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Unless the context otherwise requires, terms used in this form of acceptance and cancellation shall bear the same meanings as defined in the composite offer document dated 20 March 2008 ("Composite Offer Document") jointly issued by Ascent Goal Investments Limited (the "Offeror") and Artfield Group Limited (the "Company").

除文義另有所指外，本接納及註銷表格所用詞彙與晉標投資有限公司（「收購方」）與雅域集團有限公司（「本公司」）聯合刊發日期為二零零八年三月二十日之綜合收購建議文件（「綜合收購建議文件」）所界定者具相同涵義。



## ARTFIELD GROUP LIMITED

### 雅域集團有限公司\*

(Incorporated in Bermuda with limited liability)

(於百慕達註冊成立之有限公司)

(Stock code: 1229)

(股份代號: 1229)

#### FORM OF ACCEPTANCE AND CANCELLATION OF OUTSTANDING SHARE OPTIONS RELATING TO SHARES IN ARTFIELD GROUP LIMITED 雅域集團有限公司股份之尚未行使購股權之接納及註銷表格

Artfield Group Limited  
雅域集團有限公司

Room 1507, 15th Floor, Office Tower, Convention Plaza, 1 Harbour Road,  
Wan Chai, Hong Kong  
香港灣仔港灣道1號會展廣場辦公大樓15樓1507室

<b>Note:</b> Insert the total number of outstanding Share Option(s) for which the Share Option Offer is accepted. If no number is inserted or a number in excess of your outstanding Share Option(s) is inserted on this form of acceptance and cancellation and you have signed this form of acceptance and cancellation, you will be deemed to have accepted the Share Option Offer for all your outstanding Share Options. 附註： 請填上接納購股權收購建議之尚未行使購股權總數。 如閣下已簽署本接納及註銷表格但未在本接納及註銷表格上填上數目，或所填數目超過閣下所持有之未行使購股權，則閣下將被視為已就閣下持有之全部未行使購股權接納購股權收購建議。	<b>FOR THE CONSIDERATION</b> stated below, the Share Option Holder named below hereby agrees to cancel the number of outstanding Share Option(s) upon and subject to the terms and conditions contained herein and in the Composite Offer Document. 下述購股權持有人現同意根據本接納及註銷表格和綜合收購建議文件中列明之條款和條件，按下列代價，將以下尚未行使購股權數目予以註銷。			
	Number of outstanding Share Option(s) <small>(Note)</small> 尚未行使購股權數目 <small>(附註)</small>	FIGURES 數目	WORDS 大寫	Exercise price of the outstanding Share Option(s) 尚未行使購股權之行使價 HK\$1.146 per Share 每股股份1.146港元
	Details of Share Option Holder 購股權持有人資料	Surname 姓氏	Forename(s) 名字	
		Registered Address 登記地址		
	CONSIDERATION 代價		HK\$0.154 in cash for each outstanding Share Option 每份尚未行使購股權為現金0.154港元	

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2008

日期：二零零八年\_\_\_\_\_月\_\_\_\_\_日

Signed by the Share Option Holder in the presence of:

購股權持有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 地址

Occupation 職業

Signature of Share Option Holder  
購股權持有人簽署

**THIS FORM OF ACCEPTANCE AND CANCELLATION IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt as to any aspect of this form of acceptance and cancellation or as to the action to be taken, you should consult a licensed securities dealer, registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.**

**This form of acceptance and cancellation should be read in conjunction with the Composite Offer Document jointly issued by the Offeror and the Company. Unless the context otherwise requires, terms used in this form of acceptance and cancellation shall bear the same meanings as defined in the Composite Offer Document.**

## **HOW TO COMPLETE THIS FORM OF ACCEPTANCE AND CANCELLATION OF THE SHARE OPTIONS**

To accept the Share Option Offer made by Baron Capital Limited (“Baron”) on behalf of the Offeror, you should complete and sign this form of acceptance and cancellation overleaf and forward this form of acceptance and cancellation together with the relevant letter or other document evidencing the grant of your outstanding Share Option(s) to you and/or any other document(s) of title (and/or any satisfactory indemnity or indemnities required in respect thereof) for not less than the number of outstanding Share Options in respect of which you intend to accept the Share Option Offer, by hand or by post, to the company secretary of the Company at Room 1507, 15th Floor, Office Tower, Convention Plaza, 1 Harbour Road, Wanchai, Hong Kong marked “Artfield Share Option Offer” on the envelope by no later than 4:00 p.m. (Hong Kong time) on Thursday, 10 April 2008 (or such later time and/or date as the Offeror may determine and announce in accordance with the provisions of the Takeovers Code). The provisions of Appendix I to the Composite Offer Document are incorporated into and form part of this form of acceptance and cancellation.

## **PERSONAL DATA**

### **Personal Information Collection Statement**

The main provisions of the Personal Data (Privacy) Ordinance (the “Ordinance”) came into effect in Hong Kong on 20 December 1996. This Personal Information Collection Statement informs you, as the data subject, of the policies and practices of the Offeror, Baron and the Registrar in relation to personal data and the Ordinance.

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

To accept the Share Option Offer, it is necessary for you to supply the latest correct personal data.

Failure to supply the requested data may result in delay or inability of the Offeror and/or Baron and/or the Registrar to effect your acceptance or despatch the consideration to which you are entitled under the Share Option Offer. It is important that you should inform the Offeror and/or the Registrar immediately of any inaccuracies in the data supplied.

#### **2. Purposes**

Your personal data provided in this form of acceptance and cancellation 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 cancellation and/or the Composite Offer Document;
- conducting or assisting to conduct signature verifications, and any other verification or exchange of information;
- establishing your entitlements under the Share Option Offer;
- distributing communication from the Offeror and/or Baron or their respective agents;
- making disclosures as required by laws, rules or regulations (whether statutory or otherwise);
- disclosing relevant information to facilitate claims or entitlements; and
- any other incidental or associated purposes relating to the above and/or to enable the Offeror and/or Baron to discharge their obligations to you and/or regulators and any other purposes to which you may from time by time agree.

#### **3. Transfer of personal data**

The personal data provided in this form of acceptance and cancellation will be kept confidential but the Offeror and/or Baron and/or the Registrar may, to the extent necessary for achieving the above purposes 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 Company, the Offeror, Baron, their respective holding companies subsidiaries or its appointed agents such as financial advisers, legal advisers and the Registrar;
- any agents, contractors or third party service providers who offer administrative, telecommunications, computer, payment or other services to the Offeror and/or Baron and/ or the Registrar in connection with the operation of their business;
- the Stock Exchange, the SFC and any other regulatory or governmental bodies;
- any other persons or institutions with which you have or propose to have dealings, such as bankers, solicitors, accountants or licensed securities dealers; and
- any other persons whom the Offeror, Baron and/or the Registrar consider(s) to be necessary or desirable in the circumstances.

#### **4. Access to and correction of personal data**

The Ordinance provides you with rights to ascertain whether the Offeror and/or Baron and/or the Registrar hold your personal data, to obtain a copy of such data, and to correct any personal data that is inaccurate.

In accordance with the Ordinance, the Offeror and/or Baron and/or the Registrar have the right to charge a reasonable fee for processing any data access requests. All requests for access to or correction of personal data or for information regarding policies and practices and the kinds of data held should be addressed to the Offeror and/or Baron and/or the Registrar (as the case may be).

**By signing this form of acceptance and cancellation, you agree to all of the above.**

本接納及註銷表格乃重要文件，閣下須即時處理。閣下如對本接納及註銷表格任何方面或對應採取之行動有任何疑問，應諮詢持牌證券交易商、註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。

本接納及註銷表格應與收購方與本公司聯合刊發之綜合收購建議文件一併閱讀。除文義另有所指外，本接納及註銷表格所用詞彙與綜合收購建議文件所界定者具相同涵義。

### 如何填寫本接納及註銷購股權表格

閣下如欲接納建勤融資有限公司（「建勤」）代表收購方作出之購股權收購建議，應填妥並簽署本接納及註銷表格背頁，然後將本接納及註銷表格連同有關不少於閣下擬接納購股權收購建議之尚未行使購股權數目之有關證明函件或證明獲授予未行使購股權之其他文件及／或任何其他所有權文件（及／或就此所需令人信納之賠償保證）親身或郵寄交回本公司之公司秘書，地址為香港灣仔港灣道1號會展廣場辦公大樓15樓1507室，且無論如何須於二零零八年四月十日星期四下午四時（香港時間）（或收購方根據收購守則條文可能決定及公佈之較後日期及／或時間）前送達，信封面請註明「Artfield Share Option Offer」。綜合收購建議文件附錄一之條文收錄於本接納及註銷表格，並構成本接納及註銷表格之一部分。

### 個人資料

#### 個人資料收集聲明

個人資料（私隱）條例（「該條例」）之主要條文已於一九九六年十二月二十日在香港生效。本個人資料收集聲明旨在知會閣下有關收購方、建勤及登記處就個人資料及該條例所採用之政策及慣例。

#### 1. 收集閣下個人資料之原因

為接納購股權收購建議，閣下須提供最新及正確之個人資料。

倘閣下未能提供所需資料，則可能導致收購方及／或建勤及／或登記處延遲或未能處理閣下之接納申請，或向閣下寄發根據購股權收購建議閣下有權收取之代價。注意：如所提供之資料不準確，閣下須即時知會收購方及／或登記處。

#### 2. 用途

閣下在本接納及註銷表格提供之個人資料可能會以任何方式被使用、持有及／或保存，從而：

- 處理閣下之接納申請及核實遵循本接納及註銷表格及／或綜合收購建議文件載列之條款及申請手續；
- 核實或協助核實簽名，並進行任何其他資料核實或交換；
- 確定閣下根據購股權收購建議有權取得之配額；
- 分發自收購方及／或建勤或彼等各自之代理人收取之通訊；
- 按法例、規則或規例（無論是法定還是其他規定）作出披露；
- 披露有關資料以便索償或享有配額；及
- 有關上文所述之任何其他附帶或相關之用途及／或以便收購方及／或建勤履行彼等對閣下及／或監管機構之責任，及閣下可能不時同意之任何其他用途。

#### 3. 轉讓個人資料

本接納及註銷表格提供之個人資料將作為機密資料妥當保存，但收購方及／或建勤及／或登記處為達致上述任何用途，可能作出彼等認為必需之查詢，以確認個人資料之準確性，彼等尤其可能向或從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）有關個人資料：

- 本公司、收購方、建勤、彼等各自之控股公司、附屬公司或其委任代理人，例如財務顧問、法律顧問及登記處；
- 為收購方及／或建勤及／或登記處之業務經營提供行政、電訊、電腦、付款或其他服務之任何代理人、承包商或第三方服務供應商；
- 聯交所、證監會及任何其他監管或政府機構；
- 與閣下進行交易或擬進行交易之任何其他個人或機構，例如銀行、律師、會計師或持牌證券交易商；及
- 收購方、建勤及／或登記處認為必需或適宜之任何其他人士。

#### 4. 查閱及更正個人資料

該條例賦予閣下權利，可向收購方及／或建勤及／或登記處確定是否持有閣下之個人資料，並獲取該資料副本，以及更正任何錯誤之個人資料。

依據該條例之規定，收購方及／或建勤及／或登記處有權就查閱任何資料之要求收取合理之手續費。查閱或更正個人資料，或查閱有關政策、慣例及所持資料類型之資料之要求，應向收購方及／或建勤及／或登記處（視乎情況而定）提出。

本接納及註銷表格一經簽署即表示閣下同意上述所有條款。