## **DISCLOSURE OF INTERESTS**

## (a) Interests of the Directors

As at 30 September 2006, the interests and short positions of each Director and chief executive of the Company in the shares, underlying shares or debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")) which are required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which he/she is taken or deemed to have under such provisions of the SFO); or (b) pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (c) pursuant to the Model Code for Securities Transactions by Directors of Listed Companies to be notified to the Company and the Stock Exchange:

Name of Director	Capacity	Nature of interests	Number of shares held	Approximate percentage of issued share capital
Mr. Chu Bong Foo	<ul><li>(i) Beneficial owner</li><li>(ii) Interest of a controlled corporation</li></ul>	Personal interest Corporate interest	160,180,000 122,872,000 (note 1)	7.03%
Mr. Henry Chang Manayan	Beneficial owner	Personal interest	2,000,000	0.05%
Mr. Wan Xiaolin	Beneficial owner	Personal interest	500,000	0.01%

## Interests in the shares of the Company

Note:

1. 122,872,000 shares are held by Bay-Club Enterprises Inc., the entire issued share capital of which is beneficially owned by Mr. Chu Bong Foo.

All interests stated above represent long positions.

# **DISCLOSURE OF INTERESTS (CONTINUED)**

Interests in the share option of the Company

			Nature of	Number of	Exercise price		Approximate percentage of issued
Name of Director		Capacity	interests	share options	per share	Exercisable period	share capital
					HK\$		
Mr. Cheung Wai Tung	(i)	Beneficial	Personal	4,565,000	1.680	3 March 2000 to	0.21%
		owner	interest	(note 1)		2 March 2010	
	(ii)	Beneficial	Personal	4,000,000	0.265	19 December 2003 to	
		owner	interest	(note 1)		18 December 2013	
Mr. Chu Bong Foo	(i)	Beneficial	Personal	10,000,000	0.264	27 August 1999 to	0.30%
		owner	interest	(note 2)		26 August 2009	
	(ii)	Beneficial	Personal	2,000,000	1.680	3 March 2000 to	
		owner	interest	(note 2)		2 March 2010	
Mr. Henry Chang	(i)	Beneficial	Personal	1,000,000	0.264	27 August 1999 to	0.06%
Manayan		owner	interest	(note 3)		26 August 2009	
	(ii)	Beneficial	Personal	500,000	1.680	3 March 2000 to	
		owner	interest	(note 3)		2 March 2010	
	(iii)	Beneficial	Personal	1,000,000	0.265	19 December 2003 to	
		owner	interest	(note 3)		18 December 2013	
Mr. Wan Xiaolin	(i)	Beneficial	Personal	1,000,000	1.680	3 March 2000 to	0.10%
		owner	interest	(note 4)		2 March 2010	
	(ii)	Beneficial	Personal	3,000,000	0.265	19 December 2003 to	
		owner	interest	(note 4)		18 December 2013	

## **DISCLOSURE OF INTERESTS (CONTINUED)**

Notes:

- 1. Pursuant to the 1993 Scheme, Mr. Cheung Wai Tung was granted share options by the Company on 3 March 2000 to subscribe for 4,565,000 shares at the exercise price of HK\$1.680 per share for the exercisable period from 3 March 2000 to 2 March 2010. On 19 December 2003, Mr. Cheung was further granted share options by the Company to subscribe for 4,000,000 shares at the exercise price of HK\$0.265 for the exercisable period from 19 December 2003 to 18 December 2013 under the 2002 Scheme.
- 2. Pursuant to the 1993 Scheme, Mr. Chu Bong Foo was granted share options by the Company (i) on 27 August 1999 to subscribe for 10,000,000 shares at the exercise price of HK\$0.264 per share for the exercisable period from 27 August 1999 to 26 August 2009; and (ii) on 3 March 2000 to subscribe for 2,000,000 shares at the exercise price of HK\$1.680 per share for the exercisable period from 3 March 2000 to 2 March 2010.
- 3. Pursuant to the 1993 Scheme, Mr. Henry Chang Manayan was granted share options by the Company (i) on 27 August 1999 to subscribe for 3,000,000 shares at the exercise price of HK\$0.264 per share for the exercisable period from 27 August 1999 to 26 August 2009; and (ii) on 3 March 2000 to subscribe for 500,000 shares at the exercise price of HK\$1.680 per share for the exercisable period from 3 March 2000 to 2 March 2010. Mr. Henry Chang Manayan exercised his share options to subscribe for the aggregate of 2,000,000 shares at the exercise price of HK\$0.264 on 18 February 2000 and 6 April 2004 respectively. On 19 December 2003, he was further granted share options by the Company to subscribe for 1,000,000 shares at the exercise price of HK\$0.265 for the exercisable period from 19 December 2003 to 18 December 2013 under the 2002 Scheme.
- 4. Pursuant to the 1993 Scheme, Mr. Wan Xiaolin was granted share options by the Company on 3 March 2000 to subscribe for 1,000,000 shares at the exercise price of HK\$1.680 per share for the exercisable period from 3 March 2000 to 2 March 2010. On 19 December 2003, Mr. Wan was further granted share options by the Company to subscribe for 3,000,000 shares at the exercise price of HK\$0.265 for the exercisable period from 19 December 2003 to 18 December 2013 under the 2002 Scheme.

#### All interests stated above represent long positions.

Save as disclosed above, as at 30 September 2006, none of the Directors nor chief executive of the Company had interests or short positions in any securities of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which are required (a) to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which he/she is taken or deemed to have under such provisions of the SFO); or (b) pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (c) pursuant to the Model Code for Securities Transactions by Directors of Listed Companies to be notified to the Company and the Stock Exchange.

## **DISCLOSURE OF INTERESTS (CONTINUED)**

## (b) Interests of Substantial Shareholder

As at 30 September 2006, so far as is known to any Director or chief executive of the Company, the following person had an interest or short position in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register to be kept by the Company under Section 336 of the SFO:

					Approximate percentage of
			Nature of	Number of	issued
Name		Capacity	interests	shares held	share capital
Mr. Chu Bong Foo	(i)	Beneficial owner	Personal interest	160,180,000	7.03%
	(ii)	Interest of	Corporate	122,872,000	
		a controlled corporation	interest	(note 1)	

### Interests in the shares of the Company

Note:

1. 122,872,000 shares are held by Bay-Club Enterprises Inc., the entire issued share capital of which is beneficially owned by Mr. Chu Bong Foo.

All interests stated above represent long positions.

### Interest in the share options of the Company

				Approximate percentage of	
Name	Capacity	Nature of interest	Number of share options	issued share capital	
Mr. Chu Bong Foo	Beneficial owner	Personal interest	12,000,000	0.30%	

The interest stated above represents long position.

Save as disclosed above, as at 30 September 2006, the Directors and the chief executive of the Company were not aware of any person who had an interest or short position in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register to be kept by the Company under Section 336 of the SFO.