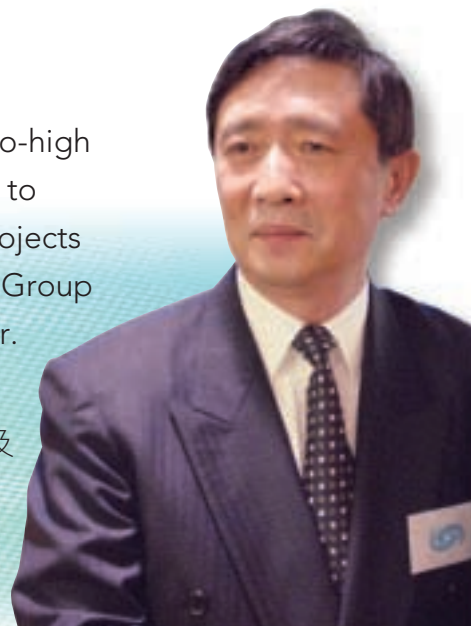


## MANAGING DIRECTOR'S REPORT

### 董事總經理報告

During the year, the Group strived to develop mid-to-high end projects and had taken a pragmatic approach to deliver "products with premium quality". Not only the projects were well-received and commended by the industry, the Group also achieved a record-breaking performance for the year.

年內，本集團採取務實態度，堅持「優質產品」理念，積極發展中高檔項目；廣泛贏得買家及業內讚譽之餘，亦創造了歷史新高佳績。



Wu Jiesi 武捷思

Chief Executive Officer 行政總裁

#### Business Review

##### Property Development Business

In 2005, the overall property market was inevitably affected by the austerity measures with a lacklustre sentiment. Despite under such a difficult operating environment, the Group achieved outstanding results by taking a pragmatic approach to deliver "products with premium quality".

In Guangzhou, in consequence of the austerity measures, the approval of land supply was more stringent and the launch of a number of new developments was postponed, resulting in a smaller supply and an increase in property prices. The Group continued to market its existing projects including Huajing New City, Gallopade Park – South Court, Regal Riviera, Regal Palace, Pleasant View Garden and Huanan New City. In addition, four large new property projects, namely Yijing Huayuan in proximity of core urban centre, Yunshan Xijing in peripheral of the scenic zone of Baiyuan Mountain, Regal Riviera Villa in villa district and Regal Riviera Bay in new town centre of Huizhou, were launched in 2005. With locations of the above projects in the core areas of urban development, making them the leading mid-to-high end developments in their respective districts, these projects were well-received and commended by the buyers and the industry. By and large, the Group's property business in Guangzhou experienced a steady growth, and the selling prices of our projects recorded a significant increase driven by the improved pricing for the overall market.

#### 業務回顧

##### 地產發展業務

於二零零五年，總體房地產市場無可避免地受到宏觀調控影響，形成低迷氣氛。儘管經營環境艱巨，本集團採取務實態度，堅持「優質產品」理念，並造出優異成績。

在廣州，受宏觀調控影響下，土地供應審批嚴謹，多項新發展延遲推出，導致供應減少，物業價格攀升。本集團在繼續推售現有項目，包括華景新城、駿景花園—南苑、珠江帝景、帝景華苑、逸景翠園和華南新城。更於二零零五年新推四個大型住宅項目，分別是位於城市核心地帶附近的頤景華苑、臨近白雲山風景區的雲山熹景、純別墅小區帝景山莊、以及位於惠州新城市中心的帝景灣。上述新樓盤位於城市發展重點區域，均屬於目前同區域內的引領性中高檔項目，廣泛贏得買家及業內贊譽。總括而言，本集團於廣州地區的地產業務發展穩健，本集團各項目的售價受惠於整體市場價格的改善而錄得大幅增長。

In Beijing, projects developed by the Group included Fresh Life Garden, Regal Court and Citta Eterna. Benefiting from the maturity, the scale and the positioning of these projects, coupled with the on-going delivery of completed units, the Group expects to continue to achieve strong sales in the Beijing market.

As for Shanghai and Tianjin, through extensive marketing, the Group established branding for Shanghai Hopson Town and Tianjin Jingjin New Town. Overall, the markets there, and Shanghai in particular, were affected by the austerity measures resulting in a lacklustre sentiment. Yet, the Group's development projects performed relatively well and still managed to contribute positively to the financial positions of the Group under such a condition.

The operational performance of the Group was remarkable this year. For the year ended 31st December 2005, the Group achieved a record-breaking turnover of HK\$6,134 million, increased by 54% as compared to that of last year. The following tables show the turnover of major projects and businesses by region:

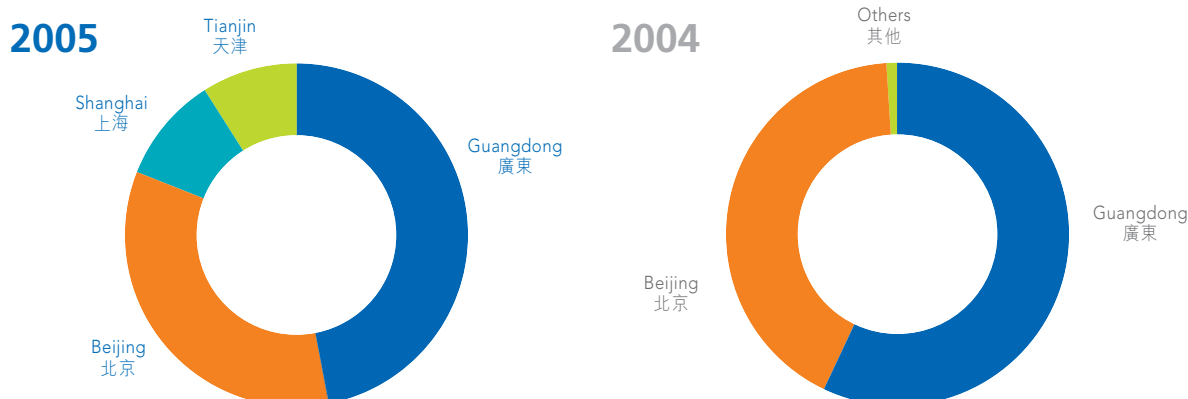
在北京，本集團所開發之項目包括珠江綠洲家園、珠江帝景和羅馬嘉園。銷售情況良好受惠於各個項目的發展成熟程度、規模及定位，加上不斷有單位落成，本集團預期將繼續於北京市場達至強勁銷量。

上海及天津方面，本集團藉廣泛宣傳，為上海合生城邦及天津京津新城樹立形象。總括而言，上海及天津受本年度之宏觀調控措施影響，市場形成低迷氣氛，其中尤以上海為甚，而本集團所開發之項目在此市場大環境下反應尚算理想，能為本集團之財務狀況帶來正面貢獻。

本集團本年的營運表現超卓，截至二零零五年十二月三十一日止年度，本集團的營業額錄得破記錄的港幣 6,134,000,000 元，較去年增加 54%，下表列示根據區域按主要業務項目及業務劃分之營業額如下：

		Turnover in 2005 二零零五年營業額		Turnover in 2004 二零零四年營業額	
		HK\$ million 百萬港元	Ratio (%) 比例(%)	HK\$ million 百萬港元	Ratio (%) 比例(%)
Guangdong	廣東	2,891	47	2,291	57
Beijing	北京	2,067	34	1,666	42
Shanghai	上海	616	10	-	-
Tianjin	天津	558	9	-	-
Others	其他	2	-	16	1
		<b>6,134</b>	<b>100</b>	3,973	100

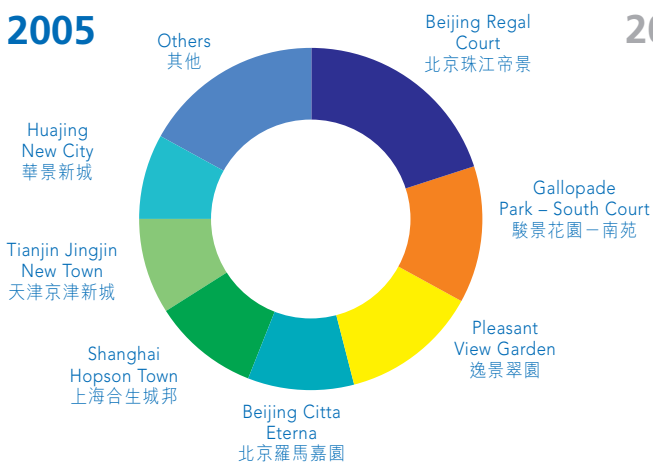
#### TURNOVER OF THE GROUP BY GEOGRAPHICAL LOCATIONS 按區域劃分之集團營業額如下



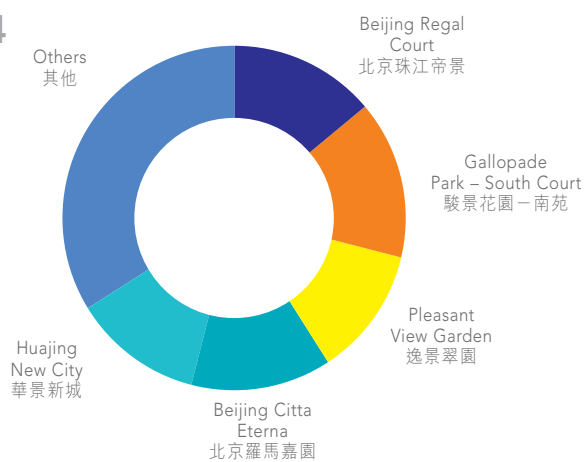
		Turnover in 2005 二零零五年營業額		Turnover in 2004 二零零四年營業額	
		HK\$ million 百萬港元	Ratio (%) 比例(%)	HK\$ million 百萬港元	Ratio (%) 比例(%)
Beijing Regal Court	北京珠江帝景	1,255	20	555	14
Gallopade Park – South Court	駿景花園－南苑	782	13	594	15
Pleasant View Garden	逸景翠園	776	13	486	12
Beijing Citta Eterna	北京羅馬嘉園	617	10	529	13
Shanghai Hopson Town	上海合生城邦	616	10	–	–
Tianjin Jingjin New Town	天津京津新城	548	9	–	–
Huajing New City	華景新城	516	8	496	12
Others	其他	1,024	17	1,313	34
		<b>6,134</b>	<b>100</b>	<b>3,973</b>	<b>100</b>

TURNOVER BY MAJOR PROJECTS 按主要項目劃分營業額比例如下

2005



2004



		Turnover in 2005 二零零五年營業額		Turnover in 2004 二零零四年營業額	
		HK\$ million 百萬港元	Ratio (%) 比例(%)	HK\$ million 百萬港元	Ratio (%) 比例(%)
Property development	物業發展	5,991	98	3,855	97
Property investment	物業投資	47	1	45	1
Property management	物業管理	96	1	73	2
		<b>6,134</b>	<b>100</b>	<b>3,973</b>	<b>100</b>

## Completion Schedules

## 完成時間表

			<b>Saleable area (sq.m.) to be completed ended</b> 截至以下年份完工之可供銷售面積（平方米）		
<b>Group's Interests/ Ultimate interests to be acquired</b>			<b>2006</b>	<b>2007</b>	<b>2008 or after</b>
本集團權益／ 最終收購權益			二零零六年	二零零七年	二零零八年 或以後
Huajing New City	華景新城	100.00%	50,435	95,273	–
Gallopade Park – Phase 4	駿景花園一四期	95.00%	–	–	439,529
Gallopade Park – South Court	駿景花園一南苑	95.00%	19,311	39,118	163,726
Huanan New City	華南新城	99.00%	100,558	119,620	1,986,079
Pleasant View Garden	逸景翠園	94.98%	131,703	32,699	792,341
Regal Palace	帝景華苑	100.00%	67,187	–	–
Regal Riviera	珠江帝景	69.50%	99,632	153,835	393,346
Regal Riviera Villa	帝景山莊	100.00%	46,980	64,071	–
Huizhou Regal Riviera Bay	惠州帝景灣	100.00%	64,648	209,228	318,930
Yijing Huayuan	頤景華苑	100.00%	56,776	119,043	–
Yunshan Xijing	雲山熹景	70.00%	16,244	95,010	28,686
Guangzhou Hopson International Building	廣州合生國際大廈	100.00%	–	–	101,485
Hopson International New City	合生國際新城	100.00%	35,326	130,000	1,103,796
Guangzhou Huadu Hongbenggang Reservoir Project	廣州花都紅崩崗水庫項目	100.00%	–	40,000	217,467
Guangzhou Jiahe Commercial City	廣州嘉和商業城	100.00%	–	–	178,983
Beijing Fresh Life Garden	北京珠江綠洲家園	100.00%	57,002	65,296	–
Beijing Citta Eterna	北京羅馬嘉園	100.00%	45,476	136,978	47,264
Beijing Regal Court	北京珠江帝景	100.00%	171,328	73,798	416,351
Hopson International Garden	合生國際花園	100.00%	26,962	118,349	37,738
Tianjin Jingjin New Town	天津京津新城	70.00%	313,468	200,000	2,626,289
Hyatt Regency Hotel Jingjin City	凱悅酒店京津新城	70.00%	143,106	–	–
Tianjin Beianqiao Project	天津北安橋項目	90.00%	–	–	165,500
Shanghai Hopson Town	上海合生城邦	100.00%	118,034	10,932	352,738
Shanghai Binjiang Court	上海濱江苑	100.00%	–	–	453,265
Shanghai Hopson International Building	上海合生國際大廈	50.00%	–	82,671	–
Shanghai Sheshan Dongzhiyuan project	上海佘山東紫園項目	100.00%	–	67,435	41,803
Shanghai Zhaoxiang Town project	上海趙巷鎮項目	100.00%	20,797	70,660	25,450
			1,584,973	1,924,016	9,890,766

## PROPERTY MANAGEMENT

Property management is one of the core businesses of the Group. Guangdong Esteem Property Services Limited ("Guangdong Esteem"), with State Grade 1 qualification, is devoted to provide comprehensive, professional and people-oriented management services to the residents. The business motto of Guangdong Esteem is "People as core and creation of Quality Life". It makes the best endeavours to provide a healthy and comfortable environment and its service has been well-received by the community. This is evidenced by its accreditation as a trusted property management corporate in China in 2005. The Group is undertaking an upgrade in its information system in order to raise the quality of customer service.

The main task of 2006 is to raise the satisfaction levels of our customers. In order to raise their satisfaction levels, the Group endeavours to provide comprehensive, pro-active, interactive and organised services to our property buyers, through such attentive services to create a comfortable community.

## PROPERTY RENTAL

Investment property portfolio of the Group is principally composed of retail shops and carparks in Guangzhou. Annual rental income of approximately HK\$47 million was recorded in 2005, representing only a small portion of the Group's turnover. In order to enhance the stability of income, the Group will make further investments in investment properties. The construction of Guangzhou Hopson International Building is underway with an expected completion in 2008, and the commercial project of Gallopade Park – Phase 4 is undergoing active preparations.

## 物業管理

物業管理是本集團的核心業務之一。本集團屬下的廣東康景物業服務有限公司（國家一級資質，簡稱「康景物業」）為廣大住戶提供全方位、專業化、人性化的物業管理服務。康景物業秉承「以人為本，創造健康生活」的管理理念，致力於為業主創造健康舒適的生活環境，其優質服務深獲社會各界認同。二零零五年康景物業獲評中國物業管理誠信企業即為最佳證明。本集團正升級其資訊系統，以提升客戶服務水準。

本集團二零零六年的重點工作著力於提升集團客戶的滿意度，為提高客戶之滿意度，集團提供全程化、主動化、互動化、組織化的服務，通過更貼心的服務，營造更舒心的社區。

## 收租業務

本集團目前主要的投資物業均為位於廣州地區之商店及車位。二零零五年的租金收入約港幣4,700萬元，現時僅佔本集團營業額小部份，為提高收入之穩定性，本集團將進一步對投資物業作出投資。廣州合生國際大廈的建築工程在進行中，預計二零零八年完工。而駿景花園 – 四期的商業項目亦於積極籌備當中。



## HOTEL OPERATIONS

The Group currently has three hotels, namely Regal Riviera Hotel in Guangzhou, Beijing Plaza Royale Hotel in Beijing and Hyatt Regency Hotel Jingjin City in Baodi, Tianjin.

Regal Riviera Hotel in Guangzhou, which commenced operations in mid 2004, reported a turnover of HK\$21 million for the year with an average occupancy rate of 56%. Beijing Plaza Royale Hotel, commenced operations in July 2005, with an average occupancy rate of 28% for the second half of the year. In addition, with the constructions of the main structures of Hyatt Regency Hotel Jingjin City in the final stage, it is planned to have its opening by the end of 2006.

In anticipation of an increasingly buoyant economic growth in China and the imminent Beijing Olympics, the Group's hotels will be well positioned to achieve better performance.



Guangzhou Regal Riviera Hotel  
廣州珠江帝景酒店

## 酒店業務

現時本集團旗下有三間酒店包括位於廣州的珠江帝景酒店，北京帝景豪庭酒店以及位於天津寶坻的凱悅酒店京津新城。

廣州珠江帝景酒店於二零零四年中開業，其本年度營業額為港幣 2,100 萬元，平均入住率為 56%。而北京帝景豪庭酒店亦於二零零五年七月正式開業，其下半年入住率平均為 28%。另外，位於天津寶坻的凱悅酒店京津新城的主體建設已進入最後階段，預期於二零零六年底前開業。

在中國經濟不斷發展以及在北京奧運所帶來的影響下，本集團旗下酒店的經營情況可望不斷改善。



Beijing Plaza Royale Hotel  
北京帝景豪庭酒店



Hyatt Regency Hotel Jingjin City  
凱悅酒店京津新城

## REVIEW OF FINANCING ACTIVITIES

In order to rationalize and improve its capital structure, the Group executed a number of financing transactions to raise funds from the international capital market for business expansion and working capital purposes.

### (1) Issue of 200,600,000 new shares to strategic investors

On 9th August 2005, the Company entered into Subscription Agreements with two strategic investors, Aranda Investments Pte. Ltd. ("Aranda"), an indirect wholly-owned subsidiary of Temasek Holdings (Private) Limited and Tiger Global L.P. ("Tiger"), a fund managed by Tiger Global Management, LLC. Pursuant to the Subscription Agreements, the Company issued and each of Aranda and Tiger subscribed for 100,300,000 new shares (being 200,600,000 new shares in aggregate) at a price per share of HK\$4.875. The net proceeds of the placement of shares were approximately HK\$957 million, and were used for repayment of a portion of the Company's existing debt, general working capital and expansion of the PRC property business.

### (2) Issue of US\$350 million 8<sup>1</sup>/<sub>8</sub>% senior notes

The Company issued 8<sup>1</sup>/<sub>8</sub>% senior notes comprising principal amounts of US\$300 million and US\$50 million at an issue price of 100% and 100.816% on 9th and 15th November of 2005 respectively (equivalent to HK\$2.73 billion in aggregate). These notes are listed on the Singapore Exchange and bear interest from 9th November 2005 at a fixed rate of 8<sup>1</sup>/<sub>8</sub>% per annum. Accrued interest is payable semi-annually in arrear on 9th May and 9th November of each year commencing on 9th May 2006. The issue of these notes is beneficial to the Group since it allows the Group to obtain long-term financing from international investors and to improve its capital structure.

### (3) Credit Rating

The Group and the US\$350 million 8<sup>1</sup>/<sub>8</sub>% senior notes have been rated "Ba1" by Moody's Investors Services Inc. and "BB+" by Standard and Poor's Rating Services. Up to now, such ratings are the highest credit ratings obtained amongst PRC non-state owned enterprises, reflecting the financially sound status of the Group.

## 融資事務回顧

為使資本架構更為合理及進行改善，本集團於國際資本市場進行多項交易籌集資金，用以擴展業務以及用作一般營運資金。

### (1) 發行 200,600,000 股新股予策略性投資者

於二零零五年八月九日本公司與兩名策略性投資者－Aranda Investments Pte. Ltd. (「Aranda」) (淡馬錫控股(私人)有限公司間接全資子公司)及 Tiger Global L.P. (「Tiger」) (Tiger Global Management, LLC 管理之基金) 訂立認購協議。根據認購協議，本公司以每股港幣 4.875 元之價格發行新股，而 Aranda 及 Tiger 則分別同意按該價格各自認購 100,300,000 股新股份 (合共 200,600,000 股新股份)，配售股份所得款項淨額港幣 9.57 億元，已用作償還本集團之部份現有債務，一般營運資金及擴展中國物業業務。

### (2) 發行 3.5 億美元 8<sup>1</sup>/<sub>8</sub>% 優先票據

本公司分別於二零零五年十一月九日及十一月十五日先後按發行價 100% 及 100.816% 發行本金約 3 億美元及 5,000 萬美元 (合共相等於港幣 27.3 億元) 的 8<sup>1</sup>/<sub>8</sub>% 優先票據。此票據於新加坡交易所上市，並從二零零五年十一月九日起按固定年利率 8<sup>1</sup>/<sub>8</sub>% 計息。累計利息自二零零六年五月九日起於每年的五月九日及十一月九日每半年支付一次。管理層相信，發行票據計劃對本集團有利，容許本集團自國際投資者取得長期融資，改善其資本架構。

### (3) 信貸評級

本集團以及其 3.5 億美元 8<sup>1</sup>/<sub>8</sub>% 優先票據均獲得穆迪投資者服務公司及標準普爾評級服務公司的信貸評級分別為「Ba1」級及「BB+」級。此等評級為截至目前為止國內非國營企業取得最佳之信貸評級，反映本集團財政狀況的穩健性。

## LAND BANK REPLENISHMENT

The Group's land reserve is substantial. As at 31st December 2005, the Group's land bank amounted to a GFA of 12.95 million square meters. The management is confident that such land bank is sufficient for the Group's development needs in the coming 5 to 7 years.

The following analysis of the Group's land bank (inclusive of Regal Riviera in Guangzhou) by GFA is based on its internal records only without independent verification:

## USAGE AND LOCATION

## 土地儲備新增

本集團擁有龐大的土地儲備。於二零零五年十二月三十一日，本集團土地儲備的建築面積達1,295萬平方米。管理層相信，此等土地儲備將足夠本集團未來五至七年開發之用。

以下為本集團土地儲備之分析（包括廣州珠江帝景），按建築面積並只根據其內部記錄計算，而無獨立核實：

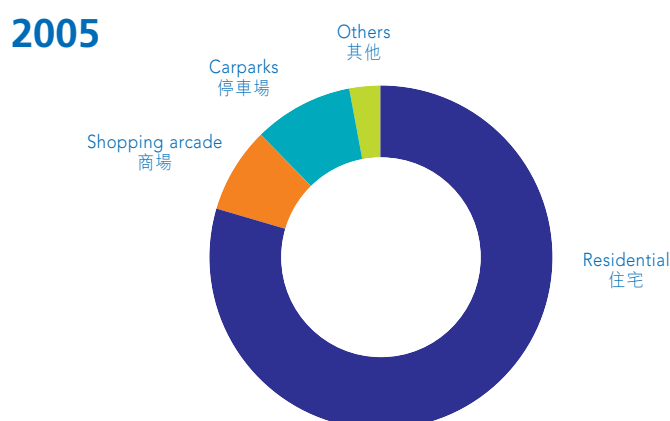
## 用途及地區

### Saleable area (million sq.m.)

可供銷售面積（百萬平方米）

		Guangdong 廣東	Beijing 北京	Tianjin 天津	Shanghai 上海	Total 總計
Residential	住宅	5.60	1.12	3.16	0.42	10.30
Shopping arcade	商舖	0.85	0.09	0.08	0.03	1.05
Office	辦公室	0.07	–	–	0.06	0.13
Carparks	停車場	1.01	0.14	–	0.07	1.22
Hotels	酒店	0.07	0.04	0.14	–	0.25
Total	總計	7.60	1.39	3.38	0.58	12.95

### LAND BANK BY USAGE 按用途劃分土地儲備比例如下





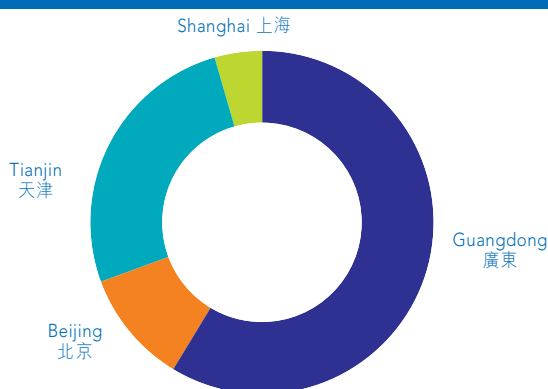
DEVELOPMENT STATUS AND LOCATION

發展狀況及地區

		Saleable area (million sq.m.) 可供銷售面積 (百萬平方米)				Total 總計
		Guangdong 廣東	Beijing 北京	Tianjin 天津	Shanghai 上海	
Completed properties	已落成物業	0.52	0.19	0.10	0.02	0.83
Properties under development	發展中物業	1.69	0.56	0.46	0.23	2.94
Properties to be developed	待發展物業	5.39	0.64	2.82	0.33	9.18
Total	總計	7.60	1.39	3.38	0.58	12.95

LAND BANK BY LOCATION 按地區劃分土地儲備比例如下

2005



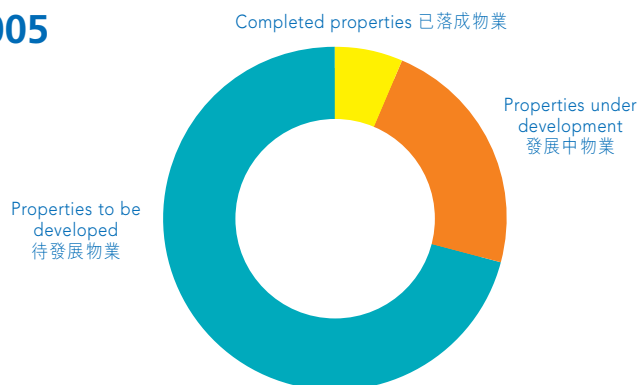
DEVELOPMENT STATUS AND USAGE

發展狀況及用途

		Saleable area (million sq.m.) 可供銷售面積 (百萬平方米)					Total 總計
		Residential 住宅	Shopping arcade 商舖	Office 辦公室	Carparks 停車場	Hotels 酒店	
Completed properties	已落成物業	0.26	0.26	–	0.24	0.07	0.83
Properties under development	發展中物業	2.28	0.11	0.13	0.28	0.14	2.94
Properties to be developed	待發展物業	7.76	0.68	–	0.70	0.04	9.18
Total	總計	10.30	1.05	0.13	1.22	0.25	12.95

LAND BANK BY DEVELOPMENT STATUS 按發展狀況劃分土地儲備比例如下

2005



## TITLE STATUS AND LOCATION

## 所有權狀況及地點

		Saleable area (million sq.m.) 可供銷售面積 (百萬平方米)				
		Guangdong 廣東	Beijing 北京	Tianjin 天津	Shanghai 上海	Total 總計
Land use rights certificates and construction works planning permits obtained <sup>(1)</sup>	已取得土地使用證及建設工程規劃許可證 <sup>(1)</sup>	2.40	0.53	0.45	0.28	3.66
Land use rights certificates obtained but without construction works planning permits <sup>(2)</sup>	已取得土地使用證但未取得建設工程規劃許可證 <sup>(2)</sup>	1.44	0.40	0.97	0.30	3.11
Construction land use planning permits obtained <sup>(3) (5)</sup>	已取得建設用地規劃許可證 <sup>(3) (5)</sup>	2.00	0.31	1.91	–	4.22
Grant of major approvals and certificates not yet obtained <sup>(4) (5)</sup>	有待主要批文及證書之批出 <sup>(4) (5)</sup>	1.76	0.15	0.05	–	1.96
<b>Total</b>	<b>總計</b>	<b>7.60</b>	<b>1.39</b>	<b>3.38</b>	<b>0.58</b>	<b>12.95</b>

(1) Relevant land use rights certificates and construction works planning permits have been granted.

(1) 已獲授有關的土地使用證及建設工程規劃許可證。

(2) Relevant land use rights certificates have been granted while the appertaining construction works planning permits have not yet been obtained.

(2) 已獲授有關的土地使用證但相關之建設工程規劃許可證並未取得。

(3) Relevant construction land use planning permits have been granted. However, the land use rights certificates have not yet been obtained and will only be secured upon execution of the relevant land transfer contracts and payment of land premium.

(3) 已獲授有關的建設用地規劃許可證。然而，尚未取得有關的土地使用證，而有關土地使用證只會在履行土地轉讓合同及支付有關土地出讓金後取得。

(4) Only upon completion of the land grant procedures (e.g. obtainment of the construction land use planning permits, and the execution of land transfer contracts) and the payment of the appertaining land premium will the land use rights certificates be obtained.

(4) 土地使用證僅於完成土地授出程序（如獲得建設用地規劃許可證及履行土地轉讓合同）及支付有關土地出讓金之後方可獲得。

(5) For payment status of land premium, please refer to notes 20 and 36 to the accounts.

(5) 土地出讓金之支付狀況請參閱賬目附註 20 及 36。

Though the Group's land reserve is already substantial, it continues to scout for acquisition targets. The following table sets out the new additions to the Group's landbank in 2005:-

雖然已擁有龐大的土地儲備，本集團仍不斷尋找新的土地作為收購目標。以下表列本集團於 2005 年新增的土地儲備:-

Project Name 項目名稱	Group's interests/ ultimate interests to be acquired 本集團之權益/ 最終收購權益	Project location 項目地點	Saleable Area (sq.m.) 可供銷售面積 (平方米)	GFA (sq.m.) 建築面積 (平方米)	Status as at 31st December 2005 截至 2005 年 12 月 31 日狀況
Hopson International Garden 合生國際花園	100%	South of International Trade Bridge of Chaoyang District, inside East 3rd Ring Road, Beijing 北京市朝陽區國貿橋南·東三環內	183,049	201,323	acquisition completed <sup>(1)</sup> 完成收購 <sup>(1)</sup>
Hopson International New City 合生國際新城	100%	Yaxin Gardens, Lianhe Village, Shuikou Town, Huizhou 惠州水口鎮聯和村亞新花園	1,269,122	1,275,122	acquisition completed <sup>(1)</sup> 完成收購 <sup>(1)</sup>
Shanghai Hopson International Building 上海合生國際大廈	50%	Lane 9 Block 5, Meiyuan Road, Pudong New District, Shanghai 上海浦東新區梅園街道九坊五丘	82,671	86,947	acquisition completed <sup>(1)</sup> 完成收購 <sup>(1)</sup>
Guangzhou Jiahe Commercial City 廣州嘉和商業城	100%	The West of Guangzhou Road South, Zhuhai District, Guangzhou (The Land Opposite to Xinhoude Gardening Company) 廣州海珠區廣州大道南西側 新厚德園藝公司對面地段	178,983	178,983	Cooperative agreement signed <sup>(2)</sup> 簽署合作協議 <sup>(2)</sup>
Shanghai Zhaoxiang Town project 上海趙巷鎮項目	100%	New City Area, Zhaoxiang Town, Qingpu, Shanghai 上海青浦趙巷鎮新城區	116,907	118,639	cooperative agreement signed <sup>(2)</sup> 簽署合作協議 <sup>(2)</sup>
Shanghai Sheshan Dongziyuan project 上海佘山東紫園項目	100%	Land Parcel No.9 and No. 10, Sheshan National Holiday Resort, Shanghai 上海佘山國家旅遊度假區九號· 十號地塊	109,238	110,238	cooperative agreement signed <sup>(2)</sup> 簽署合作協議 <sup>(2)</sup>
Guangzhou Huadu Hongbenggang Reservoir project 廣州花都紅崩崗水庫項目	100%	Land Parcels surrounding Hongbenggang Reservoir at the north of Tourist Thoroughfare in Front of Mountain, Shiling Town, Huadu District, Guangzhou 廣州花都區獅嶺鎮山前旅遊大道 以北及紅崩水庫週邊地塊	257,467	273,467	cooperative agreement signed <sup>(2)</sup> 簽署合作協議 <sup>(2)</sup>
Tianjin Beianqiao Project 天津市北安橋項目	90%	Land Parcel at the north of Beianqiao, Heping District, Tianjin 天津市和平區北安橋以北地塊	165,500	165,500	cooperative agreement signed <sup>(2)</sup> 簽署合作協議 <sup>(2)</sup>
			2,362,937	2,410,219	

Notes:

- (1) Included as land bank as at 31st December 2005  
 (2) Excluded from land bank as at 31st December 2005

註:

- (1) 已有包括在 2005 年 12 月 31 日之土地儲備  
 (2) 未包括在 2005 年 12 月 31 日之土地儲備



Shanghai Zhaoxiang Town project  
上海趙巷鎮項目



Shanghai Sheshan Dongziyuan project  
上海佘山東紫園項目

## CORPORATE GOVERNANCE

The management believes sound corporate governance is the key to increase corporate transparency, to have effective risk management and to enhance shareholders' value. The corporate governance report of the Group is detailed on pages 63 to 73 of the annual report.

To enhance our corporate governance, Mr. Shafran Steven ("Mr. Shafran"), Ms. Chen Xiaohong ("Ms. Chen") and Mr. Hu Yongmin ("Mr. Hu") were appointed as non-executive directors in 2005. Mr. Shafran has substantial experience in capital market and investment. He was previously a managing director and a partner of Goldman Sachs. His appointment will enhance the Group's governance by bringing extensive financing expertise. Ms. Chen and Mr. Hu are representatives of Tiger and Aranda respectively, the Group's substantial shareholders. Their appointments were aimed at enhancing corporate governance and assuring effective protection of the interests of the minority shareholders. In addition to being a member of the Board of Directors, Mr. Hu is also a member of the Audit Committee and Connected Transactions/Related Party Transactions Committee.

## NOTABLE INTERNATIONAL ACHIEVEMENTS

During the year, the Group was accredited with the following two international achievements:

- (1) The Group was named one of the 200 finest smaller public companies in Asia Pacific Region by an international finance magazine "Forbes" in October 2005.
- (2) The bond issue of US\$350 million senior notes of the Group was named the "Best High Yield Bond deal of the year" by an international finance magazine "Asiamoney" in December 2005.

The above two achievements demonstrate the Group's status being recognised internationally.

## APPRECIATION

I would like to express my heartfelt gratitude to our management, and all staff members for their commitments and dedications. They are the cornerstones of the Company and collaborate with the Board to achieve the outstanding results, and their contributions will ensure the success of the Group in its future endeavours.

### Wu Jiesi

Chief Executive Director

Hong Kong, 13th April 2006

## 企業管治

管理層相信，良好的企業管治為本集團帶來更大的透明度，更有效的管理風險以及提昇股東價值。本集團詳細之企業管治報告已刊於本年報第 63 至 73 頁。

為加強企業管治質素，本集團於二零零五年得以榮邀施盛勳先生（「施先生」），陳小紅女士（「陳女士」）及胡勇敏先生（「胡先生」）加盟為非執行董事。施先生擁有豐富的資本市場及投資經驗，曾任高盛集團之常務董事及合夥人，加盟為本集團帶來更廣泛之融資專業知識，並提高集團的管治質素。陳女士及胡先生分別代表本集團的主要股東，Tiger 及 Aranda，出任集團的非執行董事。陳女士及胡先生之出任旨在提高企業管治質素。並確保集團小股東的權益受到更有效的保障。除了身為董事會成員外，胡先生更是本集團的審核委員會及關連交易／有關連人士交易委員會的成員。

## 國際榮譽

本集團於年內榮獲兩項國際性榮譽：

- (1) 於二零零五年十月，本集團被國際財經雜誌「福布斯」評為其中一間亞太區 200 間最優秀的中小型上市公司。
- (2) 於二零零五年十二月，本集團所發行的 3.5 億美元優先票據被國際財經雜誌「Asiamoney」評為「本年度最佳高回報債券交易」。

以上兩項榮譽得以證明本集團的地位於國際上的認受性。

## 感謝

本人僅此對管理層及各員工所付出的努力深表感激，他們為本公司的基石，與董事會共同創造本年輝煌的業績，他們貢獻確保集團能達成未來的目標。

### 行政總裁

武捷思

香港，二零零六年四月十三日