

SUBSTANTIAL SHAREHOLDERS AND OTHERS

Substantial shareholders and other persons who are required to disclose their interests pursuant to Part XV of the SFO.

As at 30 September 2003, the following shareholders had interests in or short positions of the shares and underlying shares of the Company as recorded in register required to be kept the Company under section 336 of the SFO.

(1) Substantial shareholders of the Company

Name	Capacity	Number of Shares <i>(Note 1)</i>	Approximate percentage
World Gain Holdings Limited	beneficial owner	608,201,500 (L)	36.08%
China Chengtong Hong Kong Company Limited <i>(Note 2)</i>	interest of a controlled corporation	608,201,500 (L)	36.08%
China Chengtong Holdings Company <i>(Note 2)</i>	interest of a controlled	608,201,500 (L)	36.08%

Notes :

1. The letter "L" represents the entity's long position in the shares.
2. The entire issued share capital of World Gain Holdings Limited is beneficially owned by China Chengtong Hong Kong Company Limited, the entire issued share capital of which is beneficially owned by China Chengtong Holdings Company.

SUBSTANTIAL SHAREHOLDERS AND OTHERS (Continued)**(2) Other persons who are required to disclose their interests pursuant to Part XV of the SFO**

Save as disclosed in paragraph (1) above, as at 30 September 2003, no other person had interests or short positions in the shares and underlying shares of the Company which are required to be recorded in the register required to be kept by the Company under section 336 of the SFO.

AUDIT COMMITTEE

The audit committee of the company has reviewed with management the accounting principles and practices adopted by the Group and discussed internal controls and financial reporting matters including the review of the unaudited interim results for the six months ended 30 September 2003.

COMPLIANCE WITH THE CODE OF BEST PRACTICE OF THE LISTING RULES

In the opinion of the directors, the Company has complied with the Code of Best Practice as set out in Appendix 14 of the Listing Rules of The Stock Exchange of Hong Kong Limited throughout the accounting period covered by the interim report, except that non-executive directors are not appointed for a specific term as they are subject to retirement by rotation and re-election at annual general meetings in accordance with the Company's Articles of Association.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

During the six months ended 30 September 2003, there was no purchase, sale or redemption by the Company or any of its subsidiaries of the Company's listed securities.