

• **PURCHASE, SALE OR REDEMPTION OF SECURITIES**

During the six months ended 31 December 2002, neither the Company, nor any of its subsidiaries purchased, sold or redeemed any of the Company’s securities.

• **AUDIT COMMITTEE**

The Audit Committee of the Company presently comprises two independent non-executive directors of the Company, namely Ms. Hu Ling Po and Mr. Yu Er Feng. The Audit Committee has reviewed this unaudited interim report for the six months ended 31 December 2002 and discussed with the Board on the internal control and financial reporting matters.

• **DIRECTORS’ INTERESTS IN SHARE CAPITAL AND WARRANTS**

As at 31 December 2002, the interests of the directors and their associates in the securities of the Company as recorded in the register (the “Register”) that was maintained by the Company pursuant to Section 29 of the Securities (Disclosure of interests) Ordinance (the “SDI Ordinance”) were as set out below:

Name	Type of interest	Number of shares of the Company interested	Number of warrants of the Company interested
Mr. Cai Chong Zhen	Other (Note)	255,800,000	49,960,000
Mr. Chen Ching Ken	Other (Note)	255,800,000	49,960,000

*Note:* These shares and warrants are held by Great Wall Investment Group Limited as the trustee of The Great Wall Unit Trust, a unit trust of which all of the units in issue are owned by Ansbacher (BVI) Limited in its capacity as the trustee of The C&C Trust, a discretionary family trust of which the objects include Mr. Cai Chong Zhen and his spouse and the family member of Mr. Chen Ching Ken.

## • DIRECTORS' INTERESTS IN SHARE CAPITAL AND WARRANTS *(Continued)*

In addition, Mr. Cai Cong Yi is holding a share in a subsidiary of the Company, in a non-beneficial capacity which is solely for the purpose of complying with minimum company membership requirements.

Save as disclosed above, none of the directors, chief executives or their associates, had any personal, family, corporate or other interests in the securities of the Company or any of its associated corporations (as defined in the SDI Ordinance) which was recorded in the Register or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Companies.

## • SUBSTANTIAL SHAREHOLDERS

As at 31 December 2002, the parties who were interested in 10% or more of the issued share capital of the Company according to the Register required to be kept by the Company pursuant to Section 16(1) of the SDI Ordinance were as follows:

Name	Number of shares	Percentage of holding
Great Wall Investment Group Limited	255,800,000 <i>(Note)</i>	50.26%
Ansbacher (BVI) Limited	255,800,000 <i>(Note)</i>	50.26%

*Note:* These shares are held by Great Wall Investment Group Limited as the trustee of The Great Wall Unit Trust, a unit trust of which all of the units in issue are owned by Ansbacher (BVI) Limited in its capacity as the trustee of The C&C Trust, a discretionary family trust of which the objects include Mr. Cai Chong Zhen and his spouse and the family member of Mr. Chen Ching Ken. The interests of Great Wall Investment Group Limited and Ansbacher (BVI) Limited in the 255,800,000 shares in the Company, therefore, duplicate each other.

These interests have also been disclosed as "other interest" of Mr. Cai Chong Zhen and Mr. Chen Ching Ken in the section headed "Directors' interests in share capital and warrants" above.