
SHARE CAPITAL

The following is a description of the authorized and issued share capital of our Company as at the date of this prospectus and immediately after completion of the Global Offering:

Authorized share capital:

| | |
|-----------------------|---------------|
| | <u>HK\$</u> |
| 10,000,000,000 Shares | 1,000,000,000 |

Issued and to be issued, fully paid or credited as fully paid

| <u>Number</u> | | <u>HK\$</u> |
|---------------------------|---|-------------------|
| 100,000,000 | Shares in issue at the date of this prospectus | 10,000,000 |
| 500,000,000 | Shares to be issued pursuant to the Capitalization Issue | 50,000,000 |
| 180,000,000 | Shares issued under the International Offering (subject to reallocation and the Over-allotment Option) | 18,000,000 |
| <u>20,000,000</u> | Shares issued under the Hong Kong Public Offering | <u>2,000,000</u> |
| Total: <u>800,000,000</u> | Shares | <u>80,000,000</u> |

Assumptions

The table above assumes that the Global Offering becomes unconditional and the issue of Shares pursuant to the Global Offering. It takes no account of any Shares which may be issued upon the exercise of any options which may be granted under the Share Option Scheme or any Shares which may be allotted, issued or repurchased or issued by our Company under the general mandates granted to the Directors.

Ranking

The Offer Shares will rank *pari passu* in all respects with all other Shares in issue and/or to be allotted and issued 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, save for entitlement under the Capitalization Issue.

ISSUING MANDATE

Subject to the Global Offering becoming unconditional, the Directors have been granted a general unconditional mandate to allot, issue and deal with unissued Shares with an aggregate nominal value not exceeding the sum of:

- 20% of the total nominal amount of the share capital of our Company in issue immediately following completion of the Global Offering and the Capitalization Issue, excluding Shares that may fall to be issued pursuant to the exercise of options that may be granted under the Share Option Scheme; and

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- the total amount of the share capital of our Company repurchased by our Company (if any) pursuant to the Repurchase Mandate.

The Issuing Mandate does not apply to situations where the Directors allot, issue or deal with the Shares by way of rights issue, scrip dividend schemes or similar arrangements providing for the allotment and issue of the Shares in lieu of the whole or part of any dividend in accordance with the Articles, or pursuant to the exercise of any subscription or conversion rights attaching to any warrants or any securities which are convertible into Shares or pursuant to the Global Offering, the Capitalization Issue or the Shares to be issued upon the exercise of options to be granted under the Share Option Scheme.

The Directors may, in addition to the Shares which they are authorized to issue under the Issuing 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 or the exercise of any options that may be granted under the Share Option Scheme or any other option scheme or similar arrangement for the time being adopted.

The Issuing Mandate will expire:

- on the conclusion of our Company's next annual general meeting; or
- upon the expiration of the period within which our Company is required by law or its Articles to hold its next annual general meeting; or
- when varied or revoked by an ordinary resolution of the Shareholders in general meeting,

whichever is the earliest.

Further information on the Issuing Mandate is set out under the paragraph headed "Resolutions in writing of all Shareholders passed on May 24, 2011" in Appendix VII to this prospectus.

REPURCHASE MANDATE

Subject to the Global Offering becoming unconditional, the Directors have been granted a general unconditional mandate to exercise all the powers of our Company to repurchase Shares with a total nominal value of not more than 10% of the total nominal amount of the share capital of our Company in issue and to be issued immediately following completion of the Global Offering and the Capitalization Issue excluding Shares which may be issued pursuant to the exercise of options that may be granted under the Share Option Scheme.

The Repurchase 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 are recognized 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 requirements under the Listing Rules is set forth under the paragraph headed "Repurchase by our Company of our own securities" in Appendix VII to this prospectus.

The Repurchase Mandate will expire:

- at the conclusion of our Company's next annual general meeting; or

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- upon the expiration of the period within which our Company is required by law or its Articles to hold its next annual general meeting; or
- when varied or revoked by an ordinary resolution of the Shareholders in general meeting,

whichever is the earliest.

Further information on the Repurchase Mandate is set out under the paragraphs headed “Resolutions in writing of all Shareholders passed on May 24, 2011” and “Repurchase by our Company of our own securities” in Appendix VII to this prospectus.