

OTHER INFORMATION

Dividends

The board of directors (the "Board") of the Company declared an interim dividend of HK\$0.008 (2005: HK\$0.005) per share and no special dividend (2005: HK\$0.002) was declared for the period ended 30 June 2006 payable on or about 25 September 2006 to shareholders whose names appear on the register of members of the Company on 18 September 2006.

Closure of register of member

The Register of Members will be closed from 18 September 2006 to 21 September 2006, both days inclusive, during which period no transfer of shares will be effected. In order to qualify for the dividends, all transfers accompanied by the relevant share certificates must be lodged with the Company's Hong Kong branch share registrar, Union Registrars Limited, Room 311-312, Two Exchange Square, Central, Hong Kong no later than 4:00 p.m. on 15 September 2006.

Directors' Interest and short positions in shares and underlying shares

At 30 June 2006, the interests of the directors in the share capital of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO"), as recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of Listed Companies, were as follows:

Name of director	Directly beneficially owned	Number of shares held, capacity and nature of interest through controlled corporation	Total	Percentage of the Company's issued share capital
Mr. Wang Ya Nan	34,920,000	1,897,810,000*	1,932,730,000	57.70
Mr. Wang Ya Hua	19,920,000	1,897,810,000*	1,917,730,000	57.25
Mr. Wong Ah Yu	25,160,000	1,897,810,000*	1,922,970,000	57.41
Mr. Wong Ah Yeung	32,000,000	1,897,810,000*	1,929,810,000	57.61
Mr. Choi Wai Sang	12,810,000	78,750,000**	91,560,000	2.73

Notes:

* These shares are held by Landmark Worldwide Holdings Limited, the issued share capital of which is beneficially owned as to 25% each by Messrs. Wang Ya Nan, Wang Ya Hua, Wong Ah Yu and Wong Ah Yeung (collectively referred to as the "Wong Brothers").

** These shares are held by Faye Limited, the entire issued share capital of which is held and beneficially owned by Mr. Choi Wai Sang.

OTHER INFORMATION (Continued)

Saved as disclosed above, as at 30 June 2006 none of the directors had registered an interest or short position in the shares, underlying shares or debentures of the Company or any of its associated corporations that was required to be recorded pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Companies.

Directors' rights to acquire shares or debentures

At no time during the period were rights to acquire benefits by means of the acquisition of shares in or debentures of the Company granted to any director or their respective spouse or minor children, or were any such rights exercised by them; or was the Company, its holding company, or any of its subsidiaries or fellow subsidiaries a party to any arrangement to enable the directors to acquire such rights in any other body corporate.

Share Option Scheme

The Company operates a share option scheme ("Scheme") for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the Group's operations. Eligible participants of the Scheme include all executive directors and any full-time employee of the Company or any of its subsidiaries and any suppliers, consultants or advisers who will provide or have provided services to the Group.

Movements in the share options under the Scheme during the period are as follows:

Name or category of participant	Number of share options					At 30 June 2006	Date of grant of share options [†]	Exercise period of share options	Price of Company's shares ^{***}	
	At 1 January 2006	Granted during the period	Exercised during the period	Expired during the period	Forfeited during the period				Exercise price of share options ^{**} HK\$	At grant date of options HK\$
Directors										
Mr. Wong Ah Yu	13,000,000	-	(13,000,000)	-	-	-	26 July 2005	26 July 2005 to 25 July 2015	0.149	0.14
Mr. Wong Ah Yeung	32,000,000	-	(32,000,000)	-	-	-	26 July 2005	26 July 2005 to 25 July 2015	0.149	0.14
Mr. Choi Wai Sang	5,000,000	-	(5,000,000)	-	-	-	26 July 2005	26 July 2005 to 25 July 2015	0.149	0.14
	<u>50,000,000</u>	<u>-</u>	<u>(50,000,000)</u>	<u>-</u>	<u>-</u>	<u>-</u>				
Other employees										
In aggregate	2,000,000	-	-	-	-	2,000,000	26 July 2005	26 July 2005 to 25 July 2015	0.149	0.14
	<u>2,000,000</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>2,000,000</u>				
	<u>52,000,000</u>	<u>-</u>	<u>(50,000,000)</u>	<u>-</u>	<u>-</u>	<u>2,000,000</u>				

OTHER INFORMATION (Continued)

Notes to the reconciliation of share options outstanding during the period:

- * The vesting period of the share options is from the date of the grant until the commencement of the exercise period.
- ** The exercise price of the share options is subject to adjustment in the case of rights or bonus issues, or other similar changes in the Company's share capital.
- *** The price of the Company's shares disclosed as at the date of the grant of the share options is the Stock Exchange closing price on the trading day immediately prior to the date of the grant of the options. The price of the Company's shares disclosed immediately before the exercise date of the share options is the weighted average of the Stock Exchange closing prices immediately before the date on which the options were exercised over all of the exercises of options within the disclosure line.

Substantial shareholders

At 30 June 2006, the following parties were interested in 5% or more of the Company's issued share capital as recorded in the register of interests required to be kept by the Company pursuant to Section 336 of the SFO:

Name of shareholder	Notes	Capacity and nature of interest	Number of ordinary shares held	Percentage of the Company's issued share capital
Landmark Worldwide Holdings Limited	1	Directly beneficially owned	1,897,810,000	56.66
Value Partners Limited	2	Directly beneficially owned	363,090,000	11.00

1. The issued share capital of Landmark Worldwide Holdings Limited is held and beneficially owned as to 25% each by the Wong Brothers.
2. The issued share capital of Value Partners Limited is held and beneficially owned as to 31.82% by Mr Cheah Cheng Hye.

Save as disclosed above, no person, other than the directors of the Company, whose interests are set out in the section "Directors' interests and short positions in shares and underlying shares" above, had registered an interest or short position in the shares or underlying shares of the Company that was required to be recorded pursuant to Section 336 of the SFO.

OTHER INFORMATION (Continued)

Purchase, redemption or sales of listed securities

Neither the Company, its holding company, nor any of its subsidiaries purchased, redeemed or sold any of the Company's listed securities during the period.

Audit committee

The Audit Committee has reviewed with management of the Company the accounting principles and practices adopted by the Company and discussed auditing, internal control and financial reporting matters including a review of the unaudited interim financial statements.

Corporate Governance

The Company has complied throughout the period ended 30 June 2006 with the Code Provisions set out in the Code of Corporate Governance Practices contained in Appendix 14 of the Listing Rules, except for the deviations as mentioned below.

The independent non-executive directors are not appointed for specific terms but are subject to retirement by rotation in accordance with the Company's Bye Laws.

The roles of Chairman and Chief Executive should be separated and should not be performed by the same individual. The Company does not have a separate Chairman and Chief Executive and Mr Wang Ya Nan currently holds both positions. The Board believes that vesting the roles of both Chairman and Chief Executive in the same person provides the Group with strong and consistent leadership and allows for more effective planning and execution of long term business strategies. The present structure is considered to be appropriate under the circumstances.

Remuneration Committee

The Remuneration Committee of the Company composed of three Independent Non-executive Directors and the Chairman, reviews and approves the remunerations of Directors and senior management.

OTHER INFORMATION (Continued)**Model Code of Securities Transactions by Directors**

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in the Listing Rules. All directors have confirmed, following specific enquiry of all directors that they have fully complied with the required standard set out in the Model Code throughout the period under review.

Board of Directors

As at the date of this announcement, the board of directors of the Company comprises the following members: (a) as executive directors, Messrs Wang Ya Nan, Wang Ya Hua, Wong Ah Yu, Wong Ah Yeung and Choi Wai Sang; and (b) as independent non-executive directors, Messrs Ting Leung Huel, Stephen, Wong Kong Hon, SBS, JP, and Cheung Wah Fung, Christopher, JP.

On behalf of the Board
Wang Ya Nan
Chairman

Hong Kong, 30 August 2006