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## SHARE CAPITAL

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### AUTHORIZED AND ISSUED SHARE CAPITAL

The following is a description of the authorized and issued share capital of our Company in issue and to be issued as fully paid or credited as fully paid prior to and immediately following the completion of the Global Offering:

	HK\$
<i>Authorized share capital:</i>	
2,000,000,000 Shares	20,000,000
<i>Issued and to be issued, fully paid or credited as fully paid:</i>	
1 Share in issue as of the date of this prospectus	0.01
800,000,000 Shares in issue immediately following the Pre-Listing Reorganization	8,000,000
275,126,000 Shares to be issued pursuant to the Global Offering	2,751,260
<u>1,075,126,000</u> Total	<u>10,751,260</u>

### ASSUMPTIONS

The above table assumes that the Global Offering becomes unconditional and the Shares are issued pursuant to the Global Offering. The above does not take into account any Shares which may be issued pursuant to the exercise of the Over-allotment Option or Shares issued or to be issued under the RSU Scheme or any Shares which may be issued or repurchased by our Company pursuant to the general mandates granted to our Directors to issue or repurchase Shares as described below.

### RANKING

The Offer Shares are ordinary shares in the share capital of our Company and rank equally with all Shares currently in issue or to be issued and, in particular, will rank in full for all dividends or other distributions declared, made or paid on the Shares in respect of a record date which falls after the date of this prospectus.

### GENERAL MANDATE TO ISSUE SHARES

Subject to the conditions stated in the section headed "Structure of the Global Offering – Conditions of the Hong Kong Public Offering" in this prospectus, our Directors have been granted a general unconditional mandate to exercise all the powers of our Company to allot, issue and deal with Shares with an aggregate nominal value of not more than the sum of:

- (i) 20% of the aggregate nominal value of the share capital of our Company in issue immediately following the completion of the Global Offering; and
- (ii) the aggregate nominal value of the issued share capital of our Company repurchased by our Company (if any) under the general mandate to repurchase Shares referred to in the section headed "– General Mandate to Repurchase Shares" below.

This general mandate to issue Shares will expire:

- (1) at the conclusion of our next annual general meeting; or
- (2) at the expiration of the period within which we are required by any applicable law or our Articles of Association to hold our next annual general meeting; or
- (3) at the time when such mandate is varied or revoked by an ordinary resolution of our Shareholders in general meeting,

whichever is the earliest.

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For further details of this general mandate, please see the section headed “Statutory and General Information – A. Further Information About Our Group – 3. Resolutions in Writing of the Sole Shareholder of Our Company Passed on May 20, 2013” in Appendix IV to this prospectus.

### **GENERAL MANDATE TO REPURCHASE SHARES**

Subject to the conditions stated in the section headed “Structure of the Global Offering – Conditions of the Hong Kong Public Offering”, our Directors have been granted a general unconditional mandate to exercise all the powers of our Company to repurchase Shares with a total nominal value of not more than 10% of the aggregate nominal value of the share capital of our Company in issue immediately following the completion of the Global Offering.

This general mandate relates only to repurchases made on the Hong Kong Stock Exchange or on any other stock exchange on which the Shares are listed (and which is recognized by the SFC and the Hong Kong Stock Exchange for this purpose), and made in accordance with the Listing Rules and all the applicable laws. A summary of the relevant Listing Rules is set out in the section headed “Statutory and General Information – A. Further Information About Our Group – 3. Repurchases of Our Own Securities” in Appendix IV to this prospectus.

This general mandate to repurchase Shares will expire:

- (i) at the conclusion of our next annual general meeting; or
- (ii) at the expiration of the period within which we are required by any applicable law or our Articles of Association to hold our next annual general meeting; or
- (iii) at the time when such mandate is varied or revoked by an ordinary resolution of our Shareholders in general meeting,

whichever is the earliest.

For further details of this general mandate, please see the section headed “Statutory and General Information – Further Information About the Group – Resolutions in Writing of the Sole Shareholder of Our Company Passed on May 20, 2013” in Appendix IV to this prospectus.

### **RESTRICTED SHARE UNIT SCHEME**

We have adopted the RSU Scheme, the principal terms of which are summarized in Appendix IV to this prospectus.