

SHARE CAPITAL

AUTHORIZED AND ISSUED SHARE CAPITAL

The following is a description of the authorized and issued share capital of our Company immediately following the Global Offering and Capitalization Issue:

| | HK\$ |
|--|--------------|
| 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 Capitalization Issue (assuming that the Over-allotment Option is not exercised): | |
| 235,294 Shares in issue at the date of this prospectus | 23,529.4 |
| 749,764,706 Shares to be issued under the Capitalization Issue | 74,976,470.6 |
| 250,000,000 Shares to be issued pursuant to the Global Offering | 25,000,000 |
| Total: 1,000,000,000 Shares | 100,000,000 |
| Issued and to be issued, fully paid or credited as fully paid upon completion of the Global Offering and Capitalization Issue (assuming that the Over-allotment Option is exercised in full): | |
| 235,294 Shares in issue at the date of this prospectus | 23,529.4 |
| 749,764,706 Shares to be issued under the Capitalization Issue | 74,976,470.6 |
| 287,500,000 Shares to be issued pursuant to the Global Offering | 28,750,000 |
| Total: 1,037,500,000 Shares | 103,750,000 |

ASSUMPTIONS

The above table assumes that the Global Offering becomes unconditional and the issue of Shares pursuant to the Global Offering and the Capitalization Issue is made. It takes no account of (i) any Shares which may be allotted and issued upon exercise of the Pre-IPO Options and any options which may be granted under the Share Option Scheme; (ii) any Shares which may be allotted and issued under the general mandate given to our Directors for the issue and allotment of Shares; or (iii) any Shares which may be repurchased by us pursuant to the general mandate given to our Directors for the repurchase of Shares.

RANKING

The Offer Shares are ordinary shares in the share capital of our Company and will rank equally with all Shares currently in issue or to be issued as mentioned in this prospectus, and will rank in full for all dividends or other distributions declared, made or paid on the Shares after the date of this prospectus other than participation in the Capitalization Issue.

PRE-IPO SHARE OPTION SCHEME

We have adopted the Pre-IPO Share Option Scheme. The principal terms of the Pre-IPO Share Option Scheme are summarized in the section headed “Statutory and General Information — E. Pre-IPO Share Option Scheme” in Appendix VIII to this prospectus.

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SHARE OPTION SCHEME

We have conditionally adopted the Share Option Scheme. The principal terms of the Share Option Scheme are summarized in the section headed “Statutory and General Information — F. Share Option Scheme” in Appendix VIII to this prospectus.

GENERAL MANDATE TO ISSUE SHARES

Our Directors have been granted a general unconditional mandate to allot, issue and deal with Shares (otherwise than by way of a rights issue or an issue of Shares upon exercise of any subscription rights attached to any warrants of our Company or pursuant to the exercise of the Over-allotment Option, the Pre-IPO Share Options and any options which may be granted under the Share Option Scheme or any scrip dividend scheme or similar arrangements in accordance with the Articles) with an aggregate nominal value of not more than the sum of:

- (a) 20% of the aggregate nominal value of the share capital of our Company in issue immediately following completion of the Global Offering and the Capitalization Issue (before the exercise of the Over-allotment Option and excluding any Shares which may be issued pursuant to the exercise of the Pre-IPO Options and any options which may be granted under the Share Option Scheme); and
- (b) the aggregate nominal value of the share capital of our Company repurchased by our Company (if any) under the general mandate to repurchase Shares referred to below.

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

- (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 the Companies Law or our Articles or any applicable laws of the Cayman Islands; or
- (c) the passing of an ordinary resolution of our Shareholders in a general meeting revoking, varying or renewing such mandate.

For further details of this general mandate, please see the section headed “Statutory and General Information — A. Further Information About Our Group — 4. Resolutions of our Shareholders passed on December 2, 2010 and February 28, 2011” in Appendix VIII to this prospectus.

GENERAL MANDATE TO REPURCHASE SHARES

Our Directors have been granted a general unconditional mandate to exercise all our powers to repurchase Shares with a total nominal value of not more than 10% of the aggregate nominal value of our Company’s share capital in issue immediately following completion of the Global Offering and the Capitalization Issue (before the exercise of the Over-allotment Option and excluding any Shares which may be issued pursuant to the exercise of the Pre-IPO Options and any options which may be granted under the Share Option Scheme).

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This mandate only relates to repurchases made on the Stock Exchange, or any other 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 the 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 Our Group — 6. Repurchase of our Shares” in Appendix VIII to this prospectus.

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

- (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 the Companies Law or our Articles or any applicable laws of the Cayman Islands; or
- (c) the passing of an ordinary resolution of our Shareholders in a general meeting revoking, varying or renewing such mandate.

For further details of this general mandate, please see the section headed “Statutory and General Information — A. Further Information About Our Group — 4. Resolutions of our Shareholders passed on December 2, 2010 and February 28, 2011” in Appendix VIII to this prospectus.