

SHARE CAPITAL

The following tables set forth information with respect to the share capital of the Company after completion of the Share Offer. All the Shareholders have the same voting right per Share.

	HK\$
<i>Authorised capital:</i>	
20,000,000,000 Shares of HK\$0.01 each	200,000,000

Shares issued and 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
495,000,000	Shares in issue as at the date of this prospectus	4,950,000.00	75.00%
133,650,000	Shares to be issued under the Placing	1,336,500.00	20.25%
31,350,000	Shares to be issued under the Public Offer	313,500.00	4.75%
660,000,000	Total	6,600,000.00	100.00%

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

Assumptions

The table is based on the assumptions that the Share Offer becomes unconditional and are completed and the Shares which may be allotted and issued or repurchased pursuant to the Issuing Mandate and the Repurchase Mandate are not taken into account.

Ranking

The Offer Shares will rank *pari passu* in all respects with all Shares in issue or to be issued as set forth in the above table, and will qualify for all dividends or other distributions 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 on 28 April 2011. Under the Share Option Scheme, the eligible participants of the scheme, including Directors, full-time employees of and advisers and consultants to our Company or our subsidiaries may be granted options which entitle them to subscribe for Shares, when aggregated with options granted under any other scheme,

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representing initially not more than 10% of the Shares in issue on the Listing Date. Further details of the rules of the Share Option Scheme are set out in the paragraph headed “Share Option Scheme” in Appendix V to this prospectus.

GENERAL MANDATE TO ISSUE SHARES

Conditional on the conditions as stated in the section headed “Structure and conditions of the Share Offer” in this prospectus, our Directors have been granted a general mandate to allot, issue and deal with the Shares with an aggregate nominal value not exceeding the sum of:

1. 20% of the total nominal amount of the share capital of our Company in issue, immediately following completion of the Share Offer; and
2. the total amount of the share capital of our Company repurchased by us (if any) pursuant to the authority referred to in the paragraph headed “General Mandate to Repurchase Shares” below.

Our Directors may, in addition to the Shares which they are authorised to issue under the mandate, allot, issue and deal in the Shares pursuant to a rights issue, an issue of Shares pursuant to the exercise of subscription rights attaching to any warrants of our Company, scrip dividends or similar arrangements.

This general mandate will expire:

- (i) at the conclusion of our next annual general meeting; or
- (ii) upon the expiry of the period within which we are required by any applicable laws of the Cayman Islands or our Articles to hold the next annual general meeting; or
- (iii) when it is varied, revoked or renewed by an ordinary resolution of the Shareholders in general meeting;

whichever occurs first.

For further details of this general mandate, please see the section headed “Statutory and general information — Written resolutions of the sole Shareholder passed on 20 December 2011” in Appendix V to this prospectus.

GENERAL MANDATE TO REPURCHASE SHARES

Conditional on the conditions as stated in the section headed “Structure and conditions of the Share Offer” in this prospectus, the Directors have been granted a general mandate to exercise all the powers of the Company to repurchase Shares with a total nominal value of not more than 10% of the total nominal amount of the share capital of the Company immediately following the completion of the Share Offer.

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This mandate relates only to repurchases made on the Stock Exchange and/or on any other stock exchange on which the Shares are listed (and which is recognised by the SFC and the Stock Exchange for this purpose), and which are made in accordance with the Listing Rules. A summary of the relevant Listing Rules is set out in the section headed “Repurchase by the Company of its own shares” in Appendix V to this prospectus.

This general mandate will expire:

- (i) at the conclusions of the Company’s next annual general meeting; or
- (ii) upon the expiry of the period within which the Company is required by any applicable laws of the Cayman Islands or its Articles to hold its next annual general meeting; or
- (iii) when it is varied, revoked or renewed by an ordinary resolution of the Shareholders in general meeting;

whichever occurs first.

For further information about this general mandate, see the section headed “Statutory and general information — Written resolutions of the sole Shareholder passed on 20 December 2011” in Appendix V to this prospectus.