

IMPORTANT
重要提示

Reference is made to the prospectus issued by Huisheng International Holdings Limited (the “Company”) dated 9 January 2017 (the “Prospectus”) in relation to the Rights Issue. Terms defined in the Prospectus shall bear the same meanings when used herein unless the context otherwise requires.

THIS DOCUMENT IS VALUABLE AND TRANSFERABLE AND REQUIRES YOUR IMMEDIATE ATTENTION. THE OFFER CONTAINED IN THIS DOCUMENT AND THE ACCOMPANYING EAF EXPIRES AT 4:00 P.M. ON MONDAY, 23 JANUARY 2017 (OR SUCH LATER TIME AND/OR DATE AS MENTIONED IN THE PARAGRAPH HEADED “EFFECT OF BAD WEATHER” OVERLEAF).

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

Dealings in the securities of the Company and the Rights Shares in their nil-paid and fully-paid forms may be settled through CCASS and you should consult your licensed securities dealer or other 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. Existing Shares have been dealt in on an ex-rights basis from Wednesday, 28 December 2016. Dealings in nil-paid Rights Shares will take place from Wednesday, 11 January 2017 to Wednesday, 18 January 2017 (both days inclusive).

This PAL and any acceptance of and application made under it are governed by and shall be construed in accordance with the laws of Hong Kong.

A copy of each of the Rights Issue Documents, together with the documents specified in the paragraph headed “Documents delivered to the Registrar of Companies” in Appendix III to the Prospectus, have been registered with the Registrar of Companies in Hong Kong pursuant to Section 342C of Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong). The Registrar of Companies in Hong Kong, the Stock Exchange and the Securities and Futures Commission of Hong Kong take no responsibility for the contents of any of these documents.

Hong Kong Exchanges and Clearing Limited, the Stock Exchange and HKSCC take no responsibility for the contents of this document, 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 document.

Subject to the granting of the listing of, and permission to deal in, the nil-paid Rights Shares and the fully-paid Rights Shares on the Stock Exchange as well as compliance with the stock admission requirements of HKSCC, the nil-paid Rights Shares and the fully-paid Rights Shares 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 nil-paid Rights Shares and the fully-paid Rights Shares on the Stock Exchange or such other date(s) 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 the CCASS Operational Procedures in effect from time to time.

茲提述惠生國際控股有限公司(「本公司」)於二零一七年一月九日就供股刊發之供股章程(「供股章程」)。除文義另有所指外，於供股章程中所界定之詞彙與本文件採用者具相同涵義。

本文件具有價值及可轉讓，務請閣下立即處理。本文件及隨附之額外申請表格所載之要約於二零一七年一月二十三日(星期一)下午4時正(或背頁「惡劣天氣之影響」一段所述之有關較後時間及/或日期)截止。

閣下如對本文件之內容或應採取之行動有任何疑問，應諮詢閣下之持牌證券商或其他註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。

本公司證券以及未繳股款及繳足股款之供股股份之買賣可通過中央結算系統進行交收。閣下應諮詢閣下之持牌證券商或其他註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問，以了解該等交收安排詳情以及有關安排可能如何影響閣下之權利及權益。現有股份已由二零一六年十二月二十八日(星期三)起按除權基準進行買賣。未繳股款供股股份將於二零一七年一月十一日(星期三)至二零一七年一月十八日(星期三)(包括首尾兩日)期間買賣。

本暫定配額通知書以及據此作出之任何接納及申請均受香港法例監管，並按其詮釋。

各份供股文件，連同供股章程附錄三「送呈公司註冊處處長之文件」一段所述文件，已遵照香港法例第32章公司(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、聯交所以及香港證券及期貨事務監察委員會對任何該等文件之內容概不負責。

香港交易及結算所有限公司、聯交所及香港結算對本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，概不對因本文件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。

於未繳股款供股股份及繳足股款供股股份獲聯交所批准上市及買賣並符合香港結算之股份收納規定後，未繳股款供股股份及繳足股款供股股份將獲香港結算接納為合資格證券，自未繳股款供股股份及繳足股款供股股份各自開始於聯交所買賣之日或香港結算指定之有關其他日期起，可在中央結算系統內寄存、結算及交收。聯交所參與者之間於任何交易日進行之交易，須於其後第二個交收日於中央結算系統內交收。在中央結算系統內進行之一切活動均須根據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。



HUI SHENG INTERNATIONAL HOLDINGS LIMITED

惠生國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立之有限公司)

(Stock Code: 1340)

(股份代號: 1340)

**RIGHTS ISSUE ON THE BASIS OF ONE (1) RIGHTS SHARE FOR
EVERY TWO (2) EXISTING SHARES HELD ON THE RECORD DATE
AT HK\$0.50 PER RIGHTS SHARE PAYABLE IN FULL ON ACCEPTANCE
BY NO LATER THAN 4:00 P.M. ON MONDAY, 23 JANUARY 2017**

按於記錄日期每持有兩(2)股現有股份可獲發一(1)股供股股份
之基準以每股供股股份港幣0.50元進行供股
股款須不遲於二零一七年一月二十三日(星期一)下午4時正接納時全數繳足

PROVISIONAL ALLOTMENT LETTER

暫定配額通知書

**Branch share registrar and
transfer office in Hong Kong:**

香港股份過戶登記分處：
Tricor Investor Services Limited
Level 22
Hopewell Centre
183 Queen's Road East
Hong Kong

卓佳證券登記有限公司
香港
皇后大道東183號
合和中心
22樓

Registered Office:

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

**Principal Place of business
in Hong Kong:**

香港主要營業地點：
Unit 8A, 8/F., Aubin House
171-172 Gloucester Road
Wan Chai
Hong Kong

香港
灣仔
告士打道171-172號
安邦商業大廈8樓8A室

9 January 2017

二零一七年一月九日

— This page is intentionally blank page —
— 此乃白頁 —

— This page is intentionally blank page —
— 此乃白頁 —

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

--	--

Total number of Share(s) registered in your name(s) on Friday, 6 January 2017
於二零一七年一月六日(星期五)以閣下名義登記之股份總數

BOX A
甲欄

--

Total number of Rights Shares provisionally allotted to you subject to payment in full on acceptance by no later than 4:00 p.m. on Monday, 23 January 2017
暫定配發予閣下之供股股份總數，有關股款須不遲於二零一七年一月二十三日(星期一)下午4時正接納時全數繳足

--	--

BOX B
乙欄

--

Total subscription monies payable on acceptance in full
於接納時應全數繳足之認購款項總額

BOX C
丙欄

HK\$ 港元

Contact telephone no:
聯絡電話號碼： _____

Provisional Allotment Letter No.
暫定配額通知書編號

--

To take up all your provisional allotment and entitlements in full, you must lodge the whole of this original PAL at the Registrar, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong together with a remittance for the full amount payable on acceptance, by no later than 4:00 p.m. on Monday, 23 January 2017. This will constitute acceptance of the provisional allotment and entitlements on the terms of this PAL and the Prospectus and subject to the memorandum of association and articles of association of the Company. All remittances must be made in Hong Kong dollars and by cheque or cashier's order. Cheques must be drawn on an account with, and cashier's order must be issued by, a licensed bank in Hong Kong. All such cheques or cashier's order must be made payable to "**Huisheng International Holdings Limited — Rights Issue Account**" and crossed "**Account Payee Only**". No receipt will be given for such remittances.

Each person accepting the provisional allotment specified in this document:

- confirms that he/she/it has read the terms and conditions and acceptance procedures set out on the pages attached to this PAL and in the Prospectus and agrees to be bound by them; and
- agrees that this PAL, and the resulting contract, will be governed by and construed in accordance with the laws of Hong Kong.

The Rights Issue is conditional, inter alia, upon the fulfillment and/or waiver (as applicable) of the conditions set out in the paragraph headed "Conditions of the Rights Issue" under the section headed "Letter from the Board" in the Prospectus. If the conditions of the Rights Issue are not fulfilled or waived (as applicable), the Rights Issue will not proceed.

The Underwriting Agreement contains provisions entitling the Underwriters by notice in writing to terminate the Underwriting Agreement upon occurrence of certain events.

Dealings in nil-paid Rights Shares will take place from Wednesday, 11 January 2017 to Wednesday, 18 January 2017 (both days inclusive). Any persons contemplating any dealing in any Shares and/or nil-paid Rights Shares up to the latest time for the Rights Issue to become unconditional (i.e. 4:30 p.m. on Tuesday, 24 January 2017) will bear the risk that the Rights Issue could not become unconditional and may not proceed.

Any Shareholders or other persons contemplating dealing in nil-paid Rights Shares or fully-paid Rights Shares are recommended to consult their own professional advisers. For the avoidance of doubt, the Company does not accept any special instruction written on this PAL.

This form is not for publication, release or distribution, directly or indirectly, in or into any jurisdiction where such release or distribution might be unlawful.

閣下如欲接納全部暫定及應得配額，須將本暫定配額通知書之正本整份連同於接納時須繳付之全部股款，在不遲於二零一七年一月二十三日(星期一)下午4時正前送達過戶登記處，地址為香港皇后大道東183號合和中心22樓。辦妥上述手續即表示已按本暫定配額通知書及供股章程之條款，並在本公司之組織章程大綱及組織章程細則之規限下接納暫定及應得配額。所有款項均須以支票或銀行本票以港幣繳付。支票必須由香港持牌銀行之賬戶開出，而銀行本票須由香港持牌銀行發出。所有該等支票或銀行本票須註明抬頭人為「**Huisheng International Holdings Limited — Rights Issue Account**」，並須以「**只准入抬頭人賬戶**」劃線方式開出。繳款將不會獲發收據。

接納本文件所載之暫定配額之每位人士均：

- 確認其已閱讀本暫定配額通知書附頁及供股章程所載之條款及條件以及接納手續，並同意受其約束；及
- 同意本暫定配額通知書及因此構成之合約將受香港法例管轄及根據香港法例詮釋。

供股須待(其中包括)供股章程中「董事會函件」一節「供股之條件」段所載之條件達成及/或獲豁免(如適用)後，方可作實。倘供股之條件未達成或獲豁免(如適用)，則供股將不會進行。

包銷協議載有條文，賦予包銷商權利於發生若干事件時，可透過書面通知終止包銷協議。

未繳股款供股股份將於二零一七年一月十一日(星期三)至二零一七年一月十八日(星期三)(包括首尾兩日)期間買賣。任何有意於截至供股成為無條件之最後時限(即二零一七年一月二十四日(星期二)下午4時30分)期間買賣任何股份及/或未繳股款供股股份之人士，將承擔供股可能不會成為無條件及可能不會進行之風險。

任何有意買賣未繳股款供股股份或繳足股款供股股份之股東或其他人士，務請諮詢彼等之專業顧問意見。為免存疑，本公司將不予處理任何在本暫定配額通知書上的特別書面指示。

本表格不得於發佈或派發有關表格可能屬違法的任何司法權區直接或間接刊發、發佈或派發。

NO RECEIPT WILL BE GIVEN

所有繳款將不獲發收據

IN THE EVENT OF A TRANSFER OF RIGHT(S) TO SUBSCRIBE FOR 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 ENTITLEMENTS(S) TO THE RIGHTS SHARE(S) REPRESENTED BY THIS PAL.

在轉讓認購供股股份之權利時，每宗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 OF TRANSFER AND NOMINATION

轉讓及提名表格

Form B (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)

表格乙

(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

Huisheng International Holdings Limited

致：惠生國際控股有限公司

列位董事

Dear Sirs or Madams,

I/We hereby transfer all of my/our rights to subscribe for the Rights Shares comprised in this PAL 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) (all joint Shareholders must sign) 簽署（所有聯名股東均須簽署）

Date 日期：二零一七年 _____ 2017

Note: Hong Kong ad valorem 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從價印花稅。

REGISTRATION APPLICATION FORM

登記申請表格

Form C
表格丙

(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
Huisheng International Holdings Limited
致： 惠生國際控股有限公司
列位董事

Dear Sirs or Madams,

I/We request you to register the number of 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 PAL and the Prospectus and subject to the memorandum of association and articles of association of the Company.

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供股章程所載之條款，並在貴公司之組織章程大綱及組織章程細則限制下接納該等股份。

Existing Shareholder(s) Please mark "X" in this box 現有股東請在本欄內填上「X」符號	<input type="checkbox"/>
--	--------------------------

To be completed in block letters in **ENGLISH**. Joint applicants should give address of the first-named applicant only.
請用**英文大楷**填寫。聯名申請人只須填報首名申請人之地址。

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 (joint applicants should give address of the first-named applicant only) 地址 (聯名申請人只須填報首名申請人之地址)			
Occupation 職業		Tel. no. 電話號碼	
Dividend Instructions 股息指示			
Name & address of bank 銀行名稱及地址			Bank account no. 銀行戶口號碼

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

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

Date 日期：二零一七年 _____ 2017

Note: Hong Kong ad valorem 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從價印花稅。



HUISHENG INTERNATIONAL HOLDINGS LIMITED

惠生國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1340)

9 January 2017

Dear Qualifying Shareholder(s),

Reference is made to the prospectus issued by Huisheng International Holdings Limited (the “Company”) dated 9 January 2017 (the “Prospectus”) in relation to the Rights Issue. Terms defined in the Prospectus shall bear the same meanings when used herein unless the context otherwise requires. In accordance with the terms and subject to the conditions set out in the Prospectus accompanying this document despatched to the Qualifying Shareholders and subject to the memorandum of association and articles of association of the Company, the Directors have provisionally allotted to you the Rights Shares on the basis of one Rights Share for every two existing Shares registered in your name on the register of members on the Record Date (i.e. Friday, 6 January 2017). Your holding of Shares on the Record Date is set out in Box A on the front page of this PAL and the number of Rights Shares provisionally allotted to you is set out in Box B on the front page of this PAL.

Any Rights Shares provisionally allotted but not validly accepted by the Qualifying Shareholders or the Rights Shares representing the entitlement of the Non-Qualifying Shareholders and which cannot be sold at a net premium will be available for excess applications by the Qualifying Shareholders using the accompanying EAF.

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

The Rights Issue Documents have not been and will not be registered or filed under the applicable securities or equivalent legislation of any jurisdictions other than Hong Kong. No action has been taken to permit a public offering of nil-paid Rights Shares or fully-paid Rights Shares or the distribution of the Rights Issue Documents in any territory or jurisdiction outside Hong Kong.

No person receiving the Prospectus or a PAL or an EAF in any territory or jurisdiction outside Hong Kong may treat it as an offer or invitation to apply for nil-paid Rights Shares, fully-paid Rights Shares or excess Rights Shares, unless in the relevant territory or jurisdiction where such an offer or invitation could lawfully be made without compliance with any registration or other legal and regulatory requirements thereof. It is the responsibility of any person (including but without limitation to nominees, custodian, agents and trustees) receiving a copy of the Prospectus, or a PAL or an EAF outside Hong Kong and wishing to take up the Rights Shares or make an application for excess Rights Shares to satisfy himself/herself/itself, before acquiring any nil-paid Rights Shares and/or fully-paid Rights Shares or to apply for excess Rights Shares, as to the observance of the laws and regulations of any relevant territory or jurisdiction, including obtaining of any governmental or other consents or observing any other formalities which may be required in such territory or jurisdiction, and to pay any taxes and duties required to be paid in such territory or jurisdiction in connection therewith without prejudice to the foregoing. By completing, signing and submitting the PAL, each subscriber for Rights Shares will be deemed to have given each of the representations and warranties to the Company that these local laws and requirement have been fully complied with and the representations and warranties as set out overleaf have been made. If you are in any doubt as to your position, you should consult your professional adviser. For the avoidance of doubt, neither HKSCC nor HKSCC Nominees Limited is subject to any of the above representations and warranties. The Company reserves the right to refuse to permit any Qualifying Shareholder to take up 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.

Based on the register of members of the Company, the Company did not have any Non-Qualifying Shareholders as at the Record Date.

PROCEDURE FOR ACCEPTANCE AND PAYMENT

To take up all your provisional allotment and entitlements in full, you must lodge the whole of this original PAL at the Registrar, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong together with a remittance for the full amount payable on acceptance, by no later than 4:00 p.m. on Monday, 23 January 2017. This will constitute acceptance of the provisional allotment and entitlements on the terms of this PAL and the Prospectus and subject to the memorandum of association and articles of association of the Company. All remittances must be made in Hong Kong dollars by cheques which must be drawn on an account with, or by cashier’s orders which must be issued by, a licensed bank in Hong Kong and made payable to “**Huisheng International Holdings Limited — Rights Issue Account**” and crossed “**Account Payee Only**”. No receipt will be given for such remittances.

It should be noted that unless the PAL, together with the appropriate remittance, have been lodged with the Registrar by not later than 4:00 p.m. on Monday, 23 January 2017, whether by the original allottee or any person in whose favour the rights have been validly transferred, that provisional allotment and all rights thereunder will be deemed to have been declined and will be cancelled and such Rights Shares will be available for excess application under the EAFs by other Qualifying Shareholders. The Company may, at its sole discretion, treat a PAL as valid and binding on the person(s) by whom or on whose behalf it is lodged even if the PAL is not completed in accordance with the relevant instructions. (The Company may require such incomplete PAL to be completed by the relevant applicant at a later stage.)

Completion and return of this PAL will constitute a warranty and representation to the Company that all registration, legal and regulatory requirements of all relevant jurisdictions other than Hong Kong, in connection with the PAL and any acceptance of it, have been duly complied with. For the avoidance of doubt, neither HKSCC nor HKSCC Nominees Limited is subject to any of the above representations and warranties. The Company reserves the right to refuse to accept any application for Rights Shares where it believes that in doing so would violate the applicable securities legislations or other laws or regulations of any jurisdiction.

TRANSFER

If you wish to transfer all of your nil-paid Rights Shares, you must complete and sign the Form of Transfer and Nomination (Form B), and hand the original PAL to the person(s) to or through whom you are transferring your rights hereunder. The transferee(s) must then complete and sign the Registration Application Form (Form C) and lodge the PAL intact together with a remittance for the full amount payable on acceptance as set out in Box C on the front page of this PAL with the Registrar, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong by no later than 4:00 p.m. on Monday, 23 January 2017. All remittances must be made in Hong Kong dollars by cheques which must be drawn on an account with, or by cashier’s orders which must be issued by, a licensed bank in Hong Kong and made payable to “**Huisheng International Holdings Limited — Rights Issue Account**” and crossed “**Account Payee Only**”. It should be noted that stamp duty is payable in connection with the transfer of your nil-paid Rights Shares to the transferee(s) and the acceptance by the transferee(s) of such rights.

The Company reserves the right to refuse to register any transfer in favour of any person in respect of which the Company believes such transfer may violate applicable legal or regulatory requirements.



HUI SHENG INTERNATIONAL HOLDINGS LIMITED

惠生國際控股有限公司

(於開曼群島註冊成立之有限公司)

(股份代號：1340)

敬啟者：

茲提述惠生國際控股有限公司（「本公司」）於二零一七年一月九日就供股刊發之供股章程（「供股章程」）。除文義另有所指外，供股章程所界定之詞彙與本文件所採用者具相同涵義。根據隨本文件寄發予合資格股東之供股章程內所載之條款及在其條件規限及本公司之組織章程大綱及組織章程細則規限下，董事已按於記錄日期（即二零一七年一月六日（星期五））在股東名冊登記於閣下名下之每股現有股份獲發一股供股股份之基準，向閣下暫定配發供股股份。閣下於記錄日期所持有之股份列於本暫定配額通知書首頁甲欄內，而暫定配發予閣下之供股股份數目則列於本暫定配額通知書首頁乙欄內。

已暫定配發但未獲合資格股東有效接納之任何供股股份或不合資格股東享有且無法以淨溢價出售之供股股份，將可供合資格股東以隨附之額外申請表格申請額外認購。

供股股份一經配發、發行及繳足股款後，將在各方面與當時已發行之股份享有同等權益。繳足股款供股股份之持有人將有權收取於配發及發行該等繳足股款供股股份當日或之後可能宣派、作出或派付之所有未來股息及分派。

供股文件並無且將不會根據香港以外任何司法權區之適用證券法例或對等法例登記或存案。本公司並無採取任何行動，以批准在香港境外任何地區或司法權區公開發售未繳股款供股股份或繳足股款供股股份或派發供股文件。

任何人士如在香港以外任何地區或司法權區接獲供股章程或暫定配額通知書或額外申請表格，除非在該有關地區或司法權區可合法提呈有關要約或邀請而毋須辦理任何登記手續或符合該地區或司法權區之其他法例及監管規定，否則不可視作申請未繳股款供股股份、繳足股款供股股份或額外供股股份之要約或邀請。於香港以外地區接獲供股章程或暫定配額通知書或額外申請表格且有意認購供股股份或申請認購額外供股股份之任何人士（包括但不限於代名人、保管人、代理及信託人），在取得任何未繳股款供股股份及／或繳足股款供股股份或申請認購額外供股股份前，必須自行遵守任何有關地區或司法權區之法例及規例，包括在不影響前述者下取得任何政府或其他同意，或遵守該地區或司法權區可能規定之任何其他正式手續，以及就此繳付該地區或司法權區規定須繳付之任何稅項及徵費。填妥、簽署及交回暫定配額通知書後，供股股份之每名認購人將被視為已向本公司作出聲明及保證彼等已全面遵守有關當地法例及規定，並已作出背頁所載之各項聲明及保證。倘閣下對本身之情況有任何疑問，應諮詢閣下之專業顧問。為免生疑，香港結算及香港中央結算（代理人）有限公司概不受限於上述任何聲明及保證。倘本公司相信准許任何合資格股東接納未繳股款供股股份或額外供股股份之申請會違反任何司法權區之適用證券法例或其他法例或規例，則本公司保留拒絕接納有關申請之權利。

根據本公司股東名冊所示，於記錄日期本公司並無任何不合資格股東。

接納及付款手續

閣下如欲接納全部暫定及應得配額，須將本暫定配額通知書之正本整份連同於接納時須繳付之全部股款，在不遲於二零一七年一月二十三日（星期一）下午4時正前送達過戶登記處，地址為香港皇后大道東183號合和中心22樓。辦妥上述手續即表示已按本暫定配額通知書及供股章程之條款，並在本公司之組織章程大綱及組織章程細則之規限下接納暫定及應得配額。所有款項均須以支票或銀行本票以港幣繳付。支票必須由香港持牌銀行之賬戶開出，而銀行本票須由香港持牌銀行發出。所有該等支票或銀行本票須註明抬頭人為「**Huisheng International Holdings Limited — Rights Issue Account**」，並須以「**只准入抬頭人賬戶**」劃線方式開出。繳款將不會獲發收據。

敬請注意，除非本暫定配額通知書連同適當款項已於不遲於二零一七年一月二十三日（星期一）下午4時正前由原獲配發人或任何獲有效轉讓權利之人士送達，否則該暫定配額及一切有關權利將被視為已放棄而將予註銷，該等供股股份將可由其他合資格股東透過額外申請表格作出額外申請。本公司可全權酌情決定暫定配額通知書之有效性，並對自行或由代表遞交表格之人士具約束力（即使暫定配額通知書並未依照有關指示填妥）。（本公司可要求有關申請人將未填妥之暫定配額通知書於稍後填妥。）

填妥及交回本暫定配額通知書即表示向本公司作出一項保證及聲明，已經就暫定配額通知書及接納暫定配額通知書全面遵守香港以外所有有關司法權區之一切登記、法例及監管規定。為免生疑，香港結算及香港中央結算（代理人）有限公司概不受限於上述任何聲明及保證。倘本公司相信接納任何供股股份之認購申請會違反任何司法權區之適用證券法例或其他法例或規例，則本公司保留拒絕接納有關申請之權利。

轉讓

閣下如欲將閣下之未繳股款供股股份全部轉讓予他人，則必須填妥及簽署轉讓及提名表格（表格乙），並將暫定配額通知書之正本交予閣下認購權之承讓人或轉讓經手人。承讓人須填妥及簽署登記申請表格（表格丙），並將暫定配額通知書整份連同本暫定配額通知書首頁丙欄所示須於接納時繳足之股款於不遲於二零一七年一月二十三日（星期一）下午4時正前送達過戶登記處，地址為香港皇后大道東183號合和中心22樓。所有款項均須以支票或銀行本票以港幣繳付。支票必須由香港持牌銀行之賬戶開出，而銀行本票須由香港持牌銀行發出。所有該等支票或銀行本票須註明抬頭人為「**Huisheng International Holdings Limited — Rights Issue Account**」，並須以「**只准入抬頭人賬戶**」劃線方式開出。敬請留意，於將閣下之未繳股款供股股份轉讓予承讓人及承讓人接納有關權利時須繳納印花稅。

倘本公司認為以任何人士為受益人之任何轉讓可能違反適用法例或監管規定，則本公司保留拒絕受理該等轉讓登記之權利。

SPLITTING

If you wish to accept only part of your provisional allotment or wish to transfer all or part of your provisional allotment to more than one person, the original PAL must be surrendered and lodged for cancellation together with a covering letter stating clearly the number of split PAL required and the number of nil-paid Rights Shares to be comprised in each split PAL (which in aggregate, should be equal to the number of Rights Shares provisionally allotted to such holder as stated in Box B on the front page of this PAL) by no later than 4:30 p.m. on Friday, 13 January 2017 to the Registrar, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong which will cancel the original PAL and issue new PALs in the denominations required, which will be available for collection from the Registrar at the above address after 9:00 a.m. on the second Business Day after you surrender the original PAL.

EXCESS RIGHTS SHARES

Qualifying Shareholders shall be entitled to apply, by way of excess applications, for (1) the Rights Share representing the entitlement of the Non-Qualifying Shareholders and which cannot be sold at a net premium; and (2) any Rights Shares provisionally allotted but not validly accepted by the Qualifying Shareholders.

If you wish to apply for any Rights Shares in addition to your provisional allotment under the Rights Issue, you must complete and sign the EAF in accordance with the instructions thereon and lodge the same, together with a separate remittance for the amount payable on application in respect of the excess Rights Shares applied for, with the Registrar on or before the Latest Time for Acceptance. 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 "**Huisheng International Holdings Limited — Excess Application Account**" and crossed "**Account Payee Only**". An announcement of the results of acceptance of and excess applications for the Rights Issue will be published on Wednesday, 1 February 2017. There is no guarantee that the Company will allot and issue any excess Rights Shares that you apply for.

CHEQUES AND CASHIER'S ORDER

All cheques and cashier's orders will be presented for payment immediately upon receipt and all interest earned on such monies (if any) will be retained for the benefit of the Company. Any PAL in respect of which the accompanying cheque or cashier's order is dishonoured on first presentation is liable to be rejected. Completion and return of a PAL with a cheque and/or cashier's order, whether by you or by any nominated transferee will constitute a warranty by the applicant that the cheque or cashier's order will be honoured on first presentation. Without prejudice to other rights of the Company in respect thereof, the Company reserves the right to reject any PAL in respect of which the accompanying cheque or cashier's order is dishonoured on first presentation, and, in such event, the relevant provisional allotment and all rights and entitlements given pursuant to it will be deemed to have been declined and will be cancelled. You must pay the exact amount payable upon application for Rights Shares, and underpaid application will be rejected.

SHARE CERTIFICATES AND REFUND CHEQUES

Subject to the Rights Issue becoming unconditional, it is expected that the certificates for Rights Shares will be posted by the Registrar, to those entitled thereto by ordinary post at their own risk to their registered addresses on or before Thursday, 2 February 2017. Refund cheques in respect of wholly or partially unsuccessful applications for excess Rights Shares (if any) are expected to be posted to those entitled by ordinary post at their own risk on or before Thursday, 2 February 2017.

You will receive one share certificate for the entitlement to the Rights Shares in fully paid form.

RESCISSION AND TERMINATION OF THE UNDERWRITING AGREEMENT

It should be noted that the Underwriting Agreement contains provisions granting the Underwriters a right to terminate or rescind their obligations under the Underwriting Agreement upon the occurrence of certain events, which have been set out under the section headed "Termination of the Underwriting Agreement" in the Prospectus. If the Underwriters exercise such right or the Underwriting Agreement does not become unconditional, the Rights Issue will not proceed.

EFFECT OF BAD WEATHER

If there is a "black" rainstorm warning or a tropical cyclone warning signal number 8 or above in force in Hong Kong on Monday, 23 January 2017, being the date of the Latest Acceptance Time:

- (i) at any time before 12:00 noon and no longer in force after 12:00 noon, the Latest Acceptance Time will be postponed to 5:00 p.m. on the same Business Day; or
- (ii) at any time between 12:00 noon and 4:00 p.m., the Latest Acceptance Time will be rescheduled to 4:00 p.m. on the next Business Day which does not have either of those warnings in force in Hong Kong at any time between 9:00 a.m. and 4:00 p.m.

Under such circumstances, the dates mentioned in the expected timetable above (including, without limitation, the Latest Time for Termination) may be affected. The Company will notify the Shareholders by way of announcement(s) as and when appropriate.

GENERAL

Lodgment of the PAL with, where relevant, the form of transfer and nomination 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 or parties lodging it to deal with the same and to receive split PAL and/or the share certificates for Rights Shares.

The PAL and any acceptance of the offer contained herein shall be governed by, and construed in accordance with, the laws of Hong Kong.

Further copies of the Prospectus giving details of the Rights Issue are available from the branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong during normal business hours.

All documents, including cheques for refund, will be sent by ordinary post at the risk of the relevant applicants or other persons entitled thereto.

PERSONAL DATA COLLECTION — PAL

By completing, signing and submitting the PAL, you agree to disclose to the Company and/or the Registrar and their respective advisers and agents personal data and any information which they require about you or the person(s) for whose benefit you have made the acceptance of the provisional allotment of 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 the Company, at its head office and principal place of business in Hong Kong at Unit 8A, 8/F., Aubin House, 171-172 Gloucester Road, Wan Chai, Hong Kong or as notified from time to time in accordance with applicable law, for the attention of the company secretary of the Company or (as the case may be) the Registrar.

Yours faithfully,
By Order of the Board
Huisheng International Holdings Limited
Chan Chi Ching
Executive Director

分拆

倘閣下僅有意接納閣下暫定配額之部份或有意轉讓閣下所有或部份之暫定配額予一名以上之人士，則暫定配額通知書之正本連同一份明確載列所要求分拆暫定配額通知書之數目及每份分拆暫定配額通知書所包括之未繳股款供股股份數目(合共須等於暫定配發予該持有人之供股股份之數目(如本暫定配額通知書首頁乙欄所列))之函件，必須在不遲於二零一七年一月十三日(星期五)下午4時30分前，送達過戶登記處，地址為香港皇后大道東183號合和中心22樓，以便註銷暫定配額通知書之正本及按所要求之數目發出新暫定配額通知書，該等新暫定配額通知書可於閣下交回暫定配額通知書之正本後第二個營業日上午9時正後於過戶登記處(地址如上所述)領取。

額外供股股份

合資格股東將有權透過額外申請方式申請認購：(1) 不合資格股東享有且無法以淨溢價出售之供股股份；及(2) 暫定配發但未獲合資格股東有效接納之任何供股股份。

倘閣下擬申請認購閣下根據供股獲暫定配發以外之任何供股股份，則須將額外申請表格按所印列之指示填妥，並將額外申請表格連同就申請認購額外供股股份另付之應付股款，於最後接納時間或之前遞交過戶登記處。所有股款均須以支票或銀行本票以港幣繳付。支票須由香港持牌銀行之銀行賬戶開出，而銀行本票須由香港持牌銀行發出，註明抬頭人為「**Huisheng International Holdings Limited — Excess Application Account**」，並須以「**只准入抬頭人賬戶**」劃線方式開出。本公司將於二零一七年二月一日(星期三)刊發供股接納結果及額外申請結果之公佈。本公司概不保證將配發及發行閣下所申請認購之任何額外供股股份。

支票及銀行本票

全部支票及銀行本票將於收取後立即過戶，而有關款項產生之利息(如有)則將全部撥歸本公司所有。倘隨附暫定配額通知書之支票或銀行本票於首次過戶時未能兌現，則任何有關之暫定配額通知書將遭拒絕受理。填妥暫定配額通知書並連同支票及/或銀行本票一併交回(不論由閣下或任何獲提名之承讓人交回)，即表示申請人作出保證，有關支票或銀行本票將於首次過戶時兌現。倘隨附之支票或銀行本票於首次過戶時未能兌現，則在不影響本公司其他權利的情況下，本公司保留拒絕受理任何該等暫定配額通知書之權利。在此情況下，有關暫定配額及據此賦予之一切有關權利及享有權將被視作已放棄而將予註銷。閣下須於申請認購供股股份時繳付應付金額，而繳付金額不足之申請將會遭拒絕受理。

股票及退款支票

待供股成為無條件後，供股股份之股票，預期將於二零一七年二月二日(星期四)或之前由過戶登記處以平郵方式寄往有權收取股票之人士之登記地址，郵誤風險概由彼等自行承擔。有關全部或部份不獲接納之額外供股股份之申請之退款支票(如有)，預期將於二零一七年二月二日(星期四)或之前以平郵方式寄予有權收取退款支票之人士，郵誤風險概由彼等自行承擔。

閣下將就繳足股款之供股股份之配額獲發一張股票。

撤銷及終止包銷協議

務請注意，包銷協議載有條文授予包銷商權利於發生若干事件之情況下終止或撤銷彼等於包銷協議項下之責任，該等事件載於供股章程「終止包銷協議」一節內。倘包銷商行使有關權利或包銷協議未能成為無條件，則供股將不會進行。

惡劣天氣之影響

倘於二零一七年一月二十三日(星期一)(即最後接納時間)香港懸掛八號或以上「黑色」暴雨警告訊號或熱帶氣旋警告訊號：

- (i) 於中午12時正之前之任何時間生效及於中午12時正後失效，最後接納時間將遞延至同一營業日的下午5時正；或
- (ii) 於中午12時至下午4時正期間任何時間生效，最後接納時間將調整至於下一營業日下午4時正(該日上午9時正至下午4時正期間任何時間香港並無該等警告訊號生效)。

於該等情況下，以上預期時間表所述之日期(包括但不限於最後終止時限)可能會受到影響。本公司將以公佈形式於適當時通知股東。

一般事項

將暫定配額通知書連同(如有關)應已由承讓人簽署之轉讓及提名表格一併交回，即已最終證明交回上述文件之人士有權處理暫定配額通知書及轉讓及提名表格，並有權收取分拆暫定配額通知書及/或供股股份之股票。

暫定配額通知書及任何接納本通知書所載之要約均受香港法例監管，並按其詮釋。

載有供股詳情之供股章程之其他副本，可於一般營業時間於香港股份過戶登記分處卓佳證券登記有限公司(地址為香港皇后大道東183號合和中心22樓)進行查閱。

所有文件(包括退款支票)將以平郵方式寄予有關申請人或其他有權收取之人士，郵誤風險概由收件人自行承擔。

個人資料收集聲明 — 暫定配額通知書

填妥、簽署及交回暫定配額通知書，即表示閣下同意向本公司及/或其過戶登記處及彼等各自之顧問及代理披露個人資料及彼等所需有關閣下或閣下為其利益而接納暫定配發之供股股份之人士之任何資料。《個人資料(私隱)條例》賦予證券持有人權利，可確定本公司或其過戶登記處是否有其個人資料、索取有關資料之副本及更正任何不準確之資料。根據《個人資料(私隱)條例》，本公司及其過戶登記處有權就處理任何查閱資料要求而收取合理費用。有關查閱資料或更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，應寄往本公司之總辦事處及香港主要營業地點香港灣仔告士打道171-172號安邦商業大廈8樓8A室或根據適用法律不時通知之地點並以本公司之公司秘書或(視情況而定)過戶登記處為收件人。

此致

列位合資格股東 台照

承董事會命
惠生國際控股有限公司
執行董事
陳始正
謹啟

二零一七年一月九日