### DIRECTORS' RESPONSIBILITY FOR THE CONTENTS OF THIS PROSPECTUS

This prospectus contains particulars given in compliance with the Companies Ordinance, the Securities and Futures (Stock Market Listing) Rules of Hong Kong and the Listing Rules for the purpose of giving information to the public with regard to us. Our Directors collectively and individually accept full responsibility for the accuracy of the information contained in this prospectus and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief, there are no other facts the omission of which would make any statement in this prospectus misleading.

We have not authorized anyone to provide any information or to make any representation not contained in this prospectus. You should not rely on any information or representation not contained in this prospectus as having been authorized by us, any Selling Shareholder, any Joint Sponsor, any Joint Global Coordinator, any Joint Bookrunner, any Joint Lead Manager, any Underwriter or any of their respective directors, agents, employees, advisors, or any other person or party involved in this Global Offering. Neither the delivery of this prospectus nor any offering, sale or delivery made in connection with our Shares should, under any circumstances, constitute a representation that there has been no change or development reasonably likely to involve a change in our affairs since the date of this prospectus or imply that the information contained in this prospectus is correct as of any date subsequent to the date of this prospectus.

#### UNDERWRITING

The Global Offering comprises the Hong Kong Public Offering of initially 161,494,000 Hong Kong Offer Shares and the International Offering of initially 1,453,441,000 International Offer Shares, subject, in each case, to reallocation on the basis as described in the section entitled "Structure of the Global Offering" in this prospectus and, in case of the International Offering, additionally to any exercise of the Over-allotment Option.

This prospectus is published solely in connection with the Hong Kong Public Offering. The Joint Sponsors are sponsoring the listing of our Shares on the Stock Exchange. The Hong Kong Public Offering is fully underwritten by the Hong Kong Underwriters on a conditional basis. One of the conditions is that we, the Selling Shareholders and the Joint Bookrunners on behalf of the Underwriters have agreed on the Offer Price. The International Offering will be fully underwritten by the International Underwriters under the terms of the International Underwriting Agreement.

We expect that the Offer Price will be fixed by agreement among us, the Selling Shareholders and the Joint Bookrunners on behalf of the Underwriters on the Price Determination Date, which is expected to be on or around October 29, 2009 and in any event no later than November 4, 2009. If, for any reason, we, the Selling Shareholders and the Joint Bookrunners on behalf of the Underwriters cannot agree on the Offer Price, the Global Offering will not proceed. For information about the Underwriters and the underwriting arrangements, see the section entitled "Underwriting" in this prospectus.

#### **RESTRICTIONS ON SALE OF THE OFFER SHARES**

We offer the Hong Kong Offer Shares solely on the basis of the information contained and representations made in this prospectus and the related Application Forms and on the terms and subject to the conditions contained in this prospectus and the Application Forms.

No action has been taken to permit a public offering of the Offer Shares or the distribution of this prospectus in any jurisdiction other than Hong Kong. Accordingly, this prospectus may not be used for the purpose of, and does not constitute, an offer or invitation in any jurisdiction or under any circumstance in which such an offer or invitation is not authorized or to any person to whom it is unlawful to make such an offer or invitation. The distribution of this prospectus and the offering and sale of the Offer Shares in any jurisdiction other than Hong Kong are subject to restrictions and prohibitions and may not be made except as permitted under the applicable securities laws of such jurisdiction pursuant to registrations with or authorizations by the relevant securities regulatory authorities or pursuant to an exemption therefrom.

### APPLICATION FOR LISTING ON THE STOCK EXCHANGE

We have applied to the Listing Committee of the Stock Exchange for the listing of, and permission to deal in, our Shares in issue and to be issued pursuant to the Global Offering as well as the Pre-IPO Share Option Scheme and the Share Option Scheme. We expect dealing in our Shares on the Stock Exchange to commence on November 5, 2009.

We are not seeking or proposing to seek a listing of, or permission to list, our Share or loan capital on any other stock exchange.

### **OUR SHARES WILL BE ELIGIBLE FOR ADMISSION INTO CCASS**

If the Stock Exchange grants the listing of, and permission to deal in, our Shares on the Stock Exchange and we comply with the stock admission requirements of HKSCC, our Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in our Shares on the Stock Exchange or any other date as determined by HKSCC.

Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second business day after the trading day. You should seek advice from your stockbroker or other professional advisors for details of such settlement arrangements as such arrangements will affect your rights and interests.

We have made all necessary arrangements for our Shares to be admitted into CCASS. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

### PROFESSIONAL TAX ADVICE RECOMMENDED

You should consult your professional advisors if you are in any doubt as to the taxation implications of subscription for, purchasing, holding or disposing of, and dealing in, our Shares (or exercising rights attaching to them) under the laws of Hong Kong and the place of your

operations, domicile, residence, citizenship or incorporation. We emphasize that none of the Joint Global Coordinators, Joint Bookrunners, Joint Sponsors, Joint Lead Managers, Underwriters, us, Selling Shareholders, any of our or their respective directors or any other person or party involved in the Global Offering accepts responsibility for your tax effects or liabilities resulting from your subscription for, purchase, holding or disposing of, or dealing in, our Shares or your exercise of any rights attaching to our Shares.

#### HONG KONG REGISTER OF MEMBERS AND STAMP DUTY

Our principal register of members will be maintained by our principal registrar, Butterfield Fulcrum Group (Cayman) Limited, in the Cayman Islands and our register of members will be maintained by our Hong Kong Share Registrar, Computershare Hong Kong Investor Services Limited. Dealings in our Shares registered on our Hong Kong register of members will be subject to Hong Kong stamp duty. Only Shares registered on our Hong Kong register of members of members may be traded on the Stock Exchange.

### OVER-ALLOTMENT AND STABILIZATION

Stabilization is a practice used by underwriters to facilitate the distribution of securities. To stabilize, the underwriters may bid for, or purchase, the newly issued securities in the secondary market during a specified period of time to retard and, if possible, prevent a decline in the initial public offering price of the securities.

In connection with the Global Offering, the Stabilizing Manager, or any person acting for it, on behalf of the Underwriters may over-allocate or effect transactions with a view to stabilizing or maintaining the market price of our Shares at a level higher than that which might otherwise prevail in the open market for a limited period after the Listing Date. Any market purchases will be effected in compliance with all applicable laws and regulatory requirements. However, there is no obligation on the Stabilizing Manager or any person acting for it to conduct any such stabilizing activity which, if commenced, may be terminated at the absolute discretion of the Stabilizing Manager or any person acting for it at any time. Any such stabilizing activity is required to be brought to an end on the 30th day after the earlier of the last day for lodging of applications under the Hong Kong Public Offering and the Listing Date. The number of Shares that may be over-allocated will not exceed the number of Shares that may be sold upon exercise of the Over-allotment Option, being 242,240,000 Shares in aggregate, which is approximately 15% of the number of Offer Shares initially available under the Global Offering.

Stabilizing actions permitted in Hong Kong pursuant to the Securities and Futures (Price Stabilizing) Rules include:

- over-allocation for the purpose of preventing or minimizing any reduction in the market price;
- selling or agreeing to sell Shares so as to establish a short position in them for the purpose of preventing or minimizing any reduction in the market price;

- subscribing, or agreeing to subscribe, for Shares pursuant to the Over-allotment Option in order to close out any position established as a result of over-allocation or short position described above;
- purchasing, or agreeing to purchase, Shares for the sole purpose of preventing or minimizing any reduction in the market price;
- selling Shares to liquidate a long position held as a result of those purchases; and
- offering or attempting to do anything described in the 2nd, 3rd, 4th and 5th actions above.

As a result of effecting transactions to stabilize or maintain the market price of our Shares, the Stabilizing Manager or any person acting for it may maintain a long position in our Shares. The size of the long position and the period for which the Stabilizing Manager or any person acting for it will maintain the long position is at the discretion of the Stabilizing Manager and is uncertain. In the event that the Stabilizing Manager or any person acting for it liquidates its long position by making sales in the open market, this may lead to a decline in the market price of our Shares.

Stabilizing action by the Stabilizing Manager or any person acting for it is not permitted to support the price of our Shares for a period longer than the stabilizing period, which begins on the Listing Date on which trading of our Shares first commences on the Stock Exchange and ends on the 30th day after the earlier of the last day for lodging of applications under the Hong Kong Public Offering and the Listing Date. Therefore, the stabilizing period is expected to end on or before November 27, 2009. As a result, demand for our Shares and their market price may fall after the end of the stabilizing period.

We will ensure or procure that a public announcement in compliance with the Securities and Futures (Price Stabilizing) Rules be made within seven days of the expiration of the stabilizing period.

Any stabilizing action taken by the Stabilizing Manager or any person acting for it may not necessarily result in the market price of our Shares staying at or above the Offer Price either during or after the stabilizing period. Bids for or market purchases of our Shares by the Stabilizing Manager or any person acting for it may be made at a price at or below the Offer Price and therefore at or below the price paid by you for our Shares.

### PROCEDURE FOR APPLICATION FOR HONG KONG OFFER SHARES

You may find the application procedures for our Hong Kong Offer Shares in the section entitled "How to Apply for Hong Kong Offer Shares" in this prospectus and on the relevant Application Forms.

### STRUCTURE OF THE GLOBAL OFFERING

You may find details of the structure of the Global Offering, including its conditions, in the section entitled "Structure of the Global Offering" in this prospectus.

### EXCHANGE RATE CONVERSION

For exchange rate translations throughout this prospectus, unless otherwise specified, we have used the PBOC Rates of HK\$1.00 and US\$1.00 equaling RMB 0.88 and RMB 6.83, respectively, each being the PBOC Rate on the Latest Practicable Date. All translations from H.K. dollars into U.S. dollars were made at the rate of US\$1.00 to HK\$7.75. We make no representations and none should be construed as being made, that any of the Renminbi, H.K. dollar or U.S. dollar amounts contained in this prospectus could have been or could be converted into amounts of any other currency at any particular rate or at all on such date or any other date.

### ROUNDING

Any discrepancies in any table between totals and sums of amounts listed in the table are due to rounding.