

D IRECTORS

Dr. Fu Yuning, aged 44, is the Chairman of the Company and is also a Director and the President of China Merchants Group. He graduated from Dalian Institute of Technology in the PRC with a Bachelor Degree in Port and Waterway Engineering and studied a Master's Degree in Ocean Dynamic Engineering along with a Doctorate Degree and Post-Doctorate in Engineering from Brunel University, United Kingdom. He is also the Chairman of China Merchants China Direct Investment Ltd. and a Director of two companies listed on the Shenzhen Stock Exchange. He was appointed to the Board of Directors on 8 January 1999 and as the Chairman of the Company on 1 February 2000.

Zhou Qifang, aged 57, is a Director and the Vice-President of China Merchant Group. He graduated from the Marine Engineering Department of Dalian Maritime University in the PRC and holds the professional title of senior engineer. Prior to joining the China Merchants Group in 1997, he has served the COSCO (Guangzhou) and COSCO, and has been the Vice-President of the COSCO Group. He is currently the the Managing Director of China Merchants Shekou Industrial Zone Co., Ltd. He was appointed to the Board of Directors on 2 August 2000.

Wu Shi Rong, aged 61, is a Director and the Vice-President of China Merchants Group. He graduated from Shanghai Maritime University in 1966 and joined China Merchants Group in 1974. During his 26 years with China Merchants Group, he was responsible for the shipping business. He was formerly the General Manager of Hong Kong Ming Wah Shipping Company Limited and China Merchants Container Lines Limited. He was appointed to the Board of Directors on 22 April 1996.

Zhao Huxiang, aged 46, is the Managing Director of the Company and also the Vice-President of China Merchants Group. He graduated from Dalian Maritime University in the PRC with a Bachelor Degree in Electronic Engineering and holds a Master's Degree in Business Administration from the University of Louisville, USA. Prior to joining the China Merchants Group in 1985, he was responsible for technical management of marine and shipping equipment in a bureau under the Ministry of Communications. For the last 15 years, he has been involved in trading, strategic investment and management of industrial enterprises. He was appointed to the Board of Directors on 7 July 1994.

董 事

傅育寧博士，現年44歲，為本公司之主席，亦為招商局集團之董事及總裁。彼畢業於中國大連理工學院，獲港口工程專業學士及海洋動力研究所碩士研究生資格，並獲英國布魯諾爾大學授予工程學博士學位並任職博士後研究員。彼亦為招商局中國基金有限公司之主席及兩所於深圳交易所上市公司之董事。彼於一九九九年一月八日獲委任加入董事會，並於二零零零年二月一日獲委任為本公司主席。

周祺芳，現年57歲，為招商局集團之董事及副總裁。彼畢業於中國大連海運學院輪機管理專業，為高級工程師；一九九七年加入招商局集團之前，曾任職於廣州遠洋運輸公司及中遠南通船廠，亦曾擔任中遠集團副總裁之職務；彼亦為招商局蛇口工業區有限公司總經理。彼於二零零零年八月二日獲委任加入董事會。

吳世榮，現年61歲，現任招商局集團之董事及副總裁。彼於一九六六年畢業於上海海運學院。於一九七四年加入招商局集團，彼在效力招商局集團之二十六年間，主要專責航運業務，並曾任香港明華船務有限公司及招商局貨櫃有限公司之總經理。彼於一九九六年四月二十二日獲委任加入董事會。

趙滙湘，現年46歲，為本公司之董事總經理，亦為招商局集團之副總裁。彼畢業於中國大連海事大學，獲電子工程學士學位，亦於美國路易斯維爾大學取得工商管理碩士學位。彼在一九八五年加入招商局集團之前，於中國交通部轄下一個管理局負責海運及船舶設備之技術管理。在過去十五年內，彼曾參與貿易、策略投資及企業管理。彼於一九九四年七月七日獲委任加入董事會。

To Wing Sing, aged 51, is the Deputy Managing Director of the Company and also a Director of China Merchants Group. Being a qualified marine engineer in the United Kingdom, he joined the China Merchants Group in 1971. During his 29 years with the China Merchants Group, he has been actively involved in its shipping business. He is a Director of Asia Airfreight Terminal Company Limited and Modern Terminals Limited, the Chairman of Shekou Container Terminals Limited and also the Managing Director of Ming Wah Universal (Bermuda) Co., Ltd., whose shares are listed in Singapore. He was appointed to the Board of Directors on 7 July 1994.

Yu Liming, aged 38, is a Director of the Company. He graduated from the South China University of Science and Technology in 1982. He holds a Master's Degree and is also a doctoral candidate at the Business School of Fudan University, PRC. He studied in The International Institute for Infrastructural Hydraulic and Environmental Engineering (IHE), Delft University of Holland and Port of Rotterdam from 1987 to 1988. He joined the China Merchants Group in 1984 and has extensive experience in the field of construction, port management, strategic planning and mergers and acquisitions. He was appointed to the Board of Directors on 8 January 1999.

Xue Yonggan, aged 46, is the Deputy General Manager of the Company. He was awarded Senior Engineer in the PRC and is an honored expert who gains the government reward by the State Council. He joined China Merchants Group in 1998. Prior to joining the Company, he was the Chief Engineer and Deputy General Manager of Guizhou Expressway Development General Company. He has over 20 years' experience in toll road management. He was appointed to the Board of Directors on 1 February 2000.

Wang Zhengde, aged 37, is a Director and the Chief Finance Controller of the Company. He graduated from Central South Finance and Economics University, PRC with a Master's Degree and was awarded Senior Accountant in the PRC. He has over 15 years of experience in the field of accounting and finance. He was awarded the 2nd Outstanding Youth Entrepreneur in Shenzhen. He was appointed to the Board of Directors on 29 May 1997.

杜永成，現年51歲，為本公司之董事副總經理，亦為招商局集團之董事。於一九七一年加入招商局集團，為英國認可的海運工程師。在效力招商局集團之二十九年間，專責航運業務。為亞洲空運中心有限公司及現代貨箱碼頭有限公司之董事、蛇口集裝箱碼頭有限公司董事長，亦為星加坡上市公司Ming Wah Universal (Bermuda) Co., Ltd.董事總經理。彼於一九九四年七月七日獲委任加入董事會。

余利明，現年38歲，為本公司之董事。彼於一九八二年畢業於中國華南理工大學，及後獲中國復旦大學工商管理學院頒發碩士學位，現亦為該院博士學位研究生；彼亦於一九八七至八八年在荷蘭鹿特丹港Delft大學的IHE研究院進修。彼於一九八四年加入招商局集團，在建築業、港口管理、策略管理、資產收購和業務合併方面具豐富經驗。彼於一九九九年一月八日獲委任加入董事會。

薛勇敢，現年46歲。為本公司之董事。副總經理。是中國高級工程師及享受中國國務院特殊津貼的專家。於一九九八年加入招商局集團。彼在加入本公司之前曾於貴州省高速公路開發總公司擔任總工程師及常務副總經理。對公路管理方面已逾二十年經驗。彼於二零零零年二月一日獲委任加入董事會。

王正德，現年37歲，為本公司之董事及財務總監。彼畢業於中國中南財經大學，獲碩士學位，在中國評定為高級會計師，於財務及融資方面已積逾十五年經驗，是深圳市第二屆優秀青年企業家。彼於一九九七年五月二十九日獲委任加入董事會。

Tsang Kam Lan, aged 69, is the Managing Director of The China & South Sea Bank Limited. He was formerly the Managing Director of Bank of China Group Insurance Company Limited, BOC Group Life Assurance Company Limited and Sun Chung Estate Co., Ltd., the Deputy Managing Director of Kiu Kwong Investment Corporation Ltd., the Chairman of Bank of China Group Investment Ltd., Bank of China Group Securities Limited and Hopewell Power (China) Limited, the General Manager of The China & South Sea Bank Limited, Hong Kong Branch, the Deputy General Manager of The Kwangtung Provincial Bank Hong Kong Branch, and the Deputy Chief Executive of Bank of China Hong Kong & Macau Regional Office. He was appointed to the Board of Directors on 6 June 1992.

Kut Ying Hay, aged 46, is a practising solicitor and a notary public in Hong Kong and the proprietor of Messrs. Kut & Co. He is also a solicitor of the Supreme Court of England and Wales, the Supreme Court of Victoria, Australia, and the Supreme Court of Singapore, and is an associate member of the Institute of Chartered Arbitrators and the Institute of Arbitrators, Australia. He was appointed by the Hong Kong Government as a member of the Board of Review for the period from 1995 to 1998. He has also been appointed by the Ministry of Justice of the PRC as a China Appointed Attesting Officer. He was appointed to the Board of Directors on 6 June 1992.

Sun Wen Jie, aged 54, is the Chairman and Chief Executive of China Overseas Land & Investment Limited. He is also the Executive Director and Treasurer of the Hong Kong Chinese Enterprises Association and the Vice President of the Hong Kong Construction Association, Limited. He graduated from Tong Ji University in the PRC. He has over 30 years' experience in construction and over 15 years' experience in property development business in Hong Kong. He was appointed to the Board of Directors on 23 November 1994.

Koo Kou Hwa, aged 74, is the Chairman of Tai Chong Cheang Steamship Co. (H.K.) Ltd. He studied in the Faculty of Ocean Shipping, University of Pennsylvania, Philadelphia, U.S.A. and the Faculty of Maritime Law and Chartering & Ship Brokerage, School of World Trade, New York, U.S.A. He has over 40 years' experience in shipping business. He is the Council Member of the "American Bureau of Shipping & Affiliated Companies", the International General Committee Member of the "Bureau Veritas" and the Deputy Chairman of the Executive Committee of the Hong Kong Shipowners Association. He is also the Council Member and the Vice-Chairman of the Executive Committee of The International Association of Independent Tanker Owners since 1993 and 2000 respectively. He was appointed to the Board of Directors on 23 November 1994.

曾錦倫，現年69歲，現任中南銀行常務董事，彼曾任職中銀集團保險有限公司、中銀集團人壽保險有限公司、新中地產管理有限公司董事長、僑光置業有限公司副董事長、中銀集團投資有限公司、中銀集團證券有限公司董事長、合和電力(中國)有限公司主席、中南銀行香港分行總經理、廣東省銀行香港分行副總經理、中國銀行港澳管理處副主任。彼於一九九二年六月六日獲委任加入董事會。

吉盈熙，現年46歲，為香港執業律師及公證人，並為吉盈熙律師行之獨資經營人。彼亦為英格蘭及威爾斯最高法院與澳洲維多利亞省及新加坡最高法院律師，又為澳洲特許仲裁人協會及仲裁人協會會員。於一九九五年至一九九八年期間，彼獲香港政府委任為稅務上訴委員會委員。亦為中國司法部委託公證人。彼於一九九二年六月六日獲委任加入董事會。

孫文杰，現年54歲，為中國海外發展有限公司董事局主席兼行政總裁。彼為香港中國企業協會執行會董事兼副會長及香港建造商會副會長。彼畢業於中國上海同濟大學，對建築業積三十餘年經驗，對香港之物業發展業積逾十五年經驗。彼於一九九四年十一月二十三日獲委任加入董事會。

顧國華，現年74歲，為泰昌祥輪船(香港)有限公司主席。彼曾於美國費城賓夕法尼亞大學航運系及美國紐約世界貿易學校海商法與租船及船舶經紀系研讀，彼對航運業積逾四十年經驗。彼為美國船級社理事會委員、法國船級社國際事務委員會委員及香港船東會執行委員會常務副主席，亦分別於一九九三年及二零零零年起成為國際郵輪船東協會之行政會議成員及執行委員會副會長。彼於一九九四年十一月二十三日獲委任加入董事會。

SENIOR MANAGEMENT

Yvonne Luk Man Kuen, aged 41, is the General Manager in Finance Department of the Company. She is also a director of several subsidiaries and associated companies within the Group. She graduated from Hong Kong Baptist University with a Bachelor Degree in Business Administration. She joined the Group in December 1994 and has over 20 years' experience in accounting and corporate finance.

Jens Tommerup, aged 43, is the Managing Director and Chief Executive Officer of Hempel-Hai Hong Coatings Co., Ltd., a joint venture company established in 1992 in which the Group has 64% interest. He graduated as Naval Architect from the Copenhagen Maritime University and completed The General Management Programme at Insead, France. He has joined the Hempel Group and served in different positions since 1981, lately being the Managing Director for Hempel's operation in Japan.

EMPLOYEES

As at 31st December, 2000, the Group employed 74 employees in Hong Kong and 598 employees in the PRC. Of the total workforce, 12 being the top management, 101 were engaged in sales and marketing, 230 in production, 51 in finance and administration, 16 in research and development, 118 in technical services, 16 in project management and 128 in other supporting functions.

The Group has established a Share Option Scheme whereby employees of the Group may be granted options to acquire shares in the Company. The principal terms of this scheme are summarised in the Report of the Directors.

The Group has excellent relationships with its employees and has not experienced any disruption to its operation as a result of labour disputes or labour shortages.

高層管理人員

陸文娟，現年41歲，為本公司財務部之總經理，亦為本集團多間附屬公司及聯營公司之董事。彼畢業於香港浸會大學，獲工商管理學士學位。彼於一九九四年十二月加入本集團，在會計及企業融資方面已積逾二十年經驗。

Jens Tommerup，現年43歲，為海虹老人牌塗料有限公司之董事總經理及行政總裁，此乃本集團於一九九二年成立之合資企業，擁有64%權益。彼畢業於丹麥哥本哈根海事大學，為造船工程師，亦完成由法國Insead大學籌辦之The General Management Programme課程。彼於一九八一年加入Hempel集團，其間曾擔任不同職務，包括其日本分公司之行政總裁一職。

僱員

於二零零零年十二月三十一日，本集團在香港聘用有74名僱員，在中國則聘用有598名。在全部僱員中，有12名為管理層，101名負責銷售及推銷，230名負責生產，51名負責財務及行政，16名負責研究及發展，118名負責技術服務，16名負責項目管理，而128名負責其他後援工作。

本集團設立一項優先認股計劃，集團僱員可被發給認股權用作認購公司之股份。有關本計劃之主要條文已在董事會報告書中簡述。

本集團與僱員之間關係優良，並沒有因勞資糾紛或勞工短缺而阻礙運作。