

## SHARE CAPITAL

<i>Authorised:</i>	<i>HK\$</i>
<u>10,000,000,000</u> Shares	<u>1,000,000,000</u>
<i>Issued and to be issued, fully paid or credited as fully paid:</i>	
540,000,000 Shares in issue	54,000,000
<u>180,000,000</u> Shares to be issued pursuant to the Share Offer	<u>18,000,000</u>
<i>Total:</i>	
<u>720,000,000</u> Shares	<u>72,000,000</u>

### ASSUMPTIONS

The above table assumes that the Share Offer will become unconditional.

It takes no account of the allotment and issue of Shares upon the exercise of the Over-allotment Option or any options that have been or may be granted under the Pre-IPO Share Option Scheme or the Share Option Scheme or the Over-allotment Option or of any Shares which may be allotted and issued or repurchased by the Company pursuant to the general mandates for the allotment and issue or repurchase of Shares granted to the Directors as described below.

### RANKING

The Offer Shares will rank *pari passu* in all respects with all Shares in issue on the date of allotment and issue of such Shares, and will qualify for all dividends or other distributions declared, made or paid on the Shares after the date of this prospectus.

### SHARE OPTION SCHEMES

The Company has conditionally adopted the Pre-IPO Share Option Scheme and has conditionally granted options thereunder to subscribe for a total of 3,600,000 Shares to a total of 15 option holders. A summary of the principal terms of the Pre-IPO Share Option Scheme is set out in the paragraph headed “Pre-IPO Share Option Scheme” in Appendix V to this prospectus.

The Company has conditionally adopted the Share Option Scheme, the principal terms of which are set out in the paragraph headed “Share Option Scheme” in Appendix V to this prospectus.

### GENERAL MANDATE TO ISSUE NEW SHARES

The Directors have been conditionally granted a general unconditional mandate to allot, issue and deal with Shares with a total nominal value of not more than the sum of:

1. 20% of the total nominal amount of the share capital of the Company in issue immediately following completion of the Share Offer (excluding Shares that may be issued under the Over-allotment Option); and
2. the total amount of share capital of the Company repurchased by the Company (if any) pursuant to the repurchase mandate (as referred to below).

The Directors may, in addition to Shares which they are authorised to issue under the mandate, allot, issue or deal with Shares under a rights issue, scrip dividend scheme or similar arrangement providing for the allotment and issue of Shares in lieu of dividend in accordance with the Articles, or on the exercise of options which may be granted under the Pre-IPO Share Option Scheme and the Share Option Scheme.

This mandate will expire:

- at the conclusion of the Company's next annual general meeting; or
- at the expiry of the period within which the Company is required by applicable laws or its Articles to hold its next annual general meeting; or
- when varied or revoked by an ordinary resolution of the Company's shareholders in general meeting,

whichever is the earliest.

For further details of this general mandate, please refer to the paragraph headed "Written resolutions of all the shareholders of the Company dated 20th January, 2006" in Appendix V to this prospectus.

### GENERAL MANDATE TO REPURCHASE SHARES

The Directors have been conditionally granted a general unconditional mandate to exercise all the powers of the Company to repurchase Shares with a total nominal value of not more than 10% of the total nominal amount of the share capital of the Company in issue immediately following completion of the Share Offer (excluding Shares that may be issued under the Over-allotment Option).

This mandate only relates to repurchases made on the Stock Exchange, or any other stock exchange on which the Shares are listed (and which is recognised by the SFC and the Stock Exchange for this purpose), and which are in accordance with the Listing Rules. A summary of the relevant Listing Rules is set out in the paragraph headed “Share repurchase mandate” in Appendix V to this prospectus.

This mandate will expire:

- at the conclusion of the Company’s next annual general meeting; or
- at the expiry of the period within which the Company is required by applicable laws or its Articles to hold its annual general meeting; or
- when varied or revoked by an ordinary resolution of its shareholders in general meeting;

whichever is the earliest.

For further details of this general mandate, please see the paragraph headed “Written resolutions of all the shareholders of the Company dated 20th January, 2006” in Appendix V to this prospectus.