

## SHARE CAPITAL

The authorised and issued share capital of our Company is as follows:—

|                                   |                    |
|-----------------------------------|--------------------|
| <i>Authorised share capital:—</i> | <i>HK\$</i>        |
| <u>2,000,000,000</u> Shares       | <u>200,000,000</u> |

Assuming the Over-allocation Option is not exercised, the issued share capital of our Company, immediately following completion of the Share Offer and the Capitalisation Issue, will be as follows:—

*Issued and to be issued, fully paid or credited as fully paid upon completion of the Capitalisation Issue and the Share Offer:*

| <i>(Shares)</i>  | <i>(HK\$)</i>      |
|--|--------------------|
| 750,000,000 Shares in issue at the date of this prospectus <sup>(1)</sup>      | 75,000,000         |
| 250,000,000 New Shares to be issued pursuant to the Share Offer <sup>(2)</sup> | 25,000,000         |
| <u>1,000,000,000</u> Total   | <u>100,000,000</u> |

*Notes:—*

1. 744,703,561 Shares issued at nil paid on 8 February 2007 will be credited as fully paid at par upon completion of the Capitalisation Issue.
2. The number of Shares in issue will be increased by up to 15,000,000 Shares in the event that the Over-allocation Option is exercised in full.

### ASSUMPTIONS

The above table assumes that the Share Offer become unconditional. It takes no account of Shares which may be allotted and issued upon the exercise of the Over-allocation Option or any option that may be granted under the Share Option Scheme or any Shares which may be issued and allotted or repurchased by our Company pursuant to the Issuing Mandate and the Repurchase Mandate.

### RANKING

The Offer Shares will rank *pari passu* in all respects with all other Shares in issue and/or to be issued as mentioned in this prospectus, and in particular, will rank in full for all dividends and other distributions hereafter declared, paid or made on the Shares after the date of this prospectus save for entitlement under the Capitalisation Issue.

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### ISSUING MANDATE

Our Directors have been granted a general unconditional mandate to allot, issue and deal with unissued Shares with an aggregate nominal value not exceeding the sum of:—

1. 20 per cent. of the total nominal amount of the share capital of our Company in issue and to be issued immediately following completion of the Share Offer and the Capitalisation Issue (as set out in the table above but excluding Shares to be issued upon exercise of the Over-allocation Option); and
2. the total amount of the share capital of our Company repurchased by our Company (if any) pursuant to the Repurchase Mandate.

Our Directors may, in addition to the Shares which they are authorised to issue under the Issue Mandate, allot, issue and deal in the Shares pursuant to a rights issue, an issue of Shares pursuant to the exercise of subscription rights attaching to any warrants of our Company, scrip dividends or similar arrangements or the exercise of options granted under the Share Option Scheme or any other option scheme or similar arrangement for the time being adopted.

The Issue Mandate will expire:—

- at the conclusion of our Company's next annual general meeting; or
- upon the expiration of the period within which our Company's next annual general meeting is required by the Articles or the Companies Law to be held; or
- the passing of an ordinary resolution at general meeting revoking, varying or renewing such mandate,

whichever occurs first.

Further information on the Issuing Mandate is set forth under "Resolutions of Shareholders passed on 26 February 2007" in appendix VI to this prospectus.

### REPURCHASE MANDATE

Our Directors have been granted a general unconditional mandate to repurchase Shares with a total nominal value of not more than 10 per cent. of the total nominal amount of the share capital of our Company issued and to be issued immediately following completion of the Share Offer and the Capitalisation Issue (as set out in the table above but excluding Shares to be issued upon exercise of the Over-allocation Option).

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The Repurchase Mandate relates only to repurchases made on the Stock Exchange and/or on 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 made in accordance with the Listing Rules. A summary of the relevant Listing Rules is set forth under “Repurchase by our Company of its own securities” in appendix VI to this prospectus.

The Repurchase Mandate will expire:—

- at the conclusion of our Company’s next annual general meeting; or
- upon the expiration of the period within which our Company’s next annual general meeting is required by the Articles or the Companies Law to be held; or
- the passing of an ordinary resolution at general meeting revoking, varying or renewing such mandate,

whichever occurs first.

Further information on the Repurchase Mandate is set forth under “Resolutions of Shareholders passed on 26 February 2007” in appendix VI to this prospectus.