and on behalf of the Board
Green International Holdings Limited
Yu Qigang
Chairman

一般事項

暫定配額通知書連同(如相關)由獲發暫定配額通知書人士所簽署之「轉讓及提名表格」(表格乙)一經交回,即確證交回之人士(一名或多名)有權處理暫定配額通知書及收取分拆之暫定配額通知書及/或供股股份之股票。如需要額外之章程,可於股份過戶登記處卓佳證券登記有限公司(地址為香港皇后大道東183號合和中心54樓)索取。

所有文件(包括退款支票及供股股份之股票)將以平郵投遞方式按有關人士之登記地址寄予有關申請人或其他應得之人士,郵誤風險概由收件人自行承擔。

暫定配額通知書及所有接納其中所載之要約均須受香港法例監管,並按其詮釋。未繳股款供股股份將以20,000股之每手買賣單位進行買賣(現有股份目前以20,000股之每手買賣單位在聯交所進行買賣)。暫定配額通知書內所提及之時間或日期均為香港時間或日期。

倘若閣下對供股有任何疑問,請於星期一至星期五(香港公眾假期除外)之營業時間內將閣下的問題提交股份過戶登記處卓佳證券登記有限公司(地址為香港皇后大道東183號合和中心54樓)。

透過填妥、簽署及交回暫定配額通知書,即表示閣下同意向本公司及/或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於閣下或閣下為其利益而接納暫定配發之供股股份的人士之任何資料。香港法例第486章個人資料(私隱)條例給予證券持有人權利可確定本公司或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(i)本公司之總部辦事處及香港主要營業地點(地址為香港干諾道中200號信德中心西座21樓2102室)或根據適用法律不時通知之地點並以本公司秘書為收件人,或(ii)(視乎情況而定)股份過戶登記處卓佳證券登記有限公司(地址為香港皇后大道東183號合和中心54樓)並以個人資料私隱主任為收件人。

此致

列位合資格股東 台照

代表董事會
格林國際控股有限公司
主席
俞淇綱
謹啟

2020年11月24日