
SHARE CAPITAL

Changes in the Share Capital of our Company

On the date of our incorporation on 26 April 2012, our authorized share capital was US\$50,000 divided into 5,000,000 shares of US\$0.01 each. The following is a description of the authorized and issued share capital of our Company in issue and to be issue as fully paid or credited as fully paid immediately prior to and following the completion of the Global Offering and the Capitalization Issue.

Total authorized and issued share capital immediately prior to the completion of the Global Offering and the Capitalization Issue:

	US\$
Authorized share capital:	
5,000,000 Shares	50,000
Issued share capital:	
2,000,000 Shares	20,000
Shares to be issued:	
1,348,000,000 Shares to be issued pursuant to the Capitalization Issue	13,480,000
450,000,000 Shares to be issued pursuant to the Global Offering	4,500,000

Total authorized and issued share capital on completion of the Global Offering and the Capitalization Issue:

Authorized share capital:	
3,000,000,000 Shares	30,000,000
Issued share capital:	
1,800,000,000 Shares	18,000,000

ASSUMPTIONS

The above table assumes that the Global Offering becomes unconditional and Shares are issued pursuant to the Global Offering. It takes no account of any Shares which may be issued or repurchased by us pursuant to the general mandates granted to our Directors to issue or repurchase Shares as described below.

As of the Latest Practicable Date, our Company had an authorized share capital of US\$50,000, divided into 5,000,000 Shares and an issued share capital of US\$20,000, divided into 2,000,000 Shares, all fully paid or credited as fully paid.

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Immediately following completion of the Global Offering and the Capitalization Issue and assuming that the Over-allotment Option is not exercised, the authorized share capital of our Company will be US\$30,000,000 divided into 3,000,000,000 Shares, of which 1,800,000,000 Shares will be issued fully paid or credited as fully paid.

Save as disclosed herein, there has been no alteration in the share capital of our Company since the date of its incorporation.

RANKING

The Offer Shares, including the Shares issuable pursuant to the Over-allotment Option, will rank pari passu in all respects with all other Shares in issue 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.

SHARE OPTION SCHEME

Our Company has conditionally adopted the Share Option Scheme in which certain eligible participants may be granted options to acquire Shares. Our Directors believe that the Share Option Scheme will assist in our recruitment and retention of quality executives and employees. A summary of the principal terms of the Share Option Scheme is set out in the section headed “Appendix VI — Statutory and General Information — Share Option Scheme” in this prospectus.

ISSUING MANDATE

Our Directors have been granted a general unconditional mandate to allot, issue and deal with Shares with an aggregate nominal amount not exceeding 20% of the aggregate nominal amount of the share capital of our Company in issue immediately following completion of the Global Offering and the Capitalization Issue plus the aggregate nominal amount of our share capital repurchased by us under the repurchase mandate described below.

This mandate shall expire at the earliest of:

- (i) the conclusion of our next annual general meeting;
- (ii) the expiration of the period within which our next annual general meeting is required to be held by the Articles, the Cayman Islands Companies Law or any applicable laws of the Cayman Islands; and
- (iii) the day on which such mandate is revoked or varied by an ordinary resolution of our Shareholders in general meeting.

For further details of this general mandate, please see the section headed “Appendix VI — Statutory and General Information — Further Information about Our Company — Written Resolutions of Our Shareholders Passed on 10 December 2012” in this prospectus.

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REPURCHASE MANDATE

The Directors have been granted a general unconditional mandate to exercise all the powers of our Company to repurchase an aggregate nominal amount of Shares which shall not exceed 10% of the aggregate nominal amount of the share capital of our Company in issue immediately following completion of the Global Offering and the Capitalization Issue.

This mandate relates only to repurchases made on the Hong Kong Stock Exchange or any other stock exchange on which the Shares may be listed and which is recognized by the SFC and the Hong Kong Stock Exchange for this purpose, and which are made in accordance with the Listing Rules. A summary of the relevant Listing Rules is set out in the section headed “Appendix VI — Statutory and General Information — Repurchase of Our Company’s Own Shares” in this prospectus.

This mandate will expire at the earliest of:

- (i) the conclusion of our next annual general meeting;
- (ii) the date by which the next annual general meeting is required to be held by the Articles, the Company Law or any applicable laws of the Cayman Islands; or
- (iii) the day on which such mandate is revoked or varied by an ordinary resolution of our Shareholders in a general meeting of our Company, whichever occurs first.

For further information about this repurchase mandate, please refer to the section headed “Appendix VI — Statutory and General Information — Further Information about Our Company — Written Resolutions of Our Shareholders Passed on 10 December 2012” in this prospectus.