

DISCLOSURE OF ADDITIONAL INFORMATION

Directors' Interests in Share Capital

At 31 December 2001, the interests of the directors in the share capital of the Company or its associated corporations, as recorded in the register maintained by the Company pursuant to Section 29 of the Securities (Disclosure of Interests) Ordinance (the "SDI Ordinance"), were as follows:

Name	<i>Note</i>	Nature of interest	Number of shares held
Mr. Wang Dan Hui	1	Corporate	314,200,000
Mr. Wu Chieho Joseph	2	Corporate	63,000,000
Mr. Wang Hailou	3	Corporate	40,000,000
Mr. Ng Ming Wah	4 & 5	Corporate	41,000,000

Notes:

1. These shares are owned by Noble Resources Investments Limited, a company incorporated in the British Virgin Islands (the "BVI"). The entire share capital of Noble Resources Investments Limited is beneficially owned by Mr. Wang Dan Hui.
2. These shares are owned by Success Faith International Limited, a company incorporated in the BVI. The entire share capital of Success Faith International Limited is beneficially owned by Mr. Wu Chieho Joseph.
3. These shares are owned by Clever China Management Limited, a company incorporated in the BVI. The entire share capital of Clever China Management Limited is beneficially owned by Mr. Wang Hailou.

4. These shares are owned by Business Market Limited, a company incorporated in the BVI. The entire share capital of Business Market Limited is beneficially owned by Mr. Ng Ming Wah.
5. Mr. Ng Ming Wah resigned as an executive director with effect from 8 January 2002.

Save as disclosed above, none of the directors or their associates had any interest in the issued share capital of the Company or any of its associated corporations, as defined in the SDI Ordinance.

Directors' Right to Acquire Shares or Debentures

Under the terms of the Company's share option scheme (the "SO Scheme") adopted by the Company on 8 April 2001, the Directors of the Company may, at their discretion, grant options to employees, including executive directors of the Company or any of its subsidiaries to subscribe for the shares in the Company. The SO Scheme became effective upon the listing of the Company's shares on the Stock Exchange on 2 May 2001. On 8 August 2001, the Company granted a total of 80,000,000 share options to certain employees of the Group which entitle them to subscribe for the Company's ordinary shares of HK\$0.01 each at any time between 20 August 2001 and 19 August 2004 inclusive, at a price of HK\$0.2344 per share.

At no time during the period ended 31 December 2001 was the Company or any of its subsidiaries a party to any arrangement to enable the Company's directors, their respective spouse, or children under 18 years of age, to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

Issue of Shares

At 10 October 2001, the Company issued a total of 60,000,000 ordinary shares of HK\$0.01 each at HK\$0.36 to independent third parties.

On the same date, the employees of the Group exercised 13,000,000 share options granted to them under the SO Scheme.

Details of movement of share capital are set out in note 10 to the Interim Financial Statements.

Substantial Shareholders

At 31 December 2001, the following interests of 10% or more of the issued share capital of the Company were recorded in the register of interests in share required to be kept by the Company pursuant to Section 16(1) of SDI Ordinance:

Name	Number of shares held	Percentage of holding
Noble Resources Investments Limited Note	314,200,000	35.99%

Note: These interests have also been disclosed as "Corporate Interests" of Mr. Wang Dan Hui in the section headed "Directors' Interests in Shares Capital" above, where details of Noble Resources Investments Limited is given.

Save as disclosed above, no person, other than the directors of the Company, whose interests are set out above, had registered an interest in the share capital of the Company that was required to be recorded under Section 16(1) of the SDI Ordinance.

Purchase, Redemption or Sale of Listed Securities of the Company

The Company's shares were listed on the Main Board of the Stock Exchange on 2 May 2001. Neither the Company, nor any of its subsidiaries purchased, redeemed or sold any of the Company's listed securities since that date.

Pre-emptive Rights

There are no provisions for pre-emptive rights under the Company's articles of association or the law of the Cayman Islands, being the jurisdiction in which the Company is incorporated, which would oblige the Company to offer new shares on a pro rata basis to existing shareholders.

AUDIT COMMITTEE

The Company has established an Audit Committee on 8 April 2001 with written terms of reference in compliance with the Code of Best Practice (the "Code") as set out in Appendix 14 of the Listing Rules. The primary duties of the Audit Committee are to review and supervise the financial reporting process and internal control system of the Group. This unaudited interim report for the Period has been reviewed by the Audit Committee.

COMPLIANCE WITH THE CODE OF BEST PRACTICE

In the opinion of the Directors, the Company has complied with the Code since the listing of the shares of the Company on the Stock Exchange on 2 May 2001.

APPRECIATION

On behalf of the Board, I would like to extend our gratitude and sincere appreciation to all management and staff members for their hardworking and dedication, the continuing support of our business partners, the financial creditors and the Company's shareholders.

By Order of the Board

Wang Dan Hui

Chairman and Executive Director

Hong Kong, 22 March 2002