

BOARD COMMITTEES

Our Board delegates certain responsibilities to its three committees: Audit Committee, Remuneration Committee and Nomination Committee. These committees report directly to our Board.

Audit Committee

Our Audit Committee was established on 26 February 2007 with terms of reference which are in compliance with paragraph C3 of the Code of Corporate Governance Practices as set out in Appendix 14 to the Listing Rules. Our Audit Committee is responsible for monitoring and supervising our internal control system and our financial reporting procedures. Our Audit Committee consists of three independent non-executive Directors, namely Mr. CHENG Cheng Wen, Mr. HUANG Dongliang and Mr. WANG Jingzhong with Mr. CHENG Cheng Wen appointed as its chairman.

Remuneration Committee

Our Remuneration Committee has the responsibilities of establishing and reviewing the policies for remunerating our Directors and senior management. This committee was established on 26 February 2007 and its members consist of two independent non-executive Directors, Mr. CHENG Cheng Wen and Mr. HUANG Dongliang and one executive Director, Mr. CHEN Minru. Mr. CHEN Minru has been appointed chairman of the Remuneration Committee.

Nomination Committee

Our Nomination Committee was established on 26 February 2007 and is responsible for the structure, size and composition of our Board. Its responsibilities include (i) identifying qualified individuals to become members of our Board; (ii) making recommendations to our Board on the appointment and re-appointment of Directors; and (iii) assessing independence of the independent non-executive Directors. Our Nomination Committee consists of two independent non-executive Directors, Mr. HUANG Dongliang and Mr. WANG Jingzhong and one executive Director, Mr. ZHANG Aogen. Mr. ZHANG Aogen has been appointed chairman of the Nomination Committee.