

Provisional Allotment Letter Number
暫定配額通知書編號

IMPORTANT
重要提示

THIS PROVISIONAL ALLOTMENT LETTER ("PAL") IS VALUABLE AND TRANSFERABLE AND REQUIRES YOUR IMMEDIATE ATTENTION. THE OFFER CONTAINED IN THIS PAL AND THE ACCOMPANYING EXCESS APPLICATION FORM ("EAF") EXPIRES AT 4:00 P.M. ON TUESDAY, 30 DECEMBER 2014 (OR SUCH LATER TIME AND/OR DATE AS MENTIONED IN THE PARAGRAPH "EFFECT OF BAD WEATHER" OVERLEAF). 此乃有價值及可轉讓之暫定配額通知書(「暫定配額通知書」)，應即時處理。本暫定配額通知書及隨附之額外申請表格(「額外申請表格」)所載要約將於二零一四年十二月三十日(星期二)下午四時正(或其較後時間及/或青真「惡劣天氣之影響」一段所述之日期)結束。

IF YOU ARE IN ANY DOUBT ABOUT THIS PAL, OR AS TO THE ACTION TO BE TAKEN, OR IF YOU HAVE SOLD OR TRANSFERRED ALL OR PART OF YOUR SHARES OF RENHE COMMERCIAL HOLDINGS COMPANY LIMITED (THE "COMPANY"), YOU SHOULD CONSULT YOUR STOCK BROKER OR OTHER REGISTERED DEALER IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISERS. 閣下如對本暫定配額通知書或應採取之行動有任何疑問，或如 閣下已出售或轉讓 閣下名下全部或部分人和商業控股有限公司(「本公司」)之股份，應諮詢 閣下之股票經紀或其他註冊證券商、銀行經理、律師、專業會計師或其他專業顧問。

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this PAL, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this PAL. 香港交易所及結算有限公司、香港聯合交易所有限公司及香港中央結算有限公司對本暫定配額通知書之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不就因本暫定配額通知書全部或任何部份內容而產生或因倚賴該等內容而引致之任何損失承擔任何責任。

Capitalised terms used herein have the same meaning as those defined in the prospectus issued by the Company dated 11 December 2014 (the "Prospectus") unless the context otherwise requires. 除文義另有所指外，本暫定配額通知書所用詞彙與本公司所刊發日期為二零一四年十二月十一日之招股章程(「招股章程」)所界定者具有相同涵義。

Dealing in the securities of the Company, the nil-paid rights and the Rights Shares may be settled through CCASS and you should consult your stockbroker or other licensed securities dealer or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser for details of the settlement arrangements and how such arrangements may affect your rights and interests. 本公司證券、未繳股款供股權及供股股份之買賣可透過中央結算系統進行交易，而 閣下應就該等交易安排之詳情及該等安排可能對 閣下之權利及享有權構成之影響諮詢 閣下之股票經紀或其他持牌證券交易商或其他註冊證券交易商、銀行經理、律師、專業會計師或其他專業顧問。

Subject to the granting of the listing of, and permission to deal in, the Rights Shares (in their nil-paid and fully-paid forms) on the Stock Exchange as well as compliance with the stock admission requirements of HKSCC, the Rights Shares (in their nil-paid and fully-paid forms) will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the respective commencement dates of dealings in the Rights Shares (in their nil-paid and fully-paid forms) on the Stock Exchange or such other dates as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second trading day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. 待聯交所批准未繳股款及繳足股款供股股份上市及買賣，並符合香港結算之證券收納規定後，未繳股款及繳足股款供股股份將獲香港結算接納為合資格證券，自未繳股款及繳足股款供股股份各自開始於聯交所買賣當日或香港結算指定之其他日期起，可於中央結算系統寄存、結算及交收。聯交所參與者之間於任何交易日之交易必須於其後第二個交易日在中央結算系統進行之活動必須遵照不時生效之《中央結算系統一般規則》及《中央結算系統運作程序規則》進行。

A copy of each of the Rights Issue Documents, together with the document mentioned in the paragraph headed "16. Documents Delivered to the Registrar of Companies" in Appendix III to the Prospectus, have been registered by the Registrar of Companies in Hong Kong as required under section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance, The Securities and Futures Commission of Hong Kong, the Registrar of Companies in Hong Kong and the Registrar of Companies of the Cayman Islands take no responsibility as to the contents of any of the documents referred to above. 各份供股文件連同招股章程附錄三「16. 遞交公司註冊處處長的文件」一段所指之文件，已經遵照《公司(清盤及雜項條文)條例》第342C條之規定由香港公司註冊處處長註冊。香港證券及期貨事務監察委員會、香港公司註冊處處長及開曼群島公司註冊處處長對上述任何文件之內容概不負責。

If you wish to exercise your right to subscribe for all the Rights Shares specified in this PAL, you should lodge this PAL in accordance with the instructions printed herein, together with a remittance for the full amount payable on acceptance, with the Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, by not later than 4:00 p.m. on Tuesday, 30 December 2014. All remittances must be made by cheque or cashier's order in Hong Kong dollars. Cheques must be drawn on an account with, or cashier's orders must be issued by, a licensed bank in Hong Kong and made payable to "Renhe Commercial Holdings Company Limited - Rights Issue Account" and crossed "ACCOUNT PAYEE ONLY". 倘 閣下有意行使 閣下之權利認購本暫定配額通知書註明之所有供股股份， 閣下必須不遲於二零一四年十二月三十日(星期二)下午四時正按照本暫定配額通知書連同須於接納時繳付之全部股款遞交股份過戶處香港中央證券登記有限公司，地址為香港灣仔皇后大道東183號合和中心17樓1712-1716室。所有股款均須以港元支票或銀行本票繳付，而有關支票或銀行本票則須以香港之持牌銀行賬戶付款或由香港之持牌銀行開出，註明抬頭人為「Renhe Commercial Holdings Company Limited - Rights Issue Account」，並以「只准入抬頭人賬戶」劃線方式開出。

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Hong Kong Branch Share Registrar and Transfer Office:
Computershare Hong Kong Investor Services Limited
Shops 1712-1716, 17th Floor Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong

香港股份過戶登記處：
香港中央證券登記有限公司
香港
灣仔
皇后大道東183號
合和中心17樓1712-1716室



RENHE COMMERCIAL HOLDINGS COMPANY LIMITED
人和商業控股有限公司*

(Incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立之有限公司)
(Stock Code: 1387)
(股份代號: 1387)

Principal Place of Business in
Hong Kong:
Suites 603-606
One International Finance Centre
1 Harbour View Street
Central
Hong Kong

香港主要營業地點：
香港
中環
港景街一號
國際金融中心一期
603-606室

Registered office:
註冊辦事處：
Cricket Square
Hutchins Drive
P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

11 December 2014
二零一四年十二月十一日

RIGHTS ISSUE AT THE SUBSCRIPTION PRICE OF HK\$0.32 EACH ON THE BASIS OF
ONE RIGHTS SHARE FOR EVERY TWO EXISTING SHARES HELD ON THE RECORD DATE
PAYABLE IN FULL ON ACCEPTANCE BY NO LATER THAN 4:00 P.M. ON TUESDAY, 30 DECEMBER 2014

以每股認購價0.32港元元按於記錄日期每持有兩股現有股份
獲配一股供股股份的基準供股發行供股股款最遲須於二零一四年十二月三十日(星期二)下午四時正接納時繳足

PROVISIONAL ALLOTMENT LETTER
暫定配額通知書

Name(s) and address(es) of Qualifying Shareholder(s) (合資格股東之姓名及地址)

[Empty box for shareholder name and address]

Total number of Shares registered in your name(s) on Tuesday, 9 December 2014
於二零一四年十二月九日(星期二)登記於 閣下名下之股份總數

BOX A
甲欄

[Empty box for BOX A]

Number of Rights Shares provisionally allotted to you subject to payment in full on acceptance by no later than 4:00 p.m. on Tuesday, 30 December 2014
暫定配發予 閣下之供股股份數目，股款最遲須於二零一四年十二月三十日(星期二)下午四時正接納時繳足

BOX B
乙欄

[Empty box for BOX B]

Total subscription monies payable on acceptance in full
接納時應全數繳付之認購股款總額

BOX C
丙欄

HKS
港元

Contact Telephone Number:
聯絡電話號碼：

Dealings in the Rights Shares in its nil-paid form will take place from Monday, 15 December 2014 to Monday, 22 December 2014 (both dates inclusive). If the conditions of the Rights Issue are not fulfilled on or before 10:00a.m. on Friday, 2 January 2015 (or such later time and/or date as the Company and the Underwriter may determine in writing), the Rights Issue will not proceed. Any persons contemplating buying or selling Shares from now up to the date on which the conditions of the Rights Issue are fulfilled (and the date on which the Underwriter's right of termination of the Underwriting Agreement ceases), and any dealings in the Rights Shares in its nil-paid form from Monday, 15 December 2014 to Monday, 22 December 2014 (both days inclusive), bear the risk that the Rights Issue may not become unconditional and may not proceed.

未繳股款供股股份將於二零一四年十二月十五日(星期一)至二零一四年十二月二十二日(星期一)(包括首尾兩日)期間買賣，倘供股之條件未能於二零一五年一月二日(星期五)上午十時正(或由本公司與包銷商可能以書面方式釐定之較後時間及/或日期)之前獲達成，供股將不會進行。任何擬於即日起至供股條件獲全達成當日止期間(及包銷商不再擁有終止包銷協議之權利當日)購買或出售股份之人士，以及任何於二零一四年十二月十五日(星期一)起至二零一四年十二月二十二日(星期一)(包括首尾兩日)期間買賣未繳股款供股股份之人士，均須承擔供股或未能成為無條件及不一定進行之風險。

Any Shareholders or other persons contemplating dealing in the Shares and/or the Rights Shares in its nil-paid form are recommended to consult their own professional advisers. 任何有意買賣股份及/或未繳股款供股股份之股東或其他人士應諮詢彼等本身之專業顧問。

It should be noted that the Underwriting Agreement contains provisions granting the Underwriter the right to terminate the Underwriting Agreement on the occurrence of certain events, including force majeure events, which have been set out in the section headed "Termination of the Underwriting Agreement" of the Prospectus. If the Underwriter exercises such right, the Underwriting Agreement will not become unconditional and the Rights Issue will not proceed. Please refer to the paragraph headed "Conditions of the Underwriting Agreement" in the "Letter from the Board" in the Prospectus for further details.

謹請注意，包銷協議載有條文授予包銷商於發生若干事件時終止包銷協議之權利，包括不可抗力事件，有關事件載於供股章程中「終止包銷協議」一節。倘包銷商行使該權利，包銷協議將不會成為無條件及供股將不會進行。進一步詳情請參閱供股章程「董事會函件」中「包銷協議之條件」一段。

All references to time and dates mentioned in this PAL refer to Hong Kong local times and dates. 本暫定配額通知書提及之所有時間和日期均指香港本地時間和日期。

THIS FORM IS NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES. 本表格不可直接或間接在或向美國發放、刊發或派發。

NO RECEIPT WILL BE GIVEN
所有繳款將不獲發收據

* For identification purpose only
* 僅供識別

IN THE EVENT OF A TRANSFER OF RIGHTS TO SUBSCRIBE FOR RIGHTS SHARE(S), AD VALOREM HONG KONG STAMP DUTY IS PAYABLE ON EACH SALE AND EACH PURCHASE. A GIFT OR A TRANSFER OF BENEFICIAL INTEREST OTHER THAN BY WAY OF SALE IS ALSO LIABLE TO AD VALOREM HONG KONG STAMP DUTY. EVIDENCE OF PAYMENT OF AD VALOREM HONG KONG STAMP DUTY WILL BE REQUIRED BEFORE REGISTRATION OF THIS DOCUMENT.
在轉讓認購供股股份之權利時，每宗出售及購買均須繳納香港從價印花稅。餽贈或以出售方式以外轉讓實益權益亦須繳納香港從價印花稅。在辦理本文件登記之前，須出示已繳納香港從價印花稅之證明。

FORM OF TRANSFER AND NOMINATION
轉讓及提名表格

Form B
表格乙

(To be completed and signed only by the Qualifying Shareholder(s) who wish(es) to transfer all of his/her/its/their right(s) to subscribe for the Rights Shares comprised herein)
(僅供擬轉讓其全部供股股份認購權之合資格股東填寫及簽署)

To: The Directors
Renhe Commercial Holdings Company Limited
致：人和商業控股有限公司*
列位董事 台照

Dear Sirs,
I/We hereby transfer all of my/our rights to subscribe for the Rights Shares comprised in this Provisional Allotment Letter to the person(s) accepting the same and signing the registration application form (Form C) below.
敬啟者：
本人／吾等謹將本暫定配額通知書所列本人／吾等之供股股份之認購權悉數轉讓予接受此權利並簽署下列登記申請表格（表格丙）之人士。

1. _____ 2. _____ 3. _____ 4. _____

Signature(s) (all joint Shareholders must sign)
簽署（所有聯名股東均須簽署）

Date : _____ 2014

日期：二零一四年 _____ 月 _____ 日

Ad valorem stamp duty is payable in connection with the transfer of your rights to subscribe for Rights Shares.
閣下轉讓認購供股股份之權利須繳納從價印花稅。

REGISTRATION APPLICATION FORM
登記申請表格

Form C
表格丙

(To be completed and signed only by the person(s) to whom the rights to subscribe for the Rights Shares has/have been transferred)
(僅供已獲轉讓供股股份認購權之人士填寫及簽署)

To: The Directors
Renhe Commercial Holdings Company Limited
致：人和商業控股有限公司*
列位董事 台照

Dear Sirs,
I/We request you to register the number of Rights Shares mentioned in Box B of Form A in my/our name(s). I/We agree to accept the same on the terms embodied in this Provisional Allotment Letter and the Prospectus and subject to the memorandum of association and the articles of association of the Company.
敬啟者：
本人／吾等謹請 閣下將表格甲內乙欄所列之供股股份數目，登記於本人／吾等名下。本人／吾等同意按照本暫定配額通知書及供股章程所載條款，以及在 貴公司之組織章程大綱及組織章程細則規限下，接納此等供股股份。

Existing Shareholder(s)
Please mark "X" in this box
現有股東請在本欄內填上「X」號

To be completed in BLOCK letters in ENGLISH in ink. Joint applicants should give the address of the first-named applicant only.
請用原子筆或墨水筆並以英文正楷填寫。聯名申請人只須填報排名首位之申請人之地址。
For Chinese applicant(s), please provide your name(s) in both English and Chinese.
中國籍申請人請同時填寫中英文姓名。

Name in English 英文姓名	Family name or Company name 姓氏或公司名稱 Other names 名字	Name in Chinese 中文姓名	
Name continuation and/or name(s) of joint applicant(s) (if required) 續姓名及／或聯名申請人 姓名（如有需要）			
Address in English 英文地址 (Joint applicants should give the address of the first-named applicant only) (聯名申請人只須填報 排名首位之申請人之地址)			
Occupation 職業		Telephone number 電話號碼	
Dividend Instructions 股息指示			
Bank account number 銀行賬戶號碼			
Name and address of bank 銀行名稱及地址		BANK 銀行	BRANCH 分行
			ACCOUNT 賬戶
	Account type 賬戶類別	For office use only 公司專用	

1. _____ 2. _____ 3. _____ 4. _____

Signature(s) of applicant(s) (all joint applicant(s) must sign)
申請人簽署（所有聯名申請人均須簽署）

Date : _____ 2014

日期：二零一四年 _____ 月 _____ 日

Ad valorem stamp duty is payable in connection with the transfer of your rights to subscribe for Rights Shares.
閣下轉讓認購供股股份之權利須繳納從價印花稅。



RENHE COMMERCIAL HOLDINGS COMPANY LIMITED

人和商業控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1387)

11 December 2014

Dear Qualifying Shareholders,

INTRODUCTION

In accordance with the terms set out in the prospectus issued by the Company dated Thursday, 11 December 2014 (the "Prospectus") accompanying this provisional allotment letter ("PAL"), the Directors have provisionally allotted to you the Rights Shares on the basis of one Rights Share for every two existing Shares held and registered in your name(s) on Tuesday, 9 December 2014.

Your holding of Shares as at Tuesday, 9 December 2014 is set out in Box A and the number of Rights Share(s) provisionally allotted to you is set out in Box B. Capitalised terms used herein have the same meanings as those defined in the Prospectus unless the context requires otherwise.

The Rights Shares (when allotted, issued and fully paid) will rank *pari passu* in all respects with the then existing Shares in issue. Holders of fully-paid Rights Shares will be entitled to receive all future dividends and distributions which may be declared, made or paid after the date of allotment and issue of the Rights Shares in their fully-paid form.

The Prospectus, this PAL and the EAF have not been and will not be registered or filed under any applicable securities or equivalent legislation of any jurisdictions other than (i) the PRC (in accordance with the notice of China Securities and Regulatory Commission "Filing Requirement for Hong Kong Listed Issuers Making Rights Issues to Mainland Shareholders through Shanghai-Hong Kong Stock Connect" (Announcement 2014 No.48) and (ii) Hong Kong.

No action has been taken to permit the offering of the Rights Shares, or the distribution of the Prospectus and/or this PAL and/or the EAF, in any territory or jurisdiction outside Hong Kong.

Accordingly, no person receiving a copy of the Prospectus and/or this PAL and/or the EAF in any territory or jurisdiction other than Hong Kong may treat it as an offer or invitation to apply for the Rights Shares, unless in a territory or jurisdiction where such an offer or invitation could lawfully be made without compliance with any registration or other legal or regulatory requirements thereof or where the offer is made in reliance on an exemption or where compliance with the relevant legal or regulatory requirement will not, in the Board's judgement, be unduly burdensome.

It is the responsibility of anyone (including but not limited to any agent, custodian, nominee and trustee) receiving a copy of the Prospectus and/or this PAL and/or the EAF outside Hong Kong and wishing to make an application for the Rights Shares under the Prospectus to satisfy himself/herself/itself as to the full observance of the laws and regulations of the relevant territory or jurisdiction, including the obtaining of any government or other consents and to pay any taxes and duties required in such territory or jurisdiction in connection therewith. Any acceptance of the offer of the Rights Shares by any such person will be deemed to constitute a representation and warranty from such person to the Company that these local laws and requirements have been fully complied with. For the avoidance of doubt, neither HKSCC nor HKSCC Nominees Limited is subject to any of the representations and warranties above. If you are in any doubt as to your position, you should consult your own professional advisers.

The Company reserves the right to permit any Shareholder (whether as a direct holder or a beneficial owner) whose registered address is in, or who otherwise resides in, a jurisdiction other than Hong Kong to take up his/her/its Rights Shares in its nil-paid form and/or apply for excess Rights Shares if the Company, in its absolute discretion, is satisfied that the transaction in question is exempt from or not subject to the legislation or regulations giving rise to the restrictions in question.

PROCEDURE FOR APPLICATION AND PAYMENT

To take up your provisional entitlement in full, you must lodge this PAL with the Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, together with a remittance for the full amount payable on acceptance, as set out in Box C, so as to be received by the Share Registrar not later than 4:00 p.m. on Tuesday, 30 December 2014 (or, under bad weather conditions, such later time and/or date as mentioned in the paragraph headed "Effect of Bad Weather" below). All remittances must be made by cheque or cashier's order in Hong Kong dollars. Cheques must be drawn on an account with, or cashier's orders must be issued by, a licensed bank in Hong Kong and made payable to "Renhe Commercial Holdings Company Limited – Rights Issue Account" and crossed "Account Payee Only". Such payment will constitute acceptance of the terms of this PAL and the Prospectus and will be subject to the memorandum of association and the articles of association of the Company. No receipt will be issued for sums received on application. Share certificate(s) for any Rights Shares in respect of which the application is accepted will be sent to the Qualifying Shareholders, and in the case of joint Qualifying Shareholders, to the first-named Qualifying Shareholder, by ordinary post at their own risk at the address stated overleaf on or around Thursday, 8 January 2015.

It should be noted that unless this PAL, together with the appropriate remittance for the amount shown in Box C, has been lodged with the Share Registrar as described above by not later than 4:00 p.m. on Tuesday, 30 December 2014 (or, under bad weather conditions, such later time and/or date as mentioned in the paragraph headed "Effect of Bad Weather" below), whether by the original allottee or any person in whose favour the rights have been validly transferred, this PAL and all rights and entitlements hereunder will be deemed to have been declined and the provisional allotment of relevant Rights Shares will be cancelled. The Company may (at its sole discretion but without obligation) treat a PAL (lodged as mentioned above) as valid and binding on the person(s) by whom or on whose behalf it is lodged even if not completed in accordance with the relevant instructions. The Company may require such incomplete PAL to be completed by the relevant applicants at a later stage.

TRANSFER

If you wish to transfer all of your rights to subscribe for the Rights Shares provisionally allotted to you hereunder, you must complete and sign the Form of Transfer and Nomination (Form B) of this PAL and hand this PAL to the person(s) to or through whom you are transferring your rights. The transferee(s) must then complete and sign the registration application form (Form C) and lodge this PAL intact together with a remittance for the full amount payable on acceptance as set out in Box C with the Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, by not later than 4:00 p.m. on Tuesday, 30 December 2014 (or, under bad weather conditions, such later time and/or date as mentioned in the paragraph headed "Effect of Bad Weather" below). It should be noted that Hong Kong stamp duty is payable in connection with the transfer of your rights to subscribe for the relevant Rights Shares and the acceptance by the transferee(s) of such rights.

SPLITTING

If you wish to accept only part of your provisional allotment or transfer part of your rights to subscribe for the Rights Shares provisionally allotted hereunder, or to transfer all or part of your rights to more than one person, this original PAL must be surrendered and lodged for cancellation by not later than 4:30 p.m. on Wednesday, 17 December 2014 with the Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, who will cancel the original PAL and issue new PALs in the denominations required, which will be available for collection at Computershare Hong Kong Investor Services Limited after 9:00 a.m. on the second Business Day after your surrender of the original PAL.

FRACTIONS OF THE RIGHTS SHARES

Fractional entitlements for the nil-paid Rights Shares will not be issued but will be aggregated and sold in the market, if a premium (net of expenses) can be obtained, for the benefit of the Company. Any unsold aggregate of fractions of nil-paid Rights Shares will be made available for excess application under the EAF(s).

APPLICATION FOR EXCESS RIGHTS SHARES

Qualifying Shareholders shall be entitled to apply, by way of excess applications, for (i) any unsold Rights Shares which would have been allotted to the Non-Qualifying Shareholders had they been Qualifying Shareholders; (ii) any Rights Shares provisionally allotted to but not validly accepted by the Qualifying Shareholders or otherwise subscribed for by transferees of the nil-paid Rights Shares; and (iii) any unsold aggregated fractions of the Rights Shares.

Application for excess Rights Shares can be made only by Qualifying Shareholders and only by completing and signing the EAF (in accordance with the instructions printed thereon) enclosed with the Prospectus and lodging the same with a separate remittance for the excess Rights Shares being applied for, with the Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, by a time which is currently expected to be 4:00 p.m. on Tuesday, 30 December 2014 or such later time as may be agreed between the Company and the Underwriter. All remittances must be made by cheque or cashier's order in Hong Kong dollars. Cheques must be drawn on an account with, or cashier's orders must be issued by, a licensed bank in Hong Kong and made payable to "Renhe Commercial Holdings Company Limited – Excess Application Account" and crossed "Account Payee Only". The Directors will allocate the excess Rights Shares being applied for at their discretion on a fair and equitable basis and on pro rata basis. Reference will only be made to the number of excess Rights Shares applied for. No reference will be made to Rights Shares comprising applications by PAL or the existing number of Shares held by Qualifying Shareholders.

Beneficial Owners whose Shares are held by a Registered Owner, or which are held in CCASS, should note that the Board will regard the Registered Owner (including HKSCC Nominees Limited) as a single Shareholder on the register of members of the Company. Accordingly, such Beneficial Owners should note that the above arrangement in relation to the allocation of the excess Rights Shares will not be extended to them individually.

EFFECT OF BAD WEATHER

The latest time for acceptance of, and payment for, the Rights Shares and for application for, and payment for, excess Rights Shares will not take place if there is a tropical cyclone warning signal number 8 or above, or a "black" rainstorm warning in force in Hong Kong: (i) at any local time before 12:00 noon and no longer in force after 12:00 noon on the Latest Acceptance Date. In such event, the latest time for acceptance of, and payment for, the Rights Shares and for application for, and payment for, excess Rights Shares will be extended to 5:00 p.m. on the same Business Day; or (ii) between 12:00 noon and 4:00 p.m. on the Latest Acceptance Date. In such event, the latest time for acceptance of, and payment for, the Rights Shares and for application for, and payment for, excess Rights Shares will be rescheduled to 4:00 p.m. on the following Business Day which does not have either of those warnings in force at any time between 9:00 a.m. and 4:00 p.m..

If the latest time for acceptance of, and payment for, the Rights Shares and for application for, and payment for, excess Rights Shares does not take place on the Latest Acceptance Date, the dates mentioned in this section may be affected. The Company will notify the Shareholders by way of announcement(s) of any change to the expected timetable as soon as practicable.

TERMINATION OF THE UNDERWRITING AGREEMENT

It should be noted that the Underwriter may, upon giving notice in writing to the Company, terminate the Underwriting Agreement with immediate effect at any time prior to the Latest Time for Termination, upon the occurrence of certain events, including force majeure events, which have been set out in the section headed "Termination of the Underwriting Agreement" of the Prospectus. If the Underwriter exercise such right, the Underwriting Agreement will not become unconditional and the Rights Issue will not proceed.

WARNING OF THE RISK OF DEALING IN THE SHARES AND NIL PAID RIGHTS

Shareholders should note that the existing Shares have been dealt in on an ex-rights basis since Wednesday, 3 December 2014. The Rights Shares in their nil-paid form will be dealt in from Monday, 15 December 2014 to Monday, 22 December 2014 (both days inclusive). If the conditions of the Rights Issue are not fulfilled on or before 10:00 a.m. on Friday, 2 January 2015 (or such later time and/or date as the Company and the Underwriter may determine in writing), the Rights Issue will not proceed.

Any dealing in the Shares up to the time at which the conditions of the Rights Issue are fulfilled which is currently expected to be 10:00 a.m. on Friday, 2 January 2015, and any dealing in the Rights Shares in their nil-paid form between Monday, 15 December 2014 to Monday, 22 December 2014 (both days inclusive), are accordingly subject to the risk that the Rights Issue may not become unconditional or may not proceed.

Any Shareholder or other persons contemplating transferring, selling or purchasing the Shares and/or Rights Shares in its nil-paid form are advised to exercise caution when dealing in the Shares and/or the Rights Shares in its nil-paid form, and if they are in doubt about their position or any action to be taken, they are recommended to consult their professional advisers.

CHEQUES AND CASHIER'S ORDERS

All cheques or cashier's orders will be presented for payment immediately upon receipt and all interest earned on such monies will be retained for the benefit of the Company. Completion and lodgment of this PAL together with a cheque or a cashier's order in payment for the Rights Shares applied for will constitute a warranty by you as the applicant that the cheque or the cashier's order will be honoured on first presentation. Without prejudice to its other rights in respect thereof, the Company reserves the right to reject any PAL in respect of which the cheque or the cashier's order is dishonoured on first presentation, and in that event your provisional allotment and all rights and entitlements thereunder will be deemed to have been declined and will be cancelled.

CERTIFICATES FOR THE RIGHTS SHARES AND REFUND CHEQUES

Subject to the fulfillment of the conditions of the Rights Issue, share certificates for all fully-paid Rights Shares are expected to be sent by ordinary post on or around Thursday, 8 January 2015 to those persons entitled thereto at their own risk. One share certificate will be issued for all the Rights Shares allotted and issued to an applicant.

Refund cheques in respect of wholly or partially unsuccessful applications for excess Rights Shares (if any) are expected to be sent by ordinary post on or around Thursday, 8 January 2015 to the applicants at their own risk.

GENERAL

Lodgment of a PAL purporting to have been signed by the person(s) in whose favour it has been issued shall be conclusive evidence of the title of such person(s) lodging it to deal with the same and to receive split PALs and/or share certificates for the Rights Shares.

All documents, including cheques or cashier's orders for the amounts due, will be sent by ordinary post at the risk of the persons entitled thereto to their registered addresses.

The terms and conditions relating to applications for the Rights Shares as contained in the Prospectus shall apply. This PAL and any application for the Rights Shares pursuant to it shall be governed by, and construed in accordance with, the laws of Hong Kong.

Copies of the Prospectus giving details of the Rights Issue are available at the Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, during normal business hours until Tuesday, 30 December 2014.

All times and dates in this PAL refer to Hong Kong local times and dates.

PERSONAL DATA COLLECTION – PAL

By completing, signing and submitting the forms accompanying this PAL, you agree to disclose to the Company, the Share Registrar, Computershare Hong Kong Investor Services Limited and/or their respective advisers and agents the personal data and any information which they require about you or the person(s) for whose benefit you have accepted the provisional allotment of Rights Shares. The Personal Data (Privacy) Ordinance (Chapter 486 of the laws of Hong Kong) (the "Ordinance") provides you with the right to ascertain whether the Company or the Share Registrar holds your 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 Share Registrar have the right to charge a reasonable fee for the processing of any such requests.

All requests for access to data or correction of data or for information regarding policies and practices and the kinds of data held should be addressed to the Company, at its principal place of business in Hong Kong at Suites 603-606, One International Finance Centre, 1 Harbour View Street, Central, Hong Kong or as notified from time to time, for the attention of the company secretary, or (as the case may be) to the Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, for the attention of Privacy Compliance Officer.

Yours faithfully,
By order of the Board
Renhe Commercial Holdings Company Limited
Dai Yongge
Chairman