
SHARE CAPITAL

Without taking into account any Shares which may be issued upon the exercise of any options granted under the Pre-IPO Share Option Scheme or options that may be granted under the Share Option Scheme, the Company's issued share capital immediately following completion of the Global Offering and the Capitalization Issue will be as follows:

	<u>(HK\$)</u>
Authorized share capital:	
5,000,000,000 Shares	500,000,000

Issued and to be issued, fully paid or credited as fully paid upon completion of the Global Offering and the Capitalization Issue:

<u>(Shares)</u>	<u>(HK\$)</u>
1 Share in issue as at the date of this Prospectus	0.1
1,499,999,999 Shares to be issued under the Capitalization Issue (including 80,000,000 Sales Shares and 87,000,000 additional Sale Shares subject to the Over-allotment Option in full)	149,999,999.9
500,000,000 Shares to be issued under the Global Offering	50,000,000
2,000,000,000 Shares in total	200,000,000

ASSUMPTIONS

The above tables assume that the Global Offering becomes unconditional and do not take into account any exercise of any options granted under the Pre-IPO Share Option Scheme or to be granted under the Share Option Scheme as described below. They take no account of Shares which may be allotted and issued or repurchased by the Company pursuant to the issue mandate and repurchase mandate as described below.

RANKING

The Offer Shares 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 declared, paid or made on the Shares after the date of this Prospectus, save for the entitlement under the Capitalization Issue.

THE PRE-IPO SHARE OPTION SCHEME AND THE SHARE OPTION SCHEME

The Company has conditionally adopted the Pre-IPO Share Option Scheme and the Share Option Scheme. Under the Pre-IPO Share Option Scheme, certain persons were conditionally granted options immediately prior to the Listing Date to subscribe for Shares. The principal terms of the Pre-IPO Share Option Scheme and the Share Option Scheme are set out in the section headed "Pre-IPO Share Option Scheme" and "Share Option Scheme", respectively, in Appendix VII to this Prospectus.

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GENERAL MANDATE TO ISSUE SHARES

Conditional on conditions as stated in the section headed “Structure of the Global Offering — Conditions of the Global Offering” in this Prospectus, our Directors have been granted a general unconditional mandate to allot, issue and deal with Shares with an aggregate nominal or par value not exceeding the sum of:

- (i) 20% of the aggregate nominal or par value of the share capital of the Company in issue immediately following completion of the Global Offering and the Capitalization Issue (excluding any Shares which may be allotted and issued pursuant to the exercise of any options that were granted under the Pre-IPO Share Option Scheme and the Share Option Scheme); and
- (ii) the aggregate nominal amount of the share capital of the Company repurchased by the Company (if any) pursuant to the repurchase mandate.

Our Directors may, in addition to the Shares which they are authorized to issue under the mandate, allot, issue and deal in the Shares pursuant to (a) a rights issue; (b) the exercise of rights of subscription, exchange or conversion under the terms of any warrants or convertible securities issued by the Company or any securities which are exchangeable into Shares; (c) the exercise of the subscription rights under options granted under the Share Option Scheme or any other similar arrangement of the Company from time to time adopted for the grant or issue to officers and/or employees and/or consultants and/or advisers of the Company and/or any of its subsidiaries of Shares or rights to acquire Shares; or (d) any scrip dividends or similar arrangement providing for allotment of Shares in lieu of the whole or part of a dividends on Shares in accordance with the Articles.

The issue mandate will expire at the earliest of:

- at the conclusion of the Company’s next annual general meeting, unless renewed by an ordinary resolution of our Shareholders in a general meeting, either unconditionally or subject to conditions;
- upon the expiry of the period within which the Company is required by applicable laws of the Cayman Islands or the Articles to hold our next annual general meeting; or
- the time when such mandate is varied or revoked by an ordinary resolution of the Shareholders in general meeting.

For further details of the issue mandate, see the section headed “Statutory and General Information — A. Further information about the Company — 3. Written resolutions of the sole Shareholder passed on 24 January 2011” in Appendix VII to this Prospectus.

GENERAL MANDATE TO REPURCHASE SHARES

Conditional on conditions as stated in the section headed “Structure of the Global Offering — Conditions of the Global Offering” in this Prospectus, our Directors have been granted a general unconditional mandate to exercise all the powers of the Company to repurchase Shares with an aggregate nominal or par value of not more than 10% of the total nominal or par value of the share capital of the Company in issue immediately following completion of the Global Offering and the Capitalization Issue (excluding any Shares which may be allotted and issued pursuant to the exercise of any options that were granted under the Pre-IPO Share Option Scheme and the Share Option Scheme). The repurchase mandate relates only to repurchases made on the Stock Exchange and/or on any other

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stock exchange on which the Shares are listed (and which is recognized by the SFC and the Stock Exchange for this purpose), and which are made in accordance with all applicable laws and requirements of the Listing Rules. A summary of the relevant Listing Rules is set out in the section headed “Statutory and General Information — A. Further Information about the Company — 7. Repurchase by the Company of its own securities” in Appendix VII to this Prospectus.

The repurchase mandate will expire at the earliest of:

- at the conclusion of the Company’s next annual general meeting, unless renewed by an ordinary resolution of our Shareholders in a general meeting, either unconditionally or subject to conditions;
- upon the expiry of the period within which the Company is required by applicable laws of the Cayman Islands or the Articles to hold our next annual general meeting; or
- the time when such mandate is varied or revoked by an ordinary resolution of the Shareholders in general meeting.

For further information about the repurchase mandate, please refer to the section headed “Statutory and General Information — A. Further Information About the Company — 3. Written resolutions of the sole Shareholder passed on 24 January 2011” in Appendix VII to this Prospectus.