

Hong Kong Public Offering – WHITE Confirmation Form 香港公開發售 – 白色確認申請表格

Use this form if you applied in the Hong Kong Public Offering using a WHITE or YELLOW Application Form or using White Form eIPO and you would like to confirm your application for Hong Kong Offer Shares.

閣下如以白色或黃色申請表格或以白表eIPO申請香港公開發售，且欲確認閣下的香港發售股份申請，請用本表格。



Shanghai Dongzheng Automotive Finance Co., Ltd.*

上海東正汽車金融股份有限公司

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

Stock code: 2718
股份代碼: 2718

WHITE CONFIRMATION FORM 白色確認申請表格

If you wish to proceed with your application, you must submit this WHITE Confirmation Form before 5:00 p.m., on Wednesday, March 27, 2019 to confirm your offer to purchase Hong Kong Offer Shares constituted by the WHITE or YELLOW Application Forms and supplemented by this WHITE Confirmation Form. If you do not wish to proceed with your application, no action is required. You must read the conditions and instructions set out in this form. To be valid, you must complete all applicable parts of this form. Please write clearly.

Please read carefully the prospectus and supplemental prospectus of Shanghai Dongzheng Automotive Finance Co., Ltd. ("the Company") dated March 14, 2019 and March 25, 2019, respectively (the "Prospectus" and the "Supplemental Prospectus", respectively), and any other announcements or other documents supplementing the Prospectus. Terms defined in the Prospectus and the Supplemental Prospectus have the same meanings when used in this form unless defined therein. You must complete this WHITE Confirmation Form in English (except for your name in Chinese) and you must sign this WHITE Confirmation Form in writing (and not by way of personal chop), otherwise the application is liable to be rejected.

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 WHITE Confirmation 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 WHITE Confirmation Form.

A copy of the Supplemental Prospectus in English and Chinese versions, together with (i) a printed copy of each of this WHITE Confirmation Form and the BLUE Confirmation Form, (ii) a certificate in the approved manner as to the accuracy of the Chinese translation of this Supplemental Prospectus, this WHITE Confirmation Form and the BLUE Confirmation Form, (iii) a certificate in the approved manner as to the competency of the Chinese translator given by the Joint Sponsors, (iv) the written consents of the Joint Sponsors and KPMG to the issue of the Supplemental Prospectus with the inclusion of their respective names and references in the form and context in which they respectively appear in this Supplemental Prospectus, and (v) copies of the additional material contracts referred to in the paragraph headed "Amendments to the Prospectus – Statutory and General Information" in the Supplemental Prospectus have been registered with the Registrar of Companies in Hong Kong as required by Section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong).

Neither the Securities and Futures Commission of Hong Kong nor the Registrar of Companies in Hong Kong takes any responsibility as to the contents of this WHITE Confirmation Form or any other document referred to in this WHITE Confirmation Form.

Applicants who have applied for the Hong Kong Offer Shares and who wish to proceed with their applications are required to confirm their applications with respect to all (and not some only) of the Hong Kong Offer Shares applied for by them under the Hong Kong Public Offering within a specified period as provided in the Supplemental Prospectus, which is from 9:00 a.m. to 5:00 p.m. on Monday, March 25, 2019, Tuesday, March 26, 2019 and Wednesday, March 27, 2019, and in any event before the deadline specified in the Supplemental Prospectus. The relevant procedures for confirmation are set out in the section headed "Confirmation of applications" of the Supplemental Prospectus.

Applicants who applied (i) using YELLOW Application Forms through brokers, banks or other intermediaries and/or who had not provided their names and addresses on their Application Forms or (ii) by giving electronic application instructions to HKSCC via CCASS should check with their brokers, banks or other intermediaries to establish the latest time by which they can give instructions for the application confirmation as such latest time may be earlier than the deadline specified in the Supplemental Prospectus.

Your attention is drawn to the sections headed "Personal Data" in the WHITE Application Forms, YELLOW Application Forms and the White Form eIPO which set out the policies and practices of the Company and the H Share Registrar in relation to personal data and the Personal Data (Privacy) Ordinance.

閣下有繼續進行申請，閣下必須於二零一九年三月二十七日(星期三)下午五時正前遞交本白色確認申請表格。

以確認由閣下白色或黃色申請表格構成並經本白色確認申請表格所補充的購買香港發售股份的申請。

閣下無意繼續進行申請，則無須採取任何行動。

閣下務須細閱本表格所載的條件及指示。

本表格各適用部分必須清楚填寫，方為有效。

請仔細閱讀上海東正汽車金融股份有限公司(「本公司」)分別於二零一九年三月十四日及二零一九年三月二十五日刊發的招股章程及補充招股章程(分別稱為「招股章程」及「補充招股章程」)及用以補充招股章程的任何其他公告或其他文件。除本表格另有界定外，本表格所用的詞彙與招股章程及補充招股章程所界定者具有相同涵義。

閣下必須以英文填寫本白色確認申請表格(閣下的中文姓名除外)且必須親筆簽署本白色確認申請表格，不得以個人印章代替，否則申請可予拒絕受理。香港聯合交易所有限公司、香港聯合交易所有限公司及香港中央結算有限公司對本白色確認申請表格的內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示，概不就因本白色確認申請表格全部或任何部分內容而產生或因倚賴該等內容而引致的任何損失承擔任何責任。

補充招股章程的英文及中文版本，連同(i)本白色確認表格及藍色確認表格的印刷本；(ii)補充招股章程、本白色確認表格及藍色確認表格的確認申請表格中文翻譯的準確性發出的認可證書；(iii)聯席保薦人發出有關中文翻譯負責的認可證書；(iv)聯席保薦人及聯席保薦會計師事務所就補充招股章程的刊發發出的書面同意書，同意補充招股章程所載的形式及內容可運送者的名稱；及(v)補充招股章程(招股章程修訂一法定及一般資料)一段所述的額外重大合同文本，已根據香港法例第32章公司(清盤及雜項條文)條例第342C條規定送呈香港公司註冊處處長註冊。

香港證券及期貨事務監察委員會及香港公司註冊處處長對本白色確認申請表格或本白色確認申請表格所載的任何其他文件的內容概不負責。

已申請認購香港發售股份及有意繼續辦理其申請的申請人須於補充招股章程載述的指定期間內(即二零一九年三月二十五日(星期一)、二零一九年三月二十六日(星期二)及二零一九年三月二十七日(星期三)上午九時正至下午五時正)，且無論如何須於補充招股章程指定的截止時間前，確認其香港公開發售申請認購的全部(而非部分)香港發售股份的有關申請。有關認購的相關手續載於補充招股章程「確認申請」一節。

使用(i)黃色申請表格透過經紀、銀行或其他中介機構作出申請及/或並無在其申請表格提供姓名及地址的申請人，或(ii)透過中央結算系統向香港結算發出電子認購指示提出申請的申請人，應向其經紀、銀行或其他中介機構查詢以確定就確認申請發出指示的最後期限，乃於有關最後期限可能較補充招股章程所載的限期為早。

敬請閣下留意白色和黃色申請表格及白表eIPO服務內「個人資料」一節，該等章節載列本公司及H股股份過戶登記處就個人資料及《個人資料(私隱)條例》方面的政策及慣例。

Warning:

- It is important that you read the terms and conditions and confirmation procedures contained in the Prospectus and the Supplemental Prospectus and any other announcements or other documents supplementing the Prospectus.
All shaded boxes in this WHITE Confirmation Form must be completed, otherwise the application is liable to be rejected.
You may be prosecuted if you make a false declaration.
You must complete this WHITE Confirmation Form in English (except for your name in Chinese) and you must sign this WHITE Confirmation Form in writing (and not by way of personal chop), otherwise the application is liable to be rejected.

To: Shanghai Dongzheng Automotive Finance Co., Ltd.* (the "Company")

Joint Global Coordinators
Joint Bookrunners
Joint Lead Managers
The Hong Kong Underwriters

致: 上海東正汽車金融股份有限公司(「貴公司」)

聯席全球協調人
聯席賬簿管理人
聯席牽頭經辦人
香港包銷商

I/we acknowledge that the application list for the Hong Kong Public Offering has been closed and is not reopened;
I/we acknowledge and accept that the New Offer Price as disclosed in the Supplemental Prospectus is below the indicative Offer Price range as disclosed in the Prospectus;
I/we confirm that I/we wish to proceed with my/our application and would like the Company to allocate all of the Hong Kong Offer Shares applied for by the person(s) stated below under the Hong Kong Public Offering in full;
I/we acknowledge that confirmation in relation to some only, and not all, of the Hong Kong Offer Shares applied for by me/us will not be permitted;
I/we acknowledge that no interest shall be payable on or with respect to the application monies (including any refunded monies) on account or following the extension to the timetable of the Global Offering;
I/we acknowledge that my/our confirmation will not be revocable once made;
I/we confirm that I/we have read a copy of the Prospectus and the Supplemental Prospectus and any other announcements or other documents supplementing the Prospectus and have only relied on the information and representations contained in the Prospectus and the Supplemental Prospectus and any other announcements or other documents supplementing the Prospectus in making this confirmation, and not on any other information or representation concerning the Company and agree that none of the Company, the Joint Global Coordinators, the Joint Bookrunners, the Joint Lead Managers, the Underwriters, their respective directors, supervisors, officers, employees, partners, agents, advisers or any other parties involved in the Global Offering is or will be liable for any information or representations not contained in the Prospectus, the Supplemental Prospectus and any other announcements or other documents supplementing the Prospectus and agree to be bound by the Prospectus and the Supplemental Prospectus and the terms and conditions set out in the WHITE or YELLOW Application Forms and the White Form eIPO and this WHITE Confirmation Form;
I/we warrant the truth and accuracy of the information contained in this WHITE Confirmation Form;
I/we agree to disclose to the Company, the H Share Registrar, the receiving banks, the Joint Global Coordinators, the Joint Bookrunners, the Joint Lead Managers, the Underwriters and/or their respective advisers and agents any personal data and any information which they require about me/us or the person(s) for whose benefit I/we make this confirmation;
I/we agree that this confirmation will be governed by and construed in accordance with the laws of Hong Kong;
I/we understand that these declarations and representations will be relied upon by the Company and the Joint Global Coordinators (for themselves and on behalf of the Underwriters) in deciding whether or not to accept this confirmation;
I/we agree and warrant that, if the laws of any place outside Hong Kong are applicable to this confirmation, I/we have complied with all such laws and none of the Company, the Joint Global Coordinators, the Joint Bookrunners, the Joint Lead Managers or the Underwriters nor any of their respective officers or advisers will breach any law outside Hong Kong as a result of this confirmation, or any actions arising from my/our rights and obligations under the terms and conditions contained in the Prospectus and the Supplemental Prospectus and any other announcements or other documents supplementing the Prospectus; and
I/we acknowledge that I/we have read and understand clearly that by signing this WHITE Confirmation Form, I/we will be prevented from suing or claiming against the Company, the Joint Global Coordinators, the Joint Bookrunners, the Joint Lead Managers, the Underwriters, their respective directors, supervisors, officers, employees, partners, agents, advisers and any other parties involved in the Global Offering for any loss that I/we may suffer in my/our application for the Hong Kong Offer Shares.

本人/吾等知悉香港公開發售的申請經已結束，且不會重新開始；
本人/吾等知悉及接納補充招股章程披露的新發售價低於招股章程披露的指示性發售價範圍；
本人/吾等確認本人/吾等有意繼續進行申請，並讓貴公司將下文所述的人士根據香港公開發售所申請的所有香港發售股份悉數分配；
本人/吾等知悉有關本人/吾等所申請的香港發售股份數目的部分(而非全部)確認將不獲允許；
本人/吾等知悉將不會由於或隨著全球發售時間表的延遲而就有關申請款項(包括任何退還款項)支付任何利息；
本人/吾等的確認一經作出便不得撤回；
本人/吾等已細閱招股章程及補充招股章程及用以補充招股章程的任何其他公告或其他文件，而在作出本確認申請時僅依賴招股章程及補充招股章程及用以補充招股章程的任何其他公告或其他文件所載的資料及聲明，而非任何其他有關貴公司的資料或聲明。本人/吾等同意，貴公司、聯席全球協調人、聯席賬簿管理人、聯席牽頭經辦人、包銷商、彼等各自的董事、監事、高級職員、僱員、合夥人、代理、顧問或參與全球發售的任何其他各方，對或將對本確認申請、補充招股章程及用以補充招股章程的任何其他公告或其他文件的資料或聲明概不負責，並同意受招股章程及補充招股章程以及白色或黃色申請表格及白表eIPO及本白色確認申請表格所載條款及條件所約束；
本人/吾等保證本白色確認申請表格所載的資料為真實準確；
本人/吾等同意貴公司、H股股份過戶登記處、收款銀行、聯席全球協調人、聯席賬簿管理人、聯席牽頭經辦人、包銷商及/或彼等各自的顧問及代理披露彼等所需有關本人/吾等或本人/吾等為其利益作出本確認申請的人士的任何個人資料及任何資料；
本人/吾等同意本確認申請將由香港法例管轄，並根據香港法例詮釋；
本人/吾等明白貴公司及聯席全球協調人(為其本身及代表包銷商)將依賴此等陳述及聲明，以決定是否接納本確認申請；
本人/吾等同意及保證，倘若香港以外任何地區的法律適用於本確認申請，則本人/吾等已遵守所有該等法律；且貴公司、聯席全球協調人、聯席賬簿管理人、聯席牽頭經辦人或彼等各自的任何高級職員或顧問，將不會基於本確認申請，或出於本人/吾等或本人/吾等參與招股章程及用以補充招股章程的任何其他公告或其他文件所載條款及條件的權利及責任而產生的任何行動，以致違反香港以外地區任何法律；及
本人/吾等知悉本人/吾等已細閱本白色確認申請表格並清楚明白一經簽署本白色確認申請表格，則表示本人/吾等將不會就本人/吾等於申請香港發售股份可能產生的任何損失而對貴公司、聯席全球協調人、聯席賬簿管理人、聯席牽頭經辦人、包銷商、彼等各自的董事、監事、高級職員、僱員、合夥人、代理、顧問及參與全球發售的任何其他各方提出訴訟或索償。

YOU MUST COMPLETE THIS WHITE CONFIRMATION FORM IN ENGLISH (EXCEPT FOR YOUR NAME IN CHINESE) AND YOU MUST SIGN THIS WHITE CONFIRMATION FORM IN WRITING (AND NOT BY WAY OF PERSONAL CHOP), OTHERWISE THE APPLICATION IS LIABLE TO BE REJECTED.

閣下必須以英文填寫本白色確認申請表格(閣下的中文姓名除外)且必須親筆簽署本白色確認申請表格，不得以個人印章代替，否則申請可予拒絕受理。

Signed by (all) applicant(s) (all joint applicants must sign)

由(所有)申請人簽署(所有聯名申請人必須簽署)

Date 日期

Table with 4 columns: Name (in English), Name (in Chinese), Hong Kong Identity Card Number/Passport Number/Hong Kong Business Registration Number, Address (in English), Contact telephone number, Account number or identification code for each (joint) beneficial owner(s).

YOU MUST COMPLETE THIS WHITE CONFIRMATION FORM IN ENGLISH (EXCEPT FOR YOUR NAME IN CHINESE) AND YOU MUST SIGN THIS WHITE CONFIRMATION FORM IN WRITING (AND NOT BY WAY OF PERSONAL CHOP), OTHERWISE THE APPLICATION IS LIABLE TO BE REJECTED.

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* For identification purposes only 僅供識別