

### THE CORNERSTONE PLACING

We and the Joint Global Coordinators have entered into cornerstone placing agreements with the following investors (the “**Cornerstone Investors**”, each a “**Cornerstone Investor**”), pursuant to which the Cornerstone Investors have agreed to subscribe at the Offer Price for such number of Offer Shares (rounded down to the nearest whole board lot of 400 H Shares) that may be purchased for an aggregate amount of US\$222.0 million (the “**Cornerstone Placing**”). Assuming an Offer Price of HK\$9.98 (being the mid-point of the indicative Offer Price range stated in this prospectus), the total number of H Shares to be subscribed for by the Cornerstone Investors would be 173,239,600, representing approximately (i) 1.80% of the Shares in issue upon the completion of the Global Offering, assuming that the Over-allotment Option is fully exercised; or (ii) 1.83% of the Shares in issue upon completion of the Global Offering, assuming that the Over-allotment Option is not exercised.

Each of the Cornerstone Investors is an independent third party, is independent with each other, is not our connected person, and is not an existing shareholder of our Company. Details of the actual number of Offer Shares to be allocated to the Cornerstone Investors will be disclosed in the allotment results announcement to be issued by our Company on or around December 14, 2011.

The Cornerstone Placing forms part of the International Offering. The Offer Shares to be subscribed for by the Cornerstone Investors will rank *pari passu* in all respects with the other fully paid H Shares in issue and will be counted towards the public float of our Company. None of the Cornerstone Investors will subscribe for any Offer Shares under the Global Offering (other than and pursuant to the respective cornerstone placing agreements). Upon the completion of the Global Offering, none of the Cornerstone Investors will have any board representation in our Company, nor will any of the Cornerstone Investors become our substantial shareholder. The Offer Shares to be subscribed for by the Cornerstone Investors will not be affected by any reallocation of the Offer Shares between the International Offering and the Hong Kong Public Offering described in “Structure of the Global Offering – The Hong Kong Public Offer”.

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## CORNERSTONE INVESTORS

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We and the Joint Global Coordinators have entered into cornerstone investment agreements with each of the following Cornerstone Investors in respect of the Cornerstone Placing. The information about our Cornerstone Investors set forth below has been provided by the Cornerstone Investors in connection with the Cornerstone Placing:

#### **Barleyland (indirectly wholly-owned by Warburg Pincus)**

Barleyland Investment Ltd (“**Barleyland**”) has agreed to subscribe for such number of H Shares (rounded down to the nearest whole board lot of 400 H Shares) which may be purchased for US\$210.0 million at the Offer Price. Assuming an Offer Price of HK\$9.98, being the mid-point of the Offer Price range set out in this prospectus, the total number of H shares that Barleyland would subscribe for would be 163,875,600, representing (i) approximately 1.70% of the Shares in issue immediately following the completion of the Global Offering assuming that the Over-allotment Option is fully exercised, or, (ii) approximately 1.73% of the Shares in issue immediately following the completion of the Global Offering, assuming that the Over-allotment Option is not exercised.

Barleyland is indirectly wholly-owned by Warburg Pincus Private Equity X, L.P. and Warburg Pincus X Partners, L.P. (“**Warburg Pincus**”), private equity investment funds established in Delaware, the United States.

#### **Chuo Mitsui Trust**

The Chuo Mitsui Trust and Banking Co., Ltd. (“**Chuo Mitsui Trust**”) has agreed to subscribe for such number of H Shares (rounded down to the nearest whole board lot of 400 H Shares) which may be purchased for US\$12.0 million at the Offer Price. Assuming an Offer Price of HK\$9.98, being the mid-point of the Offer Price range set out in this prospectus, the total number of H shares that Chuo Mitsui Trust would subscribe for would be 9,364,000, representing (i) approximately 0.10% of the Shares in issue immediately following the completion of the Global Offering assuming that the Over-allotment Option is exercised, or, (ii) approximately 0.10% of the Shares in issue immediately following the completion of the Global Offering, assuming that the Over-allotment Option is not exercised.

Chuo Mitsui Trust is a company incorporated in Japan and is one of the wholly-owned subsidiaries of Sumitomo Mitsui Trust Holdings, Inc. (“**Sumitomo Mitsui Trust**”). The shares of Sumitomo Mitsui Trust are listed on the Tokyo, Osaka and Nagoya Stock Exchange (stock code: 8309). Sumitomo Mitsui Trust group is the largest trust bank group in Japan, and provides retail and wholesale banking services, asset management and administration services, and it also operates real estate related businesses.

**CONDITIONS PRECEDENT**

The subscription obligation of each Cornerstone Investor is subject to, among other things, the following conditions precedent:

- (1) the Hong Kong Underwriting Agreement and the International Underwriting Agreement having been entered into and having become effective and unconditional and not having been terminated (in accordance with their respective original terms or as subsequently waived or varied by agreement of the parties thereto) by no later than the time and date as specified or as subsequently waived or varied by agreement of the parties thereto in such agreements; and
- (2) the Listing Committee having granted the listing of, and permission to deal in, the H Shares and such approval or permission not having been revoked.

**RESTRICTIONS ON DISPOSALS BY THE CORNERSTONE INVESTORS**

Each of the Cornerstone Investors has agreed that, without the prior written consent of the Company and the Joint Global Coordinators, it will not, whether directly or indirectly, at any time during a period of six months starting from and inclusive of the Listing Date, dispose of (as defined in the relevant cornerstone investment agreement) any of the H Shares subscribed for by it pursuant to the relevant cornerstone investment agreement. Each Cornerstone Investor may transfer the H Shares so subscribed in certain limited circumstances, such as transfer to a wholly-owned subsidiary of such Cornerstone Investor, provided that such wholly-owned subsidiary agrees to be subject to the restrictions on disposals imposed on such Cornerstone Investor.