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## SHARE CAPITAL

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The following table assumes the Share Offer 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 of any Shares which may be allotted and issued or repurchased by the Company under the general mandates for the allotment and issue or repurchase of Shares granted to the Directors as referred to below or otherwise.

HK\$

*Authorised share capital:*

<u>1,000,000,000</u>	Shares of HK\$0.01 each	<u>10,000,000</u>
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*Issued and to be issued, fully paid or credited as fully paid upon completion of the Share Offer and the Capitalisation Issue:*

500	Shares in issue at the date of this prospectus	5
639,999,500	Shares to be issued pursuant to the Capitalisation Issue	6,399,995
160,000,000	Shares to be issued pursuant to the Share Offer	1,600,000
<u>                    </u>	(excluding any Shares which may be issued under the Over-allotment Option)	<u>                    </u>

Total:

<u>800,000,000</u>	Shares	<u>8,000,000</u>
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Assuming the Over-allotment Option is exercised in full, and without taking into account any Shares which may be allotted and issued or repurchased by the Company under the general mandates for the allotment and issue or repurchase of Shares granted to the Directors as referred to below or otherwise the issued share capital immediately following the Share Offer and the Capitalisation Issue will be as follows:

*Authorised share capital:*

<u>1,000,000,000</u>	Shares of HK\$0.01 each	<u>10,000,000</u>
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*Issued and to be issued, fully paid or credited as fully paid upon completion of the Share Offer and the Capitalisation Issue:*

500	Shares in issue at the date of this prospectus	5
639,999,500	Shares to be issued pursuant to the Capitalisation Issue	6,399,995
160,000,000	Shares to be issued pursuant to the Share Offer	1,600,000
30,000,000	Shares to be issued upon exercise of the Over-allotment Option in full	300,000
<u>                    </u>		<u>                    </u>

Total:

<u>830,000,000</u>	Shares	<u>8,300,000</u>
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## SHARE CAPITAL

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### Ranking

The Offer Shares and the Shares which may be issued under the Over-allotment Option will rank pari passu 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.

### GENERAL MANDATE TO ISSUE SHARES

The 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:

- (a) 20% of the issued share capital of the Company immediately following completion of the Share Offer and the Capitalisation Issue (excluding the Shares which may be issued pursuant to the Over-allotment Option); and
- (b) the Shares repurchased by the Company pursuant to the repurchase mandate (as referred to below).

The aggregate nominal value of the Shares which the Directors are authorised to allot and issue under this mandate will not be reduced by the allotment and issue of Shares under a rights issue or an issue of Shares upon the exercise of any subscription rights attached to any warrants of the Company or pursuant to the exercise of the Over-allotment Option and any other option scheme or similar arrangements for the time being adopted for the grant or issue to officers and/or employees of the Company and/or any of the subsidiaries or any other person of shares or rights to acquire shares or any scrip dividend schemes or similar arrangements providing for the allotment and issue of Shares in lieu of the whole or part of a dividend on Shares in accordance with the Articles or a specific authority granted by the Shareholders in general meeting, Shares not exceeding the aggregate of 20% of the issued share capital of the Company immediately following completion of the Capitalisation Issue and the Share Offer (excluding any Shares that may be issued pursuant to the Over-allotment Option).

This mandate will remain in effect until:

- the conclusion of the next annual general meeting of the Company;
- the expiration of the period within which the next annual general meeting of the Company is required to be held by the Companies Law, the Articles of Association or any applicable laws of the Cayman Islands; or
- the passing of an ordinary resolution of the Shareholders in general meeting, revoking, varying or renewing such mandate.

whichever is the earliest.

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For further details of this general mandate, please refer to the section headed “Further information about the Company — Written resolution of the sole Shareholder” in Appendix V to this prospectus.

### GENERAL MANDATE TO REPURCHASE SHARES

The Directors have been granted a general unconditional mandate to exercise all the powers of the Company to repurchase Shares not exceeding 10% of the issued share capital of the Company immediately following completion of the Share Offer and the Capitalisation Issue, excluding Shares which 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 section headed “Repurchase of its own securities — 1. Provisions of the Listing Rules” in Appendix V to this prospectus.

This mandate will expire on:

- the conclusion of the next annual general meeting of the Company;
- the expiration of the period within which the next annual general meeting of the Company is required to be held by the Companies Law, the Articles of Association or any applicable laws of the Cayman Islands; or
- the passing of an ordinary resolution of the Shareholders in general meeting, revoking, varying or renewing such mandate.

whichever is the earliest.

For further details of this general mandate, see the section headed “Further information about the Company — 4. Written resolution of the sole Shareholder” in Appendix V to this prospectus.