
DEFINITIONS

In this prospectus, unless the context otherwise requires, the following words and expressions have the following meanings.

“ACNielsen Report”	the report on the crisp snack food, liquid milk and sugar confectionery market in China commissioned by our Company and prepared by ACNielsen
“Application Form(s)”	WHITE application form(s), YELLOW application form(s) and GREEN application form(s) or where the context so requires, any of them
“Board”	the board of Directors of our Company
“Business Day”	a day that is not a Saturday, Sunday or public holiday in Hong Kong
“Cayman Companies Law”	the Companies Law, Cap.22 (Law 3 of 1961, as consolidated and revised) of the Cayman Islands
“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC
“CCASS Clearing Participant”	a person admitted to participate in CCASS as a direct participant or a general clearing participant
“CCASS Custodian Participant”	a person admitted to participate in CCASS as a custodian participant
“CCASS Investor Participant”	a person admitted to participate in CCASS as an investor participant who may be an individual or joint individuals or a corporation
“CCASS Participant”	a CCASS Clearing Participant or a CCASS Custodian Participant or a CCASS Investor Participant
“China” or “PRC”	the People’s Republic of China, but for the purpose of this prospectus and for geographical reference only and except where the context requires, references in this prospectus to “China” and the “PRC” do not apply to Taiwan, the Macau Special Administrative Region and Hong Kong
“Core Operations”	the business of our Company comprising the manufacture, distribution and sale of rice crackers, dairy products and beverages, snack foods and other products
“Director(s)”	the director(s) of our Company
“Global Offering”	the Hong Kong Public Offer and the International Placing
“GREEN Application Form(s)”	the application form(s) to be completed by White Form eIPO service provider designated by the Company
“HKHL”	Hot-Kid Holdings Limited, the controlling shareholder of our Company and a company incorporated on October 19, 1995 in the British Virgin Islands with limited liability, whose principal business is investment holding
“Controlling Shareholder”	Mr. Tsai and HKHL

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“HKSCC”	Hong Kong Securities Clearing Company Limited
“HKSCC Nominees”	HKSCC Nominees Limited, a wholly-owned subsidiary of HKSCC
“Hong Kong” or “HK”	The Hong Kong Special Administrative Region of the PRC
“Hong Kong Companies Ordinance”	the Hong Kong Companies Ordinance (Chapter 32 of the Laws of Hong Kong) (as amended from time to time)
“Hong Kong Public Offer”	the offer of the Hong Kong Offer Shares for subscription by the public in Hong Kong
“Hong Kong Offer Shares”	the 271,788,000 New Shares (subject to adjustment) initially being offered by the Company for subscription pursuant to the Hong Kong Public Offer
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Hong Kong Underwriters”	the underwriters of the Hong Kong Public Offer listed in the section headed “Underwriting — Hong Kong Underwriters”
“ICCL”	Iwatsuka Confectionery Co., Ltd., a company incorporated in Japan with limited liability, whose shares are listed on the Tokyo Stock Exchange
“Hong Kong Underwriting Agreement”	the underwriting agreement dated March 10, 2008 relating to the Hong Kong Public Offer entered into among us, the Hong Kong Underwriters, and the Joint Bookrunners
“International Placing”	the conditional placing by the International Underwriters of the International Placing Shares, as further described in the section headed “Structure of the Global Offering” in this prospectus
“International Placing Shares”	the 2,446,094,000 Shares, initially comprising 125,794,000 New Shares and 2,320,300,000 Sale Shares, subject to the Over-allotment Option and adjustment as described in the section headed “Structure of the Global Offering” in this prospectus
“International Underwriters”	the underwriters of the International Placing expected to enter into the International Placing Agreement to underwrite the International Placing
“International Placing Agreement”	the international placing agreement relating to the International Placing to be entered into among us, the International Underwriters and the Joint Bookrunners on or around March 14, 2008
“Joint Bookrunners” or “Joint Lead Managers”	BNP Paribas Capital (Asia Pacific) Limited, Goldman Sachs (Asia) L.L.C. and UBS AG
“Joint Sponsors”	BNP Paribas Capital (Asia Pacific) Limited, Goldman Sachs (Asia) L.L.C., KGI Capital Asia Limited and UBS AG

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“Latest Practicable Date”	March 5, 2008, being the latest practicable date prior to the printing of this prospectus for the purpose of ascertaining certain information contained in this prospectus
“Listing Date”	the date, expected to be on March 26, 2008 on which dealings in the Shares first commence on the Hong Kong Stock Exchange
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time)
“Mr. Tsai”	Mr. TSAI Eng-Meng, our Chairman and Chief Executive Officer and an executive Director, and the controlling shareholder of HKHL, our controlling shareholder
“New Shares”	the 397,582,000 Shares being offered by the Company for subscription at the Offer Price under the Global Offering
“Non-core Operations”	the business of our Company comprising the hospital, hotel and property businesses and other investments
“Offer Price”	the final Hong Kong dollar price per Offer Share (exclusive of brokerage fee, Hong Kong Stock Exchange trading fee and SFC transaction levy) at which the Offer Shares are to be subscribed pursuant to the Hong Kong Public Offer
“Offer Shares”	the Hong Kong Offer Shares and the International Placing Shares together, where relevant, with any additional Shares being sold pursuant to the exercise of the Over-allotment Option
“Over-allotment Option”	the option expected to be granted by HKHL to the Joint Bookrunners and exercisable by the Sole Global Coordinator on behalf of the International Underwriters under the International Placing Agreement on or before April 13, 2008, being the 30th day from the last date for the lodging of applications under the Hong Kong Public Offer, pursuant to which HKHL may be required by the Sole Global Coordinator to sell up to an aggregate of 407,682,000 Shares, representing in aggregate approximately 15% of the initial number of Offer Shares, at the Offer Price, to, among other things, cover over-allocations in the International Placing, if any, on or before April 13, 2008, being the 30th day from the last date for the lodging of applications under the Hong Kong Public Offer
“Pre-IPO Share Option Scheme”	our Pre-IPO Share Option Scheme conditionally adopted pursuant to a resolution of our shareholders dated February 4, 2008, the principal terms of which are summarized in the section headed “Pre-IPO Share Option Scheme” in Appendix VI
“Price Determination Date”	the date, expected to be on or around March 14, 2008, but no later than March 24, 2008 on which the Offer Price is fixed for the purposes of the Global Offering
“Qualified Institutional Buyers” or “QIBs”	qualified institutional buyers within the meaning of Rule 144A
“Regulation S”	Regulation S under the US Securities Act

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“Reorganization”	the reorganization of the businesses comprising our Group in preparation for the Global Offering, as described in the section headed “Our History and Reorganization — Our Reorganization” in this prospectus
“Rule 144A”	Rule 144A under the US Securities Act
“Sale Shares”	the 2,320,300,000 Shares being offered by the Selling Shareholders as part of the International Offering, subject to adjustments as described
“San Want”	San Want Holdings Limited, a company incorporated on May 29, 2007 in Barbados with limited liability, whose principal business is investment holding, and its subsidiaries
“Securities and Futures Commission” or “SFC”	the Securities and Futures Commission of Hong Kong
“Selling Shareholders”	the shareholders set out in the section headed “H. Selling Shareholders”, in Appendix VI to this prospectus, who will be selling the Sale Shares in the Global Offering
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (as amended from time to time)
“Share(s)”	ordinary share(s) with nominal value of US\$0.02 each in the share capital of our Company
“Share Option Scheme”	our share option scheme conditionally adopted pursuant to a resolution of our shareholders dated February 4, 2008, the principal terms of which are summarized in the section headed “Share Option Scheme” in Appendix VI
“Share Option Schemes”	the Pre-IPO Share Option Scheme and the Share Option Scheme
“Sole Global Coordinator”	UBS AG acting through its business group UBS Investment Bank
“Tsai Entities”	the entities owned or controlled by Mr. Tsai or Mr. Tsai’s immediate family members
“Tsai Family Interests”	the interests held directly or indirectly by Mr. Tsai’s relatives and entities controlled by Mr. Tsai’s relatives
“Underwriters”	the Hong Kong Underwriters and the International Underwriters
“Underwriting Agreements”	the Hong Kong Underwriting Agreement and the International Placing Agreement
“United States” or “US”	the United States of America, its territories, its possessions and all areas subject to its jurisdiction
“US Securities Act”	the US Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder

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“White Form eIPO”	the application for Hong Kong Offer Shares to be issued in the applicant’s own name by submitting applications online through the designated website of White Form eIPO www.eipo.com.hk
“White Form eIPO Service Provider”	the White Form eIPO service provider designated by the Company, as specified on the designated website www.eipo.com.hk
“WWHL”	Want Want Holdings Ltd., a company incorporated on October 28, 1995 in Singapore with limited liability, whose principal business is investment holding and is currently owned as to 99.87% by our Company
“WWIL”	Want Want International Limited, a company incorporated on May 16, 2007 as an exempted company with limited liability under the laws of the Cayman Islands and a subsidiary of HKHL, whose principal business is investment holding

In this prospectus:

- “Company”, “our Company”, “our”, “we” and “us” refer to Want Want China Holdings Limited, a company incorporated on October 3, 2007 as an exempt company with limited liability under the laws of the Cayman Islands and, except where the context otherwise requires, all of its subsidiaries or where the context refers to any time prior to its incorporation, the business which its predecessors or the predecessors of its present subsidiaries were engaged in and which were subsequently assumed by it;
- “Group” means the Company and its subsidiaries from time to time; and
- the terms “associate”, “connected person”, “connected transaction”, “controlling shareholder”, “subsidiary” and “substantial shareholder” shall have the meanings given to such terms in the Listing Rules, unless the context otherwise requires.