

DEFINITIONS

In this Web Proof Information Pack, unless the context otherwise requires, the following words and expressions shall have the following meanings. Certain technical terms are explained in the section headed “Glossary of Technical Terms” in this Web Proof Information Pack.

“Active Merchant Website(s)”	website(s) that is/are required to pay fees within a given calendar month
“affiliate”	with respect to any specified person, any other person, directly or indirectly, controlling or controlled by or under direct or indirect common control with such specified person
“Alipay”	a third party online payment platform in China launched in 2004 and an Independent Third Party
“Articles” or “Articles of Association”	the articles of association of our Company (as amended from time to time), adopted with effect from November 29, 2013, a summary of which is set out in the section headed “Appendix IV—Summary of the Articles of Association” in this document
“associate(s)”	has the meaning ascribed thereto under the [●]
“au”	a mobile phone brand in Japan marketed by KDDI, an Independent Third Party
“Audited Financial Statements”	the audited combined financial statements of our Group for the financial years ended June 30, 2011, 2012 and 2013 as included in the section headed “Appendix I—Accountants’ Report” in this document
“Board”	the board of directors of our Company
“business day”	any day (other than a Saturday, Sunday or public holiday in Hong Kong) on which banks in Hong Kong are generally open for normal banking business
“Buy-J.com”	a cross-border online shopping mall that we operate in alliance with China UnionPay
“CAGR”	compounded annual growth rate
“CASH POST”	a licensed service provided by ECONTEXT that allows merchants to transfer funds by way of email
“China” or “PRC”	the People’s Republic of China and for the purposes of this document only, except where the context requires otherwise, references to China or the PRC exclude Hong Kong, Macau and Taiwan
“China UnionPay”	the only domestic bank card organization in the PRC founded in 2002 operating under the approval of the People’s Bank of China and an Independent Third Party
“Citrus India”	Citrus Payment Solutions Private Limited, a company incorporated under the laws of India
“Citrus Singapore”	Citrus Payment Solutions Pte. Ltd., a company incorporated under the laws of Singapore

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“Civil Code”	the Civil Code of Japan (Act No. 89 of 1896, as amended)
“Companies Act”	the Companies Act of Japan (Act No. 86 of 2005, as amended)
“Companies Ordinance”	the Companies Ordinance (Chapter 32 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Company”, “our Company” or “the Company”	econtext Asia Limited, a company incorporated in Hong Kong on September 10, 2012
“connected person(s)”	has the meaning ascribed to it under the [●]
“connected transaction(s)”	has the meaning ascribed to it under the [●]
“Controlling Shareholder”	means Digital Garage. [●] the section headed “Relationship with Our Controlling Shareholder” in this document
“Coolpat”	Coolpat Co., Ltd., a company incorporated under the laws of Japan and a subsidiary of our Company
“Credit Saison”	Credit Saison Co., Ltd., a company incorporated under the laws of Japan
“CyberTrust”	Cybertrust Japan Co., Ltd., a company incorporated under the laws of Japan that provides security related services and an Independent Third Party
“Digital Garage”	Digital Garage, Inc., a company incorporated under the laws of Japan and our Controlling Shareholder
“Digital Garage Group”	Digital Garage and its subsidiaries (excluding our Group) at the relevant point of time or, where the context so requires, in respect of the period before Digital Garage became the holding company of its present subsidiaries, the present subsidiaries of Digital Garage
“Director(s)”	the director(s) of our Company
“docomo”	a mobile phone brand in Japan marketed by NTT DOCOMO, Inc., an Independent Third Party
“ECAA”	E-Commerce Asia Association, an incorporated association (<i>shadan-hojin</i>) established under the laws of Japan
“ECONTEXT”	ECONTEXT, Inc., a company incorporated under the laws of Japan on October 1, 2012 upon its demerger from Digital Garage and a subsidiary of our Company
“eCURE”	eCURE Co. Ltd., a company incorporated under the laws of Japan and a subsidiary of our Company
“Euromonitor Japan Report”	the report “Internet Retailing in Japan” published by Euromonitor International in May 2013
“FIEA”	the Financial Instruments and Exchange Act of Japan (Act No. 25 of 1948, as amended)

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"financial institutions"	institutions or establishments including banks, non-bank financial companies, credit card merchant acquirers, credit card issuers, debit networks (including China UnionPay), eMoney service providers (including the providers of Rakuten Edy and Suica) and international payment intermediaries (such as PayPal and Alipay), where payments for purchases made by consumers are transacted
"fiscal year"	the 12 month period for which a company prepares financial statements
"Fuji Chimera"	Fuji Chimera Research Institute, Inc., an independent provider of industry and market information
"Fuji Chimera Research Report"	the Fuji Chimera Research Report on Broadband and Mobile Service 2013
"GMO Payment Gateway Inc."	GMO Payment Gateway Inc., a company incorporated under the laws of Japan that provides online payment services and an Independent Third Party
"Group", "our Group" or "the Group", "we", "us" or "our"	the Company and its subsidiaries from time to time or, where the context so requires, in respect of the period prior to our Company becoming the holding company of its present subsidiaries, such subsidiaries as if they were subsidiaries of our Company at the relevant time
"HKFRS"	Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants
"Hong Kong dollars" or HK\$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong" or "HK"	the Hong Kong Special Administrative Region of the People's Republic of China
"Hong Kong-Japan Tax Treaty"	the Agreement between the Government of the Hong Kong Special Administrative Region of the People's Republic of China and the Government of Japan for the Avoidance of Double Taxation and the Prevention of Fiscal Evasion with respect to Taxes on Income dated November 9, 2010
"Ichiban Mall"	a cross-border online shopping mall that we operate pursuant to an agreement with MasterCard
"Independent Third Party(ies)"	a person(s) or a company(ies) who or which is/are not connected (within the meaning under the [●]) with any directors, chief executive or substantial shareholders (within the meaning under the [●]) of us or any of our subsidiaries or any of their respective associate(s)
"iResearch Consulting Group"	iResearch Consulting Group, a company incorporated in the PRC that provides research services focusing on China's internet industry and an Independent Third Party
"iResearch Japan"	iResearch Japan Co., Ltd. (formerly known as SBI Research Co., Ltd.), a company incorporated under the laws of Japan and a subsidiary of our Company

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"Japanese yen" or "¥"	Japanese yen, the lawful currency of Japan
"JASDAQ"	Japan Association of Securities Dealers Automated Quotation
"JCB"	JCB Co., Ltd., a company incorporated under the laws of Japan
"JCB Global Shopping Mall"	a cross-border online shopping mall that we operate pursuant to an agreement with JCB
"JCN"	Japan Card Network Co., Ltd., a company incorporated under the laws of Japan that operates CARDNET and an Independent Third Party
"JGAAP"	Japanese generally accepted accounting principles
"JIPDEC"	Japan Information Processing Development Corporation, a nonprofit organization under the laws of Japan with the purposes of advancing computer technologies and ensuring the security of information systems and an Independent Third Party
"JJ-Street"	JJ-Street Inc. (formerly known as Shareee-china, Inc.), a company incorporated under the laws of Japan and a subsidiary of our Company
"KDDI"	KDDI Corporation, a company incorporated under the laws of Japan that is in the telecommunications business and an Independent Third Party
"Kotohako"	Kotohako, Inc. (also known as Kotohaco, Inc.), formerly a wholly-owned subsidiary of NaviPlus but was merged into NaviPlus and ceased to be a separate legal entity with effect from September 1, 2013
"Latest Practicable Date"	November 29, 2013, being the latest practicable date for ascertaining certain information in this document before its publication
"[●]"	the [●] (excluding the option market) operated by the [●] which is independent from and operated in parallel with the Growth Enterprise Market of the [●]
"Management Shareholders"	Mr. Kaoru Hayashi, Mr. Takashi Okita and Mr. Tomohiro Yamaguchi, who are our Executive Directors
"Memorandum" or "Memorandum of Association"	the memorandum of association of our Company
"MIC Report"	the report on the size and competitiveness of the Japanese online payment service market prepared by MIC Research Institute in September 2013
"MIC Research Institute"	MIC Research Institute Limited, an independent third party provider of industry and market information
"Midplaza Holdings"	an Indonesian real estate and information communication technology company and holder of a 67% interest in the PT. Midtrans joint venture through its subsidiaries, PT Mitra Dutamas and PT Mitratama GrahaGuna

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“Mitsubishi UFJ Nicos”	Mitsubishi UFJ Nicos Co., Ltd., a company incorporated under the laws of Japan which engages in the provision of consumer credit card services and an Independent Third Party
“NaviPlus”	NaviPlus Co., Ltd. (formerly known as SBI Navi Co., Ltd.), a company incorporated under the laws of Japan and a subsidiary of our Company
“NaviPlus Recommend”	a recommendation engine service offered by NaviPlus that allows online merchants to promote products to consumers based on their purchase and browsing history
“Netprice.com”	Netprice.com, Ltd., a company incorporated under the laws of Japan and holder of a 10% interest in the PT. Midtrans joint venture through its subsidiary, BEENOS ASIA PTE. LTD.
“NTT DATA”	NTT DATA Corporation, a company incorporated under the laws of Japan that engages in the provision of system integration and network system services and an Independent Third Party
“NTT DOCOMO, Inc.”	a company incorporated under the laws of Japan which provides various types of telecommunications services in Japan and an Independent Third Party
“OECD”	the Organisation for Economic Co-operation and Development, an Independent Third Party
“OSE”	Osaka Securities Exchange, the cash equity market, clearing functions, and self-regulatory functions of which were integrated with those of the Tokyo Stock Exchange, the Japan Securities Clearing Corporation, and the Tokyo Stock Exchange Regulation, respectively, on July 16, 2013
“Personal Information Protection Act”	The Personal Information Protection Act of Japan (Law No. 57 of 2003, as amended)
“document”	this document being issued in connection with the Hong Kong [●]
“PT. Midtrans”	PT. Midtrans, a company incorporated under the laws of the Republic of Indonesia in which we own a 23% interest, which operates as VeriTrans Indonesia
“PT. Tokopedia”	PT. Tokopedia, a company incorporated under the laws of the Republic of Indonesia in which we own a 6.62% interest
“Rakuten Edy”	an eMoney service provided by Rakuten Edy, Inc. (formerly known as bitWallet, Inc.), an Independent Third Party
“Reorganization”	the reorganization undertaken by our Group, as more fully described in the section headed “History, Reorganization and Corporate Structure—Reorganization” in this document
“RMB”	Renminbi, the lawful currency of the PRC

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“Rp.”	Rupiah, the lawful currency of the Republic of Indonesia
“SBI Holdings”	SBI Holdings, Inc., a company incorporated under the laws of Japan that is listed on the TSE and the [●], a substantial shareholder of JJ-street and a connected person of our Company
“Shanghai CardInfoLink”	Shanghai CardInfoLink Data Service Co., Ltd, a company incorporated under the laws of the PRC that provides payment solutions in China
“Share(s)”	ordinary share(s) in the share capital of our Company with a par value of HK\$0.01 each
“Shareholder(s)”	holder(s) of the Share(s)
“shareholders’ equity”	Shares, retained earnings and accumulated other comprehensive income
“Softbank”	SOFTBANK MOBILE Corp., a company incorporated under the laws of Japan that is engaged in mobile communication services in Japan and an Independent Third Party
“subsidiary(ies)”	has the meaning ascribed thereto in Section 2 of the Companies Ordinance
“Substantial Shareholder”	has the meaning ascribed to it in the [●]
“Suica”	a prepaid rechargeable smart card system in Japan operated by East Japan Railway Company, an Independent Third Party
“Sumitomo Mitsui Card” or “SMCC”	Sumitomo Mitsui Card Company, Limited, a company incorporated under the laws of Japan that provides credit card, settlement and financing services in Japan and an Independent Third Party
“Topstart”	Topstart Holdings Ltd., a company incorporated in the British Virgin Islands and owned by Mr. Yang Weiqing, and each an Independent Third Party
“trAd”	a transaction-linked advertisement platform offered by our Company
“TSE”	Tokyo Stock Exchange
“United States”, “USA” or “US”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“US dollars” or “US\$”	United States dollars, the lawful currency of the United States
“VeriTrans”	VeriTrans Inc., a company incorporated under the laws of Japan and a subsidiary of our Company
“VeriTrans Indonesia”	the trade name used by PT. Midtrans in connection with its online payment services business and the joint venture between subsidiaries of Midplaza Holdings and Netprice.com and the Company
“VeriTrans Shanghai”	VeriTrans Shanghai Co., Ltd., a company incorporated under the laws of the PRC in which we own a 50% interest
“%”	percent

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The translation of financial information denominated in foreign currencies into HK dollars are in accordance with the Group’s accounting policies as set out in Note 2.3(d) of Section II of the Accountants’ Report. Financial information presented in Japanese yen in the sections headed “Summary”, “Our Business” and “Financial Information” in this document represents the relevant amounts prior to conversion into Hong Kong dollars for the purposes of our combined financial statements. [●] the sections headed “Financial Information—Qualitative and Quantitative Disclosure about Market Risk—Foreign Exchange Rate Risk” and “Risk Factors—Risks Relating to the [●]—Fluctuations in the exchange rates of the Hong Kong dollar may adversely affect your [●]” in this document. Unless otherwise specified, translations of ¥ into HK\$ in this document are based on the rate of ¥1,000: HK\$75.83, translations of US\$ into HK\$ are based on the rate of US\$1.00: HK\$7.8, translations of Rp. into HK\$ are based on the rate of Rp.1,000: HK\$0.64 and translations of RMB into HK\$ are based on the rate of RMB1: HK\$1.27.

No representation is made that any amounts in HK\$, ¥ and US\$ can be or could have been converted at the relevant dates at the above rates or any other rates at all.

Certain amounts and percentage figures included in this document have been subject to rounding adjustments. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them.