

## AUDIT COMMITTEE

The audit committee comprises two non-executive directors, Mr Leo Kan Kin Leung and Mr Paul Michael James Kirby; and three independent non-executive directors, Mr Ho Yiu Ming, Mr Frank Bleackley and Prof Julia Tsuei Jo. The audit committee of the Company has reviewed and discussed with the management the accounting principles and practices adopted by the Group, auditing, internal controls and financial reporting matters including this unaudited interim report for the period under review.

## CORPORATE GOVERNANCE

None of the directors is aware of any information that would reasonably indicate that the Company was not for any part of the six months ended 31 December 2004 in compliance with the Code of Best Practice as set out in Appendix 14 of the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”).

## MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors (the “Model Code”) set out in Appendix 10 of the Listing Rules as its code of conduct regarding securities transactions by the directors. Having made specific enquiry of the directors, the Company noted that all the directors had complied with, for any part of the accounting period under review, the required standard set out in the Model Code.

By Order of the Board  
**Paul KAN Man Lok**  
*Chairman*

Hong Kong, 15 March 2005