

# 其他資料

## Other Information

### 購股權計劃

本公司設立購股權計劃，旨在激勵員工，增強員工對公司的投入感和使命感，從而努力實踐本公司之目標。截止二零零三年六月三十日，尚未行使的購股權均根據本公司的兩項購股權計劃授出，即「新計劃」及「舊計劃」。根據新、舊計劃授出之購股權有效期均為授出之日起十年。

舊計劃已於二零零二年一月三十一日終止，同日採納新計劃。截止二零零三年六月三十日止六個月內，新、舊計劃條款並未改變。新、舊計劃的條款詳情已於二零零二年年報披露。

以下是根據新、舊計劃授出，但於二零零三年六月三十日尚未行使的購股權詳情：

### SHARE OPTION SCHEME

The Company operates share option schemes for the purpose of promoting additional commitment and dedication to the objectives of the Company by the employees. As at 30th June, 2003, share options which are outstanding have been granted under two share option schemes of the Company, namely the “New Scheme” and “Old Scheme”. Options granted under the New Scheme and the Old Scheme shall be valid and effective for a period of ten years commencing from the date of grant.

The Old Scheme was terminated on 31st January, 2002, on which date the New Scheme was adopted. There are no changes in any terms of the New Scheme and the Old Scheme during the six months ended 30th June, 2003. Detailed terms of the New Scheme and the Old Scheme were disclosed in the 2002 annual report.

Details of the share options outstanding as at 30th June, 2003 which have been granted under the New Scheme and the Old Scheme are as follows:

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### 購股權計劃 (續)

#### (甲) 董事

於二零零三年六月三十日，下列董事持有根據本公司之新、舊購股權計劃而可認購股份之購股權權益：

### SHARE OPTION SCHEME (continued)

#### (a) Directors

As at 30th June, 2003, the following directors had interests in respect of options to subscribe for shares under the New Scheme and the Old Scheme of the Company:

姓名	Name	身份 Capacity	授出日期 Date of grant	行使價格 Exercise Price 港幣元 HK\$	二零零三年	購股權數目 Number of share options				本公司股份價格 <sup>(1)</sup> Price of Company's shares <sup>(1)</sup>		權益概約 百分比 <sup>(2)</sup> Approximate percentage of interest <sup>(2)</sup>	
					一月一日 尚未行使之 購股權數目 Options outstanding at 1/1/2003	於本期間 授出 Granted during the period	於本期間 行使 Exercised during the period	於本期間 註銷 Cancelled during the period	於本期間 失效 Lapsed during the period	二零零三年 六月三十日 尚未行使 Outstanding at 30/6/2003	已授出 購股權 For options granted		已行使 購股權 For options exercised
寧高寧	Ning Gaoning	實益擁有人 Beneficial Owner	27/6/1997	4.592	2,500,000	—	—	—	—	2,500,000	—	—	0.166
			20/7/2000	0.99	2,500,000	—	—	—	—	2,500,000	—	—	0.166
王印	Wang Yin	實益擁有人 Beneficial Owner	1/3/2002	1.61	4,800,000	—	—	—	—	4,800,000	—	—	0.319
閻斌	Yan Biao	實益擁有人 Beneficial Owner	27/6/1997	4.592	2,300,000	—	—	—	—	2,300,000	—	—	0.153
			20/7/2000	0.99	2,400,000	—	—	—	—	2,400,000	—	—	0.160
姜智宏	Keung Chi Wang	實益擁有人 Beneficial Owner	27/6/1997	4.592	2,000,000	—	—	—	—	2,000,000	—	—	0.133
			20/7/2000	0.99	1,300,000	—	—	—	—	1,300,000	—	—	0.087
鍾義	Zhong Yi	實益擁有人 Beneficial Owner	20/7/2000	0.99	2,000,000	—	—	—	—	2,000,000	—	—	0.133
陳鷹	Chen Ying	實益擁有人 Beneficial Owner	4/3/2002	1.59	120,000	—	—	—	—	120,000	—	—	0.008
			15/4/2002	1.61	1,600,000	—	—	—	—	1,600,000	—	—	0.106
陳凱	Chen Kai	實益擁有人 Beneficial Owner	1/3/2002	1.61	1,200,000	—	—	—	—	1,200,000	—	—	0.080
唐勇	Tang Yong	實益擁有人 Beneficial Owner	1/3/2002	1.61	1,200,000	—	—	—	—	1,200,000	—	—	0.080
何正榮	He Zheng Rong	實益擁有人 Beneficial Owner	1/3/2002	1.61	1,200,000	—	—	—	—	1,200,000	—	—	0.080
任志強	Ren Zhi Qiang	實益擁有人 Beneficial Owner	27/6/1997	4.592	2,400,000	—	—	—	—	2,400,000	—	—	0.160
			20/7/2000	0.99	1,400,000	—	—	—	—	1,400,000	—	—	0.093

附註：

- 就已授出購股權所披露之本公司股份價格，為各購股權授出日期前一個交易日股份於香港聯合交易所有限公司（「聯交所」）之收市價。就已行使購股權所披露之本公司股份價格，為購股權行使日期前一個交易日股份於聯交所收市價之加權平均數。
- 按本公司於二零零三年六月三十日已發行的股份計算。

Notes:

- The price of the Company's shares disclosed for options granted is the closing price quoted on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") on the trading day before the date of grant of the respective options. The price of the Company's shares disclosed for options exercised is the weighted average of the closing prices quoted on The Stock Exchange on the trading day before the date of exercise of options.
- Based on number of shares issued by the Company as at 30th June, 2003.

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### 購股權計劃 (續)

#### (乙) 僱員及其他參與者

以下是本公司向本集團僱員(不包括董事)及其他參與者授出的購股權的詳情:

#### (i) 僱員(不包括董事)

### SHARE OPTION SCHEME (continued)

#### (b) Employees and other participants

Details of options granted to the employees (other than directors) of the Group and other participants by the Company are set out below:

#### (i) Employees (other than directors)

授出日期 Date of grant	行使價格 Exercise Price 港幣元 HK\$	二零零三年 一月一日 尚未行使 Outstanding at 1/1/2003	於本期間 授出 Granted during the period	購股權數目 Number of share options			本公司股份價格 <sup>(1)</sup> Price of Company's shares <sup>(1)</sup>		
				於本期間 行使 Exercised during the period	於本期間 註銷 Cancelled during the period	於本期間 失效 Lapsed during the period	二零零三年 六月三十日 尚未行使 Outstanding at 30/6/2003	已授出購股權 For options granted 港幣元 HK\$	已行使購股權 For options exercised 港幣元 HK\$
27/6/1997	4.592	11,058,000	—	—	—	—	11,058,000	—	—
20/7/2000	0.99	4,292,000	—	—	—	—	4,292,000	—	—
1/3/2002	1.61	3,800,000	—	—	—	—	3,800,000	—	—
15/4/2002	1.61	3,700,000	—	—	—	—	3,700,000	—	—
7/10/2002	0.96	13,600,000	—	—	—	—	13,600,000	—	—

附註:

1. 就已授出購股權所披露之本公司股份價格，為各購股權授出日期前一個交易日股份於聯交所之收市價。就已行使購股權所披露之本公司股份價格，為購股權行使日期前一個交易日股份於聯交所收市價之加權平均數。

Note:

1. The price of the Company's shares disclosed for options granted is the closing price quoted on The Stock Exchange on the trading day before the date of grant of the respective options. The price of the Company's shares disclosed for options exercised is the weighted average of the closing prices quoted on The Stock Exchange on the trading day before the date of exercise of options.

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#### 購股權計劃 (續)

##### (ii) 其他參與者

授出日期 Date of grant	行使價格 Exercise Price 港幣元 HK\$	購股權數目 Number of share options					本公司股份價格 <sup>(1)</sup> Price of Company's shares <sup>(1)</sup>		
		二零零三年 一月一日 尚未行使 Outstanding at 1/1/2003	於本期間授出 Granted during the period	於本期間行使 Exercised during the period	於本期間註銷 Cancelled during the period	於本期間失效 Lapsed during the period	二零零三年 六月三十日 尚未行使 Outstanding at 30/6/2003	已授出購股權 For options granted	已行使購股權 For options exercised
		港幣元 HK\$	港幣元 HK\$	港幣元 HK\$	港幣元 HK\$	港幣元 HK\$	港幣元 HK\$	港幣元 HK\$	港幣元 HK\$
4/3/2002	1.59	28,050,000	—	—	—	—	28,050,000	—	—

附註：

1. 就已授出購股權所披露之本公司股份價格，為各購股權授出日期前一個交易日股份於聯交所之收市價。就已行使購股權所披露之本公司股份價格，為購股權行使日期前一個交易日股份於聯交所收市價之加權平均數。

Note:

1. The price of the Company's shares disclosed for options granted is the closing price quoted on The Stock Exchange on the trading day before the date of grant of the respective options. The price of the Company's shares disclosed for options exercised is the weighted average of the closing prices quoted on The Stock Exchange on the trading day before the date of exercise of options.

#### 董事之證券權益

於二零零三年六月三十日，本公司董事及主要行政人員於本公司及其相聯法團（定義見《證券及期貨條例》第XV部）的股份、有關股份及債券中擁有須根據《證券及期貨條例》第XV部第7及第8部分知會本公司及聯交所的權益和淡倉（包括根據《證券及期貨條例》條文規定被列為或視作擁有的權益或淡倉），或根據《證券及期貨條例》第352條須記錄於存置的登記冊內的權益或淡倉，或根據證券上市規則（「上市規則」）所載《上市公司董事進行證券交易的標準守則》（「標準守則」）須知會本公司及聯交所的權益或淡倉如下：

董事於本公司以及相聯法團已發行普通股中擁有下列權益：

#### DIRECTORS' INTERESTS IN SECURITIES

As at 30th June, 2003, the interests and short positions of the directors and chief executives of the Company in the shares, underlying shares and debentures of the Company and its associated corporations, within the meaning of Part XV of the Securities and Futures Ordinance ("SFO"), which have been notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they are taken or deemed to have under SFO), or which are required to be and are recorded in the register required to be kept pursuant to Section 352 of the SFO or as otherwise required to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Companies (the "Model Code") contained in the Rules Governing the Listing of Securities (the "Listing Rules"), were as follows:

Directors' interests in issued ordinary shares of the Company and associated corporations:

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### 董事之證券權益 (續)

(甲) 於本公司已發行普通股中擁有的權益：

姓名	Name	好倉 / 淡倉 Long positions/ Short positions	股份數目 Number of shares	身份 <sup>(1)</sup> Capacity <sup>(1)</sup>	權益概約百分比 <sup>(2)</sup> Approximate percentage of interest <sup>(2)</sup>
霍保樂	Paul Wolansky	好倉 Long positions	83,972,000	受控制公司的權益 Controlled Company's interest	5.59

附註：

- The Cathay Investment Fund, Ltd. 直接擁有本公司83,972,000股，而霍保樂先生在該公司的投資經理 New China Management Corp. 中擁有50%的股份，因此霍保樂被視為擁有公司83,972,000股股份權益。
- 按本公司於二零零三年六月三十日已發行的股份計算。

Note:

- Mr. Paul Wolansky's interests in the Company is attributable to his 50% shareholdings in New China Management Corp., the investment manager to The Cathay Investment Fund, Ltd., which in turn holds 83,972,000 shares of the Company. Thus Mr. Paul Wolansky is deemed to be interested in the 83,972,000 shares of the Company.
- Based on number of shares issued by the Company as at 30th June, 2003.

(乙) 於一間相聯法團 — 華潤創業有限公司 (「華潤創業」) 已發行普通股中擁有的權益：

(b) Interests in issued ordinary shares of an associated corporation, China Resources Enterprise Limited ("CRE"):

姓名	Name	好倉 / 淡倉 Long positions/ Short positions	股份數目 Number of shares	身份 <sup>(1)</sup> Capacity <sup>(1)</sup>	權益概約百分比 <sup>(1)</sup> Approximate percentage of interest <sup>(1)</sup>
寧高寧	Ning Gaoning	好倉 Long position	1,630,000	實益持有人 Beneficial Owner	0.078
閻颯	Yan Biao	好倉 Long position	900,000	實益持有人 Beneficial Owner	0.043
王印	Wang Yin	好倉 Long position	28,000	實益持有人 Beneficial Owner	0.001

附註：

- 按華潤創業二零零三年六月三十日已發行的股份計算。

Note:

- Based on number of shares issued by CRE as at 30th June, 2003.

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### 董事之證券權益 (續)

(丙) 於一間相聯法團 — 華潤勵致有限公司 (「華潤勵致」) 已發行普通股中擁有的權益：

姓名	Name	好倉 / 淡倉 Long positions/ Short positions	股份數目 Number of shares	身份 <sup>(1)</sup> Capacity <sup>(1)</sup>	權益概約百分比 <sup>(1)</sup> Approximate percentage of interest <sup>(1)</sup>
王印	Wang Yin	好倉 Long position	300,000	實益持有人 Beneficial Owner	0.011
陳鷹	Chen Ying	好倉 Long position	200,000	實益持有人 Beneficial Owner	0.008
陳凱	Chen Kai	好倉 Long position	1,000,000	實益持有人 Beneficial Owner	0.038
唐勇	Tang Yong	好倉 Long position	100,000	實益持有人 Beneficial Owner	0.004
何正榮	He Zheng Rong	好倉 Long position	1,300,000	實益持有人 Beneficial Owner	0.050

附註：

1. 按華潤勵致於二零零三年六月三十日已發行的股份計算。

同日，若干位董事在根據本公司的購股權計劃以及相聯法團的購股權計劃所授出的可認購股份之購股權中擁有權益：

- (甲) 根據本公司新、舊購股權計劃授予各董事的購股權已載於上文「購股權計劃」內。

### DIRECTORS' INTERESTS IN SECURITIES (continued)

(c) Interests in issued ordinary shares of an associated corporation, China Resources Logic Limited ("CR Logic"):

Note:

1. Based on number of shares issued by CR Logic as at 30th June, 2003.

As at the same date, certain directors had interests in respect of options to subscribe for shares under the Share Option Scheme of the Company and the share option schemes of associated corporations:

- (a) Options granted to respective directors under the New Scheme and the Old Scheme of the Company are set out under the section headed "Share Option Scheme" above.

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### 董事之證券權益 (續)

(乙) 根據一間相聯法團 — 華潤創業購股權計劃而授出的購股權：

### DIRECTORS' INTERESTS IN SECURITIES (continued)

(b) Options granted under the share option scheme of an associated corporation, CRE:

姓名	Name	身份	授出日期	行使價格	購股權數目					華潤創業股份價格 <sup>(1)</sup>		權益概約百分比 <sup>(2)</sup>	
					二零零三年一月一日尚未行使之購股權數目	於本期間授出	於本期間行使	於本期間註銷	於本期間失效	二零零三年六月三十日尚未行使	已授出購股權		已行使購股權
				港幣元	Outstanding at 1/1/2003	Granted during the period	Exercised during the period	Cancelled during the period	Lapsed during the period	Outstanding at 30/6/2003	For options granted HK\$	For options exercised HK\$	Approximate percentage of interest <sup>(2)</sup>
寧高寧	Ning Gaoning	實益擁有人 Beneficial Owner	20/6/2000	7.19	3,300,000	—	—	—	—	3,300,000	—	—	0.159
			7/2/2002	7.17	1,200,000	—	—	—	—	1,200,000	—	—	0.058
閻斌	Yan Biao	實益擁有人 Beneficial Owner	20/6/2000	7.19	3,000,000	—	—	—	—	3,000,000	—	—	0.144
			7/2/2002	7.17	1,000,000	—	—	—	—	1,000,000	—	—	0.048
姜智宏	Keung Chi Wang	實益擁有人 Beneficial Owner	20/6/2000	7.19	1,400,000	—	—	—	—	1,400,000	—	—	0.067
			7/2/2002	7.17	500,000	—	—	—	—	500,000	—	—	0.024
劉百成	Lau Pak Shing	實益擁有人 Beneficial Owner	20/6/2000	7.19	1,000,000	—	—	—	—	1,000,000	—	—	0.048
			7/2/2002	7.17	500,000	—	—	—	—	500,000	—	—	0.024
鍾義	Zhong Yi	實益擁有人 Beneficial Owner	20/6/2000	7.19	1,500,000	—	—	—	—	1,500,000	—	—	0.072
陳鷹	Chen Ying	實益擁有人 Beneficial Owner	5/3/2002	7.35	100,000	—	—	—	—	100,000	—	—	0.005

附註：

- 就已授出購股權所披露之華潤創業股份價格，為各購股權授出日期前一個交易日股份於聯交所之收市價。就已行使購股權所披露之華潤創業股份價格，為購股權行使日期前一個交易日股份於聯交所收市價之加權平均數。
- 按華潤創業於二零零三年六月三十日已發行的股份計算。
- 根據華潤創業購股權計劃而授出的購股權的有效期限均為授出之日起十年。

Notes:

- The price of CRE's shares disclosed for options granted is the closing price quoted on The Stock Exchange on the trading day before the date of grant of the respective options. The price of CRE's shares disclosed for options exercised is the weighted average of the closing prices quoted on The Stock Exchange on the trading day before the date of exercise of options.
- Based on number of shares issued by CRE as at 30th June, 2003.
- Options granted under the share option scheme of CRE shall be valid and effective for a period of ten years commencing from the date of grant.

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### 董事之證券權益 (續)

(丙) 根據一間相聯法團 — 華潤勵致購股權計劃而授出的購股權：

### DIRECTORS' INTERESTS IN SECURITIES (continued)

(c) Options granted under the share option scheme of an associated corporation, CR Logic:

姓名	Name	身份	授出日期	行使價格	購股權數目					華潤勵致股份價格 <sup>(1)</sup>		權益概約百分比 <sup>(2)</sup>		
					二零零三年一月一日尚未行使之購股權數目	於本期間授出	於本期間行使	於本期間註銷	於本期間失效	二零零三年六月三十日尚未行使	已授出		已行使	
				港幣元	Outstanding at 1/1/2003	Granted during the period	Exercised during the period	Cancelled during the period	Lapsed during the period	Outstanding at 30/6/2003	For options granted	For options exercised	Approximate percentage of interest <sup>(2)</sup>	
				港幣元							港幣元	港幣元		
寧高寧	Ning Gaoning	實益擁有人 Beneficial Owner	22/5/2002	0.92	1,000,000	—	—	1,000,000	—	—	—	—	—	—
			2/10/2002	0.57	2,000,000	—	—	—	—	2,000,000	—	—	—	0.076
			9/4/2003	0.479	—	1,000,000	—	—	—	—	1,000,000	0.48	—	0.038
閻靚	Yan Biao	實益擁有人 Beneficial Owner	4/12/2001	0.79	6,000,000	—	—	—	—	6,000,000	—	—	0.229	
陳鷹	Chen Ying	實益擁有人 Beneficial Owner	9/4/2002	0.82	120,000	—	—	—	—	120,000	—	—	0.005	

附註：

- 就已授出購股權所披露之華潤勵致股份價格，為各購股權授出日期前一個交易日股份於聯交所之收市價。就已行使購股權所披露之華潤勵致股份價格，為購股權行使日期前一個交易日股份於聯交所收市價之加權平均數。
- 按華潤勵致於二零零三年六月三十日已發行的股份計算。
- 根據華潤勵致購股權計劃而授出的購股權的有效期限均為授出之日起十年。

Notes:

- The price of CR Logic's shares disclosed for options granted is the closing price quoted on The Stock Exchange on the trading day before the date of grant of the respective options. The price of CR Logic's shares disclosed for options exercised is the weighted average of the closing prices quoted on The Stock Exchange on the trading day before the date of exercise of options.
- Based on number of shares issued by CR Logic as at 30th June, 2003.
- Options granted under the share options scheme of CR Logic shall be valid and effective for a period of ten years commencing from the date of grant.



# 其他資料

## Other Information

### 擁有須申報權益的股東

截至二零零三年六月三十日，根據《證券及期貨條例》第XV部第336條而備存的登記冊所載，以下人士(本公司董事除外)於本公司的股份及有關股份中擁有權益或淡倉：

### SHAREHOLDERS WITH NOTIFIABLE INTERESTS

As at 30th June, 2003, the following persons (other than Directors of the Company) have interests or short positions in the shares and underlying shares of the Company as recorded in the register required to be kept by the Company under Section 336 of Part XV of the SFO:

於二零零三年  
六月三十日  
所持股份的好倉  
總額佔本公司  
已發行股本  
的百分比  
Percentage of the  
aggregate long  
position in shares  
to the issued share  
capital of the Company  
as at 30th June, 2003

股東名稱	Name of Shareholder	身份 Capacity	權益性質 Nature of interest	股份數目 Number of shares	
Finetex International Limited (「Finetex」) <sup>(1)</sup>	Finetex International Limited ("Finetex") <sup>(1)</sup>	實益擁有人 Beneficial Owner	實益權益 Beneficial interest	661,500,000	44.02
華潤(集團)有限公司 (「華潤集團」) <sup>(1)</sup>	China Resources (Holdings) Company Limited ("CRH") <sup>(1)</sup>	實益擁有人 Beneficial Owner	實益權益 Beneficial interest	96,270,000	6.41
華潤(集團)有限公司 (「華潤集團」) <sup>(1)</sup>	China Resources (Holdings) Company Limited ("CRH") <sup>(1)</sup>	受控制公司權益 Controlled company's interest	公司權益 Corporate interest	661,500,000	44.02
CRC Bluesky Limited (「Bluesky」) <sup>(1)</sup>	CRC Bluesky Limited ("Bluesky") <sup>(1)</sup>	受控制公司權益 Controlled company's interest	公司權益 Corporate interest	757,770,000	50.43
華潤股份有限公司 (「華潤股份」) <sup>(1)</sup>	China Resources Co. Limited <sup>(1)</sup>	受控制公司權益 Controlled company's interest	公司權益 Corporate interest	757,770,000	50.43
中國華潤總公司 (「中國華潤」) <sup>(1)</sup>	China Resources National Corporation <sup>(1)</sup> ("CRNC")	受控制公司權益 Controlled company's interest	公司權益 Corporate interest	757,770,000	50.43
The Cathay Investment Fund, Ltd. <sup>(2)</sup>	The Cathay Investment Fund, Ltd. <sup>(2)</sup>	受控制公司權益 Controlled company's interest	公司權益 Corporate interest	83,972,000	5.59
New China Management Corp. <sup>(2)</sup>	New China Management Corp. <sup>(2)</sup>	投資經理 Investment Manager	其他 Others	83,972,000	5.59

# 其他資料

## Other Information

### 擁有須申報權益的股東(續)

附註：

1. Finetex 直接持有本公司 661,500,000 股，華潤集團為 Finetex 之唯一股東，除此之外，華潤集團又直接擁有公司 96,270,000 股，而華潤集團是 Bluesky 的全資附屬公司，Bluesky 是華潤股份的全資附屬公司，而華潤股份 99.98% 的權益是由中國華潤擁有，因此，華潤集團、Bluesky、華潤股份、中國華潤均被視為擁有公司 757,770,000 股股份的權益。
2. The Cathay Investment Fund, Ltd. 委任 New China Management Corp. 為投資經理，提供投資管理服務。

除上文所披露外，據本公司遵照《證券及期貨條例》第 XV 部第 336 條存置的登記冊內，概無任何人士(本公司董事除外)於本公司股份或相關股份擁有權益或淡倉。

### 購買、出售或贖回上市證券

本公司或其附屬公司於截止二零零三年六月三十日止六個月，概無購買、出售或贖回本公司任何上市證券。

### 企業管治

公司致力維持高水準的企業管治架構，確保遵守各項法定及非法定要求，包括公司條例，上市規則和證券及期貨條例等。

### 最佳應用守則

除了非執行董事並無指定任期而需輪值告退之外，董事概無獲息任何資料可合理顯示本公司現無或於期內並無遵守香港聯合交易所有限公司《證券上市規則》附錄十四之規定。

### SHAREHOLDERS WITH NOTIFIABLE INTERESTS (continued)

Notes:

1. 661,500,000 share of the Company are directly held by Finetex, CRH is the sole shareholder of Finetex. Moreover, 96,270,000 shares of the Company are directly held by CRH, which is a 100% subsidiary of Bluesky, which is in turn owned as to 100% by China Resources Co. Limited, which is in turn held as to 99.98% by CRNC. Thus, CRH, Bluesky, China Resources Co. Limited and CRNC are deemed to be interested in an aggregate of 757,770,000 share in the Company.
2. New China Management Corp. is appointed by The Cathay Investment Fund, Ltd. as its investment manager to provide investment management services.

Save as aforesaid, no person (other than directors of the Company) had any interest in the shares or underlying shares of the Company which is required to be record in the Register of Interests kept by the company pursuant to Section 336 of Part XV of the SFO.

### PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

Neither the Company nor its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the six months ended 30th June, 2003.

### CORPORATE GOVERNANCE

The Company is dedicated to maintaining a high level of corporate governance. The Company has complied with all statutory and non-statutory requirements, including the Companies Ordinance, the Listing Rules and the SFO.

### CODE OF BEST PRACTICE

With the exception that non-executive directors have no set term of office but retire from office on a rotational basis, none of the directors of the Company is aware of any information that would reasonably indicate that the Company is not, or was not, at any time during the period, in compliance with the Code of Best Practice as set out in Appendix 14 to the Listing Rules of the Stock Exchange.