

**IMPORTANT**

Reference is made to the prospectus issued by The 13 Holdings Limited (the "Company") dated 26<sup>th</sup>, February, 2018 (the "Prospectus") in relation to the Rights Issue. Terms defined in the Prospectus shall bear the same meanings when used herein, unless the context requires otherwise.

**THIS FORM IS VALUABLE BUT IS NOT TRANSFERABLE AND IS FOR THE USE ONLY BY THE QUALIFYING SHAREHOLDER(S) NAMED BELOW WHO WISH(ES) TO APPLY FOR EXCESS RIGHTS ISSUE SHARES IN ADDITION TO THOSE PROVISIONALLY ALLOTTED TO HIM/HER/THEM/IT UNDER THE RIGHTS ISSUE. APPLICATIONS MUST BE RECEIVED BY THE REGISTRAR BY NO LATER THAN 4:00 P.M. ON MONDAY, 12<sup>TH</sup> MARCH, 2018.**

**IF YOU ARE IN ANY DOUBT AS TO THE CONTENTS OF THIS FORM OR AS TO THE ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR LICENSED SECURITIES DEALER OR OTHER REGISTERED INSTITUTION IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER.**

Hong Kong Exchanges and Clearing Limited, the Stock Exchange and HKSCC take no responsibility for the contents of this 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 the contents of the this form.

**A copy of this EAF, the Prospectus and the PAL, together with the documents specified in the paragraph headed "Documents delivered to the Registrar of Companies" in Appendix IV to the Prospectus, have been registered with the Registrar of Companies in Hong Kong as required under 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 of Hong Kong Limited and the Securities and Futures Commission of Hong Kong take no responsibility as to the contents of any of these documents.**

Dealings in the securities of the Company and the Rights Issue Shares in their nil-paid and fully-paid forms may be settled through CCASS and you should consult your licensed securities dealer or other 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.

This EAF and any acceptance of and application made under it are governed by and shall be construed in accordance with the laws of Hong Kong.



## The 13 Holdings Limited

### 十三集團有限公司

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 577)**

**Branch share registrar and transfer office in Hong Kong:**

Tricor Standard Limited  
Level 22  
Hopewell Centre  
183 Queen's Road East  
Hong Kong

**Registered office:**

Clarendon House  
2 Church Street  
Hamilton HM 11  
Bermuda

**Principal place of business in Hong Kong:**

2901, AIA Central,  
1 Connaught Road Central,  
Hong Kong

26<sup>th</sup> February, 2018

**RIGHTS ISSUE ON THE BASIS OF TEN (10) RIGHTS ISSUE SHARES  
FOR EVERY ONE (1) SHARE HELD ON THE RECORD DATE  
AT HK\$1.10 PER RIGHTS ISSUE  
SHARE PAYABLE IN FULL ON ACCEPTANCE  
BY NO LATER THAN 4:00 P.M. ON MONDAY, 12<sup>TH</sup> MARCH, 2018**

**EXCESS APPLICATION FORM**

Name(s) and address of the Qualifying Shareholder(s)

Application can be made only by the Qualifying Shareholder(s) named here.

To: The Directors,  
**The 13 Holdings Limited**

Dear Sirs,

I/We, being the Qualifying Shareholder(s) named above, hereby irrevocably apply for \_\_\_\_\_ excess Rights Issue Shares at the Subscription Price of HK\$1.10 per Rights Issue Share, in respect of which I/we enclose a separate remittance by cheque or cashier's order drawn in favour of "**The 13 Holdings Limited – Excess Application Account**" for HK\$ \_\_\_\_\_ and crossed "**ACCOUNT PAYEE ONLY**" being the payment in full on application for the above number of excess Rights Issue Shares.

I/We hereby request you to allot such excess Rights Issue Shares applied for, or as may be determined by the Directors any smaller number, to me/us and to send by ordinary post at my/our risk to the address shown above the certificates for the number of excess Rights Issue Shares as may be allotted to me/us in respect of this application and/or a cheque for any application monies refundable to me/us. I/We understand that allotments in respect of this application shall be at the sole discretion of the Directors. I/We acknowledge that I am/we are not guaranteed to be allotted all or any of the excess Rights Issue Shares applied for.

I/We hereby undertake to accept such number of excess Rights Issue Shares as may be allotted to me/us as aforesaid upon the terms and conditions set out in this EAF and the Prospectus and subject to the memorandum of association and Bye-laws of the Company. In respect of any excess Rights Issue Shares allotted to me/us, I/we authorise you to place my/our name(s) on the register of members of the Company as the holder(s) of such excess Rights Issue Shares.

1. \_\_\_\_\_ 2. \_\_\_\_\_ 3. \_\_\_\_\_ 4. \_\_\_\_\_

**Signature(s) of applicant(s) (all joint applicants must sign)**

Date: \_\_\_\_\_ 2018

Contact telephone no.: \_\_\_\_\_

This EAF should be completed in full and lodged, together with payment by cheque or cashier's order in respect of HK\$1.10 per Rights Issue Share applied for, with the Registrar, Tricor Standard Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, so as to be received by the Registrar by no later than 4:00 p.m. on Monday, 12<sup>th</sup> March, 2018. 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 "**The 13 Holdings Limited – Excess Application Account**" and crossed "**Account Payee Only**".

Completion and return of this EAF together with a cheque or cashier's order in payment for the excess Rights Issue Shares which are the subject of this form will constitute a warranty by the applicant that such cheque or cashier's order will be honoured on first presentation. All cheques and cashier's orders will be presented for payment immediately following receipt and all interest earned on such monies (if any) will be retained for the benefit of the Company. If any cheque or cashier's order is dishonoured on first presentation, without prejudice to the other rights of the Company, this form is liable to be rejected. No action has been taken to obtain permission of the offering of the Rights Issue Shares or the distribution of the Prospectus Documents in any jurisdiction other than Hong Kong. Accordingly, it is the responsibility of any person outside Hong Kong wishing to make an application for excess Rights Issue Shares to satisfy himself/herself/itself/themselves before making the application as to the full observance of the laws and regulations of the relevant jurisdiction, including the obtaining of any government or other consents, and to pay taxes and duties required to be paid in any such jurisdiction in connection therewith. The Company reserves the right to refuse to accept any application for excess Rights Issue Shares where it believes in doing so would violate the applicable securities or other laws or regulations of any jurisdiction.

An announcement of the results of acceptance of and excess applications for the Rights Issue will be published on Monday, 19<sup>th</sup> March, 2018. If no excess Rights Issue Shares are allotted to you, it is expected that the amount tendered on application will be refunded to you in full without interest by means of a cheque despatched by ordinary post to your registered address on or before Tuesday, 20<sup>th</sup> March, 2018 at your own risk. If the number of excess Rights Issue Shares allotted to you is less than that applied for, it is expected that the surplus application monies will also be refunded to you without interest by means of a cheque despatched by ordinary post to your registered address on or before Tuesday, 20<sup>th</sup> March, 2018 at your own risk. Any such cheque will be drawn in favour of the first-named applicant on this form. It is expected that share certificates in respect of the fully-paid Rights Issue Shares will be sent by ordinary post to you at your own risk on or before Tuesday, 20<sup>th</sup> March, 2018.

Completion and return of this EAF will constitute a warranty and representation to the Company that all registration, legal and regulatory requirements of all relevant jurisdictions in connection with this form and any acceptance of it have been, or will be, duly complied with. For the avoidance of doubt, neither HKSCC nor HKSCC Nominees Limited is subject to any of the above representations and warranties.

**It should be noted that the Shares have been dealt in on an ex-rights basis from Tuesday, 13<sup>th</sup> February, 2018 and the Rights Issue Shares will be dealt in their nil-paid form from Wednesday, 28<sup>th</sup> February, 2018 to Wednesday, 7<sup>th</sup> March, 2018, both dates inclusive. The Underwriting Agreement contains provisions entitling the Underwriter by notice in writing to terminate the Underwriting Agreement upon occurrence of certain events.**

**If the conditions of the Rights Issue are not fulfilled and/or waived (as applicable) or the Underwriting Agreement is terminated or rescinded by the Underwriter, the Rights Issue will not proceed. Any Shareholders and potential investors contemplating buying or selling Shares up to the date on which all the conditions of the Rights Issue are fulfilled (including the date on which the Underwriter's right of termination of the Underwriting Agreement ceases), and/or any dealings in the Rights Issue Shares in their nil-paid form from 9:00 a.m. on Wednesday, 28<sup>th</sup> February, 2018 to 4:00 p.m. on Wednesday, 7<sup>th</sup> March, 2018 (both dates inclusive), bear the risk that the Rights Issue may not become unconditional or may not proceed.**

**Any Shareholders and potential investors contemplating dealing in Shares and/or Rights Issue Shares in their nil-paid form are advised to exercise caution when dealing in the Shares and/or the Rights Issue Shares in their nil-paid form. Any person who is in doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional adviser(s).**

The Underwriter shall be entitled by notice in writing issued by the Underwriter to the Company (such notice to be served prior to the Latest Time for Termination) to terminate or rescind its obligations under the Underwriting Agreement, at or prior to the Latest Time for Termination, upon the occurrence of certain events, which have been set out under the section headed "Termination of the Underwriting Agreement" in the Prospectus.

In the event the Underwriter exercises the right to terminate or rescind the Underwriting Agreement by giving written notice of termination or rescission at or prior to the Latest Time for Termination, all the obligations of the Underwriter under the Underwriting Agreement shall cease and determine and none of the parties to the Underwriting Agreement shall have any claim against the other parties in respect of any matter or thing arising out of or in connection with the Underwriting Agreement, but without prejudice to the rights of any party in respect of antecedent breach, and, provided that the Company shall remain liable to pay to the Underwriter such fees and expenses (but not the underwriting commission) according to the terms of the Underwriting Agreement. Indemnities given by the Company in the Underwriting Agreement shall survive notwithstanding termination of the Underwriting Agreement. If the Underwriter exercises such right or the Underwriting Agreement does not become unconditional, the Rights Issue will not proceed.

This form is not for publication, release or distribution, directly or indirectly, in or into any jurisdiction where such release or distribution might be unlawful.

**A SEPARATE CHEQUE OR CASHIER'S ORDER MUST ACCOMPANY EACH APPLICATION  
NO RECEIPT WILL BE GIVEN**

**For office use only**

<b>Application no.</b>	<b>Number of excess Rights Issue Shares applied for</b>	<b>Amount paid on application</b>	<b>Balance refunded</b>
		<b>HK\$</b>	<b>HK\$</b>