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## SHARE CAPITAL

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The registered share capital of the Company, issued or to be issued, fully paid or credited as fully paid are as follows:

<i>Authorised:</i>	HK\$
<u>4,000,000,000</u> Shares .....	<u>40,000,000</u>

*Shares issued or to be issued, fully paid or credited as fully paid:*

35,600,100 Shares in issue at the date of this prospectus .....	356,001
648,399,900 Shares issued pursuant to the Capitalisation Issue .....	6,483,999
228,000,000 Shares to be issued in the Placing (assuming the Over-allotment Option is not exercised) ( <i>Note</i> ) .....	<u>2,280,000</u>

*Total Shares issued and to be issued upon completion of the Placing (assuming the Over-allotment Option is not exercised):*

<u>912,000,000</u> Shares ( <i>Note</i> ) .....	<u>9,120,000</u>
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*Note: If the Over-allotment Option is exercised in full, 34,200,000 additional Shares will be issued resulting in a total issued share capital of 946,200,000 Shares with an aggregate nominal value of HK\$9,462,000.*

### Assumptions

This above table assumes the Placing and the Capitalisation Issue become unconditional and the issue of Shares pursuant thereto is made as described herein.

It takes no account of any Shares which may be issued pursuant to the exercise of the Pre-IPO Share Options or any options which may be granted under the Share Option Scheme or of any Shares which may be allotted and issued under the Over-allotment Option or of any Shares which may be allotted and issued or repurchased by the Company under the general mandates for the allotment and issue or purchase of Shares granted to Directors or any Shares which may be bought back by the Company pursuant to the general mandate given to the Directors for the repurchase of Shares as referred to below or otherwise.

### Minimum public float

Pursuant to Rule 11.23(1) of the GEM Listing Rules, at the time of listing of the Shares on GEM and at all times thereafter, the Company must maintain the “minimum prescribed percentage” of 25% of the issued share capital of the Company in the hands of the public (as defined in the GEM Listing Rules).

### Ranking

The Placing Shares will rank equally with all Shares now in issue or to be allotted and issued and will qualify for all dividends or other distributions declared, made or paid after the date of the prospectus save for the Capitalisation Issue.

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## SHARE CAPITAL

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### General mandate to issue Shares

Subject to the Placing becoming unconditional, the Directors have been granted a general unconditional mandate to allot and issue and deal with the unissued Shares with an aggregate nominal value of not more than:

- (a) 20% of the aggregate nominal value of the share capital of the Company in issue immediately following the completion of the Placing and the Capitalisation Issue but excluding Shares to be issued pursuant to the exercise of the Over-allotment Option; and
- (b) the aggregate nominal value of the share capital of the Company repurchased by the Company (if any) pursuant to the general mandate to repurchase Shares as described below.

The Directors may, in addition to the Shares which they are authorised to issue under the mandate, allot, issue and deal in the Shares pursuant to a rights issue, an issue of Shares pursuant to the exercise of subscription rights attaching to any warrants of the Company, scrip dividends or similar arrangements or the exercise of the Pre-IPO Share Options and options to be granted under the Share Option Scheme or any other option scheme or similar arrangement for the time being adopted.

### General mandate to repurchase Shares

Subject to the Placing becoming unconditional, the Directors have been granted a general unconditional mandate to exercise all the powers of the Company to repurchase Shares with a total nominal value of not more than 10% of the aggregate nominal value of the share capital of the Company in issue following the completion of the Placing and Capitalisation Issue but excluding any Shares to be issued under the Over-allotment Option.

This mandate only relates to repurchases made on the Stock Exchange, or on any other stock exchange on which the Shares are listed (and which is recognised by the SFC and the Stock Exchange for this purpose), and which are in accordance with all applicable laws and the requirements of the GEM Listing Rules. A summary of the relevant GEM Listing Rules is set out in the paragraph headed “Repurchase by the Company of its own Shares” in Appendix VI to this prospectus.

The general mandates to issue and repurchase Shares will expire:

- at the conclusion of the next annual general meeting of the Company;
- at the expiration of the period within which the next annual general meeting of the Company is required by any applicable law of Cayman Islands or the Bye-laws to be held; or
- when varied, revoked or renewed by an ordinary resolution of the Shareholders in general meeting.

whichever is the earliest.

For further details of these general mandates, please refer to the paragraphs headed “Written resolutions of the then sole Shareholder of the Company passed on 8 September 2007, 21 September 2007 and 8 October 2007” and “Repurchase by the Company of its own Shares” in Appendix VI to this prospectus.