
SHARE CAPITAL

AUTHORIZED AND ISSUED SHARE CAPITAL

The following is a description of the authorized and issued share capital of our Company in issue and to be issued as fully paid or credited as fully paid immediately following the completion of the Global Offering.

Authorized Share Capital

As of the Latest Practicable Date and upon completion of the Global Offering

<u>Number</u>	<u>Description of Shares</u>	<u>Aggregate par value</u>
2,000,000,000	Shares of US\$0.0001 each	US\$200,000.00

Issued Share Capital

Issued and to be issued, fully paid or credited as fully paid upon completion of the Global Offering (assuming no exercise of the Over-allotment Option)

<u>Number</u>	<u>Description of Shares</u>	<u>Aggregate par value</u>	<u>Approximate percentage to total issued share capital</u>
216,530,455	Ordinary Shares in issue as of the Latest Practicable Date	US\$21,653.0455	28.38%
536,575,459	Ordinary Shares to be converted from Preferred Shares	US\$53,657.5459	70.32%
9,919,400	Ordinary Shares to be issued pursuant to the Global Offering	US\$ 991.9400	1.30%
<u>763,025,314</u>		<u>US\$76,302.5314</u>	<u>100%</u>

ASSUMPTION

The above table assumes that the Global Offering has become unconditional and the Shares are issued pursuant to the Global Offering (assuming no exercise of the Over-allotment Option). It takes no account of any Shares which may be issued or repurchased by us pursuant to the general mandates granted to our Directors to issue or repurchase Shares as described below or otherwise.

RANKING

Upon completion of the Global Offering, the Shares are ordinary Shares in the share capital of our Company and rank *pari passu* in all respects with all ordinary 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 after the date of this prospectus.

CIRCUMSTANCES UNDER WHICH GENERAL MEETINGS ARE REQUIRED

Upon completion of the Global Offering, our Company will have only one class of Shares, namely ordinary Shares, and each ranks *pari passu* with the other Shares.

Pursuant to the Cayman Companies Act and the terms of the Articles of Association, our Company may from time to time by ordinary resolution of Shareholders to (i) increase its capital; (ii) consolidate and divide its capital into shares of larger amount; (iii) divide its shares into several classes; (iv) sub-divide its shares into shares of smaller amount; and (v) cancel any shares which have not been taken. In addition, our Company may reduce its share capital by special resolution, subject to Section

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37 of the Cayman Companies Act and confirmation by the Grand Court of the Cayman Islands. For more details, see “Appendix III—Summary of the Constitution of Our Company and the Cayman Islands Company Act” in this prospectus.

GENERAL MANDATE TO ISSUE SHARES

Subject to the Global Offering becoming unconditional, our Directors have been granted a general unconditional mandate to, inter alia, allot, issue and deal with Shares, securities convertible into Shares (the “Convertible Securities”) or options, warrants or similar rights to subscribe for any Shares or such convertible securities (the “Options and Warrants”) and to make or grant offers, agreements or options which might require such Shares, the Convertible Securities or the Options and Warrants to be allotted and issued or dealt with at any time subject to the requirement that the aggregate nominal value of the Shares so allotted and issued or agreed conditionally or unconditionally to be allotted and issued, shall not exceed the sum of:

- (i) 20% of the aggregate nominal value of the share capital of our Company in issue immediately following the completion of the Global Offering (taking into account the Shares which may be issued upon the exercise of the Over-allotment Option); and
- (ii) the nominal amount of our share capital repurchased by our Company (if any) pursuant to the repurchase mandate (as mentioned below).

This mandate does not cover Shares to be allotted, issued, or dealt with under a rights issue or scrip dividend scheme or similar arrangements or a specific authority granted by our Shareholders. Such mandate will remain in effect until:

- (i) the conclusion of our next annual general meeting; or
- (ii) the expiration of the period within which the next annual general meeting of our Company is required to be held under any applicable laws or the Memorandum and the Articles of Association; or
- (iii) it is varied or revoked by an ordinary resolution of our Shareholders at a general meeting,

whichever is the earliest.

For further details of this general mandate, please see “Appendix IV—Statutory and General Information—A. Further Information about Our Group—4. Resolutions of our Shareholders” in this prospectus.