

A. FURTHER INFORMATION ABOUT THE COMPANY AND ITS SUBSIDIARIES**1. Incorporation**

The Company was incorporated in the Cayman Islands under the Companies Law as an exempted company with limited liability on 24 April 2006. The Company has established a place of business in Hong Kong at Unit 13, 10th Floor, Seapower Tower, Concordia Tower, No. 1 Science Museum Road, Kowloon, Hong Kong, and was registered with the Registrar of Companies in Hong Kong as a non-Hong Kong company under Part XI of the Companies Ordinance on 16 June 2008. Mr. Leung Hon Man has been appointed as the authorised representative of the Company for the acceptance of service of process and notices on behalf of the Company in Hong Kong.

As the Company is incorporated in the Cayman Islands, it operates subject to the Companies Law and to its constitution comprising a memorandum of association and the Articles. A summary of certain provisions of its constitution and relevant aspects of the Companies Law is set out in Appendix IV to this prospectus.

2. Change in share capital

The authorised share capital of the Company as at the date of its incorporation was HK\$50,000 divided into 5,000,000 shares of HK\$0.01 each.

On 24 April 2006, one subscriber Share was allotted and issued at par to Coden Trust Company (Cayman) Limited and then transferred to Chigo Group Holding.

On 20 November 2006, 81,499 Shares were allotted and issued at par to Chigo Group Holding.

On 22 November 2006, 10,000 Shares, 5,180 Shares, 3,110 Shares and 210 Shares were allotted and issued at a premium to High Surplus, Getchance, Menlo Dynamics and Raffles Partners, respectively.

On 12 March 2007, 1,400 Shares were transferred from Chigo Group Holding to Saunier for a total consideration of USD equivalent of the amount of RMB40.6 million.

Pursuant to the resolutions in writing of all of the Shareholders passed on 19 June 2009 referred to below, the share capital of the Company was altered.

Immediately following the completion of the Global Offering and the Capitalisation Issue but not taking into account any Shares which may be allotted and issued pursuant to the exercise of the Over-allotment Option or any options which may be granted under the Share Option Scheme, the issued share capital of the Company will be HK\$500,000,000 divided into 50,000,000,000 Shares, of which 500,000,000 Shares will be issued fully paid or credited as fully paid and 49,500,000,000 Shares will remain unissued.

Other than pursuant to the exercise of the Over-allotment Option and the exercise of any options which may be granted under the Share Option Scheme, there is no intention to issue any of the authorised but unissued share capital of the Company and, without the prior approval of the Shareholders in general meeting, no issue of Shares will be made which would effectively alter the control of the Company.

Save for the aforesaid and as mentioned in the paragraph headed “Resolutions in writing of all of the Shareholders passed on 19 June 2009” below, there has been no alteration in the share capital of the Company since its incorporation.

3. Resolutions in writing of all of the Shareholders passed on 19 June 2009

Pursuant to the written resolutions passed by all of the Shareholders on 19 June 2009:

- (a) the Company approved and adopted the Articles;
- (b) the authorised share capital of the Company was increased from HK\$50,000 to HK\$500,000,000 by the creation of 49,995,000,000 additional Shares;
- (c) conditional on (i) the Listing Committee of the Stock Exchange granting the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the Global Offering and the Capitalisation Issue (including any additional Shares which may be issued pursuant to the exercise of the Over-allotment Option or options which may be granted under the Share Option Scheme); (ii) the entering into of the agreement on the Offer Price between the Joint Global Coordinators and the Company on the Price Determination Date; and (iii) the obligations of the Underwriters under the Underwriting Agreements becoming unconditional and not being terminated in accordance with the terms therein or otherwise, in each case on or before such dates as may be specified in the Underwriting Agreements:
 - (i) the Global Offering was approved and the Directors were authorised to allot and issue the Shares pursuant to the Global Offering;
 - (ii) the Over-allotment Option was approved and the Directors were authorised to effect the same and to allot and issue the Over-allotment Shares upon the exercise of the Over-allotment Option;
 - (iii) the rules of the Share Option Scheme, the principal terms of which are set out in the paragraph headed “Share Option Scheme” under the section headed “Other information” in this Appendix, were approved and adopted and the Directors were authorised to grant options to subscribe for Shares thereunder and to allot, issue and deal with Shares pursuant to the exercise of options granted under the Share Option Scheme; and
 - (iv) conditional on the share premium account of the Company being credited as a result of the issue of the Shares by the Company pursuant to the Global Offering, the Directors were authorised to capitalise an amount of HK\$4,274,000 standing to the credit of the share premium account of the Company by applying such sum in paying up in full at par 427,400,000 Shares. Such Shares to be allotted and issued to the Shareholders whose names appear on the register of members of the Company on the date of the written resolutions on a pro rata basis.

- (d) a general unconditional mandate was given to the Directors to allot, issue and deal with (including the power to make an offer or agreement, or grant securities which would or might require Shares to be allotted and issued), otherwise than pursuant to a rights issue or pursuant to any scrip dividend schemes or similar arrangements providing for the allotment and issue of Shares in lieu of the whole or part of a dividend on Shares in accordance with the Articles or pursuant to the grant of options under the Share Option Scheme or other similar arrangement or pursuant to a specific authority granted by the Shareholders in general meeting, unissued Shares with a total nominal value not exceeding 20% of the aggregate nominal value of the share capital of the Company in issue immediately following the completion of the Global Offering and the Capitalisation Issue (but taking no account of any Shares which may be issued pursuant to the Over-allotment Option or the options under the Share Option Scheme), such mandate to remain in effect until the conclusion of the next annual general meeting of the Company, or the expiration of the period within which the next annual general meeting of the Company is required by the Articles or any applicable laws to be held, or until revoked or varied by an ordinary resolution of the Shareholders in general meeting, whichever occurs first;
- (e) a general unconditional mandate was given to the Directors authorising them to exercise all powers of the Company to repurchase Shares on the Stock Exchange or on any other approved stock exchange on which the securities of the Company may be listed and which is recognised by the SFC and the Stock Exchange for this purpose, subject to and in accordance with all applicable laws and the requirements of the Listing Rules or equivalent rules or regulations of any other stock exchanges as amended from time to time, and such number of Shares will represent up to 10% of the aggregate nominal amount of the share capital of the Company in issue immediately following completion of the Global Offering and the Capitalisation Issue (but taking no account of any Shares which may be issued and allotted pursuant to the exercise of the Over-allotment Option or the options under the Share Option Scheme), such mandate to remain in effect until the conclusion of the next annual general meeting of the Company, or the expiration of the period within which the next annual general meeting of the Company is required by the Articles or any applicable laws to be held, or until revoked or varied by an ordinary resolution of the Shareholders in general meeting, whichever occurs first; and
- (f) the general unconditional mandate mentioned in paragraph (d) above was extended by the addition to the aggregate nominal value of the share capital of the Company which may be allotted or agreed conditionally or unconditionally to be allotted and issued by the Directors pursuant to such general mandate of an amount representing the aggregate nominal value of the share capital of the Company repurchased by the Company pursuant to the mandate to repurchase Shares referred to in paragraph (e) above provided that such extended amount shall not exceed 10% of the total nominal value of the share capital of the Company in issue immediately following complete of the Global Offering (without taking into account any Shares falling to be issued pursuant to the exercise of the Over-allotment Option or any options which may be granted under the Share Option Scheme).

4. Corporate reorganisation

The companies comprising the Group underwent a reorganisation in preparation for the listing of the Shares on the Stock Exchange. The reorganisation involved the following:

- (a) on 16 February 2006, Chigo Group Holding was incorporated in BVI, and on 16 April 2006, 9,946.1036 shares and 53.8964 shares of Chigo Group Holding were issued and allotted by Chigo Group Holding to Mr. XH Li and Mr. LY Li, respectively;
- (b) on 24 April 2006, the Company was incorporated in the Cayman Islands. Upon incorporation, one Share was held by Chigo Group Holding, representing the entire issued share capital of the Company;
- (c) on 16 May 2006, Chigo Development Holding was incorporated in BVI, and on 15 July 2006, one subscriber share of par value US\$0.01 of Chigo Development Holding was allotted and issued to the Company for cash at par;
- (d) on 6 July 2006, Chigo International (in which Guangdong Chigo held a 51% interest) was dissolved;
- (e) on 6 July 2006, Chigo Air-conditioning (in which Guangdong Chigo held a 90% interest) was dissolved;
- (f) on 4 August 2006, Guangdong Chigo JSC was converted from a joint stock limited company to a limited liability company, namely Guangdong Chigo and it was owned as to 99.46% by Mr. XH Li and as to 0.54% by Mr. LY Li;
- (g) on 7 August 2006, Mr. XH Li and Mr. LY Li as sellers and Chigo Development Holding as purchaser entered into a sale and purchase agreement, pursuant to which Mr. XH Li and Mr. LY Li transferred the entire equity interest in Guangdong Chigo to Chigo Development Holding;
- (h) on 5 November 2006, an asset and business transfer agreement was entered into whereby Guangdong Chigo acquired all the assets of Foshan Hing Lung at a consideration of RMB150,649.92, taking into account the net asset value of Foshan Hing Lung, which was fully paid by Guangdong Chigo. Upon completion of said acquisition, Foshan Hing Lung was dissolved on 10 November 2006;
- (i) on 20 November 2006, 81,499 Shares were allotted and issued at par to Chigo Group Holding;
- (j) on 22 November 2006, 10,000 Shares were allotted and issued at a consideration of HK\$96,400,000 to High Surplus pursuant to a subscription agreement dated 17 November 2006 between the Company, High Surplus, Chigo Group Holding and Mr. XH Li;
- (k) on 22 November 2006, 5,180 Shares were allotted and issued at a consideration of HK\$50,000,000 to Getchance pursuant to a subscription agreement dated 17 November 2006 between the Company, Getchance, Chigo Group Holding and Mr. XH Li;

- (l) on 22 November 2006, 3,110 Shares were allotted and issued at a consideration of HK\$30,000,000 to Menlo Dynamics pursuant to a subscription agreement dated 17 November 2006 between the Company, Menlo Dynamics, Chigo Group Holding and Mr. XH Li;
- (m) on 22 November 2006, 210 Shares were allotted and issued at a consideration of HK\$2,000,000 to Raffles Partners pursuant to a subscription agreement dated 17 November 2006 between the Company, Raffles Partners, Chigo Group Holding and Mr. XH Li;
- (n) on 20 December 2006, Chigo Wuhu was established in the PRC and was wholly-owned by Guangdong Chigo;
- (o) on 12 March 2007, 1,400 Shares were transferred from Chigo Group Holding to Saunier at a consideration of RMB40,600,000 pursuant to the share purchase agreement dated 26 December 2006 entered between Saunier, Chigo Group Holding and Mr. XH Li;
- (p) on 24 April 2007, Sapience Enterprises was incorporated in the Republic of Mauritius and was wholly owned by Guangdong Chigo;
- (q) on 24 April 2007, Mid-sky Enterprises was incorporated in the Republic of Mauritius and was wholly owned by Guangdong Chigo;
- (r) on 1 June 2007, Chigo Jiu Jiang was established in the PRC and was wholly-owned by Guangdong Chigo;
- (s) on 30 November 2007, an agreement for the sale and purchase of assets was entered into whereby Sapience Enterprises acquired all the assets of Yee Shun. The assets disposed of comprise account receivables due from Guangdong Chigo to Yee Shun, then wholly-owned subsidiary of the Group, at a carrying value of RMB61,658,964.62. Yee Shun ceased to provide services to Guangdong Chigo since 1 January 2007. Upon completion of said acquisition, Yee Shun was dissolved on 14 January 2008; and
- (t) on 30 November 2007, an agreement for the sale and purchase of assets was entered into whereby Mid-sky Enterprises acquired all the assets of Flavordigit. The assets disposed of comprise account receivables due from Guangdong Chigo to Flavordigit, then wholly-owned subsidiary of the Group, at a carrying value of RMB462,133,955.26. Flavordigit ceased to provide services to Guangdong Chigo since 1 January 2007. Upon completion of said acquisition, Flavordigit was dissolved on 14 January 2008.

5. Changes in share capital of subsidiaries

The Company's subsidiaries are referred to in the Accountants' Report, the text of which is set out in Appendix I to this prospectus. The following sets out the changes in the share capital of the subsidiaries of the Company during the two years preceding the date of this prospectus:

- (a) On 25 July 2007, Mid-sky Enterprises allotted and issued 99,999 shares of US\$10 each to Guangdong Chigo at a consideration of US\$999,990. After such allotment, the stated capital of Mid-sky Enterprises was increased from US\$10 divided into 1 share of US\$10 each to US\$1,000,000 divided into 100,000 shares of US\$10 each.
- (b) On 25 July 2007, Sapience Enterprises allotted and issued 99,999 shares of US\$10 each to Guangdong Chigo at a consideration of US\$999,990. After such allotment, the stated capital of Sapience Enterprises was increased from US\$10 divided into 1 share of US\$10 each to US\$1,000,000 divided into 100,000 shares of US\$10 each.

Save for the subsidiaries mentioned in Appendix I to this prospectus, the Company has no other subsidiaries.

Save as set out above, there has been no alteration in the share capital of any of the subsidiaries of the Company within the two years immediately preceding the date of this prospectus.

6. Particulars of the PRC subsidiaries of the Group

The Group has interests in a number of PRC subsidiaries. Set out below is a summary of the corporate information of these PRC subsidiaries:

(a) Guangdong Chigo

Date of Establishment	:	18 February 1994 (converted into a limited liability company and a wholly foreign-owned enterprise on 4 August 2006 and 1 September 2006, respectively)
Place of Establishment	:	PRC
Nature	:	Wholly foreign-owned enterprise
Registered Capital	:	RMB353,140,000
Shareholder	:	Chigo Development Holding (100%)

(b) Chigo Wuhu

Date of Establishment	:	20 December 2006
Place of Establishment	:	PRC
Nature	:	Limited liability company
Registered Capital	:	RMB30,000,000
Shareholder	:	Guangdong Chigo (100%)

(c) Chigo Jiu Jiang

Date of Establishment	:	1 June 2007
Place of Establishment	:	PRC
Nature	:	Limited liability company
Registered Capital	:	RMB45,000,000
Shareholder	:	Guangdong Chigo (100%)

The registered capital of each of the PRC subsidiaries of the Group has been fully paid up.

7. Repurchase by the Company of Shares

(a) Provisions of the Listing Rules

The Listing Rules permit companies whose primary listings are on the Stock Exchange to repurchase their securities on the Stock Exchange subject to certain restrictions, the most important of which are summarised below:

(i) Shareholders' approval

All proposed repurchases of securities on the Stock Exchange by a company with a primary listing on the Stock Exchange must be approved in advance by an ordinary resolution of shareholders, either by way of general mandate or by specific approval of a particular transaction.

Note: Pursuant to resolution passed by all of the Shareholders on 19 June 2009, a general unconditional mandate (the "Buyback Mandate") was granted to the Directors authorising the repurchase by the Company on the Stock Exchange, or on any other stock exchange on which the securities of the Company may be listed and which is recognised by the SFC and the Stock Exchange for this purpose, of Shares with an aggregate nominal value not exceeding 10% of the aggregate nominal amount of the share capital of the Company in issue and to be issued as mentioned herein (but take no account of any Shares which may be issued and allotted pursuant to the exercise of the Over-allotment Option or the options as may be granted under the Share Option Scheme), at any time until the conclusion of the next annual general meeting of the Company, the expiration of the period within which the next annual general meeting of

the Company is required by an applicable law or the Articles to be held or when such mandate is revoked or varied by an ordinary resolution of the Shareholders in general meeting, whichever is the earliest.

(ii) Source of funds

Repurchases must be funded out of funds legally available for the purpose in accordance with the Articles and the laws of the Cayman Islands. A listed company may not repurchase its own securities on the Stock Exchange for a consideration other than cash or for settlement otherwise than in accordance with the trading rules of the Stock Exchange from time to time.

(b) *Reasons for repurchases*

The Directors believe that it is in the best interests of the Company and its Shareholders for the Directors to have a general authority from shareholders to enable the Company to repurchase Shares in the market. Repurchases of Shares will only be made when the Directors believe that such repurchases will benefit the Company and its members. Such repurchases may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net value of the Company and its assets and/or its earnings per Share.

(c) *Funding of repurchases*

In repurchasing securities, the Company may only apply funds legally available for such purpose in accordance with the Articles and the applicable laws of the Cayman Islands.

It is presently proposed that any repurchase of Shares would be made out of profits of the Company or out of a fresh issue of Shares made for the purpose of the repurchase or, if authorised by the Articles and subject to the Companies Law, out of capital and, in the case of any premium payable on the repurchase, out of the profits of the Company or from sums standing the credit of the share premium account of the Company or, if authorised by the Articles and subject to the Companies Law, out of capital.

The Directors do not propose to exercise the Buyback Mandate to such an extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or its gearing levels which, in the opinion of the Directors, are from time to time appropriate for the Company.

(d) *Share capital*

Exercise in full of the Buyback Mandate, on the basis of 500,000,000 Shares in issue immediately after the listing of the Shares and the Capitalisation Issue (taking no account of the Over-allotment Shares that may be issued pursuant to the exercise of the Over-allotment Option), could accordingly result in up to 50,000,000 Shares being repurchased by the Company during the period until:

- (i) the conclusion of the next annual general meeting of the Company;

- (ii) the expiration of the period within which the next annual general meeting of the Company is required by any applicable law or the Articles to be held; or
- (iii) the date on which the Buyback Mandate is revoked or varied by an ordinary resolution of the Shareholders in general meeting, whichever occurs first.

(e) *General*

None of the Directors or, to the best of their knowledge, having made all reasonable enquiries, any of their respective associates (as defined in the Listing Rules), has any present intention to sell any Shares to the Company or its subsidiaries.

The Directors have undertaken to the Stock Exchange that, so far as the same may be applicable, they will exercise the Buyback Mandate in accordance with the Listing Rules and the applicable laws of the Cayman Islands.

No connected person (as defined in the Listing Rules) has notified the Company that he or it has a present intention to sell Shares to the Company, or has undertaken not to do so, if the Buyback Mandate is exercised.

If as a result of a securities repurchase pursuant to the Buyback Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purpose of the Hong Kong Code on Takeovers and Mergers (the "Code"). Accordingly, a Shareholder, or a group of Shareholders acting in concert, depending on the level of increase of the Shareholders' interest, could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 of the Code as a result of any such increase. The Directors are not aware of any consequences which may arise under the Code if the Buyback Mandate is exercised.

If the Buyback Mandate is fully exercised immediately following the completion of the Global Offering and the Capitalisation Issue (without taking into account any Shares which may be allotted and issued upon the exercise of the Over-allotment Option and which may fall to be allotted and issued pursuant to the exercise of the any options which may be granted under the Share Option Scheme), the total number of Share which will be repurchased pursuant to the Buyback Mandate shall be 50,000,000 Shares (being 10% of the issued share capital of the Company based on the aforesaid assumptions). The percentage shareholding of Chigo Group Holding, the Controlling Shareholder of the Company, will be increased to 76.09% of the issued share capital of the Company immediately following the exercise of the Buyback Mandate in full. Any repurchase of Shares which results in the number of Shares held by the public being reduced to less than the prescribed percentage of the Shares then in issue could only be implemented with the approval of the Stock Exchange to waive the public float requirement under Rule 8.08(1) of the Listing Rules. However, the Directors do not propose to exercise the Buyback Mandate to such an extent that, in the circumstances, there is insufficient public float as prescribed under Rule 8.08(1) of the Listing Rules.

B. FURTHER INFORMATION ABOUT THE BUSINESS

1. Summary of material contracts









The following contracts (not being contracts in the ordinary course of business) have been entered into by the Company or any of its subsidiaries within the two years preceding the date of this prospectus and are or may be material:


- (a) an agreement for the sale and purchase of assets dated 30 November 2007 entered into between Yee Shun as vendor and Sapience Enterprises as purchaser regarding the acquisition of all of the assets of Yee Shun by Sapience Enterprises at a cash consideration of US\$1.00;
- (b) an agreement for the sale and purchase of assets dated 30 November 2007 entered into between Flavordigit as vendor and Mid-sky Enterprises as purchaser regarding the acquisition of all of the assets of Flavordigit by Mid-sky Enterprises at a cash consideration of US\$1.00;
- (c) a deed of indemnity dated 19 June 2009 given by Mr. XH Li and Chigo Group Holding in favour of the Company and its subsidiaries in respect of, among other things, estate duty, tax and property matters referred to in the sub-section headed “Estate duty, tax and property indemnity” in this Appendix;
- (d) a deed of non-competition dated 19 June 2009 (in Chinese) given by Mr. XH Li (for himself and on behalf of Chigo Group Holding) in favour of the Company referred to in the section headed “Business – Non-competition Undertakings” of this prospectus; and
- (e) the Public Offer Underwriting Agreement.













2. Intellectual property rights of the Group

- (a) *Trade mark*

As at the Latest Practicable Date, the Group is the registered proprietor and beneficial owner of the following trade marks:

Trade Mark	Place of Registration	Registration number	Class	Effective period
	Hong Kong	200209957	11	2002/1/14 to 2019/1/14
	Hong Kong	200209958	11	2002/1/14 to 2019/1/14
	PRC	816536	11	2006/2/21 to 2016/2/20
	PRC	780797	11	2005/10/7 to 2015/10/6
	PRC	1346878	11	1999/12/21 to 2009/12/20
	PRC	1555722	11	2001/4/14 to 2011/4/13
	PRC	1606345	9	2001/7/21 to 2011/7/20
	PRC	1555724	11	2001/4/14 to 2011/4/13







Trade Mark	Place of Registration	Registration number	Class	Effective period
CHIGO	PRC	780794	11	2005/10/7 to 2015/10/6
	PRC	3445663	1	2004/11/7 to 2014/11/6
	PRC	3445662	2	2005/1/28 to 2015/1/27
	PRC	3445661	3	2004/11/14 to 2014/11/13
	PRC	3445660	4	2004/8/21 to 2014/8/20
	PRC	3445659	5	2004/10/14 to 2014/10/13
	PRC	3445658	6	2004/7/21 to 2014/7/20
	PRC	3445607	7	2005/5/21 to 2015/5/20
	PRC	3445606	8	2005/3/28 to 2015/3/27
	PRC	3254763	9	2003/9/21 to 2013/9/20
	PRC	3445605	9	2004/7/14 to 2014/7/13
	PRC	3445604	10	2004/8/28 to 2014/8/27
	PRC	3342407	11	2004/4/14 to 2014/4/13
	PRC	4112036	11	2006/9/21 to 2016/9/20
	PRC	3445603	12	2004/8/21 to 2014/8/20
	PRC	3445602	13	2004/8/28 to 2014/8/27
	PRC	3445601	14	2004/8/28 to 2014/8/27
	PRC	3445600	15	2004/11/14 to 2014/11/13
	PRC	3445599	16	2005/3/7 to 2015/3/6
	PRC	3445598	17	2004/10/7 to 2014/10/6
	PRC	3445593	18	2005/1/28 to 2015/1/27
	PRC	3445592	19	2005/2/14 to 2015/2/13
	PRC	3445591	20	2004/12/7 to 2014/12/6
	PRC	3445590	21	2005/2/14 to 2015/2/13
	PRC	3445589	22	2004/11/7 to 2014/11/6
	PRC	3445588	23	2004/11/7 to 2014/11/6
	PRC	3445682	24	2004/11/28 to 2014/11/27
	PRC	3445680	26	2004/12/28 to 2014/12/27
	PRC	3345679	27	2005/3/7 to 2015/3/6
	PRC	3445678	28	2004/11/21 to 2014/11/20
	PRC	3445675	31	2004/3/14 to 2014/3/13






















Trade Mark	Place of Registration	Registration number	Class	Effective period
	PRC	3445674	32	2004/6/21 to 2014/6/20
	PRC	3445672	34	2003/12/28 to 2013/12/27
	PRC	3445671	35	2004/10/28 to 2014/10/27
	PRC	3445670	36	2004/12/28 to 2014/12/27
	PRC	3445695	37	2004/12/28 to 2014/12/27
	PRC	3445694	38	2004/10/14 to 2014/10/13
	PRC	3445693	39	2004/10/14 to 2014/10/13
	PRC	3445691	41	2004/6/21 to 2014/6/20
	PRC	3445690	42	2005/3/28 to 2015/3/27
	PRC	3445689	43	2005/3/28 to 2015/3/27
	PRC	3445688	44	2005/3/28 to 2015/3/27
	PRC	3445687	45	2004/12/28 to 2014/12/27
CHIGO	PRC	3445746	1	2004/11/7 to 2014/11/6
CHIGO	PRC	3445745	2	2004/11/14 to 2014/11/13
CHIGO	PRC	3445744	3	2005/1/28 to 2015/1/27
CHIGO	PRC	3445743	4	2004/8/21 to 2014/8/20
CHIGO	PRC	3445742	5	2004/10/14 to 2014/10/13
CHIGO	PRC	3445741	6	2004/7/21 to 2014/7/20
CHIGO	PRC	3445740	7	2004/7/21 to 2014/7/20
CHIGO	PRC	3445739	8	2004/7/28 to 2014/7/27
CHIGO	PRC	3254761	9	2003/9/21 to 2013/9/20
CHIGO	PRC	3445738	9	2004/7/14 to 2014/7/13
CHIGO	PRC	3445737	10	2004/8/28 to 2014/8/27
CHIGO	PRC	3342408	11	2004/5/7 to 2014/5/6
CHIGO	PRC	4119014	11	2006/8/21 to 2016/8/20
CHIGO	PRC	3445736	12	2004/8/21 to 2014/8/20
CHIGO	PRC	3445735	13	2004/8/28 to 2014/8/27
CHIGO	PRC	3445764	14	2004/11/21 to 2014/11/20
CHIGO	PRC	3445763	15	2005/5/21 to 2015/5/20
CHIGO	PRC	3445762	16	2004/12/28 to 2014/12/27
CHIGO	PRC	3445757	17	2004/10/7 to 2014/10/6


























Trade Mark	Place of Registration	Registration number	Class	Effective period
CHIGO	PRC	3345756	18	2005/2/14 to 2015/2/13
CHIGO	PRC	3445755	19	2004/12/14 to 2014/12/13
CHIGO	PRC	3445754	20	2004/12/7 to 2014/12/6
CHIGO	PRC	3445753	21	2005/1/28 to 2015/1/27
CHIGO	PRC	3445752	22	2004/11/7 to 2014/11/6
CHIGO	PRC	3445751	23	2004/11/7 to 2014/11/6
CHIGO	PRC	3445750	24	2004/11/28 to 2014/11/27
CHIGO	PRC	3345749	25	2005/3/7 to 2015/3/6
CHIGO	PRC	3445777	27	2004/12/28 to 2014/12/27
CHIGO	PRC	3445776	28	2004/11/21 to 2014/11/20
CHIGO	PRC	3445775	29	2004/6/21 to 2014/6/20
CHIGO	PRC	3445774	30	2004/6/28 to 2014/6/27
CHIGO	PRC	3445773	31	2004/3/14 to 2014/3/13
CHIGO	PRC	3445772	32	2004/6/21 to 2014/6/20
CHIGO	PRC	3445771	33	2004/4/28 to 2014/4/27
CHIGO	PRC	3445770	34	2003/12/28 to 2013/12/27
CHIGO	PRC	3445769	35	2004/8/21 to 2014/8/20
CHIGO	PRC	3445768	36	2004/12/28 to 2014/12/27
CHIGO	PRC	3445767	37	2004/12/28 to 2014/12/27
CHIGO	PRC	3445766	38	2004/10/14 to 2014/10/13
CHIGO	PRC	3445765	39	2004/10/14 to 2014/10/13
CHIGO	PRC	3445669	40	2004/8/21 to 2014/8/20
CHIGO	PRC	3445668	41	2004/6/21 to 2014/6/20
CHIGO	PRC	3445778	42	2004/12/28 to 2014/12/27
CHIGO	PRC	3445779	43	2004/12/7 to 2014/12/6
CHIGO	PRC	3445780	44	2004/12/28 to 2014/12/27
CHIGO	PRC	3445781	45	2004/12/28 to 2014/12/27
志高	PRC	3445686	1	2005/1/7 to 2015/1/6
志高	PRC	3445685	2	2005/1/7 to 2015/1/6
志高	PRC	3445684	3	2004/11/14 to 2014/11/13
志高	PRC	3445683	4	2004/8/21 to 2014/8/20























Trade Mark	Place of Registration	Registration number	Class	Effective period
志高	PRC	3445721	5	2004/12/21 to 2014/12/20
志高	PRC	3345720	6	2006/1/21 to 2016/1/20
志高	PRC	3445719	7	2004/7/7 to 2014/7/6
志高	PRC	3445718	8	2004/7/28 to 2014/7/27
志高	PRC	3254762	9	2004/2/28 to 2014/2/27
志高	PRC	3445716	10	2004/8/28 to 2014/8/27
志高	PRC	3445714	13	2004/8/28 to 2014/8/27
志高	PRC	3445713	14	2004/8/28 to 2014/8/27
志高	PRC	3445712	15	2004/11/14 to 2014/11/13
志高	PRC	3445710	17	2004/10/7 to 2014/10/6
志高	PRC	3445709	18	2004/12/7 to 2014/12/6
志高	PRC	3445708	19	2004/12/21 to 2014/12/20
志高	PRC	3445707	20	2004/12/7 to 2014/12/6
志高	PRC	3445706	21	2004/10/28 to 2014/10/27
志高	PRC	3445705	22	2004/11/7 to 2014/11/6
志高	PRC	3445704	23	2004/11/7 to 2014/11/6
志高	PRC	3445703	24	2004/11/28 to 2014/11/27
志高	PRC	3445702	25	2005/3/7 to 2015/3/6
志高	PRC	3445701	26	2004/12/14 to 2014/12/13
志高	PRC	3445700	27	2004/12/28 to 2014/12/27
志高	PRC	3445699	28	2004/11/21 to 2014/11/20
志高	PRC	3445698	29	2004/7/21 to 2014/7/20
志高	PRC	3445696	31	2004/3/14 to 2014/3/13
志高	PRC	3445733	33	2004/4/28 to 2014/4/27
志高	PRC	3445732	34	2003/12/28 to 2013/12/27
志高	PRC	3445730	36	2004/12/28 to 2014/12/27
志高	PRC	3445729	37	2004/12/28 to 2014/12/27
志高	PRC	3445728	38	2004/10/14 to 2014/10/13
志高	PRC	3445727	39	2004/10/14 to 2014/10/13
志高	PRC	3445726	40	2004/8/21 to 2014/8/20
志高	PRC	3445723	43	2004/12/7 to 2014/12/6

Trade Mark	Place of Registration	Registration number	Class	Effective period
志高	PRC	3445722	44	2004/12/28 to 2014/12/27
志高	PRC	3445747	45	2004/12/28 to 2014/12/27
至高	PRC	3485695	3	2005/1/28 to 2015/1/27
至高	PRC	3485694	5	2004/12/7 to 2014/12/6
至高	PRC	3485693	6	2004/10/28 to 2014/10/27
至高	PRC	3485692	7	2004/8/7 to 2014/8/6
至高	PRC	3485691	9	2004/9/21 to 2014/9/20
至高	PRC	3485690	10	2004/7/28 to 2014/7/27
至高	PRC	3485689	11	2004/12/21 to 2014/12/20
至高	PRC	3485688	12	2004/12/21 to 2014/12/20
至高	PRC	3485706	20	2005/2/14 to 2015/2/13
至高	PRC	3485705	21	2005/2/21 to 2015/2/20
至高	PRC	3485676	25	2005/6/14 to 2015/6/13
至高	PRC	3485664	28	2005/3/7 to 2015/3/6
至高	PRC	3485663	32	2004/7/28 to 2014/7/27
至高	PRC	3485662	35	2005/5/21 to 2015/5/20
至高	PRC	3485661	36	2005/5/21 to 2015/5/20
至高	PRC	3485660	37	2005/2/28 to 2015/2/27
至高	PRC	3485659	38	2004/12/28 to 2014/12/27
至高	PRC	3485658	39	2004/12/28 to 2014/12/27
至高	PRC	3485657	40	2004/9/28 to 2014/9/27
至高	PRC	3485654	44	2005/6/7 to 2015/6/6
智高	PRC	3485677	3	2005/1/28 to 2015/1/27
智高	PRC	3485696	5	2004/12/7 to 2014/12/6
智高	PRC	3485675	6	2004/10/28 to 2014/10/27
智高	PRC	3485674	7	2004/8/7 to 2014/8/6
智高	PRC	3485673	9	2004/9/28 to 2014/9/27
智高	PRC	3485672	10	2004/7/28 to 2014/7/27
智高	PRC	3485671	11	2004/10/21 to 2014/10/20
智高	PRC	3485670	12	2004/9/14 to 2014/9/13
智高	PRC	3485668	20	2004/12/14 to 2014/12/13

Trade Mark	Place of Registration	Registration number	Class	Effective period
智高	PRC	3485667	21	2005/2/21 to 2015/2/20
智高	PRC	3485666	25	2005/6/14 to 2015/6/13
智高	PRC	3485665	28	2005/5/21 to 2015/5/20
智高	PRC	3485753	32	2004/8/28 to 2014/8/27
智高	PRC	3485752	35	2005/5/21 to 2015/5/20
智高	PRC	3485751	36	2005/2/28 to 2015/2/27
智高	PRC	3485750	37	2005/2/28 to 2015/2/27
智高	PRC	3485749	38	2004/12/28 to 2014/12/27
智高	PRC	3485748	39	2004/12/28 to 2014/12/27
智高	PRC	3485747	40	2004/9/28 to 2014/9/27
智高	PRC	3485739	44	2005/6/7 to 2015/6/6
	PRC	3181037	11	2004/1/21 to 2014/1/20
FUJIOIRE	PRC	3191480	11	2004/1/21 to 2014/1/20
	PRC	3489431	11	2005/7/21 to 2015/7/20
天启	PRC	3489430	11	2004/10/21 to 2014/10/20
天琴	PRC	3489429	11	2004/10/21 to 2014/10/20
天影	PRC	3489427	11	2004/10/21 to 2014/10/20
	PRC	3489428	11	2005/7/21 to 2015/7/20
银彩	PRC	3489596	11	2004/10/21 to 2014/10/20
	PRC	3489444	11	2004/10/21 to 2014/10/20
喜真	PRC	3489443	11	2004/10/21 to 2014/10/20
喜美	PRC	3489441	11	2004/10/21 to 2014/10/20
世纪彩	PRC	3489425	11	2004/10/28 to 2014/10/27
	PRC	3566460	11	2005/1/14 to 2015/1/13
高丽	PRC	3489439	11	2005/1/7 to 2015/1/6
小金刚	PRC	3489438	11	2005/1/7 to 2015/1/6
韩流1号	PRC	3489440	11	2004/12/21 to 2014/12/20
	PRC	3489433	7	2004/9/21 to 2014/9/20
朋友号	PRC	3489435	7	2004/9/21 to 2014/9/20
银河	PRC	3489597	11	2005/4/14 to 2015/4/13
HMV	PRC	3692564	11	2006/2/21 to 2016/2/20

Trade Mark	Place of Registration	Registration number	Class	Effective period
	PRC	4112024	11	2006/8/14 to 2016/8/13
	PRC	4112023	11	2006/10/14 to 2016/10/13
	PRC	4112022	11	2006/8/14 to 2016/8/13
	PRC	4112030	11	2006/8/14 to 2016/8/13
	PRC	4112049	11	2006/10/14 to 2016/10/13
	PRC	4112034	11	2006/8/14 to 2016/8/13
	PRC	4112031	11	2006/8/14 to 2016/8/13
	PRC	4112032	11	2006/10/14 to 2016/10/13
	PRC	4112033	11	2006/10/14 to 2016/10/13
CHIGO	Geneva (Madrid Agreement and Protocol)	739146	11	2000/7/25 to 2010/7/24
志高	Geneva (Madrid Agreement and Protocol)	739147	11	2000/7/25 to 2010/7/24
CHIGO	Japan	739146	11	2000/7/25 to 2010/7/24
	Geneva (Madrid Agreement and Protocol)	739515	11	2000/7/25 to 2010/7/24
	Japan	739515	11	2000/7/25 to 2010/7/24
	Solomon Islands	739515	11	2000/7/25 to 2010/7/24
	Geneva (Madrid Agreement and Protocol)	786253	11	2002/7/16 to 2012/7/16
	Tunisian Republic	EE020029	11	2002/1/9 to 2012/1/8
	Uruguay	336 982	11	2002/5/31 to 2012/5/31
	Israel	155126	11	2009/2/6 to 2023/2/6
	Paraguay	258843	11	2003/7/2 to 2013/7/2
	Lao People's Democratic Republic	8900	11	2002/5/20 to 2012/5/19
	Taiwan	01048950	11	2003/7/1 to 2013/6/30
	United Arab Emirates	42079	11	2002/11/19 to 2012/11/18
	Nepal	18539/059	11	2002/12/12 to 2009/12/11

Trade Mark	Place of Registration	Registration number	Class	Effective period
	Republic of Chile	653.847	11	2003/1/7 to 2013/1/6
	Liberia	92290	11	2002/11/19 to 2017/11/18
	Republic of Yemen	16848	11	2002/8/28 to 2012/8/28
	Macau Special Administrative Region	N/010467	11	2003/2/10 to 2010/2/10
	Hashemite Kingdom of Jordan	67898	11	2002/7/1 to 2012/6/30
	Kingdom of Bahrain	31674	11	2002/7/14 to 2012/7/14
	Ethiopia	4478	11	2003/11/19 to 2009/11/18
	O.A.P.I.	48238	11	2003/6/17 to 2013/6/16
	Brunei	35 621	11	2003/8/19 to 2013/8/18
	Republic of Zimbabwe	528/2003	11	2003/8/21 to 2013/8/20
	Peru	00095391	11	2004/3/2 to 2014/3/1
	Republic of Equatorial Guinea	28344	11	2004/1/23 to 2014/1/22
	Columbia	280813	11	2004/4/29 to 2014/4/28
	Malta	40939	11	2003/11/5 to 2013/11/4
	Argentina	1977192	11	Until 2014/4/2
	United States	2891608	13, 21, 23, 31, and 34	2004/10/5 to 2014/10/4
	Cambodia	18690/03		2003/8/19 to 2013/8/18
	Syria	92765	11	2004/10/26 to 2014/10/25
	Jamaica	44305	11	2003/9/9 to 2013/9/8
	Bolivia	96596-C	11	2004/10/5 to 2014/10/4
	Fuji	562/2003	18	2003/9/24 to 2017/9/23
	Fuji	562/2003	6	2003/9/24 to 2017/9/23
	Thailand	TM214726	11	2003/8/18 to 2013/8/17
	Suriname	18835	11	2003/8/29 to 2013/8/28
	Papua New Guinea	A64879	11	2003/8/8 to 2013/8/7

Trade Mark	Place of Registration	Registration number	Class	Effective period
	Oman	31265	11	2005/12/19 to 2013/9/5
	Belize	3251.05	11	2004/7/26 to 2015/7/25
	Korea	40-0666168	11	2006/6/14 to 2016/6/13
	Lesotho	LS/M/03/00241	11	2003/8/8 to 2013/8/7
	Mauritius	00733/2005	11	2003/8/7 to 2013/8/6
	Namibia	2003/0627	11	2003/7/29 to 2013/7/28
	Nicaragua	0600568LM	11	2006/3/3 to 2016/3/2
	Salvador	155BOOK58	11	2006/2/20 to 2016/2/19
	Saudi Arabia	794/43	11	2004/9/1 to 2014/5/14
	Tanzania	30238	11	2003/7/31 to 2010/7/31
	Kuzey Kibris	6832	11	2005/6/29 to 2012/6/29
	Puerto Rico	66032	11	2005/7/29 to 2015/7/29
	Djibouti	AJ Vol 105F.303 No. 2406	11	2005/6/15 to 2015/6/14
	Nigeria	69733	11	2003/7/17 to 2010/7/16
	Tonga	01255	11	2004/6/16 to 2014/6/15
	Malaysia	02003409	11	2002/4/1 to 2012/3/31
	Honduras	98.363	11	2006/9/18 to 2016/9/17
	Zambia	420/2005	11	2005/6/21 to 2012/6/20
	Trinidad and Tobago	34247	11	2003/8/28 to 2013/8/27
	Philippines	42002000060	11	2005/12/25 to 2015/12/24
	India	381318	11	2001/12/20 to 2011/12/20
	Cyprus	62267	11	2009/1/29 to 2016/1/28

(b) *Design patents*

As at the Latest Practicable Date, the Group is the registered proprietor and beneficial owner of the following design patents registered in the PRC:

	Name of the patent	Patent certificate number	Patent registration number	Effective Period
1	Dehumidifier (1)	344495	ZL03324030.2	2003/5/15 to 2013/5/14
2	Air-conditioner (8-Tian Qin)	344525	ZL03337640.9	2003/6/12 to 2013/6/11
3	Air-conditioner indoor unit (18-Zi Dan Tou)	344526	ZL03337650.6	2003/6/12 to 2013/6/11
4	Air-conditioner (9-Tian Ying)	344790	ZL03337641.7	2003/6/12 to 2013/6/11
5	Air-conditioner casing (19-stove varnish purple)	344791	ZL03337651.4	2003/6/12 to 2013/6/11
6	Air-conditioner remote (Xiao Ling Tong)	345027	ZL03324032.9	2003/5/15 to 2013/5/14
7	Air-conditioner (10-418 new faceplate)	345264	ZL03337643.3	2003/6/12 to 2013/6/11
8	Air-conditioner (12-18NV new faceplate)	345407	ZL03337644.1	2003/6/12 to 2013/6/11
9	Air-conditioner (15-418 Jiang Luo San)	345799	ZL03337646.8	2003/6/12 to 2013/6/11
10	Portable air-conditioner (1)	345936	ZL03324027.2	2003/5/15 to 2013/5/14
11	Air-conditioner (14-18NV check)	345978	ZL03337647.6	2003/6/12 to 2013/6/11
12	Portable air-conditioner (II)	347612	ZL03324028.0	2003/5/15 to 2013/5/14
13	Air-conditioner (16-418 check)	347740	ZL03337648.4	2003/6/12 to 2013/6/11
14	Portable air-conditioner (III)	347882	ZL03324029.9	2003/5/15 to 2013/5/14
15	Air-conditioner (7-Tian Qi)	347922	ZL03337639.5	2003/6/12 to 2013/6/11
16	Air-conditioner indoor unit (17-Bo Shi Mao)	347923	ZL03337649.2	2003/6/12 to 2013/6/11
17	Air-conditioner (13-18 NV Jiang Luo San)	357962	ZL03337645x	2003/6/12 to 2013/6/11
18	Dehumidifier(II)	358431	ZL033240310	2003/5/15 to 2013/5/14
19	Air-conditioner casing (silvery gray)	369054	ZL03359040.0	2003/7/18 to 2013/7/17
20	Air-conditioner (11-dark brown display in the middle)	370336	ZL03337642.5	2003/6/12 to 2013/6/11
21	Air-conditioner (5-Tian Jing)	404785	ZL200430033745.5	2004/3/9 to 2014/3/8
22	Refrigerator (13-wine storage B)	404798	ZL200430033753.x	2004/3/9 to 2014/3/8
23	Air-conditioner (6-Tian Ying)	404799	ZL200430033746.x	2004/3/9 to 2014/3/8
24	Air-conditioner (17-Tian Hong series)	404852	ZL200430034244.9	2004/3/16 to 2014/3/15
25	Air-conditioner (4-Tian Xian)	404862	ZL200430033744.0	2004/3/9 to 2014/3/8
26	Air-conditioner (3-Tian Xing)	404892	ZL200430033730.9	2004/3/9 to 2014/3/8
27	Air-conditioner (10-blue ice house unit)	404899	ZL200430033750.6	2004/3/9 to 2014/3/8
28	Air-conditioner (1-Tian Yun)	404902	ZL200430033728.1	2004/3/9 to 2014/3/8
29	Air-conditioner (15-Feng Zhi Yu)	404906	ZL200430034250.4	2004/3/16 to 2014/3/15
30	Air-conditioner (8-Yin Tian Shi unit)	404923	ZL200430033748.9	2004/3/9 to 2014/3/8
31	Air-conditioner (7-Tian Suo)	404935	ZL200430033747.4	2004/3/9 to 2014/3/8
32	Refrigerator (12-wine storage A)	404941	ZL200430033752.5	2004/3/9 to 2014/3/8
33	Air-conditioner (16-Tian Zhou series)	404953	ZL200430034251.9	2004/3/16 to 2014/3/15
34	Air-conditioner (11-Sterilizing air-conditioning unit)	404955	ZL200430033751.0	2004/3/9 to 2014/3/8
35	Air-conditioner (9-Yue Liang Feng unit)	404962	ZL200430033749.3	2004/3/9 to 2014/3/8
36	Air-conditioner (14-Xiang Cao series)	404976	ZL200430034249.1	2004/3/16 to 2014/3/15
37	Air-conditioner (2-Tian Jiao)	404981	ZL200430033729.6	2004/3/9 to 2014/3/8
38	Portable air-conditioning (3-05)	424129	ZL200430041187.7	2004/5/27 to 2014/5/26

	Name of the patent	Patent certificate number	Patent registration number	Effective Period
39	Air-conditioning unit (5-17 Nan Hai Ming Zhu)	424190	ZL200430041190.9	2004/5/27 to 2014/5/26
40	Air-conditioning unit (6-21 Han Qing)	424220	ZL200430041191.3	2004/5/27 to 2014/5/26
41	Dehumidifier(1-04)	424290	ZL200430041195.1	2004/5/27 to 2014/5/26
42	Portable air-conditioning (4-06)	431010	ZL200430041189.6	2004/5/27 to 2014/5/26
43	Refrigerator (JC-70 wine storage)	442986	ZL200430075468.4	2004/9/20 to 2014/9/19
44	Refrigerator (SC-120/B wine storage)	443057	ZL200430075466.5	2004/9/20 to 2014/9/19
45	Dehumidifier (2-07)	443198	ZL200430041188.1	2004/5/27 to 2014/5/26
46	Ice maker (BL-15)	443210	ZL200430075470.1	2004/9/20 to 2014/9/19
47	Air-conditioner casing (gold)	453387	ZL03359038.9	2003/7/18 to 2013/7/17
48	Remote (19-air-conditioning 05)	460393	ZL200430095699.1	2004/12/8 to 2014/12/7
49	Air-conditioner (2-air-conditioning, dehumidifying, clothes drying)	460395	ZL200430095689.8	2004/12/8 to 2014/12/7
50	Air-conditioner (12-portable-Yin He Zhi Xing)	460398	ZL200430095669.0	2004/12/8 to 2014/12/7
51	Air-conditioner (10-portable-draining type 03)	460399	ZL200430095639.X	2004/12/8 to 2014/12/7
52	Ice maker(12-01)	460535	ZL200430093157.0	2004/11/22 to 2014/11/21
53	Air-conditioner (3-62 modern split unit)	460537	ZL200430093147.7	2004/11/22 to 2014/11/21
54	Air-conditioner (7-Jun Lin Tian Xia split type)	460581	ZL200430093152.8	2004/11/22 to 2014/11/21
55	Air purifier(16)	460597	ZL200430093161.7	2004/11/22 to 2014/11/21
56	Air-conditioner (6-Hua Hao Yue Yuan split type)	460598	ZL200430093151.3	2004/11/22 to 2014/11/21
57	Dehumidifier (15-30L)	460602	ZL200430093160.2	2004/11/22 to 2014/11/21
58	Air-conditioner (5-59 Ke Ji Zhi Guang)	460606	ZL200430093150.9	2004/11/22 to 2014/11/21
59	Dehumidifier (13-06)	460666	ZL200430093158.5	2004/11/22 to 2014/11/21
60	Air-conditioner (11 large rolling light picture unit)	460700	ZL200430095670.3	2004/12/8 to 2014/12/7
61	Remote (27-Yi Di Gan Lu)	460701	ZL200430095690.0	2004/12/8 to 2014/12/7
62	Remote (18-air-conditioning 04)	460702	ZL200430095700.0	2004/12/8 to 2014/12/7
63	Air-conditioner (9-door opening wall-mounted type)	460766	ZL200430093154.7	2004/11/22 to 2014/11/21
64	Air-conditioner (11-window type)	460778	ZL200430093156.6	2004/11/22 to 2014/11/21
65	Air-conditioner (2-08 portable air-conditioning)	460781	ZL200430093146.2	2004/11/22 to 2014/11/21
66	Air-conditioner (8-normal wall-mounted type)	460787	ZL200430093153.2	2004/11/22 to 2014/11/21
67	Remote (26-air-conditioning 11)	460789	ZL200430095691.5	2004/12/8 to 2014/12/7
68	Remote (17-air-conditioning 03)	460790	ZL200430095701.5	2004/12/8 to 2014/12/7
69	Dehumidifier (14-07-30L)	460795	ZL200430093159.x	2004/11/22 to 2014/11/21
70	Remote (23-air-conditioning 08)	472584	ZL200430095695.3	2004/12/8 to 2014/12/7
71	Remote (25-air-conditioning 10)	472609	ZL200430095692.X	2004/12/8 to 2014/12/7
72	Remote (16-air-conditioning 02)	472610	ZL200430095702.X	2004/12/8 to 2014/12/7
73	Air-conditioner (4-63 modern split type)	472671	ZL200430093148.1	2004/11/22 to 2014/11/21
74	Air-conditioner (13-portable-Qi Shi)	472690	ZL200430095668.6	2004/12/8 to 2014/12/7
75	Air-conditioner (3 double-fan unit)	472691	ZL200430095688.3	2004/12/8 to 2014/12/7
76	Remote (21-air-conditioner 06)	472692	ZL200430095698.7	2004/12/8 to 2014/12/7
77	Remote (20-Fang Hua Jue Dai)	472714	ZL200430095696.8	2004/12/8 to 2014/12/7
78	Air-conditioner (5-portable-draining type no. 2)	472717	ZL200430095686.4	2004/12/8 to 2014/12/7
79	Remote (22-air-conditioning 07)	472745	ZL200430095697.2	2004/12/8 to 2014/12/7

	Name of the patent	Patent certificate number	Patent registration number	Effective Period
80	Air-conditioner (4-portable-draining type no. 1)	472746	ZL200430095687.9	2004/12/8 to 2014/12/7
81	Air-conditioner (14-PTAC window type)	472747	ZL200430095667.1	2004/12/8 to 2014/12/7
82	Air-conditioner (7-portable-draining type no. 4)	472748	ZL200430095647.4	2004/12/8 to 2014/12/7
83	Air-conditioner (6-portable-draining type no. 3)	472787	ZL200430095683.0	2004/12/8 to 2014/12/7
84	Air-conditioner (1-wall-mounted highly efficient air purifier)	472788	ZL200430095693.4	2004/12/8 to 2014/12/7
85	Remote (15-air-conditioning 01)	472789	ZL200430095703.4	2004/12/8 to 2014/12/7
86	Remote (24-air-conditioning 09)	472818	ZL200430095694.9	2004/12/8 to 2014/12/7
87	Air-conditioner (8-portable-draining type)	484058	ZL200430095645.5	2004/12/8 to 2014/12/7
88	Air-conditioner (9-portable-draining type 02)	490265	ZL200430095642.1	2004/12/8 to 2014/12/7
89	Air-conditioner (10-double-air-outlet unit)	501514	ZL200430093155.1	2004/11/22 to 2014/11/21
90	Air-conditioner (1-01 double-pipe portable air-conditioning)	501515	ZL200430093145.8	2004/11/22 to 2014/11/21
91	Semi-conductor red wine refrigerator (JCB-26-1)	527356	ZL200530060787.2	2005/6/9 to 2015/6/8
92	Ceramics heat generator	524817	ZL200530064286.1	2005/7/19 to 2015/7/18
93	Air-conditioning unit (up-down switch air outlet-6)	524833	ZL200530078465.0	2005/8/19 to 2015/8/18
94	Portable air-conditioning (type 11-3)	531539	ZL200530078468.4	2005/8/19 to 2015/8/18
95	Air-conditioning (sliding cover wall-mounted type-5)	531606	ZL200530078466.5	2005/8/19 to 2015/8/18
96	Air-conditioning (large glass-surfaced unit)	539322	ZL200530067303.7	2005/8/26 to 2015/8/25
97	Air-conditioning (Hao Xiao Zhi-4)	539380	ZL200530078467.X	2005/8/19 to 2015/8/18
98	Air-conditioning (split type-Tian Qing-13)	550111	ZL200530076260.9	2005/11/3 to 2015/11/2
99	Air-conditioning (colored display unit-7)	550239	ZL200530069163.7	2005/9/9 to 2015/9/8
100	Portable air-conditioning (type 03 double-pipe-2)	550541	ZL200530078469.9	2005/8/19 to 2015/8/18
101	Air-conditioning (series X-type 04-8)	551196	ZL200530076265.1	2005/11/3 to 2015/11/2
102	Air-conditioning (Feng Qing Yun Dan-18)	551197	ZL200530076255.8	2005/11/3 to 2015/11/2
103	Air-conditioning (series X-type 01-15)	575080	ZL200530076258.1	2005/11/3 to 2015/11/2
104	Remote (Nuo Ya 1-14)	557018	ZL200530076259.6	2005/11/3 to 2015/11/2
105	Air-conditioning (series X-type 02-16)	561082	ZL200530076257.7	2005/11/3 to 2015/11/2
106	Air-conditioning (series X-type 03-17)	561094	ZL200530076256.2	2005/11/3 to 2015/11/2
107	Air-conditioning (split unit-Fu Hao-9)	560886	ZL200530076264.7	2005/11/3 to 2015/11/2
108	Air-conditioning (split type-Tian Qiao-12)	560896	ZL200530076261.3	2005/11/3 to 2015/11/2
109	Induction cooker (Le Cai-11)	560986	ZL200530076262.8	2005/11/3 to 2015/11/2
110	Air-conditioning (split type-Tian Qiu-10)	625790	ZL200530076263.2	2005/11/3 to 2015/11/2
111	Digital set-top box for vehicles(23)	556624	ZL200530077080.2	2005/11/15 to 2015/11/14
112	Air-conditioning (series X-type 06-25)	558950	ZL200530077086.X	2005/11/15 to 2015/11/14
113	Air-conditioning (split type-Tian Lang-40)	556588	ZL200530077110.X	2005/11/15 to 2015/11/14
114	Air-conditioning (series X-type 12-31)	561039	ZL200530077096.3	2005/11/15 to 2015/11/14

	Name of the patent	Patent certificate number	Patent registration number	Effective Period
115	Air-conditioning (series X-type 13-32)	575029	ZL200530077097.8	2005/11/15 to 2015/11/14
116	Air-conditioning (split type-Tian Huan-21)	575028	ZL200530077077.0	2005/11/15 to 2015/11/14
117	Remote (Tian Xing-19)	575020	ZL200530077074.7	2005/11/15 to 2015/11/14
118	Air-conditioning (series V wall-mounted type-type 01-36)	574978	ZL200530077105.9	2005/11/15 to 2015/11/14
119	Air-conditioning (series X-type 11-30)	574976	ZL200530077095.9	2005/11/15 to 2015/11/14
120	Air-conditioning (series L unit-type 03-39)	575107	ZL200530077109.7	2005/11/15 to 2015/11/14
121	Air-conditioning (series X-type 07-26)	575084	ZL200530077088.9	2005/11/15 to 2015/11/14
122	Air-conditioning (series X-type 10-29)	601677	ZL200530077094.4	2005/11/15 to 2015/11/14
123	Air-conditioning (split type-Tian Mai)	601991	ZL200530077075.1	2005/11/15 to 2015/11/14
124	Air-conditioning (series L unit-type 01-37)	602012	ZL200530077106.3	2005/11/15 to 2015/11/14
125	Air-conditioning (series X-type 05-24)	601676	ZL200530077084.0	2005/11/15 to 2015/11/14
126	Air-conditioning (series X-type 09-28)	575171	ZL200530077092.5	2005/11/15 to 2015/11/14
127	Air-conditioning (series X-type 16-35)	575208	ZL200530077103.X	2005/11/15 to 2015/11/14
128	Air-conditioning (series X-type 14-33)	575110	ZL200530077099.7	2005/11/15 to 2015/11/14
129	Air-conditioning (10HP standing unit RF25LA-22)	575111	ZL200530077079.X	2005/11/15 to 2015/11/14
130	Air-conditioning (wall-mounted type-Di Ling Xing-41)	575129	ZL200530077111.4	2005/11/15 to 2015/11/14
131	Air-conditioning (series X-type 15-34)	575131	ZL200530077101.0	2005/11/15 to 2015/11/14
132	Air-conditioning (series X-type 08-27)	575132	ZL200530077091.0	2005/11/15 to 2015/11/14
133	Air-conditioning (series L unit-type 02-38)	575030	ZL200530077107.8	2005/11/15 to 2015/11/14
134	Wine refrigerator (red wine refrigerator JCB-50A-42)	579385	ZL200530156802.3	2005/12/5 to 2015/12/4
135	Wall-mounted air-conditioning (70 blue faceplate)	727090	ZL200730049047.8	2007/3/7 to 2017/3/6
136	Wall-mounted air-conditioning (71 red faceplate)	741445	ZL200730049048.2	2007/3/7 to 2017/3/6
137	Air-conditioning unit (Bei Ao Zhi Guang)	741564	ZL200730050606.7	2007/3/28 to 2017/3/27
138	Air-conditioning unit (Yi Ren Zhi Guang)	731165	ZL200730050607.1	2007/3/28 to 2017/3/27
139	Wine storage air-conditioner (KW-800)	778533	ZL200730058316.7	2007/6/22 to 2017/6/21
140	Wine storage air-conditioner (KW-1600/4200)	778808	ZL200730058317.1	2007/6/22 to 2017/6/21
141	Wall-mounted air-conditioning (true love-8)	856111	ZL200730319227.3	2007/11/22 to 2017/11/21
142	Wall-mounted air-conditioning (Xin Gui Gong Zi-7)	856243	ZL200730319228.8	2007/11/22 to 2017/11/21
143	Wall-mounted air-conditioning (Nan Hai Ming Zhu-6)	873951	ZL200730319229.2	2007/11/22 to 2017/11/21
144	Wall-mounted air-conditioning (Hao Ri Zi-5)	858778	ZL200730319230.5	2007/11/22 to 2017/11/21
145	Wall-mounted air-conditioning (Han Feng-4)	855829	ZL200730319231.X	2007/11/22 to 2017/11/21
146	Wall-mounted air-conditioning (Du Shi Li Ren-3)	856245	ZL200730319232.4	2007/11/22 to 2017/11/21
147	Wall-mounted air-conditioning (Bei Ao Zhi Guang-2)	872946	ZL200730319233.9	2007/11/22 to 2017/11/21
148	Wall-mounted air-conditioning (88-1)	861779	ZL200730319234.3	2007/11/22 to 2017/11/21
149	Air-conditioner (Hua Hao Yue Yuan)	861780	ZL200730332271.8	2007/12/5 to 2017/12/4

(c) *Utility patents*

As at the Latest Practicable Date, the Group is the registered proprietor and beneficial owner of the following model patents registered in the PRC:

	Name of the patent	Patent certificate number	Patent registration number	Effective Period
1	Safe voltage dependent resistor	459585	ZL00237913.9	2000/8/11 to 2010/8/10
2	Air-conditioner high-low voltage stop valve	550619	ZL02227247.x	2002/4/30 to 2012/4/29
3	Window type air-conditioner-use single phase motor	632899	ZL03267913.0	2003/7/25 to 2013/7/24
4	Residential air-conditioning device with sterilizing function	690676	ZL200420043150.2	2004/3/4 to 2014/3/3
5	Central air-conditioning ventilation pipes clearing device	707654	ZL200420086786.5	2004/7/26 to 2014/7/25
6	Air-conditioner plasma dust-collecting and purifying device	707831	ZL200420045388.9	2004/4/30 to 2014/4/29
7	Inner container of foam unit	709050	ZL200420046826.3	2004/6/11 to 2014/6/10
8	Shelf structure of inner container of foam unit	709229	ZL200420046827.8	2004/6/11 to 2014/6/10
9	Floor standing split type air-conditioner indoor unit light picture mechanism	735818	ZL200420094265.4	2004/10/22 to 2014/10/21
10	Air-conditioner blower mechanism	753217	ZL200420071504.4	2004/7/14 to 2014/7/13
11	Faceplate structure of wall-mounted split type air-conditioner	753120	ZL200420083833.0	2004/9/10 to 2014/9/9
12	Air-conditioner outdoor machinery and electronic engine installation bracket	789991	ZL200520057093.8	2005/4/18 to 2015/4/17
13	Body sensor type touch button of indoor floor standing type air-conditioner	790347	ZL200520057095.7	2005/4/18 to 2015/4/17
14	A type of air purifier	825614	ZL200520059400.6	2005/6/3 to 2015/6/2
15	Cooling-heating air-conditioner with dehumidifying and constant temperature functions	825870	ZL200520060371.5	2005/6/20 to 2015/6/19
16	Double-current floor standing split type room air-conditioner	812841	ZL200520060197.4	2005/6/23 to 2015/6/22
17	Automatic sliding cover raster three-dimensional light picture wall-mounted air-conditioner	813200	ZL200520062738.7	2005/8/10 to 2015/8/9
18	Convenient type vibration absorber for air-conditioners	826535	ZL200520065234.0	2005/9/29 to 2015/9/28
19	Double-shaft permanent magnet type decelerating stepper motor for air-conditioners	893458	ZL200520065233.6	2005/9/29 to 2015/9/28
20	A type of decoration components for air-conditioners	852317	ZL200520067734.8	2005/11/18 to 2015/11/17
21	Fan coil gearing device with improved structure for air-conditioners	852553	ZL200520067735.2	2005/11/18 to 2015/11/17
22	Fan coil air-conditioner water receiver with improved structure	852563	ZL200520067775.7	2005/11/18 to 2015/11/17
23	A type of testing capillary box for air-conditioners	852830	ZL200520067776.1	2005/11/18 to 2015/11/17
24	Remote fully automatic light box picture unit	853542	ZL200520067759.8	2005/11/18 to 2015/11/17

	Name of the patent	Patent certificate number	Patent registration number	Effective Period
25	Condensing sprinkler used on portable air-conditioners	878894	ZL200620056882.4	2006/3/24 to 2016/3/23
26	A type of air-conditioning using renewable resources for liquid dehumidifying	997751	ZL200720047263.3	2007/1/9 to 2017/1/8
27	A type of wind wheel-volute structure of portable air-conditioners	1000904	ZL200720047630.X	2007/1/19 to 2017/1/18
28	Water cycle system of portable air-conditioning	997750	ZL200720047631.4	2007/1/19 to 2017/1/18
29	Graded use of solar energy type air-conditioning system	1015943	ZL200720048374.6	2007/2/7 to 2017/2/6
30	Highly efficient dehumidifying device	1006432	ZL200720048525.8	2007/2/9 to 2017/2/8
31	Indoor evaporator of triple folding split type wall-mounted air-conditioner	1052522	ZL200720054864.7	2007/7/31 to 2017/7/30
32	A type of vibration absorbing pipe for outdoor unit of household air-conditioners	1049227	ZL200720054865.1	2007/7/31 to 2017/7/30
33	Convenient to dismount type press button on indoor unit of wall-mounted air-conditioners	1049229	ZL200720054901.4	2007/7/31 to 2017/7/30
34	A type of connection structure between faceplate and mullion of air-conditioners	1049228	ZL200720054902.9	2007/7/31 to 2017/7/30
35	A type of low power standby device of air-conditioners	1085447	ZL200720129192.1	2007/8/20 to 2017/8/19
36	Automatic door switch device of refrigerators	1136272	ZL200720060964.0	2007/12/5 to 2017/12/4
37	Air-conditioner unit with replaceable cover plate	1135899	ZL200720060965.5	2007/12/5 to 2017/12/4
38	A type of remote container for indoor air-conditioner units	1135898	ZL200720060968.9	2007/12/5 to 2017/12/4
39	A type of spray device	1130451	ZL200820001581.0	2008/1/31 to 2018/1/30
40	Hot water system for multifunctional air-conditioners with ice storage	1138045	ZL200820001582.5	2008/1/31 to 2018/1/30
41	Fin for mini-channel heat exchangers	1148531	ZL200820044578.7	2008/3/7 to 2018/3/6

(d) *Domain Name*

As at the Latest Practicable Date, the Group is the registered proprietor of the following domain name in the PRC:

Domain Name	Name of the Proprietor	Place of Registration	Effective Period
china-chigo.com	Guangdong Chigo	PRC	24 August 1998 to 23 August 2013

C. FURTHER INFORMATION ABOUT DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

1. Directors

- (a) *Disclosure of interest – interests and short positions of the Directors and the chief executives of the Company in the Shares, underlying Shares and debentures of the Company and its associated corporations*

Immediately following the completion of the Global Offering and the Capitalisation Issue and assuming that the Stock Borrowing Agreement is entered into and the Over-allotment Option is not exercised, the interest or short position of Directors or chief executives of the Company in the Shares, underlying Shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) which will be required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interest or short positions which they were taken or deemed to have under such provisions of the SFO) or which will be required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which will be required, pursuant to Model Code for Securities Transactions by Directors of Listed Companies, once the Shares are listed are as follows:

(i) *Long and short positions in the Shares*

Name of Director	Nature of interest	Number of Shares ^(Note 1)	Approximate percentage of shareholding
Mr. XH Li <i>(Note 2)</i>	Interest in controlled corporation	342,400,000 (L) 10,875,000 (S)	68.48% 2.18%

Notes:

- The letter “L” denotes the person’s long position in such Shares and the letter “S” denotes the person’s short position in such Shares.
- Mr. XH Li is the beneficial owner of approximately 99.46% of the issued shares of Chigo Group Holding which in turn holds approximately 68.48% of the Shares in issue following completion of the Global Offering and the Capitalisation Issue (assuming the Over-allotment Option is not exercised).

(ii) *Long position in the shares of associated corporation*

Name of Director	Associated Corporation	Nature of interest	Number of shares	Approximate percentage of shareholding
Mr. XH Li	Chigo Group Holding	Beneficial interest	9,946.1036	99.46%

(b) *Particulars of service contracts*

Each of the executive Directors has entered into a service contract with the Company for a term of three years commencing from the Listing Date unless and until terminated by not less than three months' notice in writing served by either party on the other.

(c) *Directors' remuneration*

No director's fee is payable to the executive Directors.

Mr. XH Li also acts as the chairman and the chief executive officer of the Company. Mr. Lei Jianghang is the vice-chairman of the Company. Mr. Huang Guoshen is employed by the Group for the planning and construction of the Group's production facilities. Dr. Ding Xiaojiang is employed by the Group for procurement management of the Group. The current remuneration of the executive Directors are as follows:

Name	Annual remuneration RMB
Mr. XH Li	360,000
Mr. Lei Jianghang	300,000
Mr. Huang Guoshen	250,000
Dr. Ding Xiaojiang	250,000

The term of the appointment letter for each of the independent non-executive Directors is one year from the Listing Date. The Company will pay RMB120,000 per annum to each of the independent non-executive Directors respectively in consideration of their services to the Group.

The Company has determined the Directors' remuneration with regard to their experience, performance and the prevailing market conditions.

Under the arrangement currently in force, the aggregate amount of emoluments payable by the Group to the Directors for the year ending 31 December 2009 will be approximately RMB1,520,000.

2. Substantial Shareholders

So far as the Directors are aware, immediately following the completion of the Global Offering and the Capitalisation Issue (assuming that the Stock Borrowing Agreement is entered into and the Over-allotment Option is not exercised), the following persons (other than the Directors) will have or be deemed or taken to have an interest and/or short position in the Shares or the underlying Shares which would fall to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO:

Name	Nature of Interest and Capacity	Number of Shares ^(Note 1)	Approximate Percentage of shareholding
Chigo Group Holding ^(Note 2)	Beneficial owner	342,400,000 (L)	68.48%
		10,875,000 (S)	2.18%
High Surplus	Beneficial owner	42,750,000	8.55%

Notes:

- The letter "L" denotes the person's long position in such Shares and the letter "S" denotes the person's short position in such Shares.
- Mr. XH Li is the beneficial owner of approximately 99.46% of the issued shares of Chigo Group Holding which in turn holds approximately 68.48% of the Shares in issue following completion of the Global Offering and the Capitalisation Issue (assuming the Over-allotment Option is not exercised).

3. Agency fees or commissions received

Save as disclosed in this prospectus, no commissions, discounts, brokerages or other special terms were granted within the two years preceding the date of this prospectus in connection with the issue or sale of any capital of any member of the Group.

4. Disclaimers

Save as disclosed herein:

- none of the Directors or chief executive of the Company has any interest or short position in the Shares, underlying Shares or debentures of the Company or any of its associated corporation (within the meaning of the SFO) which will have to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO or which will be required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which will be required to be notified to the Company and the Stock Exchange pursuant to Model Code for Securities Transactions by Directors of Listed Companies once the Shares are listed;
- none of the Directors or experts referred to under the heading "Consents of experts" in this Appendix has any direct or indirect interest in the promotion of the Company, or in any assets which have within the two years immediately

preceding the date of this prospectus been acquired or disposed of by or leased to any member of the Group, or are proposed to be acquired or disposed of by or leased to any member of the Group;

- (c) none of the Directors is materially interested in any contract or arrangement subsisting at the date of this prospectus which is significant in relation to the business of the Group taken as a whole;
- (d) none of the Directors has any existing or proposed service contracts with any member of the Group (excluding contracts expiring or determinable by the employer within one year without payment of compensation (other than statutory compensation));
- (e) taking no account of Shares which may be taken up under the Global Offering and the Capitalisation Issue, none of the Directors knows of any person (not being a Director or chief executive of the Company) who will, immediately the following completion of the Global Offering and the Capitalisation Issue, have an interest or short position in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of SFO or be interested, directly or indirectly, in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any member of the Group;
- (f) none of the experts referred to under the heading "Consents of experts" in this Appendix has any shareholding in any member of the Group or the right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of the Group; and
- (g) none of the Directors, their respective associates (as defined under the Listing Rules) or Shareholders who are interested in more than 5% of the issued share capital of the Company has any interests in the five largest customers or the five largest suppliers of the Group.

D. OTHER INFORMATION

1. Share Option Scheme

The following is a summary of the principal terms of the Share Option Scheme conditionally adopted by the written resolutions of the Shareholders passed on 19 June 2009.

(a) Purpose

The Share Option Scheme is a share incentive scheme and is established to recognise and acknowledge the contributions the Eligible Participants (as defined in paragraph (b) below) had or may have made to the Group.

(b) *Who may join*

The Board may, at its discretion, offer to grant an option to subscribe for such number of new Shares as the Board may determine at an exercise price determined in accordance with paragraph (f) below to:

- (i) any full-time or part-time employees, executives or officers of the Company or any of its subsidiaries;
- (ii) any directors (including non-executive directors and independent nonexecutive directors) of the Company or any of its subsidiaries;
- (iii) any advisers, consultants, suppliers, customers and agents to the Company or any of its subsidiaries; and
- (iv) such other persons who, in the sole opinion of the Board, will contribute or have contributed to the Group.

(c) *Acceptance of an offer of Options*

An option shall be deemed to have been granted and accepted by the grantee and to have taken effect when the duplicate offer document constituting acceptances of the options duly signed by the grantee, together with a remittance in favour of the Company of HK\$1.00 by way of consideration for the grant thereof, is received by the Company on or before the relevant acceptance date. Such payment shall in no circumstances be refundable. Any offer to grant an option to subscribe for Shares may be accepted in respect of less than the number of Shares for which it is offered provided that it is accepted in respect of a board lot for dealing in Shares on the Stock Exchange or an integral multiple thereof and such number is clearly stated in the duplicate offer document constituting acceptance of the option. To the extent that the offer to grant an option is not accepted by any prescribed acceptance date, it shall be deemed to have been irrevocably declined.

Subject to paragraphs (l), (m), (n), (o) and (p), an Option shall be exercised in whole or in part and, other than where it is exercised to the full extent outstanding, shall be exercised in integral multiples of such number of Shares as shall represent one board lot for dealing in Shares on the Stock Exchange for the time being, by the grantee by giving notice in writing to the Company stating that the Option is thereby exercised and the number of Shares in respect of which it is exercised. Each such notice must be accompanied by a remittance for the full amount of the Exercise Price for the Shares in respect of which the notice is given. Within 21 days after receipt of the notice and the remittance and, where appropriate, receipt of the certificate by the auditors to the Company or the approved independent financial adviser as the case may be pursuant to paragraph (r), the Company shall allot and issue the relevant number of Shares to the grantee credited as fully paid and issue to the Grantee certificates in respect of the Shares so allotted.

The exercise of any Option shall be subject to the Shareholders in general meeting approving any necessary increase in the authorised share capital of the Company.

(d) *Maximum number of Shares*

The maximum number of Shares in respect of which options may be granted (including Shares in respect of which options, whether exercised or still outstanding, have already been granted) under the Share Option Scheme and under any other share option schemes of the Company must not in aggregate exceed 10% of the total number of Shares in issue on the Listing Date (but taking no account of any Shares which may be issued under the exercise of the Over-allotment Option), being 50,000,000 Shares (the “Scheme Limit”), excluding for this purpose Shares which would have been issuable pursuant to options which have lapsed in accordance with the terms of the Share Option Scheme (or any other share option schemes of the Company). Subject to the issue of a circular by the Company and the approval of the Shareholders in general meeting and/or such other requirements prescribed under the Listing Rules from time to time, the Board may:

- (i) renew this limit at any time to 10% of the Shares in issue (the “New Scheme Limit”) as at the date of the approval by the Shareholders in general meeting; and/or
- (ii) grant options beyond the Scheme Limit to Eligible Participants specifically identified by the Board. The circular issued by the Company to the Shareholders shall contain a generic description of the specified Eligible Participants who may be granted such options, the number and terms of the options to be granted, the purpose of granting options to the specified Eligible Participants with an explanation as to how the options serve such purpose, the information required under Rule 17.02(2)(d) and the disclaimer required under Rule 17.02(4) of the Listing Rules.

Notwithstanding the foregoing, the Shares which may be issued upon exercise of all outstanding options granted and yet to be exercised under the Share Option Scheme and any other share option schemes of the Company at any time shall not exceed 30% of the Shares in issue from time to time (the “Maximum Limit”). No options shall be granted under any schemes of the Company (including the Share Option Scheme) if this will result in the Maximum Limit being exceeded. The maximum number of Shares in respect of which options may be granted shall be adjusted, in such manner as the auditors of the Company or an approved independent financial adviser shall certify to be appropriate, fair and reasonable in the event of any alteration in the capital structure of the Company in accordance with paragraph (r) below whether by way of capitalisation issue, rights issue, open offer (if there is a price-dilutive element), consolidation, sub-division of shares or reduction of the share capital of the Company but in no event shall exceed the limit prescribed in this paragraph.

(e) *Maximum number of options to any one individual*

The total number of Shares issued and which may fall to be issued upon exercise of the options granted under the Share Option Scheme and any other share option schemes of the Company (including both exercised, outstanding options and Shares which were the subject of options which have been granted and accepted under the Share Option Scheme or any other scheme of the Company to each Eligible

Participant in any 12-month period up to the date of grant shall not exceed 1% of the Shares in issue as at the date of grant. Any further grant of Options in excess of this 1% limit shall be subject to:

- (i) the issue of a circular by the Company containing the identity of the Eligible Participant, the numbers of and terms of the options to be granted (and options previously granted to such participant) the information as required under Rules 17.02(2)(d) and the disclaimer required under 17.02(4) of the Listing Rules; and
- (ii) the approval of the Shareholders in general meeting and/or other requirements prescribed under the Listing Rules from time to time with such Eligible Participant and his associates (as defined in the Listing Rules) abstaining from voting. The numbers and terms (including the exercise price) of options to be granted to such participant must be fixed before the Shareholders' approval and the date of the Board meeting at which the Board proposes to grant the options to such Eligible Participant shall be taken as the date of grant for the purpose of calculating the subscription price of the Shares. The Board shall forward to such Eligible Participant an offer document in such form as the Board may from time to time determine (or, alternatively, documents accompanying the offer document which state), among others:
 - (aa) the Eligible Participant's name, address and occupation;
 - (bb) the date on which an Option is offered to an Eligible Participant which must be a date on which the Stock Exchange is open for the business of dealing in securities;
 - (cc) the date upon which an offer for an Option must be accepted;
 - (dd) the date upon which an Option is deemed to be granted and accepted in accordance with paragraph (c);
 - (ee) the number of Shares in respect of which the Option is offered;
 - (ff) the subscription price and the manner of payment of such price for the Shares on and in consequence of the exercise of the Option;
 - (gg) the date of the notice given by the grantee in respect of the exercise of the Option;
 - (hh) the method of acceptance of the Option which shall, unless the Board otherwise determines, be as set out in paragraph (c); and
- (iii) such other terms and conditions (including, without limitation, any minimum period for which an Option must be held before it can be exercised and/or any performance targets which must be achieved before the Option can be exercised) relating to the offer of the Option which in the opinion of the Board are fair and reasonable but not being inconsistent with the Share Option Scheme and the Listing Rules.

(f) *Price of Shares*

The subscription price of a Share in respect of any particular option granted under the Share Option Scheme shall be such price as the Board in its absolute discretion shall determine, save that such price will not be less than the highest of:

- (i) the closing price of the Shares as stated in the Stock Exchange's daily quotation sheets on the date of grant, which must be a day on which the Stock Exchange is open for the business of dealing in securities;
- (ii) the average of the closing prices of the Shares as stated in the Stock Exchange's daily quotation sheets for the five business days immediately preceding the date of grant; and
- (iii) the nominal value of a Share.

(g) *Granting options to connected persons*

Any grant of options to a director, chief executive or substantial shareholder (as defined in the Listing Rules) of the Company or any of their respective associates (as defined in the Listing Rules) is required to be approved by the independent non-executive Directors (excluding any independent non-executive Director who is the grantee of the Options). If the Board proposes to grant options to a substantial shareholder or any independent non-executive Director or their respective associates (as defined in the Listing Rules) which will result in the number of Shares issued and to be issued upon exercise of options granted and to be granted (including options exercised, cancelled and outstanding) to such person in the 12-month period up to and including the date of such grant:

- (i) representing in aggregate over 0.1% of the Shares in issue; and
- (ii) having an aggregate value in excess of HK\$5.0 million or such other sum as may be from time to time provided under the Listing Rules, based on the closing price of the Shares as stated in the daily quotation sheets of the Stock Exchange at the date of each grant,

such further grant of options will be subject to the approval of the independent nonexecutive Directors as referred to in this paragraph, the issue of a circular by the Company and the approval of the Shareholders in general meeting on a poll at which all connected persons (as defined in the Listing Rules) of the Company shall abstain from voting in favour, and/or such other requirements prescribed under the Listing Rules from time to time. Any vote taken at the meeting to approve the grant of such options shall be taken as a poll.

The circular to be issued by the Company to the Shareholders pursuant to the above paragraph shall contain the following information:

- (i) the details of the number and terms (including the exercise price) of the options to be granted to each selected Eligible Participant which must be fixed before the Shareholders' meeting and the date of Board meeting for proposing such further grant shall be taken as the date of grant for the purpose of calculating the exercise price of such options;
 - (ii) a recommendation from the independent non-executive Directors (excluding any independent non-executive Director who is the grantee of the options) to the independent Shareholders as to voting;
 - (iii) the information required under Rule 17.02(2)(c) and (d) and the disclaimer required under Rule 17.02(4) of the Listing Rules; and
 - (iv) the information required under Rule 2.17 of the Listing Rules.
- (h) *Restrictions on the times of grant of Options*

A grant of options may not be made after a price sensitive event has occurred or a price sensitive matter has been the subject of a decision until such price sensitive information has been announced pursuant to the requirements of the Listing Rules. In particular, no options may be granted during the period commencing one month immediately preceding the earlier of:

- (i) the date of the Board meeting (as such date to first notified to the Stock Exchange in accordance with the Listing Rules) for the approval of the Company's results for any year, half-year, quarterly or other interim period (whether or not required under the Listing Rules); and
- (ii) the deadline for the Company to publish an announcement of the results for any year, or half-year, or quarterly or other interim period (whether or not required under the Listing Rules),

and ending on the date of actual publication of such results announcement, and where an option is granted to a Director:

- (iii) no options shall be granted during the period of 60 days immediately preceding the publication date of the annual results or, if shorter, the period from the end of the relevant financial year up to the publication date of the results; and
- (iv) during the period of 30 days immediately preceding the publication date of the quarterly results (if any) and half-year results or, if shorter, the period from the end of the relevant quarterly or half-year period up to the publication date of the results.

(i) *Rights are personal to grantee*

An option is personal to the grantee and may be exercised or treated as exercised, as the case may be, in whole or in part. No grantee shall in any way sell, transfer, charge, mortgage, encumber or create any interest (legal or beneficial) in favour of any third party over or in relation to any option or attempt so to do (save that the grantee may nominate a nominee in whose name the Shares issued pursuant to the Share Option Scheme may be registered). Any breach of the foregoing shall entitle the Company to cancel any outstanding options or any part thereof granted to such Grantee.

(j) *Time of exercise of Option and duration of the Share Option Scheme*

An option may be exercised in accordance with the terms of the Share Option Scheme at any time after the date upon which the Option is deemed to be granted and accepted and prior to the expiry of 10 years from that date. The period during which an option may be exercised will be determined by the Board in its absolute discretion, save that no option may be exercised more than 10 years after it has been granted. No option may be granted more than 10 years after the date of approval of the Share Option Scheme by the sole shareholder of the Company (the "Adoption Date"). Subject to earlier termination by the Company in general meeting or by the Board, the Share Option Scheme shall be valid and effective for a period of 10 years from the Adoption Date.

(k) *Performance target*

A grantee may be required to achieve any performance targets as the Board may then specify in the grant before any options granted under the Share Option Scheme can be exercised.

(l) *Rights on ceasing employment/death*

If the grantee of an option ceases to be an Eligible Participant:

- (i) by any reason other than death, ill-health, injury, disability or termination of his relationship with the Company and/or any of its subsidiaries on one or more of the grounds specified in paragraph (m) below, the grantee may exercise the option up to the entitlement of the grantee as at the date of cessation (to the extent not already exercised) within a period of one month (or such longer period as the Board may determine) from such cessation which date shall be the last actual working day with the Company or the relevant subsidiary whether salary is paid in lieu of notice or not, failing which it will lapse (or such longer period as the Company may determine); or
- (ii) by reason of death, ill-health, injury or disability (all evidenced to the satisfaction of the Board) and none of the events which would be a ground for termination of his relationship with the Company and/or any of its subsidiaries under paragraph (m) has occurred, the grantee or his personal representative(s) may exercise the option within a period of 12 months (or

such longer period as the Board may determine) from the date of cessation of being an Eligible Participant or death to exercise the Options in full (to the extent not already exercised).

(m) *Rights on dismissal*

If the grantee of an Option ceases to be an Eligible Participant on the grounds that he has been guilty of serious misconduct, or has committed any act of bankruptcy or has become insolvent or has made any arrangements or composition with his creditors generally, or has been convicted of any criminal offence involving his integrity or honesty, or in relation to an employee of the Group (if so determined by the Board) on any other ground on which an employer would be entitled to terminate his employment at common law or pursuant to any applicable laws or under the grantee's service contract with the Group, his Option will lapse and not be exercisable after the date of termination of his employment.

(n) *Rights on takeover*

If a general offer is made to all the Shareholders (or all such Shareholders other than the offeror and/or any person controlled by the offeror and/or any person acting in concert with the offeror (as defined in the Takeovers Codes)) and such offer becomes or is declared unconditional during the option period of the relevant option, the grantee of an option shall be entitled to exercise the option in full (to the extent not already exercised) at any time within 14 days after the date on which the offer becomes or is declared unconditional.

(o) *Rights on winding-up*

In the event a notice is given by the Company to its members to convene a general meeting for the purposes of considering, and if thought fit, approving a resolution to voluntarily wind-up the Company, the Company shall forthwith give notice thereof to all grantees and thereupon, each grantee (or his legal personal representative(s)) shall be entitled to exercise all or any of his options (to the extent not already exercised) at any time not later than two business days prior to the proposed general meeting of the Company referred to above by giving notice in writing to the Company, accompanied by a remittance for the full amount of the aggregate subscription price for the Shares in respect of which the notice is given, whereupon the Company shall as soon as possible and, in any event, no later than the business day immediately prior to the date of the proposed general meeting, allot the relevant Shares to the grantee credited as fully paid and register the grantee as holder thereof.

(p) *Rights on compromise or arrangement between the Company and its members or creditors*

If a compromise or arrangement between the Company and its members or creditors is proposed for the purposes of a scheme for the reconstruction of the Company or its amalgamation with any other companies pursuant to the laws of jurisdictions in which the Company was incorporated, the Company shall give notice to all the grantees of the options on the same day as it gives notice of the meeting to its members or creditors summoning the meeting to consider such a scheme or

arrangement and any grantee may by notice in writing to the Company accompanied by a remittance for the full amount of the aggregate subscription price for the Shares in respect of which the notice is given (such notice to be received by the Company not later than two business days prior to the proposed meeting), exercise the option to its full extent or to the extent specified in the notice and the Company shall as soon as possible in any event no later than 12:00 noon (Hong Kong time) on the business day immediately prior to the date of the proposed meeting, allot and issue such number of Shares to the grantee which falls to be issued on such exercise of the option credited as fully paid and register the grantee as holder thereof.

With effect from the date of such meeting, the rights of all grantees to exercise their respective options shall forthwith be suspended. Upon such compromise or arrangement becoming effective, all options shall, to the extent that they have not been exercised, lapse and determine. If for any reason such compromise or arrangement does not become effective and is terminated or lapses, the rights of grantees to exercise their respective options shall with effect from such termination be restored in full but only upon the extent not already exercised and shall become exercisable.

(q) *Ranking of Shares*

The Shares to be allotted upon the exercise of an option will not carry voting rights until completion of the registration of the grantee (or any other person) as the holder thereof. Subject to the aforesaid, Shares allotted and issued on the exercise of options will rank *pari passu* and shall have the same voting, dividend, transfer and other rights, including those arising on liquidation as attached to the other fully-paid Shares in issue on the date of exercise, save that they will not rank for any dividend or other distribution declared or recommended or resolved to be paid or made by reference to a record date falling on or before the date of exercise.

(r) *Effect of alterations to capital*

In the event of any alteration in the capital structure of the Company whilst any option may become or remains exercisable, whether by way of capitalisation issue, rights issue, open offer (if there is a price-dilutive element), consolidation, subdivision or reduction of share capital of the Company, or otherwise howsoever, such corresponding alterations (if any) shall be made in the number of Shares subject to any outstanding options and/or the subscription price per Share of each outstanding option, the New Scheme Limit and the Maximum Limit as the auditors of the Company or an independent financial adviser shall certify in writing to the Board to be in their/his opinion fair and reasonable in compliance with Rule 17.03(13) of the Listing Rules and the note thereto and the supplementary guidance attached to the letter from the Stock Exchange dated 5 September 2005 to all issues relating to share option schemes and any future and interpretation of the Listing Rules issued by the Stock Exchange from time to time and the note thereto. The capacity of the auditors of the Company or the approved independent financial adviser, as the case may be, in this paragraph is that of experts and not arbitrators and their certificate shall, in the absence of manifest error, be final and conclusive and binding on the Company and the grantees.

Any such alterations will be made on the basis that a grantee shall have the same proportion of the equity capital of the Company (as interpreted in accordance with the supplementary guidance attached to the letter from the Stock Exchange dated 5 September 2005 to all issues relating to share option schemes) for which any grantee of an option is entitled to subscribe pursuant to the options held by him before such alteration provided that no such alteration shall be made if the effect of which would be to enable a Share to be issued at less than its nominal value. The issue of securities as consideration in a transaction is not to be regarded as a circumstance requiring any such alterations.

(s) *Expiry of option*

An option shall lapse automatically and not be exercisable (to the extent not already exercised) on the earliest of:

- (i) the date of expiry of the option as may be determined by the Board;
- (ii) the expiry of any of the periods referred to in paragraphs (l), (m), (n) or (o);
- (iii) the date on which the scheme of arrangement of the Company referred to in paragraph (p) becomes effective;
- (iv) subject to paragraph (o), the date of commencement of the winding-up of the Company;
- (v) the date on which the grantee ceases to be an Eligible Participant by reason of such grantee's resignation from the employment of the Company or any of its subsidiaries or the termination of his or her employment or contract on the grounds that he or she has been guilty of serious misconduct, or has committed any act of bankruptcy or is unable to pay his or her debts or has become insolvent or has made any arrangement or has compromised with his or her creditors generally, or has been convicted of any criminal offence involving his or her integrity or honesty or has been in breach of contract. A resolution of the Board to the effect that the employment of a grantee has or has not been terminated on one or more of the grounds specified in this paragraph shall be conclusive; or
- (vi) the date on which the Board shall exercise the Company's right to cancel the option at any time after the grantee commits a breach of paragraph (i) above or the options are cancelled in accordance with paragraph (u) below.

(t) *Alteration of the Share Option Scheme*

The Share Option Scheme may be altered in any respect by resolution of the Board except that:

- (i) any alteration to the advantage of the grantees or the Eligible Participants (as the case may be) in respect of the matters contained in Rule 17.03 of the Listing Rules; and

- (ii) any material alteration to the terms and conditions of the Share Option Scheme or any change to the terms of options granted, shall first be approved by the Shareholders in general meeting provided that if the proposed alteration shall adversely affect any option granted or agreed to be granted prior to the date of alteration, such alteration shall be further subject to the grantees' approval in accordance with the terms of the Share Option Scheme. The amended terms of the Share Option Scheme shall still comply with Chapter 17 of the Listing Rules and any change to the authority of the Board in relation to any alteration to the terms of the Share Option Scheme must be approved by Shareholders in general meeting.

(u) *Cancellation of Options*

Any cancellation of options granted but not exercised must be approved by the grantees of the relevant options in writing. For the avoidance of doubt, such approval is not required in the event any Option is cancelled pursuant to paragraph (i).

(v) *Termination of the Share Option Scheme*

The Company may by resolution in general meeting or the Board at any time terminate the Share Option Scheme and in such event no further option shall be offered but the provisions of the Share Option Scheme shall remain in force to the extent necessary to give effect to the exercise of any option granted prior thereto or otherwise as may be required in accordance with the provisions of the Share Option Scheme. Options granted prior to such termination but not yet exercised at the time of termination shall continue to be valid and exercisable in accordance with the Share Option Scheme.

(w) *Administration of the Board*

The Share Option Scheme shall be subject to the administration of the Board whose decision as to all matters arising in relation to the Share Option Scheme or its interpretation or effect (save as otherwise provided herein) shall be final and binding on all parties.

(x) *Condition of the Share Option Scheme*

The Share Option Scheme is conditional on:

- (i) the Listing Committee of the Stock Exchange granting for the listing of and permission to deal in the Shares which may fall to be issued pursuant to the exercise of options to be granted under the Share Option Scheme;
- (ii) the obligations of the Underwriters under the Underwriting Agreements becoming unconditional (including, if relevant, as result of the waiver of any such condition(s) by the Joint Global Coordinators (on behalf of the Underwriters)) and not being terminated in accordance with the terms of the Underwriting Agreements or otherwise; and
- (iii) the commencement of dealings in the Shares on the Stock Exchange.

If the conditions in paragraph (x) above are not satisfied within two calendar months from the Adoption Date:

- (i) the Share Option Scheme shall forthwith determine;
 - (ii) any option granted or agreed to be granted pursuant to the Share Option Scheme and any offer of such a grant shall be of no effect; and
 - (iii) no person shall be entitled to any rights or benefits or be under any obligations under or in respect of the Share Option Scheme or any option granted thereunder.
- (y) *Disclosure in annual and interim reports*

The Company will disclose details of the Share Option Scheme in its annual and interim reports including the number of options, date of grant, exercise price, exercise period and vesting period during the financial year/period in the annual/ interim reports in accordance with the Listing Rules in force from time to time.

- (z) *Present status of the Share Option Scheme*

As at the Latest Practicable Date, no option had been granted or agreed to be granted under the Share Option Scheme.

Application has been made to the Listing Committee of the Stock Exchange for the listing of, and permission to deal in, the Shares which may fall to be issued pursuant to the exercise of the options to be granted under the Share Option Scheme, being 50,000,000 Shares in total.

2. Estate duty, tax and property indemnity

Mr. XH Li and Chigo Group Holding entered into a deed of indemnity in favour of the Company (for itself and as trustee for each of its present subsidiaries) (being the contract referred to in paragraph (c) of the subsection headed “Summary of material contracts” in this Appendix) to provide indemnities on a joint and several basis in respect of, among other matters, estate duty which might be payable by any member of the Group, by reason of any transfer of property under applicable law to any member of the Group on or before the date on which the Global Offering becomes unconditional (the “Effective Date”).

The deed of indemnity also contain indemnities in respect of taxation resulting from income, profits or gains earned, accrued or received on or before the Effective Date which might be payable by any member of the Group and the indemnities in connection with any loss and damage suffered by the Group due to absence of permit to commence construction work by Chigo Jiu Jiang and Chigo Wuhu as referred in the section headed “Business — Property” of this prospectus.

3. Litigation

As at the Latest Practicable Date, no member of the Group was engaged in any litigation or arbitration of material importance and no litigation or claim of material importance is known to the Directors to be pending or threatened by or against any member of the Group.

4. Sponsor

The Sponsor has made an application on behalf of the Company to the Listing Committee of the Stock Exchange for a listing of, and permission to deal in, all the Shares in issue and to be issued as mentioned in this prospectus (including any Shares which may fall to be issued pursuant to the exercise of the Over-allotment Option and any options as may be granted under the Share Option Scheme).

5. Preliminary expenses

The preliminary expenses of the Company are estimated to be approximately US\$5,000 and are payable by the Company.

6. Promoter

The Company does not have any promoter. Within the two years immediately preceding the date of this prospectus, no cash, securities or other benefit has been paid, allotted or given nor are any proposed to be paid, allotted or given to such promoter in connection with the Global Offering and the related transactions described in this prospectus.

7. Taxation of holders of Shares*(a) Hong Kong*

The sale, purchase and transfer of Shares registered with the Company's Hong Kong branch register of members will be subject to Hong Kong stamp duty, the current rate charged on each of the purchaser and seller is 0.1% of the consideration of, if higher, of the fair value of the Shares being sold or transferred. Profits from dealings in the Shares arising in or derived from Hong Kong may also be subject to Hong Kong profits tax. The Shares are Hong Kong property for the purposes of the Estate Duty Ordinance (Chapter 111 of the Laws of Hong Kong). The Revenue (Abolition of Estate Duty) Ordinance 2005 came into effect on 11 February 2006 in Hong Kong. No Hong Kong estate duty is payable and no estate duty clearance papers are needed for a grant of representation in respect of holders of the Shares whose death occurs on or after 11 February 2006.

(b) Cayman Islands

Under present Cayman Islands law, there is no stamp duty payable in the Cayman Islands on transfers of Shares.

(c) *Consultation with professional advisers*

Intending holders of Shares are recommended to consult their professional advisers if they are in doubt as to the taxation implications of subscribing for, purchasing, holding or disposing of or dealing in Shares. It is emphasised that none of the Company, the Directors or the other parties involved in the Global Offering can accept responsibility for any tax effect on, or liabilities of, holders of Shares resulting from their subscription for, purchase, holding or disposal of or dealing in Shares or exercise any rights attaching to them.

8. Qualification of experts

The following are the qualifications of the experts who have given opinion or advice which are contained in this prospectus:

Name	Qualifications
Deloitte Touche Tohmatsu	Certified public accountants
Conyers Dill & Pearman	Cayman Islands attorneys-at-law
Jones Lang LaSalle Sallmanns Limited	Professional property surveyors and valuers
King & Wood PRC Lawyers	Qualified PRC lawyers

9. Consents of experts

Each of Deloitte Touche Tohmatsu, Conyers Dill & Pearman, Jones Lang LaSalle Sallmanns Limited and King & Wood PRC Lawyers has given and has not withdrawn its written consent to the issue of this prospectus with the inclusion of its report and/or letter and/or valuation certificate and/or opinion and/or the references to its name included herein in the form and context in which it is respectively included.

10. Binding effect

This prospectus shall have the effect, if an application is made in pursuance hereof, of rendering all persons concerned bound by all of the provisions (other than the penal provisions) of Sections 44A and 44B of the Companies Ordinance so far as applicable.

11. Miscellaneous

- (a) Save as disclosed in this prospectus, within the two years immediately preceding the date of this prospectus:
- (i) no share or loan capital of the Company or any of its subsidiaries has been issued or agreed to be issued or is proposed to be fully or partly paid either for cash or a consideration other than cash;
 - (ii) no share or loan capital of the Company or any of its subsidiaries is under option or is agreed conditionally or unconditionally to be put under option;

- (iii) no commissions, discounts, brokerages or other special terms have been granted or agreed to be granted in connection with the issue or sale of any share or loan capital of the Company or any of its subsidiaries;
 - (iv) no commission has been paid or is payable for subscription, agreeing to subscribe, procuring subscription or agreeing to procure subscription of any share in the Company or any of its subsidiaries;
- (b) there are no founder, management or deferred shares nor any debentures in the Company or any of its subsidiaries;
- (c) none of the persons named in the sub-paragraph headed “Consents of experts” in this Appendix is interested beneficially or otherwise in any shares of any member of the Group or has any right or option (whether legally enforceable or not) to subscribe for or nominate persons to subscribe for any securities in any member of the Group;
- (d) the Directors confirm that there has been no material adverse change in the financial or trading position or prospects of the Group since 31 December 2008 (being the date to which the latest audited financial statements of the Group were made up);
- (e) there has not been any interruption in the business of the Group which may have or has had a significant effect on the financial position of the Group in the 12 months preceding the date of this prospectus;
- (f) the principal register of members of the Company will be maintained in the Cayman Islands by Butterfield Fulcrum Group (Cayman) Limited and a branch register of members of the Company will be maintained in Hong Kong by Tricor Investor Services Limited. Unless the Directors otherwise agree, all transfer and other documents of title of Shares must be lodged for registration with and registered by the Company’s share register in Hong Kong and may not be lodged in the Cayman Islands. All necessary arrangements have been made to enable the Shares to be admitted to CCASS;
- (g) no company within the Group is presently listed on any stock exchange or traded on any trading system;
- (h) the Directors have been advised that, under the Companies Law, the use of a Chinese name by the Company for identification purposes only does not contravene the Companies Law; and
- (i) the English text of this prospectus shall prevail over the Chinese text.

12. Bilingual Prospectus

The English language and Chinese language versions of this prospectus are being published separately in reliance upon the exemption provided by Section 4 of the Companies Ordinance (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong).