

THIS FORM OF ACCEPTANCE AND AUTHORIZATION ("FAA") IS NOT A TRANSFERABLE OR NEGOTIABLE DOCUMENT AND IS ONLY FOR USE BY THE DEPOSITOR WHOSE NAME APPEARS BELOW. IF YOU ARE IN ANY DOUBT ABOUT THE ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR OR OTHER PROFESSIONAL ADVISER IMMEDIATELY.

THIS FAA RELATES TO THE COMPOSITE DOCUMENT DATED 18 MARCH 2010 ("OFFER DOCUMENT") IN RELATION TO THE OFFER (DEFINED BELOW). UNLESS OTHERWISE DEFINED OR THE CONTEXT REQUIRES OTHERWISE, CAPITALISED TERMS USED IN THIS FAA BEAR THE SAME MEANING ASCRIBED IN THE OFFER DOCUMENT.

FOR RESIDENTS OF OR PERSONS LOCATED IN A JURISDICTION OUTSIDE HONG KONG AND SINGAPORE OR IF YOU ARE A CUSTODIAN OR TRUSTEE FOR OR NOMINEE OF SUCH PERSON, THE MAKING OF THE OFFER TO YOU MAY BE AFFECTED BY THE APPLICABLE LAWS OF THE RELEVANT JURISDICTION(S). YOU MAY BE AFFECTED BY THE LAWS OF THE RELEVANT JURISDICTION(S) AND ARE RECOMMENDED TO CONSULT YOUR LEGAL ADVISERS REGARDING THE OFFER IN THE RELEVANT JURISDICTION(S) WITH A VIEW TO OBSERVING ANY APPLICABLE LEGAL REQUIREMENTS.

**THE MANDATORY CONDITIONAL CASH OFFER BY CHINA INTERNATIONAL CAPITAL CORPORATION HONG KONG SECURITIES LIMITED ON BEHALF OF CEIEC (H.K.) LIMITED AND MORGAN STANLEY ASIA LIMITED ON BEHALF OF MITSUI & CO., LTD. TO ACQUIRE ALL THE ISSUED SHARES IN TPV TECHNOLOGY LIMITED AND FOR THE CANCELLATION OF ALL OUTSTANDING SHARE OPTIONS (OTHER THAN THOSE PRESENTLY OWNED OR AGREED TO BE ACQUIRED BY THE JOINT OFFERORS AND PARTIES ACTING IN CONCERT WITH EITHER OF THEM AND THE REMAINING SHARES)**

**MANDATORY CONDITIONAL CASH OFFER FOR TPV TECHNOLOGY LIMITED  
FORM OF ACCEPTANCE AND AUTHORIZATION FOR OFFER SHARES**

Serial No.

(THIS FAA NEED NOT BE SUBMITTED TO THE CENTRAL DEPOSITORY (PTE) LIMITED ("CDP") IF YOU DO NOT WISH TO ACCEPT THE OFFER)

NAME(S) AND ADDRESS OF DEPOSITOR(S)	Securities Account Number
<b>Latest time and date for acceptance of the Offer: 4.00 p.m. on 8 April 2010 (or such later time and/or date(s) the Joint Offerors may decide and announce in accordance with the Takeovers Code) (the "Closing Date"). Please note that the time stated is earlier than the usual closing time for such acceptance in Singapore.</b>	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, finance company or depository agent. In such instances, you need not submit this FAA to CDP.

To: CEIEC (H.K.) LIMITED and MITSUI & CO., LTD.  
c/o The Central Depository (Pte) Limited

Dear Sirs,

I/We hereby irrevocably authorise CDP to effect the transfer from my/our Singapore Securities Account with CDP of the following number of Offer Shares:

Part A	<p align="center"><b>Please indicate the number of Offer Shares you wish to tender in acceptance of the Offer. Please note that a number must be indicated and this number must not exceed the number of Offer Shares standing to credit of the "Free Balance" of your Singapore Securities Account as at 4:00 p.m. on the date of receipt of this FAA by the CDP.</b></p>
<p><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></p>	

to the Singapore Securities Account maintained with CDP of the Joint Offerors or any person nominated in writing by the Joint Offerors (hereinafter called the "Transferee").

**The consideration for acceptance of the Offer is the Offer Price, as stated in the Offer Document.**

**The acceptance of the Offer at the Offer Price is conditional on the terms and conditions set out below and in the Offer Document.**

**Acceptance.** My/Our execution of this FAA shall constitute my/our acceptance of the Offer made by the Joint Offerors, upon the terms and conditions contained in the Offer Document and, subject to the terms and conditions of the Offer, my/our acceptance is irrevocable.

**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 in connection with this FAA, and to enable the Joint Offerors 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 warrant that the Offer Shares in respect of which the Offer is accepted by me/us are, and when transferred to the Joint Offerors or the Transferee, will be fully paid and free from all liens, charges, options, claims, equities, adverse interests, third-party rights or encumbrances whatsoever and together with all rights accruing or attaching thereto, including, without limitation, the right to receive dividends and other distributions declared, made or paid, if any, on or after the Completion Date.

**CDP Authorization – Suspense Account.** 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 Joint Offerors, and ending on the date of settlement of the consideration 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 (including, without limitation, transferring the relevant number of such Offer Shares from my/our Singapore Securities Account into a suspense account).

**CDP Authorization – Transfer.** I/We irrevocably authorise CDP to debit my/our Singapore Securities Account and to credit the Singapore Securities Account of the Joint Offerors, or the Singapore 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 consideration 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 Authorization – Disclosure.** I/We irrevocably authorise CDP to give, provide, divulge, disclose or reveal any information pertaining to my/our Singapore Securities Account maintained in CDP's record, including, without limitation, my/our name(s), my/our NRIC or passport number(s), Singapore Securities Account number, address(es), the number of Offer Shares standing to the credit of my/our Singapore 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 Joint Offerors, the Transferee 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 of the Offer not becoming or not being declared to be unconditional or withdrawn in all respects in accordance with its terms, I/we understand that the relevant number of Offer Shares in respect of which I/we have accepted the Offer will be transferred to the "Free Balance" of my/our Singapore Securities Account as soon as possible but in any event not later than 10 days from the lapse of the Offer.

Names and capacities of at least  
two authorised signatories  
(if Depositor is a corporation)

PLEASE SIGN HERE  
↓

Date \_\_\_\_\_

1. \_\_\_\_\_  
Name and capacity

2. \_\_\_\_\_  
Name and capacity

\_\_\_\_\_  
Signature(s) / Thumbprint(s) of Depositor(s)/Joint Depositors.  
**For corporations, at least two authorised signatories and where appropriate, the Common Seal to be affixed in accordance with their Memorandum and Articles of Association or relevant constitutive documents**

**FOR CDP OFFICIAL USE ONLY**  
Acknowledgement of receipt for FAA submitted by hand to CDP. **No acknowledgement will be given for submissions deposited into boxes located at CDP's premises.**

Serial No.

Name of Depositor(s)	Securities Account Number
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## 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 Singapore Securities Account or purchased on the Singapore Exchange Securities Trading Limited ("SGX-ST"). This FAA and the provisions herein constitute an integral part of the Offer Document. Further provisions relating to acceptance are set out in Appendix 1 of 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 yourself 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 ("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 of TPV TECHNOLOGY LIMITED, from Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, Singapore Land Tower #32-01, Singapore 048623.

You should take note that:

- a) the latest time for acceptance of the Offer on each day of the Offer Period shall be 4:00 p.m. and acceptances received after 4:00 p.m. shall be treated as received on the next day, and the latest time and date for acceptance of the Offer is 4.00 p.m. on 8 April 2010 (or such later time and/or date(s) as the Joint Offerors may decide and announce in accordance with the Takeovers Code), such closing times being earlier than the 5.30 p.m. closing time that is usual for similar offers by companies whose primary listing is on the Singapore Exchange;
  - b) the Composite Document together with the FAA WILL ONLY BE despatched to Shareholders of Shares listed on the Singapore Exchange holding Shares or whose Singapore Securities Accounts are credited with Shares on Tuesday, 16 March 2010, and WILL NOT BE despatched to such Shareholders who acquire Shares or whose Singapore Securities Accounts are credited with Shares thereafter; and
  - c) any FAA not correctly completed in its entirety may be rejected.
1. **Acceptance.** If you wish to accept the Offer, this FAA must be completed and signed strictly in the manner set out on page 1 of this FAA and in accordance with the provisions of the Offer Document and then forwarded:
    - (a) by hand to **CEIEC (H.K.) LIMITED and MITSUI & CO., LTD., c/o The Central Depository (Pte) Limited, 4 Shenton Way #02-01 SGX Centre 2 Singapore 068807**; or
    - (b) by post, in the enclosed pre-addressed envelope at your own risk, to **CEIEC (H.K.) LIMITED and MITSUI & CO., LTD., c/o The Central Depository (Pte) Limited, Robinson Road Post Office P.O. Box 1984 Singapore 903934**,so as in either case to arrive **NOT LATER THAN 4.00 P.M. ON 8 April 2010** (or such later time and/or date(s) as the Joint Offerors may decide and announce in accordance with the Takeovers Code). The Joint Offerors CICC, Morgan Stanley and/or CDP will be entitled to reject any acceptances of the Offer which are not entirely in order or which do not comply with the provisions and instructions contained in the Offer Document and in this FAA or which are otherwise incomplete, incorrect or invalid in any respect. It is your responsibility to ensure that this FAA is properly completed in all respects. Any decision to reject this FAA on the ground that it has been invalidly, incorrectly or incompletely signed, completed or submitted will be final and binding and neither CDP, China International Capital Corporation Hong Kong Securities Limited, Morgan Stanley Asia Limited nor the Joint Offerors accepts any responsibility or liability for the consequences of such a decision.
  2. **Acceptance by Depositors whose Securities Accounts are credited with Offer Shares.** Please insert in Part A on page 1 of this FAA the number of Offer Shares already standing to the credit of the "Free Balance" of your Singapore Securities Account in respect of which the Offer is accepted. If no number of Offer Shares is inserted in Part A or if the number of Offer Shares inserted exceeds the number of Offer Shares standing to the credit of the "Free Balance" of your Singapore Securities Account as at 4:00 p.m. on the date of receipt by CDP (the "Date of Receipt"), then your acceptances will not be counted as valid and this FAA will be rejected.
  3. **Acceptance by Depositors whose Securities Accounts will be credited with Offer Shares.** If you have purchased Offer Shares after the date of despatch of the Composite Document, you may obtain copies of the Composite Document and the FAA from Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, Singapore Land Tower #32-01, Singapore 048623.
  4. **Rejection.** 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 Singapore Securities Account is not credited with such Offer Shares by 4.00 p.m. on the Closing Date. Neither CDP, China International Capital Corporation Hong Kong Securities Limited, Morgan Stanley Asia Limited nor the Joint Offerors accepts any responsibility or liability for the consequences of such a rejection.
  5. **Depositor Abroad.** If a Depositor is away from home, for example, abroad or on holiday, this FAA should be sent by the quickest means (for example, 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 signature must be accompanied by a statement reading "**signed under 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.
  6. **Sole Depositor Deceased.** If the sole Depositor is deceased and if:
    - (a) the Grant of Probate or Letters of Administration have been registered with CDP, this FAA must be signed by all the personal representative(s) of the deceased and lodged with **CEIEC (H.K.) LIMITED AND MITSUI & CO., LTD., c/o The Central Depository (Pte) Limited, 4 Shenton Way #02-01 SGX Centre 2 Singapore 068807**; or
    - (b) the Grant of Probate or Letters of Administration have not been registered with CDP, all the personal representative(s) of the deceased must go to CDP personally together with the original Grant of Probate or Letters of Administration. However, the Grant of Probate or Letters of Administration must be lodged with CDP before all the personal representative(s) of the deceased can effect the transfer of the Offer Shares.
  7. **Joint Depositor Deceased.** If one of the joint depositors is deceased, this FAA must be signed by all surviving joint depositor(s) and lodged with **CEIEC (H.K.) LIMITED and MITSUI & CO., LTD., c/o The Central Depository (Pte) Limited, 4 Shenton Way #02-01 SGX Centre 2 Singapore 068807**, accompanied by the Death Certificate, Grant of Probate or Letters of Administration in respect of the deceased depositor.
  8. **Disclaimer and Discretion.** The Joint Offerors and/or CDP will be entitled to reject any acceptance which does not comply with the terms of the Offer Document and this FAA or which is otherwise incomplete, incorrect or invalid in any respect. If you wish to accept the Offer, it is your responsibility to ensure that this FAA is properly completed in all respects and all required documents are provided. Any decision to reject any acceptance will be final and binding and none of the Joint Offerors, China International Capital Corporation Hong Kong Securities Limited, Morgan Stanley Asia Limited and CDP accepts any responsibility or liability for the consequences of such a decision. The Joint Offerors, China International Capital Corporation Hong Kong Securities Limited and Morgan Stanley Asia Limited reserve 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 this FAA, or if made otherwise than in accordance with the provisions of the Offer Document or this FAA.
  9. **Delivery of FAA.** This FAA must be sent in its entirety:
    - (a) by hand, to **CEIEC (H.K.) LIMITED AND MITSUI & CO., LTD., c/o The Central Depository (Pte) Limited, 4 Shenton Way #02-01 SGX Centre 2 Singapore 068807**; or
    - (b) by post, in the enclosed pre-addressed envelope at your own risk, to **CEIEC (H.K.) LIMITED AND MITSUI & CO., LTD., c/o The Central Depository (Pte) Limited, Robinson Road Post Office P.O. Box 1984 Singapore 903934**,duly completed and signed in accordance with these instructions and no part may be detached or otherwise mutilated.
  10. **Conclusive Evidence.** Delivery of the duly completed and signed FAA to the Joint Offerors or their agents shall be conclusive evidence in favour of the Joint Offerors, the Transferee 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. **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 Hong Kong and that you submit to the non-exclusive jurisdiction of the Hong Kong 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, has no right under the Contracts (Rights of Third Parties) Act, Chapter 53B of Singapore to enforce any term of such contracts. Notwithstanding any term contained herein, 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.
  12. **Offer Unconditional.** If you have accepted the Offer in accordance with the provisions contained herein and in the Offer Document and the Offer Document and the Offer becomes and is declared unconditional, CDP will send you a notification letter stating the number of Offer Shares debited from your Singapore Securities Account together with payment of the Offer Price by way of a cheque drawn on a bank in Singapore for the appropriate amount, or in such other manner as you may have agreed with CDP for the payment of any cash distributions.

All communications, notices, documents and remittances will be sent by ordinary post at the risk of the person(s) entitled thereto to the address appearing in the records of CDP. No acknowledgement will be given for submissions deposited into boxes located at CDP's premises. Settlement of the consideration under the Offer will be subject to the Share Offer becoming or being declared unconditional and the receipt of confirmation satisfactory to the Joint Offerors that the Offer Shares to which this FAA relates are credited to the "Free Balance" of your Singapore Securities Account and such settlement cannot be made until all relevant documents have been properly completed and lodged with **CEIEC (H.K.) LIMITED AND MITSUI & CO., LTD., c/o The Central Depository (Pte) Limited, 4 Shenton Way, #02-01 SGX Centre 2, Singapore 068807**.

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

For reasons of confidentiality, CDP will not entertain telephone enquiries relating to the number of Offer Shares credited to your Singapore Securities Account. You can verify the number of Offer Shares credited to your Singapore Securities Account by CDP Internet Access, if you have registered for the CDP Internet Access Service. Alternatively, you may call personally at CDP with your identity card or passport to verify the number of Offer Shares credited to your Singapore Securities Account.