

SHARE CAPITAL

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As of the Latest Practicable Date, the issued shares of our Company comprised fully paid 100,402,159 ordinary shares. Pursuant to the Companies Ordinance, with effect from March 3, 2014, companies incorporated in Hong Kong no longer have an authorized share capital and there is no longer the concept of par value in respect of issued shares. Accordingly, our Company does not have an authorized share capital and our Shares have no par value.

Details of the issued share capital of our Company immediately following the completion of the [REDACTED] are set out below:

	Number of Shares
Issued and to be issued, fully paid or credited as fully paid:	
Shares in issue as of the Latest Practicable Date	[REDACTED]
Shares to be issued pursuant to the [REDACTED]	[REDACTED]
Total	[REDACTED]

ASSUMPTIONS

The above table assumes that the [REDACTED] becomes unconditional and the Shares are issued pursuant to the [REDACTED]. The above does not take into account any Shares which may be issued or repurchased by our Company pursuant to the general mandates granted to our Directors to issue or repurchase Shares as described below or otherwise.

RANKING

The Shares are ordinary shares in the share capital of our Company and rank equally with all Shares currently in issue or to be issued 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 document.

CIRCUMSTANCES UNDER WHICH GENERAL MEETINGS ARE REQUIRED

Pursuant to the Companies Ordinance and the Articles of Association, our Company may from time to time by ordinary resolution (i) increase its share capital, (ii) converting all or any of its Shares into a larger or smaller number of existing shares, and (iii) cancel any Shares which have not been taken or have been forfeited. In addition, our Company may reduce its share capital by special resolution. Please refer to the section headed “Summary of the Articles of Our Company – Changes in Capital” in Appendix IV to this document for further information.

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In addition, all or any of the special rights attached to any class of shares (unless otherwise provided for by the terms of issue of the shares of that class) may be altered or abrogated either with the consent in writing of the holders of not less than three-fourths of the issued shares of that class or with the sanction of a special resolution passed at a separate general meeting of the holders of shares of that class. Please refer to the section headed “Summary of the Articles of Our Company – Modification of Rights” in Appendix IV to this document for further information.

GENERAL MANDATE TO ISSUE SHARES

Subject to the [REDACTED] becoming unconditional, our Directors have been granted a general unconditional mandate to allot, issue and deal with Shares (including any sale or transfer of Treasury Shares) of not more than the aggregate of:

- 20% of the aggregate number of issued Shares (excluding Treasury Shares, if any) immediately following the completion of the [REDACTED]; and
- the aggregate number of issued Shares repurchased by our Company under the general mandate to repurchase Shares referred to in the subsection headed “– General Mandate to Repurchase Shares” in this section.

This general mandate to issue Shares will expire at the earliest of:

- the conclusion of the next annual general meeting of our Company; or
- the end of the period within which our Company’s next annual general meeting is required by the Articles of Association or any other applicable laws to be held; or
- the date on which it is varied or revoked by an ordinary resolution of our Shareholders in general meeting.

Please refer to the section headed “Statutory and General Information – A. Further Information about Our Group – 4. Resolutions of the Shareholders of Our Company Passed on [•]” in Appendix V to this document for further information about the general mandate.

GENERAL MANDATE TO REPURCHASE SHARES

Subject to the [REDACTED] becoming unconditional, our Directors have been granted a general unconditional mandate, to exercise all the powers of our Company to repurchase our own securities of not more than 10% of the aggregate number of issued Shares (excluding Treasury Shares, if any) immediately following the completion of the [REDACTED].

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The repurchase mandate only relates to repurchases made on the Stock Exchange, or on any other stock exchange on which the securities of our Company may be [REDACTED] (and which are recognized by the SFC and the Stock Exchange for this purpose), and which are 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 Group – 5. Repurchase of Our Own Securities” in Appendix V to this document.

This general mandate to repurchase Shares will expire at the earliest of:

- the conclusion of the next annual general meeting of our Company; or
- the end of the period within which our Company’s next annual general meeting is required by the Articles of Association or any other applicable laws to be held; or
- the date on which it is varied or revoked by an ordinary resolution of our Shareholders in general meeting.

Please refer to the section headed “Statutory and General Information – A. Further Information about Our Group – 5. Repurchase of Our Own Securities” in Appendix V to this document for further information about the repurchase mandate.