## SHARE CAPITAL

The authorised share capital of our Company is as follows:

 Authorized share capital:
 HK\$

 10,000,000,000
 Shares
 1,000,000,000

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:

Issued and to be issued, full paid or credited as fully paid upon completion of the Global Offering and the Capitalization Issue:

			percentage of issued share capital
(Shares)		HK\$	(%)
100,000	Shares in issue as at the date of this Prospectus	10,000	0.003
2,925,900,000	Shares to be issued under the Capitalization Issue	292,590,000	83.597
574,000,000	Shares to be issued under the Global Offering	57,400,000	16.400
3,500,000,000	Total	350,000,000	100.0

**Approximate** 

**Approximate** 

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:

Issued and to be issued, full paid or credited as fully paid upon completion of the Global Offering and the Capitalization Issue:

			percentage of issued share capital
(Shares)		HK\$	(%)
100,000	Shares in issue as at the date of this Prospectus	10,000	0.003
2,925,900,000	Shares to be issued under the Capitalization Issue	292,590,000	81.352
670,600,000	Shares to be issued under the Global Offering	67,060,000	18.645
3,596,600,000	Total	359,660,000	100.0

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 rank equally for all dividends or other distributions declared, made or paid after the date of this Prospectus.

## SHARE CAPITAL

#### THE PRE-IPO SHARE OPTION SCHEME AND THE SHARE OPTION SCHEME

We have conditionally adopted the Pre-IPO Share Option Scheme and the Share Option Scheme. Under the Pre-IPO Share Option Scheme, certain persons were conditionally granted options immediately prior to the Listing Date to subscribe for Shares. The principal terms of the Pre-IPO Share Option Scheme and the Share Option Scheme are summarized in the sections headed "F. Pre-IPO Share Option Scheme" and "G. Share Option Scheme", respectively, 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 following completion of the Global Offering and the Capitalization Issue (excluding any Shares which may fall to be issued pursuant to 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 Company's next annual general meeting; or
- (ii) the expiration of the period within which our Company is required by law or the Articles of Association to hold its next annual general meeting; or
- (iii) when varied, revoked or renewed by an ordinary resolution of our Company's Shareholders in a general meeting.

For further details of this general mandate, see the paragraph headed "A. Further information about our Group — 4. Written resolutions of our Shareholders passed on 8 October 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 Shares with a total nominal value of not more than 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 (excluding any Shares which may fall to be issued upon the exercise of the Over-allotment Option).

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 "A. Further information about our Group — 5. Repurchase of our Shares" in Appendix VI to this Prospectus.

# **SHARE CAPITAL**

This mandate will expire at the earliest of:

- (i) the conclusion of our Company's next annual general meeting; or
- (ii) the expiration of the period within which our Company is required by law or Articles of Association to hold its next annual general meeting; or
- (iii) when varied, revoked or renewed by an ordinary resolution of our Company's Shareholders in a general meeting.

For further details of this repurchase mandate, see the paragraph headed "A. Further information about our Group — 4. Written resolutions of our Shareholders passed on 8 October 2010" in Appendix VI to this Prospectus.