
SHARE CAPITAL

SHARE CAPITAL

The authorized and issued share capital of our Company is as follows:

<u>Authorized share capital:</u>	<u>HK\$</u>
10,000,000,000 Shares	100,000,000

Assuming the Over-allotment Option is not exercised and without taking into account any Shares which may be issued upon the exercise of any options granted under the Pre-IPO Share Option Scheme or options that may be granted under the Share Option Scheme, our Company's issued share capital immediately after completion of the Capitalization Issue and the Global Offering will be as follows:

<u>Shares</u>	<u>HK\$</u>	<u>Approximate percentage of issued share capital (%)</u>
1,000,000 Shares in issue as at the Latest Practicable Date	10,000	0.12
639,000,000 Shares to be issued under the Capitalization Issue	6,390,000	79.88
160,000,000 Shares to be issued under the Global Offering	<u>1,600,000</u>	<u>20.00</u>
800,000,000 Total	<u>8,000,000</u>	<u>100.00</u>

Assuming the Over-allotment Option is exercised in full and without taking into account any Shares which may be issued upon the exercise of any options granted under the Pre-IPO Share Option Scheme or options that may be granted under the Share Option Scheme, our Company's issued share capital immediately following the completion of the Capitalization Issue and the Global Offering will be as follows:

<u>Shares</u>	<u>HK\$</u>	<u>Approximate percentage of issued share capital (%)</u>
1,000,000 Shares in issue as at the Latest Practicable Date	10,000	0.12
639,000,000 Shares to be issued under the Capitalization Issue	6,390,000	77.55
160,000,000 Shares to be issued under the Global Offering	1,600,000	19.42
24,000,000 Shares to be issued upon exercise of the Over-allotment Option	<u>240,000</u>	<u>2.91</u>
824,000,000 Total	<u>8,240,000</u>	<u>100.00</u>

Note: The Shares referred to in the above table have been or will be fully paid or credited as fully paid when issued.

RANKING

The Offer Shares are ordinary shares in the share capital of our Company and will rank equally in all respects with all Shares in issue or to be issued as set out in the above table, and will qualify and rank equally for all dividends or other distributions declared, made or paid after the date of this prospectus.

THE PRE-IPO SHARE OPTION SCHEME AND THE SHARE OPTION SCHEME

We have conditionally adopted the Pre-IPO Share Option Scheme and the Share Option Scheme on December 27, 2013. Under the Pre-IPO Share Option Scheme, certain persons were conditionally granted options immediately prior to the Listing Date to subscribe for our Shares. The principal terms of the Pre-IPO Share Option Scheme and the Share Option Scheme are

SHARE CAPITAL

summarized in the sections headed “Pre-IPO Share Option Scheme” and “Share Option Scheme”, respectively, in Appendix V to this prospectus.

GENERAL MANDATE TO ISSUE SHARES

Our Directors have been granted a general unconditional mandate 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 completion of the Capitalization Issue and the Global Offering (excluding any Shares which may fall to be issued pursuant to the Over-allotment Option, exercise of options granted under the Pre-IPO Share Option Scheme and options to be granted under the Share Option Scheme); and
- (ii) the aggregate nominal value of share capital of our Company repurchased by our Company (if any) under the general mandate to repurchase Shares referred to below.

This mandate will expire at the earliest of:

- (i) the conclusion of our Company’s next annual general meeting unless renewed by an ordinary resolution of our Shareholders in a general meeting, either unconditionally or subject to conditions; or
- (ii) the expiration of the period within which our Company is required by law or the Articles of Association to hold its next annual general meeting; or
- (iii) the time when such mandate is varied, revoked or renewed by an ordinary resolution of our Company’s Shareholders in a general meeting.

Further details of this general mandate are set out in the paragraph headed “Further information about our Company — Written resolutions of our Shareholders passed on December 27, 2013” in Appendix V to this prospectus.

GENERAL MANDATE TO REPURCHASE SHARES

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 amount of the share capital of our Company in issue or to be issued immediately following completion of the Capitalization Issue and the Global Offering (excluding any Shares which may fall to be issued upon the exercise of the Over-allotment Option, exercise of options granted under the Pre-IPO Share Option Scheme and options to be granted under the Share Option Scheme).

This mandate only relates to repurchases made on the Stock Exchange, or any other approved stock exchange(s) on which the Shares are listed (and which is recognized by the SFC and the Stock Exchange for this purpose), and which are made in accordance with all applicable laws and/or requirements of the Listing Rules. A summary of the relevant Listing Rules is set out in the paragraph headed “Further information about our Company — Repurchase of our Shares” in Appendix V to this prospectus.

SHARE CAPITAL

This mandate will expire at the earliest of:

- (i) the conclusion of our Company's next annual general meeting unless renewed by an ordinary resolution of our Shareholders in a general meeting, either unconditionally or subject to conditions; or
- (ii) the expiration of the period within which our Company is required by law or Articles of Association to hold its next annual general meeting; or
- (iii) the time when such mandate is varied, revoked or renewed by an ordinary resolution of our Company's Shareholders in a general meeting.

For further details of this repurchase mandate, see the paragraph headed "Further information about our Company — Written resolutions of our Shareholders passed on December 27, 2013" in Appendix V to this prospectus.