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## SHARE CAPITAL

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	<u>HK\$</u>
<b>Authorized share capital:</b>	
5,000,000,000 .....	5,000,000,000
<b>Issued Shares:</b>	
2,600,000,000 .....	2,600,000,000
<b>Shares to be issued in the Global Offering:</b>	
870,000,000 .....	870,000,000
<b>Total issued share capital:</b>	
3,470,000,000 .....	3,470,000,000

### **Assumption**

The above table assumes that the Global Offering becomes unconditional and does not take into account any Shares which may be issued pursuant to any exercise of the Over-allotment Option, or which may be issued or repurchased pursuant to the general mandate referred to in the paragraph headed “General Mandate” below or the repurchase mandate referred to in the paragraph headed “Repurchase Mandate” below, as the case may be. If the Over-allotment Option is exercised in full, then 130,500,000 additional Shares will be issued resulting in a total enlarged issued share capital of 3,600,500,000 Shares with a nominal value of HK\$1 each.

### **Ranking**

The Offer Shares are ordinary shares in the share capital of our Company and rank equally with all Shares currently in issue or to be issued, in particular, will rank in full for all dividends or other distributions declared, made or paid on the Shares in respect of a record date which falls after the date of this prospectus.

### **General Mandate**

Conditional on the conditions as stated in the section headed “Structure of the Global Offering — Conditions of the Hong Kong Public Offering”, our Directors have been granted a general unconditional mandate to allot, issue and deal with Shares (otherwise than pursuant to, a rights issue or pursuant to any scrip dividend scheme or similar arrangements providing for the allotment and issue of Shares in lieu of the whole or part of a dividend on Shares in accordance with the Articles or pursuant to, a special authority granted by our Shareholders in general meeting) 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 the completion of the Global Offering before any exercise of the Over-allotment Option; and
- (b) the aggregate nominal value of the share capital of our Company repurchased by our Company (if any).

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

- (i) the conclusion of our Company’s next annual general meeting unless by ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions;
- (ii) the expiration of the period within which our Company’s next annual general meeting is required by any applicable law or the Articles of Association to be held; or
- (iii) it is varied or revoked by an ordinary resolution of our Shareholders in general meeting.

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For further details of this general mandate, please refer to the section headed “Statutory and General Information — A. Further Information About Us and Our Subsidiaries — 3. Written Resolutions of the Sole Shareholder Passed on April 27, 2012” in Appendix V to this prospectus.

### **Repurchase Mandate**

Conditional on the conditions as stated in the section headed “Structure of the Global Offering — Conditions of the Hong Kong Public Offering”, the Directors have been granted a general unconditional mandate to exercise all our powers to repurchase on the Hong Kong Stock Exchange or on any other approved stock exchange on which our securities may be listed and which is recognized by the Securities and Futures Commission and the Hong Kong Stock Exchange for this purpose) 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 the completion of the Global Offering before any exercise the Over-allotment Option.

This mandate only relates to repurchases made on the Hong Kong Stock Exchange, or on any other stock exchange on which the Shares are listed (and which is recognized by the Securities and Futures Commission and the Hong Kong Stock Exchange for this purpose), and 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 “Repurchase of Our Own Securities” in Appendix V to this prospectus.

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

- (i) the conclusion of our Company’s next annual general meeting unless by ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions;
- (ii) the expiration of the period within which our Company’s next annual general meeting is required by any applicable law or the Articles of Association to be held; and
- (iii) it is varied or revoked by an ordinary resolution of our Company’s Shareholders in general meeting.