

To be valid, the whole of this Provisional Allotment Letter must be returned.

本暫定配額通知書必須整份交回，方為有效。

IMPORTANT

重要提示

Reference is made to the prospectus issued by Shanghai International Shanghai Growth Investment Limited (the “Company”) dated 13 February 2026 in relation to the Rights Issue (the “Prospectus”). The PAL should be read in conjunction with the Prospectus. Capitalised terms used herein shall have the same meanings as those defined in the Prospectus unless the context requires otherwise.

茲提述Shanghai International Shanghai Growth Investment Limited(「本公司」)就供股刊發之日期為二零二六年二月十三日之供股章程(「供股章程」)。本暫定配額通知書應與供股章程一併閱讀。除非文義另有所指，本暫定配額通知書所採用詞彙與供股章程所界定者具有相同涵義。

THIS PROVISIONAL ALLOTMENT LETTER (“PAL”) IS VALUABLE AND TRANSFERABLE AND REQUIRES YOUR IMMEDIATE ATTENTION. THE OFFER CONTAINED IN THIS PAL WILL EXPIRE AT 4:00 P.M. ON WEDNESDAY, 4 MARCH 2026 (OR SUCH LATER DATE AND/OR TIME AS MENTIONED IN THE PARAGRAPH HEADED “EFFECT OF BAD WEATHER OR EXTREME CONDITIONS ON THE LATEST TIME FOR ACCEPTANCE” IN THE ENCLOSED SHEET).

本暫定配額通知書(「暫定配額通知書」)具有價值及可轉讓，並請即處理。本暫定配額通知書所載之要約將於二零二六年三月四日(星期三)下午四時正(或附頁「惡劣天氣或極端情況對最後接納時限的影響」一段所述之有關較後日期及/或時間)截止。

IF YOU ARE IN ANY DOUBT ABOUT THIS PAL OR AS TO THE ACTION TO BE TAKEN OR IF YOU HAVE SOLD OR TRANSFERRED ALL OR PART OF YOUR SHARES OF THE COMPANY, YOU SHOULD CONSULT A LICENSED SECURITIES DEALER, REGISTERED INSTITUTION IN SECURITIES, A BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER(S).

閣下如對本暫定配額通知書或將採取之行動有任何疑問，或如閣下已出售或轉讓閣下名下全部或部分本公司之股份，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。

A copy of this PAL, together with a copy of the Prospectus and other documents specified in the paragraph headed “GENERAL INFORMATION – 15. DOCUMENTS DELIVERED TO THE REGISTRAR OF COMPANIES” in Appendix III to the 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). The Registrar of Companies in Hong Kong, the Stock Exchange of Hong Kong Limited and the Securities and Futures Commission of Hong Kong take no responsibility as to the contents of any of these documents.

本暫定配額通知書之副本連同供股章程以及供股章程附錄三「一般事項-15.送呈公司註冊處處長之文件」一段所述之其他文件之副本，已遵照香港法例第32章《公司(清盤及雜項條文)條例》第342C條的規定送呈香港公司註冊處處長登記。香港公司註冊處處長、香港聯合交易所有限公司及香港證券及期貨事務監察委員會對任何此等文件的內容概不負責。

Hong Kong Exchanges and Clearing Limited, the Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited (“HKSCC”) take no responsibility for the contents of this PAL, make no representations 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 PAL.

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(「香港結算」)對本暫定配額通知書之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示，概不就因本暫定配額通知書全部或任何部分內容而產生或倚賴該等內容而引致之任何損失承擔任何責任。

Deals in the Shares and the Rights Shares in their nil-paid form and fully-paid form may be settled through CCASS established and operated by HKSCC and you should consult a licensed securities dealer, registered institution in securities, a bank manager, solicitor, professional accountant or other professional adviser(s) for details of these settlement arrangements and how such arrangements may affect your rights and interests.

買賣股份及未繳股款及繳足股款供股股份可透過由香港結算設立及運作的中央結算系統進行交收，而閣下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，以了解有關交收安排之詳情以及有關該等安排對閣下之權利與權益可能構成之影響。

The Rights Issue will proceed on a non-underwritten basis irrespective of the acceptance of the provisionally allotted Rights Shares and is subject to fulfillment of conditions in the section headed “LETTER FROM THE BOARD – CONDITIONS OF THE RIGHTS ISSUE” in the Prospectus. If the conditions of the Rights Issue are not fulfilled by 5:00 p.m. on Friday, 13 March 2026, the Rights Issue will not proceed. In the event that the Rights Issue is not fully subscribed, any Rights Shares not taken up by the Qualifying Shareholders or holders of nil-paid rights together with the NQS Unsold Rights Shares will be placed to independent places on a best effort basis under the Compensatory Arrangements. Any Unsubscribed Rights Shares or NQS Unsold Rights Shares which are not placed under the Compensatory Arrangements will not be issued by the Company and the size of the Rights Issue will be reduced accordingly. There is no minimum amount to be raised under the Rights Issue. Shareholders and potential investors are advised to exercise caution when dealing in the Shares and/or nil-paid Rights Shares up to the date when the conditions of the Rights Issue are fulfilled.

不論暫定配發供股股份的接納程度如何，供股將按非包銷基準進行，並須待條件獲達成後，方可作實。請參閱「董事會函件-供股之條件」一節。倘供股的條件於二零二六年三月十三日(星期五)下午五時正之前未獲達成，則供股將不會進行。倘供股未獲全數認購，則未獲合資格股東或未繳股款權利持有人承購的任何供股股份連同不合資格股東未售供股股份將根據補償安排按竭盡所能基準配售予獨立承配人。本公司將不會發行任何根據補償安排未獲配售之未獲認購供股股份或不合資格股東未售供股股份，而供股規模將相應縮小。供股項下並無最低籌集金額。股東及潛在投資者在買賣股份及/或未繳股款供股股份應保持謹慎，直至供股條件達成之日為止。

Subject to the granting of the listing of, and the permission to deal in, the Rights Shares (in both their nil-paid and fully-paid forms) on the Stock Exchange of Hong Kong Limited on as well as compliance with the stock admission requirements of HKSCC, the Rights Shares (in both their nil-paid and fully-paid forms) will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the respective commencement dates of dealings in the Rights Shares in their nil-paid and fully-paid forms on the Stock Exchange of Hong Kong Limited, or such other dates as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange of Hong Kong Limited on any trading day is required to take place in CCASS on the second trading day thereafter. All activities under CCASS are subject to the General Rules of HKSCC and HKSCC Operational Procedures in effect from time to time.

待未繳股款及繳足股款的供股股份獲准於香港聯合交易所有限公司上市及買賣以及遵守香港結算的股份接納規定後，未繳股款及繳足股款的供股股份將獲香港結算接納為合資格證券，自未繳股款及繳足股款的供股股份各自於香港聯合交易所有限公司開始買賣的日期或香港結算釐定的其他日期起，可於中央結算系統內寄存、結算及交收。香港聯合交易所有限公司參與者之間於任何交易日所進行的交易，須於其後第二個交易日於中央結算系統內交收。於中央結算系統內進行的所有活動均須遵守不時生效的香港結算一般規則及香港結算運作程序規則。

All times and dates stated in this PAL refer to Hong Kong local times and dates.

本暫定配額通知書內所有時間及日期均指香港本地時間及日期。

In case of any inconsistency between the English and Chinese versions of this PAL, the English version will prevail.

本暫定配額通知書之中英文版本如有任何歧義，概以英文版本為準。

This PAL and all applications pursuant to it shall be governed by and construed in accordance with the laws of Hong Kong.

本暫定配額通知書及據此作出的所有申請均須受香港法例規管及按其詮釋。

Form A
表格甲

SHANGHAI INTERNATIONAL
SHANGHAI GROWTH INVESTMENT LIMITED

Share registrar and transfer office:
股份過戶登記處:

Tricor Investor Services Limited
17/F, Far East Finance Centre
16 Harcourt Road
Hong Kong
卓佳證券登記有限公司
香港夏慤道16號
遠東金融中心17樓

(Incorporated in Cayman Islands with limited liability)
(於開曼群島註冊成立之有限公司)

(Stock Code: 770)
(股份代號: 770)

Registered office:
P.O. Box 309, Ugland House
Grand Cayman, KY1-1104
Cayman Islands

Principal place of business
in Hong Kong:
Room 1501, 15/F
Shanghai Industrial Investment
Building
48-62 Hennessy Road
Wanchai, Hong Kong

註冊辦事處:
P.O. Box 309, Ugland House
Grand Cayman, KY1-1104
Cayman Islands

香港主要營業地點:
香港灣仔
軒尼詩道48-62號
上海實業大廈15樓1501室

13 February 2026
二零二六年二月十三日

**RIGHTS ISSUE ON THE BASIS OF THREE (3) RIGHTS SHARES
FOR EVERY EIGHT (8) SHARES HELD ON THE RECORD DATE
ON NON-UNDERWRITTEN BASIS AT THE SUBSCRIPTION PRICE
OF US\$0.12 PER RIGHTS SHARE
PAYABLE IN FULL ON ACCEPTANCE BY NO LATER THAN
4:00 P.M. ON WEDNESDAY, 4 MARCH 2026**

按於記錄日期每持有八(8)股股份獲發三
(3)股供股股份之非包銷的基準以認購價每股供股股份0.12美元
進行供股，股款須不遲於二零二六年三月四日(星期三)
下午四時正接納時繳足

PROVISIONAL ALLOTMENT LETTER
暫定配額通知書

Name(s) and address of the Qualifying Shareholder(s)
合資格股東之姓名及地址

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Provisional Allotment Letter No.
暫定配額通知書編號

[]

Total number of Shares registered in your name(s) on Thursday, 12 February 2026

於二零二六年二月十二日(星期四)以閣下名義登記之股份總數

BOX A
甲欄

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Number of Rights Shares provisionally allotted to you subject to payment in full on acceptance by no later than 4:00 p.m. on Wednesday, 4 March 2026

閣下獲暫定配發之供股股份數目，惟股款須不遲於二零二六年三月四日(星期三)下午四時正接納時繳足

BOX B
乙欄

[]

Total subscription monies payable on acceptance in full

接納時應全數繳足之認購股款總額

BOX C
丙欄

US\$
美元

Note: 1. to take up Rights Shares must be made in US Dollars
附註: 接納供股時必須以美元繳付股款
2. Payment in Hong Kong Dollars will not be accepted
港元繳款將不獲接納

Name of bank on which cheque/
banker's cashier order in US Dollars is drawn:
美元支票/美元銀行本票之付款銀行名稱: _____

Please insert your contact
telephone number:
請在此填上閣下之聯絡電話號碼: _____

Cheque/banker's
cashier order in US Dollars number:
美元支票/美元銀行本票號碼: _____

**A SEPARATE CHEQUE OR BANKER'S CASHIER ORDER MUST ACCOMPANY EACH APPLICATION
NO RECEIPT WILL BE GIVEN FOR REMITTANCE**

**每份申請須隨附一張獨立開出之支票或銀行本票
本公司將不會就股款發出收據**

TO ACCEPT THE PROVISIONAL ALLOTMENT OF THE RIGHTS SHARES AS SPECIFIED IN THIS PAL IN FULL, YOU MUST LODGE THIS PAL INTACT WITH THE REGISTRAR, TRICOR INVESTOR SERVICES LIMITED, AT 17/F, FAR EAST FINANCE CENTRE, 16 HARCOURT ROAD, HONG KONG TOGETHER WITH A REMITTANCE, BY CHEQUE OR BANKER'S CASHIER ORDER, IN UNITED STATES DOLLARS FOR THE FULL AMOUNT SHOWN IN BOX C OF FORM A SO AS TO BE RECEIVED BY THE REGISTRAR BY NO LATER THAN 4:00 P.M. ON WEDNESDAY, 4 MARCH 2026 (OR, UNDER BAD WEATHER CONDITIONS AND/OR EXTREME CONDITIONS, SUCH LATER TIME OR DATE AS MENTIONED IN THE PARAGRAPH HEADED "EFFECT OF BAD WEATHER OR EXTREME CONDITIONS ON THE LATEST TIME FOR ACCEPTANCE" IN THE ENCLOSED SHEET). ALL REMITTANCES MUST BE MADE IN UNITED STATES DOLLARS BY CHEQUES WHICH MUST BE DRAWN ON AN ACCOUNT WITH, OR BANKER'S CASHIER ORDERS IN US DOLLARS WHICH MUST BE ISSUED BY A LICENSED BANK IN HONG KONG AND MADE PAYABLE TO "Shanghai International Shanghai Growth Investment Limited – PAL" AND CROSSED "ACCOUNT PAYEE ONLY".

閣下如欲全數接納本暫定配額通知書所述供股股份的暫定配額，須不遲於二零二六年三月四日(星期三)下午四時正(或於惡劣天氣及/或極端情況下根據附頁「惡劣天氣或極端情況對最後接納時限的影響」一段所述之較後時間或日期)將本暫定配額通知書整份連同表格甲之丙欄所示的美元全數股款的美元支票或美元銀行本票送達過戶登記處卓佳證券登記有限公司(地址為香港夏愨道16號遠東金融中心17樓)。所有股款須以美元繳付，並以香港持牌銀行賬戶開出的美元支票或香港持牌銀行發出的美元銀行本票支付，以「Shanghai International Shanghai Growth Investment Limited – PAL」為收款人，並以「只准入抬頭人賬戶」劃線方式開出。

INSTRUCTIONS ON TRANSFER AND SPLITTING ARE ALSO SET OUT IN THE ENCLOSED SHEET.

有關轉讓及分拆的指示亦載於附頁。

NO RECEIPT WILL BE GIVEN FOR SUCH REMITTANCE.

本公司將不會就有關股款發出收據。

Each person accepting the provisional allotment specified in this PAL confirms that he/she/it has read the terms and conditions and acceptance procedures set out in the enclosed sheet and in the Prospectus and agrees to be bound by them.

接納本暫定配額通知書所載暫定配額的每位人士均確認其已閱讀附頁及供股章程所載條款及條件以及接納手續，並同意受其約束。

IN THE EVENT OF TRANSFER OF RIGHTS TO SUBSCRIBE FOR RIGHTS SHARE(S), HONG KONG AD VALOREM STAMP DUTY IS PAYABLE ON EACH SALE AND EACH PURCHASE. A GIFT OR TRANSFER OF BENEFICIAL INTEREST OTHER THAN BY WAY OF SALE IS ALSO LIABLE TO HONG KONG AD VALOREM STAMP DUTY. EVIDENCE OF PAYMENT OF HONG KONG AD VALOREM STAMP DUTY WILL BE REQUIRED BEFORE REGISTRATION OF ANY TRANSFER OF THE RIGHTS TO SUBSCRIBE FOR THE RIGHTS SHARE(S) REPRESENTED BY THIS DOCUMENT.

於轉讓認購供股股份之權利時，每宗買賣均須繳付香港從價印花稅。實益權益之饋贈或轉讓(而非以出售方式進行)亦須繳付香港從價印花稅。就任何轉讓本文件所述供股股份之認購權利進行登記前，須出示已繳付香港從價印花稅之證明。

Form B
表格乙

**FORM OF TRANSFER AND NOMINATION
轉讓及提名表格**

(To be completed and signed only by the Qualifying Shareholder(s) who wish(es)
to transfer all of his/her/its/their right(s) to subscribe for the Rights Shares comprised herein)
(僅供擬將其/彼等認購本表格所列供股股份之權利全數轉讓之合資格股東填寫及簽署)

To: The Directors,
Shanghai International Shanghai Growth Investment Limited
致： Shanghai International Shanghai Growth Investment Limited
列位董事

Dear Sirs and Madams,

I/We hereby transfer all of my/our rights to subscribe for the Rights Shares comprised in this PAL to the person(s) accepting the same and signing the registration application form (Form C) below.

敬啟者：

本人/吾等謹將本暫定配額通知書所列本人/吾等可認購供股股份之權利全數轉讓予接受此權利並簽署以下登記申請表格(表格丙)之人士。

1. _____ 2. _____ 3. _____ 4. _____
Signature(s) of the Qualifying Shareholders (all joint Shareholders must sign)
合資格股東簽署(所有聯名合資格股東均須簽署)

Date: _____ 2026

日期：二零二六年 _____

Hong Kong ad valorem stamp duty is payable in connection with the transfer of rights to subscribe for the Rights Shares.

轉讓認購供股股份之權利須繳付香港從價印花稅。

REGISTRATION APPLICATION FORM

登記申請表格

(To be completed and signed only by the person(s) to whom the rights to subscribe for the Rights Shares have been transferred)
(僅供承讓認購供股股份權利之人士填寫及簽署)

To: The Directors,
Shanghai International Shanghai Growth Investment Limited
致： Shanghai International Shanghai Growth Investment Limited
列位董事

Dear Sirs and Madams,

I/We request you to register the number of Rights Shares mentioned in Box B of Form A in my/our name(s). I/We agree to accept the same on the terms embodied in this PAL and the Prospectus and subject to the amended and restated articles of association of the Company.

敬啟者：

本人／吾等謹請閣下將表格甲內乙欄所列數目之供股股份以本人／吾等名義登記。本人／吾等同意按照本暫定配額通知書及供股章程所載之條款，並在貴公司經修訂及經重述之組織章程細則限制下接納該等股份。

Existing Shareholder(s) 現有股東 Please mark "X" in this box 請於此欄內填上「X」符號 <input type="checkbox"/>			
To be completed in BLOCK letters in ENGLISH . Joint applicants should give the address of the first-named applicant only. 請用英文正楷填寫。聯名申請人僅需填寫排名首位申請人之地址。			
For Chinese applicant(s), please provide your name in both English and Chinese. 華籍申請人請填寫中英文姓名。			
Name of applicant in English 申請人英文姓名	Family name/Company name 姓氏／公司名稱	Other name(s) 名字	Name in Chinese 中文姓名
Names of joint applicant(s) in English (if applicable) 聯名申請人英文姓名(如適用)			
Address in English (joint applicants should give the address of the first-named applicant only) 英文地址(聯名申請人僅需填寫排名首位申請人之地址)			
Occupation 職業		Telephone number 電話號碼	
Dividend instructions 股息指示			
Name and address of bank 銀行名稱及地址		Bank account number 銀行賬戶號碼	
		Account Type 戶口類別	

1. _____ 2. _____ 3. _____ 4. _____

Signature(s) of applicant(s) (all joint applicants must sign)
申請人簽署(所有聯名申請人均須簽署)

Date: _____ 2026

日期：二零二六年 _____

Hong Kong ad valorem stamp duty is payable in connection with the transfer of rights to subscribe for the Rights Shares.
轉讓認購供股股份之權利須繳付香港從價印花稅。

SHANGHAI INTERNATIONAL SHANGHAI GROWTH INVESTMENT LIMITED

(Incorporated in Cayman Islands with limited liability)

(Stock Code: 770)

13 February 2026

Dear Qualifying Shareholder(s),

INTRODUCTION

Reference is made to the prospectus of Shanghai International Shanghai Growth Investment Limited dated 13 February 2026 in relation to the Rights Issue (the “**Prospectus**”). Terms defined in the Prospectus shall have the same meanings when used herein unless the context otherwise requires. In accordance with the terms set out in the Prospectus, the Directors have provisionally allotted to you a number of Rights Shares on the basis of three (3) Rights Share for every eight (8) existing Shares held and registered in your name(s) as at the Record Date (i.e. 12 February 2026) at a subscription price of US\$0.12 per Rights Share (to take up Right Shares must be made in US Dollars). Your holding of Shares as at the Record Date is set out in Box A of Form A and the number of Rights Shares provisionally allotted to you is set out in Box B of Form A in this PAL.

The Rights Issue will proceed on a non-underwritten basis irrespective of the level of acceptances of the provisionally allotted Rights Shares. In the event that the Rights Issue is not fully subscribed, the Rights Shares not taken up by the Qualifying Shareholders or renounees or transferees of the nil-paid Rights Shares under the PALs will be placed to independent Places under the Compensatory Arrangements. The Placing Shares which remain not placed under the Compensatory Arrangements will not be issued by the Company and the size of the Rights Issue will be reduced accordingly. There is no minimum amount to be raised under the Rights Issue. There is also no statutory requirement regarding minimum subscription level in respect of the Rights Issue. The Rights Issue is subject to the fulfillment of conditions set out in the section headed “**LETTER FROM THE BOARD – CONDITIONS OF THE RIGHTS ISSUE**” in the Prospectus. If any of the conditions referred to above are not fulfilled by 5:00 p.m. on Friday, 13 March 2026, the Rights Issue will not proceed.

The Rights Shares, when allotted, issued and fully paid, shall rank pari passu in all respects among themselves and with the Shares then in issue, including the rights to receive all future dividends and other distributions which may be declared, made or paid with a record date which falls on or after the date of allotment of the Rights Shares in their fully-paid form.

Subject to the granting of the listing of, and the permission to deal in, the Rights Shares (in both their nil-paid and fully-paid forms) on the Stock Exchange as well as compliance with the stock admission requirements of HKSCC, the Rights Shares (in both their nil-paid and fully-paid forms) will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the respective commencement dates of dealings in the Rights Shares in their nil-paid and fully-paid forms on the Stock Exchange, or such other dates as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second trading day thereafter. All activities under CCASS are subject to the General Rules of HKSCC and HKSCC Operational Procedures in effect from time to time.

PROCEDURES FOR ACCEPTANCE AND PAYMENT

To take up your provisional allotment in full, you must lodge the whole of this PAL in accordance with the instructions printed herein with the Registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong together with a remittance in United States dollars for the full amount payable on acceptance, as set out in Box C of Form A, so as to be received by no later than 4:00 p.m. on Wednesday, 4 March 2026 (or, under bad weather conditions and/or extreme conditions, such later time or date as mentioned in the paragraph headed “**EFFECT OF BAD WEATHER OR EXTREME CONDITIONS ON THE LATEST TIME FOR ACCEPTANCE**” below). All remittances (normal rounding to the nearest cent) must be made in United States dollars by cheques which must be drawn on an account with, or by banker’s cashier orders which must be issued by a licensed bank in Hong Kong and made payable to “**Shanghai International Shanghai Growth Investment Limited – PAL**” and crossed “**ACCOUNT PAYEE ONLY**”. Such payment will constitute acceptance of the provisional allotment of the Rights Shares on the terms of this PAL and the Prospectus and subject to the amended and restated articles of association of the Company. No receipt will be given for such remittances.

It should be noted that unless this PAL, together with the appropriate remittance for the amount shown in Box C of Form A, has been lodged with the Registrar for registration as described above by no later than 4:00 p.m. on Wednesday, 4 March 2026 (or, under bad weather conditions and/or extreme conditions, such later time or date as mentioned in the paragraph headed “**EFFECT OF BAD WEATHER OR EXTREME CONDITIONS ON THE LATEST TIME FOR ACCEPTANCE**” below) whether by the original allottee or any person to whom the provisional allotment has been validly transferred, the relevant provisional allotment and all rights and entitlements hereunder will be deemed to have been declined and will be cancelled. The Company is not obliged to but may, at its sole and absolute discretion, treat a PAL as valid and binding on the person(s) by whom or on whose behalf it is lodged even if the PAL is not completed in accordance with the relevant instructions. The Company may require such incomplete PAL to be completed by the relevant applicants at a later stage.

Non-underwritten basis

The Rights Issue will proceed on a non-underwritten basis irrespective of the level of acceptances of the provisionally allotted Rights Shares. In the event the Rights Issue is not fully subscribed, any Unsubscribed Shares together with the NQS Unsold Rights Shares will be placed to independent places under the Compensatory Arrangements on a best-efforts basis. Any Unsubscribed Shares or NQS Unsold Rights Shares which are not placed under the Compensatory Arrangements will not be issued by the Company and the size of the Rights Issue will be reduced accordingly. There is no minimum amount to be raised under the Rights Issue.

As the Rights Issue will proceed on a non-underwritten basis, the Shareholder who applies to take up all or part of his/her/its entitlement under the PAL(s), or transferees of nil-paid Rights Shares (or either of them, whichever shall be appropriate), may unwittingly incur an obligation to make a general offer for the Shares under the Takeovers Code.

Accordingly, the Rights Issue will be made on terms that the Company will provide for the Shareholders to apply on the basis that if the Rights Shares are not fully taken up, the application of any Shareholder (except for) for his/her/its assured entitlement under the Rights Issue will be scaled down to a level which (i) does not trigger an obligation on part of the relevant Shareholder to make a general offer under the Takeovers Code in accordance with the note to Rule 7.19(5)(b) of the Listing Rules; and/or (ii) does not result in the non-compliance of the Public Float Requirement on the part of the Company.

TRANSFER

If you wish to transfer all of your rights to subscribe for the Rights Shares provisionally allotted to you hereunder, you must complete and sign the “**FORM OF TRANSFER AND NOMINATION**” (Form B) and hand this PAL to the person(s) to or through whom you are transferring your rights. The transferee(s) must then complete and sign the “**REGISTRATION APPLICATION FORM**” (Form C) and lodge this PAL intact together with a remittance for the full amount payable on acceptance as set out in Box C of Form A with the Registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong so as to be received by no later than 4:00 p.m. on Wednesday, 4 March 2026 (or, under bad weather conditions and/or extreme conditions, such later time or date as mentioned in the paragraph headed “**EFFECT OF BAD WEATHER OR EXTREME CONDITIONS ON THE LATEST TIME FOR ACCEPTANCE**” below).

SPLITTING

If you wish to accept only part of your provisional allotment or transfer part of your rights to subscribe for the Rights Shares provisionally allotted hereunder, or to transfer part or all of your rights to more than one person, the original PAL must be surrendered and lodged for cancellation by no later than 4:30 p.m. on Tuesday, 24 February 2026 to the Registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, who will cancel the original PAL and issue new PALs in the denominations required which will be available for collection at the Registrar’s address set out above after 9:00 a.m. on the second Business Day after your surrender of the original PAL.

It should be noted that Hong Kong ad valorem stamp duty is payable in connection with the transfer of your rights to subscribe for the relevant Rights Shares to the transferee(s) and the acceptance by the transferee(s) of such rights.

NO EXCESS APPLICATION IN RELATION TO THE RIGHTS SHARES

There will be no excess application arrangement in relation to the Rights Issue.

FRACTIONAL ENTITLEMENTS

The Company will not provisionally allot and will not accept application for any fractions of the Rights Shares. All fractions of the Rights Shares will be aggregated and sold by the Company in the open market if a premium (net of expenses) can be obtained. Any of the Rights Shares remain unsold in the market will not be issued by the Company and the size of the Rights Issue will be reduced accordingly.

EFFECT OF BAD WEATHER OR EXTREME CONDITIONS ON THE LATEST TIME FOR ACCEPTANCE

The Latest Time for Acceptance will not take place at the time indicated above if there is a No. 8 typhoon warning signal or above, a black rainstorm warning signal and/or “extreme conditions” as announced by the Hong Kong Government:

- (i) in force in Hong Kong at any local time before 12:00 noon but no longer in force after 12:00 noon on the day on which the Latest Time for Acceptance is initially scheduled to fall. Instead, the Latest Time For Acceptance of and payment for the Rights Shares will be extended to 5:00 p.m. on the same Business Day; or
- (ii) in force in Hong Kong at any local time between 12:00 noon and 4:00 p.m. on the day on which the Latest Time for Acceptance is initially scheduled to fall. Instead, the Latest Time For Acceptance of and payment for the Rights Shares will be rescheduled to 4:00 p.m. on the following Business Day which does not have either of those warnings in force in Hong Kong at any time between 9:00 a.m. and 4:00 p.m..

If the Latest Time for Acceptance does not take place on or before 4:00 p.m. on Wednesday, 4 March 2026 the dates mentioned herein may be affected. The Company will notify the Shareholders by way of announcement(s) on any change to the expected timetable of the Rights Issue as soon as practicable.

WARNING OF THE RISKS OF DEALING IN THE SHARES AND NIL-PAID RIGHTS SHARES

It should be noted that the Shares have been dealt in on an ex-rights basis since Wednesday 4 February 2026. Dealings in the Rights Shares in the nil-paid form will take place from Friday, 20 February 2026 to Friday, 27 February 2026 (both days inclusive). Any Shareholder or other person dealing in the Shares and/or the nil-paid Rights Shares up to the date on which all the conditions to which the Rights Issue are fulfilled (which is expected to be on 5:00 p.m. on Friday, 13 March 2026) will accordingly bear the risk that the Rights Issue may not become unconditional or may not proceed.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares and/or the nil-paid Rights Shares. Any party who is in any doubt about his/her/its position or any action to be taken is recommended to consult his/her/its own professional adviser(s).

CHEQUES AND BANKER'S CASHIER ORDERS

All cheques or banker's cashier orders will be presented for payment following receipt and all interest earned on such monies will be retained for the benefit of the Company. Without prejudice to the other rights of the Company in respect hereof, the Company reserves the right to reject any PAL in respect of which the cheque or banker's cashier order is dishonoured on first presentation, and in that event the provisional allotment and all rights thereunder will be deemed to have been declined and will be cancelled. You must pay the exact amount payable upon application for the Rights Shares, and underpaid application will be rejected. Completion and return of this PAL together with a cheque or banker's cashier order in payment for the Rights Shares, whether by a Qualifying Shareholder or by any nominated transferee(s), will constitute a warranty by you that the cheque or the banker's cashier order will be honoured on first presentation.

SHARE CERTIFICATES OF THE RIGHTS SHARES AND REFUND CHEQUES FOR THE RIGHTS ISSUE

Subject to fulfillment of the conditions of the Rights Issue, share certificates for the fully-paid Rights Shares are expected to be posted on Monday, 23 March 2026 to those entitled thereto by ordinary post, at their own risk, to their registered addresses. If the Rights Issue does not become unconditional, refund cheques will be posted on Monday, 23 March 2026 by ordinary post to the respective Qualified Shareholders, at their own risk, to their registered addresses. You except HKSCC Nominees Limited will receive one Share certificate for all the Right Issue allotted to you.

DISTRIBUTION OF THIS PAL AND THE PROSPECTUS

The PAL shall only be sent to the Qualifying Shareholders. The Prospectus Documents will not be registered or filed under the applicable securities legislation of any jurisdiction other than Hong Kong. No action has been taken to permit the offering of the Rights Shares, or the distribution of the Prospectus Documents, in any territory other than Hong Kong. Accordingly, no person receiving a copy of any of the Prospectus Documents in any territory outside Hong Kong may treat it as an offer or invitation to apply for the Rights Shares, unless in a territory such an offer or invitation could lawfully be made without compliance with any registration or other legal or regulatory requirements thereof.

It is the responsibility of the Qualifying Shareholders outside Hong Kong wishing to make an application for the Rights Shares to satisfy himself/herself/itself before acquiring any rights to subscribe for the Rights Shares as to the observance of the laws and regulations of all relevant territories, including the obtaining of any governmental or other consents, and to pay any taxes and duties required to be paid in such territory in connected therewith. Any acceptance of or application for Rights Shares by any person will be deemed to constitute a representation and warranty from such person to the Company that these local laws and requirements have been fully complied with. If you are in doubt as to your position, you should consult your own professional advisers. The Company reserves the right to refuse to accept any application for the Rights Shares where it believes that doing so would violate the applicable securities legislation or other laws or regulations of any jurisdiction. For the avoidance of doubt, neither HKSCC nor HKSCC Nominees Limited will give, or be subject to, any of the above representations and warranties.

GENERAL

Lodgment of this PAL with, where relevant, the "FORM OF TRANSFER AND NOMINATION" (Form B) purporting to have been signed by the person(s) in whose favour it has been issued shall be conclusive evidence of the title of the party or parties lodging it to deal with the same and to receive split PALs and/or share certificates for the fully-paid Rights Shares.

PERSONAL DATA COLLECTION – PAL

By completing, signing and submitting the forms accompanying this PAL, you agree to disclose to the Company, the Registrar and/or their respective advisers and agent's personal data and any information which they require about you or the person(s) for whose benefit you have made the acceptance of the provisional allotment of Rights Shares. The Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) (the "Ordinance") provides the holders of securities with rights to ascertain whether the Company or the Registrar holds their personal data, to obtain a copy of that data, and to correct any data that is inaccurate. In accordance with the Ordinance, the Company and 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 (i) the Company, at its principal place of business in Hong Kong at Room 1501, 15/F Shanghai Industrial Investment Building 48-62 Hennessy Road Wanchai, Hong Kong or as notified from time to time in accordance with applicable law, for the attention of the company secretary of the Company; or (ii) (as the case may be) the Registrar at its address set out above for the attention of Privacy Compliance Officer.

Yours faithfully,
For and on behalf of the Board of
**Shanghai International Shanghai
Growth Investment Limited**
ZHAO Tian
Executive Director

SHANGHAI INTERNATIONAL SHANGHAI GROWTH INVESTMENT LIMITED

(於開曼群島註冊成立之有限公司)

(股份代號：770)

緒言

茲提述Shanghai International Shanghai Growth Investment Limited就供股所刊發日期為二零二六年二月十三日之供股章程(「**供股章程**」)。除文義另有所指外，本暫定配額通知書所用詞彙與供股章程所界定者具有相同涵義。根據供股章程所載條款，董事已按於記錄日期(即二零二六年二月十二日)持有及以閣下名義登記的每八(8)股已發行股份獲發三(3)股供股股份之基準，按每股供股股份0.12美元之認購價(接納供股股份時必須以美元繳付股款)向閣下暫定配發一定數目的供股股份。閣下於記錄日期持有之股份列於本暫定配額通知書表格甲之甲欄，而閣下獲暫定配發之供股股份數目列於表格甲之乙欄。

不論暫定配發供股股份的接納程度如何，供股將按非包銷基準進行。倘供股未獲悉數認購，未獲合資格股東或暫定配額通知書項下未繳股款供股股份的棄權人或承讓人承購的供股股份將根據補償安排向獨立承配人配售。本公司將不會發行未根據補償安排配售的配售股份，而供股規模將會相應縮減。供股並無最低籌集金額。供股並無有關最低認購水平的法定規定。供股須待供股章程「**董事會函件—供股之條件**」一節所載條件獲達成後，方可進行。倘上述任何條件未能於二零二六年三月十三日(星期五)下午五時正或之前達成，供股將不會進行。

於配發、發行及繳足股款時，供股股份彼此之間及與當時的已發行股份將於所有方面享有同等地位，包括收取於繳足股款供股股份配發日期或之後的記錄日期宣派、作出或派付的所有未來股息及其他分派的權利。

待未繳股款及繳足股款的供股股份獲准於聯交所上市及買賣以及遵守香港結算的股份接納規定後，未繳股款及繳足股款的供股股份將獲香港結算接納為合資格證券，自未繳股款及繳足股款的供股股份各自於聯交所開始買賣的日期或香港結算釐定的其他日期起，可於中央結算系統內寄存、結算及交收。聯交所參與者之間於任何交易日所進行的交收，須於其後第二個交易日於中央結算系統內交收。於中央結算系統內進行的所有活動均須遵守不時生效的香港結算一般規則及香港結算運作程序規則。

接納及付款手續

閣下如欲全數接納暫定配額，須不遲於二零二六年三月四日(星期三)下午四時正(或於惡劣天氣及/或極端情況下，根據下文「**惡劣天氣或極端情況對最後接納時限的影響**」一段所述之有關較後時間或日期)，按本暫定配額通知書所印列之指示將整份暫定配額通知書連同須於接納時以美元全數繳足之股款(表格甲之丙欄所載)，送達過戶登記處卓佳證券登記有限公司(地址為香港夏慤道16號遠東金融中心17樓)，以接收該等暫定配額。所有股款(以四捨五入計算至仙位數)須以美元支付，並以香港持牌銀行賬戶開出的美元支票或香港持牌銀行發出的美元銀行本票支付，以「**Shanghai International Shanghai Growth Investment Limited – PAL**」為收款人，並以「**只准入抬頭人賬戶**」劃線方式開出。此項付款將構成根據本暫定配額通知書及供股章程之條款，並在本公司經修訂及經重述之組織章程細則規限下接納暫定配發之供股股份。概不會就所接獲之任何股款發出收據。

務請注意，除非原承配人或任何有效承讓暫定配額之人士不遲於二零二六年三月四日(星期三)下午四時正(或於惡劣天氣及/或極端情況下，根據下文「**惡劣天氣或極端情況對最後接納時限的影響**」一段所述之有關較後時間或日期)，將本暫定配額通知書連同表格甲之丙欄所示的適當股款，送達上文所述過戶登記處進行登記，否則暫定配額通知書下之有關暫定配額及一切權利及配額將被視為已遭拒絕及將予註銷。即使暫定配額通知書並未依照相關指示填妥，本公司並無責任但可全權酌情將暫定配額通知書視為有效，並對遞交暫定配額通知書的人士或其所代表的人士具有約束力。本公司可要求有關申請人於稍後階段填妥未填妥之暫定配額通知書。

非包銷基準

不論暫定配發之供股股份之接納水平，供股均會以非包銷基準進行。倘供股不獲悉數認購，任何未獲認購股份及不合資格股東未售供股股份將會根據補償安排按盡力基準配售予獨立承配人。本公司將不會發行補償安排項下未配售之任何未獲認購股份或不合資格股東未售供股股份，而供股規模亦將相應縮減。供股不設最低募資金額。

由於供股將按非包銷基準進行，根據暫定配額通知書申請承購其全部或部分配額之股東或未繳股款供股股份之承讓人(或兩者之一，以適當者為準)或會無意引致須根據收購守則就股份作出全面要約之責任。

因此，供股將按以下條款進行：本公司將就股東之申請作出規定，如供股股份未獲悉數承購，任何股東(香港中央結算(代理人)有限公司除外)就其於供股項下保證配額提出之申請，均根據上市規則第7.19(5)(b)條之附註縮減至(i)不會觸發部分相關股東須根據收購守則作出全面要約責任之水平之基準進行及/或(ii)不會導致本公司違反公眾持股量要求水平的基準進行。

轉讓

閣下如欲轉讓 閣下根據本暫定配額通知書獲暫定配發之供股股份之全部認購權，必須填妥及簽署「轉讓及提名表格」(表格乙)，並將本暫定配額通知書送交承讓權利之人士或經手轉讓權利之人士。其後，承讓人須填妥及簽署「登記申請表格」(表格丙)，並須不遲於二零二六年三月四日(星期三)下午四時正(或於惡劣天氣及/或極端情況下，根據下文「惡劣天氣或極端情況對最後接納時限的影響」一段所述之有關較後時間或日期)將本暫定配額通知書整份連同表格甲之丙欄所示接納時應繳付之全部股款送達過戶登記處卓佳證券登記有限公司(地址為香港夏慤道16號遠東金融中心17樓)。

分拆

閣下如僅欲接納部分暫定配額，或轉讓 閣下根據本暫定配額通知書獲暫定配發之供股股份之部分認購權，或向超過一名人士轉讓 閣下之部分或全部權利，則須不遲於二零二六年二月二十四日(星期二)下午四時三十分將原暫定配額通知書交回及送達過戶登記處卓佳證券登記有限公司(地址為香港夏慤道16號遠東金融中心17樓)予以註銷，過戶登記處將會註銷原暫定配額通知書並按所需數目發出新暫定配額通知書。新暫定配額通知書將可於 閣下交回原暫定配額通知書後第二個營業日上午九時正後於上文所載過戶登記處之地址領取。

務請注意， 閣下轉讓認購相關供股股份的權利予承讓人以及承讓人接納有關權利須繳納香港從價印花稅。

供股股份不設超額申請

供股並無超額申請安排。

零碎配額

本公司將不會暫定配發且不會接受對任何零碎供股股份的申請。倘可獲得溢價(扣除開支)，則所有零碎的供股股份將會合併計算並由本公司於公開市場中出售。任何仍未於市場中出售的供股股份將不會由本公司發行，且供股的規模將相應縮小。

惡劣天氣或極端情況對最後接納時限的影響

倘八號或以上熱帶氣旋警告信號、黑色暴雨警告信號生效及/或香港政府公佈「極端情況」，最後接納時限將不會於上述時間落實：

- (i) 於最初計劃的最後接納時限當日中午十二時正之前任何本地時間在香港生效但於該日中午十二時正之後不再生效。取而代之，最後接納時限及就供股股份繳付股款將延長至同一營業日下午五時正；或
- (ii) 於最初計劃的最後接納時限當日中午十二時正至下午四時正期間的任何本地時間在香港生效。取而代之，最後接納時限及就供股股份繳付股款將改期至該等警告信號並無於上午九時正至下午四時正期間任何時間在香港生效的下一個營業日之下午四時正。

倘最後接納時限並無於二零二六年三月四日(星期三)下午四時正或之前落實，則本暫定配額通知書所述日期可能受到影響。倘供股預期時間表出現任何變動，本公司將於切實可行的情況下盡快刊發公佈以知會股東。

買賣股份及未繳股款供股股份的風險警告

務請注意，股份已自二零二六年二月四日(星期三)起按除權基準買賣，而未繳股款供股股份將於二零二六年二月二十日(星期五)至二零二六年二月二十七日(星期五)(包括首尾兩日)進行買賣。於直至供股之所有條件獲達成當日(預期將為二零二六年三月十三日(星期五)下午五時正)或之前買賣股份及/或未繳股款供股股份之任何股東或其他人士，將相應承擔供股可能不會成為無條件或未必會進行的風險。

本公司股東及潛在投資者於買賣股份及/或未繳股款供股股份時務請審慎行事。任何人士如對其狀況或應採取的行動有任何疑問，務請自行諮詢其本身的專業顧問的意見。

支票及銀行本票

所有支票及銀行本票將於收訖後過戶，而有關款項賺取的所有利息將撥歸本公司所有。在不影響本公司與此有關的其他權利的情況下，本公司保留拒絕受理任何隨附支票或銀行本票於首次過戶時未獲兌現的暫定配額通知書的權利，而在該情況下，該暫定配額及其項下一切權利將被視作已遭拒絕及將予註銷。閣下申請認購供股股份時須繳付準確股款金額，未繳足股款申請將不獲受理。填妥本暫定配額通知書並連同繳付供股股份之股款支票或銀行本票一併交回(不論由合資格股東或任何指定承讓人交回)，即表示閣下保證支票或銀行本票可於首次過戶時兌現。

供股股份的股票或供股的退款支票

待供股的條件獲達成後，繳足股款供股股份的股票預期將於二零二六年三月二十三日(星期一)以平郵方式寄發予有權收取有關股票的人士的登記地址，郵誤風險概由彼等自行承擔。倘供股並未成為無條件，則退款支票將於二零二六年三月二十三日(星期一)以平郵方式寄送至該等合資格股東的登記地址，郵誤風險概由彼等自行承擔。閣下(不包括香港中央結算(代理人)有限公司)將就所獲配發之全部供股股份獲發一張股票。

派發本暫定配額通知書及供股章程

本暫定配額通知書僅向合資格股東寄發。章程文件將不會根據香港以外任何司法權區之適用證券法例進行登記或存檔。本公司並無採取任何行動，以批准在香港以外任何地區提呈發售供股股份或派發章程文件。因此，倘任何人士在香港以外任何地區接獲任何章程文件之文本，除非在該地區可合法提呈有關要約或邀請而毋須遵守其任何登記或其他法律或監管規定，否則不可視作提呈申請供股股份之要約或邀請。

於香港以外地區有意申請供股股份之合資格股東，須於取得認購供股股份之任何權利前自行遵守所有相關地區之法例及規例(包括取得任何政府或其他同意及就此繳付任何有關地區規定須繳付之稅項及徵費)。任何人士就供股股份之接納或申請將被視為構成有關人士向本公司之聲明及保證，表示有關當地法律及規定已獲全面遵守。閣下如對自身的情況有任何疑問，應諮詢閣下之專業顧問。倘本公司相信接納供股股份的任何申請將會觸犯任何司法權區的適用證券法例或其他法例或規例，則本公司保留權利拒絕接納有關申請。為免生疑問，香港結算或香港中央結算(代理人)有限公司概不作出任何上述聲明及保證或受其規限。

一般事項

本暫定配額通知書連同(如相關)宣稱由獲發本暫定配額通知書人士所簽署之「轉讓及提名表格」(表格乙)一經交回，即為交回之人士或各方有權處理本暫定配額通知書及就繳足股款供股股份收取分拆暫定配額通知書及/或股票的決定性證據。

個人資料收集—暫定配額通知書

閣下填妥、簽署及交回本暫定配額通知書隨附之表格，即表示同意向本公司、過戶登記處及/或彼等各自之顧問及代理披露個人資料及彼等所需有關閣下或閣下為其利益而接納供股股份暫定配額的人士之任何資料。香港法例第486章個人資料(私隱)條例(「該條例」)賦予證券持有人權利向本公司或過戶登記處確定是否持有彼等之個人資料、索取有關資料之副本及更正任何不準確之資料。根據該條例，本公司及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。有關查閱資料或更正資料或有關政策及慣例以及持有資料種類之資料的所有要求，應寄往(i)本公司的香港主要營業地點(地址為香港灣仔軒尼詩道48-62號上海實業大廈15樓1501室，或根據適用法律不時作出通知之地點)並以本公司的公司秘書為收件人；或(ii)(視情況而定)過戶登記處(上文所示地址)並以私隱條例事務主任為收件人。

此 致

列位合資格股東 台照

為及代表董事會
Shanghai International Shanghai
Growth Investment Limited
執行董事
趙恬
謹啟

二零二六年二月十三日