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## SHARE CAPITAL

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HK\$

*Authorised share capital:*

<u>3,000,000,000</u>	Shares of HK\$0.10 each	<u>300,000,000</u>
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*Issued and to be issued, fully paid or credited as fully paid*

2,000,000	Shares in issue at the date of this prospectus	200,000
898,000,000	Shares to be issued pursuant to the Capitalisation Issue	89,800,000
300,000,000	Shares to be issued pursuant to the New Issue (excluding any Shares which may be issued under the Over-allotment Option)	30,000,000
<u>1,200,000,000</u>	Shares	<u>120,000,000</u>

### ASSUMPTIONS

The table above assumes the Global Offering has become unconditional and the issue of Shares pursuant thereto is made as described herein. It takes no account of any Shares which may be allotted and issued under the Over-allotment Option or upon the exercise of options which may be granted under the Share Option Scheme or of any Shares which may be allotted and issued or repurchased by our Company under the general mandates for the allotment and issue or repurchase of Shares granted to our Directors as referred to below or otherwise.

### RANKING

The Offer Shares and the Shares which may be issued under the Over-allotment Option or upon the exercise of any options which may be granted under the Share Option Scheme will rank equally with all of the Shares now in issue or to be issued, and will qualify for all dividends or other distributions declared, made or paid on the Shares after the date of this prospectus except for the Capitalisation Issue.

### SHARE OPTION SCHEME

Our Company has conditionally adopted the Share Option Scheme. A summary of the principal terms of the Share Option Scheme is set out in the paragraph headed "Share Option Scheme" in Appendix VI to this prospectus.

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### GENERAL MANDATE TO ISSUE SHARES

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

- i. 20% of the aggregate nominal amount of our share capital in issue immediately following completion of the Global Offering and the Capitalisation Issue but excluding any Shares that may be issued pursuant to the exercise of the Over-allotment Option; and
- ii. the nominal amount of our share capital repurchased by our Company (if any) pursuant to the repurchase mandate (as referred to below).

Our Directors may, in addition to the Shares which they are authorised to issue under this mandate, allot, issue and deal in the Shares pursuant to a rights issue, scrip dividend scheme or similar arrangements providing for allotment of Shares in lieu of the whole or in part of any dividend in accordance with the Articles, or pursuant to the exercise of any options that may be granted under the Share Option Scheme, or under the Global Offering or the Capitalisation Issue or upon the exercise of the Over-allotment Option.

This mandate will expire:

- at the conclusion of our next annual general meeting;
- on the date by which our next annual general meeting is required by the Articles or any applicable laws to be held; or
- when the authority given to our Directors is revoked or varied by an ordinary resolution of our Shareholders in general meeting,

whichever is the earliest.

For further details of this general mandate, see the sub-paragraph headed “Resolutions in writing of all Shareholders passed on 7 June 2010” in the paragraph headed “Further information about our Company and our subsidiaries” in Appendix VI to this prospectus.

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### GENERAL MANDATE TO REPURCHASE SHARES

Upon the Global Offering becoming unconditional, our Directors have been granted a general unconditional mandate to exercise all the powers of our Company to repurchase Shares with a total nominal amount of not more than 10% of the total nominal amount of the our share capital in issue immediately following completion of the Global Offering and the Capitalisation Issue but excluding any Shares that may be issued pursuant to the exercise of the Over-allotment Option. This 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 recognised by the SFC and the Stock Exchange for this purpose), and which are in accordance with the Listing Rules. A summary of the relevant Listing Rules is set out in the sub-paragraph headed “Repurchase by our Company of our own securities” in the paragraph headed “Further information about our Company and our subsidiaries” in Appendix VI to this prospectus.

This mandate will expire:

- at the conclusion of our next annual general meeting;
- on the date by which our next annual general meeting is required by the Articles or any applicable laws to be held; or
- when the authority given to our Directors is revoked or varied by an ordinary resolution of our Shareholders in general meeting;

whichever is the earliest.

For further details of this general mandate, see the sub-paragraph headed “Resolutions in writing of all Shareholders passed on 7 June 2010” in the paragraph headed “Further information about our Company and our subsidiaries” in Appendix VI to this prospectus.