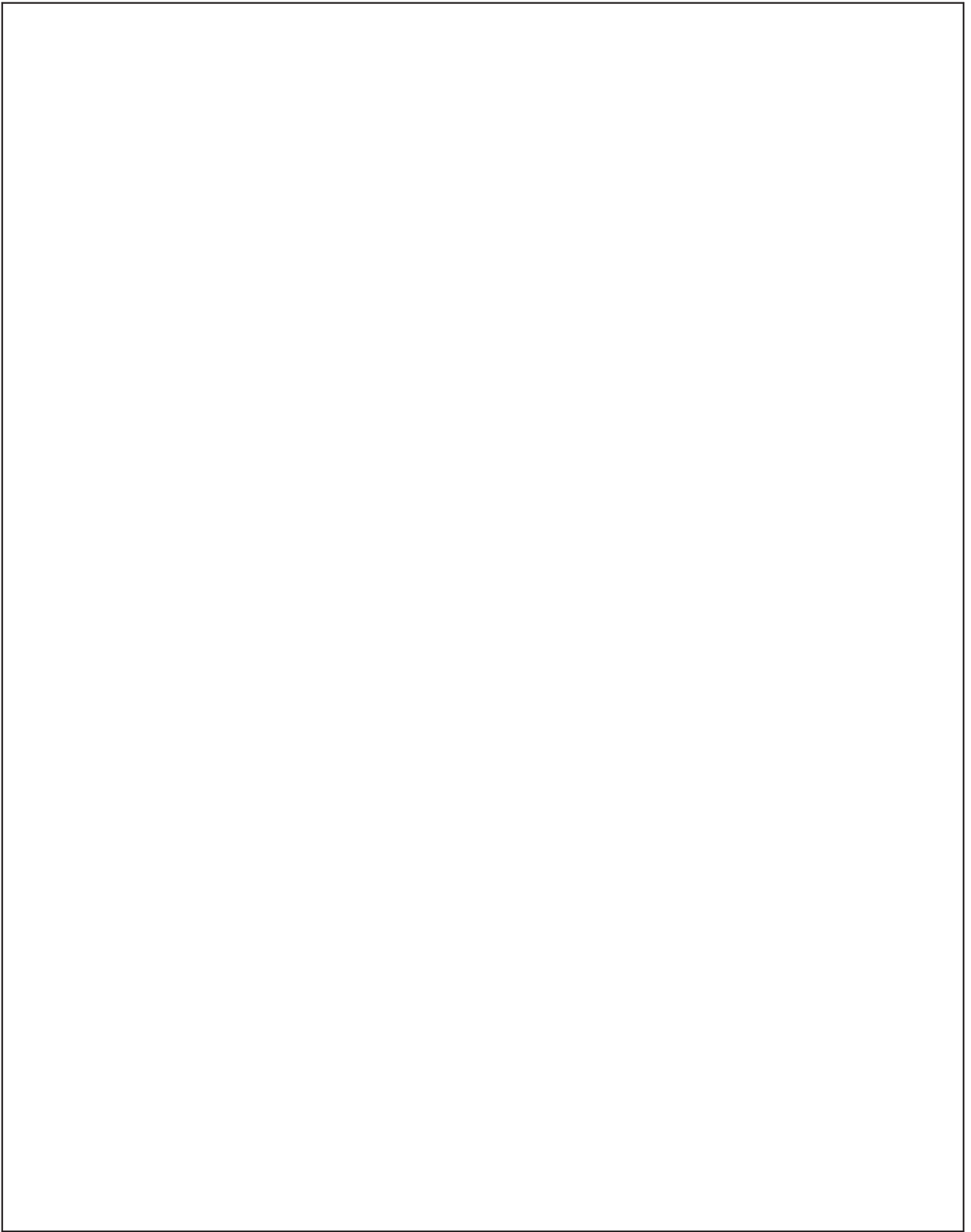
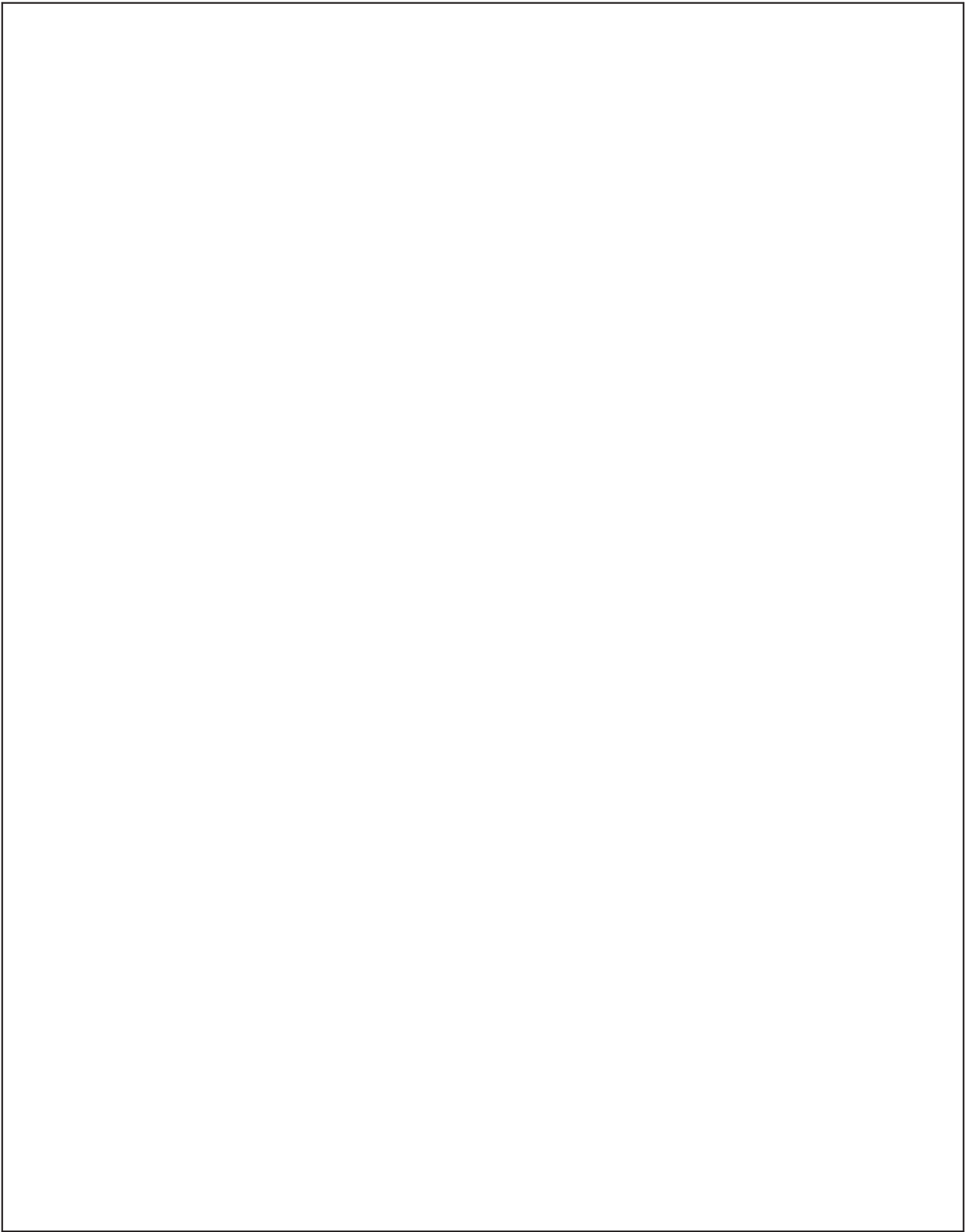
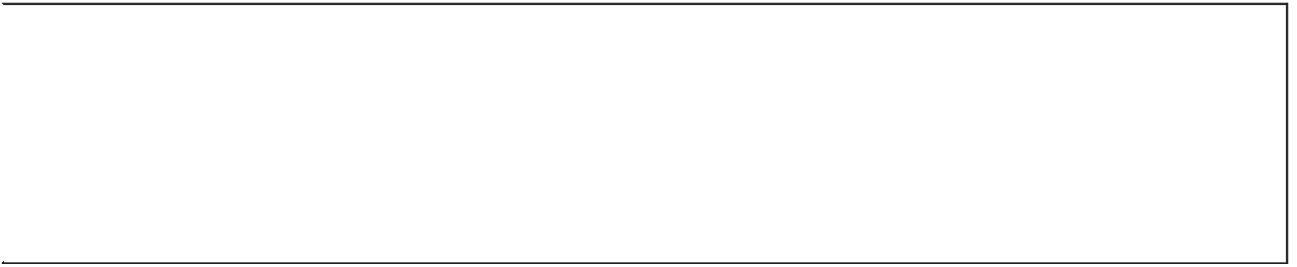


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(c) the Listing Committee of the Stock Exchange granting the

Conversion Rights

Conditions Precedent for CB Subscription

Closing of the CB Subscription is conditional upon the following conditions having been fulfilled (or where applicable, waived):

- (a) the passing at the EGM of a resolution giving the Special Mandate to the Directors to allot and issue the Convertible Bonds and the Conversion S**

Application for Listing

Application will be made by the Company to the Listing Committee of the Stock

The reimbursement arrangements outlined above were put into place in light of the following commercial considerations:

nominated, and upon removal, to nominate for appointment other persons in their replacement. It is contemplated by the parties that if the Wh

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principal activities of the Company. The Stock Exchange also has the power pursuant to the

RESUMPTION OF TRADING IN THE SHARES

“Conversion Shares”	any Shares to be allotted and issued by the Company upon the conversion of the Convertible Bonds
“Convertible Bonds”	convertible bonds with a principal amount of HK\$600,000,000 to be issued by the Company to the Subscriber
“CP Satisfaction Date”	the date on which all Conditions Precedent have been

“Independent Shareholder(s)”

**“Second Reimbursement
Amount”**

