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## SHARE CAPITAL

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Assuming the Over-allotment Option is not exercised at all, our Company's issued share capital immediately following the Global Offering and the Capitalization Issue will be as follows:

		<u>HK\$</u>	
<b>Authorized share capital:</b>			
200,000,000,000	Shares	100,000,000	
<b>Issued and to be issued, fully paid or credited as fully paid upon completion of the Global Offering and the Capitalization Issue:</b>			
<u>(Shares)</u>		<u>HK\$</u>	<u>Approximate percentage of issued share capital (%)</u>
200,000	Shares in issue as of the date of this prospectus	100	0.01
1,499,800,000	Shares to be issued under the Capitalization Issue	749,900	74.99
500,000,000	Shares to be issued under the Global Offering	250,000	25.00
<u>2,000,000,000</u>	<b>Total</b>	<u>1,000,000</u>	<u>100.00</u>

Assuming the Over-allotment Option is exercised in full, our Company's issued share capital immediately following the Global Offering and the Capitalization Issue will be as follows:

		<u>HK\$</u>	
<b>Authorized share capital:</b>			
200,000,000,000	Shares	100,000,000	
<b>Issued and to be issued, fully paid or credited as fully paid upon completion of the Global Offering and the Capitalization Issue:</b>			
<u>(Shares)</u>		<u>HK\$</u>	<u>Approximate percentage of issued share capital (%)</u>
200,000	Shares in issue as of the date of this prospectus	100	0.01
1,499,800,000	Shares to be issued under the Capitalization Issue	749,900	72.28
500,000,000	Shares to be issued under the Global Offering	250,000	24.10
75,000,000	Shares to be issued upon exercise of the Over-allotment Option in full	37,500	3.61
<u>2,075,000,000</u>	<b>Total</b>	<u>1,037,500</u>	<u>100.00</u>

*Note:*

(1) The Shares referred to in the above table have been or will be fully paid or credited as fully paid when issued.

### Ranking

The Offer Shares are ordinary shares in the share capital of our Company and will rank equally in all respects with all Shares in issue or to be issued as set out in the above table, and will qualify and

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## SHARE CAPITAL

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rank in full for all dividends or other distributions declared, made or paid after the date of this prospectus, save for the entitlement under the Capitalization Issue.

### **The Share Option Scheme**

We have conditionally adopted the Share Option Scheme. The principal terms of the Share Option Scheme are summarized in the sections headed “Share Option Scheme” in Appendix VI to this prospectus.

### **General mandate to issue Shares**

Our 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:

- (i) 20% of the aggregate nominal value of the share capital of our Company in issue immediately or to be issued following completion of the Global Offering and the Capitalization Issue but before any exercise of the Over-allotment Option; and
- (ii) the aggregate nominal value of share capital of our Company repurchased by our Company (if any) under the general mandate to repurchase Shares referred to below.

This mandate will expire at the earliest of:

- (i) the conclusion of our next annual general meeting, unless renewed by an ordinary resolution of our shareholders in a general meeting, either unconditionally or subject to conditions;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by Articles of Association or any applicable law of the Cayman Islands to be held; or
- (iii) the passing of an ordinary resolution by the shareholders in general meeting of the Company varying or revoking the said mandate.

For further details of this general mandate, see the paragraph headed “Written resolutions of our Shareholders passed on September 8, 2010” in Appendix VI to this prospectus.

### **General mandate to repurchase Shares**

Our Directors have been granted a general unconditional mandate to exercise all the powers of our Company to repurchase on the Stock Exchange, or on any other stock exchange on which the securities of our Company may be listed and which is recognized by the SFC and the Stock Exchange for this purpose, such number of Shares with an aggregate nominal value not exceeding 10% of the aggregate nominal amount of the share capital of our Company in issue or to be issued immediately following completion of the Global Offering and the Capitalization Issue but before the exercise of the Over-allotment Option.

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This mandate only relates to repurchases made on the Stock Exchange, or any other approved stock exchange(s) on which the Shares are listed (and which is recognized by the SFC and the Stock Exchange for this purpose), and which are made in accordance with all applicable laws and/or requirements of the Listing Rules. A summary of the relevant Listing Rules is set out in the paragraph headed “Repurchase of our shares” in Appendix VI to this prospectus.

This mandate will expire at the earliest of:

- (i) the conclusion of our next annual general meeting, unless renewed by an ordinary resolution of our shareholders in a general meeting, either unconditionally or subject to conditions;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by Articles of Association or any applicable law of the Cayman Islands to be held; or
- (iii) the passing of an ordinary resolution by the shareholders in general meeting of the Company varying or revoking the said mandate.

For further details of this repurchase mandate, see the paragraph headed “Written resolutions of our Shareholders passed on September 8, 2010” in Appendix VI to this prospectus.