

## **METHODS OF APPLYING FOR HONG KONG OFFER SHARES**

There are two ways to make an application for our Hong Kong Offer Shares. You may use a **WHITE** or **YELLOW** Application Form or you may give **electronic application instructions** to HKSCC to cause HKSCC Nominees to apply for our Hong Kong Offer Shares on your behalf.

Note: The Hong Kong Offer Shares are not available to the Directors or their respective associates or any other connected persons (as defined in the Listing Rules) of the Company or persons who will become our connected persons (as defined in the Listing Rules) immediately upon completion of the Offering.

## **APPLYING BY USING AN APPLICATION FORM**

### **Which Application Form to Use**

Use a **WHITE** Application Form if you want the Shares to be issued in your own name.

Use a **YELLOW** Application Form if you want the Shares to be issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to your CCASS Investor Participant stock account or your designated CCASS Participant's stock account.

### **Where to Collect the Application Forms**

You can collect a **WHITE** Application Form and a Prospectus from:

#### **Any participant of the Stock Exchange**

##### **Goldman Sachs (Asia) L.L.C.**

68th floor  
Cheung Kong Center  
2 Queen's Road Central  
Hong Kong

##### **The Hongkong and Shanghai Banking Corporation Limited**

Level 15  
1 Queen's Road Central  
Hong Kong

## HOW TO APPLY FOR HONG KONG OFFER SHARES

or any of the following branches of Bank of China (Hong Kong) Limited:

Hong Kong Island . . . . .	Bank of China Tower Branch	3/F., 1 Garden Road, Central
	Central District (Wing On House) Branch	71 Des Voeux Road, Central
	Causeway Bay Branch	18 Percival Street, Causeway Bay
	Taikoo Shing Branch	Shop G1012, Yiu Sing Mansion, Taikoo Shing
	Aberdeen Branch	25 Wu Pak Street, Aberdeen
	North Point (Kiu Fai Mansion) Branch	413-415 King's Road, North Point
Kowloon . . . . .	Mong Kok (President Commercial Centre) Branch	608 Nathan Road, Mong Kok
	Festival Walk Branch	Unit LG149, Festival Walk, Kowloon Tong
	Hoi Yuen Road Branch	55 Hoi Yuen Road, Kwun Tong
	Yau Ma Tei Branch	471 Nathan Road, Yau Ma Tei
	Stage 6 Mei Foo Branch	Shop N47-49 Mount Sterling Mall, Mei Foo Sun Chuen
New Territories . . . . .	2 Carnarvon Road Branch	2-2A Carnarvon Road, Tsim Sha Tsui
	Castle Peak Road (Tsuen Wan) Branch	167 Castle Peak Road, Tsuen Wan
	Lucky Plaza Branch	G/F., Lucky Plaza, Wang Pok Street, Shatin
	Tuen Mun Town Plaza Branch	Shop 2, Tuen Mun Town Plaza Phase II

You can collect a **YELLOW** Application Form and a Prospectus from:

- the Depository Counter of HKSCC at 2nd Floor, Vicwood Plaza, 199 Des Voeux Road Central, Hong Kong; or
- the Customer Service Center of HKSCC at Upper Ground Floor, V-Heun Building, 128-140 Queen's Road Central, Hong Kong; or
- your stockbroker, who may have such Application Forms and this Prospectus available.

### How to Complete the Application Form

There are detailed instructions on each Application Form. You should read these instructions carefully. If you do not follow the instructions your application may be rejected and returned by ordinary post together with the accompanying cheque or banker's cashier order to you (or the first-named applicant in the case of joint applicants) at your own risk to the address stated in the Application Form.

## HOW TO APPLY FOR HONG KONG OFFER SHARES

Complete the Application Form in English (save as otherwise indicated) and sign it. Only written signatures will be accepted. Applications made by corporations, whether on their own behalf, or on behalf of other persons, must be stamped with the company chop (bearing the company name) and signed by a duly authorized officer, whose representative capacity must be stated. If you are applying for the benefit of someone else, you, rather than that person, must sign the Application Form. If it is a joint application (if permitted), both applicants must sign the Application Form. If your application is made through a duly authorized attorney, the Company and the Global Coordinator (or their respective agents or nominees) may accept the application at their discretion, and subject to any conditions they think fit, including the production of evidence of the authority of your attorney.

You should note that by completing and submitting the Application Form, amongst other things, you:

- (i) agree with the Company and each Shareholder, and the Company agrees with each of our Shareholders, to observe and comply with the Companies Ordinance and the Articles of Association;
- (ii) agree with the Company and each Shareholder that the Shares are freely transferable by the holders thereof;
- (iii) authorize the Company to enter into a contract on your behalf with each Director and officer of our Company whereby our Directors and officers undertake to observe and comply with their obligations to Shareholders as stipulated in the Articles of Association;
- (iv) confirm that you have only relied on the information and representations in the Prospectus in making your application and will not rely on any other information and representations save as set out in any supplement to the Prospectus;
- (v) agree that the Company, our Directors and any person who has authorized this Prospectus are liable only for the information and representations contained in the Prospectus and any supplement thereto;
- (vi) undertake and confirm that, you (if the application is made for your benefit) or the person(s) for whose benefit you have made this application have not indicated an interest for, applied for or taken up, and will not apply for or take up or indicate an interest for, any Offer Shares under the International Placing; and
- (vii) agree to disclose to the Company, its registrar, receiving bankers, advisors and agents and the Bookrunner personal data and any information which they require about you or the person(s) for whose benefit you have made your application.

In order for a **YELLOW** Application Form to be valid:

- (i) **If you are applying through a designated CCASS Participant (other than a CCASS Investor Participant):**
  - the designated CCASS Participant or its authorized signatories must sign in the appropriate box; and
  - the designated CCASS Participant must endorse the Application Form with its company chop (bearing its company name) and insert its CCASS participant I.D. in the appropriate box.

(ii) **If you are applying as an individual CCASS Investor Participant:**

- you must insert your full name and your Hong Kong Identity Card number; and
- you must insert your CCASS participant I.D. and sign in the appropriate box.

(iii) **If you are applying as a joint individual CCASS Investor Participant:**

- you must insert all joint CCASS Investor Participants' names and the Hong Kong Identity Card number of at least one of the joint CCASS Investor Participants; and
- you must insert your CCASS participant I.D. and the authorized signatory or signatories of the CCASS Investor Participant's stock account must sign in the appropriate box.

(iv) **If you are applying as a corporate CCASS Investor Participant:**

- you must insert your company name and your company's Hong Kong business registration number; and
- you must insert your CCASS participant I.D. and stamp your company chop (bearing your company's name) and the authorized signatory or signatories of the CCASS Investor Participant's stock account must sign in the appropriate box.

The signature(s), number of signatories and form of chop, where appropriate, in each **YELLOW** Application Form should match the records kept by HKSCC. Incorrect or incomplete details of the CCASS Participant or the omission or inadequacy of authorized signatory or signatories (if applicable), CCASS participant I.D. or other similar matters may render the application invalid.

### **Members of the Public: Time for Applying for Hong Kong Offer Shares**

Completed **WHITE** or **YELLOW** Application Forms, with payment attached, must be lodged by **12:00 noon** on Thursday, June 10, 2004, or, if the application lists are not open on that day, by the time and date stated in the sub-paragraph entitled "How to Apply for Hong Kong Offer Shares—Effect of Bad Weather on the Opening of the Application Lists" below.

Your completed Application Form, with payment attached, should be deposited in the special collection boxes provided at any of the branches of Bank of China (Hong Kong) Limited which are listed above in the paragraph entitled "—Where to Collect the Application Forms" at the following times:

Monday, June 7, 2004—9:00 a.m. to 4:00 p.m.

Tuesday, June 8, 2004—9:00 a.m. to 4:00 p.m.

Wednesday, June 9, 2004—9:00 a.m. to 4:00 p.m.

Thursday June 10, 2004—9:00 a.m. to 12.00 noon

The application lists will be open **from 11:45 a.m. to 12:00 noon** on Thursday, June 10, 2004.

The applications for the Hong Kong Offer Shares will not be processed and no allotment of any such Shares will be made until after the closing of the application lists. No allocation of any of the Hong Kong Offer Shares will be made later than July 7, 2004.

### Effect of Bad Weather on the Opening of the Application Lists

The application lists will not open if there is:

- a tropical cyclone warning signal number 8 or above; or
- a “black” rainstorm warning,

in force in Hong Kong at any time between 9:00 a.m. and 12:00 noon on Thursday, June 10, 2004. Instead they will open between 11:45 a.m. and 12:00 noon on the next business day which does not have either of those warnings in force in Hong Kong at any time between 9:00 a.m. and 12:00 noon.

### Publication of Results

The Company expects to announce the basis of allotment, the results of applications and the Hong Kong Identity Card/passport/Hong Kong Business Registration numbers of successful applicants under the Hong Kong Public Offering on Tuesday, June 15, 2004 in South China Morning Post (in English) and Hong Kong Economic Times (in Chinese).

### Despatch/Collection of Share Certificates and Refund Cheques

Your application monies, or an appropriate portion thereof, together with the related brokerage fee, the Stock Exchange trading fee, SFC transaction levy and investor compensation levy, will be refunded without interest if:

- your application is rejected, not accepted or only accepted in part;
- the Offer Price as finally determined is less than the offer price of HK\$3.70 per Share (excluding brokerage, the Stock Exchange trading fee, SFC transaction levy and investor compensation levy thereon) paid on application;
- the conditions of the Offering are not fulfilled in accordance with the paragraph entitled “Structure of the Offering—Conditions of the Hong Kong Public Offering” in this Prospectus; or
- any application is revoked or any allocation pursuant thereto has become void.

It is intended that special efforts will be made to avoid any undue delay in refunding application monies where appropriate.

No temporary document of title will be issued in respect of the Hong Kong Offer Shares. No receipt will be issued for sums paid on application but, subject to personal collection as mentioned below, in due course there will be sent to you (or, in the case of joint applicants, to the first-named applicant) by ordinary post, at your own risk, to the address specified on your Application Form:

- for applicants on **WHITE** Application Forms: (i) share certificate(s) for all the Hong Kong Offer Shares applied for, if the application is wholly successful; or (ii) share

certificate(s) for the number of Hong Kong Offer Shares successfully applied for, if the application is partially successful; and/or

- for applicants on **WHITE** and **YELLOW** Application Forms, a refund cheque(s) crossed "Account Payee Only" in favor of the applicant (or, in the case of joint applicants, the first-named applicant) for: (i) the surplus application monies for the Hong Kong Offer Shares unsuccessfully applied for, if the application is partially unsuccessful; or (ii) all the application monies, if the application is wholly unsuccessful; and/or (iii) the difference between the Offer Price and the initial price per Share paid on application in the event that the Offer Price is less than the initial price per Share paid on application, in each case including related brokerage fee of 1%, a Stock Exchange trading fee of 0.005%, a SFC transaction levy of 0.005% and an investor compensation levy of 0.002% attributable to such refund/surplus monies but without interest.

Subject to personal collection as mentioned below, refund cheques for surplus application monies (if any) and share certificates for successful applicants under **WHITE** Application Forms are expected to be posted on Tuesday, June 15, 2004. The Company reserves the right to retain any share certificate(s) and any surplus application monies pending clearance of cheque(s) or banker's cashier order(s).

If you apply for 1,000,000 Hong Kong Offer Shares or more on a **WHITE** or **YELLOW** Application Form and have indicated in your Application Form that you wish to collect refund cheque(s) (where applicable) and/or share certificate(s) (for applicants using **WHITE** Application Forms) in person, you may collect your refund cheque(s) (where applicable) and/or share certificate(s) (where applicable) from Computershare Hong Kong Investor Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong, from 9:00 a.m. to 1:00 p.m. on Tuesday, June 15, 2004 or any other date notified by us in the newspapers as the date of despatch of share certificates/refund cheques.

- If you are an individual who opts for personal collection, you must not authorise any other person to make collection on your behalf. If you are a corporate applicant which opts for personal collection, you must attend by your authorised representative bearing a letter of authorisation from your corporation stamped with your corporation's chop. Both individuals and authorised representatives (if applicable) must produce, at the time of collection, evidence of identity acceptable to the Share Registrar.
- If you do not collect your refund cheque(s) and/or share certificate(s) personally within the time period specified for collection, it/they will be despatched promptly to you by ordinary post to the address as specified in your Application Form at your own risk.

If you have applied for less than 1,000,000 Shares or if you have applied for 1,000,000 Shares or more on a **WHITE** or **YELLOW** Application Form but have not indicated in your Application Form that you wish to collect your share certificate(s) (for applicants using **WHITE** Application Forms) and/or refund cheque(s) (where applicable) in person, then your share certificate(s) (where applicable) and/or refund cheque(s) (where applicable) will be sent to the

address on your Application Form on Tuesday, June 15, 2004 by ordinary post and at your own risk.

**Share certificates will only become valid certificates of title provided that the Hong Kong Public Offering has become unconditional and not having been terminated in accordance with its terms, expected to be around 8:00 a.m. on Wednesday, June 16, 2004.**

### **Deposit of Share Certificates into CCASS**

If you apply for Hong Kong Offer Shares using a **YELLOW** Application Form and your application is wholly or partially successful, your share certificate(s) will be issued 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 your designated CCASS Participant as instructed by you in your Application Form at the close of business on Tuesday, June 15, 2004, or in the event of a contingency, on any other date as shall be determined by HKSCC or HKSCC Nominees.

If you are applying through a designated CCASS Participant (other than a CCASS Investor Participant), 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, the Company expects to publish the results of CCASS Investor Participants' applications together with the results of the Hong Kong Public Offering in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) on Tuesday, June 15, 2004. You should check the announcement published by the Company and report any discrepancies to HKSCC before 5:00 p.m. on Tuesday, June 15, 2004 or such other date as shall be determined by HKSCC or HKSCC Nominees. On Wednesday, June 16, 2004 (i.e. the next business day following the credit of the Hong Kong Offer Shares to your CCASS Investor Participant stock account and the credit of the refund monies to your designated bank account), you can check the number of Hong Kong Offer Shares allocated to you via the CCASS Phone System and the 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 CCASS Investor Participant stock account.

If you have applied for 1,000,000 Hong Kong Offer Shares or more and you have elected on your **YELLOW** Application Form to collect your refund cheque (where applicable) in person, please follow the same instructions as those for **WHITE** Application Form applicants as described above.

**Share certificates credited to the stock account of your designated CCASS Participant or your CCASS Investor Participant stock account will only become valid certificates of title provided that the Hong Kong Public Offering has become unconditional and not having been terminated in accordance with its terms, expected to be around 8:00 a.m. on Wednesday, June 16, 2004.**



## APPLYING BY GIVING ELECTRONIC APPLICATION INSTRUCTIONS TO HKSCC

### General

CCASS Participants may give **electronic application instructions** to HKSCC to apply for the Hong Kong Offer Shares and to arrange payment of the monies due on application and payment of refunds. This will be in accordance with their participant agreements with HKSCC and the General Rules of CCASS and the CCASS Operational Procedures.

If you are a CCASS Investor Participant, you may give **electronic application instructions** through the CCASS Phone System by calling 2979 7888 or through the CCASS Internet System (<https://ip.ccass.com>) (using the procedures contained in HKSCC's "An Operating Guide for Investor Participants" in effect from time to time).

HKSCC can also input **electronic application instructions** for you if you go to:

**Hong Kong Securities Clearing Company Limited**

Customer Service Centre  
Upper Ground Floor  
V-Heun Building  
128-140 Queen's Road  
Central Hong Kong

and complete an input request form.

Prospectuses are available for collection from the above address.

If you are not a CCASS Investor Participant, you may instruct your broker or custodian who is a CCASS Broker Participant or a CCASS Custodian Participant to give **electronic application instructions** via CCASS terminals to apply for the Hong Kong Offer Shares on your behalf.

You are deemed to have authorised HKSCC and/or HKSCC Nominees to transfer the details of your application, whether submitted by you or through your broker or custodian, to the Company and our Share Registrar.

### Application for Hong Kong Offer Shares by HKSCC Nominees on Your Behalf

Where a **WHITE** Application Form is signed by HKSCC Nominees on behalf of persons who have given **electronic application instructions** to apply for the Hong Kong Offer Shares:

- (i) HKSCC Nominees is only acting as a nominee for those persons and shall not be liable for any breach of the terms and conditions of the **WHITE** Application Form or this Prospectus;
- (ii) HKSCC Nominees does the following things on behalf of each such person:
  - agrees that the Hong Kong Offer Shares to be allotted shall be issued in the name of HKSCC Nominees and deposited directly into CCASS for the credit of the stock account of the CCASS Participant who has inputted **electronic**



**application instructions** on that person's behalf or that person's CCASS Investor Participant stock account;

- undertakes and agrees to accept the Hong Kong Offer Shares in respect of which that person has given **electronic application instructions** or any lesser number;
- undertakes and confirms that that person has not applied for or taken up any Shares under the International Placing nor otherwise participated in the International Placing;
- (if the **electronic application instructions** are given for that person's own benefit) declares that only one set of **electronic application instructions** has been given for that person's benefit;
- (if that person is an agent for another person) declares that that person has only given one set of **electronic application instructions** for the benefit of that other person and that that person is duly authorised to give those instructions as that other person's agent;
- understands that the above declaration will be relied upon by the Company, the Directors and the Bookrunner in deciding whether or not to make any allotment of Hong Kong Offer Shares in respect of the **electronic application instructions** given by that person and that that person may be prosecuted if he makes a false declaration;
- authorises 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 allotted in respect of that person's **electronic application instructions** and to send share certificate(s) and/or refund monies in accordance with the arrangements separately agreed between the Company and HKSCC;
- confirms that that person has read the terms and conditions and application procedures set out in this Prospectus and agrees to be bound by them;
- confirms that that person has only relied on the information and representations in this Prospectus in giving that person's **electronic application instructions** or instructing that person's broker or custodian to give **electronic application instructions** on that person's behalf and will not rely on any other information and representations save as set out in any supplement to this Prospectus;
- agrees that the Company and the Directors, and any person who has authorized this Prospectus, are liable only for the information and representations contained in this Prospectus and any supplement thereto;
- agrees to disclose that person's personal data to the Company and its registrar, receiving bankers, advisers and agents and the Bookrunner and any information which they may require about that person;
- agrees (without prejudice to any other rights which that person may have) that once the application of HKSCC Nominees is accepted, the application cannot be rescinded for innocent misrepresentation;
- agrees that that person cannot revoke the **electronic application instructions** before June 15, 2004, such agreement to take effect as a

collateral contract with the Company and to become binding when that person gives 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 Thursday, June 10, 2004 except by means of one of the procedures referred to in this Prospectus. However, that person may revoke the instructions before June 15, 2004 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;

- agrees that once the application of HKSCC Nominees is accepted, neither that application nor that person's **electronic application instructions** can be revoked, and that acceptance of that application will be evidenced by the announcement of the results of the Hong Kong Public Offering published by the Company;
- agrees to the arrangements, undertakings and warranties specified in the participant agreement between that person 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 Hong Kong Offer Shares;
- agrees with the Company and each Shareholder (and so that the Company will be deemed by its acceptance in whole or in part of the application by HKSCC Nominees to have agreed, for itself and on behalf of each Shareholder of the Company, with each CCASS Participant giving **electronic application instructions**) to observe and comply with the Companies Law and the Articles of Association;
- agrees with the Company and each Shareholder that Shares in the Company are freely transferable by the holders thereof;
- agrees that that person's application, any acceptance of it and the resulting contract will be governed by and construed in accordance with the laws of Hong Kong.

### Effect of Giving Electronic Application Instructions to HKSCC

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 have done the following things. Neither HKSCC nor HKSCC Nominees shall be liable to the Company or any other person in respect of the things mentioned below:

- instructed and authorised HKSCC to cause HKSCC Nominees (acting as nominee for the relevant CCASS Participants) to apply for the Hong Kong Offer Shares on your behalf;
- instructed and authorised HKSCC to arrange payment of the maximum offer price, brokerage, SFC transaction levy, investor compensation levy and Stock Exchange

trading fee by debiting your designated bank account and, in the case of a wholly or partially unsuccessful application and/or the Offer Price is less than the initial price per Share paid on application, refund of the application monies, in each case including brokerage, SFC transaction levy, investor compensation levy and Stock Exchange trading fee, by crediting your designated bank account; or

- instructed and authorised HKSCC to cause HKSCC Nominees to do on your behalf all the things which it is stated to do on your behalf in the **WHITE** Application Form.

### Multiple Applications

If you are suspected of having made multiple applications or if more than one application is made for your benefit (details more particularly described in the paragraph entitled “—How Many Applications You May Make”), the number of Hong Kong Offer Shares applied for by HKSCC Nominees will be automatically reduced by the number of Hong Kong Offer Shares in respect of which you have given such instructions and/or in respect of which such instructions have been given for your benefit. Any **electronic application instructions** to make an application for the Hong Kong Offer Shares given by you or for your benefit to HKSCC shall be deemed to be an actual application.

### Time for Inputting Electronic Application Instructions

CCASS Participants can input **electronic application instructions** at the following times on the following dates:

Monday, June 7, 2004—9:00 a.m. to 7:00 p.m.<sup>(1)</sup>

Tuesday, June 8, 2004—9:00 a.m. to 7:00 p.m.<sup>(1)</sup>

Wednesday, June 9, 2004—9:00 a.m. to 7:00 p.m.<sup>(1)</sup>

Thursday, June 10, 2004—9:00 a.m. to 12:00 noon

(1) These times are subject to changes as HKSCC may determine from time to time with prior notification to CCASS Participants.

### Effect of Bad Weather on the Last Application Day

The latest time for inputting your **electronic application instructions** will be 12:00 noon on Thursday, June 10, 2004, the last application day. If:

- a tropical cyclone warning signal number 8 or above; or
- a “black” rainstorm warning signal

is in force in Hong Kong at any time between 9:00 a.m. and 12:00 noon on Thursday, June 10, 2004, the last application day will be postponed to the next business day which does not have either of those warning signals in force in Hong Kong at any time between 9:00 a.m. and 12:00 noon on such day.

## Allocation of Hong Kong Offer Shares

For the purposes of allocating Hong Kong Offer Shares, HKSCC Nominees will not be treated as an applicant. Instead, each CCASS Participant who gives **electronic application instructions** or each person for whose benefit each such instructions is given will be treated as an applicant.

## Deposit of Share Certificates into CCASS and Refund of Application Monies

- No temporary documents of title will be issued. No receipt will be issued for application monies received.
- If your application is wholly or partially successful, your share certificate(s) will be issued in the name of HKSCC Nominees and deposited into CCASS for the credit of the stock account of the CCASS Participant which you have instructed to give **electronic application instructions** on your behalf or your CCASS Investor Participant stock account at the close of business on Tuesday, June 15, 2004 or, in the event of a contingency, on any other date as shall be determined by HKSCC or HKSCC Nominees.
- The Company expects to publish the application results of CCASS Participants (and where the CCASS Participant is a broker or custodian, the Company will include information relating to the relevant beneficial owner (if supplied)), your Hong Kong Identity Card/passport number or other identification code (Hong Kong Business Registration number for corporations) and the basis of allotment of the Hong Kong Public Offering in the newspapers on Tuesday, June 15, 2004. You should check the announcement published by the Company and report any discrepancies to HKSCC before 5:00 p.m. on Tuesday, June 15, 2004 or such other date as shall be determined by HKSCC or HKSCC Nominees.
- If you have instructed your broker or custodian to give **electronic application instructions** on your behalf, you can also check the number of Hong Kong Offer Shares allotted to you and the amount of refund monies (if any) payable to you with that broker or custodian.
- If you have applied as a CCASS Investor Participant, you can also check the number of Hong Kong Offer Shares allotted to you and the amount of refund monies (if any) payable to you via the CCASS Phone System and the CCASS Internet System (under the procedures contained in HKSCC's "An Operating Guide for Investor Participants" in effect from time to time) on Tuesday, June 15, 2004. On Wednesday, June 16, 2004, (i.e., the next business day following the credit of the Hong Kong Offer Shares to your CCASS Investor Participant stock account and the credit of the refund monies to your designated bank account), HKSCC will also make available to you an activity statement showing the number of Hong Kong Offer Shares credited to your CCASS Investor Participant stock account and the amount of refund monies (if any) credited to your designated bank account.
- Refund of your application monies (if any) in respect of wholly and partially unsuccessful applications and/or difference between the Offer Price and the initial

price per Share paid on application, in each case including brokerage of 1%, SFC transaction levy of 0.005%, investor compensation levy of 0.002% and Stock Exchange trading fee of 0.005%, will be credited to your designated bank account or the designated bank account of your broker or custodian on Tuesday, June 15, 2004. No interest will be paid thereon.

**Share certificates credited to the stock account of your designated CCASS Participant or your CCASS Investor Participant stock account will only become valid certificates of title provided that the Hong Kong Public Offering has become unconditional and not having been terminated in accordance with its terms, expected to be around 8:00 a.m. on Wednesday, June 16, 2004.**

### Section 40 of the Companies Ordinance

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 give **electronic application instructions** is a person who may be entitled to compensation under Section 40 of the Companies Ordinance.

### Personal Data

The section of the Application Form headed “Personal Data” applies to any personal data held by the Company and the registrar about you in the same way as it applies to personal data about applicants other than HKSCC Nominees.

### Warning

The subscription of the Hong Kong Offer Shares by giving **electronic application instructions** to HKSCC is only a facility provided to CCASS Participants. The Company, the Directors, the Bookrunner and the Hong Kong Underwriters take no responsibility for the application and provide no assurance that any CCASS Participant will be allotted any Hong Kong Offer Shares.

To ensure that CCASS Investor Participants can give their **electronic application instructions** to HKSCC through the CCASS Phone System or the CCASS Internet System, CCASS Investor Participants are advised not to wait until the last minute to input their **electronic application instructions** to the systems. In the event that CCASS Investor Participants have problems connecting to the CCASS Phone System or the CCASS Internet System to submit their **electronic application instructions**, they should either: (i) submit a **WHITE** or **YELLOW** Application Form; or (ii) go to HKSCC’s Customer Service Centre to complete an input request form for **electronic application instructions** before 12:00 noon on Thursday, June 10, 2004.

### HOW MANY APPLICATIONS YOU MAY MAKE

**You may make more than one application for the Hong Kong Offer Shares only if:**

You are a **nominee**, in which case you may both give **electronic application instructions** to HKSCC (if you are a CCASS Participant) and lodge more than one

## HOW TO APPLY FOR HONG KONG OFFER SHARES

Application Form in your own name if each application is made on behalf of different owners. In the box on the Application Form marked “For nominees” you must include:

- an account number; or
- some other identification code

for **each** beneficial owner. If you do not include this information, the application will be treated as being made for your benefit.

### **Otherwise, multiple applications are not allowed.**

It will be a term and condition of all applications that by completing and delivering an Application Form or by giving **electronic application instructions** to HKSCC, you:

- (if the application is made for your own benefit) warrant that such 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 you are an agent for another person) warrant that reasonable enquiries have been made of that other person that such 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 authorised to submit such application as that other person’s agent.

Except where you are a nominee and provide the information required to be provided in your application, all of your applications will be rejected as multiple applications if you, or you and your joint applicant(s) together:

- make more than one application (whether individually or jointly) on a **WHITE** or **YELLOW** Application Form or by giving **electronic application instructions** to HKSCC; or
- both apply (whether individually or jointly) on one **WHITE** Application Form and one **YELLOW** Application Form or on one **WHITE** or **YELLOW** Application Form and give **electronic application instructions** to HKSCC; or
- apply on one **WHITE** or **YELLOW** Application Form (whether individually or jointly) or by giving **electronic application instructions** to HKSCC for more than the total number of the Hong Kong Offer Shares initially being offered for public subscription in either Pool A or Pool B as more particularly described in the paragraph entitled “Structure of the Offering—The Hong Kong Public Offering”; or
- have applied for or taken up or indicated an interest for or have been or will be placed (including conditionally and/or provisionally) Offer Shares under the International Placing.

**All** of your applications will also be rejected as multiple applications if more than one application is made for **your benefit** (including the part of an application made by HKSCC Nominees acting on **electronic application instructions**). If an application is made by an unlisted company and:

- the principal business of that company is dealing in securities; and



- you exercise statutory control over that company,

then the application will be treated as being made for your benefit.

**Unlisted company** means a company with no equity securities listed on the Stock Exchange.

**Statutory control** means you:

- control the composition of the board of directors of that company; or
- control more than half of the voting power of that company; or
- hold more than half of the issued share capital of that company (not counting any part of it which carries no right to participate beyond a specified amount in a distribution of either profits or capital).

## **CIRCUMSTANCES IN WHICH YOU WILL NOT BE ALLOTTED HONG KONG OFFER SHARES**

Full details of the circumstances in which you will not be allocated Hong Kong Offer Shares are set out in the notes attached to the Application Forms (whether you are making your application by an Application Form or by electronically instructing HKSCC to cause HKSCC Nominees to apply on your behalf), and you should read them carefully. You should note in particular the following situations in which Hong Kong Offer Shares will not be allotted to you.

### **Your Application May be Revoked under Limited Circumstances**

By completing and submitting an Application Form or submitting **electronic application instructions** to HKSCC you agree that you cannot revoke your application on or before June 15, 2004. This agreement will take effect as a collateral contract with the Company, and will become binding when you submit your application. This collateral contract will be in consideration of our agreeing that the Company will not offer any Offer Shares to any person before June 10, 2004 except by means of one of the procedures referred to in the Prospectus.

You may only revoke your application on or before June 15, 2004 if a person responsible for this Prospectus under section 40 of the Companies Ordinance (as applied by Section 342E 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 the 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 the Prospectus as supplemented.



If your application has been accepted, it cannot be revoked. For this purpose, acceptance of applications which are not rejected will be constituted by notification in the announcement of the results of allotment, and where such basis of allotment 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.

### **Your Application May be Rejected at Our Discretion or Our Agent's Discretion**

The Company and its agents, and their respective agents or nominees, have full discretion to reject or accept any application, or to accept only part of an application. The Company, and the Hong Kong Underwriters, in their capacity as agents for the Company, and their respective agents or nominees, do not have to give any reason for any rejection or acceptance.

### **Your Allotment of Hong Kong Offer Shares May be Void:**

The allotment of Hong Kong Offer Shares to you or to HKSCC Nominees (if you give **electronic application instruction** to HKSCC or apply by a **YELLOW** Application Form) will be void if the Listing Committee of the Stock Exchange does not grant permission to list the 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 Stock Exchange notifies our Company of that longer period within three weeks of the closing date of the application lists.

### **Your Application will be Rejected if You Do Not Comply with Certain Conditions**

Your application will be rejected if:

- it is a multiple application or a suspected multiple application;
- your Application Form is not filled in correctly in accordance with the instructions as stated in the Application Form (if you apply by an Application Form);
- your payment is not made correctly;
- you pay by cheque or banker's cashier order and the cheque or banker's cashier order is dishonored on its first presentation; or
- you or the person for whose benefits you apply for have taken up or indicated an interest or applied for or received or have been or will be placed or allocated (including conditionally and/or provisionally) Shares in the International Placing.

By filling in any of the Application Forms or applying by giving electronic instructions to HKSCC, you agree not to apply for International Placing Shares. Reasonable steps will be taken to identify and reject applications in the Hong Kong Public Offering from investors who have received International Placing Shares, and to identify and reject indications of interest in the International Placing from investors who have received Hong Kong Offer Shares in the Hong Kong Public Offering.

### Your Application Will Not be Accepted under certain Circumstances

Your application (and HKSCC Nominees' application) will not be accepted if either:

- the Hong Kong Underwriting Agreement or International Purchase Agreement does not become unconditional; or
- the Hong Kong Underwriting Agreement or International Purchase Agreement is terminated in accordance with its respective terms.

### HOW MUCH ARE THE HONG KONG OFFER SHARES

The maximum Offer Price is HK\$3.70 per Offer Share. You must also pay a brokerage fee of 1%, the Stock Exchange trading fee of 0.005%, SFC transaction levy of 0.005% and an investor compensation levy of 0.002% in full. This means that for every board lot of 1,000 Offer Shares you must pay HK\$3.70 at the time of application. The Application Forms have tables showing the exact amount payable for certain multiples of Offer Shares up to 21,008,000 Shares.

You must pay the amount payable upon application for the Shares by one cheque or one banker's cashier order in accordance with the terms set out in the Application Form (if you apply by an Application Form).

If your application is successful, the brokerage fee will be paid to participants of the Stock Exchange or the Stock Exchange (as the case may be), the trading fee will be paid to the Stock Exchange and the SFC transaction levy and investor compensation fee will be paid to the SFC.

If the Offer Price is finally determined is less than the offer price per Share (excluding brokerage, SFC transaction levy and Stock Exchange trading fee thereon) initially paid on application, we will refund the surplus application monies, together with the related brokerage of 1%, SFC transaction levy of 0.005%, investor compensation levy of 0.002% and Stock Exchange trading fee of 0.005%, without interest.

In a contingency situation involving a substantial over-subscription, at the discretion of us and the Bookrunner, cheques for applications on Application Forms for certain small denominations of Hong Kong Offer Shares (apart from successful applications) may not be cleared.

Details of the procedure for refund are more particularly described in the paragraph entitled "—Despatch/Collection of share certificates and refund cheques" and "—Deposit of share certificates into CCASS and refund of application monies".

### MINIMUM SUBSCRIPTION AMOUNT AND PERMITTED MULTIPLES

Applications must be made for a minimum of 1,000 Hong Kong Offer Shares. Applications in respect of more than 1,000 Hong Kong Offer Shares must be in one of the multiples set out in the table in the Application Forms (even if applications are made by **electronic application instructions** to HKSCC). No application for any other number of Hong Kong Offer Shares will be considered and any such application is liable to be rejected.

## **COMMENCEMENT OF DEALINGS IN OUR SHARES ON THE STOCK EXCHANGE**

Dealings in the Shares on the Stock Exchange are expected to commence on Wednesday, June 16, 2004. The Shares will be traded on the Stock Exchange in board lots of 1,000 Offer Shares. The stock code of the Shares is 700.

## **SHARES WILL BE ELIGIBLE FOR ADMISSION INTO CCASS**

If the Stock Exchange grants the listing of, and permission to deal in, the Shares and the Company complies with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the Listing Date or any other date HKSCC chooses. Settlement of transactions between participants of the 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 Shares to be admitted into CCASS.

Investors should seek the advice of their stockbroker or other professional adviser for details of the settlement arrangements as such arrangements may affect their rights and interests.

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