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This document is the Form of Acceptance referred to in the scheme document addressed to the Shareholders and the holders of the Outstanding Share Awards dated 30 July 2021 (the “**Scheme Document**”) for use by the holders of the Outstanding Share Awards to declare their choice in respect of the Share Award Offer. You should read it in conjunction with the Scheme Document and the Share Award Offer Letter dated 30 July 2021 sent by the Offeror in relation to the Share Award Offer.

If you fail to sign and/or return this Form of Acceptance in accordance with the instructions set out in this Form of Acceptance, you will be treated as if you had returned a duly completed and executed Form of Acceptance with the “Reject” box ticked in respect of each Outstanding Share Award that you hold as at the Scheme Record Date.

Terms defined in the Scheme Document have the same meanings as in this Form of Acceptance.



**PROPOSAL FOR THE PRIVATISATION OF
CHONG HING BANK LIMITED BY YUE XIU ENTERPRISES (HOLDINGS) LIMITED
BY WAY OF A SCHEME OF ARRANGEMENT UNDER
SECTION 673 OF THE COMPANIES ORDINANCE**

SHARE AWARD OFFER

FORM OF ACCEPTANCE

If you are in any doubt as to any aspect of this Form of Acceptance or as to the action to be taken, you should consult a licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

You should return the duly completed and executed Form of Acceptance to the Offeror at 26/F., Yue Xiu Building, 160 Lockhart Road, Wanchai, Hong Kong for the attention of the Offeror and marked “Chong Hing Bank Limited – Share Award Offer” **by no later than 4:00 p.m. on Monday, 11 October 2021 (or such other date and time as may be notified to you by or on behalf of the Offeror).**

Before returning the Form of Acceptance to the Offeror, please ensure that you have completed and signed the Form of Acceptance and that your signature has been witnessed.

To: The Offeror and the Company

With reference to the Share Award Offer made by the Offeror dated 30 July 2021, I hereby declare my choice in respect of the Share Award Offer by ticking the relevant box below in respect of each of the Outstanding Share Award that I hold as at the Scheme Record Date on the terms and subject to the conditions set out in the Share Award Offer (Note 1):

ACCEPT	
REJECT*	

* Please note that if you reject the Share Award Offer, as the original purpose of the Share Award Scheme was to award Shares that are listed on the Stock Exchange as an incentive to eligible employees of the Group and the Shares will no longer be listed on the Stock Exchange following the withdrawal of the listing of the Shares on the Stock Exchange, the Board will therefore exercise its discretion under the Share Award Scheme to terminate the Share Award Scheme and cancel any Share Awards which remain outstanding and which you hold following the Effective Date, each with effect from a date falling on or after the Effective Date, in accordance with the terms and conditions of the Share Award Scheme. If you reject the Share Award Offer, you will also not receive any cash consideration under the Share Award Offer in respect of the Outstanding Share Award(s) which you hold as at the Scheme Record Date.

By signing and returning this Form of Acceptance, I:

- (a) confirm that I have read, understood and agreed to the terms and conditions of the Share Award Offer (including, without limitation, those set out in the Scheme Document, the Share Award Offer Letter and this Form of Acceptance), and that I have received the Scheme Document, the Share Award Offer Letter and this Form of Acceptance;
- (b) confirm that all the Outstanding Share Award(s) held by me in respect of which I accept the Share Award Offer are valid and subsisting, free from all liens, charges, mortgages and third party interests of any nature whatsoever;
- (c) confirm that all local laws and requirements applicable to the Share Award Offer have been complied with;
- (d) acknowledge that I cease to have any rights or obligations, and waive all rights and claims against any party (including the Offeror and the Company), in respect of all Outstanding Share Award(s) I hold in respect of which I accept the Share Award Offer, and I agree that all rights and obligations under all Outstanding Share Award(s) held by me in respect of which I accept the Share Award Offer will be cancelled;
- (e) confirm that any acceptance of the Share Award Offer cannot be withdrawn or altered;
- (f) authorise the Company and the Offeror, jointly and severally, or any director or officer of the Company or the Offeror or any agent of such person to do all acts and things and to execute any document as may be necessary or desirable to give effect to or in consequence of my acceptance of the Share Award Offer, and I hereby undertake to execute any further assurance that may be required in respect of such acceptance (including consenting to the Company, the Board or the Offeror, as applicable, exercising its rights to amend the terms of my Outstanding Share Award(s) to enable such Outstanding Share Award(s) to be cancelled in exchange for the payment by the Offeror of the Share Award Offer Price for each such Outstanding Share Award); and
- (g) undertake to confirm and ratify any action properly or lawfully taken on my behalf by any attorney or agent appointed by or pursuant to the Share Award Offer Letter or this Form of Acceptance.

This Form of Acceptance shall be governed by and construed in accordance with the laws of Hong Kong.

Signature of the Outstanding Share Award Holder: Witness' Signature:

_____ (Note 2)

_____ (Note 3)

Name of the Outstanding Share Award Holder:

Witness' Name:

Date:

Witness' Identity Card Number:

Notes:

1. *This Form of Acceptance is subject to the terms and conditions of the Share Award Offer as set out in the Share Award Offer Letter dated 30 July 2021 sent by the Offeror in relation to the Share Award Offer. The Share Award Offer is made in respect of each of the Outstanding Share Award that you hold as at the Scheme Record Date.*
2. *Please sign at the place indicated to signify your choice in respect of the Share Award Offer and insert the date of signing. If you fail to sign and/or return this Form of Acceptance in accordance with the instructions set out in this Form of Acceptance, you will be treated as if you had returned a duly completed and executed Form of Acceptance with the "Reject" box ticked in respect of each of the Outstanding Share Award held by you as at the Scheme Record Date.*
3. *The witness must be physically present when you sign this Form of Acceptance. The witness should be an individual, but should not be a close relative of yours, a minor, a bankrupt or a person of unsound mind.*
4. *You are recommended to consult your professional advisers if you are in any doubt as to the taxation implications of the Share Award Offer and, in particular, whether the receipt of the Share Award Offer Price under the Share Award Offer will make you liable to taxation in Hong Kong or in other jurisdictions. If you are not resident in Hong Kong, the acceptance of the Share Award Offer or the receipt of the Share Award Offer Price for acceptance of the Share Award Offer may be subject to the laws of the relevant jurisdiction in which you are located. You should inform yourself about and observe any applicable legal and regulatory requirements. If you wish to accept the Share Award Offer, it is your responsibility to satisfy yourself as to the full observance of the laws of your own jurisdiction in connection therewith, including the obtaining of any governmental or exchange control or other consents which may be required, or the compliance with other necessary formalities and the payment of any issue, transfer or other taxes due in such jurisdiction.*