

DISCLOSURE OF ADDITIONAL INFORMATION

Directors' interests in shares

At 31 December 2002, the interests of the Directors in the issued share capital of the Company or its associated corporation as recorded in the register maintained by the Company pursuant to Section 29 of the Securities (Disclosure of Interests) Ordinance (the "SDI Ordinance"), were as follows:

Ordinary shares of the Company

Name of Director	Number of ordinary shares held and nature of interest	
	Personal	Corporate
Mr. Ng Leung Ho	17,100,000	960,000,000*

Note: * These shares are owned by Golden Prince Group Limited, a company incorporated in the British Virgin Islands. The entire issued share capital of Golden Prince Group Limited is beneficially owned by Mr. Ng Leung Ho.

Save as disclosed above, none of the Directors, chief executive or their associates had any personal, family, corporate or other interests in the equity securities of the Company or any of its associated corporations as defined in the SDI Ordinance.

Directors' rights to acquire shares

Apart from as disclosed under the sections "Directors' interests in shares" above and "Share option scheme" below, at no time during the Period were rights to acquire benefits by means of the acquisition of shares in or debentures of the Company granted to any Directors 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

On 23 August 2001, The Stock Exchange of Hong Kong Limited (the "Stock Exchange") has announced amendments to Chapter 17 of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules") in respect of share option schemes, which has come into effect on 1 September 2001. In compliance with the amendments to the Listing Rules and the announcement of the Stock Exchange, the Company had terminated the share option scheme adopted on 25 October 1998 (the "Old Share Option Scheme") and adopted a new share option scheme on 23 November 2001 (the "New Share Option Scheme").

Pursuant to the amendments to the Listing Rules, no further options will be granted under the Old Share Option Scheme but in other respects, the provisions of the Old Share Option Scheme remain in force and all options granted prior to 1 September 2001 continue to be valid and exercisable in accordance therewith. At the date of this report, no share options have been offered and/or granted to any participants under the New Share Option Scheme.

The following share options were outstanding under the Old Share Option Scheme during the Period:

Name or category of participant	At 1 July 2002	<u>Number of share options</u>			At 31 December 2002	Date of grant of share options*	Exercise period of share options	<u>Price of Company's shares***</u>		
		Granted/ cancelled/ during the Period	Exercised during the Period					Exercise price of share options**	At grant date of options	At exercise date of options
							HK\$	HK\$	HK\$	
Directors										
Ng Leung Ho	7,200,000	-	-	7,200,000	1/2/99	1/5/99 to 24/10/08	0.086	0.33	-	
Other employees										
In aggregate	21,000,000	-	(21,000,000)	-	1/11/00	1/11/00 to 24/10/08	0.137	0.56	0.365	
	1,530,000	-	(1,530,000)	-	21/5/01	21/5/01 to 24/10/08	0.160	0.66	0.550	
	<u>29,730,000</u>	<u>-</u>	<u>(22,530,000)</u>	<u>7,200,000</u>						

* The vesting period of the share options is from the date of the grant until the commencement of the exercise period.

** The exercise price of the share options is subject to adjustment in the case of rights or bonus issues, or other similar changes in the Company's share capital.

*** The price of the Company's shares disclosed as at the date of the grant of the share options is the Stock Exchange closing price on the trading day immediately prior to the date of the grant of the share options. The price of the Company's shares disclosed as at the date of the exercise of the share options is the weighted average of the Stock Exchange closing prices over all of the actual exercises of share options within the disclosure category.

Substantial shareholders

At 31 December 2002, the following interests of 10% or more of the issued 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.

Name	Number of shares held	Percentage of holding
Golden Prince Group Limited	960,000,000	40.47%

Note: The shareholding is duplicated in the "Directors' interests in shares" section disclosed above.

Save as disclosed above, no person, other than the Directors of the Company, whose interests are set out above, had registered an interest of 10% or more 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

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the Period.

Audit committee

The Company has an Audit Committee which was established in accordance with the requirements of the Code of Best Practice as set out in Appendix 14 of the Listing Rules of the Stock Exchange (the "Code"), for the purpose of reviewing and providing supervision over the Group's financial reporting process and internal controls. This interim report has been reviewed by the Audit Committee, but has not been audited by the auditors of the Company.

Code of best practice

In the opinion of the Directors of the Company, the Company complied with the Code throughout the Period.

On behalf of the Board
Ng Leung Ho
Chairman

Hong Kong, 25 March 2003