
INFORMATION ABOUT THIS PROSPECTUS AND THE GLOBAL OFFERING

Directors' Responsibility for the Contents of this Prospectus

This prospectus includes particulars given in compliance with the Companies Ordinance, the Securities and Futures (Stock Market Listing) Rules (Chapter 571V of the Laws of Hong Kong) and the Listing Rules for the purposes of giving information to the public with regard to us. Our Directors collectively and individually accept full responsibility for the accuracy of the information contained in this prospectus and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief there are no other facts the omission of which would make any statement in this prospectus misleading.

Information on the Global Offering

The Offer Shares are offered solely on the basis of the information contained and representations made in this prospectus and the Application Forms and on the terms and subject to the conditions set out herein and therein. No person is authorized to provide any information in connection with the Global Offering or to make any representation not contained in this prospectus, and any information or representation not contained herein must not be relied upon as having been authorized by our Company, the Selling Shareholders, the Joint Global Coordinators, the Joint Bookrunners, the Joint Sponsors, the Joint Lead Managers, the Underwriters, any of our or their respective directors, officers, agents, employees, representatives, advisors or affiliates or any other person or party involved in the Global Offering.

Details of the structure of the Global Offering, including its conditions, are set out in the section headed "Structure of the Global Offering" in this prospectus, and the procedures for applying for Hong Kong Offer Shares are set out in the section headed "How to Apply for Hong Kong Offer Shares" in this prospectus and in the relevant Application Forms.

Offer Shares are Fully Underwritten

The Global Offering is jointly sponsored by Citi and JPM. The Offer Shares are fully underwritten by the Underwriters pursuant to the Underwriting Agreements. See "Underwriting".

Professional Tax Advice Recommended

Applicants for the Offer Shares are recommended to consult their professional advisors if they are in any doubt as to the taxation implications of holding and dealing in the Shares. It is emphasized that none of the Company, the Selling Shareholders, the Underwriters, the Joint Sponsors, the Joint Global Coordinators, any of our or their respective directors, officers, agents, employees, representatives, advisors or affiliates or any other person or party involved in the Global Offering accepts responsibility for any tax effects or liabilities of holders of Shares resulting from the subscription, purchase, holding or disposal of Shares.

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Exchange Rate Conversion

For the purpose of illustration only and unless otherwise specified in this prospectus, amounts denominated in U.S. dollars have been translated into MNT at the rate of US\$1 = MNT1,372.46, being the noon buying rate in the City of New York for cable transfer as certified for customs purposes by the Federal Reserve Bank of New York on April 30, 2010. No representation is made that the MNT could have been, or could be, converted into U.S. dollars at such rates or at any other rates on such date or on any other dates.

Rounding

Any discrepancies in any table between totals and sums of amounts listed therein are due to rounding.

Restrictions on the Use of this Prospectus

Each person acquiring the Offer Shares will be required to, or deemed by his/her acquisition of the Offer Shares to, confirm that he/she is aware of the restrictions on offers of the Offer Shares described in this prospectus and that he/she is not acquiring, and has not been offered any Offer Shares in circumstances that contravene any such restrictions.

No action has been taken to permit a public offering of the Offer Shares, or the distribution of this prospectus and/or the Application Forms in any jurisdiction other than Hong Kong. Accordingly, and without limitation to the following, this prospectus and/or Application Forms may not be used for the purpose of, and does not constitute, an offer or invitation in any jurisdiction or in any circumstances in which such an offer or invitation is not authorized or to any person to whom it is unlawful to make such an offer or invitation. The distribution of this prospectus and the offering and sales of the Offer Shares in other jurisdictions are subject to restrictions and may not be made except as permitted under the applicable securities laws of such jurisdictions pursuant to registration with or authorization by the relevant securities regulatory authorities or an exemption therefrom. In particular, the Offer Shares have not been offered or sold, and will not be offered or sold, directly or indirectly, in Mongolia.

The Offer Shares are offered solely on the basis of the information contained and representations made in this prospectus and the Application Forms. No person is authorized to provide any information in connection with the International Placing or to make any representation not contained in this prospectus, and any information or representation not contained in this prospectus must not be relied on as having been authorized by our Company, the Selling Shareholders, the Joint Global Coordinators, the Joint Bookrunners, the Joint Sponsors, the Joint Lead Managers, the Underwriters, any of our or their respective directors, officers, agents, employees, representatives, advisors or affiliates or any other person or party involved in the International Placing.

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Prospective applicants for Offer Shares should consult their financial advisors and take legal advice, as appropriate, to inform themselves of, and to observe, all applicable laws and regulations of any relevant jurisdiction, including but not limited to any restrictions on offers and sales of the Offer Shares described in this prospectus. Prospective applicants for the Offer Shares should inform themselves as to the relevant legal requirements under any applicable exchange control regulations and applicable taxes in the countries of their respective citizenship, residence or domicile.

Application For Listing On The Hong Kong Stock Exchange

We have applied to the Listing Committee for the listing of, and permission to deal in, our Shares in issue and to be issued as mentioned herein.

No part of our share capital is listed on or dealt in on any other stock exchange and no such listing or permission to deal is being or proposed to be sought in the near future.

Hong Kong Share Register

All Shares issued or sold pursuant to the Global Offering are expected to be registered on our Hong Kong register of members to be maintained by our Hong Kong Share Registrar in Hong Kong. Our principal register of members will be maintained by our principal share registrar in the Cayman Islands.

Stamp Duty

Dealings in the Shares registered on our Hong Kong register of members will be subject to Hong Kong stamp duty.

Procedure For Application For Hong Kong Offer Shares

The procedure for applying for Hong Kong Offer Shares is set out in the section headed “How to Apply for Hong Kong Offer Shares” in this prospectus and on the relevant Application Forms.