

Directors and Organization



- | | |
|------------------|------------------------|
| 1. KONG Qingping | 8. WANG Man Kwan, Paul |
| 2. CUI Duosheng | 9. CHEUNG Shiu Kit |
| 3. YAO Peifu | |
| 4. HAO Jian Min | |
| 5. Wu Jianbin | |
| 6. XIAO Xiao | |
| 7. JIN Xinzong | |

BOARD OF DIRECTORS

Chairman & Chief Executive

Mr. KONG Qingping

Aged 50, holds a bachelor degree in Engineering from Harbin University of Civil Engineering and Architecture and a degree of Executive Master of Business Administration from Harbin Institute of Technology. Mr. Kong is a guest professor at Harbin Institute of Technology and is a member of the Chartered Institute of Building (UK). Mr. Kong joined China State Construction Engineering Corporation ("CSCEC") in 1982 and was seconded to Hong Kong in 1987. He became the Executive Director and General Manager of China Overseas (Hong Kong) Limited, a subsidiary of the Group, in 1997 and was also a director of certain subsidiaries of the Group and a director of CSCEC and China Overseas Holdings Limited ("COHL") and certain of its subsidiaries. Mr. Kong was appointed Vice Chairman and Chief Executive of the Company from 2001 and was appointed Chairman of the Company and continues to serve as Chief Executive of the Company from March 2005. In June 2005, he was appointed Chairman of China State Construction International Holdings Limited ("CSCIHL") and designated as Non-Executive Director of CSCIHL. The shares of CSCIHL was listed on the main board of The Stock Exchange of Hong Kong Limited in July 2005. He has more than 24 years' extensive experience in management of corporate affairs, construction projects and property development. Mr. Kong is also the Chairman of the Nomination Committee of the Company.

Honourable Chairman

(not a director of the Company)

Mr. SUN Wen Jie

Aged 59, graduated from Tongji University. Mr. Sun joined 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 COHL. 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 COHL and the chairman of the Board. He has 38 years' experience in construction industry and over 24 years' experience in property development in Mainland China 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 honourable chairman with effect from the same time.

Executive Directors

Mr. CUI Duosheng

Vice Chairman

Aged 58, 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 COHL. He has over 34 years' experience in administration, personnel and public relations management. Mr. Cui has been appointed vice chairman of the Board in March 2005. Mr. Cui is also the Chairman of the Remuneration Committee and a member of the Nomination Committee of the Company.

Mr. YAO Peifu

Vice Chairman

Aged 58, graduated from Shanghai Tongji University. Mr. Yao joined CSCEC in 1971 and was seconded to the Group in 1987. He was appointed executive director of the Company in 1993 and became a vice chairman of the Board in 1996. He is the director of certain subsidiaries of the Group and also a director of COHL. He has over 36 years' experience in structural engineering, project management, property development and infrastructure investment.

Mr. HAO Jian Min

Aged 41, joined CSCEC in 1987 and joined the Group in 1989. He was appointed director of a subsidiary of the Company in 2002 and certain others subsequently. He was appointed executive director of the Company in September 2005. Mr. Hao is also a director of COHL and certain of its subsidiaries. Mr. Hao was graduated from Shenyang Institute of Construction Engineering and is a Master of Harbin Institute of Technology and MBA of Fordham University. He has 19 years' experience in construction and property business.

Mr. WU Jianbin

Aged 43, graduated from Shanxi University of Finance and Economics (now known as School of Economic & Finance of Xi'an Jiaotong University) 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 director and financial controller of COHL in 2001 and appointed executive director and financial controller of the Company in 2002. He is also a director of certain subsidiaries and associates of the Group. Mr. Wu has 22 years' management experience in corporate finance, accounting and investment.

Mr. XIAO Xiao

Aged 49, joined CSCEC in 1982 and joined the Group in 1990. He was appointed director of a subsidiary of the Company in 1994 and certain others subsequently. Mr. Xiao is also a director of COHL. He was appointed executive director and vice president of the Company in February 2005. Mr. Xiao graduated from Chongqing Architectural University, has 23 years' experience in construction and property business.

Mr. JIN Xinzhong

Aged 40, graduated from Chinese Academy of Social Sciences with a doctoral degree. He was seconded to the Group in 1995 and appointed director of a subsidiary in the Group in 2000. He is a director of COHL and also a director of certain subsidiaries of the Group. He was appointed executive director of the Company in March 2005. Mr. Jin has 19 years' experience in the management and researching experience in business economics.

Mr. WANG Man Kwan, Paul

*Fellow of the Hong Kong Institute of
Certified Public Accountants
Fellow of the Association of
Chartered Certified Accountants*

Aged 49, 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.

Mr. YIP Chung Nam

*Fellow of The Hong Kong Institution of Engineers
Member of The Institution of Civil Engineers (UK)*

Aged 56, 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 COHL. He has over 32 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.

Non-executive Director

Mr. CHEUNG Shiu Kit

*Fellow of The Hong Kong Institute of
Real Estate Administration*

Aged 52, joined the Group in 1984 and was appointed an executive director of the Company in 1993. He is a director of certain subsidiaries of the Group and also a director of COHL. 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 Supervisory Board of the Hong Kong Housing Society. He has extensive experience in civil engineering and property development.

Independent Non-executive Directors



Dr. LI Kwok Po, David

GBS, OBE, MA, Hon. LLD (Cantab), Hon. DSocSc, FCA, FCPA, FCPA(Aust.), FCIB, FHKIB, FBCS, CITP, FCI Arb, JP, The Order of the Rising Sun, Gold Rays with Neck Ribbon, Officier de la Légion d'Honneur

Aged 67, joined the board of directors as an independent non-executive Director of the Company in 1992 and has served the Company for almost 13 years. Dr. Li is also the Chairman of the Audit Committee and a member of both the Remuneration Committee and the Nomination Committee of the Company. He is the Chairman and Chief Executive of The Bank of East Asia, Limited 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 serves on the international advisory boards of DaimlerChrysler AG, and Lafarge. He is a Member of both the Executive Council and the Legislative Council of Hong Kong. He is the Chairman of The Chinese Banks' Association, Limited and the Hong Kong Management Association. He is also a member of the Banking Advisory Committee, the Exchange Fund Advisory Committee and the Council of the Treasury Markets Association. Dr. Li will be resigned as the director of #Henderson Cyber Limited with effect from 31 March 2006.



Mr. LAM Kwong Siu

Aged 72, is the Vice Chairman of BOC International Holdings Limited, the Delegate of the National People's Congress, the Executive Chairman of Hong Kong Federation of Fujian Associations, 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 is also a member of the Audit Committee, the Remuneration Committee and the Nomination Committee of the Company. 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

BBS, JP, aged 43, 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. Mr. Wong is also a member of the Audit Committee, the

Remuneration Committee and the Nomination Committee of the Company. 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, **Goldlion Holdings Limited, **Qin Jia Yuan Media Services Company Limited, **International Financial Network Holdings Ltd., AXA Asia Pacific Holdings Limited and Computime Limited. He was a director of **Coastal Realty Group Limited, **Great Wall Cybertech Limited, **i-SteelAsia Holdings Limited, HSBC Life (International) Limited, Hang Seng Insurance Company 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

this company was previously listed on The Stock Exchange of Hong Kong Limited, and was delisted in December 2005

SENIOR MANAGEMENT

Mr. ZHU Yijian

General Manager of Human Resources Department of China Overseas Land & Investment Limited

Aged 39 and graduated from the Xi'an University of Architecture and Technology and Hong Kong Open University, holder of master degree, senior economist. He joined CSCEC in 1988 and was seconded to the Company in 1994 and appointed a director in 2003. He was appointed assistant general manager of the Group in 2005. He has about 17 years' experience in corporate human resources management and staff training.

Mr. CHEN Bin

Director of COBD Holdings (Chengdu) Co., Ltd.

Aged 36, graduated from Southeast University, engineer. He joined CSCEC in 1993. Mr. Chen was seconded to the Group in 1997 and appointed a director in 2002. He was appointed assistant general manager of the Group in 2005. He has about 13 years' management experience in construction business and personnel administration.

Mr. DONG Daping

Deputy General Manager of China Overseas Property Group Co., Ltd.

Aged 46, graduated from Harbin Architectural University, holder of master degree, senior economist. He joined CSCEC in 1983 and was seconded to the Group in 2001 and appointed as director in 2005. He has about 23 years' corporate management experience.

Mr. LUO Liang

Chief Architect of China Overseas Property Group Co., Ltd.

Aged 41, graduated from Huazhong Polytechnic University (now known as Huazhong University of Science and Technology), holder of master degree, architect, associate professor. He joined the Group in 1999 and was appointed a director in 2005. Mr. Luo has about 17 years' architectural experience.

Mr. GE Yafei

Director and General Manager of COB Development (Shanghai) Co., Ltd.

Aged 42, graduated from Tsinghua University, senior engineer. He joined CSCEC in 1989 and was seconded to the Group in 1990 and appointed director in 2002. Mr. Ge has about 17 years' management experience in construction business.

Mr. HU Ping

Director and General Manager of COBD Holdings (Beijing) Co., Ltd.

Aged 50, graduated from Beijing Normal University, engineer. He joined the Group in 1992 and was appointed a director in 2002. Mr. Hu has about 24 years' management experience in construction business.

Mr. ZHANG Yi

Deputy General Manager of China Overseas Property Group Co., Ltd.

Aged 38, graduated from Beijing Economics University (now known as Capital Business and Economics University), holder of master degree, senior economist. He joined CSCEC in 1994 and was seconded to the Group during the year. He has about 11 years' management experience in public and investment strategy business.

Mr. QU Yonghai

Assistant General Manager of China Overseas Property Group Co., Ltd. and General Manager of Shenzhen China Overseas Property Co. Ltd.

Aged 35, graduated from Harbin Institute of Technology, engineer, is a MBA from Tsinghua University. He joined the Group in 1993. Mr. Qu has about 12 years' experience in purchasing and investment strategy management.

Mr. ZHU Rong Bin

General Manager of COBD Holdings (Guangzhou) Co., Ltd.

Aged 34, graduated from Tsinghua University of Faculty of Civil Engineering, holder of master degree, engineer. Mr. Zhu joined CSCEC in 1995 and was seconded to the Group in November at the same year. He has about 11 years' corporate management experience.

