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## SHARE CAPITAL

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HK\$

*Authorised share capital:*

1,200,000,000 Shares	120,000,000
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*Shares issued and to be issued, fully paid or credited as fully paid:*

338,250,000 Shares in issue at the date of this prospectus	33,825,000
<u>112,750,000</u> Shares to be issued pursuant to the Share Offer (before any exercise of the Over-allotment Option)	<u>11,275,000</u>

*Total:*

<u>451,000,000</u> Shares	<u>45,100,000</u>
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### ASSUMPTIONS

The above table assumes that the Share Offer becomes unconditional but does not take into account any Shares which may be allotted and issued upon the exercise of the Over-allotment Option or any Shares to be allotted and issued upon the exercise of any options which may be granted under the Post-IPO Share Option Scheme or any Shares which may be allotted and issued or repurchased by the Company pursuant to the general mandate for the allotment and issue or repurchase of Shares granted to our Directors as described below.

### RANKING

The Offer Shares will rank pari passu in all respects with all other Shares in issue and to be issued as mentioned in this prospectus, and in particular, will rank equally for all dividends and other distributions declared, made or paid after the date of this prospectus.

### ISSUING MANDATE

Subject to the fulfilment of the conditions stated in “Structure of the Share Offer — Conditions of the Share Offer” in this prospectus, our Directors have been granted a general unconditional mandate to allot, issue and deal with unissued Shares and to make all grant offers, agreements or options which might require such Shares to be allotted and issued or dealt with, subject to the requirement that the aggregate nominal value of the Shares so allotted and issued or agreed conditionally or unconditionally to be allotted and issued, otherwise than pursuant to, or in consequence of the Share Offer, a rights issue, the exercise of any subscription rights under options granted under the Post-IPO Share Option Scheme, script dividend or similar arrangement, or a specific authority granted by shareholders, shall not exceed the sum of:

- 20% of the aggregate nominal value of the share capital of the Company in issue immediately following the completion of the Share Offer (not including Shares which may be issued pursuant to the exercise of the Over-allotment Option or pursuant to the exercise of options granted under the Post-IPO Share Option Scheme); and

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- the aggregate nominal value of the share capital of the Company repurchased by the Company, if any, pursuant to the general mandate to repurchase Shares referred to below.

The allotment and issue of Shares under a rights issue, scrip dividend scheme or similar arrangement, or a specific authority granted by the Shareholders do not generally require the approval of the Shareholders in general meeting. The aggregate nominal value of Shares which our Directors are authorised to allot and issue under this mandate will not be reduced by the allotment and issue of such Shares.

The issuing mandate will expire:

- at the conclusion of the next annual general meeting of the Company; or
- on the expiration of the period within which the next annual general meeting of the Company is required to be held by the Articles or any applicable laws of Hong Kong; or
- when it is varied or revoked by an ordinary resolution of the Shareholders in general meeting,

whichever is the earliest.

For further details of this general mandate, see the sub-paragraph headed “Resolutions of the Shareholders” under the paragraph headed “Further information about the Company” in Appendix VII to this prospectus.

### REPURCHASE MANDATE

Subject to the fulfilment of the conditions stated in “Structure of the Share Offer — Conditions of the Share Offer” in this prospectus, our Directors have been granted a general unconditional mandate to exercise all the powers of and on behalf of the Company to repurchase the Shares on the Stock Exchange, or on any other stock exchange in which the Shares may be listed and which is recognised by the SFC and the Stock Exchange for this purpose, such number of Shares as will represent up to 10% of the aggregate nominal value of the share capital of the Company in issue immediately following the completion of the Share Offer (not including Shares which may be issued pursuant to the exercise of the Over-allotment Option or pursuant to the exercise of options granted under the Post-IPO Share Option Scheme).

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

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The mandate will expire:

- at the conclusion of the next annual general meeting of the Company; or
- on the expiration of the period within which the next annual general meeting of the Company is required to be held by the Articles or any applicable laws of Hong Kong; or
- when it is varied or revoked by an ordinary resolution of the Shareholders in general meeting,

whichever is the earliest.

For further details of this general mandate, see the sub-paragraph headed “Resolutions of the Shareholders” under the paragraph headed “Further information about the Company” in Appendix VII to this prospectus.