# INFORMATION ABOUT THIS PROSPECTUS AND THE GLOBAL OFFERING

## DIRECTORS' RESPONSIBILITY FOR THE CONTENTS OF THIS PROSPECTUS

This Prospectus, for which our Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Hong Kong Companies Ordinance, the Securities and Futures (Stock Market Listing) Rules and the Listing Rules for the purpose of giving information to the public with regard to us. Our Directors collectively and individually accept full responsibility for the accuracy of the information contained in this Prospectus, and confirm, having made all reasonable enquiries that, to the best of their knowledge and belief, there are no other facts the omission of which would make any statement in this Prospectus misleading.

## INFORMATION ON THE GLOBAL OFFERING

The Offer Shares are offered or sold solely on the basis of the information contained and representations made in this Prospectus and the Application Forms and on the terms and subject to the conditions set out herein and therein. No person is authorized to give any information in connection with the Global Offering or to make any representation not contained in this Prospectus, and any information or representation not contained herein must not be relied upon as having been authorized by our Company, the Sole Global Coordinator, any of the Underwriters, any of their respective directors, agents, employees or advisers or any other person or party involved in the Global Offering.

## UNDERWRITING

The listing of our Shares on the Stock Exchange is sponsored by Citi, also referred to as the Sole Sponsor.

Citi is the Sole Global Coordinator of the Global Offering. Citi, Renaissance Capital and BOCOM International are the Joint Bookrunners. Citi and BOCOM International are the Joint Lead Managers.

The Hong Kong Public Offer is underwritten by the Hong Kong Underwriters listed in the section headed "Underwriting", subject to agreement on the Offer Price between us and the Sole Global Coordinator (on behalf of the Underwriters).

The International Placing is expected to be underwritten by the International Underwriters.

For further information about the Underwriters and the underwriting arrangements, see the section entitled "Underwriting" for more information.

#### **RESTRICTIONS ON THE USE OF THIS PROSPECTUS**

No action has been taken to permit a public offering of the Offer Shares, other than in Hong Kong, or the distribution of this Prospectus in any jurisdiction other than Hong Kong. Accordingly, this Prospectus may not be used for the purpose of, and does not constitute, an offer or invitation in any jurisdiction or in any circumstances in which such an offer or invitation is not authorized or to any person to whom it is unlawful to make such an offer or invitation. The distribution of this Prospectus and the offering and sales of the Offer Shares in other jurisdictions are subject to restrictions and may not be made except as permitted under the applicable securities laws of such jurisdictions pursuant to registration with or authorization by the relevant securities regulatory authorities or an exemption therefrom. In particular, the Offer Shares have not been offered or sold, and will not be offered or sold, directly or indirectly, in the PRC.

# INFORMATION ABOUT THIS PROSPECTUS AND THE GLOBAL OFFERING

## Application for Listing on the Stock Exchange

We have applied to the Listing Committee of the Stock Exchange for the Listing of, and permission to deal in, our Shares, including any shares which may be issued or sold pursuant to the Over-allotment Option.

No part of our share capital is listed on or dealt in on any other stock exchange and no such listing or permission to deal is being proposed to be sought in the near future.

#### Professional Tax Advice Recommended

If you are unsure about the taxation implications of subscribing for, purchasing or holding or dealing in our Shares, you should consult an expert.

It is emphasized that none of us, the Sole Global Coordinator, the Sole Sponsor, the Joint Bookrunners, any of the Underwriters, their respective directors, agents, employees and advisers, nor any other person involved in the Global Offering accepts any responsibility for any tax effects on, or liabilities of, any person resulting from subscribing for, purchasing, holding or disposing of our Shares.

#### **Register of Members**

Our Company's principal register of members will be maintained by its principal registrar, Codan Trust Company (Cayman) Limited in the Cayman Islands and our Company's Hong Kong register of members will be maintained by its Hong Kong Share Registrar in Hong Kong, Computershare Hong Kong Investor Service Limited.

#### Stamp Duty

Dealings in the Shares registered on our Company's Hong Kong register of members will be subject to Hong Kong stamp duty.

### **OVER-ALLOTMENT OPTION AND STABILIZATION**

Details of the arrangements relating to the Over-allotment Option and stabilization are set out in "Structure and Conditions of the Global Offering."

### Procedures for Application for Hong Kong Offer Shares

The application procedure for the Hong Kong Offer Shares is set out in the section headed "How to Apply for Hong Kong Offer Shares."

### STRUCTURE AND CONDITIONS OF THE GLOBAL OFFERING

Details of the structure and Conditions of the Global Offering, including its conditions, are set out in the section headed "Structure and Conditions of the Global Offering."

# INFORMATION ABOUT THIS PROSPECTUS AND THE GLOBAL OFFERING

# **CURRENCY TRANSLATIONS**

Unless otherwise specified, amounts denominated in Renminbi and US dollars have been translated into Hong Kong dollars and amounts denominated in Renminbi have been translated into US dollars, for the purpose of illustration only, in this Prospectus at the following rates:

HK\$1.00: RMB0.8160, being the prevailing exchange rate on November 18, 2011 set by the People's Bank of China.

HK\$7.7880: US\$1.00, being the noon buying rate in the City of New York for cable transfers as certified by the Federal Reserve Bank of New York on November 18, 2011.

US\$1.00: RMB6.3565, being the noon buying rate in the City of New York for cable transfers as certified by the Federal Reserve Bank of New York on November 18, 2011.

No representation is made that any amounts in Renminbi, US dollars or Hong Kong dollars can be or could have been at the relevant dates converted at the above rates or any other rates or at all.

# LANGUAGE

If there is any inconsistency between the Chinese names of the Chinese entities mentioned in this Prospectus and their English translations, the Chinese names shall prevail.

## ROUNDING

Any discrepancies in any table between totals and sums of amounts listed therein or in calculations between figures are due to rounding.