

DIRECTORS' REPORT

董事會報告

DIRECTORS' REPORT

The directors present their annual report and the audited consolidated financial statements of the Company and its subsidiaries (hereinafter collectively referred to as the "Group") for the year ended 30 June 2006.

PRINCIPAL ACTIVITIES

The Company is an investment holding company. Its subsidiaries are principally engaged in sales of general systems products, provision of services and software licensing, leasing of systems products, investments in e-commerce projects and holding strategic investments in advanced technology product development companies.

RESULTS AND APPROPRIATIONS

The results of the Group for the year ended 30 June 2006 are set out in the consolidated income statement on page 33 and in the accompanying notes to the consolidated financial statements. An interim dividend in scrip form equivalent to HK1.1 cents per share, with a cash option, was distributed to the shareholders during the year. A final dividend in scrip form equivalent to HK2 cents per share, with a cash option, is proposed by the directors.

SHARE CAPITAL

Details of movements in the share capital of the Company during the year are set out in note 34 to the consolidated financial statements.

DISTRIBUTABLE RESERVE OF THE COMPANY

The Company's reserves available for distribution represent the aggregate of dividend reserve, special reserve and retained profits of HK\$207,088,000.

PROPERTY, PLANT AND EQUIPMENT

During the year, the Group acquired additional property, plant and equipment of approximately HK\$7 million to expand its continuing business. Details of movements in property, plant and equipment of the Group during the year are set out in note 14 to the consolidated financial statements.

董事會報告

董事會同寅謹提呈截至二零零六年六月三十日止年度本公司及其附屬公司(以下統稱「本集團」)之年報及經審核綜合財務報告。

主要業務

本公司乃一間投資控股公司。其附屬公司主要從事銷售一般系統產品、提供服務及軟件特許權、系統產品租賃、投資電子商貿項目，以及於高科技產品開發公司持有策略性投資。

業績及分配

本集團截至二零零六年六月三十日止年度之業績載於第33頁之綜合損益表及隨附之綜合財務報告附註內。相等於每股1.1港仙之中期股息(可選擇現金)已於本年度內按以股代息方式派發予股東，董事會建議按以股代息方式派發相等於每股2港仙之末期股息(可選擇現金)。

股本

本公司於本年度內之股本變動詳情載於綜合財務報告附註 34。

本公司之可分派儲備

本公司可供分派之儲備為股息儲備、特別儲備及保留溢利之總和207,088,000港元。

物業、廠房及設備

於本年度內，為擴展其持續經營業務，本集團添置約值7,000,000港元之物業、廠房及設備。本集團於本年度內有關物業、廠房及設備之變動詳情載於綜合財務報告附註14。

DIRECTORS AND SERVICE CONTRACTS

The directors of the Company during the year and up to the date of this report were:

EXECUTIVE DIRECTORS:

Mr. Paul Kan Man Lok
Mr. Lai Yat Kwong

NON-EXECUTIVE DIRECTORS:

Mr. Leo Kan Kin Leung
Prof. Liang Xiong Jian*
Prof. Ye Pei Da*
Mr. Frank Bleackley*
Prof. Julia Tsuei Jo*
Mr. Ho Yiu Ming*
Mr. Paul Michael James Kirby
Ms. Shirley Ha Suk Ling

* *Being independent non-executive directors*

In accordance with Article 87 of the Company's Articles of Association, Mr. Paul Kan Man Lok, Mr. Lai Yat Kwong, Mr. Leo Kan Kin Leung and Prof. Ye Pei Da retire by rotation at the forthcoming annual general meeting and being eligible, have offered themselves for re-election.

No director being proposed for re-election at the forthcoming annual general meeting has a service contract with the Company or any of its subsidiaries which is not determinable by the Group within one year without payment of compensation other than statutory compensation.

The non-executive directors have been appointed for a term of one year subject to retirement by rotation as required by the Company's Articles of Association.

The executive directors do not have service contract with the Company.

CONFIRMATION OF INDEPENDENCE

The Company confirms it has received from each of its independent non-executive directors an annual confirmation of his/her independence pursuant to rule 3.13 of the Listing Rules, and it still considers that the independent non-executive directors are independent.

董事及服務合約

本年度及截至本報告刊發日期止，本公司之董事為：

執行董事：

簡文樂先生
黎日光先生

非執行董事：

簡堅良先生
梁雄健教授*
葉培大教授*
Frank Bleackley先生*
崔玖教授*
何耀明先生*
Paul Michael James Kirby先生
夏淑玲女士

* 獨立非執行董事

根據本公司章程細則第87條規定，簡文樂先生、黎日光先生、簡堅良先生及葉培大教授將於應屆股東週年大會上輪值退任，且合資格及願意膺選連任。

擬於應屆股東週年大會上動議連任之董事概無與本公司或其任何附屬公司訂立任何本集團不能於一年內毋須補償（法定補償除外）而終止之服務合約。

獲委任之非執行董事之任期為一年，惟須根據本公司章程細則之規定輪值退任。

彼等執行董事與本公司並未簽訂服務合約。

獨立性確認

本公司確認，其已接獲各獨立非執行董事根據上市規則第3.13條發出之年度獨立性確認函，且仍然認為獨立非執行董事為獨立人士。

SHARE OPTIONS AND DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

The Company, its ultimate holding company, Champion Technology Holdings Limited ("Champion"), and a fellow subsidiary, DIGITALHONGKONG.COM, each has a share option scheme under which eligible persons, including directors of the Company, Champion, DIGITALHONGKONG.COM or any of their respective subsidiaries may be granted options to subscribe for shares in the Company, Champion and DIGITALHONGKONG.COM respectively.

(I) THE COMPANY

On 29 November 2002, the Company adopted the share option scheme (the "Scheme") which will expire on 28 November 2012. No share option has been granted by the Company under the Scheme. Particulars of the Scheme are set out in note 35 to the consolidated financial statements.

(II) CHAMPION

On 29 November 2002, Champion adopted a share option scheme (the "Champion Option Scheme"). The purpose of the Champion Option Scheme is to attract and to retain quality personnel and other persons and to provide them with incentive to contribute to the business and operation of Champion and its subsidiaries other than the Group and DIGITALHONGKONG.COM and its subsidiaries (the "DIGITALHK Group") (the "Champion Group"). Under the Champion Option Scheme, the directors may grant options to any directors, employees, consultants, advisors in respect of business, operation, management, technology, legal, accounting and financial matters of Champion, its subsidiaries or affiliates or any discretionary trust whose discretionary objects include the aforesaid persons or a company beneficially owned by the aforesaid persons as well as customers and suppliers of the Champion Group, to subscribe for shares of Champion. The share option granted by Champion is exercisable at any time of a period determined by its directors which will be less than ten years from the date of grant, where the acceptance date should not be later than 21 days after the date of offer. The exercise price (subject to adjustment as provided therein) of the option under the Champion Option Scheme is equal to the highest of (i) the nominal value of the shares; (ii) the closing price per share as stated in the daily quotation sheet of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") on the date of grant, which must be a business day; and (iii) the average closing price per share as stated in the Stock Exchange's daily quotation sheet for the five business days immediately preceding the date of grant of the option. No share option under the Champion Option Scheme has been granted by Champion since its adoption.

購股權及董事購買股份或債券之權利

本公司、其最終控股公司冠軍科技集團有限公司（「冠軍」）及同系附屬公司數碼香港各設有購股權計劃。據此，合資格人士（包括本公司、冠軍及數碼香港或其各自之任何附屬公司之董事）可獲授購股權以分別認購本公司、冠軍及數碼香港之股份。

(I) 本公司

於二零零二年十一月二十九日，本公司採納一項購股權計劃（「計劃」），計劃將於二零一二年十一月二十八日屆滿。本公司概無根據計劃授出購股權。計劃詳情載於綜合財務報告附註35。

(II) 冠軍

於二零零二年十一月二十九日，冠軍採納一項購股權計劃（「冠軍購股權計劃」）。冠軍購股權計劃之目的在於吸引及挽留優秀人員及其他人士，並為彼等提供獎勵，激發彼等對冠軍及其附屬公司（本集團及數碼香港及其附屬公司「數碼香港集團」除外）（「冠軍集團」）之業務及營運作出貢獻。根據冠軍購股權計劃，董事可向任何涉及冠軍、其附屬公司或聯屬公司之業務、營運、管理、技術、法律、會計及財務事宜之董事、僱員、諮詢人、顧問，或就任何全權信託而其受益人包括任何上述人士或其實益擁有之公司，以及冠軍集團之客戶及供應商授出購股權，以認購冠軍之股份。冠軍已授出之購股權可於董事所釐定之期間任何時間行使，惟所釐定之期間不可多於有關購股權授出日期起計十年，而接納日期須不遲於要約日期後二十一日。根據冠軍購股權計劃授出之購股權之行使價（可按其中之規定作出調整）為以(i)股份面值；(ii)於授出日期（須為營業日）在香港聯合交易所有限公司（「聯交所」）每日報價表所報之每股股份收市價；及(iii)緊接授出購股權日期前五個營業日在聯交所每日報價表所報之每股股份平均收市價，三者之最高者為準。自採納以來，冠軍概無根據冠軍購股權計劃授出任何購股權。

SHARE OPTIONS AND DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES *(Continued)*

(III) DIGITALHONGKONG.COM

On 29 November 2002, DIGITALHONGKONG.COM adopted a share option scheme (the "DHK Option Scheme"). The purpose of the DHK Option Scheme is to attract and to retain quality personnel and other persons and to provide them with incentive to contribute to the business and operation of the DIGITALHK Group. Under the DHK Option Scheme, the directors may grant options to any directors, employees, consultants, advisors in respect of business, operation, management, technology, legal, accounting and financial matters of DIGITALHONGKONG.COM, its subsidiaries or affiliates or any discretionary trust whose discretionary objects include the aforesaid persons or a company beneficially owned by the aforesaid persons as well as customers and suppliers of the DIGITALHK Group, to subscribe for shares of DIGITALHONGKONG.COM. Options granted by DIGITALHONGKONG.COM are exercisable at any time of a period determined by its directors which will be less than ten years from the date of grant. The exercise price of the option shares is the highest of (i) the nominal value of the shares; (ii) the closing price of the shares on the date of grant; and (iii) the average closing price of the shares on the five business days immediately preceding the date of grant of the options. No share option under the DHK Option Scheme was granted by DIGITALHONGKONG.COM since its adoption.

Other than the share options described above, at no time during the year was the Company, its holding company, any of its fellow subsidiaries or subsidiaries a party to any arrangement to enable the directors of the Company to acquire benefits by means of acquisition of shares in, or debentures of, the Company or any other body corporate.

購股權及董事購買股份或債券之權利 *(續)*

(III) 數碼香港

於二零零二年十一月二十九日，數碼香港採納一項購股權計劃（「數碼香港購股權計劃」）。數碼香港購股權計劃之目的在於吸引及挽留優秀人員及其他人士，並為彼等提供獎勵，激發彼等對數碼香港集團之業務及營運作出貢獻。根據數碼香港購股權計劃，董事可向任何涉及數碼香港、其附屬公司或聯屬公司之業務、營運、管理、技術、法律、會計及財務事宜之董事、僱員、諮詢人、顧問，或就任何全權信託而其受益人包括任何上述人士或其實益擁有之公司，以及數碼香港集團之客戶及供應商授出購股權，以認購數碼香港之股份。數碼香港授出之購股權可於其董事所釐定之期間任何時間行使，惟所釐定之期間不可多於授出日期起計十年。購股權之行使價為以(i)股份面值；(ii)於授出日期之股份收市價；及(iii)緊接授出購股權日期前五個營業日之股份平均收市價，三者之最高者為準。自採納以來，數碼香港概無根據數碼香港購股權計劃授出任何購股權。

除上文所述之購股權計劃外，本公司、其控股公司、其任何同系附屬公司或附屬公司在本年度內任何時間均無參與任何安排，致使本公司董事可透過購入本公司或任何其他法人團體之股份或債券而獲益。

DIRECTORS' INTERESTS AND SHORT POSITIONS IN SECURITIES

As at 30 June 2006, the interests and short positions of the directors of the Company in the shares, underlying shares or debentures of the Company or any of its associated corporation (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")) which were 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 pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers, were as follows:

	Name of director 董事姓名	Capacity 身份	Number of shares 股份數目	Percentage of the issued share capital 股本百分比	Number of warrants 認股權證數目
Securities of the Company 本公司證券	Mr. Paul Kan Man Lok 簡文樂先生	Corporate interest 公司權益	Note 1 附註1	65.99%	—
Securities of Champion 冠軍證券	Mr. Paul Kan Man Lok 簡文樂先生	Corporate interest 公司權益	Note 2 附註2	28.49%	Note 2 附註2
Securities of DIGITALHONGKONG.COM 數碼香港證券	Mr. Paul Kan Man Lok 簡文樂先生	Corporate interest 公司權益	Note 3 附註3	79.98%	—

Notes:

- 1,493,700,388 shares were held by Champion and 428,156,578 shares were held by Lawnside International Limited ("Lawnside"). Lawnside is beneficially wholly owned by Mr. Paul Kan Man Lok. As at 30 June 2006, Lawnside held interests in approximately 28.49% of the entire interest of Champion and Mr. Paul Kan Man Lok was deemed to have corporate interest in the shares which were owned by Champion and Lawnside. Lawnside's interests in the shares and underlying shares of the Company are required to be disclosed under the provision of Divisions 2 and 3 of Part XV of the SFO. Mr. Paul Kan Man Lok and Mr. Leo Kan Kin Leung are directors of Lawnside.
- 374,479,439 shares and 72,276,861 units of warrants were held by Lawnside. The warrants were issued by Champion pursuant to a bonus issue effected in February 2006, all of which will expire on 26 February 2007.
- 117,300,000 shares were held by Champion and 2,669,171 shares were held by Lawnside.

Save as disclosed above and other than certain nominee shares in subsidiaries held by directors in trust for the Company or its subsidiaries, none of the directors or any of their associates had any interest or short position in the securities, underlying shares or debentures of the Company or any of its associated corporations as defined in Part XV of the SFO as at 30 June 2006.

董事之證券權益及淡倉

於二零零六年六月三十日，按本公司根據證券及期貨條例（「證券及期貨條例」）第352條存置之股東名冊記錄所示，或根據《上市公司董事進行證券交易的標準守則》向本公司及聯交所另行作出之通知，本公司董事在本公司或其任何相關法團（定義見證券及期貨條例第XV部）之股份、相關股份或債券中擁有之權益及淡倉如下：

	Name of director 董事姓名	Capacity 身份	Number of shares 股份數目	Percentage of the issued share capital 股本百分比	Number of warrants 認股權證數目
Securities of the Company 本公司證券	Mr. Paul Kan Man Lok 簡文樂先生	Corporate interest 公司權益	Note 1 附註1	65.99%	—
Securities of Champion 冠軍證券	Mr. Paul Kan Man Lok 簡文樂先生	Corporate interest 公司權益	Note 2 附註2	28.49%	Note 2 附註2
Securities of DIGITALHONGKONG.COM 數碼香港證券	Mr. Paul Kan Man Lok 簡文樂先生	Corporate interest 公司權益	Note 3 附註3	79.98%	—

附註：

- 1,493,700,388股股份由冠軍持有，而428,156,578股股份則由Lawnside International Limited（「Lawnside」）持有。Lawnside由簡文樂先生全資實益擁有。於二零零六年六月三十日，Lawnside持有冠軍全部已發行股本約28.49%，簡文樂先生因而被視為擁有該等由冠軍及Lawnside擁有之股份之公司權益。根據證券及期貨條例第XV部第2及3分部之條文，Lawnside於本公司股份及相關股份之權益須予披露。簡文樂先生及簡堅良先生為Lawnside之董事。
- 374,479,439股股份及72,276,861份認股權證由Lawnside持有。冠軍根據於二零零六年二月生效之派發紅利而發行認股權證，該等認股權證將於二零零七年二月二十六日到期。
- 117,300,000股股份由冠軍持有，而2,669,171股股份則由Lawnside持有。

除上文所披露者及由董事以本公司或其附屬公司之受託人名義持有之附屬公司若干代理人股份外，於二零零六年六月三十日，各董事或彼等任何聯繫人士並無擁有本公司或其任何相關法團（定義見證券及期貨條例第XV部）之任何證券、相關股份或債券之權益或淡倉。

DIRECTORS' INTERESTS IN CONTRACTS AND CONNECTED TRANSACTIONS

During the year ended 30 June 2006, the Group had transactions with Champion and its subsidiaries other than the Group as follows:

各董事於合約及關連交易之權益

於截至二零零六年六月三十日止年度內，本集團與冠軍及其附屬公司（本集團除外）曾進行下列交易：

Nature of transactions	交易類別	HK\$'000 千港元
Fees paid by the Group to Champion for the provision of office premises and facilities, and management services, on cost basis	本集團向冠軍按成本基礎支付使用辦公室及其設備及管理服務之費用	100

In the opinion of the independent non-executive directors of the Company, the above transactions were carried out in the usual course of business and on normal commercial terms and are in accordance with the relevant agreement governing them on terms that are fair and reasonable and in the interests of the shareholders of the Company as a whole.

本公司之獨立非執行董事認為上述交易乃於日常業務過程中按一般商業條款進行。關連交易之詳情載於財務報告附註40，並根據監管該等交易之相關協議，按公平合理且符合本公司股東整體權益之條款進行。

The aforesaid transactions constitute connected transactions under the Listing Rules and are exempted from the disclosure requirements under Chapter 14A of the Listing Rules.

上述關連交易獲豁免遵守上市規則第14A章所載之須予披露交易。

Save as disclosed above, no contracts of significance to which the Company, its holding company, any of its fellow subsidiaries or subsidiaries was a party and in which a director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

除上文所披露者外，本公司董事在本公司、其控股公司、其任何同系附屬公司或附屬公司參與訂立，且在本年度結束時或在本年度內任何時間仍然有效之重大合約中，概無直接或間接擁有重大權益。

Save as disclosed above, there is no contract of significance between the Group and a controlling shareholder of the Company (as defined in the Listing Rules) or any of its subsidiaries, including for the provision of services to the Group.

除上文所披露者外，本集團及本公司控股股東（定義見上市規則）或其任何附屬公司間並無訂立任何重大合約（包括向本集團提供服務）。

SUBSTANTIAL SHAREHOLDERS

As at 30 June 2006, the following persons (other than a director and chief executive of the Company disclosed under directors' interests or short positions in securities) that had interests and short positions in the shares and underlying shares of the Company as recorded in the register required to be kept by the Company under Section 336 of the SFO:

Name of shareholder	Capacity	Number of shares	Description of equity derivatives	Number of underlying shares	Approximate percentage of issued share capital
股東名稱	身份	股份數目	股本衍生權益概述	相關股份數目	佔已發行股本之概約百分比
Champion 冠軍	Beneficial owner 實益擁有人	1,493,700,388	—	—	51.29%
Lawnside	Beneficial owner 實益擁有人	428,156,578	—	—	14.70%
Credit Suisse (Hong Kong) Limited (Note 附註)	Interest of controlled corporation 受制公司權益	—	Convertible bonds and subscription rights to subscribe for shares 可換股債券及 認購股份之認購權	162,330,905	—

Note: As at 30 June 2006, Credit Suisse (Hong Kong) Limited was also deemed to have long interest in 162,330,905 underlying shares of the Company.

Saved as disclosed herein and disclosed under directors' interests or short positions in securities, as at 30 June 2006, according to the register required to be kept by the Company under Section 336 of the SFO, there was no person who had any interest or short position in the shares or underlying shares of the Company.

主要股東

於二零零六年六月三十日，根據證券及期貨條例第336條規定本公司須存置之股東名冊記錄，下列人士（於「董事之證券權益或淡倉」所披露之本公司董事或行政總裁除外）於本公司之股份及相關股份擁有權益及淡倉：

附註：於二零零六年六月三十日，Credit Suisse (Hong Kong) Limited 亦被視為擁有本公司162,330,905股相關股份之好倉。

除本文及「董事之證券權益或淡倉」所披露者外，於二零零六年六月三十日，按本公司根據證券及期貨條例第336條存置之登記冊，概無任何人士於本公司股份或相關股份擁有任何權益或淡倉。

CONVERTIBLE SECURITIES, OPTIONS, WARRANTS OR SIMILAR RIGHTS

Other than the convertible bonds and share options as set out in notes 31 and 35 respectively to the consolidated financial statements, the Company had no outstanding convertible securities, options, warrants or other similar rights as at 30 June 2006. Particulars of conversion of the convertible bonds or the exercise of similar rights during the year are set out in the aforesaid notes.

可換股證券、購股權、認股權證或類似權利

除綜合財務報告附註31及35分別所載可換股債券及購股權外，於二零零六年六月三十日，本公司並無任何尚未行使之可換股證券、購股權、認股權證或其他類似權利。於本年度內可換股證券或類似權利之行使情況載於上述附註。

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of its listed securities during the year.

購買、出售或贖回之上市證券

本公司或其任何附屬公司於本年度內概無購買、出售或贖回任何之上市證券。

PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the Company's Articles of Association or the laws of the Cayman Islands, which would oblige the Company to offer new shares on a pro-rata basis to existing shareholders.

優先購股權

本公司之章程細則或開曼群島法例並無載有任何優先購股權之條文，規定本公司須按比例向現有股東提呈發售新股。

DONATION

During the year, the Group made charitable and other donations amounting to HK\$512,000.

捐款

於年內，本集團作出慈善及其他捐款達512,000港元。

MAJOR CUSTOMERS AND SUPPLIERS

The Group sells its products to customers who act as its distributors, and purchases materials and components from suppliers who act as its merchandisers.

For the year ended 30 June 2006, the aggregate amount of turnover and purchases attributable to the five largest ultimate customers and suppliers through these distributors and merchandisers respectively represented less than 30% of the Group's total turnover and purchases.

None of the directors, their associates or any shareholders (which to the knowledge of the directors own more than 5% of the Company's issued share capital) had any interest in the share capital of the five largest customers or suppliers of the Company.

POST BALANCE SHEET EVENT

Details of significant post balance sheet event are set out in note 39 to the consolidated financial statements.

REMUNERATION POLICY

The remuneration policy of the Group for its employees takes into account of the individuals' merit, qualifications and competence.

The emoluments of the directors of the Company are decided by the Human Resources and Remuneration Committee, having regard to the Company's operating results, individual performance and comparable market statistics. Details of the directors' emoluments for the year ended 30 June 2006 are set out in note 10 to the consolidated financial statements.

The Company has adopted a share option scheme as an incentive to directors and eligible employees, details of the scheme are set out in note 35 to the consolidated financial statements.

PUBLIC FLOAT

Based on the information that is publicly available to the Company and within the knowledge of the Directors, as at the date of this report, there is sufficient public float of not less than 25% of the Company's issued shares as required under the Listing Rules.

主要客戶及供應商

本集團向作為其分銷商之客戶銷售貨品，並從作為其採購商之供應商購買原料及零件。

截至二零零六年六月三十日止年度，本集團五大最終客戶及供應商透過該等分銷商及採購商所佔之營業額及購貨額分別佔本集團之營業總額及購貨總額不足30%。

概無任何董事、彼等各自之聯繫人士或據董事所知擁有本公司已發行股本5%以上之股東於本公司任何五大客戶或供應商之股本中擁有任何權益。

結算日後事項

重大結算日後事項詳情載於綜合財務報告附註39。

薪酬政策

本集團僱員之薪酬政策乃根據彼等之表現、資歷及工作能力而釐定。

本公司董事之薪酬乃由人力資源薪酬委員會釐定，並已參考本公司之經營業績、個人表現及可茲比較市場數據。董事於截至二零零六年六月三十日止年度之薪酬載於綜合財務報告附註10。

本公司已採納一項購股權計劃作為對董事及合資格僱員之獎勵，計劃之詳情載於綜合財務報告附註35。

公眾持股量

根據本公司之公開資料及據董事所知，於本報告日期，股份之公眾持股量足夠，符合上市規則所規定不少於本公司已發行股份25%之規定。

AUDITORS

A resolution will be proposed at the annual general meeting to re-appoint Messrs. Deloitte Touche Tohmatsu as auditors of the Company.

On behalf of the Board

Paul KAN Man Lok
CHAIRMAN

Hong Kong
23 October 2006

核數師

有關續聘德勤•關黃陳方會計師行為本公司核數師之決議案將於股東週年大會上提呈。

承董事會命

主席
簡文樂

香港
二零零六年十月二十三日