

## **CODES FOR DEALING IN THE COMPANY'S SECURITIES**

The Company has adopted a code for dealing in the Company's securities by Directors (the "Company Code") on terms no less exacting than the required standard set out in the Model Code of the Listing Rules. The Company has made specific enquiries of all Directors who confirmed compliance with the required standard set out in the Model Code and the Company Code for the six months ended 31st December, 2005.

On 23rd June, 2005, the Company has adopted a code for dealing in the Company's securities by relevant employees, who is likely to be in possession of unpublished price-sensitive information in relation to the securities of the Company, on no less exacting terms than the Model Code.

## **COMPLIANCE WITH CODE ON CORPORATE GOVERNANCE PRACTICES**

During the six months ended 31st December, 2005, the Company has complied with the code provisions of the Code on Corporate Governance Practices as set out in Appendix 14 of the Listing Rules, except that there is no separation between the roles of chairman of the board and the chief executive officer, both of which are undertaken by Mr. Robert Ng Chee Siong currently.

The Board was of the view that the current management structure has been effective in facilitating the operation and development of the Group and its business and that necessary checks and balances consistent with sound corporate governance practices are in place. The implementation of strategies and policies of the Board and the operations of each business unit are overseen and monitored by designated responsible Executive Directors. The Board found that the current arrangement had worked effectively in enabling it to discharge its responsibilities satisfactorily. In addition, the Company's Independent Non-executive Directors have contributed valuable independent views and proposals for the Board's deliberation and decisions. The Board will review the management structure regularly to ensure that it continues to meet these objectives and is in line with the industry practices.

By Order of the Board  
**Eric IP Sai Kwong**  
*Secretary*

Hong Kong, 16th March, 2006