

PROPOSED ACQUISITION OF EUNETWORKS GROUP LIMITED (THE “COMPANY”) BY EUN (UK) LIMITED (THE “OFFEROR”) AND EUN HOLDINGS, LLP (THE “PARTNERSHIP”) BY WAY OF A SCHEME OF ARRANGEMENT UNDER SECTION 210 OF THE COMPANIES ACT, CHAPTER 50 OF SINGAPORE (THE “SCHEME”) –

GUIDANCE ON ELECTION FORM FOR DEPOSITORY AGENTS

1. This is a short guide for Entitled Scheme Shareholders whose names appear in the Register of Members of the Company and who are depository agents (“**Entitled Depository Agents**”). The purpose of this guide is merely to provide a summary of the actions to be taken by Entitled Depository Agents if they wish to elect to receive the Equity Consideration for all their Shares held on behalf of the Relevant Sub-Account Holders, **but should not be regarded as a substitute for reading in entirety** the scheme document dated 23 August 2016 in relation to the Scheme (the “**Scheme Document**”), including the letter from the Offeror to Shareholders dated 23 August 2016 as set out in Appendix 2 to the Scheme Document, the announcement dated 23 September 2016 made by the Company in relation to the grant of the Court order to sanction the Scheme (the “**Announcement**”), and the Election Form for Depository Agents. Copies of the Scheme Document and the Announcement have been uploaded to and are accessible at the “Investor Relations” section on the Company’s website, <http://www.eunetworks.com>.

Unless otherwise defined, all capitalised terms used herein shall bear the same meanings ascribed to them in the Scheme Document and the Election Form for Depository Agents.

2. **IF YOU WISH TO RECEIVE THE CASH CONSIDERATION FOR ALL YOUR SHARES, YOU DO NOT NEED TO TAKE ANY ACTION.**
3. **If you wish to elect to receive the EQUITY CONSIDERATION for your Shares held on behalf of any Relevant Sub-Account Holder, you MUST do ALL of the following:**
 - a. complete Section A and Section B on the first and second page of the BEIGE Election Form for Depository Agents and Annex A to the BEIGE Election Form for Depository Agents;
 - b. procure that each Relevant Sub-Account Holder completes and signs the appropriate U.S. Internal Revenue Service Form W-9 or W-8 as follows:
 - i. for a Relevant Sub-Account Holder who is a U.S. entity or tax resident, the **YELLOW Form W-9**;
 - ii. for a Relevant Sub-Account Holder who is NOT a U.S. entity or tax resident and who:
 - (A) is an individual that is the beneficial owner for U.S. tax purposes, the **ORANGE Form W-8BEN**;
 - (B) is a corporate entity that is the beneficial owner for U.S. tax purposes, the **PINK Form W-8BEN-E**;
 - (C) is a non-corporate entity that is the beneficial owner for U.S. tax purposes (complex trust, private foundation, tax-exempt organization, an estate, etc.), the **PINK Form W-8BEN-E**; or
 - (D) is an entity that is tax transparent for U.S. tax purposes (partnership, grantor trusts, etc.), the **GREEN Form W-8IMY** (along with the appropriate Form W-9 and/or Form W-8(s) of the entity’s beneficial owners); or
 - iii. for a Relevant Sub-Account Holder who is a non-U.S. government or certain other foreign organizations, the **PURPLE Form W-8EXP**;
 - c. procure that each Relevant Sub-Account Holder completes and signs the RED Accredited Investor Questionnaire; and

- d. deliver the duly completed and signed originals of the abovementioned documents either by hand or post to EUN (UK) Limited c/o Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, #32-01 Singapore Land Tower, Singapore 048623 so as to reach the Share Registrar not later than 5.00 p.m. (Singapore time) on 18 October 2016.

The colour of each of the Election Form and Accompanying Documents referred to above is merely for your easy reference. However, none of the Company, the Partnership, the Offeror's Holdco and the Offeror can be held responsible if the Election Form and the Accompanying Documents are printed with a different colour. You should additionally check that the title of the Election Form and Accompanying Documents which you complete and sign is the appropriate form for you.

4. **This guide is for information only and has not been prepared based on any particular needs or constraints or other particular circumstances of any Shareholder. The Company, the Partnership, the Offeror's Holdco, the Offeror and their respective advisers do not assume any responsibility to any person in connection with how they should exercise their rights of election under the Scheme. If Entitled Depository Agents are in any doubt as to what action they should take, they should consult their stockbroker, bank manager, solicitor, accountant, tax adviser or other professional adviser immediately. In particular, Entitled Depository Agents should consult their respective tax advisers regarding the applicable tax considerations particular to them if they wish to elect for, and be issued, the Equity Consideration.**
5. The directors of the Offeror (including any who may have delegated detailed supervision of the preparation of this guide) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this guide are fair and accurate and that, where appropriate, no material facts which relate to the Offeror have been omitted from this guide, and the directors of the Offeror jointly and severally accept responsibility accordingly. Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Company, the sole responsibility of the directors of the Offeror has been to ensure that, through reasonable enquiries, such information has been accurately extracted from such sources or, as the case may be, reflected or reproduced in this guide.

Any queries relating to the Partnership Interest Election and the Election Form for Depository Agents should be directed during office hours to:

Offeror / Offeror's Holdco / Partnership

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