

### PRE-IPO SHARE OPTION SCHEME

At 30 September 2004, the particulars of the options held by each of the directors of the Company, the other employees of the Company in aggregate and other participants and which were granted on 11 September 2003 under the Pre-IPO Share Option Scheme of the Company at the offer price of HK\$4.17 were as follows:

Grantee	Number of share options held/ outstanding at 1/4/2004	Exercise during the period	Number of share options held/ outstanding at 30/9/2004
Tan Siak Him, Alexander	3,000,000	(264,000)	2,736,000
Heng Kwo Seng	1,800,000	—	1,800,000
Wong Kai Tung, Tony	1,000,000	—	1,000,000
Other employees	4,894,000	(254,000)	4,640,000
Others	1,900,000	(500,000)	1,400,000
	12,594,000	(1,018,000)	11,576,000

All holders of options granted under the Pre-IPO Share Option Scheme may only exercise their options as follows:

27/3/2004 – 25/9/2004	up to 50% of options granted
Until 25/9/2005	up to 75% of options granted
Until 25/9/2006	up to 100% of options granted

The consideration paid by each grantee for options granted to them was HK\$1.00.

## Other information

### DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN EQUITY OR DEBT SECURITIES

As at 30 September 2004, the relevant interests or short positions of the directors or chief executives of the Company in the shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO) which are required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 or Part XV of the SFO (including interests or short positions which he is taken or deemed to have under such provisions of the SFO) or were required pursuant to section 352 of the SFO, to be entered in the register referred to therein or were required, pursuant to the relevant provisions of the Listing Rules relating to securities transactions by directors to be notified to the Company and the Stock Exchange are as follows:

#### (a) Long positions in shares

Name of director	Capacity	Number of shares	Number of shares subject to options granted under the Pre-IPO Share Option Scheme	Approximate percentage of issued shares
Lee Wan Keung, Patrick	Founder of a discretionary trust and discretionary object	715,518,000 (Note)	—	74.41%
Lee Man Chun, Raymond	Discretionary object	715,518,000 (Note)	—	74.41%
Lee Man Bun	Discretionary object	715,518,000 (Note)	—	74.41%
Tan Siak Him, Alexander	Personal	Nil	2,736,000	0.28%
Heng Kwo Seng	Personal	Nil	1,800,000	0.19%
Wong Kai Tung, Tony	Personal	Nil	1,000,000	0.10%

Note: These shares are held by Gold Best, whose entire issued share capital is held by Newcourt Trustees Limited ("Newcourt Trustees") as trustee for The Fortune Star 1992 Trust, a discretionary trust the discretionary objects of which include Mr. Lee Wan Keung, Patrick, Mr. Lee Man Chun, Raymond and Mr. Lee Man Bun (all of them are directors), certain of their family members and other charitable objects. Under the SFO, Mr. Lee Wan Keung, Patrick is also the founder of The Fortune Star 1992 Trust.

**(b) Long positions in shares of the associated corporations of the Company**

<b>Name of director</b>	<b>Capacity</b>	<b>Name of associated company</b>	<b>Number of shares</b>	<b>Percentage of the issued shares of the associated company</b>
Lee Wan Keung, Patrick	Founder of a discretionary trust and discretionary object	Gold Best	5 (Note)	100%
Lee Man Chun, Raymond	Discretionary object	Gold Best	5 (Note)	100%
Lee Man Bun	Discretionary object	Gold Best	5 (Note)	100%

Note: As Gold Best owns more than 50% of the Company, Gold Best is an associated corporation of the Company under the SFO. The entire issued share capital of Gold Best is owned by Newcourt Trustees as trustee for The Fortune Star 1992 Trust, a discretionary trust the discretionary objects of which include Mr. Lee Wan Keung, Patrick, Mr. Lee Man Chun, Raymond and Mr. Lee Man Bun (all of them are directors), certain of their family members and other charitable objects.

**SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS DISCLOSEABLE UNDER DIVISIONS 2 AND 3 OF PART XV OF THE SFO**

So far as is known to any director or chief executive of the Company, as at 30 September 2004, the following persons (other than a director or chief executive of the Company) have an interest or short position in the shares or underlying shares of the Company which fall to be disclosed to the Company under the provisions of Division 2 and 3 and Part XV of the SFO:

**Long positions in shares**

<b>Name of shareholder</b>	<b>Capacity</b>	<b>Number of shares</b>	<b>Approximate percentage of issued shares</b>
Gold Best	Beneficial	715,518,000	74.41%
Newcourt Trustees	Corporate	715,518,000	74.41%
Lee Wong Wai Kuen	Family	715,518,000 (Note)	74.41%

Note: Under the SFO, Ms. Lee Wong Wai Kuen is deemed to be interested in the shares as she is the spouse of Mr. Lee Wan Keung, Patrick, the chairman and director. Under the SFO, Mr. Lee Wan Keung, Patrick is also a founder of The Fortune Star 1992 Trust.

## Other information

Apart from the interests disclosed above, as at 30 September 2004, no persons or corporation had any interest or short position in the shares or underlying shares of the Company as recorded in the register required to be kept under Section 336 of the SFO as having an interest in 5 percent or more of the issued shares of the Company.

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

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed securities during the six months ended 30 September 2004.

### **AUDIT COMMITTEE**

The Audit Committee has reviewed with management the accounting principles and practices adopted by the Group and discussed internal control and financial reporting matters including the review of the Group's unaudited interim financial statements for the six months ended 30 September 2004.

### **COMPLIANCE WITH CODE OF BEST PRACTICE**

None of the directors of the Company is aware of any information that would reasonably indicate that the Company is not, or was not for any part, in compliance with the Code of Best Practice as set out in the Listing Rules at any time during the six months ended 30 September 2004, except that the Company is not in compliance with Rule(s) 3.10 and 3.21 of the Listing Rules in connection with the requirements to meet the number of independent non-executive directors and the number of members of audit committee. The Company is now taking steps to identify suitable candidate for appointment as independent non-executive director as soon as possible.

On behalf of the Board  
**Lee Wan Keung, Patrick**  
*Chairman*

Hong Kong, 24 November 2004