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香港交易及結算所有限公司、香港聯合交易所有限公司、香港中央結算有限公司證券及期貨事務監察委員會對本白色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，並明確表示概不就因本白色接納表格全部或任何部份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。

Unless the context otherwise requires, terms used in this WHITE Form of Acceptance shall bear the same meanings as those defined in the composite offer and response document dated 26 January 2017 (the "Composite Document") jointly issued by Rise Sea Limited and Zheda Lande Scitech Limited\*.

除文義另有指明外，本白色接納表格所用詞彙與陸洋有限公司及浙江浙大網新蘭德科技股份有限公司聯合刊發日期為2017年1月26日之綜合要約及回應文件（「綜合文件」）所界定者具相同涵義。

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

白色接納表格在 閣下欲接納H股要約時適用。



## 浙江浙大網新蘭德科技股份有限公司

### ZHEDA LANDE SCITECH LIMITED\*

(a joint stock limited company incorporated in the People's Republic of China)

(於中華人民共和國註冊成立的股份有限公司)

(Stock Code: 8106)

(股份代號: 8106)

#### WHITE FORM OF ACCEPTANCE AND TRANSFER OF H SHARE(S) OF RMB0.10 EACH IN THE ISSUED SHARE CAPITAL OF ZHEDA LANDE SCITECH LIMITED\*

浙江浙大網新蘭德科技股份有限公司已發行股本中每股面值0.10人民幣之H股的白色接納及轉讓表格

To be completed in all respects 每項均須填寫

H Share Registrar:  
Hong Kong Registrars Limited  
H股股份過戶登記處:  
香港證券登記有限公司

Shops 1712-1716, 17th Floor, Hopewell Centre,  
183 Queen's Road East, Wanchai,  
Hong Kong  
香港灣仔皇后大道東183號  
合和中心17樓1712-1716號舖

You must insert the total number of H Share(s) for which the H Share Offer is accepted.  
閣下必須填上接納H股要約之H股總數。

FOR THE CONSIDERATION stated below, the Transferor(s) named below hereby transfer(s) to the Transferee named below H Share(s) of RMB0.10 each in the issued share capital of the Company specified below, upon and subject to the terms contained herein and in the accompanying Composite Document, and the Transferee hereby agrees to accept and hold the H Share(s) subject to such terms and conditions. 下述之轉讓人現根據本表格和附奉的綜合文件中列明的條款，按下列代價，將以下註明該公司已發行股本中每股面值0.10人民幣之H股轉讓予下述之承讓人，而且承讓人特此同意在遵守該等條款及條件的前提下，接納和持有H股。		
Total number of H Share(s) to be transferred (Note) 將予轉讓之H股總數(附註)	FIGURES 數目	WORDS 大寫
H Share certificate number(s) H股股票號碼		
TRANSFEROR(S) name(s) and address(es) in full 轉讓人全名及地址 (EITHER TYPEWRITTEN OR WRITTEN IN BLOCK CAPITALS) (請用打字機或正楷填寫)	Surname(s) or company name(s): 姓氏或公司名稱: Registered address: 登記地址: Telephone number: 電話號碼:	Forename(s): 名字:
CONSIDERATION 代價	For each H Share: HK\$0.38 in cash (if the accepting Shareholder chooses to receive the consideration in RMB, RMB0.3371) 每股H股: 現金0.38港元(倘接納股東選擇以人民幣收取代價, 則為人民幣0.3371元)	
TRANSFEEE 承讓人	Name: 名稱: Registered address: 登記地址: Occupation: 職業:	Rise Sea Limited 陸洋有限公司 1225 Prince's Building, 10 Chater Road, Central, Hong Kong 香港中環遮打道10號太子大廈1225室 Corporation 公司

#### PLEASE COMPLETE THIS SECTION ONLY IF YOU WISH FOR THE CONSIDERATION TO BE PAID IN RMB.

僅於 閣下希望以人民幣收取代價, 才需填寫以下部分。

I elect to receive the consideration in RMB in respect of \_\_\_\_\_ H Share(s) to which this acceptance relates  
 本人選擇就與本接納有關的 \_\_\_\_\_ 股H股股份以人民幣收取代價

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

If you have elected to receive part of the consideration in RMB, the residual amount will be deemed to be paid in Hong Kong dollars.

如 閣下已選擇以人民幣收取部份代價, 餘額將視以港元收取。

If no number is inserted or the number insert in this box is larger than the total number of H Shares to which this acceptance relates, you will be deemed to have elected to receive all consideration due to you in Hong Kong dollars.

倘於此空格並無填上數目或所填寫的數目大於本接納有關的股份總數, 則 閣下將視為選擇以港元收取應予 閣下之全部代價。

Signed by or on behalf of the Transferor(s) in the presence of:  
轉讓人或其代表在下列見證人見證下簽署:

Name of Witness 見證人姓名

Signature of Witness 見證人簽署

Address of Witness 見證人地址

Occupation of Witness 見證人職業

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 WHITE Form of Acceptance  
提交本白色接納表格之日期

ALL JOINT  
REGISTERED  
HOLDERS MUST  
SIGN HERE  
所有聯名登記持有人  
均須於本欄  
個別簽署

#### Do not complete 請勿填寫本欄

Signed by or on behalf of the Transferee in the presence of:

承讓人或其代表在下列見證人見證下簽署:

Name of Witness 見證人姓名

Signature of Witness 見證人簽署

Address of Witness 見證人地址

Occupation of Witness 見證人職業

Date 日期

For and on behalf of  
代表  
Rise Sea Limited 陸洋有限公司

Signed by the Transferee or its duly authorised agent(s)  
承讓人或其正式授權代理人簽署

Note: Insert the total number of H Shares for which the H Share Offer is accepted. If no number is inserted or a number inserted is greater than your registered holding of H Share(s) or greater or smaller than those physical H Share(s) tendered for acceptance of the H Share Offer and you have signed this form, your WHITE Form of Acceptance in respect of the H Share Offer will be considered to be incomplete and accordingly, your acceptance of the H Share Offer will be invalid. This form will be returned to you for correction and resubmission. Any corrected form must be resubmitted and received by the H Share Registrar on or before 4:00 p.m. on the Closing Date.

附註: 請填上接納H股要約之H股股份總數。倘並無填上數目或所填數目大於 閣下登記持有之H股股份或大於或小於作接納H股要約之實物H股股份, 而 閣下已簽署本表格, 則 閣下有關H股要約之白色接納表格將被視為並未填妥, 因此, 閣下之H股要約接納將會無效。而本白色接納表格將退回予 閣下進行修改及重新遞交。任何經更正之表格必須於截止日期下午四點正或之前自行重新遞交並送達H股股份過戶登記處。

\* For identification purpose only  
\* 僅供識別

## PERSONAL DATA

### Personal Information Collection Statements

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

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

To accept the H Share Offer for your H Shares, 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.

#### 2. Purposes

The personal data which you provide on this WHITE 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 WHITE Form of Acceptance and the Composite Document;
- registering transfers of the H Share(s) out of your name;
- maintaining or updating the relevant register of holders of the H Shares;
- conducting or assisting to conduct signature verification, and any other verification or exchange of information;
- establishing your entitlements under the H Share Offer;
- distributing communications from the Offeror and/or their subsidiaries or agents such as Guotai Junan Securities and the H Share Registrar;
- compiling statistical code information and H Shareholder profiles;
- making disclosures as required by laws, rules or regulations (whether statutory or otherwise);
- disclosing relevant information to facilitate claims on entitlements;
- any other purpose in connection with the business of the Offeror, Guotai Junan Securities or the H Share Registrar;
- any other incidental or associated purposes relating to the above and/or to enable the Offeror, Guotai Junan Securities and/or the H Share Registrar to discharge their obligations to the H Shareholders and/or regulators and other purpose to which the H Shareholders may from time by time agree to or be informed of.

#### 3. Transfer of personal data

The personal data provided in this WHITE Form of Acceptance will be kept confidential but the Offeror, Guotai Junan Securities and/or the H Share 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, their subsidiaries and/or agent(s), such as Guotai Junan Securities and the H Share Registrar;
- any agents, contractors or third party service providers who offer administrative, telecommunications, computer, payment or other services to the Offeror, Guotai Junan Securities and/or the H Share Registrar in connection with the operation of its 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;
- any other persons or institutions whom the Offeror, Guotai Junan Securities and/or the H Share Registrar consider(s) to be necessary or desirable in the circumstances.

#### 4. Retention of Personal Data

The Offeror, Guotai Junan Securities and/or the H Share 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 Privacy Ordinance.

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

The Privacy Ordinance provides you with rights to ascertain whether the Offeror, Guotai Junan Securities and/or the H Share Registrar hold(s) your personal data, to obtain a copy of that data, and to correct any data that is incorrect. In accordance with the Privacy Ordinance, the Offeror, Guotai Junan Securities and the H Share Registrar have the right to charge a reasonable fee for the processing of any data access requests. All requests for access to data or correction of data or for information regarding policies and practices and the kinds of data held should be addressed to the Offeror, Guotai Junan Securities and/or the H Share Registrar (as the case may be).

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

### 收集個人資料聲明

本個人資料收集聲明旨在知會閣下有關於約人、國泰君安證券及H股股份過戶登記處有關個人資料及香港法例第486章個人資料(私隱)條例(「私隱條例」)之政策及慣例。

#### 1. 收集閣下個人資料的原因

如就閣下的H股接納H股要約，閣下須提供所需的個人資料。倘閣下未能提供所需資料，則可能導致閣下的接納申請被拒或受到延誤。

#### 2. 用途

閣下於本白色接納表格提供的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：

- 處理閣下的接納申請及核實遵循本白色接納表格載列的條款及申請程序；
- 登記閣下名義進行的H股轉讓；
- 保存或更新有關H股的股東名冊；
- 核實或協助核實簽名，以及進行任何其他資料核實或交換；
- 確立閣下根據要約應得之配額；
- 自要約人及/或其子公司或代理人(例如國泰君安證券及H股股份過戶登記處)收取通訊；
- 編製統計代碼資料及H股股東資料；
- 按法例、規則或規定(無論法定或非法定規定)作出披露；
- 披露有關資料以促進擁有權之申索；
- 有關要約人、國泰君安證券及/或H股股份過戶登記處業務的任何其他用途；
- 與上文所述有關之任何其他附帶或相關用途及/或以便要約人、國泰君安證券及/或H股股份過戶登記處履行彼等對H股股東及/或監管機構之責任及H股股東可能不時同意或獲悉之其他用途。

### 個人資料

#### 3. 轉交個人資料

本白色接納表格提供的個人資料將作為機密資料妥當保存，但要約人及/或H股股份過戶登記處為達致上述任何用途，可能作出必需的查詢，以確認個人資料的準確性，彼等尤其可能披露、獲取或轉交(無論在香港或香港以外地區)該等個人資料予下列任何及所有個人及實體，或自下列任何及所有個人及實體披露、獲取或轉交(無論在香港或香港以外地區)該等個人資料：

- 要約人、其子公司及/或代理，例如國泰君安證券及H股股份過戶登記處；
- 任何為要約人、國泰君安證券及/或H股股份過戶登記處的業務經營提供行政、電訊、電腦、付款或其他服務的代理、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的任何其他個人或機構，例如彼等的銀行、律師、會計師、持牌證券交易商或註冊證券機構；
- 要約人、國泰君安證券及/或H股股份過戶登記處認為必需或適當情況下的任何其他個人或機構。

#### 4. 個人資料的保留

要約人、國泰君安證券、及/或該公司將按收集個人資料所需的用途保留本表格所提供的個人資料。無需保留的個人資料將會根據私隱條例銷毀或處理。

#### 5. 查閱及更正個人資料

私隱條例賦予閣下權利確定要約人、國泰君安證券及/或H股股份過戶登記處是否持有閣下之個人資料，索取該等資料副本及更正任何不正確資料。根據私隱條例，要約人、國泰君安證券及H股股份過戶登記處有權就處理任何查閱資料之要求收取合理費用。所有關於查閱資料或更正資料或詢問關於政策及慣例及所持資料類別之要求，應向要約人、國泰君安證券及/或H股股份過戶登記處(視乎情況而定)提出。

閣下一經簽署本白色接納表格即表示同意上述所有條款。

**THIS WHITE FORM OF ACCEPTANCE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to any aspect of this WHITE 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 otherwise transferred all your H Shares, you should at once hand this WHITE Form of Acceptance and the accompanying Composite Document to the purchaser(s) or other transferee(s) or to the licensed securities dealer or registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or transferee(s).**

**The making of the H Share Offer to persons with a registered address in jurisdiction outside Hong Kong may be prohibited or affected by the laws of the relevant jurisdiction. H Shareholders who are citizens or residents or nationals of jurisdictions outside Hong Kong should obtain appropriate legal advice on, inform themselves about and observe any applicable legal requirement. It is the responsibility of each person who wishes to accept the H Share Offer to satisfy himself, herself or itself as to the full observance of the laws of the relevant jurisdiction in connection therewith, including the obtaining of any governmental, exchange control or other consents which may be required, the compliance with other necessary formalities or legal requirements and the payment of any transfer or other taxes due in respect of such jurisdiction.**

**The H Share Offer is unconditional. This WHITE Form of Acceptance should be read in conjunction with the Composite Document.**

**The English texts of this Form shall prevail over their respective Chinese texts.**

### HOW TO COMPLETE THIS WHITE FORM OF ACCEPTANCE

- To accept the H Share Offer made by Guotai Junan Securities for and on behalf of the Offeror to acquire your H Shares, you should complete and sign this WHITE Form of Acceptance and forward this entire WHITE Form of Acceptance together with the relevant H 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 number of H Shares in respect of which you intend to accept the H Share Offer, by post or by hand marked "Zheda Lande Scitech Limited - H Share Offer" on the envelope to the H Share Registrar, Hong Kong Registrars Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, as soon as possible, but in any event so as to reach the H Share Registrar by no later than 4:00 p.m. (Hong Kong time) on 16 February 2017 or such later time and/or date 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 WHITE Form of Acceptance. H Shareholders are advised to read the Composite Document before completing this WHITE Form of Acceptance.
- Procedures for accepting the H Share Offer**  
If you wish to accept the H Share Offer, you should:
  - insert in the box titled "Total number of H Share(s) to be transferred" the total number of H Shares for which you wish to accept the H Share Offer; and
  - sign the WHITE Form of Acceptance and enclose the relevant H Share certificate(s), transfer receipt(s) and/or any other document(s) of title (and/or any satisfactory indemnity or indemnities in respect thereof).
- If you are holding H Shares on behalf of another person as nominee or otherwise, you should refer to the section headed "Further Terms and Procedures for Acceptance of the H Share Offer" in Appendix I to the Composite Document in particular as to the matters which you should consider.
- Warning:** If no number is inserted or a number inserted is greater than your registered holding of H Share(s) or greater or smaller than those physical H Share(s) tendered for acceptance of the H Share Offer and you have signed this form, your WHITE Form of Acceptance in respect of the H Share Offer will be considered to be incomplete and accordingly, your acceptance of the H Share Offer will be invalid. This form will be returned to you for correction and resubmission. Any corrected form must be resubmitted and received by the H Share Registrar on or before 4:00 p.m. on the Closing Date.

### WHITE FORM OF ACCEPTANCE IN RESPECT OF THE H SHARE OFFER

**To: The Offeror, Guotai Junan Securities and the H Share Registrar**

- My/Our execution of this WHITE Form of Acceptance (whether or not such WHITE Form of Acceptance is dated) shall be binding on my/our successors and assigns, and shall constitute:
  - my/our irrevocable acceptance of the H Share Offer, made by Guotai Junan Securities on behalf of the Offeror, as contained in the Composite Document for the consideration and on and subject to the terms therein and herein mentioned (including the terms set out under the heading "How to complete this WHITE Form of Acceptance"), in respect of the number of H Shares specified in this WHITE Form of Acceptance;
  - my/our irrevocable instruction and authority to the Offeror and/or Guotai Junan Securities or their respective agent(s) to collect from the Company or the H Share Registrar on my/our behalf the H Share certificate(s) in respect of H Shares due to be issued to me/us in accordance with, and against surrender of, the enclosed transfer receipt(s) and/or other document(s) of title (if any) (and/or any satisfactory indemnity or indemnities in respect thereof), which has/have been duly signed by me/us and to deliver the same to the H Share Registrar and to authorise and instruct the H Share Registrar to hold such H Share certificate(s) subject to the terms and conditions of the H Share Offer, as if it was/were H Share certificate(s) delivered to the H Share Registrar together with this WHITE Form of Acceptance;
  - where I/we have accepted the H Share Offer, my/our irrevocable instruction and authority to the Offeror and/or Guotai Junan Securities or its agent(s) to send a cheque crossed "Not negotiable or 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 H Share Offer by post at my/our risk to the person(s) and address stated below or, if no name(s) and/or address is/are stated below, to the first-named transferor at the address shown in the register of members of the Company within seven (7) Business Days following the date of receipt of all the relevant documents by the H Share Registrar to render the acceptance under the H Share Offer complete and valid:  
(Insert below the name and address of the person to whom the cheque is to be sent if different from the registered H Shareholder or the first-named of the joint registered H Shareholders.)  
Name: (in block capitals) .....  
Address: (in block capitals) .....
  - my/our irrevocable instruction and authority to the Offeror and/or Guotai Junan Securities and/or the H Share Registrar and/or such person or persons as either of them may direct for the purpose, on my/our behalf, to make and execute the contract notes 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 H Shares to be sold by me/us under the H Share Offer and to cause the same to be stamped and to cause an endorsement to be made on this WHITE Form of Acceptance in accordance with the provisions of that Ordinance;
  - my/our irrevocable instruction and authority to each of the Offeror and/or Guotai Junan Securities and/or such person or persons as any of them may direct to complete and execute any document on my/our behalf in connection with my/our acceptance of the H Share Offer and to do any other act that may be necessary or expedient for the purpose of vesting in the Offeror or such person or persons as it may direct my/our H Share(s) tendered for acceptance under the H Share Offer;
  - 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 H Share(s) tendered for acceptance under the H Share 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 date on which the H Share Offer is made, including, without limitation, the right to receive all future dividends and other distributions declared, paid or made, if any, on or after the date on which the H Share Offer is made, in respect of the H Share(s) tendered for acceptance under the H Share Offer;
  - my/our agreement to ratify each and every act or thing done or effected by the Offeror and/or Guotai Junan Securities or their respective agent(s) or such person or persons as it/they may direct on the exercise of any of the authorities contained herein; and
  - my/our appointment of any of the Offeror and/or Guotai Junan Securities as my/our attorney in respect of all the H Shares to which this acceptance relates.
- I/we acknowledge and agree that if I/we wish to receive all or part of the consideration due to me/us in RMB, I/we am/are required to indicate my/our choice by ticking the relevant box and signing next to it on the WHITE Form of Acceptance, and if I/we fail to tick this box and sign next to it, this will be deemed to be my/our election to receive all of the consideration due to me/us in Hong Kong dollars, my/our election for the receipt of consideration in RMB will be invalid.
- In the event that my/our acceptance is not valid or is treated as invalid in accordance with the terms of the H Share Offer, all instructions, authorisations and undertakings contained in paragraph 1 above shall cease and in which event, I/we authorise and request you to return to me/us my/our H Share certificate(s) and/or transfer receipt(s) and/or any other document(s) of title (and/or any satisfactory indemnity or indemnities in respect thereof), together with this WHITE Form of Acceptance duly cancelled, by post at my/our risk to the person(s) and address stated above or, if no name and address is stated, to me or the first-named of us (in the case of joint registered H Shareholders) at the address shown in the register of members of the Company.  
*Note: Where you have sent one or more transfer receipt(s) and in the meantime the relevant H Share certificate(s) has/have been collected by the Offeror and/or Guotai Junan Securities or their respective agent(s) from the Company or the H Share Registrar on your behalf, you will be sent such H Share certificate(s) in lieu of the transfer receipt(s).*
- I/we enclose the relevant H Share certificate(s) and/or transfer receipt(s) and/or any other document(s) of title (and/or any satisfactory indemnity or indemnities in respect thereof) for the whole/ part of my/our holding of H Shares which is/are to be held by you on the terms of the H Share Offer. I/we understand that no acknowledgement of receipt of any WHITE Form of Acceptance or any H Share certificate(s) and/or any other documents will be given. I/we further understand that all documents will be sent to me/us by ordinary post at my/our own risk.
- I/we hereby warrant and represent to you that, I am/we are the registered H Shareholder(s) of the number of H Shares specified in this WHITE Form of Acceptance and I/we have the full right, power and authority to sell and pass the title and ownership of such H Shares to the Offeror by way of acceptance of the H Share Offer.
- I/we hereby warrant and represent to the Offeror and the Company that I/we have satisfied the laws of the jurisdiction where my/our address is stated in the register of members of the Company in connection with my/our acceptance of the H Share Offer, including the obtaining of any governmental, exchange control or other consents and any registration or filing which may be required and the compliance with all necessary formalities, regulatory and/or legal requirements.
- I/we hereby warrant and represent to the Offeror and the Company that I/we shall be fully responsible for payment of any transfer or other taxes and duties payable 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 H Share Offer.
- I/we understand that acceptance of the H Share Offer by me/us will constitute a warranty by me/us to the Offeror that the number of H Share(s) specified in this WHITE Form of Acceptance are fully paid and will be sold free from all liens, charges, encumbrances, rights of pre-emption and any other third party rights of any nature and together with all rights attaching to them as at the date hereof, including the right to receive in full all dividends and other distributions, if any, declared, made or paid on or after the date of the Composite Document.
- I/we acknowledge that, save as expressly provided in the Composite Document and in this WHITE Form of Acceptance, all the acceptance, instructions, authorities and undertakings hereby given shall be unconditional and irrevocable.
- I/we acknowledge that my/our H Shares sold to the Offeror by way of acceptance of the H Share Offer will be registered under the name of the Offeror and/or its nominee(s).

**Given the Offers are not conditional on the acceptance level, the Offeror reserves the right to treat as valid any acceptance of the H Share Offer which is not entirely in order or which is not accompanied by the relevant certificate(s) of H Shares and/or transfer receipt(s) and/or any other document(s) of title but, in such cases, the consideration due will not be despatched until the relevant certificate(s) of H Shares and/or transfer receipt(s) and/or any other document(s) of title (and/or a satisfactory indemnity or indemnities in respect thereof) or other required documentation has/have been received by the Offeror or the H Share Registrar and otherwise subject to the terms and conditions of the H Share Offer.**

本白色接納表格乃重要文件，請即處理。閣下對本白色接納表格任何內容或應採取之行動如有任何疑問，應諮詢閣下之持牌證券交易商或註冊證券行、銀行經理、律師、專業會計師或其他專業顧問。

閣下如已售出或轉讓所有名下之H股，應立即將本白色接納表格連同隨附之綜合文件，送交買主或其他承讓人，或經手買賣或轉讓之持牌證券交易商或註冊證券行或其他代理，以便轉交買主或承讓人。

向登記地址位於香港境外司法權區之人士提出H股要約，或會受到有關司法權區之法例禁止或影響。H股股東倘為香港境外司法權區之公民或居民或國民，應尋求、自行了解有關任何適用法例規定之適當法律意見並予遵守。如欲接納有關H股要約之人士，則均有責任全面遵守有關司法權區之法例，包括取得任何可能所需之政府、外匯管制或其他同意，辦理其他所需手續或遵守法例規定，及支付有關司法權區之任何轉讓或其他稅項。

H股要約乃屬無條件，本白色接納表格應與綜合文件一併閱覽。

倘本表格之中英文本有任何歧義，概以英文本為準。

#### 如何填寫本白色接納表格

1. 如欲接納國泰君安證券代表要約人關於收購閣下所持H股提出之H股要約，閣下應填妥及簽署本白色接納表格，並將整份白色接納表格連同閣下擬接納H股要約之H股數目之有關H股股票及/或過戶收據及/或任何其他所有權文件(及/或任何就此所需滿意之彌償保證)(封面須註明「浙江浙大網新蘭德科技股份有限公司-H股要約」)，盡快郵寄或交回香港證券登記有限公司，地址為香港灣仔皇后大道東183號合和中心17樓1712-1716號舖，惟無論如何不得遲於2017年2月16日下午4時正(香港時間)(或要約人根據收購守則可能釐定並公佈之較後時間及/或日期)交回H股股份過戶登記處。綜合文件附錄一之條文已納入並構成本白色接納表格其中一部分。H股股東務請先閱讀綜合文件後始填寫本白色接納表格。

#### 2. 接納H股要約之程序

倘若閣下欲接納H股要約，閣下應：

- 於註明「將予轉讓之H股總數」之空格內填寫閣下擬接納H股要約之H股總數；及
  - 簽署白色接納表格並附上有關之H股股票、過戶收據及/或任何其他所有權文件(及/或任何就此有關滿意之彌償保證)。
3. 倘閣下代表另一人士以代理人或其他身份持有H股，閣下應參閱綜合文件附錄一「H股要約之其他條款及接納程序」一節，尤其有關閣下應考慮之事宜。
4. 警告：請填上接納要約之H股股份總數。倘並無填上數目或所填數目大於閣下登記持有之H股股份或大於或小於作接納H股要約之實物H股股份，而閣下已簽署本表格，則閣下有關H股要約之總數接納表格將被視為並未填妥，因此，閣下之H股要約接納將會無效。而本白色接納表格將退回予閣下進行修改及重新遞交。任何經更正之表格必須於截止日期下午四點正或之前自行重新提交並送達H股股份過戶登記處。

#### H股要約之白色接納表格

#### 致：要約人、國泰君安證券及H股股份過戶登記處

1. 本人/吾等一經簽署本白色接納及轉讓表格(無論該白色接納表格是否已註明日期)，本人/吾等之繼承人及受讓人將受此約束，並表示：
- 本人/吾等不可撤回接納由國泰君安證券代表要約人提出之綜合文件所述H股要約，按及受制於綜合文件及本白色接納表格所載代價與有關條款(包括「如何填寫本白色接納表格」標題所載之條款)，就本接納及轉讓表格上所填數目之H股接納H股要約；
  - 本人/吾等不可撤回地指示及授權要約人及/或國泰君安證券或其代理，各自代表本人/吾等根據隨附經本人/吾等正式簽署之過戶收據及/或其他所有權文件(如有)(及/或任何就此所需滿意彌償保證)，憑此向該公司或H股股份過戶登記處領取本人/吾等就H股應獲發之H股股票，並將有關H股股票送交H股股份過戶登記處，且授權及指示H股股份過戶登記處根據H股要約之條款及條件持有該等H股股票，猶如該等H股股票已連同本白色接納表格一併交回H股股份過戶登記處；
  - 如本人/吾等已接納H股要約，本人/吾等不可撤回地指示及授權要約人及/或國泰君安證券或其代理，寄發就本人/吾等根據H股要約之條款應得之現金代價，以「不得轉讓只准入抬頭人賬戶」方式向本人/吾等開出劃線支票，然後於H股股份過戶登記處接獲所有相關文件致使H股要約下之接納為完整及有效之日起計七(7)個營業日內，按以下地址以郵寄方式寄予以下人士，或如無填上姓名及地址，則按H股股東名冊所示登記地址，寄予吾等當中所列首位之轉讓人(如屬聯名登記H股股東)，郵誤風險概由本人/吾等承擔；  
(支票：如收取支票之人士並非H股之登記股東或聯名登記股份名列首位之持有人，則請在下欄填上該名人士之姓名及地址。)

姓名：(請用正楷填寫).....

地址：(請用正楷填寫).....

- 本人/吾等不可撤回指示及授權要約人及/或國泰君安證券及/或H股股份過戶登記處及/或其可能指定之人士，各自代表本人/吾等以根據H股要約出售H股賣方之身份，訂立及簽署香港法例第117章印花稅條例所規定須訂立及簽署之買賣單據，並按該條例之規定繳付印花稅及安排在本白色接納表格上背書證明；
- 本人/吾等不可撤回地分別指示及授權要約人及/或國泰君安證券及/或彼等任何一方可能指定之一名或多名人士代表本人/吾等就本人/吾等接納要約填妥並簽立任何文件，並作出任何其他必需或適當行動，以使本人/吾等根據要約提交以供接納之H股轉歸要約人或其可能指定之該名或該等人士所有；
- 本人/吾等承諾於可能屬必要或適當時簽立其他文件並作出有關行動及事宜，以進一步確保本人/吾等根據要約提交以供接納之H股轉讓予要約人或其可能指定之該名或該等人士，而上述H股將不帶有任何留置權、押記、購股權、索賠、衡平權、不利權益、第三方權利或產權負擔，但連同於提出要約當日或之後所應計或附帶之所有權利，包括但不限於收取於提出要約當日或之後就根據要約提交以供接納之其他H股宣派、派付或作出之所有日後股息(如有)之權利；
- 本人/吾等同意追認要約人及/或國泰君安證券或其任何代理或其可能指定之人士，各自行使本白色接納表格所載任何權力時所作出或進行之任何行動或事宜；及
- 本人/吾等就本接納有關之所有H股委任要約人及/或國泰君安證券之任何人士為本人/吾等之授權代表。

2. 本人/吾等明白並同意若本人/吾等希望以人民幣收取應付予本人/吾等之全部或部分代價，本人/吾等需要在本白色接納表格的相關空格內填上「✓」號以表示本人/吾等的選擇已在旁簽署；若本人/吾等未有在該空格內填上「✓」號並在旁邊簽署，則本人/吾等會視為選擇以港元收取全部應付予本人/吾等之代價，本人/吾等對收取人民幣的選擇將會無效。

3. 倘根據H股要約之條款，本人/吾等之接納為無效或視為無效，則上文第1段所載一切指示、授權及承諾均告終止，而在此情況下，本人/吾等授權並要求閣下將本人/吾等之H股股票及/或過戶收據及/或任何其他所有權文件(及/或任何與此有關之滿意彌償保證)，連同已正式註銷之本白色接納表格一併寄回上文所指人士及地址，或如無填上姓名及地址，則按H股股東名冊所示登記地址以郵寄方式寄回本人或吾等當中所列首位之H股股東(如屬股份之聯名登記持有人)，郵誤風險概由本人/吾等承擔。

附註：倘閣下交回一份或以上過戶收據，而同時要約人及/或國泰君安證券或彼等各自之代理以代表閣下，向該公司或H股股份登記處領取有關H股股票，則閣下將獲發H股股票而並非過戶收據。

4. 本人/吾等茲附上本人/吾等所持全部/部分H股之有關H股股票及/或過戶收據及/或任何其他所有權文件(及/或任何與此有關之滿意彌償保證)，由閣下依照及根據H股要約之條款予以保存。本人/吾等明白將不會就任何白色接納表格或任何H股股票及/或任何其他所有權文件獲發收據。本人/吾等進一步表示明白，所有文件將以平郵方式寄發，郵誤風險概由本人/吾等自行承擔。

5. 本人/吾等謹此向閣下保證及聲明，本人/吾等為本白色接納表格所示H股數目之登記H股股東，而本人/吾等擁有全部權利、權力及權限，藉接納H股要約之方式向要約人出售及轉讓本人/吾等所持H股之所有權及擁有權。

6. 本人/吾等謹此向要約人及該公司保證及聲明，本人/吾等符合本人/吾等於該公司H股股東名冊所列地址所在司法管轄區關於本人/吾等接納要約方面之法例，包括取得可能所需之任何政府、外匯管制或其他方面之同意及任何登記或存檔，以及遵守所有必要之正式手續、監管及/或法例規定。

7. 本人/吾等謹此向要約人及該公司保證及聲明，本人/吾等將全面負責支付本人/吾等於該公司H股股東名冊所列地址所在司法管轄區就本人/吾等接納要約應付之任何過戶或其他稅項及徵費。

8. 本人/吾等明白本人/吾等接納H股要約，將表示本人/吾等向要約人保證，本白色接納表格所示H股已悉數繳足並於出售時附所有留置權、押記、產權負擔、優先購買權以及任何性質之任何其他第三方權利，連同於本表格日期所附之所有權利，包括於綜合文件日期或之後宣派、作出或支付之所有股息及其他分派(若有)。

9. 本人/吾等確認，除綜合文件及本白色接納表格明確提供者外，謹此提供之所有擁納、指示、授權及承諾將為無條件及不可撤回。

10. 本人/吾等確認以接納H股要約方式出售予要約人之本人/吾等之H股將以要約人及/或其指定方名義登記。

鑑於要約並非以接納水平為條件，要約人保留視任何並不妥當或並無隨附有關H股股票及/或過戶收據及/或任何其他所有權文件的H股要約之接納為有效之權利，惟在該等情況下，應付代價將不會寄發，直至要約人或H股股份過戶登記處收訖有關H股股票及/或過戶收據及/或任何其他所有權文件(及/或就此所需的滿意彌償保證)或其他所需文件及遵守H股要約的條款及條件為止。