



TIANLI
HOLDINGS GROUP LIMITED

TIANLI HOLDINGS GROUP LIMITED

天利控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 117)

*Hong Kong branch share registrar
and transfer office:*

Boardroom Share Registrars
(HK) Limited
31/F, 148 Electric Road,
North Point,
Hong Kong

**OPEN OFFER OF 248,250,000 OPEN OFFER SHARES
AT HK\$1.50 PER OPEN OFFER SHARE
ON THE BASIS OF ONE OPEN OFFER SHARE FOR
EVERY TWO SHARES HELD ON THE RECORD DATE**

EXCESS APPLICATION FORM

Registered office:

Cricket Square, Hutchins Drive
P.O. Box 2681, Grand Cayman
KY1-1111, Cayman Islands

*Head office and principal place
of business in Hong Kong:*

Unit 907-909, 9/F
Three Pacific Place,
1 Queen's Road East,
Admiralty,
Hong Kong

Name(s) and address of Qualifying Shareholder(s)

Application can only be made by the registered Qualifying
Shareholder(s) named here.

To: **Tianli Holdings Group Limited**

Dear Sirs,

I/We, being the registered holder(s) named above of the Shares, hereby irrevocably apply for _____ Excess Share(s) at the subscription price of HK\$1.50 per Excess Share, in respect of which I/We enclose a separate remittance by cheque or banker's cashier order in favour of "**Tianli Holdings Group Limited — Excess Application Account**" and crossed "**Account Payee Only**" issued for HK\$ _____ being the payment in full on application for the above number of Excess Shares.

I/We, hereby request you to allot such Excess Shares applied for, or any lesser number, to me/us and to send by ordinary post at my/our risk to the address shown above my/our share certificates for the number of Excess Shares as may be allotted to me/us in respect of this application and/or a cheque for any surplus application monies returnable to me/us. I/We understand that allotments in respect of this application shall be at the absolute opinion of the Directors. I/We acknowledge that I am/we are not guaranteed to be allotted all or any of the Excess Shares applied for.

I/We hereby undertake to accept such number of Excess Shares as may be allotted to me/us as aforesaid upon the terms set out in the Prospectus and subject to the memorandum and articles of association of the Company. In respect of any Excess Shares allotted to me/us, I/we authorise you to place my/our name(s) on the register of members of the Company as the holder(s) of such Excess Shares.

1. _____ 2. _____ 3. _____ 4. _____
Signature(s) of applicant(s) (all joint applicants must sign)

Date: _____ 2017

Contact telephone number: _____

IMPORTANT

REFERENCE IS MADE TO THE PROSPECTUS (THE “PROSPECTUS”) OF TIANLI HOLDINGS GROUP LIMITED (THE “COMPANY”) DATED 18 JANUARY 2017 IN RELATION TO THE OPEN OFFER. TERMS USED HEREIN SHALL HAVE THE SAME MEANINGS AS DEFINED IN THE PROSPECTUS UNLESS THE CONTEXT OTHERWISE REQUIRES.

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

THIS EXCESS APPLICATION FORM IS VALUABLE BUT IS NOT TRANSFERABLE AND IS FOR THE USE ONLY BY THE QUALIFYING SHAREHOLDER(S) NAMED BELOW WHO WISH(ES) TO APPLY FOR EXCESS SHARES IN ADDITION TO THOSE ENTITLED BY HIM/HER/THEM UNDER THE OPEN OFFER. APPLICATIONS MUST BE RECEIVED BY NO LATER THAN 4:00 P.M. ON FRIDAY, 3 FEBRUARY 2017.

If you have sold or transferred all your Shares, you should at once hand the Prospectus Documents to the purchaser or transferee or to the banks, the licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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 this Excess Application Form, 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 this Excess Application Form.

A copy of this Excess Application Form, together with copy of the Prospectus and a copy of the Application Form have been registered with the Registrar of Companies in Hong Kong pursuant to Section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance. The Registrar of Companies in Hong Kong take no responsibility for the contents of any of these documents.

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

This Excess Application Form should be completed and lodged, together with payment by cheque or banker’s cashier order in respect of HK\$1.50 per Excess Share applied for, with the Company’s branch share registrar and transfer office in Hong Kong, Boardroom Share Registrars (HK) Limited at 31/F, 148 Electric Road, North Point, Hong Kong, so as to be received by no later than 4:00 p.m. on Friday, 3 February 2017. All remittances must be made in Hong Kong dollars. Cheques must be drawn on an account with, and banker’s cashier orders must be issued by, a bank in Hong Kong and made payable to “Tianli Holdings Group Limited — Excess Application Account” and crossed “Account Payee Only”.

Completion and return of this Excess Application Form together with a cheque or banker’s cashier order in payment for the Excess Shares which are the subject of this form will constitute a warranty by the applicant(s) that the cheques or banker’s cashier orders will be honoured on first presentation. All cheques and banker’s cashier orders 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. If the cheque or banker’s cashier order is not honoured on first presentation, this Excess Application Form is liable to be rejected.

You will be notified of any allotment of Excess Shares made to you. If no Excess Shares are allotted to you, it is expected that the amount tendered on application will be refunded to you in full without interest by means of a cheque despatched by ordinary post to you by no later than Tuesday, 14 February 2017, at your own risk. If the number of Excess Shares allotted to you is less than that applied for, it is expected that the surplus application monies will also be refunded to you by means of a cheque despatched by ordinary post to you, without interest, by no later than Tuesday, 14 February 2017, at your own risk. Any such cheque will be drawn in favour of the applicant(s) named on this form. You will receive one share certificate for the fully-paid Open Offer Shares and/or Excess Shares (if any) allotted and issued to you.

**A SEPARATE CHEQUE OR BANKER’S CASHIER ORDER MUST ACCOMPANY EACH APPLICATION.
NO RECEIPT WILL BE GIVEN.**

(For office use only)

Application number	Number of Excess Shares applied for	Amount paid on application	Balance refunded
		HK\$	HK\$



TIANLI HOLDINGS GROUP LIMITED

天利控股集團有限公司

(於開曼群島註冊成立之有限公司)

(股份代號：117)

香港股份過戶登記分處：
寶德隆證券登記有限公司
香港
北角
電氣道148號31樓

按於記錄日期
每持有兩股股份獲發一股公開發售股份之基準
按每股公開發售股份1.50港元
公開發售248,250,000股公開發售股份

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

總辦事處及
香港主要營業地點：
香港
金鐘
皇后大道東1號
太古廣場三座
9樓907-909室

額外申請表格

合資格股東姓名及地址

只供本欄所指定之已登記合資格
股東作出申請

致：天利控股集團有限公司

敬啟者：

本人／吾等為上文列明之股份登記持有人，現不可撤回地以每股額外股份1.50港元之認購價申請認購_____股額外股份，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「Tianli Holdings Group Limited — Excess Application Account」及以「只准入抬頭人賬戶」方式劃線開出，作為申請認購上述數目額外股份須全數支付之股款。

本人／吾等謹請 貴公司配發該等所申請認購或任何較所申請認購數目為少之額外股份予本人／吾等，並將本人／吾等就此項認購申請可能獲配發之額外股份數目之股票及／或應退還予本人／吾等任何多出之申請認購股款之支票，以平郵方式郵寄往上述地址，郵誤風險概由本人／吾等自行承擔。本人／吾等明白就此項認購申請所獲配發之額外股份由 貴董事全權酌情配發。本人／吾等知悉本人／吾等不獲保證可獲配發全部或任何所申請認購之額外股份。

本人／吾等謹此承諾按照發售章程所載之條款，並在 貴公司之組織章程大綱及組織章程細則之規限下接納可能配發予本人／吾等之額外股份數目。本人／吾等就任何獲配發之額外股份授權 貴公司將本人／吾等之姓名列入 貴公司之股東名冊，作為該等額外股份之持有人。

1. _____ 2. _____ 3. _____ 4. _____
申請人簽署(所有聯名申請人均須簽署)

日期：二零一七年_____月_____日

聯絡電話號碼：_____

重要提示

茲提述天利控股集團有限公司(「本公司」)於二零一七年一月十八日就公開發售刊發之發售章程(「發售章程」)。除文義另有所指外，本額外申請表格所使用之詞彙與發售章程內所界定者具有相同涵義。

閣下如對本額外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。

本額外申請表格具有價值，但不可轉讓，並僅供以下擬申請認購其根據公開發售有權認購之配額以外之額外股份之合資格股東使用。申請最遲須於二零一七年二月三日(星期五)下午四時正或之前遞交。

閣下如已將名下之股份全部售出或轉讓，應立即將發售章程文件送交買主或承讓人或經手買賣或轉讓之銀行、持牌證券交易商或其他代理商，以便轉交買主或承讓人。

香港交易及結算所有限公司、香港聯合交易所有限公司及香港中央結算有限公司對本額外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申請表格全部或任何部份內容而產生或因依賴該等內容而引致之任何損失承擔任何責任。

本額外申請表格連同發售章程及申請表格已依據公司(清盤及雜項條文)條例第342C條之規定送呈香港公司註冊處處長登記。香港公司註冊處處長對任何此等文件之內容概不負責。

本公司股份之買賣可以透過中央結算系統進行交收，閣下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有關交收安排之詳情，以及該等安排可能如何影響閣下享有之權利與權益。

本額外申請表格必須填妥，連同按所申請認購總數之額外股份以每股額外股份1.50港元計算之應繳股款支票或銀行本票，最遲於二零一七年二月三日(星期五)下午四時正或之前送達本公司之香港股份過戶登記分處寶德隆證券登記有限公司，地址為香港北角電氣道148號31樓。所有股款須以港元繳付。支票須以香港銀行戶口開出，而銀行本票須由香港銀行發出，並須註明抬頭人為「**Tianli Holdings Group Limited — Excess Application Account**」及以「只准入抬頭人賬戶」方式劃線開出。

填妥及交回本額外申請表格連同繳付按本表格所申請額外股份之股款支票或銀行本票，即構成申請人保證有關支票或銀行本票將於首次過戶時兌現。所有支票及銀行本票將於收訖後過戶，而該等股款所賺取之利息(如有)將全數撥歸本公司所有。倘支票或銀行本票在首次過戶時未能兌現，則額外申請表格可遭拒絕受理。

閣下將獲通知閣下獲配發之額外股份數目。倘閣下不獲配發任何額外股份，則於申請時繳付之股款將會以支票(不計利息)全數退還予閣下，退款支票預計於二零一七年二月十四日(星期二)或之前以平郵方式郵寄予閣下，郵誤風險概由閣下自行承擔。倘閣下獲配發之額外股份數目少於所申請認購之數目，則多出之申請認購款項亦將會以支票(不計利息)退還予閣下，退款支票預計將於二零一七年二月十四日(星期二)或之前以平郵方式郵寄予閣下，郵誤風險概由閣下自行承擔。任何上述支票將以名列本表格之申請人為抬頭人。閣下將會就所獲配發及發行之繳足股款公開發售股份及／或額外股份(如有)獲發一張股票。

每份申請必須隨附一張獨立開出之支票或銀行本票。

本公司將不另發收據。

(公司專用欄)

申請編號	申請認購之額外股份數目	申請時繳交之股款	退還餘額
		港元	港元