

SUBSTANTIAL SHAREHOLDERS

As at 30 September 2005, so far as was known to the directors or chief executive of the Company, the following persons (other than the interests disclosed above in respect of certain directors and chief executive of the Company) had interests or short positions in the shares or underlying shares of the Company as recorded in the register to be kept under Section 336 of the SFO are set out below:

主要股東

於二零零五年九月三十日，據本公司董事及行政總裁所知，以下人士（不包括上文披露有關本公司若干董事及行政總裁之權益）於本公司股份或相關股份中擁有根據證券及期貨條例第336條須存置之登記冊所記載之權益或淡倉：

Name of shareholder 股東姓名	Notes 附註	Capacity/ nature of interest 身份／權益性質	Number of shares held 所持股份數目		Percentage of holding 持股百分比
			Long position 好倉	Short position 淡倉	
Goodchamp Holdings Limited	1	beneficial interest 實益權益	277,923,176	–	35.05%
Banque Paribas International Trustee Limited	1	trustee interest 信託人權益	277,923,176	–	35.05%
Sinowin Inc.	1	trustee interest 信託人權益	277,923,176	–	35.05%
Grandlink Holdings Limited	2	beneficial interest 實益權益	40,640,000	–	5.12%
Guardian Trustee Limited	2	trustee interest 信託人權益	40,640,000	–	5.12%
Basab Inc.	2	trustee interest 信託人權益	40,640,000	–	5.12%
FMR Corp.	3	investment manager 投資經理	71,680,000	–	9.04%
Templeton Investment Counsel, LLC	–	investment manager 投資經理	63,148,532	–	7.96%
Oaktree Capital Management, L.L.C. ("OCM")	4	corporate interest 公司權益	48,880,000	–	6.16%
OCM Emerging Markets Fund, L.P. ("EMF")	4	beneficial interest 實益權益	48,880,000	–	6.16%

Notes:

- (1) The details of this note are stated in note 1 of the above section headed "Directors' and Chief Executive's interests and short positions in shares, underlying shares and debentures".
- (2) The details of this note are stated in note 2 of the above section headed "Directors' and Chief Executive's interests and short positions in shares, underlying shares and debentures".
- (3) The interests are indirectly held by FMR Corp. through its 100% controlled corporations, namely, Fidelity Management & Research Company and Fidelity Management Trust Company.
- (4) These shares are held through EMF. OCM is the general partner of EMF and is holding 2% in EMF. OCM is deemed to be interested in shares held by EMF solely as general partner of EMF but disclaims any beneficial interest therein except for its pecuniary interest. OCM has notified the Company that its interest and the interest of EMF has changed, the details of which as at 30 September 2005 are as follows:-
 - (a) The number of shares held by EMF and the number of shares that OCM is deemed to be interested in is 51,278,000 shares (instead of 48,880,000 shares).
 - (b) The number of shares represent 6.47% (instead of 6.16%) of the issued share capital of the Company.

Save as disclosed above, as at 30 September 2005, the directors and chief executive of the Company are not aware of any other persons who had an 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.

SHARE OPTION SCHEME

A share option scheme of the Company was approved and adopted on 23 August 2002 (the "Scheme"). The Scheme is valid and effective for a period of ten years from the date of adoption.

Pursuant to the Scheme, the Company may grant options to, inter alia, directors and employees of the Company or its subsidiaries and other participants to subscribe for shares in the Company. The details of the terms of the Scheme were disclosed in the Company's 2005 annual report.

附註：

- (1) 此附註之詳情已載述於上文「董事及行政總裁於股份、相關股份及債權證之權益及淡倉」一節附註1。
- (2) 此附註之詳情已載述於上文「董事及行政總裁於股份、相關股份及債權證之權益及淡倉」一節附註2。
- (3) 該等權益乃FMR Corp.透過其全權控制之公司Fidelity Management & Research Company及Fidelity Management Trust Company間接持有。
- (4) 該等權益乃透過EMF持有。OCM乃EMF之普通合夥人，並持有EMF之2%權益。OCM僅因作為EMF之普通合夥人而被視作於EMF持有之股份中擁有權益，惟於其金錢利益以外，OCM於當中並無任何實益權益。OCM已通知本公司，其權益及EMF之權益已出現變動，於二零零五年九月三十日之有關詳情如下：
 - (a) EMF持有之股份數目及OCM被視為擁有權益之股份數目為51,278,000股（而非48,880,000股）。
 - (b) 股份數目相當於本公司已發行股本之6.47%（而非6.16%）。

除上文所披露者外，於二零零五年九月三十日，本公司董事及行政總裁並無獲悉有任何其他人士於本公司之股份或相關股份中擁有根據證券及期貨條例第336條須存置之登記冊所記載之權益或淡倉。

購股權計劃

本公司於二零零二年八月二十三日批准及採納一項購股權計劃（「計劃」）。該計劃由採納日期起之十年期間內有效。

根據該計劃，本公司可向（其中包括）本公司或其附屬公司之董事及僱員及其他參與者授出購股權，據此彼等可認購本公司股份。計劃之條款詳情已於本公司二零零五年年報中披露。

Outstanding share options which was granted under the scheme as at 30 September 2005 are as follows:-

於二零零五年九月三十日，根據計劃授出而尚未行使之購股權如下：

Participants	Date of grant	Exercise period	Exercise price per share HK\$	Outstanding options as at 30 September 2004 and 2005 於二零零四年及二零零五年九月三十日尚未行使之購股權
參與者	授出日期	行使期限	每股行使價 港元	
Director				
董事				
Yeung Cheuk Kwong	10 July 2003	2 August 2003 to 28 February 2008	2.475	4,700,000
楊卓光	二零零三年七月十日	二零零三年八月二日至二零零八年二月二十八日		
Others				
其他				
Employees	10 July 2003	2 August 2003 to 28 February 2008	2.475	15,000,000
僱員	二零零三年七月十日	二零零三年八月二日至二零零八年二月二十八日		
Other participant	10 July 2003	2 August 2003 to 28 February 2008	2.475	7,000,000
其他參與者	二零零三年七月十日	二零零三年八月二日至二零零八年二月二十八日		
				26,700,000

No options were granted, exercised, cancelled or lapsed during the period.

期內並無購股權被授出、行使、註銷或失效。

ACKNOWLEDGEMENT

On behalf of the Board, I wish to take this opportunity to express my sincere gratitude to our management team and staff for their hard work and dedication in the past. I also wish to thank our shareholders, customers, suppliers, bankers and business partner for their continued trust and support.

致謝

本人謹代表董事會，對管理層及員工們於過去之努力及作出之貢獻致以衷心謝意。本人亦謹此感謝股東、客戶、供應商、往來銀行及業務夥伴之不斷信賴及支持。

By order of the Board

Lam Man Chan

Chairman

Hong Kong, 21 December 2005

承董事會命

林文燦

主席

香港，二零零五年十二月二十一日