

## SHARE CAPITAL

### AUTHORIZED SHARE CAPITAL

HK\$

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

### SHARE CAPITAL UPON COMPLETION OF THE GLOBAL OFFERING

Assuming the Over-allotment Option is not exercised, the share capital of our Company immediately following the Global Offering will be as follows:

Shares issued or to be issued, fully paid or credited as fully paid:

Number of Shares	Description of Shares	Aggregate nominal value of shares HK\$	Approximate percentage of issued share capital
1	Share in issue as of the date of this prospectus	0.1	0.00000075%
999,999,999	Shares to be issued pursuant to the Capitalization Issue <sup>(1)</sup>	99,999,999.9	75%
33,334,000	Shares to be issued under the Public Offer	3,333,400	2.5%
<u>300,000,000</u>	Shares to be issued under the International Offering	<u>30,000,000</u>	<u>22.5%</u>
<u>1,333,334,000</u>	Total	<u>133,333,400</u>	<u>100.0%</u>

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

Shares issued or to be issued, fully paid or credited as fully paid:

Number of Shares	Description of Shares	Aggregate nominal value of shares HK\$	Approximate percentage of issued share capital
1	Share in issue as of the date of this prospectus	0.1	0.00000072%
999,999,999	Shares to be issued pursuant to the Capitalization Issue <sup>(1)</sup>	99,999,999.9	72.3%
33,334,000	Shares to be issued under the Public Offer	3,333,400	2.4%
<u>350,000,000</u>	Shares to be issued under the International Offering <sup>(2)</sup>	<u>35,000,000</u>	<u>25.3%</u>
<u>1,383,334,000</u>	Total	<u>138,333,400</u>	<u>100.0%</u>

*Notes:*

- (1) Pursuant to the resolutions passed by our sole Shareholder on October 14, 2010, conditional upon the share premium account of our Company being credited as a result of the Global Offering, the Directors were authorized to capitalize an aggregate amount of HK\$99,999,999.9 standing to the credit of the share premium account of our Company and to appropriate such amount as capital to pay up in full at par 999,999,999 Shares for allotment and issue to our sole Shareholder as of the date of the resolutions.
- (2) Including 50,000,000 Shares pursuant to the exercise in full of the Over-allotment Option.

According to Rule 8.08 of the Listing Rules, at the time of the Listing and at all times thereafter, we must maintain the “minimum prescribed percentage” of 25% of our issued share capital in the hands of the public.

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### ASSUMPTION

The above tables assume that the Global Offering and the Capitalization Issue become unconditional and issue of Shares is made pursuant thereto. They do not take into account any Shares which may be allotted and issued pursuant to the exercise of the options which are granted under the Pre-IPO Share Option Scheme or any option which may be granted under the Share Option Scheme, or any Shares which may be allotted and issued or repurchased by our Company pursuant to the general mandate given to the Directors to allot and issue or repurchase Shares referred to in the paragraph headed “General Mandate to Issue Shares” or the paragraph headed “General Mandate to Repurchase Shares” below, as the case may be.

### RANKING

The Offer Shares and the Shares that may be issued pursuant to the Pre-IPO Share Option Scheme and the Share Option Scheme rank pari passu with all existing Shares in issue on the date of the allotment and issue of such shares, and in particular will be entitled to all dividends or other distributions declared, made or paid after the date of this prospectus.

### 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 “Pre-IPO Share Option Scheme” and “Share Option Scheme” respectively in Appendix VII to this prospectus.

### GENERAL MANDATE TO ISSUE SHARES

Assuming the Global Offering becomes unconditional, the Directors have been granted a general mandate to allot, issue and deal with Shares with an aggregate nominal value of not more than the sum of:

- (a) 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 the Shares which may be issued under the Over-allotment Option, Shares which may be allotted and issued upon the exercise of options which have been granted under the Pre-IPO Share Option Scheme and options to be granted under the Share Option Scheme); and
- (b) the aggregate nominal value of share capital of our Company repurchased by our Company (if any).

Such mandate will expire:

- (i) at the conclusion of the next annual general meeting of our Company; or
- (ii) at the end of the period within which the next annual general meeting of our Company is required to be held by the Articles, the Companies Law or other applicable laws of the Cayman Islands; or
- (iii) when revoked or varied by ordinary resolution of the Shareholders at a general meeting of our Company,

whichever occurs first.

For further details of this general mandate, please refer to the paragraph headed “Written resolutions of the sole Shareholder of our Company passed on October 14, 2010” in Appendix VII to this prospectus.

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### GENERAL MANDATE TO REPURCHASE SHARES

Assuming the Global Offering becomes unconditional, the Directors have been granted a general mandate to exercise all the powers of our Company to repurchase Shares with an aggregate nominal value of not more than 10% of the aggregate nominal amount of the share capital of our Company in issue following the completion of the Global Offering and the Capitalization Issue (excluding the Shares which may be issued under the Over-allotment Option, Shares which may be allotted and issued upon the exercise of options which have been granted under the Pre-IPO Share Option Scheme and options to be granted under the Share Option Scheme).

This mandate only relates to repurchase made on the Stock Exchange or on any other stock exchange on which the Shares may be listed (and which is recognized by the SFC and the Stock Exchange for this purpose) and which are in accordance with all applicable laws and regulations. Such mandate will expire:

- (i) at the conclusion of the next annual general meeting of our Company; or
- (ii) at the end of the period within which the next annual general meeting of our Company is required to be held by the Articles, the Companies Law or other applicable laws of the Cayman Islands; or
- (iii) when revoked or varied by ordinary resolution of the Shareholders at a general meeting of our Company,

which ever occurs first.

For further details of this general mandate, please refer to the paragraph headed “Written resolutions of the sole Shareholder of our Company passed on October 14, 2010” in Appendix VII to this prospectus.