

SHARE CAPITAL

The authorised and issued share capital of our Company is as follows:

Authorised Share Capital

	Authorised share capital (HK\$)
5,000,000,000 Shares	500,000,000

Share Capital upon completion of the Global Offering

Assuming the Over-allotment Option is not exercised, the share capital of our Company immediately following the conversion of the convertible preference shares in Sure Capital (“**Convertible Preference Shares**”) into Shares, the Global Offering and the Capitalisation Issue will be as follows:

	<i>HK\$</i>	Approximate percentage of issued share capital (%)
136,470 Shares in issue at the date of this prospectus	13,647	0.014%
18,000 Shares to be issued upon conversion of the Convertible Preference Shares	1,800	0.002%
756,748,530 Shares to be issued pursuant to the Capitalisation Issue ^(Note)	75,674,853	74.977%
252,400,000 Shares to be issued in the Global Offering	25,240,000	25.007%
Total	100,930,300	100%

Assuming the Over-allotment Option is exercised in full, the share capital of our Company immediately following the conversion of the Convertible Preference Shares into Shares, the Global Offering and the Capitalisation Issue will be as follows:

	<i>HK\$</i>	Approximate percentage of issued share capital (%)
136,470 Shares in issue at the date of this prospectus	13,647	0.013%
18,000 Shares to be issued upon conversion of the Convertible Preference Shares	1,800	0.002%
756,748,530 Shares to be issued pursuant to the Capitalisation Issue ^(Note)	75,674,853	72.267%
290,260,000 Shares to be issued in the Global Offering	29,026,000	27.719%
Total	104,716,300	100%

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Note: Pursuant to the resolutions in writing of our Shareholders passed on 24 August 2010, our Directors were authorised to capitalise the amount of HK\$75,674,853 standing to the credit of the share premium account of our Company as a result of the Global Offering and apply such sum in paying up in full at par 756,748,530 Shares for allotment and issue to the persons whose names appear on the register of our Company immediately after (i) completion of the redemption of Convertible Preference Shares by Sure Capital and the issue and allotment of new Shares to the Preference Shares Investors; and (ii) the transfer of 1,080 Shares to the Ordinary Shares Investors by Sure Capital in accordance with the anti-dilution provisions contained in the agreement for subscription of ordinary Shares in our Company; but immediately before the issue and allotment of new Shares to subscribers pursuant to the Global Offering (or as they may direct) in proportion to its/their then existing shareholdings in our Company.

Assumptions

The above tables assume that the Global Offering and the Capitalisation Issue have become unconditional. It takes no account of (a) any Shares which may be issued under the general mandate given to our Directors for the allotment and issue of Shares (see the section headed “Further information about our Company” as set out in Appendix VII to this prospectus); or (b) any Shares which may be repurchased by our Company pursuant to the Repurchase Mandate (see the section headed “Further information about our Company” as set out in Appendix VII to this prospectus); or (c) any Shares which may be issued pursuant to the exercise of any options which may be granted under the Share Option Scheme.

Ranking

The Offer Shares, including the Shares issuable pursuant to the Over-allotment Option, will rank *pari passu* in all respects with all other Shares in issue as mentioned in this prospectus, and in particular, will rank in full for all dividends and other distributions hereafter declared, paid or made on the Shares on or after the date on which they are issued save with respect to entitlements under the Capitalisation Issue.

SHARE OPTION SCHEME

Our Company has conditionally adopted the Share Option Scheme, the principal terms of which are set out in the section headed “Statutory and general information – Other information – Share Option Scheme” in Appendix VII to this prospectus.

GENERAL MANDATE TO ISSUE SHARES

Subject to the Global Offering becomes unconditional, our Directors have been granted a general unconditional mandate to allot, issue and deal with Shares of our Company (otherwise than pursuant to, or in consequence of the Global Offering, a rights issue or pursuant to the exercise of options which may be granted under the Share Option Scheme, any scrip dividend scheme or similar arrangement, or any adjustment of rights to subscribe for Shares under options or warrants or a special authority granted by our Shareholders), with an aggregate nominal value of not more than the sum of:

- (i) 20% of the aggregate nominal value of our issued share capital immediately following completion of the Global Offering and the Capitalisation Issue (excluding Shares which may be issued upon the exercise of the Over-allotment Option or pursuant to any options which may be granted under the Share Option Scheme); and
- (ii) the aggregate nominal value of our issued share capital repurchased by us (if any) pursuant to the Repurchase Mandate.

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This general mandate to issue Shares will expire:

- at the conclusion of our Company's next annual general meeting;
- upon expiration of the period within which we are required by law or our Articles to hold our next annual general meeting; or
- at the time when such mandate is varied or revoked by an ordinary resolution of our Shareholders in a general meeting,

whichever is the earliest.

Please refer to the section headed "Further information about our Company – Resolutions in writing of our Shareholders passed on 24 August 2010" as set out in Appendix VII to this prospectus for further details on this general mandate.

REPURCHASE MANDATE

Subject to the Global Offering becoming unconditional, our Directors have been granted the Repurchase Mandate, which is a general unconditional mandate to exercise all powers of our Company to repurchase Shares with an aggregate nominal value of not more than 10% of the aggregate nominal value of our issued share capital immediately following completion of the Global Offering and the Capitalisation Issue (excluding Shares that may be issued upon the exercise of the Over-allotment Option or pursuant to any options which may be granted under the Share Option Scheme).

This Repurchase Mandate only relates to repurchases made on the Stock Exchange or any other stock exchange on which the Shares may be listed (and which is recognised by the SFC and the Stock Exchange for this purpose), and which are in accordance with all applicable laws and the Listing Rules.

This Repurchase Mandate will expire:

- at the conclusion of our Company's next annual general meeting;
- upon expiration of the period within which we are required by law or our Articles to hold our next annual general meeting; or
- at the time when such mandate is varied or revoked by an ordinary resolution of our Shareholders in a general meeting,

whichever is the earliest.

Please refer to the section headed "Further information about our Company – Repurchase by our Company of its own securities" as set out in Appendix VII to this prospectus for further details on this Repurchase Mandate.