

DIRECTORS' INTEREST

- (a) As at 30th September, 2001, the interests of the directors in the shares of the Company recorded in the register maintained by the Company pursuant to Section 29 of the Securities (Disclosure of Interests) Ordinance ("SDI Ordinance") were as follows:

| Name of Director | Number of Ordinary Shares of HK\$0.50 each | | | |
|------------------------|---|---------------------|------------------------|--------------------|
| | Personal interests | Family interests | Corporate interests | Other interests |
| Chan Sui Kau | 4,216,464 | 2,666,236 | 3,740,820 | (i) |
| Chan Wing Fui, Peter | 324,068 | 56,000 | – | (i) & (ii) |
| Chan Wing Kee | 1,174,416 | 138,904 | – | (i) & (ii) & (iii) |
| Chan Wing To | 1,956,036 | – | – | (i) & (ii) & (iii) |
| Chan Wing Sun, Samuel | 7,496 | – | – | (i) & (ii) |
| Yeung Wing Tak | 1,446,200 | – | 265,364 | – |
| Chan Wing Chak, David | 21,792 | – | 1,520,000 | (i) & (iii) |
| Chan Suk Ling, Shirley | 1,152,544 | 16,000 | – | (i) |
| Chan Suk Man | 1,023,420 | 32,208 | – | (i) & (iii) |
| Takashi Inoue | – | – | – | – |
| Leung Hok Lim | – | – | – | – |
| Wong Lam | – | – | – | – |

- (i) (a) An aggregate of 19,827,808 shares of the Company were held under various trusts and companies established for the benefit of members of the Chan family including Messrs Chan Sui Kau, Chan Wing Fui Peter, Chan Wing Kee, Chan Wing To, Chan Wing Sun Samuel and Chan Wing Chak David, Madam Chan Suk Ling Shirley and Madam Chan Suk Man.
- (b) 34,595,908 shares of the Company were held by Joycome Limited, which is beneficially owned by certain directors of the Company, namely, Messrs Chan Wing Fui Peter, Chan Wing Kee, Chan Wing To and Chan Wing Sun Samuel and Madam Chan Suk Ling Shirley (collectively the "Chan Directors") and three companies established for the benefit of certain members of the Chan family, including the Chan Directors and their respective associates.
- (ii) 1,574,480 shares of the Company were held by Hearty Development Limited which is beneficially owned by Messrs Chan Wing Fui Peter, Chan Wing Kee, Chan Wing To and Chan Wing Sun Samuel.
- (iii) 1,589,000 shares of the Company were held by Super Team International Limited which is beneficially owned by Messrs Chan Wing Kee, Chan Wing To, Chan Wing Chak David, Madam Chan Suk Man and certain members of the Chan family.

- (b) Pursuant to an ordinary resolution passed on 13th May, 1994, the directors authorised the grant of options at nominal consideration for an aggregate of 14,065,000 shares of HK\$0.50 each of the Company under the Company's share option scheme to certain directors and employees of the Group, at a price of HK\$2 per share. The options are exercisable in the period from 1st October, 1994 to 31st December, 2001. No option has been exercised during the period.

The share options granted to the Directors of the Company outstanding as at 30th September, 2001 are as follows:

| | Number of shares to be issued upon the exercise of share options |
|------------------------|---|
| Chan Sui Kau | 1,800,000 |
| Chan Wing Fui, Peter | 1,450,000 |
| Chan Wing Kee | 1,800,000 |
| Chan Wing To | 1,650,000 |
| Chan Wing Sun, Samuel | 1,100,000 |
| Chan Wing Chak, David | 50,000 |
| Chan Suk Ling, Shirley | 1,100,000 |
| Chan Suk Man | 1,300,000 |

- (c) Save as disclosed herein, none of the directors has or has had any interest, either directly or indirectly, in the equity or debt securities of the Company and its associated corporations which requires notification to the Company and the Stock Exchange pursuant to section 28 of the SDI Ordinance (including interests which they are deemed or taken to have under section 31 or Part I of the Schedule of the SDI Ordinance) or which requires, pursuant to section 29 of the SDI Ordinance, to be entered in the register referred to therein or which would be required to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of the Listed Companies.

SUBSTANTIAL SHAREHOLDERS

As at 30th September, 2001, no person and corporation (other than the directors or chief executive of the Company) was, so far as is known to the directors, directly or indirectly, interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances as general meetings of the Group and any options in respect of such capital.