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**WHITE FORM OF SHARE OFFER ACCEPTANCE AND TRANSFER OF ORDINARY SHARE(S) FOR USE IF YOU WANT TO ACCEPT THE SHARE OFFER.**

閣下如欲接納股份要約，請使用白色股份要約接納及普通股轉讓表格。

Unless the context otherwise requires, all words and expressions used in this WHITE Form of Share Offer Acceptance shall bear the same meanings as those defined in the composite offer and response document dated 28 October 2016 (the "Composite Document") jointly issued by PPS International (Holdings) Limited (the "Company") and Wui Wo Enterprise Limited (the "Offeror").

除文義另有所指外，本白色股份要約接納表格所用詞彙與寶聯控股有限公司(「公司」)及匯和企業有限公司(「要約人」)於二零一六年十月二十八日聯合刊發的綜合要約及回應文件(「綜合文件」)所界定者具有相同涵義。



**PPS INTERNATIONAL (HOLDINGS) LIMITED**

**寶聯控股有限公司**

(Incorporated in the Cayman Islands with limited liability)

(於開曼群島註冊成立的有限公司)

(Stock Code: 8201)

(股份代號: 8201)

**WHITE FORM OF SHARE OFFER ACCEPTANCE AND TRANSFER OF ORDINARY SHARE(S)  
OF HK\$0.001 EACH IN THE ISSUED SHARE CAPITAL OF PPS INTERNATIONAL (HOLDINGS) LIMITED**

寶聯控股有限公司已發行股本中每股面值0.001港元

之普通股的白色股份要約接納及轉讓表格

**To be completed in full 每項均須填寫**

Branch registrar in Hong Kong: Tricor Investor Services Limited

Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong

香港股份過戶登記分處: 卓佳證券登記有限公司

香港皇后大道東183號合和中心22樓

You must insert the total number of Share(s) for which the Share Offer is accepted. 閣下必須填上接納股份要約之股份總數。	<b>FOR THE CONSIDERATION</b> stated below, the "Transferor(s)" named below hereby accept(s) the Share Offer and transfer(s) to the "Transferee" named below the Share(s) of HK\$0.001 each held by the Transferor(s) specified below, upon and subject to the terms and conditions contained herein and in the accompanying Composite Document. 根據本表格及隨附的綜合文件載列的條款及條件並受其規限，下述「轉讓人」謹此按下列代價接納股份要約，並向下列「承讓人」轉讓以下註明轉讓人持有的每股面值0.001港元的股份。		
	Number of Share(s) to be transferred (Note) 將予轉讓的股份數目(附註)	FIGURES 數目	WORDS 大寫
	Share certificate number(s) 股票編號		
	TRANSFEROR(S) name(s) and address in full 轉讓人全名及詳細地址 (EITHER TYPE-WRITTEN OR WRITTEN IN BLOCK LETTERS) (請用打字機或正楷填寫)	Surname(s) or Company name(s) 姓氏或公司名稱	Forename(s) 名字
		Registered address 登記地址	Telephone number 電話號碼
	CONSIDERATION 代價	HK\$0.13 in cash for each Share 每股股份現金0.13港元	
TRANSFEEE 承讓人	Company name 公司名稱: Wui Wo Enterprise Limited 匯和企業有限公司 Registered address: Unit 8, 3/F., Qwomar Trading Complex, Blackburne Road, Port Purcell, Road Town, Tortola, British Virgin Islands, VG1110. 註冊地址: Tortola, British Virgin Islands, VG1110. Occupation 職業: Corporation 法團		
Signed by the Transferor(s) to this transfer, this _____ day of _____ 2016 由轉讓人於二零一六年_____月_____日簽署			

Signed by or for and on behalf of the Transferor(s) in the presence of:

轉讓人或其代表在下列人士見證下簽署:

Signature of witness

見證人簽署

Name of witness

見證人姓名

Address of witness

見證人地址

Occupation of witness

見證人職業

Signature(s) of Transferor(s)/Company chop of applicable

轉讓人簽署/公司印章(如適用)

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

**Do not complete 請勿填寫本欄**

Signed by or on behalf of the Transferee in the presence of:

承讓人或其代表在下列人士見證下簽署:

Signature of witness

見證人簽署

Name of witness

見證人姓名

Address of witness

見證人地址

Occupation of witness

見證人職業

Date

日期

For and on behalf of 代表

Wui Wo Enterprise Limited

匯和企業有限公司

Signature of Transferee or its duly authorised agent(s)

承讓人或其正式授權代理簽署

Note: Insert the total number of Shares for which the Share Offer is accepted. If no number is specified or if the total number of Shares specified in this WHITE Form of Share Offer Acceptance is greater than the number of Shares tendered and you have signed this WHITE Form of Share Offer Acceptance, you will be deemed to have accepted the Share Offer in respect of the Shares as shall be equal to the Shares tendered by you. If the number of Shares specified in this WHITE Form of Share Offer Acceptance is smaller than the Shares tendered by you and you have signed this WHITE Form of Share Offer Acceptance, you will be deemed to have accepted the Share Offer in respect of the Shares equal to the number of Shares specified in this WHITE Form of Share Offer Acceptance.  
附註: 填上接納股份要約之股份總數。於本白色股份要約接納表格中，倘並無指定數目或倘所列之股份總數大於所交回之股份數目，而閣下已簽署本白色股份要約接納表格，則閣下將被視為就相等於閣下所交回股份數目之股份接納股份要約。倘本白色股份要約接納表格所列之股份數目少於閣下所交回之股份數目，而閣下已簽署本白色股份要約接納表格，則閣下將被視為就相等於本白色股份要約接納表格所列股份數目之股份接納股份要約。

## PERSONAL DATA

### Personal Information Collection Statement

This personal information collection statement informs you of the policies and practices of the Offeror, Lamtex, the Company and the Registrar in relation to personal data and the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) (the "Ordinance").

#### 1. Reasons for the collection of your personal data

To accept the Share Offer for your Share(s), you must provide the personal data requested. Failure to supply the requested data may result in the processing of your acceptance being rejected or delayed. It may also prevent or delay the despatch of the consideration to which you are entitled to under the Share Offer. It is important that you should inform the Offeror and/or Lamtex and/or the Company and/or the Registrar immediately of any inaccuracies in the data supplied.

#### 2. Purposes

The personal data which you provide on this **WHITE** Form of Share Offer Acceptance may be used, held and/or stored (by whatever means) for the following purposes:

- processing of your acceptance and verification of compliance with the terms and application procedures set out in this **WHITE** Form of Share Offer Acceptance and the Composite Document;
- registering transfer of the Share(s) out of your name(s);
- maintaining or updating the relevant register of Shareholders(s);
- conducting or assisting to conduct signature verifications, and any other verification or exchange of information;
- establishing your entitlements under the Share Offer;
- distributing communications from the Offeror and/or Lamtex and/or the Company or their respective agents, officers, advisers and the Registrar;
- compiling statistical code information and Shareholders profiles;
- making disclosures as required by laws, rules or regulations (whether statutory or otherwise);
- disclosing relevant information to facilitate claims or entitlements;
- any other purpose in connection with the business of the Offeror, Lamtex, the Company and/or the Registrar; and
- any other incidental or associated purposes relating to the above and/or to enable the Offeror and/or Lamtex and/or the Company to discharge their obligations to the Shareholders and/or regulators and any other purposes to which the Shareholders may from time by time agree to or be informed of.

#### 3. Transfer of personal data

The personal data provided in this **WHITE** Form of Share Offer Acceptance will be kept confidential but the Offeror and/or Lamtex and/or the Company and/or the Registrar may, to the extent necessary for achieving the purposes above or any of them, make such enquiries as they consider necessary to confirm the accuracy of the personal data and, in particular, they may disclose, obtain, transfer (whether within or outside Hong Kong) such personal data to, from or with any and all of the following persons and entities:

- the Offeror, Lamtex, the Company and/or their agents, officers, advisers and the Registrar;
- any agents, contractors or third party service providers who offer administrative, telecommunications, computer, payment or other services to the Offeror and/or Lamtex and/or the Company and/or the Registrar, in connection with the operation of their business;
- the Stock Exchange, the SFC and any regulatory or governmental bodies;
- any other persons or institutions with which you have or propose to have dealings, such as bankers, solicitors, accountants, licensed securities dealers or registered institutions in securities; and
- any other persons or institutions whom the Offeror and/or Lamtex and/or the Company and/or the Registrar considers to be necessary or desirable in the circumstances.

#### 4. Access and correction of personal data

The Ordinance provides you with rights to ascertain whether the Offeror and/or Lamtex and/or the Company and/or the Registrar hold your personal data, to obtain a copy of that data, and to correct any data that is incorrect. In accordance with the Ordinance, the Offeror and/or Lamtex and/or the Company and/or the Registrar have the right to charge a reasonable fee for the processing of any data access requests. All requests for access to data or correction of data or for information regarding policies and practices and the kinds of data held should be addressed to the Offeror and/or Lamtex and/or the Company and/or the Registrar (as the case may be).

**BY SIGNING THIS FORM OF ACCEPTANCE AND TRANSFER, YOU AGREE TO ALL OF THE ABOVE.**

## 個人資料

### 收集個人資料聲明

本收集個人資料聲明旨在知會閣下有關於約人、林達、公司及股份過戶登記分處有關個人資料及香港法例第486章個人資料(私隱)條例(「該條例」)的政策及慣例。

#### 1. 收集閣下個人資料的原因

如閣下接納股份要約，閣下須提供所需個人資料。倘閣下未能提供所需資料，則可能導致閣下的接納不獲受理或有所延誤。其亦可能妨礙或延誤寄發閣下根據股份要約應得之代價。如所提供的資料有任何不準確，閣下須即時知會約人及／或林達及／或公司及／或股份過戶登記分處。

#### 2. 用途

閣下於本**白色**股份要約接納表格提供的個人資料可能會就下列用途加以運用、持有及／或以任何方式保存：

- 處理閣下的接納及核實遵循本**白色**股份要約接納表格及綜合文件載列的條款及申請手續；
- 登記以閣下名義的股份轉讓；
- 保存或更新有關股東名冊；
- 核實或協助核實簽名，以及進行任何其他資料核實或交換；
- 確定閣下在股份要約項下的獲益權利；
- 發佈要約人及／或林達及／或公司或彼等各自的代理、職員、顧問及股份過戶登記分處的通訊；
- 編製統計代碼資料及股東簡歷；
- 按法例、規則或規例(無論法定或非法定者)作出披露；
- 披露有關資料以便索償或享有權益；
- 有關要約人、林達、公司及／或股份過戶登記分處業務的任何其他用途；及
- 有關上文所述任何其他臨時或關連用途及／或以便要約人及／或林達及／或公司履行彼等對股東及／或監管機構的責任及股東可能不時同意或知悉的任何其他用途。

#### 3. 轉交個人資料

本**白色**股份要約接納表格提供的個人資料將作為機密資料保存，惟要約人及／或林達及／或公司及／或股份過戶登記分處為達致上述或其中任何用途，可能作出其認為必需的有關查詢，以確認個人資料的準確性，尤其可向或自下列任何及所有人士及實體披露、獲取或轉交(無論是否在香港境內外)該等個人資料：

- 要約人、林達、公司及／或彼等之代理、職員、顧問及股份過戶登記分處；
- 向要約人及／或林達及／或公司及／或股份過戶登記分處就其業務經營提供行政、電訊、電腦、付款或其他服務的任何代理、承包商或第三方服務供應商；
- 聯交所、證監會及任何監管或政府機構；
- 與閣下進行交易或建議進行交易的任何其他人士或機構，例如往來銀行、律師、會計師、持牌證券交易商或註冊證券機構；及
- 要約人及／或林達及／或公司及／或股份過戶登記分處認為必需或適當情況下的任何其他人士或機構。

#### 4. 存取及更正個人資料

根據該條例的規定，閣下有權確認要約人及／或林達及／或公司及／或股份過戶登記分處是否持有閣下的個人資料，並獲取該資料副本，以及更正任何不正確資料。根據該條例的規定，要約人及／或林達及／或公司及／或股份過戶登記分處可就獲取任何資料的要求收取合理手續費。存取資料或更正資料或獲取有關政策及慣例之資料，以及所持資料類別的所有要求，須提交要約人及／或林達及／或公司及／或股份過戶登記分處(視情況而定)。

閣下一經簽署本接納及轉讓表格，即表示同意上述所有條款。

**THIS WHITE FORM OF SHARE OFFER ACCEPTANCE IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.**

If you are in any doubt as to any aspect of this WHITE Form of Share Offer Acceptance or as to the action to be taken, you should consult your licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or otherwise transferred all your Share(s), you should at once hand this WHITE Form of Share Offer Acceptance and the accompanying Composite Document to the purchaser(s) or transferee(s) or to the bank, licensed securities dealer, registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or transferee(s).

Lamtex is making the Share Offer for and on behalf of the Offeror. The making of the Share Offer to the Independent Shareholders having registered addresses outside of Hong Kong may be affected by the laws of the relevant jurisdictions. If you are an overseas Shareholder, you should inform yourself about and observe all applicable legal and regulatory requirements. If you wish to accept the Share Offer, it is your responsibility to satisfy yourself as to the full observance of the laws and regulations of the relevant jurisdictions in connection therewith, including but not limited to the obtaining of all governmental, exchange control or other consents and any registration or filing which may be required and the compliance with all necessary formalities, regulatory and/or legal requirements. You will also be fully responsible for the payment of any such transfer or other taxes and duties due by you in respect of the acceptance of the Share Offer. The Offeror, Lamtex, the Company, any of their respective directors and professional advisors and all persons involved in the Share Offer and any of their respective agents shall be entitled to be fully indemnified and held harmless by you for any taxes and duties as you may be required to pay. Acceptance of the Share Offer by you will constitute a warranty by you to the Offeror, Lamtex and the Company that you have observed and are permitted under all applicable laws and regulations to receive and accept the Share Offer, and any revision thereof, and that you have obtained all requisite governmental, exchange control or other consents and have made all requisite registration and filing in compliance with all necessary formalities and regulatory or legal requirements and have paid all transfer or other taxes and duties or other required payments due from you in connection with such acceptance in any relevant jurisdiction, and that such acceptance shall be valid and binding in accordance with all applicable laws and regulations. You are recommended to seek professional advice on deciding whether or not to accept the Share Offer.

This WHITE Form of Share Offer Acceptance should be read in conjunction with the accompanying Composite Document.

**HOW TO COMPLETE THIS WHITE FORM OF SHARE OFFER ACCEPTANCE**

Independent Shareholders are advised to read the Composite Document before completing this WHITE Form of Share Offer Acceptance. To accept the Share Offer made by Lamtex for and on behalf of the Offeror to acquire your Share(s), you should complete and sign this WHITE Form of Share Offer Acceptance overleaf and forward this entire form, together with the relevant share certificate(s) and/or transfer receipt(s) and/or any other document(s) of title (and/or any satisfactory indemnity or indemnities required in respect thereof), for the whole or in respect of part of your holding of Share(s) or if applicable, for not less than the number of the Shares in respect of which you intend to accept the Share Offer, by post or by hand, to the Company's branch registrar in Hong Kong, **Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong no later than 4:00 p.m. on Friday, 18 November 2016 (Hong Kong time) or such later time(s) and/or date(s) as the Offeror may determine and announce in accordance with the Takeovers Code.** The provisions of Appendix I to the Composite Document are incorporated into and form part of this WHITE Form of Share Offer Acceptance.

**Warning: If you are holding the Shares on behalf of another person as nominee or otherwise, you should refer to the paragraph headed "1. PROCEDURES FOR ACCEPTANCE OF THE OFFERS — 1.1 The Share Offer" in Appendix I to the Composite Document in particular as to the matters which you should consider.**

**WHITE FORM OF SHARE OFFER ACCEPTANCE IN RESPECT OF THE SHARE OFFER**

**To: The Offeror, Lamtex and the Registrar**

1. My/Our execution of this WHITE Form of Share Offer Acceptance shall be binding on my/our successors and assignees, and shall constitute:
  - (a) my/our irrevocable acceptance of the Share Offer made by Lamtex for and on behalf of the Offeror, as contained in the Composite Document, for the consideration and subject to the terms and conditions therein and herein mentioned, in respect of the number of Shares specified in this WHITE Form of Share Offer Acceptance or, if no such number is specified or a greater number is specified in this WHITE Form of Share Offer Acceptance than I am/we are registered as the holder(s) thereof, in respect of all such Shares as to which I am/we are registered as the holder(s);
  - (b) my/our irrevocable instruction and authority to each of the Offeror, Lamtex and/or their respective agent(s) to collect from the Company or the Registrar on my/our behalf the share certificate(s) in respect of the Shares due to be issued to me/us in accordance with, and against delivery of, the enclosed transfer receipt(s) and/or other document(s) of title (if any) (and/or satisfactory indemnity or indemnities required in respect thereof), which has/have been duly signed by me/us and to deliver the same to the Registrar and to authorise and instruct the Registrar to hold such share certificate(s), subject to the terms and conditions of the Share Offer, as if it/they were delivered to the Registrar together with this WHITE Form of Share Offer Acceptance;
  - (c) my/our irrevocable instruction and authority to each of the Offeror and/or Lamtex or their respective agent(s) to send a cheque crossed "Not negotiable — account payee only" drawn in my/our favour for the cash consideration to which I/we shall have become entitled to under the terms of the Share Offer (less seller's ad valorem stamp duty payable by me/us in connection with my/our acceptance of the Share Offer), by ordinary post at my/our risk to the person named at the address stated below or, if no name and address is stated below, to me or the first-named of us (in the case of joint registered Independent Shareholders) at the registered address shown in the register of members of the Company within seven Business Days of (i) the date on which the duly completed acceptance of the Share Offer and the relevant documents of title of the Shares in respect of such acceptance are received by or for the Company to render such acceptance of any of the Share Offer complete and valid or (ii) the date on which the Offers become or are declared unconditional in all respects, whichever is the later;  
*(Note: Insert name and address of the person to whom the cheque is to be sent if different from the registered Independent Shareholder or the first-named of joint registered Independent Shareholders.)*  
**Name:** (in BLOCK LETTERS) .....  
**Address:** (in BLOCK LETTERS) .....
  - (d) my/our irrevocable instruction and authority to each of the Offeror and/or Lamtex and/or the Registrar and/or such person or persons as any of them may direct for the purpose, on my/our behalf, to make and execute the contract note as required by the Stamp Duty Ordinance (Chapter 117 of the Laws of Hong Kong) to be made and executed by me/us as the seller(s) of the Share(s) to be sold by me/us under the Share Offer and to cause the same to be stamped and to cause an endorsement to be made on this WHITE Form of Share Offer Acceptance in accordance with the provisions of that Ordinance;
  - (e) my/our undertaking to execute such further documents and to do such acts and things by way of further assurance as may be necessary or desirable to transfer my/our Shares tendered for acceptance under the Share Offer to the Offeror or such person or persons as it may direct free from all Encumbrances and together with all rights attaching to them, including the rights to receive in full all dividends and other distributions, if any, declared, made or paid by reference to a record date on or after the date on which the Share Offer is made, that is, the date of posting of the Composite Document; and
  - (f) my/our agreement to ratify each and every act or thing which may be done or effected by the Offeror and/or Lamtex and/or the Company and/ or their respective agent(s) or such person or persons as any of them may direct on the exercise of any rights contained herein.
2. I/We understand that acceptance of the Share Offer by me/us will be deemed to constitute a warranty by me/us to the Offeror, Lamtex and the Company that (i) the Shares held by me/us to be acquired under the Share Offer are sold free from all Encumbrances whatsoever and together with all rights attaching to them, including the rights to receive in full all dividends and other distributions, if any, declared, made or paid by reference to a record date on or after the date on which the Share Offer is made, that is, the date of posting of the Composite Document; and (ii) I/we have not taken or omitted to take any action which will or may result in the Offeror, Lamtex, the Company or any other person acting in breach of the legal or regulatory requirements of any jurisdiction in connection with the Share Offer, and I am/we are permitted under all applicable laws and regulations to receive and accept the Share Offer, and any revision thereof, and such acceptance is valid and binding in accordance with all applicable laws and regulations.
3. In the event that my/our acceptance is not valid in accordance with the terms of the Share Offer, all instructions, authorisations and undertakings contained in paragraph 1 above shall cease, in which event I/we authorise and request you to return to me/us my/our share certificate(s), and/or transfer receipt(s) and/or any other document(s) of title (and/or satisfactory indemnity or indemnities required in respect thereof), together with this WHITE Form of Share Offer Acceptance duly cancelled, by ordinary post at my/our own risk to the person and address stated in paragraph 1(c) above or, if no name and address is stated, to me or the first-named of us (in the case of joint registered Independent Shareholders) at the registered address shown in the register of members of the Company.  
*Note: If you submit the transfer receipt(s) upon acceptance of the Share Offer and in the meantime the relevant share certificate(s) is/are collected by any of the Offeror or Lamtex or any of their agent(s) from the Company or the Registrar on your behalf, you will be returned such share certificate(s) in lieu of the transfer receipt(s).*
4. I/We enclose the relevant share certificate(s) and/or transfer receipt(s) and/or any other document(s) of title (and/or any satisfactory indemnity or indemnities required in respect thereof) for the whole/part of my/our holding of Shares which are to be held by you on the terms and conditions of the Share Offer. I/We understand that no acknowledgement of receipt of any WHITE Form of Share Offer Acceptance, share certificate(s) and/or transfer receipt(s) and/or any other document(s) of title (and/or any satisfactory indemnity or indemnities required in respect thereof) will be given. I/We further understand that all documents will be sent by ordinary post at my/our own risk.
5. I/We warrant and represent to the Offeror, Lamtex and the Company that I am/we are the registered Independent Shareholder(s) of the number of Shares specified in this WHITE Form of Share Offer Acceptance and I/we have the full right, power and authority to sell and pass the title and ownership of my/our Shares to the Offeror by way of acceptance of the Share Offer.
6. I/We warrant to the Offeror, Lamtex and the Company that I/we have observed and are permitted under all applicable laws and regulations where my/our address is located as set out in the register of members of the Company to accept the Share Offer, and any revision thereof; and that I/we have obtained all requisite governmental, exchange control or other consents and made all registration or filing required in compliance with all necessary formalities, regulatory and/or legal requirements; and that I/we have paid all issue, transfer or other taxes and duties or other required payments due from me/us in connection with such acceptance; and that such acceptance shall be valid and binding in accordance with all applicable laws and regulations.
7. I/We warrant to the Offeror, Lamtex and the Company that I/we shall be fully responsible for payment of any transfer or other taxes and duties payable by me/us in connection with my/our acceptance of the Share Offer.
8. I/We acknowledge that, save as expressly provided in the Composite Document and this WHITE Form of Share Offer Acceptance, all the acceptance, instructions, authorities and undertakings hereby given shall be irrevocable.
9. I/We acknowledge that my/our Shares sold to the Offeror by way of acceptance of the Share Offer will be registered under the name of the Offeror or its nominee.