



# UNIVERSAL STAR (HOLDINGS) LIMITED

## 星宇(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)  
(於開曼群島註冊成立的有限公司)

### GLOBAL OFFERING

Number of Offer Shares under the Global Offering : 125,000,000 Shares (subject to reallocation and the Over-allotment Option)  
Number of Hong Kong Offer Shares : 12,500,000 Shares (subject to reallocation)  
Number of International Placing Shares : 112,500,000 Shares (subject to reallocation and the Over-allotment Option)  
Offer Price : Not more than HK\$1.22 per Offer Share and expected to be not less than HK\$1.00 per Offer Share, plus brokerage fee of 1%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% (payable in full upon application in Hong Kong dollars and subject to refund)  
Nominal value : HK\$0.1 per Share  
Stock code : 2346

### 全球發售

全球發售的發售股份數目 : 125,000,000 股股份 (可予重新分配及視乎超額配股權行使與否而定)  
香港發售股份數目 : 12,500,000 股股份 (可予重新分配)  
國際配售股份數目 : 112,500,000 股股份 (可予重新分配及視乎超額配股權行使與否而定)  
發售價 : 不超過每股發售股份 1.22 港元及預期不低於每股發售股份 1.00 港元，另加 1% 經紀佣金、0.0027% 證監會交易徵費及 0.005% 聯交所交易費 (須於申請時以港元繳足及可予退還)  
面值 : 每股股份 0.1 港元  
股份代號 : 2346

### Application Form 申請表格

Please read carefully the prospectus of Universal Star (Holdings) Limited (the "Company") dated Tuesday, 30 April 2019 (the "Prospectus") (in particular, the section "How to Apply for Hong Kong Offer Shares" in the Prospectus) and the guide on the back of this Application Form before completing this Application Form. Terms defined in the Prospectus together with any supplement thereto have the same meanings when used in this Application Form unless defined herein.

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and Hong Kong Securities Clearing Company Limited ("HKSCC") take no responsibility for the contents of this Application 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 this Application Form.

A copy of this Application Form, together with a copy of each of the WHITE and YELLOW Application Forms, the Prospectus and the other documents specified in the section headed "Documents Delivered to the Registrar of Companies and Available for Public Inspection in Hong Kong" in Appendix VI to the Prospectus, 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 Securities and Futures Commission (the "SFC") and the Registrar of Companies in Hong Kong take no responsibility as to the contents of any of these documents.

Your attention is drawn to the paragraph headed "Personal Data" in the section headed "How to Apply for Hong Kong Offer Shares" in the Prospectus which sets out the policies and practices of the Company and the Hong Kong Branch Share Registrar in relation to personal data and compliance with the Personal Data (Privacy) Ordinance.

Nothing in this Application Form or the Prospectus constitutes an offer to sell or the solicitation of an offer to buy nor shall there be any sale of Hong Kong Offer Shares in any jurisdiction in which such offer, solicitation or sales would be unlawful. The Application Form and the Prospectus are not for distribution, directly or indirectly, in or into the United States, nor is this application an offer of Shares for sale in the United States. The Offer Shares have not been and will not be registered under the U.S. Securities Act or any state securities law in the United States and may not be offered, sold, pledged or transferred within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. The Offer Shares may only be offered and sold outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act and the applicable laws of each jurisdiction where those offers and sales occur. No public offering of the Offer Shares will be made in the United States.

This Application Form and the Prospectus may not be forwarded or distributed or reproduced (in whole or in part) in any manner whatsoever in any jurisdiction where such forwarding, distribution or reproduction is not permitted under the law of that jurisdiction. This Application Form and the Prospectus are addressed to you personally. Any forwarding or distribution or reproduction of this Application Form or the Prospectus in whole or in part is unauthorized. Failure to comply with this directive may result in a violation of the U.S. Securities Act or the applicable laws of other jurisdictions.

To: Universal Star (Holdings) Limited  
Sole Sponsor  
Joint Global Coordinators  
Joint Joint Bookrunners  
Joint Joint Lead Managers  
Hong Kong Underwriters

在填寫本申請表格前，請仔細閱讀星宇(控股)有限公司(「本公司」)於2019年4月30日(星期二)刊發的招股章程(「招股章程」)(尤其是招股章程「如何申請香港發售股份」一節)及刊載於本申請表格背面的指引。除另有界定外，本申請表格所使用詞彙與招股章程連同其任何補充文件所界定者具相同涵義。

香港交易及結算有限公司、香港聯合交易所有限公司(「聯交所」)及香港中央結算有限公司(「香港結算」)對本申請表格內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不會就因本申請表格全部或任何部分內容而產生或因依賴該等內容而引致的任何損失承擔任何責任。

本申請表格連同白色及黃色申請表格、招股章程及招股章程附錄六(送呈香港公司註冊處處長及公眾備查文件)一節所指明的其他文件，已遵照香港法例第32章公司(清盤及雜項條文)條例第342C條的規定送呈香港公司註冊處處長登記。證券及期貨事務監察委員會(「證監會」)及香港公司註冊處處長對此等文件的內容概不負責。

敬請閣下留意招股章程「如何申請香港發售股份」一節內的「個人資料」一段，當中載有本公司及本公司的香港股份過戶登記分處有關個人資料及遵守《個人資料(私隱)條例》的政策及慣例。

本申請表格或招股章程所載者概不構成出售要約或要約購買的游說，而在任何作出有關要約、游說或出售即屬違法的司法權區內，概不得出售任何香港發售股份。本申請表格及招股章程不得在美國境內直接或間接派發，而此項申請亦並非在美國出售股份的要約。發售股份並無亦將不會根據美國證券法或美國任何州證券法登記，且不得在美國境內提呈發售、出售、抵押或轉讓。惟根據美國證券法及適用美國州證券法獲豁免登記規定或非受該等登記規定規限的交易除外。發售股份只可依據美國證券法S規例以及進行發售及出售的各司司法權區適用法例在美國境外以離岸交易方式提呈發售及出售。將不會於美國進行發售股份的公開發售。

在任何根據有關司法權區法例不得發送、派發或複製本申請表格及招股章程之司法權區內，概不得以任何方式發送或派發或複製(全部或部分)本申請表格及招股章程。本申請表格及招股章程僅致予閣下本人。概不得發送或派發或複製本申請表格或招股章程的全部或部分。如未能遵守此項指令，可能違反美國證券法或其他司法權區的適用法例。

致：星宇(控股)有限公司  
獨家保薦人  
聯席全球協調人  
聯席賬簿管理人  
聯席牽頭經辦人  
香港包銷商

1 We confirm that we have (i) complied with the Guidelines for Electronic Public Offerings and the Operational Procedures for HK eIPO White Form Applications submitted via banks/stockbrokers and all applicable laws and regulations (whether statutory or otherwise) in relation to the provision of our HK eIPO White Form services in connection with the Hong Kong Public Offering; and (ii) read the terms and conditions and application procedures set out in the Prospectus and this Application Form and agree to be bound by them. Applying on behalf of each of the underlying applicants to whom this application relates, we:

- **apply** for the number of Hong Kong Offer Shares set out below, on the terms and conditions of the Prospectus and this Application Form, and subject to the Memorandum of Association and the Articles of Association;
- **enclose** payment in full for the Hong Kong Offer Shares applied for, including 1% brokerage, 0.0027% SFC transaction levy and 0.005% Stock Exchange trading fee;
- **confirm** that the underlying applicants have undertaken and agreed to accept the Hong Kong Offer Shares applied for, or any lesser number allocated to such underlying applicants on this application;
- **undertake and confirm** that the underlying applicant(s) and the person for whose benefit the underlying applicant(s) is/are applying, or has/have not applied for or taken up, or indicated an interest for, or received or been placed or allocated (including conditionally and/or provisionally), and will not apply for or take up, or indicate an interest for, any Offer Shares under the International Placing nor participate in the International Placing;
- **understand** that these declarations and representations will be relied upon by the Company and the Joint Global Coordinators in deciding whether or not to make any allotment of Hong Kong Offer Shares in response to this application, and that the underlying applicants may be prosecuted if they made a false declaration;
- **authorise** the Company to place the name(s) of the underlying applicant(s) on the register of members of the Company as the holder(s) of any Hong Kong Offer Shares to be allotted to them, and our Company and/or its agent (subject to the terms and conditions set out in this Application Form) to send any share certificate(s) and/or any refund cheque and/or e-Auto Refund payment instruction(s) (where applicable) to the underlying applicant in accordance with the procedures prescribed in this Application Form and in the Prospectus except where the underlying applicant has applied for 1,000,000 or more Hong Kong Offer Shares and that underlying applicant has collected any Share certificate(s) in person in accordance with the procedures prescribed in this Application Form and in the Prospectus;
- **request** that any e-Auto Refund payment instructions be dispatched to the application payment account where the underlying applicants had paid the application monies from a single bank account;
- **request** that any refund cheque(s) be made payable to the underlying applicant(s) who had used multiple bank accounts to pay the application monies and to send any such refund cheque(s) by ordinary post at that underlying applicant's own risk to the address stated on the application in accordance with the procedures prescribed in this Application Form and in the Prospectus;
- **confirm** that each underlying applicant has read the terms and conditions and application procedures set out in this Application Form and in the Prospectus and agrees to be bound by them;
- **represent, warrant and undertake** that the allotment of or application for the Hong Kong Offer Shares to the underlying applicant or by underlying applicant or for whose benefit this application is made would not require the Company the Sole Sponsor, the Joint Global Coordinators, the Joint Bookrunners, the Joint Lead Managers, the Underwriters or their respective officers or advisers to comply with any requirements under any law or regulation (whether or not having the force of law) of any territory outside Hong Kong;
- **agree** that this application, any acceptance of it and the resulting contract, will be governed by and construed in accordance with the laws of Hong Kong; and
- **agree** that the Company, the Joint Global Coordinators, the Sole Sponsor, the Joint Bookrunners, the Joint Lead Managers, the Underwriters and their respective directors, advisors, agents and any other parties involved in the Global Offering are entitled to rely on any warranty, representation and declaration made by us or the underlying applicants.

我們確認已(i)遵照電子公開發售指引及透過銀行/股票經紀遞交網上白表申請的運作程序以及我們就香港公開發售提供網上白表服務的所有適用法例及規例(無論法定與否);及(ii)閱讀招股章程及本申請表格所載的條款和條件及申請程序，並同意受其約束。為代表與本申請有關的相關申請人作出申請，我們：

- 按招股章程及本申請表格所載條款及條件，並在遵守組織章程大綱及組織章程細則的情況下，申請認購以下數目的香港發售股份；
- 隨附申請認購香港發售股份所需的全數款項(包括1%經紀佣金、0.0027%證監會交易徵費及0.005%聯交所交易費)；
- 確認相關申請人已承諾及同意接納彼等根據本申請所申請認購的香港發售股份，或任何較少數目的香港發售股份；
- 承諾及確認相關申請人及相關申請人為其利益而提出申請的人士並無申請認購或已申請認購或承購或表示有意認購或收取或獲配售或分配(包括有條件及/或暫定)，亦將不會申請認購或承購或表示有意認購國際配售的任何發售股份，亦無參與國際配售；
- 明白本公司與聯席全球協調人將依賴此等聲明及陳述，以決定是否就本申請配發任何香港發售股份，及相關申請人如作出虛假聲明，可能會遭受檢控；
- 授權本公司將相關申請人的姓名/名稱列入本公司股東名冊內，作為配發予彼等的任何香港發售股份的持有人，而本公司及/或其代理(在符合本申請表格所載條款及條件的規限下)根據本申請表格及招股章程所載程序向相關申請人任何寄發股票及/或任何退款支票及/或電子自動退款指示(如適用)，除非相關申請人申請認購1,000,000股或以上香港發售股份，並按本申請表格及招股章程所載程序親身領取任何股票；
- 要求把任何電子自動退款指示發送到相關申請人以單一銀行賬戶繳付申請股款的付款賬戶；
- 要求任何以多個銀行賬戶繳付申請股款的相關申請人的退款支票以相關申請人為抬頭人，並根據本申請表格及招股章程所述程序將任何有關退款支票以普通郵遞方式寄發到申請所列的地址，郵誤風險概由相關申請人自行承擔；
- 確認各相關申請人已細閱本申請表格及招股章程所載條款及條件以及申請程序，並同意受其約束；
- 聲明、保證及承諾向相關申請人或由相關申請人或為其利益而提出本申請的人士配發或由該等人士申請香港發售股份，不會引致本公司、獨家保薦人、聯席全球協調人、聯席賬簿管理人、聯席牽頭經辦人、包銷商或彼等各自的高級職員或顧問須遵從香港以外任何地區的法例或規例的任何規定(不論是否具有法律效力)；
- 同意本申請、申請獲接納及因而產生的合約，均受香港法例管轄，並按其詮釋；及
- 同意本公司、聯席全球協調人、獨家保薦人、聯席賬簿管理人、聯席牽頭經辦人、包銷商、彼等各自的董事、顧問、代理及參與全球發售的任何其他人等有權依賴於吾等或相關申請人作出的任何保證、聲明或陳述。

Signature 簽名

Date 日期

Name of signatory 簽署人姓名/名稱

Capacity 身份

2 We, on behalf of the underlying applicants, offer to purchase 我們(代表相關申請人)提出認購

Total number of Hong Kong Offer Shares 香港發售股份總數

Hong Kong Offer Shares on behalf of the underlying applicants whose details are contained in the read-only CD-ROM submitted with this Application Form.  
代表相關申請人提出認購的香港發售股份(申請人的詳細資料載於連同本申請表格遞交的唯讀光碟內)。

3 A total of 隨附合共

Cheque(s) 支票

Cheque number(s) 支票編號

are enclosed for a total sum of 其總金額為

HKS 港元

Name of Bank 銀行名稱

4 Please use BLOCK letters 請用正楷填寫

Name of HK eIPO White Form Service Provider 網上白表服務供應商名稱		
Chinese Name 中文名稱	HK eIPO White Form Service Provider ID 網上白表服務供應商編號	
Name of contact person 聯絡人姓名	Contact number 聯絡電話號碼	Fax number 傳真號碼
Address 地址	For Broker use 此欄供經紀填寫 Lodged by 申請由以下經紀遞交	
	Broker No. 經紀號碼	
	Broker's Chop 經紀印章	

For Bank Use 此欄供銀行填寫

