

# HOW TO APPLY FOR HONG KONG OFFER SHARES

There are two ways to make an application for our H Shares. You may either use an Application Form or you may **electronically** instruct HKSCC to cause HKSCC Nominees to apply for H Shares on your behalf. Except where you are a nominee and provide the required information in your application, you or you and your joint applicant(s) may not make more than one application (whether individually or jointly) by applying on a **white** or **yellow** Application Form or by giving **electronic application instructions** to HKSCC.

## I. APPLYING BY USING AN APPLICATION FORM

### WHICH APPLICATION FORM TO USE

Use a **white** Application Form if you want the H Shares issued in your own name.

Use a **yellow** Application Form if you want the H Shares issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to your CCASS Investor Participant stock account or your designated CCASS Participant's stock account.

Note: Our H Shares are not available to our Directors, Supervisors, chief executive officer or any of their respective associates (as defined in the Listing Rules), a connected person of our company (unless otherwise allowed by the Stock Exchange) or to legal or natural persons of the PRC (other than Hong Kong, Macau and Taiwan) or United States persons (as defined in the Regulation S under the U.S. Securities Act) or persons who do not have a Hong Kong address.

### WHERE TO COLLECT THE APPLICATION FORMS

You can collect a **white** Application Form and a Prospectus from:

Any participant of the Stock Exchange

Credit Suisse First Boston (Hong Kong) Limited  
45/F, Two Exchange Square  
8 Connaught Place, Central  
Hong Kong

Merrill Lynch Far East Limited  
17/F, Asia Pacific Finance Tower  
3 Garden Road, Central  
Hong Kong

BNP Paribas Peregrine Securities Limited  
36/F, Asia Pacific Finance Tower  
3 Garden Road, Central  
Hong Kong

BOCI Asia Limited  
35/F, Bank of China Tower  
1 Garden Road, Central  
Hong Kong

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CITIC Capital Markets Limited  
26/F, Citic Tower  
1 Tim Mei Avenue, Central  
Hong Kong

ICEA Capital Limited  
42/F, Jardine House  
1 Connaught Place, Central  
Hong Kong

or any of the following branches of the Bank of China (Hong Kong) Limited:

<b>Hong Kong Island:</b>	<b>Bank of China Tower Branch</b>	<b>3/F, 1 Garden Road, Central</b>
	<b>Central District (Wing On House) Branch</b>	<b>71 Des Voeux Road Central</b>
	<b>Wan Chai Branch</b>	<b>395 Hennessy Road, Wan Chai</b>
	<b>North Point Branch</b>	<b>G/F, Roca Centre, 464 King's Road, North Point</b>
	<b>United Centre Branch</b>	<b>Shop 1021, 1/F, United Centre, 95 Queensway</b>
	<b>Taikoo Shing (Hoi Sing Mansion) Branch</b>	<b>Shop G1006, Hoi Sing Mansion, Taikoo Shing</b>
<b>Kowloon:</b>	<b>Tsim Sha Tsui (Houston Centre) Branch</b>	<b>G/F, Houston Centre, 63 Mody Road, Tsim Sha Tsui</b>
	<b>Yau Ma Tei Branch</b>	<b>471 Nathan Road, Yau Ma Tei</b>
	<b>Hoi Yuen Road Branch</b>	<b>55 Hoi Yuen Road, Kwun Tong</b>
	<b>Mong Kok (President Commercial Centre) Branch</b>	<b>608 Nathan Road, Mong Kok</b>
	<b>Whampoa Garden Branch</b>	<b>Shop G8B, Willow Mansion, Site 1, Whampoa Garden, Hung Hom</b>
<b>New Territories:</b>	<b>Castle Peak Road (Tsuen Wan) Branch</b>	<b>167 Castle Peak Road, Tsuen Wan</b>
	<b>Lucky Plaza Branch</b>	<b>G/F, Lucky Plaza, Wang Pok Street, Shatin</b>

You can collect a **yellow** Application Form and a Prospectus from:

- the Depository Counter of HKSCC at 2nd Floor, Vicwood Plaza, 199 Des Voeux Road Central, Hong Kong; or
- the Customer Service Centre of HKSCC at Upper Ground Floor, V-Heun Building, 128-140 Queen's Road Central, Hong Kong; or
- your stockbroker, who may have such Application Forms and this Prospectus available.

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## HOW TO COMPLETE THE APPLICATION FORMS

There are detailed instructions on each Application Form. You should read these instructions carefully. If you do not follow the instructions, your application may be rejected and returned by ordinary post together with the accompanying cheque or banker's cashier order to you (or the first-named applicant in the case of joint applicants) at your own risk to the address stated in the Application Form.

You should note that by signing on the Application Form, among other things:

- you agree with us and each of our Shareholders, and we agree with each of our Shareholders to observe and comply with the PRC Company Law, the Special Regulations, and the Articles of Association;
- you agree with us, each of our Shareholders, Directors, Supervisors, managers and officers, and we, acting for ourself and for each of our Directors, Supervisors, managers and officers agree with each of our Shareholders, to refer all differences and claims arising from the Articles of Association or any rights or obligations conferred or imposed by the PRC Company Law or other relevant laws and administrative regulations concerning our affairs to arbitration in accordance with the Articles of Association, and any reference to arbitration shall be deemed to authorize the arbitration tribunal to conduct hearings in open session and to publish its award, which arbitration shall be final and conclusive;
- you agree with us and each of our Shareholders that our H Shares are freely transferable by the holders thereof;
- you authorize us to enter into a contract on your behalf with each of our Directors and officers whereby such Directors and officers undertake to observe and comply with their obligations to Shareholders as stipulated in the Articles of Association;
- confirm that you have only relied on the information and representations in this Prospectus in making your application and will not rely on any other information and representations save as set out in any supplement to the Prospectus;
- agree that we and our Directors are liable only for the information and representations contained in the Prospectus and any supplement thereto; and
- agree to disclose to us, and/or our registrar, receiving banker, advisers and agents and the Joint Global Coordinators personal data and any information which we or they require about you or the person(s) for whose benefit you have made the application.

If your application is made through a duly authorized attorney, we and the Joint Global Coordinators will have discretion to accept it, subject to any conditions we think fit, including evidence of the authority of your attorney.

## HOW MANY APPLICATIONS YOU MAY MAKE

### You may make more than one application for the Hong Kong Offer Shares only if:

You are a **nominee**, in which case you may both give **electronic application instructions** to HKSCC (if you are a CCASS Participant) and lodge more than one Application Form in your own name on behalf of different beneficial owners. In the box on the Application Form marked “For nominees” you must include:

- an account number; or
- some other identification code

for **each** beneficial owner. If you do not include this information, the application will be treated as being made for your benefit.

### Otherwise, multiple applications are not allowed.

It will be a term and condition of all applications that by completing and delivering an Application Form, you:

- (if the application is made for your own benefit) warrant that this is the only application which will be made for your benefit on a **white** or **yellow** Application Form or by giving **electronic application instructions** to HKSCC;
- (if you are an agent for another person) warrant that reasonable enquiries have been made of that other person that this is the only application which will be made for the benefit of that other person on a **white** or **yellow** Application Form or by giving **electronic application instructions** to HKSCC, and that you are duly authorized to sign the Application Form as that other person’s agent.

Except where you are a nominee and provide the information required to be provided in your application. **All** of your applications will be rejected as multiple applications if you, or you and your joint applicant(s) together:

- make more than one application (whether individually or jointly) on a **white** or **yellow** Application Form or by giving **electronic application instructions** to HKSCC; or
- both apply (whether individually or jointly) on a **white** Application Form and a **yellow** Application Form or by giving **electronic application instructions** to HKSCC; or
- apply (whether individually or jointly) on one **white** or **yellow** Application Form or by giving **electronic application instructions** to HKSCC for more than 50% of the Hong Kong Offer Shares initially being offered for public subscription under the Hong Kong Public Offering.

**All** of your applications will also be rejected as multiple applications if more than one application is made for **your benefit**. If an application is made by an unlisted company and

- the principal business of that company is dealing in securities; and
- you exercise statutory control over that company,

then the application will be treated as being for your benefit.

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**Unlisted company** means a company with no equity securities listed on the Stock Exchange.

**Statutory control in relation to a company** means you:

- control the composition of the board of directors of that company; or
- control more than half of the voting power of that company; or
- hold more than half of the issued share capital of that company (not counting any part of it which carries no right to participate beyond a specified amount in a distribution of either profits or capital).

### DESPATCH/COLLECTION OF SHARE CERTIFICATES AND REFUND CHEQUES

Your application monies, or an appropriate portion thereof, together with the related brokerage fee, Stock Exchange trading fee and SFC transaction levy, will be refunded without interest if:

- your application is rejected, not accepted or only accepted in part;
- the Offer Price as finally determined is less than the initial price per H Share (excluding brokerage, Stock Exchange trading fee and SFC transaction levy thereon) paid on application;
- the conditions of the Global Offering are not fulfilled in accordance with the section headed “Structure of the Global Offering—Conditions of the Global Offering” in this Prospectus; or
- any application is revoked or any allocation pursuant thereto has become void.

It is intended that special efforts will be made to avoid any undue delay in refunding application monies where appropriate.

No temporary document of title will be issued in respect of our H Shares. No receipt will be issued for sums paid on application but, subject to the provisions mentioned below, in due course there will be sent to you by ordinary post, at your own risk, to the address specified on your Application Form:

- for applicants on **white** Application Forms: (i) H Share certificate(s) for all the Hong Kong Offer Shares applied for, if the application is wholly successful; or (ii) H Share certificate(s) for the number of Hong Kong Offer Shares successfully applied for, if the application is partially successful (except for wholly successful and partially successful applicants on **yellow** Application Forms whose H Share certificates will be deposited into CCASS as described below); and/or
- for applicants on **white** and **yellow** Application Forms, a refund cheque or refund cheques crossed “Account Payee Only” in favor of the applicant (or, in the case of joint applicants, the first-named applicant) for: (i) the surplus application monies for the Hong Kong Offer Shares unsuccessfully applied for, if the application is partially unsuccessful; or (ii) all the application monies, if the application is wholly unsuccessful; and/or (iii) the difference between the Offer Price and the initial price per Share paid on application in the event that the Offer Price is less than the initial price per Share paid on application, in each case including related brokerage fee at the rate of 1.0%, a Stock Exchange trading fee of 0.005% and a SFC transaction levy of 0.007% but without interest.

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Subject as mentioned below, refund cheques for surplus application monies (if any) in respect of wholly and partially unsuccessful applications and H Share certificates for successful applicants under **white** Application Forms are expected to be posted on Tuesday, November 19, 2002. We reserve the right to retain any H Share certificates and any surplus application monies pending clearance of cheque(s) or banker's cashier order(s).

If you are applying for 500,000 Hong Kong Offer Shares or more on a **white** or **yellow** Application Form and have indicated your intention in your Application Form to collect your refund cheque(s) (where applicable) and/or (for applicants using **white** Application Forms) H Share certificate(s) (where applicable) from the H Share Registrar, Computershare Hong Kong Investor Services Limited, and have provided all information required by your Application Form, you may collect (where applicable) your refund cheque(s) and (where applicable) H Share certificate(s) from Rooms 1901-5, 19th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong from 9:00 a.m. to 1:00 p.m. on Tuesday, November 19, 2002 or any other date notified by us in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) as the date of despatch of H Share certificates/refund cheques. If you are an individual who opt for personal collection, you may not authorize any other person to make collection on your behalf. If you are a corporate applicant which opt for personal collection, you must attend by your authorized representative bearing a letter of authorization from your corporation stamped with your corporation's chop. Both individuals and authorized representatives (if applicable) must produce, at the time of collection, evidence of identity acceptable to the H Share Registrar. If you do not collect your refund cheque(s) and H Share certificate(s), they will be despatched promptly to you by ordinary post to the address as specified in your Application Form at your own risk.

If you have applied for less than 500,000 Hong Kong Offer Shares or if you have applied for 500,000 Hong Kong Offer Shares or more on a **white** or **yellow** Application Form but have not indicated in your Application Form that you wish to collect your H Share certificate(s) (for applicants using **white** Application Forms) and/or refund cheque(s) (if applicable) personally within the time specified for collection, then the H Share certificate(s) (if applicable) and/or refund cheque(s) (if applicable) will be sent to the address on your Application Form on Tuesday, November 19, 2002 by ordinary post and at your own risk.

### DEPOSIT OF SHARE CERTIFICATES INTO CCASS

If you apply for Hong Kong Offer Shares using a **yellow** Application Form and your application is wholly or partially successful, your H Share certificate(s) will be issued in the name of HKSCC Nominees Limited and deposited into CCASS for credit to your CCASS Investor Participant stock account or the stock account of any designated CCASS Participant as instructed by you in your Application Form at the close of business on Tuesday, November 19, 2002, or under contingent situation, on any other date as shall be determined by HKSCC or HKSCC Nominees Limited.

If you are applying through a designated CCASS Participant (other than a CCASS Investor Participant): for Hong Kong Offer Shares credited to the stock account of your designated CCASS Participant (other than a CCASS Investor Participant), you can check the number of Hong Kong Offer Shares allotted to you with that CCASS Participant.

If you are applying as a CCASS Investor Participant: we expect to publish the results of CCASS Investor Participants' applications together with the results of the Hong Kong Public Offering in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) on Monday, November 18, 2002. You should check the announcement published by us and report any discrepancies to HKSCC before 12:00 noon on Tuesday, November 19, 2002 or such other date as shall be determined by HKSCC or HKSCC Nominees Limited. On Wednesday, November 20, 2002 (the next business day

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following the credit of the Hong Kong Offer Shares to your CCASS Investor Participant stock account), you can check your new account balance via the CCASS Phone System and CCASS Internet System (under the procedures contained in HKSCC's "An Operating Guide for Investor Participants" in effect from time to time). HKSCC will also mail to you an activity statement showing the number of Hong Kong Offer Shares credited to your CCASS Investor Participant stock account.

### MEMBERS OF THE PUBLIC — TIME FOR APPLYING FOR HONG KONG OFFER SHARES

Completed **white** or **yellow** Application Forms, together with payment attached, must be lodged **by 12:00 noon on Thursday, November 14, 2002**, or, if the application lists are not open on that day, then by 12:00 noon on the next day the lists are open.

Your completed Application Form, with payment attached, should be deposited in the special collection boxes provided at the main branch or any sub-branches of the Bank of China (Hong Kong) Limited listed above in the section headed "How to Apply for Hong Kong Offer Shares—Where to Collect the Application Forms" at the specified times on the following dates:

Monday, November 11, 2002, 9:00 a.m. to 4:00 p.m.

Tuesday, November 12, 2002, 9:00 a.m. to 4:00 p.m.

Wednesday, November 13, 2002, 9:00 a.m. to 4:00 p.m.

Thursday, November 14, 2002, 9:00 a.m. to 12:00 noon

The application lists will be open **from 11:45 a.m. to 12:00 noon on Thursday, November 14, 2002**.

No proceedings will be taken on applications for our H Shares and no allotment of any such H Shares will be made until the closing of the application lists. No allocation of any of our Hong Kong Offer Shares will be made later than Tuesday, December 10, 2002.

### EFFECT OF BAD WEATHER ON THE OPENING OF THE APPLICATION LISTS

The application lists will not open if there is:

- a tropical cyclone warning signal number 8 or above, or
- a "black" rainstorm warning

in force in Hong Kong at any time between 9:00 a.m. and 12:00 noon on Thursday, November 14, 2002. Instead they will open between 11:45 a.m. and 12:00 noon on the next business day which does not have either of those warnings in force in Hong Kong at any time between 9:00 a.m. and 12:00 noon.

**Business day** means a day that is not a Saturday, Sunday or public holiday in Hong Kong.

## II. APPLYING BY GIVING ELECTRONIC APPLICATION INSTRUCTIONS TO HKSCC

### GENERAL

CCASS Participants may give **electronic application instructions** to HKSCC to apply for the Hong Kong Offer Shares and to arrange payment of the monies due on application and payment of refunds. This will be in accordance with their participant agreements with HKSCC and the General Rules of CCASS and the CCASS Operational Procedures.

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If you are a CCASS Investor Participant, you may give **electronic application instructions** through the CCASS Phone System by calling 2979 7888 or through the CCASS Internet System (<https://ip.ccass.com>) (using the procedures contained in HKSCC's "An Operating Guide for Investor Participants" in effect from time to time).

HKSCC can also input **electronic application instructions** for you if you go to:

**Hong Kong Securities Clearing Company Limited**  
Customer Service Centre  
Upper Ground Floor  
V-Heun Building  
128-140 Queen's Road Central  
Hong Kong

and complete an input request form.

Prospectuses are available for collection from the above address.

If you are not a CCASS Investor Participant, you may instruct your broker or custodian who is a CCASS Broker Participant or a CCASS Custodian Participant to give **electronic application instructions** via CCASS terminals to apply for the Hong Kong Offer Shares on your behalf.

You are deemed to have authorized HKSCC and/or HKSCC Nominees to transfer the details of your application, whether submitted by you or through your broker or custodian, to us and our registrars.

### APPLICATION FOR HONG KONG OFFER SHARES BY HKSCC NOMINEES ON YOUR BEHALF

Where a **white** Application Form is signed by HKSCC Nominees on behalf of persons who have given **electronic application instructions** to apply for the Hong Kong Offer Shares:

- (i) HKSCC Nominees is only acting as a nominee for those persons and shall not be liable for any breach of the terms and conditions of the **white** Application Form or this Prospectus;
- (ii) HKSCC Nominees does the following things on behalf of each such person:
  - agrees that the Hong Kong Offer Shares to be allotted shall be issued in the name of HKSCC Nominees and deposited directly into CCASS for the credit of the stock account of the CCASS Participant who has inputted **electronic application instructions** on that person's behalf or that person's CCASS Investor Participant stock account;
  - undertakes and agrees to accept the Hong Kong Offer Shares in respect of which that person has given **electronic application instructions** or any lesser number;
  - undertakes and confirms that that person has not applied for or taken up any H Shares under the International Offering nor otherwise participated in the International Offering;



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- (if the **electronic application instructions** are given for that person's own benefit) declares that only one set of **electronic application instructions** has been given for that person's benefit;
- (if that person is an agent for another person) declares that that person has only given one set of **electronic application instructions** for the benefit of that other person and that that person is duly authorized to give those instructions as that other person's agent;
- understands that the above declaration will be relied upon by us, our Directors and the Joint Global Coordinators in deciding whether or not to make any allotment of Hong Kong Offer Shares in respect of the **electronic application instructions** given by that person and that that person may be prosecuted if he makes a false declaration;
- authorizes us to place the name of HKSCC Nominees on our register of members as the holder of the Hong Kong Offer Shares allotted in respect of that person's **electronic application instructions** and to send H Share certificate(s) and/or refund money in accordance with the arrangements separately agreed between us and HKSCC;
- confirms that that person has read the terms and conditions and application procedures set out in this Prospectus and agrees to be bound by them;
- confirms that that person has only relied on the information and representations in this Prospectus in giving that person's **electronic application instructions** or instructing that person's broker or custodian to give **electronic application instructions** on that person's behalf;
- agrees that we and our Directors are liable only for the information and representations contained in this Prospectus;
- agrees to disclose that person's personal data to us and our registrar, receiving bankers, advisers and agents and any information which we or they may require about that person;
- agrees (without prejudice to any other rights which that person may have) that once the application of HKSCC Nominees is accepted, the application cannot be rescinded for innocent misrepresentation;
- agrees that that person cannot revoke the **electronic application instructions** before December 10, 2002, such agreement to take effect as a collateral contract with us and to become binding when that person gives the instructions and such collateral contract to be in consideration of us agreeing that we will not offer any Hong Kong Offer Shares to any person before December 10, 2002 except by means of one of the procedures referred to in this Prospectus. However, that person may revoke the instructions before December 10, 2002 if a person responsible for this Prospectus under Section 40 of the Companies Ordinance gives a public notice under that section which excludes or limits the responsibility of that person for this Prospectus;
- agrees that once the application of HKSCC Nominees is accepted, neither that application nor that person's **electronic application instructions** can be revoked, and that acceptance of that application will be evidenced by the announcement of the results of the Hong Kong Public Offering published by us;

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- agrees to the arrangements, undertakings and warranties specified in the participant agreement between that person and HKSCC, read with the General Rules of CCASS and the CCASS Operational Procedures, in respect of the giving of **electronic application instructions** relating to Hong Kong Offer Shares;
- **agrees** with us, for us and for the benefit of each of our Shareholders (and so that we will be deemed by our acceptance in whole or in part of the application by HKSCC Nominees to have agreed, for us and on behalf of each of our Shareholders, with each CCASS Participant giving **electronic application instructions**) to observe and comply with the Hong Kong Company Law, the Special Regulations and the Articles of Association;
- **agrees** with us, for us and for the benefit of each of our Shareholders and each of our Directors, Supervisors, managers and other officers (and so that we will be deemed by our acceptance in whole or in part of this application to have agreed, for us and on behalf of each of our Shareholders and each of our Directors, Supervisors, managers and other officers, with each CCASS Participant giving **electronic application instructions**):
  - (a) to refer all differences and claims arising from the Articles of Association or any rights or obligations conferred or imposed by the Hong Kong Company Law or other relevant laws and administrative regulations concerning our affairs to arbitration in accordance with the Articles of Association; and
  - (b) that any reference to arbitration shall be deemed to authorize the arbitration tribunal to conduct hearings in open session and to publish its award, which arbitration shall be final and conclusive;
- **agrees** with us (for us and for the benefit of each of our Shareholders) that our H Shares are freely transferable by the holders thereof;
- **authorizes** us to enter into a contract on our behalf with each of our Directors, Supervisors and officers whereby each such Director, Supervisor and officer undertakes to observe and comply with his obligations to Shareholders as stipulated in the Articles of Association; and
- **agrees** that if that person's application, any acceptance of it and the resulting contract will be governed by and construed in accordance with the Laws of Hong Kong.

### EFFECT OF GIVING ELECTRONIC APPLICATION INSTRUCTIONS TO HKSCC

By giving **electronic application instructions** to HKSCC or instructing your broker or custodian who is a CCASS Broker Participant or a CCASS Custodian Participant to give such instructions to HKSCC, you (and if you are joint applicants, each of you jointly and severally) are deemed to have done the following things. Neither HKSCC nor HKSCC Nominees shall be liable to us or any other person in respect of the things mentioned below:

- instructed and authorized HKSCC to cause HKSCC Nominees (acting as nominee for the relevant CCASS Participants) to apply for the Hong Kong Offer Shares on your behalf;
- instructed and authorized HKSCC to arrange payment of the maximum offer price, brokerage, SFC transaction levy and Stock Exchange trading fee by debiting your designated

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bank account and, in the case of a wholly or partially unsuccessful application and/or the Offer Price is less than the initial price per H Share paid on application, refund of the application monies, in each case including brokerage, SFC transaction levy and Stock Exchange trading fee, by crediting your designated bank account;

- instructed and authorized HKSCC to cause HKSCC Nominees to do on your behalf all the things which it is stated to do on your behalf in the **white** Application Form.

### MULTIPLE APPLICATIONS

If you are suspected of having made multiple applications or if more than one application is made for your benefit, the number of Hong Kong Offer Shares applied for by HKSCC Nominees will be automatically reduced by the number of Hong Kong Offer Shares in respect of which you have given such instructions and/or in respect of which such instructions have been given for your benefit. Any **electronic application instructions** to make an application for the Hong Kong Offer Shares given by you or for your benefit to HKSCC shall be deemed to be an actual application. No application for any other number of Hong Kong Offer Shares will be considered and any such application is liable to be rejected.

### MINIMUM SUBSCRIPTION AMOUNT AND PERMITTED MULTIPLES

You may give or cause your broker or custodian who is a CCASS Broker Participant or a CCASS Custodian Participant to give **electronic application instructions** in respect of a minimum of 2,000 Hong Kong Offer Shares. Such instructions in respect of more than 2,000 Hong Kong Offer Shares must be in one of the multiples set out in the table in the Application Forms.

### TIME FOR INPUTTING ELECTRONIC APPLICATION INSTRUCTIONS

CCASS Participants can input **electronic application instructions** at the following times on the following dates:

Monday, November, 11, 2002, 9:00 a.m. to 7:00 p.m.

Tuesday, November, 12, 2002, 9:00 a.m. to 7:00 p.m.

Wednesday, November, 13, 2002, 9:00 a.m. to 7:00 p.m.

Thursday, November, 14, 2002, 9:00 a.m. to 12:00 noon

### EFFECT OF BAD WEATHER ON THE LAST APPLICATION DAY

The latest time for inputting your **electronic application instructions** will be 12:00 noon on Thursday, November 14, 2002, the last application day. If:

- a tropical cyclone warning signal number 8 or above; or
- a “black” rainstorm warning signal

is in force in Hong Kong at any time between 9:00 a.m. and 12:00 noon on Thursday, November 14, 2002, the last application day will be postponed to the next business day which does not have either of those warning signals in force in Hong Kong at any time between 9:00 a.m. and 12:00 noon on such day. Business day means a day that is not a Saturday, Sunday or public holiday in Hong Kong.

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## ALLOCATION OF HONG KONG OFFER SHARES

For the purposes of allocating Hong Kong Offer Shares, HKSCC Nominees will not be treated as an applicant. Instead, each CCASS Participant who gives **electronic application instructions** or each person for whose benefit each such instructions is given will be treated as an applicant.

## DEPOSIT OF H SHARE CERTIFICATES INTO CCASS AND REFUND OF APPLICATION MONIES

- No temporary documents of title will be issued. No receipt will be issued for application monies received.
- If your application is wholly or partially successful, your H Share certificate(s) will be issued in the name of HKSCC Nominees and deposited into CCASS for the credit of the stock account of the CCASS Participant which you have instructed to give **electronic application instructions** on your behalf or your CCASS Investor Participant stock account at the close of business on Tuesday, November 19, 2002 or, in the event of a contingency, on any other date as shall be determined by HKSCC or HKSCC Nominees.
- We expect to publish the application results of CCASS Participants (and where the CCASS Participant is a broker or custodian, we will include information relating to the relevant beneficial owner), your Hong Kong identity card/passport number or other identification code (Hong Kong business registration number for corporations) and the basis of allotment of the Hong Kong Public Offering in the newspapers on Monday, November 18, 2002. You should check the announcement published by us and report any discrepancies to HKSCC before 12:00 noon on Tuesday, November 19, 2002 or such other date as shall be determined by HKSCC or HKSCC Nominees.
- If you have instructed your broker or custodian to give **electronic application instructions** on your behalf, you can also check the number of Hong Kong Offer Shares allotted to you and the amount of refund monies (if any) payable to you with that broker or custodian.
- If you have applied as a CCASS Investor Participant, you can also check the number of Hong Kong Offer Shares allotted to you and the amount of refund monies (if any) payable to you via the CCASS Phone System and the CCASS Internet System (under the procedures contained in HKSCC's "An Operating Guide for Investor Participants" in effect from time to time) on Monday, November 18, 2002. On Wednesday, November 20, 2002, (i.e., the next business day following the credit of the Hong Kong Offer Shares to your CCASS Investor Participant stock account), HKSCC will also mail to you an activity statement showing the number of Hong Kong Offer Shares credited to your CCASS Investor Participant stock account and the amount of refund monies (if any) credited to your designated bank account.
- Refund of your application monies (if any) in respect of wholly and partially unsuccessful applications and/or difference between the Offer Price and the initial price per H Share paid on application, in each case including brokerage of 1%, SFC transaction levy of 0.007% and Stock Exchange trading fee of 0.005%, will be credited to your designated bank account or the designated bank account of your broker or custodian on Tuesday, November 19, 2002. No interest will be paid thereon.

## SECTION 40 OF THE COMPANIES ORDINANCE

For the avoidance of doubt, we and all other parties involved in the preparation of this Prospectus acknowledge that each CCASS Participant who gives or causes to give **electronic application instructions** is a person who may be entitled to compensation under Section 40 of the Companies Ordinance.

## PERSONAL DATA

The section of the Application Form headed “Personal Data” applies to any personal data held by us and the registrar about you in the same way as it applies to personal data about applicants other than HKSCC Nominees.

## WARNING

The subscription of the Hong Kong Offer Shares by giving **electronic application instructions** to HKSCC is only a facility provided to CCASS Participants. We, our Directors, the Joint Sponsors, the Joint Global Coordinators and the Underwriters take no responsibility for the application and provide no assurance that any CCASS Participant will be allotted any Hong Kong Offer Shares.

To ensure that CCASS Investor Participants can give their **electronic application instructions** to HKSCC through the CCASS Phone System or the CCASS Internet System, CCASS Investor Participants are advised not to wait until the last minute to input their **electronic application instructions** to the systems. In the event that CCASS Investor Participants have problems to connect to the CCASS Phone System or the CCASS Internet System to submit their **electronic application instructions**, they should either: (i) submit a **white** or **yellow** Application Form; or (ii) go to HKSCC’s Customer Service Centre to complete an input request form for **electronic application instructions** before 12:00 noon on Thursday November 14, 2002.

## III. CIRCUMSTANCES IN WHICH YOU WILL NOT BE ALLOTTED HONG KONG OFFER SHARES

Full details of the circumstances in which you will not be allocated Hong Kong Offer Shares are set out in notes attached to the Application Forms, and you should read them carefully. You should note in particular the following situations in which Hong Kong Offer Shares will not be allotted to you.

### *You may only revoke your application under limited circumstances*

By completing and submitting an Application Form you agree that you cannot revoke your application before Tuesday, December 10, 2002. This agreement will take effect as a collateral contract with us, and will become binding when you lodge your Application Form. This collateral contract will be in consideration of our agreeing that we will not offer any Offer Shares to any person before Tuesday, December 10, 2002 except by means of one of the procedures referred to in this Prospectus.

You may only revoke your application on or before Tuesday, December 10, 2002 if a person responsible for this Prospectus under section 40 of the Companies Ordinance (as applied by Section 342E of the Companies Ordinance) gives a public notice under that section which excludes or limits the responsibility of that person for this Prospectus.

If any supplement to the Prospectus is issued, applicant(s) who have already submitted an application may or may not (depending on the information contained in the supplement) be notified that they can withdraw their applications. If applicant(s) have not been so notified, or if applicant(s) have been notified but have not withdrawn their applications in accordance with the procedure to be notified, all applications that have been submitted will remain valid and may be accepted. Subject to the above, an application once made is irrevocable and applicants shall be deemed to have applied on the basis of the Prospectus as supplemented.

## HOW TO APPLY FOR HONG KONG OFFER SHARES

If your application has been accepted, it cannot be revoked. For this purpose, acceptance of applications which are not rejected will be constituted by notification in the press of the results of allotment, and where such basis of allotment is subject to certain conditions or provides for allocation by ballot, such acceptance will be subject to the satisfaction of such conditions or results of the ballot respectively.

### *Your application may be rejected at our discretion or our agent's discretion*

We and our agents (including the Joint Global Coordinators) have full discretion to reject or accept any application, or to accept only part of an application. We, and the Underwriters in their capacity as agents for us, and their respective agents or nominees, do not have to give any reason for any rejection or acceptance.

### *Your application will be rejected if you do not comply with certain conditions*

Your application will be rejected if:

- you make a multiple application or a suspected multiple applications;
- your Application Form is not filled in correctly in accordance with the instructions as stated in such form;
- your payment is not made correctly; or
- you pay by cheque or banker's cashier order and the cheque or banker's cashier order is dishonored on its first presentation.

### *Your application will not be accepted under certain circumstances*

Your application or HKSCC Nominee's application will not be accepted if either:

- the Hong Kong Underwriting Agreement or International Underwriting Agreement does not become unconditional; or
- the Hong Kong Underwriting Agreement or International Underwriting Agreement is terminated in accordance with its respective terms.

### *Your allotment of Hong Kong Offer Shares will be void under certain circumstances*

Your allotment of Hong Kong Offer Shares or the allotment of Hong Kong Offer Shares to HKSCC Nominees, if made, will be void if the Listing Committee does not grant permission to list our H Shares either:

- within three weeks from the closing of the applications lists; or
- within a longer period of up to six weeks if the Listing Committee notifies us of that longer period within three weeks of the closing of the application lists.

## IV. HOW MUCH ARE THE HONG KONG OFFER SHARES

The maximum Offer Price is HK\$1.70 per H Share. You must also pay a brokerage fee of 1.0%, the Stock Exchange trading fee of 0.005% and SFC transaction levy of 0.007%. You must pay the maximum Offer Price, brokerage, Stock Exchange trading fee and SFC transaction levy in full when you apply for the Hong Kong Offer Shares. This means that for every board lot of 2,000 H Shares you must pay HK\$3,434.41 at the time of application. The Application Forms have tables showing the exact amount payable for certain multiples of H Shares. You must pay the amount payable upon application for the H Shares by a cheque or a banker's cashier order in accordance with the terms set out in the Application Form.

If your application is successful, the brokerage fee will be paid to participants of the Stock Exchange or the Stock Exchange (as the case may be), the Stock Exchange trading fee will be paid to the Stock Exchange and the transaction levy will be paid to the Stock Exchange collecting on behalf of the SFC.

If the Offer Price as finally determined is less than HK\$1.70 per Offer Share, we will refund the specific difference, including the brokerage fee, the Stock Exchange trading fee and the SFC transaction levy attributable to the surplus application monies. We will not pay interest on any refunded amount. Details of the procedure for refund are contained in this section in accordance with various arrangements as described above.

## V. DEALINGS AND SETTLEMENT

### COMMENCEMENT OF DEALINGS IN OUR H SHARES ON THE STOCK EXCHANGE

Dealings in our H Shares on the Stock Exchange is expected to commence on Wednesday, November 20, 2002. Our H Shares will be traded on the Stock Exchange in board lots of 2,000 Offer Shares.

### H SHARES WILL BE ELIGIBLE FOR ADMISSION INTO CCASS

If the Stock Exchange grants the listing of, and permission to deal in, our H Shares and we comply with the stock admission requirements of HKSCC, our H Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the Listing Date or any other date HKSCC chooses. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second business day after any trading day.

All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

All necessary arrangements have been made for our H Shares to be admitted into CCASS.

Investors should seek the advice of their stockbroker or other professional adviser for details of the settlement arrangements as such arrangements will affect their rights and interests.