

買賣或贖回本公司之股份

本報告期內，除進行回售合共 8,239,020 張 A 股可轉債券（詳情列載於本年報的第 25 頁），本公司或其任何附屬公司概無購買、出售及贖回任何本公司的股份。

《企業管治常規守則》

董事概無知曉任何有合理跡象顯示本公司的現時或在本期間任何時間內未有遵守《企業管治常規守則的資料》。

董事進行證券交易的標準守則

本公司已採納一套規管有關董事進行證券交易的應用守則，其要求不低於上市規則附錄十《上市發行人董事進行證券交易的標準守則》。於報告期間，全體董事均遵循有關董事進行證券交易的標準守則。

公眾持股量

根據已公布資料及據董事所知，於本報告日期，本公司已按照上市規則維持規定的公眾持股量。

優先購買權

根據本公司之公司章程，並無有關優先購買權之規定，而中國法律並無有關此方面的權利限制。

審核委員會

於二零零一年七月三十一日，董事會批准設立審核委員會（「審核委員會」），負責審閱及監察本公司的財務報告程序及內部監控。審核委員會已審閱本集團採納的會計原則及方法，並與董事商討內部監控和財務報告事宜，包括審閱截至二零零五年十二月三十一日止年度的經審核賬目。

公布財務資料

本公司之 2005 年年度報告刊發於香港聯合交易所有限公司之網頁 <http://www.hkex.com.hk> 上刊登，此年度報告包括證券上市規則附錄 16 第 45 段(1)至 45 段(3)所需的所有資料。

Sale and Purchase or Redemption of Securities of the Company

During the year under review, save for the redemption of 8,239,020 A Share Convertible Bonds (details of which are set out in page 25 of this annual report), the Company and its subsidiaries did not purchase, sell or redeem any listed securities of the Company.

Code on Corporate Governance Practice

None of the Directors is aware of any information that would reasonably indicate that the Company is not or was not, for any part of the year, in compliance with the Code on Corporate Governance Practice as set out in the Listing Rules.

Model Code for Securities Transactions by the Directors

The Company has adopted a code of practice (“Model Code”) with standards not lower than those prescribed in Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules for securities transactions conducted by the Directors. During the reporting period, all Directors have complied with the Model Code in relation to securities transactions conducted by the Directors.

Public Float

On the basis of publicised information that is publicly available to the Company and to the best knowledge of the Directors, the Company has maintained the prescribed public float under the Listing Rules as at the date of this annual report.

Pre-emptive Rights

There is no provision for pre-emptive rights under the Articles of Association and there is no restriction against such rights under the laws of the PRC.

Audit Committee

On 31st July, 2001, the Board approved the establishment of the Audit Committee to review and supervise the financial reporting process and internal controls of the Company. The Audit Committee has reviewed the accounting principles and practices adopted by the Group and discussed internal controls and financial reporting matters including a review of the audited accounts for the year ended 31st December, 2005 with the Directors.

Publication of Financial Information

The Company's 2005 annual report which sets out all the information required by paragraphs 45(1) to 45(8) of Appendix 16 to the Listing Rules is available for publication on the website of the Hong Kong Stock Exchange (<http://www.hkex.com.hk>).