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## SHARE CAPITAL

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<i>Authorized share capital:</i>	<i>HK\$</i>
[1,000,000,000] Shares of HK\$[0.01] each	[10,000,000]
<i>Issued and to be issued, fully paid or credited as fully paid</i>	
[37,000,000] Shares in issue as at the date of this [●]	[370,000]
[259,000,000] Shares to be issued pursuant to the [●]	[2,590,000]
<u>[74,000,000]</u> Shares to be placed pursuant to the [●] of [●]	<u>[740,000]</u>
<u>[370,000,000]</u> Shares	<u>[3,700,000]</u>

### Assumptions

The above table assumes that the [●] and the [●] become unconditional and the issue of Shares pursuant thereto are made as described herein. It takes no account of Shares which may be allotted and issued upon the exercise of any options that may be granted under the Share Option Scheme or of any Shares which may be allotted and issued or repurchased by our Company pursuant to the general mandates for the allotment and issue or repurchase of Shares granted to Directors as referred to below or otherwise.

### MINIMUM PUBLIC FLOAT

Pursuant to Rule 11.23(1) of [●], at the time of [●] and at all times thereafter, we must maintain the “minimum prescribed percentage” of 25% of the issued share capital of our Company in the hands of the public (as defined in [●]).

### RANKING

The [●] will rank pari passu in all respects with all other Shares in issue as mentioned in this [●], and in particular, will rank in full for all dividends and other distributions hereafter declared, paid or made on the Shares after the date of this [●] save for entitlement under the [●].

### SHARE OPTION SCHEME

We have conditionally adopted the Share Option Scheme, the principal terms of which are set out in the section headed “Share Option Scheme” in appendix V to this [●].

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### GENERAL MANDATE TO ISSUE SHARES

Our Directors have been granted a general unconditional mandate to allot, issue and deal with unissued Shares with an aggregate nominal value of not exceeding 20% of the aggregate of the total nominal amount of the share capital of our Company in issue as enlarged by the [●] and the [●] and the aggregate nominal value of the share capital of our Company repurchased by our Company (if any) pursuant to the general mandate to repurchase Shares as described below.

Our 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 or convertible securities of our Company, scrip dividends or similar arrangements or the exercise of options granted under the Share Option Scheme or any other option scheme or similar arrangement for the time being adopted.

This mandate will expire:

- (i) at the conclusion of our Company’s next annual general meeting; or
- (ii) upon the expiry of the period within which our Company is required by any applicable law of the Cayman Islands or its Articles to hold its next annual general meeting; or
- (iii) when varied, revoked or renewed by an ordinary resolution of the Shareholders in general meeting, whichever is the earliest.

For further details of the general mandates for the allotment and issue of Shares, see the paragraph headed “Written resolutions of our Sole Shareholder passed on 15 September 2009” in appendix V to this [●].

### GENERAL MANDATE TO REPURCHASE SHARES

Our Directors have been granted a general unconditional mandate to exercise all the powers of our Company to repurchase Shares with an aggregate nominal value of not more than 10% of the aggregate nominal amount of the share capital of our Company in issue, as enlarged by the [●] and the [●].

This mandate relates only to repurchases made on the [●] or on any other stock exchange on which the Shares are listed (and which is recognized by the SFC and the [●] for this purpose), and which are made in accordance with [●]. A summary of the relevant [●] is set out in the section headed “Repurchase of Shares by our Company” in appendix V to this [●].

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This mandate will expire:

- (i) at the conclusion of our Company’s next annual general meeting; or
- (ii) upon the expiry of the period within which our Company is required by any applicable law of the Cayman Islands or its Articles to hold its next annual general meeting; or
- (iii) when varied, revoked or renewed by an ordinary resolution of the Shareholders in general meeting, whichever is the earliest.

For further details of the general mandates for the repurchase of Shares, see the section headed “Written resolutions of our Sole Shareholder passed on 15 September 2009” in appendix V to this [●].