

Directors' and Senior Management's Biographies 董事及高級管理人員履歷

EXECUTIVE DIRECTORS

Mr. Poon Ka Hung*, aged 55, Chairman, Chief Executive Officer of the Group and director of various members of the Group. He is one of the founders of the Group and is responsible for its strategic planning. He has over 32 years of management experience and an in-depth knowledge of the electronics industry. Mr. Poon is a Committee Member of the Chinese People's Political Consultative Conference Jiangsu Provincial Committee. Mr. Poon entered into a service agreement with the Company on 4 November 1994 for a 3-year term commencing from 1 September 1994. After the term of the agreement, either party may terminate the service agreement by giving 3 month's notice to the other. Under the service agreement, Mr. Poon was entitled to salary in the sum of HK\$6,978,535 during the financial year ended 31 December 2005. However, Mr. Poon waived the salary in the sum of HK\$4,466,535 and received HK\$2,512,000 only. His emoluments have been determined on the basis of his experience and contribution to the operation of the Group. Mr. Poon is deemed to have interests in 161,870,103 shares of the Company through High Rate Investments Limited under the Securities and Futures Ordinance.

Mr. Wu Lai Ping, aged 61, Vice Chairman of the Group. He is responsible for the overall production of the Group and has over 39 years of experience in production management and quality control in the electronics field. He is one of the founders of the Group and is also the Managing Director of the Group's audio division.

Mr. Yeung James*, aged 45, Director of Administration. He is a graduate from the University of Southern California. He has over 18 years of experience in commercial banking, financial planning and management. He joined the Company in June 1997 and was appointed executive director on 31 March 2006. Mr. Yeung does not have any service contract with the Company. He is not appointed for a specific term but is subject to retirement by rotation in annual general meetings of the Company in accordance with the Bye-laws of the Company. He receives director's emoluments of about HK\$1.2 million per annum. His emoluments have been determined on the basis of his experience and contribution to the operation of the Group.

執行董事

潘嘉雄先生*，五十五歲，本集團主席兼行政總裁及本集團多間成員公司董事。彼為本集團創辦人之一，負責制定本集團之策略規劃。彼擁有逾三十二年管理經驗，並對電子業有深厚認識。潘先生為中國人民政治協商會議江蘇省委委員。潘先生於一九九四年十一月四日與本公司訂立服務合約，自一九九四年九月一日起計為期三年。於協議屆滿後，雙方均可透過向對方發出三個月通知而終止服務協議。根據服務協議，潘先生於截至二零零五年十二月三十一日止財政年度享有合共6,978,535港元之薪酬。然而，潘先生放棄合共4,466,535港元之薪酬而僅收取2,512,000港元作為其薪酬。根據證券及期貨條例，其酬金乃按其經驗及對本集團業務之貢獻釐定。潘先生被視為透過High Rate Investments Limited於本公司161,870,103股股份擁有權益。

胡禮平先生，六十一歲，本集團副主席，負責本集團之整體生產運作。彼擁有逾三十九年電子業生產管理及品質控制經驗。胡先生為本集團創辦人之一，亦為本集團音響部總裁。

楊耀強先生*，四十五歲，行政總監。彼畢業於南加州大學，擁有逾十八年商務銀行、財務規劃及管理經驗。彼於一九九七年六月加入本公司，並於二零零六年三月三十一日獲委任為執行董事。楊先生並無與本公司訂有任何服務合約。彼並無指定任期，惟須根據本公司之公司細則在本公司股東週年大會上輪值退任。彼每年收取董事酬金約1,200,000港元。其酬金乃按其經驗及對本集團業務之貢獻釐定。

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NON-EXECUTIVE DIRECTOR

Mr. Leung Chun Pong, aged 58, has over 36 years of experience in engineering, design and manufacturing operations, within which over 19 years at the managerial level in electronics manufacturing in Hong Kong, China and Japan before joining the Group in 1991 as an executive director. He was re-designated from the executive board and became a non-executive in 2004.

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Chan Wing Tai, Joseph*, aged 50, is a director of Chan & Tang C.P.A. Limited, Certified Public Accountants (formerly known as Chan & Tang, Certified Public Accountants of which he had been a partner since 1991). He is a fellow Certified Public Accountant (Practising) of the Hong Kong Institute of Certified Public Accountants and a fellow member of the Association of Chartered Certified Accountants. Mr. Chan joined the Company as an independent non-executive director since 1999 and he is the Chairman of the Company's audit committee. Mr. Chan receives an annual director's fee of HK\$360,000. His director's fee has been fixed with reference to the range of prevailing directors' fee for independent non-executive directors of listed companies in Hong Kong. There is no service agreement between Mr. Chan and the Company. He is not appointed for specific term and is subject to retirement by rotation and re-election at the Company's annual general meetings in accordance with the Company's By-laws.

Mr. Tay Chee Hung, Clement, aged 44, has been the Managing Director of Scotiatrust (Asia) Limited since 1993 and is a registered dealer with the Securities and Futures Commission in Hong Kong. Mr. Tay graduated from the London School of Economics and Political Science, University of London, United Kingdom with a Bachelor of Science degree in Actuarial Science. He is a fellow member of the Association of Chartered Certified Accountants in the United Kingdom and a Certified Public Accountant of the Hong Kong Institute of Certified Public Accountants. He has over 19 years of experience in auditing, taxation, tax planning, and financial services including financing, fiduciary and advisory services. Mr. Tay joined the Group as an independent non-executive director in 2004 and he is a member of the Company's audit committee.

非執行董事

梁振邦先生，五十八歲，擁有逾三十六年工程、設計及製造業務經驗。彼於一九九一年加入本集團擔任執行董事前，曾分別在香港、中國及日本從事電子產品生產管理工作逾十九年。彼於二零零四年獲重新任命為非執行董事。

獨立非執行董事

陳榮泰先生*，五十歲，為陳榮泰、鄧天應會計師事務所有限公司(以前名為陳榮泰、鄧天應會計師事務所，而陳先生自一九九一年已為其合夥人)之董事。彼分別為香港會計師公會之執業資深會計師及英國特許公認會計師公司之資深會員。陳先生於一九九九年加入本公司為獨立非執行董事，現為本公司審核委員會主席。陳先生每年收取董事袍金360,000港元。其董事袍金乃經參考現時香港上市公司之獨立非執行董事之董事袍金釐訂。陳先生並無與本公司訂有任何服務協議。彼並無指定任期，惟須根據本公司之公司細則在本公司股東週年大會上輪值退任及膺選連任。

鄭志雄先生，四十四歲，自一九九三年至今為豐業信託(亞太區)有限公司之董事總經理，現為證券及期貨事務監察委員會之註冊證券交易員。鄭先生畢業於英國倫敦大學之倫敦政治與經濟學院，持有精算理學士學位。彼為英國特許公認會計師公會之資深會員及香港會計師公會之會計師，擁有逾十九年之核數、稅務、稅務安排及財務服務包括融資、受託人和諮詢服務等經驗。鄭先生於二零零四年加入本集團為獨立非執行董事，現為本公司審核委員會成員。

Directors' and Senior Management's Biographies 董事及高級管理人員履歷**INDEPENDENT NON-EXECUTIVE DIRECTORS (continued)**

Mr. Tang Tin Ying, aged 46, is a director of Chan & Tang C.P.A. Limited, Certified Public Accountants (formerly known as Chan & Tang, Certified Public Accountants of which he had been a partner since 1991). He is a fellow Certified Public Accountant (Practising) of the Hong Kong Institute of Certified Public Accountants and a fellow member of the Association of Chartered Certified Accountants. Mr. Tang has over 21 years' experience in auditing, taxation and tax planning. Mr. Tang joined the Group as an independent non-executive director in 2004 and he is a member of the Company's audit committee.

* According to the Company's Bye-laws, Messrs. Poon Ka Hung, Chan Wing Tai, Joseph and Yeung James will be subject to re-election at the forthcoming annual general meeting of the Company. Details of such directors as required under Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited are set out above. The aforesaid directors confirm that save as disclosed above, no information is required to be disclosed pursuant to the said rule.

MANAGEMENT EXECUTIVES

Mr. Nacson, Christopher Michael, aged 56, joined the Group in December 2005 as Chief Restructuring Officer to assist the Board to restructure operations. With more than 30 years' financial and business management experience, he has spent the past 20 years based in the Asia Pacific region working with management teams and stakeholders to rebuild enterprise value, particularly in electronics, telecommunications and general manufacturing.

Mr. Pong Yiu Ming, Stephen, aged 55, Chief Executive of the Home Entertainment Division. He is a graduate of Electronics and Mechanical Engineering from the Hong Kong Polytechnic University. He has 34 years of experience in the electronics industry. Prior to joining the Group, Mr. Pong held senior management position in large companies in U.S.A. and has extensive knowledge and connection with most of the major U.S. retailers.

獨立非執行董事 (續)

鄧天應先生，四十六歲，為陳榮泰、鄧天應會計師事務所有限公司(以前名為陳榮泰、鄧天應會計師事務所，而鄧先生自一九九一年已為其合夥人)之董事。彼分別為香港會計師公會之執業資深會計師及英國特許公認會計師公會之資深會員。鄧先生積逾二十一年之核數、稅務及稅務安排等經驗。鄧先生於二零零四年加入本集團為獨立非執行董事，現為本公司審核委員會成員。

* 根據本公司之公司細則，潘嘉雄先生、陳榮泰先生及楊耀強先生將於本公司應屆股東週年大會上膺選連任。上文載有香港聯合交易所有限公司證券上市規則第13.51(2)條規定之該等董事詳情。上述董事確認，除上文所披露者外，根據上述規則並無資料須予披露。

管理人員

Nacson, Christopher Michael先生，五十六歲，於二零零五年十二月加入本集團，並擔任首席重組官以協助董事會重組業務。彼擁有逾三十年財務及業務管理經驗，於過往二十年在亞太地區携手管理層團隊及合作伙伴重建企業價值(尤以電子、通訊及一般製造為重)。

龐曜明先生，五十五歲，家居娛樂部行政總裁。彼畢業於香港理工大學電機工程系，並在電子業積逾三十四年經驗。在加盟本集團前，龐先生曾在美國多家大型公司出任高級管理職位，對美國大部份大型零售商均有廣泛認識及聯繫。

Directors' and Senior Management's Biographies 董事及高級管理人員履歷**MANAGEMENT EXECUTIVES (continued)**

Mr. Lin Hoo Fun, aged 50, Managing Director of the In-Car Electronics Division. He holds a Higher Certificate in Electronic Engineering from the Hong Kong Polytechnic University. Prior to joining the Group, he held a senior management position with a large electronics manufacturer in Hong Kong. He has over 29 years of experience in the in-car electronics industry.

Mr. Rowe, John Michael, aged 59, Director of Digital Set Top Box Division. He is a graduate of the Leeds Polytechnic University majoring in Electrical Engineering. Throughout his career, he has been involved in the design and manufacture of television receivers and related products. Prior to joining the Group, he held similar positions with the Thomson-EMI Group, British Radio Corporation and Thomson Consumer Electronics in Europe. He is a member of the Society of Environmental Engineer.

Mr. McCorkindale, John, aged 43, Director of Business Development of Orient Power Home Network Ltd. He holds a Bsc. in Technology and Business Studies from the University of Strathclyde in Glasgow, Scotland. He has over 20 years' experience in the consumer electronics industry in Europe and Asia. Prior to joining the Group, Mr. McCorkindale founded and managed the sourcing offices for European importers in Asia.

Mr. Chan Kwan, Lawrence, aged 35, Director of Finance. He is a Certified Practising Accountant of CPA (Australia). He holds a Bachelor degree in Commerce from The University of Melbourne and an MBA from the Australian Graduate School of Management. He has over 12 years' experience in accounting and financial management, with a particular focus on business restructuring.

管理人員 (續)

連浩芬先生，五十歲，汽車電子部總裁。彼持有香港理工大學電子工程高級證書。連先生在加入本集團前，為本港一間規模龐大之電子生產商之高級管理人員，擁有逾二十九年汽車電子業經驗。

Rowe, John Michael先生，五十九歲，數碼機頂盒部總監，畢業於Leeds Polytechnic University，主修電機工程。彼一直從事設計及製造電視接收器及相關產品。加盟本集團前，彼於歐洲Thomson-EMI Group，British Radio Corporation及Thomson Consumer Electronics出任同類職位。彼亦為Society of Environmental Engineer會員。

McCorkindale John先生，四十三歲，Orient Power Home Network Ltd之業務開發總監。彼持有蘇格蘭格拉斯哥 University of Strathclyde頒授之科技及商業研究理學士學位，並於歐洲及亞洲之電子消費產品行業擁有逾二十年經驗。在加入本集團前，McCorkindale先生曾為多家在亞洲之歐洲進口商設立及管理採購辦事處。

陳鈞先生，三十五歲，財務總監。彼為(澳洲)會計師公會註冊會計師。彼持有墨爾本大學頒授之商務學士學位及Australian Graduate School of Management頒授之工商管理碩士學位。彼擁有逾十二年會計及財務管理經驗(側重業務重組)。