

## SHARE CAPITAL

The table below sets out the share capital issued and to be issued fully paid or credited as fully paid, as of the date of his prospectus and immediately after the completion of the Global Offering:

<i>Authorized capital:</i>		<i>HK\$</i>
<u>2,000,000,000</u>	Shares	<u>2,000,000</u>
 <i>Shares issued and to be issued, fully-paid or credited as fully-paid:</i>		
100,000,000	Shares in issue as at the Latest Practicable Date	100,000
500,000,000	Shares to be issued pursuant to the Capitalization Issue	500,000
200,000,000	New Shares to be issued pursuant to the Global Offering	200,000
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<i>Total:</i>		
<u>800,000,000</u>	Shares	<u>800,000</u>

### ASSUMPTION

The above table assumes that the Global Offering becomes unconditional.

It does not take into account any Shares which may be allotted and issued pursuant to the exercise of the options which may be granted under the Share Option Scheme or any Shares which may be allotted and issued or repurchased by the Company pursuant to the General Mandate given to the Directors to allot and issue or repurchase Shares as referred below.

### RANKING

The Offer Shares and the Shares that may be issued pursuant to the Over-allotment Option rank pari passu with all existing Shares in issue on the date of the allotment and issue of such shares, and in particular will be entitled to all dividends or other distributions declared, made or paid after the date of this prospectus save for any entitlement to the Capitalization Issue.

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### SHARE OPTION SCHEME

The Company has conditionally adopted the Share Option Scheme on 8 April 2010. Under the Share Option Scheme, the eligible participants of the scheme, including directors, full-time employees of and advisers and consultants to the Company or its subsidiaries may be granted options which entitle them to subscribe for Shares, when aggregated with options granted under any other scheme, representing initially not more than 10% of the Shares in issue immediately upon commencement of dealings of Shares on the Listing Date. Options which have lapsed in accordance with the Share Option Scheme shall not be counted in calculating the 10% limit. This limit may be renewed from time to time as described in Appendix V to this prospectus. The Share Option Scheme also contains limits as to the number of Shares which (i) may be issued upon the exercise of all outstanding options granted and yet to be exercised under the Share Option Scheme and any other scheme; (ii) may be subject to options granted to individual participants; and (iii) may be subject to options granted to the Directors, chief executive or substantial shareholders of the Company or any of their respective associates. Further details of the terms of the Share Option Scheme, including those matters referred to above are set out in the paragraph headed "Share Option Scheme" in Appendix V to this prospectus.

### ISSUING MANDATE

The Directors have been granted a general unconditional mandate to allot, issue and deal with Shares with an aggregate nominal value of not more than the sum of:

- (a) 20% of the aggregate nominal value of the share capital of the Company in issue, excluding the Shares which may be issued pursuant to the Over-allotment Option, immediately following completion of the Global Offering; and
- (b) the aggregate nominal value of share capital of the Company repurchased by the Company, if any, under the general mandate to repurchase Shares referred to below. The allotment and issue of Shares under a rights issue, scrip dividend scheme or similar arrangement, or of options which may be granted under the Share Option Scheme do not generally require the approval of the Shareholders of the Company in general meeting and the aggregate nominal value of the Shares which the Directors are authorized allot and issue under this mandate will not be reduced by the allotment and issue of such Shares.

This mandate will expire at the earliest of:

- the conclusion of the Company's next annual general meeting; or
- the expiration of the period within which the Company is required by law or the Articles of Association to hold its next annual general meeting; or
- when varied, revoked or renewed by an ordinary resolution of the Shareholders in general meeting.

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For further details of the Issuing Mandate, please refer to the paragraph headed “Written Resolutions of all the shareholders of the Company passed on 8 April 2010” in Appendix V to this prospectus.

### REPURCHASE MANDATE

The Directors have been granted a general unconditional mandate to exercise all the powers of the Company to repurchase Shares with an aggregate nominal value of not more than 10% of the aggregate nominal amount of the share capital of the Company in issue following the completion of the Global Offering (excluding Shares which may to be issued pursuant to the Over-allotment Option).

This mandate only relates to repurchases made on the Hong Kong Stock Exchange, or any other stock exchange on which the Shares are listed (and which is recognized by the SFC in Hong Kong and the Hong Kong Stock Exchange for this purpose), and which are made in accordance with all applicable laws and requirements of the Listing Rules. Further information required by the Hong Kong Stock Exchange to be included in this prospectus regarding the repurchase of Shares is set out in the paragraph headed “Repurchase by the Company of its own securities” in Appendix V to this prospectus.

This mandate will expire at the earliest of:

- the conclusion of the Company’s next annual general meeting; or
- the expiration of the period within which the Company is required by law or the Articles of Association to hold its next annual general meeting; or
- when varied, revoked or renewed by an ordinary resolution of the Shareholders in general meeting.

For further details of the Repurchase Mandate, please refer to the paragraph headed “Repurchase by the Company of its own securities” in Appendix V to this prospectus.