

---

## CORNERSTONE INVESTORS

---

### THE CORNERSTONE PLACING

As part of the International Offering, our Company and the Sole Bookrunner have entered into cornerstone investment agreements (the “**Cornerstone Investment Agreements**”, each a “**Cornerstone Investment Agreement**”) with the following investors (the “**Cornerstone Investors**”, each a “**Cornerstone Investor**”), which has offered to, as described in detail below, purchase at the Offer Price the number of Offer Shares that may be purchased in an aggregate amount of HK\$226.5 million.

Assuming an Offer Price of HK\$4.00, being the mid-point of the stated Offer Price range set forth in this prospectus, the maximum number of International Offer Shares to be subscribed for by the Cornerstone Investors would be 56,625,000 Offer Shares, representing approximately 5.7% of the Shares in issue immediately upon the Capitalisation Issue and completion of the Global Offering. It also represents approximately 22.7% of the Offer Shares initially available under the Global Offering. Each of the Cornerstone Investors is an Independent Third Party, and will not be a substantial shareholder of our Company upon the Listing. The Cornerstone Investors will not subscribe for any Offer Shares under the Global Offering other than pursuant to the Cornerstone Investment Agreements for the cornerstone placing. Immediately upon the Capitalisation Issue and completion of the Global Offering, the Cornerstone Investors will not have any board representation in our Company.

The International Offer Shares to be subscribed for by the Cornerstone Investors will rank *pari passu* in all respects with the Shares in issue and will be counted towards the public float of our Company under Rule 8.24 of the Listing Rules. The International Offer Shares to be subscribed for by the Cornerstone Investors will not be affected by any reallocation of the Offer Shares to the Hong Kong Public Offering in the event of over-subscription under the Hong Kong Public Offering as described in the section headed “STRUCTURE AND CONDITIONS OF THE GLOBAL OFFERING – HONG KONG PUBLIC OFFERING – Number of Shares initially offered and their allocation” in this prospectus nor by any exercise of the Over-allotment Option.

### OUR CORNERSTONE INVESTORS

We set forth below a brief description of the Cornerstone Investors:

#### **Golden China Master Fund, Golden China Plus Master Fund and Greenwoods China Alpha Master Fund**

Various funds managed by Greenwoods Asset Management Limited (namely Golden China Master Fund, Golden China Plus Master Fund and Greenwoods China Alpha Master Fund, collectively the “**Greenwoods Funds**”), have respectively agreed to subscribe for such number of Offer Shares (rounded down to the nearest whole board lot of 1,000 Offer Shares) (exclusive of brokerage fee, Stock Exchange trading fee and SFC transaction levy) which may be purchased with an amount of HK\$75.5 million (i.e. HK\$226.5 million in aggregate for all the Greenwoods Funds) (exclusive of brokerage fee of 1.0%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%) at the Offer Price. Assuming the Offer Price of HK\$3.63, being the low-end of the Offer Price range set out in this Prospectus, the total number of Offer Shares that the Greenwoods Funds would subscribe for would be 62,394,000, representing approximately 6.2% of the Shares in issue immediately following the Capitalisation Issue and completion of the Global Offering. Assuming the Offer Price of HK\$4.00, being the mid-point of the Offer Price range set out in this prospectus, the total number of Offer Shares that the Greenwoods Funds would subscribe for would be 56,625,000, representing approximately 5.7% of the Shares in issue immediately following the Capitalisation Issue and completion of the Global Offering. Assuming the Offer Price

---

## CORNERSTONE INVESTORS

---

of HK\$4.36, being the high-end of the Offer Price range set out in this prospectus, the total number of Offer Shares that the Greenwoods Funds would subscribe for would be 51,948,000, representing approximately 5.2% of the Shares in issue immediately following the Capitalisation Issue and completion of the Global Offering.

Each of the Greenwoods Funds is a fund incorporated in the Cayman Islands, and is managed by Greenwoods Asset Management Limited, an exempted company incorporated in the Cayman Islands with limited liability under the Companies Law.

Each of the Greenwoods Funds 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. Each of the Greenwoods Funds and Greenwoods Asset Management Limited is an Independent Third Party.

The announcement of results of allotment which is expected to be published on Wednesday, 18 December 2013 will disclose the shareholding of the Cornerstone Investors immediately upon the Capitalisation Issue and completion of the Global Offering.

### CONDITIONS PRECEDENT

The subscription obligation of each Cornerstone Investor is subject to, among other things, the following conditions precedent being satisfied or waived in accordance with the terms of the respective Cornerstone Investment Agreement:

- (1) the Hong Kong Underwriting Agreement and the International Underwriting Agreement having been entered into and having become effective and unconditional (in accordance with their respective original terms, as subsequently varied or waived by agreement of the parties thereto) by no later than the time and date as specified in the Hong Kong Underwriting Agreement and the International Underwriting Agreement;
- (2) neither the Hong Kong Underwriting Agreement nor the International Underwriting Agreement having been terminated in accordance with its terms;
- (3) the Listing Committee having granted approval for the listing of, and permission to deal in, our Shares and that such approval or permission have not been revoked;
- (4) no laws shall have been enacted or promulgated by any governmental authority which prohibit the consummation of the transactions contemplated in the Hong Kong Public Offering, the International Offering or the relevant Cornerstone Investment Agreement and there shall be no orders or injunctions from a court of competent jurisdiction in effect precluding or prohibiting consummation of such transactions; and
- (5) the respective representations, warranties, undertakings, confirmations, agreements and acknowledgements of the relevant Cornerstone Investor and the Company in the relevant Cornerstone Investment Agreement are accurate and true in all material respects and that there is no material breach of the relevant Cornerstone Investment Agreement on the part of the Company or the relevant Cornerstone Investor.

---

## CORNERSTONE INVESTORS

---

### RESTRICTIONS ON THE CORNERSTONE INVESTORS' INVESTMENT

Each Cornerstone Investor has agreed that, among other things, without the prior written consent of each of the Company and the Sole Bookrunner, it will not, whether directly or indirectly, at any time during the period of six (6) months following the Listing Date, offer, pledge, charge, sell, lend, or otherwise transfer or dispose of, either directly or indirectly, conditionally or unconditionally, any legal or beneficial interest in the Offer Shares subscribed for by it pursuant to the relevant Cornerstone Investment Agreement or any securities convertible into or exercisable or exchangeable for, or that represent any rights to receive any such Shares, other than transfers to any wholly owned subsidiary of such Cornerstone Investor provided that such wholly owned subsidiary undertakes in writing to, and such Cornerstone Investor undertakes to procure such wholly owned subsidiary will, abide by the terms and restrictions on disposals of Shares imposed on the Cornerstone Investor.