

**To be valid, the whole of this Provisional Allotment Letter must be returned.  
本暫定配額通知書必須整份交還，方為有效。**

**IMPORTANT  
重要提示**

Reference is made to the prospectus issued by Futian Holdings Limited (the “Company”) dated 14 June 2024 in relation to the Rights Issue (the “Prospectus”). The PAL and EAF should be read in conjunction with the Prospectus. Capitalised terms used herein shall have the same meanings as those defined in the Prospectus unless the context requires otherwise.

茲提述福田股份有限公司(「本公司」)就供股刊發日期為2024年6月14日之章程(「章程」)。暫定配額通知書及額外申請表格應與章程一併閱覽。除文義另有所指外，本暫定配額通知書所用詞彙與章程所界定者具有相同涵義。

**THIS PROVISIONAL ALLOTMENT LETTER (“PAL”) IS VALUABLE AND TRANSFERABLE AND REQUIRES YOUR IMMEDIATE ATTENTION. THE OFFER CONTAINED IN THIS PAL AND THE ACCOMPANYING FORM OF APPLICATION FOR EXCESS RIGHTS SHARES (“EAF”) WILL EXPIRE AT 4:00 P.M. ON FRIDAY, 28 JUNE 2024 (OR SUCH LATER DATE AND/OR TIME AS MENTIONED IN THE PARAGRAPH HEADED “EFFECT OF BAD WEATHER OR EXTREME CONDITIONS ON THE LATEST TIME FOR ACCEPTANCE OF AND PAYMENT FOR THE RIGHTS SHARES AND APPLICATION FOR AND PAYMENT FOR EXCESS RIGHTS SHARES” BELOW).**

本暫定配額通知書(「暫定配額通知書」)乃具有價值及可轉讓，務請即時處理。本暫定配額通知書所載之要約及隨附之額外供股股份申請表格(「額外申請表格」)將於2024年6月28日(星期五)下午四時正(或根據下文「惡劣天氣或極端情況對接納供股股份及繳付股款以及申請額外供股股份及繳付股款的最後時限的影響」一段所述之有關較後日期及/或時間)截止。

**IF YOU ARE IN ANY DOUBT AS TO ANY ASPECT OF THIS PAL 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 ADVISERS.**

閣下如對本暫定配額通知書任何方面或應採取之行動有任何疑問，應諮詢閣下之持牌證券交易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。

A copy of this PAL, together with a copy of the Prospectus, the EAF and other documents specified in the paragraph headed “13. DOCUMENTS REGISTERED BY THE REGISTRAR OF COMPANIES IN HONG KONG” in Appendix III to the Prospectus, have been registered with the Registrar of Companies in Hong Kong as required by 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, the Stock Exchange and the Securities and Futures Commission of Hong Kong take no responsibility as to the contents of any of these documents.

本暫定配額通知書之文本連同章程、額外申請表格及於章程附錄三「13. 送呈香港公司註冊處處長的文件」一段所述其他文件之文本，已按香港法例第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進行登記。香港公司註冊處處長、聯交所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。

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

香港交易及結算所有限公司、聯交所及香港結算對本暫定配額通知書之內容概不負責，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暫定配額通知書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。

Dealings in the Shares and the Rights Shares in both their nil-paid form and fully-paid form 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 advisers for details of these settlement arrangements and how such arrangements may affect your rights and interests.

股份及供股股份(以未繳股款及繳足股款形式)之買賣可透過中央結算系統交收，務請諮詢閣下之持牌證券交易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，以了解有關交收安排及該等安排對閣下權利及權益之影響之詳情。

Subject to the granting of the listing of, and the permission to deal in, the Rights Shares (in both their nil-paid and fully-paid forms) on the Stock Exchange as well as compliance with the stock admission requirements of HKSCC, the Rights Shares (in both their nil-paid and fully-paid forms) will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the respective commencement dates of dealings in the Rights Shares (in both their nil-paid and fully-paid forms) on the Stock Exchange, or such other dates as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second trading day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

待供股股份(以未繳股款及繳足股款形式)獲批准於聯交所上市及買賣以及遵守香港結算之股份接納規定後，供股股份(以未繳股款及繳足股款形式)將獲香港結算接納為合資格證券，可自該等供股股份(以未繳股款及繳足股款形式)各自於聯交所開始買賣日期或香港結算釐定之有關其他日期起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第二個交易日在中央結算系統內進行交收。在中央結算系統進行之一切活動均須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。

All times and dates stated in this PAL refer to Hong Kong local times and dates.

本暫定配額通知書所述所有時間及日期均指香港本地時間及日期。

In case of any inconsistency between the English and Chinese versions of this PAL, the English version will prevail.

倘本暫定配額通知書之中英文版本有任何歧義，概以英文版本為準。

**This PAL and all applications pursuant to it shall be governed by and construed in accordance with the laws of Hong Kong.**

本暫定配額通知書及據此作出的所有申請均須受香港法例規管及按其詮釋。



Form A  
表格甲

# FUTIAN HOLDINGS LIMITED

## 福田股份有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

(Stock Code 股份代號 : 8196)

**RIGHTS ISSUE ON THE BASIS OF ONE (1) RIGHTS SHARE FOR EVERY TWO (2) SHARES HELD ON  
THE RECORD DATE AT THE SUBSCRIPTION PRICE OF HK\$0.3 PER RIGHTS SHARE**

**PAYABLE IN FULL ON ACCEPTANCE BY NO LATER THAN 4:00 P.M. ON FRIDAY, 28 JUNE 2024**

按於記錄日期每持有兩(2)股股份可獲發一(1)股供股股份之基準按認購價每股供股股份0.3港元  
進行之供股股款須於接納時(即不遲於2024年6月28日(星期五)下午四時正)繳足

### PROVISIONAL ALLOTMENT LETTER

暫定配額通知書

Hong Kong Branch Share  
Registrar and Transfer Office:  
Tricor Investor Services Limited  
17/F., Far East Finance Centre  
16 Harcourt Road  
Hong Kong

香港股份過戶登記分處：  
卓佳證券登記有限公司  
香港  
夏慤道16號  
遠東金融中心17樓

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

Principal Place of Business in Hong Kong:  
Suite A, 20/F  
Wah Hen Commercial Centre  
383 Hennessy Road  
Hong Kong

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

香港主要經營地點：  
香港  
軒尼詩道383號  
華軒商業中心  
20樓A室

14 June 2024

2024年6月14日

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

Total number of Shares registered in your name(s) on Thursday, 13 June 2024  
於2024年6月13日(星期四)以閣下名義登記之股份總數



BOX A  
甲欄

Number of Rights Shares provisionally allotted to you  
subject to payment in full on acceptance by no later  
than 4:00 p.m. on Friday, 28 June 2024

暫定配發予閣下之供股股份數目，惟須不遲於2024  
年6月28日(星期五)下午四時正接納時全數繳足股款  
方可作實

BOX B  
乙欄

Total subscription monies payable on acceptance in full\*  
接納時應全數繳足之認購股款總額#

BOX C  
丙欄

**HKS**  
**港元**



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

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: \_\_\_\_\_

Please insert your contact telephone number here:  
請在此填上閣下之聯絡電話號碼: \_\_\_\_\_

\* Subscription monies should be rounded down to the nearest cent  
認購金額應向下調整至最接近仙位

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

每份申請須隨附一張獨立開出之支票或銀行本票  
本公司將不會發出股款收據

IN THE EVENT OF TRANSFER OF RIGHTS TO SUBSCRIBE FOR RIGHTS SHARE(S), HONG KONG AD VALOREM STAMP DUTY IS PAYABLE ON EACH SALE AND EACH PURCHASE. A GIFT OR 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 RIGHTS TO SUBSCRIBE FOR THE RIGHTS SHARE(S) REPRESENTED BY THIS DOCUMENT.

於轉讓認購供股股份之權利時，每宗買賣均須繳付香港從價印花稅。實益權益之饋贈或轉讓（而非出售）亦須繳付香港從價印花稅。於登記本文件所述任何轉讓認購供股股份之權利前，須出示已繳付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 the Qualifying Shareholder(s) who wish(es)  
**表格乙** to transfer all of his/her/its/their right(s) to subscribe for the Rights Shares comprised herein)  
(僅供擬悉數轉讓其／彼等於本暫定配額通知書所列供股股份認購權之合資格股東填寫及簽署)

To: The Directors,  
Futian Holdings Limited

致： 福田股份有限公司  
列位董事

Dear Sirs and 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／吾等謹將本暫定配額通知書所述本人／吾等之供股股份認購權悉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) of the Qualifying Shareholders (all joint Shareholders must sign)

合資格股東簽署（所有聯名股東均需簽署）

Date: \_\_\_\_\_ 2024

日期：2024年 \_\_\_\_\_

Hong Kong ad valorem stamp duty is payable in connection with the transfer of rights to subscribe for the Rights Shares.

轉讓認購供股股份之權利須繳付香港從價印花稅。

## Form C

## REGISTRATION APPLICATION FORM

### 表格丙

### 登記申請表格

(To be completed and signed only by the person(s) to whom the rights to subscribe for the Rights Shares have been transferred)  
(僅供承讓供股股份認購權之人士填寫及簽署)

To: The Directors,  
Futian Holdings Limited

致： 福田股份有限公司  
列位董事

Dear Sirs and Madams,  
I/We request you to register the number of Rights Shares mentioned in Box B of Form A in my/our name(s). I/We agree to accept the same on the terms embodied in this PAL and the Prospectus and subject to the memorandum and articles of association of the Company.

敬啟者：  
本人／吾等謹請閣下將表格甲之乙欄所列的供股股份數目登記於本人／吾等名下。本人／吾等同意按照本暫定配額通知書及章程所載條款，以及在本公司的組織章程大綱及細則規限下，接納此等供股股份。

Existing Shareholder(s)  
Please mark "X" in this box  
現有股東  
請在本欄內填上「X」號

To be completed in BLOCK letters in ENGLISH. Joint applicants should give the address of the first-named applicant only.

請用英文正楷填寫。聯名申請人僅需填寫排名首位申請人之地址。

For Chinese applicant(s), please provide your name in both English and Chinese.

中國籍申請人請填寫中英文姓名。

Name in English 英文姓名	Family name/Company name 姓氏／公司名稱	Other name(s) 名字	Name in Chinese 中文姓名
Names of joint applicant(s) in English (if applicable) 聯名申請人英文姓名（如適用）			
Address in English (joint applicants should give the address of the first-named applicant only) 英文地址（聯名申請人僅需填寫排名首位申請人之地址）			
Occupation 職業		Telephone number 電話號碼	
Dividend instructions 股息指示			
Name and address of bank 銀行名稱及地址		Bank account number 銀行賬戶號碼	

1. \_\_\_\_\_ 2. \_\_\_\_\_ 3. \_\_\_\_\_ 4. \_\_\_\_\_

Signature(s) of applicant(s) (all joint applicants must sign)

申請人簽署（所有聯名申請人均須簽署）

Date: \_\_\_\_\_ 2024

日期：2024年 \_\_\_\_\_

Hong Kong ad valorem stamp duty is payable in connection with the acceptance of rights to subscribe for the Rights Shares.

接納認購供股股份之權利須繳付香港從價印花稅。

TO ACCEPT THE PROVISIONAL ALLOTMENT OF THE RIGHTS SHARES AS SPECIFIED IN THIS PAL IN FULL, YOU MUST LODGE THIS PAL INTACT WITH THE REGISTRAR, TRICOR INVESTOR SERVICES LIMITED, AT 17/F., FAR EAST FINANCE CENTRE, 16 HARCOURT ROAD, HONG KONG TOGETHER WITH A REMITTANCE, BY CHEQUE OR BANKER'S CASHIER ORDER, IN HONG KONG DOLLARS FOR THE FULL AMOUNT SHOWN IN BOX C OF FORM A SO AS TO BE RECEIVED BY THE REGISTRAR NO LATER THAN 4:00 P.M. ON FRIDAY, 28 JUNE 2024 (OR, UNDER BAD WEATHER CONDITIONS AND/OR EXTREME CONDITIONS, SUCH LATER TIME OR DATE AS MENTIONED IN THE PARAGRAPH HEADED "EFFECT OF BAD WEATHER OR EXTREME CONDITIONS ON THE LATEST TIME FOR ACCEPTANCE OF AND PAYMENT FOR THE RIGHTS SHARES AND APPLICATION FOR AND PAYMENT FOR EXCESS RIGHTS SHARES" BELOW). ALL REMITTANCES MUST BE MADE IN HONG KONG DOLLARS BY CHEQUES WHICH MUST BE DRAWN ON AN ACCOUNT WITH, OR BANKER'S CASHIER ORDERS WHICH MUST BE ISSUED BY, A LICENSED BANK IN HONG KONG AND MADE PAYABLE TO "TRICOR INVESTOR SERVICES LIMITED - A/C NO. 017" AND CROSSED "ACCOUNT PAYEE ONLY".

**INSTRUCTIONS ON TRANSFER AND SPLITTING ARE ALSO SET OUT IN THE ENCLOSED SHEET.**

**NO RECEIPT WILL BE GIVEN FOR SUCH REMITTANCE.**

Each person accepting the provisional allotment specified in this PAL confirms that he/she/it has read the terms and conditions and acceptance procedures set out in the enclosed sheet and in the Prospectus and agrees to be bound by them.

閣下如欲全數接納本暫定配額通知書所述供股股份的暫定配額，須不遲於2024年6月28日(星期五)下午四時正(或於惡劣天氣及／或極端情況下根據下文「**惡劣天氣或極端情況對接納供股股份及繳付股款以及申請額外供股股份及繳付股款的最後時限的影響**」一段所述之有關較後時間或日期)將本暫定配額通知書整份連同表格甲之丙欄所示的港元全數股款的支票或銀行本票送達過戶登記處卓佳證券登記有限公司(地址為香港夏慤道16號遠東金融中心17樓)。所有股款須以港元繳付，並以香港持牌銀行賬戶開出的支票或香港持牌銀行發出的銀行本票支付，以「**TRICOR INVESTOR SERVICES LIMITED - A/C NO. 017**」為收款人，並以「**只准入抬頭人賬戶**」劃線方式開出。

有關轉讓及分拆的指示載於附頁。

本公司將不會就有關股款發出收據。

接納本暫定配額通知書所載暫定配額的每位人士均確認其已閱讀附頁及章程所載條款及條件以及接納手續，並同意受其約束。

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# FUTIAN HOLDINGS LIMITED

## 福田股份有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

(Stock Code: 8196)

14 June 2024

Dear Qualifying Shareholder(s),

### INTRODUCTION

Reference is made to the prospectus of Futian Holdings Limited dated 14 June 2024 in relation to the Rights Issue (the “**Prospectus**”). Terms defined in the Prospectus shall have the same meanings when used herein unless the context otherwise requires. In accordance with the terms set out in the Prospectus, the Directors have provisionally allotted to you a number of Rights Shares on the basis of one (1) Rights Share for every two (2) Shares held and registered in your name(s) as at the Record Date (i.e. Thursday, 13 June 2024) at a subscription price of HK\$0.3 per Rights Share. Your holding of Shares as at the Record Date is set out in Box A in Form A and the number of Rights Shares provisionally allotted to you is set out in Box B in Form A.

### RIGHTS SHARES

The Rights Shares, when allotted, issued and fully paid, shall rank *pari passu* in all respects with the Shares then in issue, including the right to receive all future dividends and distributions which may be declared, made or paid on or after the date of allotment of the Rights Shares in their fully-paid form. As at the Latest Practicable Date, there was no arrangement under which future dividends are waived or agreed to be waived.

Subject to the granting of the listing of, and the permission to deal in, the Rights Shares (in both their nil-paid and fully-paid forms) on the Stock Exchange as well as compliance with the stock admission requirements of HKSCC, the Rights Shares (in both their nil-paid and fully-paid forms) will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the respective commencement dates of dealings in the Rights Shares in their nil-paid and fully-paid forms on the Stock Exchange, or such other dates as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second trading day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

The Rights Issue is conditional upon the fulfillment of the conditions set out under the section headed “LETTER FROM THE BOARD – Conditions of the Rights Issue” in the Prospectus. If the conditions are not fulfilled, the Rights Issue will not proceed.

### PROCEDURES FOR ACCEPTANCE AND PAYMENT

To take up your provisional allotment in full, you must lodge the PAL in accordance with the instructions printed thereon with the Registrar at 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong together with a remittance for the full amount payable on acceptance, so as to be received by no later than 4:00 p.m. (Hong Kong time) on Friday, 28 June 2024 (or, under bad weather conditions and/or extreme conditions, such later date as mentioned in the paragraph “EFFECT OF BAD WEATHER OR EXTREME CONDITIONS ON THE LATEST TIME FOR ACCEPTANCE OF AND PAYMENT FOR THE RIGHTS SHARES AND APPLICATION FOR AND PAYMENT FOR EXCESS RIGHTS SHARES” below). All remittances must be made in Hong Kong dollars by cheques which must be drawn on an account with, or by banker’s cashier orders which must be issued by, a licensed bank in Hong Kong and made payable to “**TRICOR INVESTOR SERVICES LIMITED - A/C NO. 017**” and crossed “**Account Payee Only**”.

It should be noted that unless the duly completed PAL, together with the appropriate remittance, has been lodged with the Registrar by no later than 4:00 p.m. (Hong Kong time) on Friday, 28 June 2024, whether by the original allottee or any person in whose favour the provisional allotment has been validly transferred, that provisional allotment and all rights and entitlement thereunder will be deemed to have been declined and will be cancelled and such Rights Shares will be available for application under the EAFs by the Qualifying Shareholders. The Company may, at its sole and absolute 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 applicants at a later stage.

### APPLICATION FOR EXCESS RIGHTS SHARES

Qualifying Shareholders may apply, by way of excess application, for (i) any unsold entitlements of the Excluded Shareholders, (ii) any Rights Shares provisionally allotted but not accepted, and (iii) any unsold Rights Shares arising out of the aggregation of fractional entitlements.

Application should be made by completing and signing the EAF enclosed with the Prospectus for excess Rights Shares and lodging the same with a separate remittance for the full amount payable in respect of the excess Rights Shares being applied for in accordance with the instructions printed thereon, with the Registrar at 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong by not later than 4:00 p.m. on Friday, 28 June 2024 (or, under bad weather conditions and/or extreme conditions, such later date and/or time as mentioned in the section headed “EFFECT OF BAD WEATHER OR EXTREME CONDITIONS ON THE LATEST TIME FOR ACCEPTANCE OF AND PAYMENT FOR THE RIGHTS SHARES AND APPLICATION FOR AND PAYMENT FOR EXCESS RIGHTS SHARES” below). All remittances must be made by cheque or banker’s cashier order 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 “**TRICOR INVESTOR SERVICES LIMITED - A/C NO. 045**” and crossed “**Account Payee Only**”.

### **TRANSFER**

If you wish to transfer all of your rights to subscribe for the Rights Shares provisionally allotted to you hereunder, you must complete and sign the “Form of Transfer and Nomination” (Form B) and hand this PAL to the person(s) to or through whom you are transferring your rights. The transferee(s) must then complete and sign the “Registration Application Form” (Form C) and lodge this PAL intact together with a remittance for the full amount payable on acceptance as set out in Box C in Form A with the Registrar, Tricor Investor Services Limited at 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong so as to be received by no later than 4:00 p.m. on Friday, 28 June 2024 (or, under bad weather conditions and/or extreme conditions, such later time or date as mentioned in the paragraph headed “EFFECT OF BAD WEATHER OR EXTREME CONDITIONS ON THE LATEST TIME FOR ACCEPTANCE OF AND PAYMENT FOR THE RIGHTS SHARES AND APPLICATION FOR AND PAYMENT FOR EXCESS RIGHTS SHARES” below).

### **SPLITTING**

If you wish to accept only part of your provisional allotment or transfer part of your rights to subscribe for the Rights Shares provisionally allotted hereunder, or to transfer part or all of your rights to more than one person, the original PAL must be surrendered and lodged for cancellation by no later than 4:30 p.m. on Thursday, 20 June 2024 to the Registrar, Tricor Investor Services Limited at 17/F., Far East Finance Centre, 16 Harcourt Road, Hong Kong, who will cancel the original PAL and issue new PALs in the denominations required, which will be available for collection at the Registrar’s address set out above after 9:00 a.m. on the second Business Day after your surrender of the original PAL. It should be noted that Hong Kong ad valorem stamp duty is payable in connection with the transfer of your rights to subscribe for the relevant Rights Shares to the transferee(s) and the acceptance by the transferee(s) of such rights.

### **EFFECT OF BAD WEATHER OR EXTREME CONDITIONS ON THE LATEST TIME FOR ACCEPTANCE OF AND PAYMENT FOR THE RIGHTS SHARES AND APPLICATION FOR AND PAYMENT FOR EXCESS RIGHTS SHARES**

The latest time for acceptance of and payment for the Rights Shares and application for and payment for excess Rights Shares will not take place at 4:00 p.m. on Friday, 28 June 2024 if there is a tropical cyclone warning signal number 8 or above, or “extreme conditions” caused by super typhoon as announced by the Government of Hong Kong, or a “black” rainstorm warning:

- (a) in force in Hong Kong at any local time before 12:00 noon but no longer in force after 12:00 noon on the day on which the Latest Time for Acceptance is initially scheduled to fall. Instead, the latest time for acceptance of and payment for the Rights Shares and for application and payment for excess Rights Shares will be extended to 5:00 p.m. on the same Business Day; or
- (b) in force in Hong Kong at any local time between 12:00 noon and 4:00 p.m. on the day on which the Latest Time for Acceptance is initially scheduled to fall. Instead, the latest time for acceptance of and payment for the Rights Shares and for application and payment for excess Rights Shares will be rescheduled to 4:00 p.m. on the following 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..

If the Latest Time for Acceptance does not take place on or before 4:00 p.m. on Friday, 28 June 2024, the dates mentioned herein may be affected. The Company will notify the Shareholders by way of announcement(s) on any change to the expected timetable of the Rights Issue as soon as practicable.

### **FRACTIONAL ENTITLEMENTS**

The Company will not provisionally allot and will not accept application for any fractions of the Rights Shares. All fractions of the Rights Shares will be aggregated and rounded down to the nearest whole number. Any Rights Shares created from the aggregation of fractions of the Rights Shares will be made available for excess application by the Qualifying Shareholders under the EAFs.

## **WARNING OF THE RISKS OF DEALING IN THE SHARES AND THE NIL-PAID RIGHTS SHARES**

Shareholders should note that the Shares have been dealt in on an ex-rights basis commencing from Tuesday, 4 June 2024. Dealings in the Rights Shares in the nil-paid form will take place from Tuesday, 18 June 2024 to Tuesday, 25 June 2024 (both dates inclusive).

Any Shareholder or other person contemplating selling or purchasing the Shares and/or nil-paid Rights Shares up to the date when the conditions of the Rights Issue are fulfilled will bear the risk that the Rights Issue may not become unconditional and may not proceed. Shareholders and the public are reminded to exercise caution when dealing in the Shares and any dealings in the Rights Shares in their nil-paid form from Tuesday, 18 June 2024 to Tuesday, 25 June 2024 (both dates inclusive) will accordingly bear the risk that the Rights Issue cannot become unconditional and may not proceed. Any Shareholders or other persons contemplating any dealings in the Shares or nil-paid Rights Shares are recommended to consult your own professional advisers.

## **CHEQUES AND BANKER'S CASHIER ORDERS**

All cheques or banker's cashier orders will be presented for payment following receipt and all interest earned on such monies will be retained for the benefit of the Company. Without prejudice to the other rights of the Company in respect hereof, the Company reserves the right to reject any PAL in respect of which the accompanying cheque and/or banker's cashier order is dishonoured on first presentation, and in that event the provisional allotment and all rights thereunder will be deemed to have been declined and will be cancelled. You must pay the exact amount payable upon application for the Rights Shares, and underpaid application will be rejected. Completion and return of this PAL together with a cheque or banker's cashier order in payment for the Rights Shares, whether by a Qualifying Shareholder or by any nominated transferee, will constitute a warranty by you that the cheque or banker's cashier order will be honoured on first presentation.

## **SHARE CERTIFICATES OF THE RIGHTS SHARES AND REFUND CHEQUES FOR THE RIGHTS ISSUE**

Subject to the fulfilment of the conditions of the Rights Issue, share certificates for the fully-paid Rights Shares are expected to be posted on or before Tuesday, 9 July 2024 to those entitled thereto by ordinary post, at their own risk, to their registered addresses. If the Rights Issue does not proceed, refund cheques will be posted on or before Tuesday, 9 July 2024 by ordinary post, at the respective Shareholders' own risk, to their registered addresses. Refund cheques in respect of wholly or partially unsuccessful applications for the excess Rights Shares (if any) are expected to be posted on or before Tuesday, 9 July 2024, by ordinary post to the applicants, at their own risk, to their registered addresses.

## **DISTRIBUTION OF THIS PAL AND THE OTHER PROSPECTUS DOCUMENTS**

The PAL shall only be despatched to the Qualifying Shareholders.

The Prospectus Documents will not be registered or filed under any applicable securities legislation of any jurisdictions other than Hong Kong. No action has been taken to permit the offering of the Rights Shares, or the distribution of the Prospectus Documents, in any territory other than Hong Kong. Accordingly, no person receiving a copy of any of the Prospectus Documents in any territory outside Hong Kong may treat it as an offer or invitation to apply for the Rights Shares, unless in a territory such an offer or invitation could lawfully be made without compliance with any registration or other legal or regulatory requirements thereof.

It is the responsibility of the Qualifying Shareholders outside Hong Kong wishing to make an application for the Rights Shares to satisfy himself/herself/itself before acquiring any rights to subscribe for the Rights Shares as to the observance of the laws and regulations of all relevant territories, including the obtaining of any governmental or other consents, and to pay any taxes and duties required to be paid in such territory in connected therewith. Any acceptance of or application for Rights Shares by any person will be deemed to constitute a representation and warranty from such person to the Company that these local laws and requirements have been fully complied with. If you are in doubt as to your position, you should consult your own professional advisers. The Company reserves the right to refuse to accept any application for the Rights Shares where it believes that doing so would violate the applicable securities legislation or other laws or regulations of any jurisdiction. For the avoidance of doubt, neither HKSCC nor HKSCC Nominees Limited will give, or be subject to, any of the above representation and warranty.

## **GENERAL**

Lodgment of this PAL with, where relevant, the "FORM OF TRANSFER AND NOMINATION" (Form B) 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 PALs and/or share certificates.

## **PERSONAL DATA COLLECTION – PAL**

By completing, signing and submitting this PAL, you agree to disclose to the Company, the Registrar and/or 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 (Chapter 486 of the Laws of Hong Kong) (the “**Ordinance**”) provides the holders of securities with rights to ascertain whether the Company or the Registrar holds their personal data, to obtain a copy of that data, and to correct any data that is inaccurate. In accordance with the Ordinance, the Company and the Registrar have the right to charge a reasonable fee for the processing of any data access request. All requests for access to data or correction of data or for information regarding policies and practices and the kinds of data held should be addressed to (i) the Company, at its principal place of business in Hong Kong at Suite A, 20/F, Wah Hen Commercial Centre, 383 Hennessy Road, 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 (ii) (as the case may be) the Registrar at its address set out above for the attention of Data Privacy Officer.

Yours faithfully,  
For and on behalf of  
**Futian Holdings Limited**  
**XIE Yang**  
*Chairman*

# FUTIAN HOLDINGS LIMITED

## 福田股份有限公司

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

(股份代號：8196)

敬啟者：

### 緒言

茲提述福田股份有限公司就供股刊發日期為2024年6月14日之章程(「章程」)。除文義另有所指外，本暫定配額通知書所用詞彙與章程所界定者具有相同涵義。根據章程所載條款，董事已按於記錄日期(即2024年6月13日(星期四))以閣下名義持有及登記每兩(2)股股份可獲發一(1)股供股股份之基準，按每股供股股份0.3港元之認購價向閣下暫定配發供股股份。閣下於記錄日期持有之股份列於表格甲之甲欄，而閣下獲暫定配發之供股股份數目列於表格甲之乙欄。

### 供股股份

供股股份一經配發、發行及悉數繳足，將在各方面與當時已發行股份享有同等權利，包括收取於繳足股款的供股股份配發日期或以後可能宣派、作出或派付的所有未來股息及分派的權利。於最後實際可行日期，概無放棄或同意放棄未來股息之安排。

待未繳股款及繳足股款供股股份獲准於聯交所上市及買賣並符合香港結算的股份接納規定後，未繳股款及繳足股款供股股份將獲香港結算接納為合資格證券，可由未繳股款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決定的其他日期起，在中央結算系統寄存、結算及交收。聯交所參與者之間於任何交易日進行的交易，必須在其後第二個交易日在中央結算系統內交收。在中央結算系統內進行的一切活動必須依照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進行。

供股須待章程「董事會函件－供股的條件」一節所載之條件獲達成後方可作實。倘該等條件未獲達成，供股將不會進行。

### 接納及付款手續

閣下如欲全數接納暫定配額，須不遲於2024年6月28日(星期五)下午四時正(香港時間)(或於惡劣天氣及／或極端情況下根據下文「惡劣天氣或極端情況對接納供股股份及繳付股款以及申請額外供股股份及繳付股款的最後時限的影響」一段所述之有關較後日期)，按暫定配額通知書所印列之指示將暫定配額通知書連同須於接納時全數繳足之股款，送達過戶登記處(地址為香港夏慤道16號遠東金融中心17樓)。所有股款須以港元支付，並以香港持牌銀行賬戶開出的支票或香港持牌銀行發出的銀行本票支付，以「**TRICOR INVESTOR SERVICES LIMITED - A/C NO. 017**」為收款人，並以「**只准入抬頭人賬戶**」劃線方式開出。

務請注意，除非原承配人或任何有效承讓暫定配額之人士不遲於2024年6月28日(星期五)下午四時正(香港時間)將已填妥之暫定配額通知書連同適當股款交回過戶登記處，否則暫定配額通知書下之有關暫定配額及一切權利及配額將被視為已遭拒絕及將予註銷，而該等供股股份將可供合資格股東以額外申請表格提出申請。本公司可全權酌情將未有按照有關指示填妥之暫定配額通知書視作有效及對交回有關表格或代表其交回有關表格之人士具有約束力。本公司可於較後階段要求相關申請人將未填妥之暫定配額通知書填妥。

### 申請認購額外供股股份

合資格股東可以額外申請方式申請(i)任何尚未出售的除外股東配額；(ii)已暫定配發但未獲接納的任何供股股份；及(iii)匯集零碎配額所產生的任何未售供股股份。

閣下須不遲於2024年6月28日(星期五)下午四時正(或於惡劣天氣及／或極端情況下根據下文「惡劣天氣或極端情況對接納供股股份及繳付股款以及申請額外供股股份及繳付股款的最後時限的影響」一節所述之有關較後日期及／或時間)，按照表格印備之指示填妥及簽署章程隨附之額外申請表格，連同就所申請額外供股股份應付之全數獨立股款一併交回過戶登記處(地址為香港夏慤道16號遠東金融中心17樓)，以提出申請。所有股款必須以支票或銀行本票以港元支付。支票須由香港持牌銀行賬戶開出，銀行本票亦須由香港持牌銀行發出，以「TRICOR INVESTOR SERVICES LIMITED - A/C NO. 045」為收款人，並以「只准入抬頭人賬戶」劃線方式開出。

### 轉讓

閣下如欲轉讓閣下根據本暫定配額通知書獲暫定配發之供股股份之全部認購權，必須填妥及簽署「轉讓及提名表格」(表格乙)，並將本暫定配額通知書送交承讓權利之人士或經手轉讓權利之人士。其後，承讓人須填妥及簽署「登記申請表格」(表格丙)，並須不遲於2024年6月28日(星期五)下午四時正(或於惡劣天氣及／或極端情況下根據下文「惡劣天氣或極端情況對接納供股股份及繳付股款以及申請額外供股股份及繳付股款的最後時限的影響」一段所述之有關較後時間或日期)將本暫定配額通知書整份連同表格甲內之丙欄所示接納時應繳付之全部股款送達過戶登記處卓佳證券登記有限公司(地址為香港夏慤道16號遠東金融中心17樓)。

### 分拆

閣下如僅欲接納部分暫定配額，或轉讓閣下根據本暫定配額通知書獲暫定配發之供股股份之部分認購權，或向超過一名人士轉讓閣下之部分或全部權利，則須不遲於2024年6月20日(星期四)下午四時三十分將原暫定配額通知書交回及送達過戶登記處卓佳證券登記有限公司(地址為香港夏慤道16號遠東金融中心17樓)予以註銷，過戶登記處將會註銷原暫定配額通知書並按所需數目發出新暫定配額通知書。新暫定配額通知書將可於閣下交回原暫定配額通知書後第二個營業日上午九時正後於上文所載過戶登記處之地址領取。務請注意，閣下轉讓認購相關供股股份的權利予承讓人以及承讓人接納有關權利須繳納香港從價印花稅。

### 惡劣天氣或極端情況對接納供股股份及繳付股款以及申請額外供股股份及繳付股款的最後時限的影響

倘於下列時間懸掛八號或以上熱帶氣旋警告信號或香港政府公佈超強颱風所引致的「極端情況」或「黑色」暴雨警告信號，則接納供股股份及繳付股款以及申請額外供股股份及繳付股款的最後時限將不會於2024年6月28日(星期五)下午四時正生效：

- (a) 於最後接納時限按計劃初步到期之日的中午十二時正前任何本地時間在香港生效但於中午十二時正後不再生效，則接納供股股份及繳付股款以及申請額外供股股份及繳付股款的最後時限將延長至同一營業日的下午五時正；或
- (b) 於最後接納時限按計劃初步到期之日的中午十二時正至下午四時正期間任何本地時間在香港生效，則接納供股股份及繳付股款以及申請額外供股股份及繳付股款的最後時限將重訂為下一個於上午九時正至下午四時正任何時間並無上述警告在香港生效的營業日下午四時正。

倘最後接納時限並未於2024年6月28日(星期五)下午四時正或之前生效，則本暫定配額通知書所述的日期可能受到影響。本公司將就供股預期時間表的任何變動在實際可行情況下盡快以公告方式知會股東。

### 零碎配額

本公司將不會暫定配發任何零碎供股股份，亦不會接納任何零碎供股股份的認購申請。所有零碎供股股份將被彙集，並向下湊整至最接近的整數。彙集零碎供股股份所產生的任何供股股份將可供合資格股東根據額外申請表格提出額外認購申請。

## 買賣股份及未繳股款供股股份之風險警告

股東應注意，股份已由2024年6月4日(星期二)起按除權基準買賣。未繳股款供股股份將於2024年6月18日(星期二)至2024年6月25日(星期二)期間(包括首尾兩日)買賣。

擬於供股之條件達成之日期前出售或購入股份及／或未繳股款供股股份之任何股東或其他人士將承擔供股可能無法成為無條件及未必進行之風險。股東及公眾人士於買賣股份時務請謹慎行事，且於2024年6月18日(星期二)至2024年6月25日(星期二)期間(包括首尾兩日)買賣任何未繳股款供股股份，將相應承擔供股可能無法成為無條件及未必進行之風險。建議擬買賣股份或未繳股款供股股份之任何股東或其他人士諮詢彼等本身之專業顧問。

## 支票及銀行本票

所有支票或銀行本票將於收訖後過戶，而有關款項賺取的所有利息將撥歸本公司所有。在不影響本公司與此有關的其他權利的情況下，本公司保留拒絕受理任何隨附支票及／或銀行本票於首次過戶時未獲兌現的暫定配額通知書的權利，而在該情況下，該暫定配額及其項下的一切權利將被視作已遭拒絕及將予註銷。閣下申請認購供股股份時須繳付準確股款金額，以及未繳足股款申請將不獲受理。填妥本暫定配額通知書並連同繳付供股股份之股款支票或銀行本票一併交回(不論由合資格股東或任何指定承讓人交回)，即表示閣下保證支票或銀行本票可於首次過戶時兌現。

## 供股股份的股票及供股的退款支票

待供股的條件獲達成後，預期繳足股款供股股份的股票將於2024年7月9日(星期二)或之前以平郵方式寄發至有權接收者的登記地址，郵誤風險概由彼等自行承擔。倘供股並未進行，則退款支票將於2024年7月9日(星期二)或之前以平郵方式寄發至有關股東的登記地址，郵誤風險概由彼等自行承擔。有關全部或部分未獲接納的額外供股股份申請的退款支票(如有)，預期將於2024年7月9日(星期二)或之前以平郵方式寄發至有關申請人的登記地址，郵誤風險概由彼等自行承擔。

## 派發本暫定配額通知書及其他章程文件

暫定配額通知書僅向合資格股東寄發。

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## 一般事項

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此 致

列位合資格股東 台照

代表  
福田股份有限公司  
主席  
謝楊  
謹啟

2024年6月14日