
REORGANISATION

INTRODUCTION

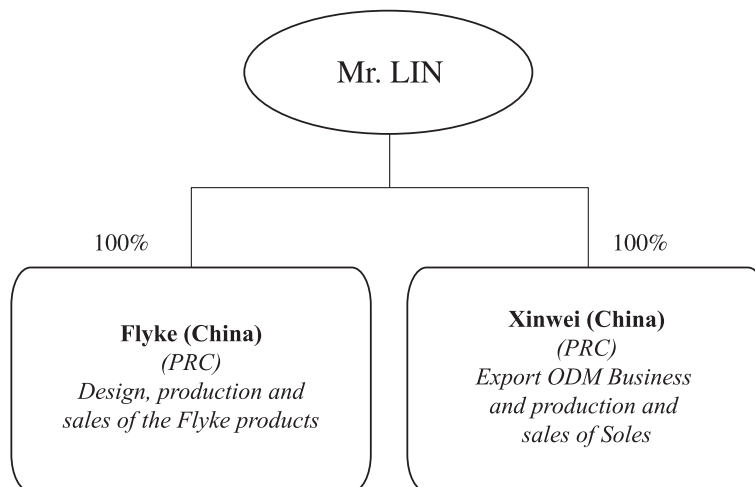
In contemplation of the Listing, members of our Group have undergone certain restructuring steps whereby a coherent corporate structure of our Group has been established which is suitable for listing on the Main Board. The Reorganisation involved the following principal steps:—

- establishment of our Company, Super Creation, Win Eagle, Flyke (Hong Kong) and Xinwei (Hong Kong)
- acquisition of the entire equity interest in Flyke (China) and Xinwei (China) by Flyke (Hong Kong) and Xinwei (Hong Kong), respectively
- transfer of shares in Flyke (Hong Kong) and Xinwei (Hong Kong) by Mr. LIN to Win Eagle

Following completion of the above Reorganisation steps, our Company adopted the Share Option Scheme on 24 February 2010. The Trust Scheme was established on 5 March 2010.

Upon the commencement of the Track Record Period, both Flyke (China) and Xinwei (China) were wholly-owned by Mr. LIN. Flyke (China) and Xinwei (China) were the principal operating entities of our Group throughout the Track Record Period.

The following diagram illustrates our shareholding and corporate structure as of 1 January 2006, being the date of commencement of the Track Record Period:—



REORGANISATION

DETAILED PROCEDURES

For the purpose of the Listing, the following Reorganisation steps have been implemented:—

Establishment of our Company, Super Creation, Win Eagle, Flyke (Hong Kong) and Xinwei (Hong Kong)

On 8 February 2008, Super Creation was incorporated and was wholly-owned by Mr. LIN.

On 14 March 2008, Win Eagle was incorporated and one share was issued and allotted to Mr. LIN.

On 21 April 2008, our Company was incorporated and one Share was allotted and issued to Company Secretaries Ltd. This Share was transferred to Super Creation on 21 April 2008. Upon the incorporation of our Company, Mr. LIN transferred his one share in Win Eagle to our Company and thus Win Eagle became a wholly-owned subsidiary of our Company.

On 16 April 2008, Flyke (Hong Kong) and Xinwei (Hong Kong) were incorporated as wholly-owned subsidiaries of Win Eagle.

Acquisition of the entire equity interest in Flyke (China) and Xinwei (China) by Flyke (Hong Kong) and Xinwei (Hong Kong), respectively

On 28 July 2009, Mr. LIN and Flyke (Hong Kong) entered into the Flyke Acquisition Agreement pursuant to which Mr. LIN transferred the entire equity interest in Flyke (China) to Flyke (Hong Kong) in consideration of the allotment and issue of 9,999 new shares by Flyke (Hong Kong) to Mr. LIN holding on trust for Win Eagle, as evidenced in a trust deed dated 14 September 2009.

On 28 July 2009, Mr. LIN and Xinwei (Hong Kong) entered into the Xinwei Acquisition Agreement pursuant to which Mr. LIN transferred the entire equity interest in Xinwei (China) to Xinwei (Hong Kong) in consideration of the allotment and issue of 9,999 new shares by Xinwei (Hong Kong) to Mr. LIN holding on trust for Win Eagle, as evidenced in a trust deed dated 14 September 2009.

Transfer of shares in Flyke (Hong Kong) and Xinwei (Hong Kong) by Mr. LIN to Win Eagle

On 22 December 2009, Mr. LIN transferred 9,999 shares in Flyke (Hong Kong) and 9,999 shares in Xinwei (Hong Kong) to Win Eagle for nil consideration. Following completion of these transfers, Flyke (China) and Xinwei (China) became wholly-owned subsidiaries of our Company.

SHARE OPTION SCHEME AND TRUST SCHEME

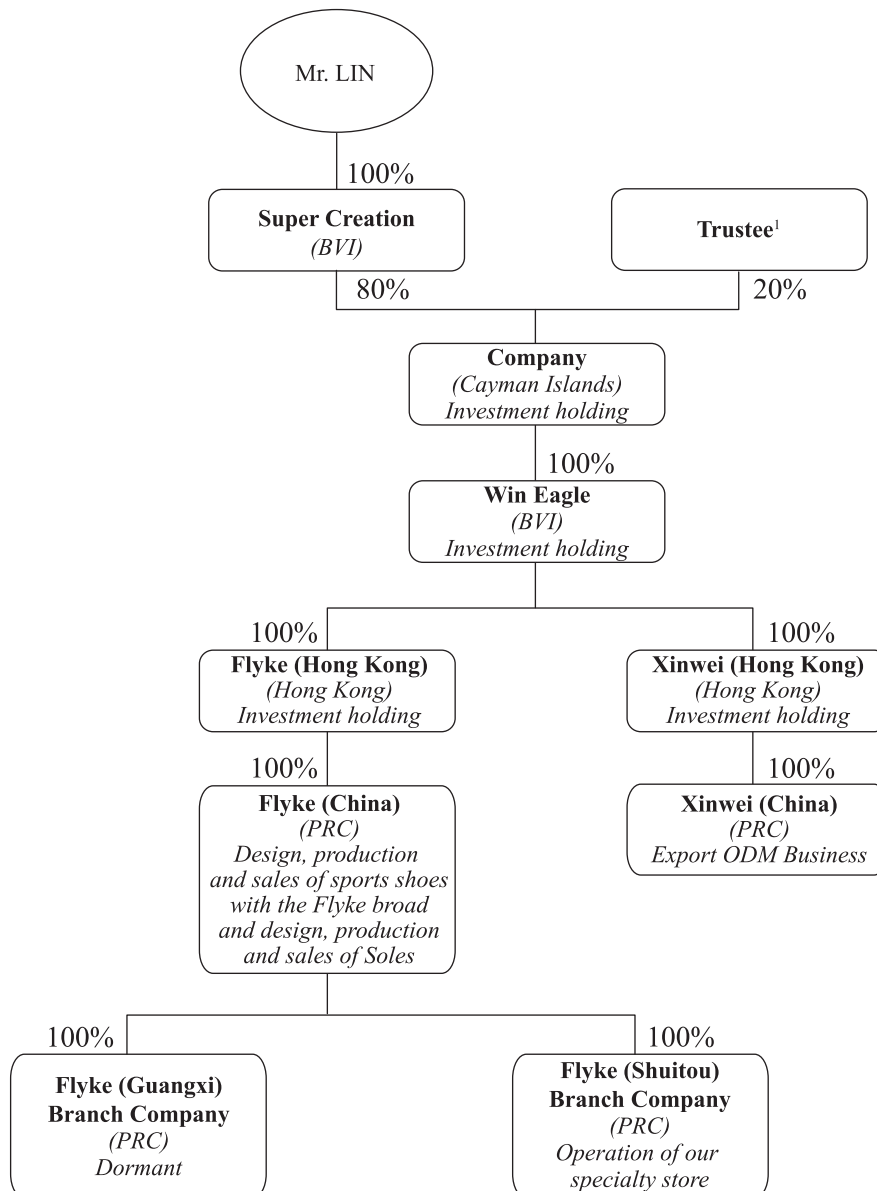
On 24 February 2010, our Company adopted, conditionally, the Share Option Scheme. A summary of the principal terms of the Share Option Scheme is set forth in the section headed “Share Option Scheme” in Appendix VI to this prospectus.

REORGANISATION

On 5 March 2010, the Trust Scheme was established whereby Super Creation transferred 200,000 Shares to the Trustee for nominal consideration settled by the participants of the Trust Scheme to Super Creation directly. Further information on the Trust Scheme is set forth in section headed “Further Information About our Directors and Substantial Shareholders — 5. Trust Scheme” in Appendix VI to this prospectus.

OUR SHAREHOLDING AND CORPORATE STRUCTURE AS OF THE LATEST PRACTICABLE DATE AND IMMEDIATELY AFTER COMPLETION OF THE GLOBAL OFFERING

The diagram below illustrates our shareholding and corporate structure as of the Latest Practicable Date:—

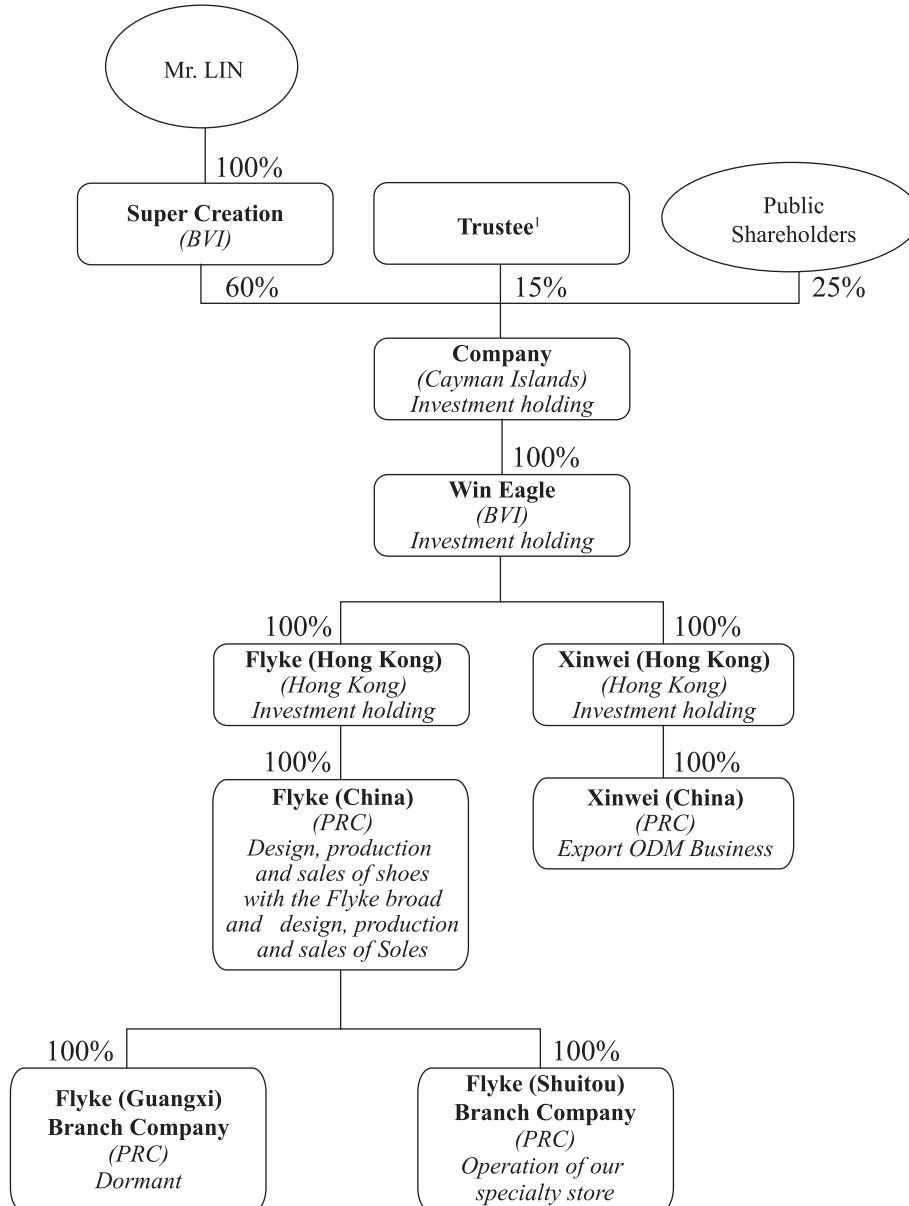


REORGANISATION

Note:—

- The Trustee holds the Shares for the benefit of Mr. LIN Mingxu and Mr. LIN Wenzu in equal shares.

The diagram below illustrates our shareholding and corporate structure following completion of the Capitalisation Issue and the Global Offering assuming that the Over-allotment Option is not exercised and that no Shares have been issued pursuant to the exercise of any option which may be granted under the Share Option Scheme:—



REORGANISATION

Note:—

1. The Trustee holds the Shares for the benefit of Mr. LIN Mingxu and Mr. LIN Wenzu in equal shares.

If the Over-allotment Option is exercised in full, the shareholding percentage of our public Shareholders will increase to approximately 27.7% and shareholding percentage of Super Creation and the Trustee will decrease to approximately 72.3%.