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## TERMS AND CONDITIONS OF THE HONG KONG PUBLIC OFFERING

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### 1. GENERAL

- (a) If you apply for the Hong Kong Offer Shares in the Hong Kong Public Offering, you will be agreeing with the Company and the Joint Global Coordinators (on behalf of the Hong Kong Underwriters) as set out below.
- (b) If you **electronically** instruct HKSCC via CCASS to cause HKSCC Nominees to apply for the Hong Kong Offer Shares on your behalf, you will have authorized HKSCC Nominees to apply on the terms and conditions set out below, as supplemented and amended by the terms and conditions applicable to the relevant application method.
- (c) In this section, references to “you”, “applicants”, “joint applicants” and other like references shall, if the context so permits, include references to both nominees and principals on whose behalf HKSCC Nominees is applying for the Hong Kong Offer Shares; and references to the making of an application shall, if the context so permits, include references to making applications **electronically** by giving instructions to HKSCC.
- (d) Applicants should read this prospectus carefully, including other terms and conditions of the Hong Kong Public Offering, the section headed “Structure of the Global Offering — The Hong Kong Public Offering”, and in the section headed “How to apply for Hong Kong Offer Shares” and the terms and conditions set out in the relevant Application Form or imposed by HKSCC prior to making an application.

### 2. OFFER TO PURCHASE THE HONG KONG OFFER SHARES

- (a) You offer to purchase from the Company at the Offer Price the number of the Hong Kong Offer Shares indicated in your Application Form (or any smaller number in respect of which your application is accepted) on the terms and conditions set out in this prospectus and the relevant Application Form.
- (b) For applicants using Application Forms, a refund check in respect of the surplus application monies (if any) representing the Hong Kong Offer Shares applied for but not allocated to you and representing the difference (if any) between the final Offer Price and the maximum Offer Price (including brokerage, the SFC transaction levy, the investor compensation levy and the Hong Kong Stock Exchange trading fee attributable thereto), is expected to be sent to you at your own risk to the address stated on your Application Form on or before June 23, 2004.

Details of the procedure for refunds relating to each of the Hong Kong Public Offering methods are contained below in the paragraphs headed “If your application for the Hong Kong Offer Shares is successful (in whole or in part)” and “Refund of your money — additional information” in this section.

- (c) Any application may be rejected in whole or in part.
- (d) Applicants under the Hong Kong Public Offering should note that in no circumstances (save for those provided under section 40 of the Companies Ordinance) can applications be withdrawn once submitted. For the avoidance of doubt, the Company and all other parties involved in the preparation of this prospectus acknowledge that each CCASS Participant who gives, or causes to

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give, **electronic application instructions** to HKSCC via CCASS is a person who may be entitled to compensation under section 40 of the Companies Ordinance.

### 3. ACCEPTANCE OF YOUR OFFER

- (a) The Hong Kong Offer Shares will be allocated after the application lists close. The Company expects to announce the final number of Hong Kong Offer Shares, the level of applications under the Hong Kong Public Offering and the basis of allocations of the Hong Kong Offer Shares in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) on Wednesday, June 23, 2004.
- (b) The results of allocations of the Hong Kong Offer Shares under the Hong Kong Public Offering, including the Hong Kong Identity Card numbers, passport numbers or Hong Kong Business Registration numbers (where applicable) of successful applicants and the number of Hong Kong Offer Shares successfully applied for, will be made available on Wednesday, June 23, 2004 in the manner described in the section headed “Results of allocations” in this section.
- (c) The Company may accept your offer to purchase (if your application is received, valid, processed and not rejected) by announcing the basis of allocations and/or making available the results of allocations publicly.
- (d) If the Company accepts your offer to purchase (in whole or in part), there will be a binding contract under which you will be required to purchase the Hong Kong Offer Shares in respect of which your offer has been accepted if the conditions of the Global Offering are satisfied or the Global Offering is not otherwise terminated. Further details are contained in the section headed “Structure of the Global Offering”.
- (e) You will not be entitled to exercise any remedy of rescission for innocent misrepresentation at any time after acceptance of your application. This does not affect any other right you may have.

### 4. EFFECT OF MAKING ANY APPLICATION

- (a) By making any application, you (and if you are joint applicants, each of you jointly and severally) for yourself or as agent or nominee and on behalf of each person for whom you act as agent or nominee:
  - **instruct** and **authorise** the Company and/or the Joint Global Coordinators (or their respective agents or nominees) to execute any transfer forms, contract notes or other documents on your behalf and to do on your behalf all other things necessary to effect the registration of any Hong Kong Offer Shares allocated to you in your name(s) or HKSCC Nominees, as the case may be, as required by the Articles of Association of the Company and otherwise to give effect to the arrangements described in this prospectus and the relevant Application Form;
  - **undertake** to sign all documents and to do all things necessary to enable you or HKSCC Nominees, as the case may be, to be registered as the holder of the

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Hong Kong Offer Shares allocated to you, and as required by the Articles of Association of the Company;

- **represent** and **warrant** that the H Shares have not been and will not be registered under the US Securities Act and you are outside the United States when completing the Application Form and are not a United States person (as defined in Regulation S under the US Securities Act);
- **confirm** that you have received a copy of this prospectus and have only relied on the information and representations contained in this prospectus in making your application, and not on any other information or representation concerning the Company and you agree that none of the Company, the Sponsor and Co-Sponsors, the Joint Global Coordinators or the Underwriters nor any of their respective directors, officers, employees, partners, agents or advisers will have any liability for any such other information or representations;
- **agree** (without prejudice to any other rights which you may have) that once your application has been accepted, you may not rescind it because of an innocent misrepresentation;
- (if the application is made by an agent on your behalf) **warrant** that the application is the only application which will be made for your benefit on a **WHITE** or **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC;
- (if the application is made for your own benefit) **warrant** that you have validly and irrevocably conferred on your agent all necessary power and authority to make the application;
- (if you are an agent for another person) **warrant** that reasonable enquiries have been made of that other person that the application is the only application which will be made for the benefit of that other person on a **WHITE** or **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC, and that you are duly authorized to sign the Application Form or to give **electronic application instruction** as that other person's agent;
- **undertake** and **confirm** that you (if the application is made for your benefit) or the person(s) for whose benefit you have made the application have not applied for or taken up or indicated an interest in or received or been placed or allocated (including conditionally and/or provisionally) and will not apply for or take up or indicate any interest in any Offer Shares (in the form of H Shares or ADSs) in the International Offering, nor otherwise participate in the International Offering;
- **warrant** the truth and accuracy of the information contained in your application;
- **agree** to disclose to the Company, and/or its registrar, receiving bankers, advisers and agents and, the Joint Global Coordinators and their respective agents any information about you which they require or the person(s) for whose benefit you have made the application;

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- **agree** that your application, any acceptance of it and the resulting contract will be governed by and construed in accordance with the laws of Hong Kong;
- **undertake** and **agree** to accept the H Shares applied for, or any lesser number allocated to you under the application;
- **authorize** the Company to place your name(s) or HKSCC Nominees, as the case may be, on the register of members of the Company as the holder(s) of any Hong Kong Offer Shares allocated to you, and the Company and/or its agents to send any share certificate(s) (where applicable) and/or any refund check (where applicable) to you or (in case of joint applicants) the first-named applicant in the Application Form by ordinary post at your own risk to the address stated on your Application Form (except that if you have applied for 200,000 Hong Kong Offer Shares or more and have indicated in your Application Form your wish to collect your refund (where applicable) check and H Share Certificates (where applicable) you can collect your share certificate(s) and/or refund check (where applicable) in person between 9:00 a.m. and 1:00 p.m. on Wednesday, June 23, 2004 (Hong Kong time) from our H Share registrar;
- **understand** that these declarations and representations will be relied upon by the Company and the Joint Global Coordinators in deciding whether or not to allocate any Hong Kong Offer Shares in response to your application;
- if the laws of any place outside Hong Kong are applicable to your application, you **agree** and **warrant** that you have complied with all such laws and none of the Company, the Sponsor and Co-Sponsors, the Joint Global Coordinators and the Underwriters nor any of their respective officers or advisers will infringe any laws outside Hong Kong as a result of the acceptance of your offer to purchase, or any actions arising from your rights and obligations under the terms and conditions contained in this prospectus;
- **agree** with the Company, for itself and for the benefit of each shareholder of the Company (and so that the Company will be deemed by its acceptance in whole or in part of the application to have agreed, for itself and on behalf of each shareholder of the Company) (and if applicable, with each CCASS Participant giving **electronic application instructions**) to observe and comply with the PRC Company Law, the Special Regulations and the Articles of Association;
- **agree** with the Company, each shareholder, Director, Supervisor, manager and officer of the Company, and the Company acting for itself and for each Director, Supervisor, manager and officer of the Company agrees with each shareholder (and if applicable, with each CCASS Participant giving **electronic application instructions**), to refer all differences and claims arising from the Articles of Association or any rights or obligations conferred or imposed by the PRC Company Law or other relevant laws and administrative regulations concerning the affairs of the Company to arbitration in accordance with the Articles of Association, and any reference to arbitration shall be deemed to authorise the arbitration tribunal to conduct hearings in open session and to publish its award, which shall be final and conclusive;

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- **agree** with the Company and each shareholder of the Company that H Shares in the Company are freely transferable by the holders thereof; and
  - **authorize** the Company to enter into a contract on behalf of you with each director, supervisor and officer of the Company whereby such Directors, Supervisors and officers undertake to observe and comply with their obligations to shareholders stipulated in the Articles of Association.
- (b) If you apply for the Hong Kong Offer Shares using a **YELLOW** Application Form, in addition to the confirmations and agreements referred to in (a) above, you (and if you are joint applicants, each of you jointly and severally) **agree** that
- any Hong Kong Offer Shares allocated to you shall be registered in the name of HKSCC Nominees and deposited directly into CCASS operated by HKSCC for credit to your CCASS Investor Participant stock account or the stock account of your designated CCASS Participant in accordance with your election on the Application Form;
  - each of HKSCC and HKSCC Nominees reserves the right (1) **not to accept** any or part of such allotted Hong Kong Offer Shares issued in the name of HKSCC Nominees or **not to accept** such allotted Hong Kong Offer Shares for deposit into CCASS; (2) to cause such allotted Hong Kong Offer Shares to be **withdrawn** from CCASS and transferred into your name at your own risk and costs; and (3) to cause such **allotted Hong Kong Offer Shares to be issued in your name** (or, if you are a joint applicant, to the first-named applicant) and in such a case, to **post the share certificates** for such allotted Hong Kong Offer Shares at your own risk to the address on your Application Form by ordinary post **or to make available the same for your collection**;
  - each of HKSCC and HKSCC Nominees may adjust the number of allotted Hong Kong Offer Shares issued in the name of HKSCC Nominees;
  - neither HKSCC nor HKSCC Nominees shall have any liability for the information and representations not so contained in this prospectus and the Application Form;
  - neither HKSCC nor HKSCC Nominees shall be liable to you in any way.
- (c) In addition, by giving **electronic application instructions** to HKSCC or instructing your broker or custodian who is a CCASS Broker Participant or a CCASS Custodian Participant to give such instructions to HKSCC, you (and if you are joint applicants, each of you jointly and severally) are deemed to do the following additional things and neither HKSCC nor HKSCC Nominees will be liable to the Company nor any other person in respect of such things.
- **instruct** and **authorize** HKSCC to cause HKSCC Nominees (acting as nominee for the CCASS Participants) to apply for the Hong Kong Offer Shares on your behalf;
  - **instruct** and **authorize** HKSCC to arrange payment of the maximum Offer Price, brokerage, the SFC transaction levy, the investor compensation levy and the Hong Kong Stock Exchange trading fee by debiting your designated bank

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account and, in the case of wholly or partly unsuccessful applications and/or if the final Offer Price is less than the maximum Offer Price of HK\$11.88 per H Share, refund the appropriate portion of the application money by crediting your designated bank account;

- (in addition to the confirmations and agreements set out in paragraph (a) above) **instruct** and **authorize** HKSCC to cause HKSCC Nominees to do on your behalf all the things which it has stated to do on your behalf in the **WHITE** Application Form and the following:
  - **agree** that the Hong Kong Offer Shares to be allocated shall be registered in the name of HKSCC Nominees and deposited directly into CCASS for credit to your CCASS Investor Participant stock account or the stock account of the CCASS Participant who has inputted **electronic application instructions** on your behalf;
  - **undertake** and **agree** to accept the Hong Kong Offer Shares in respect of which you have given **electronic application instructions** or any lesser number;
  - (if the **electronic application instructions** are given for your own benefit) **declare** that only one set of **electronic application instructions** has been given for your benefit;
  - (if you are an agent for another person) **declare** that you have given only one set of **electronic application instructions** for the benefit of that other person, and that you are duly authorized to give those instructions as that other person's agent;
  - **understand** that the above declaration will be relied upon by the Company and the Joint Global Coordinators in deciding whether or not to make any allocation of the Hong Kong Offer Shares in respect of the **electronic application instructions** given by you and that you may be prosecuted if you make a false declaration;
  - **authorize** the Company to place the name of HKSCC Nominees on the register of members of the Company as the holder of the Hong Kong Offer Shares allocated in respect of your **electronic application instructions** and to send share certificates and/or refund in accordance with arrangements separately agreed between the Company and HKSCC;
  - **confirm** that you have read the terms and conditions and application procedures set out in this prospectus and agree to be bound by them;
  - **confirm** that you have only relied on the information and representations in this prospectus in giving your **electronic application instructions** or instructing your CCASS Broker Participant or CCASS Custodian Participant to give **electronic application instructions** on your behalf;
  - **agree** that the Company, the Underwriters and any other parties involved in the Global Offering are liable only for the information and representations contained in this prospectus;

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- **agree** (without prejudice to any other rights which you may have) that once the application of HKSCC Nominees has been accepted, the application cannot be rescinded for innocent misrepresentation;
  - **agree** to disclose your personal data to the Company, the Joint Global Coordinators, the share registrars, the receiving banker(s), their respective agents and advisers together with any information about you which they require;
  - **agree** that you cannot revoke **electronic application instructions** before July 14, 2004, such agreement to take effect as a collateral contract with the Company and to become binding when you give the instructions and such collateral contract to be in consideration of the Company agreeing that it will not offer any Hong Kong Offer Shares to any person before July 14, 2004, except by means of one of the procedures referred to in this prospectus. However, you may revoke the instructions before the fifth day after the time of the opening of the application lists (excluding for this purpose any day which is not a business day) if a person responsible for this prospectus under section 40 of the Companies Ordinance gives a public notice under that section which excludes or limits the responsibility of that person for this prospectus;
  - **agree** that once the application of HKSCC Nominees is accepted, neither that application nor your **electronic application instructions** can be revoked and that acceptance of that application will be evidenced by the results of the Hong Kong Public Offering made available by the Company; and
  - **agree** to the arrangements, undertakings and warranties specified in the participant agreement between you and HKSCC, read with the General Rules of CCASS and the CCASS Operational Procedures, in respect of the giving of **electronic application instructions** relating to the Hong Kong Offer Shares.
- (d) The Company, the Sponsor and Co-Sponsors, the Joint Global Coordinators, the Underwriters and their respective directors and any other parties involved in the Global Offering are entitled to rely on any warranty, representation or declaration made by you in your application.
- (e) All the warranties, representations, declarations and obligations expressed to be made, given or assumed by or imposed on the joint applicants shall be deemed to have been made, given or assumed by or imposed on the applicants jointly and severally.

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### 5. CIRCUMSTANCES IN WHICH YOU WILL NOT BE ALLOCATED HONG KONG OFFER SHARES

You should note the following situations in which Hong Kong Offer Shares will not be allocated to you or your application is liable to be rejected:

**(a) If your application is revoked:**

By completing an Application Form or submitting **electronic application instructions** to HKSCC, you agree that you cannot revoke your application before July 14, 2004. This agreement will take effect as a collateral contract with the Company, and will become binding when you lodge your Application Form or submit your **electronic application instructions** to HKSCC. This collateral contract will be in consideration of the Company agreeing that it will not offer any Hong Kong Offer Shares to any person before July 14, 2004 except by means of one of the procedures referred to in the prospectus. For this purpose, acceptance of applications which are not rejected will be constituted by announcement of the basis of allocation and/or making available the results of allocation publicly, and where such basis of allocation and/or making available the results of allocation publicly, and where such basis of allocation is subject to certain conditions or provides for allocation by ballot, such acceptance will be subject to the satisfaction of such conditions or results of the ballot respectively.

You may only revoke your application earlier than July 14, 2004 if a person responsible for the prospectus under section 40 of the Companies Ordinance gives a public notice under that section which excludes or limits the responsibility of that person for the prospectus.

If any supplement to this prospectus is issued, applicant(s) who have already submitted an application may or may not (depending on the information contained in the supplement) be notified that they can withdraw their applications. If applicant(s) have not been so notified, or if applicant(s) have been notified but have not withdrawn their applications in accordance with the procedure to be notified, all applications that have been submitted remain valid and may be accepted. Subject to the above, an application once made is irrevocable and applicants shall be deemed to have applied on the basis of this prospectus as supplemented.

If your application has been accepted, it cannot be revoked.

**(b) If the allocation of Hong Kong Offer Shares is void:**

Your allocation of Hong Kong Offer Shares will be void if the Listing Committee of the Hong Kong Stock Exchange does not grant permission to list the H Shares either:

- within three weeks from the closing of the applications lists; or
- within a longer period of up to six weeks if the Listing Committee of the Hong Kong Stock Exchange notifies the Company of that longer period within three weeks of the closing of the application lists;

**(c) If you make applications under the Hong Kong Public Offering as well as the International Offering:**

By filling in any of the Application Forms or giving application instructions to HKSCC **electronically**, you agree not to apply for Offer Shares or ADSs under the International Offering. Reasonable steps will be taken to identify and reject applications under the Hong Kong Public Offering from investors who have received Offer Shares (in the form of H Shares

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or ADSs) in the International Offering, and to identify and reject indications of interest in the International Offering from investors who have received Hong Kong Offer Shares in the Hong Kong Public Offering.

**(d) If the Company, the Joint Global Coordinators or their respective agents exercise their discretion:**

The Company, the Joint Global Coordinators or their respective agents or nominees have full discretion to reject or accept any application, or to accept only part of any application, without having to give any reasons for any rejection or acceptance.

**(e) If:**

- your application is a multiple or suspected multiple application;
- your Application Form is not completed correctly;
- your payment is not made correctly or you pay by check or banker's cashier order and the check or banker's cashier order is dishonoured on its first presentation;
- you or the person for whose benefit you are applying have applied for and/or received or will receive Offer Shares (in the form of H Shares or ADS) under the International Offering;
- either of the Hong Kong Underwriting Agreement or the International Purchase Agreement does not become unconditional or if it is terminated in accordance with the terms thereof; or
- you apply for more than 50% of the Hong Kong Offer Shares initially being offered to the public for subscription.

**(f) If you are giving **electronic application instructions** to HKSCC to apply for Hong Kong Offer Shares on your behalf, you will also not be allocated any Hong Kong Offer Shares if HKSCC Nominee's application is not accepted.**

## 6. RESULTS OF ALLOCATIONS

The results of allocations of the Hong Kong Offer Shares under the Hong Kong Public Offering, including applications made under **WHITE** and **YELLOW** Application Forms, and by giving **electronic application instructions** to HKSCC, which will include the Hong Kong Identity Card numbers, passport numbers or Hong Kong Business Registration numbers of successful applicants (where applicable) and the number of the Hong Kong Offer Shares successfully applied for, are expected to be published in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) on or before Wednesday, June 23, 2004.

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### 7. IF YOUR APPLICATION FOR THE HONG KONG OFFER SHARES IS SUCCESSFUL (IN WHOLE OR IN PART)

(a) **If you are applying using a WHITE Application Form** and you elect to receive any share certificate(s) in your name:

- Refund checks for these applicants who apply for less than 200,000 H Shares are expected to be dispatched on or before Wednesday, June 23, 2004 to the same address as that for share certificate(s).
- Applicants who apply on **WHITE** Application Forms for 200,000 H Shares or more under the Hong Kong Public Offering and have indicated in their Application Forms that they wish to collect share certificates and (where applicable) refund checks in person from the H Share registrar may collect share certificates and (where applicable) refund checks in person from the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, Room 1712-1716, 17th Floor, Hopewell Center, 183 Queen's Road East, Wanchai, Hong Kong, from 9:00 a.m. to 1:00 p.m. on Wednesday, June 23, 2004 or any other date notified by the Company by way of a newspaper announcement as the date of dispatch of share certificates and/or refunds.
- Applicants being individuals who opt for personal collection cannot authorize any other person to make collection on their behalf. Corporate applicants who opt for personal collection must attend by their authorized representatives bearing letters of authorisation from the corporation stamped with the corporation's respective chops. Both individuals and authorized representative (if applicable) must produce, at the time of collection, evidence of identity acceptable to the H Share registrar.
- Uncollected share certificates and refund checks will be dispatched by ordinary post at the applicants' own risk to the addresses specified in the relevant Application Forms.

(b) **If (i) you are applying on a YELLOW Application Form or (ii) you are giving electronic application instructions to HKSCC, and in each case you elect to have allocated Hong Kong Offer Shares deposited directly into CCASS:**

If your application is wholly or partly successful, your share certificate(s) will be issued in the name of HKSCC Nominees and deposited into CCASS for credit to your CCASS Investor Participant stock account or the stock account of your designated CCASS Participant as instructed by you (on the Application Form or **electronically**, as the case may be), at the close of business on Wednesday, June 23, 2004 or, under certain contingent situations, on any other date as shall be determined by HKSCC or HKSCC Nominees.

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(i) If you apply on a **YELLOW** Application Form:

- *If you are applying through a designated CCASS Participant (other than a CCASS Investor Participant) on a **YELLOW** Application Form:*

For Hong Kong Offer Shares credited to the stock account of your designated CCASS Participant (other than a CCASS Investor Participant), you can check the number of Hong Kong Offer Shares allocated to you with that CCASS Participant.

- *If you are applying as a CCASS Investor Participant on a **YELLOW** Application Form:*

The Company is expected to make available the results of the Hong Kong Public Offering, including the results of CCASS Investor Participants' applications, in the manner described in the section headed "Results of allocations" in this section, on Wednesday, June 23, 2004. You should check the results made available by the Company and report any discrepancies to HKSCC before 5:00 p.m. on Wednesday, June 23, 2004 or such other date as shall be determined by HKSCC or HKSCC Nominees. On Thursday, June 24, 2004 (being the next day following the credit of the Hong Kong Offer Shares to your stock account) you can check your new account balance via the CCASS Phone System and CCASS Internet System (under the procedures contained in HKSCC's "An Operating Guide for Investor Participants" in effect from time to time). HKSCC will also make available to you an activity statement showing the number of Hong Kong Offer Shares credited to your stock account.

(ii) If you have given **electronic application instructions** to HKSCC:

The Company is expected to make available the application results of the Hong Kong Public Offering, including the results of applications made **electronically** by CCASS Participants (and in the case of CCASS Broker Participants and CCASS Custodian Participants, the Company shall include information relating to the beneficial owner, if supplied), your Hong Kong Identity Card/passport/Hong Kong Business Registration number or other identification code (as appropriate) in the manner described in the section headed "Results of allocations" in this section, on Wednesday, June 23, 2004. You should check the results made available by the Company and report any discrepancies to HKSCC before 5:00 p.m. on Wednesday, June 23, 2004 or any other date HKSCC or HKSCC Nominees chooses.

- *If you are instructing your CCASS Broker Participant or CCASS Custodian Participant to give **electronic application instructions** to HKSCC on your behalf:*

You can also check the number of Hong Kong Offer Shares allotted to you and the amount of refund (if any) payable to you with that CCASS Broker Participant or CCASS Custodian Participant.

- *If you are applying as a CCASS Investor Participant by giving **electronic instructions** to HKSCC:*

You can also check the number of the Hong Kong Offer Shares allotted to you and the amount of refund (if any) payable to you via the CCASS Phone System by calling 2979 7888 and CCASS Internet System at <https://ip.ccass.com> (under the procedures contained in HKSCC's "An Operating Guide for Investor

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Participants” in effect from time to time) on Wednesday, June 23, 2004. On Thursday, June 24, 2004 (being the next day following the credit of the Hong Kong Offer Shares to your stock account and the credit of refund monies to your bank account), HKSCC will also make available to you an activity statement showing the number of the Hong Kong Offer Shares credited to your stock account and the amount of refund credited to your designated bank account (if any).

**No receipt will be issued for application monies paid. The Company will not issue temporary documents of title.**

### 8. REFUND OF YOUR MONEY — ADDITIONAL INFORMATION

- (a) You will be entitled to a refund if:
- your application is not successful or the conditions of Global Offering are not fulfilled in accordance with the section headed “Structure of the Global Offering — Conditions of the Hong Kong Public Offering”, in which case the Company will refund your application money together with brokerage, the SFC transaction levy, the investor compensation levy and the Hong Kong Stock Exchange trading fee to you, without interest;
  - your application is accepted only in part, in which case the Company will refund the appropriate portion of your application money, brokerage, the SFC transaction levy, the investor compensation levy and the Hong Kong Stock Exchange trading fee, without interest; and
  - the Offer Price (as finally determined) is less than the price per Offer Share initially paid by the applicant on application, in which case the Company will refund the surplus application money together with the appropriate portion of brokerage, the SFC transaction levy, the investor compensation levy and the Hong Kong Stock Exchange trading fee, without interest.
- (b) If you apply on **YELLOW** Application Form for 200,000 H Shares or more under the Hong Kong Public Offering and have indicated in your Application Form that you wish to collect refund checks (if applicable) in person from our H Share registrar, you may collect your refund check (if any) in person from our H Share registrar on Wednesday, June 23, 2004. The procedure for collection of refund checks for **YELLOW** Application Form applicants is the same as that for **WHITE** Application Form applicants set out in sub-paragraph (a) of the section headed “If your application for the Hong Kong Offer Shares is successful (in whole or in part)” in this section.
- (c) If you apply on **YELLOW** Application Form for 200,000 H Shares or more and have not indicated on your Application Form that you will collect your refund check(s) in person, or if you apply for less than 200,000 H Shares, then your refund check(s) (if any) will be sent to the address on your Application Form by ordinary post and at your own risk on Wednesday, June 23, 2004.
- (d) If you are applying by giving **electronic instructions** to HKSCC to cause HKSCC Nominees to apply on your behalf, all refunds are expected to be credited to your

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designated bank account (if you are applying as a CCASS Investor Participant) or the designated bank account of your broker or custodian (if you are applying through a CCASS Broker/Custodian Participant) on Wednesday, June 23, 2004.

- (e) All refunds by check will be crossed “Account Payee Only”, and made out to you, or if you are a joint applicant, to the first-named applicant on your Application Form.
- (f) Refund checks are expected to be dispatched on Wednesday, June 23, 2004. The Company intends to make special efforts to avoid delays in refunding money.

### 9. PERSONAL DATA

The main provisions of the Personal Data (Privacy) Ordinance (Chapter 486 of the Laws of Hong Kong) (the “**Ordinance**”) came into effect in Hong Kong on December 20, 1996. This Personal Information Collection Statement informs the applicant for and holder of the Hong Kong Offer Shares of the policies and practices of the Company and its share registrars in relation to personal data and the Ordinance.

#### (a) Reasons for the collection of your personal data

From time to time it is necessary for applicants for securities or registered holders of securities to supply their latest correct personal data to the Company and the H Share registrar when applying for securities or transferring securities into or out of their names or in procuring the services of the registrars.

Failure to supply the requested data may result in your application for securities being rejected or in delay or inability of the Company or the H Share registrar to effect transfers or otherwise render their services. It may also prevent or delay registration or transfer of the Hong Kong Offer Shares which you have successfully applied for and/or the dispatch of share certificate(s), and/or refund check(s) to which you are entitled.

It is important that holders of securities inform the Company and the H Share registrar immediately of any inaccuracies in the personal data supplied.

#### (b) Purposes

The personal data of the applicants and the holders of securities may be used, held and/or stored (by whatever means) for the following purposes:

- processing of your application and verification of compliance with the terms and application procedures set out in the Application Forms and this prospectus and announcing results of allocations of the Hong Kong Offer Shares;
- enabling compliance with all applicable laws and regulations in Hong Kong and elsewhere;
- registering new issues or transfers into or out of the name of holders of securities including, where applicable, in the name of HKSCC Nominees;
- maintaining or updating the registrars of holders of securities of the Company;
- conducting or assisting in the conduct of signature verifications, any other verification or exchange of information;

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- establishing benefit entitlements of holders of securities of the Company, such as dividends, rights issues and bonus issues;
- distributing communications from the Company and its subsidiaries;
- compiling statistical information and shareholder profiles;
- making disclosures as required by laws, rules or regulations;
- disclosing relevant information to facilitate claims on entitlements; and
- any other incidental or associated purposes relating to the above and/or to enable the Company and the H Share registrar to discharge their obligations to holders of securities and/or regulators and/or other purpose to which the holders of securities may from time to time agree.

### **(c) Transfer of personal data**

Personal data held by the Company and the H Share registrar relating to the applicants and the holders of securities will be kept confidential but the Company and the H Share registrar, to the extent necessary for achieving the above purposes or any of them, may make such enquiries as they consider necessary to confirm the accuracy of the personal data and in particular, they may disclose, obtain, transfer (whether within or outside Hong Kong) the personal data of the applicants and the holders of securities to, from or with any and all of the following persons and entities:

- the Company or their respective appointed agents such as financial advisers and receiving bankers;
- HKSCC and HKSCC Nominees, who will use the personal data for the purposes of operating CCASS (in cases where the applicants have requested for the Public Offer Shares to be deposited into CCASS);
- any agents, contractors or third party service providers who offer administrative, telecommunications, computer, payment or other services to the Company and/or the H Share registrar in connection with the operation of their business;
- the Hong Kong Stock Exchange, the SFC and any other statutory, regulatory or governmental bodies; and
- any other persons or institutions with which the holders of securities have or propose to have dealings, such as their bankers, solicitors, accountants or stockbrokers.

By signing an Application Form or by giving **electronic application instructions** to HKSCC, you agree to all of the above.

### **(d) Access to and correction of personal data**

The Ordinance provides the holders of securities with rights to ascertain whether the Company or the H Share registrar holds their personal data, to obtain a copy of that data, and to correct any data that is inaccurate.

In accordance with the Ordinance, the Company and the H Share registrar have the right to charge a reasonable fee for the processing of any data access request. All requests for

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access to data or correction of data or for information regarding policies and practices and kinds of data held should be addressed to Company, at its registered address disclosed in the “Corporate Information” section in this prospectus or as notified from time to time in accordance with applicable law, for the attention of the company secretary, or the H Share registrar for the attention of the privacy compliance officer.

### 10. MISCELLANEOUS

#### (a) Commencement of dealings in the H Shares

- Dealings in the H Shares are expected to commence on Thursday, June 24, 2004.
- H Shares will be traded in board lots of 500 H Shares.
- Any H Share certificates in respect of Hong Kong Offer Shares collected or received by successful applicants will only be valid certificates of title provided that, no later than 8:00 a.m. on June 24, 2004 the Hong Kong Public Offering has become unconditional and neither of the Hong Kong Underwriting Agreement nor the International Purchase Agreement has been terminated in accordance with its terms.

#### (b) H Shares will be eligible for admission into CCASS

- If the Hong Kong Stock Exchange grants the listing of and permission to deal in the H Shares and the stock admission requirements of HKSCC are complied with, the H Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the H Shares on the Hong Kong Stock Exchange or any other date HKSCC chooses. 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.
- All necessary arrangements have been made for the H Shares to be admitted into CCASS.