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## SHARE CAPITAL

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The following is a description of the share capital of our Company in issue and to be issued as fully paid or credited as fully paid immediately after the Capitalization Issue and the Global Offering (without taking into account of any Share which may be issued upon exercise of the Over-allotment Option and the options that may be granted under the Share Option Scheme):

### Authorized share capital:

	US\$
2,000,000,000 Shares of par value of US\$0.001 each	2,000,000

### Issued and to be issued, fully paid or credited as fully paid upon completion of the Capitalization Issue and the Global Offering:

	US\$
152,000,000 Shares in issue immediately prior to the Capitalization Issue and the Global Offering	152,000
598,000,000 Shares to be issued under the Capitalization Issue	598,000
<u>250,000,000</u> Shares to be issued under the Global Offering	<u>250,000</u>
<u>1,000,000,000</u> <b>Total</b>	<u>1,000,000</u>

*Note:* If the Over-allotment Option is exercised in full, then 37,500,000 additional Shares will be issued resulting in a total issued share capital of 1,037,500,000 Shares with an aggregate nominal value of US\$1,037,500.

### ASSUMPTIONS

The above table assumes that the Global Offering has become unconditional and the issue of Offer Shares pursuant thereto is made as described herein. It does not take into account: (i) any Share which may be allotted and issued pursuant to the issuing mandate (as described below); or (ii) any Share which may be repurchased by our Company pursuant to the repurchase mandate (as described below); or (iii) any Share which may be allotted and issued upon exercise of the options that may be granted under the Share Option Scheme.

### MINIMUM PUBLIC FLOAT

Pursuant to Rule 8.08 of the Listing Rules, at least 25% of the total number of issued Shares must at all times be held by the public. The 250,000,000 Offer Shares represent 25% of the number of issued Shares upon the Listing.

### RANKING

The Offer Shares will rank *pari passu* in all respects with all the Shares now in issue or to be issued as mentioned in this prospectus, and in particular, will rank in full for all dividends or other distributions hereafter declared, made or paid on the Shares on or after the date on which they are issued, save for any entitlement to the Capitalization Issue.

### CAPITALIZATION ISSUE

Pursuant to the written resolutions of our then sole Shareholder passed on November 18, 2022 and subject to the conditions set out therein, our Directors were authorized to allot and issue a total of 598,000,000

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Shares credited as fully paid at par to the Shareholder(s) whose name(s) appear on the register of members of our Company at the close of business on the date immediately prior to the Listing Date by way of capitalization of an amount of US\$598,000 standing to the credit of the share premium account of our Company.

The Shares so allotted and issued shall rank *pari passu* in all respects with the existing issued Shares. For more details, please refer to “Statutory and General Information — 1. Further information about our Group — C. Written resolutions of our sole Shareholder passed on November 18, 2022” in Appendix IV to this prospectus.

### ISSUING MANDATE

Subject to the Global Offering becoming unconditional, our Directors have been granted a general and unconditional mandate to allot, issue and deal with Shares with a total number not exceeding:

- (i) 20% of the number of Shares in issue immediately following the completion of the Capitalization Issue and the Global Offering (not including any Share which may be issued upon the exercise of the Over-allotment Option and the options that may be granted under the Share Option Scheme); and
- (ii) the aggregate number of Shares repurchased by our Company (if any) pursuant to the general mandate to repurchase Shares as described below,

provided that the mandate may only be exercised in compliance with the applicable requirements of the Listing Rules.

Our Directors may, in addition to the Shares which they are authorized to issue under the mandate, allot, issue and deal with our Shares pursuant to a rights issue, exercise of subscription rights attaching to any warrants of our Company, scrip dividends or similar arrangements or the exercise of subscription rights attaching to share options under any Share option scheme or similar arrangement for the time being adopted.

The issuing mandate will expire at the earliest of:

- (i) the conclusion of the next annual general meeting of our Company;
- (ii) the expiration of the period within which our Company is required by the Articles or any applicable law to hold our next annual general meeting; and
- (iii) the passing of an ordinary resolution by our Shareholders at a general meeting revoking, varying or renewing such mandate.

For more details of this issuing mandate, please refer to “Statutory and General Information — 1. Further information about our Group — C. Written resolutions of our sole Shareholder passed on November 18, 2022” in Appendix IV to this prospectus.

### REPURCHASE MANDATE

Subject to the Global Offering becoming unconditional, our Directors have been granted a general and unconditional mandate to exercise all the powers of our Company to repurchase Shares on the Stock Exchange

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with a total number not more than 10% of the number of Shares in issue immediately following the completion of the Capitalization Issue and the Global Offering (not including any Share which may be issued upon the exercise of the Over-allotment Option and the options that may be granted under the Share Option Scheme).

This mandate only relates to repurchases made on the Stock Exchange and such repurchases shall be made in accordance with the requirements of the Listing Rules, the Articles and all applicable laws, regulations and rules. A summary of the relevant Listing Rules is set out in the section headed “Statutory and General Information — 1. Further Information about Our Group — F. Repurchase by our Company of our own Securities” in Appendix IV to this prospectus.

The repurchase mandate will expire at the earliest of:

- (i) the conclusion of the next annual general meeting of our Company;
- (ii) the expiration of the period within which our Company is required by the Articles or any applicable law to hold our next annual general meeting; and
- (iii) the passing of an ordinary resolution by our Shareholders at a general meeting revoking, varying or renewing such mandate.

For more details of this repurchase mandate, please refer to “Statutory and General Information — 1. Further information about our Group — C. Written resolutions of our sole Shareholder passed on November 18, 2022” and “— F. Repurchase by our Company of our own Securities” in Appendix IV to this prospectus.

### SHARE OPTION SCHEME

Our Company has conditionally adopted the Share Option Scheme, the principal terms of which are set out in the section headed “Statutory and General Information — 4. Share Option Scheme” in Appendix IV to this prospectus.

### CIRCUMSTANCES UNDER WHICH GENERAL MEETING AND CLASS MEETING ARE REQUIRED

The circumstances under which general meeting and class meeting are required are provided in the Articles. For more details, please refer to Appendix III to this prospectus.