

Provisional Allotment Letter No.
暫定配額通知書號碼

IMPORTANT
重要提示

THIS PROVISIONAL ALLOTMENT LETTER IS VALUABLE AND TRANSFERABLE AND REQUIRES YOUR IMMEDIATE ATTENTION. THE OFFER CONTAINED IN THIS PROVISIONAL ALLOTMENT LETTER EXPIRES AT 4:00 P.M. ON TUESDAY, 2 AUGUST 2016.

本暫定配額通知書有價值及可轉讓，閣下並須即時處理。本暫定配額通知書所載之收購要約邀請於二零一六年八月二日（星期二）下午四時正截止。

IF YOU ARE IN ANY DOUBT ABOUT THIS PROVISIONAL ALLOTMENT LETTER OR AS TO THE ACTION TO BE TAKEN, YOU SHOULD CONSULT A LICENSED SECURITIES DEALER, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER.

閣下對本暫定配額通知書之內容或應採取之行動如有任何疑問，應諮詢持牌證券交易商、銀行經理、律師、專業會計師或其他專業顧問。

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of the Prospectus Documents, make no representation as to their 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 the Prospectus Documents.

香港交易所及結算有限公司、香港聯合交易所有限公司及香港中央結算有限公司對章程文件之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不會就因章程文件全部或任何部份內容或因倚賴該等內容而引致之任何損失承擔任何責任。Capitalised terms defined in the prospectus dated 19 July 2016 issued by Unity Investments Holdings Limited (the "Prospectus") have the same meanings hereafter.

除文義另有所指外，合一致資控股有限公司日期為二零一六年七月十九日之章程（「章程」）所界定專有詞彙於本通知書內具有相同涵義。

Subject to the granting of the listing of, and permission to deal in, the Rights Shares in both nil-paid and fully-paid forms on the Stock Exchange as well as compliance with the stock admission requirements of HKSCC, the Rights Shares in both nil-paid and fully-paid forms will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from their respective commencement dates of dealings 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 settlement day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

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，以及遵守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，可由未繳股款及繳足股款供股股份各自開始於聯交所買賣之日期起或由香港結算釐定之其他日期起，於中央結算系統寄存、結算及交收。聯交所參與者之間在任何交易日進行之交易，須於其後第二個交收日在中央結算系統交收。所有中央結算系統活動均須遵守不時有效之中央結算系統一般規則及中央結算系統運作程序規則。

A copy of each of the Prospectus Documents, together with the documents mentioned in the paragraph headed "Documents delivered to the Registrar of Companies" in Appendix III to the Prospectus has been registered with the Registrar of Companies in Hong Kong as required by Section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32 of the Laws of Hong Kong). The Securities and Futures Commission of Hong Kong and the Registrar of Companies in Hong Kong take no responsibility for the contents of any of these documents.

各份章程文件及於章程附錄三「送呈公司註冊處處長之文件」一段所述之文件之副本，已依據香港法例第32章公司（清盤及雜項條文）條例第342C條之規定經香港公司註冊處處長登記。香港證券及期貨事務監察委員會及香港公司註冊處處長對任何該等文件之內容概不負責。If you wish to exercise your right to subscribe for all the Rights Shares specified in this Provisional Allotment Letter, you should lodge this Provisional Allotment Letter in accordance with the instructions printed herein, together with a remittance for the full amount payable on acceptance, with the Registrar, Tricor Tengis Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong by no later than 4:00 p.m. on Tuesday, 2 August 2016. All remittances must be made by cheque or cashier's order in Hong Kong dollars. Cheques must be drawn on an account with, and cashier's orders must be issued by, a licensed bank in Hong Kong and made payable to "Unity Investments Holdings Limited - Rights Issue Account" and crossed "ACCOUNT PAYEE ONLY".

倘閣下擬行使閣下之權利認購本暫定配額通知書指定之所有供股股份，閣下必須最遲於二零一六年八月二日（星期二）下午四時正前按照本暫定配額通知書印列之指示將暫定配額通知書連同須於接納時繳付之全部股款送交戶登記分處卓佳證券有限公司，地址為香港皇后大道東183號合和中心22樓。所有股款須以支票或銀行本票以港元支付。支票（必須由香港持牌銀行之賬戶開出）及銀行本票（必須由香港持牌銀行開出）須註明抬頭人為「Unity Investments Holdings Limited - Rights Issue Account」，並以「只准入抬頭人賬戶」方式劃線開出。



Unity Investments Holdings Limited

合一投資控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立之有限公司)
(Stock code: 913)
(股份代號：913)

Branch share registrar and transfer office in Hong Kong:
香港股份過戶及轉讓登記分處:
Tricor Tengis Limited
Level 22, Hopewell Centre
183 Queen's Road East
Hong Kong
卓佳證券有限公司
香港
皇后大道東183號
合和中心22樓

Principal place of business in Hong Kong:
香港主要營業地點:
19/F, Yat Chau Building
262 Des Voeux Road Central
Hong Kong
香港
德輔道中262號
一洲大廈19樓

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

19 July 2016
二零一六年七月十九日

RIGHTS ISSUE ON THE BASIS OF TWO (2) RIGHTS SHARES FOR EVERY ONE (1) CONSOLIDATED SHARE HELD ON THE RECORD DATE AT HK\$0.25 PER RIGHTS SHARE PAYABLE IN FULL ON ACCEPTANCE 按於記錄日期每持 一(1)股合併股份獲發 兩(2)股供股股份之 比例以每股供股股份0.25港元進行供股，須於接納時悉數繳足

PROVISIONAL ALLOTMENT LETTER 暫定配額通知書

Name(s) and address of the Qualifying Shareholder(s)
合資格股東姓名及地址

Total number of Shares registered in your name(s) on Friday, 15 July 2016
於二零一六年七月十五日（星期五）以閣下名義登記之股份總數

BOX A
甲欄

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, 2 August 2016
暫定配發予閣下之供股股份數目，惟須於二零一六年八月二日（星期二）下午四時正前接納時繳足股款方可作實

BOX B
乙欄

Total subscription money payable in full upon acceptance
全數接納時應繳之款項總額

BOX C
丙欄

Contact Telephone No.:
聯絡電話號碼：

It should be noted that the Rights Shares will be dealt in their nil-paid form from 9:00 a.m. on Thursday, 21 July 2016 to 4:00 p.m. on Thursday, 28 July 2016, both dates inclusive. Shareholders should note that dealings in such Rights Shares in their nil-paid form and the Consolidated Shares will take place while the conditions to which the Rights Issue are subject remain unfulfilled. Any Shareholder or other person dealing in the Consolidated Shares up to the date on which all conditions to which the Rights Issue are subject are fulfilled, and dealings in the Rights Shares in their nil-paid form, will accordingly bear the risk that the Rights Issue may not become unconditional or may not proceed. Any Shareholder or other person contemplating selling or purchasing Consolidated Shares or Rights Shares in their nil-paid form, who is in any doubt about his/her/its position, is recommended to consult his/her/its own professional adviser.

In particular, the Directors would like to draw your attention to the fact that, the Underwriter may terminate the Underwriting Agreement by giving written notice to the Company prior to 4:00 p.m. on or before the Latest Time for Termination if:--

(A) the Underwriter shall become aware of the fact that, or shall have reasonable cause to believe that any of the representations, warranties and undertakings in the Underwriting Agreement was untrue, inaccurate, misleading or breached, and in each case the same is (in the reasonable opinion of the Underwriter) material in the context of the Rights Issue; or

(B) there shall be:

- (i) any new law or regulation is enacted, or there is any change in existing laws or regulations or any change in the interpretation or application thereof by any court or other competent authority, whether in Hong Kong or elsewhere;
- (ii) any change in local, national or international financial, political, industrial or economic conditions;
- (iii) any change of an exceptional nature in local, national or international equity securities or currency markets;
- (iv) any local, national or international outbreak or escalation of hostilities, insurrection or armed conflict;
- (v) any moratorium, suspension or material restriction on trading in securities generally on the Stock Exchange;
- (vi) any suspension in the trading of the Shares on the Stock Exchange for a continuous period of 10 trading days (as defined in the Listing Rules); or
- (vii) any change or development involving a prospective change in taxation or exchange controls in Hong Kong or elsewhere; which is or are, in the reasonable opinion of the Underwriter:

- (a) likely to have a material adverse effect on the business, financial position or prospects of the Group taken as a whole; or
- (b) likely to have a material adverse effect on the success of the Rights Issue or the level of Rights Shares to be taken up; or
- (c) so material as to make it inappropriate, inadvisable or inexpedient to proceed further with the Rights Issue.

then the Underwriter may, by notice in writing given to the Company on or before the Latest Time for Termination, rescind the Underwriting Agreement and thereupon all obligations of the Underwriter hereunder shall cease and determine and no party shall have any claim against any other party in respect of any matter or thing arising out of or in connection with the Underwriting Agreement (save for any antecedent breaches hereof) and the Rights Issue shall not proceed.

務請注意，未繳股款供股股份將於二零一六年七月二十一日（星期四）上午九時正至二零一六年七月二十八日（星期四）下午四時正（包括首尾兩日）買賣。務請股東注意，在買賣未繳股款供股股份及合併股份之同時，落實供股之條件可能尚未達成。因此，凡股東或任何其他人士買賣合併股份直至供股的全部條件達成當日為止及買賣未繳股款供股股份，將須自行承擔供股可能不會成為無條件或未獲批准之風險。有意買賣合併股份或未繳股款供股股份之股東或任何其他人士對本身狀況有任何疑問，建議諮詢其本身之專業顧問。

特別是，董事謹請閣下垂注，倘發生下述情況，包銷商可於最後截止時限或之前下午四時正前向本公司發出書面通知終止包銷協議：--

(A) 包銷商知悉或有合理理由相信包銷協議所載任何聲明、保證及承諾為失實、不確、誤導或虛假，且包銷商於各情況下合理認為對供股而言屬重大者；或

(B) 發生：

- (i) 香港或其他地區之任何法院或其他管轄機關頒佈任何新法例或規則，或更改其詮釋或適用範圍；
- (ii) 地區、國家或國際金融、政治、工業或經濟情況出現任何變動；
- (iii) 地區、國家或國際股本證券或貨幣市場出現任何特殊變動；
- (iv) 任何地區、國家或國際間爆發任何敵對事件、暴動或武裝衝突或有關事件升級；
- (v) 聯交所全面停止或暫停證券買賣，或對有關買賣施加重大限制；
- (vi) 股份在聯交所持續暫停買賣十個交易日（定義見上市規則）；或
- (vii) 涉及香港或其他地區之稅務或外匯管制出現任何變動或預期將產生變動之任何發展，而包銷商合理認為上述一項或多項事件：

- (a) 可能對本集團之整體業務、財務狀況或前景構成重大不利影響；或
- (b) 可能對供股之成功或供股股份承購程度構成重大不利影響；或
- (c) 影響華大以該令繼續進行供股為不宜、不智或不適當。

則包銷商可在最後截止時限或之前向本公司發出書面通知終止包銷協議。自之後，包銷商之一切有關責任將告終止及終結（惟任何先前因該約而引致之責任除外），而各訂約方不得就包銷協議所產生或與之有關之任何事宜或事情向任何其他方提出任何申索，而供股亦不會進行。

IN THE EVENT OF A TRANSFER OF RIGHT(S) TO SUBSCRIBE FOR THE RIGHTS SHARE(S), HONG KONG AD VALOREM STAMP DUTY IS PAYABLE ON EACH SALE AND EACH PURCHASE. A GIFT OR A 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 PROVISIONAL ALLOTMENT LETTER.

在轉讓認購供股股份之權利時，每項買賣均須繳納香港從價印花稅。餽贈或轉讓（並非以出售方式）實益擁有之權益亦須繳納香港從價印花稅。在登記轉讓本暫定配額通知書所列任何供股股份之權利之前，須出示已繳納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 Qualifying Shareholder(s) who wish(es) to transfer all of his/her/its/their right(s) to subscribe for the Rights Shares comprised herein)
(僅供擬將其／彼等於本表格所列認購供股股份之權利全數轉讓之合資格股東填寫及簽署)

To: The Directors
UNITY INVESTMENTS HOLDINGS LIMITED

致：合一投資控股有限公司
列位董事 台照

Dear Sirs and Madams,
I/We hereby transfer all of my/our rights to subscribe for the Rights Shares comprised in this Provisional Allotment Letter 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／吾等可認購供股股份之權利全數轉讓予接受此權利並簽署以下登記申請表格（表格丙）之人士。

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

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

Date 日期：二零一六年 _____ 2016

Note: Hong Kong stamp duty is payable in connection with the transfer of your rights to subscribe for the Rights Shares.

附註：轉讓 閣下可認購有關供股股份之權利須繳納香港印花稅。

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)
(僅供承讓認購供股股份權利之人士填寫及簽署)

To: The Directors
UNITY INVESTMENTS HOLDINGS LIMITED

致：合一投資控股有限公司
列位董事 台照

Dear Sirs and Madams,
I/We request you to register the number of the Rights Shares mentioned in Box B of Form A in my/our name(s) and I/we agree to accept the same on the terms embodied in this Provisional Allotment Letter and the Prospectus Documents and subject to the memorandum of association of the Company and the Bye-Laws.

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以本人／吾等名義登記，本人／吾等同意按照本暫定配額通知書及章程文件所載之條款，並在 貴公司之組織章程大綱及公司細則限制下接納該等股份。

Existing Shareholder(s)
Please mark "X" in this box
現有股東請於欄內填上「X」符號

To be completed in block letters in ENGLISH. Joint applicants should give one address only.
請用英文大楷填寫。聯名申請人只須填報一個地址。

Name in English 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
Name continuation and/or names 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 one address only) 英文地址 (聯名申請人只須填報一個地址)			
Occupation 職業		Tel. No. 電話號碼	
Dividend instructions 派息指示			
Name & address of bank 銀行名稱及地址	Account type 賬戶類別		Bank account no. 銀行賬戶號碼
			For office use only 公司專用

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

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

Date 日期：二零一六年 _____ 2016

Note: Hong Kong stamp duty is payable in connection with the acceptance of the transfer of the rights to subscribe for the Rights Shares.

附註：接納轉讓 閣下可認購有關供股股份之權利須繳納香港印花稅。

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