

## CODE PROVISION A.4.1

Code A.4.1 stipulates that non-executive directors should be appointed for a specific term and subject to re-election.

The term of office for non-executive directors are the same as for all directors (i.e. no specific term and subject to retirement from office by rotation and be eligible for re-election in accordance with the provisions of the Company's Articles of Association). At each annual general meeting, one-third of the directors for the time being or, if their number is not a multiple of three, then the number nearest to but not less than one-third, shall retire from office by rotation, provided that every director shall be subject to retirement by rotation at least one every three years.

## REMUNERATION COMMITTEE

The Committee comprises of two independent non-executive directors, namely Mr. Ge Ming, being the Chairman of the Committee and Mr. Ding Yu Cheng.

## AUDIT COMMITTEE

The Audit Committee comprises three independent non-executive directors. The Committee is chaired by Mr. Fu Fengxiang and comprising two other members, namely Mr. Ge Ming and Mr. Wang Xiangfei. The Audit Committee has reviewed with management the accounting principles and practices adopted by the Group and financial reporting matters including the review of the unaudited condensed consolidated interim financial statements for the six months ended 30 June 2006.

## MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") set out in Appendix 10 of the Listing Rules. Having made specific enquiry of all directors, all directors confirmed they have complied with the required standard set out in the Model Code and the code of conduct regarding securities transactions by directors adopted by the Company for the six months ended 30 June 2006.

## MEMBERS OF THE BOARD OF DIRECTORS

As at the date hereof, the members of the Board are as follows:

### *Executive Directors:*

Mr. Wang Boming (*Chairman*)  
 Mr. Zhang Zhifang  
 Mr. Dai Xiaojing  
 Mr. Li Shijie  
 Mr. Lau See Him Louis

### *Independent Non-Executive Directors:*

Mr. Fu Fengxiang  
 Mr. Wang Xiangfei  
 Mr. Ge Ming  
 Mr. Ding Yu Cheng

By Order of the Board  
**Wang Boming**  
*Chairman*

Hong Kong, 21 September 2006