



**MMG LIMITED**

**五礦資源有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(HKEx Stock Code: 1208)**

**(ASX Stock Code: MMG)**

*Registered Office:*  
Units 8501-8503  
Level 85  
International Commerce  
Centre  
1 Austin Road West  
Kowloon  
Hong Kong

*Registrar:*

*Hong Kong*

Computershare Hong Kong  
Investor Services Limited  
Shops 1712-1716  
17/F, Hopewell Centre  
183 Queen's Road East  
Wan Chai, Hong Kong

*Australia:*

Computershare Investor  
Services Pty Limited  
GPO Box 52  
Melbourne  
Victoria 3001  
Australia

**RIGHTS ISSUE OF MMG LIMITED OF 2,645,034,944  
RIGHTS SHARES AT THE SUBSCRIPTION PRICE OF HK\$1.50 EACH  
ON THE BASIS OF  
1 RIGHTS SHARE FOR EVERY  
2 EXISTING SHARES HELD ON THE RECORD DATE  
PAYABLE IN FULL ON APPLICATION NOT LATER THAN  
4:00 P.M. (HKT) ON WEDNESDAY, 7 DECEMBER 2016  
IN RESPECT OF SHAREHOLDERS OR 4:00 P.M. (AEDT) ON  
WEDNESDAY, 7 DECEMBER 2016 IN RESPECT OF CDI HOLDERS  
EXCESS APPLICATION FORM**

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

\_\_\_\_\_

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

To: The Directors  
**MMG Limited**

Dear Sirs,

I/We, being the Qualifying Shareholder(s) (including CDI holders and excluding PRC Stock Connect Investors) named above, hereby irrevocably apply for \_\_\_\_\_ excess Rights Share(s) at the Subscription Price of HK\$1.50 per Rights Share (or AU\$0.2541 per Rights Share (equivalent to AU\$2.541 per CDI) for CDI Holders) under the Rights Issue in respect of which I/we enclose a separate remittance in favour of **"MMG LIMITED – EXCESS APPLICATION ACCOUNT"** and crossed **"Account Payee Only"** issued for HK\$ \_\_\_\_\_ (or in AU\$ \_\_\_\_\_ for CDI holders) being payment in full on application for the aforementioned number of excess Rights Shares, and I/we hereby request you to allot such excess Rights Shares applied for, or any lesser number, to me/us and to send by ordinary post at my/our risk to my/our address on the register of members of the Company above my/our share certificate(s) for the number of additional Rights Shares as may be allotted to me/us in respect of this application and/or a cheque for any application money refundable to me/us. I/We understand that the Directors will, upon consultation with the Underwriter, allocate the excess Rights Shares at their discretion on a fair and equitable basis and on the principle that any excess Rights Shares will be allocated to Qualifying Shareholders (including CDI Holders and excluding PRC Stock Connect Investors) who apply for them on a pro rata basis by reference to the number of excess Rights Shares applied for, but no reference will be made to the number of Rights Shares applied for under a Provisional Allotment Letter or the existing number of Shares held by Qualifying Shareholders. If the aggregate number of Rights Shares not taken up by the Qualifying Shareholders under Provisional Allotment Letters is greater than the aggregate number of excess Rights Shares applied for through Excess Application Forms, the Directors will allocate in full to each Qualifying Shareholder (including CDI Holders and excluding PRC Stock Connect Investors) the number of excess Rights Shares applied for under the Excess Application Forms. No preference will be given to topping up odd lots to whole board lots. In applying the above principles, reference will only be made to the number of excess Rights Shares being applied for.

CDI Holders should apply for excess Rights Shares in multiples of 10 in order to be converted into a CDI. Any number of excess Rights Shares either (i) applied for by CDI Holders, or (ii) prior to allocation but after the relevant scaleback, proposed to be allotted and issued to CDI Holders, which are not divisible by 10 (if any), shall be disregarded and become available for excess application by the other Shareholders who applied for excess Rights Shares.

Beneficial Owners whose shares are held by a Registered Owner, or which are held in CCASS, should note that the Board will regard the Registered Owner (including HKSCC Nominees Limited) as a single Shareholder on the register of members of the Company. Accordingly, Beneficial Owners whose shares are registered in the name of a Registered Owner, or which are held in CCASS, should note that the aforesaid arrangement in relation to the allocation of excess Rights Shares will not be extended to them individually. I/We, hereby undertake to accept such number of additional Rights Shares as may be allotted to me/us as aforesaid upon the terms set out in the Prospectus and subject to the articles of association of the Company. In respect of any additional Rights Shares allotted to me/us, I/we authorise you to place my/our name(s) on the register of members of the Company as holder(s) of such Rights Shares.

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

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

Name of bank on which  
cheque/cashier's order is drawn: \_\_\_\_\_

Cheque/cashier's order number: \_\_\_\_\_

Date: \_\_\_\_\_ 2016

Contact Tel. no.: \_\_\_\_\_



MMG LIMITED

五礦資源有限公司

(於香港註冊成立之有限公司)

(香港聯交所股份代號: 1208)

(澳洲交易所股份代號: MMG)

股份過戶登記處:

香港  
香港中央證券登記有限公司  
香港灣仔  
皇后大道東 183 號  
合和中心 17 樓  
1712-1716 號舖

註冊辦事處:

香港  
九龍  
柯士甸道西 1 號  
環球貿易廣場  
85 樓  
8501-8503 室

澳洲:

Computershare Investor  
Services Pty Limited  
GPO Box 52  
Melbourne  
Victoria 3001  
Australia

五礦資源有限公司

按於記錄日期

每持有兩股現有股份獲發一股供股股份之基準

以認購價每股 1.50 港元發行 2,645,034,944 股供股股份

股款須於香港時間二零一六年十二月七日(星期三)下午四時正

(就股東而言)

或東澳夏令時間二零一六年十二月七日(星期三)下午四時正

(就CDI持有人而言)前

於申請時全數繳足

額外申請表格

合資格股東姓名及地址

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只有合資格股東有權申請。

致: 五礦資源有限公司  
列位董事 台照

敬啟者:

本人/吾等為上文列示之合資格股東(包括CDI持有人但不包括中國滬港通投資者),現謹不可撤回地根據供股以認購價每股供股股份1.50港元(或就CDI持有人而言每股供股股份0.2541澳元(相當於每份CDI 2.541澳元))申請認購 \_\_\_\_\_ 股額外供股股份,並隨附以「MMG LIMITED – EXCESS APPLICATION ACCOUNT」為抬頭人,並劃線註明「只准入抬頭人賬戶」獨立開出之 \_\_\_\_\_ 港元(或就CDI持有人而言 \_\_\_\_\_ 澳元)匯款,以支付申請上述額外供股股份數目的全數款項。本人/吾等謹要求 閣下配發本人/吾等所申請(或任何較少數目)的額外供股股份予本人/吾等,並按本人/吾等於 貴公司股東登記冊上的地址將本人/吾等就本認購申請所獲配發的額外供股股份數目的股票及/或任何有關申請款項的退款支票以平郵方式寄予本人/吾等,郵誤風險概由本人/吾等承擔。本人/吾等明白董事經諮詢包銷商後,將酌情按公平合理原則分配額外供股股份,原則為任何額外供股股份將參照彼等所申請額外供股股份之數目按比例分配予合資格股東(包括CDI持有人但不包括中國滬港通投資者),但

不會參考以暫定配額通知書申請之供股股份數目或合資格股東所持有現有股份數目。倘未獲合資格股東以暫定配額通知書承購之供股股份總數高於透過額外申請表格申請之額外供股股份總數,董事將向各合資格股東(包括CDI持有人但不包括中國滬港通投資者)悉數分配透過額外申請表申請之額外供股股份數目。就將碎股湊合為完整買賣單位而提出之申請不獲優先處理。就上述原則而言,僅會參考所申請額外供股股份數目。CDI持有人應申請數量為10的倍數之額外供股股份,以便轉換為CDI。(i) CDI持有人所申請,或(ii)於分配前縮減後建議配發及發行予CDI持有人,且未能以10盡除的任何額外供股股份數目(如有)將不予分配,並可供申請額外供股股份的其他股東作額外申請。

由登記擁有人或透過中央結算系統持有股份之實益擁有人務請注意,董事會按照本公司之股東登記冊視登記擁有人(包括香港中央結算(代理人)有限公司)為單一股東。因此,以登記擁有人名義登記或透過中央結算系統持有股份之實益擁有人務須注意,上述分配額外供股股份之安排將不會個別適用於彼等。本人/吾等謹此承諾按照上述供股章程所載條款,並在 貴公司之組織章程細則規限下接納可能配發予本人/吾等之額外供股股份數目。本人/吾等就任何獲配發之額外供股股份授權 貴公司將本人/吾等之姓名/名稱列入 貴公司之股東登記冊,作為該等供股股份之持有人。

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

申請人簽署(所有聯名申請人均須簽署)

支票/銀行本票的

付款銀行名稱: \_\_\_\_\_

支票/銀行本票號碼: \_\_\_\_\_

日期:二零一六年 \_\_\_\_\_ 月 \_\_\_\_\_ 日

聯絡電話號碼: \_\_\_\_\_

## IMPORTANT

**THIS EXCESS APPLICATION FORM (“THIS EAF”) IS VALUABLE BUT IS NOT TRANSFERABLE AND IS FOR THE USE ONLY BY THE QUALIFYING SHAREHOLDER(S) (INCLUDING CDI HOLDERS AND EXCLUDING PRC STOCK CONNECT INVESTORS) NAMED BELOW WHO WISH(ES) TO APPLY FOR EXCESS RIGHTS SHARES IN ADDITION TO THOSE RIGHTS SHARES PROVISIONALLY ALLOTTED TO HIM/HER/IT/THEM UNDER THE RIGHTS ISSUE. THE OFFER CONTAINED IN THIS EAF AND THE ACCOMPANYING PROVISIONAL ALLOTMENT LETTER (THE “PAL”) EXPIRES AT 4:00 P.M. (HKT) ON WEDNESDAY, 7 DECEMBER 2016 IN RESPECT OF SHAREHOLDERS OR AT 4:00 P.M. (AEDT) ON WEDNESDAY, 7 DECEMBER 2016 IN RESPECT OF CDI HOLDERS.**

IF YOU ARE IN ANY DOUBT AS TO ANY ASPECT OF THIS EAF, OR AS TO THE ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR STOCKBROKER OR OTHER REGISTERED DEALER IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISERS.

Reference is made to the prospectus (the “Prospectus”) issued by MMG Limited (the “Company”) dated 23 November 2016 in relation to the Rights Issue. Terms defined in the Prospectus shall have the same meanings when used herein unless the context otherwise requires.

A copy of the Prospectus, together with copies of the PAL and this EAF and the written consent of Deloitte Touche Tohmatsu, have been registered by the Registrar of Companies in Hong Kong as required by Section 38D of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong). The Registrar of Companies in Hong Kong and the SFC take no responsibility as to the contents of any of the documents referred to above.

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

Hong Kong Exchanges and Clearing Limited, HKEx and HKSCC take no responsibility for the contents of this EAF, 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 this EAF.

Subject to the granting of the listing of, and permission to deal in, the Rights Shares in both nil-paid and fully-paid forms on HKEx, 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 commencement dates of dealings in the Rights Shares on HKEx or such other date as determined by HKSCC. Settlement of transactions between participants of HKEx 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.

## 重要提示

額外申請表格(「本額外申請表格」)乃有價值但不可轉讓，僅供名列下文且有意申請其於供股項下獲暫定配發之供股股份以外之額外供股股份之合資格股東(包括**CDI**持有人但不包括中國滬港通投資者)使用。本額外申請表格及隨附之暫定配額通知書(「暫定配額通知書」)所述要約將於香港時間二零一六年十二月七日(星期三)下午四時正(就股東而言)或東澳夏令時間二零一六年十二月七日(星期三)下午四時正(就**CDI**持有人而言)截止。

閣下如對額外申請表格之任何方面或應採取的行動有任何疑問，應諮詢閣下的股票經紀或其他註冊證券交易商、銀行經理、律師、專業會計師或其他專業顧問。

茲提述五礦資源有限公司(「本公司」)就供股所刊發日期為二零一六年十一月二十三日之章程(「供股章程」)。除本文另有所指外，本表格所用詞彙與供股章程所界定者具有相同涵義。

供股章程連同暫定配額通知書、本額外申請表格及德勤•關黃陳方會計師行之同意書，已遵照香港法例第32章《公司(清盤及雜項條文)條例》第38D條之規定送呈香港公司註冊處處長登記。香港公司註冊處處長及證監會對上文所述之任何文件之內容概不負責。

股份及供股股份以未繳股款及繳足股款形式之買賣可透過香港結算營運之中央結算系統進行交收，有關該等交收安排之詳情以及該等安排對閣下之權利及權益可能造成之影響，敬請諮詢閣下之股票經紀或其他註冊證券交易商、銀行經理、律師、專業會計師或其他專業顧問。

香港交易及結算所有限公司、香港聯交所及香港結算對本額外申請表格之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示，概不就因本額外申請表格全部或任何部分內容而產生或因倚賴該等內容而引致之任何損失承擔任何責任。

倘未繳股款及繳足股款供股股份獲准於香港聯交所上市及買賣，並符合香港結算之證券收納規定，未繳股款及繳足股款供股股份將獲香港結算接納為合資格證券，自供股股份於香港聯交所開始買賣日期或於香港結算指定之有關其他日期起，可於中央結算系統內寄存、結算及交收。香港聯交所參與者之間於任何交易日進行的交易必須於其後第二個交易日在中央結算系統交收。於中央結算系統進行之所有活動均須依據不時有效之《中央結算系統一般規則》及《中央結算系統運作程序規則》進行。

The Rights Issue is conditional upon (i) the Underwriting Agreement becoming unconditional and not being terminated in accordance with its terms; and (ii) there not having occurred any event which would prevent the Rights Issue from becoming unconditional. If the Rights Issue does not become unconditional, the Rights Issue will not proceed.

The Underwriter has the right under the Underwriting Agreement to terminate the Underwriting Agreement by notice in writing to the Company at any time prior to the Latest Time for Termination, in certain circumstances set out in the Underwriting Agreement. Details of the circumstances in which the Underwriter has the right to terminate the Underwriting Agreement are set out in the section headed "Termination of the Underwriting Agreement" in the Prospectus.

If prior to the Latest Time for Termination the Underwriter terminates the Underwriting Agreement, the Rights Issue will not proceed.

**THIS FORM IS NOT FOR PUBLICATION, RELEASE OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE SPECIFIED TERRITORIES , EXCEPT FOR THOSE SHAREHOLDERS WHO FULFIL, TO THE SATISFACTION OF THE COMPANY, THE RELEVANT REQUIREMENTS SPECIFIED IN THE SECTION HEADED "LIMITED CATEGORIES OF PERSONS IN THE SPECIFIED TERRITORIES WHO MAY BE ABLE TO TAKE UP THEIR NIL PAID RIGHTS AND SUBSCRIBE FOR THE RIGHTS SHARES UNDER THE RIGHTS ISSUE".**

**NO ACTION HAS BEEN TAKEN TO PERMIT THE OFFERING OF THE RIGHTS SHARES, OR THE DISTRIBUTION OF THE PROSPECTUS DOCUMENTS IN ANY TERRITORY OR JURISDICTION OUTSIDE OF HONG KONG.**

**DISTRIBUTION OF THE PROSPECTUS DOCUMENTS INTO JURISDICTIONS OTHER THAN HONG KONG MAY BE RESTRICTED BY LAW. PERSONS INTO WHOSE POSSESSION THE PROSPECTUS DOCUMENTS COME SHOULD INFORM THEMSELVES OF AND OBSERVE ANY SUCH RESTRICTIONS. THE PROSPECTUS DOCUMENTS ARE NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES. THE PROSPECTUS DOCUMENTS DO NOT CONSTITUTE OR FORM PART OF ANY OFFER OR INVITATION TO SELL OR ISSUE, OR ANY SOLICITATION OF ANY OFFER TO ACQUIRE, THE RIGHTS SHARES IN THEIR NIL-PAID OR FULLY-PAID FORM OR TO TAKE UP ANY ENTITLEMENTS TO THE RIGHTS SHARES IN THEIR NIL-PAID OR FULLY-PAID FORM IN ANY JURISDICTION IN WHICH SUCH AN OFFER OR SOLICITATION IS UNLAWFUL. THE PROSPECTUS DOCUMENTS, THE NIL PAID RIGHTS AND THE RIGHTS SHARES HAVE NOT BEEN REGISTERED UNDER THE U.S. SECURITIES ACT OR THE LAWS OF ANY STATE IN THE UNITED STATES, AND MAY NOT BE OFFERED OR SOLD WITHIN THE UNITED STATES, ABSENT REGISTRATION OR AN EXEMPTION FROM THE REGISTRATION REQUIREMENTS OF THE U.S. SECURITIES ACT AND APPLICABLE STATE LAWS. THERE IS NO INTENTION TO REGISTER ANY PORTION OF THE RIGHTS ISSUE OR ANY SECURITIES DESCRIBED HEREIN IN THE UNITED STATES OR TO CONDUCT A PUBLIC OFFERING OF SECURITIES IN THE UNITED STATES.**

**Shareholders should note that the Shares have been dealt in on an ex-rights basis on HKEx from Wednesday, 9 November 2016. The Nil Paid Rights will be dealt in from Friday, 25 November 2016 to Friday, 2 December 2016 (both days inclusive).**

Any dealings in the Shares from the date of the Prospectus up to the date on which all the conditions of the Rights Issue are fulfilled, which is currently expected to be 4:00 p.m. on Tuesday, 13 December 2016, and any dealings in the Nil Paid Rights between Friday, 25 November 2016 to Friday, 2 December 2016 (both days inclusive) are accordingly subject to the risk that the Rights Issue may not become unconditional or may not proceed. Shareholders and potential investors should therefore exercise caution when dealing in the Shares or Nil Paid Rights, and if they are in any doubt about their position, they are recommended to consult their professional advisers.

供股須待：(i) 包銷協議成為無條件，且未有根據其條款終止；及(ii) 並無發生任何阻礙供股成為無條件的事件，方告作實。倘供股未能成為無條件，則將不會進行。

根據包銷協議，倘發生包銷協議載列之若干情況，包銷商有權於最後終止時間前之任何時間向本公司發出書面通知終止包銷協議。包銷商有權終止包銷協議之情況詳情載於供股章程「終止包銷協議」一節。

倘包銷商於最後終止時間前終止包銷協議，則供股將不會進行。

本表格不會直接或間接在或向指定地區刊發、發佈或分發，惟達成「指定地區內或許可接納其於供股中之未繳款供股權及認購供股股份的有限類別人士」一節所述相關要求並獲本公司信納的股東則除外)。

概無採取任何行動以允許於香港境外任何地區或司法權區提呈發售供股股份或派發章程文件。

向香港以外司法管轄區派發供股章程文件或會受法律限制。獲得供股章程文件之人士須自行了解並且遵守任何該等限制。供股章程文件並非供直接或間接於美國境內或向美國發佈、刊發或派發。供股章程文件並不構成或組成於作出有關要約或招攬即屬違法之任何司法管轄區內出售或發行未繳股款或繳足股款供股股份或接納未繳股款或繳足股款供股股份任何配額之任何要約或邀請，或收購未繳股款或繳足股款供股股份或接納未繳股款或繳足股款供股股份任何配額之任何要約之任何招攬之部分。供股章程文件、未繳款供股權及供股股份並無根據美國證券法或美國任何州之證券法登記，亦不會於未作登記或未獲豁免遵守美國證券法及適用州分法例之登記規定之情況下於美國境內提呈發售或出售。現時無意將供股之任何部分或其中所述任何證券於美國進行登記或於美國進行公開發售。

股東須注意，股份已由二零一六年十一月九日(星期三)起於香港聯交所以除權基準買賣。未繳款供股權將於二零一六年十一月二十五日(星期五)至二零一六年十二月二日(星期五)(包括首尾兩日)止期間內買賣。

於供股章程日期直至供股之所有條件達成當日(目前預期為二零一六年十二月十三日(星期二)下午四時正)止期間內買賣股份，及於二零一六年十一月二十五日(星期五)至二零一六年十二月二日(星期五)(包括首尾兩日)期間買賣未繳款供股權，須承擔供股未必成為無條件或未必進行之風險。因此，股東及有意投資者於買賣股份或未繳款供股權時，務請審慎行事。倘彼等對其本身之情況有任何疑問，務請諮詢其專業顧問。

**This EAF should be completed and lodged, together with payment as to HK\$1.50 per Rights Share (or AU\$0.2541 per Rights Share (equivalent to AU\$2.541 per CDI) for CDI Holders) for the number of excess Rights Shares applied for, with the Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong in respect of Shareholders or Computershare Investor Services Pty Limited at GPO Box 52, Melbourne, Victoria 3001, Australia in respect of CDI Holders, so as to be received not later than 4:00 p.m. on (HKT) on Wednesday, 7 December 2016 in respect of Shareholders or 4:00 p.m. (AEDT) on Wednesday, 7 December 2016 in respect of CDI Holders. All remittances must be made in Hong Kong dollars and must be forwarded either by cheque drawn on a Hong Kong dollar bank account with a licensed bank in Hong Kong or by a separate cashier's order issued by a licensed bank in Hong Kong in respect of Shareholders or in Australian dollars and forwarded by cheque drawn on a bank account with an Australian Authorised Deposit-Taking Institution in respect of CDI Holders. All such cheques or cashier's orders must be made payable to "MMG LIMITED – EXCESS APPLICATION ACCOUNT" and crossed "Account Payee Only".** If you have questions in relation to this EAF, please telephone the Shareholder hotline on (852) 2862 8555 during business hours from 9:00 a.m. to 6:00 p.m. (HKT), Monday to Friday (other than Hong Kong public holidays). If you are a CDI Holder, please telephone the CDI Registrar in Australia on 1300 137 328 between 8:30 a.m. to 5:30 p.m. (AEDT), Monday to Friday (other than Australian public holidays).

All cheques and cashier's orders will be presented for payment immediately following receipt and all interest earned on such monies will be retained for the benefit of the Company. Completion and lodgement of this EAF together with a cheque or cashier's order in payment for the excess Rights Shares applied for will constitute a warranty by the applicant that the cheque or cashier's order will be honoured on first presentation. Any EAF in respect of which the accompanying cheque or cashier's order is dishonoured on first presentation is liable to be rejected. Shareholders are not guaranteed to be allotted all or any of the excess Right Shares applied for.

## **DISTRIBUTION OF THIS EAF AND THE OTHER PROSPECTUS DOCUMENTS**

This EAF shall only be sent to the Qualifying Shareholders (including CDI Holders and excluding PRC Stock Connect Investors).

Distribution of this EAF and the other Prospectus Documents into jurisdictions other than Hong Kong may be restricted by law. Persons who come into possession of this EAF or any of the other Prospectus Documents (including, without limitation, agents, custodians, nominees and trustees) should inform themselves of and observe any such restrictions. Any failure to comply with those restrictions may constitute a violation of the securities laws of any such jurisdiction. Any Shareholder or Beneficial Owner who is in any doubt as to his/her/its position should consult an appropriate professional adviser without delay. In particular, subject to certain exceptions as determined by the Company, this EAF and the other Prospectus Documents should not be distributed, forwarded to or transmitted in, into or from any Specified Territory (other than those overseas jurisdictions stated in the section below headed "Limited categories of persons in the Specified Territories who may be able to take up their Nil Paid Rights and subscribe for the Rights Shares under the Rights Issue" below).

The Prospectus Documents will not be registered under the applicable securities legislation of any jurisdiction other than (i) Hong Kong; and (ii) the PRC, in accordance with the notice issued by the China Securities and Regulatory Commission of Filing Requirements for Hong Kong Listed Issuers Making Rights Issues to Mainland Shareholders through Shanghai-Hong Kong Stock Connect (Announcement 2016 No. 21) with the approval from HKEx for the listing of the Rights Shares (in nil-paid and fully-paid forms) having been obtained.

填妥本額外申請表格後，連同按所申請額外供股股份數目支付每股供股股份**1.50元**(或就**CDI**持有人而言每股供股股份**0.2541**澳元(相當於每份**CDI 2.541**澳元))的認購款項，須於香港時間二零一六年十二月七日(星期三)下午四時正前(就股東而言)或東澳夏令時間二零一六年十二月七日(星期三)下午四時正前(就**CDI**持有人而言)交回股份過戶登記處香港中央證券登記有限公司，地址為香港灣仔皇后大道東**183**號合和中心**17**樓**1712-1716**號舖(就股東而言)，或**Computershare Investor Services Pty Limited**，地址為**GPO Box 52, Melbourne, Victoria 3001, Australia**(就**CDI**持有人而言)。所有股款須以港元繳付，並以香港持牌銀行港元戶口開出的支票或以香港持牌銀行發出的獨立銀行本票支付(就股東而言)，或所有股款須以澳元繳付，並以澳洲獲授權的接受存款機構銀行戶口所發出的支票(就**CDI**持有人而言)支付。所有此等支票或銀行本票均須註明抬頭人為「**MMG LIMITED – EXCESS APPLICATION ACCOUNT**」，並以「只准入抬頭人賬戶」方式劃線開出。閣下如對本額外申請表格有任何疑問，請於辦公時間(香港時間星期一至星期五上午九時正至下午六時正，香港公眾假期除外)內致電股東熱線(852) 2862 8555。倘閣下為**CDI**持有人，請於東澳夏令時間星期一至星期五(澳洲公眾假期除外)上午八時三十分至下午五時三十分致電澳洲**CDI**過戶登記處1300 137 328。

所有支票及銀行本票將緊隨收取後即時過戶，而自有關款項產生之所有利息將撥歸本公司所有。填妥並遞交本額外申請表格連同支付所申請額外供股股份股款之支票或銀行本票將構成申請人之保證，支票或銀行本票將於首次過戶時獲兌現。倘隨附之支票或銀行本票於首次過戶時未能兌現，則任何有關之額外申請表格可遭拒絕受理。概不保證股東將獲配發所申請之全部或任何額外供股股份。

#### 派發本額外申請表格及其他章程文件

本額外申請表格只可向合資格股東寄發(包括**CDI**持有人及不包括中國滬港通投資者)。

派發本額外申請表格及其他章程文件至香港以外的司法權區可能受法律限制。取得本額外申請表格或任何其他章程文件的人士(包括(但不限於)代理、託管商、代名人及受託人)須知悉並遵守任何有關限制。未能遵守該等限制可能構成違反任何有關司法權區的證券法例。任何股東或實益擁有人如對其狀況有任何疑問，請即諮詢合適之專業顧問。尤其是，除本公司釐定的若干例外情況外，本額外申請表格及其他章程文件不應在、向或由任何指定地區派發、轉送或傳遞(下文「指定地區內或許可接納其於供股中之未繳款供股權及認購供股股份及申請額外供股股份的有限類別人士」一段所述境外司法權區除外)。

除(i)香港；及(ii)中國(根據中國證券監督管理委員會《關於港股通下香港上市公司向境內原股東配售股份的備案規定》的通知(公告2016年第21號))以外，在得到聯交所批准未繳股款及繳足股款供股股份上市的情況下，章程文件將不會根據任何司法權區適用的證券法例登記。



## **QUALIFYING SHAREHOLDERS AND NON-QUALIFYING SHAREHOLDERS**

To qualify for the Rights Issue and to apply for excess Rights Shares under this EAF, a Shareholder must have been registered as a member of the Company on Wednesday, 16 November 2016 and not be a Non-Qualifying Shareholder.

The Non-Qualifying Shareholders are: (a) Shareholders whose name(s) appeared in the register of members of the Company at 5:00 p.m. (HKT) on the Record Date and whose address(es) as shown in such register is/are in any of the Specified Territories, except for those Overseas Shareholders with addresses in Ireland, Italy, Norway and the U.K. who fulfil the requirements specified in the section headed "Limited categories of persons in the Specified Territories who may be able to take up their Nil Paid Rights and subscribe for the Rights Shares under the Rights Issue" below to the satisfaction of the Company; and (b) any Shareholders or Beneficial Owners (other than PRC Stock Connect Investors) at 5:00 p.m. (HKT) on the Record Date who are otherwise known by the Company to be residing in any of the Specified Territories, except for those Shareholders or Beneficial Owners residing in Ireland, Italy, Norway and the U.K. who fulfil the requirements specified in the section below headed "Limited categories of persons in the Specified Territories who may be able to take up their Nil Paid Rights and subscribe for the Rights Shares under the Rights Issue" below to the satisfaction of the Company.

Receipt of this EAF and/or any other Prospectus Document does not and will not constitute an offer in those jurisdictions in which it would be illegal to make an offer and, in those circumstances, this EAF and/or the other Prospectus Documents must be treated as sent for information only and should not be copied or redistributed. Persons (including, without limitation, agents, custodians, nominees and trustees) who receive a copy of this EAF and/or any other Prospectus Document should not, in connection with the Rights Issue, distribute or send the same in, into or from, or transfer Nil Paid Rights Shares to any person in, into or from the Specified Territory (other than those overseas jurisdictions stated in the section headed "Limited categories of persons in the Specified Territories who may be able to take up their Nil Paid Rights and subscribe for the Rights Shares under the Rights Issue" below). If an EAF is received by any person in any such territory, or by his/her agent or nominee, he/she must not seek to apply for any excess Rights Shares under this EAF unless the Company and the Underwriter determine that such action would not violate applicable legal or regulatory requirements. Any person (including, without limitation, agents, custodians, nominees and trustees) who does forward this EAF or any other Prospectus Document in, into or from the Specified Territory (whether under a contractual or legal obligation or otherwise) should draw the recipient's attention to the contents of this section.

Notwithstanding any other provision in this EAF or any other Prospectus Document, the Company reserves the right to permit any Shareholder to apply for excess Rights Shares if the Company, in its absolute discretion, is satisfied that the transaction in question is exempt from or not subject to the legislation or regulations giving rise to the restrictions in question.

### **LIMITED CATEGORIES OF PERSONS IN THE SPECIFIED TERRITORIES WHO MAY BE ABLE TO TAKE UP THEIR NIL PAID RIGHTS AND SUBSCRIBE FOR THE RIGHTS SHARES UNDER THE RIGHTS ISSUE**

The following limited categories of persons in the Specified Territories may be able to take up their Nil Paid Rights and subscribe for Rights Shares under the Rights Issue:

- ***Shareholders and Beneficial Owners being Qualified Investors in Ireland and Norway***

Shareholders and Beneficial Owners in Ireland and Norway who are beneficial owners of Shares, or recorded as holders of Shares on the Record Date may take up their Nil Paid Rights and subscribe for Rights Shares in reliance on the EU Prospectus Directive (2003/71/EC) on the basis that the Rights Shares are offered to qualified investors (as defined under Article 2.1. (e) of the EU Prospectus Directive (2010/73/EC)).

## 合資格股東及不合資格股東

為符合資格參與供股及根據本額外申請表格申請額外供股股份，股東須於二零一六年十一月十六日(星期三)為本公司之登記股東，且並非不合資格股東。

不合資格股東指：(a)於記錄日期香港時間下午五時正名列本公司股東登記冊及有關登記冊所示地址位於任何指定地區的股東，惟地址位於愛爾蘭、意大利、挪威及英國並能達成下文「指定地區內或許可接納其於供股中之未繳款供股權及認購供股股份的有限類別人士」一節所註明要求並獲本公司信納的海外股東則例外；及(b)本公司所知悉於記錄日期香港時間下午五時正居於任何指定地區的任何股東或實益擁有人(中國滬港通投資者除外)，惟居於愛爾蘭、意大利、挪威及英國並能達成下文「指定地區內或許可接納其於供股中之未繳款供股權及認購供股股份的有限類別人士」一節所註明要求並獲本公司信納的股東或實益擁有人則例外。

收到本額外申請表格及／或任何其他章程文件並不(亦將不會)構成在提呈要約屬違法之該等司法權區提呈要約，在該等情況下，本額外申請表格及／或其他章程文件須視為僅供參照處理，亦不應複製或轉發。任何人(包括(但不限於)代理、託管商、代名人及受託人)如收到本額外申請表格及／或任何其他章程文件，不應(就供股而言)將其向、向或由指定地區派發或寄發或在、向或由指定地區向任何人士轉讓未繳款供股權(下文「指定地區內或許可接納其於供股中之未繳款供股權及認購供股股份的有限類別人士」一節所述海外司法權區除外)。倘若任何人或其代理或代名人在任何有關地區收到額外申請表格，其不可尋求根據本額外申請表格申請任何額外供股股份，除非本公司及包銷商決定，有關作為不會導致違反適用法律或規管規定，則作別論。任何人(包括(但不限於)代理、託管商、代名人及受託人)如將本額外申請表格或任何其他章程文件在、向或由指定地區轉交(無論根據合約或法律責任或其他理由)，應促使收件人注意本節內容。

儘管本額外申請表格或任何其他章程文件有任何其他規定，倘若本公司按其全權酌情決定信納有關交易已獲豁免遵守導致有關限制之法規或規例或不受其限，本公司保留權利容許任何股東申請額外供股股份。

### 指定地區內或許可接納其於供股中之未繳款供股權及認購供股股份的有限類別人士

以下指定地區內的有限類別人士或許可接納其於供股中之未繳款供股權及認購供股股份：

- **身為合資格投資者之愛爾蘭及挪威股東及實益擁有人**

於記錄日期為股份實益擁有人或獲記錄為股份持有人的愛爾蘭及挪威股東及實益擁有人，或許可根據歐盟章程指令(2003/71/EC)按供股股份乃向合資格投資者(定義見歐盟章程指令(2010/73/EC)第2.1.(e)條)提呈發售的基準，接納其未繳款供股權及認購供股股份。

- ***Shareholders and Beneficial Owners being Institutional Investors in Italy***

Shareholders and Beneficial Owners in Italy who are beneficial owners of Shares, or recorded as holders of Shares on the Record Date may take up their Nil Paid Rights and subscribe for Rights Shares in reliance on Article 34-ter, paragraph 1(a) of CONSOB Regulation n. 11971 of May 14, 1999 on the basis that the Rights Shares are offered to institutional investors (as defined under Article 100, paragraph 1(a), of the Italian Financial Act, and Article 34-ter, paragraph 1(b), of CONSOB Regulation n. 11971 of May 14, 1999).

- ***Shareholders and Beneficial Owners being Qualified Investors in the U.K.***

Shareholders and Beneficial Owners in the U.K. who are beneficial owners of Shares, or recorded as holders of Shares on the Record Date may take up their Nil Paid Rights and subscribe for Rights Shares in reliance on Section 86(1)(b) of the Financial Services and Markets Act 2000 on the basis that the Rights Shares are offered to qualified investors (as defined under section 86(7) of the Financial Services and Markets Act 2000).

The Company reserves the right to treat as invalid any acceptance of or application for the Nil Paid Rights where it believes that such acceptance or application would violate the applicable securities laws or other laws or regulations of any territory or jurisdiction. Accordingly, Overseas Shareholders and Beneficial Owners who are residing outside Hong Kong should exercise caution when dealing in the Rights Shares and/or the Nil Paid Rights.

## **REPRESENTATIONS AND WARRANTIES**

By completing, signing and submitting this EAF, each subscriber of Rights Shares being offered and sold outside the U.S. hereby represents and warrants to the Company and the Underwriter and to any person acting on their behalf, unless in their sole discretion the Company and the Underwriter waive such requirement that:

- he/she/it was a Shareholder as at 5:00 p.m. (HKT) on the Record Date, or he/she/it lawfully acquired or may lawfully acquire the Nil Paid Rights, directly or indirectly, from such a person;
- he/she/it may lawfully be offered, take up, obtain, subscribe for and receive the Nil Paid Rights and/or the Rights Shares in the jurisdiction in which he/she/it resides or is currently located;
- he/she/it is not resident or located in, or a citizen of: (a) the U.S.; or (b) any Specified Territory (excluding the U.S.) or any other territory where, in each case, it would be unlawful to extend the Rights Issue;
- he/she/it is not accepting an offer to acquire or take up the Nil Paid Rights or Rights Shares on a non-discretionary basis for a person who is resident or located in, or a citizen of: (a) the U.S.; or (b) any Specified Territory (excluding the U.S.) or any other territory where, in each case, it would be unlawful to extend the Rights Issue at the time the instruction to accept was given;
- he/she/it is not taking up for the account of any person who is located in the U.S., unless (a) the instruction to purchase or take up the Nil Paid Rights or to subscribe for or accept Rights Shares was received from a person outside the U.S. and (b) the person giving such instruction has confirmed that it (x) has the authority to give such instruction and (y) either (A) has investment discretion over such account or (B) is an investment manager or investment company that is acquiring the Nil Paid Rights and/or the Rights Shares in an “offshore transaction” within the meaning of Regulation S;
- he/she/it is acquiring the Nil Paid Rights and/or the Rights Shares in an “offshore transaction” as defined in Regulation S;

- **身為機構投資者之意大利股東及實益擁有人**

於記錄日期為股份實益擁有人或獲記錄為股份持有人的意大利股東及實益擁有人，或許可根據意大利全國證券交易所規例第 11971 號第 1(a) 段第 34 之三條(一九九九年五月十四日)按供股股份乃向機構投資者(定義見意大利金融法案第 1(a) 段第 100 條及意大利全國證券交易所規例第 11971 號第 1(b) 段第 34 之三條(一九九九年五月十四日))提呈發售的基準，接納其未繳款供股權及認購供股股份。

- **身為合資格投資者之英國股東及實益擁有人**

於記錄日期為股份實益擁有人或獲記錄為股份持有人的英國股東及實益擁有人，或許可根據二零零零年金融服務及市場法令第 86(1)(b) 部，按供股股份乃向合資格投資者(定義見二零零零年金融服務及市場法令第 86(7) 部)提呈發售的基準，接納其未繳款供股權及認購供股股份。

倘本公司認為任何未繳款供股權的接納或申請將違反任何地區或司法權區的適用證券法律或其他法律或規定，本公司保留將該等接納或申請視為無效的權利。因此，居於香港境外的海外股東及實益擁有人於買賣供股股份及／或未繳款供股權時務請謹慎行事。

## **聲明及保證**

倘若填妥、簽署及交回本額外申請表格，在美國以外地區提呈發售及出售的供股股份之每位認購人即據此向本公司及包銷商以及代其行事之任何人士作出以下聲明及保證，除非本公司及包銷商按其全權酌情決定豁免有關規定：

- 彼於記錄日期香港時間下午五時正為股東，或彼已依法或可依法直接或間接自有關人士取得未繳款供股權；
- 彼可合法在其居住或目前所處之司法權區獲提呈發售、接納、取得、認購及收取未繳款供股權及／或供股股份；
- 彼並非居於或位處或屬以下地區的公民：(a) 美國；或 (b) 在各情況下延伸供股即屬非法的任何指定地區(美國除外)或任何其他地區；
- 彼於給予接納指示時，並非為居於或處於或屬以下地區的公民的人士：(a) 美國；或 (b) 在各情況下延伸供股即屬非法的任何指定地區(美國除外)或任何其他地區，按非酌情基準接納收購或接納未繳款供股權或供股股份的要約；
- 彼並非代位處美國之任何人士行事，除非 (a) 接到美國以外地區人士之購買或接納未繳款供股權或認購或接納供股股份之指示；及 (b) 發出該項指示之人士已確認彼 (x) 有權發出該項指示，及 (y) (A) 對該賬戶擁有投資決定權；或 (B) 為在 S 規例所界定之「離岸交易」中收購未繳款供股權及／或供股股份之投資經理或投資公司；
- 彼在根據 S 規例所界定之「離岸交易」中收購未繳款供股權及／或供股股份；

- he/she/it has not been offered the Rights Shares by means of any “directed selling efforts” as defined in Regulation S;
- he/she/it is not acquiring the Nil Paid Rights and/or Rights Shares with a view to the offer, sale, allotment, taking up, exercise, resale, renouncement, pledge, transfer, delivery or distribution, directly or indirectly, of such Nil Paid Rights or Rights Shares into; (a) the U.S.; or (b) any Specified Territory (excluding the U.S.) or any other territory where, in each case, it would be unlawful to extend the Rights Issue; and
- he/she/it understands that neither the Nil Paid Rights nor the Rights Shares have been or will be registered under the U.S. Securities Act or with any securities regulatory authority of any state, territory, or possession of the U.S. and the Nil Paid Rights and/or Rights Shares are being distributed and offered only outside the U.S. in reliance on Regulation S. Consequently, he/she/it understands the Nil Paid Rights and/or Rights Shares may not be offered, sold, pledged or otherwise transferred in or into the U.S., except in reliance on an exemption from, or in transactions not subject to, the registration requirements of the U.S. Securities Act.

For the avoidance of doubt, neither HKSCC nor HKSCC Nominees Limited is subject to any of the representations and warranties above.

## **GENERAL**

You will be notified by the Company of any allotment of excess Rights Shares made to you. If no excess Rights Shares are allotted to you, a refund cheque for the full amount tendered on application will be posted to you at your own risk and, if the number of excess Rights Shares allotted to you is smaller than the number applied for, a cheque for the surplus application monies will be posted to you at your own risk. Such posting is expected to take place on or before Thursday, 15 December 2016. Any such cheque will be drawn in favour of the person(s) named on this form. It is expected that share certificates in respect of the Rights Shares will be posted at your own risk on or before Thursday, 15 December 2016.

All documents, including cheques for amounts due, will be sent by ordinary post at the risk of the relevant applicants or other persons entitled thereto to their registered address. This EAF and all applications pursuant to it shall be governed by and construed in accordance with the laws of Hong Kong. References in this EAF to time are to Hong Kong time unless otherwise stated.

By completing, signing and submitting this EAF, you agree to disclose to the Company and/or its Registrar and 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 application for excess Rights Shares. The Personal Data (Privacy) Ordinance provides the holders of securities with rights to ascertain whether the Company or its 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 its 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 registered office at Units 8501-8503, Level 85, International Commerce Centre, 1 Austin Road West, Kowloon, 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) the Registrar.

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

- 彼並非以S規例所界定之任何「定向銷售工作」獲提呈發售供股股份；
- 彼取得未繳款供股權及／或收購供股股份之目的並非直接或間接向：(a)美國；或(b)在各情況下延伸供股即屬非法的任何指定地區(美國除外)或任何其他地區提呈發售、出售、配發、接納、行使、轉售、棄權、質押、轉讓、交付或派發有關未繳款供股權或供股股份；及
- 彼明白，未繳款供股權或供股股份均並無(亦將不會)根據美國證券法或在美國任何州、地區或領地之任何證券監管當局註冊，而未繳款供股權及／或供股股份乃依據S規例僅在美國以外地區分發及提呈發售。因此，彼明白，未繳款供股權及／或供股股份不可在或向美國提呈發售、出售、質押或另行轉讓，惟依據美國證券法登記規定之豁免或在毋須遵守美國證券法登記規定之交易除外。

為免生疑問，香港結算及香港中央結算(代理人)有限公司概不會受上述任何聲明及保證所規限。

## 一般事項

閣下將接獲本公司通知有關閣下所獲配發之任何額外供股股份配額。倘閣下未獲配發任何額外供股股份，則閣下在申請認購時所付全數款項之退款支票及如閣下獲配發之額外供股股份數目少於所申請數目，則多繳之申請款項之退款支票預期將於二零一六年十二月十五日(星期四)或之前郵寄予閣下，郵誤風險概由閣下自行承擔。任何該等支票將以名列本表格之人士為抬頭人。預期有關供股股份之股票將於二零一六年十二月十五日(星期四)或之前寄出，郵誤風險概由閣下自行承擔。

所有文件(包括應付款額之支票)將按登記地址以平郵方式寄發予有關申請人或其他應得人士，郵誤風險概由彼等自行承擔。本額外申請表格及所有據此作出之申請均須受香港法律管限及根據香港法律詮釋。除另有說明者外，本額外申請表格內所提及之時間均為香港時間。

倘若填妥、簽署及交回本額外申請表格，閣下同意向本公司及／或其股份過戶登記處及彼等各自之顧問及代理披露個人資料及彼等所需而有關於閣下或閣下為其利益而申請額外供股股份的人士之任何資料。《個人資料(私隱)條例》給予證券持有人權利可確定本公司或其股份過戶登記處是否持有其個人資料、索取有關資料之副本，以及更正任何不準確之資料。根據《個人資料(私隱)條例》，本公司及其股份過戶登記處有權就處理任何查閱資料之要求收取合理費用。有關查閱資料或更正資料或有關政策及慣例以及持有資料種類之資料的所有要求，應寄往本公司之註冊辦事處(地址為香港九龍柯士甸道西1號環球貿易廣場85樓8501-8503室)或根據適用法律不時通知之地點並以公司秘書或(視乎情況而定)股份過戶登記處為收件人。

**每份申請表格須隨附一張獨立開出的支票或銀行本票**  
**本公司將不另發股款收據**