## LISTINGS, REGISTRATION, DEALINGS AND SETTLEMENT

### **LISTINGS**

The Company currently has a primary listing of Shares on the TSX, which it intends to maintain together with its proposed secondary listing of Shares on the Stock Exchange. Application has been made to the Listing Committee for the listing of, and permission to deal in, the Shares.

In the opinion of Goodmans, Canadian counsel to the Company, the proposed listing of the Company on the Stock Exchange does not require any prior approval from any securities regulator in Canada or the TSX, or from the existing Shareholders of the Company.

#### REGISTRATION

The Company's principal register of members is maintained in Canada by CIBC Mellon Trust Company, whose address is 1600, 1066 West Hastings Street, Suite 1600, Vancouver, B.C., V6E 3X1, Canada. The Company has established a branch register of members in Hong Kong which is maintained by Computershare Hong Kong Investor Services Limited whose address is Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

#### **CERTIFICATES**

Certificates for Shares issued by the Hong Kong Share Registrar or the Canadian Share Registrar will be valid for delivery in respect of dealings effected on the Stock Exchange.

Canadian Shares may or may not be held in certificated form. If Canadian Shares are held in certificated form, the Shareholder's name appearing on the certificate appears on the Company's Canadian Share Register and that Shareholder maintains possession of the Share certificates. Shareholders holding Canadian Shares through a brokerage firm do not appear on the Canadian Share Register. In that case, either the brokerage firm has been issued a physical Canadian Share Certificate registered in the brokerage firm's name which appears on the Canadian Share Register or the brokerage firm holds the Canadian Shares in its participant account in CDS. CDS is the registered Canadian Shareholder on the Canadian Share Register for all Canadian Shares held by participants such as brokerage firms, banks and other financial intermediaries. Canadian Shares held through CDS are not certificated but there is no legal requirement that they be held this way. Where Canadian Shares are held through CDS, the brokerage firm who is the participant in CDS transfers the Canadian Shares from that participant account to the necessary participant account or requests that a certificate be issued to the transferee specified.

The Company participates in the Canadian security transfer system, the Canadian Clearing System.

#### **DEALINGS**

The transaction costs of dealings in the Shares on the Stock Exchange include a Stock Exchange trading fee of 0.005%, an SFC transaction levy of 0.004%, a transfer deed stamp duty of HK\$5.00 per transfer deed and ad valorem stamp duty on both the buyer and the seller charged at the rate of 0.1% each of the consideration or, if higher, the fair value of the Shares transferred. The brokerage commission in respect of trades of Shares on the Stock Exchange is freely negotiable.

The transaction costs of dealings in the Shares on the TSX are C\$4 plus tax for each share certificate issued. If required there are also rush fees which are based on a sliding scale depending on the required speed of the transaction. These are also subject to tax.

## LISTINGS, REGISTRATION, DEALINGS AND SETTLEMENT

#### **SETTLEMENT**

Settlement of dealings on the TSX takes place on the third business day following the date of transaction.

Investors in Hong Kong must settle their trades executed on the Stock Exchange through their brokers directly or through custodians. For an investor in Hong Kong who has deposited his Shares in his stock account or in his designated CCASS Participant's stock account maintained with CCASS, settlement is effected in CCASS in accordance with the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. For an investor who holds the physical certificates, settlement certificates and the duly executed transfer forms must be delivered to his broker by the settlement date.

An investor may arrange with his broker on a settlement date in respect of his trades executed on the Stock Exchange. Under the Listing Rules and the General Rules of CCASS and CCASS Operational Procedures, the date of settlement must not be later than the second day following the trade date on which the settlement services of CCASS are open for use by CCASS Participants (T+2). For trades settled through CCASS, the General Rules of CCASS and CCASS Operational Procedures provide that the defaulting broker may be compelled to compulsorily buy-in by HKSCC the day after the date of settlement (T+3), or if it is not practicable to do so on T+3, at any time thereafter. HKSCC may also impose fines from T+2 onwards.

The CCASS stock settlement fee payable by each counterparty to a Stock Exchange trade is currently 0.002% of the gross transaction value subject to a minimum fee of HK\$2 and a maximum fee of HK\$100 per trade.

### Foreign Exchange Risk

Please see the section headed "Risk Factors" in this prospectus for a discussion on foreign exchange risks.

## Transfer between Registers

Immediately following completion of the Offerings (assuming no reallocation between the International Placing and the Canadian Offering as described in the section headed "Structure of the International Offering — Pricing and Allocation") approximately 14% of Shares will be held on the Hong Kong Share Register and 86% of Shares will be held on the Canadian Share Register.

The general procedure for transfer of Shares between the Canadian Share Register and the Hong Kong Share Register is as follows:

- the Canadian Share Transfer Agent Registrar will keep the central securities register, with the Hong Kong Share Registrar keeping only the Hong Kong branch securities register;
- one form of certificate will represent the Shares both in Canada and in Hong Kong;
- investors may transfer Shares by presenting certificates to the Hong Kong Share Registrar or the Canadian Share Registrar in transferable order according to each respective registrar's requirements;
- transfers of Shares issued in Hong Kong and initiated in Hong Kong will be processed by the Hong Kong Share Registrar;
- Shareholders who have registered Shares with CCASS will need to allow up to 10 business days to reregister Shares in their own name or the name of a nominee on the Hong Kong Share Register before they
  request a transfer of their Shares to the Canadian Share Register. Expedited re-registration services at a
  turnaround time of six business days, three business days, and 24 hours respectively are available at

# LISTINGS, REGISTRATION, DEALINGS AND SETTLEMENT

- shareholders' request but are subject to the discretion of the Hong Kong Share Registrar and are not available during peak operation seasons of the Hong Kong Share Registrar;
- upon a request for transfers of Shares issued in Canada and initiated in Hong Kong, the Hong Kong Share Registrar will confirm with the Canadian Share Registrar that the Shares are in order before processing the transfer;
- information regarding transfers initiated in Hong Kong will be provided to the Canadian Share Registrar after such transfer is processed;
- information regarding transfers initiated in Canada will not be provided to the Hong Kong Share Registrar except for information regarding transfer restrictions;
- on any day on which there has been a change in the Hong Kong Share Register due to transfers of title
  processed in Hong Kong, the Hong Kong Share Registrar will transmit the transfer reports to the
  Canadian Share Registrar; the Canadian Share Registrar will then update the Canadian Share Register
  accordingly;
- the Canadian Share Registrar will from time to time inform the Hong Kong Share Registrar to update the
  Hong Kong Share Register to remove Shares that have been transferred outside Hong Kong on the Canadian
  Share Register, the Hong Kong Share Registrar will then update the Hong Kong Share Register
  accordingly; and
- transfers of Shares between the Canadian Share Register and the Hong Kong Share Register (in respect
  of Shares held directly by Shareholders on that register) will generally take two business days for the
  Canadian Share Registrar and the Hong Kong Share Registrar to process.