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Unless the context otherwise requires, terms used herein shall bear the same meanings as defined in the composite offer and response document dated 30 March 2007 (the “**Composite Document**”) issued jointly by Linmark Group Limited and RI Special Holdings Bermuda Limited.

FORM OF ACCEPTANCE AND CANCELLATION FOR USE IF YOU WANT TO ACCEPT THE OPTION OFFER.



FORM OF ACCEPTANCE AND CANCELLATION OF LINMARK SHARE OPTIONS

THIS FORM OF ACCEPTANCE AND CANCELLATION IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to any aspect of this form of acceptance and cancellation or as to the action to be taken, you should consult your licensed securities dealer or registered institution in securities, a bank manager, solicitor, professional accountant or other professional adviser.

This form of acceptance and cancellation should be read in conjunction with the Composite Document. The provisions of Appendix I to the Composite Document are incorporated into and form part of this form of acceptance and cancellation.

To accept the Option Offer made by ABN AMRO on behalf of RI Special Holdings Bermuda Limited, you should complete and sign this form of acceptance and cancellation and forward this form, together with the option certificate(s) of the Linmark Share Options for not less than the number of Linmark Share Options in respect of which you intend to accept the Option Offer, by post or by hand to Ms. Brenda Cheung, the company secretary of Linmark at the branch office of Linmark in Hong Kong at Suites 401–409, Jardine House, 1 Connaught Place, Central, Hong Kong, marked “**Linmark Option Offer**” on the envelope, as soon as possible and in any event so as to reach the company secretary of Linmark at the aforesaid address by no later than 4:00 p.m. on Friday, 20 April 2007 (or such later time and/or date as the Offeror may determine and announce as permitted under the Takeovers Code). No acknowledgement of receipt of any form of acceptance and cancellation and/or the option certificate(s) of the Linmark Share Options (if any) will be given.

To: **Linmark, ABN AMRO and the Offeror**

I (name) _____ of (address) _____

hereby accept the Option Offer made by ABN AMRO on behalf of the Offeror and agree, for the consideration of HK\$0.001 per Linmark Share Option in cash, to the cancellation of the Linmark Share Option(s) granted to me to subscribe for Linmark Share(s), the details of which are set out below.

Option Certificate No.	No. of Linmark Share Option(s) ⁽²⁾	No. of Linmark Share(s) ⁽³⁾	Exercise price per Linmark Share (HK\$)

The option certificate(s) (if any) relating to such Linmark Share Option(s) is/are enclosed herewith for Linmark’s cancellation⁴.

Dated this _____ day of _____ 2007.

Signature of the
abovementioned Linmark Optionholder

- Notes:
1. Please insert full name and address in **BLOCK CAPITALS**.
 2. Please insert the number of Linmark Share Option(s).
 3. Please insert the number of Linmark Share(s) in respect of which the Linmark Share Option(s) to subscribe is/are surrendered for cancellation. If no number is inserted or a number in excess of your registered holding of the Linmark Share Option(s) is inserted on this form of acceptance and cancellation and you have signed this form, you will be deemed to have accepted the Option Offer in respect of your entire holding of Linmark Share Option(s).
 4. If the number of Linmark Share Option(s) surrendered for cancellation is less than the number of Linmark Share Option(s) held by the Linmark Optionholder, Linmark will provide a confirmation letter in relation to the balance of the Linmark Share Option(s) to such Linmark Optionholder.

Form of Acceptance and Cancellation of Linmark Share Options

To: Linmark, ABN AMRO and the Offeror

1. My execution of this form of acceptance and cancellation shall constitute:
- (a) my acceptance of the Option Offer made by ABN AMRO on behalf of the Offeror, as contained in the Composite Document, for the consideration and on and subject to the terms and conditions therein and herein mentioned, in respect of the number of Linmark Share Option(s) specified in this form of acceptance and cancellation or, if no such number is specified or a number in excess of my registered holding of the Linmark Share Option(s) is specified, I shall be deemed to have accepted the Option Offer in respect of my entire holding of Linmark Share Option(s);
 - (b) my undertaking to execute such further documents and to do such acts and things by way of further assurance as may be necessary or desirable to cancel my Linmark Share Option(s) tendered for cancellation under the Option Offer;
 - (c) my irrevocable instruction and authority to the Offeror and/or ABN AMRO or their respective agent(s) to send a cheque crossed “Not negotiable — account payee only” drawn in my favour for the cash consideration to which I shall have become entitled under the terms of the Option Offer by ordinary post at my own risk to the person and the address stated below or, if no name and address is stated below to me at the registered address shown in the register of Linmark Optionholders.
(Insert name and address of the person to whom the cheque is to be sent if different from the registered Linmark Optionholder)
Name: (in block capitals)
Address: (in block capitals)
 - (d) my irrevocable instruction and authority to the Offeror and/or ABN AMRO or such person or persons as they may direct to complete and execute any document on my behalf and to do any other act that may be necessary or expedient for the purposes of cancelling the Linmark Share Option(s) tendered for cancellation under the Option Offer; and
 - (e) my agreement to ratify each and every act or thing which may be done or effected by the Offeror and/or ABN AMRO or their respective agents or such person or persons as it/they may direct on the exercise of any of the authorities contained herein.
2. I understand that my acceptance of the Option Offer will constitute a warranty by me to the Offeror that the Linmark Share Option(s) specified in this form of acceptance and cancellation is/are free from all liens, charges, options, claims, equities, adverse interests, third party rights or encumbrances whatsoever and renounced together with all rights accruing or attaching thereto as at the date of the Announcement or subsequently becoming attached to them.
3. In the event that my acceptance is not valid, or is treated as invalid, in accordance with the terms of the Option Offer, all instructions, authorisations and undertakings contained in paragraph 1 above shall cease and in which event, I authorise and request you or any one of you to return my certificate(s) of Linmark Share Option(s), together with this form of acceptance and cancellation duly cancelled, by ordinary post at my own risk to the person and address stated in 1(c) above or if no name and address is stated, to me at the registered address shown in the register of Linmark Optionholders.
4. I enclose the relevant certificate(s) of Linmark Share Option(s) for the whole or part of my holding of outstanding Linmark Share Option(s) which is/are to be held by you on the terms and conditions of the Option Offer. I understand that no acknowledgement of receipt of any form(s) of acceptance and cancellation and certificate(s) of Linmark Share Option(s) will be given.

接納及註銷林麥購股權表格

致：林麥、荷銀及收購人

1. 本人簽署本接納及註銷表格即表示：
- (a) 本人按綜合文件及本表格所載代價及條款與條件，就本接納及註銷表格所列明之林麥購股權數目接納由荷銀代表收購人提出並載於綜合文件中之購股權收購要約，或如未有列明數目或所列數目多於本人登記持有之林麥購股權，則本人將被視為就名下全部林麥購股權數目接納購股權收購要約；
 - (b) 本人承諾於必要或適當時簽署其他文件並辦理其他手續，以註銷本人根據購股權收購要約而提呈以供註銷之林麥購股權；
 - (c) 本人不可撤回地指示並授權收購人及／或荷銀或彼等各自之代理人將本人按購股權收購要約之條款應得之現金代價以「不得轉讓 — 只入抬頭人賬戶」方式劃線開出支票予本人，然後以平郵方式寄予下文所列人士及地址（或如未有於下欄列明姓名及地址，則按林麥購股權持有人名冊所登記之地址寄予本人）郵誤風險由本人承擔。
（倘收取支票之人士有別於登記林麥購股權持有人，則請在本欄填上接收支票人士之姓名及地址。）
姓名：（請用正楷）
地址：（請用正楷）
 - (d) 本人不可撤回地指示並授權收購人及／或荷銀或彼等就此指定之人士，代表本人填妥及簽署任何文件，並採取任何必要或權宜之行動，以註銷本人根據購股權收購要約而提呈以供註銷之林麥購股權；及
 - (e) 本人同意追認收購人及／或荷銀或彼等各自之代理人或彼等指定人士於行使本表格所載任何授權時可能作出或進行之各種行動或事宜。
2. 本人明白本人接納購股權收購要約將代表本人向收購人保證，本接納及註銷表格所列之林麥購股權概不附帶任何形式之留置權、抵押、購股權、索償、衡平權、不利權益、第三方權利或產權負擔，並將會連同於該公佈日期當日所累積或附帶或其後所附帶的所有權利一併註銷及放棄。
3. 倘按購股權收購要約之條款本人之接納屬無效或被視為無效，則上文第1段所載之所有指示、授權及承諾均會失效。在此情況下，本人授權並懇請 閣下或 閣下任何一人將本人之林麥購股權的證書連同已正式註銷之本接納及註銷表格以平郵方式送回上文1(c)段所列人士及地址，或倘並無列出姓名及地址，則送到本人於林麥購股權持有人登記冊上所登記的地址，郵誤風險由本人承擔。
4. 本人茲附上本人持有之全部或部份尚未行使林麥購股權之有關林麥購股權證書，由 閣下按購股權收購要約之條款及條件予以保存。本人明白任何交回的接納及註銷表格及林麥購股權證書概不獲發收據。

香港聯合交易所有限公司及香港中央結算有限公司對本表格內容概不負責，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表格全部或任何部份內容而產生或因依賴該等內容而引致之任何損失承擔任何責任。

除文義另有所指外，本表格所用詞語之定義與 Linmark Group Limited (林麥集團有限公司) 與 RI Special Holdings Bermuda Limited 於二零零七年三月三十日聯合刊發之綜合收購要約及回應文件 (「綜合文件」) 所界定者具有相同涵義。

本接納及註銷表格在 閣下欲接納購股權收購要約時適用。



接納及註銷林麥購股權表格

本接納及註銷表格乃重要文件，請即處理。 閣下如對本接納及註銷表格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。

本接納及註銷表格應與綜合文件一併閱讀。綜合文件附錄一之條文已納入本接納及註銷表格並成為其中部分。

閣下如欲接納荷銀代表 RI Special Holdings Bermuda Limited 提出之購股權收購要約，應填妥並簽署本接納及註銷表格，並盡早將本表格連同不少於 閣下欲接納購股權收購要約之林麥購股權數目之林麥購股權證書，以郵遞或專人送交林麥公司秘書張海燕女士，地址為香港中環康樂廣場1號怡和大廈401－409室林麥辦事處香港分處，信封面請註明「林麥購股權收購要約」，惟在任何情況下不得遲於二零零七年四月二十日 (星期五) 下午四時正前 (或收購人按收購守則可能決定並公佈之較後時間及／或日期) 送達林麥之公司秘書位於上述之地址。概不會就接獲任何接納及註銷表格及／或林麥購股權的購股權證書 (如有) 而發出任何收據。

致：林麥、荷銀及收購人

本人 (姓名) _____ 寓 (地址) _____

_____!謹此接納由荷銀代表收購人提出之購股權收購要約，並同意按每份林麥購股權現金 0.001港元之代價，註銷授予本人認購林麥股份之林麥購股權，詳情載列如下。

購股權證書編號	林麥購股權數目 ⁽²⁾	林麥股份數目 ⁽³⁾	每股林麥股份行使價 (港元)

隨本表格附奉有關該等林麥購股權之購股權證書 (如有)，以供林麥註銷⁴。

日期：二零零七年 _____ 月 _____ 日

上述林麥購股權持有人簽署

附註：

- 請以正楷填寫全名及地址。
- 請填上林麥購股權數目。
- 請填上交回供註銷的林麥購股權所涉及之林麥股份數目。倘本接納及註銷表格內無填寫數目或所填數目超過 閣下登記持有之林麥購股權數目而 閣下已簽署本表格，則 閣下將被視為已就名下全部林麥購股權接納購股權收購要約。
- 倘交回供註銷的林麥購股權數目少於林麥購股權持有人所持林麥購股權數目，則林麥將向該林麥購股權持有人發出有關林麥購股權餘額之確認函件。

* 僅供識別