

TO BE VALID, THE WHOLE OF THIS APPLICATION FORM MUST BE RETURNED

本申請表格必須整份交回方為有效

Application Form No.
申請表格編號

IMPORTANT
重要提示

IF YOU ARE IN ANY DOUBT ABOUT THIS APPLICATION FORM OR ABOUT ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR STOCKBROKER OR LICENSED SECURITIES DEALER, REGISTERED INSTITUTION IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER.
閣下如對本申請表格或應採取之行動有任何疑問，應諮詢閣下之股票經紀或持牌證券商、註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。
THIS APPLICATION FORM IS VALUABLE BUT IS NOT TRANSFERABLE AND IS FOR THE USE OF THE QUALIFYING SHAREHOLDER(S) NAMED BELOW ONLY. NO APPLICATION CAN BE MADE AFTER 4:00 P.M. ON FRIDAY, 31 JULY 2015.

本申請表格具有價值，但不可轉讓，並僅供下列名之合資格股東使用。二零一五年七月三十一日(星期五)下午四時正後不得提出申請。
Dealers in the shares of the Company may be settled through the Central Clearing and Settlement System ("CCASS") and you should consult your stockbroker or licensed securities dealer, registered institution in securities, 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.
本公司股份之買賣可透過中央結算及交收系統(中央結算系統)進行交收。閣下應諮詢閣下之股票經紀或持牌證券商、註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問有關交收安排之詳情，以及該等安排對閣下享有之權利及權益所構成之影響。
A copy of this Application Form, together with a copy of the accompanying prospectus of MERDEKA MOBILE GROUP LIMITED (the "Company") dated 17 July 2015 (the "Prospectus"), a copy of the form of application for excess Offer Shares (the "Excess Application Form"), and the documents mentioned in the paragraph headed "Documents delivered to the Registrar of Companies in Hong Kong" in Appendix III to the Prospectus have been registered with the Registrar of Companies in Hong Kong pursuant to 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 and the Securities and Futures Commission of Hong Kong take no responsibility as to the contents of these documents.

本申請表格之副本連同萬德移動集團有限公司(本公司)刊發日期為二零一五年七月十七日之發售章程(章程)之副本、額外發售股份申請表格(額外申請表格)之副本及章程附錄三「送呈香港公司註冊處處長之文件」一段所述之文件，已根據香港法例第32章公司(清盤及雜項條文)條例第342C條之規定於香港公司註冊處處長登記。香港公司註冊處處長及香港證券及期貨事務監察委員會對此等文件之內容概不負責。
Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and the Hong Kong Securities Clearing Company Limited ("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.
香港交易及結算有限公司、香港聯合交易所有限公司(聯交所)及香港中央結算有限公司(香港結算)對本申請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，並明確表示概不就本申請表格全部或任何部份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。

Subject to the granting of listing of, and permission to deal in, the Offer Shares on the Stock Exchange, the Offer Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the commencement date of dealings in the Offer Shares on the Stock Exchange or such other date 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 CCASS and CCASS Operational Procedures in effect from time to time.
待發售股份獲批准於聯交所上市及買賣後，發售股份將獲香港結算接納為合資格證券，由發售股份於聯交所開始買賣日期或香港結算釐定之有關其他日期起，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進行之交易須於其後之第二個交易日透過中央結算系統進行交收。中央結算系統內之一切活動均須根據不時生效之中央結算系統一般規則及中央結算系統運作程序規則進行。

It should be noted that the Shares have been dealt in on an ex-entitlement basis commencing from Wednesday, 8 July 2015 and that dealings in Shares may take place while the conditions to which the Underwriting Agreement is subject remain unfulfilled. Any Shareholder or other person dealing in the Shares up to the date on which all the conditions to which the Offer Shares is subject are fulfilled (which is expected to be on Monday, 3 August 2015) will accordingly bear the risk that the Offer Shares may not become unconditional or may not proceed. Any Shareholder or other person contemplating selling or purchasing the Shares who is in any doubt about his/her position, is recommended to consult his/her/its own professional adviser.
務請注意，股份已經由二零一五年七月八日(星期三)開始按除權基準進行買賣，而股份或會在包銷協議條件仍有待達成之情況下進行買賣。因此，任何股東或其他於公開發售全部有待達成之條件獲達成當日(預期為二零一五年八月三日(星期一))之前買賣股份之人士，將承擔公開發售可能不會成為無條件或不會繼續進行之風險。任何股東或其他擬出售或購買股份之人士如對本身之地位有任何疑問，應自行諮詢專業顧問意見。

Terms used herein shall have the same meanings as defined in the Prospectus unless the context otherwise requires.
除文義另有所指外，本表格所用詞彙與章程所界定者具有相同涵義。

Hong Kong Branch
Share Registrar:
Tricor Tengis Limited
Level 22, Hopewell Centre
183 Queen's Road East
Hong Kong

香港股份過戶登記分處:
卓佳登捷時有限公司
香港
皇后大道東183號
合和中心22樓



MERDEKA MOBILE GROUP LIMITED
(萬德移動集團有限公司*)
(Incorporated in the Cayman Islands with limited liability)
(於開曼群島註冊成立之有限公司)
(Stock code: 8163)
(股份代號: 8163)

Registered Office:
Cricket Square
Hutchins Drive, P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

Head office and principal place of business in Hong Kong:
Room 1502
Chinachem Century Tower
178 Gloucester Road
Wanchai, Hong Kong

註冊辦事處:
Cricket Square
Hutchins Drive, P.O. Box 2681
Grand Cayman KY1-1111
Cayman Islands

總辦事處及香港主要營業地點:
香港灣仔
告士打道178號
華懋世紀廣場
1502室

17 July 2015
二零一五年七月十七日

OPEN OFFER ON THE BASIS OF TWO (2) OFFER SHARES FOR EVERY ONE (1) SHARE HELD ON THE RECORD DATE AT THE SUBSCRIPTION PRICE OF HK\$0.09 PER OFFER SHARE
於記錄日期每持有一(1)股股份可獲發兩(2)股公開發售股份之基準
按認購價每股公開發售股份0.09港元
PAYABLE IN FULL ON ACCEPTANCE BY NOT LATER THAN 4:00 P.M. ON FRIDAY, 31 JULY 2015
股款須不遲於二零一五年七月三十一日(星期五)下午四時正接納時全數繳足
APPLICATION FORM
申請表格

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

Form for Name(s) and address of the Qualifying Shareholder(s)

Number of Shares registered in your name on 16 July 2015
於二零一五年七月十六日以前，閣下名義登記之股份數目

Box A
甲欄

Form for Number of Shares registered in your name on 16 July 2015

Number of Offer Shares in your assured allotment, subject to payment in full on application by not later than 4:00 p.m. on Friday, 31 July 2015
閣下獲保證配發之發售股份數目(惟須不遲於二零一五年七月三十一日(星期五)下午四時正申請時全數繳足有關股款方作實)

Box B
乙欄

Form for Number of Offer Shares in your assured allotment

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

Form for Amount payable on assured allotment

Application can only be made by the Qualifying Shareholder(s) named above.

認購申請僅可由上文列名之合資格股東作出。

Please enter in Box D the number of Offer Shares applied for and the amount of remittance enclosed (calculated as number of Offer Shares applied for multiplied by HK\$0.09).

請於丁欄填妥所申請認購之發售股份數目及隨附之股款金額(以申請認購之發售股份數目乘以0.09港元計算)。

Any payments for Offer Shares should be rounded up to 2 decimal points.

發售股份之任何付款金額應向上調整至兩個小數點。

Number of Offer Shares applied for
申請認購之發售股份數目

Box D
丁欄

Form for Number of Offer Shares applied for and amount of remittance

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 offer is made to the Shareholders whose names were on the registers of members of the Company and who were Qualifying Shareholders on the basis of two (2) Offer Shares for every one (1) Share held on 16 July 2015.

閣下有權透過填寫本申請表格申請認購相等於或少於上文乙欄所列閣下獲保證配發之任何發售股份數目。在章程及本申請表格所述者規限下，有關發售建議乃按每持有一(1)股股份可獲發兩(2)股發售股份的基準，向於二零一五年七月十六日名列本公司股東名冊並為合資格股東身份之股東作出。

If you wish to apply for such number of Offer Shares which is more than your assured allotment shown in Box B above, i.e. the excess Offer Shares, you should also fill in the separate Excess Application Form, and lodge it with a separate remittance for full amount payable in respect of the excess Offer Shares.

倘閣下欲申請認購多於上文乙欄所列閣下獲保證配發之有關發售股份數目(即額外發售股份)，則閣下須另行填寫額外申請表格，並連同認購額外發售股份所涉及之全數應繳款項以獨立開出之支票或銀行本票一併交回。

If you wish to apply for any Offer Shares and/or excess Offer Shares, you should complete and sign this Application Form and/or the Excess Application Form, and lodge the form(s) together with the appropriate remittance(s) for the full amount payable in respect of the Offer Shares and/or the excess Offer Shares being applied for with the Company's Hong Kong Branch Share Registrar, Tricor Tengis Limited, Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, by not later than 4:00 p.m. on Friday, 31 July 2015. All remittance(s) for application of Offer Shares under assured allotment must be in Hong Kong dollars and made payable to "MERDEKA MOBILE GROUP LIMITED - OPEN OFFER ACCOUNT" and crossed "Account Payee Only" and comply with the procedures set out overleaf. No application(s) of Offer Shares and/or excess Offer Shares can be made by any person who are Non-Qualifying Shareholders.

倘閣下欲申請認購任何發售股份及/或額外發售股份，請填妥及簽署本申請表格及/或額外申請表格，並將有關表格連同申請認購發售股份及/或額外發售股份之全數應繳款項之足額股款，於二零一五年七月三十一日(星期五)下午四時正前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，地址為香港皇后大道東183號合和中心22樓。所有申請認購發售股份的保證配額之股款必須為港元，並須註明抬頭人為"MERDEKA MOBILE GROUP LIMITED - OPEN OFFER ACCOUNT"及以「只准入抬頭人賬戶」方式劃線開出，以及須符合背頁所載手續。身為非合資格股東之人士不得申請認購發售股份及/或額外發售股份。

* For identification purposes only
* 僅供識別



MERDEKA

MERDEKA MOBILE GROUP LIMITED

(萬德移動集團有限公司*)

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立之有限公司)

(Stock code: 8163)

(股份代號: 8163)

To: MERDEKA MOBILE GROUP LIMITED

致: 萬德移動集團有限公司

Dear Sirs,
敬啟者:

I/We, being the Qualifying Shareholder(s) stated overleaf, enclose herewith a remittance** for the amount payable in full on application for the number of Offer Shares at a price of HK\$0.09 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 17 July 2015 and this Application Form and subject to the memorandum of association of the Company and I/We hereby under take 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 share certificate(s) 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.

本人/吾等為背頁所列之合資格股東，現申請認購乙欄(或倘已填妥丁欄，則丁欄)指定之發售股份數目，並附上按每股發售股份0.09港元之價格計算須於申請時繳足之全數股款**。本人/吾等謹此按照日期為二零一五年七月十七日之章程及本申請表格所載之條款及條件，並在貴公司之組織章程大綱限制下接納有關數目之發售股份，而本人/吾等謹此承諾並同意接納相等於或少於與本申請有關之發售股份數目。本人/吾等謹此授權貴公司將本人/吾等之姓名列入股東名冊，作為有關數目或前述數目較少之發售股份之持有人，並請貴公司將有關股票按背頁地址以平郵方式寄予本人/吾等，郵誤風險概由本人/吾等承擔。本人/吾等已詳閱(並同意全部遵守)背頁所載各項條件及申請手續。

Please insert contact
telephone number
請填上聯絡電話號碼

Signature(s) of Qualifying Shareholder(s)
(all joint Qualifying Shareholder(s) must sign)
合資格股東簽署(所有聯名合資格股東均須簽署)

(1) _____ (2) _____ (3) _____ (4) _____

Date: _____ 2015

日期: 二零一五年 _____ 月 _____ 日

Details to be filled in by Qualifying Shareholder(s):
請合資格股東填妥以下詳情:

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 (丁欄或(如未有填妥)丙欄所列明之股款總額)	Name of bank on which cheque/banker's cashier order is drawn 支票/銀行本票之 付款銀行名稱	Cheque/banker's cashier order number 支票/銀行本票號碼
	HK\$ 港元		

** Cheque or banker's cashier order should be crossed "Account Payee Only" and made payable to "MERDEKA MOBILE GROUP LIMITED – OPEN OFFER ACCOUNT" (see the section headed "Procedures for Application" on the reverse side of this form).

** 支票或銀行本票須以「只准入抬頭人賬戶」方式並以「MERDEKA MOBILE GROUP LIMITED – OPEN OFFER ACCOUNT」為抬頭人劃線開出(請參閱本表格背頁「申請手續」一節)。

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 the 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已經達成，則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的有效申請將獲全數接納。倘閣下並無在上欄填上數目，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。倘若已收的股款少於申請認購上欄所填數目之發售股份所應支付之股款，則閣下將被視作申請認購已收股款所代表之發售股份數目。閣下作出之申請將被視作為申請認購完整之發售股份數目而作出。本公司不會就已收的股款發出收據。

條件

1. 身為受禁制股東的股東，不得申請認購任何發售股份及／或額外發售股份。
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份接納之任何發售股份及／或額外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，郵誤風險概由彼等自行承擔。
3. 填妥本申請表格及／或額外申請表格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任何人士代表認購人辦理本申請表格及／或額外申請表格或其他文件之任何登記手續，以及於一般情況下進行有關公司或人士可能認為必需或合適之一切其他事宜，以根據章程所述安排，將認購人所申請認購之數目或任何較少數目之發售股份及／或額外發售股份登記在認購人名下。
4. 發售股份及／或額外發售股份之認購人承諾簽署所有文件並採取一切其他必要行動以讓認購人登記成為所申請認購之發售股份及／或額外發售股份之持有人，惟須符合本公司組織章程大綱之規定。
5. 本公司收到認購款項後將隨即將之過戶，由此而產生之一切利息收入(如有)將撥歸本公司所有。倘支票未能於首次過戶時兌現，則有關申請可能不獲受理。
6. 閣下申請認購發售股份及／或額外發售股份之權利不得轉讓。
7. 本公司保留酌情權接受或拒絕任何不符合本保證配額申請表格及／或額外申請表格所載手續之發售股份及／或額外發售股份認購申請。

申請手續

閣下可透過填寫本申請表格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。

倘 閣下欲申請認購少於 閣下獲保證配發之發售股份數目，請在本申請表格丁欄內填上 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0.09港元計算)。倘所收到之相應認購款項少於所填上之發售股份數目之所應支付之股款，則認購人將被視作申請認購已收全數款項所代表之相關較少發售股份數目。

倘 閣下欲申請本申請表格乙欄所列數目之發售股份，請在本申請表格丁欄內填上此數目。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數目之發售股份。

倘 閣下欲申請認購多於本申請表格乙欄所列 閣下獲保證配發之任何發售股份數目(即額外發售股份)，則 閣下須另行使用額外申請表格，並於額外申請表格之適當位置填上 閣下欲申請認購之額外發售股份數目及應繳款項總額(以申請認購之額外發售股份數目乘以0.09港元計算)。閣下可隨本身的意願申請認購任何數目之額外發售股份。倘若已收之相應認購款項少於所填上申請認購之額外發售股份數目所應支付之股款，則認購人將被視作申請認購已收股款所代表之較少額外發售股份數目。填妥本申請表格及／或額外申請表格並據此將適當股款緊釘其上後，請將表格對摺並於二零一五年七月三十一日(星期五)下午四時正或之前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，地址為香港皇后大道東183號合和中心22樓。所有股款必須為港元，支票必須以香港持牌銀行戶口開出，而銀行本票則須由香港持牌銀行發出，並以「MERDEKA MOBILE GROUP LIMITED – OPEN OFFER ACCOUNT」為抬頭人認購保證配額之發售股份，及以「MERDEKA MOBILE GROUP LIMITED – EXCESS APPLICATION ACCOUNT」為抬頭人認購額外發售股份，並以「只准入抬頭人賬戶」方式劃線開出。除非本申請表格及／或額外申請表格連同本申請表格丙欄或丁欄(視情況而定)所示之適當股款及／或額外申請表格所示之適當股款於二零一五年七月三十一日(星期五)下午四時正或之前收到，否則 閣下申請認購發售股份及／或額外發售股份之權利以及一切有關權利將視作被拒絕而予以取消。

閣下將就發售股份及／或獲分配之額外發售股份(如有)收取一張股票。

預期股票將於二零一五年八月十日(星期一)或之前以平郵方式寄予 閣下，郵誤風險概由 閣下自行承擔。

終止包銷協議

倘於最後終止時限(惟倘最後終止時限當日為於上午九時正至下午四時正期間懸掛或仍然懸掛風暴警告之營業日，則最後終止時限將為於當日上午九時正至下午四時正期間並無懸掛或仍然懸掛風暴警告之下一個營業日)前：

- (i) 包銷商全權認為公開發售之成功將因下列各項而受到重大不利影響：
 - (a) 出台任何新法例或現行法例及法規出現任何重大變動，而包銷商全權認為會對本集團之整體業務、財務、經營狀況或前景產生重大不利影響或對公開發售之文義產生重大不利影響；或
 - (b) 發生本地、國家或國際事件或出現政治、軍事、金融、經濟或其他性質之變動，而包銷商全權認為會對本集團之整體業務、財務、經營狀況或前景產生重大不利影響或對公開發售之成功產生重大不利影響，或令公開發售屬不宜或不智；或
 - (c) 由於特殊金融狀況或其他原因，於聯交所買賣股份受到任何凍結、暫停或重大限制；或
- (ii) 市況出現任何重大不利變動，而包銷商全權認為可能會對公開發售之成功產生重大不利影響，或令公開發售屬不宜或不智；或
- (iii) 本公司或本集團任何成員公司之情況出現任何變動，而包銷商全權認為會對本公司之前景產生不利影響；或
- (iv) 任何不可抗力事件，包括(但不限於其一般性)任何天災、戰爭、暴動、動亂、騷亂、火災、水災、爆炸、疫症、恐怖活動、罷工或停工；或
- (v) 本集團整體之業務或財務或經營狀況或前景出現任何重大不利變動(無論是否與上述任何一項特別有關)；或
- (vi) 章程文件於刊發時載有過往並無披露之資料，而包銷商全權認為對本集團整體乃屬重大，並可能對公開發售之成功產生重大不利影響，或可能致令審慎投資者不申請其於公開發售項下之發售股份保證配額；或
- (vii) 本公司證券於聯交所之買賣暫停超過10個連續營業日期間，惟因審批通函或章程文件或與公開發售有關之其他公佈或通函而暫停則除外。

則包銷商有權可於最後終止時限前透過向本公司發出書面通知終止包銷協議。

倘於最後終止時限前發生以下情況，包銷商亦有權藉發出書面通知取消包銷協議：

- (i) 包銷商知悉包銷協議所載任何陳述、保證或承諾遭到任何重大違反；或
- (ii) 包銷商知悉發生任何特定事件。