

Other Information

INTERIM DIVIDEND

The directors do not recommend the payment of an interim dividend for the six months ended 30th June, 2003 (2002: Nil).

DIRECTORS' INTERESTS

As at 30th June, 2003, the interests and short positions of the directors of the Company (the "Directors") in the shares, debentures or underlying shares of the Company or any of its associated corporations (within the meaning of the Part XV of the Securities and Futures Ordinance (the "SFO")) or which were required, pursuant to section 352 of the SFO to be entered in the register referred to therein or which were required to be notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of Listed Companies were as follows:

(I) The Company

a. Shares and (in respect of equity derivatives) Underlying Shares

Name of Director	Long position/ short position	Nature of interest	Number of shares held	No. of underlying shares in respect of the warrants (the "2003 Warrants") (Note 2)	Approximate percentage of shareholding
Chan Kwok Keung, Charles (Note 1)	Long Position	Corporate	120,660,000	24,132,000	17.46%

Notes:

- Chan Kwok Keung, Charles is deemed to be interested in 120,660,000 shares in the Company and the 2003 Warrants for 24,132,000 shares in the Company held by Calisan by virtue of his interest in Chinaview International Limited ("Chinaview") which has a controlling interest in Calisan. Details of which are disclosed under the heading "Substantial Shareholders".
- The 2003 Warrants are listed equity derivatives and exercisable at any time during the period from 29th August, 2002 to 31st December, 2003 at a subscription price of HK\$0.16 per share (subject to adjustment).

b. Share Options (Note)

Name of Director	Date of grant	Exercisable period	Number of share options	Exercise price (HK\$)
Chan Ling, Eva	12/01/2000	18/01/2000 — 17/01/2005	75,000	3.145

Note:

The share option scheme of the Company adopted on 20th July, 1992 (the "Old Share Option Scheme") was terminated and a new option scheme (the "New Share Option Scheme") was adopted by the Company at the general meeting held on 4th June, 2002 to comply with Chapter 17 of the Rules Governing the Listing of Securities on the Stock Exchange. However, all options granted prior to the termination of the Old Share Option Scheme shall remain in full force and effect.

No share options under the New Share Scheme have been granted by the Company to, nor have any options under the Old Share Option Scheme been exercised by, any person during the half year ended 30th June, 2003.

Other Information

(II) Associated Corporation

Name of Director	Name of company	Nature of interest	Long position/ short position	No. of shares
Chan Kwok Keung, Charles	Ananda Wing On Travel (Holdings) Limited	Personal	Long position	17,280,000
	Dong Fang Gas Holdings Limited	Personal	Long position	2,520,900

As at 30th June, 2003, no short positions were recorded in the Register of Directors' and Chief Executives' Interests and Short Positions required to be kept under Section 352 of the SFO.

Save as disclosed above, as at 30th June, 2003, none of the Directors or chief executive of the Company had any interest or short position whether beneficial or non-beneficial, in the shares or underlying shares and debentures of the Company or any of its associated corporations (with the meaning of Part XV of the SFO).

SUBSTANTIAL SHAREHOLDERS

The register of substantial shareholders maintained under Section 336 of the SFO shows that, as at 30th June, 2003, the Company had been notified of the following interests in the Company:

Name	Nature of interest	Number of shares	No. of underlying shares in respect of the 2003 Warrants held	Percentage of issued share capital
Calisan	Personal (Note 1)	120,660,000	24,132,000	17.46%
Great Decision Limited	Corporate (Note 1)	120,660,000	24,132,000	17.46%
Paul Y. — ITC Investments Group Limited	Corporate (Note 1)	120,660,000	24,132,000	17.46%
Paul Y. — ITC Construction Holdings (B.V.I.) Limited	Corporate (Note 1)	120,660,000	24,132,000	17.46%
Paul Y. — ITC Construction Holdings Limited	Corporate (Note 1)	120,660,000	24,132,000	17.46%
Hollyfield Group Limited	Corporate (Note 1)	120,660,000	24,132,000	17.46%
ITC Investment Holdings Limited	Corporate (Note 1)	120,660,000	24,132,000	17.46%
ITC Corporation Limited	Corporate (Note 1)	120,660,000	24,132,000	17.46%
Galaxyway Investments Limited	Corporate (Note 1)	120,660,000	24,132,000	17.46%
Chinaview	Corporate (Note 1)	120,660,000	24,132,000	17.46%

Other Information

Name	Nature of interest	Number of shares	No. of underlying shares in respect of the 2003 Warrants held	Percentage of issued share capital
Ng Yuen Lan, Macy	Family (Note 2)	120,660,000	24,132,000	17.46%
Chan Kwok Keung, Charles	Corporate (Note 1)	120,660,000	24,132,000	17.46%
Well Orient	Personal (Note 3)	120,660,000	24,132,000	17.46%
Powervote Technology Limited	Corporate (Note 3)	120,660,000	24,132,000	17.46%
Hanny Magnetics (B.V.I.) Limited	Corporate (Note 3)	120,660,000	24,132,000	17.46%
Hanny Holdings Limited	Corporate (Note 3)	120,660,000	24,132,000	17.46%
BNP Paribas S.A.	Corporate (Note 4)	70,263,353	42,158,011	13.55%
Quartet Assets Limited	Personal (Note 5)	66,215,250	—	7.98%
Oei Hong Leong	Corporate (Note 5)	66,215,250	—	7.98%
Summers Overseas Limited	Personal and Corporate (Note 6)	45,245,484	4,251,000	5.97%
Choo Yeow Ming	Corporate (Note 7)	45,245,484	4,251,000	5.97%

Notes:

- Chan Kwok Keung, Charles ("Dr. Chan") owns the entire interest of Chinaview which in turn owns the entire interest in Galaxyway Investments Limited ("Galaxyway"). Galaxyway owns more than one-third of the entire issued ordinary share capital of ITC Corporation Limited ("ITC"). ITC owns the entire interest of ITC Investment Holdings Limited ("ITC Investment"). ITC Investment owns the entire interest in Hollyfield Group Limited ("Hollyfield"). Hollyfield owns more than one-third of the entire issued share capital of Paul Y. — ITC Construction Holdings Limited ("Paul Y."). Paul Y. owns the entire interest of Paul Y. — ITC Construction Holdings (B.V.I.) Limited ("PYBVI") which in turn owns the entire interest in Paul Y. — ITC Investments Group Limited ("PYITCIG"). PYITCIG owns the entire interest of Great Decision Limited ("GDL") which in turn owns the entire interest in Calisan. Accordingly, GDL, PYITCIG, PYBVI, Paul Y., Hollyfield, ITC Investment, ITC, Galaxyway, Chinaview and Dr. Chan are deemed to be interested 120,660,000 shares of the Company and the 2003 Warrants for 24,132,000 shares of the Company which are held by Calisan.
- Ng Yuen Lan, Macy is a spouse of Dr. Chan and deemed to be interested in 120,660,000 shares of the Company and the 2003 Warrants for 24,132,000 shares of the Company held by Calisan.
- Well Orient is wholly-owned by Powervote Technology Limited ("PTL") which is in turn owned by Hanny Magnetics (B.V.I.) Limited ("Hanny Magnetics"). Hanny Magnetics is wholly-owned by Hanny Holdings Limited ("Hanny"). PTL, Hanny Magnetics and Hanny were deemed to be interested in 120,660,000 shares of the Company and the 2003 Warrants for 24,132,000 shares of the Company which were held by Well Orient.
- BNP Paribas Peregrine Investment Limited ("BNPI") is wholly-owned by BNP Paribas Peregrine Limited ("BNPL") which is in turn owned by BNP Equities Asia Limited ("BNPA"). BNPA is wholly-owned by BNP Paribas S.A. ("BNPSA"). BNPL, BNPA and BNPSA were deemed to be interested in 70,263,353 shares of the Company and the 2003 Warrants for 42,158,011 shares of the Company which were held by BNPI.
- Oei Hong Leong ("Mr. Oei") is deemed to be interested in 66,215,250 shares of the Company through his interest in Quartet Assets Limited which is a company wholly and beneficially owned by Mr. Oei.

Other Information

6. Hyper Joy Finance Limited which directly owns 21,255,000 shares of the Company and the 2003 Warrants for 4,251,000 shares of the Company, is a wholly-owned subsidiary of Summers Overseas Limited ("Summers Overseas"). Summers Overseas directly owns 23,990,484 shares of the Company. Accordingly, Summers Overseas is deemed to be interested in aggregate of 45,245,484 shares of the Company and the 2003 Warrants for 4,251,000 shares of the Company.
7. Choo Yeow Ming ("Mr. Choo") is deemed to be interested in 45,245,484 shares of the Company and the 2003 Warrants for 4,251,000 shares of the Company through his interest in Summers Overseas which is a company wholly and beneficially owned by Mr. Choo.

All the interests stated above represent long positions. As at 30th June, 2003, no short positions were recorded in the Register of Interests in Shares and Short Positions required to be kept under Section 336 of the SFO.

AUDIT COMMITTEE

The audit committee of the Company comprises Mr. David Edwin Bussmann and Ms. Fung Wan Yiu, Agnes who are Independent Non-Executive Directors. The audit committee has reviewed with management the accounting principles and practices adopted by the Group and discussed auditing, internal control and financial reporting matters including the review of the unaudited interim financial report for the six months ended 30th June, 2003.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

There was no purchase, sale or redemption of the listed securities of the Company by the Company or its subsidiaries during the period.

CODE OF BEST PRACTICE

None of the directors of the Company is aware of any information that would reasonably indicate that this is not complied with the Code of Best Practice (the "Code") as set out in Appendix 14 of the Listing Rules throughout the accounting period covered by the interim report, except that the Independent Non-Executive Directors of the Company are not appointed for specific terms as subject to retirement by rotation and re-election at the annual general meeting in accordance with the Company's Articles of Association.

By Order of the Board
Dr. Chan Kwok Keung, Charles
Chairman

Hong Kong, 25th September, 2003