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## CORNERSTONE INVESTORS

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### THE CORNERSTONE PLACING

In September 2010, we and the Joint Bookrunners entered into cornerstone investment agreements with three cornerstone investors (the “Cornerstone Investors” and each a “Cornerstone Investor”) which have agreed to subscribe, at the Offer Price, for such number of Offer Shares that may be purchased with an aggregate amount of US\$65 million (the “Cornerstone Placing”). Assuming an Offer Price of HK\$3.98 (being the higher end of the stated Offer Price range), the total number of Shares to be subscribed for by the Cornerstone Investors would be approximately 126,808,000 Shares, which represent approximately (i) 4.2% of the Shares issued and outstanding upon completion of the Capitalization Issue and the Global Offering and (ii) 16.9% of the Offer Shares, in each case assuming that the Over-allotment Option is not exercised and without taking into account any Shares which may be allotted and issued upon the exercise of the Pre-IPO Share Options or the Trustee Option. Assuming an Offer Price of HK\$3.18 (being the lower end of the stated Offer Price range), the total number of Shares to be subscribed for by the Cornerstone Investors would be approximately 158,708,000 Shares, which represent approximately (i) 5.3% of the Shares issued and outstanding upon completion of the Capitalization Issue and the Global Offering and (ii) 21.2% of the Offer Shares, in each case assuming that the Over-allotment Option is not exercised and without taking into account any Shares which may be allotted and issued upon the exercise of the Pre-IPO Share Options or the Trustee Option.

The share number and percentage information set forth in this section relating to the number of Shares to be subscribed for by the Cornerstone Investors is provided solely for the purpose of illustration only. The number of Shares to be subscribed for by the Cornerstone Investors will be calculated based on the exchange rate published by The Hongkong and Shanghai Banking Corporation Limited after the closing of business on the Price Determination Date. The actual number of Shares to be allocated to each of the Cornerstone Investors will be disclosed in the allotment results announcement to be issued by us on or before October 6, 2010.

The Cornerstone Placing forms part of the International Offering. None of the Cornerstone Investors will subscribe for any Offer Shares under the Global Offering other than pursuant to their respective cornerstone investment agreements. Each of the Cornerstone Investors agreed to use its best endeavors to ensure that it will not, without our prior written consent, become a substantial shareholder of our Company at any time during the period of twelve months following the Listing Date. The Offer Shares to be subscribed for by the Cornerstone Investors will rank *pari passu* in all respects with the fully paid Shares in issue, will count towards the public float of our Company, and will not be affected by any reallocation of the Offer Shares between the International Offering and the Hong Kong Public Offering in the event of over-subscription under the Hong Kong Public Offering as described in “Structure and Conditions of the Global Offering – Hong Kong Public Offering” nor by any exercise of the Over-allotment Option.

### Conditions Precedent

The subscription obligation of each of the Cornerstone Investors is conditional upon the Underwriting Agreements being entered into and having become effective and unconditional and not having been terminated.

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### **Lock-up Restrictions**

Each of the Cornerstone Investors has agreed that, without the prior written consent of our Company and the Joint Bookrunners, it will not, at any time during the period of six months following the Listing Date, whether directly or indirectly, dispose of any Shares subscribed for pursuant to its cornerstone investment agreement (or any interest in any company or entity holding such Shares), other than transferring any such Shares to any of its wholly owned subsidiaries provided that: (i) such transferee will agree to be subject to the lock-up restrictions set forth in the relevant cornerstone investment agreement; and (ii) if such transferee ceases to be a wholly owned subsidiary of such Cornerstone Investor during the period of six months after the Listing Date, the entire interest in the Shares shall be transferred to such Cornerstone Investor or to another wholly owned subsidiary of such Cornerstone Investor.

### **OUR CORNERSTONE INVESTORS**

Each of the Cornerstone Investors is an Independent Third Party. None of them will have any representative on our Board following the completion of the Global Offering. Set forth below is a brief description of our Cornerstone Investors and their subscription amounts.

#### **Farmac Holdings Limited**

Farmac Holdings Limited (“Farmac”) has agreed to subscribe, directly or indirectly through one of its wholly owned subsidiaries incorporated outside of the United States, for such number of Offer Shares (rounded down to the nearest board lot of 1,000 Shares) as may be purchased with an amount of US\$25 million at the Offer Price. Assuming a mid-point Offer Price of HK\$3.58, Farmac will subscribe for 54,222,000 Shares, which represent approximately (i) 1.8% of the Shares issued and outstanding immediately following the completion of the Capitalization Issue and the Global Offering and (ii) 7.2% of the total number of Offer Shares, in both cases assuming that the Over-allotment Option is not exercised and without taking into account any Shares which may be allotted and issued upon the exercise of the Pre-IPO Share Options or the Trustee Option.

Farmac is a company incorporated in the BVI and is wholly owned by Dr. Gang Li. Farmac is principally engaged in investment activities.

#### **Bank of China Group Investment Limited**

Bank of China Group Investment Limited (“BOCGI”) has agreed to subscribe, directly or indirectly through one of its wholly owned subsidiaries incorporated outside of the United States, for such number of Offer Shares (rounded down to the nearest board lot of 1,000 Shares) as may be purchased with an amount of US\$20 million at the Offer Price. Assuming a mid-point Offer Price of HK\$3.58, BOCGI will subscribe for 43,377,000 Shares, which represent approximately (i) 1.4% of the Shares issued and outstanding immediately following the completion of the Capitalization Issue and the Global Offering and (ii) 5.8% of the total number of Offer Shares, in both cases assuming that the Over-allotment Option is not exercised and without taking into account any Shares which may be allotted and issued upon the exercise of the Pre-IPO Share Options or the Trustee Option.

BOCGI is a company incorporated in Hong Kong and wholly owned subsidiary of Bank of China Limited. It is principally engaged in investment holding activities and has invested in a large number of large infrastructure and other major projects in Hong Kong, Macau, the PRC and overseas locations, covering such sectors as real estate, industry, energy, transportation, media, hotel and finance.

**Huaxi International (HK) Trading & Investments Limited**

Huaxi International (HK) Trading & Investments Limited (“Huaxi”) has agreed to subscribe, directly or indirectly through one of its wholly owned subsidiaries incorporated outside of the United States, for such number of Offer Shares (rounded down to the nearest board lot of 1,000 Shares) as may be purchased with an amount of US\$20 million at the Offer Price. Assuming a mid-point Offer Price of HK\$3.58, Huaxi will subscribe for 43,377,000 Shares, which represent approximately (i) 1.4% of the Shares issued and outstanding immediately following the completion of the Capitalization Issue and the Global Offering and (ii) 5.8% of the total number of Offer Shares, in both cases assuming that the Over-allotment Option is not exercised and without taking into account any Shares which may be allotted and issued upon the exercise of the Pre-IPO Share Options or the Trustee Option.

Huaxi is a company incorporated in Hong Kong. It is a wholly owned subsidiary of Jiangsu Huaxi Group Corporation and is principally engaged in trading and investment activities. Jiangsu Huaxi Group Corporation is a collective enterprise established in the PRC, which is collectively owned by the villager’s committee of Huaxi Village, Huashi Town, Jiangyin City, Jiangsu Province in the PRC, with a registered capital of RMB5 billion and is principally engaged in the agricultural, forestry, fishery, electricity, civil engineering, property development, sales, management and agency, transportation, software development, domestic trading, proprietary investment, sales agency, import and export, and production and sales of iron and steel products business.