

AM GROUP HOLDINGS LIMITED

創世紀集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立的有限公司)

LISTING ON THE MAIN BOARD OF THE STOCK EXCHANGE OF HONG KONG LIMITED BY WAY OF SHARE OFFER

以股份發售方式
於香港聯合交易所有限公司
主板上市

Total number of Offer Shares : 200,000,000 Shares (subject to the Over-allotment Option)
Number of Public Offer Shares : 20,000,000 Shares (subject to reallocation)
Number of Placing Shares : 180,000,000 Shares (subject to reallocation and the Over-allotment Option)
Maximum Offer Price : HK\$0.70 per Offer Share plus brokerage of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)
Nominal value : HK\$0.01 per Share
Stock code : 1849

發售股份總數目 : 200,000,000 股股份 (視乎超額配股權行使與否而定)
公開發售股份數目 : 20,000,000 股股份 (可予重新分配)
配售股份數目 : 180,000,000 股股份 (可予重新分配及視乎超額配股權行使與否而定)
最高發售價 : 每股發售股份 0.70 港元，另加 1.0% 經紀佣金、0.0027% 證監會交易徵費及 0.005% 聯交所交易費 (須於申請時以港元繳足，多繳股款可予退還)
面值 : 每股股份 0.01 港元
股份代號 : 1849

Please read carefully the prospectus of AM Group Holdings Limited (the "Company") dated 13 June 2019 (the "Prospectus") (in particular, the section on "How to apply for the Public Offer Shares" of the Prospectus) and the guidelines on the back of this Application Form before completing this Application Form. Unless otherwise defined, capitalised terms and expressions used in this Application Form shall have the same meanings as those defined in the Prospectus.

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

A copy of this Application Form, together with a copy of each of the WHITE Application Form, the YELLOW Application Form, the Prospectus and the other documents specified under the paragraph headed "Documents delivered to the Registrar of Companies" in Appendix VI to the Prospectus have been registered by 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), Hong Kong Exchanges and Clearing Limited, the Stock Exchange, HKSCC, the Securities and Futures Commission of Hong Kong (the "SFC") and the Registrar of Companies in Hong Kong take no responsibility as to the contents of any of these documents.

Your attention is drawn to the paragraph headed "Personal Information Collection Statement" which sets out the policies and practices of the Company and its Hong Kong Branch Share Registrar in relation to personal data and compliance with the Personal Data (Privacy) Ordinance.

Nothing in this Application Form or the Prospectus constitutes an offer to sell or the solicitation of an offer to buy nor shall there be any sale of Public Offer Shares in any jurisdiction in which such offer, solicitation or sales would be unlawful. This Application Form and the Prospectus are not for distribution, directly or indirectly, in or into the United States, nor is this application an offer of Shares for sale in the United States. The Offer Shares have not been and will not be registered under the U.S. Securities Act or any state securities law in the United States and may not be offered, sold, pledged or transferred within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. The Offer Shares may only be offered and sold outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and the applicable laws of each jurisdiction where those offers and sales occur. No public offering of the Offer Shares will be made in the United States.

This Application Form and the Prospectus may not be forwarded or distributed or reproduced (in whole or in part) in any manner whatsoever in any jurisdiction where such forwarding, distribution or reproduction is not permitted under the law of that jurisdiction. This Application Form and the Prospectus are addressed to you personally. Any forwarding or distribution or reproduction of this Application Form or the Prospectus in whole or in part is unauthorized. Failure to comply with this directive may result in a violation of the U.S. Securities Act or the applicable laws of other jurisdictions.

To: AM GROUP HOLDINGS LIMITED
Altus Capital Limited
The Sole Global Coordinator
The Joint Bookrunners
The Joint Lead Managers
The Public Offer Underwriter

在填寫本申請表格前，請細閱創世紀集團控股有限公司（「本公司」）於二零一九年六月十三日刊發的招股章程（「招股章程」），尤其是招股章程「如何申請認購公開發售股份」一節，及本申請表格背面的指引。除非另有界定，否則本申請表格所用詞彙及表達與招股章程所界定者具相同涵義。

香港交易及結算所有限公司、香港聯合交易所有限公司（「聯交所」）及香港中央結算有限公司（「香港結算」）對本申請表格的內容概不負責，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依賴該等內容而引致的任何損失承擔任何責任。

本申請表格連同白色申請表格、黃色申請表格、招股章程及招股章程附錄六「送呈公司註冊處處長文件」一段所列的其他文件，已遵照香港法例第 32 章《公司（清盤及雜項條文）條例》第 342C 條的規定，送呈香港公司註冊處處長登記。香港交易及結算所有限公司、聯交所、香港結算、香港證券及期貨事務監察委員會（「證監會」）及香港公司註冊處處長對這些文件的內容概不負責。

閣下請留意「個人資料收集聲明」一段，當中載有本公司及其香港股份過戶登記分處有關個人資料及遵守《個人資料（私隱）條例》的政策及措施。

本申請表格或招股章程所載者概不構成或要約購買的誘說，而在任何作出有關要約、誘說或出售即屬違法的司法權區內，概不得出售任何公開發售股份。本申請表格及招股章程不得在美國境內直接或間接派發，而此項申請亦不是在美國出售股份的要約。發售股份並無亦將不會根據美國證券法或美國任何州證券法登記，且不得在美國境內發售、出售、抵押或轉讓；惟根據美國證券法及適用美國州證券法獲豁免登記規定或並非受該等登記規定規限的交易除外。發售股份依據美國證券法 S 規例以及進行發售及出售的各司司法權區適用法律僅可於離岸交易中在美國境外提呈發售及出售。將不會於美國進行發售股份的公開發售。

在任何根據有關司法權區法律不得發送、派發或複製本申請表格及招股章程之司法權區內，本申請表格及招股章程概不得以何方式發送或派發或複製（全部或部分）。本申請表格及招股章程僅致予閣下本人。概不得發送或派發或複製本申請表格或招股章程的全部或部分。如未能遵守此項指令，可能違反美國證券法或其他司法權區的適用法律。

致：創世紀集團控股有限公司
浩德融資有限公司
獨家全球協調人
聯席賬簿管理人
聯席牽頭經辦人
公開發售包銷商

1 We confirm that we have (i) complied with the Guidelines for Electronic Public Offerings and the Operational Procedures for HK eIPO White Form Applications submitted via banks/stockbrokers and all applicable laws and regulations (whether statutory or otherwise) in relation to the provision of our HK eIPO White Form services in connection with the Public Offer; and (ii) read the terms and conditions and application procedures set out in the Prospectus and this Application Form and agree to be bound by them. Applying on behalf of each of the underlying applicants to whom this application relates, we:

- **apply** for the number of Public Offer Shares set out below, on the terms and conditions of the Prospectus and this Application Form, and subject to the Memorandum and the Articles of Association;
- **enclose** payment in full for the Public Offer Shares applied for, including brokerage of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%;
- **confirm** that the underlying applicants have undertaken and agreed to accept the Public Offer Shares applied for, or any lesser number allocated to such underlying applicants on this application;
- **understand** that these declarations and representations will be relied upon by the Company, the Directors, the Sponsor, the Sole Global Coordinator, the Joint Bookrunners, the Joint Lead Managers and the Underwriters in deciding whether or not to make any allotment of Public Offer Shares in response to this application, and that the underlying applicants may be prosecuted if they made a false declaration;
- **authorise** the Company to place the name(s) of the underlying applicant(s) on the register of members of the Company as the holder(s) of any Public Offer Shares to be allotted to them, and the Company and/ or its agent (subject to the terms and conditions set out in this Application Form) to send any share certificate(s) by ordinary post at that underlying applicant's own risk to the address specified in the application instruction of that underlying applicant in accordance with the procedures prescribed in this Application Form, the designated website of the HK eIPO White Form Service Provider and the Prospectus;
- **request** that any e-Auto Refund payment instructions be despatched to the application payment bank accounts where the underlying applicant had paid the application monies from a single bank account;
- **request** that any refund cheque(s) be made payable to the underlying applicant(s) who had used multiple bank accounts to pay the application monies and to send any such refund cheque(s) by ordinary post at that underlying applicant's own risk to the address specified in the application instruction of that underlying applicant in accordance with the procedures prescribed in this Application Form, the designated website of the HK eIPO White Form Service Provider and the Prospectus;
- **confirm that each underlying applicant has read** the terms and conditions and application procedures set out in this Application Form, at the designated website of the HK eIPO White Form Service Provider at www.hkeipo.hk and in the Prospectus and agrees to be bound by them;
- **represent, warrant and undertake** that the allotment of or application for the Public Offer Shares to or by each underlying applicant for whose benefit this application is made would not require the Company to comply with any requirements under any law or regulation (whether or not having the force of law) of any territory outside Hong Kong; and
- **agree** that this application, any acceptance of it and the resulting contract, will be governed by and construed in accordance with the laws of Hong Kong.

Signature 簽名:

Name of applicant 申請人姓名:

吾等確認，吾等已 (i) 遵守電子公開發售指引及經由銀行／股票經紀提交網上白表申請之操作程序以及與吾等就公開發售提供網上白表服務有關的所有適用法例及規例（法定或其他）；及 (ii) 細閱招股章程及本申請表格所載的條款及條件及申請手續，並同意受其約束。為代表與本申請有關的每一相關申請人作出申請，吾等：

- 按照招股章程及本申請表格的條款及條件，並在組織章程大綱及細則的規限下，申請以下數目的公開發售股份；
- 隨附申請公開發售股份所需的全數付款（包括 1.0% 經紀佣金、0.0027% 證監會交易徵費及 0.005% 聯交所交易費）；
- 確認相關申請人已承諾及同意接納彼等根據本申請所申請或彼等根據本申請獲分配的任何較少數目公開發售股份；
- 明白 貴公司、董事、保薦人、獨家全球協調人、聯席賬簿管理人、聯席牽頭經辦人及包銷商將依賴此等聲明及陳述，以決定是否就本申請配發任何公開發售股份，及相關申請人如作出虛假聲明，可能會遭受檢控；
- 授權 貴公司將相關申請人的姓名／名稱列入 貴公司股東名冊內，作為任何將配發予相關申請人的公開發售股份的持有人，且 貴公司及／或其代理將（在符合本申請表格所載的條款及條件的情況下）根據本申請表格、網上白表服務供應商指定網站及招股章程所載程序按相關申請人的申請指示所指定的地址以普通郵遞方式寄發任何股票，郵誤風險概由該相關申請人承擔；
- 要求將任何電子自動退款指示發送到相關申請人以單一銀行賬戶繳交申請股款的申請付款銀行賬戶內；
- 要求任何以多個銀行賬戶繳交申請股款的申請人的退款支票以相關申請人為抬頭人，並根據本申請表格、網上白表服務供應商指定網站及招股章程所述程序將任何有關退款支票以普通郵遞方式寄發到相關申請人的申請指示所指定的地址，郵誤風險概由相關申請人承擔；
- 確認各相關申請人已細閱本申請表格、網上白表服務供應商指定網站 www.hkeipo.hk 及招股章程所載的條款、條件及申請手續，並同意受其約束；
- 聲明、保證及承諾向各相關申請人或由各相關申請人或為其利益而提出本申請的人士配發或申請公開發售股份，不會引致 貴公司須遵從香港以外任何地區的任何法律或規例的任何規定（不論是否具有法律效力）；及
- 同意本申請、對本申請的任何接納及據此訂立的合約，將受香港法例管轄及按其詮釋。

Date 日期:

Capacity 身份:

2 We, on behalf of the underlying applicants, offer to purchase 吾等（代表相關申請人）提出認購

Total number of Shares 股份總數

Public Offer Shares on behalf of the underlying applicants whose details are contained in the read only CD-ROM submitted with this Application Form.

代表相關申請人提出認購的公開發售股份（申請人的詳細資料載於連同本申請表格遞交的唯讀光碟）。

3 A total of 隨附合共
are enclosed for a total sum of 總金額為

HKS

港元

Cheque(s) 張支票

Cheque number(s) 支票編號

4 Please use BLOCK letters 請用正楷填寫

Name of HK eIPO White Form Service Provider 網上白表服務供應商名稱			
Chinese Name 中文名稱	HK eIPO White Form Service Provider ID 網上白表服務供應商身份證明號碼		
Name of contact person 聯絡人姓名	Contact number 聯絡電話號碼	Fax number 傳真號碼	
Address 地址	For Broker use 此欄供經紀填寫 Lodged by 申請由以下經紀遞交		
	Broker No. 經紀號碼		
	Broker's Chop 經紀印章		

For Bank Use 此欄供銀行填寫

