

TO BE VALID, THE WHOLE OF THIS APPLICATION FORM MUST BE RETURNED

本申請表格必須整份交回方為有效

Application Form No.
申請表格編號

IMPORTANT
重要提示

IF YOU ARE IN ANY DOUBT ABOUT THIS APPLICATION FORM OR ABOUT ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR STOCKBROKER OR LICENSED SECURITIES DEALER, REGISTERED INSTITUTION IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER.

閣下如對本申請表格或應採取之行動有任何疑問，應諮詢閣下之股票經紀或持牌證券商、註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。
THIS APPLICATION FORM IS VALUABLE BUT IS NOT TRANSFERABLE AND IS FOR THE USE OF THE QUALIFYING SHAREHOLDER(S) NAMED BELOW ONLY. NO APPLICATION CAN BE MADE AFTER 4:00 P.M. ON FRIDAY, 19 AUGUST 2016.

本申請表格具有價值，但不可轉讓，並僅供下列列名之合資格股東使用。二零一六年八月十九日(星期五)下午四時正後不得提出申請。
Dealings in the shares of the Company may be settled through the Central Clearing and Settlement System ("CCASS") and you should consult your stockbroker or licensed securities dealer, registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser for details of these settlement arrangements and how such arrangements may affect your rights and interests.

本公司股份之買賣可以透過中央結算及交收系統(「中央結算系統」)進行交收，閣下應諮詢閣下之股票經紀或持牌證券商、註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問有關交收安排之詳情，以及該等安排對閣下享有之權利及權益所構成之影響。
A copy of this Application Form, together with a copy of the accompanying prospectus of United Energy Group Limited (the "Company") dated 5 August 2016 (the "Prospectus"), a copy of the form of application for excess Offer Shares (the "Excess Application Form"), and the written consent by RSM Hong Kong have been registered with the Registrar of Companies in Hong Kong pursuant to Section 342C 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 these documents.

本申請表格之副本連同聯合能源集團有限公司(「本公司」)於二零一六年八月五日刊發之發售章程(「章程」)之副本、額外發售股份申請表格(「額外申請表格」)之副本及中瑞岳華(香港)會計師事務所發出之書面同意，已根據公司(清盤及雜項條文)條例第342C條之規定送呈香港公司註冊處處長登記。香港公司註冊處處長及香港證券及期貨事務監察委員會對此等文件之內容概不負責。
Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and the Hong Kong Securities Clearing Company Limited ("HKSCC") take no responsibility for the contents of this Application Form, 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 Application Form.

香港交易及結算所有限公司、香港聯合交易所有限公司(「聯交所」)及香港中央結算有限公司(「香港結算」)對本申請表格之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不就本申請表格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。
Subject to the granting of listing of, and permission to deal in, the Offer Shares on the Stock Exchange, the Offer Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the commencement date of dealings in the Offer Shares on the Stock Exchange or such other date 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 settlement day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

待發售股份獲批准於聯交所上市及買賣後，發售股份將獲香港結算接納為合資格證券，由發售股份於聯交所開始買賣日期或香港結算釐定之有關其他日期起，可於中央結算系統內寄存、結算及交收。聯交所參與者之間於任何交易日進行之交易須於其後之第二個結算日透過中央結算系統進行交收。中央結算系統內之一切活動均須根據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。

It should be noted that the Shares have been dealt in on an ex-entitlement basis commencing from Tuesday, 26 July 2016 and that dealings in Shares may take place while the conditions to which the Underwriting Agreement is subject remain unfulfilled. Any Shareholder or other person dealing in the Shares up to the date on which all the conditions to which the Open Offer is subject are fulfilled (which is expected to be on Friday, 26 August 2016) will accordingly bear the risk that the Open Offer may not become unconditional or may not proceed. Any Shareholder or other person contemplating selling or purchasing the Shares who is in any doubt about his/her/its position, is recommended to consult his/her/its own professional adviser.

務請注意，股份由二零一六年七月二十六日(星期二)起按除權基準進行買賣，而股份或會在包銷協議條件尚待達成之情況下進行買賣。因此，任何股東或其他於公開發售全部有待達成之條件獲達成當日(預期為二零一六年八月二十六日(星期五))為止買賣股份之人士，將承擔公開發售可能不會成為無條件或不會繼續進行之風險。任何股東或其他擬出售或購買股份之人士如對本身之有關立場有任何疑問，應自行諮詢專業顧問意見。

Terms used herein shall have the same meanings as defined in the Prospectus unless the context otherwise requires.
除文義另有所指外，本表格所用詞彙與章程所界定者具有相同涵義。

Hong Kong Branch Share Registrar:
Tricor Secretaries Limited
Level 22, Hopewell Centre
183 Queen's Road East
Hong Kong

香港股份過戶登記分處：
卓佳秘書商務有限公司
香港
皇后大道東一八三號
合和中心二十二樓

UNITED ENERGY GROUP LIMITED
聯合能源集團有限公司*

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)
(於開曼群島註冊成立及於百慕達存續之有限公司)
(SOCK CODE: 467)
(股份代號：467)

OPEN OFFER ON THE BASIS OF
ONE OFFER SHARE FOR EVERY ONE EXISTING SHARE HELD ON THE RECORD DATE
公开发售

基準為於記錄日期每持有一股現有股份可認購一股發售股份
PAYABLE IN FULL ON ACCEPTANCE BY NOT LATER THAN 4:00 P.M. ON FRIDAY, 19 AUGUST 2016
股款須不遲於二零一六年八月十九日(星期五)下午四時正接納時繳足

APPLICATION FORM
申請表格

Registered Office:
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Principal place of business in Hong Kong:
Unit 2505, 25/F
Two Pacific Place
88 Queensway
Hong Kong

註冊辦事處：
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

香港主要營業地點：
香港
金鐘道八十八號
太古廣場二期
二十五樓二五零五室

5 August 2016
二零一六年八月五日

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 on 4 August 2016
於二零一六年八月四日以閣下名義登記之股份數目

Box A
甲欄

Number of Offer Shares provisionally allotted to you on an assured basis, subject to payment in full on application by not later than 4:00 p.m. on Friday, 19 August 2016
按保證基準暫定方向閣下配發之發售股份數目(惟須不遲於二零一六年八月十九日(星期五)下午四時正申請時全數繳足有關股款方作實)

Box B
乙欄

Amount payable on assured allotment when applied in full
申請認購全數保證配額時應繳款項

Box C
丙欄

HK\$
港元

Box D
丁欄

Number of Offer Shares applied for
申請認購之發售股份數目

Remittance enclosed
隨附股款
HK\$
港元

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

認購申請僅可由上文列名之合資格股東作出。

Please enter in Box D the number of Offer Shares applied for and the amount of remittance enclosed (calculated as number of Offer Shares applied for multiplied by HK\$0.20)

請於丁欄填妥所申請認購之發售股份數目及隨附之股款金額(以申請認購之發售股份數目乘以0.20 港元計算)

Any payments for Offer Shares should be rounded up to 2 decimal points.

發售股份之任何付款金額應調整至兩個小數點。

You are entitled to apply for any number of Offer Shares which is equal to or less than your assured allotment shown in Box B above by filling in this Application Form. Subject as mentioned in the Prospectus and this Application Form, such offer is made to the Shareholders whose names were on the register of members of the Company and who were Qualifying Shareholders on the basis of one Offer Share for every one existing Share held on 4 August 2016.

閣下有權透過填寫本申請表格申請認購相等於或少於上文乙欄所列閣下獲保證配發之任何發售股份數目。在章程及本申請表格所述者規限下，有關發售建議乃按每持有一股現有股份可認購一股發售股份之基準，向於二零一六年八月四日名列本公司股東名冊並為合資格股東身份之股東作出。

If you wish to apply for such number of Offer Shares which is more than your assured allotment shown in Box B above, i.e. the excess Offer Shares, you should also fill in the separate Excess Application Form, and lodge it with a separate remittance for full amount payable in respect of the excess Offer Shares.

倘閣下欲申請認購多於上文乙欄所列閣下獲保證配發之有關發售股份數目(即額外發售股份)，則閣下須另行填寫額外申請表格，並連同認購額外發售股份所涉及之全數應繳款項以獨立開出之支票或銀行本票一併交回。

If you wish to apply for any Offer Shares and/or excess Offer Shares, you should complete and sign this Application Form and/or the Excess Application Form, and lodge the form(s) together with the appropriate remittance(s) for the full amount payable in respect of the Offer Shares and/or the excess Offer Shares being applied for with the Company's Hong Kong Branch Share Registrar, Tricor Secretaries Limited, Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, by not later than 4:00 pm on Friday, 19 August 2016. All remittance(s) for application of Offer Shares under assured allotment must be in Hong Kong dollars and made payable to "United Energy Group Limited - Open Offer Account" and crossed "Account Payee Only" and comply with the procedures set out overleaf. No application(s) of Offer Shares and/or excess Offer Shares can be made by any person who are not Qualifying Shareholders.

倘閣下欲申請認購任何發售股份及/或額外發售股份，請填妥及簽署本申請表格及/或額外申請表格，並將有關表格連同申請認購發售股份及/或額外發售股份所涉及之全數應繳款項之足額股款，於二零一六年八月十九日(星期五)下午四時正前交回本公司之香港股份過戶登記分處卓佳秘書商務有限公司，地址為香港皇后大道東一八三號合和中心二十二樓。所有申請認購發售股份之保證配額之股款必須為港元，並須註明抬頭人為「United Energy Group Limited - Open Offer Account」及以「只准入抬頭人賬戶」方式劃線開出，以及須符合背頁所載手續。並非合資格股東之人士不得申請認購發售股份及/或額外發售股份。

* For identification purposes only
* 僅供識別

UNITED ENERGY GROUP LIMITED

聯合能源集團有限公司*

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(Stock Code: 467)

CONDITIONS

1. Shareholder who is not Qualifying Shareholder is not permitted to apply for any Offer Shares and/or excess Offer Shares.
2. No receipt will be issued for sums received on application(s) but it is expected that share certificate(s) for any Offer Shares and/or excess Offer Shares in respect of which the application(s) is/are accepted in full or in part will be sent to the allottee(s) or, in the case of joint allottees, to the first named allottee by ordinary post, at his/her/their own risk, at the address(es) stated on the form(s).
3. Completion of this Application Form and/or the Excess Application Form will constitute an instruction and authority by the applicant(s) to the Company and/or Tricor Secretaries Limited or any person nominated by them for the purpose, on behalf of the subscriber(s), to execute any registration of this Application Form and/or the Excess Application Form or other documents and, generally, to do all such other things as such company or person may consider necessary or desirable to effect registration in the name of the subscriber(s) of the Offer Shares and/or excess Offer Shares applied for or any lesser number in accordance with the arrangements described in the Prospectus.
4. The subscribers of the Offer Shares and/or the excess Offer Shares undertake to sign all documents and to do all other acts necessary to enable them to be registered as the holders of the Offer Shares and/or the excess Offer Shares which they have applied for subject to the memorandum of association and bye-laws of the Company.
5. Remittance(s) will be presented for payment upon receipt by the Company and all interest earned (if any) will be retained for the benefit of the Company. Application(s) in respect of which cheques are dishonoured upon first presentation are liable to be rejected.
6. Your right to apply for the Offer Shares and/or the excess Offer Shares is not transferable.
7. The Company reserves the right to accept or refuse any application(s) for the Offer Shares and/or the excess Offer Shares which does/do not comply with the procedures set out herein and/or in the Excess Application Form(s).

PROCEDURES FOR APPLICATION

You may apply for such number of Offer Shares which is equal to or less than your assured allotment set out in Box B by filling in this Application Form.

To apply for such number of Offer Shares which is less than your assured allotment, enter in Box D of this Application Form the number of Offer Shares for which you wish to apply for and the total amount payable (calculated as number of Offer Shares applied for multiplied by HK\$0.20). If the amount of the corresponding remittance received is less than that required for the number of Offer Shares inserted, the subscriber(s) will be deemed to have applied for such lesser number of Offer Shares for which full payment has been received.

If you wish to apply for the exact number of Offer Shares set out in Box B of this Application Form, this number should be inserted in Box D of this Application Form. If no number is inserted, you will be deemed to have applied for the number of Offer Shares for which full payment has been received.

If you wish to apply for any number of Offer Shares which is more than your assured allotment set out in Box B of this Application Form, i.e. the excess Offer Shares, you should use the separate Excess Application Form and enter in the appropriate space provided in the Excess Application Form the number of excess Offer Shares for which you wish to apply for and the total amount payable (calculated as number of excess Offer Shares applied for multiplied by HK\$0.20). You may apply for any number of excess Offer Shares as you wish. If the amount of the corresponding remittance received is less than that required for the number of excess Offer Shares inserted, the subscriber(s) will be deemed to have applied for such lesser number of excess Offer Shares for which full payment has been received. This Application Form and/or the Excess Application Form, when duly completed, to which the appropriate remittance(s) should be stapled accordingly, should be folded once and must be returned to the Company's Hong Kong Branch Share Registrar, Tricor Secretaries Limited, Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, not later than 4:00 p.m. on Friday, 19 August 2016. All remittance(s) 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, made payable to "United Energy Group Limited – Open Offer Account" for Offer Shares under assured allotment and made payable to "United Energy Group Limited – Excess Application Account" for excess Offer Shares and crossed "Account Payee Only". Unless this Application Form and/or the Excess Application Form, together with the appropriate remittance shown in Box C or Box D (as the case may be) of this Application Form and/or the appropriate remittance shown in the Excess Application Form has/have been received by 4:00 p.m. on Friday, 19 August 2016, your right to apply for the Offer Shares and/or the excess Offer Shares and all rights in relation thereto shall be deemed to have been declined and will be cancelled.

Share certificate(s) is/are expected to be posted by ordinary post to you on or before Tuesday, 30 August 2016 at your own risk.

TERMINATION OF THE UNDERWRITING AGREEMENT

If at any time commencing from signing of the Underwriting Agreement to the Latest Time for Termination:

- (a) any breach of any of the representations and warranties or the undertakings contained in the Underwriting Agreement comes to the knowledge of the Underwriter, or there has been a breach on the part of the Company of any other provision of the Underwriting Agreement;
- (b) any event occurs or matter arises, which, if it had occurred before the date of the Underwriting Agreement or before any of the times on which the representations and warranties contained in the Underwriting Agreement are deemed to be given thereunder would have rendered any of those representations and warranties untrue, incorrect or misleading in any material respect;
- (c) any statement contained in the Prospectus has become or been discovered to be untrue, incorrect, incomplete or misleading in any material respect, or matters have arisen or have been discovered which would, if the Prospectus was to be issued at the time, constitute a material omission therefrom;
- (d) there is any material adverse change or prospective material adverse change in the condition, results of operations, management, business, stockholders' equity or in the financial or trading position of any member of the Group which, in the reasonable opinion of the Underwriter, is or may be materially adverse in the context of the Open Offer;
- (e) permission to deal in and listing of all the Offer Shares has been withdrawn by the Stock Exchange;
- (f) any expert, who has given advice which is contained in the Prospectus, has withdrawn its respective consent to the issue of the Prospectus with the inclusion of its reports, letters, opinions or advices and references to its name included in the form and context in which it respectively appears prior to the issue of the Prospectus;
- (g) the Company withdraws this circular or the Prospectus (and/or any other documents issued or used in connection with the Open Offer) or the Open Offer; or
- (h) there has occurred, happened, come into effect or become public knowledge any event, series of events or circumstances concerning or relating to (whether or not foreseeable):
 - (i) any change (whether or not permanent) in the local, national or international financial, political, military, industrial, economic, legal, fiscal, regulatory or securities market matters or conditions or currency exchange rates or exchange controls in or affecting the PRC, Hong Kong or the United States;
 - (ii) any event force majeure (including, without limitation, economic sanctions, strike or lock-out (whether or not covered by insurance), riot, fire, explosion, flooding, earthquake, civil commotion, act or declaration of war, outbreak or escalation of hostilities (whether or not war is or has been declared), act of terrorism (whether or not responsibility has been claimed), act of God, pandemic, epidemic, outbreak of infectious disease, declaration of a state of emergency or calamity or crisis, in or affecting the PRC, Hong Kong or the United States;
 - (iii) the declaration of a banking moratorium by Hong Kong authorities occurring due to exceptional financial circumstances or otherwise;
 - (iv) any moratorium, suspension or restriction on trading in shares or securities generally, or the establishment of minimum prices, on the Stock Exchange or any major disruption of any securities settlement or clearing services in Hong Kong;
 - (v) any suspension of dealings in the Shares (other than pending publication of announcements in respect of the Open Offer or where such suspension is temporary or routine in nature for not more than three trading days);
 - (vi) any new law or regulation or any change, or any development involving a prospective change, in existing laws or regulations in Hong Kong or any other place in which any member of the Group conducts or carries on business;
 - (vii) any change or development occurs involving a prospective change in taxation in Hong Kong, the PRC or any other jurisdiction(s) to which any member of the Group is subject or the implementation of any exchange controls;
 - (viii) any litigation or claim of material importance to the business, financial or operations of the Group being threatened or instituted against any member of the Group;
 - (ix) the imposition of economic sanctions, in whatever form, directly or indirectly, in Hong Kong, the PRC or any other jurisdiction(s) relevant to the Company and its subsidiary;
 - (x) any governmental or regulatory commission, body, authority or agency, or any stock exchange, self-regulatory organisation or other non-government regulatory authority or any court, tribunal or arbitrator, whether national, central, federal, provincial, state, regional, municipal in any relevant jurisdiction commencing any investigation, or formally announcing to investigate or take other legal action, against the Group or any of the Directors in respect of any matter related to the Group's business, which investigation has or would have material adverse effect on the traded price of the Shares or the Group; or
 - (xi) order or petition for the winding up of any members of the Group or any composition or arrangement made by any members of the Group with its creditors or a scheme of arrangement entered into by any members of the Group or any members of the resolution for the winding up of any Group or the appointment of a provisional liquidator, receiver or manager over all or part of the material assets or undertaking of any members of the Group or anything analogous thereto occurring in respect of any members of the Group;

the effect of which events or circumstances referred to herein, individually or in the aggregate (in the reasonable opinion of the Underwriter): (1) is or will likely be materially adverse to the Group (taken as a whole), or materially prejudicially affects or would materially and prejudicially affect, the Group (taken as a whole) or the Open Offer; or (2) makes or will likely make it inadvisable or inexpedient to proceed with the Open Offer, or (3) will make or is likely to make the Underwriting Agreement (including underwriting) incapable of performance in accordance with its terms or preventing the processing of applications and/or payments pursuant to the Open Offer or pursuant to the underwriting thereof;

then in any such case the Underwriter may by notice in writing to the Company, served prior to the Latest Time for Termination, rescind or terminate the Underwriting Agreement. If prior to the Latest Time for Termination any such notice is given by the Underwriter, the obligations of all parties under the Underwriting Agreement shall terminate forthwith and no party will have any claim against any other for costs, damages, compensation or otherwise, provided that:

- (a) provisions in relation to definitions, indemnity, termination, notices, general, law and dispute resolution under the Underwriting Agreement shall remain in full force and effect;
- (b) the Company shall pay all the relevant fees and expenses in accordance with the Underwriting Agreement (other than the underwriting commission payable to the Underwriter by the Company); and
- (c) such termination shall be without prejudice to the rights of the parties thereto in respect of any breach of the Underwriting Agreement and claims arising from the Underwriting Agreement occurring prior to such termination.

If the Underwriting Agreement is terminated by the Underwriter at such time before the Latest Time for Termination but after the Underwriter has in accordance with the Underwriting Agreement paid or procured payment to the Company of the aggregate Subscription Price in respect of the Underwritten Shares not taken up for which the Underwriter is obliged to subscribe or procure subscription under the provisions of the Underwriting Agreement, the Company shall, not later than the end of the fifth Business Day after (but not including) the date of receipt of the notice of termination issued by the Underwriter, remit to the Underwriter such amount of aggregate Subscription Price which it has received from the Underwriter.

CHEQUES AND BANKER'S CASHIER ORDERS

All cheques and banker's cashier orders will be presented for payment immediately following receipt and all interest earned on such monies (if any) will be retained for the benefit of the Company. Completion and lodgment of the Application Form together with a cheque or banker's cashier order in payment for the Offer Shares applied will constitute a warranty by you that the cheque or banker's cashier order will be honored on first presentation. Any application in respect of which the accompanying cheque or banker's cashier order is dishonored on first presentation is liable to be rejected, and in the event the assured allotment and all rights thereunder will be deemed to have been declined and will be cancelled.

STATUS OF THE OFFER SHARES

The Offer Shares (when fully paid and allotted) will rank *pari passu* in all respects with the Shares in issue on the date of allotment. Holders of the Offer Shares will be entitled to receive all future dividends and distributions, which are declared, made or paid on or after the date of allotment and issue of the Offer Shares.

SHARE CERTIFICATES

Subject to the fulfillment of the conditions of the Open Offer, share certificates for the Offer Shares are expected to be posted on Tuesday, 30 August 2016 to those Qualifying Shareholders entitled thereto by ordinary post at their own risks. You will receive one share certificate for all relevant Offer Shares registered under your name.

GENERAL

Lodgement of the Application Form 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(ies) lodging it to deal with the same and to receive relevant certificates of the Offer Shares.

This Application Form and any application of the Offer Shares pursuant to it shall be governed by, and construed in accordance with, the laws of Hong Kong.

* For identification purposes only

UNITED ENERGY GROUP LIMITED

聯合能源集團有限公司*

(於開曼群島註冊成立及於百慕達存續之有限公司)

(股份代號：467)

條件

- 並非合資格股東之股東，不得申請認購任何發售股份及／或額外發售股份。
- 概不會就收到之申請認購款項發出收據，惟預期申請獲全數或部份接納之任何發售股份及／或額外發售股份股票將以平郵方式按表格所列地址寄交獲配發人；如屬聯名獲配發人，則寄交名列首位之獲配發人，郵誤風險概由彼等自行承擔。
- 填妥本申請表格及／或額外申請表格將構成申請人指示及授權本公司及／或卓佳秘書商務有限公司或彼等就此提名之任何人士代表認購人辦理本申請表格及／或額外申請表格或其他文件之任何登記手續，以及於一般情況下進行有關公司或人士可能認為必需或合適之一切其他事宜，以根據章程所述安排，將認購人所申請認購之數目或任何較少數目之發售股份及／或額外發售股份登記在認購人名下。
- 發售股份及／或額外發售股份之認購人承諾簽署所有文件並採取一切其他必要行動以讓認購人登記成為所申請認購之發售股份及／或額外發售股份之持有人，惟須符合本公司組織章程大綱及細則之規定。
- 本公司收到認購款項後將隨即將之過戶，由此而產生之一切利息收入(如有)將撥歸本公司所有。倘支票未能於首次過戶時兌現，則有關申請將不獲受理。
- 閣下申請認購發售股份及／或額外發售股份之權利不得轉讓。
- 本公司保留酌情權接受或拒絕任何不符合本保證配額申請表格及／或額外申請表格所載手續之發售股份及／或額外發售股份認購申請。

申請手續

閣下可透過填寫本申請表格申請認購相等於或少於乙欄所列 閣下獲保證配發之有關發售股份數目。

倘 閣下欲申請認購少於 閣下獲保證配發之發售股份數目，請在本申請表格丁欄內填上 閣下欲申請認購之發售股份數目及應繳款項總額(以申請認購之發售股份數目乘以0.20港元計算)。倘所收到之相應認購款項少於所填上之發售股份數目之所應支付之股款，則認購人將被視作申請認購已收全數款項所代表之相關較少發售股份數目。

倘 閣下欲申請本申請表格乙欄所列數目之發售股份，請在本申請表格丁欄內填上此數目。如無填上任何數目，則 閣下將被視作申請認購已收全數款項所代表數目之發售股份。

倘 閣下欲申請認購多於本申請表格乙欄所列 閣下獲保證配發之任何發售股份數目(即額外發售股份)，則 閣下須另行使用額外申請表格，並於額外申請表格之適當位置填上 閣下欲申請認購之額外發售股份數目及應繳款項總額(以申請認購之額外發售股份數目乘以0.20港元計算)。 閣下可隨本身之意願申請認購任何數目之額外發售股份。倘若已收之相應認購款項少於所填上申請認購之額外發售股份數目所應支付之股款，則認購人將被視作申請認購已收股款所代表之較少額外發售股份數目。填妥本申請表格及／或額外申請表格並據此將適當股款緊釘其上後，請將表格對摺並於二零一六年八月十九日(星期五)下午四時正或之前交回本公司之香港股份過戶登記分處卓佳秘書商務有限公司，地址為香港皇后大道東一八三號合和中心二十二樓。所有股款必須為港元，支票必須以香港持牌銀行戶口開出，而銀行本票則須由香港持牌銀行發出，並以「**United Energy Group Limited – Open Offer Account**」為抬頭人認購保證配額之發售股份，及以「**United Energy Group Limited – Excess Application Account**」為抬頭人認購額外發售股份，並以「**只准入抬頭人賬戶**」方式劃線開出。除非本申請表格及／或額外申請表格連同本申請表格丙欄或丁欄(視情況而定)所示之適當股款及／或額外申請表格所示之適當股款於二零一六年八月十九日(星期五)下午四時正或之前收到，否則 閣下申請認購發售股份及／或額外發售股份之權利以及一切有關權利將視作被拒絕而予以取消。

預期股票將於二零一六年八月三十日(星期二)或之前以平郵方式寄予 閣下，郵誤風險概由 閣下自行承擔。

終止包銷協議

倘從簽訂包銷協議起至最後終止時間內任何時間：

- 包銷商獲悉包銷協議所載之任何聲明及保證或承諾遭違反，或本公司違反包銷協議之任何其他條文；
- 倘於包銷協議日期前或據此被視為作出包銷協議所載聲明及保證之時前發生或出現任何事件或任何事宜，將會令任何該等聲明及保證於任何重大方面失實、不正確或具誤導成份；
- 章程所載之任何陳述在任何重大方面變成或被發現失實、不正確、不完整或具誤導成份，或章程若在該時候刊發會令已發生或被發現之事宜構成章程之重大遺漏；
- 本集團任何成員公司之狀況、經營業績、管理、業務、股東權益、財務或交易狀況有任何重大不利變動或預期重大不利變動，而包銷商合理地認為有關變動對公開發售造成或可能造成重大不利影響；
- 聯交所撤回批准所有發售股份買賣及上市；
- 任何於章程發表意見之專家於刊發章程前就按於章程出現之形式及內容分別載入其報告、函件、意見或建議及引述其名稱撤回其同意刊登章程之相關同意書；
- 本公司撤回本通函或章程(及／或就公開發售刊發或採用之任何其他文件)或公開發售；或
- 有關或關於下列方面之任何事件、連串事件或情況(不論是否可以預見)出現、發生、生效或為公眾所知：
 - 於中國、香港或美國或影響該等地區之地方、國家或國際金融、政治、軍事、工業、經濟、法律、財政、監管或證券市場事宜或情況或貨幣匯率或外匯管制之任何變動(不論是否屬永久)；
 - 於中國、香港或美國發生或影響該等地區之任何不可抗力事件(包括但不限於經濟制裁、罷工或停工(不論是否在保險保障範圍內)、暴亂、火災、爆炸、水災、地震、內亂、開戰或宣戰、敵對關係爆發或惡化(不論是否已經宣戰)、恐怖主義活動(不論是否已承認責任)、天災、疫症、流行病、傳染病爆發、宣佈緊急狀態或災難或危機)；
 - 由於異常金融狀況或其他原因，香港有關當局宣佈銀行業全面暫停；
 - 全面終止、暫停或限制股份或證券於聯交所買賣，或設置最低價格或香港任何證券交收或結算服務出現任何重大中斷；
 - 暫停股份買賣(暫停以待刊發公開發售之公佈或不超過三個交易日之暫時或例行停牌則除外)；
 - 香港或本集團任何成員公司開展或經營業務所在任何其他地區頒佈任何新法例或規例，或現有法例或規例出現任何變動或可能涉及變動之任何發展；
 - 香港、中國或本集團任何成員公司所在任何其他司法權區出現任何稅務變動或可能涉及變動之發展或實施任何外匯管制；
 - 本集團任何成員公司面臨或遭受對本集團業務、財務或營運屬重大之任何訴訟或索償；
 - 以任何形式直接或間接對香港、中國或本公司及其附屬公司相關之任何其他司法權區實施經濟制裁；
 - 任何有關司法權區之任何政府或監管委員會、機構、當局或代理或任何證券交易所、自行監管組織或其他非政府監管機關或任何法庭、審裁處或仲裁人(不論是屬於國家、中央、聯邦、省、州、地區、市)就任何與本集團業務有關之事宜對本集團或任何董事展開任何調查或正式宣佈調查或採取其他法律行動，而有關調查已經或可能會對股份之交易價或本集團構成重大不利影響；或
 - 本集團任何成員公司被下令或入稟清盤，或本集團任何成員公司與債權人達成任何債務重組或安排，或本集團任何成員公司訂立債務償還安排，或本集團任何成員公司訂立清盤決議案或委任臨時清盤人、接管人或管理人接管本集團任何成員公司所有或部分重大資產或業務或本集團任何成員公司發生任何類似事情；

包銷商合理認為，當中所述事件或情況個別或合併之影響為：(1)對或將可能對本集團整體嚴重不利，或為本集團整體或公開發售帶來或將會帶來重大及不利影響；或(2)使或可能使繼續進行公開發售不可取或不宜進行；或(3)將會或可能會導致包銷協議(包括包銷)未能根據其條款履行或妨礙根據公開發售或根據其包銷處理認購申請及／或付款；

則在任何該等情況下，包銷商可於最後終止時間前向本公司送達書面通知，以撤銷或終止包銷協議。倘包銷商於最後終止時間前發出該等通知，則所有訂約方於包銷協議項下之義務隨即終止，而任何一方均不得就成本、損害、賠償或其他費用向任何其他訂約方提出任何申索，惟：

- 包銷協議項下有關釋義、彌償保證、終止、通知、一般資料、法例及糾紛調解之條文仍具十足效力及作用；
- 本公司須根據包銷協議支付所有有關費用及開支(本公司應付包銷商之包銷佣金除外)；及
- 有關終止不得損害有關訂約方就有關終止前產生之任何違反包銷協議所涉及之權利及因包銷協議引致之索償。

倘包銷商於最後終止時間前，但包銷商已根據包銷協議向本公司支付或促使支付包銷商根據包銷協議之條文有責任認購或促使認購之未獲承購包銷股份之總認購價後終止包銷協議，則本公司須最遲於接獲包銷商發出終止通知日期(不包括當日)後第五個營業日結束時，將本公司自包銷商取得之有關總認購價款項退還予包銷商。

支票及銀行本票

所有支票及銀行本票將於收訖後即時過戶，而自該等款項賺取之所有利息(如有)將撥歸本公司所有。填妥及遞交保證配額申請表格連同申請發售股份之付款支票或銀行本票，將表示 閣下保證支票或銀行本票將可於首次過戶時兌現。倘隨附支票或銀行本票未能於首次過戶時兌現，則有關申請將可不獲受理，而在此情況下，保證配額及其項下所有權利將被視為已遭放棄及將被註銷。

發售股份之地位

發售股份於繳足股款及配發後將在各方面與於配發日期已發行之股份享有同等地位。發售股份持有人將有權收取於發售股份配發及發行日期或之後宣派、作出或派付之一切未來股息及分派。

股票

待公開發售之條件達成後，發售股份之股票預期將於二零一六年八月三十日(星期二)以平郵方式寄發予有權收取有關股票之合資格股東，郵誤風險概由彼等自行承擔。 閣下將會就全部以 閣下名義登記之發售股份獲發一張股票。

一般事項

由獲發申請表格之人士簽署之保證配額申請表格一經遞交，即屬遞交本申請表格人士之所有權最終憑證，有權處理本申請表格及收取發售股份之有關股票。

此申請表格及據此作出之發售股份申請均須受香港法例監管，並按其詮釋。

* 僅供識別

UNITED ENERGY GROUP LIMITED

聯合能源集團有限公司*

(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

(於開曼群島註冊成立及於百慕達存續之有限公司)

(Stock Code: 467)

(股份代號: 467)

To: United Energy Group Limited
致: 聯合能源集團有限公司*

Dear Sirs,
敬啟者:

I/We, being the Qualifying Shareholder(s) stated overleaf, enclose herewith a remittance** for the amount payable in full on application for the number of Offer Shares at a price of HK\$0.20 per Offer Share specified in Box B (or, if and only if Box D is completed, in Box D). I/We accept that number of Offer Shares on the terms and conditions of the Prospectus dated 5 August 2016 and this Application Form and subject to the memorandum of association and bye-laws of the Company and I/We hereby undertake and agree to apply for the same or any lesser number of such Offer Shares in respect of which this application may be made. I/We authorise the Company to place my/our name(s) on the register of members as the holder(s) of such Offer Shares or any lesser number of Offer Shares as aforesaid and to send share certificate(s) in respect thereof by ordinary post at my/our risk to the address specified overleaf. I/We have read the conditions and procedures for application set out overleaf and agree to be bound thereby.

本人/吾等為背頁所列之合資格股東，現申請認購乙欄(或倘已填妥丁欄，則丁欄)指定之發售股份數目，並附上按每股發售股份0.20港元之價格計算須於申請時繳足之全數股款**。本人/吾等謹此按照日期為二零一六年八月五日之章程及本申請表格所載之條款及條件，並在貴公司之組織章程大綱及細則限制下接納有關數目之發售股份，而本人/吾等謹此承諾並同意接納相等於或少於與本申請有關之發售股份數目。本人/吾等謹此授權貴公司將本人/吾等之姓名列入股東名冊，作為有關數目或前述數目較少之發售股份之持有人，並請貴公司將有關股票按背頁地址以平郵方式寄予本人/吾等，郵誤風險概由本人/吾等承擔。本人/吾等已詳閱(並同意全部遵守)背頁所載各項條件及申請手續。

| | |
|---|--|
| Please insert contact telephone number 請填上聯絡電話號碼 | |
|---|--|

Signature(s) of Qualifying Shareholder(s)
(all joint Qualifying Shareholder(s) must sign)
合資格股東簽署(所有聯名合資格股東均須簽署)

(1) _____ (2) _____ (3) _____ (4) _____

Date: _____ 2016

日期: 二零一六年 _____ 月 _____ 日

Details to be filled in by Qualifying Shareholder(s):
請合資格股東填妥以下詳情

| Number of Offer Shares applied for (being the total specified in Box D, or failing which, the total specified in Box B) 申請認購發售股份數目 (丁欄或(如未有填妥) 乙欄所列明之總數) | Total amount of remittance (being the total specified in Box D, or failing which, the total specified in Box C) 股款總額 (丁欄或(如未有填妥) 丙欄所列明之股款總額) | Name of bank on which cheque/ banker's cashier order is drawn 支票/銀行本票之 付款銀行名稱 | Cheque/banker's cashier order number 支票/銀行本票號碼 |
|--|--|---|--|
| | HK\$ 港元 | | |

** Cheque or banker's cashier order should be crossed "Account Payee Only" and made payable to "United Energy Group Limited — Open Offer Account" (see the section headed "Procedures for Application" on the reverse side of this form).

** 支票或銀行本票須以「只准入抬頭人賬戶」方式並以「United Energy Group Limited — Open Offer Account」為抬頭人劃線開出(請參閱本表格背頁「申請手續」一節)。

Valid application for such number of Offer Shares which is less than or equal to an applicant's assured allotment will be accepted in full, assuming that the conditions of the Open Offer have been satisfied. If no number is inserted in the boxes above, you will be deemed to have applied for the number of Offer Shares for which payment has been received. If the amount of the remittance is less than that required for the number of Offer Shares inserted, you will be deemed to have applied for the number of Offer Shares for which payment has been received. Application will be deemed to have been made for a whole number of Offer Shares. No receipt will be given for remittance.

假設公開發售之條件已經達成，則申請認購發售股份數目少於或相等於申請人獲保證配發之數目之有效申請將獲全數接納。倘閣下並無在上欄填上數目，則閣下將被視作申請認購已收款項所代表之發售股份數目。倘若已收之股款少於申請認購上欄所填數目之發售股份所應支付之股款，則閣下將被視作申請認購已收股款所代表之發售股份數目。閣下作出之申請將被視作為申請認購完整之發售股份數目而作出。本公司不會就已收之股款發出收據。

* For identification purposes only

* 僅供識別