

TO BE VALID, THE WHOLE OF THIS APPLICATION FORM MUST BE RETURNED

本申請表格必須整份交回，方為有效

IMPORTANT

重要提示

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

閣下如對本申請表格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持牌證券商、註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。

THIS 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 FRIDAY, 20 OCTOBER 2017.

本申請表格具有價值，但不可轉讓，並僅供名列下文之合資格股東使用。申請最遲須於二零一七年十月二十日(星期五)下午四時正前遞交。

Reference is made to the prospectus (“Prospectus”) issued by Superactive Group Company Limited (“Company”) dated 6 October 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.

茲提述先機企業集團有限公司(「本公司」)所刊發日期為二零一七年十月六日內容有關公开发售之招股章程(「招股章程」)。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有相同涵義。

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 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。

A copy of each of the Prospectus Documents, together with copies of the documents specified in the paragraph headed “Documents delivered to the Registrar of Companies in Hong Kong” 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 and the Securities and Futures Commission of Hong Kong take no responsibility for the contents of any of these documents.

各章程文件副本連同招股章程附錄三「送呈香港公司註冊處處長之文件」一段所述文件副本，已遵照《公司(清盤及雜項條文)條例》(香港法例第32章)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與香港證券及期貨事務監察委員會對任何此等文件之內容概不負責。

Subject to the granting of the approval for the listing of, and permission to deal in, the Offer Shares on the Stock Exchange as well as compliance with the stock admission requirements of HKSCC, 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. YOU SHOULD CONSULT YOUR LICENSED SECURITIES DEALER, REGISTERED INSTITUTION IN SECURITIES, 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. ARRANGEMENTS MAY AFFECT YOUR RIGHTS AND INTERESTS.

待發售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，發售股份將獲香港結算接納為合資格證券，自發售股份開始於聯交所買賣之日期或香港結算釐定的其他日期起，可在中央結算系統內寄存、結算及交收。聯交所參與者間的交易交收須在任何交易日後第二個交易日於中央結算系統進行。中央結算系統的所有活動均須遵守不時生效的中央結算系統一般規則及中央結算系統運作程序規則。有關交收安排之詳情及該等安排對閣下之權利及權益可能造成之影響，閣下應諮詢閣下之持牌證券商、註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。該等安排可能會對閣下之權利及權益造成影響。

Branch share registrar
and transfer office
in Hong Kong:

Tricor Secretaries Limited
Level 22, Hopewell Centre
183 Queen's Road East
Hong Kong

香港股份過戶登記分處：

卓佳秘書商務有限公司

香港

皇后大道東 183 號

合和中心 22 樓



SUPERACTIVE GROUP COMPANY LIMITED

先機企業集團有限公司

(Incorporated in Bermuda with limited liability)

(於百慕達註冊成立的有限公司)

(Stock Code: 0176)

(股份代號：0176)

OPEN OFFER ON THE BASIS OF ONE (1) OFFER SHARE FOR EVERY TWO (2) EXISTING SHARES HELD ON THE RECORD DATE

按於記錄日期每持有兩(2)股現有股份獲發一(1)股
發售股份之基準進行公开发售

PAYABLE IN FULL ON ACCEPTANCE BY NO LATER THAN 4:00 P.M. ON FRIDAY, 20 OCTOBER 2017

股款須不遲於二零一七年十月二十日(星期五)

下午四時正於接納時繳足

APPLICATION FORM

申請表格

Registered office:

Claredon House
2 Church Street
Hamilton HM11
Bermuda

註冊辦事處：

Claredon House
2 Church Street
Hamilton HM11
Bermuda

Head office and principal
business address

in Hong Kong:
Room 1206, China Merchants Tower
Shun Tak Centre
168-200 Connaught Road Central
Sheung Wan
Hong Kong

香港總辦事處兼主要營業地點：

香港
上環
干諾道中 168-200 號
信德中心
招商局大廈 1206 室

6 October 2017

二零一七年十月六日

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

Application Form No.

申請表格編號

BOX A
甲欄 Number of Shares registered in your name on Thursday, 14
September 2017

於二零一七年九月十四日(星期四)以閣下名義登記之
股份數目

BOX B
乙欄 Number of Offer Shares in your assured allotment subject
to payment in full on acceptance by not later than 4:00 p.m.
on Friday, 20 October 2017

閣下獲保證配發之發售股份數目，股款須不遲於二零
一七年十月二十日(星期五)下午四時正接納時繳足

BOX C
丙欄 Amount payable on assured allotment when applied in full
申請認購全數保證配額時應繳款項

HK\$
港幣

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

認購申請僅可由名列上文之合資格股東作出。

Please enter in Box D the number of Offer Shares applied for and the amount of remittance
enclosed (calculated as the number of Offer Shares applied for multiplied by HK\$0.5).

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港
幣0.5元計算)。

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

Remittance enclosed
隨附股款
HK\$
港幣

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 Application Form. Subject to as mentioned in the Prospectus, such allotment is made to the Qualifying Shareholders on the basis of one (1) Offer Share for every two (2) existing Shares held on Thursday, 14 September 2017. If you wish to apply for any Offer Shares, you should complete and sign this Application Form and lodge the whole of this form intact together with the appropriate remittance for the full amount payable in respect of the Offer Shares applied for with the Company's branch share registrar and transfer office in Hong Kong, Tricor Secretaries Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong by no later than 4:00 p.m. on Friday, 20 October 2017. All remittance(s) for application of Offer Shares under assured allotment must be by cheques or banker's cashier orders in Hong Kong dollars. Cheques must be drawn on an account with, and banker's cashier orders must be issued by, a licensed bank in Hong Kong and made payable to "**SUPERACTIVE GROUP COMPANY LIMITED — PROVISIONAL ALLOTMENT ACCOUNT**" and crossed "**Account Payee Only**" and comply with the procedures set out overleaf. No application(s) of Offer Shares can be made by any person who were Excluded Shareholders.

閣下有權透過填寫本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任何發售股份數目。在招股章程所述者規限下，有關配額乃按於二零一七年九月十四日(星期四)每持有兩(2)股現有股份獲發一(1)股發售股份之基準，向合資格股東作出。倘閣下欲申請認購任何發售股份，請填妥及簽署本申請表格並將本表格整份連同申請認購發售股份涉及之全數應繳款項之適當股款，不遲於二零一七年十月二十日(星期五)下午四時正前送達本公司之香港股份過戶登記分處卓佳秘書商務有限公司(地址為香港皇后大道東183號合和中心22樓)。所有認購保證配發之發售股份股款必須以港幣支票或銀行本票繳付。有關支票必須以香港持牌銀行戶口開出，而銀行本票則須由香港持牌銀行發出，並須註明抬頭人為「**SUPERACTIVE GROUP COMPANY LIMITED — PROVISIONAL ALLOTMENT 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。除外股東不得申請認購發售股份。

All dates or deadlines specified in this Application Form refer to Hong Kong local time.

本申請表格所列之所有日期或截止時限均指香港本地時間。

Your attention is drawn to the sections headed "Conditions" and "Procedures for Application" in this Application Form.

請留意載於本申請表格題為「條件」和「申請手續」之章節。



SUPERACTIVE GROUP COMPANY LIMITED

先機企業集團有限公司

(Incorporated in Bermuda with limited liability)

(於百慕達註冊成立的有限公司)

(Stock Code: 0176)

(股份代號：0176)

To: Superactive Group Company Limited
致：先機企業集團有限公司

Dear Sirs,

I/We, being the Qualifying Shareholder(s) stated in this Application Form, enclose herewith a remittance** for the amount payable in full on application for the number of Offer Shares at a price of HK\$0.5 per Offer Share specified in Box B (or, if and only if Box D is completed, in Box D). I/We accept and undertake to accept that number of Offer Shares on the terms and conditions of the Prospectus dated 6 October 2017 and this Application Form and subject to the memorandum of association and bye-laws 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 of the Company as the holder(s) of such Offer Shares or any lesser number of Offer Shares as aforesaid and to send 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／吾等為本申請表格所列之合資格股東，現申請認購乙欄(或倘僅填妥丁欄，則指丁欄)指定之發售股份數目，並附上按每股發售股份港幣0.5元之價格計算須於申請時繳足之全數股款**。本人／吾等謹此根據日期為二零一七年十月六日之招股章程及本申請表格所載之條款及條件，以及貴公司之組織章程大綱及細則，接納有關數目之發售股份，而本人／吾等謹此承諾及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，作為上述有關數目或較少數目之發售股份之持有人，並請貴公司將有關證書按背頁所列地址以平郵方式寄予本人／吾等，郵誤風險概由本人／吾等承擔。本人／吾等已細閱背頁所載各項條件及申請手續，並同意受其約束。

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

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

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

Date: _____ 2017

日期：二零一七年 _____ 月 _____ 日

Details to be filled in by Qualifying Shareholder(s):
請合資格股東填妥以下詳情：

Number of Offer Shares applied for (being the total number specified in Box D, or failing which, the total number specified in Box B) 申請認購之發售股份數目 (即丁欄所列明之總數 或(如未有填妥) 乙欄所列明之總數)	Total amount of remittance (being the total amount specified in Box D, or failing which, the total amount specified in Box C) 股款總額(即丁欄或 (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\$ 港幣		

** Cheque or banker's cashier order should be crossed "Account Payee Only" and made payable to "SUPERACTIVE GROUP COMPANY LIMITED — PROVISIONAL ALLOTMENT ACCOUNT" (see the section headed "Procedures for Application" on the reverse side of this Application Form).

** 支票或銀行本票須以「只准入抬頭人賬戶」方式並以「SUPERACTIVE GROUP COMPANY LIMITED — PROVISIONAL ALLOTMENT ACCOUNT」為抬頭人劃線開出(請參閱本申請表格背頁「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. No receipt will be given for the remittance.

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有關發售股份數目之有效申請將獲全數接納。倘上述各欄內並無填上數目，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。倘股款少於所填發售股份數目之所需股款，則閣下將被視作申請認購已收股款所代表之發售股份數目。申請將被視作為申請認購完整之發售股份數目而作出。該等股款將不會獲發收據。



SUPERACTIVE GROUP COMPANY LIMITED

先機企業集團有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 0176)

CONDITIONS

1. Subject to as mentioned in the Prospectus and this Application Form, the assured allotment set out in Box B of this Application Form is made to the Qualifying Shareholders on the basis of one (1) Offer Share for every two (2) existing Shares held on Thursday, 14 September 2017. No Excluded Shareholder (if any) is permitted to apply for any Offer Shares.
2. No receipt will be issued in respect of any Application Form or of any sums received on application(s) but it is expected that share certificate(s) for any 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 this Application Form.
3. Completion of this Application Form will constitute an instruction and authority by the applicant(s) to the Company and/or Tricor Secretaries Limited or any person nominated by them for the purpose, on behalf of the applicant(s), to execute any registration of this 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(s) of the applicant(s) of the Offer Shares applied for or any lesser number in accordance with the arrangements described in the Prospectus.
4. The applicant(s) of the Offer Shares undertake to sign all documents and to do all other acts necessary to enable him/her/it/them to be registered as the holder(s) of the Offer Shares which he/she/it/they has/have applied for subject to the memorandum of association and bye-laws of the Company.
5. Completion and lodgement of this Application Form together with a cheque or banker's cashier order in payment for the Offer Shares accepted 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 Application Form is liable to be rejected, and in that event the assured allotment and all rights thereunder will be deemed to have been declined and will be cancelled.
6. This Application Form is for use only by the person(s) named herein and such person's/persons' right to apply for the Offer Shares is not transferable.
7. The Company reserves the right to accept or refuse any application(s) for Offer Shares which does not comply with the application procedures set out herein.
8. No person receiving a copy of the Prospectus or this Application Form in any territory or jurisdiction outside Hong Kong may treat it as an offer or an invitation to apply for the Offer 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 wishing to make an application for Offer Shares to satisfy himself/herself/itself 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 lodgement of the Application Form 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 Offer 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. If you are in any doubt as to your position, you should consult your professional advisers.
9. The Open Offer is conditional upon the Underwriting Agreement having become unconditional (please see the paragraph headed "Conditions precedent" as set out in the "Letter from the Board" in the Prospectus).
10. In the event of inconsistency, the English version of this Application Form shall prevail over the Chinese version.

PROCEDURES FOR APPLICATION

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

To apply for such number of Offer Shares which is less than your assured allotment, enter in Box D of this Application Form the number of Offer Shares for which you wish to apply for and the total amount payable (calculated as the number of Offer Shares applied for multiplied by HK\$0.5). If the amount of the corresponding remittance received is less than that required for the number of Offer Shares inserted, the applicant(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 Application Form, this number should be inserted in Box D of this 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 apply for a number of Offer Shares that is in excess of your assured allotment set out in Box B of the Application Form, your application is liable to be rejected.

The whole of this Application Form intact, when duly completed, to which the appropriate remittance(s) should be stapled accordingly, should be folded once and must be lodged to the Company's branch share registrar and transfer office in Hong Kong, Tricor Secretaries Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, no later than 4:00 p.m. on Friday, 20 October 2017. 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 licensed bank in Hong Kong, made payable to "**SUPERACTIVE GROUP COMPANY LIMITED — PROVISIONAL ALLOTMENT ACCOUNT**" and crossed "**Account Payee Only**" for application for Offer Shares. Unless this Application Form, together with the appropriate remittance shown in Box C or Box D (as the case may be) of this Application Form, has been received by 4:00 p.m. on Friday, 20 October 2017, your right to apply for the Offer Shares and all rights in relation thereto shall be deemed to have been declined and will be cancelled.

TERMINATION OF THE UNDERWRITING AGREEMENT

If, prior to the Latest Time for Termination (provided that if the date of the Latest Time for Termination shall be a Business Day on which a tropical cyclone warning signal no. 8 or above or a black rainstorm warning signal is or remains in force in Hong Kong between 9:00 a.m. and 12:00 noon on that day, the date of the Latest Time for Termination shall be the next Business Day on which no tropical cyclone warning signal no. 8 or above or no black rainstorm warning signal is or remains in force in Hong Kong between 9:00 a.m. and 12:00 noon on that day):

- (1) in the reasonable opinion of the Underwriter, the success of the Open Offer would be materially and adversely affected by:
 - (a) the introduction of any new law or regulation or any change in existing law or regulation (or the judicial interpretation thereof) or other occurrence of any nature whatsoever which may in the reasonable opinion of the Underwriter materially and adversely affect the business or the financial or trading position or prospects of the Group as a whole or is materially adverse in the context of the Open Offer; or
 - (b) the occurrence of any local, national or international event or change (whether or not forming part of a series of events or changes occurring or continuing before, and/or after the date hereof) of a political, military, financial, economic or other nature (whether or not ejusdem generis with any of the foregoing), or in the nature of any local, national or international outbreak or escalation of hostilities or armed conflict, or affecting local securities markets which may, in the reasonable opinion of the Underwriter materially and adversely affect the business or the financial or trading position or prospects of the Group as a whole or materially and adversely prejudice the success of the Open Offer or otherwise makes it inexpedient or inadvisable to proceed with the Open Offer; or
- (2) any adverse change in market conditions (whether foreseeable or not) (including without limitation, any change in fiscal or monetary policy, or foreign exchange or currency markets, suspension or material restriction or trading in securities) occurs which in the reasonable opinion of the Underwriter will or is reasonably likely to materially or adversely affect the success of the Open Offer or otherwise makes it inexpedient, impracticable or inadvisable to proceed with the Open Offer; or

- (3) there is any change in the circumstances of the Company or any member of the Group (whether foreseeable or not) which in the reasonable opinion of the Underwriter will or is reasonably likely to adversely affect the prospects of the Company, including without limiting the generality of the foregoing the presentation of a petition or the passing of a resolution for the liquidation or winding up or similar event occurring in respect of any of member of the Group or the destruction of any material asset of the Group; or
- (4) any suspension in the trading of securities generally or the Company's securities on the Stock Exchange for a period of more than ten consecutive Business Days, excluding any suspension in connection with the clearance of the Announcement or the Prospectus Documents or other announcements or circulars in connection with the Open Offer,
- the Underwriter shall be entitled by notice in writing to the Company, served prior to the Latest Time for Termination, to terminate the Underwriting Agreement.

The Underwriter shall be entitled by notice in writing to rescind the Underwriting Agreement if prior to the Latest Time for Termination:

- (1) any material breach of any of the representations, warranties or undertakings contained in the Underwriting Agreement comes to the knowledge of the Underwriter; or
- (2) any specified event as contained in the Underwriting Agreement comes to the knowledge of the Underwriter. Any such notice shall be served by the Underwriter prior to the Latest Time for Termination.

If prior to the Latest Time for Termination any such notice as is referred to above is given by the Underwriter, the obligations of all parties under the Underwriting Agreement, save in respect of any right or liability accrued before such termination, shall terminate forthwith and no party shall have any claim against any other party for costs, damages, compensation or otherwise save for any antecedent breaches.

CHEQUES AND BANKER'S CASHIER ORDERS

All cheques and banker's cashier orders will be presented for payment immediately following receipt and all interest earned on such monies (if any) will be retained for the benefit of the Company. Completion and lodgement of this Application Form together with a cheque or banker's cashier order in payment for the Offer Shares accepted will constitute a warranty by you that the cheque or banker's cashier order will be honoured on first presentation. Any acceptance in respect of which the accompanying cheque or banker's cashier order is dishonoured on first presentation is liable to be rejected, and in such event the assured allotment and all rights thereunder will be deemed to have been declined and will be cancelled.

STATUS OF THE OFFER SHARES

When allotted, issued and fully paid, the Offer Shares will rank pari passu in all respects with the Shares then in issue. Holders of the Offer Shares will be entitled to receive all dividends and distributions which are declared, made or paid after the date of allotment and issue of the Offer Shares in their fully-paid form.

SHARE CERTIFICATES

Subject to fulfilment of the conditions of the Open Offer and save as otherwise provided in the Underwriting Agreement, share certificates for all Offer Shares are expected to be posted on Friday, 27 October 2017 to all Qualifying Shareholders who have applied for, accepted and paid for the Offer Shares by ordinary post at their own risks. You will receive one share certificate for all fully-paid Offer Shares allotted and issued to you. Refund cheques in respect of the monies received for the acceptance of the Offer Shares if the Open Offer is terminated or rescinded are expected to be posted on Friday, 27 October 2017 by ordinary post to the Qualifying Shareholders or, in case of joint holders, to the first-named persons at their own risks.

DISTRIBUTION OF THIS APPLICATION FORM AND THE PROSPECTUS

This Application Form shall only be sent to the Qualifying Shareholders. Distribution of this Application Form and the Prospectus into jurisdictions other than Hong Kong may be restricted by law. Persons who come into possession of this Application Form and/or the Prospectus (including, without limitation, Shareholders and beneficial owners of the Shares, 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.

The Prospectus Documents will not be registered under the applicable securities legislation of any jurisdiction other than Hong Kong.

Receipt of this Application Form and/or the Prospectus does not and will not constitute an offer, solicitation or an act in furtherance to a trade in any jurisdiction in which it would be illegal to make an offer, solicitation or an act in furtherance to a trade and, in those circumstances, this Application Form and/or the Prospectus must be treated as sent for information only and should not be copied or redistributed. Persons (including, without limitation, agents, custodians, nominees and trustees) who receive a copy of this Application Form and/or the Prospectus should not, in connection with the Open Offer, distribute or send the same in, into or from to any person in, into or from, any such jurisdiction. If an Application Form is received by any person in any such jurisdictions, or by his/her agent or nominee, he/she must not seek to apply for any Offer Shares under such Application Form. Any person (including, without limitation, agents, custodians, nominees and trustees) who does forward this Application Form and/or the Prospectus, into or from any such jurisdiction (whether under a contractual or legal obligation or otherwise) should draw the recipient's attention to the contents of this section. No part of this Application Form and the Prospectus should be published, reproduced, distributed or otherwise made available in whole or in part to any other person without the written consent of the Company.

REPRESENTATIONS AND WARRANTIES

By completing, signing and submitting this Application Form, each subscriber/applicant of Offer Shares hereby represents and warrants to the Company and the Underwriter and to any person acting on their behalf, unless in their sole discretion, the Company and the Underwriter waive such requirement that:

- he/she/it was a Shareholder as at the Record Date;
- he/she/it may lawfully be offered, take up, obtain, subscribe for and receive the Offer Shares in the jurisdiction in which he/she/it resides or is currently located;
- he/she/it is not resident or located in, or a citizen of: (a) the U.S. (b) any other territory where it would be unlawful to extend the Open Offer;
- he/she/it is not accepting an offer to acquire or take up the Offer Shares on a non-discretionary basis for a person who is resident or located in, or a citizen of: (a) the U.S.; or (b) any other territory where it would be unlawful to extend the Open Offer at the time the instruction to accept was given;
- he/she/it is not taking up for the account of any person who is located in any territory where it would be unlawful to extend the Open Offer;
- he/she/it is not taking up the Offer Shares for the account of any person who is located in the U.S., unless:
 - (a) the instruction to take up the Offer Shares was received from a person outside the U.S.; and
 - (b) the person giving such instruction has confirmed that (i) he/she/it has the authority to give such instruction, and (ii) either he/she/it has investment discretion over such account or is an investment manager or investment company that it is acquiring the Offer Shares in an "offshore transaction" within the meaning of Regulation S;
- he/she/it is acquiring the Offer Shares in an "offshore transaction" as defined in Regulation S;
- he/she/it has not been offered the Offer Shares by means of any "directed selling efforts" as defined in Regulation S;
- he/she/it is not acquiring the Offer Shares with a view to the offer, sale, allotment, taking up, exercise, resale, renouncement, pledge, transfer, delivery or distribution, directly or indirectly, of such Offer Shares into: (a) the U.S.; or (b) any other territory where it would be unlawful to extend the Open Offer; and
- he/she/it understands that the Offer Shares has not been and will not be registered under the U.S. Securities Act or with any securities regulatory authority of any state, territory, or possession of the U.S. and the Offer Shares are being distributed and offered outside the U.S. in reliance on Regulation S. Consequently he/she/it understands the Offer Shares may not be offered, sold, pledged or otherwise transferred in or into the U.S., except in reliance on an exemption from, or in transactions not subject to, the registration requirements of the U.S. Securities Act.

This Application Form is being sent to you in reliance on your representation to the Company that you are not a "U.S. Person" ("U.S. Person") as defined in Regulation S. By accepting and accessing this Application Form, you shall be deemed to have represented that you consent to delivery of this Application Form and any amendments or supplements thereto and you shall be deemed to have confirmed your representation that you are, or in the event that you are acting on behalf of one or more beneficial owners of the Shares, you have received a written certification from each such beneficial owner (dated as of a specific date on or since the close of such beneficial owner's most recent fiscal year) to the effect that such beneficial owner is, not a U.S. Person.

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

GENERAL

All documents will be sent by ordinary post at the risk of the persons entitled thereto to their registered addresses. Lodgement of this Application Form purporting to have been signed by the person(s) in whose favour it has been issued, shall be conclusive evidence of the title of the party(ies) lodging it to deal with the same and to receive relevant certificates of the Offer Shares. This Application Form and any acceptance of the Offer Shares pursuant to it shall be governed by, and construed in accordance with, the laws of Hong Kong.



SUPERACTIVE GROUP COMPANY LIMITED

先機企業集團有限公司

(於百慕達註冊成立的有限公司)

(股份代號：0176)

條件

1. 在招股章程及本申請表格所述者規限下，按於二零一七年九月十四日(星期四)每持有兩(2)股現有股份獲發一(1)股發售股份之基準，向合資格股東作出本申請表格乙欄所載之保證配發。除外股東(如有)不得申請認購任何發售股份。
2. 概不會就任何申請表格或任何已收之申請認購款項發出收據，惟預期申請獲全數或部分接納之任何發售股份之股票將以平郵方式按本申請表格所列地址寄予承配人(或倘屬聯名承配人，則寄予排名首位之承配人)，郵誤風險概由彼等自行承擔。
3. 填妥本申請表格將構成申請人指示及授權本公司及／或卓佳秘書商務有限公司或其提名之任何人士代表申請人辦理本申請表格或其他文件之任何登記手續，以及進行有關公司或人士一般可能認為必需或合宜之所有有關其他事宜以根據在招股章程所述安排，將申請人所申請認購之數目或較少數目之發售股份登記在申請人名下。
4. 發售股份之申請人承諾簽署所有文件並採取一切其他必要行動以讓彼等登記成為申請認購發售股份之持有人，惟須符合本公司組織章程大綱及細則之規定。
5. 填妥及交回本申請表格連同所接納之發售股份付款之支票或銀行本票，將構成申請人保證支票或銀行本票將於首次過戶時即可兌現。所有支票及銀行本票將於收訖後隨即過戶，而自該等款項所賺取之所有利息(如有)將撥歸本公司所有。倘支票或銀行本票於首次過戶時未能兌現，本申請表格可予不獲受理，而在此情況下，相關保證配額及其項下之所有權利將被視為不獲接納並予以註銷。
6. 本申請表格僅供名列本申請表格之人士使用，而其申請認購發售股份之權利不得轉讓。
7. 本公司保留權利，以接納或拒絕任何不符合本申請表格所載申請手續之認購發售股份申請。
8. 除非在相關司法管轄區毋須遵守任何登記規定或其他法律或監管規定可合法提呈申請認購發售股份之要約或邀請，否則於任何香港以外地區或司法管轄區收到招股章程或本申請表格之人士，概不得視之為申請認購發售股份之要約或邀請。任何香港境外人士如欲申請認購發售股份，均有責任自行遵守一切有關司法管轄區之法例及規例，包括取得任何政府或其他同意，以及就此支付有關司法管轄區規定須繳付之任何有關稅項及關稅。填妥及送達申請表格將構成相關申請人向本公司保證及聲明相關申請人已妥為遵守香港以外所有相關地區有關接納發售股份之所有登記、法律及監管規定。為免生疑問，香港結算或香港中央結算(代理人)有限公司概不受任何該等聲明及保證所規限。閣下如對本身之狀況有任何疑問，應諮詢閣下之專業顧問。
9. 公開發售須待包銷協議成為無條件後，方可作實(詳情見招股章程「董事會函件」內所載「先決條件」一段)。
10. 本申請表格之英文版和中文版如有歧義，概以英文版為準。

申請手續

閣下可透過填寫本申請表格申請認購相等於或少於乙欄所列閣下獲保證配發之有關發售股份數目。

倘閣下欲申請認購少於閣下獲保證配發之發售股份數目，請在本申請表格丁欄內填上閣下欲申請認購之發售股份數目及應繳款項總額(以申請認購之發售股份數目乘以港幣0.5元計算)。倘所收到之相應股款少於所填上之發售股份數目之所需股款，則申請人將被視作申請認購已收全數款項所代表之較少發售股份數目。

倘閣下欲申請本申請表格乙欄所列準確數目之發售股份，則請在本申請表格丁欄內填上此數目。如無填上任何數目，則閣下將被視作申請認購已收全數款項所代表數目之發售股份。倘閣下申請超過申請表格乙欄所列閣下獲保證配發之發售股份數目，則閣下之申請可能遭拒絕受理。

填妥本申請表格並將適當之股款相應地緊釘其上後，請將本表格整份對摺並最遲於二零一七年十月二十日(星期五)下午四時正前送達本公司之香港股份過戶登記分處卓佳秘書商務有限公司，地址為香港皇后大道東183號合和中心22樓。申請認購發售股份之所有股款須以港幣繳付，支票及銀行本票必須以香港持牌銀行之銀行戶口開出，以「SUPERACTIVE GROUP COMPANY LIMITED — PROVISIONAL ALLOTMENT ACCOUNT」為抬頭人並以「只准入抬頭人賬戶」方式劃線開出。除非本申請表格連同本申請表格丙欄或丁欄(視情況而定)所示之適當股款於二零一七年十月二十日(星期五)下午四時正前收到，否則閣下申請認購發售股份之權利以及一切有關權利將被視為不獲接納並予以註銷。

包銷協議之終止

倘於最後終止時限(惟倘最後終止時限當日應為營業日，且該日上午九時正至中午十二時正期間香港懸掛或維持懸掛八號或以上熱帶氣旋警告信號或黑色暴雨警告信號，則最後終止時限之日期應為下個營業日，且該日上午九時正至中午十二時正期間香港並無懸掛或維持懸掛八號或以上熱帶氣旋警告信號或黑色暴雨警告信號)前發生下列情況：

- (1) 包銷商合理認為下列情況會對順利進行公开发售產生重大不利影響：
 - (a) 頒佈任何新法例或規例，或現行法例或規例(或其司法詮釋)出現任何變動或發生任何性質之其他事件，而包銷商可能合理認為會對本集團整體業務或財務或經營狀況或前景構成重大不利影響，或對公开发售構成重大不利影響；或
 - (b) 本地、全國或國際間發生任何政治、軍事、金融、經濟或其他性質(不論是否與上述任何情況屬同類情況)之事件或變動(不論是否屬於本公佈日期之前及／或之後發生或持續出現之連串事件或變動之一部分)，或本地、全國或國際間敵對狀況或武裝衝突爆發或升級，或事件足以影響本地證券市場，而包銷商可能合理認為會對本集團整體業務或財務或經營狀況或前景構成重大不利影響，或對順利進行公开发售構成重大不利影響，或於其他方面導致進行公开发售屬不適宜或不明智；或
- (2) 市況出現任何不利變動(不論可預見與否)(包括但不限於財政或貨幣政策或外匯或貨幣市場之任何變動、證券買賣暫停或受到嚴重限制)，而包銷商合理認為將會或合理地可能會對順利進行公开发售造成重大或不利影響，或於其他方面導致進行公开发售屬不適宜、不可行或不明智；或

- (3) 本公司或本集團任何成員公司之情況出現任何變動(不論可預見與否),而包銷商合理認為將會或合理地可能會對本公司之前景造成不利影響,包括(在不限制上述事件之一般性原則下)就本集團任何成員公司提出清盤呈請或通過決議案清盤或結業或發生類似事件,或本集團任何重大資產遭破壞;或
- (4) 一般證券或本公司證券在聯交所暫停買賣超過十個連續營業日,惟涉及審批本公佈或章程文件或有關公開發售之其他公佈或通函而暫停買賣者除外,

則包銷商有權於最後終止時限之前向本公司發出書面通知終止包銷協議。

倘於最後終止時限前發生下列情況,則包銷商有權發出書面通知撤銷包銷協議:

- (1) 包銷商獲悉任何嚴重違反包銷協議所載任何聲明、保證或承諾之情況;或
- (2) 包銷商獲悉包銷協議所載之任何特定事件。包銷商須於最後終止時限前送達任何有關通知。

倘包銷商於最後終止時限前發出上文所述任何通知,所有各方於包銷協議下之責任即告終止,惟有關終止前產生之任何權利或責任則除外,且任何一方概不得向任何其他訂約方就費用、損害賠償、賠償或其他事項提出任何索償,惟任何事先違反者除外。

支票及銀行本票

所有支票及銀行本票將於收訖後隨即過戶,而自該等款項所賺取之所有利息(如有)將撥歸本公司所有。填妥及交回本申請表格連同所接納之發售股份付款之支票或銀行本票,將構成閣下保證支票或銀行本票將於首次過戶時即可兌現。倘隨附支票或銀行本票於首次過戶時未能兌現,則有關接納可不予獲受理,而在此情況下,相關保證額及其項下之所有權利將被視為不獲接納並予以註銷。

發售股份之地位

發售股份於配發、發行及繳足後,將於所有方面與當時已發行之股份具有同等地位。發售股份之持有人將有權接收於發售股份以繳足形式配發及發行之日後宣派、作出或派付之全部股息及分派。

股票

待公開發售條件獲達成後,除包銷協議另有訂明者外,所有發售股份之股票預期將於二零一七年十月二十七日(星期五)以平郵方式寄發予已申請認購及接納發售股份並支付股款之所有合資格股東,郵誤風險概由彼等自行承擔。閣下將會就全部獲配發及發行之繳足股款發售股份獲發一張股票。倘公開發售被終止或撤銷,就接納發售股份所收取股款之退款支票預期將於二零一七年十月二十七日(星期五)以平郵方式寄發予合資格股東或倘屬聯名持有人,則排名首位之人士,郵誤風險概由彼等自行承擔。

派發本申請表格及招股章程

本申請表格只可向合資格股東寄發。派發本申請表格及招股章程至香港以外司法管轄區可能受到法律限制。擁有本申請表格及/或招股章程之人士(包括但不限於股東及股份之實益擁有人、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之證券法例。任何股東或股份實益擁有人如對本身狀況有任何疑問,應盡快諮詢適合之專業顧問。

章程文件將不會根據香港以外任何司法管轄區之適用證券法例登記。

收到本申請表格及/或招股章程並不亦將不會在作出促進交易之要約、招攬或行動屬違法之任何司法管轄區構成促進交易之要約、招攬或行動,在該等情況下,本申請表格及/或招股章程須視為僅供參考而寄發,並不應複製或轉發。任何人士(包括但不限於代理人、託管人、代名人及信託人)如收到本申請表格及/或招股章程,不應(就公開發售而言)將其有任何有關司法管轄區派發、向任何有關司法管轄區寄發、或由任何有關司法管轄區內任何人士派發或寄發。任何有關司法管轄區之任何人士(或其代理人或代名人)如收到申請表格,不得根據該申請表格尋求申請認購任何發售股份。任何人士(包括但不限於代理人、保管人、代名人及受託人)如將本申請表格及/或招股章程向任何有關司法管轄區或由任何有關司法管轄區轉交(無論根據合約或法律責任或其他理由),應提醒收件人注意本節內容。在未取得本公司書面同意前,概不得向任何其他人士刊發、複印、派發或以其他方式提供本申請表格及/或招股章程之全部或任何部分。

聲明及保證

倘若填妥、簽妥及交回本申請表格,每名發售股份之認購人/申請人即據此向本公司及包銷商及代表彼等行事之任何人士作出以下聲明及保證,除非本公司及包銷商按其全權酌情權決定豁免有關規定:

- 彼於記錄日期為股東;
- 彼可合法在其居住或目前所在司法管轄區獲提呈、承購、取得、認購及收取發售股份;
- 彼並非居於或位於以下地區或屬以下地區之公民:(a)美國;(b)進行公開發售屬違法之任何其他地區;
- 彼在發出接納指示時,並無代居於或位於以下地區或屬以下地區公民之人士:(a)美國;(b)進行公開發售屬違法之任何其他地區,以非全權委託形式接納取得或接納發售股份之要約;
- 彼並非代位於進行公開發售屬違法之任何地區之任何人士接納;
- 彼並非代身處美國之任何人士接納發售股份,除非:
 - (a) 收到美國以外地區人士接納發售股份之指示;及
 - (b) 發出有關指示之人士已確認(i)彼有權發出有關指示,及(ii)對有關賬戶擁有投資決定權或為在規例S所界定之「離岸交易」中取得發售股份之投資經理或投資公司;
- 彼為規例S所界定之「離岸交易」中收購發售股份;
- 彼並非以規例S所界定之任何「定向銷售」方式獲提呈發售股份;
- 彼取得發售股份之目的並非向(a)美國;或(b)進行公開發售屬違法之任何其他地區直接或間接提呈、出售、配發、承購、行使、轉售、棄權、質押、轉讓、交付或派發有關發售股份;及
- 彼知悉發售股份均無亦將不會根據美國證券法或在美國任何州、地區或領地之任何證券監管當局登記,而發售股份依據規例S在美國境外分發及提呈。因此,彼理解發售股份不可在或向美國提呈、出售、質押或以其他方式轉讓,惟依據美國證券法登記規定之豁免或在毋須受限於美國證券法登記規定之交易除外。

本申請表格乃依據閣下向本公司聲明閣下並非為美籍人士(「美籍人士」,定義見規例S)而向閣下寄發。透過接受及取覽本申請表格,閣下應被視為已聲明閣下同意交付本申請表格以及有關任何修訂或補充,且閣下應被視為確認閣下聲明閣下非為美籍人士,或倘閣下代表一名或多名股份實益擁有人行事,則閣下已從各自有關實益擁有人接獲書面核證(日期為截至某個特定日期或自有關實益擁有人最近期財政年度結束起)有關實益擁有人並非為美籍人士。

為免生疑問,香港結算及香港中央結算(代理人)有限公司均不受上述任何聲明及保證所規限。

一般事項

所有文件均以平郵方式寄往應得人士之登記地址,郵誤風險概由彼等自行承擔。本申請表格於獲發申請表格之人士簽署後,一經交回,即為交回之人士有權處理申請表格及收取發售股份之有關股票之最終憑證。本申請表格及據此接納發售股份應受香港法律管轄及按其詮釋。