

DIRECTORS' INTERESTS

As at 30 June 2001, the interests of the directors of the Company (the "Directors") in the equity or debt securities of the Company and any associated corporations (within the meaning of the Securities (Disclosure of Interests) Ordinance, Chapter 396 of the Laws of Hong Kong Special Administrative Region (the "SDI Ordinance")) as recorded in the register required to be kept under Section 29 of the SDI Ordinance or as otherwise notified to the Company and the Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of Listed Companies (the "Model Code") were as follows:-

(A) Shares in the Company

Name of Director	Number of shares held	
	Personal interests	Corporate interests
Peter Francis Amour	—	91,537,367 (Note)
Malcolm Paton	1,391,201	—
Leung Shek Kong	2,086,804	—
Thomas Chia	240,000	—

Notes:

91,537,367 shares were held by Suncorp Partners Limited ("SPL") in which Mr. Peter Francis Amour is entitled to exercise one-third or more of the voting power at general meetings of SPL by virtue of his personal holding in SPL together with the holding of Axia Capital Corporation and Axia Investments Limited (of which companies Mr. Peter Francis Amour is entitled to exercise more than one-third of the voting power at general meetings of these companies) in SPL.

(B) Rights to acquire shares

As at 30 June 2001, as recorded in the register kept by the Company under Section 29 of the SDI Ordinance, the interests of the Directors in options to subscribe for shares in the Company were as follows:-

Name of Director	Date of grant	Exercise price per Share HK\$	Number of shares in respect of which share options are outstanding
Peter Francis Amour	10 September 1999	0.428	2,955,808 (Note 1)
	27 June 2000	0.567	2,400,000 (Note 2)
Sir Keith Bright	27 June 2000	0.567	300,000 (Note 2)
Malcolm Paton	6 June 1997	14.333	799,200 (Note 3)
	30 June 2000	0.567	2,385,000 (Note 2)
Leung Shek Kong	6 June 1997	14.333	799,200 (Note 3)
	30 June 2000	0.567	2,250,000 (Note 2)
Chan Wing Ming, Charles	27 June 2000	0.567	2,250,000 (Note 2)

Notes:

- (1) The option is held by SPL in which Mr. Peter Francis Amour is entitled to exercise one-third or more of the voting power at general meetings of SPL by virtue of his personal holding in SPL together with the holding of Axia Capital Corporation and Axia Investments Limited (of which companies Mr. Peter Francis Amour is entitled to exercise more than one-third of the voting power at general meetings of these companies) in SPL.
- (2) The share options are exercisable at any time subject to certain restrictions contained in the offer letters, within a period of four years commencing on the date of acceptance of a share option.
- (3) The share options are exercisable at any time subject to certain restrictions contained in the offer letters, within a period of ten years commencing from the date of adoption of the relevant share option scheme (which is 19 April 1994).

Save as disclosed above and other than certain nominee shares in subsidiaries held in trust for the Group, as at 30 June 2001, none of the Directors, chief executive or their associates had any interests in the equity or debt securities of the Company or any of its associated corporations within the meaning of the SDI Ordinance, and none of the Directors and chief executive or their spouses or children under the age of eighteen, had any rights to subscribe for securities of the Company, or had exercised any such rights which are required to be recorded in the register under Section 29 of the SDI Ordinance or as otherwise required to be notified to the Company and the Stock Exchange pursuant to the Model Code.