
SHARE CAPITAL

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

Authorized share capital:

HK\$

<u>10,000,000,000</u>	Shares of HK\$0.01 each	<u>100,000,000</u>
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Assuming the Over-allotment Option is not exercised, the issued share capital of our Company immediately following completion of the Global Offering and Capitalization Issue will be as follows (without taking into account any Shares which may be issued and allotted pursuant to any exercise of the options which have been or may be granted under the Pre-IPO Share Option Scheme and the Share Option Scheme):

Issued and to be issued, fully paid or credited as fully paid:

HK\$

200,000,000	Shares in issue at the date of this prospectus	2,000,000
800,000,000	Shares to be issued pursuant to the Capitalization Issue	8,000,000
333,334,000	Share to be issued pursuant to the Global Offering (excluding any Shares which may be issued under the Over-allotment Option)	3,333,340
<u>1,333,334,000</u>	Shares	<u>13,333,340</u>

Assuming the Over-allotment Option is exercised in full, the share capital of our Company immediately following completion of the Global Offering and Capitalization Issue will be as follows (without taking into account any Shares which may be issued and allotted pursuant to any exercise of the options which have been or may be granted under the Pre-IPO Share Option Scheme and the Share Option Scheme):

Issued and to be issued, fully paid or credited as fully paid:

HK\$

200,000,000	Shares in issue at the date of this prospectus	2,000,000
800,000,000	Shares to be issued pursuant to the Capitalization Issue	8,000,000
383,334,000	Shares to be issued pursuant to the Global Offering (inclusive of any Shares which may be issued under the Over-allotment Option)	3,833,340
<u>1,383,334,000</u>	Shares	<u>13,833,340</u>

Assumptions

This table assumes the Global Offering has become unconditional and the issue of Shares pursuant thereto is made as described herein. It does not take into account (a) Shares which may be allotted and issued upon the exercise of options which have been or may be granted under the Pre-IPO Share Option Scheme and the Share Option Scheme; or (b) of any Shares which may be allotted and issued or repurchased by our Company under the general mandates for the allotment and issue or repurchase of Shares granted to our Directors as referred to below or otherwise.

Ranking

The Offer Shares and the Shares that may be issued pursuant to the Over-allotment Option shall rank *pari passu* with all existing Shares in issue on the date of the allotment and issue of such Shares, and in particular will be entitled to all dividends or other distributions declared, made or paid after the date of this prospectus except for the Capitalization Issue.

SHARE CAPITAL

Capitalization Issue

Pursuant to the written resolutions of our Shareholders passed on November 5, 2012, conditional upon the share premium account of our Company being credited as a result of the issue of Offer Shares pursuant to the Global Offering, our Directors were authorized to allot and issue a total of 800,000,000 Shares credited as fully paid at par to the Shareholders whose names appear on the register of members of our Company at close of business on November 2, 2012 in proportion to their respective shareholdings by way of capitalization of the sum of HK\$8,000,000 standing to the credit of the share premium account of our Company, and the Shares to be allotted and issued pursuant to the Capitalization Issue shall rank *pari passu* in all respects with the existing issued Shares.

Pre-IPO Share Option Scheme

Our Company has adopted the Pre-IPO Share Option Scheme on November 5, 2012. The principal terms of the Pre-IPO Share Option Scheme is set out in “E. Share option schemes — Pre-IPO Share Option Scheme” in Appendix IV to this prospectus.

Share Option Scheme

Our Company has conditionally adopted the Share Option Scheme on November 5, 2012. A summary of the principal terms of the Share Option Scheme is set out in “E. Share option schemes — Share Option Scheme” in Appendix IV to this prospectus.

GENERAL MANDATE TO ISSUE SHARES

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

- (a) 20% of the aggregate nominal value of the share capital of our Company in issue immediately following completion of the Global Offering and the Capitalization Issue; and
- (b) the aggregate nominal value of share capital of our Company repurchased by our Company, if any, under the general mandate to repurchase Shares referred to below.

The aggregate nominal value of the Shares which our Directors are authorized to allot and issue under this mandate will not be reduced by the allotment and issue of Shares pursuant to (i) a rights issue, or (ii) any scrip dividend scheme or similar arrangement providing for the allotment and issue of Shares in lieu of the whole or part of a dividend on Shares in accordance with the Articles of Association; or (iii) any specific authority granted by the Shareholders in general meeting(s); or (iv) the exercise of options which may be granted under the Share Option Scheme or any arrangement which may be regulated under Chapter 17 of the Listing Rules.

This mandate will expire at the earliest of:

- (a) the conclusion of our Company's next annual general meeting; or
- (b) the expiration of the period within which our Company is required by the applicable Cayman Islands law or the Articles of Association to hold its next annual general meeting; or
- (c) when varied, revoked or renewed by an ordinary resolution of our Shareholders in general meeting.

SHARE CAPITAL

For further details of this general mandate, see “A. Further Information about our Company — 4. Written resolutions of our Shareholders passed on November 5, 2012” in Appendix IV to this prospectus.

GENERAL MANDATE TO REPURCHASE SHARES

Our Directors have been granted with a general unconditional mandate to exercise all the powers of our Company to repurchase Shares with an aggregate nominal value of not more than 10% of the aggregate nominal amount of the share capital of our Company in issue following the completion of the Global Offering and the Capitalization Issue.

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 made in accordance with all applicable laws and requirements of the Listing Rules. Further information required by the Stock Exchange to be included in this prospectus regarding the repurchase of Shares is set out in “A. Further Information about our Company — 6. Repurchase by our Company of its own securities” in Appendix IV to this prospectus.

This mandate will expire at the earliest of:

- (a) the conclusion of our Company’s next annual general meeting; or
- (b) the expiration of the period within which our Company is required by the applicable Cayman Island law or the Articles of Association to hold its next annual general meeting; or
- (c) when varied, revoked or renewed by an ordinary resolution of our Shareholders in general meeting.

For further details of this general mandate, see “A. Further Information about our Company — 4. Written resolutions of our Shareholders passed on November 5, 2012” in Appendix IV to this prospectus.