

ADDITIONAL INFORMATION PROVIDED IN ACCORDANCE WITH THE MAIN BOARD LISTING RULES 根據主板上市規則所需提供之額外資料

INTERIM DIVIDEND

The Board has declared an interim dividend of HK2.8 cents per share for the year ending 31st March, 2006 (2005: HK2.8 cents per share), to shareholders whose names appear on the Register of Members at the close of business on Thursday, 29th December, 2005. Dividend warrants will be sent to shareholders on or about Thursday, 12th January, 2006.

CLOSURE OF REGISTER OF MEMBERS

The Register of Members of the Company will be closed on Friday, 30th December, 2005, during which no transfers of shares will be effected. To determine entitlement to the interim dividend, all transfers accompanied by the relevant share certificates must be lodged with the Company's Share Registrars, Computershare Hong Kong Investor Services Limited of 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:00 p.m. on Thursday, 29th December, 2005.

中期股息

董事會宣派截至二零零六年三月三十一日止年度之中期股息每股港幣2.8仙(二零零五年：每股港幣2.8仙) 予於二零零五年十二月二十九日(星期四)辦公時間結束時名列股東名冊之股東。股息單將約於二零零六年一月十二日(星期四)寄予各股東。

暫停辦理過戶登記手續

本公司將於二零零五年十二月三十日(星期五)暫停辦理股份之過戶登記手續，屆時將不會進行任何股份之過戶登記。為確定符合資格收取派發之中期股息之股東名單，所有過戶文件連同有關股票必須於二零零五年十二月二十九日(星期四)下午四時前送交本公司之股份過戶登記處香港中央證券登記有限公司(地址為香港灣仔皇后大道東183號合和中心17樓)辦理登記手續。

DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

The Directors of the Company who held office at 30th September, 2005 had the following interests in the shares or underlying shares of the Company at that date as recorded in the register of Directors' interests and short positions required to be kept under section 352 of the Securities and Futures Ordinance ("SFO"):

(1) Interests in issued shares

董事於股份、相關股份及債權證之權益及淡倉

根據《證券及期貨條例》第352條而保存之本公司董事權益及淡倉登記冊所記錄，本公司於二零零五年九月三十日之在職董事當日在本公司已發行股份或相關股份中擁有下列權益：

(1) 於已發行股份之權益

Name	Note	Number of ordinary shares of HK\$0.25 each 每股面值港幣 0.25 元之普通股數目			Total interests	% of total issued shares 佔已發行 股份總數 之百分比
		Personal interests	Family interests	Trusts and similar interests		
姓名	附註	個人權益	家族權益	信託及 同類權益	權益總數	
Mr. Winston Yau-lai LO 羅友禮先生	1, 4	49,939,800	28,702,500	72,678,300	151,320,600	15.09
Dr. The Hon. David Kwok-po LI 李國寶博士		6,000,000	–	–	6,000,000	0.60
Mr. Chi-kian SHIU 邵志堅先生		3,281,400	–	–	3,281,400	0.33
Ms. Myrna Mo-ching LO 羅慕貞女士	2, 4	–	–	100,653,000	100,653,000	10.04
Ms. Yvonne Mo-ling LO 羅慕玲女士	3, 4	31,866,450	843,750	72,678,300	105,388,500	10.51
Mr. Eric Fat YU 余發先生		509,000	–	–	509,000	0.05
Mr. John Shek-hung LAU 劉錫鴻先生		1,971,000	–	–	1,971,000	0.20

ADDITIONAL INFORMATION PROVIDED IN ACCORDANCE WITH THE MAIN BOARD LISTING RULES 根據主板上市規則所需提供之額外資料

DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES (continued)

(1) Interests in issued shares (continued)

Notes:

1. Mr. Winston Yau-lai LO is deemed to be interested in 28,702,500 shares through interests of his wife.
2. Ms. Myrna Mo-ching LO is interested in 27,974,700 shares held by Supreme Luck Holdings Limited which in turn holds such shares in trust for Myrna Lo Trust (formerly known as The Lo Kwee Seong 1987 Trust).
3. Ms. Yvonne Mo-ling LO is interested in 843,750 shares held in name of Ms. Yvonne WONG who holds the shares in trust for Ms. Yvonne Mo-ling LO's daughter who is under the age of 18.
4. Each of Mr. Winston Yau-lai LO, Ms. Myrna Mo-ching LO and Ms. Yvonne Mo-ling LO is interested in 72,678,300 shares held by The Bank of East Asia (Nominees) Limited which holds such shares as a nominee for the K. S. Lo Foundation, a charitable trust. Each of them is a trustee of the K. S. Lo Foundation and is therefore deemed to be interested in such shares.

(2) Interests in underlying shares

Certain Directors of the Company have been granted options under the Company's share option schemes, details of which are set out in the section "Share Option Schemes" below.

All interests in the shares and underlying shares of the Company are long positions.

Save as disclosed above and other than certain nominee shares in subsidiaries held by the Directors in trust for the Company, none of the Directors or their respective associates had any interest in shares, underlying shares or debentures of the Company or any of its associated companies within the meaning of the SFO.

董事於股份、相關股份及債權證之權益 及淡倉 (續)

(1) 於已發行股份之權益 (續)

附註：

1. 羅友禮先生由於其妻室擁有 28,702,500 股股份，故被視為擁有該等股份之權益。
2. 羅慕貞女士擁有由 Supreme Luck Holdings Limited 持有之 27,974,700 股股份之權益，該公司以託管人身份為 Myrna Lo Trust (前稱 The Lo Kwee Seong 1987 Trust) 持有該等股份。
3. 羅慕玲女士擁有 Yvonne WONG 女士名義持有之 843,750 股股份之權益，Yvonne WONG 女士以託管人身份代羅慕玲女士未滿十八歲之女兒持有該等股份。
4. 羅友禮先生、羅慕貞女士及羅慕玲女士均擁有由東亞銀行受託代管有限公司以代理人名義代 K. S. Lo Foundation 慈善基金持有之 72,678,300 股股份。彼等均為 K. S. Lo Foundation 之受託人，故被視為擁有該等股份之權益。

(2) 於相關股份之權益

本公司若干董事根據本公司之購股權計劃獲授購股權，詳情載於以下「購股權計劃」一節。

於本公司股份及相關股份中之全部權益均為好倉。

除上文所披露者及董事以託管人身份代本公司持有若干附屬公司之代理人股份外，各董事或彼等各自之聯繫人士概無在本公司或其任何相聯公司(按證券及期貨條例之涵義)之股份、相關股份或債權證中擁有任何權益。

SHARE OPTION SCHEMES

For the details of the Company's share option schemes, please refer to the 2004/2005 annual financial statements. Particulars of share options outstanding during the period and as at 30th September, 2005 are as follows:

購股權計劃

本公司購股權計劃之詳情見於二零零四／二零零五年度全年財務報表。於期內及於二零零五年九月三十日尚未行使之購股權詳情如下：

Participants	Date of grant	Note	Period during which options are exercisable	Price per share on exercise of options	Number of options outstanding at the beginning of the period	Number of options granted during the period	Number of options exercised during the period	Number of options lapsed during the period	Number of options forfeited on termination of employment during the period	Number of options outstanding at the period end	Weighted average market price per share on exercise of options
參與者	授出日期	附註	購股權行使期	行使購股權時須付之每股價格 HK\$ 港元	期初時尚未行使之購股權數目	期內授出之購股權數目	期內行使之購股權數目	期內逾期失效之購股權數目	於期內終止僱用時沒收之購股權數目	期終時尚未行使之購股權數目	購股權時之每股加權平均市價 HK\$ 港元
Directors											
董事											
Mr. Winston Yau-lai LO 羅友禮先生	4/7/2000	1	7/9/2000 – 31/8/2005	1.193	3,450,000	-	3,450,000	-	-	-	2.425
	1/4/2003	2	1/4/2004 – 31/3/2013	1.688	2,220,000	-	-	-	-	2,220,000	-
	1/4/2004	2	1/4/2005 – 31/3/2014	1.904	1,700,000	-	-	-	-	1,700,000	-
	1/6/2005	4	1/6/2006 – 31/5/2015	2.375	-	1,472,000	-	-	-	1,472,000	-
Mr. Ambrose Kam-shing CHAN 陳錦勝先生	3/8/2004	3	3/8/2006 – 2/8/2014	1.910	900,000	-	-	-	-	900,000	-
	1/6/2005	4	1/6/2006 – 31/5/2015	2.375	-	2,392,000	-	-	-	2,392,000	-
Mr. Eric Fat YU 余發先生	4/7/2000	1	7/9/2000 – 31/8/2005	1.193	435,000	-	434,000	1,000	-	-	2.425
	1/4/2003	2	1/4/2004 – 31/3/2013	1.688	738,000	-	-	-	-	738,000	-
	1/4/2004	2	1/4/2005 – 31/3/2014	1.904	450,000	-	-	-	-	450,000	-
	1/6/2005	4	1/6/2006 – 31/5/2015	2.375	-	392,000	-	-	-	392,000	-
Mr. John Shek-hung LAU 劉錫鴻先生	4/7/2000	1	7/9/2000 – 31/8/2005	1.193	1,953,000	-	1,952,000	1,000	-	-	2.325
	1/4/2003	2	1/4/2004 – 31/3/2013	1.688	820,000	-	-	-	-	820,000	-
	1/4/2004	2	1/4/2005 – 31/3/2014	1.904	500,000	-	-	-	-	500,000	-
	1/6/2005	4	1/6/2006 – 31/5/2015	2.375	-	392,000	-	-	-	392,000	-
Eligible employees working under employment contracts 根據僱傭合約工作之合資格僱員	4/7/2000	1	7/9/2000 – 31/8/2005	1.193	1,124,000	-	380,000	742,000	2,000	-	2.310
	1/4/2003	2	1/4/2004 – 31/3/2013	1.688	7,984,000	-	1,926,000	-	1,070,000	4,988,000	2.450
	1/4/2004	2	1/4/2005 – 31/3/2014	1.904	5,432,000	-	514,000	-	1,110,000	3,808,000	2.320
	1/6/2005	4	1/6/2006 – 31/5/2015	2.375	-	3,512,000	-	-	-	3,512,000	-
					27,706,000	8,160,000	8,656,000	744,000	2,182,000	24,284,000	

ADDITIONAL INFORMATION PROVIDED IN ACCORDANCE WITH THE MAIN BOARD LISTING RULES

根據主板上市規則所需提供之額外資料

SHARE OPTION SCHEMES (continued)

Notes:

- Options were granted under the share option scheme adopted by the Company on 9th March, 1994 (the "Old Share Option Scheme"). The Old Share Option Scheme was terminated on 4th September, 2002 and no further options will be granted under this scheme. However, all outstanding options granted thereunder shall continue to be valid and exercisable in accordance with the terms of the Old Share Option Scheme.
- Options were granted under the share option scheme adopted by the Company on 4th September, 2002 (the "New Share Option Scheme"). Options granted are subject to a vesting scale in tranches of 25% each per annum starting from the first anniversary and fully vested in the fourth anniversary of the date of grant.
- Options were granted under the New Share Option Scheme. The options are fully vested in the second anniversary of the date of grant.
- Options were granted under the New Share Option Scheme. The closing price of the shares of the Company quoted on the Stock Exchange on 31st May, 2005, being the business date immediately before the date on which share options were granted, was HK\$2.43. Options granted are subject to a vesting scale in tranches of 25% each per annum starting from the first anniversary and fully vested in the fourth anniversary of the date of grant. The average value per option as estimated at the date of grant on 1st June, 2005 using the Binomial Lattice Model was HK\$0.522.

購股權計劃 (續)

附註：

- 購股權乃根據本公司於一九九四年三月九日採納之購股權計劃（「舊購股權計劃」）授出。舊購股權計劃已於二零零二年九月四日終止，且將不會根據該購股權計劃授出其他購股權。然而，所有已授出之未行使購股權將仍然有效及可根據舊購股權計劃之條款行使。
- 購股權乃根據本公司於二零零二年九月四日採納之購股權計劃（「新購股權計劃」）授出。授出的購股權需按既定比率行使，由授出日期的第一年起計每年可以行使獲授購股權的25%，到第四年可以全部行使。
- 購股權乃根據新購股權計劃授出。購股權可由授出日期的第二年起全部行使。
- 購股權乃根據新購股權計劃授出。本公司股份於二零零五年五月三十一日（即緊接購股權授出日期前一日之營業日）在聯交所所報之收市價為港幣2.43元。授出的購股權需按既定比率行使，由授出日期的第一年起計每年可以行使獲授購股權的25%，到第四年可以全部行使。按二項式點陣模型估計，每項購股權於授出日期二零零五年六月一日時之平均價值為港幣0.522元。

SHARE OPTION SCHEMES (continued)

Notes: (continued)

4. (continued)

The assumptions used are as follows:

- Average risk-free interest rate: 3.52%
- Expected volatility: 35% per annum
- Expected dividend per share: 7.5% per annum
- Option life: 10 years
- Rate of leaving employment: 5% per annum
- Early exercise assumption: Option holders exercise when the share price is at least three standard deviations (i.e. 105%) higher than the exercise price

The Binomial Lattice Model was developed for use in estimating the fair value of options that have vesting restrictions. Such option pricing model requires input of subjective assumptions.

Apart from the above, at no time during the period was the Company or any of its subsidiaries a party to any arrangement to enable the Directors of the Company or any of their spouses or children under eighteen years of age to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

購股權計劃 (續)

附註：(續)

4. (續)

所採用之假設如下：

- 平均無風險利率： 3.52%
- 預期波幅： 每年 35%
- 預期每股股息率： 每年 7.5%
- 購股權之有效期： 10 年
- 離職比率： 每年 5%
- 提早行使之假設： 購股權持有人將於股價高於行使價至少三個標準差（即 105%）時行使購股權

二項式點陣模型乃用於估計設有行使期限限制之購股權之公平值。此購股權價格模型乃根據多項主觀假設計算。

除上文所披露者外，在本期間之任何時間，本公司或其任何附屬公司概無參與任何安排，致使本公司董事或其任何配偶或未滿十八歲之子女可藉購入本公司或任何其他公司之股份或債券而獲益。

ADDITIONAL INFORMATION PROVIDED IN ACCORDANCE WITH THE MAIN BOARD LISTING RULES

根據主板上市規則所需提供之額外資料

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As at 30th September, 2005, the following substantial shareholders' interests were recorded in the register required to be kept by the Company under section 336 of the SFO as holding 5% or more of the issued share capital of the Company. These interests are in addition to those disclosed above in respect of the Directors.

主要股東於股份及相關股份之權益及淡倉

於二零零五年九月三十日，根據證券及期貨條例第336條保存之主要股東登記冊所示，本公司已獲知會下列主要股東權益，佔本公司已發行股本之5%或以上。該等權益不包括上文所披露之董事權益。

Name of shareholders	Note	Number of ordinary shares of HK\$0.25 each				Total interests	% of total issued shares
		Personal interests	Family interests	Corporate interests	Trusts and similar interests		
股東姓名	附註	個人權益	家族權益	公司權益	信託及同類權益	權益總數	佔已發行股份總數之百分比
Ms. Irene CHAN 陳羅慕連女士	1, 2	23,514,700	750,000	–	72,678,300	96,943,000	9.67
Mr. Kai-tun LO 羅開敦先生	2	18,508,950	–	–	72,678,300	91,187,250	9.10
Mr. Peter Tak-shing LO 羅德承先生	2	7,548,000	–	–	72,678,300	80,226,300	8.00
Arisaig Greater China Fund ("Arisaig")	3	64,301,500	–	–	–	64,301,500	6.41
Arisaig Partners (Mauritius) Limited ("Arisaig Mauritius")	4	–	–	64,301,500	–	64,301,500	6.41
Mr. Lindsay William Ernest COOPER ("Cooper")	5	–	–	64,301,500	–	64,301,500	6.41
Commonwealth Bank of Australia 澳洲聯邦銀行	6	–	–	60,339,000	–	60,339,000	6.02
Matthews International Capital Management LLC	7	–	–	50,653,750	–	50,653,750	5.05

SUBSTANTIAL SHAREHOLDERS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES (continued)

Notes:

1. Ms. Irene CHAN is interested in 750,000 shares held for her daughter Alexandra CHAN who is under the age of 18.
2. Each of Ms. Irene CHAN, Mr. Kai-tun LO and Mr. Peter Tak-shing LO is interested in 72,678,300 shares held by The Bank of East Asia (Nominees) Limited which holds such shares as a nominee for the K. S. Lo Foundation, a charitable trust. Each of them is a trustee of the K. S. Lo Foundation and is therefore deemed to be interested in such shares.
3. These interests are held by Arisaig in the capacity of beneficial owner.
4. These interests are held by Arisaig Mauritius in the capacity of investment manager of Arisaig. These interests are duplicated by the interests described in Note 3 above.
5. These interests represent Cooper's interests through his indirect 33% interest in Arisaig Mauritius. These interests are duplicated by the interests disclosed in Notes 3 and 4 above.
6. These interests represent Commonwealth Bank of Australia's interests through its indirect 100% interest in First State Investment Management (UK) Limited (which holds 49,185,000 shares of the Company's ordinary shares) and First State Investments (Hong Kong) Limited (which holds 11,154,000 shares of the Company's ordinary shares).
7. These interests are held in the capacity of investment manager.

All interests in the shares and underlying shares of the Company are long positions.

Apart from the foregoing, no other interests required to be recorded in the register kept under section 336 of the SFO have been notified to the Company.

主要股東於股份及相關股份之權益及淡倉 (續)

附註：

1. 陳羅慕連女士擁有代其未滿十八歲女兒 Alexandra CHAN 持有之 750,000 股股份之權益。
2. 陳羅慕連女士、羅開敦先生及羅德承先生均擁有由東亞銀行受託代管有限公司以代理人名義代 K. S. Lo Foundation 慈善基金持有之 72,678,300 股股份。彼等均為 K. S. Lo Foundation 之受託人，故被視為擁有該等股份之權益。
3. 該等權益乃由 Arisaig 以實益擁有人身份持有。
4. 該等權益乃由 Arisaig Mauritius 以 Arisaig 之投資經理身份持有。該等權益與上文附註 3 所述者為同一份權益。
5. 該等權益乃 Cooper 透過間接持有 Arisaig Mauritius 之 33% 權益而擁有之權益。該等權益與上文附註 3 及 4 所披露者為同一份權益。
6. 該等權益乃澳洲聯邦銀行透過間接持有 First State Investment Management (UK) Limited (該公司持有本公司 49,185,000 股普通股) 及首域投資 (香港) 有限公司 (該公司持有本公司 11,154,000 股普通股) 之全部權益而擁有之權益。
7. 該等權益乃以投資經理身份持有。

於本公司股份及相關股份中之全部權益均為好倉。

除上述者外，本公司並不獲知會有任何須紀錄在根據證券及期貨條例第336條而保存之登記冊內之其他權益。

ADDITIONAL INFORMATION PROVIDED IN ACCORDANCE WITH THE MAIN BOARD LISTING RULES

根據主板上市規則所需提供之額外資料

CORPORATE GOVERNANCE

The Company has complied throughout the six months ended 30th September, 2005 with the code provisions set out in Appendix 14 of the Listing Rules except for the following code provisions:

Code Provision A.2.1 sets out that the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. At the present stage, the roles of chairman of the board and chief executive officer of the Company are performed basically by one and the same person. However, while the Board of the Directors considers the Group already has a sound corporate governance structure with mechanisms emphasising transparency, independence, accountability, responsibility and fairness, the Board and the Executive Chairman of the Company fully recognise that to be in line with international best practices in corporate governance, the respective roles of Chairman and Chief Executive Officer should be separated in the course of time to ensure better checks and balances and hence better corporate governance. We have been moving progressively in that direction. We envisage that the transition process will take some time so as to minimise any negative impact on the operation of the Company but we hope to achieve that goal within a couple of years. The Company has taken a significant step forward with the appointment of the Chief Executive, Asia, who is also the Executive Director of the Company, in July, 2004. After this appointment, the Board has already established a mechanism whereby executive responsibilities originally assumed by the Executive Chairman have gradually been, and will continue to be, delegated to the Chief Executive, Asia.

Code Provision A.4.1 sets out that Non-executive Directors should be appointed for a specific term, subject to re-election. The Non-executive Directors of the Company have not been appointed for a specific term but are subject to retirement by rotation and re-election at the Company's annual general meeting at least once every three years.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS OF LISTED ISSUERS (THE "MODEL CODE")

The Company has adopted the Model Code set out in Appendix 10 of the Listing Rules. The Company, having made specific enquiry, confirms that members of the Board complied with the Model Code throughout the six months ended 30th September, 2005.

公司管治

本公司於截至二零零五年九月三十日止六個月內一直遵守上市規則附錄14所載的守則條文，以下兩點除外：

守則條文第A.2.1條規定，主席與行政總裁的角色應有區分，並不應由同一人同時兼任。在目前階段，本公司的董事會主席和行政總裁均由同一人出任。然而，雖然董事會認為本集團已擁有一套著重透明度、獨立、問責、負責及公平等機制的良好企業管治架構，但董事會和行政主席皆認同，為了配合國際最佳企業管治的常規要求，主席和行政總裁的角色最終應該被區分，確保更佳相互制衡，達致更良好的公司管治。本公司現正朝這方向邁進。為把任何對公司運作可能出現的負面影響減至最少，我們預計有關的過程或會需時，但希望可以在未來兩年內完成。事實上，本公司於二零零四年七月委任現同為執行董事的亞洲區行政總裁後，已向前邁進了重要一步。在其獲委任後，本公司董事會已訂下機制，而行政主席亦把其原有肩負的行政責任逐步並將繼續移交給亞洲區行政總裁。

守則條文第A.4.1條規定，非執行董事的委任應有指定任期，並須接受重新選舉。本公司非執行董事的委任並無指定期限，惟最少每三年須在股東週年大會上輪換卸任及於會上膺選連任。

上市發行人董事進行證券交易的標準守則 (「標準守則」)

本公司已採納上市規則附錄10所載的標準守則。本公司已作出具體查詢，確定董事會各成員於截至二零零五年九月三十日止六個月內均遵守標準守則。

AUDIT COMMITTEE

The Audit Committee was established in 1999. Its current members include three Independent Non-executive Directors, namely, Mr. Iain F. BRUCE (Chairman), Dr. The Hon. David Kwok-po LI and Mr. Chi-kian SHIU.

The Audit Committee has reviewed the accounting principles and practices adopted by the Group and discussed auditing, internal control and financial reporting matters, including the review of the Group's unaudited interim financial report for the six months ended 30th September, 2005.

REMUNERATION AND NOMINATION COMMITTEE

The Compensation Committee was established in February, 1994 and was renamed as "Remuneration and Nomination Committee" on 2nd February, 2005, with increased scope of authority. This Committee now comprises three Independent Non-executive Directors, namely, Dr. The Hon. David Kwok-po LI (Chairman), Mr. Iain F. BRUCE and Mr. Chi-kian SHIU and two Non-executive Directors, namely, Ms. Myrna Mo-ching LO and Ms. Yvonne Mo-ling LO.

The Committee was set up to consider and approve the remuneration packages of the senior employees of the Group, and to review the structure, size and composition of the Board, and to recommend appointments of Directors and the succession planning for Directors.

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

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the six months ended 30th September, 2005.

By Order of the Board

Winston Yau-lai LO
Executive Chairman

Hong Kong, 12th December, 2005

審核委員會

審核委員會於一九九九年成立，現成員包括三位獨立非執行董事，分別為布魯士先生(主席)、李國寶博士及邵志堅先生。

審核委員會已審閱本集團採納之會計準則及慣例，並磋商有關審核、內部監控及財務申報等事宜，包括審閱截至二零零五年九月三十日止六個月之未經審核中期財務報告。

薪酬及提名委員會

薪酬委員會於一九九四年二月成立，於二零零五年二月二日改名為「薪酬及提名委員會」，其職權範圍亦加以擴大。目前，委員會成員包括三位獨立非執行董事李國寶博士(主席)、布魯士先生及邵志堅先生，以及兩位非執行董事羅慕貞女士及羅慕玲女士。

委員會之成立旨在審批本集團高層僱員之薪酬福利組合，以及檢討董事會之架構、規模及組成，並就董事之委任及董事繼任計劃向董事會提出建議。

購回、出售或贖回本公司之上市證券

本公司或其任何附屬公司於截至二零零五年九月三十日止六個月內概無購回、出售或贖回本公司之任何上市證券。

承董事會命

羅友禮
執行主席

香港，二零零五年十二月十二日