

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE NQ MOBILE, INC. SECURITIES
LITIGATION

Case No. 1:13-cv-07608-WHP

PROOF OF CLAIM AND RELEASE

I. GENERAL INSTRUCTIONS

1. It is important that you completely read and understand the Notice of Proposed Settlement of Class Action (the "Notice") that accompanies this Proof of Claim and Release ("Proof of Claim") and the Plan of Allocation included in the Notice. The Notice describes the proposed Settlement that will resolve this Action, how Class Members are affected by the Settlement, and the manner in which the Net Settlement Fund will be distributed if the Court approves the Settlement and the Plan of Allocation. The Notice also contains the definitions of some of the defined terms (which are indicated by initial capital letters) used in this Proof of Claim.¹ By signing and submitting this Proof of Claim, you will be certifying that you have read and that you understand the Notice, including the terms of the releases described therein and provided for herein.

2. TO BE ELIGIBLE TO RECEIVE A DISTRIBUTION FROM THE NET SETTLEMENT FUND, YOU MUST MAIL YOUR COMPLETED AND SIGNED PROOF OF CLAIM TO THE CLAIMS ADMINISTRATOR BY FIRST-CLASS MAIL, POSTAGE PREPAID, **POSTMARKED BY MARCH 31, 2016**, ADDRESSED AS FOLLOWS:

NQ Mobile Securities Litigation
c/o Gilardi & Co. LLC
PO Box 8040
San Rafael, CA 94912-8040

3. This Proof of Claim is directed to all persons or entities that purchased or otherwise acquired NQ Mobile, Inc. ("NQ" or the "Company") American Depositary Shares ("NQ ADS shares") between March 6, 2013 and July 3, 2014, inclusive (the "Class Period") and that were allegedly damaged thereby (the "Class").

4. "Class Members" means any persons and entities who purchased or otherwise acquired NQ ADS shares during the Class Period and are not excluded from the Class. Persons and entities excluded from the Class are: all Defendants; all current or former officers, directors or partners of NQ, its affiliates, parents, or subsidiaries; any corporation, trust, or other entity in which any Defendant has or had a controlling interest; the members of the immediate families of the Individual Defendants; the parents, subsidiaries and affiliates of NQ; and the legal representatives, heirs, successors, or assigns of any excluded Person. Also excluded from the Class is any person or entity that timely and validly seeks exclusion from the Class in accordance with the requirements of the Notice.

5. IF YOU ARE NOT A CLASS MEMBER, OR IF YOU, OR SOMEONE ACTING ON YOUR BEHALF, FILED A REQUEST FOR EXCLUSION FROM THE CLASS, DO NOT SUBMIT A PROOF OF CLAIM. YOU MAY NOT, DIRECTLY OR INDIRECTLY, PARTICIPATE IN THE SETTLEMENT IF YOU ARE NOT A CLASS MEMBER. THUS, IF YOU FILE A VALID REQUEST FOR EXCLUSION IN A TIMELY MANNER, ANY PROOF OF CLAIM THAT YOU SUBMIT, OR THAT MAY BE SUBMITTED ON YOUR BEHALF, WILL NOT BE ACCEPTED.

6. All Class Members will be bound by the terms of the Final Judgment entered in the Action WHETHER OR NOT A PROOF OF CLAIM FORM IS SUBMITTED, unless a valid request for exclusion from the Class is postmarked by February 10, 2016. The Final Judgment will release and enjoin the filing or continued prosecution of the Settled Claims against the Released Parties, as described in the Notice.

7. You may only participate in the distribution of the Net Settlement Fund if you are a member of the Class and if you complete and return this form as specified below. If you fail to file a timely, properly addressed, and completed Proof of Claim, your claim may be rejected and you may be precluded from receiving any distribution from the Net Settlement Fund.

8. **Submission of this Proof of Claim does not guarantee that you will share in the Net Settlement Fund.** The distribution of the Net Settlement Fund will be governed by the Plan of Allocation set forth in the Notice, if approved by the Court, or such other plan of allocation as the Court approves.

9. Use Part III of this Proof of Claim entitled "SCHEDULE OF TRANSACTIONS IN NQ ADS SHARES" to supply all required details of your transaction(s) in NQ ADS shares. On the schedule, provide all the requested information with respect to all purchases, acquisitions, and sales of NQ ADS shares during the period from March 6, 2013

¹ All capitalized terms used, but not defined herein or in the Notice, are defined in the Stipulation and Agreement of Settlement dated October 8, 2015 (the "Stipulation"). The Stipulation is posted on the Claims Administrator's settlement website, www.nqsecuritieslitigation.com.

through September 30, 2014, inclusive, as well as the number of NQ ADS shares you held as of the close of trading on March 5, 2013, July 3, 2014 and September 30, 2014.

10. You are required to submit genuine and sufficient documentation for all your transactions in and holdings of NQ ADS shares as set forth in the Schedule of Transactions in Part III. Documentation may consist of copies of brokerage confirmations or monthly statements. IF SUCH DOCUMENTS ARE NOT IN YOUR POSSESSION, PLEASE OBTAIN COPIES OR EQUIVALENT CONTEMPORANEOUS DOCUMENTS FROM YOUR BROKER. FAILURE TO SUPPLY THIS DOCUMENTATION MAY RESULT IN REJECTION OF YOUR CLAIM. DO NOT SEND ORIGINAL DOCUMENTS. Please keep a copy of all documents that you send to the Claims Administrator.

11. Separate Proof of Claim forms should be submitted for each separate legal entity (*e.g.*, a claim from joint owners should not include separate transactions of just one of the joint owners, and an individual should not combine his or her IRA transactions with transactions made solely in the individual's name). Conversely, a single Proof of Claim form should be submitted on behalf of one legal entity, including all transactions made by that entity on one Proof of Claim form, no matter how many separate accounts that entity has (*e.g.*, a corporation with multiple brokerage accounts should include all transactions made in all accounts on one Proof of Claim form).

12. All joint beneficial owners must each sign this Proof of Claim form. If you purchased or acquired NQ ADS shares during the Class Period and held the securities in your name, you are the beneficial owner as well as the record owner. If, however, you purchased or acquired NQ ADS shares during the Class Period and the securities were registered in the name of a third party, such as a nominee or brokerage firm, you are the beneficial owner of these securities, but the third party is the record owner.

13. Agents, executors, administrators, guardians, and trustees must complete and sign the Proof of Claim on behalf of persons represented by them, and they must:

- a. expressly state the capacity in which they are acting;
- b. identify the name, account number, Social Security Number (or taxpayer identification number), address, and telephone number of the beneficial owner of (or other person or entity on whose behalf they are acting with respect to) the NQ ADS shares; and
- c. furnish evidence of their authority to bind to the Proof of Claim the person or entity on whose behalf they are acting. (Authority to complete and sign a Proof of Claim cannot be established by NQ ADS shares demonstrating only that they have discretionary authority to trade NQ ADS shares in another person's accounts).

14. By submitting a signed Proof of Claim, you will be swearing that you:

- a. own(ed) the NQ ADS shares you have listed in the Proof of Claim; or
- b. are expressly authorized to act on behalf of the owner thereof.

15. By submitting a signed Proof of Claim, you will be swearing to the truth of the statements contained therein and the genuineness of the documents attached thereto, subject to penalties of perjury under the laws of the United States of America. The making of false statements, or the submission of forged or fraudulent documentation, will result in the rejection of your claim and may subject you to civil liability or criminal prosecution.

16. **NOTICE REGARDING ELECTRONIC FILES:** Certain claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in electronic format. If you have a large number of transactions and wish to file your claim electronically, you must contact the Claims Administrator at 1-844-899-6217 to obtain the required file layout. No electronic files will be considered to have been properly submitted unless the Claims Administrator issues to the claimant a written acknowledgment of receipt and acceptance of electronically submitted data.

17. If you have questions concerning the Proof of Claim, or need additional copies of the Proof of Claim or the Notice, you may contact the Claims Administrator, Gilardi & Co. LLC, at the above address or by toll-free phone at 1-844-899-6216, or you may download the documents from www.nqsecuritieslitigation.com.