

IMPORTANT
重要提示

Reference is made to the prospectus issued by P.B. Group Limited (the “Company”) dated 9 November 2021 in relation to the Rights Issue (the “Prospectus”). Capitalised terms used herein shall have the same meanings as those defined in the Prospectus unless the context requires otherwise.

THIS PROVISIONAL ALLOTMENT LETTER (“PAL”) IS VALUABLE AND TRANSFERABLE AND REQUIRES YOUR IMMEDIATE ATTENTION. THE OFFER CONTAINED IN THIS PAL WILL EXPIRE AT 4:00 P.M. ON WEDNESDAY, 24 NOVEMBER 2021 (OR SUCH LATER DATE AND/OR TIME AS MENTIONED IN THE SECTION HEADED “EFFECT OF BAD WEATHER AND/OR EXTREME CONDITIONS” BELOW).

IF YOU ARE IN ANY DOUBT ABOUT THIS PAL OR AS TO THE ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR STOCKBROKER, A LICENSED DEALER IN SECURITIES OR REGISTERED INSTITUTION IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISERS.

A copy of this PAL, together with a copy of the Prospectus and the other documents specified in the paragraph headed “15. Documents Delivered to the Registrar of Companies” 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.

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.

Dealings in the Shares, the Rights Shares in their nil-paid form and fully-paid form may be settled through CCASS and you should consult your stockbroker or a licensed dealer in securities or registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser for details of those settlement arrangements and how such arrangements may affect your rights and interests.

Subject to the granting of listing on the Stock Exchange 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 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 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 settlement 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 will proceed on a fully underwritten basis. The Prospectus Documents have not been and will not be registered or filed under the applicable securities legislation of any jurisdiction other than Hong Kong. Distribution of the Prospectus Documents into jurisdictions other than Hong Kong may be restricted by law. Persons who come into possession of the Prospectus Documents should acquaint themselves with and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

If you wish to exercise your right to subscribe for all the Rights Shares specified in this PAL, you should lodge this PAL in accordance with the instructions printed herein, together with a remittance for the full amount payable on acceptance, with the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong by not later than 4:00 p.m. on Wednesday, 24 November 2021 (or, under bad weather and/or extreme conditions, such later date and/or time as mentioned in the section headed “Effect of Bad Weather and/or Extreme Conditions” below). All remittances must be made in Hong Kong dollars by cheques which must be drawn on an account with, or by cashier’s orders which must be issued by, a licensed bank in Hong Kong and made payable to “**TRICOR INVESTOR SERVICES LIMITED – A/C No. 023**” and crossed “**ACCOUNT PAYEE ONLY**”.

茲提述倍博集團有限公司(「本公司」)所刊發日期為二零二一年十一月九日有關供股的章程(「供股章程」)。除文義另有所指外，本文件所用詞彙與供股章程所界定者具有相同涵義。

本暫定配額通知書(「暫定配額通知書」)具有價值及可轉讓，並請即處理。本暫定配額通知書所載的要約將於二零二一年十一月二十四日(星期三)下午四時正(或下文「惡劣天氣及／或極端情況的影響」一節所述的較後日期及／或時間)屆滿。

閣下如對本暫定配額通知書或將採取的行動有任何疑問，應諮詢閣下的股票經紀、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。

本暫定配額通知書連同供股章程以及供股章程附錄三中「15. 送呈公司註冊處處長的文件」一段所述的其他文件的副本，已依據香港法例第32章公司(清盤及雜項條文)條例第342C條規定送呈香港公司註冊處處長登記。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此等文件的內容概不負責。

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，概不對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的任何損失承擔任何責任。

股份、未繳股款及繳足股款的供股股份的買賣可透過中央結算系統進行交收，閣下應諮詢閣下的股票經紀或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有關該等交收安排的詳情，以及有關安排會如何影響閣下的權利及權益。

待未繳股款及繳足股款的供股股份獲批准於聯交所上市及買賣，並符合香港結算的股份收納規定後，未繳股款及繳足股款的供股股份將獲香港結算接納為合資格證券，以於中央結算系統內記存、結算及交收，由未繳股款及繳足股款供股股份各自於聯交所開始買賣日期或香港結算釐定的其他日期起生效。聯交所參與者之間於任何交易日的交易須於其後第二個交收日在中央結算系統交收。於中央結算系統進行的一切活動均須遵守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。

供股將按全數包銷基準進行。章程文件並無亦將不會根據香港以外任何司法權區的適用證券法例登記或存檔。向香港以外司法權區派發章程文件可能受法律限制。獲得章程文件者應自行瞭解及遵守任何有關限制。未有遵從該等限制可能構成違反任何有關司法權區之證券法律。

閣下如欲行使閣下的權利認購本暫定配額通知書指定的全部供股股份，必須不遲於二零二一年十一月二十四日(星期三)下午四時正(或於惡劣天氣及／或極端情況下，則於下文「惡劣天氣及／或極端情況的影響」一節所述的較後日期及／或時間)，按照本暫定配額通知書印備的指示將本暫定配額通知書連同接納時須繳付的全數股款，送呈本公司的香港股份過戶登記分處卓佳證券登記有限公司，地址為香港皇后大道東183號合和中心54樓。所有股款必須以港元的支票或銀行本票繳付。支票須由香港持牌銀行戶口開出，銀行本票亦須由香港持牌銀行發出，並註明抬頭人為「TRICOR INVESTOR SERVICES LIMITED – A/C No. 023」及以「只准入抬頭人賬戶」方式劃線開出。



(incorporated in Cayman Islands with limited liability)

(於開曼群島註冊成立之有限公司)

(Stock code: 8331)

(股份代號：8331)

**RIGHTS ISSUE ON THE BASIS OF
ONE (1) RIGHTS SHARE FOR EVERY ONE (1) SHARE
HELD ON THE RECORD DATE ON A FULLY UNDERWRITTEN BASIS AT
A SUBSCRIPTION PRICE OF HK\$0.35 PER RIGHTS SHARE**

按於記錄日期每持有一(1)股股份
獲發一(1)股供股股份的基準以全數包銷方式
以每股供股股份0.35港元的認購價進行供股

**PAYABLE IN FULL ON ACCEPTANCE BY NOT LATER
THAN 4:00 P.M. ON WEDNESDAY, 24 NOVEMBER 2021**

股款須於接納時
(不遲於二零二一年十一月二十四日(星期三)下午四時正)繳足

PROVISIONAL ALLOTMENT LETTER

暫定配額通知書

Branch share registrar

in Hong Kong:

香港股份過戶登記分處：

Tricor Investor Services Limited

Level 54, Hopewell Centre

183 Queen's Road East

Hong Kong

卓佳證券登記有限公司

香港

皇后大道東183號

合和中心54樓

Head office and principal

place of business

in Hong Kong:

總部及香港主要營業地點：

Room 402A, 4/F

Park Commercial Centre

180 Tung Lo Wan Road

Causeway Bay, Hong Kong

香港銅鑼灣

銅鑼灣道180號

百樂商業中心

4樓402A室

Registered office:

註冊辦事處：

71 Fort Street

P.O. Box 500, George Town

Grand Cayman KY1-1106

Cayman Islands

9 November 2021

二零二一年十一月九日

Name(s) and address of Qualifying Shareholder(s)
合資格股東姓名／名稱及地址

Number of Shares registered in your name(s)
on Monday, 8 November 2021:
二零二一年十一月八日(星期一)
登記於閣下名下的股份數目:

BOX A
甲欄

Number of Rights Shares provisionally allotted to you subject to payment in full on acceptance by not later than 4:00 p.m. on Wednesday, 24 November 2021:

暫定配發予閣下的供股股份數目，股款須於接納時(不遲於二零二一年十一月二十四日(星期三)下午四時正)繳足:

BOX B
乙欄

Total subscription money payable:

應繳認購款項總額:

BOX C
丙欄

HK\$
港元

Provisional Allotment

Letter No.

暫定配額通知書編號

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:

Contact telephone no.:

聯絡電話:

It should be noted that the Rights Shares will be dealt in their nil-paid form from 9:00 a.m. on Thursday, 11 November 2021 to 4:00 p.m. on Friday, 19 November 2021, both dates inclusive. Any Shareholders or other persons dealing in the Shares or in the Rights Shares in the nil-paid form up to the date on which all conditions to which the Rights Issue is subject are fulfilled (and the date on which the Underwriter's right of termination of the Underwriting Agreement ceases), will accordingly bear the risk that the Rights Issue may not become unconditional or may not proceed. If the Rights Issue fails to proceed, the subscription monies received will be returned to the applicants by cheques without interest. Any Shareholders or other persons contemplating transferring, selling or purchasing Shares and/or Rights Shares in the nil-paid form during such periods are recommended to consult their professional advisers. 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.

謹請注意，供股股份將從二零二一年十一月十一日(星期四)上午九時正至二零二一年十一月十九日(星期五)下午四時正(包括首尾兩日)期間以未繳股款方式買賣。於供股之所有條件獲達成當日(及包銷商終止包銷協議之權利終止當日)前買賣股份或未繳股款供股股份之任何股東或其他人士，將相應承擔供股可能不會成為無條件或可能不會進行之風險。倘供股未能進行，已收取之認購款項將不計利息以支票退還予申請人。建議任何擬於有關期間內轉讓、出售或購買股份及／或未繳股款供股股份之股東或其他人士諮詢彼等之專業顧問。接納本暫定配額通知書所訂明暫定配額之每名人士確認，其已閱讀隨附表格及供股章程所載之條款及條件以及接納程序，並同意受其約束。

TO ACCEPT THIS PROVISIONAL ALLOTMENT OF RIGHTS SHARES IN FULL, YOU MUST LODGE THIS PAL INTACT WITH THE REGISTRAR, TRICOR INVESTOR SERVICES LIMITED AT LEVEL 54, HOPEWELL CENTRE, 183 QUEEN'S ROAD EAST, HONG KONG, TOGETHER WITH A REMITTANCE IN HONG KONG DOLLARS FOR THE FULL AMOUNT SHOWN IN BOX C ABOVE SO AS TO BE RECEIVED BY THE REGISTRAR BY NOT LATER THAN 4:00 P.M. ON WEDNESDAY, 24 NOVEMBER 2021 (OR, UNDER BAD WEATHER AND/OR EXTREME CONDITIONS, SUCH LATER TIME OR DATE AS MENTIONED IN THE PARAGRAPH HEADED "EFFECT OF BAD WEATHER AND/OR EXTREME CONDITIONS" OVERLEAF). ALL REMITTANCES MUST BE MADE IN HONG KONG DOLLARS BY CHEQUES WHICH MUST BE DRAWN ON AN ACCOUNT WITH, OR CASHIER'S ORDERS WHICH MUST BE ISSUED BY, A LICENSED BANK IN HONG KONG AND MADE PAYABLE TO **"TRICOR INVESTOR SERVICES LIMITED – A/C No. 023"** AND CROSSED **"ACCOUNT PAYEE ONLY"**. INSTRUCTIONS ON TRANSFER AND SPLITTING ARE SET OUT OVERLEAF. NO RECEIPT WILL BE GIVEN FOR SUCH REMITTANCE.

閣下如欲接納全部供股股份的暫定配額，必須將本暫定配額通知書整份連同以港元繳付的上文內欄所示的全數股款，於二零二一年十一月二十四日（星期三）下午四時正（或於惡劣天氣及／或極端情況下，則於背頁「惡劣天氣及／或極端情況的影響」一段所述的較後時間或日期）前交回過戶登記處卓佳證券登記有限公司（地址為香港皇后大道東183號合和中心54樓）並獲過戶登記處收訖。所有股款必須以港元的支票或銀行本票繳付。支票須由香港持牌銀行戶口開出，銀行本票亦須由香港持牌銀行發出，並註明抬頭人為「**TRICOR INVESTOR SERVICES LIMITED – A/C No. 023**」及以「**只准入抬頭人賬戶**」方式劃線開出。有關轉讓及分拆的指示載於背頁。本公司將不就有關股款另發收據。

The Underwriter has the right under the Underwriting Agreement to terminate the Underwriting Agreement by notice to the Company served prior to the Latest Time for Termination in certain circumstances set out in the Underwriting Agreement (a summary of which is set out in the section headed "Termination of the Underwriting Agreement" in the Prospectus). The Rights Issue is subject to the fulfilment of the conditions set out under the paragraph headed "Conditions of the Underwriting Agreement" in the section headed "The Underwriting Agreement" in the "Letter from the Board" in the Prospectus. If any of the conditions is not fulfilled or the Underwriting Agreement is terminated at or before 4:00 p.m. on Thursday, 25 November 2021 (or such later time and/or date as the Company and the Underwriter may determine), the Rights Issue will not proceed.

包銷商有權根據包銷協議在包銷協議所載若干情況（其概要載於供股章程「終止包銷協議」一節）下於最後終止時限前向本公司發出通知終止包銷協議。供股須待供股章程「董事會函件」內「包銷協議」一節「包銷協議之條件」一段所載之條件獲達成後，方可作實。倘任何條件未能達成或包銷協議於二零二一年十一月二十五日（星期四）下午四時正或之前（或本公司與包銷商可能釐定之較後日期及／或時間）終止，則供股將不會進行。

A SEPARATE CHEQUE OR CASHIER'S ORDER MUST ACCOMPANY EACH ACCEPTANCE

每份接納須隨附一張獨立開出的支票或銀行本票

NO RECEIPT WILL BE GIVEN FOR REMITTANCE

本公司將不會就股款另發收據

樣本

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Sample

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 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 RIGHT(S) TO SUBSCRIBE FOR THE RIGHTS SHARE(S) REPRESENTED BY THIS DOCUMENT.

如轉讓供股股份的認購權，每項買賣均須繳付從價印花稅。除以出售形式外，饋贈或轉讓實益權益亦須繳付從價印花稅。

在登記轉讓本文件所代表的供股股份的認購權前，須出示已繳付從價印花稅的證明。

Form B

表格乙

FORM OF TRANSFER AND NOMINATION

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/its/their right(s) to subscribe for the Rights Shares comprised herein)
(僅供擬將其／彼等認購本表格所列供股股份的權利全數轉讓的合資格股東填寫及簽署)

To: The Directors
P.B. Group Limited
致： 倍搏集團有限公司
列位董事 台照

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／吾等茲將本暫定配額通知書所列本人／吾等可認購供股股份的權利全數轉讓予接受此權利並簽署以下登記申請表格（表格丙）的人士。

1. _____ 2. _____ 3. _____ 4. _____

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

Date: _____ 2021

日期：二零二一年 _____ 月 _____ 日

Ad valorem stamp duty is payable in connection with the transfer of your rights to subscribe for the Rights Shares.

閣下轉讓供股股份的認購權須繳付從價印花稅。

(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的人士填寫及簽署)

To: **The Directors**
P.B. Group Limited
致: 倍搏集團有限公司
列位董事 台照

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內乙欄所列數目的供股股份以本人／吾等名義登記。本人／吾等同意按照本暫定配額通知書及供股章程所載的條款，並在貴公司的組織章程大綱及細則限制下接納該等供股股份。

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

☐

To be completed in block letters in **ENGLISH**. Joint applicants should give one address only.
請用英文大楷填寫。聯名申請人只須填報一個地址。
For Chinese applicants(s), please provide your name in both English and Chinese
華裔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
Name(s) of joint applicant(s) (if any) 聯名申請人(如有)姓名		
Address in English (Joint applicants should give the address of the first-named applicant only) 英文地址(聯名申請人只須填報排名首位的申請人的地址)		
Occupation 職業	Telephone 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	

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: _____ 2021

日期：二零二一年 _____ 月 _____ 日

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

閣下如接納供股股份的認購權須繳付香港從價印花稅。



P.B. Group Limited 倍搏集團有限公司

(incorporated in Cayman Islands with limited liability)

(於開曼群島註冊成立之有限公司)

(Stock code: 8331)

(股份代號：8331)

9 November 2021

Dear Qualifying Shareholders,

INTRODUCTION

Reference is made to the prospectus of P.B. Group Limited (the “**Company**”) dated 9 November 2021 (the “**Prospectus**”). Capitalised terms used herein shall have the same meanings as those defined in the Prospectus unless the context requires otherwise.

In accordance with the terms set out in the Prospectus accompanying this PAL, the Directors have provisionally allotted to you, Rights Shares on the basis of one (1) Rights Share for every one (1) Share held and registered in your name(s) on Monday, 8 November 2021 at the subscription price of HK\$0.35 per Rights Share. Your holding of the Shares as at Monday, 8 November 2021 is set out in Box A and the number of Rights Shares provisionally allotted to you is set out in Box B.

The Prospectus Documents have not been and will not be registered under the applicable securities legislation of any jurisdictions other than Hong Kong. Save as described under the paragraph headed “Rights of Overseas Shareholders” in the section headed “Rights Issue” in the “Letter from the Board” in the Prospectus, no action has been taken by the Company to permit the offering of the Rights Shares or the distribution of the Prospectus or a PAL in any territory or jurisdiction outside Hong Kong.

No persons receiving a copy of the Prospectus or a PAL in any territory or jurisdiction outside Hong Kong may treat it as an offer or invitation to apply for the Rights Shares, unless in the relevant jurisdiction, such an offer or invitation could lawfully be made without compliance with any registration or other legal or regulatory requirements. It is the responsibility of any person (including but not limited to Shareholders and beneficial owners of the Shares, any agent, custodian, nominee or trustee) outside Hong Kong wishing to make on his/her/its/their behalf an application for the Rights Shares under the Rights Issue to satisfy himself/herself/itself/themselves as to the observance of the laws and regulations of all relevant jurisdiction including the obtaining of any governmental or other consents and to pay any taxes, duties and other amounts required to be paid in such territory or jurisdiction in connection therewith. No application for Rights Shares will be accepted from the Non-Qualifying Shareholders (if any). The Company reserves the right to refuse to accept any application for Rights Shares where it believes that acceptance would violate the applicable securities or other laws or regulations of any jurisdiction outside Hong Kong.

RIGHTS SHARES

The Rights Shares, when allotted, issued and fully paid, will rank pari passu with the then existing Shares in issue on the date of allotment and issue of the Rights Shares in all respects. Holders of fully-paid Rights Shares will be entitled to receive all future dividends and distributions which may be declared, made or paid on or after the date of allotment and issue of the Rights Shares in their fully paid form.

Subject to the granting of the listing of, and 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 may be 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. Shareholders should seek advice from their licensed securities dealer(s) or other professional adviser(s) for details of those settlement arrangements and how such arrangements will affect their rights and interests.

PROCEDURE FOR APPLICATION AND PAYMENT

To take up your provisional allotment of Rights Shares in full, you must lodge the whole of this PAL intact and in accordance with the instructions printed thereon with the Registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong together with a remittance for the full amount payable on acceptance, as set out in Box C, so as to be received by the Registrar not later than 4:00 p.m. on Wednesday, 24 November 2021 (or, under bad weather and/or extreme conditions, such later date and/or time as mentioned in the section headed “Effect of Bad Weather and/or Extreme Conditions” below). All remittances must be made in Hong Kong dollars by cheques which must be drawn on an account with, or by cashier's orders which must be issued by, a licensed bank in Hong Kong and made payable to “**TRICOR INVESTOR SERVICES LIMITED – A/C No. 023**” and crossed “**ACCOUNT PAYEE ONLY**” or banker's cashier order. Such payment will constitute acceptance of the terms of this PAL, the Prospectus and the memorandum and articles of association of the Company. No receipt will be issued for sums received on application. Subject to the fulfilment of the conditions of the Rights Issue, share certificate(s) for any Rights Shares in respect of which the application is accepted will be sent to the Qualifying Shareholders, and in the case of joint Qualifying Shareholders, to the first-named Qualifying Shareholder, by ordinary post at their own risk at the address stated herein on or before Friday, 3 December 2021.

It should be noted that unless this PAL, together with the appropriate remittance for the amount shown in Box C, has been received as described above by not later than 4:00 p.m. on Wednesday, 24 November 2021 (or, under bad weather and/or extreme conditions, such later date and/or time as mentioned in the section headed "Effect of Bad Weather and/or Extreme Conditions" below), whether by the original allottee or any person to whom the provisional allotment has been validly transferred, this PAL and all rights and entitlements hereunder will be deemed to have been declined and the relevant nil-paid rights will lapse. The Company is not obliged to but 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.

Completion and return of this PAL will constitute a warranty and representation to the Company, from such person, that all registration, legal and regulatory requirements of all relevant jurisdictions other than Hong Kong, in connection with the PAL and any acceptance of it, have been, or will be, duly complied with. The Company reserves the right to refuse to accept any application for the Rights Shares where it believes that in doing so would violate the applicable securities legislations or other laws or regulations of any jurisdiction. For the avoidance of doubt, neither HKSCC nor HKSCC Nominees Limited is subject to any of the above representation or warranty.

TRANSFER AND SPLITTING

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 with the Registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong so as to be received by not later than 4:00 p.m. on Wednesday, 24 November 2021 (or, under bad weather and/or extreme conditions, such later date and/or time as mentioned in the section headed "Effect of Bad Weather and/or Extreme Conditions" below). It should be noted that Hong Kong stamp duty is payable in connection with the transfer of your rights to subscribe for the relevant Rights Shares and the acceptance by the transferee(s) of such rights. If you are an Overseas Shareholder, please refer to the paragraph headed "Rights of Overseas Shareholders" in the section headed "Rights Issue" in the "Letter from the Board" of the Prospectus for details of the restrictions which may be applicable to you.

All remittances must be made in Hong Kong dollars by cheques which must be drawn on an account with, or by cashier's orders which must be issued by, a licensed bank in Hong Kong and made payable to **"TRICOR INVESTOR SERVICES LIMITED – A/C No. 023"** and crossed **"ACCOUNT PAYEE ONLY"** or banker's cashier order.

If you wish to accept only part of your provisional allotment or to transfer part of your rights to subscribe for the Rights Shares provisionally allotted to you hereunder, or to transfer your all or part of your rights to more than one person, the original PAL must be surrendered and lodged for cancellation by not later than 4:30 p.m. on Tuesday, 16 November 2021 with the Registrar, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, who will cancel the original PAL and issue new PALs in the denominations as required, which will be available for collection at Tricor Investor Services Limited after 9:00 a.m. on the second Business Day after the date of your surrender of the original PAL. It should be noted that Hong Kong 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. The Company may (at its sole and absolute discretion) treat PAL(s) 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.

CONDITIONS OF THE RIGHTS ISSUE

The Rights Issue is subject to the fulfilment of the conditions set out under the paragraph headed "Conditions of the Underwriting Agreement" in the section headed "The Underwriting Agreement" in the "Letter from the Board" in the Prospectus. **If any of the conditions of the Rights Issue is not fulfilled at or before 4:00 p.m. on Thursday, 25 November 2021 (or such later time and/or date as the Company and the Underwriter may determine), the Rights Issue will not proceed.**

CHEQUES AND CASHIER'S ORDER

All cheques and cashier's orders will be presented for payment immediately upon receipt and all interests earned on such monies (if any) will be retained for the benefit of the Company. Completion and return of the PAL with a cheque or a cashier's order in payment for the Rights Shares, whether by a Qualifying Shareholder or any nominated transferee, will constitute a warranty by the applicant that the cheque or the cashier's order will be honoured on first presentation. Without prejudice to its other rights of the Company in respect thereof, the Company reserves the right to reject any PAL in respect of which the accompanying cheque or cashier's order is dishonoured on first presentation, and in that event the relevant provisional allotment of Rights Shares and all rights and entitlements thereunder will be deemed to have been declined and will be cancelled. You must pay the exact amount payable upon application for Rights Shares, and any underpaid application will be rejected. In the event of an overpaid application, a refund cheque, without interest, will be made out to you only if the overpaid amount is HK\$100 or above. No receipt will be issued in respect of any PAL and/or relevant remittance received.

CERTIFICATES FOR THE RIGHTS SHARES AND REFUND CHEQUES

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 Friday, 3 December 2021 to those Shareholders entitled thereto by ordinary post at their own risk. You, except HKSCC Nominees Limited, and in the case of joint Qualifying Shareholders, the first-named Qualifying Shareholder, will receive one share certificate for all the Rights Shares in fullypaid form, allotted and issued to you.

If the Rights Issue does not become unconditional or proceed, refund cheques, without interest, in respect of the relevant portion of application monies received are expected to be posted by ordinary post at your own risk to your registered addresses on or before Friday, 3 December 2021. Refund cheques (crossed "Account Payee Only") will be despatched by ordinary post to the registered addresses of the relevant applicants of the Rights Shares at the risk of such applicants.

FRACTIONAL ENTITLEMENTS

On the basis of the provisional allotment of one (1) Rights Share for every one (1) Share held by the Qualifying Shareholders on the Record Date, no fractional entitlements to the Rights Share will arise under the Rights Issue.

EFFECT OF BAD WEATHER AND/OR EXTREME CONDITIONS

The latest time for acceptance of and payment for the Rights Shares will not take place if:

1. typhoon signal No. 8 (or above);
2. "extreme conditions" caused by super typhoons as announced by the Government of the Hong Kong Special Administrative Region; or
3. a "black" rainstorm warning
 - (a) is/are in force in Hong Kong at any local time before 12:00 noon and no longer in force after 12:00 noon on Wednesday, 24 November 2021. Instead the Latest Time for Acceptance will be extended to 5:00 p.m. on the same Business Day; or
 - (b) is/are in force in Hong Kong at any local time between 12:00 noon and 4:00 p.m. on Wednesday, 24 November 2021. Instead the Latest Time for Acceptance 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 Wednesday, 24 November 2021, the dates of the events subsequent to the Latest Time for Acceptance mentioned in this section above may be affected. Announcement will be made by the Company in such event.

WARNING OF THE RISKS OF DEALING IN SHARES AND RIGHTS SHARES

Shareholders and potential investors of the Company should note that the Rights Issue is conditional upon, among others, the Underwriting Agreement having become unconditional and the Underwriter not having terminated the Underwriting Agreement in accordance with the terms thereof (a summary of which is set out in the section headed "Termination of the Underwriting Agreement" in the Prospectus). Accordingly, the Rights Issue may or may not proceed.

Dealings in the Rights Shares in the nil-paid form will take place from Thursday, 11 November 2021 to Friday, 19 November 2021 (both days inclusive). Any Shareholder or other person contemplating transferring, selling or purchasing the Shares and/or the Rights Shares in their nil-paid form is advised to exercise caution when dealing in the Shares and/or the nil-paid Rights Shares.

Any party who is in any doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional adviser(s). Any Shareholder or other person dealing in the Shares or in the nil-paid Rights Shares up to the date on which all the conditions to which the Rights Issue is subject are fulfilled (and the date on which the Underwriter's right of termination of the Underwriting Agreement ceases) will accordingly bear the risk that the Rights Issue may not become unconditional or may not proceed.

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 this PAL 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 a split letter of allotment and/or the certificates for Rights Shares.

Further copies of the Prospectus are available at the Registrar, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong during normal business hours from Tuesday, 9 November 2021 to Wednesday, 24 November 2021.

All documents, including refund cheques, will be sent by ordinary post at the risks of the relevant applicants or other persons entitled thereto to their registered addresses by the Registrar. Any refund cheques will be drawn in favour of the person named on this form (or in case of joint applicants, the first-named applicant).

This PAL and all acceptances of the offer contained herein shall be governed by and construed in accordance with the laws of Hong Kong.

PERSONAL DATA COLLECTION – PAL

By completing, signing and submitting the forms accompanying 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 the Rights Shares. The Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) provides the holders of securities with rights to ascertain whether the Company or the Registrar hold their personal data, to obtain a copy of that data, and to correct any data that is inaccurate. In accordance with the Personal Data (Privacy) 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 the Company, at its principal place of business at 402A, 4/F, Park Commercial Centre, 180 Tung Lo Wan Road, Causeway Bay, Hong Kong or as notified from time to time in accordance with applicable law, for the attention of the Company Secretary, or (as the case may be) to the Registrar, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong, for the attention of Privacy Compliance Officer.

Yours faithfully,
By Order of the Board
P.B. Group Limited
Dr. CHAN Man Fung

Executive Director and Co-chairman