

# **ADVANCED CARD SYSTEMS HOLDINGS LIMITED**

*(incorporated in the Cayman Islands with limited liability)*

Units 2010-2013, 20/F, Chevalier Commercial Centre

8 Wang Hoi Road, Kowloon Bay, Hong Kong

Tel No.: (852) 2796 7873 Fax No.: (852) 2796 1286

## **APPOINTMENT LETTER**

Date: 9 June 2014

Mr. Yim Kai Pung, David

Dear Mr. Yim:

### **Advanced Card Systems Holdings Limited Independent Non-Executive Directorship**

Pursuant to Rule 5.05 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited, we hereby write to confirm the terms of your appointment as an independent non-executive director of Advanced Card Systems Holdings Limited (the "Company"):-

1. You shall, subject as hereinafter provided, be appointed as an independent non-executive director of the Company.
2. Subject to paragraphs 3 and 7 below, your appointment shall commence from 10 June 2014 to 9 June 2016. Your monthly remuneration is HK\$10,000.
3. Your appointment is subject to the provisions of the Company's memorandum and articles of association in force from time to time including, but not limited to, the removal provisions set out in the articles of association.
4. You shall perform such functions and exercise such powers as are appropriate to your position as an independent non-executive director of the Company. These will include attending board meetings and general meetings of the Company and meetings of any board committees (including the audit committee) of which you will become a member.
5. You shall comply with all laws applicable to the Company including, without prejudice to the generality of the foregoing, all laws and regulations from time to time in force with respect to confidentiality, dealings in shares and notifications required to be made by a director to the Company and/or any other regulatory body. In addition, you will observe, and use your best endeavours to procure that the Company observes, the rules and regulations of The Stock Exchange of Hong Kong Limited and the Hong Kong Codes on Takeovers and Mergers and Share Repurchases as amended from time to time.



6. The Company shall reimburse you for all expenses properly and reasonably incurred by you in the conduct of the Company's business or in the discharge of your duties as a director including any reasonable expenses you may incur in seeking advice from the Company's financial and legal advisers or other independent financial and legal advisers which is reasonably required in the proper discharge of your duties.
7. Your appointment hereunder shall terminate on the earlier of (i) the date of expiry of the period specified in paragraph 2 above; (ii) your ceasing to be a director for any reason pursuant to the Company's memorandum and articles of association in force from time to time or any other applicable laws or regulations; or (iii) the service of a two-month written notice by the Company or yourself.

The terms of this letter shall be governed by and construed in accordance with the laws of the Hong Kong Special Administrative Region of the People's Republic of China.

Please sign and return the duplicate copy of this letter to indicate your acceptance of the terms set out herein.

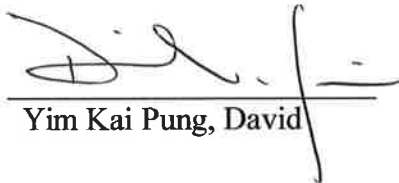
Yours sincerely,  
For and on behalf of  
Advanced Card Systems Holdings Limited



Director

I, the undersigned, hereby accept the terms of my appointment as an independent non-executive director of Advanced Card Systems Holdings Limited as set out above.

Signed:



Yim Kai Pung, David

Date : 10. June 2014