TO BE VALID, THE WHOLE OF THIS APPLICATION FORM MUST BE RETURNED 本申請表必須整份交回方為有效

Application Form No.	
申請表編號	

IMPORTANT 重要提示

THIS APPLICATION FORM IS VALUABLE BUT IS NOT TRANSFERABLE AND IS FOR THE USE OF THE USE OF THE USE OF THE USE OF THE OUALIFYING SHAREHOLDER(S) NAMED BELOW ONLY. NO APPLICATION CAN BE MADE AFTER 4:00 P.M. ON FRIDAY, 9 SEPTEMBER 2011.

不平線を表現機能、医生物機能・実施的で入れ日本自身体体を使う。一マー・ナルカルには密加上・THISHILLを作用には一般。 IF YOU ARE IN ANY DOUBLY AS TO ANY ASPECT OF THIS APPLICATION FORM OR AS TO THE ACTION TO BE TAKEN, YOU SHOULD CONSULT A LICENSED SECURITIES DEALER, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER. 関下四封本中第五長付行司面或背景を取る了音角性内製師,推路時時度要灸交易商、銀行程理、律師、專業會計師或其他專業顧問。

TERMS USED HEREIN SHALL HAVE THE SAME MEANINGS AS DEFINED IN THE PROSPECTUS OF PALMPAY CHINA (HOLDINGS) LIMITED DATED 26 AUGUST 2011 UNLESS THE CONTEXT OTHERWISE REQUIRES. 除文義另有所指外・本表格所用詞彙與Palmpay China (Holdings) Limited(中國掌付(集團)有限公司*)於二零一一年八月二十六日刊發之售股章程所界定者具有相同涵義。

A copy of each of the Prospectus Documents, and having attached thereto the documents specified in the paragraph headed "Documents delivered to the Registrar of Companies" in Appendix II to the Prospectus, has been registered with the Registrar of Companies in Hong Kong pursuant to Section 342C of the Companies of Hong Kong pursuant to Section 342C of the Companies of Hong Kong pursuant to Section 342C of the Companies and Futures Commanies in Hong Kong pursuant to Section 342C of the Companies in Hong Kong and the Registrar of Companies in Bermuda in accordance with the Companies Act. The Securities and Futures Commission of Hong Kong, the Registrar of Companies in Hong Kong and the Registrar of Companies in Bermuda take no responsibility as to the contents of these documents. Act The Securities and Futures Commission of Hong Kong, the Registrar of Companies in Hong Kong and the Registrar of Companies in Bermuda take no responsibility as to the contents of these documents. Extra Companies in Hong Kong Extra Contents of the Companies in Bermuda take no responsibility as to the contents of these documents. Extra Companies in Bermuda take no responsibility as to the contents of these documents. Extra Companies in Bermuda take no responsibility as to the contents of these documents. Extra Companies in Bermuda take no responsibility as to the contents of these documents. Extra Companies in Bermuda take no responsibility as to the contents of these documents. Extra Companies in Bermuda take no responsibility as to the contents of the Companies in Bermuda take no responsibility as to the contents of the Companies in Bermuda take no responsibility as to the contents of the Companies in Bermuda take no responsibility as to the contents of the Companies in Bermuda take no responsibility as to the contents of the Companies in Bermuda take no responsibility as to the contents of the Companies in Bermuda take no responsibility as to the contents of the Companies in Bermuda take no responsibility as to the contents of the

任刑废及户悬矩公司任刑废款针问场等不任之内容操作异意。
Hong Kong Exchanges and Clearing Limited, the Stock Exchange and HKSCC take no responsibility for the contents of this Application 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 Application Form.

香港交易技能專作預念可,變於及香港越資料率申募之內國都不會事,對某年權性或完整性亦予要表任何證明,並明確表示權化或配本申請表全國或任何部分內容而產生或因依賴茲等內容而到数之任何辦失權任何責任。

Dealings in the Shares and the Offer Shares may be settled through CCASS and you should consult your licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser for details of these settlement arrangements and how such arrangements may affect your rights and interests.

MO及受管服役人支管国内线通中头超算系统是行效、图下废据数等交及货产设施及等安货可能對 图下之權利及權益所構成之影響諮詢 图下之排牌證券交易商、銀行經理、律節、專業會計師或其他專業顧問。



PALMPAY CHINA (HOLDINGS) LIMITED

中國掌付(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: 8047) (股份代號:8047)

OPEN OFFER OF 627,647,828 OFFER SHARES AT HK\$0.05 PER OFFER SHARE ON THE BASIS OF ONE OFFER SHARE

FOR EVERY ONE EXISTING SHARE HELD ON THE RECORD DATE 以公開發售方式按於記錄日期每持有一股現有股份獲發一股發售股份之基準, 以每股發售股份0.05港元發售627,647,828股發售股份

PAYABLE IN FULL ON APPLICATION BY NO LATER THAN 4:00 P.M. ON FRIDAY, 9 SEPTEMBER 2011 股款須於申請時(不得遲於二零一一年九月九日(星期五)下午四時正)繳足

APPLICATION FORM 申請表

Clarendon House 2 Church Street Hamilton HM 11

Head office and principal place of business in Hong Kong: 香港總辦事處暨主要營業地點:

Unit 1601 16/F., Ruttonjee House Ruttonjee Centre 11 Duddell Street Central Hong Kong

中環 都参利街11號

26 August 2011

Name(s) and address of Qualifying Shareholder(s) 合資格股東姓名及地址		Number of Shares registered in your name on 25 August 2011 於二零一一年八月二十五日以 關下名義登記之股份數目
	Box A 甲欄	
		Number of Offer Shares in your assured allotment subject to payment in full on application by no later than 4:00 p.m. on Friday, 9 September 2011 關下獲保證配發之發售股份數目(須不遲於二零一一年九月九日(星期五)下午四時正申請時繳足)
	Box B 乙欄	
		Amount payable on assured allotment when applied in full 申請認購全數保證配額時應繳款項
	Box C 丙欄	
	HK\$ 港元	
	Box D 丁欄	Number of Offer Shares applied for 申請認購之發售股份數目
	HK\$ 港元	Remittance enclosed 隨附股款

甲剛剛リ田エスパースと言葉物が来作中。 Please enter in Box D the number of Offer Shares applied for and the amount of remittance enclosed (calculated as the number of Offer Shares applied for multiplied by HK\$0.05) 請於丁欄填妥所中講認購之發售股份數目及随附之股款金額(以申請認購之發售股份數目乗以0.05港元計算)

You are entitled to apply for any number of Offer Shares which is equal to or less than your assured allotment shown in Box B above by filling in this Application Form. Subject as mentioned in the Prospectus and this Application Form, such allotment is made to the Shareholders who (a) were registered on the register of members of the Company and (b) were not the Prohibited Shareholders at the close of business on Thursday, 25 August 2011 on the basis of an assured allotment of one Offer Share for every existing Share held on Thursday, 25 August 2011. 図 「各種港通道業本申請家長中部認識相母家族少於上文乙爾所列 國下獲保証金子任何發售股份數目。在售股章程及本申請表所述者規限下,有關配限刀向於二零一年八月二十五日(星期四)營業時間結束時(a)登記於本公司股東名冊及(b)並非受禁制股東之股東作出・基準為股於二零一千八月二十五日(星期四)營業時間結束時(a)登記於本公司股東名冊及(b)並非受禁制股東之股東作出・基準為股於二零一十八月二十五日(星期四)營業時間結束時(a)登記於本公司股東名冊及(b)並非受禁制股東之股東作出・基準為股於二零一十八月二十五日(星期四)營業時間結束時(a)登記於本公司股東名冊及(b)並非受禁制股東之股東作出・基準

If you wish to apply for any Offer Shares, you should complete and sign this Application Form, and lodge this Application Form together with a remittance for the full amount payable in respect of the Offer Shares applied for with the Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong by not later than 4-00 pm on Friday, 9 September 2011. All remittances must be insued by, a licensed bank in Hong Kong and made payable to "Palmpay China (Holdings) Limited — Open Offer Account" and crossed "Account Payee Only" and comply with the procedures see tout overleat. No receipt will be given for such remittances.

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Additional information including conditions and procedures for application of the Offer Shares is enclosed 隨附額外資料載有發售股份之條件及申請手續。

Branch share registrar and transfer

office in Hong Kong: 香港股份過戶登記分處:

Tricor Tengis Limited

卓佳登捷時有限公司

皇后大道東28號

金鐘匯中心26樓

Hong Kong

26th Floor, Tesbury Centre 28 Queen's Boad Fast



PALMPAY CHINA (HOLDINGS) LIMITED

中國掌付(集團)有限公司*

(Incorporated in Bermuda with limited liability)
(Stock Code: 8047)

CONDITIONS

- 1. No Prohibited Shareholder is permitted to apply for any Offer Shares.
- 2. No receipt will be issued for sums received on application(s) but it is expected that share certificate(s) for any Offer Shares in respect of which the application(s) is/are accepted in full or in part will be sent to the allottee(s) or, in the case of joint allottees, to the first named allottee by ordinary post, at their own risk, at the address stated on the form(s).
- 3. Completion of this Application Form will constitute an instruction and authority by the applicant(s) to the Company and/or Tricor Tengis Limited or some person nominated by them for the purpose, on behalf of the applicant(s), to execute any registration of this Application Form or other documents and, generally, to do all such other things as such company or person may consider necessary or desirable to effect registration in the name of the applicant(s) of the Offer Shares applied for or any lesser number in accordance with the arrangements described in the Prospectus.
- 4. The applicant(s) of the Offer Shares undertake to sign all documents and to do all other acts necessary to enable him/her/them to be registered as the holder(s) of the Offer Shares which he/she/they has/have applied for subject to the memorandum of association and the bye-laws of the Company.
- 5. Remittance(s) will be presented for payment upon receipt by the Company and all interest earned (if any) will be retained for the benefit of the Company. Completion and return of this Application Form will constitute a warranty by the applicant(s) that the cheque or the cashier's order will be honoured on first presentation. Without prejudice to the other entitlements of the Company in respect thereof, the Company reserves the right to reject any Application Form in respect of which the accompanying cheque or cashier's order is dishonoured on first presentation or, at the option of the Company, subsequent presentation. In such event, the relevant assured allotments of the Offer Shares and all entitlements thereunder will be deemed to have been declined and will be cancelled.
- 6. Your right to apply for the Offer Shares is not transferable
- 7. The Company reserves the right to accept or refuse any application(s) for Offer Shares which does/do not comply with the procedures for application set out herein.
- 8. Completion and return of this Application Form will constitute a warranty and representation to the Company that all registration, legal and regulatory requirements of all relevant jurisdictions other than Hong Kong in connection with this Application Form and any acceptance of them have been, or will be, duly complied with. If you are in doubt as to your position, you should consult your professional advisers.
- 9. The Underwriting Agreement contains provisions entitling Starryland on behalf of the Underwriters by notice in writing to the Company at any time prior to 4:00 p.m. on Thursday, 15 September 2011 to terminate its obligations thereunder on the occurrence of certain events including force majeure. These events are set out in the section headed "Termination of the Underwriting Agreement" under the section headed "Letter from the Board" of the Prospectus. If Starryland on behalf of the Underwriters terminates the Underwriting Agreement in accordance with the terms thereof, the Open Offer will not proceed. In addition, the Open Offer is conditional upon the fulfillment of the conditions set out in the paragraph headed "Conditions of the Open Offer" under the section headed "Letter from the Board" of the Prospectus.

PROCEDURES FOR APPLICATION

You may apply for such number of Offer Shares which is equal to or less than your assured allotment set out in Box B by filling in this Application Form.

To apply for such number of Offer Shares which is less than your assured allotment, enter in Box D of this Application Form the number of Offer Shares for which you wish to apply for and the total amount payable (calculated as the number of Offer Shares applied for multiplied by HK\$0.05). If the amount of the corresponding remittance received is less than that required for the number of Offer Shares inserted, the applicant(s) will be deemed to have applied for such lesser number of Offer Shares for which full payment has been received.

If you wish to apply for the exact number of Offer Shares set out in Box B of this Application Form, this number should be inserted in Box D of this Application Form. If no number is inserted, you will be deemed to have applied for the number of Offer Shares for which full payment has been received.

This Application Form, when duly completed, to which the appropriate remittance(s) should be stapled accordingly, should be folded once and must be returned to the Company's branch share registrar and transfer office in Hong Kong, Tricor Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, no later than 4:00 p.m. on Friday, 9 September 2011. All remittance(s) must be made in Hong Kong dollars. Cheques must be drawn on an account with, or cashier's orders must be issued by, a licensed bank in Hong Kong, and made payable to "Palmpay China (Holdings) Limited — Open Offer Account" for your assured allotment of Offer Shares and crossed "Account Payee Only". Unless this Application Form, together with the appropriate remittance shown in Box C or Box D (as the case may be) of this Application Form has been received by 4:00 p.m. on Friday, 9 September 2011, your right to apply for the Offer Shares and all rights in relation thereto shall be deemed to have been declined and will be cancelled.

Share certificate is expected to be posted by ordinary post to you on or before Tuesday, 20 September 2011 at your own risk. You will receive one share certificate for all the entitlement to Offer Shares validly applied for and issued to you.



PALMPAY CHINA (HOLDINGS) LIMITED

中國掌付(集團)有限公司*

(於百慕達註冊成立之有限公司) (股份代號:8047)

條件

- 1. 受禁制股東不得申請認購任何發售股份。
- 2. 概不會就收到之申請認購款項發出收據·惟預期申請獲全數或部分接納之任何發售股份股票將以平郵方式按表格所列地址寄交獲配發人;如屬聯名獲配發人,則寄交名列首位之獲配發人,郵誤風 險概由被生白行函推。
- 3. 填妥本申請表將構成申請人指示及授權本公司及/或卓佳登捷時有限公司或彼等就此提名之其他人士代表申請人辦理本申請表或其他文件之任何登記手續,以及作出有關公司或人士可能認為必要或合適之一切其他事情,以根據售股章程所述安排,將申請人所申請認購之數目或任何較少數目之發售股份登記在申請人名下。
- 4. 發售股份之申請人承諾簽署所有文件並作出一切其他必要行為以讓彼/彼等登記成為彼/彼等所申請認購之發售股份之持有人,惟須符合本公司組織章程大綱及公司細則之規定。
- 5. 股款將於本公司收訖後過戶,而自此赚取之所有利息(如有)將撥歸本公司所有。填妥及交回本申請表,即構成申請人保證支票或銀行本票將於首次過戶時兑現。在不影響本公司其他有關權利之情 況下,本公司保留權利拒絕接納隨附之支票或銀行本票於首次過戶或(按本公司選擇)其後過戶時未能兑現之任何申請表。在此情況下,有關獲保證配發之發售股份及其項下之所有配額將視作不獲 接納並予以許銷。
- 6. 閣下申請認購發售股份之權利不得轉讓。
- 7. 本公司保留權利接受或拒絕任何不符合本表格所載申請手續之發售股份認購申請。
- 8. 填妥及交回本申請表即表示 閣下向本公司作出一項保證及聲明,已經或將會就本申請表及其任何接納全面遵守香港以外所有有關司法管轄區之一切登記、法律及監管規定。倘 閣下對其狀況存有疑問,應諮詢 閣下之專業顧問。
- 9. 務須注意,包銷協議載有條文賦予Starryland權力代表包銷商於二零一一年九月十五日(星期四)下午四時正前任何時間向本公司發出書面通知,以於發生若干事件(包括不可抗力事件)之情況下終止其於包銷協議項下之責任。該等事件載於售股章程「終止包銷協議」一節及「董事會函件」一節中「終止包銷協議」一段。倘Starryland代表包銷商根據包銷協議條款終止包銷協議,則公開發售將不會進行。此外,公開發售須待售股章程「董事會函件」一節「公開發售之條件」一段所載之條件達成後,方可作實。

由請手續

閣下可诱過填寫本申請表申請認購相等於或少於乙欄所列 閣下獲保證配發之有關發售股份數目。

欲申請認購少於 閣下獲保證配發之發售股份數目,請在本申請表丁欄內填上 閣下欲申請認購之發售股份數目及應繳款項總額(以申請認購之發售股份數目乘以0.05港元計算)。倘所收到之相應股款 少於所填上之發售股份數目所需之股款,則申請人將被視作申請認購已收全數款項所代表之有關較少發售股份數目。

倘 閣下欲申請認購本申請表乙欄所列數目之發售股份,則請在本申請表丁欄內填上此數目。如無填上任何數目,則 閣下將被視作申請認購已收全數款項所代表之發售股份數目。

填妥本申請表並將適當之股款相應地緊釘其上後,請將表格對摺並須**不遲於二零一一年九月九日(星期五)下午四時正**交回本公司之香港股份過戶登記分處卓佳登捷時有限公司,地址為香港灣仔皇 后大道東28號金鐘匯中心26樓。所有股款必須以港元支付。支票須以香港持牌銀行賬戶開上,而銀行本票則須由香港持牌銀行發出,並以「Palmpay China (Holdings) Limited — Open Offer Account」為抬頭人認購 閣下獲保證配發之發售股份,並劃線註明「足准入抬頭人賬戶」。除非本申請表連同本申請表表例或丁欄(視情況而定)所示之適當股款於二零一一年九月九日(星期五)下午四時正已經收到,否則 閣下申請認購發售股份之權利以及一切有關權利將視作不獲接納及將被註銷。

預計股票將於二零一一年九月二十日(星期二)或之前以平郵方式寄發予 閣下・郵誤風險概由 閣下自行承擔。 閣下將就全部有效申請並配發予 閣下之發售股份獲發一張股票。

* 僅供識別



PALMPAY CHINA (HOLDINGS) LIMITED

中國掌付(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: 8047) (股份代號:8047)

To: Palmpay China (Holdings) Limited

致:中國掌付(集團)有限公司

Dear Sirs.

I/We, being the registered holder(s) of the Shares stated overleaf, enclose a remittance** for the amount payable in full on application for the number of Offer Shares at an issue price of HK\$0.05 per Offer Share specified in Box B (or, if and only if Box D) is completed, in Box D). I/We accept that number of Offer Shares on the terms and conditions of the Prospectus dated 26 August 2011 and subject to the memorandum of association and bye-laws of the Company and I/we hereby undertake and agree to apply for the same or any lesser number of such Offer Shares in respect of which this application may be made. I/We authorise the Company to place my/our name(s) on the register of members as the holder(s) of such Offer Shares or any lesser number of Offer Shares as aforesaid and to send the share certificate in respect thereof by ordinary post at my/our risk to the address specified overleaf. I/We have read the conditions and procedures for application set out overleaf and agree to be bound thereby. By signing this form, I/we declare that I/we am/are not Prohibited Shareholder(s) and my/our application for the Offer Shares does not violate any applicable securities or other laws or regulations of any jurisdiction outside Hong Kong.

共他法律以法規。				
		Please insert contact telephone number 請填上聯絡電話號碼		
Signature(s) of Qualifying (all joint Qualifying Shareh 合資格股東簽署 (所有聯名合資格股東均須簽	older(s) must sign)			
(1)	(2)	(3)	(4)	
Date	2011			
日期:二零一一年	月			
Details to be filled in by Q 請会資格股車填采以下詳情:				

Number of Offer Shares applied for (being the total specified in Box D, or failing which, the total specified in Box B) 申請認購發售股份數目 (丁欄所列明之總數 或(如未有填妥)乙欄 所列明之總數)	Total amount of remittance (being the total specified in Box D, or failing which, the total specified in Box C) 股款總額 (丁欄所列明之股款總額或 (如未有填妥) 丙欄所列明之股款總額)	Name of bank on which cheque/ cashier's order is drawn 支票/銀行本票之 付款銀行名稱	Cheque/cashier's order number 支票/銀行本票號碼
	HK\$ 港元		

- Cheque or cashier's order should be crossed "Account Payee Only" and made payable to "Palmpay China (Holdings) Limited Open Offer Account" (see the paragraph headed "Procedures for Application" on the reverse side of this form).
- 支票或銀行本票須劃線註明「只准入抬頭人賬戶」・並以「Palmpay China (Holdings) Limited Open Offer Account」為抬頭人(請參閱本表格背頁「申請手 續|一段)

Valid application for such number of Offer Shares which is less than or equal to an applicant's assured allotment will be accepted in full, assuming that the conditions of the Open Offer have been satisfied. If no number is inserted in the boxes above, you will be deemed to have applied for the number of Offer Shares for which payment has been received. If the amount of the remittance is less than that required for the number of Offer Shares inserted, you will be deemed to have applied for such lesser number of Offer Shares for which payment has been received. Application will be deemed to have been made for a whole number of Offer Shares. No receipt will be given for remittance.

假設公開發售之條件獲達成,申請認購發售股份數目少於或相等於申請人獲保證配發之數目之有效申請將獲全數接納。倘上欄內並無填上數目,則 閣下將被視作申請認購已 收款項所代表之發售股份數目。倘股款少於申請認購上欄所填數目之發售股份所需之股款,則 閣下將被視作申請認購已收款項所代表之有關較少發售股份數目。申請將被視 作為申請認購完整之發售股份數目而作出。本公司將不會就股款發出收據。

For identification purposes only