

# CAFÉ DE CORAL HOLDINGS LIMITED

(Incorporated in Bermuda with Limited Liability)

## 大家樂集團有限公司

### SHARE OPTION SCHEMES

Pursuant to a share option scheme adopted by the Company on 30th January, 1991 (the "Previous Scheme"), the Company has granted certain options to executives and employees of the Group including executive directors employed by the Group to subscribe for ordinary shares in the Company subject to the terms and conditions stipulated therein. The Previous Scheme was terminated upon the passing of a shareholders' resolution for adoption of a new share option scheme on 19th September, 2000 (the "Scheme"). Accordingly, no further options can be granted under the Previous Scheme. However, for the outstanding options previously granted and yet to be exercised under the Previous Scheme, the existing rights of the grantees are not affected.

Pursuant to the Scheme, the Company may grant options to executive directors and employees of the Group to subscribe for ordinary shares in the Company subject to the terms and conditions stipulated therein. No options have been granted under the Scheme since its adoption.

Details of the movements of share options granted under the Previous Scheme are as follows:

Type of grantees	Options held at 1st April, 2002	Options exercised during the period	Options lapsed on expiry	Options cancelled as a result of termination of employment	Options outstanding at 30th September, 2002
<b>Executive directors</b>					
Mr. Chan Yue Kwong, Michael (i)	1,500,000	-	-	-	1,500,000
Mr. Lo Hoi Kwong, Sunny (i)	1,500,000	-	-	-	1,500,000
Ms. Lo Pik Ling, Anita (i)	400,000	-	-	-	400,000
Mr. Lo Tak Shing, Peter (i)	350,000	-	-	-	350,000
<b>Continuous contract employees</b>					
(i)	20,650,000	-	-	(300,000)	20,350,000
(ii)	100,000	(100,000) (iii)	-	-	-
	<u>24,500,000</u>	<u>(100,000)</u>	<u>-</u>	<u>(300,000)</u>	<u>24,100,000</u>

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## SHARE OPTION SCHEMES (CONT'D)

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Notes:

- (i) The share options were granted on 4th November, 1999 and are exercisable at HK\$2.950 per share during the period from 1st April, 2003 to 31st March, 2013.
- (ii) The share options were granted on 1st November, 1994 and were exercised at HK\$2.232 per share during the current interim period.
- (iii) The weighted average closing price of the Company's shares immediately before the dates on which the share options were exercised during the period was HK\$6.100.

Save as disclosed above, no share options were granted, exercised, lapsed or cancelled during the period.

## COMPLIANCE WITH THE CODE OF BEST PRACTICE OF THE LISTING RULES

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None of the directors of the Company is aware of any information which would indicate that the Group is not, or was not, in compliance with the Code of Best Practice as set out in Appendix 14 to the Listing Rules of The Stock Exchange of Hong Kong Limited at any time during the six months ended 30th September, 2002.

## AUDIT COMMITTEE

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The Company has established an audit committee consisting of the two independent non-executive directors of the Company with written terms of reference which deal clearly with its authority and duties. Amongst the committee's principal duties is to review and supervise the Company's financial reporting process and internal controls.

By order of the Board  
**Chan Yue Kwong, Michael**  
*Chairman*

Hong Kong, 16th December, 2002