

DIRECTORS' INTERESTS IN SECURITIES

As at 30th June, 2001, the following Directors of the Company had interests in the securities of the Company or 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 under section 29 of the SDI Ordinance:

Arrangement To Purchase Shares

(a) The Company

Pursuant to an ordinary resolution passed on 27th September, 1996, a share option scheme was adopted whereby the Directors, at their discretion, are authorised to invite employees or directors of any member of the Group, to take up options to subscribe for shares not exceeding 10% of the issued share capital of the Company. The options are exercisable for a period of up to ten years following the date of offer or 26th September, 2006 whichever is earlier.

As at 30th June, 2001, the following Directors had personal interests in options granted under the share option scheme to subscribe for shares in the Company:

Name of Director	Date of offer	Number of share options granted	Exercise price (HK\$)	Total number of shares issuable under the options as at 01.01.01	Number of share options exercised during the period	Total number of shares issuable under the options as at 30.06.01
Xu Bin	11.06.99	3,000,000	4.308	3,000,000	-	3,000,000
Shao Zhengkang	11.06.99	2,500,000	4.308	1,900,000	1,400,000	500,000
Nie Qingping	11.06.99	1,000,000	4.308	1,000,000	-	1,000,000
Yeung Chi Wai	11.06.99 29.06.00	1,500,000 2,000,000	4.308 5.22	700,000 2,000,000	400,000 1,000,000	300,000 1,000,000
Wang Xiaoping	11.06.99	500,000	4.308	250,000	50,000	200,000
Ng Ming Wah, Charles	21.03.97	300,000	5.152	201,000	99,000	102,000
Tung Wai, David	21.03.97	300,000	5.152	102,000	102,000	-

Options granted on 21st March, 1997 are exercisable for a period of six years from the date of offer and are subject to the following exercise conditions:

- 33% of the options granted are exercisable after the expiry of two years from the date of offer;
- 33% of the options granted are exercisable after the expiry of three years from the date of offer; and
- 34% of the options granted are exercisable after the expiry of four years from the date of offer.

Options granted on 11th June, 1999 are exercisable for a period of three years and are subject to the following exercise conditions:

- 20% of the options granted are exercisable from 12th December, 1999 to 11th June, 2002;
- 20% of the options granted are exercisable from 12th June, 2000 to 11th June, 2002;
- 20% of the options granted are exercisable from 12th December, 2000 to 11th June, 2002;
- 20% of the options granted are exercisable from 12th June, 2001 to 11th June, 2002; and
- 20% of the options granted are exercisable from 12th December, 2001 to 11th June, 2002.

Option granted on 29th June, 2000 to Mr. Yeung Chi Wai is exercisable for a period of four years and is subject to the following exercise conditions:

- 50% of the option granted is exercisable from 30th December, 2000 to 29th December, 2003; and
- 50% of the option granted is exercisable from 30th June, 2001 to 29th June, 2004.

(b) Associated Corporation

As at 30th June, 2001, the following Director had personal interests in options to subscribe for shares in China Everbright International Limited, an associated corporation of the Company. The shares of China Everbright International Limited are listed on The Stock Exchange of Hong Kong Limited (the "Stock Exchange").

Name of Director	Date of Offer	Number of share options granted	Exercise price (HK\$)	Total number of shares issuable under the options as at 30.06.01
Yeung Chi Wai	06.09.97	926,900	5.22	
	02.02.98	2,000,000	0.758	2,926,900

Save as disclosed above, at no time during the six months ended 30th June, 2001 was the Company or any of its holding companies, subsidiaries or fellow subsidiaries a party to any arrangement to enable the Directors or any of their spouses or children under eighteen years of age to acquire benefits by means of acquisition of shares in or debentures of the Company or any other body corporate.