#### METHODS OF APPLYING FOR THE PUBLIC OFFER SHARES

There are two ways to make an application for our Public Offer Shares. You may either use an Application Form or give electronic application instructions to HKSCC to cause HKSCC Nominees to apply for the Public Offer Shares on your behalf. Except where you are a nominee and provide the required information in your application, you or you and your joint applicant(s) may not make more than one application (whether individually or jointly) by applying on a **WHITE** or **YELLOW** Application Form and/or a **PINK** Application Form or by giving electronic application instructions to HKSCC.

#### I. Applying by using a WHITE or YELLOW Application Form

# Which Application Form to use

Use a WHITE Application Form if you want our Public Offer Shares issued in your own name.

Use a **YELLOW** Application Form if you want the Public Offer Shares 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.

Use a **PINK** Application Form if you are a full-time employee of the Group (other than a Director, the chief executive of the Company and its subsidiaries, an existing beneficial owner of the Shares or their respective associates or connected persons), and want the Public Offer Shares to be registered in your own name and want your application to be given preferential treatment. Up to 7,002,000 Shares under the Public Offer representing approximately 10% of the total number of Shares initially available under the Public Offer and approximately 1% of the Offer Shares, are available for subscription by eligible full-time employees of the Group.

Note: The Public Offer Shares are not available to existing beneficial owners of Shares in our Company, directors or chief executives of our Company or any of our subsidiaries, or associates of any of them or U.S. Persons (as defined in Regulation S) or persons who do not have a Hong Kong address.

#### Where to collect the Application Forms

You can collect a WHITE Application Form and a prospectus from:

Any participant of The Stock Exchange of Hong Kong Limited

or

Credit Suisse (Hong Kong) Limited 45th Floor, Two Exchange Square 8 Connaught Place Central Hong Kong

or any of the following branches of Industrial and Commercial Bank of China (Asia) Limited:

	Branch Name	Address
Hong Kong Island	Causeway Bay Branch	Shop A, G/F, Jardine Center,
		50 Jardine's Bazaar, Causeway Bay
	Queen's Road Central Branch	122-126 Queen's Road Central, Central
	Central Branch	1/F, 9 Queen's Road Central, Hong Kong
	Sheung Wan Branch	Shop F, G/F., Kai Tak Commercial Building,
	C	317-319 Des Voeux Road Central, Sheung Wan
	Wanchai Branch	117-123 Hennessy Road, Wanchai
	Happy Valley Branch	23 King Kwong Street, Happy Valley, Hong Kong
	West Point Branch	242-244 Queen's Road West, Sai Ying Pun

	Branch Name	Address
Kowloon	Kwun Tong Branch	G/F., Lemmi Centre, 50 Hoi Yuen Road, Kwun Tong
	Mongkok Branch	G/F., Belgian Bank Building, 721-725 Nathan Road, Mongkok
	Prince Edward Branch	777 Nathan Road, Mongkok
	To Kwa Wan Branch	G/F., 287-289 To Kwa Wan Road
	Tsimshatsui East Branch	Shop B, G/F., Railway Plaza, 39 Chatham Road South, Tsimshatsui
	Tsim Sha Tsui Branch	Shop 6-7, G/F., Hankow Centre, 5-15 Hankow Road, Tsimshatsui, Kowloon
New Territories	Tseung Kwan O Branch	Shop Nos. 2011-2012, Level 2, Metro City Plaza II, 8 Yan King Road, Tseung Kwan O
	Sha Tsui Road Branch	Shop 4, G/F., Chung On Building, 297-313 Sha Tsui Road, Tsuen Wan

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

	Branch Name	Address
Hong Kong Island	Bank of China Tower Branch	3/F, 1 Garden Road
	United Centre Branch	Shop 1021, United Centre, 95 Queensway
	Causeway Bay Branch	18 Percival Street, Causeway Bay
	Kam Wa Street	3 Kam Wa Street, Shau Kei Wan
	North Point (King's Centre) Branch	193-209 King's Road, North Point
Kowloon	Yau Ma Tei Branch	471 Nathan Road, Yau Ma Tei
	Tsim Sha Tsui East Branch	Shop G02-03, Inter-Continental Plaza, 94 Granville Road, Tsim Sha Tsui
	Kwun Tong Branch	20-24 Yue Man Square, Kwun Tong
New Territories	Tuen Mun Town Plaza Branch	Shop 2 Tuen Mun Town Plaza Phase 2
	Castle Peak Road (Tsuen Wan)	167 Castle Peak Road, Tsuen Wan
	Wealth Management Centre	
	Kau Yuk Road Branch	18-24 Kau Yuk Road, Yuen Long
	74 Tai Wai Road Branch	74-76 Tai Wai Road, Sha Tin

You can collect a **YELLOW** Application Form and a prospectus during normal business hours from 9:00 a.m. on 11 December 2006 until 12:00 noon on 14 December 2006 from:

- (1) the Depository Counter of HKSCC at 2nd Floor, Vicwood Plaza, 199 Des Voeux Road Central, Hong Kong; or
- (2) 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(s) or banker's cashier order(s) 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.

You should note that by signing on the Application Form:

- (i) you confirm that you have only relied on the information and representations in this prospectus in making your application and will not rely on any other information and representations save as set out in any supplement to this prospectus;
- (ii) you agree that we, the Global Coordinator, the Underwriters and any of our or their respective directors, officers, employees, partners, agents or advisers are liable only for the information and representations contained in this prospectus and any supplement thereto;
- (iii) you 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 (if any) have not indicated an interest for, applied for or taken up any Shares under the International Offer; and
- (iv) you agree to disclose to our Company and/or our registrars, the receiving banker, the Global Coordinators and their respective advisers and agents personal data and any information which they require about you or the person(s) for whose benefit you have made the application (if any).

In order for the **YELLOW** Application Forms to be valid:

# (i) If the application is made through a designated CCASS Participant (other than a CCASS Investor Participant):

- (a) the designated CCASS Participant or its authorized signatories must sign in the appropriate box; and
- (b) the designated CCASS Participant must endorse the form with its company chop (bearing its company name) and insert its participant I.D. in the appropriate box.

# (ii) If the application is made by an individual CCASS Investor Participant:

- (a) the Application Form must contain the CCASS Investor Participant's name and Hong Kong identity card number; and
- (b) the CCASS Investor Participant must insert its participant I.D. and sign in the appropriate box in the Application Form.

# (iii) If the application is made by a joint individual CCASS Investor Participant:

- (a) the Application Form must contain all joint CCASS Investor Participants' names and the Hong Kong identity card number of all joint CCASS Investor Participants; and
- (b) the participant I.D. must be inserted and the authorized signatory(ies) of the CCASS Investor Participant's stock account must sign in the appropriate box in the Application Form.

# (iv) If the application is made by a corporate CCASS Investor Participant:

- (a) the Application Form must contain the CCASS Investor Participant's name and Hong Kong business registration number; and
- (b) the participant I.D. and company chop (bearing its company name) endorsed by its authorized signatory(ies) must be inserted in the appropriate box in the Application Form.

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

If your application is made through a duly authorized attorney, we and the Global Coordinator as our agent may accept it at our discretion, and subject to any conditions we think fit, including evidence of the authority of your attorney. We and the Global Coordinator, in its capacity as our agent, will have full discretion to reject or accept any application, in full or in part, without assigning any reason.

# How to make payment for the application

Each completed **WHITE** or **YELLOW** and/or **PINK** Application Form must be accompanied by either one cheque or one banker's cashier order, which must be stapled to the top left hand corner of the Application Form.

If you pay by cheque, the cheque must:

- be in Hong Kong dollars;
- be drawn on your Hong Kong dollar bank account in Hong Kong;
- bear an account name (or, in the case of joint applicants, the name of the first-named applicant) (either pre-printed on the cheque or endorsed on the reverse of the cheque by an authorized signatory of the bank on which it is drawn), which must be the same as the name on your Application Form (or, in the case of joint applicants, the name of the first-named applicant). If the cheque is drawn on a joint account, one of the joint account names must be the same as the name of the first-named applicant);
- be made payable to ICBC (Asia) Nominee Limited Ming An Public Offer;
- be crossed "Account Payee Only"; and
- not be post dated.

Your application may be rejected if your cheque does not meet all of these requirements or is dishonored on first presentation.

If you pay by banker's cashier order, the banker's cashier order must:

- be in Hong Kong dollars;
- be issued by a licensed bank in Hong Kong and have your name certified on the reverse of the banker's cashier order by an authorized signatory of the bank on which it is drawn. The name on the reverse of the banker's cashier order and the name on the Application Form must be the same. If the application is a joint application, the name on the back of the banker's cashier order must be the same as the name of the first-named applicant;
- be made payable to ICBC (Asia) Nominee Limited Ming An Public Offer;
- be crossed "Account Payee Only"; and
- not be post dated.

Your application may be rejected if your banker's cashier order does not meet all of these requirements.

The right is reserved to present all or any remittance for payment. However, your cheque or banker's cashier order will not be presented for payment before 12:00 noon on 14 December 2006. We will not give you a receipt for your payment. We will keep any interest accrued on your application monies (up until, in the case of monies to be refunded, the date of despatch of refund cheques). The right is also reserved to retain any share certificates and/or any surplus application monies or refunds pending clearance of your cheque or banker's cashier order.

# How many applications you may make

# You may make more than one application for Public Offer Shares if and 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 Application Form in your own name if each application is made on behalf of different beneficial 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 and will be rejected.

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

- (if the application is made for your own benefit) warrant that the application made pursuant to the Application Form or **electronic application instructions** is the only application which will be made for your benefit on a **WHITE**, **YELLOW** and/or **PINK** 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 this is the only application which will be made for the benefit of that other person on a **WHITE**, **YELLOW** and/or **PINK** Application Form or by giving **electronic application instructions** to HKSCC and that you are duly authorized to sign the Application Form or give **electronic application instructions** 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 or PINK Application Form or by giving electronic application instructions to HKSCC;
- 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;
- apply (whether individually or jointly) on one **WHITE** or **YELLOW** Application Form or by giving electronic application instructions to HKSCC for approximately 50% of the Public Offer Shares initially being offered for sale under the Public Offer, excluding up to 7,002,000 Public Offer Shares validly applied for under preferential applications on **PINK** Application Form (i.e. 31,516,000 Public Offer Shares, being a multiple of a board lot size of 2,000 Public Offer Shares) as more particularly described in the section entitled "Structure of the Global Offering The Public Offer"; or
- make more than one application on a **PINK** Application Form; or
- apply on one **PINK** Application Form for more than the maximum number of Shares available for subscription by eligible full-time employees of the Group (i.e. 7,002,000 Shares); 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 Offer.

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 the application made by HKSCC Nominees acting on electronic application instructions unless you are a full-time employee of the Group who has made an application on a PINK Application Form. 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 the company; or
- control more than one-half of the voting power of the company; or
- hold more than one-half of the issued share capital of the 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).

# Members of the public — time for applying for public offer shares

Completed **WHITE** or **YELLOW** Application Forms, together with payment attached, must be lodged by 12:00 noon on Thursday, 14 December 2006, or, if the application lists are not open on that day, then by 12:00 noon on the next day the lists are open.

Your completed **WHITE** or **YELLOW** Application Form, with full payment in Hong Kong dollars attached, should be deposited in the special collection boxes provided at any of the branches of Industrial and Commercial Bank of China (Asia) Limited or Bank of China (Hong Kong) Limited listed under the section headed "Where to collect the Application Forms" at the specified times on the following dates:

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Monday, 11 December 2006 - 9:00 a.m. to 4:30 p.m.
Tuesday, 12 December 2006 - 9:00 a.m. to 4:30 p.m.
Wednesday, 13 December 2006 - 9:00 a.m. to 4:30 p.m.
Thursday, 14 December 2006 - 9:00 a.m. to 12:00 noon
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Completed **PINK** Application Form, with a cheque or banker's cashier order attached, must be returned to Company Secretary, Ms. Lim Bik Har, at the Company's head office and principal place of business in Hong Kong at 19th Floor, Phase I, Ming An Plaza, 8 Sunning Road, Causeway Bay, Hong Kong by 4:00 p.m. on Wednesday, 13 December 2006.

The application lists will be open from 11:45 a.m. to 12:00 noon on Thursday, 14 December 2006.

No proceedings will be taken on applications for the Public Offer Shares and no allotment of any such Public Offer Shares will be made until after the closing of the application lists. No allotment of any of our Public Offer Shares will be made after the closing of the application lists.

# 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, 14 December 2006. 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 Hong Kong in force at any time between 9:00 a.m. and 12:00 noon.

For the purpose of this section, business day means a day that is not a Saturday, Sunday or public holiday in Hong Kong.

# Publication of results

We expect to announce the Offer Price, the level of indication of interest in the International Offer 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 Public Offer on Thursday, 21 December 2006 in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese).

# Despatch/collection of share certificates and refund cheques

If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is less than the initial price of per Share (excluding the brokerage fee, SFC transaction levy and Stock Exchange trading fee thereon) paid on application, or if the conditions of the Global Offering are not fulfilled in accordance with the section entitled "Structure of the Global Offering — Conditions of the Public Offer" or if any application is revoked or any allocation pursuant thereto has become void, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy and Stock Exchange trading fee, will be refunded, without interest. It is intended that special efforts will be made to avoid any undue delay in refunding application monies where appropriate.

You will receive one share certificate for all the Public Offer Shares issued to you under the Public Offer (except pursuant to applications made on **YELLOW** Application Forms or by **electronic application instructions** to HKSCC where the share certificates will be deposited into CCASS as described below).

No temporary documents of title will be issued in respect of the Public Offer Shares. No receipt will be issued for sums paid on application but, subject to personal collection as mentioned below, in due course, these 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:

- (a) (i) share certificates for all the Public Offer Shares applied for, if the application is wholly successful; or (ii) share certificates for the number of Public Offer Shares successfully applied for, if the application is partially successful (except for wholly successful and partially successful applicants on **YELLOW** Application Forms whose share certificates will be deposited into CCASS as described below); and/or
- (b) 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 Public 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 Offer Share paid on application in the event that the Offer Price is less than the initial price per Offer Share paid on application, in each case including the brokerage of 1%, SFC transaction levy of 0.004% and Stock Exchange trading fee of 0.005%, attributable to such refund/surplus monies but without interest.

Part of your Hong Kong identity card number/passport number, or, if you are joint applicants, part of the Hong Kong identity card number/passport number of the first-named applicant, provided by you may be printed on your refund cheque, if any. Such data would also be transferred to a third party for refund purposes. Your banker may require verification of your Hong Kong identity card number/passport number before encashment of your refund cheque. Inaccurate completion of your Hong Kong identity card number/passport number may lead to delay in encashment of or may invalidate your refund cheque.

Subject to personal collection as mentioned below, refund cheques for surplus application monies (if any) in respect of wholly and partially unsuccessful applications and share certificates for successful applicants under **WHITE** Application Forms are expected to be posted on or before Thursday, 21 December 2006. The right is reserved to retain any share certificate(s) and any surplus application monies pending clearance of cheque(s).

# (a) If you apply using a WHITE Application Form:

If you apply for 1,000,000 Public Offer Shares or more on a **WHITE** Application Form and have indicated in your Application Form that you wish to collect refund cheque(s) (where applicable) and/or share certificate(s) (where applicable) in person and have provided all information required by your Application Form, you may collect your refund cheque(s) (where applicable) and share certificate(s) (where applicable) from Computershare Hong Kong Investor Services Limited, our share registrar, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong from 9:00 a.m. to 1:00 p.m. on Thursday, 21 December 2006 or any other date as notified by us in the newspapers as the date of despatch of refund cheques/share certificates.

- If you are an individual, you must not authorize 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 authorized representative bearing a letter of authorization from your corporation stamped with your corporation's chop. Both individuals and authorized representatives (if applicable) must produce, at the time of collection, evidence of identity acceptable to Computershare Hong Kong Investor Services Limited.
- If you do not collect your refund cheque(s) (where applicable) and/or share certificate(s) (where applicable) within the time specified for collection, they will be sent to the address as specified in your Application Form thereafter by ordinary post and at your own risk.

If you have applied for 1,000,000 Offer Shares or above and have not indicated on your Application Forms that you will collect your share certificate(s) and/or refund cheque(s) (if any) in person, or you have applied for less than 1,000,000 Offer Shares or if your application is rejected, not accepted or accepted in part only, or if the conditions of the Public Offer are not fulfilled in accordance with the section headed "Structure of the Global Offering — Conditions of the Public Offer", or if your application is revoked or any allotment pursuant thereto has become void, your share certificate(s) (where applicable) and/or refund cheque(s) (where applicable) in respect of the application monies or the appropriate parties thereof, together with the related brokerage, Stock Exchange trading fee, SFC transaction levy, if any, (without interest) will be sent to the address on your Application Form on Thursday, 21 December 2006 by ordinary post and at your own risk.

Share certificates will only become valid certificates of title at 8:00 a.m. on Friday, 22 December 2006 provided that the Public Offer has become unconditional in all respects and the right of termination described in the section entitled "Underwriting — Grounds for Termination" has not been exercised.

# (b) If you apply using a YELLOW Application Form:

If you apply for Public 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 Thursday, 21 December 2006, or in the event of 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 Public Offer Shares credited to the stock account of your designated CCASS Participant (other than a CCASS Investor Participant), you can check the number of Public Offer Shares allocated to you with that CCASS Participant.

If you are applying as a CCASS Investor Participant, we expect to publish the results of CCASS Investor Participants' applications together with the results of the Public Offer in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) on Thursday, 21 December 2006. You should check the announcement published by us and report any discrepancies to HKSCC before 5:00 p.m. on Thursday, 21 December 2006 or such other date as shall be determined by HKSCC or HKSCC Nominees. Immediately after the credit of the Public Offer Shares to your CCASS Investor Participant stock account, you can check the number of Public 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 Public Offer Shares credited to your CCASS Investor Participant stock account.

If you apply for 1,000,000 Public 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.

If you have applied for 1,000,000 Offer Shares or above and have not indicated on your Application Forms that you will collect your share certificate(s) and/or refund cheque(s) (if any) in person, or you have applied for less than 1,000,000 Offer Shares or if your application is rejected, not accepted or accepted in part only, or if the conditions of the Public Offer are not fulfilled in accordance with the section headed "Structure of the Global Offering — Conditions of the Public Offer", or if your application is revoked or any allotment pursuant thereto has become void, your refund cheque(s) (where applicable) in respect of the application monies or the appropriate parties thereof, together with the related brokerage, Stock Exchange trading fee, SFC transaction levy, if any, (without interest) will be sent to the address on your Application Form by ordinary post and at your own risk.

# (c) If you are applying using a PINK Application Form:

The Share certificate(s) and/or refund cheque(s) (where applicable) will be sent to the address on your Application Form shortly after the date of despatch, which is expected to be on Thursday, 21 December 2006, by ordinary post and at your own risk.

# II. Applying by giving electronic application instructions to HKSCC

#### General

CCASS Participants may give electronic application instructions to HKSCC to apply for the Public 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 2/F Vicwood Plaza 199 Des Voeux 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 Public Offer Shares on your behalf.

You are deemed to have authorized HKSCC and/or HKSCC Nominees to transfer the details of your application, whether submitted by you or through your broker or custodian, to us and our registrar.

Application for Public 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 Public 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 Public 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 Public Offer Shares in respect of which that person has given **electronic application instructions** or any lesser number;
  - represents, warrants and undertakes that that person is not, and none of the other person(s) for whose benefit that person is applying, is a U.S. Person (as defined in Regulation S);
  - represents and warrants that that person understands that the Public Offer Shares have not been and will not be registered under the U.S. Securities Act and that the person is outside the United States (as defined in Regulation S) when giving **electronic application instructions** or is a person described in paragraph (h)(3) or Rule 902 of Regulation S;
  - undertakes and confirms that that person has not applied for or taken up any Offer Shares under the International Offer nor otherwise participated in the International Offer;
  - (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 unless you are a full-time employee of the Group who has made an application on a **PINK** Application Form;
  - (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 authorized to give those instructions as that other person's agent;
  - understands that the above declaration will be relied upon by us, the directors and the Global Coordinator in deciding whether or not to make any allotment of Public 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;
  - authorizes us to place the name of HKSCC Nominees on the register of members of our Company as the holder of the Public 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 us 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 and the Application Form 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 we, the Global Coordinator, the Underwriters and any of their respective directors, officers, employee, partners, agents or advisers 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 us, our registrar, receiving bankers, the Global Coordinator, the Underwriters, and any of their advisers and agents 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;
- electronic application instructions given by that person is irrevocable before Wednesday, 10 January 2007, such agreement to take effect as a collateral contract with us and to become binding when that person gives the instructions and such collateral contract to be in consideration of us agreeing that we will not offer any Public Offer Shares to any person before Thursday, 21 December 2006, except by means of one of the procedures referred to in this prospectus. However, HKSCC Nominees may revoke the application before the fifth day after the time of the opening of the application lists (excluding for this purpose any day which is a Saturday, Sunday or a public holiday in Hong Kong) if a person responsible for this prospectus under Section 40 of the Hong Kong Companies Ordinance (as applied by Section 342E of the Hong Kong 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 Public Offer published by us;
- 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 the Public Offer Shares;
- agrees with us, for ourselves and for the benefit of each of our shareholders (and so that we
  will be deemed by our acceptance in whole or in part of the application by HKSCC
  Nominees to have agreed, for ourselves and on behalf of each of our shareholders, with each
  CCASS Participant giving electronic application instructions) to observe and comply with
  the Cayman Companies Law, the memorandum of association and the articles of
  association;
- agrees with us (for ourselves and for the benefit of each of our shareholders) that Shares in our Company are freely transferable by the holders thereof;
- authorizes us to enter into a contract on your behalf with each of our directors and officers
  whereby each such director and officer undertakes to observe and comply with his
  obligations to shareholders stipulated in the articles of association; and
- 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 us or any other person in respect of the things mentioned below:

• instructed and authorized HKSCC to cause HKSCC Nominees (acting as nominee for the relevant CCASS Participants) to apply for the Public Offer Shares on your behalf;

- instructed and authorized HKSCC to arrange payment of the maximum offer price, brokerage, SFC transaction 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 and Stock Exchange trading fee, by crediting your designated bank account; and
- instructed and authorized 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, the number of Public Offer Shares applied for by HKSCC Nominees will be automatically reduced by the number of Public 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 Public Offer Shares given by you or for your benefit to HKSCC shall be deemed to be an actual application for the purposes of considering whether multiple applications have been made. No application for any other number of Public Offer Shares will be considered and any such application is liable to be rejected.

# Minimum subscription amount and permitted multiples

You may give or cause your broker or custodian who is a CCASS Broker Participant or a CCASS Custodian Participant to give electronic application instructions in respect of a minimum of 2,000 Public Offer Shares. Such instructions in respect of more than 2,000 Public Offer Shares must be in one of the numbers or multiples set out in the table in the Application Forms.

# Time for inputting electronic application instructions

CCASS Broker/Custodian Participants can input electronic application instructions at the specified times on the following dates:

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Monday, 11 December 2006 - 9:00 a.m. to 8:30 p.m.<sup>(1)</sup>
Tuesday, 12 December 2006 - 8:00 a.m. to 8:30 p.m.<sup>(1)</sup>
Wednesday, 13 December 2006 - 8:00 a.m. to 8:30 p.m.<sup>(1)</sup>
Thursday, 14 December 2006 - 8:00 a.m.<sup>(1)</sup> to 12:00 noon
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CCASS Investor Participants can input electronic application instructions from 9:00 a.m. on 11 December 2006 until 12:00 noon on 14 December 2006 (24 hours daily, except the last application day).

#### 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, 14 December 2006, 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, 14 December 2006, 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 am. and 12:00 noon on such day.

<sup>(1)</sup> These times may be subject to change as HKSCC may determine from time to time with prior notification to CCASS Broker/Custodian Participants.

If the application lists of the Public Offer do not open and close on Thursday, 14 December 2006 or if there is a tropical cyclone warning signal number 8 or above or a "black" rainstorm warning signal in force in Hong Kong on the other dates mentioned in the section headed "Expected Timetable", such dates mentioned in the section headed "Expected Timetable" may be affected. A press announcement will be made in such event.

#### Allocation of Public Offer Shares

For the purposes of allocating the Public 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 document 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 Thursday, 21 December 2006, or, in the event of a contingency, on any other date as shall be determined by HKSCC or HKSCC Nominees.
- We expect to publish the application results of CCASS Participants (and where the CCASS Participant is a broker or custodian, we will include information relating to the relevant beneficial owner, where 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 Public Offer in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) on Thursday, 21 December 2006. You should check the announcement published by us and report any discrepancies to HKSCC before 5:00 p.m. on Thursday, 21 December 2006 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 Public 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 Public 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 Thursday, 21 December 2006. On Friday, 22 December 2006, (i.e., the next business day following the credit of the Public Offer Shares to your CCASS Investor Participant stock account and the credit of refund monies to your designated bank account), HKSCC will also make available to you an activity statement showing the number of Public 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 Public Offer Share paid on application, in each case including brokerage of 1%, SFC transaction levy of 0.004% 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 Thursday, 21 December 2006. No interest will be paid thereon.

# Section 40 of the Hong Kong Companies Ordinance

For the avoidance of doubt, we 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 Hong Kong Companies Ordinance (as applied by Section 342E of the Hong Kong Companies Ordinance).

#### Personal Data

The section of the Application Form entitled "Personal Data" applies to any personal data held by us, the Share registrar, receiving banker, the Global Coordinator, the Hong Kong Underwriters and any of their respective advisers and agents about you in the same way as it applies to personal data about applicants other than HKSCC Nominees.

# Warning

The subscription of the Public Offer Shares by giving **electronic application instructions** to HKSCC is only a facility provided to CCASS Participants. We, the directors, the Sponsor, the Global Coordinator and the Hong Kong Underwriters take no responsibility for the application and provide no assurance that any CCASS Participant will be allotted any Public 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, 14 December 2006.

# III. Circumstances in which you will not be allotted Public Offer Shares

Full details of the circumstances in which you will not be allotted the Public Offer Shares are set out in the notes attached to the Application Forms (whether you are making your application by an Application Form or 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 Public Offer Shares will not be allotted to you:

# • If your application is revoked

By completing and submitting an Application Form or giving **electronic application instructions** to HKSCC, you agree that your application or the application made by HKSCC Nominees on your behalf cannot be revoked on or before Wednesday, 10 January 2007. This agreement will take effect as a collateral contract with us, and will become binding when you lodge your Application Form. This collateral contract will be in consideration of us agreeing that we will not offer any Public Offer Shares to any person before Thursday, 21 December 2006 except by means of one of the procedures referred to in this prospectus.

Your application or the application made by HKSCC Nominees on your behalf may only be revoked on or before the fifth day after the time of the opening of the application lists (excluding for this purpose any day which is a Saturday, Sunday or a public holiday in Hong Kong) if a person responsible for this prospectus under Section 40 of the Hong Kong Companies Ordinance (as applied by Section 342E of the Hong Kong Companies Ordinance) gives a public notice under that Section which excludes or limits the responsibility of that person for this 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 or the application made by HKSCC Nominees on your behalf has been accepted, it cannot be revoked. For this purpose, acceptance of applications which are not rejected will be constituted by notification in the press of the results of allocation, 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.

# • Full discretion of us or our agents to reject or accept your application

We and our agents (including the Global Coordinator) have full discretion to reject or accept any application, or to accept only part of any application. No reason has to be given for any rejection or acceptance.

# • If the allotment of Public Offer Shares is void

The allotment of Public Offer Shares to you or to HKSCC Nominees (if you give **electronic application instructions** 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 Public Offer Shares either:

- within three weeks from the closing of the application lists; or
- within a longer period of up to six weeks if the Listing Committee of the Stock Exchange notifies us of that longer period within three weeks of the closing date of the application lists.

# You will not receive any allotment if:

- you make multiple applications or suspected multiple applications;
- you or the person for whose benefit you apply for have applied for or taken up, or indicated an interest for, or have been or will be placed or allocated (including conditionally and/or provisionally) Offer Shares in the International Offer. By filling in any of the Application Forms or applying by giving electronic application instructions to HKSCC, you agree not to apply for Public Offer Shares as well as Offer Shares in the International Offer. Reasonable steps will be taken to identify and reject applications in the Public Offer from investors who have received Offer Shares in the International Offer, and to identify and reject indications of interest in the International Offer from investors who have received Public Offer Shares in the Public Offer:
- your payment is not made correctly or you pay by cheque or banker's cashier order and the cheque or banker's cashier order is dishonored upon its first presentation;
- your Application Form is not completed in accordance with the instructions as stated in the Application Form (if you apply by an Application Form);
- the Hong Kong Underwriting Agreements do not become unconditional; or
- the Hong Kong Underwriting Agreements are terminated in accordance with their respective terms.

You should also note that you may apply for Offer Shares under the Public Offer or indicate an interest for Offer Shares under the International Offer, but may not do both.

#### IV. How much are the Public Offer Shares

The maximum offer price is HK\$1.88 per Public Offer Share. You must also pay brokerage of 1%, SFC transaction levy of 0.004% and Stock Exchange trading fee of 0.005% in full. This means that for every board lot of 2,000 Public Offer Shares you will pay HK\$3,798. The Application Forms have tables showing the exact amount payable for certain multiples of Public Offer Shares up to 31,516,000 Shares.

You must pay the amount payable upon application for the Public Offer Shares by one cheque or one banker's cashier order in accordance with the terms set out in the Application Form or this prospectus (if you apply by an Application Form). Please refer also to the paragraph headed "How to Make Payment for the Application" of this section.

If your application is successful, brokerage is paid to participants of the Stock Exchange or the Stock Exchange (as the case may be), the SFC transaction levy and the Stock Exchange trading fee are paid to the Stock Exchange (in the case of the SFC transaction levy, collected by the Stock Exchange on behalf of the SFC).

# V. Refund of application monies

If you do not receive any Public Offer Shares for any reason, we will refund your application monies, including brokerage of 1%, SFC transaction levy of 0.004% and Stock Exchange trading fee of 0.005%. No interest will be paid thereon. All interest accrued on such monies prior to the date of despatch of refund cheques will be retained for the benefit of the Company.

If your application is accepted only in part, we will refund the appropriate portion of your application monies, including the related brokerage of 1%, SFC transaction levy of 0.004% and Stock Exchange trading fee of 0.005%, without interest.

If the Offer Price as finally determined is less than the initial price per Public Offer Share (excluding brokerage, SFC transaction levy and Stock Exchange trading fee thereon) paid on application, we will refund the surplus application monies, together with the related brokerage of 1%, SFC transaction levy of 0.004% 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 Global Coordinator, cheques for applications on Application Forms for certain small denominations of Public Offer Shares (apart from successful applications and reserve applications drawn from a ballot) may not be cleared.

Refund of your application monies (if any) will be made on Thursday, 21 December 2006 in accordance with the various arrangements as described above.

All refunds by cheque will be crossed "Account Payee Only," and made out to you (or in case of joint applicants, the first-named applicant on the Application Form). Part of your Hong Kong identity card number/passport number, (or in case of joint applicants, part of the Hong Kong identity card number/passport number of the first-named applicant) provided by you may be printed on the refund cheque, if any. Such data would also be transferred to a third party for refund purpose. A banker may require verification of your Hong Kong identity card number/passport number before encashment of your refund cheque. Inaccurate completion of your Hong Kong identity card number/passport number may lead to delay in encashment of or may invalidate your refund cheque.

# VI. Dealings and settlement

#### Commencement of dealings in the Shares

Dealings in the Shares on the Stock Exchange are expected to commence on Friday, 22 December 2006.

The Shares will be traded in board lots of 2,000 Shares each. The stock code of the Shares is 1389.

# Shares will be eligible for admission into CCASS

If the Stock Exchange grants the listing of, and permission to deal in, the Shares and we comply 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 date of commencement of dealings in the Shares on the Stock Exchange 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.

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

All necessary arrangements have been made for the Shares to be admitted into CCASS.