

THIS FORM OF ACCEPTANCE AND TRANSFER ("FAT") IS IMPORTANT. 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 FAT RELATES TO THE COMPOSITE DOCUMENT ("OFFER DOCUMENT") ISSUED IN RELATION TO THE OFFER (DEFINED BELOW). UNLESS OTHERWISE DEFINED OR THE CONTEXT REQUIRES OTHERWISE CAPITALISED TERMS USED IN THIS FAT BEAR THE SAME MEANING ASCRIBED TO IT 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)

FOR OFFICIAL USE		
Number of Offer Shares	Price	Total Consideration
	Offer Price (as stated in the Offer Document)	

FORM OF ACCEPTANCE AND TRANSFER FOR OFFER SHARES

I/We, _____
 (Full name of Shareholder and joint Shareholder(s) if any)
 of _____

 (Address)
 Telephone No. (during office hours): _____

do hereby transfer to CEIEC HK and/or Mitsui or any person nominated in writing by either of them (hereinafter called the "Transferee")

_____ Offer Shares comprised in share certificate(s) no.(s) _____ (insert number of Offer Shares and share certificate(s) no(s)). **PLEASE NOTE THAT A NUMBER MUST BE INDICATED AND THIS NUMBER MUST NOT EXCEED THE NUMBER OF OFFER SHARES REPRESENTED BY THE SHARE CERTIFICATE(S) AND/OR OTHER DOCUMENT(S) OF TITLE ATTACHED HERewith.**

* The consideration for acceptance of the Offer is HK\$5.20 in cash for each Offer Share, as stated in the Offer Document.

Acceptance. My/Our execution of this FAT shall constitute my/our acceptance of the Offer, 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 the transfer of the above-mentioned Offer Shares to the Transferee and in connection with this FAT, 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 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.

Authorisation – Transfer. I/We irrevocably authorise any person nominated in writing by the Joint Offerors or the Transferee to date this FAT and to complete the particulars of the Transferee (who may be CEIEC HK and/or Mitsui or any person nominated by either of them) on my/our behalf, in the event of the Offer becoming or declared to be unconditional in all respects in accordance with its terms.

Authorisation – Settlement. I/We irrevocably authorise and direct the Joint Offerors or its agent to send the consideration payable to me/us to the address stated above or, if none is stated, to me (or my designated agent, or in the case of joint Shareholders, to the one first named in the register of members of the Company) at the relevant address set out in the register of members of the Company within 10 days of the later of the Unconditional Date and the receipt of all the relevant documents by the Singapore Transfer Office to render the acceptance under the Share Offer complete and valid, by ordinary post at my/our own risk.

Return of Offer Shares. In the event of the Offer not becoming or not being declared to be unconditional in all respects in accordance with its terms, I/we understand that this FAT and other documents (including share certificate(s)) will be returned to me/us (or my designated agent or, in the case of joint accepting Shareholders who have not designated any agent, to the one first named in the register of members of the Company) at my own risk by ordinary post within 10 days of the lapse of the Share Offer by ordinary post to my address as it appears in the register of members of the Company.

FOR INDIVIDUAL SHAREHOLDERS

Signed, sealed and delivered by the above-named Shareholder in the presence of: _____)
 Witness' Signature _____)
 Name _____)
 NRIC No. _____)
 Address _____)
 Occupation _____) _____
 Signature of Shareholder

Signed, sealed and delivered by the above-named Shareholder in the presence of: _____)
 Witness' Signature _____)
 Name _____)
 NRIC No. _____)
 Address _____)
 Occupation _____) _____
 Signature of joint Shareholder (if any)

FOR CORPORATE SHAREHOLDERS

The Common Seal of the above-named Shareholder was hereunto affixed in the presence of: _____)
 _____)
 _____)
 _____)
 Director Director/Secretary

Notes:

- (a) A husband must not witness the signature of his wife and vice versa.
- (b) In the case of joint shareholdings, this FAT must be signed by all joint Shareholders.
- (c) In the case of a corporation, this FAT must be executed under its common seal, the seal being affixed and witnessed in accordance with its Memorandum and Articles of Association and/or other constitutive documents and/or other regulations. If a corporation does not by the law of the country of its incorporation require a common seal to execute this FAT, this FAT may be executed in such other manner as may be binding on the corporation under the laws of the country of its incorporation and acceptable to the Joint Offerors. The Joint Offerors will be entitled to call for such evidence of due execution or authority as it may think fit.

FOR OFFICIAL USE

The Transferee hereby accepts the transfer of the number of Offer Shares as specified or comprised in this FAT subject to the terms and conditions in the Offer Document. The Common Seal of the Transferee was hereunto affixed in the presence of: _____)
 _____)
 _____)
 Director Director/Secretary

INSTRUCTIONS

This FAT is for the use of Shareholders who wish to accept the Offer in respect of all or part of their total holding of Offer Shares represented by share certificate(s) which have not been deposited with The Central Depository (Pte) Limited (the "CDP"). This FAT and the provisions herein constitute an integral part of the Offer Document.

This FAT has been given to you on the understanding that all your Offer Shares are registered in your name. If, however, your Offer Shares are held on your behalf by CDP 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 Authorisation for the Offer Shares ("FAA") in accordance with the instructions printed thereon. A copy of the FAA may be obtained upon production of satisfactory evidence that you are a shareholder of TPV 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 FAT 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 FAT not correctly completed in its entirety may be rejected.
1. If you wish to accept the Offer, this FAT must be completed and signed strictly in the manner set out on page 1 of this FAT and in accordance with the provisions of the Offer Document and then forwarded with the relevant share certificate(s) and/or other document(s) of title and/or any other relevant document(s) required by the Joint Offerors by hand or by post (in the enclosed pre-addressed envelope at your own risk) to CEIEC (H.K.) Limited and Mitsui & Co., Ltd., c/o Boardroom Corporate & Advisory Services Pte Ltd, 50 Raffles Place, Singapore Land Tower #32-01, Singapore 048623, as soon as possible but in any event so as 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.

If your share certificate(s) and/or other document(s) of title and/or any other relevant document(s) required by the Joint Offerors is/are not readily available or is/are lost, this FAT should nevertheless be completed and returned by the aforesaid time and the share certificate(s) and/or other document(s) of title and/or other relevant document(s) required by the Joint Offerors forwarded to CEIEC (H.K.) Limited and Mitsui & Co., Ltd., c/o Boardroom Corporate & Advisory Services Pte Ltd, 50 Raffles Place, Singapore Land Tower #32-01, Singapore 048623, as soon as possible thereafter.

The consideration will not be despatched until these documents or satisfactory indemnities and appropriate statutory declarations are received. Notwithstanding the aforesaid, the Joint Offerors 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 FAT or which are not accompanied by the relevant share certificate(s) and/or other document(s) of title and/or any other relevant document(s) required by the Joint Offerors, or which are otherwise incomplete, incorrect or invalid in any respect.

If the number of Offer Shares in respect of acceptances for the Share Offer as inserted by you in this FAT exceeds the number of Offer Shares represented by the share certificate(s) and/or other document(s) of title accompanying the FAT or otherwise provided by you as above, or if no such number of Offer Shares is inserted by you, then this acceptance will not be counted as valid and the FAT will be rejected.

It is your responsibility to ensure that this FAT is properly completed in all respects. Any decision to reject this FAT on the ground that it has been incorrectly or incompletely or invalidly signed, completed or submitted will be final and binding and neither the Joint Offerors, Morgan Stanley, CICC nor Boardroom Corporate & Advisory Services accepts any responsibility or liability for the consequences of such a decision.
 2. If your Offer Shares are represented by share certificate(s) which are not registered with the Company in your own name, you may send in at your own risk the relevant share certificate(s) and/or other document(s) of title and/or any other relevant document(s) required by the Joint Offerors together with the FAT, accompanied by transfer form(s), duly completed and executed by the registered Shareholder(s) and stamped, with the particulars of the Transferee left blank (to be completed by the Joint Offerors or a person authorised by it). If you have sold or transferred all your shares in the Company, you should at once hand this FAT and the accompanying Composite Document to the purchaser(s) or the transferee(s) or to the licensed securities dealer or registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or the transferee(s).
 3. If you hold share certificate(s) in respect of the Offer Shares beneficially owned by you and you wish to accept the Offer, you should not deposit your share certificate(s) with CDP during the period commencing on the date of the Offer Document and ending 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) (both dates inclusive).
 4. If you deposit the share certificate(s) in respect of the Offer Shares beneficially owned by you with CDP during this period, your Singapore Securities Account may not be credited with the relevant number of Offer Shares in time for you to accept the Offer.
 5. Please do not date this FAT. This will be done on your behalf by a person nominated by the Joint Offerors or the Transferee.
 6. If a Shareholder is away from home, for example, abroad or on holiday, this FAT should be sent by the quickest means (for example, air mail) to the Shareholder for execution, or if he has executed a Power of Attorney, this FAT 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 should be lodged with this FAT for noting. No other signatures are acceptable.
 7. If the sole Shareholder has died and if:
 - (a) the Grant of Probate or Letters of Administration has been registered with the Company Secretary of the Company, this FAT must be signed by the personal representative(s) of the deceased and lodged with CEIEC (H.K.) Limited and Mitsui & Co., Ltd., c/o Boardroom Corporate & Advisory Services Pte Ltd, 50 Raffles Place, Singapore Land Tower #32-01, Singapore 048623; or
 - (b) the Grant of Probate or Letters of Administration has not been registered with the Company Secretary of the Company, the personal representative(s) of the deceased should sign this FAT. However, the original Grant of Probate or Letters of Administration must be lodged with CEIEC (H.K.) Limited and Mitsui & Co., Ltd., c/o Boardroom Corporate & Advisory Services Pte Ltd, 50 Raffles Place, Singapore Land Tower #32-01, Singapore 048623 before the personal representative(s) can be registered as transferor(s).
 8. If one of the joint Shareholders has died, this FAT must be signed by all the surviving joint Shareholders and lodged with CEIEC (H.K.) Limited and Mitsui & Co., Ltd., c/o Boardroom Corporate & Advisory Services Pte Ltd, 50 Raffles Place, Singapore Land Tower #32-01, Singapore 048623, accompanied by the Death Certificate, Grant of Probate or Letters of Administration in respect of the deceased Shareholder.
 9. If your name or other particulars are shown incorrectly on the share certificate(s), for example:
 - (a) *Incorrect name* – complete this FAT with the correct name and lodge it accompanied by a statutory declaration or a letter from your bank or solicitor confirming that the person described on the share certificate(s) and the person who signed this FAT are one and the same;
 - (b) *Incorrect address* – write the correct address on this FAT, and
 - (c) *Change of name* – if you have changed your name, lodge your Marriage Certificate or the Deed Poll with this FAT for noting.
 10. Lodgement of this FAT with CEIEC (H.K.) Limited and Mitsui & Co., Ltd., c/o Boardroom Corporate & Advisory Services Pte Ltd, 50 Raffles Place, Singapore Land Tower #32-01, Singapore 048623, duly completed and signed, together with the relevant share certificate(s) and/or other document(s) of title and/or any other relevant document(s) required by the Joint Offerors, shall be conclusive evidence in favour of the Joint Offerors, the Transferee and the Share Registrar 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. This FAT must be sent in its entirety by hand or by post (in the enclosed pre-addressed envelope at your own risk) to CEIEC (H.K.) Limited and Mitsui & Co., Ltd., c/o Boardroom Corporate & Advisory Services Pte Ltd, 50 Raffles Place, Singapore Land Tower #32-01, Singapore 048623 duly completed in accordance with these instructions and no part may be detached or otherwise mutilated.
 12. By completing and delivering this FAT, 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 FAT 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.
 13. No acknowledgement of the receipt of this FAT, share certificate(s), other document(s) of title, transfer forms and/or other relevant document(s) required by the Joint Offerors will be given and all communications, notices, certificates, documents and remittances will be sent by ordinary post, at the risk of the person(s) entitled thereto. Settlement of the consideration under the Offer cannot be made until all relevant documents have been properly completed and lodged with CEIEC (H.K.) Limited and Mitsui & Co., Ltd., c/o Boardroom Corporate & Advisory Services Pte Ltd, 50 Raffles Place, Singapore Land Tower #32-01, Singapore 048623.