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## CORNERSTONE INVESTORS

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### OUR CORNERSTONE INVESTORS

We have entered into three placing agreements with the following investors (each a “Cornerstone Investor” and, collectively, the “Cornerstone Investors”) who in aggregate have agreed to subscribe for approximately HK\$545,300,000 worth of our Offer Shares at the Offer Price (collectively, the Cornerstone Placing”). Assuming an Offer Price of HK\$2.45, being the mid-point of the indicative Offer Price range of HK\$2.10 to HK\$2.80 per Share, the total number of Shares subscribed by the Cornerstone Investors will be approximately 222,570,000, which is approximately 6.41% of the Shares outstanding upon completion of the Global Offering and 25.58% of the Offer Shares (assuming the Over-allotment Option is not exercised), respectively. Each of the Cornerstone Investors and their respective beneficial owners is an Independent Third Party not connected with us and will not be a substantial shareholder of our Company upon Listing or during the Lock-up Period (as defined below). Each of the Cornerstone Investors is independent of each other.

The Cornerstone Placing forms part of the International Offering. None of the Cornerstone Investors nor their associates will subscribe for any Offer Shares under the Global Offering other than pursuant to the respective cornerstone investor agreements. The Offer Shares to be subscribed for by the Cornerstone Investors will rank *pari passu* in all respects with the fully paid Shares in issue and will be counted towards the public float of our Company. None of the Cornerstone Investors has a representative on our Board. The Offer Shares to be subscribed for by the Cornerstone Investors will not be affected by any reallocation of the Offer Shares between the International Offering and the Hong Kong Public Offering in the event of over-subscription under the Hong Kong Public Offering as described in the section headed “Structure of the Global Offering — The Hong Kong Public Offering” in this prospectus. Each of the Cornerstone Investors has agreed that, without the prior written consent of the Company and the Joint Global Coordinators, it will not, directly or indirectly, at any time during the period of six months from the Listing Date (the “Lock-up Period”), dispose of any Shares subscribed for pursuant to the respective cornerstone investor agreement or any Shares or other securities of the Company deriving from such Shares pursuant to any rights issue or other form of capital reorganization, or enter into any swap or other arrangement that transfers to another person any beneficial ownership of the acquired Shares. Each Cornerstone Investor may transfer the Shares so subscribed for in certain limited circumstances, such as a transfer to a wholly owned subsidiary of such Cornerstone Investor, and any such transfer can only be made when the transferee agrees to be subject to the restrictions on disposal imposed on the Cornerstone Investor. Each of the Joint Global Coordinators confirmed that it will not exercise its discretion to release the Cornerstone Investors from the above lock-up arrangements. Details of the allocation to Cornerstone Investors will be disclosed in the allotment results announcement for the Hong Kong Public Offering to be published on Thursday, June 28, 2012.

### **COSCO (Cayman) Venus Co. Ltd.**

COSCO (Cayman) Venus Co. Ltd. (“COSCO Venus”) has agreed to subscribe for such number of Offer Shares (rounded down to the nearest board lot) as may be purchased with HK\$232,500,000 at the Offer Price which shall not be more than the maximum Offer Price of HK\$2.80. Assuming an Offer Price of HK\$2.45, being the mid-point of the indicative Offer Price range of HK\$2.10 to HK\$2.80 per Share, COSCO Venus will be subscribing for 94,897,000 Shares, which would represent approximately (i) 2.73% of the Shares issued and outstanding upon completion of the Global Offering, and (ii) 10.91% of the total number of Offer Shares, in each case assuming the Over-allotment Option is not exercised.

COSCO Venus is a company incorporated with limited liability in the Cayman Islands. COSCO Venus primarily focuses on investing in global financial and capital markets. It is wholly owned by

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China Ocean Shipping (Group) Company (“COSCO”). COSCO, one of the major multinational enterprises in the world, is a leading company specializing in global shipping, modern logistics and ship building and repairing.

### **CRCC China-Africa Construction (HK) Limited**

CRCC China-Africa Construction (HK) Limited (“CRCC China-Africa”) has agreed to subscribe for such number of Offer Shares (rounded down to the nearest board lot) as may be purchased with HK\$80,000,000 at the Offer Price which shall not be more than the maximum Offer Price of HK\$2.80. Assuming an Offer Price of HK\$2.45, being the mid-point of the indicative Offer Price range of HK\$2.10 to HK\$2.80 per Share, CRCC China-Africa will be subscribing for 32,653,000 Shares, which would represent approximately (i) 0.94% of the Shares issued and outstanding upon completion of the Global Offering, and (ii) 3.75% of the total number of Offer Shares, in each case assuming the Over-allotment Option is not exercised.

CRCC China-Africa is a wholly-owned subsidiary of CRCC China-Africa Construction Limited, (“CRCCCAC”). CRCCCAC is a wholly-owned subsidiary of China Railway Construction Corporation Limited (“CRCC”). CRCC is a large construction corporation supervised by the SASAC. CRCC is listed on the Shanghai Stock Exchange (SH 601186) and the Hong Kong Stock Exchange (SEHK 1186) and is one of the largest construction enterprises in both China and abroad. CRCC operates business in many countries and regions in the world. The business of CRCC covers construction, survey, design, consultancy, manufacturing, real estate development, logistics and trading as well as capital investment.

CRCCCAC with the registered capital of RMB1 billion (equivalent to approximately US\$146 million) was incorporated and established primarily for the purpose of implementing and realizing CRCC’s strategy of “Overseas Business Expansion” to further develop the African construction market.

### **Wise Pine Investment Limited**

Wise Pine Investment Limited (“Wise Pine”) has agreed to subscribe for such number of Offer Shares (rounded down to the nearest board lot) as may be purchased with HK\$232,800,000 at the Offer Price which shall not be more than the maximum Offer Price of HK\$2.80. Assuming an Offer Price of HK\$2.45, being the mid-point of the indicative Offer Price range of HK\$2.10 to HK\$2.80 per Share, Wise Pine will be subscribing for 95,020,000 Shares, which would represent approximately (i) 2.74% of the Shares issued and outstanding upon completion of the Global Offering, and (ii) 10.92% of the total number of Offer Shares, in each case assuming the Over-allotment Option is not exercised.

Wise Pine is an investment company incorporated in Hong Kong that engages in venture capital investment, equity investment, asset mergers and acquisitions. Wise Pine is ultimately controlled by Mr. Ding Rongmao and Mr. Chen Luming.