

This Application Form uses the same terms as defined in the prospectus of TOT BIOPHARM International Company Limited (the “**Company**”) dated October 29, 2019 (the “**Prospectus**”).

本申請表格使用東曜藥業股份有限公司(「本公司」)於2019年10月29日刊發的招股章程(「招股章程」)所界定的詞語。Neither this Application Form nor the Prospectus constitutes an offer to sell or the solicitation of an offer to buy any Hong Kong Offer Shares in any jurisdiction other than Hong Kong. The Hong Kong Offer Shares may not be offered or sold in the United States without registration or an exemption from registration under the U.S. Securities Act.

本申請表格及招股章程概不構成在香港以外司法權區要約出售或游說要約購買香港發售股份。若無根據美國證券法登記或豁免登記，香港發售股份不得在美國提呈發售或出售。

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[Redacted]

[Redacted]

[Redacted]

- # (1) If you are a CCASS Investor Participant, only a Hong Kong Identity Card number (if you are an individual) or a Hong Kong Business Registration number (if you are a body corporate) will be accepted for this application, please see paragraph 2 under the section “How to make your application”.  
如閣下為中央結算系統投資者戶口持有人，是項申請僅接納香港身份證號碼(如屬個別人士)或香港商業登記號碼(如屬法人團體)；請參閱「申請手續」一節第2段。
- (2) If you are applying through a designated CCASS Participant (other than a CCASS Investor Participant): For an individual, you must provide your Hong Kong Identity Card number or passport number. If you hold a Hong Kong Identity Card, please provide that number. If you do not hold a Hong Kong Identity Card, please provide your passport number. For a body corporate, please provide your Hong Kong Business Registration number.  
如閣下透過中央結算系統投資者戶口持有人以外的指定中央結算系統參與者提出申請：如屬個別人士，必須填寫閣下的香港身份證號碼或護照號碼(持有香港身份證者請填寫香港身份證號碼，否則請填寫護照號碼)；如屬法人團體，請填寫香港商業登記號碼。
- (3) Part of the Hong Kong Identity Card number/passport number of you or, for joint applicants, the first-named applicant may be printed on your refund cheque (if any). Such data will be used for checking the validity of Application Form and such data would also be transferred to a third party for such purpose and refund purpose. Your banker may require verification of your Hong Kong Identity Card number/passport number before you can cash your refund cheque.  
日後如需退回申請股款，退款支票(如有)上或會印有閣下或(如屬聯名申請人)排名首位申請人的香港身份證號碼 護照號碼的一部分。有關資料將用於核實申請表格的有效性，亦會轉交第三方作資料核實和退款。銀行兌現退款支票前或會要求查證閣下的香港身份證號碼 護照號碼。
- (4) If an application is made by an unlisted company and:  
the principal business of that company is dealing in securities; and  
you exercise statutory control over that company,  
then the application will be treated as being made for your benefit.  
倘若申請人是一家非上市公司，而：  
該公司主要從事證券買賣業務；及  
閣下對該公司可行使法定控制權，  
是項申請將視作為閣下的利益提出。
- (5) All joint applicants must give (if they are individuals) their Hong Kong Identity Card numbers or, where applicable, passport numbers, or (if they are bodies corporate) their Hong Kong Business Registration numbers.

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Sample

**Please use this form if you want the Hong Kong Offer Shares to be issued in the name of HKSCC Nominees Limited (“HKSCC Nominees”) and deposited directly into the Central Clearing and Settlement System (“CCASS”) for credit to your CCASS Investor Participant stock account or the stock account of your designated CCASS Participant**

## How to make your application

1. Use the table below to calculate how much you must pay. Your application must be for a minimum of 400 Hong Kong Offer Shares and in one of the numbers set out in the table, or your application will be rejected.

<b>NUMBER OF HONG KONG OFFER SHARES THAT MAY BE APPLIED FOR AND PAYMENTS</b>					
<b>No. of Hong Kong Offer Shares applied for</b>	<b>Amount payable on application HK\$</b>	<b>No. of Hong Kong Offer Shares applied for</b>	<b>Amount payable on application HK\$</b>	<b>No. of Hong Kong Offer Shares applied for</b>	<b>Amount payable on application HK\$</b>
400	3,050.43	16,000	122,017.30	280,000	2,135,302.78
800	6,100.86	20,000	152,521.63	320,000	2,440,346.03
1,200	9,151.29	24,000	183,025.95	360,000	2,745,389.29
1,600	12,201.73	28,000	213,530.28	400,000	3,050,432.54
2,000	15,252.17	32,000	244,034.60	600,000	4,575,648.81
2,400	18,302.60	36,000	274,538.93	800,000	6,100,865.08
2,800	21,353.03	40,000	305,043.25	1,000,000	7,626,081.35
3,200	24,403.46	80,000	610,086.51	2,000,000	15,252,162.70
3,600	27,453.89	120,000	915,129.76	3,000,000	22,878,244.05
4,000	30,504.33	160,000	1,220,173.02	4,000,000	30,504,325.40
8,000	61,008.65	200,000	1,525,216.27	4,500,000*	34,317,366.08
12,000	91,512.98	240,000	1,830,259.52		

\* Maximum number of Hong Kong Offer Shares you may apply for.

2. You, as the applicant(s), must complete the form in English (in BLOCK letters) as indicated below and sign on the second page of the Application Form. Only written signatures will be accepted (and not by way of personal chop). If you are applying through a designated CCASS Participant (other than a CCASS Investor Participant):
- the designated CCASS Participant must endorse the form with its company chop (bearing its company name) and insert its participant I.D. in the appropriate box.
- If you are applying as an individual CCASS Investor Participant:
- the form must contain your NAME and Hong Kong I.D. Card number;
  - your participant I.D. must be inserted in the appropriate box.
- If you are applying as a joint individual CCASS Investor Participant:
- the form must contain all joint investor participants’ NAMES and the Hong Kong I.D. Card number of all joint investor participants;
  - your participant I.D. must be inserted in the appropriate box.
- If you are applying as a corporate CCASS Investor Participant:
- the form must contain your company NAME and Hong Kong Business Registration number;
  - your participant I.D. and your company chop (bearing your company name) must be inserted in the appropriate box.

Incorrect or omission of details of the CCASS Participant including participant I.D. and/or company chop bearing its company name or other similar matters may render your application invalid.

**Please use this form if you want the Hong Kong Offer Shares to be issued in the name of HKSCC Nominees Limited (“HKSCC Nominees”) and deposited directly into the Central Clearing and Settlement System (“CCASS”) for credit to your CCASS Investor Participant stock account or the stock account of your designated CCASS Participant**

3. Staple your cheque or banker’s cashier order to the form. Each application for the Hong Kong Offer Shares must be accompanied by either one separate cheque or one separate banker’s cashier order. Your application will be rejected if your cheque or banker’s cashier order does not meet all the following requirements:

The cheque must:	Banker’s cashier order must:
<ul style="list-style-type: none"> <li>• be in Hong Kong dollars;</li> <li>• not be post-dated;</li> <li>• be made payable to “<b>BANK OF CHINA (HONG KONG) NOMINEES LIMITED – TOT BIOPHARM PUBLIC OFFER</b>”;</li> <li>• be crossed “Account Payee Only”;</li> </ul>	
<ul style="list-style-type: none"> <li>• be drawn on your Hong Kong dollar bank account in Hong Kong; and</li> <li>• show your account name, which must either be pre-printed on the cheque, or be endorsed on the back by a person authorised by the bank. This account name must correspond with your name. If it is a joint application, the account name must be the same as the first-named applicant’s name.</li> </ul>	<ul style="list-style-type: none"> <li>• be issued by a licensed bank in Hong Kong, and have your name certified on the back by a person authorised by the bank. The name on the banker’s cashier order must correspond with your name. If it is a joint application, the name on the back of the banker’s cashier order must be the same as the first-named applicant’s name.</li> </ul>

4. Tear off the Application Form, fold it once and lodge your completed Application Form (with cheque or banker’s cashier order attached) to one of the collection boxes at any of the following branches of:

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

	Branch Name	Address
<b>Hong Kong Island</b>	Central District (Wing On House) Branch	B/F-2/F, Wing On House, 71 Des Voeux Road Central, Hong Kong
	North Point (King’s Centre) Branch	193-209 King’s Road, North Point, Hong Kong
<b>Kowloon</b>	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
<b>New Territories</b>	Fanling Centre Branch	Shop 2D-E & H, Fanling Centre, Fanling, New Territories

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

<b>Tuesday, October 29, 2019</b>	– 9:00 a.m. to 5:00 p.m.
<b>Wednesday, October 30, 2019</b>	– 9:00 a.m. to 5:00 p.m.
<b>Thursday, October 31, 2019</b>	– 9:00 a.m. to 5:00 p.m.
<b>Friday, November 1, 2019</b>	– 9:00 a.m. to 12:00 noon

6. The latest time for lodging your application is 12:00 noon on Friday, November 1, 2019. The application lists will be opened between 11:45 a.m. to 12:00 noon on that day, subject only to the weather conditions, as described in the section headed “How to Apply for Hong Kong Offer Shares – 10. Effect of Bad Weather on the Opening of the Application Lists” of the Prospectus.

**The applications for the Hong Kong Offer Shares will commence on 9:00 a.m. Tuesday, October 29, 2019 through 12:00 noon Friday, November 1, 2019. The application monies (including the brokerage fees, SFC transaction levies and Stock Exchange trading fees) will be held by the receiving bank and on behalf of the Company after the closing of the application lists and the refund monies, if any, will be returned to the applicants without interest on or before Thursday, November 7, 2019. Investors should be aware that the dealings in the Shares on the Stock Exchange are expected to commence on Friday, November 8, 2019.**

如閣下欲以香港中央結算(代理人)有限公司(「香港結算代理人」)的名義登記將獲發行的香港發售股份，並直接存入中央結算及交收系統(「中央結算系統」)，以記存於閣下的中央結算系統投資者戶口持有人股份戶口或閣下指定的中央結算系統參與者股份戶口，請使用本表格

## 申請手續

1. 使用下表計算閣下應付的款項。閣下申請認購的股數須至少為400股香港發售股份，並為下表所列的其中一個數目，否則恕不受理。

可供申請認購香港發售股份數目及應繳款項					
申請認購的香港發售股份數目	申請時應繳款項(港元)	申請認購的香港發售股份數目	申請時應繳款項(港元)	申請認購的香港發售股份數目	申請時應繳款項(港元)
400	3,050.43	16,000	122,017.30	280,000	2,135,302.78
800	6,100.86	20,000	152,521.63	320,000	2,440,346.03
1,200	9,151.29	24,000	183,025.95	360,000	2,745,389.29
1,600	12,201.73	28,000	213,530.28	400,000	3,050,432.54
2,000	15,252.17	32,000	244,034.60	600,000	4,575,648.81
2,400	18,302.60	36,000	274,538.93	800,000	6,100,865.08
2,800	21,353.03	40,000	305,043.25	1,000,000	7,626,081.35
3,200	24,403.46	80,000	610,086.51	2,000,000	15,252,162.70
3,600	27,453.89	120,000	915,129.76	3,000,000	22,878,244.05
4,000	30,504.33	160,000	1,220,173.02	4,000,000	30,504,325.40
8,000	61,008.65	200,000	1,525,216.27	4,500,000*	34,317,366.08
12,000	91,512.98	240,000	1,830,259.52		

\* 閣下可申請認購的香港發售股份最高數目。

2. 閣下作為申請人，必須按照下列指示以英文正楷填妥表格，並於申請表格次頁簽署，只接納親筆簽名(不得以個人印章代替)。
  - 如閣下透過中央結算系統投資者戶口持有人以外的指定中央結算系統參與者提出申請：
    - 該指定中央結算系統參與者必須於表格蓋上公司印鑑(附有公司名稱)，並在適當方格內填寫參與者編號。
  - 如閣下以個人中央結算系統投資者戶口持有人名義提出申請：
    - 表格須載有閣下的姓名和香港身份證號碼；
    - 須在適當方格內填寫閣下的參與者編號。
  - 如閣下以聯名個人中央結算系統投資者戶口持有人名義提出申請：
    - 表格須載有所有聯名投資者戶口持有人的姓名和香港身份證號碼；
    - 須在適當方格內填寫閣下的參與者編號。
  - 如閣下以公司中央結算系統投資者戶口持有人名義提出申請：
    - 表格須載有閣下的公司名稱和香港商業登記號碼；
    - 須在適當方格內填寫閣下的參與者編號並蓋上公司印鑑(附有公司名稱)。

中央結算系統參與者的資料(包括參與者編號及或顯示公司名稱之公司印鑑)或其他類似事項如有不確或遺漏，均可能導致申請無效。

如閣下欲以香港中央結算(代理人)有限公司(「香港結算代理人」)的名義登記將獲發行的香港發售股份，並直接存入中央結算及交收系統(「中央結算系統」)，以記存於閣下的中央結算系統投資者戶口持有人股份戶口或閣下指定的中央結算系統參與者股份戶口，請使用本表格

3. 閣下須將支票或銀行本票釘於表格上。每份香港發售股份申請須附一張獨立開出支票或一張獨立開出銀行本票。支票或銀行本票必須符合以下所有規定，否則有關的認購申請不獲接納：

支票必須：	銀行本票必須：
<ul style="list-style-type: none"><li>為港元；</li><li>不得為期票；</li><li>註明抬頭人為「中國銀行(香港)代理人有限公司 - 東曜藥業公開發售」；</li><li>劃線註明「只准入抬頭人賬戶」；</li></ul>	
<ul style="list-style-type: none"><li>從閣下在香港的港元銀行賬戶中開出；及</li><li>顯示閣下的賬戶名稱，而該賬戶名稱必須已預印在支票上，或由有關銀行授權的人士在支票背書。賬戶名稱必須與閣下姓名名稱相同。如屬聯名申請，賬戶名稱必須與排名首位申請人的姓名名稱相同。</li></ul>	<ul style="list-style-type: none"><li>須由香港持牌銀行開出，並由有關銀行授權的人士在銀行本票背面簽署核證閣下姓名名稱。銀行本票所示姓名名稱須與閣下姓名名稱相同。如屬聯名申請，銀行本票背面所示姓名名稱必須與排名首位申請人的姓名名稱相同。</li></ul>

4. 請撕下申請表格，對摺一次，然後將填妥的申請表格(連同支票或銀行本票)投入下列任何一家分行的收集箱：

中國銀行(香港)有限公司

	分行名稱	地址
香港島	中環永安集團大廈分行 北角英皇中心分行	香港德輔道中71號永安集團大廈地庫至2樓 香港北角英皇道193-209號
九龍	德福廣場分行 奧海城分行	九龍九龍灣偉業街33號 德福廣場P2-P7號舖 九龍海庭道18號 奧海城二期1樓133號舖
新界	粉嶺中心分行	新界粉嶺 粉嶺中心2D-E及H號舖

5. 閣下可於下列時間遞交申請表格：

2019年10月29日(星期二) - 上午九時正至下午五時正  
2019年10月30日(星期三) - 上午九時正至下午五時正  
2019年10月31日(星期四) - 上午九時正至下午五時正  
2019年11月1日(星期五) - 上午九時正至中午十二時正

6. 截止遞交申請的時間為2019年11月1日(星期五)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，惟僅受招股章程「如何申請香港發售股份 - 10.惡劣天氣對開始辦理申請登記的影響」一節所述的天氣情況所限。

香港發售股份申請將會自2019年10月29日(星期二)上午九時正起直至2019年11月1日(星期五)中午十二時正止。申請款項(包括經紀佣金、證監會交易徵費及聯交所交易費)將由收款銀行於截止辦理申請登記後代表本公司持有，且退款金額(如有)將於2019年11月7日(星期四)或之前不計利息退還予申請人。投資者務請注意，預期股份將於2019年11月8日(星期五)於聯交所開始買賣。



**Please use this form if you want the Hong Kong Public Offer Shares to be issued in the name of HKSCC Nominees Limited (“HKSCC Nominees”) and deposited directly into the Central Clearing and Settlement System (“CCASS”) for credit to your CCASS Investor Participant stock account or the stock account of your designated CCASS Participant**

**东曜药业**

## TOT BIOPHARM International Company Limited

**東曜藥業股份有限公司**

*(Incorporated in Hong Kong with limited liability)*

### GLOBAL OFFERING

#### Conditions of your application

##### A. Who can apply

1. You and any person(s) for whose benefit you are applying must be 18 years of age or older, must have a Hong Kong address and must be outside the United States and not a United States Person (as defined in Regulation S under the U.S. Securities Act) and not be a legal or natural person of the PRC.
2. If you are a firm, the application must be in the individual members' names.
3. The number of joint applicants may not exceed 4.
4. If you are a body corporate, the application must be signed by a duly authorised officer, who must state his representative capacity, and stamped with your corporation's chop.
5. Unless permitted by the Listing Rules or any relevant waivers that have been granted by the Stock Exchange, you cannot apply for any Hong Kong Offer Shares if you are:
  - an existing beneficial owner of shares in the Company and/or any of its subsidiaries;
  - a Director or chief executive officer of the Company and/or any of its subsidiaries;
  - a close associate (as defined under the Listing Rules) of any of the above;
  - a core connected person (as defined under the Listing Rules) of the Company or will become a core connected person (as defined under the Listing Rules) of the Company immediately upon completion of the Global Offering; or
  - have been allocated or have applied for or indicated an interest in any Offer Shares under the International Offering.

##### B. If you are a nominee

You, as a nominee, may make more than one application for the Hong Kong Offer Shares by: (i) giving electronic instructions to HKSCC via Central Clearing and Settlement System (“CCASS”) (if you are a CCASS Participant); or (ii) using a **WHITE** or **YELLOW** Application Form, and lodge more than one application in your own name on behalf of different beneficial owners.

##### C. 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 on behalf of each person for whom you act:

- **undertake** to execute all relevant documents and instruct and authorise the Company and/or ICBC International Capital Limited (“**ICBCI Capital**”) (or its agents or nominees), as agents of the Company, to execute any documents for you and to do on your behalf all things necessary to register any Hong Kong Offer Shares allocated to you in the name of HKSCC Nominees as required by the Articles of Association;
- **agree** to 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;
- **confirm** that you have read the terms and conditions and application procedures set out in the Prospectus and in this Application Form and agree to be bound by them;
- **confirm** that you have received and read the Prospectus and have only relied on the information and representations contained in the Prospectus in making your application and will not rely on any other information or representations except those in any supplement to the Prospectus;
- **confirm** that you are aware of the restrictions on the Global Offering in the Prospectus;
- **agree** that none of the Company, the Sole Sponsor, the Joint Global Coordinators, the Joint Bookrunners, the Joint Lead Managers, the Underwriters, their respective directors, officers, employees, partners, agents, advisors nor any other parties involved in the Global Offering is or will be liable for any information and representations not in the Prospectus (and any supplement to it);

- **undertake** and **confirm** that you or the person(s) for whose benefit you have made the application have not applied for or taken up, or indicated an interest for, and will not apply for or take up, or indicate an interest for, any Offer Shares under the International Offering nor participated in the International Offering;
- **agree** to disclose to the Company, the Share Registrar, receiving bank, the Sole Sponsor, the Joint Global Coordinators, the Joint Bookrunners, the Joint Lead Managers, the Underwriters and/or their respective advisors and agents any personal data which they may require about you and the person(s) for whose benefit you have made the application;
- if the laws of any place outside Hong Kong apply to your application, **agree** and **warrant** that you have complied with all such laws and none of the Company, the Sole Sponsor, the Joint Global Coordinators, the Joint Bookrunners, the Joint Lead Managers, the Underwriters nor any of their respective officers, advisors and agents will breach any law outside Hong Kong as a result of the acceptance of your offer to purchase, or any action arising from your rights and obligations under the terms and conditions contained in the Prospectus and this Application Form;
- **agree** that once your application has been accepted, you may not rescind it because of an innocent misrepresentation;
- **agree** that your application will be governed by the laws of Hong Kong;
- **represent, warrant** and **undertake** that (i) you understand that the Hong Kong Offer Shares have not been and will not be registered under the U.S. Securities Act; and (ii) you and any person for whose benefit you are applying for the Hong Kong Offer Shares are outside the United States (as defined in Regulation S) or are a person described in paragraph (h)(3) of Rule 902 of Regulation S;
- **warrant** that the information you have provided is true and accurate;
- **agree** to accept the Hong Kong Offer Shares applied for, or any lesser number allocated to you under the application;
- **authorise** the Company to place the name of the HKSCC Nominees on the Company's register of members as the holder(s) of any Hong Kong Offer Shares allocated to you, and the Company and/or its agents to deposit any share certificate(s) into CCASS and/or to send any refund cheque(s) to you or the first-named applicant for joint application by ordinary post at your own risk to the address stated on the application, unless you have fulfilled the criteria set out in the section headed “How to Apply for Hong Kong Offer Shares – 14. Dispatch/Collection of Share Certificates and Refund Monies – personal collection” of the Prospectus to collect refund cheque(s) in person;
- **agree** that the shares to be allotted shall be issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to your investor participant stock account or the stock account of your designated CCASS Participant;
- **agree** that each of HKSCC and HKSCC Nominees reserves the right (1) not to accept any or part of such allotted shares issued in the name of HKSCC Nominees or not to accept such allotted shares for deposit into CCASS; (2) to cause such allotted shares to be withdrawn from CCASS and issued in your name at your own risk and costs; and (3) to cause such allotted shares to be issued in your name (or, if you are a joint applicant, to the first-named applicant) and in such a case, to post the certificates for such allotted shares at your own risk to the address on your application form by ordinary post or to make available the same for your collection;
- **agree** that each of HKSCC and HKSCC Nominees may adjust the number of allotted shares issued in the name of HKSCC Nominees;
- **agree** that neither HKSCC nor HKSCC Nominees shall have any liability for the information and representations not so contained in the Prospectus and this application form;

**Please use this form if you want the Hong Kong Public Offer Shares to be issued in the name of HKSCC Nominees Limited (“HKSCC Nominees”) and deposited directly into the Central Clearing and Settlement System (“CCASS”) for credit to your CCASS Investor Participant stock account or the stock account of your designated CCASS Participant**

- **agree** that neither HKSCC nor HKSCC Nominees shall be liable to you in any way;
- **declare** and **represent** that this is the only application made and the only application intended by you to be made to benefit you or the person for whose benefit you are applying;
- **understand** that the Company and ICBCI Capital will rely on your declarations and representations in deciding whether or not to make any allotment of any of the Hong Kong Offer Shares to you and that you may be prosecuted for making a false declaration;
- (if the application is made for your own benefit) **warrant** that no other application has been or will be made for your benefit on a **WHITE** or **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC or to the **HK eIPO White Form** Service Provider by you or by any one as your agent or by any other person; and
- (if you are making the application as an agent for the benefit of another person) **warrant** that (i) no other application has been or will be made by you as agent for or for the benefit of that person or by that person or by any other person as agent for that person on a **WHITE** or **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC; and (ii) you have due authority to sign the Application Form or give **electronic application instructions** on behalf of that other person as their agent.

#### **D. Power of attorney**

If your application is made through an authorised attorney, the Company and ICBCI Capital may accept or reject your application at their discretion, and on any conditions they think fit, including evidence of the attorney’s authority.

#### **Determination of Offer Price and Allocation of Hong Kong Offer Shares**

The Offer Price is expected to be fixed on or around Friday, November 1, 2019. Applicants are required to pay the maximum Offer Price of HK\$7.55 for each Hong Kong Offer Share together with 1% brokerage, 0.0027% SFC transaction levy and 0.005% Stock Exchange trading fee. If the Offer Price is not agreed among the Company and ICBCI Capital (for itself and on behalf of the Underwriters) on or before Monday, November 4, 2019, the Global Offering will not proceed.

Applications for Hong Kong Offer Shares will not be processed and no allotment of any Hong Kong Offer Shares will be made until the application lists close.

The Company expects to announce the final Offer Price, the indication of the level of interest in the International Offering, the level of applications under the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares on Thursday, November 7, 2019 on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company’s website at [www.totbiopharm.com.cn](http://www.totbiopharm.com.cn). Results of allocations and the Hong Kong Identity Card/passport/Hong Kong business registration numbers of successful applicants (where applicable) will be available on the above websites.

The allocation of Offer Shares between the Hong Kong Public Offering and the International Offering is subject to adjustment as detailed in the section headed “Structure of the Global Offering – The Hong Kong Public Offering – Reallocation” in the Prospectus. In particular, ICBCI Capital may reallocate Offer Shares from the International Offering to the Hong Kong Public Offering to satisfy valid applications under the Hong Kong Public Offering. In accordance with Guidance Letter HKEX-GL91-18 issued by the Stock Exchange, if such reallocation is done other than pursuant to Practice Note 18 of the Listing Rules, the maximum total number of Offer Shares that may be reallocated to the Hong Kong Public Offering will be 18,000,000 Offer Shares, representing double of the initial allocation to the Hong Kong Public Offering, and the final Offer Price shall be fixed at the low-end of the indicative offer price range (i.e. HK\$6.55 per Offer Share).

#### **If your application for Hong Kong Offer Shares is successful (in whole or in part)**

If your application is wholly or partially successful, your share certificate(s) (subject to their becoming valid certificates of title provided that the Hong Kong Public Offering has become unconditional and not having been terminated at 8:00 a.m. on Friday, November 8, 2019) will be issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to your CCASS Investor Participant stock account or the stock account of your designated CCASS Participant as instructed by you in your Application Form on Friday, November 8, 2019 or, in the event of a contingency, on any other date as shall be determined by HKSCC or HKSCC Nominees.

- If you are applying through a designated CCASS Participant (other than a CCASS Investor Participant): For Hong Kong Offer Shares credited to the stock account of your designated CCASS Participant (other than a CCASS Investor Participant), you can check the number of Hong Kong Offer Shares allotted to you with that CCASS Participant.
- If you are applying as a CCASS Investor Participant: The Company expects to publish the results of CCASS Investor Participants’ applications together with the results of the Hong Kong Public Offering on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) and the Company’s website at [www.totbiopharm.com.cn](http://www.totbiopharm.com.cn) on Thursday, November 7, 2019. You should check the announcement published by the Company and report any discrepancies to HKSCC before 5:00 p.m. on Thursday, November 7, 2019 or such other date as shall be determined by HKSCC or HKSCC Nominees. Immediately after the credit of the Hong Kong Offer Shares to your stock account you can check your new account balance via the CCASS Phone System and CCASS Internet System (under the procedures contained in HKSCC’s “An Operating Guide for Investor Participants” in effect from time to time). HKSCC will also make available to you an activity statement showing the number of Hong Kong Offer Shares credited to your stock account.

No receipt will be issued for application money paid. The Company will not issue temporary documents of title.

#### **Refund of your money**

If you do not receive any Hong Kong Offer Shares or if your application is accepted only in part, the Company will refund to you your application monies (including the related 1% brokerage, 0.0027% SFC transaction levy and 0.005% Stock Exchange trading fee) 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, 0.0027% SFC transaction levy and 0.005% Stock Exchange trading fee) without interest. The refund procedures are stated in the section headed “How to Apply for Hong Kong Offer Shares – 14. Dispatch/Collection of Share Certificates and Refund Monies” in the Prospectus.

#### **Effect of the Information You Give Us**

Tricor 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.

如閣下欲以香港中央結算(代理人)有限公司(「香港結算代理人」)的名義登記將獲發行的香港發售股份，並直接存入中央結算及交收系統(「中央結算系統」)，以記存於閣下的中央結算系統投資者戶口持有人股份戶口或閣下指定的中央結算系統參與者股份戶口，請使用本表格

## 东曜药业

### TOT BIOPHARM International Company Limited

#### 東曜藥業股份有限公司

(於香港註冊成立的有限公司)

#### 全球發售

##### 申請條件

##### 甲、可提出申請的人士

- 閣下及閣下為其利益提出申請的人士必須年滿18歲並有香港地址，身處美國境外且並非美籍人士(定義見美國證券法S規例)及並非中國法人或自然人。
- 如閣下為商號，申請須以個別成員名義提出。
- 聯名申請人不得超過四名。
- 如閣下為法人團體，申請須經獲正式授權人員簽署，並註明其所屬代表身份及蓋上公司印鑑。
- 除上市規則或聯交所已授予的任何相關豁免許可外，下列人士概不得申請認購任何香港發售股份：
  - 本公司及其任何附屬公司股份的現有實益擁有人；
  - 本公司及其任何附屬公司的董事或行政總裁；
  - 上述任何人士的緊密聯繫人(定義見上市規則)；
  - 本公司核心關連人士(定義見上市規則)或緊隨全球發售完成後成為本公司核心關連人士(定義見上市規則)的人士；或
  - 已獲分配或已申請或表示有意申請國際發售的任何發售股份。

##### 乙、如閣下為代名人

閣下作為代名人可提交超過一份香港發售股份申請，方法是：(i)透過中央結算及交收系統(「中央結算系統」)向香港結算發出電子認購指示(如閣下為中央結算系統參與者)；或(ii)使用白色或黃色申請表格以自身名義代表不同的實益擁有人提交超過一份申請。

##### 丙、填交本申請表格的效用

閣下填妥並遞交本申請表格，即表示閣下(如屬聯名申請人，即各人共同及個別)代表閣下本身，或作為閣下代其行事的每位人士的代理或代名人：

- 承諾簽立所有相關文件，並指示及授權本公司及或工銀國際融資有限公司(「工銀國際融資」)或其代理或代名人(作為本公司代理)為閣下簽立任何文件及代表閣下辦理一切必要事宜，以按照組織章程細則的規定將閣下獲分配的任何香港發售股份以香港結算代理人的名義登記；
- 同意遵守香港法例第622章公司條例、香港法例第32章公司(清盤及雜項條文)條例及組織章程細則；
- 確認閣下已細閱招股章程及本申請表格所載的條款及條件以及申請程序，並同意受其約束；
- 確認閣下已接獲及細閱招股章程，提出申請時也僅依據招股章程載列的資料及陳述，而除招股章程任何補充文件外，不會依賴任何其他資料或陳述；
- 確認閣下知悉招股章程內有關全球發售的限制；
- 同意本公司、獨家保薦人、聯席全球協調人、聯席賬簿管理人、聯席牽頭經辦人、包銷商及彼等各自的董事、高級職員、僱員、合夥人、代理、顧問及參與全球發售的任何其他各方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；

- 承諾及確認閣下或閣下為其利益提出申請的人士並無申請或接納或表示有意認購(亦不會申請或接納或表示有意認購)國際發售的任何發售股份，也沒有參與國際發售；
- 同意向本公司、股份過戶登記處、收款銀行、獨家保薦人、聯席全球協調人、聯席賬簿管理人、聯席牽頭經辦人、包銷商及或彼等各自的顧問及代理披露其所要求有關閣下及閣下為其利益提出申請的人士的個人資料；
- 若香港境外任何地方的法例適用於閣下的申請，則同意及保證閣下已遵守所有有關法例，且本公司、獨家保薦人、聯席全球協調人、聯席賬簿管理人、聯席牽頭經辦人、包銷商及彼等各自的高級職員、顧問及代理概不會因接納閣下的購買要約，或閣下在招股章程及本申請表格所載的條款及條件項下的權利及責任所引致的任何行動，而違反香港境外的任何法例；
- 同意閣下的申請一經接納，即不得因無意的失實陳述而撤銷；
- 同意閣下的申請受香港法例規管；
- 表示、保證及承諾(i)閣下明白香港發售股份並無及將不會根據美國證券法登記；及(ii)閣下及閣下為其利益提出申請香港發售股份的任何人士身處美國境外(定義見S規例)，或屬S規例第902條第(h)(3)段所述的人士；
- 保證閣下提供的資料真實及準確；
- 同意接納所申請數目或根據申請分配予閣下但數目較少的香港發售股份；
- 授權本公司將香港結算代理人的名稱列入本公司股東名冊，作為閣下獲分配的任何香港發售股份的持有人，並授權本公司及或其代理將任何股票存入中央結算系統及或以普通郵遞方式按申請所示地址向閣下或聯名申請的首名申請人發送任何退款支票，郵誤風險由閣下承擔，除非閣下已符合招股章程「如何申請香港發售股份 - 14. 寄發領取股票及退還股款 - 親自領取」一節的條件親自領取退款支票；
- 同意獲配發的股份是以香港結算代理人的名義發行，並直接存入中央結算系統，以便記存於閣下的中央結算系統投資者戶口持有人股份戶口或閣下的指定中央結算系統參與者股份戶口；
- 同意香港結算及香港結算代理人各自保留權利(1)不接納以香港結算代理人名義發行的該等獲配發的任何或部分股份，或不接納該等獲配發的股份存入中央結算系統；(2)促使該等獲配發的股份從中央結算系統提取，並轉入閣下名下，有關風險及費用概由閣下自行承擔；及(3)促使該等獲配發的股份以閣下名義發行(或如屬聯名申請人，則以排名首位申請人的名義發行)，而在此情況下，會以普通郵遞方式將該等獲配發股份的股票寄往閣下在申請表格上所示地址(郵誤風險概由閣下自行承擔)或提供該等股票予閣下領取；
- 同意香港結算及香港結算代理人均可調整獲配發以香港結算代理人名義發行的股份數目；
- 同意香港結算及香港結算代理人對招股章程及本申請表格未有載列的資料及陳述概不負責；

- 同意香港結算及香港結算代理人概不以任何方式對閣下負責；
- 聲明及陳述此乃閣下為本身或為其利益提出申請的人士所提出及擬提出的唯一申請；
- 明白本公司及工銀國際融資將依據閣下的聲明及陳述而決定是否向閣下分配任何香港發售股份，閣下如作出虛假聲明，可能會被檢控；
- (如本申請是為閣下本身利益提出)保證閣下或作為閣下代理的任何人士或任何其他人士不曾亦不會為閣下利益而以白色或黃色申請表格或向香港結算或向網上白表服務供應商發出電子認購指示而提出其他申請；及
- (如閣下作為代理為另一人士的利益提出申請)保證(i)閣下(作為代理或為該人士利益)或該人士或任何其他作為該人士代理的人士不曾亦不會以白色或黃色申請表格或向香港結算發出電子認購指示而提出其他申請；及(ii)閣下獲正式授權作為該人士的代理代為簽署本申請表格或發出電子認購指示。

#### 丁、授權書

如閣下透過授權人士提出申請，本公司及工銀國際融資可按其認為合適的條件(包括出示獲授權證明)酌情接納或拒絕閣下的申請。

#### 釐定發售價及香港發售股份的分配

預期發售價於2019年11月1日(星期五)或前後釐定。申請人須繳付每股香港發售股份7.55港元的最高發售價，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。倘若本公司與工銀國際融資(為其本身及代表包銷商)並無於2019年11月4日(星期一)或之前協定發售價，全球發售將不會進行。

截止登記認購申請前，概不處理香港發售股份的申請或配發任何香港發售股份。

本公司預期於2019年11月7日(星期四)在聯交所網站([www.hkexnews.hk](http://www.hkexnews.hk))及本公司網站([www.totbiopharm.com.cn](http://www.totbiopharm.com.cn))公佈最終發售價、國際發售踴躍程度、香港公開發售認購申請水平及香港發售股份分配基準。分配結果以及獲接納申請人的香港身份證護照香港商業登記號碼(如適用)亦同於上述網站公佈。

發售股份在香港公開發售與國際發售之間的分配可如招股章程「全球發售的架構 - 香港公開發售 - 重新分配」一節所述調整。特別是，工銀國際融資可將發售股份由國際發售重新分配至香港公開發售，以滿足香港公開發售項下的有效申請。根據聯交所發表的指引信HKEX-GL91-18，倘有關重新分配並非根據上市規則第18項應用指引完成，發售股份可能重新分配至香港公開發售的最大總數為18,000,000股發售股份，相當於初步分配至香港公開發售股份數目的兩倍，而最終發售價將為指示性發售價範圍的下限(即每股發售股份6.55港元)。

如閣下成功申請認購香港發售股份(全部或部分)如閣下的申請全部或部分獲接納，閣下的股票(前提是到2019年11月8日(星期五)上午八時正香港公開發售成為無條件且並無終止，股票成為有效的所有權證明)將以香港結算代理人名義發出，並按閣下在申請表格的指示於2019年11月8日(星期五)或在特別情況下由香港結算或香港結算代理人指定的任何其他日期直接存入中央結算系統，記入閣下的中央結算系統投資者戶口持有人股份戶口或閣下指定的中央結算系統參與者股份戶口。

- 如閣下透過中央結算系統投資者戶口持有人以外的指定中央結算系統參與者提出申請：香港發售股份將存入閣下指定的中央結算系統參與者(非中央結算系統投資者戶口持有人)股份戶口，閣下可向該中央結算系統參與者查詢閣下獲配發的香港發售股份數目。
- 如閣下以中央結算系統投資者戶口持有人身份提出申請：本公司預期於2019年11月7日(星期四)在聯交所網站([www.hkexnews.hk](http://www.hkexnews.hk))及本公司網站([www.totbiopharm.com.cn](http://www.totbiopharm.com.cn))刊登中央結算系統投資者戶口持有人的申請結果及香港公開發售的結果。閣下應查閱本公司刊發的公告，如有任何資料不符，請於2019年11月7日(星期四)下午五時正或香港結算或香港結算代理人釐定的任何其他日期前知會香港結算。緊隨香港發售股份存入閣下的股份戶口後，閣下即可透過「結算通」電話系統及中央結算系統互聯網系統(根據香港結算不時生效的「投資者戶口操作簡介」所載程序)查詢閣下的新戶口結餘。香港結算亦將向閣下提供一份活動結單，列出存入閣下股份戶口的香港發售股份數目。

本公司不會就申請時繳付的款項發出收據，亦不會發出臨時所有權文件。

#### 退還款項

若閣下未獲分配任何香港發售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)。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%糝 搗鉤 高 拉佃 詭

## **Personal Data**

### **Personal Information Collection Statement**

This Personal Information Collection Statement informs the applicant for, and holder of, Hong Kong Offer Shares, of the policies and practices of the Company and its Share Registrar in relation to personal data and the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) (the “**Ordinance**”).

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

It is necessary for applicants and registered holders of securities to supply correct personal data to the Company or its agents and the Share Registrar when applying for securities or transferring securities into or out of their names or in procuring the services of the Share Registrar.

Failure to supply the requested data may result in your application for securities being rejected, or in delay or the inability of the Company or its Share Registrar to effect transfers or otherwise render their services. It may also prevent or delay registration or transfers of the Hong Kong Offer Shares which you have successfully applied for and/or the dispatch of share certificate(s) and/or refund cheque(s) to which you are entitled.

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

#### **2. Purposes**

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

- processing your application and refund cheque, where applicable, verification of compliance with the terms and application procedures set out in this Application Form and the Prospectus and announcing results of allocation of the Hong Kong Offer Shares;
- compliance with applicable laws and regulations in Hong Kong and elsewhere;
- registering new issues or transfers into or out of the names of securities’ holders including, where applicable, HKSCC Nominees;
- maintaining or updating the register of securities’ holders of the Company;
- verifying securities holders’ identities;
- establishing benefit entitlements of securities’ holders of the Company, such as dividends, rights issues, bonus issues, etc.;
- distributing communications from the Company and its subsidiaries;
- compiling statistical information and securities’ holders profiles;
- 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 Share Registrar to

## 個人資料

### 個人資料收集聲明

此項個人資料收集聲明是向香港發售股份的申請人和持有人說明有關本公司及其股份過戶登記處有關個人資料和香港法例第486章《個人資料(私隱)條例》(「條例」)方面的政策和措施。

#### 1. 收集閣下個人資料的原因

證券申請人及登記持有人以本身名義申請證券或轉讓或受讓證券時或尋求股份過戶登記處的服務時，必須向本公司或其代理人及股份過戶登記處提供準確個人資料。

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，或本公司或其股份過戶登記處無法落實轉讓或提供服務。此舉也可能妨礙或延遲登記或轉讓閣下成功申請的香港發售股份及或寄發閣下應得的股票及或退款支票。

證券持有人所提供的個人資料如有任何錯誤，須立即通知本公司及股份過戶登記處。

#### 2. 目的

證券持有人的個人資料可被採用及以任何方式持有、處理及或保存，以作下列用途：

- 處理閣下的申請及退款支票(如適用)、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香港發售股份的分配結果；
- 遵守香港及其他地區的適用法律及法規；
- 以證券持有人(包括香港結算代理人(如適用))的名義登記新發行證券或轉讓或受讓證券；
- 存置或更新本公司證券持有人的名冊；
- 核實證券持有人的身份；
- 確定本公司證券持有人的受益權利，例如股息、供股和紅股等；
- 分發本公司及其附屬公司的通訊；
- 編製統計數據和證券持有人資料；
- 披露有關資料以便就權益索償；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股份過戶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

本公司及其股份過戶登記處所持有關證券持有人的個人資料將會保密，但本公司及其股份過戶登記處可以在為達到上述任何目的之必要情況下，向下列任何人士披露、獲取或轉交(無論在香港境內或境外)有關個人資料：

- 本公司委任的代理人，例如財務顧問、收款銀行和海外主要股份過戶登記處；
- 如證券申請人要求將證券存於中央結算系統、香港結算或香港結算代理人，彼等將會就中央結算系統的運作使用有關個人資料；
- 向本公司或股份過戶登記處提供與其各自業務營運有關的行政、電訊、電腦、付款或其他服務的任何代理人、承包商或第三方服務供應商；
- 聯交所、證監會及任何其他法定監管機關或政府部門或其他法例、規則或法規另行規定者；及
- 證券持有人與其進行或擬進行交易的任何人士或機構，例如彼等的銀行、律師、會計師或股票經紀等。

#### 4. 個人資料的保留

本公司及其股份過戶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

證券持有人有權確定本公司或股份過戶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。本公司和股份過戶登記處有

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