

Form A
表格甲

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

Provisional allotment letter no.
暫定配額通知書編號

IMPORTANT
重要提示

THIS PROVISIONAL ALLOTMENT LETTER (THE "PAL") IS VALUABLE AND TRANSFERABLE AND REQUIRES YOUR IMMEDIATE ATTENTION. THE OFFER CONTAINED IN THIS PROVISIONAL ALLOTMENT LETTER EXPIRES AT 4:00 P.M. ON TUESDAY, 9 AUGUST 2016 (OR SUCH LATER DATE AS MENTIONED IN THE PARAGRAPH HEADED "EFFECT OF BAD WEATHER" OVERLEAF).

本暫定配額通知書(暫定配額通知書)具有價值及可轉讓，並請即處理。本暫定配額通知書所載之要約於二零一六年八月九日星期二(或首頁「惡劣天氣之要約」一段所述之有關較後日期)下午四時正結束。IF YOU ARE IN ANY DOUBT ABOUT THIS PAL, YOU SHOULD CONSULT YOUR STOCKBROKER, OTHER LICENSED DEALER IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER.

閣下對本暫定配額通知書如有任何疑問，應諮詢閣下之股票經紀、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。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 document, 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 document.

香港交易及結算有限公司、香港聯合交易所有限公司及香港中央結算有限公司對本文件之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不因本文件全部或任何部分內容而產生或因倚賴該等內容而引致之任何損失承擔任何責任。Capitalised terms used herein have the same meanings as those defined in the prospectus issued by China Resources Beer (Holdings) Company Limited dated Tuesday, 26 July 2016 (the "Prospectus") unless the context otherwise requires.

除非本文義另有所指，否則本暫定配額通知書所用詞彙與華潤啤酒(控股)有限公司所刊發日期為二零一六年七月二十六日星期二之供股章程(「供股章程」)所界定者具相同涵義。Dealings in the Shares, the Rights Shares in their nil-paid form and fully-paid form may be settled through CCASS and you should consult your stockbroker or other licensed 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.

股份以及未繳股款及繳足股款供股股份之買賣可透過中央結算系統進行交易。閣下應諮詢閣下之股票經紀或其他註冊證券交易商、銀行經理、律師、專業會計師或其他專業顧問有關該等交易安排之詳情，以及有關安排對閣下之權利及權益可能帶來之影響。Subject to the granting of the listing of, and permission to deal in, the Rights Shares in both their nil-paid and fully-paid forms on the Stock Exchange, the Rights Shares in both 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 both 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.

待未繳股款及繳足股款供股股份獲准於交易所上市及買賣後，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，可自未繳股款及繳足股款供股股份分別於聯交所開始買賣之日(或香港結算可能釐訂之其他日期)起，於中央結算系統內寄存、結算及交收。聯交所參與者間之交易須於其後第二個交易日在中央結算系統交收。所有中央結算系統之活動均須依據不時有效之中央結算系統一般規則及中央結算系統操作程序規則進行。

A copy of this PAL, together with a copy of the Prospectus and the documents specified in the paragraph headed "Documents Delivered to the Registrar of Companies" in Appendix III to the Prospectus, has been registered with the Registrar of Companies in Hong Kong as required by Section 38D of the Companies (Winding Up and Miscellaneous Provisions) Ordinance. The Registrar of Companies in Hong Kong and the Securities and Futures Commission of Hong Kong take no responsibility as to the contents of any of these documents.

本暫定配額通知書向供股章程以「清盤及雜項條文」條例第38D條之規定向香港公司註冊處處長作出登記。香港公司註冊處處長及香港證券及期貨事務監察委員會對任何此等文件之內容概不負責。SUBJECT TO CERTAIN EXCEPTIONS, THIS DOCUMENT IS NOT FOR DISTRIBUTION IN OR INTO THE UNITED STATES, OR ANY OTHER SPECIFIED TERRITORY AS SET OUT IN THE PROSPECTUS. THIS PAL, THE NIL-PAID RIGHTS SHARES AND THE RIGHTS SHARES HAVE NOT BEEN REGISTERED UNDER THE US SECURITIES ACT OR UNDER THE APPLICABLE SECURITIES LAWS OF ANY STATE OF THE UNITED STATES, SUBJECT TO CERTAIN EXCEPTIONS, NONE OF THIS PAL, THE NIL-PAID RIGHTS SHARES AND THE RIGHTS SHARES MAY BE OFFERED, SOLD, OR OTHERWISE TRANSFERRED WITHIN THE UNITED STATES OR ANY OTHER SPECIFIED TERRITORY AS SET OUT IN THE PROSPECTUS OR IN ANY OTHER COUNTRY, TERRITORY OR JURISDICTION WHERE TO DO SO MAY CONTRAVENE LOCAL SECURITIES LAWS OR REGULATIONS. PERSONS INTO WHOSE POSSESSION THIS DOCUMENT AND/OR ANY OTHER RIGHTS ISSUE DOCUMENTS COME SHOULD INFORM THEMSELVES ABOUT AND OBSERVE ANY SUCH RESTRICTIONS.

除若干例外情況外，本文件不會在美國或在供股章程所載的任何特定地區派發。本暫定配額通知書、未繳股款供股股份及供股股份並無根據美國證券法或美國任何州份之適用證券法例的證券法登記。除若干例外情況外，本暫定配額通知書、未繳股款供股股份及供股股份均不得在美國或在供股章程所載的任何特定地區或在進行提呈發售、出售或其他方式轉讓之任何其他国家、領土或屬地內進行提呈發售、出售或其他方式轉讓。獲得本文件及/或任何其他供股文件者應自行了解及遵守所有有關限制。

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 Company's share registrar, Tricor Standard Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong by no later than 4:00 p.m. on Tuesday, 9 August 2016. All remittances must be made by cheque or banker's cashier order in Hong Kong dollars. Cheques must be drawn on an account with, and banker's cashier orders must be issued by, a licensed bank in Hong Kong and made payable to "CHINA RESOURCES BEER (HOLDINGS) COMPANY LIMITED - RIGHTS ISSUE ACCOUNT" and crossed "ACCOUNT PAYEE ONLY".

閣下擬行使閣下之權利以認購本暫定配額通知書指定之所有供股股份，閣下必須最遲於二零一六年八月九日星期二下午四時正前按照本表格印列之指示將暫定配額通知書連同須於接納時繳付之全數股款交予本公司之股份登記處華佳標準有限公司，地址為香港皇后大道東183號合和中心22樓。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須以香港之銀行戶口付款或由香港之持牌銀行開出，註明抬頭人為「CHINA RESOURCES BEER (HOLDINGS) COMPANY LIMITED - RIGHTS ISSUE ACCOUNT」，並以「只准入抬頭人賬戶」劃線方式開出。

Registrar:
Tricor Standard Limited
Level 22, Hopewell Centre
183 Queen's Road East
Hong Kong
股份登記處:
華佳標準有限公司
香港
皇后大道東183號
合和中心22樓



華潤啤酒(控股)有限公司
China Resources Beer (Holdings) Company Limited
(Incorporated in Hong Kong with limited liability)
(於香港註冊成立之有限公司)
(Stock Code: 291)
(股份代號: 291)

Registered office:
註冊辦事處:
39/F, China Resources Building
26 Harbour Road
Wan Chai
Hong Kong

香港
灣仔
港灣道26號
華潤大廈
39樓

26 July 2016
二零一六年七月二十六日

RIGHTS ISSUE ON
THE BASIS OF ONE RIGHTS SHARE FOR EVERY THREE SHARES
HELD ON THE RECORD DATE

按於記錄日期每持有三股股份獲發一股供股股份之基準進行供股

PAYABLE IN FULL ON ACCEPTANCE BY NO LATER THAN 4:00 P.M.
ON TUESDAY, 9 AUGUST 2016

股款須於接納時(不遲於二零一六年八月九日星期二下午四時正)繳足

PROVISIONAL ALLOTMENT LETTER
暫定配額通知書

Name(s) and address of the Qualifying Shareholder(s) 合資格股東姓名及地址

Form for Name(s) and address of the Qualifying Shareholder(s)

Number of Shares registered in your name(s) on Friday, 22 July 2016:
於二零一六年七月二十二日星期五登記 閣下名下之股份數目:

Box A
甲欄

Form for Number of Shares registered in your name(s) on Friday, 22 July 2016

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, 9 August 2016:
可供 閣下申請之供股股份暫定配額數目，股款須於接納時(不遲於二零一六年八月九日星期二下午四時正)繳足:

Box B
乙欄

Form for 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, 9 August 2016

Total subscription money payable
應付認購款項總額

Box C
丙欄
HK\$
港幣

Form for Total subscription money payable

Name of bank on which cheque/banker's cashier order is drawn:
支票/銀行本票的付款銀行名稱:

Cheque/banker's cashier order number:
支票/銀行本票號碼:

Contact telephone no.:
聯絡電話:

The Rights Issue Documents will not be registered or filed under the applicable securities or equivalent legislation of any jurisdiction other than (i) Hong Kong; and (ii) the PRC, in accordance with the notice issued by the China Securities and Regulatory Commission of Filing Requirements for Hong Kong Listed Issuers Making Rights Issues to Mainland Shareholders through Shanghai-Hong Kong Stock Connect (Announcement 2014 No. 48).

除香港及(或)中國(根據中國證券監督管理委員會(關於港股通下香港上市公司向境內票證配股之備案規定)的通知(公告[2014]48號))以外，供股文件不會根據任何司法權區適用之證券法或對等法例登記或備案。No action has been taken to permit a public offering of the nil-paid Rights Shares or the Rights Shares, other than in Hong Kong, or the distribution of the Rights Issue Documents in any jurisdiction other than Hong Kong.

本公司並無辦理任何手續，以獲准在香港以外地區公開發售未繳股款供股股份或供股股份，或在香港以外之任何司法權區派發供股文件。No person receiving any Rights Issue Document in any territory outside Hong Kong may treat it as an offer or invitation to apply for the Rights Shares or excess Rights Shares, unless in a territory where such an offer or invitation could lawfully be made without compliance with any registration or other legal or regulatory requirements thereof. It is the responsibility of anyone outside Hong Kong wishing to accept the provisionally allotted Rights Shares or make an application for excess Rights Shares to satisfy itself/himself/herself/herselves, before acquiring nil-paid Rights Shares or applying for Rights Shares, as to the observance of the laws and regulations of all relevant territories, including obtaining any governmental or other consents, and to pay any taxes and duties required to be paid in such territory in connection therewith without prejudice to the foregoing. The Company reserves the right to refuse to accept any acceptance of nil-paid Rights Shares or any application for excess Rights Shares where it believes that doing so would violate applicable securities legislations or other laws or regulations of any jurisdiction.

任何人士如在香港以外地區獲發任何供股文件，除非在該有關地區可合法提出有關呈報或邀請而毋須辦理任何登記手續或符合該地區之任何法例或其他監管規定，否則不可視作申請供股股份或額外供股股份之提呈或邀請。任何身處香港以外地區人士如有意接納獲暫定配發之供股股份或申請額外供股股份，在取得未繳股款供股股份或申請供股股份前，必須自行遵守有關地區之所有法例及規則，包括在不影響前述者下取得任何政府或其他方面同意及就此應付該地區規定須繳付之任何稅項及徵費。倘本公司相信接納任何未繳股款供股股份或額外供股股份之申請會違反任何司法權區之適用證券法例或其他法例或規則，則本公司保留拒絕接納有關申請之權利。Dealings in the Rights Shares in the nil-paid form will take place from Thursday, 28 July 2016 to Thursday, 4 August 2016 (both days inclusive). If the conditions of the Rights Issue are not fulfilled on or before 4:00 p.m. on Friday, 12 August 2016 (or such later time and/or date as the Company and CRH Beer may determine in writing), the Rights Issue will not proceed.

未繳股款供股股份將於二零一六年七月二十八日(星期四)至二零一六年八月四日(星期四)(首兩日包括在內)期間買賣。倘供股之條件未能於二零一六年八月十二日星期二正或之前(或本公司與華潤集團啤酒可能書面釐定之較後時間及/或日期)獲達成，則供股不會進行。Any persons contemplating buying or selling Shares from now up to the date on which all the conditions of the Rights Issue are fulfilled, and any dealings in the Rights Shares in their nil-paid form between Thursday, 28 July 2016 and Thursday, 4 August 2016 (both days inclusive), bear the risk that the Rights Issue may not become unconditional or may not proceed.

任何擬於即日起買賣供股條件獲達成或日止期間買賣或出售股份之人士，以及任何於二零一六年七月二十八日(星期四)起至二零一六年八月四日(星期四)止期間(首兩日包括在內)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或不一定進行之風險。If any shareholders or other persons contemplating dealing in the Shares or nil-paid Rights Shares are recommended to consult their own professional advisers.

任何有意買賣股份或未繳股款供股股份之股東或其他人士務請諮詢彼等本身專業顧問之意見。It should be noted that the Underwriting Agreement contains provisions granting CRH Beer the right to terminate the Underwriting Agreement on the occurrence of certain events, which have been set out in the section headed "Termination of the Underwriting Agreement" of the Prospectus. If the Underwriting Agreement is terminated by CRH Beer or does not become unconditional, the Rights Issue will not proceed.

務請注意，包銷協議載有條款，授予華潤集團啤酒於若干事件時禁止包銷協議之權利，有關事件載於供股章程項下「終止包銷協議」一節。倘包銷協議被華潤集團啤酒終止或未能成為無條件，供股將不會進行。

IN THE EVENT OF A TRANSFER OF RIGHTS TO SUBSCRIBE FOR RIGHTS SHARE(S) REPRESENTED BY THIS DOCUMENT, AD VALOREM 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 STAMP DUTY. EVIDENCE OF PAYMENT OF AD VALOREM HONG KONG STAMP DUTY WILL BE REQUIRED BEFORE REGISTRATION OF THIS DOCUMENT.

在轉讓認購本文件所指之供股股份之權利時，每宗買賣均須繳納從價印花稅。以出售以外方式轉讓或轉讓實益擁有之權益亦須繳納從價印花稅。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 B

FORM OF TRANSFER AND NOMINATION

表格乙

轉讓及提名表格

(To be completed and signed only by the Qualifying Shareholder(s) (other than the PRC Southbound Trading Investors) who wish(es) to transfer all of his/her/its their right(s) to subscribe for the Rights Share(s) comprised herein and the person(s) to whom the right(s) to subscribe for the Rights Share(s) are being transferred)

(僅供擬將其於本表格所列認購供股股份之權利全數轉讓予接受此權利並簽署以下登記申請表格(表格丙)之人士及已獲轉讓可認購供股股份之權利之人士填寫及簽署)

To the Directors

China Resources Beer (Holdings) Company Limited

致：華潤啤酒(控股)有限公司

列位董事

Dear Sirs and Madams,

I/We hereby transfer all of my/our rights to subscribe for the Rights Shares comprised in this PAL to the person(s) accepting the same and signing the registration application form (Form C) below.

敬啟者：

本人/吾等茲將本暫定配額通知書所列本人/吾等可認購供股股份之權利全數轉讓予接受此權利並簽署以下登記申請表格(表格丙)之人士。

1. _____ 2. _____ 3. _____ 4. _____
Signature(s) of Shareholder(s) (all joint Shareholders must sign) 股東簽署(所有聯名股東均須簽署)

Date日期：_____

Note: Hong Kong stamp duty is payable in connection with the transfer of your rights to subscribe for the Rights Shares.

附註：轉讓閣下可認購供股股份之權利須繳納香港印花稅。

Form C

REGISTRATION APPLICATION FORM

表格丙

登記申請表格

(To be completed and signed only by the person(s) to whom the rights to subscribe for the Rights Share(s) have been transferred)

(僅供承讓認購供股股份權利之人士填寫及簽署)

To the Directors

China Resources Beer (Holdings) Company Limited

致：華潤啤酒(控股)有限公司

列位董事

Dear Sirs and Madams,

I/We request you to register the number of Rights Shares mentioned in Box B of Form A in my/our name(s) and I/we agree to accept the same on the terms embodied in this PAL and the Prospectus and subject to 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供股股份數目以本人/吾等名義登記，本人/吾等同意按照本暫定配額通知書及供股章程所載之條款，並在貴公司之組織章程細則限制下接納該等股份。

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

To be completed in block letters in ENGLISH. Joint applicants should give one address only.
請用英文大楷填寫。聯名申請人只須填報一個地址。

| | | | | |
|---|----------------------------------|-------------------|--------------------------|--|
| Name in English 英文姓名 | Family name/Company name 姓氏/公司名稱 | Other names 名字 | Name in Chinese 中文姓名 | |
| Name continuation and/or names of joint applicants 續姓名及/或聯名申請人姓名 (if required) (如有需要) | | | | |
| Address (joint applicants should give one address only) 地址(聯名申請人只須填報一個地址) | | | | |
| Occupation 職業 | | | Telephone no. 電話號碼 | |
| Dividend instructions 派息指示 | | | | |
| Name and address of bank 銀行名稱及地址 | | | Bank account no. 銀行戶口號碼 | |
| | | 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 applicants must sign) 申請人簽署(所有聯名申請人均須簽署)

Date日期：_____

Note: Hong Kong stamp duty is payable in connection with the acceptance of the rights to subscribe for the Rights Shares.

附註：閣下接納可認購供股股份之權利須繳納香港印花稅。



華潤啤酒(控股)有限公司

China Resources Beer (Holdings) Company Limited

(Incorporated in Hong Kong with limited liability)
(Stock Code: 291)

Dear Qualifying Shareholder(s),

INTRODUCTION

In accordance with the terms set out in the Prospectus accompanying this PAL, the Directors have provisionally allotted to you Rights Shares on the basis of one Rights Share for every three Shares held and registered in your name(s) on Friday, 22 July 2016. Your holding of Shares as at 22 July 2016 is set out in Box A and the number of Rights Shares provisionally allotted to you is set out in Box B. Terms defined in the Prospectus have the same meanings herein unless the context requires otherwise.

The Rights Shares, when allotted, issued and fully paid, will rank pari passu with the then existing Shares in issue on the date of allotment of the Rights Shares in all respects. Holders of such Rights Shares will be entitled to receive all future dividends and distributions which are declared after the date of allotment and issue of the Rights Shares.

The Prospectus and the related application forms have not been and will not be registered or filed under any applicable securities or equivalent legislation of any jurisdictions other than Hong Kong.

No action has been taken to permit the offering of the Rights Shares, or the distribution of the Prospectus or any of the related application forms, in any territory or jurisdiction outside Hong Kong. Accordingly, no person receiving a copy of the Prospectus or any of the related application forms in any territory or jurisdiction outside Hong Kong may treat it as an offer or invitation to apply for the Rights Shares, unless in the relevant jurisdiction such an offer or invitation could lawfully be made without compliance with any registration or other legal or regulatory requirements.

It is the responsibility of any person (including but not limited to nominee, agent and trustee) receiving a copy of the Prospectus or any of the related application forms outside Hong Kong and wishing to take up the Rights Shares under the Prospectus to satisfy himself/herself/itself as to the full observance of the laws of the relevant territory including the obtaining of any governmental or other consents for observing any other formalities which may be required in such territory or jurisdiction, and to pay any taxes, duties and other amounts required to be paid in such territory or jurisdiction in connection therewith. Any acceptance by any person will be deemed to constitute a representation and warranty from such person to the Company that these local laws and requirements have been complied with. If you are in any doubt as to your position, you should consult your professional advisers. For the avoidance of doubt, HKSCC Nominees Limited, who subscribes for the Rights Shares on behalf of CCASS Participants, is not subject to any of the above representations and warranties. The Company reserves the right to refuse to permit any Qualifying Shareholder to take up nil-paid Rights Shares or apply for excess Rights Shares where it believes that doing so would violate applicable securities legislations or other laws or regulations of any jurisdiction.

No provisional allotment of Rights Shares has been made to the Non-Qualifying Shareholders and no PAL or EAF is being sent to them. Arrangements will be made for the nil-paid Rights Shares of the Non-Qualifying Shareholders who hold their existing Shares in certificated form to be provisionally allotted to a nominee or nominees appointed by the Company for the benefit of the Non-Qualifying Shareholders and, if a premium (net of expenses and stamp duty) can be obtained, to be sold by the nominee on behalf of the Non-Qualifying Shareholders on the Stock Exchange after commencement of dealings in nil-paid Rights Shares but before the Final Acceptance Date (i.e. 4:00 p.m. on Tuesday, 9 August 2016). The proceeds of such sale, less expenses, will be divided on a pro rata basis and paid to the Non-Qualifying Shareholders, provided that individual amounts of less than HK\$100 will be paid to the Company for its own benefit.

PROCEDURE FOR APPLICATION AND PAYMENT

To take up your provisional entitlement in full you must lodge the whole of this PAL intact with the Registrar, Tricor Standard Limited, Level 22, Hopewell Centre, 183 Queen's Road East, 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 Registrar no later than 4:00 p.m. on Tuesday, 9 August 2016 (or under bad weather conditions, such later date as mentioned in the paragraph headed "Effect of bad weather" below). All remittances must be made in Hong Kong Dollars. Cheques must be drawn on an account with, or banker's cashier orders must be issued by, a licensed bank in Hong Kong and made payable to "CHINA RESOURCES BEER (HOLDINGS) COMPANY LIMITED – RIGHTS ISSUE ACCOUNT" and crossed "ACCOUNT PAYEE ONLY". Such payment will constitute acceptance of the terms of the PAL and the Prospectus and subject to the memorandum and 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 Shareholders, by ordinary post at their own risk at the address stated overleaf on or before Thursday, 18 August 2016.

It should be noted that unless this PAL, together with the appropriate remittance for the amount shown in Box C, has been lodged as described above by no later than 4:00 p.m. on Tuesday, 9 August 2016 (or, under bad weather conditions, such later date as mentioned in the paragraph headed "Effect of bad weather" below), this PAL and all rights hereunder will be deemed to have been declined and the 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.

APPLICATION FOR EXCESS RIGHTS SHARES

Qualifying Shareholders (other than the PRC Subbound Trading Investors) are entitled to apply for any unsold entitlements of the Non-Qualifying Shareholders (if any), any unsold Rights Shares created by adding together fractions of the Rights Shares and any Rights Shares provisionally allotted but not accepted by the Qualifying Shareholders.

Application for excess Rights Shares should be made by completing and signing the EAF enclosed with the Prospectus for excess Rights Shares and lodging the same with a separate remittance for the full amount payable in respect of the excess Rights Shares being applied for in accordance with the instructions printed thereon, with the Registrar, Tricor Standard Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong by no later than 4:00 p.m. on Tuesday, 9 August 2016. All remittances must be made in Hong Kong Dollars and cheques must be drawn on an account with, or banker's cashier orders must be issued by, a licensed bank in Hong Kong and made payable to "CHINA RESOURCES BEER (HOLDINGS) COMPANY LIMITED – EXCESS APPLICATION ACCOUNT" and crossed "ACCOUNT PAYEE ONLY". The Registrar will notify the Qualifying Shareholders (other than the PRC Subbound Trading Investors) of any allotment of the excess Rights Shares made to them.

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) 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 Registrar, Tricor Standard Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong so as to be received by no later than 4:00 p.m. on Tuesday, 9 August 2016. 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 your rights to more than one person, the original PAL must be surrendered and lodged for cancellation by no later than 4:30 p.m. on Monday, 1 August 2016 with the Registrar, Tricor Standard Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, who will cancel the original PAL and issue new PALs in the denominations required, which will be available for collection at Tricor Standard Limited after 9:00 a.m. on the second Business Day after your surrender of the original PAL.

EFFECT OF BAD WEATHER

The latest time for acceptance and payment for the Rights Shares will not take effect if there is a tropical cyclone warning signal no. 8 or above, or a "black" rainstorm warning (i) in force in Hong Kong at any local time before 12:00 noon and no longer in force after 12:00 noon on the Final Acceptance Date, in such case the latest time of acceptance and payment for the Rights Shares and for application and payment for excess Rights Shares will be extended to 5:00 p.m. on the same Business Day; (ii) in force in Hong Kong at any local time between 12:00 noon and 4:00 p.m. on the Final Acceptance Date, in such case the latest time of acceptance and payment for the Rights Shares and for application 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 and payment for the Rights Shares and for application and payment for excess Rights Shares does not take place on the Final Acceptance Date, the dates mentioned in this section may be affected. The Company will notify Shareholders by way of announcements of any changes to the expected timetable as soon as practicable.

QUALIFYING SHAREHOLDERS AND NON-QUALIFYING SHAREHOLDERS

To qualify for the subscription of the Rights Shares, a Shareholder must have been registered as a member of the Company on the Record Date and must not be a Non-Qualifying Shareholder.

For the purposes of the Rights Issue, Non-Qualifying Shareholders are:

- Shareholders whose name(s) appeared in the register of members of the Company at the close of business on the Record Date and whose address(es) as shown in such register is/are in any of the Specified Territories, except for those Shareholders who fulfil, to the satisfaction of the Company, the relevant requirements specified in the section headed "Limited categories of persons in the Specified Territories who may be able to take up their nil-paid Rights Shares under the Rights Issue" below; and
- any Shareholder(s) or Beneficial Owner(s) at that time who is/are otherwise known by the Company to be resident in any of the Specified Territories, except for those Shareholder(s) who fulfil, to the satisfaction of the Company, the relevant requirements specified in the section headed "Limited categories of persons in the Specified Territories who may be able to take up their nil-paid Rights Shares under the Rights Issue" below.

Notwithstanding any other provision in the Rights Issue Documents, the Company reserves the right to permit any Shareholder or Beneficial Owner (including a Shareholder or Beneficial Owner in any of the Specified Territories) to participate in the Rights Issue and take up his/her/its entitlement to the Rights Shares if the Company, in its absolute discretion, is satisfied that the transaction in question is exempt from or not subject to or can otherwise be lawfully made without contravention of any relevant legal or regulatory requirements.

The Company also reserves the right to accept any application for Rights Shares where it believes that doing so would violate the applicable securities or other laws or regulations of any jurisdiction.

Receipt of any of the Rights Issue Documents or the crediting of Rights Shares in nil-paid form to a stock account in CCASS does not and will not constitute an offer in those jurisdictions where the Directors, based on enquiries made by them, consider it necessary or expedient not to extend the Rights Issue or in any territory in which it would be unlawful to extend the Rights Issue, and, in those circumstances, the Rights Issue Documents must be treated as sent for information only and should not be copied or redistributed. Any person (including, without limitation, any agent, custodian, nominee and trustee) who receives a copy of any of the Rights Issue Documents or whose stock account in CCASS is credited with Rights Shares in nil-paid form should not, in connection with the Rights Issue, distribute or send the same in, into or from, or transfer Rights Shares in nil-paid form to any person in, any of the Specified Territories or any territory in which it would be unlawful to extend the Rights Issue. If any of the Rights Issue Documents is received by, or any Rights Shares in nil-paid form are credited to the stock account in CCASS of, any person in any such territory or his/her agent, custodian, nominee or trustee, he/she should not take up such Rights Shares in nil-paid form or transfer the PAL (or apply for any excess Rights Shares under the EAF) or transfer such Rights Shares in nil-paid form in CCASS (if applicable) unless such person is able to demonstrate to the satisfaction of the Company, or the Company determines at its absolute discretion, that such actions would not violate applicable legal or regulatory requirements. Any person (including, without limitation, any agent, custodian, nominee and trustee) who distributes or forwards the Prospectus or a PAL and/or an EAF in, into or from any of the Specified Territories (whether under a contractual or legal obligation or otherwise) should draw the recipient's attention to the contents of this section.

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

Notwithstanding what is said in the section headed "Qualifying Shareholders and Non-Qualifying Shareholders" above, limited categories of persons in the Specified Territories may be able to take up their rights under the Rights Issue. The Company reserves the absolute discretion in determining whether to allow any participants in the Rights Issue as well as the identity of the persons who may be allowed to participate in any of the Specified Territories. Shareholders and Beneficial Owners in any of the Specified Territories may still participate in the Rights Issue, subject to the Company's absolute discretion, provided that such Shareholders and Beneficial Owners are able to provide the Company with evidence, to the Company's satisfaction, that they fulfil the relevant requirements in the relevant jurisdiction(s). For Beneficial Owners in any of the Specified Territories who want to participate in the Rights Issue, please contact your intermediary to make the necessary arrangements.

REPRESENTATIONS AND WARRANTIES

By completing, signing and submitting this PAL, each subscriber of Rights Shares hereby represents and warrants to each of the Company and the Underwriter and to any person acting on their behalf, unless, in their sole discretion, the Company and the Underwriter waive such requirement expressly in writing that:

- he/she/it was a Shareholder as at the Record Date, or he/she/it lawfully acquired or may lawfully acquire the nil-paid Rights Shares, directly or indirectly, from such a person;
- he/she/it may lawfully be offered, take up, exercise, obtain, subscribe for and receive the nil-paid Rights Shares and/or the Rights Shares in the jurisdiction in which he/she/it resides or is currently located;
- subject to certain exceptions, he/she/it is not resident or located in, or a citizen of, the United States or any other Specified Territory;
- subject to certain exceptions, he/she/it is not accepting an offer to acquire, take up or exercise the nil-paid Rights Shares or subscribe for or accept Rights Shares on a non-discretionary basis for a person who is resident or located in, or a citizen of, the United States at the time the instruction to accept was given;
- he/she/it is not doing so for the account of any person who is located in the United States, unless:
 - the instruction to acquire or take up the nil-paid Rights Shares or to subscribe for or accept Rights Shares was received from a person outside the United States; and
 - the person giving such instruction has confirmed that (i) he/she/it has the authority to give such instruction, and (ii) either (x) has investment discretion over such account or (y) is an investment manager or investment company that is acquiring the Rights Shares in an "offshore transaction" within the meaning of Regulation S under the US Securities Act;
- he/she/it is acquiring the nil-paid Rights Shares and/or the Rights Shares in an "offshore transaction" as defined in Regulation S under the US Securities Act;
- he/she/it has not been offered the Rights Shares by means of any "directed selling efforts" as defined in Regulation S under the US Securities Act;
- he/she/it is not purchasing or taking up the nil-paid Rights Shares or subscribing for or accepting Rights Shares with a view to the offer, sale, transfer, delivery or distribution, directly or indirectly, of such nil-paid Rights Shares or Rights Shares into the United States or any other Specified Territory; and
- he/she/it understands that neither the nil-paid Rights Shares nor the Rights Shares have been or will be registered under the US Securities Act or with any securities regulatory authority of any state, territory, or possession of the United States and the nil-paid Rights Shares and the Rights Shares are being distributed and offered outside the United States in reliance on Regulation S under the US Securities Act. Consequently he/she/it understands the nil-paid Rights Shares and the Rights Shares may not be offered, sold, pledged or otherwise transferred in or into the United States, except in reliance on an exemption from, or in transactions not subject to, the registration requirements of the US Securities Act.

Notwithstanding the representations above, the Company may offer the nil-paid Rights Shares or the Rights Shares in the United States to persons whom the Company reasonably believes to be qualified institutional buyers in transactions exempt from the registration requirements under the US Securities Act, provided that such persons fulfil the relevant requirements to the satisfaction of the Company. For the avoidance of doubt, neither HKSCC nor HKSCC Nominees Limited is subject to any of the above warranties and representations.

TERMINATION OF THE UNDERWRITING AGREEMENT

It should be noted that the Underwriting Agreement contains provisions granting CRH Beer the right to terminate the Underwriting Agreement on the occurrence of certain events, which have been set out in the paragraph headed "Termination of the Underwriting Agreement" under the section headed "Underwriting Arrangements" in the "Letter from the Board" of the Prospectus. If the Underwriting Agreement is terminated by CRH Beer or does not become unconditional, the Rights Issue will not proceed.

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

It should be noted that the Shares have been dealt in on an ex-iv basis from Thursday, 14 July 2016. Dealings in the Rights Shares in the nil-paid form will take place from Thursday, 28 July 2016 to Thursday, 4 August 2016 (both days inclusive). If the conditions of the Rights Issue are not fulfilled on or before 4:00 p.m. on Friday, 12 August 2016 (or such later time and/or date as the Company and CRH Beer 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 all the conditions of the Rights Issue are fulfilled, and any dealings in the Rights Shares in their nil-paid form between Thursday, 28 July 2016 and Thursday, 4 August 2016 (both days inclusive), bear the risk that the Rights Issue may not become unconditional or may not proceed.

Any Shareholders or other persons contemplating dealing in the Shares or nil-paid Rights Shares are recommended to consult their own professional advisers.

CHEQUES AND BANKER'S CASHIER ORDERS

All cheques and banker's cashier orders will be presented for payment upon receipt and all interests earned on such monies (if any) will be retained for the benefit of the Company. Completion and lodgment of this PAL together with a cheque or banker's cashier order in payment of the Rights Shares applied for will constitute a warranty that the cheque or banker's cashier order will be honoured upon first presentation. If any cheque or banker's cashier order is not honoured upon first presentation, this PAL is liable to be rejected, and in that event your assured entitlement and all rights thereunder will be deemed to have been declined and will be cancelled.

CERTIFICATES FOR THE RIGHTS SHARES

It is expected that certificates for the fully-paid Rights Shares will be despatched by ordinary post to those entitled thereto to their registered addresses at their own risk on or before Thursday, 18 August 2016. One share certificate will be issued for all the Rights Shares allotted to an applicant.

GENERAL

Lodgment of the 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 the party or parties lodging it to deal with the same and to receive split provisional letters of allotment and/or certificates for the Rights Shares.

All documents, including cheques 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 application for the Rights Shares as contained in the Prospectus shall apply. The PAL and any application for the excess 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 Registrar, Tricor Standard Limited, Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong during normal business hours until Tuesday, 9 August 2016.

PERSONAL DATA COLLECTION

By completing, signing and submitting the PAL, you agree to disclose to the Company and/or the Registrar and their respective advisers and agents personal data and any information which they require about you or the person(s) for whose benefit you have made the acceptance of the provisional allotment of Rights Shares. The Personal Data (Privacy) Ordinance provides the holders of securities with rights to ascertain whether the Company or the Registrar holds their personal data, to obtain a copy of that data, and to correct any data that is inaccurate. In accordance with the Personal Data (Privacy) Ordinance, the Company and the Registrar have the right to charge a reasonable fee for the processing of any data access request. All requests for access to data or correction of data or for information regarding policies and practices and the kinds of data held should be addressed to the Company, at the Registrar's office at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong or as notified from time to time in accordance with applicable law, for the attention of the Company Secretary or (as the case may be) the Registrar.

For and on behalf of the Board
China Resources Beer (Holdings) Company Limited
Chen Lang
Chairman



華潤啤酒(控股)有限公司

China Resources Beer (Holdings) Company Limited

(於香港註冊成立之有限公司)
(股份代號：291)

敬啟者：

緒言

根據本暫定配額通知書隨附的供股章程條款，董事按二零一六年七月二十二日星期五登記於閣下名下之每三股股份獲發一股供股股份為基準，已暫定向閣下配發供股股份。閣下於二零一六年七月二十二日星期五所持股份數目載於甲欄，而暫定配發予閣下之供股股份數目載於乙欄。除文義另有所指外，供股章程所界定之詞彙於本表格內具有相同涵義。

供股股份經配發、發行及繳足股款後，將在所有方面與配發供股股份當日之現行已發行股份享有同等權利。該等供股股份之持有人將有權收取於配發及發行供股股份日期後所宣派之一切未來股息及分派。

供股章程及有關申請表格並不會根據香港以外司法權區之任何適用證券法例或同等法例登記或存檔。

並無於香港以外地區或司法權區就暫定配額通知書或供股章程或任何有關申請表格採取任何行動。因此，於香港以外任何地區或司法權區接獲供股章程或任何有關申請表格之任何人士不可將其視作申請認購供股股份之要約或邀請，惟於有關司法權區內可毋須遵守任何登記手續或其他法律或監管規定即可合法提交要約或邀請除外。

在香港以外司法權區接獲供股章程或任何有關申請表格之任何人士(包括但不限於代名人、代理及受託人)如欲承購供股章程項下供股股份，須自行全面遵守有關地區之法律，包括遵守該地區或司法權區可能規定之任何其他正式手續而取得政府或其他同意，以及在該等地區或司法權區支付就此所需之任何稅項、關稅及其他款項。任何人士作出之任何接納，將被視為構成該人士就已遵守該等當地法律及規定向本公司作出之聲明及保證。如閣下對本身情況有任何疑問，應諮詢閣下專業顧問之意見。為免引起疑問，香港中央結算(代理人)有限公司代表中央結算及交收系統參與者認購供股股份，概不受限於上述任何聲明及保證。倘本公司相信准許任何合資格股東接納其未繳股款供股股份或額外供股股份之申請會違反任何司法權區之適用證券法例或其他法例或規則，則本公司保留拒絕接納有關申請之權利。

不合資格股東並無獲配發供股股份暫定配額，暫定配額通知書或額外供股股份申請表格亦不會向彼等寄發。本公司將於未繳股款供股股份開始買賣後，但在最後接納日期(即二零一六年八月九日(星期二)下午四時正)前安排將以股票形式持有其現有股份之不合資格股東之未繳股款供股股份暫定配發予由本公司就相關之不合資格股東之利益而委任之代名人，並倘於扣除開支及印花稅後有溢價，則由代名人代表不合資格股東於聯交所出售。出售所得款項(扣除開支)將按比例分派並支付予不合資格股東，惟個別少於100港元之金額將撥歸本公司所有。

申請及付款手續

閣下如欲承購全數暫定配額，則不遲於二零一六年八月九日(星期二)(或在惡劣天氣情況下，下文「惡劣天氣之影響」一段所述之有關較後日期)下午四時正，將暫定配額通知書連同內閣所接納時應付之全數股款送交股份過戶登記處卓佳標準有限公司，地址為香港皇后大道東183號合和中心22樓。所有股款須以港元支付。支票須由香港持牌銀行開出，而銀行本票則須由香港持牌銀行發出，並須以「只准入抬頭人賬戶」劃線方式開出，註明抬頭人為「CHINA RESOURCES BEER (HOLDINGS) COMPANY LIMITED - RIGHTS ISSUE ACCOUNT」。有關付款將構成接納本暫定配額通知書及供股章程之條款，並受本公司之組織章程大綱及細則所規限。已收訖之申請股款將不會獲發收據。獲接納申請之供股股份之股票將於二零一六年八月十八日星期四或之前按頁所示地址以平郵寄發予合資格股東(倘為聯名合資格股東，則為名列首位之合資格股東)，郵誤風險概由彼等自行承擔。

務請注意，除非本暫定配額通知書連同內閣所寄之適當股款已如上文所述不遲於二零一六年八月九日(星期二)(或在惡劣天氣情況下，下文「惡劣天氣之影響」一段所述之有關較後日期)下午四時正交回，否則將被視作放棄本暫定配額通知書及一切有關權利，而有關供股股份將被註銷。即使按上述規定交回之暫定配額通知書並未按有關指示填妥，本公司可(在權衡情決定但並無責任)將其(如上文所述交回)視為有效，並對遞交表格之人士或其代表負責。本公司可要求有關未填妥之暫定配額通知書申請人在稍後填妥有關表格。

申請額外供股股份

合資格股東(中國港通投資者除外)有權申請認購任何未售出之不合資格股東配額(如有)，任何因象零碎供股股份產生之未售出供股股份以及任何暫定配發予合資格股東但未獲其接納之供股股份。

供股章程會隨額外供股股份申請表格，閣下如欲申請額外供股股份，則須不遲於二零一六年八月九日(星期二)下午四時正，按照表格印備之指示填妥及簽署有關表格，連同就所申請之額外供股股份獨立支付之全數股款一併交回本公司之股份過戶登記處卓佳標準有限公司，地址為香港皇后大道東183號合和中心22樓。所有股款須以港元支付，支票須由香港持牌銀行開出，而銀行本票則須由香港持牌銀行發出，以「只准入抬頭人賬戶」劃線方式開出，註明抬頭人為「CHINA RESOURCES BEER (HOLDINGS) COMPANY LIMITED - EXCESS APPLICATION ACCOUNT」。股份過戶登記處將會知會合資格股東(中國港通投資者除外)任何獲配發之額外供股股份。

轉讓

閣下如欲將全部暫定配額予閣下之供股股份認購權轉讓，須填妥及簽署轉讓及提名表格(表格乙)，並將本暫定配額通知書交予認購權之承讓人或轉讓經手人。其後，承讓人不得於二零一六年八月九日(星期二)下午四時正將該表格(表格乙)填妥簽妥，然後將暫定配額通知書連同內閣所須於接納時繳足之全部股款交回股份過戶登記處卓佳標準有限公司，地址為香港皇后大道東183號合和中心22樓。請諸注意，倘轉讓有關供股股份之認購權予承讓人時，須繳付香港印花稅，而承讓人有關轉讓權利亦須繳付香港印花稅。

分析

閣下如欲接納部分暫定配額或轉讓本通知書所述暫定配額可認購供股股份之部分權利，或將權利轉讓予一位以上之人士，須不遲於二零一六年八月一日(星期一)下午四時正將有關暫定配額通知書交回及提交股份過戶登記處卓佳標準有限公司以供註銷，地址為香港皇后大道東183號合和中心22樓，以便股份過戶登記處註銷有關暫定配額通知書，並按所需繳發出新暫定配額通知書。新暫定配額通知書可於閣下交回原有暫定配額通知書後第二個營業日(即一九時正)後在卓佳標準有限公司領取。

惡劣天氣之影響

於以下情況下，供股股份之最後接納時間及支付股款之最後時間將不會生效：倘入號或以上熱帶氣旋警告信號或「黑色」暴雨警告(1)於最後接納日期本地時間中午十二時前在香港生效，並於當日中午十二時後解除，在此情況下，接納供股股份及付款及申請額外供股股份及付款之最後時間將延至同一個營業日(即星期五)下午五時正；(2)於最後接納日期本地時間中午十二時至下午四時期間在香港生效，在此情況下，接納供股股份及付款及申請額外供股股份及付款之最後時間將更改為於上午九時正至下午四時正期間任何時間並無懸掛上述警告之下一個營業日下午四時正。

倘接納供股股份及支付股款及申請額外供股股份及支付股款之最後時間並無於最後接納日期生效，則本節內所述日期或會受到影響。倘預期時間表出現任何變動，本公司將於實際可行情況下盡快作出公佈知會股東。

合資格股東及不合資格股東

為符合認購供股股份的資格，股東須於記錄日期登記為本公司股東且不属于不合資格股東。

就供股而言，不合資格股東為：

- (1) 於記錄日期營業時間結束時名列本公司股東名冊且位於該名冊內所示地址位於任何指定地區之股東(惟本公司信納符合下文「指定地區」內可接納其於供股中之未繳股款供股股份以認購供股股份之有限類別人士」一節訂明之有關規定之股東除外)；及
- (2) 當時據本公司另行得悉為任何指定地區居民之任何股東或實益擁有人(惟本公司信納符合下文「指定地區」內可接納其於供股中之未繳股款供股股份以認購供股股份之有限類別人士」一節訂明之有關規定之股東除外)。

不管股份文件有任何其他規定，倘本公司按其絕對酌情接納有關交易獲豁免或無須遵守引致有關限制之法律或規例或要求，則本公司有權容許任何股東或實益擁有人(包括任何指定地區之股東或實益擁有人)參與供股及接納其供股股份之配額。

倘本公司准許供股股份申請會違反任何司法權區的適用證券或其他法例規則，則本公司亦保留拒絕接納有關申請之權利。

收取任何供股文件或將未繳股款供股股份存入中央結算系統的股份賬戶並不會亦將不會構成在有關司法權區(董事根據後述等查證認為不伸延供股必須或合理的地區或伸延供股即屬違法之任何地區)提出呈報，在該等情況下，供股文件必須被視為僅供參考而發出，而不應被印或轉售。任何收取任何供股文件或未繳股款供股股份存入中央結算系統的股份賬戶的人士(包括但不限於任何代辦、託管人、代名人及受託人)，不應就供股於任何指定地區或伸延供股即屬違法之任何地區派發或寄發供股文件，或派發或寄發至此等地區或伸延此等地區派發或寄發供股文件予任何人士，於任何有關地區內人士或任何代理人、託管人、代名人或信託人收取任何供股文件或未繳股款供股股份存入其中央結算系統的股份賬戶，其不應將未繳股款供股股份或轉讓暫定配額通知書(或以外供股股份申請表格申請額外供股股份)或轉讓在中央結算系統之未繳股款供股股份(如適用)，除非該人士能以本公司信納的方式展示或本公司全權酌情決定有關行動將不會違反適用法律或監管規定。在任何指定地區派發或發送供股章程或暫定配額通知書及/或額外供股股份申請表格或派發或發送該等文件至有關地區或自有關地區派發或轉發該等文件之任何人士(包括但不限於任何代理、託管人、代名人或信託人)，無論是基於訂約或法定責任或其他理由，應提醒收件人留意本節。

指定地區內可接納其於供股中之未繳股款供股股份以認購供股股份之有限類別人士

儘管上文合資格股東及不合資格股東一節所述，惟指定地區內有有限類別人士或可承購彼等在供股項下的權利。本公司保留對酌情權以釐定是否允許參與供股以及在任何指定地區或會獲准參與的人士的身份。在任何指定地區的股東或實益擁有人仍可參與供股(由本公司全權酌情決定)，惟該等股東或實益擁有人須向本公司提供證據並獲本公司信納，證明彼等符合有關司法權區的有關規定。如任何指定地區的實益擁有人有意參與供股，請聯絡閣下的中介人以作出所需安排。

聲明及保證

填妥、簽署及交回本暫定配額通知書，即表示供股股份之每名認購人據此分別向本公司及包銷商及代表彼等行事之任何人士各自作出以下聲明及保證，除非本公司及包銷商全權酌情以書面方式明確決定豁免有關規定：

- (1) 彼於記錄日期為股東，或被已合法或可合法直接間接從有關人士取得未繳股款供股股份；
- (2) 彼可於居住或目前所在司法權區依法獲提呈、接納、行使、取得、認購及收取未繳股款供股股份及/或供股股份；
- (3) 除若干例外情況之外，彼並非居於或位於美國或任何其他指定地區，或為美國或任何其他指定地區之公民；
- (4) 除若干例外情況之外，彼並非按非全權委託形式給予接納指示時居於或位於美國，或為美國公民之人士之接納要以收購、接納或行使未繳股款供股股份或認購或接納供股股份之建議；
- (5) 彼並非位於美國之任何人士行市，除非：
 - (a) 彼以美國以外地區人士之收購或接納未繳股款供股股份或認購或接納供股股份之指示；及
 - (b) 發出該項指示之人士確認(2)彼有權發出該項指示，及(3)對該賬戶擁有投資決定權；或(3)彼為以美國證券法S規例所界定之「離岸交易」方式收購供股股份之投資經理或投資公司；
- (6) 彼乃根據美國證券法S規例所界定之「離岸交易」中收購未繳股款供股股份及/或供股股份；
- (7) 彼並非以美國證券法S規例所界定之任何「定向銷售行動」方式獲呈呈供股股份；
- (8) 彼購買或接納未繳股款供股股份或認購或接納供股股份之目的並非為直接或間接向美國或任何其他指定地區提呈、出售、轉讓、交付或分派未繳股款供股股份或供股股份；及
- (9) 彼明白，未繳股款供股股份和供股股份均(將不會)根據美國證券法或在美國任何州、地區或領地之任何證券監管當局登記，而未繳股款供股股份及供股股份乃依據美國證券法S規例在美國以外派發及提呈。因此，彼明白，未繳股款供股股份及供股股份不可在或向美國提呈、出售、質押或以其他方式轉讓，惟依據美國證券法登記規定之豁免或在無須遵守美國證券法登記規定之交易除外。

不管上述聲明如何，本公司可在於獲豁免遵守美國證券法的交易中，在美國向本公司合理相信身為合資格機構買家之人士提呈未繳股款供股股份或供股股份，惟須本公司信納該等人士符合有關規定。為免生疑，香港結算及香港中央結算(代理人)有限公司均不受以上保證及聲明所限。

終止包銷協議

務請注意，包銷協議載有條款，授予華潤集團啤酒於發生若干事件時終止包銷協議之權利，有關事件載於供股章程「董事會函件」內「包銷安排」一節項下「終止包銷協議」一段。倘包銷協議被華潤集團啤酒終止或未能成為無條件，供股將不會進行。

買賣股份及未繳股款供股股份之風險警告

敬請留意，股份自二零一六年七月十四日(星期四)起除權其買賣，未繳股款供股股份將於二零一六年七月二十八日(星期四)至二零一六年八月四日(星期四)(首尾兩日包括在內)期間買賣。倘供股之條件未能於二零一六年八月十二日(星期五)下午四時正或之前(或本公司與華潤集團啤酒可書面釐定之較後時間及/或日期)獲獲批准，則股款不會進行。

任何遲於現時起至供股條件獲全面達成當日(即期購買或出售股份)之人士，以及任何於二零一六年七月二十八日(星期四)至二零一六年八月四日(星期四)止期間(首尾兩日包括在內)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或不一定進行之風險。

有意買賣股份或未繳股款供股股份之股東或其他人士務請諮詢彼等本身專業顧問之意見。

支票及銀行本票

所有支票及銀行本票將於收訖後過戶，而有關股款所賺取之所有利息(如有)將撥歸本公司所有。填妥並交回本暫定配額通知書及支付申請供股股份股款之支票或銀行本票將構成申請人保證有關支票或銀行本票將於首次過戶時兌現。倘任何支票或銀行本票於首次過戶時不能兌現，則本暫定配額通知書可遭拒絕受理，而在此情況下，閣下之保證配額及其項下所有權利將被視作放棄及予以註銷。

供股股份之股票

預期繳足股款供股股份之股票將於二零一六年八月十八日(星期四)或之前以平郵寄發予收件人之登記地址，郵誤風險概由彼等自行承擔。本公司將就申請人獲配發之全部供股股份發出一張股票證書。

一般事項

交回已由應獲發本暫定配額通知書之人士簽署之暫定配額通知書，即為交回上述文件之人士有權處理暫定配額通知書，並有權收取暫定配額分拆函件及/或供股股份之股票之最終送遞。

所有文件(包括應付款項之支票)將以平郵寄發予收件人之登記地址，郵誤風險概由彼等自行承擔。

供股章程所載有關申請供股股份之條款及條件將適用。本暫定配額通知書及任何據此作出之額外供股股份申請均受香港法例管轄，並按其詮釋。

載有供股詳情之供股章程於二零一六年八月九日(星期二)或之前一般辦公時間內於股份過戶登記處卓佳標準有限公司可供索取，地址為香港皇后大道東183號合和中心22樓。

個人資料收集聲明

個人、簽署及交回暫定配額通知書，即表示閣下同意向本公司及/或其股份過戶登記處及彼等各自之顧問及代理披露個人資料及彼等所需有關閣下或閣下為其利益而接納暫定配額之供股股份之人士之任何資料。(個人資料(私隱)條例)賦予證券持有人權利，可確定本公司或其股份過戶登記處是否持有其個人資料、索取有關資料之副本及更正任何不準確之資料。根據《個人資料(私隱)條例》，本公司及其股份過戶登記處有權處理任何有關資料要求而收取合理費用。有關有關資料或更正資料或有關政策及慣例以及持有資料種類之資料的所有要求，應向本公司之股份過戶登記處之地址，香港皇后大道東183號合和中心22樓或根據適用法律不時通知之地點並以公司秘書或(視情況而定)股份過戶登記處為收件人。

此致

代表董事會
China Resources Beer (Holdings) Company Limited
華潤啤酒(控股)有限公司
顏朗

列位合資格股東 台照