



DIRECTORS' RIGHTS TO ACQUIRE SHARES

At no time during the period was the Company or its holding company or any of its subsidiaries a party to any arrangements to enable the directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other corporate and none of the directors, their spouses or children under the age of 18, had any rights to subscribe for securities of the Company, or had exercised any such rights.

A share scheme was adopted by the Company on 23 October 2001, under which the directors of the Company may be granted options to subscribe for shares in the Company. No option was granted to any of the directors of the Company or its subsidiaries during the period.

SUBSTANTIAL SHAREHOLDERS

At 30 September 2002, the following interests of 10% or more of the share capital of the Company were recorded in the register of interests in shares required to be kept by the Company pursuant to Section 16(1) of the SDI Ordinance:

<u>Name</u>	<u>Number of shares held</u>	<u>Percentage of holding</u>
Matrix World Group Limited	205,252,200	47.20%
Light Emotion Limited (note 1)	4,000,000	0.92%
Star Global International Limited	68,417,400	15.73%
Newcourt Trustees Limited (note 2)	277,669,600	63.85%

Notes:

1. Matrix World Group Limited owns 100% of Light Emotion Limited.
2. New Court Trustees owns 100% of Matrix World Group Limited and Star Global International Limited and is accordingly deemed by the SDI Ordinance to be interested in the shares of the Company beneficially owned by Matrix World Group Limited, Star Global International Limited and Light Emotion Limited.

The shareholdings are duplicated in the directors' interests in shares disclosed above.

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

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

During the six months ended 30 September 2002, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities.

AUDIT COMMITTEE

The audit committee has reviewed with management the accounting policies adopted by the Group and discussed auditing, internal control, and financial reporting matters, including the review of interim financial statements which have not been audited.

CODE OF BEST PRACTICE

None of the directors of the Company is aware of any information that would reasonably indicate that the Company is not, or was not for any part of the six months ended 30 September 2002, in compliance with the Code of Best Practice as set out in Appendix 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

On behalf of the Board
Chan Chung Yee Hubert
Chairman

Hong Kong, 17 December 2002