

## ADDITIONAL INFORMATION REQUIRED UNDER THE LISTING RULES

### DIRECTORS' INTERESTS IN SECURITIES

As at 30th September, 2001, the interests of Directors in the securities of the Company or any of its associated corporations (within the meaning of the Securities (Disclosure of Interests) Ordinance (the "SDI Ordinance") as recorded in the register required to be kept by the Company under Section 29 of the SDI Ordinance or otherwise notified to the listed issuer and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to the Model Code for Securities Transaction by Directors of Listed Companies were as follows:

#### (a) Shares

| Name of Director     | Number of ordinary shares |                               | Total       |
|----------------------|---------------------------|-------------------------------|-------------|
|                      | Personal interests        | Corporate interests           |             |
| Deacon Te Ken Chiu   | 9,688,973                 | 106,764,126 ( <i>Note 1</i> ) | 116,453,099 |
| David Chiu           | 585,014                   | 281,050,459 ( <i>Note 2</i> ) | 281,635,473 |
| Dennis Chiu          | 7,586                     | 4,885,585 ( <i>Note 3</i> )   | 4,893,171   |
| Ching Lan Ju Chiu    | 1,108,018                 | –                             | 1,108,018   |
| Dick Tat Sang Chiu   | 770,697                   | –                             | 770,697     |
| Daniel Tat Jung Chiu | 36,250                    | 3,877,218 ( <i>Note 4</i> )   | 3,913,468   |

#### Notes

1. These shares are held by various companies controlled by Mr. Deacon Te Ken Chiu.
2. These shares are held by Sumptuous Assets Limited.
3. These shares are held by Chiu Capital N.V. and First Level Holdings Limited, both companies controlled by Mr. Dennis Chiu.
4. These shares are held by First Level Holdings Limited and entirely duplicated and included in the corporate interests of Mr. Dennis Chiu.

## (b) Options

### (i) *The Company's option scheme*

The Company had adopted a share option scheme on 24th May, 1990 which expired on 11th June, 2000 (the "Previous Options Scheme").

A new share option scheme (the "Share Option Scheme") was adopted by the shareholders of the Company at the annual general meeting held on 28th September, 2000. Under the Share Option Scheme, the directors are entitled to grant to employees or executives of any member of the Group, including executive directors (but not non-executive directors) options to subscribe for shares representing up to 10 per cent. of the issued share capital of the Company from time to time.

Mr. Michael Chi Ning O'Young had personal interests in share options under the Previous Options Scheme to subscribe for 3,000,000 shares in the Company at an exercise price of HK\$1.80 per share, exercisable from 8th October, 1998 to 7th October, 2001. Mr. Michael Chi Ning O'Young resigned as a director of the Company on 16th July, 2001 and the share options lapsed accordingly.

Except as disclosed above, during the period under review, no option was granted, exercised or lapsed by the Company.

### (ii) *The option scheme of the Company's subsidiary*

New China Homes, Ltd. ("NCH") has adopted a 1999 Stock Option and Restricted Stock Purchase Plan (the "Option Plan"). It is intended that options to purchase an aggregate of 600,000 common shares in NCH ("NCH Shares") will be granted under Option Plan. The Option Plan is administered by the compensation committee of the board of NCH. The compensation committee has complete discretion to determine which eligible individuals are to receive option grants, the number of shares subject to each such grant, the status of any granted option as either an incentive stock option or a non-statutory option, the vesting schedule to be in effect for the option grant and the maximum term of which any granted option is to remain outstanding. Each option granted under the Option Plan will have a maximum term of ten years, subject to earlier termination following the optionee's cessation of service with NCH. No options were granted under the Option Plan since their adoption.

### (iii) *Shares in associated corporations*

As at 30th September, 2001, the interests of Directors in the share capital of the Company's associated corporations were as follows:

| Name of Director     | Name of associated corporation            | Number of ordinary shares held |
|----------------------|---|--------------------------------|
| Deacon Te Ken Chiu   | Far East Technology International Limited | 110,926,800 ( <i>Note 1</i> )  |
| Ching Lan Ju Chiu    | Far East Technology International Limited | 6,110,000                      |
| David Chiu           | Oi Tak Enterprises Limited                | 250,000                        |
| David Chiu           | Libran Star (M) Sdn. Bhd.                 | 125,000                        |
| Dennis Chiu          | Far East Technology International Limited | 47,010,200 ( <i>Note 2</i> )   |
| Daniel Tat Jung Chiu | Far East Technology International Limited | 41,400,000 ( <i>Note 2</i> )   |

*Notes:*

1. Includes 6,110,000 shares held by Madam Ching Lan Ju Chiu, the spouse of Mr. Deacon Te Ken Chiu.
2. Includes 30,400,000 shares held by Cape York Investments Limited, a company beneficially owned by Mr. Dennis Chiu and Mr. Daniel Tat Jung Chiu.

Save as disclosed above, none of the Directors or Chief Executives, nor their associates, had any interest in any securities of the Company or any of its associated corporations as defined in the SDI Ordinance, and none of the Directors or Chief Executives, nor their spouses or children under 18 years of age, had any right to subscribe for the securities of the Company, or had exercised any such right during the period as recorded in the register required to be kept under section 29 of the SDI Ordinance or otherwise notified to the listed issuer and the Stock Exchange pursuant to the Model Code for Securities Transaction by Directors of Listed Companies.

## **SUBSTANTIAL SHAREHOLDERS**

Other than the interests disclosed above in respect of certain Directors, the register of substantial shareholders maintained by the Company pursuant to Section 16(1) of the SDI Ordinance discloses no person as having an interest of 10% or more in the issued capital of the Company as at 30th September, 2001.

## **AUDIT COMMITTEE**

The Audit Committee has reviewed with management the accounting policies adopted by the Group and discussed internal controls and financial reporting matters including a review of the unaudited interim financial results for the six months ended 30th September, 2001 with Directors.

## **PURCHASE, SALE OR REDEMPTION OF LISTING SECURITIES**

During the period under review, the Company and its subsidiaries have not purchased, sold or redeemed any of the securities in the Company.

## **CODE OF BEST PRACTICE**

None of the Directors is aware of any information that would reasonably indicate that the Company is not, or was not for any part of the six months ended 30th September, 2001, in compliance with the Code of Best Practice as set out in Appendix 14 of the Rules Governing the Listing of Securities on the Stock Exchange.