

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

IMPORTANT
重要提示

THIS PROVISIONAL ALLOTMENT LETTER (THE "PAL") IS VALUABLE AND TRANSFERABLE AND REQUIRES YOUR IMMEDIATE ATTENTION. THE OFFER CONTAINED IN THIS PAL AND THE ACCOMPANYING EXCESS APPLICATION FORM (THE "EAF") EXPIRES AT 4:00 P.M. ON FRIDAY, 5 FEBRUARY 2016.

本暫定配額通知書(「暫定配額通知書」)乃有價值及可轉讓，並須閣下即時處理。本暫定配額通知書及隨附的額外申請表格(「額外申請表格」)所載的要約將於二零一六年二月五日(星期五)下午四時正截止。

IF YOU ARE IN ANY DOUBT AS TO ANY ASPECT OF THIS PAL, OR AS TO THE ACTION TO BE TAKEN, OR IF YOU HAVE SOLD ALL OR PART OF YOUR SHARES IN HANISON CONSTRUCTION HOLDINGS LIMITED (THE "COMPANY"), YOU SHOULD CONSULT YOUR STOCKBROKER OR OTHER REGISTERED SECURITIES DEALER, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISERS.

閣下如對本暫定配額通知書的任何方面或應採取之行動有任何疑問，或閣下如已出售興勝創建控股有限公司(「本公司」)之全部或部份股份，應諮詢閣下的股票經紀或其他註冊證券商、銀行經理、律師、專業會計師或其他專業顧問。

REFERENCE IS MADE TO THE PROSPECTUS (THE "PROSPECTUS") ISSUED BY THE COMPANY DATED 22 JANUARY 2016 IN RELATION TO THE RIGHTS ISSUE. TERMS DEFINED IN THE PROSPECTUS SHALL HAVE THE SAME MEANINGS WHEN USED HEREIN UNLESS THE CONTEXT OTHERWISE REQUIRES.

茲提述本公司於二零一六年一月二十二日就供股刊發之章程(「供股章程」)，除文義另有所指外，供股章程所界定詞彙與本通知書所採用者具有相同涵義。

A copy of the Prospectus, together with copies of this PAL, the EAF and the written consent of Deloitte Touche Tomhatsu, 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), the Registrar of Companies in Hong Kong and the SFC take no responsibility as to the contents of any of the documents referred to above.

供股章程連同本暫定配額通知書、額外申請表格及擔動、關黃陳方會計師行之書面同意書，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及證監會對任何上述文件之內容概不負責。

Dealings in the Shares and Rights Shares in their nil-paid and fully-paid forms may be settled through CCASS operated by HKSCC and you should consult your stockbroker or other registered securities dealer, bank manager, solicitor, professional accountant or other professional advisers for details of those 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香港結算營運之中央結算系統進行交易，有關該等交易安排之詳情以及該等安排閣下之權利及權益可能造成之影響，敬請諮詢閣下之股票經紀或其他註冊證券交易商、銀行經理、律師、專業會計師或其他專業顧問。

Subject to the granting of the listing of, and permission to deal in, the Rights Shares in both 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 on the Stock Exchange or such other date as determined by HKSCC. Settlement of transactions between the participants of the Stock Exchange on any trading day is required to take place in CCASS on the second trading day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

倘未繳股款及繳足股款供股股份獲准於聯交所上市及買賣，並符合香港結算之證券收納規定，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，自供股股份於聯交所之各自開始買賣日期或於香港結算訂定之其他日期起，可於中央結算系統內寄存、結算及交收。聯交所參與者之間於任何交易日的交易必須於其後第二個交易日於中央結算系統交收。於中央結算系統進行之所有活動均須依據不時有效之《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。

Hong Kong Exchanges and Clearing Limited, the Stock Exchange and HKSCC take no responsibility for the contents of this PAL, 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 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聲明，並明確表示，概不股本暫定配額通知書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。



興勝創建控股有限公司
HANISON CONSTRUCTION HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立之有限公司)

(Stock Code: 00896)

(股份代號: 00896)

Registrar:

Computershare Hong Kong Investor Services Limited
Shops 1712-1716, 17/F, Hopewell Centre
183 Queen's Road East
Wan Chai, Hong Kong

Registered Office:

P.O. Box 309, Uglad House,
Grand Cayman, KY1-1104,
Cayman Islands

註冊辦事處:

P.O. Box 309, Uglad House,
Grand Cayman, KY1-1104,
Cayman Islands

Principal place of business in Hong Kong:

Unit 1, 4/F, Block B,
Shatin Industrial Centre,
5-7 Yuen Shun Circuit, Shatin,
New Territories, Hong Kong

香港主要營業地點:

香港新界
沙田源順圍5-7號
沙田工業中心
B座4樓一室

RIGHTS ISSUE OF HANISON CONSTRUCTION HOLDINGS LIMITED
OF 345,231,025 RIGHTS SHARES AT THE SUBSCRIPTION PRICE
OF HK\$1.00 EACH ON THE BASIS OF ONE RIGHTS SHARE
FOR EVERY TWO EXISTING SHARES HELD ON THE RECORD DATE

興勝創建控股有限公司
以每股港幣1.00元之認購價按於記錄日期
每持有兩股現有股份獲發一股供股股份之基準
發行345,231,025股供股股份

PAYABLE IN FULL ON ACCEPTANCE NOT LATER THAN 4:00 P.M. ON FRIDAY, 5 FEBRUARY 2016
股款須於二零一六年二月五日(星期五)下午四時正前接納時全數繳足

PROVISIONAL ALLOTMENT LETTER
暫定配額通知書

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

[Blank box for shareholder name and address]

Number of Share(s) registered in your name(s) on Tuesday, 12 January 2016
於二零一六年一月十二日(星期二)登記於閣下名下的股份數目

BOX A
甲欄

[Blank box for Box A]

Number of Rights Shares provisionally allotted to you subject to payment in full on acceptance not later than 4:00 p.m. on Friday, 5 February 2016
暫定配發予閣下的供股股份數目，股款須於二零一六年二月五日(星期五)下午四時正前接納時繳足

BOX B
乙欄

[Blank box for Box B]

Total subscription monies payable
應繳認購股款總額

BOX C
丙欄
HK\$
港幣

[Blank box for Box C]

Name of bank on which cheque/cashier's order is drawn:

支票/銀行本票的付款銀行名稱: _____

Cheque/cashier's order number:

支票/銀行本票號碼: _____

Please insert your contact telephone no.:

請填上閣下聯絡電話號碼: _____

TO ACCEPT THIS PROVISIONAL ALLOTMENT OF RIGHTS SHARES IN FULL, YOU MUST LODGE THIS PAL INTACT WITH THE REGISTRAR, COMPUTERSHARE HONG KONG INVESTOR SERVICES LIMITED, AT SHOPS 1712-1716, 17/F, HOPEWELL CENTRE, 183 QUEEN'S ROAD EAST, WAN CHAI, HONG KONG, TOGETHER WITH A REMITTANCE FOR THE FULL AMOUNT PAYABLE ON ACCEPTANCE SHOWN IN BOX C ABOVE SO AS TO BE RECEIVED BY THE REGISTRAR NOT LATER THAN 4:00 P.M. FRIDAY, 5 FEBRUARY 2016. ALL REMITTANCES MUST BE MADE BY CHEQUE OR CASHIER'S ORDER IN HONG KONG DOLLARS. CHEQUES MUST BE DRAWN ON A BANK ACCOUNT WITH, AND CASHIER'S ORDERS MUST BE ISSUED BY, A LICENSED BANK IN HONG KONG AND MADE PAYABLE TO "HANISON CONSTRUCTION HOLDINGS LTD - PROVISIONAL ALLOTMENT ACCOUNT" AND CROSSED "ACCOUNT PAYEE ONLY". INSTRUCTIONS ON TRANSFER AND SPLITTING ARE SET OUT IN AN ENCLOSED SEPARATE SHEET. NO RECEIPT WILL BE GIVEN FOR SUCH REMITTANCES.

閣下如欲接納全部供股股份的暫定配額，須將本暫定配額通知書連同上文內欄所示須於接納時繳付並由股份過戶登記處香港中央證券登記有限公司(地址為香港灣仔皇后大道東183號合和中心17樓1712-1716號舖)收取的全數股款，於二零一六年二月五日(星期五)下午四時正前交回上述股份過戶登記處。所有股款須以港幣支票或銀行本票繳付。支票須以香港之持牌銀行戶口開出，而銀行本票須由香港之持牌銀行發出，並註明抬頭人為「HANISON CONSTRUCTION HOLDINGS LTD - PROVISIONAL ALLOTMENT ACCOUNT」，以「只准入抬頭人賬戶」劃線方式開出。有關轉讓及分拆之說明載於隨附文件。本公司將不另發股款收據。

The Rights Issue is conditional upon, amongst others, (i) the Underwriting Agreement becoming unconditional and not being terminated; and (ii) permission to deal in and listing of all Rights Shares (in their nil-paid and fully-paid forms) being granted by the Stock Exchange and not being withdrawn or revoked prior to the Latest Time for Termination. If any of the conditions (as set out in the section headed "Letter from the Board - Conditions to the Rights Issue and the Underwriting Agreement" in the Prospectus) of the Rights Issue is not fulfilled, the Rights Issue will not proceed.

供股須待，其中包括(i)包銷協議成為無條件及並無被終止；及(ii)聯交所批准所有供股股份(未繳股款及繳足股款)上市及買賣，且於最後終止時間前無撤回或撤銷有關批准後，方可作實。倘供股章程「董事會函件-供股及包銷協議的條件」一節所述之任何供股條件未能達成，則供股將不會進行。

The Underwriter has the right under the Underwriting Agreement to rescind or terminate the Underwriting Agreement by notice to the Company at any time prior to 4:00 p.m. on the Settlement Date, in certain circumstances set out in the Underwriting Agreement. Details of the circumstances in which the Underwriter has the right to terminate the Underwriting Agreement are set out below in this PAL in the section headed "Termination of the Underwriting Agreement".

根據包銷協議，包銷商有權在包銷協議內所載之若干情況下，隨時於交收日期下午四時正前之任何時間向本公司發出通知終止或撤銷包銷協議。包銷商有權終止包銷協議之情況詳情，載於本暫定配額通知書下文「終止包銷協議」一節。

If prior to 4:00 p.m. on the Settlement Date, the Underwriter terminates the Underwriting Agreement, the Rights Issue will not proceed.

倘包銷商於交收日期下午四時正前終止包銷協議，則供股將不會進行。

THIS FORM IS NOT FOR PUBLICATION, RELEASE OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE SPECIFIED TERRITORIES.

本表格不可直接或間接在或向指明地區刊發、發放或派發。

Shareholders should note that the existing Shares have been dealt in on an ex-rights basis on the Stock Exchange from Monday, 4 January 2016. The Rights Shares in their nil-paid form will be dealt in from Tuesday, 26 January 2016 to Tuesday, 2 February 2016 (both days inclusive).

股東須注意，現有股份已由二零一六年一月四日(星期一)起於聯交所按除權基準買賣。未繳股款供股股份將由二零一六年一月二十六日(星期二)至二零一六年二月二日(星期二)(包括首尾兩日)買賣。

Any dealings in the Shares from the date of the Prospectus up to the date on which all the conditions of the Rights Issue are fulfilled, which is currently expected to be 4:00 p.m. on Tuesday, 16 February 2016, and any dealings in the Rights Shares in their nil-paid form between Tuesday, 26 January 2016 to Tuesday, 2 February 2016 (both days inclusive) are accordingly subject to the risk that the Rights Issue may not become unconditional or may not proceed. Shareholders and potential investors should therefore exercise caution when dealing in the Shares or Rights Shares in their nil-paid form, and if they are in any doubt about their position, they are recommended to consult their professional advisers.

於供股章程日期至供股之條件全部達成之日(現時預期為二零一六年二月十六日(星期二)下午四時正)期間買賣股份，及於二零一六年一月二十六日(星期二)至二零一六年二月二日(星期二)(包括首尾兩日)期間買賣未繳股款供股股份，將承受供股可能不會成為無條件或可能不會進行之風險。因此，股東及潛在投資者於買賣股份或未繳股款供股股份時，務必審慎行事，如彼等對其情況有任何疑問，務請諮詢其專業顧問。

IN THE EVENT OF TRANSFER OF RIGHT(S) TO SUBSCRIBE FOR RIGHTS SHARE(S), 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 AD VALOREM STAMP DUTY. EVIDENCE OF PAYMENT OF AD VALOREM STAMP DUTY WILL BE REQUIRED BEFORE REGISTRATION OF ANY TRANSFER OF THE ENTITLEMENT(S) TO THE RIGHTS SHARE(S) REPRESENTED BY THIS DOCUMENT.

如轉讓可認購供股股份的認購權，每項買賣均須繳付從價印花稅。除以出售形式外，饋贈或轉讓實益擁有的權益亦須繳付從價印花稅。在登記轉讓本文件代表之供股股份配額之前，須出示已繳付從價印花稅的證明。

FORM OF TRANSFER AND NOMINATION

Form B
表格乙

轉讓及提名表格

(To be completed and signed only by the Qualifying Shareholder(s) who wish(es) to transfer all of his/her/their right(s) to subscribe for the Rights Share(s) comprised herein)
(僅供有意轉讓其認購本暫定配額通知書所列供股股份權利之合資格股東填寫及簽署)

To: The Directors
Hanison Construction Holdings Limited
致：興勝創建控股有限公司
列位董事 台照

Dear Sirs,
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列本人／吾等的供股股份的認購權悉數轉讓予接受此權利並簽署下列登記申請表格（表格丙）的人士。

1. 2. 3. 4.

Signature(s) (all joint Shareholders must sign)
簽署（所有聯名股東均須簽署）

Date: 2016

日期：二零一六年 月 日

Stamp duty is payable by the transferor(s) if this form is completed.
填妥此表格後，轉讓人須繳付印花稅。

Form C
表格丙

REGISTRATION APPLICATION FORM

登記申請表格

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

To: The Directors
Hanison Construction Holdings Limited (the "Company")
致：興勝創建控股有限公司（「貴公司」）
列位董事 台照

Dear Sirs,
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供股章程所載條款，以及在 貴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 one address only. For Chinese applicant, please provide your name in both English and Chinese.
請用英文正楷填寫。聯名申請人只須填報一個地址。華裔申請人須填寫中英文姓名。

Name in English 英文姓名	Family name 姓氏	Other name(s) 名字	Name in Chinese 中文姓名
Name continuation and/or full name(s) of joint applicant(s) (if applicable) 姓名（續）及或聯名申請人 全名（如適用）			
Address in English 英文地址			
Occupation 職業		Tel. No. 電話號碼	
Dividend Instructions 股息指示			
Name and address of bank 銀行名稱及地址			Bank Account no. 銀行賬戶號碼
		BANK 銀行	BRANCH 分行
		ACCOUNT 賬戶	

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: 2016

日期：二零一六年 月 日

Ad valorem stamp duty is payable by the transferee(s) if this form is completed.
填妥此表格後，承讓人須繳付從價印花稅。

