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## SHARE CAPITAL

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### AUTHORIZED AND ISSUED SHARE CAPITAL

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

#### Authorized Share Capital

<b>Number of Shares comprised in the authorized share capital</b>	<b>Authorized share capital (HK\$)</b>
<u>100,000,000,000</u> Shares	<u>10,000,000,000</u>

#### *Issued share capital*

Assuming the Over-allotment Option is not exercised at all, our Company's issued share capital immediately following the Capitalization Issue and the Global Offering will be as follows:

<b>Number of Shares issued and to be issued, fully paid or credited as fully paid upon completion of the Capitalization Issue and Global Offering</b>	<b>Nominal value (HK\$)</b>
11,238,000 Shares in issue as at the date of this prospectus	1,123,800
1,562,082,000 Shares to be issued under the Capitalization Issue	156,208,200
<u>525,001,600</u> Shares to be issued under the Global Offering	<u>52,500,160</u>
<u>2,098,321,600</u> Shares in total	<u>209,832,160</u>

Assuming the Over-allotment Option is exercised in full, our Company's issued share capital immediately following the Capitalization Issue and the Global Offering will be as follows:

<b>Number of Shares issued and to be issued, fully paid or credited as fully paid upon completion of the Capitalization Issue and Global Offering</b>	<b>Nominal value (HK\$)</b>
11,238,000 Shares in issue as at the date of this prospectus	1,123,800
1,562,082,000 Shares to be issued under the Capitalization Issue	156,208,200
<u>617,761,600</u> Shares to be issued under the Global Offering and the Over-allotment Option	<u>61,776,160</u>
<u>2,191,081,600</u> Shares in total	<u>219,108,160</u>

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### ASSUMPTIONS

The above table assumes that the Global Offering becomes unconditional and does not take into account any options which may be granted under the Share Option Scheme.

### RANKING

The Offer Shares are ordinary shares in the share capital of our Company and will rank *pari passu* in all respects with all Shares in issue and/or to be issued as set out in the above table, and will qualify for all dividends or other distribution declared, made or paid after the date of this prospectus, save for the entitlement under the Capitalization Issue.

### CAPITALIZATION ISSUE

Pursuant to a resolution of our Shareholders passed on January 28, 2014, subject to the share premium account of the Company having sufficient balance, or otherwise being credited as a result of the issue of Offer Shares pursuant to the Global Offering, the Directors were authorized to allot and issue a total of Shares credited as fully paid at par to the holders of the Shares on the register of members of the Company on January 28, 2014 (or as they may direct) in proportion to their respective shareholdings (save that no Shareholder shall be entitled to be allotted or issued any fraction of Share) by way of capitalization of the sum of HK\$156,208,200 standing to the credit of the share premium account of the Company and the Shares to be allotted and issued as such shall rank *pari passu* in all respects with existing issued Shares.

### GENERAL MANDATE TO ISSUE SHARES

Assuming the Global Offering becomes unconditional, our Directors have been granted a general unconditional mandate to exercise all the powers of our Company to allot, issue and deal with Shares, subject to the requirement that the aggregate nominal value of the Shares so allotted and issued or agreed conditionally or unconditionally to be allotted and issued shall not exceed 20% of the aggregate nominal value of the share capital of our Company in issue immediately following the completion of the Capitalization Issue and the Global Offering (but before any exercise of the Over-allotment Option or the options which may be granted under the Share Option Scheme).

This mandate will expire at the earliest of:

- (a) the conclusion of the Company's next annual general meeting;
- (b) the expiration of the period within which the Company's next annual general meeting is required to be held under any applicable laws or the Articles of Association; or
- (c) the time when such mandate is varied or revoked by an ordinary resolution of the Shareholders in general meeting.

For further details of the general mandate to issue shares, please see the section headed "Statutory and General Information – A. Further Information about Our Company and Our Subsidiaries – 4. Resolution in writing of the Shareholders of our Company passed on January 28, 2014" in Appendix VI to this prospectus.

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### GENERAL MANDATE TO REPURCHASE SHARES

Assuming the Global Offering becomes unconditional, our Directors have been granted a general unconditional mandate to exercise all the powers of the Company to repurchase Shares with an aggregate nominal value of not more than 10% of the aggregate nominal value of the Company's share capital in issue immediately following the completion of the Capitalization Issue and the Global Offering (excluding Shares which may be issued upon the exercise of the Over-allotment Option or the options which may be granted under the Share Option Scheme).

This general mandate only relates to repurchase 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.

This mandate will expire at the earliest of:

- (a) the conclusion of the Company's next annual general meeting;
- (b) the expiration of the period within which the Company's next annual general meeting is required to be held under any applicable laws or the Articles of Association; or
- (c) the time when such mandate is varied or revoked by an ordinary resolution of the Shareholders in general meeting.

For further details of this general mandate to repurchase shares, please see the section headed "Statutory and General Information – A. Further Information about Our Company and Our Subsidiaries – 4. Resolution in writing of the Shareholders of our Company passed on January 28, 2014" in Appendix VI to this prospectus.

### SHARE OPTION SCHEME

Pursuant to a written resolution of our shareholders passed on January 28, 2014, our Company have conditionally approved and adopted the Share Option Scheme. Please refer to the section headed "Statutory and General Information – E. Other Information – 2. Share Option Scheme" in Appendix VI to this prospectus.