
SUBSTANTIAL SHAREHOLDERS

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So far as our Directors are aware, the following persons will, immediately following the completion of the Global Offering and the Capitalisation Issue and taking no account of any Shares which may be taken up under the Global Offering or which may be allotted and issued pursuant to the exercise of the Over-allotment Option or any Shares to be issued pursuant to the exercise of options which may be granted under the Share Option Scheme, have beneficial interests or short positions in any Shares or underlying Shares of our Company which would fall to be disclosed to our Company under the provisions of Divisions 2 and 3 of Part XV of the SFO:

Name	Long/Short position	Type of interest	Number of Shares (immediately after completion of the Global Offering but without taking into account the exercise of the Over-allotment Option)	Approximate percentage of shareholding in our Company (immediately after completion of the Global Offering but without taking into account the exercise of the Over-allotment Option)
Tiger Crown	Long position	Beneficial owner	97,104,000	20.23
	Long position	Other ⁽³⁾	97,104,000	20.23
Scenemay Holdings	Long position	Beneficial owner	97,104,000	20.23
	Long position	Other ⁽³⁾	97,104,000	20.23
Mr. Chan	Long position	Interest in a controlled corporation ⁽¹⁾	97,104,000	20.23
	Long position	Other ⁽³⁾	97,104,000	20.23
Mr. Li	Long position	Interest in a controlled corporation ⁽²⁾	97,104,000	20.23
	Long position	Other ⁽³⁾	97,104,000	20.23
Ms. Li	Long position	Interest in a controlled corporation ⁽²⁾	97,104,000	20.23
	Long position	Other ⁽³⁾	97,104,000	20.23
Mr. Ng	Long position	Beneficial owner	84,000,000	17.50
Mr. Leung	Long position	Beneficial owner	34,272,000	7.14
Mr. Wong	Long position	Beneficial owner	23,520,000	4.90

Notes:

- The entire issued share capital of Tiger Crown is owned by Mr. Chan. As Mr. Chan controls more than one-third of the voting power in general meetings of Tiger Crown, he is deemed to be interested in the 97,104,000 Shares which will be beneficially owned by Tiger Crown upon the Listing.

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2. The entire issued share capital of Scenemay Holdings is owned by Mr. Li and Ms. Li in equal shares. As each of Mr. Li and Ms. Li respectively controls more than one-third of the voting power in general meetings of Scenemay Holdings, each of Mr. Li and Ms. Li is deemed to be interested in the 97,104,000 Shares which will be beneficially owned by Scenemay Holdings upon the Listing.
3. Since Tiger Crown, Scenemay Holdings, Mr. Chan, Mr. Li and Ms. Li are regarded as a group of controlling shareholders acting in concert to exercise their voting right in our Company, pursuant to the provisions of the SFO, each of them is deemed to be interested in the 97,104,000 Shares beneficially or deemed to be owned by each other. Tiger Crown, Scenemay Holdings, Mr. Chan, Mr. Li and Ms. Li together are therefore interested in a total of 40.46% of the issued share capital of our Company upon completion of the Global Offering (assuming the Over-allotment Option is not exercised).

NON-DISPOSAL UNDERTAKINGS

Each of the Controlling Shareholders has, jointly and severally, undertaken with the Stock Exchange and us that each of them shall not and shall procure that the relevant registered holder(s) shall not, save as permitted under the Listing Rules:–

- (a) in the First Six-month Period, whether directly or indirectly, dispose of, or enter into any agreement to dispose of or otherwise create any options, rights, interests or encumbrances in respect of, any of the Shares in respect of which it or he or she is shown by this prospectus to be the beneficial owner(s); and
- (b) in the Second Six-month Period, dispose of, nor enter into any agreement to dispose of or otherwise create any options, rights, interests or encumbrances in respect of, any of the Shares in respect of which it or he or she is shown by this prospectus to be the beneficial owner(s), whether directly or indirectly, if, immediately following such disposal or upon the exercise or enforcement of such options, rights, interests or encumbrances, it or he or she ceases to be regarded as a Controlling Shareholder, i.e. they cease to control in aggregate at least 30% of the voting right at our general meetings.

Each of the Controlling Shareholders has, jointly and severally, undertaken with the Stock Exchange and us that within a period commencing from the Listing Date and ending on the date on which is the first anniversary of the Listing Date, he or she or it shall:

- (a) when he or she or it pledges or charges any of the securities of the Company beneficially owned or ultimately controlled by him or her or it in favour of an authorised institution (as defined under the Banking Ordinance (Chapter 155 of the Laws of Hong Kong)) for a bona fide commercial loan, immediately inform us of such pledge or charge together with the number of securities so pledged or charged; and
- (b) when he or she or it receives indications, either verbal or written, from the pledgee or chargee that any of the pledged or charged securities will be disposed of, immediately inform us in writing of such indications.

We will inform the Stock Exchange as soon as we have been informed of matters referred in above by any of the Controlling Shareholders and disclose such matters by way of announcement pursuant to the requirements under the Listing Rules as soon as possible.