

其他資料

Other Information

董事之證券權益

於二零零二年六月三十日，下列董事在根據本公司授出之購股權中擁有個人權益：

Directors' interest in securities

As at 30th June 2002, the following Directors had personal interests in respect of options granted by the Company:

		授出日期 Date of grant	行使價 Exercise price 港幣元 HK\$	行使期間 Exercisable period	於 二零零二年 一月一日 尚未行使之 購股權數目 Number of options outstanding as at 1/1/2002	於期內 授出之 購股權數目 Number of options granted during the period	已於 期內行使之 購股權數目 Number of options exercised during the period	於 二零零二年 六月三十日 尚未行使之 購股權數目 Number of options outstanding as at 30/6/2002	與已授出 購股權有關 之本公司 股份價格 Price of Company's shares for options granted
寧高寧	Ning Gao Ning, Frank	27/06/1997	4.592	27/06/1997 to 27/05/2007	2,500,000	—	—	2,500,000	—
		20/07/2000	0.99	20/07/2000 to 27/05/2007	2,500,000	—	—	2,500,000	—
王印	Wang Yin	01/03/2002	1.61	05/03/2002 to 04/03/2012	—	2,400,000	—	2,400,000	1.58
				01/01/2003 to 04/03/2012	—	2,400,000	—	2,400,000	1.58
閻颺	Yan Biao	27/06/1997	4.592	27/06/1997 to 27/05/2007	2,300,000	—	—	2,300,000	—
		20/07/2000	0.99	20/07/2000 to 27/05/2007	2,400,000	—	—	2,400,000	—
姜智宏	Keung Chi Wang, Ralph	27/06/1997	4.592	27/06/1997 to 27/05/2007	2,000,000	—	—	2,000,000	—
		20/07/2000	0.99	20/07/2000 to 27/05/2007	1,300,000	—	—	1,300,000	—
鍾義	Zhong Yi	20/07/2000	0.99	20/07/2000 to 27/05/2007	2,000,000	—	—	2,000,000	—
郭鈞	Guo Jun	20/07/2000	0.99	20/07/2000 to 27/05/2007	2,000,000	—	—	2,000,000	—
任志強	Ren Zhi Qiang	27/06/1997	4.592	27/06/1997 to 27/05/2007	2,400,000	—	—	2,400,000	—
		20/07/2000	0.99	20/07/2000 to 27/05/2007	1,400,000	—	—	1,400,000	—

1. 已授出購股權所披露之本公司股份價格，為緊接購股權授出前股份在聯交所報收市價。

1. The price of the Company's shares disclosed as for options granted is the closing price of the shares listed on the Stock Exchange immediately before the date of grant.

其他資料

Other Information

董事之證券權益 (續)

除上述所披露者外，本公司或其附屬公司於期內並無訂立任何安排，致使董事或彼等之配偶或18歲以下之子女，藉收購本公司或任何其他法人團體之股份或債券而獲益。

購股權計劃

以下是本集團僱員獲授之購股權之概要。在一般情況下，獲授之購股權可於接納之日起，每年行使購股權相關股份20%至33 $\frac{1}{3}$ %之購股權。

Directors' interest in securities (continued)

Saved as disclosed above, at no time during the period was the Company or its subsidiaries a party to any arrangement to enable the Directors or their spouses 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 body corporate.

Share Option Scheme

Summary of options granted to employees of the Group are set out below. Generally, between 20% and 33 $\frac{1}{3}$ % of shares to be issued under an option will be exercisable in each calendar year after the acceptance of a grant.

授出日期 Date of grant	行使價 Exercise price 港幣元 HK\$	於 二零零二年 一月一日 尚未行使之 購股權數目 Number of options outstanding as at 1/1/2002	於期內 授出之 購股權數目 Number of options granted during the period	已於 期內行使之 購股權數目 Number of options exercised during the period	於 二零零二年 六月三十日 尚未行使之 購股權數目 Number of options outstanding as at 30/6/2002	與已行使/ 授出購股權 有關之 本公司 股份價格 Price of Company's shares for options exercised/ granted
27/06/1997	4.592	28,400,000	—	—	28,400,000	—
20/07/2000	0.99	7,440,000	—	3,148,000	4,292,000	1.63
01/03/2002	1.61	—	7,400,000	—	7,400,000	1.58
04/03/2002	1.59	—	28,170,000	—	28,170,000	1.58

1. 向僱員授出的購股權於期內並無失效或註銷。
2. 為已行使/授出購股權披露之本公司股份價格為股份在聯交所所報收市價與所有已行使/授出購股權之加權平均收市價。

1. No options granted to employees were lapsed or cancelled during the period.
2. The price of the Company's share disclosed as for options exercised/granted is the weighted average of the closing prices quoted on the Stock Exchange over all exercises/grants of options.

其他資料

Other Information

購股權計劃 (續)

董事認為不適宜列出期內授出之購股權之價值。本公司之購股權計劃不允許購股權轉讓，因此可轉讓購股權之公認定價模式並不適用。

主要股東

截至二零零二年六月三十日，按照本公司根據證券(披露權益)條例第16(1)條保存之權益登記冊所記錄，申報擁有本公司已發行股本10%或以上權益之股東載列如下：

Share Option Scheme (continued)

The Directors do not consider it is appropriate to state the value of all share options granted during the period. The generally accepted pricing models value options that are transferable is not permitted under the share option scheme of the Company.

SUBSTANTIAL SHAREHOLDERS

As at 30 June 2002, the following declaration of interest by shareholders holding 10% or more of the issued capital of the Company has been recorded in the Register of Interests pursuant to Section 16(1) of the Securities (Disclosure of Interests) Ordinance:

股東名稱	Name of shareholders	所持股份數目 No. of shares held
Finetex International Limited (「Finetex」)	Finetex International Limited (“Finetex”)	661,500,000
華潤(集團)有限公司 (「華潤集團」)(附註a)	China Resources (Holdings) Company Limited (“CRH”) (Note a)	733,112,000
中國華潤總公司 (「中國華潤」)(附註a)	China Resources National Corp. (“CRN”) (Note a)	733,112,000

附註a：中國華潤為華潤集團之控股公司，而華潤集團則為 Finetex 之唯一股東。因此，中國華潤與華潤集團兩者均被視為擁有華潤置地有限公司(「華潤置地」)661,500,000股股份之權益。此外，華潤集團由上年直接從市場上增購華潤置地71,612,000股股份，因此，中國華潤連同華潤集團合共擁有華潤置地733,112,000股股份之權益。

Note a: CRN is the holding company of CRH which is the sole shareholder of Finetex. Therefore both CRN and CRH are taken to be interested in 661,500,000 shares in China Resources Land Limited (“CRL”). Besides, CRH had acquired additional 71,612,000 shares of CRL directly in the open market from last year. Thus CRN and CRH are taken to be interested in aggregate 733,112,000 shares in CRL.

其他資料

Other Information

購買、出售或贖回上市證券

本年度內，本集團以每單位1.32868美元之價格購回總面值45,770,000美元之二零零四年到期年息2厘之可轉換股債券（該等債券於盧森堡證券交易所上市）。

除上述者外，本公司及其附屬公司於本年度內並無購買、出售或贖回本公司任何上市證券（不論於香港聯合交易所有限公司或其他證券交易所進行）。

最佳應用守則

除了非執行董事並無指定任期而需輪值告退之外，董事概無獲悉任何資料可合理顯示本公司現無或於期內並無遵守香港聯合交易所有限公司《證券上市規則》附錄十四之規定。

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

During the year, the Group has purchased a total nominal amount of US\$45,770,000 of the 2% Convertible Bonds due 2004 listed on the Luxembourg Stock Exchange at the prices of US\$1.32868 per unit.

Saved for the foregoing, neither the Company nor its subsidiaries purchased, sold or redeemed any of the Company's listed securities (whether on the Stock Exchange of Hong Kong Limited or otherwise) during the year.

CODE OF BEST PRACTICE

With the exception that non-executive directors have no set term of office but retire from office on a rotational basis, none of the directors is aware of any information that would reasonably indicate that the Company is not, or was not during the period in compliance with the Appendix 14 to the Rules governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.