

CONTROLLING AND SUBSTANTIAL SHAREHOLDERS

So far as the Directors are aware, immediately following completion of the Global Offering and the Capitalisation Issue (without taking into account Shares that may be issued and allotted pursuant to the exercise of the Over-allotment Option or the Pre-IPO Share Options or options which may be granted under the Share Option Scheme or Shares that may be taken by a person under the Global Offering that would affect disclosure in this section), the following persons will have an interest or a short position in Shares or underlying Shares which would fall to be disclosed to our Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO or will be, directly and/or indirectly, interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of our Company:

Name of Shareholder	Nature of Interest	Number of Shares ⁽¹⁾	Approximate percentage of shareholding
Fang Brothers ⁽²⁾	Beneficial owner	71,250,000 (L)	7.13%
Fang Brothers Holdings ^{(2) (3)}	Interest of a controlled corporation	71,250,000 (L)	7.13%
Mr. Kenneth Fang ⁽³⁾	Interest of a controlled corporation	71,250,000 (L)	7.13%
CDH Cool ⁽⁴⁾	Beneficial owner	88,554,000 (L)	8.85%
CDH China Growth Capital Fund II, L.P. ^{(4) (5)}	Interest of a controlled corporation	88,554,000 (L)	8.85%
CDH China Growth Capital Holdings Company Limited ^{(5) (6)}	Interest of a controlled corporation	88,554,000 (L)	8.85%
China Diamond Holdings II, L.P. ^{(6) (7)}	Interest of a controlled corporation	88,554,000 (L)	8.85%
CDH Auto ⁽⁸⁾	Beneficial owner	186,268,000 (L)	18.63%
CDH China Fund III, L.P. ^{(8) (9)}	Interest of a controlled corporation	186,268,000 (L)	18.63%
CDH III Holdings Company Limited ^{(9) (10)}	Interest of a controlled corporation	186,268,000 (L)	18.63%
China Diamond Holdings III, L.P. ^{(7) (10)}	Interest of a controlled corporation	186,268,000 (L)	18.63%
China Diamond Holdings Company Limited ⁽⁷⁾	Interest of a controlled corporation	274,822,000 (L)	27.48%
CITIC Capital China ⁽¹¹⁾	Beneficial Owner	366,428,000 (L)	36.64%
CITIC Capital China Fund I ^{(11) (12)}	Interest of a controlled corporation	366,428,000 (L)	36.64%
CCP GP Ltd. ⁽¹²⁾	Interest of a controlled corporation	366,428,000 (L)	36.64%

Notes:

⁽¹⁾ The letter "L" denotes long position of the shareholders in the Shares.

⁽²⁾ Fang Brothers is wholly-owned by Fang Brothers Holdings, therefore, Fang Brothers Holdings is deemed to be interested in all the Shares in which Fang Brothers is interested in by virtue of the SFO.

⁽³⁾ Fang Brothers Holdings is owned as to 50% by Mr. Kenneth Fang, therefore, Mr. Kenneth Fang is deemed to be interested in all the Shares in which Fang Brothers Holdings is interested in by virtue of the SFO.

⁽⁴⁾ CDH Cool is wholly-owned by CDH China Growth Capital Fund II, L.P., therefore, CDH China Growth Capital Fund II, L.P. is deemed to be interested in all the Shares in which CDH Cool is interested in by virtue of the SFO.

⁽⁵⁾ CDH China Growth Capital Holdings Company Limited is the general partner of CDH China Growth Capital Fund II, L.P., therefore, CDH China Growth Capital Holdings Company Limited is deemed to be interested in all the Shares in which CDH China Growth Capital Fund II, L.P. is interested in by virtue of the SFO.

⁽⁶⁾ CDH China Growth Capital Holdings Company Limited is owned as to 69.5% by China Diamond Holdings II, L.P., therefore, China Diamond Holdings II, L.P. is deemed to be interested in all the Shares in which CDH China Growth Capital Holdings Company Limited is interested in by virtue of the SFO.

⁽⁷⁾ China Diamond Holdings Company Limited is the general partner for each of China Diamond Holdings II, L.P. and China Diamond Holdings III, L.P., therefore, China Diamond Holdings Company Limited is deemed to be interested in all the Shares in which China Diamond Holdings II, L.P. and China Diamond Holdings III, L.P. are interested in by virtue of the SFO.

CONTROLLING AND SUBSTANTIAL SHAREHOLDERS

- (8) *CDH Auto is wholly-owned by CDH China Fund III, L.P., therefore, CDH China Fund III, L.P. is deemed to be interested in all the Shares in which CDH Auto is interested in by virtue of the SFO.*
- (9) *CDH III Holdings Company Limited is the general partner of CDH China Fund III, L.P., therefore, CDH III Holdings Company Limited is deemed to be interested in all the Shares in which CDH China Fund III, L.P. is interested in by virtue of the SFO.*
- (10) *CDH III Holdings Company Limited is owned as to 80% by China Diamond Holdings III, L.P., therefore, China Diamond Holdings III, L.P. is deemed to be interested in all the Shares in which CDH III Holdings Company Limited is interested in by virtue of the SFO.*
- (11) *CITIC Capital China is wholly owned by CITIC Capital China Fund I, therefore, CITIC Capital China Fund I is deemed to be interested in all the Shares in which CITIC Capital is interested in by virtue of the SFO.*
- (12) *CCP GP Ltd. is the general partner of CITIC Capital China Fund I, therefore, CCP GP Ltd. is deemed to be interested in all the Shares in which CITIC Capital China Fund I is interested in by virtue of the SFO.*

Immediately following completion of the Global Offering and the Capitalisation Issue, and assuming none of the Over-allotment Option, the Pre-IPO Share Options, and options that may be granted under the Share Option Scheme has been exercised, CITIC Capital China will be our single largest Shareholder with equity interests in 36.64% of our entire issued share capital. For the purposes of Rule 10.07 of the Listing Rules, CITIC Capital China and CITIC Capital China Fund I are treated as our Controlling Shareholders upon Listing and subject to the restrictions on disposal of Relevant Securities set forth in “Underwriting – Undertakings” in this prospectus.

CITIC Capital China is an investment holding company owned by CITIC Capital China Fund I, a private equity investment fund and a financial investor of our Company. For the purpose of Rule 8.10(1) of the Listing Rules, neither CITIC Capital China nor CITIC Capital China Fund I is interested in any business apart from our business which competes or is likely to compete, directly or indirectly, with our business. Our Directors consider that we are capable of carrying on our business independently of CITIC Capital China and CITIC Capital China Fund I and any of their associates. Upon completion of the Global Offering, the Shares held by our Controlling Shareholders do not bear different voting rights than other Shares.

Except as disclosed herein, the Directors are not aware of any person who will, immediately following the Global Offering and the Capitalisation Issue (without taking into account shares which may be issued and allotted pursuant to the exercise of the Over-allotment Option or the Pre-IPO Share Options or options which may be granted under Share Option Scheme or Shares that may be taken by a person under the Global Offering which would affect disclosure in this section), have an interest or a short position in Shares or underlying Shares which would fall to be disclosed to our Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO or be, directly or indirectly, interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of our Company.

CONTROLLING AND SUBSTANTIAL SHAREHOLDERS

It is currently intended that pursuant to the International Underwriting Agreement, our Company will grant the Over-allotment Option to DBS, the Sole Global Coordinator and the Stabilising Manager, which may call upon our Company to issue up to 37,500,000 Shares to cover over-allocations in the International Offering. If the Over-allotment Option is exercised by our Company in full, the interests of the parties named in the table above in our Company's issued share capital will become:

Name of Shareholder	Nature of Interest	Number of Shares ⁽¹⁾	Approximate percentage of shareholding
Fang Brothers ⁽²⁾	Beneficial owner	71,250,000 (L)	6.87%
Fang Brothers Holdings ^{(2) (3)}	Interest of a controlled corporation	71,250,000 (L)	6.87%
Mr. Kenneth Fang ⁽³⁾	Interest of a controlled corporation	71,250,000 (L)	6.87%
CDH Cool ⁽⁴⁾	Beneficial owner	88,554,000 (L)	8.54%
CDH China Growth Capital Fund II, L.P. ^{(4) (5)}	Interest of a controlled corporation	88,554,000 (L)	8.54%
CDH China Growth Capital Holdings Company Limited ^{(5) (6)}	Interest of a controlled corporation	88,554,000 (L)	8.54%
China Diamond Holdings II, L.P. ^{(6) (7)}	Interest of a controlled corporation	88,554,000 (L)	8.54%
CDH Auto ⁽⁸⁾	Beneficial owner	186,268,000 (L)	17.95%
CDH China Fund III, L.P. ^{(8) (9)}	Interest of a controlled corporation	186,268,000 (L)	17.95%
CDH III Holdings Company Limited ^{(9) (10)}	Interest of a controlled corporation	186,268,000 (L)	17.95%
China Diamond Holdings III, L.P. ^{(7) (10)}	Interest of a controlled corporation	186,268,000 (L)	17.95%
China Diamond Holdings Company Limited ⁽⁷⁾	Interest of a controlled corporation	274,822,000 (L)	26.49%
CITIC Capital China ⁽¹¹⁾	Beneficial Owner	366,428,000 (L)	35.32%
CITIC Capital China Fund I ^{(11) (12)}	Interest of a controlled corporation	366,428,000 (L)	35.32%
CCP GP Ltd. ⁽¹²⁾	Interest of a controlled corporation	366,428,000 (L)	35.32%

Notes:

- ⁽¹⁾ The letter "L" denotes long position of the shareholders in the Shares.
- ⁽²⁾ Fang Brothers is wholly-owned by Fang Brothers Holdings, therefore, Fang Brothers Holdings is deemed to be interested in all the Shares in which Fang Brothers is interested in by virtue of the SFO.
- ⁽³⁾ Fang Brothers Holdings is owned as to 50% by Mr. Kenneth Fang, therefore, Mr. Kenneth Fang is deemed to be interested in all the Shares in which Fang Brothers Holdings is interested in by virtue of the SFO.
- ⁽⁴⁾ CDH Cool is wholly-owned by CDH China Growth Capital Fund II, L.P., therefore, CDH China Growth Capital Fund II, L.P. is deemed to be interested in all the Shares in which CDH Cool is interested in by virtue of the SFO.
- ⁽⁵⁾ CDH China Growth Capital Holdings Company Limited is the general partner of CDH China Growth Capital Fund II, L.P., therefore, CDH China Growth Capital Holdings Company Limited is deemed to be interested in all the Shares in which CDH China Growth Capital Fund II, L.P. is interested in by virtue of the SFO.
- ⁽⁶⁾ CDH China Growth Capital Holdings Company Limited is owned as to 69.5% by China Diamond Holdings II, L.P., therefore, China Diamond Holdings II, L.P. is deemed to be interested in all the Shares in which CDH China Growth Capital Holdings Company Limited is interested in by virtue of the SFO.
- ⁽⁷⁾ China Diamond Holdings Company Limited is the general partner for each of China Diamond Holdings II, L.P. and China Diamond Holdings III, L.P., therefore, China Diamond Holdings Company Limited is deemed to be interested in all the Shares in which China Diamond Holdings II, L.P. and China Diamond Holdings III, L.P. are interested in by virtue of the SFO.
- ⁽⁸⁾ CDH Auto is wholly-owned by CDH China Fund III, L.P., therefore, CDH China Fund III, L.P. is deemed to be interested in all the Shares in which CDH Auto is interested in by virtue of the SFO.
- ⁽⁹⁾ CDH III Holdings Company Limited is the general partner of CDH China Fund III, L.P., therefore, CDH III Holdings Company Limited is deemed to be interested in all the Shares in which CDH China Fund III, L.P. is interested in by virtue of the SFO.

CONTROLLING AND SUBSTANTIAL SHAREHOLDERS

- ⁽¹⁰⁾ *CDH III Holdings Company Limited is owned as to 80% by China Diamond Holdings III, L.P., therefore, China Diamond Holdings III, L.P. is deemed to be interested in all the Shares in which CDH III Holdings Company Limited is interested in by virtue of the SFO.*
- ⁽¹¹⁾ *CITIC Capital China is wholly owned by CITIC Capital China Fund I, therefore, CITIC Capital China Fund I is deemed to be interested in all the Shares in which CITIC Capital China is interested in by virtue of the SFO.*
- ⁽¹²⁾ *CCP GP Ltd. is the general partner of CITIC Capital China Fund I, therefore, CCP GP Ltd. is deemed to be interested in all the Shares in which CITIC Capital China Fund I is interested in by virtue of the SFO.*