
SHARE CAPITAL

AUTHORIZED AND ISSUED SHARE CAPITAL

As at the date of this Prospectus, our authorized share capital was US\$999,940,000, divided into 99,994,000,000 Shares of US\$0.01 each, and, immediately after completion of the Global Offering our authorized share capital will be, US\$998,728,999.95, divided into 99,872,899,995 Shares of US\$0.01 each.

Issued and to be issued, fully paid or credited as fully paid

	<i>US\$</i>
6,000,000 Shares in issue as of the date of this Prospectus	60,000.00
1,286,036,999 Shares in issue upon completion of the 2011 Reorganization ⁽¹⁾	12,860,369.99
121,100,005 Shares to be issued by the Company pursuant to the Global Offering	1,211,000.05
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1,407,137,004 Total issued share capital on completion of the Global Offering	14,071,370.04

Note:

(1) For a description of the 2011 Reorganization, see “*History and Reorganization—Our 2011 Corporate Reorganization*”.

ASSUMPTIONS

The figures in the table above assume the Global Offering has become unconditional and has been completed in accordance with the relevant terms and conditions. The share capital information provided above does not take into account any of the following:

- (i) any Shares which may be allotted and issued under the general mandate referred to in “—*General Mandate to Issue Shares*”; and
- (ii) any Shares which may be repurchased by us pursuant to the general mandate given to our Directors for repurchase referred to in “—*General Mandate to Repurchase Shares*” below.

RANKING

The Shares are ordinary shares in the share capital of the Company and rank equally with all Shares currently in issue or to be issued and, in particular, will rank in full for all dividends or other distributions declared, made or paid on the Shares in respect of a record date which falls after the date of this Prospectus.

GENERAL MANDATE TO ISSUE SHARES

Subject to the conditions stated in “*Structure of the Global Offering—Conditions of the Global Offering*”, and to the extent permitted by the Articles and Luxembourg law, in particular with respect to the authorized share capital, our Directors have been granted a general unconditional mandate to allot, issue and deal with Shares or securities convertible into Shares or options, warrants or similar rights to subscribe for Shares or such convertible securities and to make or grant offers, agreements or options which would or might require the exercise of such powers, provided that the aggregate nominal value of Shares allotted or agreed to be allotted by the Directors other than pursuant to:

- (a) a rights issue;
- (b) any scrip dividend scheme or similar arrangement providing for the allotment of Shares in lieu of the whole or part of a dividend on Shares in accordance with our Articles; or
- (c) a specific authority granted by the Shareholders in general meeting,

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shall not exceed the aggregate of:

- (i) twenty percent of the total nominal value of the share capital of our Company in issue immediately following the completion of the Global Offering (but excluding any Shares which may be issued pursuant to the exercise of the Over-allotment Option); and
- (ii) the total nominal value of the share capital of our Company repurchased by our Company (if any) under the general mandate to repurchase Shares referred to in “—*General Mandate to Repurchase Shares*”.

This general mandate to issue Shares will expire:

- (1) at the conclusion of our next annual general meeting; or
- (2) at the end of the period within which we are required by any applicable law or our Articles to hold our next annual general meeting; or
- (3) when varied or revoked by an ordinary resolution of our Shareholders in general meeting,

whichever is the earliest.

For further details of this general mandate, please see “*Appendix VI—Statutory and General Information—Further Information About the Group—Ordinary General Meeting of Shareholders of the Company Held on May 26, 2011*”.

GENERAL MANDATE TO REPURCHASE SHARES

Subject to the conditions stated in “*Structure of the Global Offering—Conditions of the Global Offering*”, and to the extent permitted by the Articles and Luxembourg law, our Directors have been granted a general unconditional mandate to exercise all the powers of our Company to repurchase Shares with a total nominal value of not more than ten percent of the total nominal value of our share capital in issue immediately following the completion of the Global Offering (but excluding any Shares which may be issued pursuant to the exercise of the Over-allotment Option).

This general mandate relates only to repurchases made on the Stock Exchange, or on any other stock exchange on which the Shares are listed (and which is recognized by the SFC and the Stock Exchange for this purpose), and made in accordance with the Listing Rules. A summary of the relevant Listing Rules is set out in “*Appendix VI—Statutory and General Information—Repurchases by the Company of its Own Securities*”.

This general mandate to repurchase Shares will expire:

- (a) at the conclusion of our next annual general meeting; or
- (b) at the end of the period within which we are required by any applicable law or our By-laws to hold our next annual general meeting; or

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- (c) when varied or revoked by an ordinary resolution of our Shareholders in general meeting,

whichever is the earliest.

For further details of this general mandate, please see “*Appendix VI—Statutory and General Information—Further Information About the Group—Ordinary General Meeting of Shareholders of the Company Held on May 26, 2011*”.