
SHARE CAPITAL

AUTHORISED AND ISSUED SHARE CAPITAL

The following is a description of the authorised and issued share capital of the Company as of the date of this prospectus and immediately after completion of the Global Offering and the Capitalisation Issue:

| <u>As of the date of this prospectus</u> | <u>Number of Shares</u> | <u>US\$</u> |
|--|---------------------------------------|-------------|
| Authorised share capital | 3,000,000,000 Shares of US\$0.01 each | 30,000,000 |
| Issued share capital | 500,000,000 Shares of US\$0.01 each | 5,000,000 |

Immediately after completion of the Global Offering and the Capitalisation Issue

| | <u>Number of Shares</u> | <u>US\$</u> |
|--|---|-------------|
| Existing issued share capital | 500,000,000 Shares of US\$0.01 each | 5,000,000 |
| Total number of New Shares issued as part of the Capitalisation Issue | 500,000,000 New Shares of US\$0.01 each | 5,000,000 |
| Total number of New Shares issued as part of the Global Offering | 333,334,000 New Shares of US\$0.01 each | 3,333,340 |
| Total | 1,333,334,000 Shares of US\$0.01 each | 13,333,340 |

ASSUMPTIONS

The above table assumes that the Global Offering and the Capitalisation Issue become unconditional and Shares are issued pursuant to the Global Offering and the Capitalisation Issue. It takes no account of any Shares which may be issued or repurchased by us pursuant to the general mandates granted to our Directors to issue or repurchase Shares as described below.

RANKING

The Offer Shares are ordinary shares in the share capital of our Company and will rank equally with all Shares currently in issue and, 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 except with respect to entitlements under the Capitalisation Issue.

GENERAL MANDATE TO ISSUE SHARES

Subject to the conditions stated in the section headed “Structure of the Global Offering — Conditions of the Global Offering” of this prospectus, our Directors have been granted a general unconditional mandate to allot, issue and deal with Shares or securities convertible into Shares or options, warrants or similar rights to subscribe for Shares or such convertible securities and to make or grant offers, agreements or options which would or might require the exercise of such powers, provided that the aggregate nominal value of Shares allotted or agreed to be allotted by the Directors other than pursuant to:

- (a) a rights issue;
- (b) any scrip dividend scheme or similar arrangement providing for the allotment of Shares in lieu of the whole or part of a dividend on Shares in accordance with our Articles; and

SHARE CAPITAL

- (c) a specific authority granted by the Shareholders in general meeting, which shall not exceed the aggregate of:
- (i) 20% of the total nominal value of the share capital of our Company in issue immediately following the completion of the Global Offering and the Capitalisation Issue; and
 - (ii) the total nominal value of the share capital of our Company repurchased by our Company (if any) under the general mandate to repurchase Shares referred to in “— General Mandate to Repurchase Shares” below.

This general mandate to issue Shares will expire:

- (1) at the conclusion of our next annual general meeting; or
- (2) at the end of the period within which we are required by any applicable law or our Articles to hold our next annual general meeting; or
- (3) when varied or revoked by an ordinary resolution of our Shareholders in general meeting,

whichever is the earliest.

Please see the section headed “Statutory and General Information — 3. Written Resolutions of our sole Shareholder” in Appendix IV to this prospectus for further details of this general mandate.

GENERAL MANDATE TO REPURCHASE SHARES

Subject to the conditions stated in the section headed “Structure of the Global Offering — Conditions of the Global Offering” of this prospectus, our 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 value of our share capital in issue immediately following the completion of the Global Offering and the Capitalisation Issue.

This general mandate relates only to repurchases made on the Hong Kong Stock Exchange, or on any other stock exchange on which the Shares are listed (and which is recognised by the SFC and the Hong Kong Stock Exchange for this purpose), and made in accordance with the Listing Rules. A summary of the relevant Listing Rules is set out in the section headed “Statutory and General Information — A. Further Information about our Company and our Subsidiaries — 7. Repurchases of our own securities” in Appendix IV to this prospectus.

This general mandate to repurchase Shares will expire:

- (i) at the conclusion of our next annual general meeting; or
- (ii) at the end of the period within which we are required by any applicable law or our Articles to hold our next annual general meeting; or
- (iii) when varied or revoked by an ordinary resolution of our Shareholders in general meeting,

whichever is the earliest.

Please see the section headed “Statutory and General Information — 3. Written Resolutions of our sole Shareholder” in Appendix IV to this prospectus for further details of this general mandate.