

WAH TAK FUNG HOLDINGS LIMITED**DIRECTORS' INTEREST IN SHARES**

At 30 September 2001, the interests of the directors and their associates in the share capital of the Company as recorded in the register maintained by the Company pursuant to Section 29 of the Hong Kong Securities (Disclosure of Interests) Ordinance (the "SDI Ordinance") were as follows:

(a) Interests in the ordinary shares of the Company

Name of directors	Notes	Number of shares held		
		Personal interests	Family interests	Corporate interests
Chu Yu Lin, David	(1)	776,297	206,025,668	152,000,000
Chu Ho Miu Hing	(2)	206,025,668	152,776,297	–

Notes:

- (1) 152,000,000 shares are held by Quizzical Holdings Limited, a company which is 50% owned by Hunter Valley Group Limited. Hunter Valley Group Limited is 100% owned by Manta Corporation, a corporation holds such shares as trustee on trust for the Manta Trust, a discretionary trust and the eligible beneficiaries of which include Mr. Chu Yu Lin, David and his present children. The family interests of 206,025,668 shares represent the interests of Mrs. Chu Ho Miu Hing, the wife of Mr. Chu Yu Lin, David.
- (2) The family interests of 152,776,297 shares represent the personal interests and corporate interests of Mr. Chu Yu Lin, David, the husband of Mrs. Chu Ho Miu Hing.

(b) Interests in the non-voting deferred shares of the Company

The personal beneficial interests of the directors in the non-voting deferred shares of the Company's subsidiaries as at 30 September 2001 were as follows:

Name of subsidiary	Name of director	Number of non-voting deferred shares
Calorie Limited	Chu Yu Lin, David	20

Save as disclosed above and other than the nominee shares in subsidiaries held by a director in trust for the subsidiaries, at 30 September 2001, none of the directors and their associates had any interests in any securities of the Company or any of its subsidiaries or associated corporations as defined in the SDI Ordinance.

(c) Rights to acquire shares

A share option scheme was adopted on 11 September 1996, under which the directors may at their discretion, grant options to eligible employees, including executive directors of the Company or any of its subsidiaries to subscribe for shares in the Company.

As at 30 September 2001, the following directors had personal interests in options to subscribe for shares of the Company granted under the share option scheme:

Name of directors	Date of grant	Exercisable period	Exercise price (HK\$)	Number of shares issuable under the share options
Chu Yu Lin, David	20.10.1999	28.04.2000 to 27.04.2003	0.17	20,000,000
	01.02.2000	28.08.2000 to 27.08.2003	0.228	3,000,000
	02.03.2001	15.09.2001 to 14.09.2004	0.1	11,000,000
	16.05.2001	18.11.2001 to 17.11.2004	0.1	7,600,000
	01.08.2001	01.02.2002 to 31.01.2005	0.255	5,800,000
Chan King Hung	20.10.1999	28.04.2000 to 27.04.2003	0.17	20,000,000
	01.02.2000	28.08.2000 to 27.08.2003	0.228	3,000,000
	02.03.2001	15.09.2001 to 14.09.2004	0.1	11,000,000
	16.05.2001	18.11.2001 to 17.11.2004	0.1	7,600,000
	01.08.2001	01.02.2002 to 31.01.2005	0.255	5,800,000
Chu Ho Miu Hing	20.10.1999	28.04.2000 to 27.04.2003	0.17	20,000,000
	01.02.2000	28.08.2000 to 27.08.2003	0.228	3,000,000
	02.03.2001	15.09.2001 to 14.09.2004	0.1	14,000,000
	01.08.2001	01.02.2002 to 31.01.2005	0.255	5,800,000

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Name of directors	Date of grant	Exercisable period	Exercise price (HK\$)	Number of shares issuable under the share options
Chan Fook Lai	01.02.2000	28.08.2000 to 27.08.2003	0.228	1,100,000
	02.03.2001	15.09.2001 to 14.09.2004	0.1	11,000,000
	01.08.2001	01.02.2002 to 31.01.2005	0.255	5,800,000
Lu Xin	16.05.2001	18.11.2001 to 17.11.2004	0.1	15,800,000
	01.08.2001	01.02.2002 to 31.01.2005	0.255	5,800,000

Save as disclosed above, at no time during the period was the Company, or any of its subsidiaries a party to any arrangement, to enable the directors of the Company to acquire benefits by means of its acquisition of shares in, or debentures of, the Company or any other body corporate. In addition, none of the directors or their spouses or children under the age of 18 had any right to subscribe for the shares of the Company or had exercised any right during the period.