

**FURTHER INFORMATION ABOUT OUR COMPANY****Incorporation**

Our Company was established in the PRC on January 26, 2007 as a joint stock limited liability company under the laws of the PRC with a registered capital of RMB6 billion.

Our Company has established a place of business in Hong Kong at Units 3501-07, 3513-14, Cosco Tower, 183 Queen's Road Central, Sheung Wan, Hong Kong and has been registered as a non-Hong Kong company in Hong Kong under Part XI of the Companies Ordinance on January 10, 2013. Mr. Derrick Lau has been appointed as our agent for the acceptance of service of process in Hong Kong whose correspondence address is Units 3513-14, Cosco Tower, 183 Queen's Road Central, Sheung Wan, Hong Kong.

As we are incorporated in the PRC, our corporate structure and Articles of Association are subject to the relevant laws and regulations of the PRC. A summary of the relevant provisions of our Articles of Association is set out in Appendix V. A summary of certain relevant aspects of the laws and regulations of the PRC is set out in Appendix IV.

**Changes in Share Capital**

At our establishment, our initial registered capital was RMB6 billion, all of which were fully paid up.

Up to the Latest Practicable Date, there has been no alterations in our share capital since our establishment.

**Resolutions of Our Shareholders**

At the general meeting held on November 16, 2012, the following resolutions, among other things, were passed by our Shareholders:

- (a) the issue by our Company of A Shares to be listed on the SSE and/or the issue of H Shares to be listed on the Hong Kong Stock Exchange. The number of A Shares and H Shares to be issued shall not be more than 35% of the total issued share capital (including any shares issued pursuant to any over-allotment option) of our Company as enlarged by the Global Offering and A Share Offering;
- (b) subject to the completion of the listing, the adoption of the Articles of Association and authorization to the Board to amend such Articles of Association in accordance with the requirements of the relevant laws and regulations and listing rules; and
- (c) authorization of the Board to handle all matters that are necessary for the issuing and listing of our Shares.

**Our Subsidiaries**

The list of our subsidiaries as of December 31, 2012 is set out in the Accountants' Report as included in Appendix I to this prospectus. The following sets out the changes in the share capital of our principal subsidiaries within the two years immediately preceding the date of this prospectus.

***Galaxy Futures***

The registered capital of Galaxy Futures, our direct non wholly-owned subsidiary, increased from RMB120 million to RMB300 million on May 27, 2010, and then increased to RMB600 million on November 8, 2011. On July 26, 2012, our Board approved to further inject up to RMB500 million to the share capital of Galaxy Futures.

***Galaxy International Holdings***

Galaxy International Holdings, our direct wholly-owned subsidiary, was incorporated in Hong Kong on February 9, 2011 with an issued share capital of HK\$1 which was increased to HK\$100 million on August 4, 2011, and further increased to HK\$600 million on June 1, 2012.

Save as disclosed in this prospectus, there has been no other alteration in the share capital of any of the principal subsidiaries of our Company within the two years preceding the date of this prospectus.

**FURTHER INFORMATION ABOUT OUR BUSINESS****Summary of Material Contracts**

We have entered into the following contracts (not being contracts entered into in the ordinary course of business) within the two years immediately preceding the date of this prospectus that are or may be material:

- (a) the short-term notes underwriting agreement dated February 2013 entered into between our Company and a syndicate comprising of the Industrial and Commercial Bank of China Limited, China Construction Bank Corporation, China Merchants Bank Co., Ltd., Postal Savings Bank Ltd., Co. of China, China Minsheng Banking Corp., Ltd., Bank of Shanghai Co., Ltd., Guangzhou Rural Commercial Bank Co., Ltd., CITIC Securities Co., Ltd., Guotai Junan Securities Co., Ltd., China Securities Co., Ltd., Ping An Securities Co., Ltd. and Cinda Securities Co., Ltd.;
- (b) a cornerstone investment agreement dated May 4, 2013 entered into among our Company, AIA Company Limited and the Joint Global Coordinators, pursuant to which AIA Company Limited agreed to subscribe for our H Shares in the amount of US\$50 million;
- (c) a cornerstone investment agreement dated May 4, 2013 entered into among our Company, China Life Insurance (Group) Company and the Joint Global Coordinators, pursuant to which China Life Insurance (Group) Company agreed to subscribe for our H Shares in the amount of US\$30 million;
- (d) a cornerstone investment agreement dated May 4, 2013 entered into among our Company, China Cinda (HK) Asset Management Co., Limited, the Joint Global Coordinators, Credit Suisse (Hong Kong) Limited and UBS AG, Hong Kong Branch, pursuant to which China Cinda (HK) Asset Management Co., Limited agreed to subscribe for our H Shares in the amount of US\$20 million;
- (e) a cornerstone investment agreement dated May 4, 2013 entered into among our Company, Genertec Hong Kong International Capital Ltd. and the Joint Global Coordinators, pursuant to which Genertec Hong Kong International Capital Ltd. agreed to subscribe for our H Shares in the amount of US\$30 million;



- (f) a cornerstone investment agreement dated May 4, 2013 entered into among our Company, Teluk Nipah Investments (Cayman Islands) Limited and the Joint Global Coordinators, pursuant to which Teluk Nipah Investments (Cayman Islands) Limited agreed to subscribe for our H Shares in the amount of US\$100 million;
- (g) a cornerstone investment agreement dated May 4, 2013 entered into among our Company, Sino Life Insurance Co., Ltd. and the Joint Global Coordinators, pursuant to which Sino Life Insurance Co., Ltd. agreed to subscribe for our H Shares in the amount of US\$50 million;
- (h) a cornerstone investment agreement dated May 7, 2013 entered into among our Company, Sinopec Century Bright Capital Investment Limited and the Joint Global Coordinators, pursuant to which Sinopec Century Bright Capital Investment Limited agreed to subscribe for our H Shares in the amount of US\$80 million; and
- (i) the Hong Kong Underwriting Agreement.

### Intellectual Property Rights

As of the Latest Practicable Date, we have registered or have applied for the registration of the following intellectual property rights.

#### *Trademarks*

As at the Latest Practicable Date, we have registered the following trademarks:

<u>Trademark</u>	<u>Registrant</u>	<u>Place of registration</u>	<u>Registration number</u>	<u>Class</u>	<u>Expiry Date</u>
	China Galaxy Securities Co., Ltd	PRC	5955937	36	2020.2.20
	China Galaxy Securities Co., Ltd	PRC	6432996	36	2020.3.27
玖乐卡 . . . . .	China Galaxy Securities Co., Ltd	PRC	8809274	38	2021.11.20
玖乐卡 . . . . .	China Galaxy Securities Co., Ltd	PRC	8809275	36	2021.12.6
玖乐卡 . . . . .	China Galaxy Securities Co., Ltd	PRC	8809276	9	2021.11.20
玖乐网 . . . . .	China Galaxy Securities Co., Ltd	PRC	8809277	36	2021.12.6
玖乐网 . . . . .	China Galaxy Securities Co., Ltd	PRC	8809278	38	2021.11.20
玖乐网 . . . . .	China Galaxy Securities Co., Ltd	PRC	8809279	42	2022.5.13
玖乐机 . . . . .	China Galaxy Securities Co., Ltd	PRC	8809280	9	2021.11.20
玖乐机 . . . . .	China Galaxy Securities Co., Ltd	PRC	8809281	38	2021.11.20
玖乐机 . . . . .	China Galaxy Securities Co., Ltd	PRC	8809282	36	2021.12.6

As at the Latest Practicable Date, we had applied for the registration of the following trademarks:

<u>Trademark</u>	<u>Applicant</u>	<u>Place of registration</u>	<u>Application number</u>	<u>Class</u>	<u>Application date</u>
海王星 .....	China Galaxy Securities Co., Ltd	PRC	11676223	9	2012.10.31
海王星 .....	China Galaxy Securities Co., Ltd	PRC	11676340	36	2012.10.31
双子星 .....	China Galaxy Securities Co., Ltd	PRC	11681780	9	2012.11.1
双子星 .....	China Galaxy Securities Co., Ltd	PRC	11676228	36	2012.10.31
 .....	China Galaxy Securities Co., Ltd	PRC	11676224	9	2012.10.31
“玖乐”					
 .....	China Galaxy Securities Co., Ltd	PRC	11676225	36	2012.10.31
“玖乐”					
 .....	China Galaxy Securities Co., Ltd	PRC	11681786	9	2012.11.01
“玖乐Q”					
 .....	China Galaxy Securities Co., Ltd	PRC	11676226	36	2012.10.31
“玖乐Q”					
 .....	China Galaxy Securities Co., Ltd	PRC	11676339	38	2012.10.31
“玖乐Q”					
玖天卫士 .....	China Galaxy Securities Co., Ltd	PRC	11676338	9	2012.10.31
玖天卫士 .....	China Galaxy Securities Co., Ltd	PRC	11676227	36	2012.10.31
 .....	China Galaxy Securities Co., Ltd	PRC	11676337	9	2012.10.31
“优盾”					
 .....	China Galaxy Securities Co., Ltd	PRC	11676229	36	2012.10.31
“优盾”					
开阳 .....	China Galaxy Securities Co., Ltd	PRC	11676336	9	2012.10.31
开阳 .....	China Galaxy Securities Co., Ltd	PRC	11676230	36	2012.10.31
天玑 .....	China Galaxy Securities Co., Ltd	PRC	11676334	9	2012.10.31

Trademark	Applicant	Place of registration	Application number	Class	Application date
天玑 .....	China Galaxy Securities Co., Ltd	PRC	11681785	36	2012.11.01
天权 .....	China Galaxy Securities Co., Ltd	PRC	11676331	9	2012.10.31
天权 .....	China Galaxy Securities Co., Ltd	PRC	11676335	36	2012.10.31
天枢 .....	China Galaxy Securities Co., Ltd	PRC	11676333	9	2012.10.31
天枢 .....	China Galaxy Securities Co., Ltd	PRC	11681781	36	2012.11.01
天璇 .....	China Galaxy Securities Co., Ltd	PRC	11681784	36	2012.11.01
摇光 .....	China Galaxy Securities Co., Ltd	PRC	11676332	9	2012.10.31
摇光 .....	China Galaxy Securities Co., Ltd	PRC	11681782	36	2012.11.01
玉衡 .....	China Galaxy Securities Co., Ltd	PRC	11676341	9	2012.10.31
玉衡 .....	China Galaxy Securities Co., Ltd	PRC	11681783	36	2012.11.01
天天利 .....	China Galaxy Securities Co., Ltd	PRC	11701047	36	2012.11.06
九添财富 .....	China Galaxy Securities Co., Ltd	PRC	11831198	36	2012.12.03
银河财富 .....	China Galaxy Securities Co., Ltd	PRC	11831199	36	2012.12.03
中国银河证券 .....	China Galaxy Securities Co., Ltd	PRC	12093638	36	2013.1.24
银河证券 .....	China Galaxy Securities Co., Ltd	PRC	12093637	36	2013.1.24
金山银河 .....	China Galaxy Securities Co., Ltd	PRC	12093634	36	2013.1.24
智慧财富金山银河	China Galaxy Securities Co., Ltd	PRC	12093635	36	2013.1.24
智慧财富 .....	China Galaxy Securities Co., Ltd	PRC	12093636	36	2013.1.24
CHINA GALAXY SECURITIES CO., LTD. ....	China Galaxy Securities Co., Ltd	PRC	12093639	36	2013.1.24
CHINA GALAXY SECURITIES .	China Galaxy Securities Co., Ltd	PRC	12093642	36	2013.1.24
GALAXY SECURITIES .	China Galaxy Securities Co., Ltd	PRC	12093643	36	2013.1.24
CGS .....	China Galaxy Securities Co., Ltd	PRC	12093641	36	2013.1.24
GS .....	China Galaxy Securities Co., Ltd	PRC	12093640	36	2013.1.24
现金大管家 .....	China Galaxy Securities Co., Ltd	PRC	12093632	36	2013.1.24
银河现金大管家 ..	China Galaxy Securities Co., Ltd	PRC	12093633	36	2013.1.24
 中国银河证券股份有限公司 ..	China Galaxy Securities Co., Ltd	Hong Kong	302531600	36	2013.02.26
中国银河證券股份 有限公司 .....	China Galaxy Securities Co., Ltd	Hong Kong	302531628	36	2013.02.26
 .....	China Galaxy Securities Co., Ltd	Hong Kong	302531619	36	2013.02.26
CGS .....	China Galaxy Securities Co., Ltd	Hong Kong	302585557	36	2013.04.22

*Domain name*

As of the Latest Practicable Date, we have registered the following internet domain names:

<u>Registered domain</u>	<u>Place of registration</u>	<u>Registrant</u>	<u>Duration</u>
chinastock.cn	PRC	China Galaxy Securities Co., Ltd	2003.3.17-2021.3.17
chinastock.com.cn	PRC	China Galaxy Securities Co., Ltd	2000.4.20-2022.4.20
haogu.cn	PRC	China Galaxy Securities Co., Ltd	2006.8.1-2012.8.1
yhcj.cn	PRC	China Galaxy Securities Co., Ltd	2011.5.13-2016.9.28
yhcj.com.cn	PRC	China Galaxy Securities Co., Ltd	2011.5.13-2016.9.28
yhlc.cn	PRC	China Galaxy Securities Co., Ltd	2011.5.13-2016.9.28
yhlc.com.cn	PRC	China Galaxy Securities Co., Ltd	2011.5.13-2016.9.28
yhzq.cn	PRC	China Galaxy Securities Co., Ltd	2011.5.13-2016.9.28
yhzq.com.cn	PRC	China Galaxy Securities Co., Ltd	2011.5.13-2016.9.28
yhzqjj.cn	PRC	China Galaxy Securities Co., Ltd	2011.9.13-2016.9.13
yhzqjj.com.cn	PRC	China Galaxy Securities Co., Ltd	2011.9.13-2016.9.13
yhzqjj.com	PRC	China Galaxy Securities Co., Ltd	2011.9.13-2016.9.13
zgyh.cn	PRC	China Galaxy Securities Co., Ltd	2011.5.13-2016.9.28
zgyh.com.cn	PRC	China Galaxy Securities Co., Ltd	2011.5.13-2016.9.28
銀河證券.公司	PRC	China Galaxy Securities Co., Ltd	2000.11.6-2017.3.29
銀河證券.網絡	PRC	China Galaxy Securities Co., Ltd	2000.11.6-2017.3.29
銀河證券.中國	PRC	China Galaxy Securities Co., Ltd	2000.11.6-2017.3.29
銀河證券股份.com	PRC	China Galaxy Securities Co., Ltd	2009.6.19-2019.6.19
銀河證券股份.net	PRC	China Galaxy Securities Co., Ltd	2009.6.19-2019.6.19
銀河證券股份.公司	PRC	China Galaxy Securities Co., Ltd	2007.5.22-2017.5.22
銀河證券股份.網絡	PRC	China Galaxy Securities Co., Ltd	2007.5.22-2017.5.22
銀河證券股份.中國	PRC	China Galaxy Securities Co., Ltd	2007.5.22-2017.5.22
銀河證券網.公司	PRC	China Galaxy Securities Co., Ltd	2006.3.22-2017.3.22
銀河證券網.中國	PRC	China Galaxy Securities Co., Ltd	2006.3.22-2017.3.22
中國銀河證券股份.公司	PRC	China Galaxy Securities Co., Ltd	2007.5.22-2017.5.22
中國銀河證券股份.網絡	PRC	China Galaxy Securities Co., Ltd	2007.5.22-2017.5.22
中國銀河證券股份.中國	PRC	China Galaxy Securities Co., Ltd	2007.5.22-2017.5.22
yhqh.com	PRC	Galaxy Futures Company Limited	2003.5.22-2021.5.22
yhqh.com.cn	PRC	Galaxy Futures Company Limited	2007.7.9-2022.7.9
CHINASTOCK.COM.HK	PRC	China Galaxy International Financial Holdings Company Limited	2011.6.16-2016.6.16

As at the Latest Practicable Date, we had not obtained registrations of, or made applications for the registrations of, any patents.

## **FURTHER INFORMATION ABOUT OUR DIRECTORS, SUPERVISORS, STAFF, MANAGEMENT AND SUBSTANTIAL SHAREHOLDERS**

### **Disclosure of Interests of the Directors and Supervisors**

Immediately following the completion of the Global Offering (assuming that the Over-allotment Option is not exercised), none of our Directors or Supervisors has any interest and/or short positions in our Shares, underlying Shares and debentures of our Company and its associated corporations (within the meaning of Part XV of the SFO) which will have to be notified to our Company and the Hong Kong Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they are taken or deemed to have under such provisions of the SFO) or which will be required, pursuant to Section 352 of the SFO, to be recorded in the register referred to therein or which will be required to be notified to our Company and the Hong Kong Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Companies contained in the Listing Rules.

### **Substantial Shareholders**

For Information on the persons who will, immediately following the completion of the Global Offering, have interests or short positions in our Shares or underlying Shares which would be required to be disclosed to us and the Hong Kong Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, please see “Substantial Shareholders” of the prospectus.

So far as our Directors are aware, as at the Latest Practicable Date, other than RBS Asia Futures Limited, which held approximately 16.68% of the equity interest in Galaxy Futures, no person (other than our Directors and Supervisors) was directly or indirectly interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any other member of our Group.

### **Service Contracts**

Pursuant to Rules 19A.54 and 19A.55 of the Hong Kong Listing Rules, we have entered into a contract with each of our Directors and Supervisors in respect of, among other things, compliance of relevant laws and regulations, observance of the Articles of Association and provisions on arbitration.

Save as disclosed above, we have not entered, and do not propose to enter, into any service contracts with any of our Directors or Supervisors in their respective capacities as Directors/Supervisors (other than contracts expiring or determinable by the employer within one year without the payment of compensation (other than statutory compensation)).

### **Directors’ and Supervisors’ Remuneration**

Save as disclosed in “Directors, Supervisors and Senior Management” in this prospectus and under Note 47 to the financial information in the Accountants’ Report set out in Appendix I to this prospectus, no Director or Supervisor received other remuneration or benefits in kind from our Company in respect of the three financial years ended December 31, 2010, 2011 and 2012.

Under the current arrangements, it is expected that our Directors and Supervisors would receive compensation (including remuneration, benefits in kind but excluding the discretionary bonuses) from our Company for the year ending December 31, 2013 in the aggregate amount of approximately RMB4.8 million and RMB2.9 million, respectively.

### Disclaimers

Save as disclosed in this prospectus:

- (a) none of our Directors or Supervisors and any of the parties listed in the paragraph headed “Qualification of Experts” of this Appendix:
  - (i) is interested in our promotion, or in any assets which, within the two years immediately preceding the date of this prospectus, have been acquired or disposed of or leased to us, or are proposed to be acquired by, disposed of or leased to our Company;
  - (ii) is materially interested in any contract or arrangement subsisting at the date of this prospectus which is significant in relation to our business;
- (b) neither of the parties listed in the paragraph headed “Qualification of Experts” of this Appendix:
  - (i) is interested legally or beneficially in any of our Shares or any shares in any of our subsidiaries, except that Galaxy International Securities is a wholly owned subsidiary of the Company; or
  - (ii) has any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for our Shares or any of our securities;
- (c) none of our Directors or Supervisors or their associates or any Shareholders of our Company who to the knowledge of the Directors owns more than 5% of our issued share capital has any interest in our top five business customers;
- (d) none of our Directors or Supervisors is a director or employee of a company that has an interest in the share capital of our Company which, once the H Shares are listed on the Hong Kong Stock Exchange, would have to be disclosed pursuant to Divisions 2 and 3 of Part XV of the SFO; and
- (e) none of our Directors is interested in any business apart from the Company’s business which competes or is likely to compete, directly or indirectly, with the business of the Company and is required to be disclosed pursuant to the Listing Rules.

### OTHER INFORMATION

#### Estate Duty

Our Directors have been advised that no material liability for estate duty is likely to fall on our Company or any of our subsidiaries.

#### Litigation

As of the Latest Practicable Date, save as disclosed in this prospectus, our Company is not involved in any litigation, arbitration or administrative proceedings of material importance which could



have a material adverse effect on our financial condition or results of operations, and, so far as we are aware, no litigation, arbitration or administrative proceedings of material importance is pending or threatened against us.

### Joint Sponsors

The Joint Sponsors have made an application on our behalf to the Listing Committee for the listing of, and permission to deal in, our H Shares. All necessary arrangements have been made to enable the securities to be admitted into CCASS.

Apart from Galaxy International Securities, the other Joint Sponsors satisfy the independence criteria applicable to sponsors set out in Rule 3.07 of the Listing Rules.

Galaxy International Securities is one of our Company's subsidiaries. It is not an independent sponsor according to the independence criteria applicable to sponsors set out in Rule 3.07 of the Listing Rules.

### Preliminary Expenses

Our estimated preliminary expenses are approximately HK\$90,870 and are payable by our Company.

### Qualification of Experts

The qualifications of the experts who have given opinions in this prospectus are as follows:

<u>Name</u>	<u>Qualification</u>
Goldman Sachs (Asia) L.L.C . . . . .	a licensed corporation to conduct type 1 (dealing in securities), type 4 (advising on securities), type 5 (advising on futures contracts), type 6 (advising on corporate finance), type 7 (providing automated trading services) and type 9 (asset management) regulated activities under the SFO
J.P. Morgan Securities (Far East) Limited . . . . .	a licensed corporation to conduct type 1 (dealing in securities), type 4 (advising on securities) and type 6 (advising on corporate finance) regulated activities under the SFO
China Galaxy International Securities (Hong Kong) Co., Limited . . . . .	a licensed corporation to conduct type 1 (dealing in securities), type 4 (advising on securities) and type 6 (advising on corporate finance) regulated activities under the SFO
Deloitte Touche Tohmatsu . . . . .	Certified public accountants
Grandall Law Firm (Beijing) . . . . .	PRC legal advisors

### Joint Compliance Advisors

We will appoint China Galaxy International Securities (Hong Kong) Co., Limited and J.P. Morgan Securities (Far East) Limited as our joint compliance advisors upon the Listing in compliance with Rule 3A.19 of the Listing Rules.

**Taxation of Holders of H Shares**

The sale, purchase and transfer of H Shares are subject to Hong Kong stamp duty. The current rate charged on each of the seller and purchaser is HK\$1.00 for every HK\$1,000 (or part thereof) of the consideration or, if higher, the fair value of the H Shares being sold or transferred.

**No Material Adverse Change**

The Directors confirm that, up to the date of this prospectus, there has been no material adverse change in our financial or trading position since December 31, 2012.

**Binding Effect**

This prospectus shall have the effect, if any application is made pursuant hereto, of rendering all persons concerned bound by all the provisions (other than the penal provisions) of sections 44A and 44B of the Companies Ordinance so far as applicable.

**Miscellaneous**

- (a) Save as disclosed in this prospectus, within the two years preceding the date of this prospectus: (i) we have not issued nor agreed to issue any share or loan capital fully or partly paid either for cash or for a consideration other than cash, and (ii) no commissions, discounts, brokerage fee or other special terms have been granted in connection with the issue or sale of any Shares of our Company.
- (b) No Share or loan capital of our Company is under option or is agreed conditionally or unconditionally to be put under option.
- (c) We have not issued nor agreed to issue any founder shares, management shares or deferred shares.
- (d) There are no arrangements under which future dividends are waived or agreed to be waived.
- (e) There are no procedures for the exercise of any right of pre-emption or transferability of subscription rights.
- (f) There are no contracts for hire or hire purchase of plant to or by us for a period of over one year which are substantial in relation to our business.
- (g) There have been no interruptions in our business which may have or have had a significant effect on our financial position in the last 12 months.
- (h) There are no restrictions affecting the remittance of profits or repatriation of capital by us into Hong Kong from outside Hong Kong.

Our Company currently does not intend to apply for the status of a Sino-foreign investment joint stock limited company and does not expect to be subject to the Sino-foreign Joint Venture Law of the PRC (《中華人民共和國中外合資經營企業法》).

Our Company has adopted a code of conduct regarding Directors' and Supervisors' securities transactions on terms as required under the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Hong Kong Listing Rules with effect from the Listing Date.

All necessary arrangements have been made to enable the H Shares to be admitted into CCASS.

**Consents**

Each of the experts as referred to in the paragraph headed “Qualification of Experts” in this Appendix has given and has not withdrawn their respective written consents to the issue of this prospectus with the inclusion of their reports and/or letters and/or the references to their names included herein in the form and context in which they are respectively included.

Neither of the experts named above has any shareholding interests in our Company or any of our subsidiaries or the right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in our Company or any of our subsidiaries.

**Bilingual Prospectus**

The English language and Chinese language versions of this prospectus are being published separately, in reliance upon the exemption provided by section 4 of the Companies Ordinance (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong).

**Promoters**

The Promoters are Galaxy Financial Holdings, Beijing Tsinghua Venture Capital (currently known as Qingyuan Defeng), Chongqing Water, China General and CNBM. Save as disclosed in this prospectus, within the two years immediately preceding the Latest Practicable Date, no cash, security or benefit has been paid, allotted or given, or is proposed to be paid, allotted or given to the Promoters named above in connection with the Global Offering or the related transactions described in this prospectus.

**Particulars of the Selling Shareholder**

Certain particulars of the Selling Shareholder are set out as follows:

Galaxy Financial Holdings, a company incorporated in the PRC whose registered office is at 35 Finance Street, Xicheng District, Beijing, PRC.

The number of Sale Shares to be sold by the Selling Shareholder will not be more than 77,814,500 (assuming full exercise of the Over-allotment Option).