

## SHARE CAPITAL

The following is a description of the authorized and issued Share capital of our Company in issue and to be issued as fully paid or credited as fully paid immediately before and after completion of the Global Offering (without taking into account the exercise of the Over-allotment Option).

	US\$
<b>Authorized Share capital:</b>	
5,000,000,000 Shares of US\$0.10 each .....	500,000,000
<b>Issued Share capital:</b>	
3,094,236,830 Shares in issue as at the date of this prospectus .....	309,423,683
<b>Shares to be issued:</b>	
1,050,000,000 Shares to be issued pursuant to the Global Offering .....	105,000,000
<b>Total issued and to be issued Share capital:</b>	
4,144,236,830 Shares .....	414,423,683

### ASSUMPTIONS

The above table assumes that the Global Offering becomes unconditional and does not take into account the Shares which may be issued pursuant to any exercise of the Over-allotment Option, any exercise of any options granted or to be granted under the Share Option Scheme referred to in paragraph headed “Share Option Schemes” below or which may be issued or repurchased pursuant to the general mandate referred to in the paragraph headed “General mandate to issue Shares” or the repurchase mandate referred to in the paragraph headed “General mandate to repurchase Shares” below, as the case may be. If the Over-allotment Option is exercised in full, then 157,500,000 additional Shares will be issued resulting in a total enlarged issued share capital of 4,301,736,830 Shares with a nominal value of US\$0.10 each.

### 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 and, 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.

### GENERAL MANDATE TO ISSUE SHARES

Conditional on the conditions as stated in “Structure of the Global Offering — Conditions of the Hong Kong Public Offering”, our Directors have been granted a general unconditional mandate to allot, issue and deal with Shares and to make or grant offers, agreements or options which might require such Shares to be allotted and issued or dealt with 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 (otherwise than pursuant to a rights issue, or scrip dividend scheme or similar arrangements, or a specific authority granted by our shareholders) shall not exceed:

- (a) 20% of the aggregate nominal value of the share capital of our Company in issue immediately following the completion of the Global Offering (excluding the Over-allotment Option); and
- (b) the aggregate nominal value of the share capital of our Company repurchased by our Company (if any).

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

- (i) the conclusion of our Company's next annual general meeting;
- (ii) the expiration of the period within which our Company's next annual general meeting is required by any applicable law or the Bye-laws to be held; or
- (iii) it is varied or revoked by an ordinary resolution of our Company's shareholders in general meeting,

whichever is the earliest.

For further details of this general mandate, please refer to the section headed "Further Information about our Company — Resolutions of Shareholders of our Company" in Appendix VIII to this prospectus.

### **GENERAL MANDATE TO REPURCHASE SHARES**

Conditional on conditions as stated in "Structure of the Global Offering — Conditions of the Public Offering", our Directors have been granted a general unconditional mandate to exercise all our powers to repurchase Shares 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 the completion of the Global Offering (excluding the Over-allotment Option).

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 SFC 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 out in the section headed "Repurchase of our Securities" in Appendix VIII to this prospectus.

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

- (i) the conclusion of our Company's next annual general meeting;
- (ii) the expiration of the period within which our Company's next annual general meeting is required by any applicable law or the Bye-laws to be held; or
- (iii) it is varied or revoked by an ordinary resolution of our Company's shareholders in general meeting,

whichever is the earliest.

For further details of this general mandate, please refer to the section headed "Further Information about our Company — Resolutions of Shareholders of our Company" in Appendix VIII to this prospectus.

### **SHARE OPTION SCHEME**

We have conditionally adopted the Share Option Scheme. The principal terms of the Share Option Scheme are summarized in the section headed "Share Option Scheme" in Appendix VIII to this prospectus.