

Interests of Substantial Shareholders and Other Persons

主要股東及其他人士之權益

As at 30 June 2006, the following parties had interests in the shares and underlying shares of the Company as recorded in the register required to be kept under Section 336 of the SFO (the “Register”):

於2006年6月30日，根據證券期貨條例第336條規定所存放之登記冊（「登記冊」），持有本公司股份及相關股份權益之人士如下：

Substantial shareholders 主要股東	Capacity 身份	Number of shares and underlying shares 股份及相關 股份數目	Approximate % of the issued share capital 估已發行股本之 概約百分比
Allied Properties 聯合地產	Interests of controlled corporation (Note 1) 受控法團之權益 (附註1)	1,121,038,670 (Note 2) (附註2)	89.99%
Allied Group 聯合集團	Interests of controlled corporation (Note 3) 受控法團之權益 (附註3)	1,121,038,670 (Note 4) (附註4)	89.99%
Lee and Lee Trust (the “LL Trust”)	Interests of controlled corporation (Note 5) 受控法團之權益 (附註5)	1,121,038,670 (Note 4) (附註4)	89.99%
Penta Investment Advisers Limited (“Penta”)	Investment manager 投資經理	153,001,200 (Note 6) (附註6)	12.28%
John Zwaanstra	Interests of controlled corporation (Note 7) 受控法團之權益 (附註7)	153,001,200 (Note 8) (附註8)	12.28%

Notes:

- The interests were held by AP Emerald, a wholly-owned subsidiary of AP Jade Limited which in turn was a wholly-owned subsidiary of Allied Properties. Allied Properties was therefore deemed to have interests in the shares and underlying shares of the Company in which AP Emerald was interested.

附註：

- 該等權益由AP Jade Limited之全資附屬公司AP Emerald持有，而AP Jade Limited為聯合地產之全資附屬公司，因此聯合地產被視作擁有AP Emerald所持之本公司股份及相關股份之權益。

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2. These include (i) an interest in 934,198,892 shares of the Company, taking into account the interest of AP Emerald as a result of the placing and subscription of a total number of 248,000,000 shares of the Company pursuant to a placing agreement dated 12 May 2006 (as supplemented on 17 May 2006) made between AP Emerald as the vendor and 3V Capital Limited as the placing agent for the placing of 169,000,000 shares of the Company (the "1st Placing"), a subscription agreement dated 12 May 2006 (as supplemented on 17 May 2006) made between AP Emerald as the subscriber and the Company for the subscription of 248,000,000 new shares of the Company (the "Subscription") and a second placing agreement made between AP Emerald as the vendor and SHKIS as the placing agent for the placing of 79,000,000 shares of the Company (the "2nd Placing"); and (ii) an interest in 186,839,778 units of listed physically settled warrants of the Company, giving rise to an interest in 186,839,778 underlying shares of the Company. The said warrants of the Company (the "2009 Warrants") entitle the holders thereof to subscribe at any time during the period from 1 June 2006 to 31 May 2009 (both days inclusive) for the fully paid shares of the Company at an initial subscription price of HK\$6.00 per share (subject to adjustments). The 1st Placing has completed on 22 May 2006. The 2nd Placing and the Subscription have also completed on 10 August 2006 and immediately thereafter, the interests of AP Emerald in the said 934,198,892 shares and 186,839,778 underlying shares of the Company reduced from approximately 74.99% and 15% (i.e. an aggregate of 89.99%) of the issued share capital of the Company as at 30 June 2006 to approximately 62.54% and 12.50% (i.e. an aggregate of 75.04%) of the issued share capital of the Company as at 10 August 2006 respectively as recorded in the Register.
2. 此包括(i)於本公司934,198,892股股份之權益，經計及根據AP Emerald(作為賣方)與富益證券有限公司(作為配售代理)就配售本公司169,000,000股股份(「第一次配售事項」)而於2006年5月12日訂立之配售協議(於2006年5月17日作出補充)、AP Emerald(作為認購方)與本公司就認購本公司248,000,000股新股份(「認購事項」)而於2006年5月12日訂立之認購協議(於2006年5月17日作出補充)以及AP Emerald(作為賣方)與新鴻基投資(作為配售代理)就配售本公司79,000,000股股份而訂立之第二份配售協議(「第二次配售事項」)，AP Emerald在配售及認購本公司合共248,000,000股股份後之權益；及(ii)產生186,839,778股本公司相關股份權益之186,839,778份以實物交收之本公司上市認股權證之權益。上述之本公司認股權證(「2009年認股權證」)賦予其持有人權利，可於2006年6月1日至2009年5月31日(首尾兩天包括在內)之期間任何時間內按初步認購價每股6.00港元(可予調整)認購本公司繳足股款之股份。第一次配售事項已於2006年5月22日完成。第二次配售事項及認購事項亦已於2006年8月10日完成。根據登記冊所載，AP Emerald於上述本公司之934,198,892股股份及186,839,778股相關股份之權益隨即由佔本公司於2006年6月30日之已發行股本分別約74.99%及15%(即合共89.99%)減少至佔本公司於2006年8月10日之已發行股本分別約62.54%及12.50%(即合共75.04%)。
3. Allied Group owned approximately 74.93% interest in the issued share capital of Allied Properties and was therefore deemed to have interests in the shares and underlying shares of the Company in which Allied Properties was interested.
3. 聯合集團持有聯合地產已發行股本約74.93%權益，因此被視作擁有聯合地產所持之本公司股份及相關股份之權益。
4. These refer to the same interests in 934,198,892 shares and 186,839,778 underlying shares of the Company held by AP Emerald.
4. 此為由AP Emerald持有之本公司934,198,892股股份及186,839,778股相關股份之相同權益。

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5. Mr. Lee Seng Hui, Ms. Lee Su Hwei and Mr. Lee Seng Huang are the trustees of the LL Trust, being a discretionary trust. They together owned approximately 40.72% interest in the issued share capital of Allied Group and were therefore deemed to have interests in the shares and underlying shares of the Company in which Allied Group was interested.
5. 李成輝先生、李淑慧小姐及李成煌先生為全權信託LL Trust之信託人，彼等合共持有聯合集團已發行股本約40.72%權益，因此被視作擁有聯合集團所持之本公司股份及相關股份之權益。
6. These include an interest in 149,498,000 shares of the Company and an interest in 3,503,200 units of the 2009 Warrants, giving rise to an interest in 3,503,200 underlying shares of the Company, representing approximately 12% and 0.28% (i.e. an aggregate of 12.28%) of the issued share capital of the Company as at 30 June 2006 respectively. As recorded in the Register, as at 10 August 2006, Penta held an interest in 156,555,000 shares of the Company and an interest in 4,058,200 units of the 2009 Warrants, giving rise to an interest in 4,058,200 underlying shares of the Company, representing approximately 10.48% and 0.27% (i.e. an aggregate of 10.75%) of the issued share capital of the Company as at 10 August 2006 respectively.
6. 此包括於本公司149,498,000股股份之權益，以及產生3,503,200股本公司相關股份權益之3,503,200份2009年認股權證之權益，佔本公司於2006年6月30日之已發行股本分別約12%及0.28%（即合共12.28%）。根據登記冊所載，於2006年8月10日，Penta持有本公司156,555,000股股份之權益，以及產生4,058,200股本公司相關股份權益之4,058,200份2009年認股權證之權益，佔本公司於2006年8月10日之已發行股本分別約10.48%及0.27%（即合共10.75%）。
7. Mr. John Zwaanstra was deemed to have interests in the shares and underlying shares of the Company through his 100% interest in Penta.
7. John Zwaanstra先生持有Penta 100%之權益，因此被視作擁有該等本公司股份及相關股份之權益。
8. These refer to the same interests in 149,498,000 shares and 3,503,200 underlying shares of the Company held by Penta.
8. 此為由Penta持有之本公司149,498,000股股份及3,503,200股相關股份之相同權益。
9. All interests stated above represent long positions. As at 30 June 2006, no short positions were recorded in the Register.
9. 上述所有權益均為好倉。於2006年6月30日，根據登記冊所載，並無淡倉記錄。

According to the Register, as at 10 August 2006, COL Capital Limited (“COL”), through its wholly-owned subsidiaries, Gold Chopsticks Limited, Honest Opportunity Limited and Sparkling Summer Limited, held an interest in 81,669,000 shares of the Company and an interest in 12,420,000 units of the 2009 Warrants, giving rise to an interest in 12,420,000 underlying shares of the Company, representing approximately 5.47% and 0.83% (i.e. an aggregate of 6.30%) of the issued share capital of the Company as at 10 August 2006 respectively. COL was owned as to approximately 37.29% by Vigor Online Offshore Limited, a wholly-owned subsidiary of China Spirit Limited which was 100% owned by Ms. Chong Sok Un. Ms. Chong Sok Un was thus deemed to have interests in the said shares and underlying shares in which COL was interested.

根據登記冊所載，於2006年8月10日，中國網絡資本有限公司（「中國網絡」）透過其全資附屬公司Gold Chopsticks Limited、Honest Opportunity Limited及Sparkling Summer Limited持有本公司81,669,000股股份之權益，以及產生12,420,000股本公司相關股份權益之12,420,000份2009年認股權證之權益，佔本公司於2006年8月10日之已發行股本分別約5.47%及0.83%（即合共6.30%）。Vigor Online Offshore Limited持有中國網絡約37.29%權益，而Vigor Online Offshore Limited則為由莊淑澗女士100%擁有之華靈有限公司之全資附屬公司，因此莊淑澗女士被視作擁有上述中國網絡所持之股份及相關股份權益。