

PERSONS WHO HAVE AN INTEREST OR SHORT POSITION WHICH IS DISCLOSEABLE UNDER DIVISIONS 2 AND 3 OF PART XV OF THE SFO AND SUBSTANTIAL SHAREHOLDERS

So far as is known to the directors and the chief executive of the Company, as at 30 September 2006, the following person (not being Directors or chief executive of the Company) had, or was deemed to have, interests or short positions in the shares or underlying shares of the Company (including any interests in options in respect of such capital) which would fall to be disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or, who is, directly or indirectly, interested in 5% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any other member of the Group:

擁有根據證券及期貨條例第XV部第2及3分部須予披露之權益或短倉之人士及主要股東

據本公司董事及行政總裁所知，於二零零六年九月三十日，下列人士（本公司之董事或行政總裁除外）於股份及相關股份（包括任何有關該等股本之購股權權益）中擁有或被視作擁有根據證券及期貨條例第XV部第2及第3分部之條文必須向本公司及聯交所披露之權益或短倉，或直接或間接擁有5%或以上附帶在一切情況下於本集團任何其他成員公司之股東大會上投票的權利之任何類別股本面值：

Name of Shareholders	Notes	Nature of interest	Total	Approximate percentage or attributate percentage of shareholdings 持股概約百分比 或應佔百分比 (%)
股東姓名／名稱	附註	權益性質	總數	
Ms. Xu Xau Lan 許秀蘭女士	1	Deemed interest 視為權益	502,424,000 (L) 118,500,000 (S)	17.18 4.05
Hai Xia 海峽	2	Beneficial owner 實益擁有人	340,000,003 (L) 150,000,003 (S)	11.63 5.13
China Petroleum & Chemical Corporation 中國石油化工有限公司		Beneficial owner 實益擁有人	210,000,000 (L)	7.18
GAIL (India) Limited		Beneficial owner 實益擁有人	210,000,000 (L)	7.18
Oman Oil Company S.A.O.C.		Beneficial owner 實益擁有人	210,000,000 (L)	7.18
Mackenzie Financial Corporation		Investment manager 投資經理	231,010,000 (L)	7.90
(L) Long position			(L) 長倉	
(S) Short position			(S) 短倉	

Notes:

1. Ms. Xu Xau Lan is deemed to be interested in the Shares held by her spouse, Mr. Liu.
2. Among these 340,000,003 Shares, 221,500,003 Shares are beneficially owned by Hai Xia and 118,500,000 Shares are to be delivered by Mr. Liu to Hai Xia pursuant to the sale and purchase agreement dated 8 March 2005 and entered into between Hai Xia and Mr. Liu. Details of the transaction were set out in the announcement of the Company dated 9 March 2005. As at 30 September 2006, the sale and purchase of 71,500,000 Shares had been completed.
3. On 30 August 2006, a share subscription agreement was entered into between the Company and Asian Development Bank in relation to, among other matters, the subscription of 150,000,000 Shares at the subscription price of HK\$1.25 per share. Details of the transaction were disclosed in the announcement of the Company dated 31 August 2006. Completion of the transaction took place on 20 October 2006.

REVIEW BY AUDIT COMMITTEE

The audit committee has reviewed with the management the accounting principles and practices adopted by the Group and discussed the auditing, internal control and financial reporting matters including the review of the Group's unaudited results for the six months ended 30 September 2006.

PURCHASE, SALE AND REDEMPTION OF SHARES

For the six months ended 30 September 2006, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's shares.

附註：

1. 許秀蘭女士被視為擁有其配偶劉先生所持有之股份權益。
2. 在該等 340,000,003 股股份中，221,500,003 股股份由海峽實益擁有及 118,500,000 股股份乃根據海峽與劉先生於二零零五年三月八日所訂立之買賣協議將由劉先生交付予海峽。有關交易之詳情載於本公司於二零零五年三月九日刊發之公佈內。截至二零零六年九月三十日，71,500,000 股股份之買賣已告完成。
3. 於二零零六年八月三十日，本公司與亞洲開發銀行訂立一項股份認購協議，內容有關（其中包括）按每股股份 1.25 港元之認購價認購 150,000,000 股股份。有關交易之詳情已在本公司於二零零六年八月三十一日刊發之公佈中披露。該項交易於二零零六年十月二十日已告完成。

由審核委員會審閱

審核委員會與管理層已審閱本集團採納之會計原則及常規，並討論核數、內部監控及財務申報事宜，當中包括審閱本集團截至二零零六年九月三十日止六個月之未經審核業績。

購買、出售及贖回股份

於截至二零零六年九月三十日止六個月，本公司及其任何附屬公司概無購買、出售或贖回本公司任何股份。