

DISCLOSURE OF INTERESTS

Directors' Interests

As at 30th September, 2001, the interest of the directors and chief executives in the securities of the Company and its associated corporations (within the meaning of the Securities (Disclosure of Interests) Ordinance of Hong Kong (the "SDI Ordinance")) as recorded in the register required to be kept under Section 29 of the SDI Ordinance were as follows:

(i) *Interests in Shares*

Name of director	Number of ordinary shares		Total
	Personal interest	Corporate interest	
Mr. Hon Ming Kong	1,096,000	223,440,242 (Note)	224,536,242
Mr. Liang Jun	9,650,000	–	9,650,000
Mr. Tsoi Wai Kwong	400,000	–	400,000

Note: The shares are held by Sincere Bonus Investment Ltd., a company wholly-owned by Mr. Hon Ming Kong.

(ii) *Interests in Share Options*

As at 30th September, 2001, the following Director had the following interests in the share options of the Company under the share option scheme adopted by the Company on 16th September, 1994 and altered on 20th May, 1999:

Name of director	Exercisable Period	Exercisable Price	Number of Outstanding Share Options
Mr. Hon Ming Kong	2nd February, 2001 to 1st February, 2011	HK\$0.33	10,000,000

Save as disclosed above, as at 30th September, 2001, none of the directors and chief executives had any interests in the securities of the Company and its associated corporations (within the meaning of the SDI Ordinance), and none of the directors and chief executives or their respective 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 six months ended 30th September, 2001.

Substantial Shareholders' Interests

As at 30th September, 2001, the register of the substantial shareholders maintained by the Company under Section 16(1) of the SDI Ordinance showed that the following shareholder was interested approximately 10% or more of the issued share capital of the Company:

Name of shareholder	Number of shares held	Percentage of issued share capital %
Sincere Bonus Investment Ltd.	223,440,242	19.053

Save as disclosed above, the Company has not been notified of any other interests representing approximately 10% or more of the Company's issued share capital as at 30th September, 2001.

CORPORATE GOVERNANCE

None of the directors is aware of any information that would reasonably indicate that the Company is not, or was not during 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 of Hong Kong Limited.

AUDIT COMMITTEE

The Audit Committee has reviewed with management the accounting principles and practices adopted by the Group and discussed auditing, internal control and financial reporting matters including the review of the unaudited interim report for the six months ended 30th September, 2001.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

During the period, there was no purchase, sale or redemption by the Company, or any of its subsidiaries of the listed securities of the Company.

APPRECIATION

On behalf of the Board, I would like to extend my sincere gratitude to our shareholders, customers, suppliers, bankers and professional advisors for their continued support. May I also thank my fellow directors and our staff for their dedication and contribution in the first half of the year.

By Order of the Board
Hon Ming Kong
Chairman

Hong Kong, 29th December, 2001