

SHARE CAPITAL

Without taking into account any Shares which may be issued upon the exercise of any Over-allotment Option, the Company's issued share capital immediately following completion of the Global Offering will be as follows:

Authorized share capital:

(Shares)		(HK\$)
1,520,000,000	Shares	380,000.00

Issued and to be issued, fully paid or credited as fully paid upon completion of the Global Offering:

(Shares)		(HK\$)
602,720,000	Share in issue as of the date of this prospectus	150,680.00
200,907,000	Shares to be issued under the Global Offering	50,226.75
803,627,000	Shares in total	200,906.75

As of the date of this prospectus, there is no outstanding pre-IPO share options and/or other rights to purchase or convert into our Shares.

Assumptions

The tables above assume the Global Offering becomes unconditional and is completed in accordance with the relevant terms and conditions. It takes no account of (a) any Shares issued upon exercise of any Over-allotment Option; (b) any Shares which may be issued under the general mandate given to our Directors for the allotment and issuance of Shares; or (c) any Shares which may be repurchased by us pursuant to the general mandate given to our Directors for the repurchase of Shares.

Ranking

The Shares are ordinary shares in the share capital of our Company and rank equally with all Shares currently in issue or to be issued, 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.

The Share Option Scheme

The Company has conditionally adopted the Share Option Scheme. The principal terms of the Share Option Scheme are set out in "E. Share Option Scheme" in Appendix V to this prospectus.

SHARE CAPITAL

Circumstances under which general meeting and class meeting are required

Pursuant to the Cayman Companies Law and the terms of the Company's memorandum and articles of association, the Company may from time to time by ordinary shareholders' resolution (i) increase its capital; (ii) consolidate and divide its capital into Shares of larger amount; (iii) divide its Shares into classes; (iv) subdivide its Shares into Shares of smaller amount; and (v) cancel any Shares which have not been taken. In addition, the Company may reduce or redeem its share capital by shareholders' special resolution. For details, see "Summary of the Constitution of the Company and Cayman Islands Company Law — 2. Articles of Association — (c) Alteration of capital" in Appendix IV to this prospectus.

Pursuant to the Cayman Companies Law and the terms of the Company's memorandum and articles of association, all or any of the special rights attached to the Share or any class of Shares may be varied, modified or abrogated either with the consent in writing of the holders of not less than three-fourths in nominal value of the issued Shares of that class or with the sanction of a special resolution passed at a separate general meeting of the holders of the Shares of that class. For details, please refer to "Summary of the Constitution of the Company and Cayman Islands Company Law — 2. Articles of Association — (d) Variation of rights of existing shares or classes of shares" in Appendix IV to this prospectus.

General Mandate to Issue Shares

Subject to the conditions stated in "Structure of the Global Offering — Conditions of the Global Offering", our Directors have been granted a general unconditional mandate to allot, issue and deal with Shares (otherwise than pursuant to, or in consequence of, the Global Offering, a rights issue or the exercise of any subscription rights under the Share Option Scheme or any script dividend scheme or similar arrangements, or any adjustment of rights to subscribe for Shares under options and warrants or a special authority granted by our shareholders) 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
- (b) the aggregate nominal value of the share capital of the Company repurchased by our Company (if any) under the general mandate to repurchase Shares referred to below.

This general mandate to issue Shares will remain in effect until:

- (a) the conclusion of our Company's next annual general meeting;
- (b) the expiration of the period within which our Company's next annual general meeting is required to be held by any applicable law or our Articles of Association to be held; or
- (c) it is varied or revoked by an ordinary resolution of our shareholders in general meeting, whichever is the earliest.

SHARE CAPITAL

General Mandate to Repurchase Shares

Subject to the conditions stated in “Structure of the Global Offering — Conditions of the Global Offering”, our Directors have been granted a general unconditional mandate to exercise all of our powers to repurchase Shares (Shares which may be listed on the Stock Exchange or on any other stock exchange and Shares which are recognized by the Securities and Futures Commission and the Stock Exchange for this purpose) with a total nominal value of not more than 10% of the aggregate nominal value of our Company’s share capital in issue immediately following completion of the Global Offering.

This mandate only relates to repurchases made on the Stock Exchange, or on any other stock exchange on which the Shares are listed (and which is recognized by the Securities and Futures Commission and the Stock Exchange for this purpose), and made in accordance with all applicable laws and the requirements of the Listing Rules. A summary of the relevant Listing Rules is set forth in “Repurchases of our own securities” under Statutory and General Information in Appendix V.

The general mandate to repurchase Shares will remain in effect until the earliest of:

- (a) the conclusion of our Company’s next annual general meeting;
- (b) the expiration of the period within which our Company’s next annual general meeting is required by any applicable law or our Articles of Association to be held;
or
- (c) it is varied or revoked by an ordinary resolution of our Company’s shareholders in general meeting.

RULE 8.08 OF THE LISTING RULES

According to Rule 8.08 of the Listing Rules, at the time of the Listing and at all times thereafter, we must maintain the minimum prescribed percentage of 25% of our issued share capital in the hands of the public.

RULE 10.08 OF THE LISTING RULES

Our Directors confirm that we will comply with the requirements of Rule 10.08 of the Listing Rules upon Listing. Rule 10.08 of the Listing Rules provides that we may not issue any further Shares or securities convertible into equity securities or enter into any agreement to make such an issue within six months from the Listing Date.