

# MASON FINANCIAL HOLDINGS LIMITED

# 民信金控有限公司

(Incorporated in Hong Kong with limited liability)
(Stock Code: 273)

Registrar and Transfer Office: Computershare Hong Kong Investor Services Limited Shops 1712–1716, 17th Floor, Hopewell Centre 183 Queen's Road East Wanchai Hong Kong

Date:

RIGHTS ISSUE OF 22,124,799,450 RIGHTS SHARES
AT THE SUBSCRIPTION PRICE OF HK\$0.13 PER RIGHTS SHARE
ON THE BASIS OF SIX (6) RIGHTS SHARES
FOR EVERY FIVE (5) SHARES
HELD ON THE RIGHTS ISSUE RECORD DATE
PAYABLE IN FULL ON ACCEPTANCE BY NO LATER THAN
4:00 P.M. ON WEDNESDAY, 1 FEBRUARY 2017

Head Office, Registered Office and Principal Place of Business: Units 4708–10, 47/F The Center 99 Queen's Road Central Hong Kong

### **EXCESS APPLICATION FORM**

Name(s) and address of Qualifying Shareholder(s) (Rights Issue).	
·	
I	Application can only be made by the Qualifying Shareholder(s) (Rights Issue) named here.
	Shareholder(s) (Adgines 1980e) hained note:
Γο: The Directors	
Mason Financial Holdings Limited	
Dear Sirs,	
Holdings Limited — Excess Application Account" and crossed "Acapplication for the aforementioned number of excess Rights Shares. I/v and to send by ordinary post at my/our risk to the address shown above respect of this application and/or a cheque for any application money redirectors at their discretion on a fair and equitable basis according to the Qualifying Shareholders (Rights Issue) under PAL is greater than the a to each Qualifying Shareholder (Rights Issue) the number of excess Righter discretion on a fair and equitable basis according to the principle a — EAF — Application for excess Rights Share" of the section headed "I/We, hereby undertake to accept such number of excess Rights Shares"	we hereby request you to allot such excess Rights Shares applied for, or any lesser number, to me/us my/our share certificate(s) for the number of additional Rights Shares as may be allotted to me/us in efundable to me/us. I/We understand that allotment in respect of this application shall be made by the principle as set out in the Prospectus. If the aggregate number of Rights Shares not taken up by the aggregate number of excess Rights Shares applied for through EAF, the Directors will allocate in full ghts Shares applied for under the EAF. The Directors will allocate the excess Rights Shares (if any) at as set out in the paragraph headed "Rights Issue — Procedures for acceptance and payment or transfer
I	2
3	4.
Signature(s) o	f applicant(s) (all joint applicants must sign)
Name of bank on which	
cheque/cashier's order is drawn:	Cheque/cashier's order number:

Contact Tel No.: \_\_\_



# MASON FINANCIAL HOLDINGS LIMITED

# 民信金控有限公司

(於香港註冊成立之有限公司) (股份代號:273)

過戶登記處: 香港中央證券 登記有限公司 香港 灣仔 皇后大道東183號 合和中心

17樓1712-1716號舖

按供股記錄日期每持有 五(5)股股份獲發六(6)股供股股份之基準 以每股供股股份0.13港元之認購價 供股22,124,799,450股供股股份 股款須不遲於二零一七年二月一日(星期三)下午四時正 接納時繳足 總辦事處、 註冊辦事處及 主要營業地點: 香港 皇后大道中99號 中環中心 47樓4708-10室

額外供股股份申請表格		
合資格股東(供股)之姓名及地址		
	只供本欄所指定之合資格股東(供股)作出申請。 	
致 : <b>民信金控有限公司</b> 列位董事		
敬啟者:		
本人/吾等為上文列名之股份登記持有人,現不可撤回地根據供股以4股額外供股股份,並隨附另行繳付款項為	港元之支票或銀行本票,註明抬頭人為「Mason Financial Holdings	
Limited — Excess Application Account」及以「只准入抬頭人賬戶」方式劃經一	泉開出,作為申請認購上述數目額外供股股份須全數支付之股款。本人外供股股份,並按上列地址將本人/吾等就本認購申請所獲配發之額外這之退款支票以平郵投遞方式寄予本人/吾等,郵誤風險概由本人/吾所載原則酌情分配此項申請。倘未獲合資格股東(供股)根據暫定配額通供股股份總數,則董事將向每名合資格股東(供股)悉數分配額外供股股衣據供股章程「董事會函件」一節之「供股一接納及繳付股款或轉讓之手	
本人/吾等謹此承諾接納按供股章程所載條款及在 貴公司之組織章和發予本人/吾等之任何額外供股股份而言,本人/吾等授權 閣下將本	程細則規限下可能配發予本人/吾等之上述額外供股股份之數目。就配 本人/吾等之姓名列入 貴公司股東名冊作為該等供股股份之持有人。	
1	2	
1	2	
3	4	
申請人簽署(所有聯	名申請人均須簽署)	
支票/銀行本票的付款銀行名稱:	支票/銀行本票號碼:	
日期:二零一七年月日	聯絡電話號碼:	

#### **IMPORTANT**

Reference is made to the prospectus issued by Mason Financial Holdings Limited (the "Company") dated Friday, 13 January 2017 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 EAF IS VALUABLE BUT IS NOT TRANSFERABLE AND IS ONLY FOR THE USE BY THE QUALIFYING SHAREHOLDER(S) (RIGHTS ISSUE) NAMED HEREIN WHO WISH(ES) TO APPLY FOR THE EXCESS RIGHTS SHARES IN ADDITION TO THOSE RIGHTS SHARES PROVISIONALLY ALLOTTED TO HIM/HER/IT/THEM. THIS EAF REQUIRES YOUR IMMEDIATE ATTENTION. THE OFFER CONTAINED IN THIS DOCUMENT AND THE ACCOMPANYING PAL EXPIRES AT 4:00 P.M. ON WEDNESDAY, 1 FEBRUARY 2017.

IF YOU ARE IN ANY DOUBT AS TO ANY ASPECT OF THIS EAF OR AS TO THE ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR STOCKBROKER, OTHER LICENSED SECURITIES DEALER, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER.

A copy of this EAF, together with a copy of the Prospectus and the documents specified in the paragraph headed "Documents delivered to the Registrar of Companies in Hong Kong" in Appendix III to the Prospectus, has been registered with the Registrar of Companies in Hong Kong pursuant to Section 38D of the Companies (WUMP) Ordinance, Chapter 32 of the Laws of Hong Kong. The Registrar of Companies in Hong Kong and the Securities and Futures Commission in Hong Kong take no responsibility as to the contents of any of these documents.

Dealings in the Shares and the Rights Shares in their nil-paid form and fully-paid form may be settled through CCASS operated by HKSCC and you should consult your stockbroker or 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.

Subject to the granting of the listing of, and permission to deal in, the Rights Shares in their 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 their nil-paid and fully-paid forms 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 and fully-paid forms 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 and CCASS Operational Procedures in effect from time to time.

Hong Kong Exchanges and Clearing Limited, the Stock Exchange and HKSCC take no responsibility for the contents of this EAF, 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 EAF. The Underwriting Agreement contains provisions granting the Underwriter a right to terminate its obligations on the occurrence of certain events, which are set out in the section headed "Termination of the Underwriting Agreement" in the Prospectus. If the Underwriting Agreement does not become unconditional or is terminated in accordance with its terms, the Rights Issue will not proceed. Please refer to the section headed "Letter from the Board — The Underwriting Arrangement — Conditions of the Rights Issue and the Underwriting Agreement" in the Prospectus for further details of the conditions of the Rights Issue.

### 重要提示

茲提述民信金控有限公司(「本公司」)於二零一七年一月十三日(星期五)就供股刊發之供股章程(「供股章程」)。除非文義另有所指,否則本表格所採用詞彙與供股章程所界定之詞彙具有相同涵義。

本額外供股股份申請表格具有價值,但不可轉讓,並僅供擬申請認購除暫定配發之供股股份以外之額外供股股份 之合資格股東(供股)使用。本額外供股股份申請表格應即時處理。本文件及隨附之暫定配額通知書所載之供股要 約將於二零一七年二月一日(星期三)下午四時正截止。

閣下如對本額外供股股份申請表格之任何方面或應採取之行動有任何疑問,應諮詢 閣下之股票經紀、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。

本額外供股股份申請表格的副本連同供股章程副本及供股章程附錄三「送呈香港公司註冊處處長之文件」一段規定的文件,已根據香港法例第32章公司(清盤及雜項條文)條例第38D條送呈香港公司註冊處處長登記。香港公司註冊處處長及香港證券及期貨事務監察委員會對任何該等文件的內容概不承擔任何責任。

股份以及未繳股款及繳足股款供股股份之買賣可通過香港結算營運之中央結算系統結算。 閣下應諮詢 閣下之股票經紀或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,以瞭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。

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買賣當日或香港結算決定之其他日期起,在中央結算系統寄存、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及中央結算系統運作程序規則進行。

香港交易及結算所有限公司、聯交所及香港結算對本額外供股股份申請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額外供股股份申請表格全部或任何部分內容而產生或因倚賴該等內容而引致之任何損失承擔任何責任。包銷協議載有條文,賦予包銷商權利於發生若干事件時終止其責任,該等事件載於供股章程「終止包銷協議」一節。倘若包銷協議並未成為無條件或根據其條款終止,則供股將不會進行。供股條件之進一步詳情,請參閱供股章程「董事會函件—包銷安排—供股及包銷協議之條件」一節。

### PROCEDURE FOR APPLICATION

This EAF should be completed and lodged, together with payment by cheque or cashier's order as to HK\$0.13 per Rights Share for the number of excess Rights Shares applied for, with the Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, so as to be received by not later than 4:00 p.m. on Wednesday, 1 February 2017. 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 "Mason Financial Holdings Limited — Excess Application Account" and crossed "Account Payee Only". All enquiries in connection with this EAF should be addressed to the Registrar at Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

All cheques and cashier's orders accompanying a completed EAF will be presented for payment following receipt, and all interest earned on such monies (if any) will be retained for the benefit of the Company. Completion and return of an EAF together with a cheque or cashier's order in payment for the excess Rights Shares applied for which are the subject of this form will constitute a warranty by the applicant(s) that the cheque or cashier's order will be honoured on first presentation. Without prejudice to its other rights in respect thereof, the Company reserves the right to reject any application for excess Rights Shares in respect of which the accompanying cheque or cashier's order is dishonoured on first presentation. Shareholders are not guaranteed to be allotted all or any of the excess Rights Shares applied for.

Any acceptance of the offer of the Rights Shares by any person will be deemed to constitute a warranty and representation to the Company that all registration, legal and regulatory requirements of all relevant territories and jurisdictions other than Hong Kong, in connection with the EAF and any acceptance of it, have been, or will be, fully complied with. It is the responsibility of any person (including but without limitation to nominee, custodian, agent and trustee) receiving a copy of the Prospectus Documents outside Hong Kong and wishing to take up the Rights Shares or make an application for excess Rights Shares to satisfy himself/herself/itself as to the full observance of the laws and regulations of the relevant territory or jurisdiction, including the obtaining of any governmental or other consents and/or observing any other formalities which may be required in such territory or jurisdiction, and to pay any taxes, duties and other amounts required to be paid in such territory or jurisdiction in connection therewith. For the avoidance of doubt, neither HKSCC nor HKSCC Nominees Limited, will give or is subject to the above representation and warranties.

#### DISTRIBUTION OF THIS EAF AND THE OTHER PROSPECTUS DOCUMENTS

Distribution of this EAF and the other Prospectus Documents into jurisdictions other than Hong Kong may be restricted by law. Persons into whose possession this EAF or any of the other Prospectus Documents (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 this EAF 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 have not been and will not be registered or filed under the applicable securities or equivalent legislation of any jurisdiction other than Hong Kong.

# QUALIFYING SHAREHOLDERS (RIGHTS ISSUE) AND NON-QUALIFYING SHAREHOLDERS (RIGHTS ISSUE)

To qualify for the Rights Issue and to apply for excess Rights Shares under this EAF, a Shareholder must have been registered as a member of the Company as at Thursday, 12 January 2017 and be a Qualifying Shareholder (Rights Issue).

Non-Qualifying Shareholders (Rights Issue) are those Shareholder(s) whose name(s) appear(s) on the register of members of the Company on the Record Date and whose address(es) as shown on such register (is) are outside Hong Kong where the Directors, based on advice provided by legal advisers, consider it necessary or expedient to exclude any such Shareholders on account either of legal restrictions under the laws of the relevant place or the requirements of the relevant regulatory body or stock exchange in that place.

Receipt of this EAF and/or any other Prospectus Document does not and will not constitute an offer in those jurisdictions in which it would be illegal to make an offer and, in those circumstances, this EAF and/or the other Prospectus Documents must be treated as sent for information only and should not be copied or redistributed.

Notwithstanding any other provision in this EAF 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.

If you are in doubt as to your position, you should consult your own professional advisers. The Company reserves the right to refuse to accept any application for the Rights Shares where it believes that doing so would violate the applicable securities or other laws or regulations of any jurisdiction.

#### 申請手續

所有支票及銀行本票隨附填妥之額外供股股份申請表格於收訖後過戶而有關款項之所有利息(如有)撥歸本公司所有。填妥之額外供股股份申請表格連同所申請額外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可獲兑現。在不影響其他有關權利之情況下,本公司有權在隨附支票或銀行本票首次過戶未能兑現時拒絕受理任何有關之額外供股股份申請。股東並無獲保證將獲配發所申請之所有或任何額外供股股份。

任何人士如接納供股股份的要約,即被視為構成對本公司作出之保證及陳述,表明已經或將會就額外供股股份申請表格及接納額外供股股份申請表格全面遵守香港以外之所有有關地區及司法權區之一切登記、法定及監管規定。在香港境外接獲供股章程文件副本之任何人士(包括但不限於代名人、託管人、代理及受託人)如欲承購供股股份或申請額外供股股份,須自行全面遵守有關地區或司法權區之法律及法規,包括取得任何政府或其他同意及/或遵守有關地區或司法權區可能規定之任何其他正式手續,以及在有關地區或司法權區就此繳納所需之任何稅項、關稅及其他款項。為免生疑問,香港結算及香港中央結算(代理人)有限公司概不會作出上述任何聲明或保證,亦不受上述任何聲明或保證所規限。

#### 派發本額外供股股份申請表格及其他供股章程文件

在香港以外司法權區派發本額外供股股份申請表格及其他供股章程文件可能受到法律限制。擁有本額外供股股份申請表格或任何其他供股章程文件的人士(包括但不限於代理人、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權區的證券法例。任何股東或實益擁有人如對其狀況有任何疑問,應盡快諮詢合適之專業顧問。尤其是,除本公司決定的若干例外情況外,擁有本額外供股股份申請表格及其他供股章程文件的人士不應於香港以外的任何司法權區派發、轉送或傳遞進出供股章程(無論有否暫定配額通知書或額外供股份申請表格)。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權區之適用證券法例或其他法例或規例,則本公司保留拒絕其接納或有關申請之權利。

供股章程文件並無及將不會根據除香港以外的任何司法權區的適用證券或同等法律進行登記或提交。

# 合資格股東(供股)及不合資格股東(供股)

為符合資格參與供股及根據本額外供股股份申請表格申請額外供股股份,股東於二零一七年一月十二日(星期四) 須為本公司之登記股東,且為合資格股東(供股)。

不合資格股東(供股)指於記錄日期名列本公司股東登記冊,及該登記冊上所示地址位於香港境外之股東,而董事根據法律顧問提供之意見,基於有關地區的法例之法律限制或該地區有關監管機構或證券交易所之規定,董事認為撇除任何有關股東乃屬必要或適宜。

收到本額外供股股份申請表格及/或任何其他供股章程文件並不(亦將不會)構成在提呈要約屬違法之該等司法權區提呈要約,在該等情況下,本額外供股股份申請表格及/或其他供股章程文件須視為僅供參照處理,亦不應複製或轉發。

儘管本額外供股股份申請表格或任何其他供股文件有任何其他規定,本公司保留權利容許任何股東申請額外供股股份,倘若本公司按其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。

閣下如對本身的情況有任何疑問,應諮詢 閣下專業顧問之意見。倘本公司認為接納供股股份申請會違反任何司 法權區的適用證券或其他法律或規例,則本公司保留權利拒絕受理任何供股股份申請。

#### **GENERAL**

You will be notified by the Company of any allotment of excess Rights Shares made to you. If no excess Rights Shares are allotted to you, a refund cheque for the full amount tendered on application (without interest) will be posted to you at your own risk and, if the number of excess Rights Shares allotted to you is less than the number applied for, a cheque for the surplus application monies (without interest) will be posted to you at your own risk. Such posting is expected to take place on or before Wednesday, 8 February 2017. Any such cheque will be drawn in favour of the person(s) named on this form. It is expected that share certificates in respect of the excess Rights Shares allotted to you will be posted at your own risk on or before Wednesday, 8 February 2017. All documents, including cheques for amounts due, will be sent by ordinary post at the risk of the relevant applicants or other persons entitled thereto. This EAF and all applications pursuant to it shall be governed by and construed in accordance with the laws of Hong Kong. References in this EAF to times and dates are to Hong Kong times and dates unless otherwise stated.

If you have questions in relation to the Rights Issue, please address your questions to the Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong during business hours from 9:00 a.m. to 6:00 p.m., Monday to Friday (other than Hong Kong public holidays).

By completing, signing and submitting this EAF, you agree to disclose to the Company and/ or the Registrar and/or their respective advisers and agent's personal data and any information which they require about you or the person(s) for whose benefit you have made the application for excess Rights Shares. The Personal Data (Privacy) Ordinance 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 at Units 4708–10, 47/F, The Center, 99 Queen's Road Central, Hong Kong or as notified from time to time in accordance with applicable law, for the attention of the Company Secretary; or (ii) (as the case may be) the Registrar at its address set out above.

A SEPARATE CHEQUE OR CASHIER'S ORDER MUST ACCOMPANY EACH APPLICATION NO RECEIPT WILL BE GIVEN FOR REMITTANCE

#### 一般事項

閣下將接獲本公司通知有關 閣下所獲配發之任何額外供股股份配額。倘 閣下未獲配發任何額外供股股份,則 閣下在申請認購時所付款項(不計息)之退款支票及如 閣下獲配發之額外供股股份數目少於所申請數目,則多繳之申請款項(不計息)之退款支票預期將於二零一七年二月八日(星期三)或之前退還予 閣下,郵誤風險概由 閣下自行承擔。任何該等支票將以本表格所列名之人士為抬頭人。預期有關獲配發額外供股股份之股票將於二零一七年二月八日(星期三)或之前寄出,郵誤風險概由 閣下自行承擔。所有文件(包括應付款額之支票)將以平郵投遞方式寄發予有關申請人或其他應得人士,郵誤風險概由彼等自行承擔。本額外供股股份申請表格及所有據此作出之申請均須受香港法律管限及根據香港法律詮釋。除另有説明者外,本額外供股股份申請表格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)上午九時正至下午六時正之營業時間將 閣下的問題提交過戶登記處香港中央證券登記有限公司,地址為香港灣仔皇后大道東183號合和中心17M樓。

倘若填妥、簽署及交回本額外供股股份申請表格, 閣下同意向本公司及/或過戶登記處及/或彼等各自之顧問及代理披露個人資料及彼等所需而有關 閣下或 閣下為其利益而申請額外供股股份的人士之任何資料。《個人資料(私隱)條例》給予證券持有人權利可確定本公司或過戶登記處是否持有其個人資料,索取有關資料之副本,以及改正任何不準確之資料。根據《個人資料(私隱)條例》,本公司及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。有關查閱資料或改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)本公司之總辦事處及主要營業地點香港皇后大道中99號中環中心47樓4708—10室或根據適用法律不時通知之地點並以公司秘書為收件人,或(ii)(視情況而定)於上文所示地址之過戶登記處。

每份申請須隨附獨立開出之支票或銀行本票 本公司將不另發股款收據