

THIS FORM OF ACCEPTANCE AND AUTHORISATION FOR OFFER SHARES (THIS "FAA") IS IMPORTANT. THIS FAA IS NOT A TRANSFERABLE OR NEGOTIABLE DOCUMENT AND IS ONLY FOR USE BY THE DEPOSITOR(S) WHOSE NAME(S) APPEAR BELOW. IF YOU ARE IN ANY DOUBT ABOUT THE ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT, TAX ADVISER OR OTHER PROFESSIONAL ADVISER IMMEDIATELY. THIS FAA RELATES TO THE OFFER DOCUMENT DATED 31 MAY 2019 (THE "OFFER DOCUMENT") IN RELATION TO THE OFFER (AS DEFINED BELOW). UNLESS OTHERWISE DEFINED OR THE CONTEXT REQUIRES OTHERWISE, CAPITALISED TERMS USED IN THIS FAA BEAR THE SAME MEANINGS ASCRIBED TO THEM IN THE OFFER DOCUMENT.

THE AVAILABILITY OF THE OFFER TO SHAREHOLDERS WHOSE ADDRESSES AS SHOWN IN THE RECORDS OF THE CENTRAL DEPOSITORY (PTE) LIMITED ("CDP") ARE OUTSIDE SINGAPORE (THE "OVERSEAS SHAREHOLDERS") MAY BE AFFECTED BY THE LAWS OF THE RELEVANT OVERSEAS JURISDICTIONS. SUCH OVERSEAS SHAREHOLDERS ARE ADVISED TO READ THE SECTION ENTITLED "OVERSEAS SHAREHOLDERS" IN THE OFFER DOCUMENT.

**VOLUNTARY CONDITIONAL CASH OFFER (THE "OFFER") BY OVERSEA-CHINESE BANKING CORPORATION LIMITED ("OCBC BANK"), FOR AND ON BEHALF OF M-UNIVERSE INVESTMENTS PTE. LTD. (THE "OFFEROR"), FOR ALL OF THE ISSUED ORDINARY SHARES IN THE CAPITAL OF MEMTECH INTERNATIONAL LTD. (THE "COMPANY" OR "MEMTECH"), OTHER THAN THOSE ALREADY OWNED, CONTROLLED OR AGREED TO BE ACQUIRED BY THE OFFEROR, ITS RELATED CORPORATIONS OR THEIR RESPECTIVE NOMINEES (THE "OFFER SHARES").**

**VOLUNTARY CONDITIONAL CASH OFFER  
FOR  
MEMTECH INTERNATIONAL LTD.  
FORM OF ACCEPTANCE AND AUTHORISATION FOR OFFER SHARES  
(THIS FAA NEED NOT BE SUBMITTED TO CDP IF YOU DO NOT WISH TO ACCEPT THE OFFER)**

NAME(S) AND ADDRESS(ES) OF DEPOSITOR(S)	Securities Account Number/Broker-Linked Balance Identification Number
<b>Last time and date for acceptance of the Offer: 5.30 p.m. (Singapore time) on 28 June 2019 or such later date(s) as may be announced from time to time by or on behalf of the Offeror (the "Closing Date").</b>	<p>If your purchase of the above Offer Shares was settled through your Central Provident Fund ("CPF") approved agent bank, finance company or depository agent and you wish to accept the Offer, your acceptance would have to be made through your CPF approved agent bank included under the CPF Investment Scheme, finance company or depository agent. In such instances, you need not submit this FAA to CDP.</p> <p>If a "Broker-linked Balance" Identification Number is indicated above (i.e. where the number does not start with "168"), the above Shares are in such "Broker-linked Balance". If you wish to accept the Offer in respect of such Offer Shares, you must take the relevant steps to transfer such Offer Shares out of the "Broker-linked Balance" to the "Free Balance" of your Securities Account. This FAA may not be used to accept the Offer in respect of Offer Shares in a "Broker-linked Balance". Upon the transfer of Offer Shares to the "Free Balance" of your Securities Account, a FAA in respect of such Shares will be sent to you by CDP, which you may use to accept the Offer in respect of such Shares in the "Free Balance" of your Securities Account.</p>

To: **M-UNIVERSE INVESTMENTS PTE. LTD.**  
c/o The Central Depository (Pte) Limited

Dear Sirs,

**The consideration for acceptance of the Offer is the Offer Price, being \$S1.35 in cash for each Offer Share, as stated in the Offer Document. The Offer Price is final and the Offeror does not intend to revise the Offer Price.**

**My/Our acceptance of the Offer at the Offer Price, by way of completion, execution and submission of this FAA in accordance with Section A below, is on the terms and subject to the conditions set out below and in the Offer Document.**

**Acceptance Irrevocable.** My/Our completion, execution and submission of this FAA shall constitute my/our irrevocable acceptance of the Offer, on the terms and subject to the conditions contained in the Offer Document and this FAA. Except as expressly provided in the Offer Document and the Code, my/our acceptance of the Offer is irrevocable and any instructions or subsequent FAA(s) received by CDP after this FAA has been received shall be disregarded.

**Assistance.** I/We irrevocably undertake to execute such other documents and to do such acts and things as may be required to give effect to such acceptance and the transfer of the Offer Shares to the Offeror or any person nominated in writing by the Offeror (hereinafter called the "Transferee"), and to enable the Offeror or the Transferee to exercise all rights and receive all benefits accruing to or arising from the above-mentioned Offer Shares as specified in the Offer Document.

**Warranty.** I/We unconditionally and irrevocably warrant that the Offer Shares tendered by me/us in acceptance of the Offer as or on behalf of the beneficial owner(s) thereof are, and when transferred to the Offeror or the Transferee, will be acquired (i) fully paid; (ii) free from all claims, charges, liens, pledge, mortgages, encumbrances, declarations of trust, hypothecation, retention of title, power of sale, equity, options, rights of pre-emption, rights of first refusal, moratoriums or other third party rights or interests of any nature whatsoever; and (iii) together with all rights, benefits and entitlements attached thereto as at the date of the Offer announcement released by the Offeror, being 14 May 2019 (the "Offer Announcement Date"), and thereafter attaching thereto, including the right to receive and retain (if any) all Distributions announced, declared, paid or made by the Company on or after the Offer Announcement Date. In the event of any such Distribution, the Offer Price payable may be reduced by the amount of such Distribution in accordance with the terms and subject to the conditions contained in the Offer Document.

**CDP Authorisation – Blocked Balance.** I/We irrevocably authorise CDP to take such measures as it may consider necessary or expedient to prevent any trading of the Offer Shares in respect of which I/we have accepted the Offer during the period commencing on the date of receipt of this FAA by CDP for and on behalf of the Offeror or, in the case where such date of receipt is on the Closing Date, as at 5.30 p.m. (Singapore time) on the Closing Date (provided always that the date of receipt falls on or before the Closing Date) (the "Date of Receipt"), and ending on the date of settlement of the Offer Price for such Offer Shares (including, without limitation, earmarking, blocking and/or transferring the relevant number of such Offer Shares from the "Free Balance" of my/our Securities Account to the "Blocked Balance" of my/our Securities Account). Such Offer Shares will be held in the "Blocked Balance" of my/our Securities Account until the Offer Price for such Offer Shares has been despatched to me/us, in the event of the Offer becoming or being declared to be unconditional in all respects in accordance with its terms.

**CDP Authorisation – Transfer.** I/We irrevocably authorise CDP to debit my/our Securities Account and to credit the Securities Account of the Offeror, or the Securities Account of the Transferee, with the relevant number of Offer Shares in respect of which I/we have accepted the Offer on the date of settlement of the Offer Price for such Offer Shares, in the event of the Offer becoming or being declared to be unconditional in all respects in accordance with its terms.

**CDP Authorisation – Disclosure.** I/We irrevocably authorise CDP to give, provide, divulge, disclose or reveal any information pertaining to my/our Securities Account maintained in CDP's record, including, without limitation, my/our name(s), my/our NRIC or passport number(s), Securities Account number, address(es), the number of Offer Shares standing to the credit of my/our Securities Account, the number of Offer Shares tendered by me/us in acceptance of the Offer, information pertaining to the level of acceptance of the Offer and any other information to the Offeror, the Transferee, OCBC Bank and any other relevant parties as CDP may deem fit for the purposes of the Offer and my/our acceptance thereof.

**Return of Offer Shares.** In the event that the Offer does not become or is not declared to be unconditional in all respects in accordance with its terms, I/we understand that CDP will transfer the aggregate number of Offer Shares in respect of which I/we have accepted the Offer and tendered for acceptance under the Offer to the "Free Balance" of my/our Securities Account as soon as possible but, in any event, within 14 days from the withdrawal or lapse of the Offer.

**Offer Unconditional.** In the event that you have accepted the Offer in accordance with the provisions contained herein in this FAA and in the Offer Document and the Offer becomes or is declared unconditional in all respects in accordance with its terms, upon the Offeror's despatch of consideration for the Offer Shares in respect of which you have accepted the Offer, CDP will send you a notification letter stating the number of Offer Shares debited from your Securities Account together with payment of the Offer Price in the form of S\$ crossed cheques for the aggregate Offer Price in respect of the Offer Shares validly tendered in acceptance of the Offer by ordinary post, at your own risk, or in such other manner as you may have agreed with CDP for payment of any cash distribution and as soon as practicable and in any case:

- (i) in respect of acceptances of the Offer which are complete and valid in all respects and are received **on or before** the date on which the Offer has become or is declared unconditional in all respects in accordance with its terms (the "Offer Unconditional Date"), within seven Business Days of that date; or
- (ii) in respect of acceptances of the Offer which are complete and valid in all respects and are received **after** the Offer Unconditional Date, but on or before the Closing Date, within seven Business Days of the date of such receipt.

<b>SECTION A – ACCEPTANCE THROUGH FAA</b>		
I/We hereby irrevocably authorise CDP to effect the transfer from my/our Securities Account with CDP of the following number of Offer Shares to the Securities Account maintained with CDP of the Offeror or the Transferee:		
Part A	Number of Offer Shares now standing to the credit of the "Free Balance" of my/our Securities Account in respect of which the Offer is accepted	
<table border="1" style="margin-left: auto; margin-right: 0;"> <tr> <td style="padding: 5px; text-align: center;"><b>Please indicate the number of Offer Shares you wish to tender in acceptance of the Offer</b></td> </tr> </table>		<b>Please indicate the number of Offer Shares you wish to tender in acceptance of the Offer</b>
<b>Please indicate the number of Offer Shares you wish to tender in acceptance of the Offer</b>		
<b>NOTE: Please refer to paragraphs 2 and 3 of page 2 of this FAA for instructions on inserting the number of Offer Shares above.</b>		
Date	<table border="1" style="margin-left: auto; margin-right: 0;"> <tr> <td style="padding: 5px; text-align: center;"><b>PLEASE SIGN HERE</b></td> </tr> </table>	<b>PLEASE SIGN HERE</b>
<b>PLEASE SIGN HERE</b>		
<p>Signature(s)/Thumbprint(s) of Depositor(s)/Joint Depositors. <b>For corporations, please sign as per your signing mandate and where appropriate, the Common Seal to be affixed in accordance with your Constitution or relevant constitutive documents.</b></p>		

## INSTRUCTIONS

This FAA is for the use of Depositors who wish to accept the Offer in respect of all or part of the total number of Offer Shares standing to the credit of the "Free Balance" of their Securities Account or purchased on the Singapore Exchange Securities Trading Limited (the "SGX-ST"). This FAA and the provisions herein constitute an integral part of the Offer Document. Further provisions relating to acceptance of the Offer by a Shareholder are set out in Appendix 2 to the Offer Document.

This FAA has been sent to you on the understanding that all your Offer Shares are held on your behalf by CDP. If, however, you hold share certificates in respect of some or all of the Offer Shares and you wish to accept the Offer in respect of those Offer Shares, you should complete, sign and return at your own risk, the Form of Acceptance and Transfer for Offer Shares (the "FAT") in accordance with the instructions printed thereon. A copy of the FAT may be obtained upon production of satisfactory evidence that you are a Shareholder, from **M & C Services Private Limited at 112 Robinson Road #05-01, Singapore 068902**. Electronic copies of the FAT may also be obtained on the website of the SGX-ST at [www.sgx.com](http://www.sgx.com).

1. **Disclaimer and Discretion.** The Offeror, OCBC Bank and/or CDP will be authorised and entitled, at their sole and absolute discretion, to reject or treat as valid any acceptance of the Offer through this FAA which is not entirely in order or which does not comply with the terms of the Offer Document and this FAA or which is otherwise incomplete, incorrect, signed but not in its originality, unsigned or invalid in any respect. If you wish to accept the Offer, it is your responsibility to ensure that this FAA is properly completed and executed in all respects and submitted with original signature(s) and that all required documents (where applicable) are provided. Any decision to reject or treat as valid any acceptance of the Offer through this FAA will be final and binding and none of the Offeror (or, for the avoidance of doubt, any of the Offeror's related corporations or any Consortium Member), OCBC Bank and/or CDP accepts any responsibility or liability for such a decision, including the consequences of such a decision. CDP takes no responsibility for any decision made by the Offeror or OCBC Bank.

The Offeror and OCBC Bank each reserves the right to treat acceptances of the Offer as valid if received by or on behalf of either of them at any place or places determined by them otherwise than as stated in the Offer Document or in this FAA, or if made otherwise than in accordance with the provisions of the Offer Document and in this FAA. Any decision to reject or treat such acceptances as valid will be final and binding and none of the Offeror (or, for the avoidance of doubt, any of the Offeror's related corporations or any Consortium Member), OCBC Bank and/or CDP accepts any responsibility or liability for such a decision, including the consequences of such a decision.

**For avoidance of doubt, acceptances in the form of this FAA received by CDP on a Saturday, Sunday or public holiday will only be processed and validated on the next Business Day.**

2. **Acceptance by Depositors whose Securities Accounts are credited with Offer Shares.** If you wish to accept the Offer in respect of all or any of your Offer Shares, you should:
- complete this FAA in accordance with the Offer Document and the instructions printed on this FAA. **In particular, you must state in Part A on page 1 of this FAA the number of Offer Shares in respect of which you wish to accept the Offer.**
    - If you:
      - do not specify such number; or
      - specify a number which exceeds the number of Offer Shares standing to the credit of the "Free Balance" of your Securities Account **as at 5.00 p.m. (Singapore time) on the Date of Receipt or, in the case where the Date of Receipt is on the Closing Date, as at 5.30 p.m. (Singapore time) on the Closing Date (provided always that the Date of Receipt falls on or before the Closing Date);**
    - you shall be deemed to have accepted the Offer in respect of all the Offer Shares already standing to the credit of the "Free Balance" of your Securities Account **as at 5.00 p.m. (Singapore time) on the Date of Receipt, or, in the case where the Date of Receipt is on the Closing Date, as at 5.30 p.m. (Singapore time) on the Closing Date (provided always that the Date of Receipt falls on or before the Closing Date);** and
    - if, at the time of verification by CDP of this FAA on the Date of Receipt, if Paragraph 2(i)(a)(ii) above applies, and there are outstanding settlement instructions with CDP to receive further Offer Shares into the "Free Balance" of your Securities Account (the "**Unsettled Buy Position**"), and the Unsettled Buy Position settles such that the Offer Shares in the Unsettled Buy Position are transferred into the "Free Balance" of your Securities Account at any time during the period the Offer is open, up to 5.30 p.m. on the Closing Date (the "**Settled Shares**"), you shall be deemed to have accepted the Offer in respect of the balance number of Offer Shares inserted in Part A of this FAA which have not yet been accepted pursuant to Paragraph 2(i)(a)(ii) above, or the number of Settled Shares, whichever is less;
  - sign this FAA in accordance with Paragraph 1.1 of Appendix 2 to the Offer Document and the instructions printed on this FAA; and
  - deliver this completed and signed FAA in its entirety (no part may be detached or otherwise mutilated):
    - by **hand** to **M-Universe Investments Pte. Ltd. c/o The Central Depository (Pte) Limited at 9 North Buona Vista Drive, #01-19/20 The Metropolis, Singapore 138588**; or
    - by **post**, in the enclosed pre-addressed envelope **at your own risk**, to **M-Universe Investments Pte. Ltd. c/o The Central Depository (Pte) Limited at Robinson Road Post Office, P.O. Box 1984, Singapore 903934.**

**in each case so as to arrive NOT LATER THAN 5.30 P.M. (SINGAPORE TIME) ON THE CLOSING DATE.** If this completed and signed FAA is delivered by post to the Offeror, please use the pre-addressed envelope which is enclosed with this FAA, which is pre-paid for posting in Singapore only. It is your responsibility to affix adequate postage on the said envelope if posting outside of Singapore. Proof of posting is not proof of receipt by the Offeror at the above address.

3. **Acceptance by Depositors whose Securities Accounts will be credited with Offer Shares.** If you have purchased Offer Shares on the SGX-ST and such Offer Shares are in the process of being credited to the "Free Balance" of your Securities Account, you should also receive the Offer Document and a FAA in respect of such Offer Shares bearing your name and Securities Account number from CDP. If you do not receive that FAA, you may obtain a copy, upon production of satisfactory evidence that you have purchased the Offer Shares on the SGX-ST, from **CDP at 9 North Buona Vista Drive, #01-19/20 The Metropolis, Singapore 138588**. Electronic copies of the FAA may also be obtained on the website of the SGX-ST at [www.sgx.com](http://www.sgx.com).

If you wish to accept the Offer in respect of all or any of your Offer Shares, you should, after the "Free Balance" of your Securities Account has been credited with such number of Offer Shares purchased:

- complete and sign this FAA in accordance with Paragraph 1.1 of Appendix 2 to the Offer Document and the instructions printed on this FAA; and
- deliver this completed and signed FAA in its entirety (no part may be detached or otherwise mutilated):
  - by **hand** to **M-Universe Investments Pte. Ltd. c/o The Central Depository (Pte) Limited at 9 North Buona Vista Drive, #01-19/20 The Metropolis, Singapore 138588**; or
  - by **post**, in the enclosed pre-addressed envelope **at your own risk**, to **M-Universe Investments Pte. Ltd. c/o The Central Depository (Pte) Limited at Robinson Road Post Office, P.O. Box 1984, Singapore 903934.**

**in each case so as to arrive NOT LATER THAN 5.30 P.M. (SINGAPORE TIME) ON THE CLOSING DATE.** If this completed and signed FAA is delivered by post to the Offeror, please use the pre-addressed envelope which is enclosed with this FAA, which is pre-paid for posting in Singapore only. It is your responsibility to affix adequate postage on the said envelope if posting outside of Singapore. Proof of posting is not proof of receipt by the Offeror at the above address.

4. **Depositors whose Securities Accounts are and will be credited with Offer Shares.** If you have Offer Shares credited to the "Free Balance" of your Securities Account, and have purchased additional Offer Shares on the SGX-ST which are in the process of being credited to the "Free Balance" of your Securities Account, you may accept the Offer in respect of the Offer Shares standing to the credit of the "Free Balance" of your Securities Account and may accept the Offer in respect of the additional Offer Shares purchased which are in the process of being credited to the "Free Balance" of your Securities Account only after the "Free Balance" of your Securities Account has been credited with such additional number of Offer Shares purchased.

5. **Rejection.** Your acceptance in respect of such Offer Shares is liable to be rejected if upon receipt by CDP, on behalf of the Offeror, of this FAA, it is established that such Offer Shares have not been or will not be credited to the "Free Balance" of your Securities Account (for example, where you sell or have sold such Offer Shares) by 5.00 p.m. (Singapore time) on the Date of Receipt or, in the case where the Date of Receipt is on the Closing Date, as at 5.30 p.m. (Singapore time) on the Closing Date (provided always that the Date of Receipt falls on or before the Closing Date), unless Paragraph 2(i)(a)(ii) read with Paragraph 2(i)(c) above apply. If the Unsettled Buy Position does not settle by 5.30 p.m. on the Closing Date, your acceptance in respect of such Offer Shares will be rejected. None of CDP, OCBC Bank and the Offeror (or, for the avoidance of doubt, any of the Offeror's related corporations or any Consortium Member) accept any responsibility or liability in relation to such rejections, including the consequences thereof.

If you purchase Offer Shares on the SGX-ST on a date close to the Closing Date, your acceptance in respect of such Offer Shares is liable to be rejected if the "Free Balance" of your Securities Account is not credited with such Offer Shares by 5.00 p.m. (Singapore time) on the Date of Receipt or 5.30 p.m. (Singapore time) on the Closing Date if the Date of Receipt is on the Closing Date (provided always that the Date of Receipt falls on or before the Closing Date). None of CDP, OCBC Bank and the Offeror (or, for the avoidance of doubt, any of the Offeror's related corporations or any Consortium Member) accepts any responsibility or liability in relation to such rejections, including the consequences thereof.

6. **Acceptance via SGX-SFG service (This section is applicable to Depository Agents only).** If you are a Depository Agent, you may accept the Offer via the SGX-SFG service provided by CDP as listed in Schedule 3 of the Terms and Conditions for User Services for Depository Agents (the "**Electronic Acceptance**"). Such Electronic Acceptance must be submitted **NOT LATER THAN 5.30 P.M. (SINGAPORE TIME) ON THE CLOSING DATE.** CDP has been authorised by the Offeror to receive Electronic Acceptances on its behalf. Electronic Acceptances submitted will be deemed irrevocable and subject to each of the terms and conditions contained in this FAA and the Offer Document as if this FAA had been completed and delivered to CDP.

7. **Depositor Abroad.** If a Depositor is away from home, for example, abroad or on holiday, this FAA should, subject to the terms set out in the section entitled "Overseas Shareholders" in the Offer Document, be sent by the quickest means (for example, express air mail) to the Depositor for execution, or if he has executed a power of attorney, this FAA may be signed by the attorney but the attorney's signature must be accompanied by a statement reading "**signed under the power of attorney which is still in force, no notice of revocation having been received**". In the latter case, the original power of attorney or a certified true copy thereof must first be lodged with CDP and should also be lodged with this FAA for noting. No other signatures are acceptable.

8. **Sole Securities Account Holder Deceased.** If the sole Securities Account holder is deceased and if:

- the grant of probate or letters of administration have been registered and lodged with CDP, this FAA must be signed by all the personal representative(s) of the deceased and lodged with **M-Universe Investments Pte. Ltd., c/o The Central Depository (Pte) Limited, by hand at 9 North Buona Vista Drive, #01-19/20 The Metropolis, Singapore 138588** or by **post at your own risk** using the enclosed pre-addressed envelope at **Robinson Road Post Office P.O. Box 1984 Singapore 903934**; or
- the grant of probate or letters of administration have not been registered and lodged with CDP, all the personal representative(s) of the deceased must go to CDP at **M-Universe Investments Pte. Ltd. c/o The Central Depository (Pte) Limited at 9 North Buona Vista Drive, #01-19/20 The Metropolis, Singapore 138588** personally together to register and lodge the original grant of probate or letters of administration with CDP first, before submitting this FAA.

9. **Joint Securities Account Holders Deceased.** If one of the joint Securities Account holder is deceased and if the account is a:

- joint alternate signatory account, this FAA must be signed by **ANY** surviving joint holder(s); or
- joint signatories account, this FAA must be signed by **ALL** surviving joint holder(s), and lodged with **M-Universe Investments Pte. Ltd., c/o The Central Depository (Pte) Limited, by hand at 9 North Buona Vista Drive, #01-19/20 The Metropolis, Singapore 138588**, accompanied by the death certificate, letters of administration and/or all other relevant documentation, in respect of the deceased Securities Account holder.

10. **Evidence of Title.** Delivery of this duly completed and signed FAA together with any other relevant document(s) required by the Offeror to **M-Universe Investments Pte. Ltd., c/o The Central Depository (Pte) Limited, by hand at 9 North Buona Vista Drive, #01-19/20 The Metropolis, Singapore 138588** or by **post at your own risk** using the enclosed pre-addressed envelope at **Robinson Road Post Office P.O. Box 1984 Singapore 903934** shall be conclusive evidence in favour of the Offeror, the Transferee, OCBC Bank and CDP of the right and title of the person signing it to deal with the same and with the Offer Shares to which it relates.

11. **Blocked Balance.** Upon receipt by CDP, for and on behalf of the Offeror, of the duly completed and signed original of this FAA, CDP will take such measures as it may consider necessary or expedient to prevent any trading of the Offer Shares in respect of which you have accepted the Offer during the period commencing on the Date of Receipt, and ending on the date of settlement of the Offer Price for such Offer Shares (including, without limitation, earmarking, blocking and/or transferring the relevant number of such Offer Shares from the "Free Balance" of your Securities Account to the "Blocked Balance" of your Securities Account). Such Offer Shares will be held in the "Blocked Balance" of your Securities Account until the Offer Price for such Offer Shares has been despatched to you, in the event of the Offer becoming or being declared to be unconditional in all respects in accordance with its terms.

12. **Governing Law and Third Party Rights.** By completing and delivering this FAA, you agree that the agreement arising from the acceptance of the Offer by you shall be governed by, and construed in accordance with, the laws of the Republic of Singapore and that you submit to the non-exclusive jurisdiction of the Singapore courts. Unless expressly provided to the contrary in this FAA or the Offer Document, a person who is not a party to any contracts made pursuant to the Offer, the Offer Document, this FAA and/or any related documents, has no rights under the Contracts (Rights of Third Parties) Act, Chapter 53B of Singapore, to enforce any term of such contracts. Notwithstanding any term contained in the Offer Document, the consent of any third party is not required for any subsequent agreement by the parties hereto to amend or vary (including any release or compromise of any liability) or terminate such contracts. Where third parties are conferred rights under such contracts, those rights are not assignable or transferable.

**No acknowledgement will be given by CDP for submission of this FAA. All communications, notices, documents and remittances to be delivered or sent to you will be sent by ordinary post at the your own risk to your address as it appears in the records of CDP. Settlement of consideration under the Offer will be subject to the receipt of confirmation satisfactory to the Offeror that the Offer Shares to which this FAA relates are credited to the "Free Balance" of your Securities Account and such settlement cannot be made until all relevant documents have been properly completed and lodged (i) by hand with M-Universe Investments Pte. Ltd., c/o The Central Depository (Pte) Limited at 9 North Buona Vista Drive, #01-19/20 The Metropolis, Singapore 138588, or (ii) by post, in the enclosed pre-addressed envelope at your own risk, with M-Universe Investments Pte. Ltd., c/o The Central Depository (Pte) Limited at Robinson Road Post Office P.O. Box 1984, Singapore 903934.**

If you do not have any existing Securities Account in your own name at the time of acceptance of the Offer, your acceptance as contained in this FAA will be rejected.

If you hold Offer Shares in a "Broker-linked Balance" and you wish to accept the Offer in respect of such Offer Shares, you must take the relevant steps to transfer such Offer Shares out of the "Broker-linked Balance" to the "Free Balance" of your Securities Account. This FAA may not be used to accept the Offer in respect of Offer Shares in a "Broker-linked Balance".

For reasons of confidentiality, CDP will not entertain telephone enquiries relating to the number of Offer Shares in your Securities Account. You can verify such number through CDP Online if you have registered for CDP Internet Access Service, or through CDP Phone Service using SMS OTP, under the option "To check your securities balance".