

SHARE CAPITAL

The following is a description of our authorized share capital and our share capital in issue and to be issued as fully paid or credited as fully paid immediately before and after completion of the Global Offering (without taking into account any Shares that may be issued pursuant to the Pre-IPO Share Option Scheme and the Share Option Scheme):

	US\$
Authorized share capital	
<u>100,000,000,000</u> Shares of US\$0.01 each.	<u>1,000,000,000.00</u>
Issued share capital	
<u>2,774,104,266</u> Shares in issue as of the date of this prospectus .	<u>27,741,042.66</u>
Shares to be issued	
11,220,895,734 Shares to be issued pursuant to the Capitalization Issue	112,208,957.34
<u>1,005,000,000</u> Shares to be issued pursuant to the Global Offering	<u>10,050,000.00</u>
Total share capital issued and to be issued	
<u>15,000,000,000</u> Shares	<u>150,000,000.00</u>

The above table assumes the Global Offering becomes unconditional and is completed. Our Directors have a general mandate to issue additional Shares as described below.

Other than this Global Offering, we do not propose to carry out a public or private issue or to place securities simultaneously with the Global Offering or within the next six months other than the issue of Shares upon the exercise of options granted under the Pre-IPO Share Option Scheme and the Share Option Scheme. We have not approved any Share issue plan other than the Global Offering and the issue of Shares upon the exercise of options granted under the Pre-IPO Share Option Scheme and the Share Option Scheme.

We have given certain undertakings in respect of the issue of our Shares and other securities. See the section entitled “Underwriting — Undertakings Given to the Stock Exchange Pursuant to the Listing Rules” and “— Undertakings Pursuant to the Hong Kong Underwriting Agreement” in this prospectus.

RANKING

The Offer Shares will rank equally with all our Shares now in issue or to be issued and will qualify for all dividends, income and other distributions and any other rights and benefits attaching or accruing to our Shares upon the completion of the Global Offering.

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GENERAL MANDATE TO ISSUE SHARES

Assuming the Global Offering becomes unconditional, our Directors have been granted a general mandate to allot, issue and deal with Shares with a total nominal value of not more than the sum of:

- 20% of the total nominal amount of our share capital in issue immediately following the completion of the Global Offering; and
- the total nominal amount of our share capital repurchased by us under the mandate as mentioned in “— General Mandate to Repurchase Shares” below.

The general mandate is in addition to the powers of our Directors to allot, issue or deal with Shares under any rights issue, scrip dividend scheme or similar arrangement providing for the allotment and issue of Shares in lieu of the whole or part of a dividend in accordance with our Memorandum and Articles of Association, or pursuant to the exercise of any subscription rights attached to any warrants which may be issued by us from time to time, or upon the exercise of the options granted under the Pre-IPO Share Option Scheme and the Share Option Scheme. The general mandate does not include any Shares that may be issued upon the exercise of the options granted under the Pre-IPO Share Option Scheme and the Share Option Scheme.

This general mandate will expire:

- at the end of our next annual general meeting; or
- at the end of the period within which we are required by any applicable laws or our Memorandum and Articles of Association to hold our next annual general meeting; or
- when varied or revoked by an ordinary resolution of our shareholders in a general meeting,

whichever is the earliest.

You may find further information relating to this general mandate in “Appendix VIII — Statutory and General Information — A. Further Information About Our company — Written resolutions of all our shareholders ” in this prospectus.

GENERAL MANDATE TO REPURCHASE SHARES

Assuming the Global Offering becomes unconditional, our Directors have been granted a general mandate to exercise all the powers of our company to repurchase Shares with a total nominal value of not more than 10% of the total nominal amount of our share capital in issue immediately following the completion of the Global Offering. The general mandate does not include any Shares that may be issued upon the exercise of the options granted under the Pre-IPO Share Option Scheme or the Share Option Scheme.

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This general mandate only relates to repurchases made on the Stock Exchange or on any other stock exchange on which the Shares are listed (and which is recognized by the SFC and the Stock Exchange for this purpose) each in accordance with the Listing Rules. A summary of the relevant Listing Rules is set out in “Appendix VIII — Statutory and General Information — A. Further Information About Our Company — 6. Repurchase of our Shares” in this prospectus.

This general mandate will expire:

- at the end of our next annual general meeting; or
- at the end of the period within which we are required by any applicable laws or our Memorandum and Articles of Association to hold our next annual general meeting; or
- when varied or revoked by an ordinary resolution of our shareholders in a general meeting,

whichever is the earliest.

PRE-IPO SHARE OPTION SCHEME AND SHARE OPTION SCHEME

On October 14, 2009, we conditionally adopted the Pre-IPO Share Option Scheme and the Share Option Scheme. Summaries of the principal terms of each of the Pre-IPO Share Option Scheme and the Share Option Scheme are set out in “Appendix VIII — Statutory and General Information — D. Other Information — 2. Pre-IPO Share Option Scheme” and “— 1. Share Option Scheme” in this prospectus.