## INFORMATION ABOUT THIS PROSPECTUS AND THE GLOBAL OFFERING

#### DIRECTORS' RESPONSIBILITY FOR THE CONTENTS OF THIS PROSPECTUS

This prospectus includes particulars given in compliance with the Hong Kong Companies Ordinance, the Securities and Futures (Stock Market Listing) Rules and the Hong Kong Listing Rules for the purpose of giving information with regard to us. The Directors collectively and individually accept full responsibility for the accuracy of the information contained in this prospectus and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief there are no other facts the omission of which would make any statement in this prospectus misleading.

#### INFORMATION ON THE GLOBAL OFFERING

The Offer Shares are offered solely on the basis of information contained and representations made in the prospectus and the Application Forms and on the terms and subject to the conditions set out herein and therein. We have not authorized anyone to provide you with information in connection with the Global Offering or to make any representation not contained in this prospectus, and any information or representation not contained herein must not be relied on by you as having been authorized by us, the Joint Global Coordinators, the Joint Bookrunners, the Underwriters, any of our or their respective directors, agents, employees or advisers or any other party involved in the Global Offering.

Details of the structure of the Global Offering, including its conditions, are set out in the section headed "Structure of the Global Offering," and the procedures for applying for Hong Kong Offer Shares are set out in the section headed "How to Apply for Hong Kong Offer Shares" and in the relevant Application Forms.

#### UNDERWRITING

This prospectus is published solely in connection with the Hong Kong Public Offering, which forms part of the Global Offering. For applicants under the Hong Kong Public Offering, this prospectus and the related Application Forms contain the terms and conditions of the Hong Kong Public Offering.

The Listing is sponsored by the Sole Sponsor. Pursuant to the Hong Kong Underwriting Agreement, the Hong Kong Public Offering is fully underwritten by the Hong Kong Underwriters, subject to the agreement on the Offer Price between the Joint Bookrunners (on behalf of the Underwriters) and us on the Price Determination Date. The International Underwriting Agreement relating to the International Offering is expected to be entered into on or about 6 July 2011, subject to determination of the pricing of the Offer Shares. If, for any reason, the Offer Price is not agreed among us and the Joint Bookrunners (on behalf of the Underwriters) by 9 July 2011, the Global Offering (including the Hong Kong Public Offering) will not proceed and will lapse. The International Offering is expected to be underwritten by the International Underwriters. Further details about the Underwriters and the underwriting arrangements are contained in the section headed "Underwriting" in this prospectus.

#### **RESTRICTIONS ON THE USE OF THIS PROSPECTUS**

Each person acquiring Hong Kong Offer Shares will be required to confirm, or by his acquisition of Hong Kong Offer Shares will be deemed to confirm, that he is aware of the restrictions on offers of the Hong Kong Offer Shares described in this prospectus.

No action has been taken to permit a public offering of the Offer Shares in any jurisdiction other than Hong Kong or the distribution of this prospectus in any jurisdiction other than Hong Kong. Accordingly, and without limitation to the following, this prospectus may not be used for the purpose of, and does not constitute, an

# INFORMATION ABOUT THIS PROSPECTUS AND THE GLOBAL OFFERING

offer or invitation in any jurisdiction or in any circumstances in which such an offer or invitation is not authorized or to any person to whom it is unlawful to make such an offer or invitation.

The distribution of this prospectus and the offering and sales of the Offer Shares in other jurisdictions are subject to restrictions and may not be made except as permitted under the applicable securities laws of such jurisdictions pursuant to registration with or authorization by the relevant securities regulatory authorities or an exemption therefrom. In particular, the Offer Shares have not been offered and sold and will not be offered or sold, directly or indirectly, in the PRC.

## APPLICATION FOR LISTING ON THE HONG KONG STOCK EXCHANGE

Application has been made to the Listing Committee of the Hong Kong Stock Exchange for the listing of, and permission to deal in, the Shares in issue and to be issued as mentioned in this prospectus (including Shares to be issued pursuant to the Capitalization Issue and Shares which may fall to be issued upon the exercise of the Over-allotment Option).

Except as otherwise disclosed in this prospectus, no part of our share or loan capital is listed on or dealt in on any other stock exchange and no such listing or permission to list is being or proposed to be sought in the near future.

#### SHARE REGISTER AND HONG KONG STAMP DUTY

All of the Shares issued pursuant to applications made in the Hong Kong Public Offering and the International Offering will be registered on our share register to be maintained in Hong Kong. Our principal register of members will be maintained by our principal share registrar in the Cayman Islands.

No stamp duty is payable by applicants in the Global Offering. Dealings in the Shares registered on our register of members in Hong Kong will be subject to Hong Kong stamp duty.

#### ELIGIBILITY FOR ADMISSION INTO CCASS

If the Hong Kong Stock Exchange grants the listing of, and permission to deal in, our Shares on the Hong Kong Stock Exchange and our Company complies with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the Listing Date or any other date as determined by HKSCC. Settlement of transactions between participants of the Hong Kong Stock Exchange is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. You should seek the advice of your stockbroker or other professional adviser for details of those settlement arrangements as such arrangements will affect your rights and interests. All necessary arrangements have been made enabling our Shares to be admitted into CCASS.

#### PROFESSIONAL TAX ADVICE RECOMMENDED

Applicants for the Offer Shares are recommended to consult their professional advisers if they are in any doubt as to the taxation implications of the subscription, purchase, holding or disposal of, dealing in or the exercise of any rights in relation to the Offer Shares. It is emphasized that none of our Group, the Underwriters, the Sole Sponsor, the Joint Global Coordinators, the Joint Bookrunners, any of their respective directors, supervisors, agents or advisers or any other person involved in the Global Offering accepts responsibility for any tax effects or liabilities of holders of Shares resulting from the subscription, purchase, holding or disposal of Shares.

# INFORMATION ABOUT THIS PROSPECTUS AND THE GLOBAL OFFERING

## OVER-ALLOTMENT AND STABILIZATION

In connection with the Global Offering, the Stabilization Manager or any person acting for it may over-allot or effect transactions with a view to supporting the market price of the Shares at a level higher than that which might otherwise prevail for a limited period after the Listing Date. However, there is no obligation on the Stabilization Manager or any person acting for it to do this. Such stabilization action, if taken, may be discontinued at any time and is required to be brought to an end after a limited period. An announcement will be made to the public within seven days after the end of the stabilizing period as required under the Securities and Futures (Price Stabilizing) Rules.

In connection with the Global Offering, our Company intends to grant to the International Underwriters the Over-allotment Option, which will be exercisable in full or in part by the Joint Bookrunners (on behalf of the International Underwriters) starting from the Listing Date and is expected to expire on 5 August 2011, being the 30<sup>th</sup> day after the last day for the lodging of applications under the Hong Kong Public Offering. Pursuant to the Over-allotment Option, our Company may be required to allot and issue at the Offer Price up to an aggregate of 58,500,000 additional Shares, representing approximately 15% of the total number of Shares initially available under the Global Offering, in connection with over-allocations in the International Offering, if any.

Further details with respect to stabilization and the Over-allotment Option are set out in the section headed "Structure of the Global Offering — Over-allotment and Stabilization."

## ROUNDING

Any discrepancies in any table between totals and sums of amounts listed therein are due to rounding.