

## DIRECTORS' INTERESTS IN SHARES

As at 30 June 2002, the interests of the directors and their associates in the share capital of the Company or its associated corporations within the meaning of the Securities (Disclosure of Interests) Ordinance (the "SDI Ordinance"), as recorded in the register maintained by the Company pursuant to Section 29 of the SDI Ordinance, were as follows:

Directors	Number of shares held and nature of interest		
	Personal	Family (Note 1)	Corporate (Note 2)
Mr. Andree Halim	–	–	102,300,000
Mr. Lin Chun Kuei	35,873,200	–	–
Mr. Lin Chun Fu	33,690,800	–	–
Dr. Gunter M. Denk	16,760,000	4,364,800	–
Mr. He Jing Guang	8,013,720	–	–

*Note 1:* 1,091,200 shares and 3,273,600 shares are held by Ms. Angelika Denk and Miss Corinna Denk, spouse and daughter under 18 years of age, respectively of Dr. Gunter M. Denk.

*Note 2:* The 102,300,000 shares are owned by KMP Atlantic Limited, 90% of the issued capital of which is owned by KMP Equities Holding Ltd.. The issued share capital of KMP Equities Holding Ltd. is owned as to 50% by Mr. Andree Halim. Mr. Andree Halim is therefore deemed to be interested in the 102,300,000 shares owned by the aforesaid company.

In addition to the above, certain directors hold shares in certain subsidiaries, in a non-beneficial capacity, solely for the purpose of complying with minimum company membership requirements.

Save as disclosed above, none of the directors or their associates had any personal, family, corporate or other beneficial interest in the equity or debt securities of the Company or any of its associated corporations as at 30 June 2002, as recorded in the register required to be kept pursuant to Section 29 of the SDI Ordinance or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited pursuant to the Model Code for Securities Transactions by Directors of Listed Companies.

## **DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBT SECURITIES**

Apart from as disclosed under the headings "Directors' interests in shares" above and "share option scheme" below, at no time during the six months ended 30 June 2002 were rights to acquire benefits by means of the acquisition of shares in or debt securities of the Company granted to any director or chief executive or their respective spouse or children under 18 years of age, or were any such rights exercised by them; or was the Company or any of its subsidiaries a party to any arrangement to enable the directors to acquire such rights in any other body corporate.

## **SHARE OPTION SCHEME**

At the annual general meeting of the Company held on 18 June 2002, a resolution relating to the termination of the share option scheme adopted by the Company on 20 December 1997 (the "Old Scheme") and the adoption of a new share option scheme (the "New Scheme") was passed by the shareholders of the Company. The New Scheme complies with the requirements of the new rules of Chapter 17 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Ltd. (the "Listing Rules").

As at 1 January 2002, there was no outstanding share options granted under the Old Scheme. During the six months ended 30 June 2002, no options had been granted by the Company under the New Scheme since its adoption.