The whole of this document must be returned to be valid. 本文件必須整份交回方為有效。

Provisional Allotment Letter No. 暫定配額誦知書編號

IMPORTANT

IRIS DAL JAMEST IN VALUALLE AND TRANSFERABLE AND REQUIRES YOUR IMMEDIATE ATTENTION. THE OFFER CONTAINED IN THIS DOCUMENT EXPIRES AT 4:00 P.M. ON TUESDAY, 21 JANUARY 2014, (OR SUCH LATER DATE AS MENTIONED IN THE PARAGRAPH HEADED "EFFECT OF BAD WEATHER OVER LEAD".

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Hong Kong branch share registrar and transfer office: 香港股份過戶登記分處: Computershare Hong Kong Investor Services Limited Shops 1712-1716, 17th Floor Hopewell Centre Hopewell Centre 183 Queen's Road East, Hong Kong 香港中央證券登記有限公司 香港中央超芬豆配香港 皇后大道東183號 合和中心 17樓1712至1716室

(s) and address(es) of Qualifying Shareholder(s)



KADER HOLDINGS COMPANY LIMITED 開達集團有限公司

(Incorporated in Bermuda with limited liability) (於百慕達註冊成立之有限公司)

(Stock Code: 180)

(股份代號:180) (股份代號: 180)
RIGHTS ISSUE
OF 285,176,397 RIGHTS SHARES
OF HK\$0.10 EACH AT HK\$0.380 PER RIGHTS SHARE
ON THE BASIS OF THREE RIGHTS SHARES
FOR EVERY SEVEN EXISTING SHARES HELD
BY NO LATER THAN 4:00 P.M. ON TUESDAY, 21 JANUARY 2014
供股
285,176,397股每股面值0.10港元之供股股份每股供股股份作價0.380港元
(基準為每持有七股現有股份可獲發三股供股股份)最遲須於2014年1月21日(星期二)下午4時正前接納時繳足
PROVISIONAL ALLOTMENT LETTER

PROVISIONAL ALLOTMENT LETTER 暫定配額通知書

Canon's Court, 22 Victoria Stree Hamilton HM12,

Head office and principal place of business in Hong Kong:

總辦事處及 香港主要營業地點: 22 Kai Cheung Road

Kowloon Bay,

Registered office: 註冊辦事處:

Hong Kong 香港九龍 九龍灣 敢祥道22號

кман пиниосг от snares of HKSU.10 each in the capital of Kader Holdings Company Limited registered in your name on Monday, 6 January 2014 2014年1月6日(星期一)登記於關下名下之開達集團有限公司股本中每股面值0.10港元之股份總數 Number of Rights Shares provisionally allotted to you subject to payment in full on acceptance by not later than 4:00 p.m. on Tuesday, 21 January 2014. 智成發子關下之供股股份數目·股款最輕須於2014年1月21日(星期二)下午4時正前接 納時繳足 Total subscription monies payable 應繳認購股款總額 HK\$ 港元 Contact Telephone no:

The Sole Underwriter reserves the right to terminate the arrangements set out in the Underwriting Agreement by notice in writing given by the Sole Underwriter to the Company at any time prior to Latest Time for Termination (or such later time and/or date as the Company and the Sole Underwriter may determine in writing), if in the opining the prior to the Company at any time prior to Latest Time for Termination (or such later time and/or date as the Company and the Sole Underwriter may determine in writing), if in the opining the prior to Latest Time for Termination (or such later time and/or date as the Company and the Sole Underwriter may determine in writing), if in the opining the prior to Latest Time for Termination (or such later time and/or date as the Company and the Sole Underwriter may determine in writing), if in the opining the prior to Latest Time for Termination (or such later time and/or date as the Company and the Sole Underwriter may determine in writing).

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 For expertance, happened or come into offerator, when the sole of the Company and the other members of the Group, takes as a whole, the effect of which change, development, went or elementate is into the sole in the sole of the Rights Issues or the tellor of the sole inderwriter, on natural and adverse as the sole of the sole inderwriter, on natural and adverse as the sole of the sole inderwriter, on natural and adverse as the sole of the sole inderwriter, on natural and adverse as the sole of the sole inderwriter, on natural and adverse as the sole of the sole inderwriter, on natural and adverse as the sole of the sole inderwriter, on natural and adverse as the sole of the sole inderwriter, on natural and adverse as the sole of the sole inderwriter, on natural and adverse as the sole of the sole inderwriter, on natural and adverse as the sole of the sole inderwriter, on natural and adverse as the sole of the sole inderwriter, on natural and adverse as the sole of the sole inderwriter, on natural and adverse as the sole of the sole inderwriter in an adversarial and adverse as the sole of the sole inderwriter in an adversarial and adverse as the sole of the sole inderwriter in a natural adverse as the sole of the sole inderwriter, on natural and adverse as the sole of the sole inderwriter, or natural and adverse as the sole of the sole inderwriter in a natural and adverse as the sole of the sole inderwriter, or natural and adverse as the sole of the sole inderwriter in a natural and adverse as the sole of the sole inderwriter in a natural and adverse as the sole of the sole inderwriter in a natural and adverse as t

IN THE EVENT OF TRANSFER OF RIGHTS, 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 ENTITLEMENTS TO THE RIGHTS SHARE(S) REPRESENTED BY

THIS DOCUMENT.
於轉讓供股權時,每一宗買賣均須繳付從價印花税。餽贈或轉讓(並非以出售方式)實益擁有之權益亦須繳付從價印花税。於登記轉讓本文件所指之任何供股股份之權利之前,須出示已繳付從價印花税之證明。

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 his/her/their right(s)to subscribe for the Rights Share(s) comprised herein) (僅供擬轉讓其權利之合資格股東填寫及簽署)

To: The Directors.

KADER HOLDINGS COMPANY LIMITED

致:開達集團有限公司列位董事台照

I/We hereby transfer all my/our rights to subscribe for the Rights Shares comprised in this provisional allotment letter 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/吾等之供股股份之權利悉數轉讓予接受此權利並簽署下列登記申請表格(表格丙)之人士。

(1)	(2)	(3)	(4)	
	Signature(s) (all join	it shareholders must sign)簽署(所有聯名	S股東均須簽署)	
			Date 日 期:	

NOTE: Hong Kong stamp duty is payable in connection with the transfer of your rights to subscribe for Rights Shares. 附註:有關轉讓 閻下之供股股份認購權須繳付香港印花税。

Form C 表格丙

REGISTRATION APPLICATION **FORM**

登記申請表格

(To be completed and signed only by the person(s) to whom the rights to subscribe for the Rights Shares are being transferred) (僅供供股股份認購權之承讓人填寫及簽署)

To: The Directors

KADER HOLDINGS COMPANY LIMITED

致:開達集團有限公司列位董事台照

I/We request you to register the number of the Rights Shares mentioned in Box B of Form A in my/our name(s) and I/we agree to accept the same upon and subject to the terms set out in this provisional allotment letter and the accompanying Prospectus and subject to the Memorandum of Association and Bye-laws of the Company.

做 放者:
本人/吾等謹請 閣下將表格甲內乙欄所列之供股股份數目登記於本人/吾等名下,本人/吾等同意依照本暫定配額通知書及隨附之章程內所載條款並在貴公司之公司組織章程大綱及公司細則之限制下接納此等股份。

To be completed in block letters in ENGLISH. Joint applicants should give the address of the first-named applicant only. 請用英文正楷填寫。聯名申請人僅須填寫排名首位之申請人之地址。						
Name in English 英文姓名	Family Name 姓氏	Other Names 名字	Name in Chinese 中文姓名			
Full Name(s) and Title(s) of						
Applicant or Joint Applicants 申請人或聯名申請人全名及職 銜						
Address in English (joint applicant						
should give one address only) 英文地址(聯名申請人只需填寫						
一個地址)						
Occupation 職業			Tel. No. 電話號碼			
Dividend Instructions 派息指示						
Name & Address of Bank			Bank Account No.			
銀行名稱及地址			- 銀行賬戶號碼 			
(1)	(2)	(3)	(4)			
(1)						
Date 日期:						

NOTE: Hong Kong stamp duty is payable in connection with the transfer of your rights to subscribe for Rights Shares. 附註:有關轉讓 閣下之供股股份認購權須繳付香港印花税。



Manufacturing Trust

KADER HOLDINGS COMPANY LIMITED

開達集團有限公司

(於百慕達註冊成立之有限公司)

(股份代號:180)

勸 的 者:

偏本公司相信或有理由相信接納任何供股股份申請將違反任何地區適用之證券或其他法例或規例,則會保留拒絕該項接納之權利。除外股東提出之供股股份申請一帳不獲受理。 供股股份一經配發、發行及繳足股款,或入賬列作繳足,將與當時已發行股份在各方面享有同等權利,包括收取可能於供股之配發日期或之後所宜派、作出或派付之一切未來股息及分潔之權利。

接納手續

接對手欄 關下如就接納暫定配額,最遲須於二零一四年一月二十一日(星期二)(或在惡劣天氣情況下,下文[惡劣天氣之影響]一段所述之較後日期)下午4時正前將本暫定配額通知書整份連同 丙欄所示須於接納時繳付之全部股款,送交本公司之香港股份過戶登記分處香港中央證券登記有限公司,地址為香港皇后大道東183號合和中心17樓1712-1716室(「過戶登記處」)。全 部股款須以港元支付。支票及銀行本票須分別由香港之持牌銀行戶口開出及香港之持牌銀行發出,註明抬頭人為[Kader Holdings Company Limited — Rights Issue Account],並劃錄註明 「只准入拍頭人騰戶」。 图下繳付股款後即表示按照本暫定配額短知書與章程之條款,並在本公司之組織章程大鄉及公司細則之規限下接納暫定配額。本公司將不就股款另發收據。 務請注意,除非本暫定配額通知書連同丙欄所示之應繳股款最墾於二零一四年一月二十一日星期二)(或在惡劣天氣情況下,下文[惡劣天氣之影響]一段所述之較後日期)下午4時正前由原獲配發人或任何承讓權利之人士按上文所述交回,否則此項暫定配額及一切有關權利將視為予以放棄並將予以註銷。

填妥及交回本暫定配額通知書將構成對本公司作出之保證及陳述,表明已經或將會就本暫定配額通知書及接納本暫定配額通知書正式遵守香港以外之所有有關地區及司法權區之一 切登記、法定及監管規定。為釋疑起見,代表中央結算系統參與者認購供股股份之香港中央結算(代理人)有限公司不受上述聲明及保證規限。

額外供股股份

關了的、MANANA 開下如擬申請認購 閣下所獲暫定配額以外之任何供股股份,必須按隨附之額外供股股份申請表格上之指示填妥及簽署表格,連同就所申請認購額外供股股份須於申請時繳足之另 一筆該項。最趨於二零一四年一月二十一日(星期二)(或在寥劣天氣情況下,下文[驱务天氣之影響]一段所述之較後日期)下午4時正前一併交回過戶登記處。所有股款必須以港元支 付。支票及銀行本票須分別由香港之持牌銀行戶口開出及香港之特牌銀行發出,注明持頭人為「Kader Holdings Company Limited — Excess Application Account」,並劃線註明「只准入抬 頭人鸌戶」。務請注意,額外供股股份將由董事按公平公正之基準配發,但不保證股東可獲配發全部或任何所申請之額外供股股份。

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拆細

制 医一种性接触部分暫定配額或將 閣下根據本暫定配額通知書獲暫定配發認購供股股份之部分權利或 閣下之所有權利轉讓,則原有暫定配額通知書最遲須於二零一四年一月十三日(星期一)下午4時30分前交回過戶登記處,而過戶登記處將注銷原有暫定配額通知書及按所要求之股份面額發出新暫定配額通知書。

惡劣天氣之影響

級**多大乳之影響** 於下列情況下,接納供股股份及繳付股款之最後時間將不會生效:備八號或以上熱帶氣旋警告訊號或[黑色]暴雨警告訊號於接納日期中午12時正前任何本地時間在香港懸掛,並於接納日期中午12時正後解除:在此情況下,接納供股股份及缴付股款以及申請額外供股股份及缴付股款之最後時間將延長至同一營業日下午5時正;或倘人號或以上熱帶氣旋警告訊號或[馬色]暴雨警告訊號於接納日期中午12時正至下午4時正內任何本地時間於香港號;在此情況下,接納供股股份及繳付股款以及申請額外供股股份及繳付股款之最後時間將順延至下一個營業日(該日須於上午9時正至下午4時正內任何中時間並無懸掛任何該等警告)之下午4時正。

倘接翰供股股份及繳付股款之最後時間並無於接納日期落實,則本節提及之日期或會受影響。本公司將在切實可行情況下儘快以公佈形式通知股東預期時間表之任何變動。

終止包銷協議

- 、四人正四。 倘本公司及本集團其他成員公司(作為整體)之資產、負債、業務、一般事務、管理、前景、股東權益、盈利、虧損、經營業績、狀況或條件、財務或其他方面或業績表現形成、產生、 發生或出現任何變動或涉及預期變化之事態發展或可能導致變動或涉及預期變化之事態發展之任何事件或情況,而唯一包銷商全權判斷其個別或共同影響屬重大不利影響,以 致會或可能會令供股或按供股章程擬訂之條款及方式交付供股股份成為不切實可行或不宜進行或不應進行,或可能對供股是否成功進行或供股股份之認購水平產生重大不利影響;或 響;或
- (ii) 唯一包銷商知悉任何違反包銷協議所載之任何陳述、保證或承諾,或本公司違反包銷協議所載任何其他條文,或唯一包銷商合理認為包銷協議遭違反;或

早程所搬定之除函及方式交付供股股份成為不切實可行或不宜進行或不應進行;或(iii)可能對供股是否成功進行或供股股份之認應水平產生重大不利影響。 發出終止通知後,唯一包銷商於包銷協議項下之所有責任將告終結及終止,而訂約各方皆不得就包銷協議所產生或相關之任何事項或事宜向任何其他訂約方提出任何索償、惟本公司仍須向唯一包銷商文付供股之费用及開支。倘唯一包銷商行使有關權力,供股所不會進行。 於供股之條件仍未達成時,未繳股款供股股份將於二零一四年一月九日星期四至三零一四年一月十六日(星期四)(包括首尾兩日在內)期間於聯交所進行買賣。任何股東或其他人士由即日起至進行供股之一切條件達成之日期(預期為三零一四年一月二十二日(星期三))期間買賣股份,或於二零一四年一月九日星期四至三零一四年一月十六日(星期四)(即分別為買賣未繳股款供股份之首日及最後一日)(包括首尾兩日在內)期間以其未繳股款方式買賣供股股份,均須因此而承擔供股或未能成為無條件或不一定進行之風險。倘供股未能進行,所收取之認購股款將不計利息以支票退還申請人。任何股東或其他人士如欲於該等期間買賣股份及/或未繳股款之供股股份而對本身之情況有任何疑問,請諮詢被等之專案顧問之意見。

支票及銀行本票

供股股份之股票及很款

一般資料

一併交回本暫定配額通知書及(如適用者)轉讓及提名表格(已由獲發本暫定配額通知書之人士簽署)後,即確實證明交回上述文件之人士有權處理本暫定配額通知書,並有權收取拆細後之配額通知書及/或股份之股票。

本暫定配額通知書及任何接納當中所載要約之事宜須受香港法例管轄並按其詮釋。

藏述供股詳情之章程,於一般辦公時間內在本公司之總辦事處及香港主要營業地點(地址為香港九龍九龍灣敢祥道22號)及過戶發記處(地址為香港皇后大道東183號合和中心17樓1712-1716室)可供索取。

代表 開達集團有限公司 主席 丁午壽 謹帥