
SHARE CAPITAL

AUTHORIZED AND ISSUED SHARE CAPITAL

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

	Nominal value
	US\$
Authorized share capital	
<i>As of the date of this prospectus</i>	
5,000,000,000 Ordinary Shares	50,000
<i>Immediately prior to the completion of the Global offering</i>	
5,000,000,000 Ordinary Shares	50,000
Issued and to be issued, fully paid or credited as fully paid	
<i>In issue as of the date of this prospectus</i>	
794,653,799 Shares in issue as of the date of this prospectus	7,947
<i>To be issued pursuant to the Global Offering (assuming no exercise of the Over-allotment Option)</i>	
216,105,000 Shares to be issued pursuant to the Global Offering assuming no exercise of the Over-allotment Option	2,161
Total issued share capital upon completion of the Global Offering (assuming no exercise of the Over-allotment Option):	
1,010,758,799 Shares	10,108
<i>To be issued upon full exercise of the Over-allotment Option</i>	
37,834,000 Shares	378
Total issued share capital upon completion of the Global Offering (assuming full exercise of the Over-allotment)	
1,048,592,799 Shares	10,486

ASSUMPTIONS

The above table assumes that the Global Offering becomes unconditional and the Shares are issued pursuant to the Global Offering. The above does not take into account any Shares which may be issued or repurchased by our Company pursuant to the general mandates granted to the Directors to issue or repurchase Shares as described below.

RANKING

The Offer Shares will be ordinary shares in the share capital of our Company and will rank *pari passu* in all respects with all Shares currently in issue or to be issued as mentioned in this prospectus 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.

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PRE-IPO SHARE AWARD SCHEME

We have adopted the Pre-IPO Share Award Scheme. Details of the principal terms are summarized in the section headed “Appendix V—Statutory and General Information—D. Pre-IPO Share Award Scheme” to this prospectus.

GENERAL MANDATE TO ISSUE SHARES

Subject to the conditions stated in the section headed “Structure and Conditions of the Global Offering—Conditions of the Global Offering” in this prospectus, the Directors have been granted a general unconditional mandate to allot, issue and deal with Shares or securities convertible into the Shares or options, warrants or similar rights to subscribe for Shares or such convertible securities and to make or grant offers, agreements or options, warrants or similar rights to subscribe for Shares or such convertible securities and to make grant offers, agreements or options which would or might require the exercise of such powers, provided that the aggregate number 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 the Shares in lieu of the whole or part of a dividend on Shares in accordance with the Articles of Association;
- (c) the exercise of any rights of subscription or conversion into the Share in issue prior to the date of passing the relevant resolution; or
- (d) a specific authority granted by the Shareholders in general meeting,

shall not exceed the aggregate of:

- (i) 20% of the number of Share 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 number of Shares repurchased by our Company (if any) under the general mandate to repurchase Shares referred to in the section headed “General Mandate to Repurchase Shares” below.

This general mandate to issue the 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 the 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 the section “Appendix V—Statutory and General Information—A. Further Information About our Group—Resolutions in Writing of the Shareholders of Our Company Passed on February 22, 2018” to this prospectus.

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GENERAL MANDATE TO REPURCHASE SHARES

Subject to the conditions stated in the section headed “Structure and Conditions of the Global Offering—Conditions of the Global Offering” in this prospectus, the Directors have been granted a general unconditional mandate to exercise all the powers of the Company to repurchase Shares with a total number of not more than 10% of the total number of Shares 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 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 all applicable laws and the requirements of the Listing Rules. A summary of the relevant Listing Rules is set out in the section headed “Appendix V—Statutory and General Information—A. Further Information About our Group—7. Repurchase of Our Own Shares” to this prospectus.

This general mandate to repurchase Shares will expire:

- (i) at the conclusion of our next annual general meeting; or
- (ii) 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
- (iii) 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 the section “Appendix V—Statutory and General Information—A. Further Information About our Group—Resolutions in Writing of the Shareholders of Our Company Passed on February 22, 2018” to this prospectus.

CIRCUMSTANCES UNDER WHICH GENERAL MEETING AND CLASS MEETING ARE REQUIRED

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

Pursuant to the Cayman Companies Law and the terms of the Articles, our Company may from time to time by ordinary resolution of the Shareholders (i) increase its capital; (ii) consolidate and divide its capital into the Shares of larger amount; (iii) divide its Shares into classes; (iv) subdivide its Shares into the Shares of smaller amount; and (v) cancel any Shares which have not been taken. In addition, our Company may, subject to the Cayman Companies Law, reduce or redeem its share capital or capital redemption reserve by special resolution of the Shareholders. For more details, please refer to the section headed “Appendix IV—Summary of the Constitution of the Company and Cayman Islands Company Law—Summary of the Constitution of the Company—2 Articles of Association—2.5. Alternation of capital” to this prospectus.

Pursuant to the Cayman Companies Law and the terms of the Articles, all or any of the special rights attached to the Share or any class of the Shares (unless otherwise provided for in the terms of issue of the shares of that class) may be varied, modified or abrogated either with the consent in writing of the holders of not less than three-fourths in number of the issued Shares of that class or with

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the sanction of a special resolution passed a separate general meeting of the holders of the Shares of that class. For more details, please refer to the section headed “Appendix IV—Summary of the Constitution of the Company and Cayman Islands Company Law—Summary of the Constitution of the Company—2 Articles of Association—2.4 Variation of rights of existing shares or classes of shares” to this prospectus.