**To be valid, the whole of this document must be returned.**
**本文件必須整份交還，方為有效。**

**IMPORTANT**
**重要提示**

Reference is made to the prospectus issued by Moody Technology Holdings Limited ("Company") dated Friday, 3 April 2020 in relation to the Rights Issue ("Prospectus"). Terms defined in the Prospectus shall have the same meanings when used herein unless the context otherwise requires.

茲提述滿地科技股份有限公司(「本公司」)日期為二零二零年四月三日(星期五)就供股刊發之章程(「供股章程」)。除文義另有所指外，供股章程所界定之詞彙與本文件所採用者具有相同涵義。

**THIS PROVISIONAL ALLOTMENT LETTER ("PAL") IS VALUABLE AND TRANSFERABLE AND REQUIRES YOUR IMMEDIATE ATTENTION. THE OFFER CONTAINED IN THIS PAL AND THE ACCOMPANYING EXCESS APPLICATION FORM ("EAF") EXPIRES AT 4:00 P.M. ON TUESDAY, 21 APRIL 2020 (OR, UNDER BAD WEATHER CONDITIONS, SUCH LATER TIME OR DATE AS MENTIONED IN THE PARAGRAPH HEADED "EFFECT OF BAD WEATHER" OVERLEAF).**

**此乃有價值及可轉讓的暫定配額通知書(「暫定配額通知書」)，並須　閣下即時處理。本暫定配額通知書及隨附的額外申請表格(「額外申請表格」)所載的要約將於二零二零年四月二十一日(星期二)下午四時正(或於惡劣天氣情況下，則於背頁「惡劣天氣的影響」一段所述之有關較後時間或日期)屆滿。**

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

**閣下如對本暫定配額通知書任何方面或應採取之行動有任何疑問或　閣下如已出售或轉讓　閣下全部或部分股份，應諮詢　閣下的持牌證券交易商或註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。**

A copy of the Prospectus, together with a copy of this PAL, the EAF and the documents specified in the paragraph headed "11. Documents Registered by 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, the Stock Exchange and the Securities and Futures Commission take no responsibility for the contents of any of these documents.

供股章程連同本暫定配額通知書及額外申請表格以及供股章程附錄三內「11.送呈香港公司註冊處處長的文件」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條之規定送呈香港公司註冊處處長登記。香港公司註冊處處長、聯交所及證券及期貨事務監察委員會對任何該等文件之內容概不負責。

Hong Kong Exchanges and Clearing Limited, the Stock Exchange and HKSCC take no responsibility for the contents of this PAL, 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 PAL.

香港交易及結算所有限公司、聯交所及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 the listing of, and 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 both their nil-paid and fully-paid forms on the Stock Exchange or such other dates as may be 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.

待未繳股款及繳足股款供股股份獲准於聯交所上市及買賣，並符合香港結算之證券收納規定後，未繳股款及繳足股款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供股股份各自於聯交所開始買賣之日期或於香港結算可能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之交易必須於其後第二個交易日於中央結算系統交收。於中央結算系統進行之所有活動均須依據不時有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。

# Moody Technology Holdings Limited
# 滿地科技股份有限公司

*(Incorporated in the Cayman Island with limited liability and continued in Bermuda with limited liability)*

*（於開曼群島註冊成立並於百慕達存續之有限公司）*

**(Stock Code: 1400)**

**（股份代號：1400）**

*(Provisional Liquidators Appointed) (For Restructuring Purpose)*

*（已委任臨時清盤人）（以重組目的）*

**RIGHTS ISSUE OF 111,600,000 RIGHTS SHARES**
**AT HK$0.139 PER RIGHTS SHARE**
**ON THE BASIS OF ONE (1) RIGHTS SHARE FOR**
**EVERY TWO (2) EXISTING SHARES HELD ON THE RECORD DATE PAYABLE**
**IN FULL ON ACCEPTANCE BY NO LATER THAN**
**4:00 P.M. ON TUESDAY, 21 APRIL 2020**

**按於記錄日期每持有兩(2)股現有股份獲發一(1)股供股股份之基準**
**以每股供股股份0.139港元進行111,600,000股供股股份之**
**供股股款最遲須於二零二零年四月二十一日（星期二）下午四時正**
**接納時全數繳足**

## PROVISIONAL ALLOTMENT LETTER
## 暫定配額通知書

*Branch share registrar and transfer office in Hong Kong:*
Tricor Investor Services Limited
Level 54, 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54樓

*Registered office:*
*註冊辦事處：*
Clarendon House,
2 Church Street,
Hamilton, HM 11,
Bermuda

*Principal place of business in Hong Kong:*
20/F,
Infinitus Plaza,
199 Des Voeux Road Central,
Sheung Wan,
Hong Kong

*香港主要營業地點：*
香港上環
德輔道中199號
無限極廣場
20樓

Friday, 3 April 2020
二零二零年四月三日
（星期五）

**Form A**
**表格甲**

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

Number of Shares registered in your name(s) on Friday, 20 March 2020
於二零二零年三月二十日(星期五)登記於　閣下名下之股份數目

Box A
甲欄

Number of Rights Shares provisionally allotted to you subject to payment in full on acceptance by not later than 4:00 p.m. on Tuesday, 21 April 2020
暫定配發予　閣下之供股股份數目，股款須不遲於二零二零年四月二十一日(星期二)下午四時正前接納時繳足

Box B
乙欄

Total subscription monies payable in full upon acceptance (normal rounding to the nearest cent)
於接納時應繳足之認購股款總額(以四捨五入計算至最接近港仙)

Box C
丙欄

HK$
港元

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

TO ACCEPT THIS PROVISIONAL ALLOTMENT OF RIGHTS SHARES IN FULL, YOU MUST LODGE THIS PAL INTACT WITH THE REGISTRAR, TRICOR INVESTOR SERVICES LIMITED AT LEVEL 54, HOPEWELL CENTRE, 183 QUEEN'S ROAD EAST, HONG KONG, TOGETHER WITH A REMITTANCE BY CHEQUE OR CASHIER'S ORDER IN HONG KONG DOLLARS FOR THE FULL AMOUNT SHOWN IN BOX C ABOVE SO AS TO BE RECEIVED BY THE REGISTRAR BY NOT LATER THAN 4:00 P.M. ON TUESDAY, 21 APRIL 2020 (OR, UNDER BAD WEATHER CONDITIONS, SUCH LATER TIME OR DATE AS MENTIONED IN THE PARAGRAPH HEADED "**EFFECT OF BAD WEATHER**" OVERLEAF). ALL REMITTANCES (NORMAL ROUNDING TO THE NEAREST CENT) MUST BE MADE IN HONG KONG DOLLARS AND 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 "**Moody Technology Holdings Limited－Rights Issue Account**" AND CROSSED "**ACCOUNT PAYEE ONLY**". INSTRUCTIONS ON TRANSFER AND SPLITTING ARE SET OUT OVERLEAF. NO RECEIPT WILL BE GIVEN FOR SUCH REMITTANCE.

The Rights Issue is conditional upon the fulfilment of the conditions set out under the paragraphs headed "Conditions of the Rights Issue" in the letter from the Board in the Prospectus. In the event that the conditions of the Rights Issue are not satisfied in whole at or before 4:00 p.m. on Wednesday, 22 April 2020, then the Rights Issue will not proceed.

The Shares have been dealt with on an ex-rights basis from Thursday, 12 March 2020. Dealings in the Rights Shares in their nil-paid form will take place from 9:00 a.m. on Tuesday, 7 April 2020 to 4:00 p.m. on Thursday, 16 April 2020 (both dates inclusive). If the conditions of the Rights Issue are not fulfilled at or before 4:00 p.m. on Wednesday, 22 April 2020, the Rights Issue will not proceed.

Accordingly, any persons contemplating dealings in the Shares up to the date when the conditions of the Rights Issue are fulfilled, and any dealings in the nil-paid Rights Shares from 9:00 a.m. on Tuesday, 7 April 2020 to 4:00 p.m. on Thursday, 16 April 2020 (both dates inclusive) shall bear the risk that the Rights Issue may not become unconditional or may not proceed. Any Shareholder or other person contemplating any dealings in the Shares and/or nil-paid Rights Shares are recommended to consult their own professional advisers and exercise caution.

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.

閣下如欲接納全部供股股份的暫定配額，必須將本暫定配額通知書整份連同以港元繳付之上文丙欄所示之全數股款（以支票或銀行本票形式），於二零二零年四月二十一日（星期二）下午四時正前（或於惡劣天氣情況下，則於背頁「**惡劣天氣的影響**」一段所述之有關較後時間或日期）交回過戶登記處卓佳證券登記有限公司（地址為香港皇后大道東183號合和中心54樓）並獲過戶登記處收訖。所有股款（以四捨五入計算至最接近港仙）須以港元繳付，並以在香港持牌銀行戶口開出的支票或以香港持牌銀行發出的銀行本票支付。所有支票或銀行本票均須註明抬頭人為「**Moody Technology Holdings Limited－Rights Issue Account**」，並以「**只准入抬頭人賬戶**」劃線方式開出。有關轉讓及分拆配額的指示載於背頁。本公司將不就有關股款另發收據。

供股須待供股章程董事會函件一節「供股之條件」段落所載條件達成後，方可作實。倘在二零二零年四月二十二日（星期三）下午四時正或之前未滿足供股之所有條件，則供股將不會進行。

股份已於二零二零年三月十二日（星期四）起按除權基準買賣。未繳股款供股股份將於二零二零年四月七日（星期二）上午九時正起至二零二零年四月十六日（星期四）下午四時正（包括首尾兩日）買賣。倘於二零二零年四月二十二日（星期三）下午四時正或之前，供股條件並未達成，則供股將不會進行。

因此，有意於供股條件達成當日前買賣股份及由二零二零年四月七日（星期二）上午九時正起至二零二零年四月十六日（星期四）下午四時正（包括首尾兩日）買賣任何未繳股款供股股份之任何人士，均須承擔供股可能不會成為無條件或可能不會進行之風險。有意買賣任何股份及／或未繳股款供股股份之任何股東或其他人士，建議諮詢彼等本身之專業顧問及審慎行事。

接納本暫定配額通知書所訂明之暫定配額的每位人士均確認其已閱讀所附文件及供股章程所載之條款及條件以及接納手續，並同意受其約束。

**A SEPARATE CHEQUE OR CASHIER'S 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的支票或銀行本票**
**本公司將不就股款另發收據**

**IN THE EVENT OF TRANSFER OF RIGHT(S) TO SUBSCRIBE FOR RIGHTS SHARE(S), 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 AD VALOREM STAMP DUTY.**

**EVIDENCE OF PAYMENT OF AD VALOREM STAMP DUTY WILL BE REQUIRED BEFORE REGISTRATION OF ANY TRANSFER OF THE RIGHT(S) TO SUBSCRIBE FOR THE RIGHTS SHARE(S) REPRESENTED BY THIS DOCUMENT.**

**如轉讓供股股份的認購權，每項買賣均須繳付從價印花稅。除以出售形式外，饋贈或轉讓實益擁有的權益亦須繳付從價印花稅。**

**在登記任何轉讓本文件所代表之供股股份之認購權前，須出示已繳付從價印花稅的證明。**

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

**Form B**
**表格乙**

**(To be completed and signed only by Qualifying Shareholder(s) who wish(es) to transfer all of his/her/its/their right(s) to subscribe for the Rights Share(s) comprised herein)**
**(僅供欲轉讓其／彼等全部供股股份認購權的合資格股東填寫及簽署)**

To: The Directors
**Moody Technology Holdings Limited**
致： **滿地科技股份有限公司**
列位董事　台照

Dear Sir/Madam,

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／吾等的供股股份的認購權全數轉讓予接受此權利並簽署下列登記申請表格(表格丙)的人士。

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

Signature(s) of Shareholder(s) (all joint Shareholders must sign)
股東簽署(所有聯名股東均須簽署)

Date: _____ 2020

日期：二零二零年_____月_____日

**Stamp duty of HK$5.00 and ad valorem stamp duty is payable in connection with the transfer of your rights to subscribe for the Rights Shares.**
**閣下轉讓供股股份之認購權須繳付印花稅5.00港元及從價印花稅。**

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**REGISTRATION APPLICATION FORM**
**登記申請表格**

**Form C** **(To be completed and signed only by the person(s) to whom the rights to subscribe**
**表格丙** **for the Rights Shares have been transferred)**
**（僅供已獲轉讓供股股份認購權之人士填寫及簽署）**

To: The Directors
**Moody Technology Holdings Limited**
致： **滿地科技股份有限公司**
列位董事　台照

Dear Sir/Madam,
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 memorandum of continuance and articles of the Company.
敬啟者：
本人／吾等謹請　閣下將表格甲內乙欄所列之供股股份數目，登記於本人／吾等名下。本人／吾等同意按照本暫定配額通知書及供股章程所載條款，以及在本公司之延續章程大綱和細則規限下，接納此等供股股份。

| Existing Shareholder(s)<br>Please mark "X" in this box<br>現有股東請在本欄內填上「X」號 | |
|---|---|

| To be completed in BLOCK letters in **ENGLISH**. Joint applicants should give the address of the first-named applicant only.<br>請用**英文正楷**填寫。聯名申請人只須填報排名首位的申請人的地址。<br>For Chinese applicant(s), please provide your name(s) in both English and Chinese.<br>中國籍申請人請同時填寫中英文姓名。 | | | | |
|---|---|---|---|---|
| Name in English<br>英文姓名 | Family name or Company name<br>姓氏或公司名稱 | Other names<br>名字 | Name in Chinese<br>中文姓名 | |
| Name(s) of joint applicant(s) (if any)<br>聯名申請人姓名（如有） | | | | |
| | | | | |
| Address in English<br>英文地址<br>(Joint applicants should give the address of the first-named applicant only)<br>（聯名申請人只須填報排名首位的申請人的地址） | | | | |
| | | | | |
| | | | | |
| Occupation<br>職業 | | | Tel. No.<br>電話號碼 | |
| Dividend Instructions<br>股息指示 | | | | |
| Name and address of bank<br>銀行名稱及地址 | | | Bank account number<br>銀行賬戶號碼 | |

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

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

Date: _____2020
日期：二零二零年_____月_____日

**Ad valorem stamp duty is payable in connection with the acceptance of your rights to subscribe for the Rights Shares.**
**閣下接納供股股份之認購權須繳付從價印花稅。**

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# Moody Technology Holdings Limited

*(Incorporated in the Cayman Island with limited liability and continued in Bermuda with limited liability)*

**(Stock code: 1400)**

*(Provisional Liquidators Appointed) (For Restructuring Purpose)*

Friday, 3 April 2020

Dear Qualifying Shareholder(s),

## INTRODUCTION

Reference is made to the prospectus of Moody Technology Holdings Limited ("Company") dated Friday, 3 April 2020 in relation to the Rights Issue ("Prospectus"). Terms defined in the Prospectus shall have the same meanings when used herein unless context otherwise requires. In accordance with the terms and conditions as set out in the Prospectus, the Directors have provisionally allotted to you a number of Rights Shares on the basis of one (1) Rights Share for every two (2) existing Shares in issue registered in your name(s) in the register of members of the Company on the Record Date (that is, Friday, 20 March 2020) at the Subscription Price of HK$0.139 per Rights Share. Your holding of the Shares on the Record Date is set out in Box A in Form A and the number of Rights Shares provisionally allotted to you is set out in Box B in Form A.

Any Rights Shares provisionally allotted, but not accepted by the Qualifying Shareholders or the transferees of nil-paid Rights Shares, will be available for excess applications by the Qualifying Shareholders using the Excess Application Form ("EAF").

The Prospectus Documents have not been and will not be registered under the applicable securities legislation of any jurisdictions other than Hong Kong. Save as described under the paragraph headed "Rights of the Overseas Shareholders" in the letter from the Board in the Prospectus, no action has been taken by the Company to permit the offering of the Rights Issue in any territory outside Hong Kong.

No persons receiving a copy of the Prospectus or a PAL or an EAF in any jurisdiction outside Hong Kong may treat it as an offer or invitation to apply for the Rights Shares, unless in the relevant jurisdiction, such an offer or invitation could lawfully be made without compliance with any registration or other legal or regulatory requirements. It is the responsibility of any person outside Hong Kong wishing to make on his/her/its/their behalf an application for the Rights Shares under the Rights Issue to satisfy himself/herself/itself/themselves as to the observance of the laws and regulations of all relevant jurisdiction including the obtaining of any governmental or other consents and to pay any taxes and duties required to be paid in such territory or jurisdiction in connection therewith. No application for Rights Shares will be accepted from the Excluded Shareholders (if any). The Company reserves the right to refuse to accept any application for Rights Shares where it believes that acceptance would violate the applicable securities or other laws or regulations of any jurisdiction outside Hong Kong.

## RIGHTS SHARES

The Rights Shares, when allotted and fully paid, will rank pari passu in all respects with the Shares then in issue. Holders of fully-paid Rights Shares will be entitled to receive all future dividends and distributions which may be declared, made or paid on or after the date of issue and allotment of the Rights Shares in their fully-paid form.

Subject to the granting of the listing of, and 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 Right Shares in both their nil-paid and fully-paid forms on the Stock Exchange or such other dates as may be 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.

**PROCEDURES FOR ACCEPTANCE**

To take up your provisional allotment of Rights Shares in full, you must lodge the whole of this PAL intact with the Registrar, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, together with a remittance by cheque or cashier's order for the full amount payable on acceptance, as shown in Box C in Form A, so as to be received by not later than 4:00 p.m. on Tuesday, 21 April 2020 (or, under bad weather conditions, such later time or date as mentioned in the paragraph headed "Effect of Bad Weather" below). All remittances (normal rounding to the nearest cent) 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 "**Moody Technology Holdings Limited – Rights Issue Account**" and crossed "**Account Payee Only**". Such payment will constitute acceptance of the provisional allotment of Rights Shares on the terms of this PAL and the Prospectus and subject to the memorandum of continuance and articles of the Company. No receipt will be given for such remittances. All enquiries in connection with this PAL should be addressed to the Registrar at the above address.

It should be noted that unless this duly completed PAL, together with the appropriate remittance shown in Box C in Form A, has been lodged in the manner as described above, by not later than 4:00 p.m. on Tuesday, 21 April 2020 (or, under bad weather conditions, such later time or date as mentioned in the paragraph headed "Effect of Bad Weather" below), whether by the original allottee or any person to whom the rights have been validly transferred, the relevant provisional allotment and all rights and entitlements thereunder will be deemed to have been declined and will be cancelled and such Rights Shares will be available for application under the EAFs by other Qualifying Shareholders. The Company 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.

**Completion and return of this PAL will constitute a warranty and representation to the Company, from such person, that all registration, legal and regulatory requirements of all relevant jurisdictions other than Hong Kong, in connection with the PAL and any acceptance of it, have been, or will be, duly complied with. The Company reserves the right to refuse to accept any application for the Rights Shares where it believes that in doing so would violate the applicable securities legislations or other laws or regulations of any jurisdiction. For the avoidance of doubt, neither HKSCC nor HKSCC Nominees Limited is subject to any of the above representation or warranty.**

**TRANSFER AND SPLITTING**

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 transferee(s) 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 in Form A with the Registrar, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, so as to be received by not later than 4:00 p.m. on Tuesday, 21 April 2020 (or, under bad weather conditions, such later time or date as mentioned in the paragraph headed "Effect of Bad Weather" below). All remittances (normal rounding to the nearest cent) must be made in Hong Kong dollars and 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 "**Moody Technology Holdings Limited – Rights Issue Account**" and crossed "**Account Payee Only**". It should be noted that Hong Kong 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.

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 to you hereunder or to transfer all or part of your rights to more than one person, the original PAL must be surrendered and lodged for cancellation by not later than 4:30 p.m. on Thursday, 9 April 2020 with the Registrar, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, who will cancel this original PAL and issue new PAL(s) in the denominations required which will be available for collection at the Registrar, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong after 9:00 a.m. on the second business day after the surrender of this original PAL(s). It should be noted that Hong Kong 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. The Company may (at its sole and absolute discretion) treat PAL(s) 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.

## CONDITIONS OF THE RIGHTS ISSUE

The Rights Issue is conditional upon the conditions set out under the paragraph headed "Conditions of the Rights Issue" in the letter from the Board in the Prospectus. In the event that the conditions of the Rights Issue are not satisfied in whole at or before 4:00 p.m. on Wednesday, 22 April 2020, then the Rights Issue will not proceed.

## CHEQUES AND CASHIER'S ORDER

All cheques and cashier's orders will be presented for payment immediately upon receipt and all interests earned on such monies (if any) will be retained for the benefit of the Company. Completion and return of the PAL with a cheque or a cashier's order in payment for the Rights Shares, whether by a Qualifying Shareholder or any nominated transferee, 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 its other rights of the Company in respect thereof, the Company reserves the right to reject any PAL and/or EAF in respect of which the accompanying cheque or cashier's order is dishonoured on first presentation, and in that event the relevant provisional allotment of Rights Shares and all rights and entitlements thereunder will be deemed to have been declined and will be cancelled. You must pay the exact amount payable upon application for Rights Shares, and any underpaid application will be rejected. In the event of an overpaid application, a refund cheque, without interest, will be made out to you only if the overpaid amount is HK$100 or above. No receipt will be issued in respect of any PAL and/or relevant remittance received.

## SHARE CERTIFICATES AND REFUND CHEQUES

Subject to the fulfilment of the conditions of the Rights Issue, share certificates for the fully-paid Rights Shares are expected to be posted on or before Wednesday, 29 April 2020 to those Qualifying Shareholders who have accepted and paid for the Rights Shares by ordinary post at their own risk. You, except HKSCC Nominees Limited, will receive one share certificate for all the Rights Shares and/or excess Rights Shares (if any), both in fully-paid form, allotted and issued to you.

If the Rights Issue is terminated or if your application for excess Rights Shares is not successful or is only partially successful, refund cheques, without interest, in respect of the relevant portion of application monies received are expected to be posted by ordinary post at your own risk to your registered addresses on or before Wednesday, 29 April 2020. Refund cheques (crossed "Account Payee Only") will be despatched by ordinary post to the registered addresses of the relevant applicants of the Rights Shares at the risk of such applicants.

## EXCESS RIGHTS SHARES

Qualifying shareholders may, by way of excess application, apply for any Rights Shares provisionally allotted but not accepted by the Qualifying Shareholders or the transferees of nil-paid Rights Shares. Application for excess Rights Shares can be made by completing the EAF and lodging it, together with a separate remittance for the amount payable on application in respect of the excess Rights Shares applied for, in accordance with the instructions set out therein with the Registrar, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, so as to be received by not later than 4:00 p.m. on Tuesday, 21 April 2020 (or, under bad weather conditions, such later time or date as mentioned in the paragraph headed "Effect of Bad Weather" below). All remittances (normal rounding to the nearest cent) must be made by cheque or cashier's order 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 "**Moody Technology Holdings Limited－Excess Application Account**" and crossed "**Account Payee Only**". No receipt will be given for such remittances.

The Directors will allocate the excess Rights Shares (if any) at their discretion on a pro-rata basis in proportion to the number of excess Rights Shares being applied for under each application. In determining the number of excess Rights Shares to be allocated to a Qualifying Shareholder, no reference will be made to the number of Rights Shares subscribed by that Qualifying Shareholder through applications by PAL or the existing number of Shares held by such Qualifying Shareholder. No preference will be given to topping up odd lots to whole board lots. It should be noted that the lodging of the EAF does not assure the Qualifying Shareholder of being allocated any Rights Shares in excess of those of his/her/its provisional allotments.

**FRACTIONAL ENTITLEMENTS**

Fractional entitlements to the Rights Shares will be disregarded and not be issued to the Qualifying Shareholders. Any fractional entitlements to the Rights Shares will be aggregated and will be made available for excess application by the Qualifying Shareholders under the EAFs.

**EFFECT OF BAD WEATHER**

If there is a "black" rainstorm warning "extreme conditions" caused by super typhoons or a tropical cyclone warning signal number 8 or above in force in Hong Kong on such day (i) at any time before 12:00 noon and no longer in force after 12:00 noon on Tuesday, 21 April 2020, the Latest Time for Acceptance will be extended to 5:00 p.m. on the same Business Day; or (ii) at any time between 12:00 noon and 4:00 p.m. on Tuesday, 21 April 2020, the Latest Time for Acceptance 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.. The Company will notify the Shareholders by way of announcement(s) of any change to the expected timetable as soon as practicable.

**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 this PAL has been issued, shall be conclusive evidence of the title or the party or parties lodging it to deal with the same and to receive a split letter of allotment and/or the certificates for Rights Shares.

Further copies of the Prospectus are available at the Registrar, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong.

All documents, including refund cheques, will be sent by ordinary post at the risks of the relevant applicants or other persons entitled thereto to their registered addresses by the Registrar on or before Wednesday, 29 April 2020. Any refund cheques will be drawn in favour of the person named on this form (or in case of joint applicants, the first-named applicant).

This PAL and all acceptances of the offer contained herein shall be governed by and construed in accordance with the laws of Hong Kong.

**PERSONAL DATA COLLECTION – PAL**

By completing, signing and submitting this PAL, you agree to disclose to the Company, the Registrar and/or their respective advisers and agents 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) 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 Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong), 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 the Company, at its principal place of business in Hong Kong at 20/F, Infinitus Plaza, 199 Des Voeux Road Central, Sheung Wan, 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 (as the case may be) to the Registrar at its address set out above for the attention of Privacy Compliance Officer.

By the order of the Board
**Moody Technology Holdings Limited**
*(Provisional Liquidators Appointed)*
*(For Restructuring Purposes)*
**Wu Jianxiong**
*Chairman and Executive Director*

# Moody Technology Holdings Limited
# 滿地科技股份有限公司

*(於開曼群島註冊成立並於百慕達存續之有限公司)*

**(股份代號：1400)**

*(已委任臨時清盤人)(以重組目的)*

敬啟者：

**緒言**

茲提述滿地科技股份有限公司(「本公司」)日期為二零二零年四月三日(星期五)有關供股之章程(「供股章程」)。除文義另有所指外，供股章程所界定詞彙與本暫定配額通知書所採用者具有相同涵義。根據供股章程所載條款及條件，董事已向　閣下暫定配發若干數目的供股股份，基準為於記錄日期(即二零二零年三月二十日(星期五))以　閣下名義在本公司股東名冊上登記之每兩(2)股現有股份可獲配發一(1)股供股股份，認購價為每股供股股份0.139港元。　閣下於記錄日期持有之股份列於表格甲內甲欄，而　閣下所獲暫定配發的供股股份數目則列於表格甲內乙欄。

任何暫定配發而未獲合資格股東或未繳足股款供股股份承讓人接納之供股股份，將可供合資格股東使用額外申請表格(「額外申請表格」)作出額外申請。

章程文件並無亦不會根據香港以外之任何司法權區之適用證券法律登記。除供股章程「董事會函件」中「海外股東的權利」一段所述外，本公司概無採取任何行動以批准於香港以外任何地區提呈供股。

於香港以外任何司法權區並接獲供股章程或暫定配額通知書或額外申請表格之人士，不得視之為申請供股股份要約或邀請，除非有關要約或邀請可於有關司法權區合法地作出而毋須遵照任何登記或其他法律或監管規定則除外。在香港以外地區而擬為其利益申請供股之供股股份之任何人士，須自行遵守所有相關司法權區之法例及規例(包括取得任何政府或其他同意)，並繳付有關地區或司法權區就此而規定繳付之任何稅項及徵稅。本公司將不會接納除外股東(如有)認購供股股份的申請。倘本公司相信，有關接納會觸犯香港以外任何司法權區的適用證券或其他法例或規例，則本公司保留權利拒絕接任何供股關申請。

**供股股份**

供股股份一經配發及繳足，將與當時已發行股份在所有方面享有同等地位。繳足股款供股股份之持有人將有權收取於繳足股款供股股份發行及配發日期或以後可能宣派、作出或派付之所有未來股息及分派。

倘未繳股款及繳足股款供股股份獲准於聯交所上市及買賣，並符合香港結算之證券收納規定，未繳股款及繳足股款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供股股份於聯交所之各自開始買賣日期或於香港結算可能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。聯交所參與者之間在任何交易日之交易必須於其後第二個交易日於中央結算系統交收。於中央結算系統進行之所有活動均須依據不時有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。

**接納之手續**

閣下如欲承購供股股份之全部暫定配額，必須將整份本暫定配額通知書連同表格甲內丙欄所載於接納時應付之全數股款之支票或銀行本票，並且不遲於二零二零年四月二十一日（星期二）下午四時正（或於惡劣天氣情況下，則於下文「惡劣天氣的影響」一段所述之有關較後時間或日期）送交過戶登記處卓佳證券登記有限公司，地址為香港皇后大道東183號合和中心54樓。所有股款（以四捨五入計算至最接近港仙）均須以港元繳付。支票須以香港之持牌銀行戶口開出，或銀行本票須由香港之持牌銀行發出，及註明抬頭人為「**Moody Technology Holdings Limited－Rights Issue Account**」，並劃線註明「**只准入抬頭人賬戶**」。繳付股款後，即表示已按本暫定配額通知書及供股章程所載之條款，及在本公司存續章程大綱及公司細則的規限下接納供股股份之暫定配額。本公司將不另發股款收據。所有有關本暫定配額通知書的查詢均須寄交上述地址之過戶登記處。

務請留意，填妥之本暫定配額通知書連同表格甲內丙欄所示之應繳股款須不遲於二零二零年四月二十一日（星期二）下午四時正（或於惡劣天氣情況下，則於下文「惡劣天氣的影響」一段所述之有關較後時間或日期）由原承配人或任何已有效承讓供股權利之人士按上述方式送達過戶登記處，否則有關暫定配額及其項下之一切權利及配額將被視作放棄並予以取消，而有關供股股份將可供其他合資格股東以額外申請表格作出申請。即使暫定配額通知書並未遵照有關指示填妥，本公司仍可（全權酌情決定）視暫定配額通知書為有效，並使遞交暫定配額通知書的人士或其代表受其約束。

**填妥及交回本暫定配額通知書將構成有關人士向本公司作出保證及聲明，其已經或將會就暫定配額通知書及其任何接納妥為遵守香港以外所有相關司法權區之一切登記、法例及法規之規定。倘本公司相信接納任何供股股份申請將違反任何司法權區之適用證券法例或其他法例或法規，則本公司保留權利拒絕受理有關申請。為免生疑，香港結算或香港中央結算（代理人）有限公司將概不受任何上述聲明或保證規限。**

**轉讓及分拆**

閣下如欲轉讓根據本暫定配額通知書暫定配發予　閣下之供股股份之全部認購權，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交予承讓人或接納　閣下轉讓權利之人士。承讓人須填妥及簽署「登記申請表格」（表格丙），並將整份本暫定配額通知書連同表格甲內丙欄所載於接納時應繳之全數股款，於二零二零年四月二十一日（星期二）下午四時正前（或於惡劣天氣情況下，則於下文「惡劣天氣的影響」一段所述之有關較後時間或日期）交回過戶登記處卓佳證券登記有限公司（地址為香港皇后大道東183號合和中心54樓）並獲過戶登記處收訖。所有股款（以四捨五入計算至最接近港仙）須以港元繳付，並以在香港持牌銀行戶口開出的支票或以香港持牌銀行發出的銀行本票支付。所有支票或銀行本票均須註明抬頭人為「**Moody Technology Holdings Limited－Rights Issue Account**」，並以「**只准入抬頭人賬戶**」劃線方式開出。謹請注意，轉讓　閣下認購有關供股股份之權利予承讓人及承讓人接納該等權利須繳付香港印花稅。

閣下如僅欲接納　閣下之部分暫定配額，或轉讓根據本暫定配額通知書暫定配發予　閣下之供股股份之部分認購權，或向超過一名人士轉讓　閣下全部或部分權利，則　閣下須於二零二零年四月九日（星期四）下午四時三十分前將原暫定配額通知書交回過戶登記處卓佳證券登記有限公司（地址為香港皇后大道東183號合和中心54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交出此份原暫定配額通知書後第二個營業日上午九時正後於過戶登記處卓佳證券登記有限公司（地址為香港皇后大道東183號合和中心54樓）領取。謹請注意，轉讓　閣下有關供股股份之認購權予承讓人及承讓人接納該等權利須繳付香港印花稅。即使暫定配額通知書並未遵照暫定配額通知書之相關指示填妥，本公司仍可（全權酌情決定）視暫定配額通知書為有效，並使遞交暫定配額通知書之人士或其代表受其約束。

**供股之條件**

供股須待供股章程董事會函件一節「供股之條件」段落所載條件達成後，方可作實。倘在二零二零年四月二十二日（星期三）下午四時正或之前未滿足供股之任何條件，則供股將不會進行。

**支票及銀行本票**

所有支票及銀行本票將緊隨收取後即時過戶，而自有關款項產生之所有利息（如有）將撥歸本公司所有。填妥並交回暫定配額通知書連同支付供股股份股款之支票或銀行本票（不論由合資格股東或任何獲提名承讓人交回），將構成申請人之保證，指支票或銀行本票將於首次過戶時獲兑現。倘支票或銀行本票於首次過戶時未能兑現，在不影響本公司之其他權利之情況下，本公司保留拒絕受理任何暫定配額通知書及／或額外申請表格之權利，且於該情況下，供股股份之有關暫定配額及其項下之一切權利及配額將視作已遭放棄而被註銷。　閣下須於申請供股股份時支付實際應付金額，任何未繳足股款申請將不獲受理。倘就申請支付過多款額，則在款額為100港元或以上時方會向　閣下發出不計利息之退款支票。概不會就所接獲之任何暫定配額通知書及／或相關股款發出收據。

**股票及退款支票**

待供股條件獲達成後，繳足股款供股股份之股票預期將於二零二零年四月二十九日（星期三）或之前以普通郵遞方式寄發予該等已接納及已支付供股股份股款之合資格股東，惟郵誤風險概由彼等自行承擔。除香港中央結算（代理人）有限公司外，　閣下將會就配發及發行予　閣下之所有供股股份及／或額外供股股份（如有）均為繳足股款）獲發一張股票。

倘供股被終止或　閣下之額外供股股份申請不成功或僅部分成功，則已收取之有關部分申請股款（不計利息）之退款支票預期將於二零二零年四月二十九日（星期三）或之前以普通郵遞方式寄發至　閣下之登記地址，郵誤風險概由　閣下自行承擔。退款支票（劃線註明「只准入抬頭人賬戶」）將以普通郵遞方式寄發至有關供股股份申請人之登記地址，郵誤風險概由有關申請人自行承擔。

**額外供股股份**

合資格股東可按額外申請之方式申請任何已暫定配發而未獲合資格股東或未繳股款供股股份之承讓人接納之任何供股股份。提出申請額外供股股份之方法為按照其所載指示填妥額外申請表格，並於不遲於二零二零年四月二十一日（星期二）下午四時正（或於惡劣天氣情況下，則於下文「惡劣天氣的影響」一段所述之有關較後時間或日期）將表格連同申請時就所申請額外供股股份應繳數額之獨立股款一併遞交至過戶登記處卓佳證券登記有限公司，地址為香港皇后大道東183號合和中心54樓。所有股款（以四捨五入計算至最接近港仙）須以港元支票或銀行本票繳付。支票須以香港之持牌銀行戶口開出，或銀行本票須由香港之持牌銀行發出，及註明抬頭人為「**Moody Technology Holdings Limited－Excess Application Account**」，並劃線註明「**只准入抬頭人賬戶**」。本公司將不另發股款收據。

董事將酌情按與各申請項下所申請額外供股股份數目之比例按比例基準分配額外供股股份（如有）。於釐定將向合資格股東分配之額外供股股份數目時，本公司將不會參考合資格股東根據暫定配額通知書申請認購之供股股份數目或有關合資格股東持有之現有股份數目。為補足碎股至完整買賣單位而提出之申請將不獲優先處理。謹請注意，交回額外申請表格並不保證合資格股東將獲分配超出其暫定配額之任何供股股份。

**零碎配額**

供股股份之零碎配額將不予考慮且不會發行予合資格股東。供股股份之任何零碎配額將予以彙集並可由合資格股東根據額外申請表格額外申請認購。

**惡劣天氣的影響**

倘於當日「黑色」暴雨警告、超級颱風造成的「極端情況」或懸掛8號或以上熱帶氣旋警告信號於香港生效，則(i)如警告為於二零二零年四月二十一日（星期二）中午十二時正前任何時間生效而於中午十二時正後解除，則最後接納時限將順延至同一營業日下午五時正；或(ii)如警告為於二零二零年四月二十一日（星期二）中午十二時正至下午四時正內任何時間生效，則最後接納時限將順延至下一個於上午九時正至下午四時正期間之任何時間並無任何該等警告於香港生效之營業日。預期時間表如有任何變動，本公司將在實際可行情況下盡快以公告方式通知股東。

**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，即確證交回之人士有權處理本暫定配額通知書及收取分拆配額函件及／或有關供股股份之股票。

供股章程之其他副本可於過戶登記處卓佳證券登記有限公司（地址為香港皇后大道東183號合和中心54樓）索取。

所有文件（包括退款支票）將由過戶登記處於二零二零年四月二十九日（星期三）或之前以普通郵遞方式寄至有關申請人或其他應得人士之登記地址，郵誤風險概由彼等自行承擔。任何退款支票均以本表格上填上之姓名作為抬頭人（或如屬聯名申請人，則以排名首位之申請人為抬頭人）。

本暫定配額通知書及所有接納其中所載之要約均須受香港法例監管，並按其詮釋。

**收集個人資料－暫定配額通知書**

填妥、簽署及交回本暫定配額通知書，即表示　閣下同意向本公司、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暫定配發供股股份之人士之任何資料。香港法例第486章《個人資料（私隱）條例》賦予證券持有人權利，可確定本公司或過戶登記處是否持有其個人資料、索取有關資料之副本及更正任何不準確資料。根據香港法例第486章《個人資料（私隱）條例》，本公司及過戶登記處有權就處理任何查閱資料要求而收取合理費用。有關查閱資料或更正資料或查閱有關政策及慣例以及持有資料種類之訊息之所有要求，應寄往本公司之香港主要營業地點香港上環德輔道中199號無限極廣場20樓或根據適用法律不時通知之地址，並以本公司之公司秘書為收件人，或（視情況而定）寄往過戶登記處（於其上述地址），並以私隱條例事務主任為收件人。

承董事會命
**滿地科技股份有限公司**
*（已委任臨時清盤人）*
*（以重組目的）*
*主席及執行董事*
**吳健雄**

二零二零年四月三日（星期五）