









## BLUE FORM 藍表 (Assured Entitlement 保證配額)

Please use this Application Form if you are a Qualifying Fosun Pharma H Shareholder and have difficulties applying online via [www.eipo.com.hk](http://www.eipo.com.hk)

閣下如為合資格復星醫藥H股股東且透過 [www.eipo.com.hk](http://www.eipo.com.hk) 進行網上申請時遇到困難，請使用本申請表格

Application Form for Assured Entitlement of Qualifying Fosun Pharma H Shareholders  
合資格復星醫藥H股股東保證配額申請表格

For Qualifying Fosun Pharma H Shareholders, applications will be accepted until 12:00 noon on Tuesday, 17 September 2019.

You must read the conditions and instructions attached to this Application Form.

To be valid, you must complete all applicable parts of this Application Form.

Please write clearly in English and in ink.

合資格復星醫藥H股股東的  
截止接受申請時間

為二零一九年九月十七日  
(星期二)中午十二時正。

閣下務必細閱本申請表格隨附的  
條件及指示。

本申請表格各適用部分必須以英文用墨水筆或  
原子筆清楚填寫，方為有效。

### Mixed Media Offer

The Company will be relying on Section 9A of the Companies (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong) and will be issuing the (i) **WHITE** and **YELLOW** Application Forms without them being accompanied by a printed Prospectus; and (ii) the **ORANGE** Application Forms to the relevant Qualifying Fosun International Shareholders and the **BLUE** Application Forms to the relevant Qualifying Fosun Pharma H Shareholders without them being accompanied by a printed Prospectus, unless the relevant Qualifying Fosun International Shareholders or the relevant Qualifying Fosun Pharma H Shareholders (as the case may be) have elected to receive corporate communications in printed form under the corporate communications policy of Fosun International or Fosun Pharma (as the case may be), or have not been asked to elect the means of receiving the corporate communications of Fosun International or Fosun Pharma (as the case may be), in which case the printed Prospectus will be despatched to them separately. The contents of the printed Prospectus are identical to the electronic version of the Prospectus which can be accessed and downloaded from the websites of the Company at [www.henlius.com](http://www.henlius.com) and the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) under the "HKExnews > Listed Company Information > Latest Listed Company Information" section, respectively.

Members of the public, the Qualifying Fosun International Shareholders and the Qualifying Fosun Pharma H Shareholders who wish to obtain a copy of the printed Prospectus may obtain a copy, free of charge, upon request during normal business hours from 9:00 a.m. on Thursday, 12 September 2019 until 12:00 noon on Tuesday, 17 September 2019 at the following locations:

- any of the following branches of the receiving banks of the Company:

#### Bank of China (Hong Kong) Limited

District	Branch Name	Address
Hong Kong Island	Des Voeux Road West Branch	111-119 Des Voeux Road West, Hong Kong
	Chai Wan Branch	Block B, Walton Estate, 341-343 Chai Wan Road, Chai Wan, Hong Kong
Kowloon	Telford Plaza Branch	Shop Unit P2-P7, Telford Plaza, No.33 Wai Yip Street, Kowloon Bay, Kowloon

### 混合媒介要約

本公司將依據香港法例第32L章《公司(豁免公司及招股章程遵從條文)公告》第9A條，在(i)並非與招股章程印刷本一併發出的情況下，發出白色及黃色申請表格；及(ii)並非與招股章程印刷本一併發出的情況下，向相關合資格復星國際股東發出橙色申請表格及向相關合資格復星醫藥H股股東發出藍色申請表格。除非相關合資格復星國際股東或相關合資格復星醫藥H股股東(視情況而定)已選擇根據復星國際或復星醫藥(視情況而定)公司通訊政策收取公司通訊印刷本或未被要求選擇收取復星國際或復星醫藥(視情況而定)公司通訊稿的方式，在此情況下，招股章程印刷本會分開寄發予彼等。招股章程的印刷本的內容與招股章程的電子版本相同，招股章程的電子版本分別在本公司網站 [www.henlius.com](http://www.henlius.com) 及聯交所網站 [www.hkexnews.hk](http://www.hkexnews.hk) 「披露易 > 上市公司公告 > 最新上市公司公告」一欄中可供查閱及下載。

有意索取招股章程印刷本的公眾人士、合資格復星國際股東及合資格復星醫藥H股股東可於二零一九年九月十二日(星期四)上午九時正至二零一九年九月十七日(星期二)中午十二時正的正常辦公時間內，在以下地點免費索取：

- 本公司收款銀行的下列任何分行：

#### 中國銀行(香港)有限公司

地區	分行名稱	地址
香港島	德輔道西分行	香港德輔道西 111-119號
	柴灣分行	香港 柴灣道341-343號 宏德居B座
九龍	德福廣場分行	九龍灣 偉業街33號 德福廣場 P2-P7號舖

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	Olympian City Branch	Shop 133, 1/F, Olympian City 2, 18 Hoi Ting Road, Kowloon
New Territories	Metro City Branch	Shop 209, Level 2, Metro City Phase 1, Tseung Kwan O, New Territories
	Ma On Shan Plaza Branch	Shop 2103, Level 2, Ma On Shan Plaza, Sai Sha Road, Ma On Shan, New Territories

**CMB Wing Lung Bank Limited**

District	Branch Name	Address
Hong Kong Island	Head Office	45 Des Voeux Road Central
	Kennedy Town Branch	28 Catchick Street
Kowloon	Mongkok Branch	B/F CMB Wing Lung Bank Centre, 636 Nathan Road
	Tsim Sha Tsui Branch	4 Carnarvon Road
New Territories	Tsuen Wan Branch	251 Sha Tsui Road

2. any of the following offices of the below Joint Global Coordinators:

**China International Capital Corporation Hong Kong Securities Limited**

29th Floor, One International Finance Centre  
1 Harbour View Street  
Central  
Hong Kong

**Merrill Lynch (Asia Pacific) Limited**

Level 55 Cheung Kong Center  
2 Queen's Road Central  
Central  
Hong Kong

**BOCI Asia Limited**

26th Floor, Bank of China Tower  
1 Garden Road  
Central  
Hong Kong

**UBS AG Hong Kong Branch**

52/F, Two International Finance Centre  
8 Finance Street  
Central  
Hong Kong

**CMB International Capital Limited**

45/F, Champion Tower  
3 Garden Road  
Central  
Hong Kong

**Fosun Hani Securities Limited**

Suite 2101-2105 21/F Champion Tower  
3 Garden Road  
Central  
Hong Kong

	奧海城分行	九龍 海庭道 18 號 奧海城二期 一樓 133 號
新界	新都城分行	新界 將軍澳 新都城一期 二樓 209 號
	馬鞍山廣場分行	新界 馬鞍山 西沙路 馬鞍山廣場 L2 層 2103 號
	招商永隆銀行有限公司	
地區	分行名稱	地址
香港島	總行	德輔道中 45 號
	堅尼地城分行	吉席街 28 號
九龍	旺角分行	彌敦道 636 號 招商永隆 銀行中心地庫
	尖沙咀分行	加拿分道 4 號
新界	荃灣分行	沙咀道 251 號

2. 以下聯席全球協調人的下列任何辦事處：

中國國際金融香港證券有限公司  
香港  
中環  
港景街 1 號  
國際金融中心一期 29 樓

**Merrill Lynch (Asia Pacific) Limited**

香港  
中環  
皇后大道中 2 號  
長江集團中心 55 樓

**中銀國際亞洲有限公司**

香港  
中環  
花園道 1 號  
中銀大廈 26 樓

**UBS AG Hong Kong Branch**

香港  
中環  
金融街 8 號  
國際金融中心二期 52 樓

**招銀國際融資有限公司**

香港  
中環  
花園道 3 號  
冠君大廈 45 樓

**復星恆利證券有限公司**

香港  
中環  
花園道 3 號  
冠君大廈 21 樓 2101-2105 室

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3. the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong.

**Details of where printed Prospectuses may be obtained will be displayed prominently at every designated branch of receiving banks where WHITE Application Forms are distributed.**

During normal business hours from 9:00 a.m. on Thursday, 12 September 2019 until 12:00 noon on Tuesday, 17 September 2019, at least three copies of the printed Prospectus will be available for inspection at every location where the **WHITE** and **YELLOW** Application Forms are distributed as set out in the section headed "How to Apply for Hong Kong Offer Shares and Reserved Shares" in the Prospectus.

3. 香港結算存管處服務櫃檯，地址為香港中環康樂廣場8號交易廣場一座及二座一樓。

可索取招股章程印刷本的地址詳情將於派發白色申請表格的收款銀行各指定分行以顯眼方式展示。

於二零一九年九月十二日(星期四)上午九時正至二零一九年九月十七日(星期二)中午十二時正的正常辦公時間內，在派發白色及黃色申請表格的各個地點(載於招股章程「如何申請香港發售股份及預留股份」)，均有至少三份招股章程印刷本可供查閱。

To: Shanghai Henlius Biotech, Inc.  
Joint Sponsors  
Joint Global Coordinators  
Joint Representatives  
Joint Bookrunners  
Hong Kong Underwriters

致：上海復宏漢霖生物技術股份有限公司  
聯席保薦人  
聯席全球協調人  
聯席代表  
聯席賬簿管理人  
香港包銷商

## I/We:

- being the Qualifying Fosun Pharma H Shareholder(s) named on this Application Form, **apply** for the number of Reserved Shares specified or deemed to be specified, on the terms and conditions of the Prospectus and this Application Form, and subject to the Articles of Association of the Company;
- **enclose** payment in full for the Reserved Shares applied for at the Maximum Offer Price of HK\$57.80 per Offer Share (subject to refund), including a 1% brokerage fee, a 0.0027% SFC transaction levy and a 0.005% Stock Exchange trading fee;
- **undertake** and **agree** to accept the Reserved Shares applied for, or any lesser number allotted to me/us on this application;
- **warrant** that this is the only application made by me/us for Reserved Shares for my/our own benefit (other than an application (if any) made in the capacity as a Qualifying Fosun International Shareholder);
- **understand** and **confirm** that these declarations and representations will be relied upon by the Company and the Joint Representatives in deciding whether or not to make any allotment of Reserved Shares to me/ us in response to this application and that I/we may be prosecuted for making a false declaration;
- **authorise** the Company to place my/our name(s) on the H Share register as the holder(s) of any Reserved Shares to be allotted to me/us and such other registers as required under the Articles of Association of the Company, and despatch any Share certificate(s) (where applicable) and/or any refund cheque(s) (where applicable) to me/us by ordinary post at my/our own risk to the address stated in this Application Form unless I/ we have applied for 1,000,000 Reserved Shares or more and I/we am/are eligible to collect any Share certificate(s) and/or any refund cheque (where applicable) personally, as provided in this Application Form;
- **undertake** to sign all documents and to do all things necessary to enable me/us to be registered as the holder of the Reserved Shares to be allocated to me/us, and as required by the Articles of Association of the Company;
- 乃名列本申請表格之合資格復星醫藥H股股東，按照招股章程及本申請表格所載條款及條件以及在 貴公司章程細則規限下，申請所指定或視作指定數目之預留股份；
- 隨附以最高發售價每股發售股份57.80港元(多繳款項可予退還)計算申請認購預留股份所需的全數付款(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)；
- 承諾及同意接納本人/我們就本申請所申請認購的預留股份，或獲配發的任何較少數目；
- 保證是項申請乃本人/我們就預留股份為本人/我們本身利益作出之唯一申請(除以合資格復星國際股東身份作出的申請(如有)外)；
- 明白及確認 貴公司及聯席代表將依賴該等聲明及陳述，以決定是否就本申請向本人/我們配發任何預留股份，而本人/我們如果作出虛假聲明可能會被檢控；
- 授權 貴公司將本人/我們的姓名/名稱列入H股股東名冊內，作為將配發予本人/我們的任何預留股份的持有人，及根據 貴公司章程細則規定的其他登記冊內，並按本申請表格上所示地址以普通郵遞方式向本人/我們寄發任何股票(如適用)及/或任何退款支票(如適用)，郵誤風險概由本人/我們自行承擔(除非本人/我們申請1,000,000股或以上預留股份，且本人/我們符合資格按本申請表格規定親自領取任何股票及/或任何退款支票(如適用))；
- 承諾簽署所有文件並採取所有必要的事宜，以及根據 貴公司章程細則規定讓本人/我們登記為本人/我們獲分配的預留股份的持有人；

**BLUE FORM 藍表 (Assured Entitlement 保證配額)**

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閣下如為合資格復星醫藥 H 股股東且透過 [www.eipo.com.hk](http://www.eipo.com.hk) 進行網上申請時遇到困難，請使用本申請表格

- **request** that any refund cheque(s) be made payable to me/ the first-named of us (in the case of joint applicants) in this Application Form;
  - **have** read the terms and conditions and application procedures set out on the pages attached to this Application Form and in the Prospectus and agree to be bound by them, and am aware of the restrictions on the Preferential Offering described in the Prospectus;
  - **represent, warrant and undertake** that the allotment of, or application for, the Reserved Shares would not require the Company, the Joint Sponsors, the Joint Global Coordinators, the Joint Representatives the Joint Bookrunners, the Joint Lead Managers or the Underwriters to comply with any requirements under any law or regulation (whether or not having the force of law) of any territory outside Hong Kong;
  - **represent, warrant and undertake** that I am not/ we are not restricted by any applicable laws of Hong Kong or elsewhere from making this application, paying any application monies for, or being allotted or taking up any Reserved Shares; that I/ we understand that the Reserved Shares have not been and will not be registered under the U.S. Securities Act; and that I/we will acquire the Reserved Shares in an "offshore transaction" (within the meaning of Regulation S under the U.S. Securities Act); and
  - **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.
- 要求任何退款支票以本人／本申請表格內我們的排名首位者(倘屬聯名申請人)為抬頭人；
  - 已細閱本申請表格隨附各頁及招股章程所載的條款和條件及申請程序，並同意受其約束且知悉招股章程所述有關優先發售的限制；
  - 聲明、保證及承諾獲配發或申請認購預留股份不會引致 貴公司、聯席保薦人、聯席全球協調人、聯席代表、聯席賬簿管理人、聯席牽頭經辦人或包銷商須遵從香港以外任何地區的任何法律或法規的任何規定(不論是否具法律效力)；
  - 聲明、保證及承諾本人／我們並非香港或其他地區任何適用法律規定不得作出是項申請、支付任何申請款項或獲配發或接納任何預留股份的受限制人士；及本人／我們明白預留股份並無亦不會根據美國證券法登記；本人／我們將在「離岸交易」(定義見美國證券法 S 規例)中購買預留股份；及
  - 同意本申請、任何對本申請的接納以及因此訂立的合約，將受香港法例規管及按其詮釋。

**Warning:**

- It is important that you read the terms and conditions and application procedures set out in the Prospectus and in this Application Form.
- You must sign this application in writing (and not by way of personal chop), otherwise the application is liable to be rejected.
- Only one application may be made for the benefit of any person for Reserved Shares on a **BLUE** Application Form. The following are liable to be rejected: multiple or suspected multiple applications for Reserved Shares on the **BLUE** Application Form or through **Blue Form eIPO** service and applications where cheques or banker's cashier orders are dishonoured upon the first presentation.
- You may be prosecuted if you make a false declaration.
- All information stated in this Application Form must be the same as that maintained by Fosun Pharma or any of its wholly-owned subsidiaries.
- **You must complete this application in English (except Chinese name) unless otherwise stated, otherwise the application is liable to be rejected.**
- Any alteration to any application detail that you provide on this Application Form should be authorised by the signature of the applicant.
- You or, if you are joint applicants, the first-named applicant must provide your Hong Kong identity card number/ passport number/Hong Kong business registration certificate number.

**警告：**

- 閣下必須細閱招股章程及本申請表格所載的條款和條件及申請程序。
- 閣下必須以書面方式(不得以個人印章方式)簽署本申請，否則申請會被拒絕受理。
- 任何人士僅可為本身利益以**藍色**申請表格就預留股份作出一次申請。下列情況將不獲受理：於**藍色**申請表格或透過**藍表 eIPO**服務就預留股份作出的重複或疑屬重複申請以及支票或銀行本票在首次過戶時未能兌現的申請。
- 倘 閣下作出虛假聲明，則可遭檢控。
- 在本申請表格中聲明的所有資料必須與復星醫藥或其任何全資附屬公司所保存者相同。
- 除中文姓名／名稱外，閣下必須以英文填妥本申請(除非另有指明)，否則申請會被拒絕受理。
- 閣下於本申請表格提供的任何申請資料如有任何更改，須由申請人簽署授權。
- 閣下或(倘 閣下為聯名申請人)排名首位申請人必須提供香港身份證號碼／護照號碼／香港商業登記號碼。



## BLUE FORM 藍表 (Excess Application 超額申請)

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Application Form for Excess Reserved Shares of Qualifying Fosun Pharma H Shareholders  
合資格復星醫藥H股股東超額預留股份申請表格

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### Mixed Media Offer

The Company will be relying on Section 9A of the Companies (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong) and will be issuing the (i) **WHITE** and **YELLOW** Application Forms without them being accompanied by a printed Prospectus; and (ii) the **ORANGE** Application Forms to the relevant Qualifying Fosun International Shareholders and the **BLUE** Application Forms to the relevant Qualifying Fosun Pharma H Shareholders without them being accompanied by a printed Prospectus, unless the relevant Qualifying Fosun International Shareholders or the relevant Qualifying Fosun Pharma H Shareholders (as the case may be) have elected to receive corporate communications in printed form under the corporate communications policy of Fosun International or Fosun Pharma (as the case may be), or have not been asked to elect the means of receiving the corporate communications of Fosun International or Fosun Pharma (as the case may be), in which case the printed Prospectus will be despatched to them separately. The contents of the printed Prospectus are identical to the electronic version of the Prospectus which can be accessed and downloaded from the websites of the Company at [www.henlius.com](http://www.henlius.com) and the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) under the "HKExnews > Listed Company Information > Latest Listed Company Information" section, respectively.

Members of the public, the Qualifying Fosun International Shareholders and the Qualifying Fosun Pharma H Shareholders who wish to obtain a copy of the printed Prospectus may obtain a copy, free of charge, upon request during normal business hours from 9:00 a.m. on Thursday, 12 September 2019 until 12:00 noon on Tuesday, 17 September 2019 at the following locations:

- any of the following branches of the receiving banks of the Company:

#### Bank of China (Hong Kong) Limited

District	Branch Name	Address
Hong Kong Island	Des Voeux Road West Branch	111-119 Des Voeux Road West, Hong Kong
	Chai Wan Branch	Block B, Walton Estate, 341-343 Chai Wan Road, Chai Wan, Hong Kong
	Telford Plaza Branch	Shop Unit P2-P7, Telford Plaza, No.33 Wai Yip Street, Kowloon Bay, Kowloon

### 混合媒介要約

本公司將依據香港法例第32L章《公司(豁免公司及招股章程遵從條文)公告》第9A條，在(i)並非與招股章程印刷本一併發出的情況下，發出白色及黃色申請表格；及(ii)並非與招股章程印刷本一併發出的情況下，向相關合資格復星國際股東發出橙色申請表格及向相關合資格復星醫藥H股股東發出藍色申請表格，除非相關合資格復星國際股東或相關合資格復星醫藥H股股東(視情況而定)已選擇根據復星國際或復星醫藥(視情況而定)公司通訊政策收取公司通訊印刷本或未被要求選擇收取復星國際或復星醫藥(視情況而定)公司通訊稿的方式，在此情況下，招股章程印刷本會分開寄發予彼等。招股章程的印刷本的內容與招股章程的電子版本相同，招股章程的電子版本分別在本公司網站 [www.henlius.com](http://www.henlius.com) 及聯交所網站 [www.hkexnews.hk](http://www.hkexnews.hk) 「披露易 > 上市公司公告 > 最新上市公司公告」一欄中可供查閱及下載。

有意索取招股章程印刷本的公眾人士、合資格復星國際股東及合資格復星醫藥H股股東可於二零一九年九月十二日(星期四)上午九時正至二零一九年九月十七日(星期二)中午十二時正的正常辦公時間內，在以下地點免費索取：

- 本公司收款銀行的下列任何分行：

#### 中國銀行(香港)有限公司

地區	分行名稱	地址
香港島	德輔道西分行	香港德輔道西111-119號
	柴灣分行	香港柴灣道341-343號宏德居B座
九龍	德福廣場分行	九龍偉業街33號德福廣場P2-P7號舖

**BLUE FORM 藍表 (Excess Application 超額申請)**

**Please use this Application Form if you are a Qualifying Fosun Pharma H Shareholder and have difficulties applying online via [www.eipo.com.hk](http://www.eipo.com.hk)**

閣下如為合資格復星醫藥H股股東且透過 [www.eipo.com.hk](http://www.eipo.com.hk) 進行網上申請時遇到困難，請使用本申請表格

	Olympian City Branch	Shop 133, 1/F, Olympian City 2, 18 Hoi Ting Road, Kowloon
New Territories	Metro City Branch	Shop 209, Level 2, Metro City Phase 1, Tseung Kwan O, New Territories
	Ma On Shan Plaza Branch	Shop 2103, Level 2, Ma On Shan Plaza, Sai Sha Road, Ma On Shan, New Territories

**CMB Wing Lung Bank Limited**

District	Branch Name	Address
Hong Kong Island	Head Office	45 Des Voeux Road Central
	Kennedy Town Branch	28 Catchick Street
Kowloon	Mongkok Branch	B/F CMB Wing Lung Bank Centre, 636 Nathan Road
	Tsim Sha Tsui Branch	4 Camarvon Road
New Territories	Tsuen Wan Branch	251 Sha Tsui Road

2. any of the following offices of the below Joint Global Coordinators:

**China International Capital Corporation Hong Kong Securities Limited**

29th Floor, One International Finance Centre  
1 Harbour View Street  
Central  
Hong Kong

**Merrill Lynch (Asia Pacific) Limited**

Level 55 Cheung Kong Center  
2 Queen's Road Central  
Central  
Hong Kong

**BOCI Asia Limited**

26th Floor, Bank of China Tower  
1 Garden Road  
Central  
Hong Kong

**UBS AG Hong Kong Branch**

52/F, Two International Finance Centre  
8 Finance Street  
Central  
Hong Kong

**CMB International Capital Limited**

45/F, Champion Tower  
3 Garden Road  
Central  
Hong Kong

**Fosun Hani Securities Limited**

Suite 2101-2105 21/F Champion Tower  
3 Garden Road  
Central  
Hong Kong

3. the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong.

	奧海城分行	九龍 海庭道18號 奧海城二期 一樓133號
新界	新都城分行	新界 將軍澳 新都城一期 二樓209號
	馬鞍山廣場分行	新界 馬鞍山 西沙路 馬鞍山廣場 L2層2103號

**招商永隆銀行有限公司**

地區	分行名稱	地址
香港島	總行	德輔道中45號
	堅尼地城分行	吉席街28號
九龍	旺角分行	彌敦道636號 招商永隆 銀行中心地庫
	尖沙咀分行	加拿分道4號
新界	荃灣分行	沙咀道251號

2. 以下聯席全球協調人的下列任何辦事處：

**中國國際金融香港證券有限公司**

香港  
中環  
港景街1號  
國際金融中心一期29樓

**Merrill Lynch (Asia Pacific) Limited**

香港  
中環  
皇后大道中2號  
長江集團中心55樓

**中銀國際亞洲有限公司**

香港  
中環  
花園道1號  
中銀大廈26樓

**UBS AG Hong Kong Branch**

香港  
中環  
金融街8號  
國際金融中心二期52樓

**招銀國際融資有限公司**

香港  
中環  
花園道3號  
冠君大廈45樓

**復星恆利證券有限公司**

香港  
中環  
花園道3號  
冠君大廈21樓2101-2105室

3. 香港結算存管處服務櫃檯，地址為香港中環康樂廣場8號交易廣場一座及二座一樓。

## BLUE FORM 藍表 (Excess Application 超額申請)

Please use this Application Form if you are a Qualifying Fosun Pharma H Shareholder and have difficulties applying online via [www.eipo.com.hk](http://www.eipo.com.hk)

閣下如為合資格復星醫藥H股股東且透過 [www.eipo.com.hk](http://www.eipo.com.hk) 進行網上申請時遇到困難，請使用本申請表格

**Details of where printed Prospectuses may be obtained will be displayed prominently at every designated branch of receiving banks where WHITE Application Forms are distributed.**

During normal business hours from 9:00 a.m. on Thursday, 12 September 2019 until 12:00 noon on Tuesday, 17 September, 2019, at least three copies of the printed Prospectus will be available for inspection at every location where the **WHITE** and **YELLOW** Application Forms are distributed as set out in the section headed "How to Apply for Hong Kong Offer Shares and Reserved Shares" in the Prospectus.

可索取招股章程印刷本的地址詳情將於派發白色申請表格的收款銀行各指定分行以顯眼方式展示。

於二零一九年九月十二日(星期四)上午九時正至二零一九年九月十七日(星期二)中午十二時正的正常辦公時間內，在派發白色及黃色申請表格的各個地點(載於招股章程「如何申請香港發售股份及預留股份」)，均有至少三份招股章程印刷本可供查閱。

To: Shanghai Henlius Biotech, Inc.  
Joint Sponsors  
Joint Global Coordinators  
Joint Representatives  
Joint Bookrunners  
Hong Kong Underwriters

致：上海復宏漢霖生物技術股份有限公司  
聯席保薦人  
聯席全球協調人  
聯席代表  
聯席賬簿管理人  
香港包銷商

**I/We:**

- being the Qualifying Fosun Pharma H Shareholder(s) named on this Application Form, **apply** for the number of excess Reserved Shares specified or deemed to be specified, on the terms and conditions of the Prospectus and this Application Form, and subject to the Articles of Association of the Company;
- **enclose** payment in full for the excess Reserved Shares applied for at the Maximum Offer Price of HK\$57.80 per Offer Share (subject to refund), including a 1% brokerage fee, a 0.0027% SFC transaction levy and a 0.005% Stock Exchange trading fee;
- **undertake** and **agree** to accept the excess Reserved Shares applied for, or any lesser number allotted to me/us on this application;
- **warrant** that this is the only application made by me/us for excess Reserved Shares for my/our own benefit (other than an application (if any) made in the capacity as a Qualifying Fosun International Shareholder);
- **understand** and **confirm** that these declarations and representations will be relied upon by the Company and the Joint Representatives in deciding whether or not to make any allotment of excess Reserved Shares to me/ us in response to this application and that I/we may be prosecuted for making a false declaration;
- **authorise** the Company to place my/our name(s) on the H Share register as the holder(s) of any excess Reserved Shares to be allotted to me/us and such other registers as required under the Articles of Association of the Company, and despatch any Share certificate(s) (where applicable) and/or any refund cheque(s) (where applicable) to me/us by ordinary post at my/ our own risk to the address stated in this Application Form unless I/we have applied for 1,000,000 excess Reserved Shares or more and I/we am/are eligible to collect any Share certificate(s) and/or any refund cheque (where applicable) personally, as provided in this Application Form;
- **undertake** to sign all documents and to do all things necessary to enable me/us to be registered as the holder of the excess Reserved Shares to be allocated to me/ us, and as required by the Articles of Association of the Company;
- 乃名列本申請表格之合資格復星醫藥H股股東，按照招股章程及本申請表格所載條款及條件以及在 貴公司章程細則規限下，申請所指定或視作指定數目之超額預留股份；
- 隨附以最高發售價每股發售股份 57.80 港元(多繳款項可予退還)計算申請認購超額預留股份所需的全數付款(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)；
- 承諾及同意接納本人/我們就本申請所申請認購的超額預留股份，或獲配發的任何較少數目；
- 保證是項申請乃本人/我們就超額預留股份為本人/我們本身利益作出之唯一申請(除以合資格復星國際股東身份作出的申請(如有)外)；
- 明白及確認 貴公司及聯席代表將依賴該等聲明及陳述，以決定是否就本申請向本人/我們配發任何超額預留股份，而本人/我們如果作出虛假聲明可能會被檢控；
- 授權 貴公司將本人/我們的姓名/名稱列入H股股東名冊內，作為將配發予本人/我們的任何超額預留股份的持有人，及根據 貴公司章程細則規定的其他登記冊內，並按本申請表格上所示地址以普通郵遞方式向本人/我們寄發任何股票(如適用)及/或任何退款支票(如適用)，郵誤風險概由本人/我們自行承擔(除非本人/我們申請 1,000,000 股或以上超額預留股份，且本人/我們符合資格按本申請表格所述親自領取任何股票及/或任何退款支票(如適用))；
- 承諾簽署所有文件並採取所有必要的事宜，以及根據 貴公司章程細則規定讓本人/我們登記為本人/我們獲分配超額預留股份的持有人；

**BLUE FORM 藍表 (Excess Application 超額申請)**

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閣下如為合資格復星醫藥 H 股股東且透過 [www.eipo.com.hk](http://www.eipo.com.hk) 進行網上申請時遇到困難，請使用本申請表格

- **request** that any refund cheque(s) be made payable to me/ the first-named of us (in the case of joint applicants) in this Application Form;
  - **have** read the terms and conditions and application procedures set out on the pages attached to this Application Form and in the Prospectus and agree to be bound by them, and am aware of the restrictions on the Preferential Offering described in the Prospectus;
  - **represent, warrant and undertake** that the allotment of, or application for, the excess Reserved Shares would not require the Company, the Joint Sponsors, the Joint Global Coordinators, the Joint Representatives, the Joint Bookrunners, the Joint Lead Managers or the Underwriters to comply with any requirements under any law or regulation (whether or not having the force of law) of any territory outside Hong Kong;
  - **represent, warrant and undertake** that I am not/we are not restricted by any applicable laws of Hong Kong or elsewhere from making this application, paying any application monies for, or being allotted or taking up any excess Reserved Shares; that I/we understand that the excess Reserved Shares have not been and will not be registered under the U.S. Securities Act; and that I/we will acquire the excess Reserved Shares in an “offshore transaction” (within the meaning of Regulation S under the U.S. Securities Act); and
  - **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.
- 要求任何退款支票以本人／本申請表格內我們的排名首位者(倘屬聯名申請人)為抬頭人；
  - 已細閱本申請表格隨附各頁及招股章程所載的條款和條件及申請程序，並同意受其約束且知悉招股章程所述有關優先發售的限制；
  - 聲明、保證及承諾獲配發或申請認購超額預留股份不會引致 貴公司、聯席保薦人、聯席全球協調人、聯席代表、聯席賬簿管理人、聯席牽頭經辦人或包銷商須遵從香港以外任何地區的任何法律或法規的任何規定(不論是否具法律效力)；
  - 聲明、保證及承諾本人／我們並非香港或其他地區任何適用法律規定不得作出是項申請、支付任何申請款項或獲配發或接納任何超額預留股份的受限制人士；及本人／我們明白超額預留股份並無亦不會根據美國證券法登記；本人／我們將不在「離岸交易」(定義見美國證券法 S 規例)中購買超額預留股份；及
  - 同意本申請、任何對本申請的接納以及因此訂立的合約，將受香港法例規管及按其詮釋。

**Warning:**

- It is important that you read the terms and conditions and application procedures set out in the Prospectus and in this Application Form.
- You must sign this application in writing (and not by way of personal chop), otherwise the application is liable to be rejected.
- Only one application may be made for the benefit of any person for excess Reserved Shares on a BLUE Application Form. The following are liable to be rejected: multiple or suspected multiple applications for excess Reserved Shares on the BLUE Application Form or through Blue Form eIPO service and applications where cheques or banker's cashier orders are dishonoured upon the first presentation.
- You may be prosecuted if you make a false declaration.
- All information stated in this Application Form must be the same as that maintained by Fosun Pharma or any of its wholly-owned subsidiaries.
- **You must complete this application in English (except Chinese name) unless otherwise stated, otherwise the application is liable to be rejected.**
- Any alteration to any application detail that you provide on this Application Form should be authorised by the signature of the applicant.
- You or, if you are joint applicants, the first-named applicant must provide your Hong Kong identity card number/passport number/Hong Kong business registration certificate number.

**警告：**

- 閣下必須細閱招股章程及本申請表格所載的條款和條件及申請程序。
- 閣下必須以書面方式(不得以個人印章方式)簽署本申請，否則申請會被拒絕受理。
- 任何人士僅可為本身利益以藍色申請表格就超額預留股份作出一次申請。下列情況將不獲受理：於藍色申請表格或透過藍表 eIPO 服務就超額預留股份作出的重複或疑屬重複申請以及支票或銀行本票在首次過戶時未能兌現的申請。
- 倘 閣下作出虛假聲明，則可遭檢控。
- 在本申請表格中聲明的所有資料必須與復星醫藥或其任何全資附屬公司所保存者相同。
- 除中文姓名／名稱外，閣下必須以英文填妥本申請(除非另有指明)，否則申請會被拒絕受理。
- 閣下於本申請表格提供的任何申請資料如有任何更改，須由申請人簽署授權。
- 閣下或(倘 閣下為聯名申請人)排名首位申請人必須提供香港身份證號碼／護照號碼／香港商業登記號碼。



## Shanghai Henlius Biotech, Inc.

### 上海復宏漢霖生物技術股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

## GLOBAL OFFERING

### Conditions of your Application

Unless otherwise stated, terms used in these conditions have the same meanings ascribed thereto in the Prospectus.

#### A. Who can apply

1. You, the applicant(s), and any person(s) for whose benefit you are applying, must be Qualifying Fosun Pharma H Shareholder(s) and must be 18 years of age or above.
2. If you are a firm, the application must be in the names of the individual members, not in the name of the firm.
3. If you are a body corporate, the application must be stamped with the company chop (bearing the company name) and signed by a duly authorised officer, who must state his or her representative capacity.
4. Save under the circumstances permitted by the Listing Rules and guidance letters issued by the Stock Exchange, or any relevant waivers that have been granted by the Stock Exchange, you cannot apply for any Reserved Shares if you or (with the exception of HKSCC Nominees) any person(s) for whose benefit you are applying are/is:
  - an existing beneficial owner of Shares in the Company and/or any of its subsidiaries;
  - a director or chief executive of the Company and/or any of the Company's subsidiaries;
  - an associate of any of the above persons;
  - a connected person of the Company or a person who will become a connected person of the Company immediately upon completion of the Global Offering; or
  - a Non-Qualifying Fosun Pharma H Shareholder.

Non-Qualifying Fosun Pharma H Shareholders are those Fosun Pharma H Shareholders with registered addresses in, or who are otherwise known by Fosun Pharma to be residents of, jurisdictions outside Hong Kong on the Record Date, in respect of whom the directors of Fosun Pharma and the Company, based on the enquiries made by them, consider it necessary or expedient to exclude from the Preferential Offering on account either of the legal restrictions under the laws of the relevant jurisdiction in which the relevant Fosun Pharma H Shareholder is resident or the requirements of the relevant regulatory body or stock exchange in that jurisdiction.

Notwithstanding any other provision in the Prospectus or this Application Form or the terms and conditions of the **Blue Form eIPO** service, the Company reserves the right to permit any Fosun Pharma H Shareholder to take up his/her/its Assured Entitlement to the Reserved 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 described above.

5. The number of joint applicants may not exceed four.

#### B. Allocation of Reserved Shares

A valid application for a number of Reserved Shares that is less than or equal to your Assured Entitlement will be accepted in full, subject to the terms and conditions set out in this Application Form and assuming that the conditions of the Preferential Offering are satisfied. If an application is made for a number of Reserved Shares that is less than your Assured Entitlement, you **MUST** apply for a number in one of the numbers set out in the table of numbers and payments in this Application Form and make a payment of the corresponding amount (other than HKSCC Nominees). If you intend to apply for a number of Assured Entitlement which is not one of the numbers set out in the table in the **BLUE** Application Form for Assured Entitlement, you **MUST** apply by using **Blue Form eIPO** only. If you wish to apply for excess Reserved Shares in addition to your Assured Entitlement, you should complete and sign the **BLUE** Application Form for excess Reserved Shares and lodge it, together with a separate remittance for the full amount payable on application in respect of the excess Reserved Shares applied for or apply for through the **Blue Form eIPO** service via [www.eipo.com.hk](http://www.eipo.com.hk). If an application is made for a number of Reserved Shares that is greater than your Assured Entitlement, the relevant application for Assured Entitlement will be satisfied in full, but the application for excess Reserved Shares will only be met to the extent that there are sufficient Available Reserved Shares. To the extent that excess applications for the Reserved Shares are:

- (i) less than the Available Reserved Shares, the Available Reserved Shares will first be allocated to satisfy such excess applications for the Reserved Shares in full and thereafter will be allocated, at the discretion of the Joint Representatives, to the International Offering;
- (ii) equal to the Available Reserved Shares, the Available Reserved Shares will be allocated to satisfy such excess applications for the Reserved Shares in full; or

## BLUE FORM

Please use this Application Form if you are a Qualifying Fosun Pharma H Shareholder and have difficulties applying online via [www.eipo.com.hk](http://www.eipo.com.hk)

(iii) more than the Available Reserved Shares, the Available Reserved Shares will be allocated on an allocation basis which will be consistent with the allocation basis commonly used in the case of over-subscriptions in public offerings in Hong Kong, where a higher allocation percentage will be applied in respect of smaller applications. If there are any Shares left after satisfying the excess applications, such Shares will be re-allocated, at the discretion of the Joint Representatives, to the International Offering. No preference will be given to any excess applications made to top up odd lot holdings to whole lot holdings of Shares.

Save for the above, the Preferential Offering will not be subject to the clawback arrangement between the International Offering and the Hong Kong Public Offering. Any application not accompanied by the correct amount of application monies will be treated as invalid in its entirety and no Reserved Shares will be allotted to such applicant.

In addition to any application for Reserved Shares made through the **Blue Form eIPO** services via [www.eipo.com.hk](http://www.eipo.com.hk) or on the **BLUE** Application Form, Qualifying Fosun Pharma H Shareholders will be entitled to make one application for Hong Kong Offer Shares on **WHITE** or **YELLOW** Application Forms or by giving electronic application instructions to HKSCC via CCASS or by applying through the **White Form eIPO** service.

Qualifying Fosun Pharma H Shareholders will receive no preference as to entitlement or allocation in respect of applications for Hong Kong Offer Shares made on **WHITE** or **YELLOW** Application Form or by giving electronic application instructions to HKSCC or through the **White Form eIPO** service under the Hong Kong Public Offering.

Qualifying Fosun Pharma H Shareholders are entitled to apply on the basis of an Assured Entitlement of one Reserved Share for every integral multiple of 132 Fosun Pharma H Shares held by each Qualifying Fosun Pharma H Shareholder on the Record Date. Qualifying Fosun Pharma H Shareholders who hold less than 132 Fosun Pharma H Shares on the Record Date will not have an Assured Entitlement to the Reserved Shares, but they will still be entitled to participate in the Preferential Offering by applying for excess Reserved Shares.

### C. Supplemental information

If any supplement to the Prospectus is issued, applicant(s) who have already submitted an application may or may not (depending on the information contained in the supplement) be notified that they are required to confirm their applications. If applicant(s) have been so notified but have not confirmed their applications in accordance with the procedure to be notified, all unconfirmed

applications will not be valid. Subject to the above, an application once made is irrevocable and applicants shall be deemed to have applied on the basis of the Prospectus as supplemented.

### D. Effect of completing and submitting this Application Form

By completing and submitting this Application Form, you (and if you are joint applicants, each of you jointly and severally) for yourself or as an agent or a nominee and on behalf of each person for whom you act as an agent or a nominee:

- **instruct** and **authorise** the Company and/or Joint Representatives (or their respective agents or nominees), to execute any transfer forms, contract notes or other documents on your behalf and to do on your behalf all other things necessary to effect the registration of any Reserved Shares allocated to you in your name(s) as required by the Articles of Association of the Company and otherwise to give effect to the arrangements described in the Prospectus and this Application Form;
- **undertake** to sign all documents and to do all things necessary to enable you to be registered as the holder of the Reserved Shares allocated to you, and as required by the Articles of Association of the Company;
- **represent, warrant** and **undertake** that you understand that the Reserved Shares have not been and will not be registered under the U.S. Securities Act; and that, with the exception of HKSCC Nominees, you or any other person for whose account or benefit you are acquiring Reserved Shares are outside the United States (within the meaning of Regulation S), and are a person described in paragraph (h)(3) of Rule 902 of Regulation S;
- **confirm** that you have only relied on the information and representations contained in the Prospectus in making this application, and will not rely on any other information or representation save as set out in any supplement to the Prospectus;
- **agree** that none of the Company, the Relevant Persons or the **Orange and Blue Form eIPO** Service Provider is or will be liable for any information and representations not in the Prospectus (and any supplement to it);
- **agree** (without prejudice to any other rights which you may have) that once this application has been accepted, you may not rescind it due to an innocent misrepresentation;
- (if the application is made by an agent on your behalf) **warrant** that you have validly and irrevocably conferred on your agent all necessary power and authority to make this application;

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- (if you are an agent for another person) **warrant** that reasonable enquiries have been made of the beneficial owner that this application is the only application which will be made for the benefit of that other person on a **BLUE** Application Form and that you are duly authorised to sign this Application Form as that other person's agent;
  - **agree** that once your application is accepted, your application will be evidenced by the results of the Preferential Offering made available by the Company;
  - **warrant** the truth and accuracy of the information contained in this application;
  - **agree** to disclose to the Company, the H Share Registrar, the receiving banks, the Relevant Persons and the **Orange and Blue Form eIPO** Service Provider any personal data about you or, with the exception of HKSCC Nominees, the person(s) for whose benefit you have made the application which they require;
  - **warrant** that, in making an application, you or any person(s) on whose behalf you may be acting is/are Qualifying Fosun Pharma H Shareholder(s);
  - **represent, warrant and undertake** that in making this application, you and/or, with the exception of HKSCC Nominees, any person(s) for whose behalf you may be acting are not connected person(s) or person(s) who will become connected person(s) of the Company immediately upon completion of the Global Offering, the subscription for Reserved Shares by you and/or, with the exception of HKSCC Nominees, any person(s) on whose behalf you may be acting is not financed directly or indirectly by a connected person of the Company, and you and/or, with the exception of HKSCC Nominees, any person(s) on whose behalf you may be acting is not taking instructions from a connected person of the Company in making this subscription for Reserved Shares;
  - **agree** that your application, any acceptance of it and the resulting contract will be governed by and construed in accordance with the laws of Hong Kong;
  - **undertake and agree** to accept the Reserved Shares applied for, or any lesser number allocated to you under the application;
  - **authorise** the Company to place your name(s) on the Company's H Share register of members as the holder(s) of any Reserved Shares allocated to you and such other registers as required under the Company's Articles of Association, and despatch any Share certificate(s) (where applicable) and/or any refund cheque(s) (where applicable) to you or (in case of joint applicants) the first-named applicant in this Application Form by ordinary post at your own risk to the address stated on this Application Form (except if you have applied for 1,000,000 Reserved Shares or more you may collect your refund cheque and Share certificates (where applicable) in person);
  - **agree** that the processing of your application, including the despatch of refund cheque(s) (if any), may be done by any of the receiving banks and is not restricted to the bank at which your Application Form is lodged;
  - **confirm** that you are aware of the restrictions on the Preferential Offering of the Reserved Shares described in the Prospectus;
  - **understand** that these declarations and representations will be relied upon by the Company and the Joint Representatives in deciding whether or not to allocate any Reserved Shares in response to your application;
  - if the laws of any place outside Hong Kong are applicable to your application, you **agree and warrant** that you have complied with all such laws and none of the Company nor the Relevant Persons will infringe any laws outside Hong Kong as a result of the acceptance of your offer to purchase any Reserved Shares, or any actions arising from your rights and obligations under the terms and conditions contained in the Prospectus;
  - **agree** with the Company and for the benefit of each Shareholder (and so that the Company shall be deemed by their acceptance in whole or in part of this application to have agreed, for itself and on behalf of each Shareholder) (and if applicable, with each CCASS Participant giving electronic application instructions), and the Company agree with each Shareholder, to observe and comply with the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong) and the Articles of Association of the Company;
  - **agree** with the Company and each Shareholder that the Shares are freely transferable by the Shareholder; and
  - **understand** that the Company and the Relevant Persons are entitled to rely on any warranty, representation or declaration made by you in this application. In the event of the application being made by joint applicants, all the warranties, representations, declarations and obligations expressed to be made, given or assumed by or imposed on the joint applicants shall be deemed to have been made, given and assumed by and imposed on the applicants jointly and severally. You may be prosecuted if you make a false declaration.
- You must complete this application in English, unless otherwise stated, and you or (in case of joint applicants) each of the joint applicants must sign this application in writing (and not by way of personal chop), otherwise the application is liable to be rejected.**

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### E. Power of attorney

If your application is made by a person, duly authorised under a valid power of attorney, the Company and the Joint Representatives, as the Company's agent, may accept it at their discretion and on any conditions they think fit, including requiring evidence of the attorney's authority. The Company and the Joint Representatives, as the Company's agents, will have full discretion to reject or accept any application, in full or in part without giving any reason.

### F. Determination of Offer Price

The Offer Price is expected to be fixed on or around Tuesday, 17 September 2019. Applicants are required to pay the Maximum Offer Price of HK\$57.80 for each Offer Share (subject to refund) together with 1% brokerage fee, 0.0027% SFC transaction levy and 0.005% Stock Exchange trading fee. If the Offer Price is not agreed among the Company and the Joint Representatives (on behalf of the Underwriters) on or before Tuesday, 24 September 2019, the Global Offering will not proceed and will lapse.

### Allotment of Reserved Shares

Subject to the terms and conditions as set out herein and in the Prospectus, the Reserved Shares will be allotted after the application lists close.

The Company expects to announce the Offer Price, the level of indications of interest in the International Offering, the level of applications under the Hong Kong Public Offering and the Preferential Offering, and the basis of allocation of the Hong Kong Offer Shares and the Reserved Shares on Tuesday, 24 September 2019 in South China Morning Post (in English), Hong Kong Economic Times (in Chinese), the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company's website [www.hemius.com](http://www.hemius.com). Results of allocations and the Hong Kong Identity Card/passport/Hong Kong business registration numbers of successful applicants under the Hong Kong Public Offering and the Preferential Offering will be available on the above websites.

### If your application for Reserved Shares is successful (in whole or in part)

If you apply for 1,000,000 or more Reserved Shares and have provided all information required by this Application Form, you may collect your refund cheque(s) and/or share certificate(s) from Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, from 9:00 a.m. to 1:00 p.m. on Tuesday, 24 September 2019 or such other place or date as notified by us in the newspapers.

If you are an individual who is eligible for personal collection, you must not authorise any other person to collect for you. If you are a corporate applicant which is eligible for personal collection, your authorised representative must provide a letter of authorisation from your corporation stamped with your corporation's chop.

Both individuals and authorised representatives must produce, at the time of collection, evidence of identity acceptable to Computershare Hong Kong Investor Services Limited.

If you do not collect your refund cheque(s) and/or share certificate(s) personally within the time period specified for collection, they will be despatched promptly to the address as specified on this Application Form by ordinary post at your own risk.

If you apply for less than 1,000,000 Reserved Shares, your refund cheque(s) and/or share certificate(s) will be sent to the address in your Application Form on or before Tuesday, 24 September 2019, by ordinary post and at your own risk.

The Company will not issue temporary documents of title.

**Share certificates will only become valid at 8:00 a.m. on Wednesday, 25 September 2019 provided that the Global Offering has become unconditional in all respects and the right of termination under the Underwriting Agreements and described in the section headed "Underwriting" in the Prospectus has not been exercised. No receipt will be issued for sums paid on application. In the event that the Offer Price is less than the price per Reserved Share paid by you, the surplus application money (including the brokerage fee, the SFC transaction levy and the Stock Exchange trading fee attributable to such surplus) will be refunded to you without interest. Investors who trade Shares prior to the receipt of Share certificates or prior to the Share certificates becoming valid do so entirely at their own risk.**

### Circumstances in which you will not be allotted Reserved Shares

You may not be allocated Reserved Shares for any of the following reasons:

#### 1. If your application is revoked:

By completing and submitting an Application Form or giving electronic application instructions to HKSCC or through the **Blue Form eIPO** service, you agree that your application or the application made by HKSCC Nominees on your behalf cannot be revoked on or before the expiration of the fifth day after the time of the opening of the application lists (excluding for this purpose any day which is not a business day), unless a person responsible for the Prospectus under Section 40 of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong) gives a public notice under that section which excludes or limits the responsibility of that person for the Prospectus. This agreement will take effect as a collateral contract with the Company, and will become binding when you lodge this Application Form. This collateral contract will be in consideration of the Company agreeing that they will not offer any Reserved Shares to any person on or before Tuesday, 24 September 2019, except by means of one of the procedures referred to in the Prospectus.

If your application has been accepted, it cannot be revoked. For this purpose, acceptance of applications which are not rejected will be constituted by notification in the announcement of the results of allocation, and where such basis of allocation is subject to certain conditions or provides for allocation by ballot, such acceptance will be subject to the satisfaction of such conditions or results of the ballot, respectively.



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### 2. Full discretion of the Company, the Joint Representatives, and their respective agents or nominees, to reject or accept your application:

The Company and the Joint Representatives or its or their respective agents or nominees, have full discretion to reject or accept any application, or to accept only part of any application. No reasons have to be given for any rejection or acceptance.

### 3. If the allotment of Reserved Shares is void:

The allotment of Reserved Shares to you will be void if the Listing Committee does not grant permission to list the Shares either:

- within three weeks from the closing of the application lists; or
- within a longer period of up to six weeks if the Listing Committee of the Stock Exchange notifies the Company of that longer period within three weeks of the closing date of the application lists.

### 4. You will not receive any allotment if:

- this Application Form is not completed in accordance with the instructions as stated herein;
- this Application Form has not been duly signed (only written signatures are acceptable) (or in the case of a joint application, not all applicants have signed);
- in respect of applicants who are corporate entities, this Application Form has not been duly signed (only written signature is acceptable) by an authorised officer or affixed with a company chop;
- the cheque/banker's cashier order/this Application Form is defective;
- this Application Form is not accompanied with a cheque/banker's cashier order or is accompanied by more than one cheque/banker's cashier order for each of the application for Assured Entitlement and excess application for Reserved Shares;
- the account name on cheque/banker's cashier order is not pre-printed or certified by the issuing bank;
- the cheque/banker's cashier order is not drawn on a Hong Kong dollar bank account in Hong Kong;
- the name of the payee indicated on the cheque/banker's cashier order is not "BANK OF CHINA (HONG KONG) NOMINEES LIMITED - HENLIUS BIOTECH PREFERENTIAL OFFER";
- the cheque has not been crossed "Account payee only";
- the cheque was post-dated;
- the applicant's payment is not made correctly or the applicant pays by cheque or banker's cashier order and the cheque or banker's cashier order is dishonoured on its first presentation;
- the applicant's name/the first applicant's name on the joint application is not the same as the name pre-printed or certified/endorsed by a person authorised by the drawee bank on the cheque/banker's cashier order;
- alteration(s) to the application details on this Application Form has not been authorised by the signature(s) of the applicant(s);

- the Company believe that by accepting the application, the Company would violate the applicable securities or other laws, rules or regulations of the jurisdiction where this Application Form is received or where the applicant is resident; or
- the Company and the Joint Representatives, and their respective agents or nominees, exercise their discretion to reject or accept any application, or to accept only part of any application. No reasons have to be given for any rejection or acceptance.

### 5. If you are applying by using the BLUE Application Form for Assured Entitlement, you may apply for a number of Reserved Shares pursuant to your Assured Entitlement that is equal to or less than the number stated in Box B. If you intend to apply for a number of Reserved Shares that is less than your Assured Entitlement, you MUST apply for a number which is one of the numbers set out in the table in the BLUE Application Form and make a payment of the corresponding amount (other than HKSCC Nominees).

You need to complete and sign the BLUE Application Form for Assured Entitlement and submit one cheque (or banker's cashier order) for the exact amount of remittance printed in Box B or the corresponding amount payable as set out in the table in the BLUE Application Form. If you intend to apply for a number of Assured Entitlement which is not one of the numbers set out in the table in the BLUE Application Form for Assured Entitlement, you MUST apply by using **Blue Form eIPO** only. If you wish to apply for excess Reserved Shares in addition to your Assured Entitlement, you should complete and sign the BLUE Application Form for excess Reserved Shares and lodge it, together with a separate remittance for the full amount payable on application in respect of the excess Reserved Shares applied for or apply for through the **Blue Form eIPO** service via [www.eipo.com.hk](http://www.eipo.com.hk).

### 6. If you are applying by using the BLUE Application Form for excess Reserved Shares, you MUST apply for a number which is one of the numbers set out in the table in the BLUE Application Form for excess Reserved Shares and make a payment of the corresponding amount (other than HKSCC Nominees). You need to complete and sign the BLUE Application Form for excess Reserved Shares and submit a separate cheque (or banker's cashier order) for the exact amount of remittance. If you intend to apply for a number of excess Reserved Shares which is not one of the numbers set out in the table in the BLUE Application Form for excess Reserved Shares, you MUST apply by using **Blue Form eIPO** only.

### 7. If you intend to apply for both Reserved Shares pursuant to your Assured Entitlement and excess Reserved Shares, you must submit both the BLUE Application Form for Assured Entitlement and the BLUE Application Form for excess Reserved Shares. Each BLUE Application Form must be accompanied by a separate cheque (or banker's cashier order) for the exact amount of remittance.

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### Refund of your money

If you do not receive any Reserved Shares or if your application is accepted only in part, the Company will refund to you your application monies (including the related 1% brokerage fee, 0.0027% SFC transaction levy and 0.005% Stock Exchange trading fee) or the appropriate portion thereof without interest. If the Offer Price is less than the Maximum Offer Price, the Company will refund to you the surplus application monies (including the related 1% brokerage fee, 0.0027% SFC transaction levy and 0.005% Stock Exchange trading fee) without interest. The refund procedures are stated in the “H. Despatch/Collection of Share Certificates/e-Refund Payment Institutions/Refund Cheques” in the “How to Apply for Hong Kong Offer Shares and Reserved Shares” section of the Prospectus.

### Effect of the Information You Give to Computershare Hong Kong Investor Services Limited

Computershare Hong Kong Investor Services Limited and its related bodies' corporate, directors, officers, employees and agents (“**Representatives**”) expressly disclaim and exclude to the maximum extent permitted by law any liability for any loss or damage suffered or incurred by the applicant or any other person or entity however caused relating in any way to, or connected with, any information provided by or on behalf of the applicant on or in connection with this document or any services provided hereunder, or any other written or oral communication provided by or on behalf of the applicant in connection with this document or any services provided hereunder. This includes, without limitation, any errors or omissions in such information however caused, or the Representatives or any other person or entity placing any reliance on such information or any documentation, image, recording or reproduction of such information, or its accuracy, completeness, currency or reliability.

### Personal Data

#### Personal information collection statement

The main provisions of the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) (the “**Ordinance**”) came into effect in Hong Kong on December 20, 1996. This Personal Information Collection Statement informs the applicant for and holder of the Hong Kong Offer Shares of the policies and practices of the Company and its H Share Registrar in relation to personal data and the Ordinance.

#### 1. Reasons for the collection of your personal data

From time to time it is necessary for applicants for securities or registered holders of securities to supply their latest correct personal data to the Company and its H Share Registrar when applying for securities or transferring securities into or out of their names or in procuring the services of the H Share Registrar. Failure to supply the requested data may result in your application for securities being rejected or in delay or inability of the Company or its H Share Registrar to effect transfers

or otherwise render their services. It may also prevent or delay registration or transfer of the Reserved Shares which you have successfully applied for and/or the despatch of Share certificate(s), and/or the despatch of refund cheque(s) to which you are entitled.

It is important that holders of securities inform the Company and the H Share Registrar immediately of any inaccuracies in the personal data supplied.

#### 2. Purposes

The personal data of the applicants and the holders of securities may be used, held and/or stored (by whatever means) for the following purposes:

- processing of your application and refund cheque, where applicable, and verification of compliance with the terms and application procedures set out in this Application Form and the Prospectus and announcing results of allocations of the Reserved Shares;
- enabling compliance with all applicable laws and regulations in Hong Kong and elsewhere;
- registering new issues or transfers into or out of the name of holders of securities including, where applicable, in the name of HKSCC Nominees;
- maintaining or updating the registers of holders of securities of the Company;
- conducting or assisting in the conduct of signature verifications, any other verification or exchange of information;
- establishing benefit entitlements of holders of securities of the Company, such as dividends, rights issues and bonus issues, etc.;
- distributing communications from the Company and its subsidiaries;
- compiling statistical information and profiles of holders of securities;
- making disclosures as required by laws, rules or regulations (whether statutory or otherwise) in Hong Kong or elsewhere;
- disclosing relevant information to facilitate claims on entitlements; and
- any other incidental or associated purposes relating to the above and/or to enable the Company and the H Share Registrar to discharge their obligations to holders of securities and/or regulators and/or other purpose to which the holders of securities may from time to time agree.

#### 3. Transfer of personal data

Personal data held by the Company and the H Share Registrar relating to the applicants and the holders of securities will be kept confidential but the Company and the H Share Registrar, to the extent necessary for achieving the above purposes or any of them, may make such enquiries as they consider necessary to confirm the accuracy of the personal data and in particular, they may disclose, obtain or transfer (whether within or outside Hong Kong) the personal data of the applicants and the holders of securities to, from or with any and all of the following persons and entities:

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- the Company or their respective appointed agents such as financial advisors and receiving bankers;
- HKSCC and HKSCC Nominees, who will use the personal data for the purposes of operating CCASS (in cases where the applicants have requested for the Reserved Shares to be deposited into CCASS);
- any agents, contractors or third-party service providers who offer administrative, telecommunications, computer, payment or other services to the Company and/or the H Share Registrar in connection with the operation of their respective businesses;
- the Stock Exchange, the SFC and any other statutory, regulatory or governmental bodies in Hong Kong or elsewhere; and
- any other persons or institutions with which the holders of securities have or propose to have dealings, such as their bankers, solicitors, accountants or stockbrokers.

#### 4. Retention of personal data

The Company and its H Share Registrar will keep the personal data of the applicants and holders of securities for as long as necessary to fulfil the purposes for which the personal data were collected. Personal data which is no longer required will be destroyed or dealt with in accordance with the Ordinance.

#### 5. Access to and correction of personal data

The Ordinance provides the applicants and the holders of securities with rights to ascertain whether the Company or the H Share Registrar holds their personal data, to obtain a copy of that data, and to correct any data that is inaccurate. In accordance with the Ordinance, the Company and the H Share 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 kinds of data held should be addressed to the Company, at its registered address disclosed in the section headed "Corporate Information" in the Prospectus or as notified from time to time in accordance with applicable law, for the attention of the company secretary, or the H Share Registrar for the attention of the privacy compliance officer.

**By signing this Application Form, you agree to all of the above.**

#### How to make your application

**Instead of using the BLUE Application Form, you may apply for Reserved Shares through the Blue Form eIPO service at [www.eipo.com.hk](http://www.eipo.com.hk) and make payment using PPS or the internet banking payment methods.**

1. **If you are applying by using the BLUE Application Form for Assured Entitlement**, you may apply for a number of Reserved Shares pursuant to your Assured Entitlement that is equal to or less than the number stated

in Box B in the Application Form. If you intend to apply for a number of Reserved Shares that is less than your Assured Entitlement, you **MUST** apply for a number which is one of the numbers set out in the table in the **BLUE** Application Form for Assured Entitlement, you should (i) write the number of Reserved Shares applied for and the amount payable (as set out in the table in the Application Form); (ii) complete and sign the Application Form; and (iii) submit one cheque (or banker's cashier order) for the same amount that you have written in the Application Form (other than HKSCC Nominees). If you intend to apply for a number of Assured Entitlement which is not one of the numbers set out in the table in the **BLUE** Application Form for Assured Entitlement, you **MUST** apply by using **Blue Form eIPO** only. If you wish to apply for excess Reserved Shares in addition to your Assured Entitlement, you should complete and sign the **BLUE** Application Form for excess Reserved Shares and lodge it, together with a separate remittance for the full amount payable on application in respect of the excess Reserved Shares applied for or apply for through the **Blue Form eIPO** service via [www.eipo.com.hk](http://www.eipo.com.hk). If you intend to apply for a number of Reserved Shares that is equal to your Assured Entitlement, you should (i) complete and sign the Application Form and (ii) submit one cheque (or banker's cashier order) for the exact amount of remittance printed in Box B in the Application Form.

**If you are applying by using the BLUE Application Form for excess Reserved Shares**, you should (i) write the number of excess Reserved Shares applied for and the amount payable (as set out in the table on the Application Form); (ii) complete and sign the Application Form; and (iii) submit one separate cheque (or banker's cashier order) for the same amount that you have written on the Application Form. The number of excess Reserved Shares that you intend to apply for **MUST** be one of the numbers set out in the table in the Application Form for excess Reserved Shares (other than HKSCC Nominees). If you intend to apply for a number of excess Reserved Shares which is not one of the numbers set out in the table in the **BLUE** Application Form for excess Reserved Shares, you **MUST** apply by using **Blue Form eIPO** only.

2. Complete the form and sign it. **Only written signatures will be accepted.**
3. Staple your cheque or bank's cashier order to the form. You must pay for the application for Assured Entitlement by one **cheque** or by one **banker's cashier order** and/or pay for the application for excess Reserved Shares by one cheque or by one banker's cashier order. Each application must be accompanied by either a separate cheque or banker's cashier order.

**If you pay by cheque, the cheque must:**

- be in Hong Kong dollars;
- be drawn on your Hong Kong dollar bank account in Hong Kong;

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- show your account name. This name must either be preprinted on the cheque, or be endorsed at the back by a person authorised by the bank. This account name must be the same name as the name on this form. If it is a joint application, the account name must be the same as the name of the first-named applicant;
- be made payable to “**BANK OF CHINA (HONG KONG) NOMINEES LIMITED - HENLIUS BIOTECH PREFERENTIAL OFFER**”;
- be crossed “Account Payee Only”; and
- not be post-dated.

### Your application may be rejected if your cheque:

- does not meet all these requirements; or
- is dishonoured on its first presentation.

### If you pay by banker’s cashier order, the cashier order must:

- be in Hong Kong dollars;
- be issued by licensed banks in Hong Kong, and have your name certified at the back of the order by a person authorised by the bank. The name on the back of the order and the name on this Application Form must be the same. If it is a joint application, the name at the back of the order must be the same as the name of the first-named applicant;
- be made payable to “**BANK OF CHINA (HONG KONG) NOMINEES LIMITED - HENLIUS BIOTECH PREFERENTIAL OFFER**”;
- be crossed “Account Payee Only”; and
- not be post-dated.

Your application is liable to be rejected if your cheque or banker’s cashier order does not meet all these requirements.

4. Fold this Application Form once and lodge it to one of the collection boxes at any of the following branches of Bank of China (Hong Kong) Limited and CMB Wing Lung Bank Limited:

### Bank of China (Hong Kong) Limited

District	Branch Name	Address
Hong Kong Island	Des Voeux Road West Branch	111-119 Des Voeux Road West, Hong Kong
	Chai Wan Branch	Block B, Walton Estate, 341-343 Chai Wan Road, Chai Wan, Hong Kong
Kowloon	Telford Plaza Branch	Shop Unit P2-P7, Telford Plaza, No.33 Wai Yip Street, Kowloon Bay, Kowloon
	Olympian City Branch	Shop 133, 1/F, Olympian City 2, 18 Hoi Ting Road, Kowloon
New Territories	Metro City Branch	Shop 209, Level 2, Metro City Phase 1, Tseung Kwan O, New Territories
	Ma On Shan Plaza Branch	Shop 2103, Level 2, Ma On Shan Plaza, Sai Sha Road, Ma On Shan, New Territories

### CMB Wing Lung Bank Limited

District	Branch Name	Address
Hong Kong Island	Head Office	45 Des Voeux Road Central
	Kennedy Town Branch	28 Catchick Street
Kowloon	Mongkok Branch	B/F CMB Wing Lung Bank Centre, 636 Nathan Road
	Tsim Sha Tsui Branch	4 Carnarvon Road
New Territories	Tsuen Wan Branch	251 Sha Tsui Road

5. This Application Form can be lodged at these times:

Thursday, 12 September 2019 – 9:00 a.m. to 5:00 p.m.

Friday, 13 September 2019 – 9:00 a.m. to 5:00 p.m.

Monday, 16 September 2019 – 9:00 a.m. to 5:00 p.m.

Tuesday, 17 September 2019 – 9:00 a.m. to 12:00 noon

6. The latest time for lodging your application is 12:00 noon on Tuesday, 17 September 2019 or, if the application lists are not open on that day, then by 12:00 noon on the next day the lists are open. The application lists will be open between 11:45 a.m. and 12:00 noon on that day, subject only to weather conditions. The application lists will not open if there is:

- a typhoon warning signal 8 or above;
- an extreme condition caused by a super typhoon announced by the Government of the Hong Kong Special Administrative Region; or
- a “black” rainstorm warning

in force in Hong Kong at any time between 9:00 a.m. and 12:00 noon on Tuesday, 17 September 2019. Instead they will be open between 11:45 a.m. and 12:00 noon on the next business day which does not have either of those warnings and/or extreme condition in force at any time between 9:00 a.m. and 12:00 noon. Business day means a day that is not a Saturday, Sunday or public holiday in Hong Kong.

7. **The right is reserved to present all or any remittances for payment. However, your cheque or banker’s cashier order will not be presented for payment before 12:00 noon on Tuesday, 17 September 2019. You will not be given a receipt for your payment. The Company will retain any interest accrued on your application monies. The right is also reserved to retain any Share certificate(s) and/or any surplus application money(ies) or refunds pending clearance of your cheque or banker’s cashier order.**



**Shanghai Henlius Biotech, Inc.**  
**上海復宏漢霖生物技術股份有限公司**  
(於中華人民共和國註冊成立的股份有限公司)

**全球發售**

**申請條件**

除另有指明外，此等條件所用詞彙具備招股章程所賦予的相同涵義。

**甲. 申請人資格**

- 閣下(申請人)及閣下為其利益而提出申請的任何人士必須為合資格復星醫藥H股股東並年滿18歲。
- 如閣下屬商號，則須以個別成員的名義而非以商號的名義作出申請。
- 如閣下屬法人團體，申請表格必須加蓋公司印鑑(附有公司名稱)並由獲正式授權的高級職員簽署，並須註明其代表身份。
- 除上市規則及聯交所發出的指引信許可的情況或聯交所已授予的任何相關豁免批准外，倘若閣下或(香港結算代理人除外)閣下為其利益而提出申請的任何人士為下列人士，則不得申請認購任何預留股份：
  - 本公司及／或任何附屬公司之股份的現有實益擁有人；
  - 本公司及／或本公司任何附屬公司之董事或最高行政人員；
  - 上述任何人士的聯繫人；
  - 本公司的關連人士或於緊隨全球發售完成後將成為本公司關連人士的人士；或
  - 不合資格復星醫藥H股股東。

不合資格復星醫藥H股股東指於記錄日期登記地址位於香港以外司法權區或據復星醫藥另行得悉為香港以外司法權區居民的復星醫藥H股股東，復星醫藥及本公司董事根據彼等就該等股東所作出的查詢，考慮到有關復星醫藥H股股東所處有關司法權區法律的限制或該司法權區有關監管機構或證券交易所的規定後，認為將彼等排除在優先發售之外屬必要或合宜者。

不管招股章程或本申請表格的任何其他條文或藍表eIPO服務的條款及條件，倘本公司全權酌情信納有關交易獲豁免或毋須遵守導致上述限制的法例或規例，則本公司保留權利允許任何復星醫藥H股股東接納其預留股份的保證配額。

- 聯名申請人的總數不可超過四人。

**乙. 分配預留股份**

倘有效申請之預留股份數目少於或相等於閣下之保證配額，在受本申請表格所載條款及條件的規限下，且假設優先發售之條件已達成，則申請將會獲全數接納。倘申請的預留股份數目少於閣下的保證配額，閣下**必須**申請本申請表格內數目及款項一覽表所列的其中一個數目並支付相應款額(香港結算代理人除外)。倘閣下擬申請並非藍色申請表格申請保證配額表中載列的其中一個保證配額數目，閣下**必須**用藍表eIPO申請。倘閣下擬申請保證配額以外的超額預留股份，則須填妥並簽署申請超額預留股份之藍色申請表格，並單獨匯款足額支付所申請超額預留股份的應付股款，或透過[www.eipo.com.hk](http://www.eipo.com.hk)使用藍表eIPO服務遞交申請。倘申請的預留股份數目多於閣下的保證配額，相關保證配額的申請將獲全數接納，但超額預留股份的申請則只在有足夠的可用預留股份的情況下獲接納。倘預留股份的超額申請：

- 少於可用預留股份，則可用預留股份將首先悉數分配以滿足該等預留股份的超額申請，而其後將由聯席代表酌情分配至國際發售；
- 與可用預留股份相同，則可用預留股份將悉數分配以滿足該等預留股份的超額申請；或

(iii) 多於可用預留股份，則可用預留股份將按與香港公開發售超額認購情況下常用的分配基準一致的分配基準分配，當中認購額較細的申請將獲較高的分配百分比。倘滿足超額申請後有任何剩餘的股份，有關股份將由聯席代表酌情重新分配至國際發售。為補足股份的零碎持有量至一手完整持有量而作出的任何超額申請將不會獲得優先處理。

除上述者外，優先發售將不受國際發售與香港公開發售之間的回補安排所限。未附帶正確金額申請款項的任何申請將視為完全無效且不會向有關申請人配發任何預留股份。

除透過藍表 eIPO 服務 ([www.eipo.com.hk](http://www.eipo.com.hk)) 或藍色申請表格申請預留股份外，合資格復星醫藥H股股東亦可使用白色或黃色申請表格或透過中央結算系統向香港結算發出電子認購指示或透過白表 eIPO 服務作出一份香港發售股份申請。

合資格復星醫藥H股股東根據香港公開發售使用白色或黃色申請表格或向香港結算發出電子認購指示或透過白表 eIPO 服務申請香港發售股份，在配額或分配方面並無優先權。

合資格復星醫藥H股股東可按其各自於記錄日期每持有132股復星醫藥H股股份的完整倍數獲發保證配額一個預留股份的基準提出申請。於記錄日期持有少於132股復星醫藥H股的合資格復星醫藥H股股東將不會享有預留股份的保證配額，但仍有權透過申請超額預留股份參與優先發售。

### 丙. 補充資料

倘刊發招股章程的任何補充文件，已提交申請的申請人可能會或可能不會(視乎補充文件所載資料而定)獲通知彼等須確認其申請。如申請人已獲通知但未有根據獲通知的程序確認彼等的申請，則所有未經確認申請將會無效。受上文所規限，申請一經提交即不得撤銷，而申請人將視為根據已按經補充的招股章程提出申請。

### 丁. 填交本申請表格的效用

本申請表格一經填妥及提交，即表明閣下(及如屬聯名申請人，即閣下與聯名申請人共同及個別)本身或(如作為代理人或代名

人)代表委託閣下作為代理人或代名人的每名人士：

- **指示及授權** 本公司及／或聯席代表(或彼等各自的代理或代名人)，根據本公司章程細則的規定，代表閣下簽立任何過戶表格、成交單據或其他文件，並代表閣下辦理其他一切必需手續，以完成以閣下名義登記閣下獲分配的任何預留股份，或以其他方式令招股章程及本申請表格所述的各項安排落實生效；
- **承諾** 簽署所有文件及辦理所有必需手續，以便可按本公司章程細則的規定，讓閣下登記成為閣下獲分配的預留股份的持有人；
- **聲明、保證及承諾** 閣下明白預留股份並無亦不會根據《美國證券法》進行登記，而(香港結算代理人除外)閣下或閣下作為其代表或為其利益購買預留股份的任何其他人士身處美國境外(定義見S規例)及S規例第902條第(h)(3)段所述的人士；
- **確認** 閣下提出本申請時僅依賴招股章程所載的資料及陳述，而除招股章程任何補充文件所載者外，將不會依賴任何其他資料或陳述；
- **同意** 本公司、有關人士或橙表及藍表 eIPO 服務供應商現時及日後均毋須對並非載於招股章程(及其任何補充文件)的任何資料及陳述負責；
- **同意**(在不損害閣下可能擁有的任何其他權利的情況下)本申請一經接納，即不得因無意的失實陳述而撤銷；
- (如申請由代理代表閣下提出) **保證** 閣下已向閣下的代理有效及不可撤回地授予一切必需的權力及授權以提出本申請；
- (如閣下為他人的代理) **保證** 已向實益擁有人作出合理查詢，證實本申請乃為該人士利益以藍色申請表格而作出的唯一申請，而閣下已獲正式授權，以該人士代理的身份簽署本申請表格；
- **同意** 閣下的申請一經接納，閣下的申請將以本公司公佈的優先發售結果為證明；

- **保證** 本申請所載資料屬真實及準確；
  - **同意** 向本公司、H股證券登記處、收款銀行、有關人士及橙表及藍表eIPO服務供應商披露彼等所需關於閣下或(香港結算代理人除外)閣下為其利益提出申請的人士的任何個人資料；
  - **保證** 在提出申請時，閣下或閣下可能代其行事之任何人士為合資格復星醫藥H股股東；
  - **聲明、保證及承諾**，在提出本申請時，閣下及／或(香港結算代理人除外)閣下可能代其行事之任何人士並非關連人士，亦並非將在緊隨全球發售完成後成為本公司關連人士的人士，而閣下及／或(香港結算代理人除外)閣下可能代其行事之任何人士認購預留股份並非直接或間接由本公司的關連人士提供資金，且閣下及／或(香港結算代理人除外)閣下可能代其行事之任何人士並非根據本公司關連人士的指示作出預留股份的是次認購；
  - **同意** 閣下的申請、接納申請及由此而產生的合約均受香港法例管轄，並按其詮釋；
  - **承諾** 並**同意** 接納所申請的預留股份，或閣下根據申請所獲分配的任何較少數目；
  - **授權** 本公司將閣下的姓名／名稱列入H股股份登記冊，作為閣下獲分配的任何預留股份的持有人，及根據本公司章程細則規定的本公司股東名冊內，並按本申請表格上所示地址以普通郵遞方式寄發任何股票(如適用)及／或任何退款支票(如適用於閣下或(如為聯名申請人)本申請表格內排名首位的申請人，郵誤風險概由閣下自行承擔(除非如閣下申請1,000,000股或以上預留股份，則可親自領取閣下的退款支票及股票(如適用))；
  - **同意** 任何收款銀行，而不限於閣下遞交申請表格的銀行，可處理閣下的申請，包括寄發退款支票(如有)；
  - **確認** 閣下知悉招股章程所述有關預留股份的優先發售限制；
  - **明白** 本公司及聯席代表將依賴此等聲明及陳述，以決定是否就閣下提出的申請向閣下分配任何預留股份；
  - 倘香港境外任何地方的法律適用於閣下的申請，則閣下**同意** 並**保證**，閣下已遵守所有該等法律，而本公司或有關人士概不會因接納閣下購買任何預留股份的要約，或因閣下在招股章程所載條款及條件項下的權利與責任所產生的任何行動而觸犯香港境外任何法律；
  - 向本公司(並為各股東的利益)表示**同意** (及從而使本公司(為其本身並代表各股東)藉其接納全部或部分本申請而視為已同意)(及(如適用)向發出電子認購指示的各中央結算系統參與者表示同意)，以及本公司向各股東表示同意，遵守及符合香港法例第622章公司條例、香港法例第32章公司(清盤及雜項條文)條例及本公司章程細則；
  - 向本公司及各股東表示**同意** 股份可由該股東自由轉讓；及
  - **明白** 本公司及有關人士均有權依賴閣下於本申請作出的任何保證、陳述或聲明。倘為聯名申請人提出的申請，表示由聯名申請人提出、作出或承擔或須履行的所有保證、陳述、聲明及責任，均視為由各申請人共同及個別地提出、作出及承擔及須履行。閣下如作出虛假聲明可被檢控。
- 除另有註明外，閣下必須以英文填妥本申請，而閣下或(倘為聯名申請人)各聯名申請人必須親筆簽署本申請(不得以個人印章代替)，否則申請可被拒絕受理。
- 戊. 授權書**
- 倘閣下的申請由根據授權書獲正式授權的人士提出，本公司及聯席代表(作為本公司的代理)可酌情按彼等認為合適的任何條件(包括出示代表的授權證明文件)接納申請。本公司及聯席代表(作為本公司的代理)將可全權酌情決定拒絕或接納任何申請的全部或部分，而毋須提供任何理由。

## 己. 釐定發售價

預期發售價於二零一九年九月十七日(星期二)或前後釐定。申請人須繳付每股發售股份57.80港元(多繳款項可予退還)的最高發售價，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。倘若本公司與聯席代表(代表包銷商)並無於二零一九年九月二十四日(星期二)或之前協定發售價，全球發售將不會進行並將告失效。

## 預留股份的配發

在本申請表格及招股章程載列的條款及條件規限下，預留股份將於截止辦理申請登記後配發。本公司預期於二零一九年九月二十四日(星期二)在《南華早報》(英文)、《香港經濟日報》(中文)、聯交所網站([www.hkexnews.hk](http://www.hkexnews.hk))及本公司網站([www.henlius.com](http://www.henlius.com))公佈發售價、國際發售的踴躍程度、香港公開發售及優先發售的認購水平以及香港發售股份及預留股份的分配基準。香港公開發售及優先發售的分配結果及成功申請人的香港身份證/護照/香港商業登記號碼亦同於上述網站公佈。

## 倘 閣下成功申請認購(全部或部分)預留股份

如 閣下申請認購1,000,000股或以上預留股份，且已提供本申請表格所規定全部資料，閣下可於二零一九年九月二十四日(星期二)或本公司在報章上公佈的其他地點或日期的上午九時正至下午一時正，親身前往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室)領取閣下的退款支票及/或股票。

如 閣下為個人申請人並合資格親身領取，閣下不得授權任何其他人士代領。如 閣下為公司申請人並合資格親身領取，閣下的授權代表須攜同蓋上公司印鑑的授權書領取。

個人申請人及授權代表領取時均須出示香港中央證券登記有限公司接納的身份證明文件。

如 閣下並無在指定領取時間內親身領取退款支票及/或股票，有關退款支票及/或股票將會立刻以普通郵遞方式寄往本申請表格所示地址，郵誤風險由閣下承擔。

如 閣下申請認購1,000,000股以下預留股份，閣下的退款支票及/或股票將於二零一九年九月二十四日(星期二)或之前以普通郵遞方式

寄往 閣下申請表格所示地址，郵誤風險由閣下承擔。

本公司不會發出臨時所有權文件。

股票僅會於全球發售在所有方面成為無條件及招股章程「包銷」一節所述的包銷協議終止權利並無行使的情況下，方會於二零一九年九月二十五日(星期三)上午八時正成為有效的所有權憑證。已繳付的申請款項將不獲發收據。倘發售價低於閣下支付的每股預留股份價格，多繳的申請款項(包括多繳款項應佔的經紀佣金、證監會交易徵費及聯交所交易費)將不計利息退還予閣下。投資者在收到股票前或在股票成為有效前買賣股份，須自行承擔全部風險。

## 閣下不獲配發預留股份的情況

閣下可能基於下列任何理由而不獲分配預留股份：

### 1. 倘 閣下的申請被撤回：

填妥及遞交申請表格或向香港結算或利用藍表eIPO服務發出電子認購指示後，即表示閣下同意不得於開始辦理申請登記後第五日(就此而言，不包括任何非營業日)屆滿或之前撤回申請或香港結算代理人代表閣下提出的申請，除非根據香港法例第32章公司(清盤及雜項條文)條例第40條對招股章程負責的人士根據該條發出公告，免除或限制該人士對招股章程的責任。此協議將成為本公司訂立的附屬合約，並在閣下遞交本申請表格時即具約束力。該附屬合約的代價為本公司同意，除按招股章程所述任何一項程序外，不會於二零一九年九月二十四日(星期二)或之前向任何人士提呈發售任何預留股份。

閣下的申請一經接納，則不得撤回。就此而言，在公告公佈分配結果即屬接納未遭拒絕的申請，而倘有關分配基準受若干條件規限或訂定以抽籤方式分配，則申請獲接納與否將分別視乎能否達成有關條件或抽籤的結果而定。

### 2. 本公司、聯席代表以及彼等各自的代理或代名人可全權酌情決定拒絕或接納閣下的申請：

本公司及聯席代表或彼等各自的代理或代名人可全權酌情決定拒絕或接納任何申請，或僅接納任何部份申請，而毋須就任何拒絕或接納提供任何理由。



## 3. 倘預留股份配發作廢：

倘上市委員會在下列期間未批准股份上市，則配發予 閣下的預留股份將告作廢：

- 由截止辦理申請登記日期起計三星期內；或
- (倘聯交所上市委員會在截止辦理申請登記日期後三星期內通知本公司延長有關期間)由截止辦理申請登記日期起計最多六星期內。

## 4. 在下列情況下， 閣下將不獲任何配發：

- 本申請表格並無按照本申請表格所載指示填妥；
- 本申請表格並無妥為簽署(僅接受親筆簽名)(倘為聯名申請，則未經全部申請人簽署)；
- 就法人團體申請人而言，本申請表格未經獲授權的高級職員妥為簽署(僅接受親筆簽名)或未加蓋公司印鑑；
- 支票／銀行本票／本申請表格有缺陷；
- 本申請表格並無就各份保證配額的申請及預留股份的超額申請附有支票／銀行本票或附有超過一張支票／銀行本票；
- 支票／銀行本票並無預印賬戶名稱或賬戶名稱未經開具銀行證明；
- 支票／銀行本票並非自香港的港元銀行賬戶開出；
- 支票／銀行本票的抬頭人並非「中國銀行(香港)代理有限公司－復宏漢霖生物技術優先發售」；
- 支票並無劃線註明「只准存入抬頭人賬戶」；
- 支票為期票；
- 申請人未正確付款或申請人以支票或銀行本票付款但支票或銀行本票於首次過戶時不獲兌現；
- 申請人名稱／聯名申請的排名首位申請人名稱並非預印名稱或並非由銀行授權人士在支票或銀行本票背書的名稱相同；
- 本申請表格所提供申請資料的更改未獲申請人簽署授權；
- 本公司相信如接納申請，會違反收取本申請表格或申請人地址所在司法權區的適用證券或其他法例、規則或規例；或

- 本公司及聯席代表及其各自的代理或代名人行使酌情權，決定拒絕或接納任何申請，或僅接納部分申請。拒絕或接納申請毋須給予任何理由。

5. 倘 閣下使用 **藍色** 申請表格申請保證配額， 閣下可申請相等於或少於乙欄所列數目的保證配額的預留股份。倘 閣下擬申請少於 閣下保證配額的預留股份， 閣下**必須**申請**藍色**申請表格一覽表所列數目之一，並相應付款(香港結算代理人除外)。

閣下須就保證配額填妥並簽署**藍色**申請表格，並提交一張支票(或銀行本票)，金額須為乙欄所印列的確切金額或**藍色**申請表格一覽表所載的相應應付金額。倘 閣下擬申請並非**藍色**申請表格申請保證配額表中載列的其中一個保證配額數目， 閣下**必須**使用**藍表 eIPO**申請。倘 閣下擬申請保證配額以外的超額預留股份，則須填妥並簽署申請超額預留股份之**藍色**申請表格，並單獨匯款足額支付所申請超額預留股份的應付股款，或透過 [www.eipo.com.hk](http://www.eipo.com.hk) 使用**藍表 eIPO**服務遞交申請。

6. 倘 閣下使用 **藍色** 申請表格申請超額預留股份， 閣下**必須**申請**藍色**申請表格一覽表所列超額預留股份數目之一，並相應付款(香港結算代理人除外)。 閣下須就超額預留股份填妥並簽署**藍色**申請表格，並提交一張獨立開出的支票(或銀行本票)支付確切金額。倘 閣下擬申請並非**藍色**申請表格申請超額預留股份表中載列的其中一個保證配額數目， 閣下**必須**使用**藍表 eIPO**申請。7. 倘 閣下擬同時申請保證配額的預留股份及超額預留股份， 閣下**必須**同時提交保證配額的**藍色**申請表格及超額預留股份的**藍色**申請表格。每份**藍色**申請表格**必須**附上一張獨立開出的支票(或銀行本票)支付確切金額。**退回款項**

若 閣下未獲分配任何預留股份或申請僅部分獲接納，本公司將不計利息退回 閣下的申請股款(包括相關的1%經紀佣金、0.0027%證監會交易徵費及0.005%聯交所交易費)或其中適當部分。如發售價低於最高發售價，本公司將不計利息退回多收申請股款(包括相關的1%經紀佣金、

0.0027% 證監會交易徵費及0.005% 聯交所交易費)。有關退款程序載於招股章程「如何申請香港發售股份及預留股份」一節「H. 發送／領取股票／電子退款指示／退款支票」。

### 閣下提供給香港中央證券登記有限公司的資訊的有關影響

香港中央證券登記有限公司和其有關連的法人團體、董事、高級人員、僱員及代理人(「代表」)在法律所容許的最大限度內明確卸棄及免除在任何方面與申請人或代表申請人在此文件提供的或與此文件或在此文件下提供的任何服務相關的任何資料，或任何申請人或代表申請人提供與此文件或在此文件下提供的任何服務相關的任何其它書面或口頭通訊，有關或相關由申請人或任何其他人士或實體所遭受或招致不論如何造成的任何損失或損害的任何法律責任。此包括，但不限於，該等資料中不論如何造成的任何錯誤或遺漏，或代表或任何其他人士或實體對該等資料或任何該等資料的文件記錄、影像、記錄或複製品作出的任何依據，或其準確性、完整性、合時性或可靠性。

### 個人資料

#### 個人資料收集聲明

香港法例第486章《個人資料(私隱)條例》(「條例」)的主要條款已於一九九六年十二月二十日在香港生效。此項個人資料收集聲明是向香港發售股份申請人和持有人說明有關本公司及其H股證券登記處在個人資料和條例方面的政策和慣例。

#### 1. 收集閣下個人資料的原因

證券申請人或證券登記持有人以自己的名義申請認購證券或轉讓或受讓證券時或尋求H股證券登記處的服務時，須不時向本公司及其H股證券登記處提供其最近的準確個人資料。未能提供所要求的資料可能導致閣下申請證券被拒或延遲，或本公司或其H股證券登記處無法落實轉讓或提供服務，亦可能妨礙或延遲登記或轉讓閣下成功申請認購的預留股份及／或發送股票及／或發送閣下應得的退款支票。

如提供的個人資料有任何錯誤，證券持有人須立即通知本公司和H股證券登記處。

#### 2. 目的

證券申請人及持有人的個人資料可以作以下目的使用、持有及／或保存(以任何方式)：

- 處理閣下的申請及退款支票(如適用)及核實是否符合本申請表格及招股章程載列的條款和申請程序，以及公佈預留股份的分配結果；
- 遵守香港及其他地區的一切適用法律及法規；
- 登記新發行證券或以證券持有人的名義(包括以香港結算代理人名義(如適用))轉讓或受讓證券；
- 存置或更新本公司證券持有人的名冊；
- 核實或協助核實簽名、任何其他核證或交換信息；
- 確立本公司證券持有人的受益權利，如股息、供股和紅股等；
- 分發本公司及其附屬公司的通訊；
- 編製統計信息和證券持有人資料；
- 根據香港或其他地區的法律、規則或規例進行披露(無論法定或其他規定)；
- 披露有關信息以便就權益提出申索；及
- 與上述有關的任何其他附帶或相關目的及／或使本公司及H股證券登記處能履行對證券持有人及／或監管機構承擔的責任及／或證券持有人不時同意的任何其他目的。

#### 3. 轉交個人資料

本公司及H股證券登記處持有關於證券申請人及持有人的個人資料將會保密，但本公司及H股證券登記處可以在達到上述目的或當中任何目的的必要的情況下，作出彼等認為必要的查詢以確認個人資料的準確性，尤其彼等可向或從下列任何及全部人士和實體或與下列任何及全部人士和實體互相披露、取得或轉移(無論在香港境內或境外)證券申請人及持有人的個人資料：

- 本公司或彼等各自指定的代理，如財務顧問和收款銀行；
- 香港結算及香港結算代理人，彼等將會就中央結算系統的運作使用個人資料(倘申請人要求將預留股份記存於中央結算系統)；

- 任何向本公司及／或H股證券登記處提供與其各自業務營運有關的行政、電訊、電腦、付款或其他服務的代理、承包商或第三方服務供應商；
- 聯交所、證監會及香港或其他地區的任何其他法定、監管或政府機關；及
- 證券持有人與其進行或擬進行交易的任何其他人士或機構，如彼等的銀行、律師、會計師或股票經紀等。

#### 4. 保留個人資料

本公司及H股證券登記處將按收集個人資料所需的用途保留證券申請人及持有人的個人資料。無需保留的個人資料將會根據條例銷毀或處理。

#### 5. 查閱和更正個人資料

條例規定，證券申請人及持有人有權確定本公司或H股證券登記處是否持有其個人資料，並有權索取有關該資料的副本並更正任何不準確資料。根據條例，本公司和H股證券登記處有權就處理任何查閱資料的要求收取合理的費用。所有查閱資料或更正資料的要求或查詢有關政策及慣例以及持有資料種類的要求，均須按招股章程「公司資料」一節所披露或不時按適用法例獲知會的註冊地址送交本公司公司秘書或送交H股證券登記處私隱監察人員。

如閣下簽署本申請表格，即表示閣下同意上述各項。

#### 申請程序

除使用藍色申請表格外，閣下亦可透過 [www.eipo.com.hk](http://www.eipo.com.hk) 利用藍表eIPO服務申請預留股份並使用繳費靈或網上銀行付款方法付款。

1. 倘閣下使用藍色申請表格申請保證配額，閣下可申請相等於或少於申請表格乙欄所列數目的保證配額的預留股份。倘閣下擬申請少於閣下保證配額的預留股份，閣下必須申請藍色申請表格申請保證配額表中載列的其中一個保證配額數目，閣下應：(i) 填寫所申請的預留股份數目及應付金額(申請表格一覽表所載者)；(ii) 填寫並簽署申請表格；及(iii) 提交一張支票(或銀行本票)，金額須為閣下在申請表格填寫的相同金額(香港結算代理人除

外)。倘閣下擬申請並非藍色申請表格申請保證配額表中載列的其中一個保證配額數目，閣下必須使用藍表eIPO申請。倘閣下擬申請保證配額以外的超額預留股份，則須填妥並簽署申請超額預留股份之藍色申請表格，並單獨匯款足額支付所申請超額預留股份的應付股款，或透過 [www.eipo.com.hk](http://www.eipo.com.hk) 使用藍表eIPO服務遞交申請。倘閣下擬申請相等於閣下保證配額的預留股份數目，閣下應：(i) 填妥並簽署申請表格；及(ii) 提交一張支票(或銀行本票)，金額須為申請表格乙欄所印列確切金額。

倘閣下使用藍色申請表格申請超額預留股份，閣下應：(i) 填寫所申請的超額預留股份數目及應付金額(申請表格一覽表所載者)；(ii) 填妥並簽署申請表格；及(iii) 提交一張獨立開出的支票(或銀行本票)，金額須為閣下在申請表格填寫的相同金額。閣下擬申請的超額預留股份數目必須為申請表格申請超額預留股份一覽表所載數目之一(香港結算代理人除外)。倘閣下擬申請並非藍色申請表格申請超額預留股份表中載列的其中一個保證配額數目，閣下必須使用藍表eIPO申請。

2. 請填妥並簽署申請表格。僅接納親筆簽名。
3. 支票或銀行本票須緊釘於表格。閣下必須以一張支票或一張銀行本票支付保證配額的申請款項及／或以一張支票或一張銀行本票支付超額預留股份的申請款項。每份申請均須附帶一張獨立支票或銀行本票。如以支票繳付款項，該支票必須：
  - 為港元支票；
  - 由香港的港元銀行賬戶開出；
  - 顯示閣下的賬戶名稱，而該賬戶名必須預印於支票，或由有關銀行授權人在該支票背面簽署證明賬戶名。該賬戶名必須與閣下於本表格上的姓名相同。如屬聯名申請，則賬戶名稱必須與排名首位申請人的名稱相同；
  - 註明抬頭人為「中國銀行(香港)代理有限公司－復宏漢霖生物技術優先發售」；
  - 劃線註明「只准存入抬頭人賬戶」；及
  - 不得為期票。

下列情況將導致申請可能不獲受理：

- 支票不符合所有上述規定；或
- 支票首次過戶時不獲兌現。

如以銀行本票繳付款項，該本票必須：

- 為港元；
- 由香港持牌銀行發出，並由發出本票銀行的授權人在本票背面簽署證明閣下姓名。本票背面所顯示姓名須與本申請表格所填寫的姓名相同。如屬聯名申請，本票背面所示姓名必須與排名首位申請人的姓名相同；
- 註明抬頭人為「中國銀行(香港)代理有限公司－復宏漢霖生物技術優先發售」；
- 劃線註明「只准存入抬頭人賬戶」；及
- 不得為期票。

如閣下的支票或銀行本票不符合上述所有規定，則閣下的申請可能遭拒絕受理。

4. 將本申請表格對摺一次，然後投入中國銀行(香港)有限公司及招商永隆銀行有限公司的下列任何一間分行的收集箱：

中國銀行(香港)有限公司

地區	分行名稱	地址
香港島	德輔道西分行	香港德輔道西111-119號
	柴灣分行	香港柴灣道341-343號宏德居B座
九龍	德福廣場分行	九龍灣偉業街33號德福廣場P2-P7號舖
	奧海城分行	九龍海庭道18號奧海城二期一樓133號
新界	新都城分行	新界將軍澳新都城一期二樓209號
	馬鞍山廣場分行	新界馬鞍山西沙路馬鞍山廣場L2層2103號

招商永隆銀行有限公司

地區	分行名稱	地址
香港島	總行	德輔道中45號
	堅尼地城分行	吉席街28號
九龍	旺角分行	彌敦道636號招商永隆銀行中心地庫
	尖沙咀分行	加拿分道4號
新界	荃灣分行	沙咀道251號

5. 閣下可於下列時間遞交本申請表格：

二零一九年九月十二日(星期四) – 上午九時正至下午五時正  
 二零一九年九月十三日(星期五) – 上午九時正至下午五時正  
 二零一九年九月十六日(星期一) – 上午九時正至下午五時正  
 二零一九年九月十七日(星期二) – 上午九時正至中午十二時正

6. 遞交申請的截止時間是二零一九年九月十七日(星期二)中午十二時正，如該日並無開始登記認購申請，則為下一日開始登記認購申請的中午十二時正。本公司將於當日上午十一時四十五分至中午十二時正期間登記認購申請，惟須視乎當日天氣情況而定。如下列警告信號在二零一九年九月十七日(星期二)上午九時正至中午十二時正期間任何時間在香港懸掛，將不會登記申請：

- 八號或以上颱風警告信號；
- 香港特別行政區政府公佈由超強颱風引起的極端環境；或
- 「黑色」暴雨警告信號。

如在該日的下一個營業日上午九時正至中午十二時正期間任何時間並無懸掛上述任何警告及／或出現極端環境，申請認購登記將在該下一個營業日上午十一時四十五分至中午十二時正期間開始。營業日指星期六、星期日或香港公眾假期以外的日子。

7. 本公司保留將閣下的一切或任何股款過戶的權利，然而，閣下的支票或銀行本票不會於二零一九年九月十七日(星期二)中午十二時正前過戶。閣下不會就已繳付款項獲發收據。本公司將保留閣下的申請款項的任何應得利息。在閣下的支票或銀行本票過戶前，本公司亦有權保留任何股票及／或任何多收的申請款項或退款。