

<b>SHARE CAPITAL</b>
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The authorized and issued share capital of the Company is as follows:

(HK\$)

*Number of Authorized Shares:*

<u>10,000,000,000</u>	Shares	<u>10,000,000</u>
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Assuming the Over-allotment Option is not exercised, the share capital of the Company immediately following the Global Offering will be as follows:

(HK\$)

*Issued and to be issued, fully paid or credited as fully paid upon completion of the Conversion and the Global Offering*

600,000,000	Shares in issue immediately prior to the Completion of the Conversion and the Global Offering	600,000
110,021,763	Shares to be issued pursuant to the Conversion	110,021.76
<u>236,674,000</u>	Shares to be issued in the Global Offering	<u>236,674</u>
<u>946,695,763</u>	Shares	<u>946,695.76</u>

Assuming the Over-allotment Option is exercised in full, the share capital of the Company immediately following the Global Offering will be as follows:

(HK\$)

*Issued and to be issued, fully paid or credited as fully paid upon completion of the Conversion and the Global Offering*

600,000,000	Shares in issue immediately prior to the Completion of the Conversion and the Global Offering	600,000
110,021,763	Shares to be issued pursuant to the Conversion	110,021.76
<u>272,175,000</u>	Shares to be issued in the Global Offering	<u>272,175</u>
<u>982,196,763</u>	Shares	<u>982,196.76</u>

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### Assumptions

The above tables assume that the Global Offering has become unconditional and the issues of Shares pursuant to the Global Offering and the Conversion are made. They do not account for any Shares which may be allotted and issued pursuant to the exercise of the options which may be granted under the Share Option Scheme or which may be allotted and issued or repurchased by the Company under the general mandates referred to below.

### 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 or to be issued 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 after the date of this prospectus.

The Company has conditionally adopted the Share Option Scheme, the principal terms of which are summarized in the section headed "Share Option Scheme – Summary of the terms of the Share Option Scheme" in Appendix VI to this prospectus.

### GENERAL MANDATE TO ISSUE SHARES

Subject to the Global Offering being unconditional, the Directors have been granted a general unconditional mandate to allot, issue and deal with unissued Shares with an aggregate nominal value not exceeding the sum of:

- (i) 20% of the total nominal amount of the Shares in issue immediately following completion of the Global Offering and the Conversion (excluding any Shares which may be allotted and issued pursuant to the exercise of the Over-allotment Option); and
- (ii) the total nominal amount of Shares we repurchase by the Company pursuant to the mandate referred to in the section headed "Share capital – General mandate to repurchase Shares" below.

The Directors may, in addition to the Shares which they are authorized to issue under the mandate, allot, issue and deal in the Shares pursuant to a rights issue, or any scrip dividend shares or similar arrangements providing for allotment and issue of Shares in lieu of the whole or part of a dividend on Shares in accordance with the Articles or upon the exercise of any options which may be granted under the Share Option Scheme or other similar arrangement.

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The mandate will expire:

- at the conclusion of the Company's next annual general meeting;
- at the expiration of the period within which the Company is required by any applicable laws of the Cayman Islands or the Articles to hold its next annual general meeting; or
- when varied or revoked or renewed by an ordinary resolution of the Shareholders in general meeting,

whichever is the earliest.

For further details of this general mandate, please see the section headed "Further information about the Company – Written resolutions of all the Shareholders passed on 8 October 2010" in Appendix VI to this prospectus.

### GENERAL MANDATE TO REPURCHASE SHARES

Subject to the Global Offering becoming unconditional, the Directors have been granted a general unconditional mandate to exercise all the powers of the Company to repurchase Shares with a total nominal value of not more than 10% of the total nominal amount of the Shares in issue immediately following completion of the Global Offering and the Conversion (excluding any Shares which may be allotted and issued pursuant to the exercise of the Over-allotment Option).

This mandate only relates to repurchases made on the Hong Kong Stock Exchange and/or on any other stock exchange on which the Shares are listed (and which are recognized by the SFC and the Hong Kong Stock Exchange for this purpose), and which are made in accordance with the Listing Rules. A summary of the relevant Listing Rules is set out in the section headed "Further information about the Company – Repurchase by the Company of its own securities" in Appendix VI to this prospectus.

This mandate will expire:

- at the conclusion of the Company's next annual general meeting;
- at the expiration of the period within which the Company is required by applicable laws or the Articles to hold its next annual general meeting; or
- when varied or revoked by an ordinary resolution of the Shareholders in general meeting,

whichever is the earliest.

For further information about the Share Repurchase Mandate, please refer to the section headed "Further information about the Company – Written resolutions of all the Shareholders passed on 8 October 2010" in Appendix VI to this prospectus.