

## SHARE CAPITAL

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The following table is prepared on the basis that the Share Offer and the Capitalisation Issue become unconditional. This table does not take into account any Shares which may be allotted and issued or repurchased by the Company pursuant to the general mandates for the allotment and issue or repurchase of Shares granted to the Directors as referred to below.

	<u>HK\$</u>
<i>Authorised share capital</i>	
<u>2,000,000,000</u> Shares	<u>200,000,000</u>
<i>Shares in issue and to be issued, fully paid-up or credited as fully paid:</i>	
1,000,000 Shares in issue	100,000
752,520,000 Shares to be issued under the Capitalisation Issue	75,252,000
<u>188,380,000</u> Shares to be issued pursuant to the Share Offer	<u>18,838,000</u>
<u>941,900,000</u> Shares	<u>94,190,000</u>

### RANKING

The Offer Shares will rank pari passu in all respects with all Shares in issue and to be issued as mentioned in this prospectus and will qualify in full for all dividends and other distributions declared, made or paid after the date of this prospectus except in respect of the Capitalisation Issue.

### GENERAL MANDATE GIVEN TO THE DIRECTORS TO ISSUE NEW SHARES

Subject to the Share Offer becoming unconditional, a general unconditional mandate has been granted to the Directors to allot, issue and deal with Shares with a total nominal value of not more than the sum of:

1. 20% of the total nominal amount of the Shares in issue immediately following completion of the Share Offer and the Capitalisation Issue; and
2. the total nominal amount of the Shares repurchased by the Company, if any, pursuant to the repurchase mandate as described belows.

This 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 whole or part of any dividend in accordance with the Bye-laws or pursuant to the Share Offer and the Capitalisation Issue.

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This mandate will expire:

- at the conclusion of the Company’s next annual general meeting;
- at the date by which the Company is required by any applicable laws or the Bye-laws 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.

Particulars of this general mandate are set forth under sub-paragraph headed “Written resolutions of the shareholders of the Company dated 24 June 2011” in the paragraph headed “Further information about the Company” in Appendix VI to this prospectus.

### **GENERAL MANDATE GIVEN TO THE DIRECTORS TO REPURCHASE SHARES**

Subject to the Share Offer becoming unconditional, a general unconditional mandate has been granted to the Directors 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 Shares in issue and to be issued immediately following completion of the Share Offer and the Capitalisation Issue.

This mandate only relates to repurchases made on Main Board, or on any other stock exchange on which the Shares are listed (and which are recognised by the SFC and the Stock Exchange for this purpose), and which are in accordance with the Listing Rules. A summary of the relevant Listing Rules is set forth under the sub-paragraph headed “Repurchase by the Company of its own shares” in the paragraph headed “Further information about the Company” in Appendix VI to this prospectus.

This mandate will expire:

- at the conclusion of the Company’s next annual general meeting; or
- at the date by which the Company is required by any applicable laws or the Bye-laws to hold its next annual general meeting; or
- when varied or revoked by an ordinary resolution of the shareholders of the Company in general meeting,

whichever is the earliest.

Particulars of this general mandate are set forth under sub-paragraph headed “Written resolutions of the shareholders of the Company dated 24 June 2011” in the paragraph headed “Further information about the Company” in Appendix VI to this prospectus.