



in the shares and underlying shares of the Company as recorded in the register required to be kept under section 336 of the SFO:

Name of substantial shareholder	Capacity	Number of shares held Long position	Percentage of share holding
ASG	beneficial owner (<i>note 1</i>)	60,500,000	30.25%
NCI	beneficial owner (<i>note 2</i>)	57,000,000	28.50%
Ms. Chan Yuk Ha	Interest of spouse (<i>note 3</i>)	60,500,000	30.25%
Ms. Chang Tei Wah, Teresa	Interest of spouse (<i>note 4</i>)	57,000,000	28.50%

Notes:

- (1) The entire issued share capital of ASG is beneficially owned by Mr. But Ka Wai.
- (2) The entire issued share capital of NCI is beneficially owned by Mr. But Chai Tong.
- (3) Ms. Chan Yuk Ha is the wife of Mr. But Ka Wai and is deemed to be interested in the shares in which Mr. But Ka Wai is interested under the provisions of Divisions 2 and 3 of Part XV of the SFO.
- (4) Ms. Chang Tei Wah, Teresa is the wife of Mr. But Chai Tong and is deemed to be interested in the shares in which Mr. But Chai Tong is interested under the provisions of Divisions 2 and 3 of Part XV of the SFO.

Save as disclosed above, the Company has not been notified of any other person (other than directors of the Company) who had an interest or short position in the shares and underlying shares of the Company as recorded in the register required to be kept by the Company pursuant to section 336 of the SFO as at 30 June, 2004.

SHARE OPTION SCHEME

The Company has conditionally adopted a share option scheme (the "Share Option Scheme") approved by way of written resolution of the Company on 3 June 2003 under which the directors of the Company may invite any employee (either full time or part time), directors (including executive directors, non-executive directors



and independent non-executive directors), any suppliers, customers, shareholders, adviser (professional or otherwise), joint venture, service providers to the Group from time to time to take up options to subscribe for shares of the Company on the basis of the directors' opinion as to his contribution to the development and growth of the Group.

The maximum number of securities which may be allotted and issued upon the exercise of all outstanding options granted and yet to be exercised under the Share Option Scheme and any other share option scheme adopted by the Group must not in aggregate exceed 30% of the share capital of the Company in issue from time to time. The total number of shares which may be allotted and issued upon the exercise of all options to be granted under the Share Option Scheme of the Group must not in aggregate exceed 10% of the shares in issue on the 25 June 2003, being the date on which the Company's shares were listed on the Stock Exchange. For the purpose of calculating the above, options lapsed in accordance with the Share Option Scheme shall not be counted.

The subscription price for the shares under the Shares Option Scheme shall be a price determined by the directors but shall not be less than the highest of (i) the closing price of the shares as stated in the Stock Exchange's daily quotation sheet issued by the Stock Exchange on the date of grant, (ii) the average closing price of the shares as stated in the Stock Exchange's daily quotation sheet for the five business days immediately preceding the date of the offer for the grant, and (iii) the nominal value of a share on the date of grant.

The options may be exercised in accordance with the terms of the Share Option Scheme at any time during a period to be notified by the board of directors to each option holder but may not be exercised after the expiry of ten years from the date of grant.

As at 30 June 2004, no share options were granted pursuant to the Share Option Scheme.

Save as disclosed above, at no time during the period was the Company or any of its subsidiaries, a party to any arrangement to enable the directors and chief executives or their spouses or children under 18 years of age of the Company to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.