

OUR CORNERSTONE INVESTORS

THE CORNERSTONE PLACING

We have entered into cornerstone investment agreements with the following investors (the “**Cornerstone Investors**”, each a “**Cornerstone Investor**”), pursuant to which the Cornerstone Investors have agreed to subscribe at the Offer Price for such number of Offer Shares (rounded down to the nearest whole board lot of 2,000 Shares) that may be purchased for an aggregate amount of approximately HK\$616.3 million (the “**Cornerstone Investment**”). Assuming an Offer Price of HK\$1.62 (being the mid-point of the indicative Offer Price range stated in this prospectus), the total number of Shares to be subscribed for by the Cornerstone Investors would be approximately 380.4 million, representing approximately (i) 6.71% of the Shares in issue upon the completion of the Global Offering, assuming that the Over-allotment Option is not exercised; or (ii) 6.47% of the Shares in issue upon completion of the Global Offering, assuming that the Over-allotment Option is fully exercised. Each of the Cornerstone Investors is an independent third party, is independent with each other, is not our connected person, and is not an existing shareholder of our Company. Details of the actual number of Offer Shares to be allocated to the Cornerstone Investors will be disclosed in the allotment results announcement to be issued by our Company on or around November 28, 2012.

The Cornerstone Investment forms part of the International Offering. The Offer Shares to be subscribed for by the Cornerstone Investors will rank *pari passu* in all respects with the other fully paid Shares in issue and will be counted towards the public float of our Company. Other than the subscription pursuant to the respective cornerstone investment agreements, none of the Cornerstone Investors will subscribe for any Offer Shares under the Global Offering. Immediately, upon the completion of the Global Offering, none of the Cornerstone Investors will have any board representation in our Company, nor will any of the Cornerstone Investors become our substantial shareholder. The Offer Shares to be subscribed for by the Cornerstone Investors will not be affected by any reallocation of the Offer Shares between the International Offering and the Hong Kong Public Offering described in “Structure of the Global Offering – The Hong Kong Public Offering” in this prospectus.

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We have entered into cornerstone investment agreements with each of the following Cornerstone Investors in respect of the Cornerstone Investment. The information about our Cornerstone Investors set forth below has been provided by the Cornerstone Investors in connection with the Cornerstone Investment:

Golden China Master Fund

Golden China Master Fund has agreed to subscribe for such number of Shares (rounded down to the nearest whole board lot of 2,000 Shares) which may be purchased for an aggregate amount of HK\$116.3 million at the Offer Price. Assuming an Offer Price of HK\$1.62, being the mid-point of the Offer Price range set out in this prospectus, the total number of Shares that Golden China Master Fund would subscribe for would be 71.8 million, representing (i) approximately 1.27% of the Shares in issue immediately following the completion of the Global Offering assuming that the Over-allotment Option is not exercised, or, (ii) approximately 1.22% of the Shares in issue immediately following the completion of the Global Offering, assuming that the Over-allotment Option is fully exercised.

Golden China Master Fund is a fund incorporated in the Cayman Islands. It is managed by Greenwoods Asset Management Limited and it primarily invests into companies that generate a significant portion of revenues and/or profits from the PRC, and listed in the PRC, Hong Kong, United States and other markets. As of the Latest Practicable Date, Golden China Master Fund held 8,302,369 B-shares, which is equivalent to approximately 0.52% of the total issued capital of

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Jiangsu Future Land, our B-share listed subsidiary. Each of Golden China Master Fund and Greenwoods Asset Management Limited is an independent third party notwithstanding the foregoing.

Guangdong Finance Investment International Co., Ltd

Guangdong Finance Investment International Co., Ltd. (“**GFI**”) has agreed to subscribe for such number of Shares (rounded down to the nearest whole board lot of 2,000 Shares) which may be purchased for an aggregate amount of HK\$200.0 million at the Offer Price. Assuming an Offer Price of HK\$1.62, being the mid-point of the Offer Price range set out in this prospectus, the total number of Shares that GFI would subscribe for would be 123.5 million, representing (i) approximately 2.18% of the Shares in issue immediately following the completion of the Global Offering assuming that the Over-allotment Option is not exercised, or, (ii) approximately 2.10% of the Shares in issue immediately following the completion of the Global Offering, assuming that the Over-allotment Option is fully exercised.

GFI is incorporated in Hong Kong. It engages primarily in the business of equity and securities investment and asset management. GFI is ultimately controlled by Guangdong Finance Investment (Holding) Corporation Limited (“**GFIH**”), which was incorporated in the PRC. GFIH engages primarily in the business of trust financing, credit guarantee, asset management, equity investment, industrial development, capital operation, corporate restructuring and merger and acquisition advisory.

Axius International Investment Co., Limited

Axius International Investment Co., Limited (“**HNA SPV**”) has agreed to subscribe for such number of Shares (rounded down to the nearest whole board lot of 2,000 Shares) which may be purchased for an aggregate amount of HK\$300.0 million at the Offer Price. Assuming an Offer Price of HK\$1.62, being the mid-point of the Offer Price range set out in this prospectus, the total number of Shares that HNA SPV would subscribe for would be 185.2 million, representing (i) approximately 3.27% of the Shares in issue immediately following the completion of the Global Offering assuming that the Over-allotment Option is not exercised, or, (ii) approximately 3.15% of the Shares in issue immediately following the completion of the Global Offering, assuming that the Over-allotment Option is fully exercised.

HNA SPV is a company incorporated in Hong Kong. It is controlled by HNA Group International Headquarter (Hong Kong) Co., Limited (海航集團國際總部 (香港)有限公司) (“**HNA HK Group**”). HNA HK Group is the overseas platform of HNA Group (海航集團) that specialises in investments and fund raising. HNA HK Group also covers import and export, air-transportation, tourism, modern logistics, finance, real estate, commerce, hotel and airport management, aircraft leasing and information technology.

CONDITIONS PRECEDENT

The subscription obligation of each Cornerstone Investor is subject to, among other things, the following conditions precedent:

- (1) the Hong Kong Underwriting Agreement and the International Purchase Agreement having been entered into and having become effective and unconditional (in accordance with their respective original terms or as subsequently waived or varied by agreement of the parties thereto) by no later than the time and date as specified therein; and

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- (2) the Listing Committee of the Stock Exchange having granted the listing of, and permission to deal in, the Shares and that such approval or permission not having been revoked prior to the commencement of dealings in the Shares on the Stock Exchange.

RESTRICTIONS ON DISPOSALS BY THE CORNERSTONE INVESTORS

Each of the Cornerstone Investors has agreed that, without the prior written consent of our Company and the Sole Global Coordinator, it will not, whether directly or indirectly, at any time during a period of six months starting from and inclusive of the Listing Date, dispose of (as defined in the relevant cornerstone investment agreement) any of the Shares subscribed by it pursuant to the relevant cornerstone investment agreement.

Each Cornerstone Investor may transfer the Shares so subscribed in certain limited circumstances, such as transfer to a wholly-owned subsidiary of such Cornerstone Investor, provided that such wholly-owned subsidiary agrees to be subject to the restrictions on disposals imposed on such Cornerstone Investor.