

Application Form No.
申請表格編號

IMPORTANT
重要提示

THIS APPLICATION FORM (THE "APPLICATION FORM") IS VALUABLE BUT IS NOT TRANSFERABLE AND IS FOR THE USE OF THE QUALIFYING SHAREHOLDER(S) NAMED BELOW ONLY. NO APPLICATION CAN BE MADE AFTER 4:00 P.M. ON 15 APRIL 2015.

本申請表格(「申請表格」)具有價值,但不可轉讓,並僅供下列之合資格股東使用。二零一五年四月十五日下午四時正後不得提出申請。

IF YOU ARE IN ANY DOUBT ABOUT THIS APPLICATION FORM, YOU SHOULD CONSULT YOUR LICENSED SECURITIES DEALER, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER.

閣下如對本申請表格有任何疑問,應諮詢閣下之持牌證券商、銀行經理、律師、專業會計師或其他專業顧問。

Dealings in the shares of the Company may be settled through the Central Clearing and Settlement System ("CCASS") and you should consult your licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser for details of these settlement arrangements and how such arrangements may affect your rights and interests.

本公司股份之買賣可透過中央結算系統進行,閣下應諮詢閣下之持牌證券商、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,以及該等安排對閣下享有之權利及權益所構成之影響。

A copy of this Application Form, together with a copy of the prospectus of Heng Fai Enterprises Limited (the "Company") dated 26 March 2015 (the "Prospectus") and a copy of the form of application for excess Offer Shares (the "Excess Application Form") have been registered with the Registrar of Companies in Hong Kong pursuant to Section 38D of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong). The Registrar of Companies in Hong Kong take no responsibility as to the contents of these documents.

本申請表格之印本連同恒輝企業控股有限公司(「本公司」)於二零一五年三月二十六日刊發之招股章程(「招股章程」)之印本及額外發售股份申請表格(「額外申請表格」)之印本,已依據香港法例第32章公司(清盤及雜項條文)條例第38D條之規定送呈香港公司註冊處登記。香港公司註冊處對以此等文件之內容概不負責。

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and the Hong Kong Securities Clearing Company Limited ("HKSCC") take no responsibility for the contents of this Application Form, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Application Form.

香港交易及結算有限公司、香港聯合交易所有限公司(「聯交所」)及香港中央結算有限公司(「香港結算」)對本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,概不就本申請表格全部或任何部份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。

Subject to the granting of listing of, and permission to deal in, the Offer Shares on the Stock Exchange, the Offer Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the commencement date of dealings in the Offer Shares 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 and CCASS Operational Procedures in effect from time to time.

倘若發售股份獲批准在聯交所上市及買賣,發售股份將獲香港結算接納為合資格證券,自發售股份在聯交所開始買賣日期或香港結算指定之其他日期起,可於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之第二個交易日透過中央結算系統進行交收。所有中央結算系統之活動均依據不時生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。

It should be noted that the Shares have been dealt in on an ex-entitlement basis since 12 March 2015. Dealings in such Shares will take place while the conditions to which the Open Offer is subject remain unfulfilled. Any Shareholder or other person dealing in such Shares up to date on which all conditions to which the Open Offer subject are fulfilled (which is expected to be 20 April 2015), will accordingly bear the risk that the Open Offer may not become unconditional or may not proceed. Any Shareholder or other person contemplating selling or purchasing Shares during such period who is in any doubt about his/her/its position is recommended to consult his/her/its own professional adviser.

請諸注意,股份由二零一五年三月十二日起按除權基準買賣,該等股份將會在規限公開發售之條件尚未達致時進行買賣。任何股東或其他人士凡於截至規限公開發售之所有條件達致當日(預期為二零一五年四月二十日)買賣該等股份,均須因而承擔公開發售未能成為無條件或未能進行之風險。於此段期間有意買賣股份之任何股東或其他人士如對其狀況有任何疑問,務請諮詢其本身之專業顧問。

Terms used herein shall have the same meanings as defined in the Prospectus unless the context otherwise requires.

除文義另有所指外,本表格所用詞彙與招股章程所界定者具相同涵義。



Heng Fai Enterprises Limited

恒輝企業控股有限公司

(Incorporated in Hong Kong with limited liability)

(於香港註冊成立之有限公司)

(Stock Code: 185)

(股份代號: 185)

OPEN OFFER OF NEW SHARES

ON THE BASIS OF ONE OFFER SHARE

FOR EVERY TEN EXISTING SHARES HELD PAYABLE IN FULL ON ACCEPTANCE

公開發售新股

按每持有十股現有股份獲配發一股發售股份之基準股款須於接納時繳足

ASSURED ALLOTMENT APPLICATION FORM

保證配額申請表格

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

Blank space for Name(s) and address of the Qualifying Shareholder(s)

Number of Shares registered in your name on 20 March 2015
於二零一五年三月二十日以閣下名義登記之股份數目

Box A
甲欄

Blank space for Number of Shares registered in your name on 20 March 2015

Number of Offer Shares offered to you subject to payment in full on acceptance by not later than 4:00 p.m. on 15 April 2015
閣下獲要約認購之發售股份數目,須不遲於二零一五年四月十五日下午四時正前接納時繳足股款

Box B
乙欄

Blank space for Number of Offer Shares offered to you subject to payment in full on acceptance by not later than 4:00 p.m. on 15 April 2015

Amount payable when applied in full
全數申請認購時應繳款項

Box C
丙欄

HKS
港元

Number of Offer Shares applied for
申請認購之發售股份數目

Box D
丁欄

Remittance enclosed
隨附股款
HKS
港元

Application can only be made by the registered Qualifying Shareholder(s) named above.
Please enter in Box D the number of Offer Shares applied for and the amount of remittance enclosed (calculated as number of Offer Shares applied for multiplied by HK\$0.10)

認購申請僅可由上述已登記之合資格股東作出。

請於丁欄填妥所申請認購之發售股份數目及隨附之股款金額(以申請認購之發售股份數目乘以0.10港元計算)

You are entitled to apply for any number of Offer Shares which is equal to or less than your assured allotment shown in Box B above by filling in this Assured Allotment Application Form. Subject as mentioned in the Prospectus, such allotment is made to the Shareholders whose names were on the register of members of the Company and who were Qualifying Shareholders on the basis of an assured allotment of one Offer Share for every ten existing Shares held on 20 March 2015.

If you wish to apply for such number of Offer Shares which is more than your assured allotment shown in Box B above, i.e. the excess Offer Shares, you should also fill in the separate Excess Application Form, and lodge it with a separate remittance for full amount payable in respect of the excess Offer Shares.

If you wish to apply for any Offer Shares and/or excess Offer Shares, you should complete and sign this Assured Allotment Application Form and/or the Excess Application Form, and lodge the form(s) together with the appropriate remittance(s) for the full amount payable in respect of the Offer Shares and/or the excess Offer Shares applied for with the Company's share registrar, Tricor Friendly Limited, Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong. All remittance(s) for application of Offer Shares under assured allotment must be in Hong Kong dollars and made payable to "Heng Fai Enterprises Limited - Open Offer Account" and crossed "Account Payee Only" and comply with the procedures set out overleaf. No application(s) of Offer Share and/or excess Offer Shares can be made by any person who were Non-Qualifying Shareholders.

閣下有權透過填寫本保證配額申請表格申請認購相等於或少於上文乙欄所列閣下獲保證配發之發售股份數目。在招股章程所述者規限下,上述配額乃向於二零一五年三月二十日名列本公司股東名冊並為合資格股東作出,基準為按於二零一五年三月二十日每持有十股現有股份獲保證配發一股發售股份。

倘閣下欲申請認購之發售股份數目多於上文乙欄所列閣下獲保證配發之發售股份數目(即額外發售股份),則閣下須另行填寫額外申請表格,並連同額外發售股份涉及之全數應繳款項之個別股款一併交回。

倘閣下欲申請認購發售股份及/或額外發售股份,請填妥及簽署本保證配額申請表格及/或額外申請表格並將表格連同申請認購發售股份及/或額外發售股份涉及之全數應繳款項之足額股款,送達本公司之股份過戶登記處卓佳華誠有限公司,地址為香港皇后大道東183號合和中心22樓。所有認購保證配額之發售股份股款必須為港幣款項,並須註明抬頭人為「Heng Fai Enterprises Limited - Open Offer Account」及以「只准入抬頭人賬戶」方式劃線開出,以及須符合背頁所載手續。非合資格股東之人士不得申請認購發售股份及/或額外發售股份。



Heng Fai Enterprises Limited

恒輝企業控股有限公司

(Incorporated in Hong Kong with limited liability)

(於香港註冊成立之有限公司)

(Stock Code: 185)

(股份代號: 185)

To: Heng Fai Enterprises Limited

致: 恒輝企業控股有限公司

Dear Sirs,

I/We, being the registered holder(s) stated overleaf of the Shares, enclose a remittance** for the amount payable in full on application for the number of Offer Shares at a price of HK\$0.10 per Offer Share specified in Box B (or, if and only if Box D is completed, in Box D). I/We accept that number of Offer Shares on the terms and conditions of the Prospectus dated 26 March 2015 and subject to the Articles of Association of the Company and I/We hereby undertake and agree to apply for the same or any lesser number of such Offer Shares in respect of which this application may be made. I/We authorise the Company to place my/our name(s) on the register of members as the holder(s) of such Offer Shares or any lesser number of Offer Shares as aforesaid and to send share certificate(s) in respect thereof by ordinary post at my/our risk to the address specified overleaf. I/We have read the conditions and procedures for application set out overleaf and agree to be bound thereby.

敬啟者:

本人/吾等為背頁所列股份之登記持有人,現申請認購乙欄(或倘已填妥丁欄,則丁欄)指定之發售股份數目,並附上按每股發售股份0.10港元之價格計算須於申請時繳足之全數股款**。本人/吾等謹此依照日期為二零一五年三月二十六日之售股章程所載之條款及條件,以及 貴公司之公司組織章程細則所載各項規定,接納有關數目之發售股份,而本人/吾等謹此承諾並同意申請認購相等於或少於與本申請有關之發售股份數目。本人/吾等謹此授權 貴公司將本人/吾等之姓名列入 貴公司之股東名冊,作為有關數目或數目較少之發售股份之持有人,並請 貴公司將有關股票按背頁地址以平郵方式寄予本人/吾等,郵誤風險概由本人/吾等自行承擔。本人/吾等已詳閱背頁所載各項條件及申請手續,並同意全部遵守。

Please insert
contact telephone
number
請填上聯絡電話號碼

Signature(s) of Qualifying Shareholder(s)

(all joint shareholder(s) must sign)

合資格股東簽署(所有聯名股東均須簽署)

(1) _____ (2) _____ (3) _____ (4) _____

Date: _____ 2015

日期: 二零一五年 _____ 月 _____ 日

Details to be filled in by Qualifying Shareholder(s):

請合資格股東填妥以下資料:

Number of Offer Shares applied for (being the total specified in Box D, failing which, the total specified in Box B) 申請認購發售股份數目 (丁欄或(如未有填妥)乙欄所列明之發售股份總數)	Total amount of remittance (being the total specified in Box D or, failing which the total specified in Box C) 股款總額 (丁欄或(如未有填妥)丙欄所列明之股款總額)	Name of bank on which cheque/banker's cashier order is drawn 支票/銀行本票之付款銀行名稱	Cheque/Banker's cashier order number 支票/銀行本票號碼
	HK\$ 港元		

** Cheque or banker's cashier orders should be crossed "ACCOUNT PAYEE ONLY" and made payable to "Heng Fai Enterprises Limited - Open Offer Account" (see the section headed "Procedures for Application" on the reverse side of this form).

** 支票或銀行本票須以「只准入抬頭人賬戶」方式劃線並以「Heng Fai Enterprises Limited - Open Offer Account」為抬頭人開出(詳情請參閱本表格背頁「申請手續」一節)。

Valid application for such number of Offer Shares which is less than or equal to an applicant's assured allotment will be accepted in full, assuming that the conditions of the Open Offer have been satisfied. If no number is inserted in the boxes above, you will be deemed to have applied for the number of Offer Shares for which payment has been received. If the amount of the remittance is less than that required for the number of Offer Shares inserted, you will be deemed to have applied for the number of Offer Shares for which payment has been received. Application will be deemed to have been made for a whole number of Offer Shares.

假設公開發售之條件獲達成,認購發售股份數目少於或相等於申請人獲保證配發之發售股份數目之有效申請將獲全數接納。倘上欄內並無填上數目,則閣下將被視作申請認購已收款項所代表之發售股份數目。倘股款少於認購上欄所填數目之發售股份所需股款,則閣下將被視作申請認購已收到款項所代表之發售股份數目。申請將被視作申請認購完整之發售股份數目而作出。



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CONDITIONS

1. No Non-Qualifying Shareholder is permitted to apply for any Offer Shares and/or excess Offer Shares.
2. No receipt will be issued for sums received on application(s) but it is expected that share certificate(s) for any Offer Shares and/or excess Offer Shares in respect of which the application(s) is/are accepted in full or in part will be sent to the allottee(s) or, in the case of joint allottees, to the first named allottee by ordinary post, at their own risk, at the address stated on the form(s).
3. Completion of this Assured Allotment Application Form and/or the Excess Application Form will constitute an instruction and authority by the applicant(s) to Tricor Friendly Limited or some person nominated by them for the purpose, on behalf of the subscriber(s), to execute any registration of this Assured Allotment Application Form and/or the Excess Application Form or other documents and, generally, to do all such other things as such company or person may consider necessary or desirable to effect registration in the name of the subscriber(s) of the Offer Shares and/or excess Offer Shares applied for or any lesser number in accordance with the arrangements described in the Prospectus.
4. The subscribers of the Offer Shares and/or excess Offer Shares undertake to sign all documents and to do all other acts necessary to enable them to be registered as the holders of the Offer Shares and/or excess Offer Shares which they have applied for subject to the Articles of Association of the Company.
5. Remittance(s) will be presented for payment upon receipt by the Company and all interest earned (if any) will be retained for the benefit of the Company. Application(s) in respect of which cheques are dishonoured upon first presentation are liable to be rejected.
6. Your right to apply for the Offer Shares and/or the excess Offer Shares is not transferable.
7. The Company reserves the right to accept or refuse any application(s) for Offer Shares and/or excess Offer Shares which does/do not comply with the procedures set out herein.

PROCEDURES FOR APPLICATION

You may apply for such number of Offer Shares which is equal to or less than your assured allotment set out in Box B by filling in this Assured Allotment Application Form.

To apply for such number of Offer Shares which is less than your assured allotment, enter in Box D of this Assured Allotment Application Form the number of Offer Shares for which you wish to apply for and the total amount payable (calculated as number of Offer Shares applied for multiplied by HK\$0.10). If the amount of the corresponding remittance received is less than that required for the number of Offer Shares inserted, the subscriber(s) will be deemed to have applied for such lesser number of Offer Shares for which full payment has been received.

If you wish to apply for the exact number of Offer Shares set out in Box B of this Assured Allotment Application Form, this number should be inserted in Box D of this Assured Allotment Application Form. If no number is inserted, you will be deemed to have applied for the number of Offer Shares for which full payment has been received.

If you wish to apply for any number of Offer Shares which is more than your assured allotment set out in Box B of this Assured Allotment Application Form, i.e. the excess Offer Shares, you should use the separate Excess Application Form and enter in the appropriate space provided in the Excess Application Form the number of excess Offer Shares for which you wish to apply for and the total amount payable (calculated as number of excess Offer Shares applied for multiplied by HK\$0.10). You may apply for any number of excess Offer Shares as you wish. If the amount of the corresponding remittance received is less than that required for the number of excess Offer Shares inserted, the subscriber(s) will be deemed to have applied for such lesser number of excess Offer Shares for which full payment has been received.

This Assured Allotment Application Form and/or the Excess Application Form, when duly completed, to which the appropriate remittance(s) should be stapled accordingly, should be folded once and must be returned to the Company's share registrar, Tricor Friendly Limited, Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, no later than 4:00 p.m. on Wednesday, 15 April 2015. All remittance(s) must be made in Hong Kong dollars and cheques must be drawn on an account with or banker's cashier orders must be issued by a bank in Hong Kong, made payable to "Heng Fai Enterprises Limited – Open Offer Account" for Offer Shares under assured allotment and made payable to "Heng Fai Enterprises Limited – Excess Application Account" for excess Offer Shares and crossed "ACCOUNT PAYEE ONLY". Unless this Assured Allotment Application Form and/or the Excess Application Form, together with the appropriate remittance shown in Box C or Box D (as the case may be) of this Assured Allotment Application Form and/or the appropriate remittance shown in the Excess Application Form has/have been received by 4:00 p.m. on Wednesday, 15 April 2015, your right to apply for the Offer Shares and/or excess Offer Shares and all rights in relation thereto shall be deemed to have been declined and will be cancelled.

Share certificate(s) is/are expected to be posted by ordinary post to you on or before Thursday, 23 April 2015 at your own risk.