

THE WHOLE OF THIS APPLICATION FORM MUST BE RETURNED TO BE VALID.
本申請表格須整份交回方為有效。

IMPORTANT
重要提示

THIS APPLICATION FORM IS VALUABLE BUT IS NOT TRANSFERABLE AND IS FOR THE USE OF THE QUALIFYING SHAREHOLDER(S) NAMED BELOW ONLY. NO APPLICATION CAN BE MADE AFTER 4:00 P.M. ON WEDNESDAY, 30 DECEMBER 2015.

本申請表格具有價值，但不可轉讓，並僅供名列下文之合資格股東使用。申請最遲須於二零一五年十二月三十日(星期三)下午四時正遞交。

IF YOU ARE IN ANY DOUBT ABOUT THIS APPLICATION FORM OR AS TO THE ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR STOCKBROKER OR OTHER LICENSED SECURITIES DEALER, REGISTERED INSTITUTION IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER.
閣下如對本申請表格或應採取之行動有任何疑問，應諮詢閣下之股票經紀或其他持牌證券交易商、註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。

Terms used herein shall have the same meanings as defined in the prospectus of Timeless Software Limited dated 15 December 2015 (the "Prospectus") unless the context otherwise requires.
除文義另有所指外，本申請表格所用之詞彙與天時軟件有限公司於二零一五年十二月十五日刊發之發售章程(「發售章程」)所界定者具相同涵義。

Hong Kong Exchanges and Clearing Limited, the Stock Exchange and HKSCC take no responsibility for the contents of this Application Form, 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 Application Form.
香港交易及結算有限公司、聯交所及香港結算對本申請表格之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示，概不對因本申請表格全部或任何部份內容而產生或因依賴該等內容而引致之任何損失承擔任何責任。

Dealings in the Shares may be settled through CCASS and you should consult your stockbroker or other licensed securities dealer, registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser for details of the settlement arrangements and how such arrangements may affect your rights and interests.
股份之買賣可透過中央結算系統進行結算，而有關結算安排之詳情及該等安排對閣下權利及權益可能產生之影響，閣下應諮詢閣下之股票經紀或其他持牌證券交易商、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 each of the Prospectus Documents, together with the documents mentioned in the paragraph headed "DOCUMENTS DELIVERED TO REGISTRAR OF COMPANIES IN HONG KONG" in Appendix III to the Prospectus, have been delivered to the Registrar of Companies in Hong Kong for registration as required by Section 38D of the Companies (Winding Up and Miscellaneous Provisions) Ordinance. The Registrar of Companies in Hong Kong, the Stock Exchange and the Securities and Futures Commission of Hong Kong take no responsibility as to the contents of any of these documents.
各章程文件副本連同於發售章程附錄三「呈送香港公司註冊處處長之文件」一段所述之文件，已按照公司(清盤及雜項條文)條例第38D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、聯交所及香港證券及期貨事務監察委員會對上述任何文件之內容概不負責。

Subject to the granting of listing of, and permission to deal in, the Offer Shares on the Stock Exchange and compliance with the stock admission requirements of HKSCC, the Offer Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the commencement date of dealings in the Offer Shares on the Stock Exchange or such other date 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. You should consult your licensed securities dealer, registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser for details of those settlement arrangements and how such arrangements may affect your rights and interests.
待發售股份獲准於聯交所上市及買賣及符合香港結算之證券收納規定，發售股份將獲香港結算接納為合資格證券，可由發售股份在聯交所開始買賣日期或香港結算釐定之有關其他日期起，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進行之交易須於其後第二個交易日在中央結算系統內進行交收。所有在中央結算系統內進行之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。有關交收安排之詳情及該等安排對閣下之權利及權益可能構成之影響，閣下應諮詢閣下之持牌證券交易商、註冊證券機構、銀行經理、律師、專業會計師或其他專業顧問。

Share registrar:
股份過戶登記處:

Computershare Hong Kong Investor Services Limited
Shops 1712-1716, 17th Floor
Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong
香港中央證券登記有限公司
香港
灣仔
皇后大道東183號
合和中心17樓
1712-1716號舖



TIMELESS SOFTWARE LIMITED
天時軟件有限公司

(incorporated in Hong Kong with limited liability)

(Stock Code: 8028)

(於香港註冊成立的有限公司)

(股份代號: 8028)

Registered office:

註冊辦事處:
Room 2208,
118 Connaught Road West,
Hong Kong
香港
干諾道西118號
2208室

OPEN OFFER ON THE BASIS OF
ONE (1) OFFER SHARE FOR EVERY FIVE (5) EXISTING SHARES
HELD ON THE RECORD DATE
按於記錄日期每持有五(5)股現有股份
獲發一(1)股發售股份之基準之公開發售

APPLICATION FORM
申請表格

You are entitled to apply any number of Offer Shares which is equal to or less than your assured allotment shown in Box B overleaf by filling in this Application Form. Subject to as mentioned in the Prospectus, such allotment is made to the Shareholders whose names were on the register of members of the Company and who were Qualifying Shareholders on the basis of one (1) Offer Share for every five (5) existing Shares held on Monday, 14 December 2015. If you wish to apply for such number of Offer Shares which is more than your assured allotment shown in Box B overleaf, i.e. the excess Offer Shares, you should also fill in the separate Excess Application Form (the "EAF"), and lodge it with a separate remittance for full amount payable in respect of the excess Offer Shares. If you wish to apply for any Offer Shares and/or excess Offer Shares, you should complete and sign this Application Form and/or the EAF, and lodge the form(s) together with the appropriate remittance(s) for the full amount payable in respect of the Offer Shares and/or the excess Offer Shares applied for with the Company's share registrar, Computershare Hong Kong Investor Services Limited, Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. All remittance(s) for application of Offer Shares must be in Hong Kong dollars and by cheque or banker's cashier order and made payable to "Timeless Software Limited - Open Offer Account" for Offer Shares under assured allotment and/or made payable to "Timeless Software Limited - Excess Application Account" for excess Offer Shares and crossed "Account Payee Only" and comply with the procedures set out in the enclosed sheet.

閣下有權透過填寫本申請表格申請相等或於或少於背頁乙欄所列閣下獲保證配發之任何發售股份數目。在發售章程所述者之規限下，上述配額乃按於二零一五年十二月十四日(星期一)每持有五(5)股現有股份獲發一(1)股發售股份的基準，向名列於本公司股東名冊並為合資格股東之股東作出。倘閣下擬申請發售股份數目多於背頁乙欄所列閣下獲保證配發之發售股份數目(即額外發售股份)，則閣下亦須另行填寫額外申請表格(「額外申請表格」)，並連同就額外發售股份涉及之全數應繳款項之個別股款一併交回。倘閣下欲申請任何發售股份及/或額外發售股份，請填妥及簽署本申請表格及/或額外申請表格，並將表格連同申請發售股份及/或額外發售股份涉及之全數應繳款項之足額股款，交回本公司之股份過戶登記處香港中央證券登記有限公司，地址為香港灣仔皇后大道東183號合和中心17樓1712-1716號舖。所有申請發售股份股款必須為港元款項，並須註明抬頭人為「Timeless Software Limited - Open Offer Account」。以申請保證配發之發售股份及/或以「Timeless Software Limited - Excess Application Account」為抬頭人申請額外發售股份及以「只准入抬頭人賬戶」方式劃線開出之支票或銀行本票，並須符合隨附文件所載手續。

All dates or deadlines specified in this AF refer to Hong Kong local time.

本申請表格所述之所有日期及限期均指香港時間。

NO RECEIPT WILL BE GIVEN. 將不另發收據。

To: TIMELESS SOFTWARE LIMITED
致: 天時軟件有限公司

Dear Sirs,

I/We, being the Qualifying Shareholder(s) of the Shares stated overleaf, enclose a remittance** for the amount payable in full on application for the number of Offer Shares at a price of HK\$0.10 per Offer Share specified in Box B (or, if and only if Box D is completed, in Box D). I/We apply such Offer Shares on the terms and conditions of the Prospectus dated 15 December 2015 and subject to the articles of association of the Company. I/We authorise the Company to place my/our name(s) on the register of members of the Company as the holder(s) of such Offer Shares and to send the share certificate(s) in respect thereof by ordinary post at my/our own risk to the address specified overleaf. I/We have read the conditions and procedures for application set out in the enclosed sheet and agree to be bound thereby.

敬啟者:

本人/吾等為背頁所列股份之合資格股東，現接納乙欄(或倘已填妥丁欄，則丁欄)指定之發售股份數目，並附上按每股發售股份0.10港元之價格計算須於申請時繳足之全數股款**。本人/吾等謹此依照日期為二零一五年十二月十五日之發售章程所載之條款及條件，以及在貴公司之公司章程細則之規限下，申請該等數目之發售股份。本人/吾等謹此授權貴公司將本人/吾等之姓名列入貴公司股東名冊，作為此等發售股份之持有人，並授權貴公司將有關股票按背頁地址以郵遞方式寄予本人/吾等，郵誤風險概由本人/吾等承擔。本人/吾等已細閱隨附文件所載各項條件及申請手續，並同意受其約束。

** Cheque or banker's cashier order should be crossed "Account Payee Only" and made payable to "Timeless Software Limited - Open Offer Account" (see the section headed "PROCEDURES FOR APPLICATION" in the enclosed sheet).

** 支票或銀行本票須以「只准入抬頭人賬戶」方式並以「Timeless Software Limited - Open Offer Account」為抬頭人劃線開出(請參閱隨附文件「申請手續」一節)。

Valid application for such number of Offer Shares which is less than or equal to a Qualifying Shareholder's assured allotment will be given effect in full, assuming that the conditions of the Open Offer have been satisfied. If no number is inserted in the boxes overleaf, you will be deemed to have applied the number of Offer Shares for which payment has been received. If the amount of the remittance is less than that required for the number of Offer Shares inserted, you will be deemed to have applied the number of Offer Shares for which payment has been received. Application will be deemed to have been made for a whole number of Offer Shares. No receipt will be given for the remittance.

假設公開發售之條件達成，合資格股東有效申請少於或相等於其所獲保證配發之發售股份數目將獲全數有效配發。倘背頁各欄內並無填上數目，則閣下將被視作申請就此支付的款項所代表之發售股份數目。倘股款少於背頁所填數目之發售股份所需支付的股款，則閣下將被視作申請本公司就此已收之款項所代表之發售股份數目。此項申請將被視作申請完整之發售股份數目而作出。閣下不會就有關股款獲發任何收據。

Application Form No.
申請表格編號

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

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Number of Shares registered in your name on Monday, 14 December 2015
於二零一五年十二月十四日(星期一)以閣下名義登記之股份數目

Box A
甲欄

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Number of Offer Shares in your assured allotment subject to payment in full on application by no later than 4:00 p.m. on Wednesday, 30 December 2015
閣下獲保證配發之發售股份數目(須不遲於二零一五年十二月三十日(星期三)下午四時正申請時繳足)

Box B
乙欄

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Application can only be made by the registered Qualifying Shareholder(s) named above.
Please enter in Box D the number of Offer Shares applied and the amount of remittance enclosed (calculated as number of Offer Shares applied multiplied by HK\$0.10)
只有上述已登記之合資格股東方可申請。
請於丁欄填寫所申請之發售股份數目及隨附之股款金額(按接納之發售股份數目乘以0.10港元計算)

Amount payable on assured allotment when applied in full
悉數申請認購保證配額時應繳款項

Box C
丙欄

HK\$ 港元

BOX D Number of Offer Shares applied for
丁欄 申請認購之發售股份數目

	HK\$ 港元
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Name of bank on which cheque/
banker's cashier order is drawn
支票/銀行本票之付款銀行名稱

Cheque/banker's cashier
order number
支票/銀行本票號碼

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Signature(s) of Qualifying Shareholder(s)
(all joint Qualifying Shareholders must sign)
合資格股東簽署
(所有聯名合資格股東均須簽署)

(1) _____ (2) _____ (3) _____ (4) _____

Contact telephone no. 聯絡電話號碼: _____

Date 日期: _____

Please staple
your payment
here
請將
股款
繫釘在此



TIMELESS SOFTWARE LIMITED
天時軟件有限公司



TIMELESS SOFTWARE LIMITED

天時軟件有限公司

(於香港註冊成立的有限公司)

(股份代號：8028)

條件

1. 被禁止股東不得申請任何發售股份及／或額外發售股份。
2. 本公司概不會就收到之申請款項發出收據，惟預期申請獲全數或部份接納之任何發售股份及／或額外發售股份股票將以平郵方式按表格所列地址寄予承配人；如屬聯名承配人，則寄予名列首位之承配人，郵誤風險概由其自行承擔。
3. 填妥本申請表格及／或額外申請表格將構成申請人指示及授權本公司及／或香港中央證券登記有限公司或其就此提名之若干人士代表認購人辦理本申請表格及／或額外申請表格或其他文件之任何登記手續，以及作出有關公司或人士可能認為必需或合適之一切其他事宜，以根據發售章程所述安排，將認購人所申請之數目或任何較少數目之發售股份及／或額外發售股份登記於認購人名下。
4. 發售股份及／或額外發售股份之認購人承諾簽署一切文件並採取一切其他必要行為，以便彼等登記為所申請發售股份及／或額外發售股份之持有人，惟須符合本公司之公司章程細則之規定。
5. 申請款項將於本公司收訖後過戶，而其所賺取之利息(如有)將全數撥歸本公司所有。倘支票於首次過戶時未能兌現，則有關申請將可遭拒絕受理。
6. 閣下申請發售股份及／或額外發售股份之權利不得轉讓或放棄。
7. 本公司保留權利接受或拒絕任何不符合本申請表格及／或額外申請表格所載手續之發售股份及／或額外發售股份申請。任何香港境外人士填妥及交回本申請表格表示向本公司作出保證及聲明，已經妥為遵守有關接納之所有有關司法權區一切登記、法律及監管規定。為免疑問，香港結算或香港中央結算(代理人)有限公司將不會作出任何上述保證及聲明，或受其所限。

申請手續

閣下可透過填寫本申請表格申請相等於或少於乙欄所載 閣下獲保證配發之有關發售股份數目。

倘 閣下欲申請少於 閣下獲保證配發之發售股份數目，請在本申請表格丁欄內填上 閣下欲申請之發售股份數目及應繳款項總額(按申請之發售股份數目乘以0.10港元計算)。倘所收到之相應款項少於所填上發售股份確切數目之所需股款，則 閣下將被視作申請已收全數款項所涉及之有關較少發售股份數目。

倘 閣下欲申請本申請表格乙欄所列數目之發售股份，請在本申請表格丁欄內填上此數目。如無填上任何數目，則 閣下將被視作申請已收全數款項所代表數目之發售股份。

倘 閣下欲申請多於本申請表格乙欄所載 閣下獲保證配發之任何發售股份(即額外發售股份)數目，則 閣下應另行使用額外申請表格，並於額外申請表格之適當位置填上 閣下欲申請之額外發售股份數目及應繳款項總額(按申請之額外發售股份數目乘以0.10港元計算)。閣下可申請任何額外發售股份數目。倘所收到之相應款項少於所填上之額外發售股份數目之所需股款，則 閣下將被視作申請已收全數款項所代表之較少額外發售股份數目。

填妥本申請表格及／或額外申請表格並將適當之股款相應地緊釘其上後，應將表格對摺不遲於二零一五年十二月三十日(星期三)下午四時正(或在惡劣天氣情況下，發售章程「預期時間表」一節所述之有關最後接納時間)交回本公司之股份過戶登記處香港中央證券登記有限公司，地址為香港灣仔皇后大道東183號合和中心17樓1712-1716號舖。所有股款均須以港元繳付。支票或銀行本票須以香港之持牌銀行賬戶付款或由香港之持牌銀行開出，註明抬頭人為「Timeless Software Limited – Open Offer Account」，並以「只准入抬頭人賬戶」方式劃線開出。除非本公司於二零一五年十二月三十日(星期三)下午四時正前收到填妥之本申請表格及／或額外申請表格，連同本申請表格丙欄或丁欄(視情況而定)所示之適當股款及／或額外申請表格所示之適當股款送達，否則 閣下申請發售股份及／或額外發售股份之權利以及一切有關權利將當作已被放棄而註銷。

預期股票將於二零一六年一月八日(星期五)或之前以平郵方式寄予 閣下，郵誤風險概由 閣下自行承擔。

終止包銷協議

包銷協議載有條文，授予該等包銷商權利在若干事件發生時透過發出書面通知終止該等包銷商根據該協議承擔之責任。倘於最後終止時間前發生以下任何事件：

- (1) 任何包銷商全權認為，公開發售之成功將受下列事項重大不利影響：
 - (a) 頒佈任何新法例或規例或現有法例或規例(或其司法詮釋)出現任何變動或發生任何性質之其他事故，而包銷商全權認為可能對本集團之整體業務或財務或貿易狀況或前景構成重大不利影響或對公開發售重大不利；或
 - (b) 發生任何政治、軍事、金融、經濟或其他性質(不論是否與前述任何一項同類)，或性質屬於任何地區、國家或國際爆發敵對狀況或武裝衝突或敵對狀況或武裝衝突升級，或影響當地證券市場之任何地區、國家或國際之事件或變動(不論是否構成於包銷協議日期前及／或後出現或持續之連串事件或變動之一部分)，而包銷商全權認為可能對本集團之整體業務或財務或貿易狀況或前景構成重大不利影響，或對公開發售之成功構成重大不利損害，或令進行公開發售屬不宜或不智；或
 - (2) 市況出現任何不利變動(包括但不限於財政或貨幣政策或外匯或貨幣市場之任何變動、暫停或嚴重限制證券買賣)，而任何包銷商全權認為可能對公開發售之成功構成重大或不影響，或令進行公開發售屬不宜或不智；或
 - (3) 本公司或本集團任何成員公司之情況出現任何變動，而任何包銷商全權認為將對本公司之前景構成不利影響，包括(在不限制前述事項一般性原則下)提出清盤呈請或通過決議案清盤或結業，或本集團任何成員公司發生類似事件，或本集團任何重大資產遭破壞；或
 - (4) 任何不可抗力事件，包括(在不限制其一般性原則下)任何天災、戰爭、暴亂、擾亂公共秩序、內亂、火災、水災、爆炸、疫症、恐怖主義活動、罷工或停工；或
 - (5) 本集團之整體業務或財務或貿易狀況或前景出現任何其他重大不利變動(不論是否與前述任何一項屬同一性質)；或
 - (6) 與公開發售有關之章程文件於刊發時載有於包銷協議日期前本公司未曾公開公佈或刊發之資料(與本集團之業務前景或財務狀況或與其遵守任何法例或創業板上市規則或任何適用法規有關)，而任何包銷商可能全權認為該等資料對本集團之整體屬重要，很可能對公開發售之成功構成重大不利影響，或可能令合理審慎之投資者不申請其根據公開發售之發售股份保證配額；或
 - (7) 任何倘緊接章程文件日期前發生或發現而並無於章程文件內披露之事項，而任何包銷商全權認為足以對公開發售構成重大遺漏；或
 - (8) 證券全面或本公司證券在聯交所暫停買賣超過連續十個營業日，惟不包括涉及核准該公佈或章程文件或與公開發售有關之其他公佈或通函之任何暫停買賣；或
 - (9) 由於異常金融環境或其他情況導致股份於聯交所買賣終止、暫停或受重大限制；
- 則任何包銷商有權透過於最後終止時限前向本公司及其他包銷商發出書面通知以終止包銷協議。

倘於最後終止時限前出現以下情況，則任何包銷商有權藉書面通知撤銷包銷協議：

- (1) 任何包銷商獲悉任何嚴重違反包銷協議所載任何聲明、保證或承諾之情況；或
- (2) 任何包銷商獲悉包銷協議所載之任何特定事件。

任何有關通知須於最後終止時限前由任何包銷商遞交。

倘任何包銷商於最後終止時限前發出上述任何有關通知，包銷協議項下各方之義務(惟於有關終止前產生之任何權利或義務除外)將隨即終止，而任何一方不得向任何其他方提出成本、損失、賠償或其他方面之任何索償，惟就先前違反而提出者除外。

支票或銀行本票

所有支票及銀行本票將於收訖後立即過戶，而其所賺取之利息(如有)將全數撥歸本公司所有。填妥及交回本申請表格及／或額外申請表格，連同支付所接納發售股份之支票或銀行本票，將構成 閣下向本公司保證該支票或銀行本票將於首次過戶時兌現。凡隨附支票或銀行本票於首次過戶時未能兌現所涉及之接納可遭拒絕受理，在此情況下，相關保證配額及其項下之一切權利將當作已被放棄而註銷。

發售股份之地位

發售股份(於繳足股款及配發後)將在各方面與配發日期之已發行股份享有同等權益。該等發售股份之持有人將有權收取未來宣派、作出或派付(其記錄日期定於發售股份配發及發行日期或之後)之一切股息及分派。

股票

待公開發售之條件達成後，發售股份之股票預期將於二零一六年一月八日(星期五)或之前以平郵方式郵寄予該等有權收取股票之合資格股東，郵誤風險概由彼等自行承擔。 閣下將就 閣下名下登記之所有相關發售股份獲發一張股票。

一般事項

所有文件將以平郵方式寄往有權收取有關文件之人士之登記地址，郵誤風險由彼等承擔。

倘本申請表格及／或額外申請表格由獲發本申請表格及／或額外申請表格之人士簽署交回，即確實證明交回上述文件之人士有權處理有關文件及收取相關發售股份股票。

本申請表格及／或額外申請表格及據此之發售股份之任何接納均受香港法律管轄並據此解釋。