



BOARD OF DIRECTORS

EXECUTIVE DIRECTORS

Mr. SUN Wen Jie *Chairman*

Aged 58, graduated from Tongji University. Mr. Sun joined China State Construction Engineering Corporation (“CSCEC”) in 1968 and was seconded to the Group in 1981. He was a director and deputy general manager of the Company in 1984 and became vice chairman and general manager in the following year. He was appointed chairman and chief executive of the Company in 1992. In 1997, he was appointed by the State Council of the People’s Republic of China (“PRC”) as vice president of CSCEC and chairman of China Overseas Holdings Limited. In 2001, he was appointed by the Central Government of the PRC as the president of CSCEC. As a result, he resigned as chief executive of the Company, but remains as the chairman of China Overseas Holdings Limited and the chairman of the Company. He has 37 years experience in construction industry and over 23 years experience in property development in the PRC and Hong Kong. In 1995, he was granted the “National Outstanding Award” by the State Council of the PRC. Mr. Sun has resigned as executive director and chairman with effect from 22 March 2005 and has been appointed as honorable chairman with effect from the same date.

Mr. KONG Qingping *Vice Chairman and Chief Executive*

Aged 49, graduated from Harbin University of Civil Engineering and Architecture and was a guest professor at Harbin Institute of Technology. Mr. Kong joined CSCEC in 1982 and was seconded to the Group in 1987 and became an executive director and the general manager of China Overseas (Hong Kong) Limited, a subsidiary of the Group, in 1997 and was also the director of certain subsidiaries of the Group and the director of CSCEC, China Overseas Holdings Limited. In 2001, he was appointed a vice chairman and chief executive of the Company. He has extensive experience in management of corporate affairs, construction projects and property development. He has been appointed chairman of the board of the Company with effect from 22 March 2005.

Mr. YAO Peifu *Vice Chairman*

Aged 57, graduated from Shanghai Tongji University. Mr. Yao joined CSCEC in 1971 and was seconded to the Group in 1987. He was appointed an executive director of the Company in 1993 and became a vice chairman of the Company in 1996. He is the director of certain subsidiaries of the Group and also a director of China Overseas Holdings Limited. He has over 35 years experience in structural engineering, project management, property development and infrastructure investment.

Mr. CUI Duosheng

Aged 57, graduated from Harbin University of Civil Engineering and Architecture and was a professor at both Harbin Institute of Technology and Zhejiang University. Mr. Cui joined CSCEC in 1982 and was seconded to the Group in 1988 and was appointed an executive director of the Company in 1996. He is also a director of China Overseas Holdings Limited. He has over 33 years experience in administration, personnel and public relations management. Mr. Cui has been appointed vice chairman of the board with effect from 22 March 2005.

**EXECUTIVE DIRECTORS (cont'd)****Mr. WU Jianbin**

Aged 42, graduated from Shanxi University of Finance and Economics (now known as Xian Jiaotong University of Accounting) and is a MBA graduate from the Macau University of Science and Technology. Mr. Wu joined CSCEC in 1984 and was seconded to the Group in 1987. He was appointed as director and financial controller of China Overseas Holdings Limited in 2001 and appointed as executive director and financial controller of the Company in 2002. He is also the director of certain subsidiaries and associates of the Group. Mr. Wu has 21 years management experience in corporate finance, accounting and investment.

Mr. XIAO Xiao

Aged 48, joined CSCEC in 1982 and joined the Group in 1990. He was appointed a director of a subsidiary of the Company in 1994 and certain others subsequently. Mr. Xiao is also a director of China Overseas Holdings Limited. He was appointed executive director and vice president of the Company in February 2005. Mr. Xiao graduated from Chongqing Architectural University, has 22 years experience in construction and property business.

Mr. WANG Man Kwan, Paul

Fellow of the Hong Kong Institute of Certified Public Accountants

Fellow of the Association of Chartered Certified Accountants

Aged 48, has extensive experience in corporate restructuring and corporate financial services. Mr. Wang joined the Group as General Manager, Finance & Treasury Department on 16 December 2004. Subsequently, he was appointed executive director and deputy financial controller of the Company in February 2005. Prior to joining the Group, Mr. Wang was Director and Chief Financial Officer of Guangdong Investment Limited (“GDI”), a company listed in Hong Kong, and was responsible for all financial and treasury matters of GDI and its subsidiaries. He was also a director of Guangdong Tannery Limited (“GTL”) and Guangdong Brewery Holdings Limited (now known as Kingway Brewery Holdings Limited) (“GBHL”), both are listed in Hong Kong. Mr. Wang ceased to be a director of GDI, GTL and GBHL with effect from 1 December 2004, 22 November 2003 and 23 October 2003 respectively. Mr. Wang graduated from the Hong Kong Polytechnic (now known as The Hong Kong Polytechnic University) and is a Certified Public Accountant in Hong Kong, a Fellow member of The Association of Chartered Certified Accountants and The Hong Kong Institute of Certified Public Accountants. He is also an Associate member of Certified General Accountants of Canada, The Institute of Chartered Secretaries and Administrators, The Hong Kong Institute of Company Secretaries and The Taxation Institute of Hong Kong. Mr. Wang’s previous experience includes working for three years in the Hong Kong Inland Revenue Department, five years in Jardine Matheson (Company Secretary’s Department and JMS Finance), three years in a “Big Four” accounting firm (in Hong Kong and Toronto) and as a director and Chief Operating Officer of a South East Asian Group in charge of operations in China, the Philippines, Indonesia, Singapore, Dubai and Germany.



EXECUTIVE DIRECTORS *(cont'd)*

Mr. CHEUNG Shiu Kit

Fellow of The Hong Kong Institute of Real Estate Administration

Aged 51, joined the Group in 1984 and was appointed an executive director of the Company in 1993. He is the director of certain subsidiaries of the Group and also a director of China Overseas Holdings Limited. He was the ex-president of The Hong Kong Institute of Real Estate Administration, vice president of The Hong Kong Association for the Advancement of Real Estate and Construction Technology Limited and a member of the Hong Kong Housing Society. He has extensive experience in civil engineering and property development.

Mr. YAO Xiancheng

Fellow of The Hong Kong Institution of Engineers

Fellow of the Chartered Institute of Building (UK)

Aged 63, graduated from Chongqing University of Architecture. Mr. Yao joined CSCEC in 1969 and was seconded to the Group in 1984. He was appointed an executive director of the Company in 1993 and became a vice chairman of the Company in 1996. He is a council member of The Hong Kong Construction Association, Limited for the 58th, 59th and 60th year, and the chairman of Committee of Building Industry, Hong Kong Chinese Enterprises Association. He has over 36 years experience in construction enterprise management. In 1999, he was granted the “National Construction Industry Outstanding Award” by the State Ministry of Human Resources and Ministry of Construction. He resigned as executive director and the vice chairman of the Company with effect from 13 February 2004.

Mr. YIP Chung Nam

Fellow of The Hong Kong Institution of Engineers

Member of The Institution of Civil Engineers (UK)

Aged 55, graduated from the University of Hong Kong. He joined the Group in 1987 and was appointed an executive director of the Company in 1993. He is also the director of certain subsidiaries of the Group and a director of China Overseas Holdings Limited. He has over 31 years experience in engineering, construction and project management. Mr. Yip is currently the vice chairman of civil-engineering committee and deputy honorary secretary of the 62nd HKCA Council of the Hong Kong Construction Association. He is also a committee member of the Pneumoconiosis Compensation Fund Board. He has resigned as executive director of the Company with effect from 1 February 2005.

Mr. NIP Yun Wing

Fellow of the Hong Kong Institute of Certified Public Accountants

Fellow of the Association of Chartered Certified Accountants

Aged 50, is a MBA graduate from The Chinese University of Hong Kong. Mr. Nip joined the Company in March 2002 and was appointed executive director and deputy financial controller in June 2002. Mr. Nip has extensive experience in corporate finance, investment and management and has served as an executive director in two listed companies for many years. He has resigned as executive director of the Company with effect from 17 September 2004.



INDEPENDENT NON-EXECUTIVE DIRECTORS

Dr. LI Kwok Po, David

GBS, Officier de la Légion d'Honneur, OBE, MA, Hon. LLD (Cantab), Hon DSocSc, FCA, FCPA, FCPA(Aust.), FCIB, FHKIB, FBCS, CITP, FCIArb, JP

Aged 66, joined the board of directors as an independent non-executive Director of the Company in 1992 and has served the Company for almost 12 years. He is the Chairman and Chief Executive of The Bank of East Asia, and he is also a director of many other companies including: **AviChina Industry & Technology Company Limited, **China Merchants China Direct Investments Limited, **COSCO Pacific Limited, Dow Jones & Company Inc., **Guangdong Investment Limited, **Henderson Cyber Limited, **The Hong Kong and China Gas Company Limited, **The Hongkong and Shanghai Hotels Limited, The Hong Kong Mortgage Corporation Limited, **PCCW Limited, **San Miguel Brewery Hong Kong Limited, **SCMP Group Ltd. and **Vitasoy International Holdings Limited. He was a director of **CATIC Shenzhen Holdings Limited, **New World Infrastructure Limited and **Sime Darby Hong Kong Limited. He serves on the international advisory boards of DaimlerChrysler AG, and Lafarge. He is the chairman of The Chinese Banks' Association Limited and the Hong Kong Management Association, and is a member of the Banking Advisory Committee and the Exchange Fund Advisory Committee. He is a member of the Hong Kong Legislative Council and is the Representative for the Finance Constituency.

Mr. LAM Kwong Siu

Aged 70, is the Vice Chairman of BOC International Holdings Limited, the Delegate of the National People's Congress, the Chairman of Hong Kong Fukien Chamber of Commerce, the Vice Chairman of Fujian Hong Kong Economic Co-operation, the Vice Chairman of the Chinese General Chamber of Commerce and the Treasurer of the Hong Kong Chinese Enterprises Association, and the Non-Executive Director of **Hong Kong CITIC Ka Wah Bank Limited and **Fujian Holdings Limited and Xinyi Glass Holdings Limited. Mr. Lam has over 50 years continuous banking and finance experience and was awarded the HKSAR Silver Bauhinia Star in 2003. He was the Non-Executive Director of **Ananda Wing On Travel Holdings Limited (now known as Wing On Travel (Holdings) Limited). He was appointed as an Independent Non-Executive Director of the Company on 30 September 2003.

Mr. WONG Ying Ho, Kennedy

JP, aged 42, is a solicitor and China Appointed Attesting Officer. He is the Managing Partner of Philip K.H. Wong, Kennedy Y.H. Wong & Co., Solicitors & Notaries. He was appointed a National Committee Member of the Chinese People's Political Consultative Conference in January 2003. Mr. Wong is the executive deputy chairman of **Raymond Industrial Ltd., co-chairman of Asia Investment Capital Partners' Limited and also a director of **Capinfo Company Limited, **Far Eastern Polychem Industries Limited, **i-SteelAsia Holdings Limited, **Goldlion Holdings Limited, **Qin Jia Yuan Media Services Company Limited, Asia Cement (China) Holdings Limited, Computime Limited, HSBC Life (International) Limited and Hang Seng Insurance Company Limited. He was a director of **Coastal Realty Group Limited, **Great Wall Cybertech Limited and AXA Asia Pacific Life Insurance Group. He was appointed as an Independent Non-Executive Director of the Company on 5 January 2004.

** companies listed on The Stock Exchange of Hong Kong Limited