

## SHARE CAPITAL

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Our Company has an authorized share capital of US\$200,000 divided into 2,000,000,000 Shares of US\$0.0001 each. The share capital of our Company immediately after the completion of the Capitalisation Issue and the Global Offering (without taking into account the exercise of the Over-allotment Option or any options that may be granted under the Share Option Scheme) will be as follows:

|  | <u>US\$</u> |
|--|-------------|
| 100,000,000 Shares in issue as of the date of this prospectus . . . . .        | 10,000      |
| <b>Shares to be issued:</b>  |             |
| 900,000,000 Shares to be issued pursuant to the Capitalisation Issue . . . . . | 90,000      |
| 335,000,000 Shares to be issued pursuant to the Global Offering . . . . .      | 33,500      |
| <b>Total issued and to be issued share capital:</b>                            |             |
| 1,335,000,000 Shares . . . . .   | 133,500     |

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.

### ASSUMPTIONS

The above table assumes the Global Offering become unconditional and the issue of Shares pursuant thereto is made as described herein. It does not take into account 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 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 “Issuing Mandate” or the paragraph headed “Repurchase Mandate” below, as the case may be.

### 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 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.

### SHARE OPTION SCHEME

Our Company has conditionally adopted the Share Option Scheme in which certain eligible participants may be granted options to acquire Shares. Our Directors believe that the Share Option Scheme will assist in our recruitment and retention of quality executives and employees. A summary of the principal terms of the Share Option Scheme is set out in the paragraph headed “Share Option Scheme” in Appendix VI to this prospectus.

### GENERAL MANDATE TO ISSUE SHARES

Our Directors have been granted a general unconditional mandate to allot, issue and deal with such number of Shares not exceeding the sum of:

- (a) 20% of the total number of issued Shares of our Company immediately following completion of the Global Offering; and
- (b) the total number of issued Shares of our Company repurchased by our Company (if any) under the general mandate to repurchase Shares referred to below.

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This general mandate to issue Shares will remain in effect until:

- (a) the conclusion of our Company's next annual general meeting;
- (b) the expiration of the period within which our Company's next annual general meeting is required to be held by any applicable laws or our Articles of Association; or
- (c) it is varied, revoked or renewed by an ordinary resolution of our Shareholders in general meeting, whichever is earliest.

### GENERAL MANDATE TO REPURCHASE SHARES

Our Directors have been granted a general unconditional mandate to exercise all our powers to repurchase Shares of not more than 10% of the total number of issued Shares of our Company immediately following completion of the Global Offering (excluding Shares which may be allotted and issued upon the exercise of any options granted under the Share Option Scheme). This mandate only relates to repurchases made on the Stock Exchange, or on any other stock exchange on which our Shares are listed (and which is recognised by the SFC and the Stock Exchange for this purpose), and made in accordance with all applicable laws and the requirements of the Hong Kong Listing Rules. A summary of the relevant Listing Rules is set out in the section headed "5. Repurchase by our Company of its Own Securities" in Appendix VI to this prospectus.

The general mandate to repurchase Shares will remain in effect until:

- (a) the conclusion of our Company's next annual general meeting;
- (b) the expiration of the period within which our Company's next annual general meeting is required to be held by any applicable laws or our Articles of Association; or
- (c) it is varied, revoked or renewed by an ordinary resolution of our Shareholders in general meeting, whichever is earliest.