

Unless the context otherwise requires, terms used in this Form of Acceptance shall bear the same meanings as those defined in the composite document dated 23 January 2015 (the "Composite Document") issued jointly by Mystery Idea Limited (the "Offeror") and Forefront Group Limited (the "Company").

除文義另有所指外，本接納表格所用詞彙與Mystery Idea Limited (「要約人」)及Forefront Group Limited (福方集團有限公司\*) (「本公司」)於二零一五年一月二十三日聯合刊發之綜合文件(「綜合文件」)所界定者具有相同涵義。

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 Form of Acceptance, 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 Form of Acceptance.

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接納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，並明確表示概不會就因本接納表格全部或任何部分內容而產生或因依賴該等內容而引致之任何損失承擔任何責任。

**FORM OF ACCEPTANCE FOR USE IF YOU WANT TO ACCEPT THE OFFER.**

閣下如欲接納該要約，請使用本接納表格。



**FOREFRONT GROUP LIMITED**  
(incorporated in the Cayman Islands with limited liability)  
(於開曼群島註冊成立之有限公司)

**福方集團有限公司\***

(Stock Code: 0885)

(股份代號: 0885)

**FORM OF ACCEPTANCE OF ORDINARY SHARE(S) OF HK\$0.001 EACH  
IN THE ISSUED SHARE CAPITAL OF FOREFRONT GROUP LIMITED  
FOREFRONT GROUP LIMITED (福方集團有限公司\*) 已發行股本中  
每股面值0.001港元之普通股之接納表格**

**To be completed in full 每項均須填寫**

Branch share registrar in Hong Kong: Tricor Tengis Limited (the "Registrar")

香港股份過戶登記分處: 卓佳登捷時有限公司 (「登記處」)

Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong

香港皇后大道東183號合和中心22樓

<b>FOR THE CONSIDERATION</b> stated below, the "Transferor(s)" named below hereby transfer(s) to the "Transferee" named below the ordinary shares of HK\$0.001 each in the issued share capital of the Company (the "Share(s)") held by the Transferor(s) specified below subject to the terms and conditions contained herein and in the accompanying Composite Document. 下述「轉讓人」謹此按下列代價，向下述「承讓人」轉讓以下註明轉讓人所持有之本公司已發行股本中每股面值0.001港元之普通股(「股份」)，惟須遵守本表格及其隨附之綜合文件內之條款及條件。		
Number of Shares to be transferred (Note) 將予轉讓股份數目(附註)	FIGURES 數目	WORDS 大寫
Share certificate number(s) 股票號碼		
TRANSFEROR(S) name(s) and address in full 轉讓人 全名及地址 (EITHER TYPEWRITTEN OR WRITTEN IN BLOCK LETTERS) (請用打字機或用正楷填寫)	Family name(s)/Company name(s) 姓氏/公司名稱	Forename(s) 名字
	Registered address 登記地址	Telephone number 電話號碼
CONSIDERATION 代價	HK\$1.2 in cash for each Share 就每股份而言，為現金1.2港元	
TRANSFEEE 承讓人	Name 名稱: Mystery Idea Limited Correspondence 16th Floor, Nan Fung Tower, 173 Des Voeux Road Central, Hong Kong Address 通訊地址: 香港德輔道中173號南豐大廈16樓 Occupation 職業: Corporation 法人團體	

**ALL JOINT  
HOLDERS MUST  
SIGN HERE**  
所有聯名持有人  
均須於本欄  
簽署

Signed by the Transferor(s) in the presence of:

轉讓人在下列見證人見證下簽署:

Signature of Witness 見證人簽署: \_\_\_\_\_

Name of Witness 見證人姓名: \_\_\_\_\_

Address of Witness 見證人地址: \_\_\_\_\_

Signature(s) of Transferor(s)/Company chop, if applicable  
轉讓人簽署/公司印鑑(如適用)

Date of submission of this Form of Acceptance  
提交本接納表格之日期

<b>Do not complete 請勿填寫本欄</b>	
Signed by the Transferee in the presence of: 承讓人在下列見證人見證下簽署: Signature of Witness 見證人簽署: _____ Name of Witness 見證人姓名: _____ Address of Witness 見證人地址: _____	For and on behalf of 代表 <b>Mystery Idea Limited</b> <b>Authorised Signatory(ies)</b> 獲授權簽署人
Occupation of Witness 見證人職業: _____ Date of transfer 過戶日期: _____	Signature of Transferee or its duly authorised agent(s) 承讓人或其正式獲授權代表簽署
SIGNED by the Transferee to this transfer, this _____ day of _____ 2015 由本項轉讓之承讓人於二零一五年_____月_____日簽署	

Note: Insert the total number of Shares for which the Offer is accepted. If no number is inserted in the box title "Number of Share(s) to be transferred" or a number in excess of your registered holding of Shares is inserted on this Form of Acceptance and you have signed this Form of Acceptance, your Form of Acceptance in respect of the Offer will be considered to be incomplete and accordingly, your acceptance of the Offer will be invalid.

附註: 請填上接納該要約涉及之股份總數。如閣下並無在本接納表格上「將予轉讓之股份數目」一欄填上數目或所填數目超過閣下之登記持股量，而閣下已簽署本接納表格，則閣下有關該要約之接納表格將被視為不完整，而閣下有關該要約之接納將為無效。

\* For identification purpose only 僅供識別

**THIS FORM OF ACCEPTANCE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.**

If you are in any doubt as to any aspect of this Form of Acceptance or as to the action to be taken, you should consult your licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your Share(s), you should attach this Form of Acceptance and the accompanying Composite Document to the purchaser(s) or transferee(s) or to the bank, licensed securities dealer, registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or transferee(s).

Kingston Securities is making the Offer on behalf of the Offeror. The making of the Offer to the Overseas Shareholders may be affected by the laws of the relevant jurisdictions. If you are an Overseas Shareholder, you should inform yourself about and observe all applicable legal and regulatory requirements. If you wish to accept the Offer, it is your responsibility to satisfy yourself as to the full observance of the laws and regulations of the relevant jurisdictions in connection therewith, including the obtaining of all governmental, exchange control or other consents which may be required and the compliance with all necessary formalities and regulatory or legal requirements. You will also be fully responsible for any such issue, transfer or other taxes or duties payable by you in respect of the acceptance of the Offer. **The Offeror, Kingston Securities and any other person involved in the Offer shall be entitled to be fully indemnified and held harmless by such person for any taxes or duties as such person may be required to pay.** Acceptance of the Offer by you will constitute a warranty by you to the Offeror, Kingston Securities and the Company that you have observed and are permitted under all applicable laws and regulations to receive and accept the Offer, and any revision thereof, and that you have obtained all requisite governmental, exchange control or other consents in compliance with all necessary formalities and regulatory or legal requirements and have paid all issue, transfer or other taxes or duties or other required payments due from you in connection with such acceptance in any territory, and that such acceptance shall be valid and binding in accordance with all applicable laws and regulations.

This Form of Acceptance should be read in conjunction with the accompanying Composite Document.

**HOW TO COMPLETE THIS FORM OF ACCEPTANCE**

The Offer is conditional. Shareholders are advised to read the Composite Document before completing this Form of Acceptance. To accept the Offer made by Kingston Securities on behalf of the Offeror to acquire your Shares at a cash price of HK\$1.2 per Share, you should complete and sign this Form of Acceptance overleaf and forward this entire form, together with the relevant share certificate(s) and/or transfer receipt(s) and/or any other document(s) of title (and/or any satisfactory indemnity or indemnities required in respect thereof), for the whole or in respect of part of your holding of Share(s) or if applicable, for not less than the number of the Shares in respect of which you intend to accept the Offer, by post or by hand, to the Registrar, **Tricor Tengis Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong no later than 4:00 p.m. on Friday, 13 February 2015 or such later time(s) and/or date(s) as the Offeror may determine and announce in accordance with the Takeovers Code.** The provisions of Appendix I to the Composite Document are incorporated into and form part of this Form of Acceptance.

**FORM OF ACCEPTANCE IN RESPECT OF THE OFFER**

To: **The Offeror and Kingston Securities**

1. My/Our execution of this Form of Acceptance (whether or not such form is dated) shall be binding on my/our successors and assignees, and shall constitute:
    - (a) my/our irrevocable acceptance of the Offer made by Kingston Securities on behalf of the Offeror, as contained in the Composite Document, for the consideration and on and subject to the terms and conditions therein and herein mentioned, in respect of the number of Shares specified in this Form of Acceptance;
    - (b) my/our irrevocable instruction and authority to each of the Offeror and/or Kingston Securities or their respective agent(s) to collect from the Company or the Registrar on my/our behalf the share certificate(s) in respect of the Shares due to be issued to me/us in accordance with, and against delivery of, the enclosed transfer receipt(s) and/or other document(s) of title (if any) (and/or satisfactory indemnity or indemnities required in respect thereof), which has/have been duly signed by me/us and to deliver the same to the Registrar and to authorise and instruct the Registrar to hold such share certificate(s), subject to the terms and conditions of the Offer, as if it/they was/were delivered to the Registrar together with this Form of Acceptance;
    - (c) my/our irrevocable instruction and authority to each of the Offeror and/or Kingston Securities or their respective agent(s) to send a cheque crossed "Not negotiable – account payee only" drawn in my/our favour for the cash consideration to which I/we shall have become entitled under the terms of the Offer (less seller's ad valorem stamp duty payable by me/us in connection with my/our acceptance of the Offer), by ordinary post at my/our risk to the person named at the address stated below or, if no name and address is stated below, to me or the first-named of us (in the case of joint registered Shareholders) at the registered address shown in the register of members of the Company within seven Business Days following the later of the date on which the Offer becomes or is declared unconditional in all respects, and the date of receipt of all the relevant documents by the Registrar to render the acceptance under the Offer complete and valid;  
*(Note: Insert name and address of the person to whom the cheque is to be sent if different from the registered Shareholder or the first-named of joint registered Shareholders.)*  
**Name:** (in BLOCK LETTERS) .....
  - (d) my/our irrevocable instruction and authority to each of the Offeror and/or Kingston Securities and/or such person or persons as any of them may direct for the purpose, on my/our behalf, to make and execute the contract note as required by the Stamp Duty Ordinance (Chapter 117 of the Laws of Hong Kong) to be made and executed by me/us as the seller(s) of the Shares to be sold by me/us under the Offer and to cause the same to be stamped and to cause an endorsement to be made on this Form of Acceptance in accordance with the provisions of that Ordinance;
  - (e) my/our undertaking to execute such further documents and to do such acts and things by way of further assurance as may be necessary or desirable to transfer my/our Shares tendered for acceptance under the Offer to the Offeror or such person or persons as it may direct free from all liens, charges, options, claims, equities, adverse interests, third-party rights or encumbrances whatsoever and together with all rights accruing or attaching thereto on or after the Closing Date, including, without limitation, the rights to receive dividends and other distributions declared, made or paid, if any, on or after the date on which the Offer is made, in respect of the Shares tendered for acceptance under the Offer; and
  - (f) my/our agreement to ratify each and every act or thing which may be done or effected by the Offeror and/or Kingston Securities and/or the Company or their respective agent(s) or such person or persons as any of them may direct on the exercise for any rights contained herein.
2. I/We understand that acceptance of the Offer by me/us will be deemed to constitute a warranty by me/us to the Offeror, Kingston Securities and the Company that (i) the Shares held by me/us to be acquired under the Offer are sold free from all liens, charges, options, claims, equities, adverse interests, third-party rights or encumbrances whatsoever and together with all rights accruing or attaching thereto on or after the Closing Date, including, without limitation, the rights to receive dividends and other distributions declared, made or paid, if any, on or after the date on which the Offer is made; and (ii) I/we have not taken or omitted to take any action which will or may result in the Offeror, its beneficial owner and parties acting in concert with any of them, the Company, Kingston Securities or any other person acting in breach of the legal or regulatory requirements of any territory in connection with the Offer or my/our acceptance thereof, and am/are permitted under all applicable laws and regulations to receive and accept the Offer, and any revision thereof, and that such acceptance is valid and binding in accordance with all applicable laws and regulations.
  3. In the event that my/our acceptance is not valid, in accordance with the terms of the Offer, all instructions, authorisations and undertakings contained in paragraph 1 above shall cease in which event, I/we authorise and request you to return to me/us my/our Share certificate(s), and/or transfer receipt(s) and/or any other document(s) of title (and/or satisfactory indemnity or indemnities required in respect thereof), together with this form duly cancelled, by ordinary post at my/our own risk to the person and address stated in paragraph 1(c) above or, if no name and address is stated, to me or the first-named of us (in the case of joint registered Shareholders) at the registered address shown in the register of members of the Company.  
*Note: If you submit the transfer receipt(s) upon acceptance of the Offer and in the meantime the relevant share certificate(s) is/are collected by any of the Offeror and/or Kingston Securities or any of their agent(s) from the Company or the Registrar on your behalf, you will be returned such share certificate(s) in lieu of the transfer receipt(s).*
  4. I/We enclose the relevant share certificate(s) and/or transfer receipt(s) and/or any other document(s) of title (and/or any satisfactory indemnity or indemnities required in respect thereof) for the whole/part of my/our holding of Shares which are to be held by you on the terms and conditions of the Offer.
  5. I/We warrant and represent to the Offeror, Kingston Securities and the Company that I am/we are the registered Shareholder(s) of the number of Shares specified in this Form of Acceptance and I/we have the full right, power and authority to sell and pass the title and ownership of my/ our Shares to the Offeror by way of acceptance of the Offer.
  6. I/We warrant to the Offeror, Kingston Securities and the Company that I/we have observed and are permitted under all applicable laws and regulations where my/our address is located as set out in the register of members of the Company to accept the Offer, and any revision thereof; and that I/we have obtained all requisite governmental, exchange control or other consents and made all registration or filing required in compliance with all necessary formalities and regulatory or legal requirements; and that I/we have paid all issue, transfer or other taxes or duties or other required payments due from me/us in connection with such acceptance; and that such acceptance shall be valid and binding in accordance with all applicable laws and regulations.
  7. I/We warrant to the Offeror, Kingston Securities and the Company that I/we shall be fully responsible for payment of any transfer or other taxes and duties payable by me/us in respect of the jurisdiction where my/our address is located as set out in the register of members of the Company in connection with my/ our acceptance of the Offer.
  8. I/We acknowledge that, save as expressly provided in the Composite Document and this Form of Acceptance, all the acceptances, instructions, authorities and undertakings hereby given shall be irrevocable.
  9. I/We acknowledge that my/our Shares sold to the Offeror by way of acceptance of the Offer will be registered under the name of the Offeror or its nominee.
  10. I/We understand that no acknowledgement of receipt of any Form of Acceptance, share certificate(s) and/or transfer receipt(s) and/or any other document(s) of title (and/or any satisfactory indemnity or indemnities required in respect thereof) will be given. I/We further understand that all documents will be sent by ordinary post at my/our own risk.

For the avoidance of doubt neither Hong Kong Securities Clearing Company Limited nor HKSCC Nominees Limited will give, or be subject to, any of the above representations or warranties.

## PERSONAL DATA

### Personal Information Collection Statements

This personal information collection statement informs you of the policies and practices of the Offeror, Kingston Securities, the Company and the Registrar and in relation to personal data and the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) (the "Ordinance").

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

To accept the Offer for your Share(s), you must provide the personal data requested. Failure to supply the requested data may result in the processing of your acceptance being rejected or delayed. It may also prevent or delay the despatch of the consideration to which you are entitled under the Offer.

#### 2. Purposes

The personal data which you provide on this Form of Acceptance may be used, held and/or stored (by whatever means) for the following purposes:

- processing your acceptance and verification of compliance with the terms and application procedures set out in this Form of Acceptance and the Composite Document;
- registering transfers of the Share(s) out of your name(s);
- maintaining or updating the relevant register of the Shareholders;
- conducting or assisting to conduct signature verifications, and any other verification or exchange of information;
- distributing communications from the Offeror and/or the Company and/or their respective agents, officers and advisers, and the Registrar;
- compiling statistical information and the Shareholders profile;
- establishing benefit entitlements of the Shareholders;
- making disclosures as required by laws, rules or regulations (whether statutory or otherwise);
- disclosing relevant information to facilitate claims or entitlements;
- any other purpose in connection with the business of the Offeror, the Company or the Registrar; and
- any other incidental or associated purposes relating to the above and/or to enable the Offeror and/or Kingston Securities and/or the Company to discharge its obligations to the Shareholders and/or under applicable regulations, and any other purposes to which the Shareholders may from time to time agree or be informed of.

#### 3. Transfer of personal data

The personal data provided in this Form of Acceptance will be kept confidential but the Offeror and/or Kingston Securities and/or the Company and/or the Registrar may, to the extent necessary for achieving the purposes above or any of them, make such enquiries as they consider necessary to confirm the accuracy of the personal data and, in particular, they may disclose, obtain, transfer (whether within or outside Hong Kong) such personal data to, from or with any and all of the following persons and entities:

- the Offeror, Kingston Securities, the Company and/or any of their agents, officers and advisers, the Registrar and overseas principal registrar (if any);
- any agents, contractors or third parties service providers who offer administrative, telecommunications, computer, payment or other services to the Offeror and/or Kingston Securities and/or the Company and/or the Registrar in connection with the operation of their business;
- any regulatory or governmental bodies;
- any other persons or institutions with which you have or propose to have dealings, such as their bankers, solicitors, accountants, licensed securities dealers or registered institutions in securities; and
- any other persons or institutions whom the Offeror and/or Kingston Securities and/or the Company and/or the Registrar consider(s) to be necessary or desirable in the circumstances.

#### 4. Retention of personal data

The Offeror and/or Kingston Securities and/or the Company and/or the Registrar will keep the personal data provided in this form for as long as necessary to fulfil the purposes for which the personal data were collected. Personal data which is no longer required will be destroyed or dealt with in accordance with the Ordinance.

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

The Ordinance provides you with rights to ascertain whether the Offeror and/or Kingston Securities and/or the Company and/or the Registrar hold your personal data, to obtain a copy of that data, and to correct any data that is incorrect. In accordance with the Ordinance, the Offeror and/or Kingston Securities and/or the Company and/or 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 Offeror, Kingston Securities, the Company or the Registrar (as the case may be).

**BY SIGNING THIS FORM OF ACCEPTANCE, YOU AGREE TO ALL OF THE ABOVE.**

## 個人資料

### 收集個人資料聲明

本收集個人資料聲明旨在知會閣下有關於約人、金利豐證券、本公司及登記處、個人資料及香港法例第486章個人資料(私隱)條例(「該條例」)之政策及慣例。

#### 1. 收集閣下個人資料之原因

倘閣下欲就閣下之股份接納該要約，則閣下須提供所需之個人資料，若未能提供所需資料，可能會導致閣下之接納申請被拒或受到延誤。這亦可能妨礙或延遲寄發閣下根據該要約應得之代價。

#### 2. 用途

閣下於本接納表格提供之個人資料可能會用作、持有及/或保存(以任何方式)作下列用途：

- 處理閣下之接納申請及核實遵循本接納表格及綜合文件載列之條款及申請手續；
- 登記以閣下名義發出之股份之轉讓；
- 保存或更新有關股東之名冊；
- 核實或協助核實簽名，以及進行任何其他資料核實或交換；
- 發佈要約人及/或本公司及/或彼等各自之代理、高級職員、顧問及登記處之通訊；
- 編製統計資料及股東之資料；
- 確立股東之獲益權利；
- 按法例、規則或規例規定(無論法定或其他規定)作出披露；
- 披露有關資料以方便進行申索或權益安排；
- 有關要約人、本公司或登記處業務之任何其他用途；及
- 有關上文所述任何其他附帶或關連用途及/或令要約人及/或金利豐證券及/或本公司得以履行彼等對股東及/或適用法規項下之責任，及股東可能不時同意或知悉之其他用途。

#### 3. 轉交個人資料

本接納表格提供之個人資料將會保密，惟要約人及/或金利豐證券及/或本公司及/或登記處為達致上述全部或任何用途，可能作出必需之查詢，以確認個人資料之準確性，尤其彼等可能向或自下列任何及所有個人及實體披露、獲取或轉交(無論在香港境內或香港境外地區)該等個人資料：

- 要約人、金利豐證券、本公司及/或其任何代理商、高級職員及顧問、登記處及海外總登記處(如有)；
- 為要約人及/或金利豐證券及/或本公司及/或登記處提供與其業務營運有關之行政、電訊、電腦、付款或其他服務之任何代理、承包商或第三方服務供應商；
- 任何監管或政府機構；
- 與閣下進行交易或建議進行交易之任何其他個人或機構，例如閣下之銀行、律師、會計師或持牌證券交易商或註冊證券機構；及
- 要約人及/或金利豐證券及/或本公司及/或登記處認為必需或適當情況下之任何其他個人或機構。

#### 4. 個人資料的保留

要約人及/或金利豐證券及/或本公司及/或登記處將按收集個人資料之用途需要保留本表格內提供之個人資料。無需保留之個人資料將會根據該條例銷毀或處理。

#### 5. 獲取及更正個人資料

根據該條例之規定，閣下有權確認要約人及/或金利豐證券及/或本公司及/或登記處是否持有閣下之個人資料，獲取該資料副本，以及更正任何錯誤資料。依據該條例之規定，要約人及/或金利豐證券及/或本公司及/或登記處有權就獲取任何資料之請求收取合理之費用。獲取資料或更正資料或獲取有關政策及慣例及所持資料類型之資料之所有請求，須提交予要約人、金利豐證券、本公司或登記處(視情況而定)。

閣下一經簽署本接納表格即表示同意上述所有條款。