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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及香港中央結算有限公司對本綠色接納及轉讓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，概不就因本綠色接納及轉讓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之任何損失承擔任何責任。

Unless the context otherwise requires, terms used in this GREEN form of acceptance and transfer shall bear the same meanings as those defined in the composite offer and response document dated 15 September 2022 (the "Composite Document") jointly issued by SAIC Motor Corporation Limited* and Shanghai Dongzheng Automotive Finance Co., Ltd.*

除文義另有所指外，本綠色接納及轉讓表格所用詞彙與上海汽車集團股份有限公司及上海東正汽車金融股份有限公司聯合刊發日期為2022年9月15日之綜合要約及回應文件(綜合文件)所界定者具有相同涵義。

GREEN FORM OF ACCEPTANCE FOR USE IF YOU WANT TO ACCEPT THE DOMESTIC SHARE OFFER.

綠色接納表格在 閣下欲接納內資股要約時適用。



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)

(於中華人民共和國註冊成立的股份有限公司)

(Stock code: 2718)

(股份代號：2718)

GREEN FORM OF ACCEPTANCE AND TRANSFER OF DOMESTIC SHARE(S) OF RMB1.00 EACH IN THE ISSUED SHARE CAPITAL OF SHANGHAI DONGZHENG AUTOMOTIVE FINANCE CO., LTD.*

上海東正汽車金融股份有限公司已發行股本中
每股面值人民幣1.00元之內資股的綠色接納及轉讓表格

All parts should be completed except the sections marked "Do not complete" 除註明「請勿填寫本欄」之部分外，每項均須填寫

SAIC Motor Corporation Limited*
上海汽車集團股份有限公司

Room 509, Building 1
No. 563, Songtao Road, China (Shanghai) Pilot Free Trade Zone,
Pudong, Shanghai, the People's Republic of China
中華人民共和國上海市浦東中國(上海)自由貿易試驗區松濤路563號1號樓509室

You must insert the total number of Domestic Share(s) for which the Domestic Share Offer is accepted. 閣下必須填上接納內資股要約之內資股總數。	FOR THE CONSIDERATION stated below, the Transferor(s) named below hereby transfer(s) to the Transferee named below the Domestic Share(s) of RMB1.00 each in the issued share capital of the Company specified below, upon and subject to the terms and conditions contained herein and in the accompanying Composite Document, and the Transferee hereby agrees to accept and hold the Domestic Share(s) subject to such terms and conditions. 下述之轉讓人現根據本綠色接納表格及隨附綜合文件中列明的條款及條件，按下列代價，將以下註明公司已發行股本中每股面值人民幣1.00元之內資股轉讓予下述之承讓人，而且承讓人謹此同意在遵守該等條款及條件的前提下，接納和持有內資股。		
	Total number of Domestic Share(s) to be transferred (Note) 將予轉讓之內資股總數(附註)	FIGURES 數目	WORDS 大寫
	TRANSFEROR(S) name(s) and address(es) in full 轉讓人全名及詳細地址 (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:	Forename(s): 名字:
		Registered address: 註冊地址:	
		Telephone number: 電話號碼:	
(For remittance of the consideration payable by wire transfer) (電匯應付代價之用)		Bank name: 銀行名稱: Bank address: 銀行地址: Bank account number: 銀行賬戶號碼: Swift code (as applicable): Swift 代碼(如適用): Name of beneficiary: 受益人名稱:	
CONSIDERATION 代價	For each Domestic Share: RMB1.0572 in cash 每股內資股：現金人民幣1.0572元		
TRANSFEREE 承讓人	Name: 名稱: Correspondence address: 通訊地址: Occupation: 職業:	SAIC Motor Corporation Limited* 上海汽車集團股份有限公司 Room 509, Building 1, No. 563, Songtao Road, China (Shanghai) Pilot Free Trade Zone, Pudong, Shanghai, the People's Republic of China 中華人民共和國上海市浦東中國(上海)自由貿易試驗區松濤路563號1號樓509室 Corporation 法團	

Please SIGN BELOW in the capacity as the Transferor(s) to accept the Domestic Share Offer. All joint holders must sign.

請於下方以轉讓人身份簽署，以接納內資股要約。所有聯名持有人均須簽署。

Your signature(s) should be witnessed by a person aged 18 or above who is not another joint holder and who must also sign and print his/her name and address as indicated below.

閣下應在另一名並非聯名持有人的18歲或以上人士的見證下簽署，而該人士亦須如下所示簽署及填寫其姓名及地址。

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

轉讓人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) or its duly authorised agent(s)/Company Chop (if applicable)

轉讓人或其正式授權代理人簽署/公司印章(如適用)

Date of signing of this GREEN Form of Acceptance
簽署本綠色接納表格之日期

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

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：

Signature of Witness
見證人簽署

Name of Witness
見證人姓名

Address of Witness
見證人地址

Occupation of Witness
見證人職業

Do not complete 請勿填寫本欄

For and on behalf of

代表

SAIC Motor Corporation Limited*

上海汽車集團股份有限公司

Signature of Transferee or its duly authorised agent(s)

承讓人或其正式授權代理人簽署

Date of signing of this GREEN Form of Acceptance

簽署本綠色接納表格之日期

Note: Insert the total number of Domestic Shares for which the Domestic Share Offer is accepted. If no number is inserted or the number inserted either (i) does not correspond with the number of physical Domestic Share(s) represented by the certificates for Domestic Share(s) tendered for acceptance of the Domestic Share Offer or (ii) exceeds your registered holding of Domestic Share(s), this GREEN Form of Acceptance will be returned to you for correction and resubmission. Any corrected GREEN Form of Acceptance must be resubmitted and received by SAIC Motor Corporation Limited* by no later than 4:00 p.m. on 6 October 2022 (the "Closing Date") or such later time and/or date as the Offeror may determine and announce in accordance with the Takeovers Code.

附註：請填上接納內資股要約之內資股總數。倘無填上數目或所填數目(i)與用作接納內資股要約而提供的內資股股票所代表之實物內資股數目不符，或(ii)超過閣下登記持有的內資股，則本綠色接納表格將退回予閣下更正及重新遞交。任何經更正的綠色接納表格須不遲於2022年10月6日(「截止日期」)下午四時正(或要約人可能根據收購守則釐定及宣佈的有關較後時間及/或日期)重新提交及遞交上海汽車集團股份有限公司。

* For identification purpose only

僅供識別

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

If you are in any doubt as to any aspect of this GREEN 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 Domestic Shares, you should at once hand this GREEN 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) and transferee(s).

The making of the Domestic 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. Holders of the Domestic Shares 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 Domestic 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.

Any acceptance by any holder of the Domestic Share(s) will be deemed to constitute a representation and warranty from such holder of the Domestic Share(s) to the Offeror that local laws and requirements have been complied with. Holders of the Domestic Share(s) should consult their professional advisers if in doubt.

The Domestic Share Offer is unconditional. This GREEN 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 GREEN FORM OF ACCEPTANCE

1. To accept the Domestic Share Offer made by SAIC Motor to acquire your Domestic Shares, you should complete and sign this GREEN Form of Acceptance and deliver, by post or by hand, to the Offeror at Room 509, Building 1, No. 563, Songtao Road, China (Shanghai) Pilot Free Trade Zone, Pudong, Shanghai, the People's Republic of China this entire duly completed and signed GREEN Form of Acceptance together with the required documents as set out in Appendix I to the Composite Document, no later than 4:00 p.m. (Hong Kong time) on the Closing Date or such later time and/or date as the Offeror may determine and announce in accordance with the Takeovers Code. Unless the Domestic Share Offer is extended in accordance with the Takeovers Code, no GREEN Form of Acceptance received after 4:00 p.m. (Hong Kong time) on the Closing Date will be accepted. **The provisions of Appendix I to the Composite Document are incorporated into and form part of this GREEN Form of Acceptance. Holders of the Domestic Shares are advised to read the Composite Document before completing this GREEN Form of Acceptance.**
2. **Procedures for accepting the Domestic Share Offer**
If you wish to accept the Domestic Share Offer, you should:
 - (a) insert in the box titled "Total number of Domestic Share(s) to be transferred" the total number of Domestic Shares for which you wish to accept the Domestic Share Offer;
 - (b) sign the GREEN Form of Acceptance; and
 - (c) deliver all the documents that are required to be submitted for the acceptance of the Domestic Share Offer as set out in Appendix I of the Composite Document to SAIC Motor no later than 4:00 p.m. (Hong Kong time) on the Closing Date or such later time and/or date as the Offeror may determine and announce in accordance with the Takeovers Code and complete the relevant procedures.
3. The completion of the transfer of Domestic Shares tendered by you under the Domestic Share Offer is subject to payment of 50% of the Domestic Share Offer Transfer Fee by you to the CSDC. By completing and signing this GREEN Form of Acceptance, you are deemed to have undertaken to provide your reasonable cooperation to the Offeror in procuring the payment of your share of the Domestic Share Offer Transfer Fee to the CSDC in accordance with the further written instruction of the Offeror, which payment shall take place no later than the expiry of seven Business Days after the Closing Date.

Warning: Insert the total number of Domestic Shares for which the Domestic Share Offer is accepted. If no number is inserted or the number inserted either (i) does not correspond with the number of physical Domestic Share(s) represented by the certificates for Domestic Share(s) tendered for acceptance of the Domestic Share Offer or (ii) exceeds your registered holding of Domestic Share(s), this GREEN Form of Acceptance will be returned to you for correction and resubmission. Any corrected GREEN Form of Acceptance must be resubmitted and received by SAIC Motor by no later than 4:00 p.m. on the Closing Date or such later time and/or date as the Offeror may determine and announce in accordance with the Takeovers Code.

GREEN FORM OF ACCEPTANCE IN RESPECT OF THE DOMESTIC SHARE OFFER

To: **SAIC Motor Corporation Limited***

1. My/Our execution of this GREEN Form of Acceptance (whether or not such GREEN Form of Acceptance is dated) shall be binding on my/our successors and assignees, and shall constitute:
 - (a) my/our irrevocable acceptance of the Domestic Share Offer, made by SAIC Motor, 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 GREEN Form of Acceptance"), in respect of the number of Domestic Shares specified in this GREEN Form of Acceptance;
 - (b) where I/we have accepted the Domestic Share Offer, my/our irrevocable instruction and authority to each of SAIC Motor and/or its agent(s) to transfer the cash consideration to which I/we shall have become entitled under the terms of the Domestic Share Offer as soon as possible but in any event within seven Business Days (as defined under the Takeovers Code) following the date of receipt of a duly completed GREEN Form of Acceptance together with all valid requisite documents by the Offeror to tender the acceptance under the Domestic Share Offer complete and valid either (i) by wire transfer according to the bank account details set out on the first page of this GREEN Form of Acceptance or (ii) by sending 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 Domestic Share Offer, by ordinary post at my/our own 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 Independent Shareholders/Overseas Shareholders) at the registered address shown in the register of members of the Company, as applicable;
(Insert below the name and address of the person to whom the cheque is to be sent if different from the registered Domestic Shareholder or the first-named of the joint registered holders of the Domestic Shares)
Name: (in block capitals) _____
Address: (in block capitals) _____
 - (c) my/our irrevocable instruction and authority to each of SAIC Motor and/or such person or persons as it may direct to complete and execute any document on my/our behalf in connection with my/our acceptance of the Domestic Share Offer and to do any other act that may be necessary or expedient for the purpose of vesting in SAIC Motor and/or such person or persons as it may direct my/our Domestic Share(s) tendered for acceptance under the Domestic Share Offer;
 - (d) my/our undertaking to SAIC Motor and/or such person or persons as it may direct 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 Domestic Share(s) tendered for acceptance under the Domestic Share Offer to SAIC Motor or such person or persons as it may direct, including but not limited to execution of share transfer agreement, issuance of power of attorney, and cooperation in handling relevant procedures as requested (such as notarisation of the share transfer agreement), pursuant to the request of the Domestic Share registration authority and/or SAIC Motor, free from all liens, charges, options, claims, equities, adverse interests, rights of pre-emption, third party rights or encumbrances whatsoever and together with all rights accruing or attaching thereto on or after the date on which the Domestic 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 Domestic Share Offer is made, in respect of the Domestic Share(s) tendered for acceptance under the Domestic Share Offer;
 - (e) my/our agreement to ratify each and every act or thing done or effected by SAIC Motor or its agent(s) or such person or persons as it/they may direct on the exercise of any of the authorities contained herein; and
 - (f) my/our appointment of SAIC Motor as my/our attorney in respect of all the Domestic Shares to which this acceptance relates.
2. In the event that my/our acceptance is not valid or is treated as invalid in accordance with the terms of the Domestic 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 GREEN Form of Acceptance duly cancelled, by ordinary 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 Shareholders) at the address shown in the register of members of the Company.
3. I/We hereby warrant and represent to SAIC Motor and/or such person or persons as it may direct that, I am/we are the registered shareholder(s) of the number of Domestic Shares specified in this GREEN Form of Acceptance and I/we have the full right, power and authority to tender, sell, assign or transfer the title and ownership of such Domestic Shares (together with all rights accruing or attaching thereto) to SAIC Motor by way of acceptance of the Domestic Share Offer.
4. I/We hereby warrant and represent to SAIC Motor 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 Domestic 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.
5. I/we hereby warrant and represent to SAIC Motor 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 Domestic Share Offer.
6. I/We understand that acceptance of the Domestic Share Offer by me/us will constitute a warranty by me/us to SAIC Motor that the number of Domestic Share(s) specified in this GREEN 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 on which the Domestic Share Offer is made.
7. I/We acknowledge that, save as expressly provided in the Composite Document and in this GREEN Form of Acceptance, all the acceptance, instructions, authorities and undertakings hereby given shall be unconditional and irrevocable.
8. I/We acknowledge that my/our Domestic Shares sold to SAIC Motor by way of acceptance of the Domestic Share Offer will be registered under the name of SAIC Motor or its nominee(s).

SAIC Motor will be entitled to reject any acceptance which does not comply with the provisions and instructions contained in Appendix I to the Composite Document and in this GREEN Form of Acceptance, or which is otherwise incomplete, incorrect or invalid in any respect. If you wish to accept the Domestic Share Offer, it is your responsibility to ensure that the GREEN Form of Acceptance is properly completed in all respects and all required documents are provided.

本綠色接納表格為要件，請即處理。

閣下如對本綠色接納表格的任何方面或應採取的行動有任何疑問，應諮詢閣下的持牌證券商或註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。閣下如已出售或轉讓名下所有內資股，應立即將本綠色接納表格連同隨附綜合文件交予買方或其他承讓人，或經手買賣或轉讓的持牌證券商或註冊證券機構或其他代理人以便轉交買方及承讓人。

向註冊地址位於香港境外司法權區的人士提出內資股要約可能會遭相關司法權區的法律禁止或受到影響。內資股持有人倘為香港境外司法權區的公民、居民或國民，應尋求有關任何適用法律規定的適當法律意見，並知悉及遵守適用法律規定。有意接納內資股要約的各人士有責任確保彼等已就接納內資股要約全面遵守相關司法權區的法律，包括取得可能所需的任何政府、外匯管制或其他同意，遵守其他必要手續或法律規定，以及支付有關司法權區的任何轉讓或其他稅項。任何內資股持有人接納要約，將被視為構成該內資股持有人向要約人聲明及保證彼等已遵守當地法律及法規。內資股持有人如有任何疑問，應諮詢其專業顧問。內資股要約屬無條件要約。本綠色接納表格應與綜合文件一併閱覽。

本表格的中英文本如有任何歧義，概以英文本為準。

如何填寫本綠色接納表格

- 如欲接納上汽集團關於收購閣下名下內資股提出的內資股要約，閣下應填妥及簽署本綠色接納表格，並將整份妥為填寫及簽署的綠色接納表格連同綜合文件附錄一載列的所需文件，不遲於截止日期下午四時正（香港時間），或要約人根據收購守則可能釐定及公佈之較後時間及／或日期以郵寄或專人送遞方式送達要約人（地址為中華人民共和國上海市浦東中國（上海）自由貿易試驗區松濤路563號1號樓509室）。除非內資股要約根據收購守則獲延期，否則於截止日期下午四時正（香港時間）後收到之綠色接納表格將不獲受理。綜合文件附錄一的條文已納入並構成本綠色接納表格的一部分。內資股持有人於填寫本綠色接納表格前，務請細閱綜合文件。
- 接納內資股要約的程序**

閣下如欲接納內資股要約，應：

 - 於註明「將予轉讓之內資股總數」的空格內填寫閣下有有意接納內資股要約的內資股總數；
 - 簽署綠色接納表格；及
 - 不遲於截止日期下午四時正（香港時間），或要約人可能根據收購守則釐定及公佈之較後時間及／或日期送交綜合文件附錄一所載就接納內資股要約規定提交的全部文件至上汽集團並完成相關程序。
- 閣下根據內資股要約所提呈的內資股轉讓的完成需待閣下向中國結算支付內資股要約過戶費的50%後方可作實。通過填妥及簽署該綠色接納表格，閣下被視為已承諾向要約人提供合理的合作以促成根據要約人進一步書面通知向中國結算支付閣下所承擔的內資股要約過戶費份額，該付款須不遲於截止日期後七個營業日屆滿時作出。

警告：請填上接納內資股要約的內資股總數。倘無填上數目或所填數目(i)與用作接納內資股要約而提供的內資股股票所代表之實物內資股數目不符，或(ii)超過閣下登記持有的內資股，則本綠色接納表格將退回予閣下更正及重新遞交。任何經更正的綠色接納表格須不遲於截止日期下午四時正（或要約人可能根據收購守則釐定及公佈的有關較後時間及／或日期）重新提交及送達上汽集團。

有關內資股要約的綠色接納表格

致：上海汽車集團股份有限公司

- 本人／吾等一經簽立本綠色接納表格（無論該綠色接納表格是否已註明日期），本人／吾等的繼承人及受讓人將受此約束，並表示：
 - 本人／吾等根據綜合文件及本綠色接納表格所載代價及於其所載條款（包括「如何填寫本綠色接納表格」一節所載條款）規限下，就本綠色接納表格上所指定數目的內資股不可撤回地接納由上汽集團所提出綜合文件所載的內資股要約；
 - 如本人／吾等已接納內資股要約，本人／吾等不可撤回地指示及授權上汽集團及／或其代理人各自儘快，惟無論如何須不遲於所有相關文件已由要約人獲覽以使內資股要約接納完整及有效的日期起計七個營業日（定義見收購守則），將本人／吾等根據內資股要約的條款有權收取的現金代價(i)按本綠色接納表格首頁所載的銀行賬戶詳情以電匯轉讓予本人／吾等或(ii)以「不得流通——只准入抬頭人賬戶」方式開出的劃線支票以普通郵遞方式寄發至下文所列人士及地址，或下文如無填上姓名及地址，則寄至本人或（如屬聯名登記獨立股東／海外股東）吾等的排名首位者在公司股東名冊所示的登記地址，郵遞風險概由本人／吾等承擔；
（在本欄填上應收取支票人士的姓名及地址（如與登記內資股股東或聯名登記內資股持有人排名首位者的姓名及地址不同）

姓名：（請用正楷填寫） _____

地址：（請用正楷填寫） _____

 - 本人／吾等不可撤回地指示及授權上汽集團及／或其可能指定的一名或多名人士各自代表本人／吾等就本人／吾等接納內資股要約填妥及簽立任何文件，並作出任何其他可能屬必要或適當的行動，以使本人／吾等根據內資股要約提交以供接納的內資股歸屬於上汽集團及／或其可能指定的一名或多名人士；
 - 本人／吾等向上汽集團及／或其可能指定的一名或多名人士承諾簽立可能屬必要或適當的其他文件並作出有關行動及事宜，以進一步確保本人／吾等根據內資股要約提交以供接納的內資股轉讓予上汽集團或其可能指定的一名或多名人士，包括但不限於按照內資股證券登記機構及／或上汽集團的要求簽立股份轉讓協議、出具授權委託書及配合辦理所要求的相關手續（如股份轉讓協議的公證手續），而上述內資股將不附帶任何留置權、押記、購股權、申索、衡平權、不利權益、優先購買權、第三方權利或產權負擔，連同有關內資股於提出內資股要約當日或之後應計或附帶的所有權利，包括但不限於收取於提出內資股要約當日或之後就根據內資股要約提交以供接納的內資股宣派、派付或作出的所有日後股息及其他分派（如有）的權利；
 - 本人／吾等同意追認上汽集團或其代理人或其可能指定的一名或多名人士，就行使本綠色接納表格所載任何授權時所作出或進行的各項或每項行動或事宜；及
 - 本人／吾等就是項接納涉及的所有內資股委任上汽集團為本人／吾等的授權代表。
- 倘根據內資股要約的條款，本人／吾等的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已正式註銷的綠色接納表格一併退回上文所述人士及地址，或如無填上姓名及地址，則按公司股東名冊所示地址以普通郵遞方式寄回本人或吾等當中所列首位的股東（如屬聯名登記股東），郵遞風險概由本人／吾等承擔。
- 本人／吾等謹此向上汽集團及／或其可能指定的一名或多名人士保證及聲明，本人／吾等為本綠色接納表格指定的內資股數目的登記股東，而本人／吾等擁有全部權利、權力及授權，以接納內資股要約的方式向上汽集團提呈、出售、轉讓或轉移有關內資股的所有權及擁有權（連同其所累計或附帶之一切權利）。
- 本人／吾等謹此向上汽集團及公司保證及聲明，本人／吾等已遵守本人／吾等於公司股東名冊所列地址所在司法權區關於本人／吾等接納內資股要約方面的法律，包括取得可能所需的任何政府、外匯管制或其他同意以及任何登記或備案，亦已遵守一切必要手續、監管及／或法律規定。
- 本人／吾等謹此向上汽集團及公司保證及聲明，本人／吾等將全面負責支付本人／吾等於公司股東名冊所列地址所在司法權區就本人／吾等接納內資股要約應付的任何轉讓或其他稅項及徵稅。
- 本人／吾等明白本人／吾等接納內資股要約，將表示本人／吾等向上汽集團保證，本綠色接納表格指定的內資股數目已繳足並於出售時將不附帶任何留置權、押記、產權負擔、優先購買權以及任何性質的任何其他第三方權利，連同該等內資股於本表格日期附帶的所有權利，包括收取於提出內資股要約當日或之後宣派、作出或派付的所有股息及其他分派（如有）的權利。
- 本人／吾等確認，除綜合文件及本綠色接納表格訂明者外，謹此提供的所有接納、指示、授權及承諾將為無條件及不可撤回。
- 本人／吾等確認以接納內資股要約方式向上汽集團出售的本人／吾等的內資股將以上汽集團或其代名人的名義登記。

上汽集團將有權拒絕任何不符合綜合文件附錄一及本綠色接納表格所載規定及指示的接納，或就任何方面屬不完整、不正確或無效的接納。閣下如欲接納內資股要約，則有責任確保綠色接納表格在各方面填妥並提供一切所需文件。

PERSONAL DATA

Personal Information Collection Statement

This personal information collection statement informs you of the policies and practices of SAIC Motor 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 Domestic Share Offer for your Domestic 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 GREEN 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 Green Form of Acceptance and the Composite Document;
- registering transfers of the Domestic Share(s) out of your name;
- maintaining or updating the relevant register of holders of the Domestic Shares;
- conducting or assisting to conduct signature verification, and any other verification or exchange of information;
- establishing your entitlements under the Domestic Share Offer;
- distributing communications from SAIC Motor and/or their subsidiaries or agents;
- compiling statistical code information and holders of the Domestic Shares 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 SAIC Motor; and
- any other incidental or associated purposes relating to the above and/or to enable SAIC Motor to discharge their obligations to the holders of the Domestic Shares and/or regulators and other purpose to which the holders of the Domestic Shares may from time by time agree to or be informed of.

3. Transfer of personal data

The personal data provided in this GREEN Form of Acceptance will be kept confidential but SAIC Motor 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:

- 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 SAIC Motor consider(s) to be necessary or desirable in the circumstances.

4. Retention of Personal Data

SAIC Motor 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 SAIC Motor 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, SAIC Motor has 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 SAIC Motor.

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

個人資料

個人資料收集聲明

本個人資料收集聲明旨在知會閣下，上汽集團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

如就閣下的內資股接納內資股要約，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延誤。

2. 用途

閣下於本綠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：

- 處理閣下的接納及核實遵循本綠色接納表格及綜合文件載列的條款及申請程序；
- 登記以閣下名義進行的內資股轉讓；
- 保存或更新有關內資股的持有人名冊；
- 核實或協助核實簽名，以及進行任何其他資料核實或交換；
- 確立閣下根據內資股要約應得之配額；
- 自上汽集團及/或其附屬公司或代理人收取通訊；
- 編製統計代碼資料及內資股持有人資料；
- 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；
- 有關上汽集團業務的任何其他用途；及
- 與上文所述有關之任何其他附帶或相關用途及/或以便上汽集團解除其對內資股持有人及/或監管機構之責任及內資股持有人可能不時同意或獲悉之其他用途。

3. 轉交個人資料

本綠色接納表格提供的個人資料將作為機密資料妥當保存，但上汽集團為達致上述或其任何用途，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：

- 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；
- 上汽集團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

上汽集團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上汽集團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，上汽集團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，應向上汽集團提出。

閣下一經簽署本綠色接納表格即表示同意上述所有條款。