
DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

Directors

The Board consists of nine Directors, three of whom are independent non-executive Directors. The powers and duties of the Board include convening shareholders' meetings and reporting the Board's work at shareholders' meetings, implementing resolutions passed at shareholders' meetings, determining our Group's business plans and investment plans, formulating our Group's annual budget and final accounts, formulating proposals for profit distributions and for the increase or reduction of share capital as well as exercising other powers, functions and duties as conferred by the Articles of Association. All the executive Directors have entered into service contracts with our Company.

The following table sets forth information regarding the current Directors:

<u>Name</u>	<u>Age</u>	<u>Position</u>
Suo Lang Duo Ji (索郎多吉)	46	Chairman and non-executive Director
Executive Directors		
Zhang Daming (張大明)	60	Executive Director and chief executive officer
Deng Xianxue (鄧憲雪)	35	Executive Director
Li Xudong (李旭東)	46	Executive Director
Non-executive Directors		
Zhang Songyi (張頌義)	53	Non-executive Director
Wang Chun Lin (王春林)	57	Non-executive Director
Independent non-executive Directors		
Patrick Logan Keen	59	Independent non-executive Director
Koh Tiong Lu John (許忠如)	53	Independent non-executive Director
Wong Chun Keung (王振強)	39	Independent non-executive Director

Executive Directors

ZHANG Daming (張大明), aged 60, is an executive Director and chief executive officer of our Group. Mr. Zhang Daming is a senior economist and holds a master degree in Integral Management from Tao University and a bachelor degree in Political Economics from Sichuan University (四川大學). Mr. Zhang Daming worked as the department head of Sichuan Provincial Economic System Reform Committee (四川省經濟體制改革委員會) from 1993 to 1996 and the deputy secretary general of the SPESRC from 1996 to 2001. In September 2001, Mr. Zhang Daming was appointed as the economic advisor of Chuanmei Mirabilite after his departure from the SPESRC. In August 2004, Mr. Zhang Daming was appointed as the general manager of Chuanmei Mirabilite and was reappointed in August 2007 with a three year tenure. In June 2007, he was appointed as the general manager of Chuanmei Glauber Salt. In February 2008, he was appointed as a director of Chuanmei Mirabilite. Currently, he is also the managing director of Top Promise and deputy chairman of Sichuan Mirabilite Association (四川省元明粉協會). Mr. Zhang Daming participated in the strategic business development of Chuanmei Mirabilite and is involved in the decision making regarding the operation of our business. In the three years preceding the Latest Practicable Date, Mr. Zhang Daming did not hold any directorship in public companies. He was appointed as an executive Director and chief executive officer in February 1, 2008.

DENG Xianxue (鄧憲雪), aged 35, is an executive Director. She holds a master degree in Business Administration from the University of Electronic Science and Technology of China (電子科技大學) and a high diploma in Accountancy from Guizhou College of Finance and Economics (貴州省財經學院). Ms. Deng Xianxue is a member of the Chinese Institute of Certified Public Accountants (中國註冊會計師協會), a member of the Chinese Certified Tax Agents Association (中國註冊稅務師協會) and a member of the China Appraisal Society (中國資產評估協會). Ms. Deng Xianxue has years of experience in accounting, taxation and corporate reorganization and is involved in making decisions regarding our business plans and financial reporting issues.

DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

She joined our Group in March 2005 as the financial controller of Chuanmei Mirabilite and was also appointed as the financial controller of Top Promise in January 2007. She was appointed as the chief financial director of Chuanmei Glauber Salt in December 2007. In the three years preceding the Latest Practicable Date, Ms. Deng did not hold any directorship in listed public companies or any major appointments. She was appointed as an executive Director on February 1, 2008.

LI Xudong (李旭東), aged 46, is an executive Director and a senior engineer. He holds a master degree in Management Science and Engineering from University of Electronic Science and Technology of China (電子科技大學) and a high diploma in Management Engineering from Sichuan Light Chemical Industry College (四川輕化工學院) (now known as Sichuan University of Science & Engineering (四川理工學院)). Mr. Li Xudong joined our Group in 1994 and worked as the deputy chief and the chief of our equipment department from July 1994 to June 2000, and assistant to the general manager of Chuanmei Mirabilite from June 2000 to July 2004. He was appointed as the deputy general manager and director of Chuanmei Mirabilite in July 2004 and the technical director of Top Promise in January 2007. In the three years preceding the Latest Practicable Date, Mr. Li Xudong did not hold any directorship in listed public companies or any major appointments. He was appointed as an executive Director on February 1, 2008.

Non-executive Directors

SUO LANG Duo Ji (索郎多吉), aged 46, is the founder, chairman, a non-executive Director and a Controlling Shareholder of our Company. Mr. Suolang Duoji entered the thenardite industry through his indirect investment in Chuanmei Mirabilite through Sichuan Huatuo in 2004. Since then, Mr. Suolang Duoji has been providing strategic business guidance for Chuanmei Mirabilite, including the procurement of the GMP Certification and the production of specialty thenardite. Mr. Suolang Duoji has also been instrumental in the establishment of Chuanmei Glauber Salt and the making of key decisions of our Company through its inception, design, planning, construction and implementation. Mr. Suolang Duoji completed a postgraduate course in Enterprise Administration from Sichuan University (四川大學) in 2001 and a postgraduate course in Management Science and Engineering from University of Electronic Science and Technology of Sichuan (電子科技大學) in 2004. He is a senior engineer and senior economist. Mr. Suolang Duoji has been a part-time professor in the College of Economics and Management of Sichuan Normal University (四川師範大學) from 2006 and an adjunct professor in Sichuan Fine Arts Institute (四川美術學院) from 2005, respectively. Mr. Suolang Duoji has been a member of Zigong Committee of National Committee of the Chinese People's Political Consultative Conference (中國人民政治協商會議 四川自貢市委員會) since 2003 and the deputy chairman of the third council of Zigong Overseas Friendship Association (自貢海外聯誼會) from 2005 onwards. Mr. Suolang Duoji is the chairman of Top Promise and the chairman of Haton Polymer & Fibre Corp, which is engaged in the production and development of PPS resin, PPS compounds and PPS fibre. See "Controlling, Substantial, and Selling Shareholders — Other Businesses of the Controlling Shareholder" for further details. In the three years preceding the Latest Practicable Date, Mr. Suolang Duoji did not hold any directorship in listed public companies. He was appointed as a non-executive Director on January 2, 2008.

ZHANG Songyi (張頌義), aged 53, is a non-executive Director. Mr. Zhang Songyi joined our Group in January 2007. Mr. Zhang Songyi is experienced in corporate finance and mergers and acquisitions. Mr. Zhang Songyi served as a director of Suntech Power Holdings Co. Ltd., a company listed on the New York Stock Exchange, and currently serves in senior management and advisory capacities in several companies, including acting as the chairman of Mandra Capital, a senior advisor of Morgan Stanley Asia Limited, a director of SINA Corporation, a company listed on the Nasdaq Stock Market, and an independent non-executive director of Hong Kong Energy (Holdings) Limited, a company listed on the Hong Kong Stock Exchange. Prior to joining our Group, Mr. Zhang Songyi served as a managing director of Asia Merger, Acquisition and Divestiture Group, and the co-head of Asia Resources and Infrastructure Group of Morgan Stanley Asia Limited, and a senior associate of Milbank, Tweed, Hadley & McCloy LLP. Mr. Zhang Songyi obtained a Juris Doctor degree from Yale

DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

University in 1985. He was appointed as a non-executive Director on January 2, 2008. Save as disclosed above, in the three years preceding the Latest Practicable Date, Mr. Zhang Songyi did not hold any directorship in listed public companies or any major appointments.

WANG Chun Lin (王春林), aged 57, is a non-executive Director. Mr. Wang Chun Lin joined our Group in January 2007. Mr. Wang Chun Lin is experienced on corporate governance in the management structures and internal control procedures. Mr. Wang Chun Lin served as the chairman and an executive director of Temujin International Investments Limited (formerly known as Everest International Investments Limited), a company listed on the Stock Exchange until January 2007. During his term of appointment in Temujin International Investments Limited, he gained experience in investing in various companies, including a company principally engaged in the design, development and sales of telecommunications products and computer technology products. Mr. Wang Chun Lin obtained a bachelor degree in Computer Science from Fudan University (復旦大學) in 1977. He was appointed as a non-executive Director on January 2, 2008. Save as disclosed above, in the three years preceding the Latest Practicable Date, Mr. Wang Chun Lin did not hold any directorship in listed public companies or any major appointments.

Independent non-executive Directors

KEEN Patrick Logan, aged 59, is an independent non-executive Director. Mr. Keen has over 30 years of business experience in Hong Kong and Greater China. He is the co-founder of the ChinaVest Private Equity Group and has been the managing director/partner of various investment funds in Greater China, including ChinaVest NV, TaiwanVest NV, ChinaVest II, ChinaVest IV and ChinaVest V. He served as the director of various portfolio companies, including AsiaInfo Holdings Limited, a company listed on the Nasdaq Stock Market, Prime Credit Limited and Tait Asia Limited, which are both private companies. Mr. Keen has been the member of the Fund Investment Committee and the chief financial officer of the ChinaVest Private Equity Group since 1985. Prior to co-founding the ChinaVest Private Equity Group, Mr. Keen worked as the chief financial officer of Dallas Pacific Limited, which was a private company, from 1981 to 1985 and worked for First National Bank in Dallas, a subsidiary of the First International Bancshares Inc., which was listed on the New York Stock Exchange, from 1973 to 1981 with the last position as the vice president of marketing and credit. Mr. Keen is a fellow of the Hong Kong Institute of Directors. Mr. Keen obtained a bachelor degree of Business Administration and a master degree of Business Administration from The University of Texas at Austin in 1971 and 1973, respectively. He was appointed as an independent non-executive Director on May 25, 2009. Save as disclosed above, in the three years preceding the Latest Practicable Date, Mr. Keen did not hold any directorship in listed public companies.

KOH Tiong Lu, John (許忠如), aged 53, is an independent non-executive Director. Mr. Koh Tiong Lu, John has over 25 years of experience in investment banking and law. From 1999 to 2006, he was a managing director and a senior advisor to The Goldman Sachs Group. Prior to joining The Goldman Sachs Group, Mr. Koh spent 18 years as a lawyer at Paul Weiss Rifkind Wharton & Garrison LLP, Milbank Tweed Hadley & McCloy LLP, J. Koh & Co, a Singapore law firm founded by Mr. Koh Tiong Lu, John, and the Singapore Attorney General's office. Mr. Koh Tiong Lu, John has served as a member of the Economic Review Committee's sub-committee on Service Industries in Singapore. He is also chairman of the Audit Committee of the Board of Directors of NSL Ltd (formerly known as Natsteel Ltd), a publicly traded Singapore conglomerate, chairman of the Investment Committee and a director of the Mapletree Industrial Fund Ltd. and a director of Mandra Forestry Finance Limited, which are both private companies. Mr. Koh Tiong Lu, John holds a degree of Bachelor of Arts and a degree of Master of Arts from University of Cambridge and is a graduate of Harvard Law School. He was appointed as an independent non-executive Director on May 25, 2009. Save as disclosed above, in the three years preceding the Latest Practicable Date, Mr. Koh did not hold any directorship in listed public companies.

WONG Chun Keung (王振強), aged 39, is an independent non-executive director. Mr. Wong Chun Keung is a practicing barrister in Hong Kong. He obtained a degree of Bachelor of Science and a degree of Master of Business Administration from the University of Hong Kong in 1991 and 1998 respectively. He also

DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

holds a degree of Bachelor of Laws from the University of London and the Postgraduate Certificate in Laws from the University of Hong Kong. He was called to the Bar in Hong Kong in 2002 and was in private practice since 2003. He was appointed as an independent non-executive Director on May 25, 2009. In the three years preceding the Latest Practicable Date, Mr. Wong did not hold any directorship in listed public companies.

Senior Management

<u>Name</u>	<u>Age</u>	<u>Group Position</u>
Zhu Ben Yu (朱本宇)	36	Chief financial officer and company secretary
Zhu Jimin (祝季敏)	55	Mining director of our Group
Li Chunxian (李春先)	63	Chief engineer of our Group
Gou Xingwu (苟興無)	42	Human resources and purchase director of our Group
Li Hongqing (李洪清)	37	Production director of our Group
Liu Qiru (劉啟儒)	54	Deputy chief engineer of our Group
Cao Bin (曹斌)	40	Deputy general manager of Chuanmei Mirabilite and Chuanmei Glauber Salt

ZHU Ben Yu (朱本宇), aged 36, is our chief financial officer, company secretary. Mr. Zhu Ben Yu has over 10 years of experience in accounting, asset management and corporate finance, and is a member of the Hong Kong Institute of Certified Public Accountants and a fellow member of the Association of Chartered Certified Accountants. Prior to joining our Company, Mr. Zhu Ben Yu worked in Ernst & Young for five years, and served as the financial controller and company secretary and qualified accountant for Topsearch International (Holdings) Limited (Stock code: 2323) and Hua Han Bio-Pharmaceutical Holdings Limited (Stock code: 587), both of which are listed on the Stock Exchange, from April 2004 to December 2004 and from November 2005 to December 2007, respectively. Mr. Zhu Ben Yu obtained a bachelor degree of Business Administration from the Chinese University of Hong Kong.

ZHU Jimin (祝季敏), aged 55, is the mining director of our Group. He is a senior economist and holds a high diploma in Economic Management from the Communist Party Institute of the Sichuan Province (中國共產黨四川省委黨校函授學院). Mr. Zhu Jimin has been working in Chuanmei Mirabilite since July 1987. He worked as Chuanmei Mirabilite's deputy mining facilities chief from July 1987 to February 1989, mining facilities chief from February 1989 to December 2006, and the deputy chief of business information department from March 1990 to June 2004. In June 2004, Mr. Zhu Jimin was appointed as the chief supervisor of Chuanmei Mirabilite and then in February 2006, he was appointed as the chairman of the board of directors of Chuanmei Mirabilite. Mr. Zhu Jimin is responsible for the overall management and supervision of the mining and operation of our Company.

LI Chunxian (李春先), aged 63, is the chief engineer of our Group. He is a senior engineer and a senior consultant in technology management and holds a bachelor degree in Non-metallic Mining from Beijing Architecture & Construction Industry College (北京建築工業學院). Mr. Li Chunxian joined Chuanmei Mirabilite in 1998 as the technical advisor to provide advice on various technical and engineering issues to our Group. From September 2004 to December 2006, he worked as the chief engineer of Chuanmei Mirabilite. In January 2007, he was appointed as the chief engineer of Top Promise. Before joining our Group, Mr. Li Chunxian was the president of Zigong Light Industry Design and Research Institute.

GOU Xingwu (苟興無), aged 42, is the human resources and purchase director of our Group. He is an engineer and holds a high diploma in Chemical Industrial Mechanics from Sichuan Luzhou Chemical Industry College (四川省瀘州化工學院). Mr. Gou Xingwu joined our Group for 20 years. He joined Chuanmei Mirabilite in 1987 and worked as the deputy head of the production department from January 1987 to December 1998, deputy factory director from December 1998 to January 2001, factory director from January 2001 to August 2004 and assistant to general manager of Chuanmei Mirabilite. In August 2004, he was appointed as the deputy

DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

general manager of Chuanmei Mirabilite. In December 2007, he was appointed as the deputy general manager of Chuanmei Glauber Salt.

LI Hongqing (李洪清), aged 37, is the production director of our Group. He is an engineer. He holds a bachelor degree in Business Administration from South Western University of Finance and Economics (西南財經大學) and a high diploma in Chemistry Technology and Engineering from Sichuan United University (四川聯合大學) (now known as Sichuan University (四川大學)). Mr. Li Hongqing has over 10 years experience in our production operations. Mr. Li Hongqing joined Chuanmei Mirabilite in September 1995. He worked as an operator from September 1995 to January 1996, a controller from January 1996 to October 1996, the deputy director of the thenardite production factory from November 1996 to November 2005, the director of the thenardite production factory from November 2005 to December 2007 of Chuanmei Mirabilite. In December 2007, he was appointed as the deputy general manager and the manager of production department of Chuanmei Mirabilite. In December 2007 he was appointed deputy general manager of Chuanmei Glauber Salt.

LIU Qiru (劉啟儒), aged 54, is the deputy chief engineer of our Group. He is a senior engineer and holds a high diploma in Mining from Kunming Industrial College (昆明工學院) (now known as Kunming University of Science and Technology (昆明理工大學)). Mr. Liu Qiru joined our Group for 10 years. He joined Chuanmei Mirabilite in 1997 and worked as the deputy mining chief from November 1997 to December 1999 and mining chief from December 1999 to October 2001. From October 2001 to May 2007, he worked as the head and manager of the production and technology department of Chuanmei Mirabilite. Mr. Liu Qiru was appointed as the chief engineer of Chuanmei Mirabilite and project manager for the construction of the Guangji production facility in January 2007.

CAO Bin (曹斌), aged 40, is the deputy general manager of Chuanmei Mirabilite and Chuanmei Glauber Salt. He holds a bachelor degree of Foreign Economic and Trading from Sichuan United University (四川聯合大學) (now known as Sichuan University (四川大學)). Mr. Cao Bin joined Chuanmei Mirabilite in December 2003 as the deputy manager of its sales department. He was appointed as the deputy general manager of the sales and marketing department of Chuanmei Mirabilite in December 2004 and was responsible for the sales and marketing operations of our Group. In December 2007 he was appointed deputy general manager of Chuanmei Glauber Salt.

Company Secretary

ZHU Ben Yu (朱本宇) is the company secretary of our Company. His particulars are set forth in the paragraph headed “Senior Management” above.

Board Committees

Audit Committee

Our Company established an audit committee on May 25, 2009 with effect from the Listing Date with written terms of reference in compliance with the Listing Rules. The primary duties of the audit committee are, among other things, to review and supervise the financial reporting process and internal control systems of our Company.

The audit committee is comprised of three members, namely, Mr. Patrick Logan Keen, Mr. Koh Tiong Lu John and Mr. Wong Chun Keung. They are all independent non-executive Directors. The audit committee is chaired by Mr. Patrick Logan Keen.

DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

Remuneration Committee

Our Company established a remuneration committee on May 25, 2009 with effect from the Listing Date. The primary duties of the remuneration committee are to evaluate and make recommendations to the Board regarding the compensation of the chief executive officer and other executive Directors. In addition, the remuneration committee conducts reviews of the performance, and determines the compensation structure of the senior management.

The current members of the remuneration committee are Mr. Wong Chun Keung, Mr. Patrick Logan Keen and Mr. Suolang Duoji. The remuneration committee is chaired by Mr. Wong Chun Keung.

Nomination Committee

Our Company established a nomination committee on May 25, 2009 with effect from the Listing Date to make recommendations to the Board regarding candidates to fill vacancies on the Board.

The current members of the nomination committee are Mr. Koh Tiong Lu John, Mr. Wong Chun Keung and Mr. Wang Chun Lin. The nomination committee is chaired by Mr. Koh Tiong Lu John.

Compliance Adviser

Our Company has appointed Guotai Junan Capital Limited as our compliance adviser pursuant to Rule 3A.19 of the Listing Rules. Pursuant to Rule 3A.23 of the Listing Rules, the compliance adviser will advise us in the following circumstances:

- before the publication of any regulatory announcement, circular or financial report;
- where a transaction, which might be a notifiable or connected transactions, is contemplated, including share issues and share repurchases;
- where our Company proposes to use the proceeds of the Global Offering in a manner different from that detailed in this prospectus or where the business activities, developments or results deviate from any forecast, estimate or other information in this prospectus; and
- where the Stock Exchange makes an inquiry to us regarding unusual movements in the price or trading volume of the Shares.

The terms of the appointment shall commence on the Listing Date and end on the date which our Company distributes our annual report in respect of our financial results for the first full financial year commencing after the Listing Date and such appointment may be subject to extension by mutual agreement.

Remuneration of Directors and Senior Management

Our Company reimburses the Directors for expenses which are necessarily and reasonably incurred for providing services to our Group or executing their functions in our Group's operations. When reviewing and determining the specific remuneration packages for the executive Directors and senior management, the remuneration committee takes into consideration factors such as salaries paid by comparable companies, time commitment and responsibilities of the Directors, employment and services elsewhere in our Group and desirability of performance-based remuneration.

In each of the years ended December 31, 2006, 2007 and 2008, the total remuneration (comprising basic salaries, housing allowances, other allowances, pension and benefits) paid to the executive Directors was

DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

approximately RMB533,000, RMB2,151,000 and RMB4,502,000, respectively. The aggregate remuneration payable to the executive Directors for the year ending December 31, 2009 is estimated to be RMB2,286,000. Our Company also expects to pay the independent non-executive Directors and non-executive Directors approximately RMB440,000 and RMB3,526,000, respectively, for their services, for the year ending December 31, 2009.

There was no directors' remuneration paid to Mr. Suolang Duoji, Mr. Zhang Songyi and Mr. Wang Chun Lin in the year ended December 31, 2006, as Mr. Suolang Duoji was appointed as director of Rich Light and Top Promise since December 2006 while Mr. Wang Chun Lin and Mr. Zhang Songyi were appointed as directors of Rich Light in January 2007. No compensation was paid directly to Mr. Zhang Songyi in the year ended December 31, 2007.

In the year ended December 31, 2006, no contribution was made to pension plans for Mr. Zhang Daming as he is a retired employee of another entity in the PRC and no contribution was necessary.

Employees

We recognize the importance of a good relation with our employees. The remuneration payable to our employees includes salaries and allowances.

During the Track Record Period, we have not experienced any significant problems with our employees or disruption to our operations due to labor disputes, nor has we experienced any difficulties in our recruitment and retention of experienced staff. Our Directors believe that we have a good working relationship with our employees.

Share Option Schemes

Pre-IPO Share Option Scheme

We have conditionally adopted the Pre-IPO Share Option Scheme on April 30, 2008. See "Appendix VII — Statutory and General Information — Pre-IPO Share Option Scheme". The purpose of this scheme is to recognize the contributions made by certain of our Directors, senior managerial staff and employees and to retain those persons whose contributions are important to our long-term growth and profitability.

DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

As at the Latest Practicable Date, we granted options exercisable into 76,000,000 Shares under the Pre-IPO Share Option Scheme to 198 grantees including our Directors, senior managerial staff and employees, giving the right to these grantees to subscribe for Shares at the Offer Price in four phases in the following manner:

(A) For grantees who have joined our Company for not less than one calendar year as of the Listing Date

<u>Exercise Period</u>	<u>Maximum number of options exercisable</u>
Any time from the 15 th business day after the Listing Date until the 1 st anniversary of the Listing Date	1 st phase options, being up to half of the total number of options granted
Any time after the 1 st anniversary of the Listing Date until the 2 nd anniversary of the Listing Date	2 nd phase options, being up to two-thirds of the total number of options granted less the number of options already exercised
Any time after the 2 nd anniversary of the Listing Date until the 3 rd anniversary of the Listing Date	3 rd phase options, being up to five-sixths of the total number of options granted less the number of options already exercised
Any time after the 3 rd anniversary of the Listing Date until expiry of the validity period of the relevant options	4 th phase options, being such number of options granted less the number of options already exercised

(B) For grantees who have joined our Company for less than one calendar year as of the Listing Date

<u>Exercise Period</u>	<u>Maximum number of options exercisable</u>
Any time after the 1 st anniversary of the Listing Date until the 2 nd anniversary of the Listing Date	1 st phase options, being up to half of the total number of options granted
Any time after the 2 nd anniversary of the Listing Date until the 3 rd anniversary of the Listing Date	2 nd phase options, being up to two-thirds of the total number of options granted less the number of options already exercised
Any time after the 3 rd anniversary of the Listing Date until the 4 th anniversary of the Listing Date	3 rd phase options, being up to five-sixths of the total number of options granted less the number of options already exercised
Any time after the 4 th anniversary of the Listing Date until expiry of the validity period of the relevant options	4 th phase options, being such number of options granted less the number of options already exercised

The exercise of these options would entitle these persons to purchase an aggregate of 76,000,000 Shares, representing (i) approximately 4.0% of our issued share capital immediately following completion of the Global Offering (but not taking into account any Shares which may be allotted and issued upon the exercise of any options granted under the Pre-IPO Share Option Scheme and any options which may be granted under the Share Option Scheme) and (ii) 3.8% of our issued share capital immediately following completion of the Global Offering and assuming that all the options granted under the Pre-IPO Share Option Scheme are exercised at the same time (but not taking into account any Shares which may be allotted and issued upon the exercise of any options which may be granted under the Share Option Scheme).

Assuming that all the outstanding options granted under the Pre-IPO Share Option Scheme were exercised in full on the Listing Date, and assuming the Global Offering was completed on January 1, 2009, the shareholding interest of the public would be changed from 30.0% to approximately 28.9% of our total issued share capital and the unaudited pro forma forecast earnings per Share for the year ending December 31, 2009 would be reduced from RMB0.26 to RMB0.25, assuming that the Over-allotment Option is not exercised (but not

DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

taking into account any Shares which may be allotted and issued upon the exercise of any options which may be granted under the Share Option Scheme).

Our total share-based payment expenses for the year ending December 31, 2009 in respect of the options granted under the Pre-IPO Share Option Scheme are estimated to be approximately RMB13,607,000.

The Directors have agreed not to exercise their options if such exercise of any part or parts of which will result in public float levels dropping below 25% of our issued share capital from time to time.

Share Option Scheme

We have conditionally adopted the Share Option Scheme on May 26, 2009. The purpose of this scheme is to provide the people and the parties working for the interests of our Group with an opportunity to obtain an equity interest in our Company, thus linking their interest with the interest of our Group and thereby providing them with an incentive to work better for the interest of our Group. See “Appendix VII — Statutory and General Information — Share Option Scheme”.

Provident Fund

Hong Kong

We provide a mandatory provident fund scheme for our staff employed by Top Promise pursuant to the Mandatory Provident Fund Schemes Ordinance.

Under the mandatory provident fund scheme, we and the staffs employed by Top Promise have to contribute an amount equal to 5% of the relevant income (including wages, salaries, leave pay, fees, commissions, bonuses, gratuity perquisites and allowances, but excluding housing allowances or housing benefits) of such staff to the mandatory provident fund scheme, subject to a minimum and maximum level of the monthly relevant income of HK\$5,000 and HK\$20,000, respectively.

PRC

We have made contributions to pension funds and housing funds for our employees in compliance with local policies and regulations in the PRC. Each member of our Group established in the PRC has obtained confirmations from the relevant competent local labor bureaus and housing funds authorities, which are delegated to implement the relevant national and local labor laws and regulations, that we have made the requisite pension funds and housing funds contributions in compliance with the requirements of both the national and the local laws and regulations as at December 31, 2008. Our PRC legal counsel, Grandall Legal Group (Shanghai), has confirmed that the confirmations issued by the above authorities are appropriate and in full compliance with the applicable national and local laws and regulations.