

SHARE CAPITAL

SHARE CAPITAL

The following table is prepared on the basis that the Share Offer becomes unconditional. This table does not take into account Shares which may be issued upon exercise of the Over-allotment Option and/or any options that may be granted under the Share Option Scheme and/or any Shares which may be allotted and issued or repurchased by the Company pursuant to the general mandates for the allotment and issue or repurchase of Shares granted to the Directors as referred to below.

Authorised share capital:

		<i>HK\$</i>
<u>10,000,000,000</u>	Shares	<u>1,000,000,000</u>
<i>Shares in issue or to be issued, paid-up or credited as fully paid:</i>		
100,000,000	Shares in issue	10,000,000
650,000,000	Shares to be issued under the Capitalisation Issue	65,000,000
250,000,000	Shares to be issued pursuant to the Share Offer (before any exercise of the Over-allotment Option)	25,000,000
<u>1,000,000,000</u>	Shares (<i>Note</i>)	<u>100,000,000</u>

Note: If the Over-allotment Option is exercised in full, 45,000,000 additional Shares will be issued resulting in an aggregate of 1,045,000,000 Shares to be in issue.

Ranking

The New Shares will rank pari passu in all respects with all Shares in issue and/or to be allotted and issued and will qualify for all dividends or other distributions hereafter declared, paid or made on our Shares, except for the Capitalisation Issue.

Share Option Scheme

The Company has conditionally adopted the Share Option Scheme. Under the Share Option Scheme, the eligible participants of the scheme, including the Directors, full-time employees of and advisers and consultants to the Company or its subsidiaries may be granted options which entitle them to subscribe for Shares, when aggregated with options granted under any other scheme, representing initially of not more than 10% of the Shares in issue immediately upon commencement of dealings of Shares on the Listing Date. Further details of the principal terms of the Share Option Scheme are set out in sub-paragraph 15 headed "Share Option Scheme" under the paragraph headed "Other information" in Appendix VI to this prospectus.

SHARE CAPITAL

General mandate given to our Directors to issue new Shares

Subject to the Share Offer becoming unconditional, a general unconditional mandate has been granted to our Directors to allot, issue and deal with Shares with an aggregate nominal value of not exceeding the sum of:

- 20 per cent. of the aggregate nominal amount of the Shares in issue immediately following completion of the Share Offer and the Capitalisation Issue (excluding the Shares which may be issued pursuant to the exercise of the Over-allotment Option or the exercise of options that may be granted under the Share Option Scheme), and
- the aggregate nominal amount of the Shares repurchased by our Company under the authority referred to in the paragraph headed “General mandate given to our Directors to repurchase our Shares” below.

This mandate does not apply to situations where our Directors allot, issue or deal with our Shares by way of rights issue, scrip dividend schemes or similar arrangements providing for the allotment and issue of our Shares in lieu of whole or part of any dividend in accordance with the Articles, or pursuant to the exercise of any subscription or conversion rights attaching to any warrants or any securities which are convertible into Shares or pursuant to the Share Offer, the Capitalisation Issue or the exercise of the Over-allotment Option, or the Shares to be issued upon the exercise of options to be granted under the Share Option Scheme.

This mandate will expire:

- at the conclusion of our Company’s next annual general meeting; or
- at the date by which our Company is required by any applicable laws or the Articles to hold its next annual general meeting; or
- when varied or revoked by an ordinary resolution of the Shareholders in general meeting,

whichever is the earliest.

Particulars of this general mandate are set forth under “Resolutions in writing of the sole Shareholder passed on 8 September 2007” in Appendix VI to this prospectus.

GENERAL MANDATE GIVEN TO OUR DIRECTORS TO REPURCHASE OUR SHARES

Subject to the Share Offer becoming unconditional, a general unconditional mandate has been granted to our Directors to exercise all the powers of our Company to repurchase Shares with an aggregate nominal value of not exceeding 10 per cent. of the aggregate nominal amount of our Shares in issue and to be issued immediately following completion of Share Offer and the Capitalisation Issue (excluding the Shares which may be issued pursuant to the exercise of the Over-allotment Option or the exercise of options that may be granted under the Share Option Scheme).

SHARE CAPITAL

This mandate only relates to repurchases made on the Main Board, or on any other stock exchange on which our Shares are listed (and which are recognised by the SFC and the Stock Exchange for this purpose), and which are in accordance with the Listing Rules. A summary of the relevant Listing Rules are set forth under “Repurchase by the Company of its own securities” in Appendix VI to this prospectus.

This mandate will expire:

- at the conclusion of our Company’s next annual general meeting; or
- at the date by which our Company is required by any applicable laws or the Articles to hold its next annual general meeting; or
- when varied or revoked by an ordinary resolution of the Shareholders in general meeting,

whichever is the earliest.

Particulars of this general mandate are set forth under “Resolutions in writing of the sole Shareholder passed on 8 September 2007” in Appendix VI to this prospectus.