

於本公司之權益

蔣麗苑女士以個人權益擁有本公司1,000,000股普通股股份。

各董事及行政總裁於本公司購股權之權益另於財務報表附註27披露。

於相聯法團之權益

震雄投資有限公司（「震雄投資」）

董事姓名 Name of director

蔣震
Chen CHIANG

蔣麗芸
Ann Lai Wan CHIANG

蔣麗苑
Lai Yuen CHIANG

INTERESTS IN THE COMPANY

Ms. Lai Yuen CHIANG is personally interested in 1,000,000 ordinary shares of the Company.

The interests of the directors and chief executive in the share options of the Company are separately disclosed in note 27 to the financial statements.

INTERESTS IN ASSOCIATED CORPORATION

Chen Hsong Investments Limited ("CH Investments")

權益性質 Nature of interest	持有普通股股份數目 Number of ordinary shares held
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其他權益 Other interest	7,823,700*
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個人 Personal	1,217,000
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個人 Personal	1,216,000
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* Cititrust (Bahamas) Limited ("Cititrust Bahamas") 以蔣氏家族基金之信託人身份持有7,823,700股震雄投資股份，蔣氏家族基金乃蔣震博士為其家族之利益而設之全權信託。

於二零零三年三月三十一日，震雄投資持有本公司410,001,620股普通股，約佔本公司已發行股本67.11%。

除上述所披露外，於二零零三年三月三十一日本公司各董事及行政總裁或其聯繫人士並無在本公司或其任何相聯法團之股本或債券中擁有需記錄於根據披露權益條例第29條而編製之登記冊內之個人、家族、公司或其他權益。

董事收購股份或債券之權利

除於財務報表附註27的購股權計劃所披露外，於年內任何時候概無授予董事、行政總

* Cititrust (Bahamas) Limited ("Cititrust Bahamas"), in its capacity as the trustee of The Chiangs' Family Foundation, owns 7,823,700 shares of CH Investments. The Chiangs' Family Foundation is a discretionary trust established by Dr. Chen CHIANG for the benefit of his family.

At 31 March 2003, CH Investments held 410,001,620 ordinary shares of the Company, which represented approximately 67.11% of the issued share capital of the Company.

Save as disclosed above, at 31 March 2003, none of the directors and chief executive of the Company or their associates had any personal, family, corporate or other interests in the equity or debt securities of the Company or any of its associated corporations, as recorded in the register maintained by the Company under section 29 of the SDI Ordinance.

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed in the share option scheme disclosures in note 27 to the financial statements, at no time during the year were rights to acquire benefits by means of

裁或彼等各自之配偶或未滿十八歲子女權利可透過收購本公司之股份或債券而取得利益；而彼等亦無行使任何上述權利；本公司、其任何控股公司、附屬公司或同集團附屬公司亦無參與訂立任何安排致使本公司董事或行政總裁可於任何其他法人團體取得上述之權利。

購股權計劃

由於年內採納會計實務準則第34號「僱員福利」，故關於本公司購股權計劃之披露事宜已於財務報表附註27載列。

有關於年內授予本集團若干董事及僱員之購股權的詳情已載列於財務報表附註27，董事局認為披露授出之購股權之理論值並不適當，原因是本公司普通股之購股權並無現有之市場價，董事局未能就該等購股權之價值作出評估。

主要股東權益

於二零零三年三月三十一日，本公司依據披露權益條例第十六（一）條之規定而登記於有關權益名冊內擁有本公司已發行股本10%或以上權益之股東只有震雄投資及Cititrust (Bahamas)，兩者皆擁有本公司同一批410,001,620股普通股（約佔本公司已發行股本67.11%）及1,800,000股本公司購股權之權益。震雄投資亦擁有本公司全部附屬公司之無投票權遞延股份（如有）之權益。

Cititrust (Bahamas)共持有約84.42%震雄投資之已發行股本，其中約74.42%以蔣氏工業基金之信託人身份持有，10%則以蔣氏家族基金之信託人身份持有。

除上述披露外，於二零零三年三月三十一日，本公司並無被通知有任何股東直接或間接擁有本公司已發行股份10%或以上之任何其他權益。

the acquisition of shares in or debentures of the Company granted to any director, chief executive or their respective spouse or children under 18 years of age, or were any rights exercised by them; or was the Company, or any of its holding companies, subsidiaries or fellow subsidiaries a party to any arrangement to enable the directors or chief executive of the Company to acquire such rights in any other body corporate.

SHARE OPTION SCHEME

Due to the adoption of Statement of Standard Accounting Practice No. 34 "Employee benefits" during the year, the disclosures relating to the Company's share option scheme have been moved to note 27 to the financial statements.

Concerning the share options granted during the year to certain directors and employees of the Group as detailed in note 27 to the financial statements, the directors do not consider it appropriate to disclose a theoretical value of the share options granted, because in the absence of a readily available market value for the share options on the ordinary shares of the Company, the directors were unable to arrive at an assessment of the value of these share options.

SUBSTANTIAL SHAREHOLDERS' INTEREST

At 31 March 2003, the persons recorded in the register required to be maintained by the Company under Section 16(1) of the SDI Ordinance as having interests of 10% or more of the issued share capital of the Company were CH Investments and Cititrust Bahamas, which were both interested in the same parcel of 410,001,620 ordinary shares (representing approximately 67.11% of the issued share capital of the Company) and 1,800,000 share options of the Company. CH Investments is also interested in all of the non-voting deferred shares, if any, of the subsidiaries of the Company.

Cititrust Bahamas owns an aggregate of approximately 84.42% of the issued share capital of CH Investments, of which approximately 74.42% is in its capacity as the trustee of The Chiangs' Industrial Foundation and 10% is in its capacity as the trustee of The Chiangs' Family Foundation.

Save as disclosed above, at 31 March 2003, the Company has not been notified that there is any shareholder which is directly or indirectly interested in any other interest representing 10% or more in the issued share capital of the Company.