



**Open Sales Offer for Ordinary Shares at 0.14 SEK per share in
PREGO INTERNATIONAL LIMITED**

(a non-cellular company incorporated in Guernsey, Channel Islands with registered number 55858)

I/we
(Please insert full name and address of the party purchasing for shares)

Address:.....

Date of Birth:

I/we hereby apply to agree to subscribe for:

Ordinary shares at pair value of 0.0001 GBP at a price of 0.14 SEK per share

*Such purchase price shall be payable as per signing this agreement, followed by the
agreed number of units purchased for*

**Purchase Value in SEK: _____ including
a number of : _____ shares in**

PREGO International Ltd, (PIL) at the price of: 0,14 SEK per share.

Please contact us, for more units available for purchase, prior to company floatation.

On receipt of the final installment of the total purchase price, a share confirmation letter will be sent to the address given above. Further, and after the seller has registered and by this further minute the transaction, PIL board will authorize the transaction and instruct the Management of PIL to issue the official share confirmation document to the buyer.

I/We acknowledge that in order to ensure compliance with the Money Laundering Regulations 2007, as subsequently amended, the Company may, in its absolute discretion, require verification of identity (including by electronic means) from any person lodging this Application Form. I/We agree that on request by the Company, I/we will disclose promptly in writing to it satisfactory evidence of my/our identity and do all other acts and things as may reasonably be required so as to comply with such regulations and that if I fail to do so my application may be deemed invalid.

In consideration of your agreeing to deal with this application, I/we undertake that this application shall be irrevocable and agree that the return of this Application Form and accompanying payment shall constitute a contract between me/us and the Company, which shall be binding. I/we acknowledge that you reserve the right to treat any application not strictly complying with the terms and conditions of application as nevertheless valid.

Payment of the shares purchased on price shall be made by bank transfer to the following bank account to arrive by the dates given in this offer.



INFORMATION:

On receiving this signed subscription letter, followed by registration of payment for the subscribed shares, the Board of Directors in PREGO International Ltd, will minute the share purchase and further request Prego's management, after board minutes and registration, to confirm registration of shares, including number of shares with registration confirmed to Prego's shareholder registry, through a formal shareholding confirmation letter issued to the buyer in the buyer's name.

Please forward a signed version of this document to shareholder@goprego.com, followed by registered payment of the purchased number of shares and payable amount in SEK.

PAYMENT DETAILS:

DNB Bank ASA, NORWAY
PREGO NORDIC AS – account no: 1503 62 05870

for
Prego International Limited
Dixcart House
St William Place, St. Peter Port
GY1 4EZ GUERNSEY
CHANNEL ISLANDS
Email: shareholder@pregogroup.com

Signed:

..... (Name)

Subscriber or Buyers Name

..... (Signature)

.....(Date)



PREGO INTERNATIONAL LIMITED – DISCLAIMER NOTE

RISK FACTORS

An investment in the Company's ordinary shares involves a high degree of risk. Prospective purchasers of ordinary shares should carefully review the following risk factors and should consider the Group's prospects in the lights of the risks, expenses and difficulties that companies in their earlier stages of development encounter particularly in new and rapidly evolving markets.

No assurance of profitability

The Group has not yet operated at a profit. Since the Group commenced trading, its revenues have been small compared to its expenses. The Group's ability to generate significant revenues remains uncertain. Furthermore, the Group expects to continue to incur operating losses in the foreseeable future and may never achieve or be able to sustain profitability.

Dependence on key personnel

The Group's future success depends in part upon the continued service of its management team and key technical personnel and upon its ability to attract, motivate and retain qualified personnel. The loss of senior personnel could have a material adverse effect on the Group. There can be no guarantee that key personnel will continue to be employed by the Group. The failure to attract and retain key personnel, or the cost of doing so, could materially adversely affect the Group and its reputation, financial condition and operating results.

Operational risks

The Group is not insulated from general business risk as well as certain risks inherent in the prepaid card market in which the Group operates. This may include a shortage in skilled workforce, increases in salary costs, technological changes, changes in regulatory requirements, the introduction of new and superior technology or products and services by competitors and changes in the general economic and business conditions.

The Group has commenced registered op co office operations in Malaysia, Singapore and Norway and UK, and is looking to expand in other countries, each with different risk profiles. This gives rise to a variety of complexities and any adverse development in the political situations and economic uncertainties could materially and adversely affect the financial performance of the Group.

These include:

- Risks of war, expropriation and nationalization
- Political and economic instability
- Greater information security risk profiles
- Changes in regulatory requirements, methods of taxation and legislation with adverse effects
- Negative impact of currency exchange rate fluctuations
- The costs and difficulties of managing operations and strategic partnerships
- Increased restrictions on the repatriation of earnings



The market for the Group's products and services is evolving rapidly. An increasing number of market entrants have introduced or are developing competing products and services to facilitate prepaid card usage and transactions. The Group's potential revenue growth depends on government, financial and other institutions, distributors and users responding to its marketing efforts and otherwise recognizing the benefits of its prepaid card services and adopting practices that realize those benefits. It is recognized that such benefits will not be recognized or accrue to such market participants which may adversely affect demand for the Group's products and services and in turn adversely affect the Group's potential revenues and profitability.

It remains uncertain whether a significant market for the Group's products and services will emerge and whether they will become generally adopted.

In the event that the Group is able to generate demand for its products and services in the markets in which it is operating, the Group may not be able to operate effectively and manage such growth without adequate management and financial resources. Its inability to operate effectively within such circumstances would adversely affect its potential revenues and profitability and could damage its reputation, which in turn would adversely affect its potential business.

The Company, which is incorporated in Guernsey, is not authorized or regulated for the conduct of its business. The Company is reliant upon third party arrangements for the undertaking and completion of anti-money laundering checks in order for its business to be successful. The directors believe that the systems and procedures it has secured are sufficient for the Company's business to be successful in the markets in which it operates and intends to operate.

MASTERCARD

Prego has developed a unique prepaid global payment card under an accredited programme, **Pay2Go**, on the MasterCard network to provide e-money, e-commerce and remittance transfers. Pay2Home is a registered programme with MasterCard and Prego is a licenced "Program Manager" for MasterCard.

The Group's business is for the time being partly dependent upon its relationship with MasterCard, VISA and licensed banks. Any changes in the terms of the agreement any restrictions imposed by these partners, the Group could adversely significantly impact the Group and its potential success.

Agreements with strategic suppliers

The Group has entered into agreements for the supply and distribution of prepaid cards and is dependent on the ability of such suppliers to generate sufficient numbers of cards as may be required for satisfying the market demands as the Group's operations grow.

Financing

The Company is currently seeking to raise funds for its ongoing working capital requirements. There can be no guarantee that sufficient funds will be raised.



The Company may, at some stage in the future, need to raise additional capital to fund the ongoing development and expansion of the business and to finance any flotation on a stock exchange. There can be no assurance that any additional funds needed, will be

available on favorable terms, or at all. Any additional equity financing may be dilutive to shareholders and any debt financing, if available, may require that restrictions are placed on the Group's future financing and operating activities.

Pricing structure

The Group has limited experience with respect to its pricing model and if the prices it charges for its products and services are unacceptable within the markets in which it is seeking to operate, its potential revenues and profitability will be adversely affected.

Competition in the prepaid card market

The directors recognize that the Group faces competition from existing and potential operators in the prepaid card market. Many of the competitors have longer operating histories, greater name recognition, larger customer bases and significantly greater financial, technical and marketing resources than the Group. These competitors may be able to devote greater resources than the Group to the development and promotion of their services, adopt more aggressive pricing policies and make more attractive offers to existing and potential employees and distribution partners. These competitors may develop services that are equal or superior to the Group's or that achieve greater market acceptance. In addition, it is possible that new competitors may emerge and rapidly acquire significant market share.

Market price of ordinary shares

The Company's shares are not currently traded on any stock exchange and there can be no guarantee that any application for the shares to be publicly traded will be successful in the near future or at all. Consequently, investors seeking to realize their investment in the Company will be subject to the identification and interest of potential new investors and also to pricing agreement between both parties. The prices at which trades are carried out in the ordinary shares may vary significantly and may not fairly reflect the market value of the Company.