

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SECURITIES

As at 30 September 2006, the interests and short positions of the Directors and chief executives of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporation(s) (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) as recorded in the register required to be kept under 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 ("Model Code") of the Listing Rules, were as follows:

Long position in ordinary shares of HK\$0.001 each of the Company

Name of Director	Nature of interest	Number of ordinary shares held	Approximate percentage of shareholding
Wong Ching Ping, Alex ("Mr. Alex Wong")	Interest of a controlled corporation	20,609,330	23.57%

Note: The shares were registered in the name of Leopard Vision Limited ("Leopard Vision"). The entire issued share capital of Leopard Vision was held by Byford Group Limited ("Byford") which in turn was held by Expert Rich Investments Limited ("Expert Rich"). Expert Rich was wholly-owned by Mr. Alex Wong.

DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SECURITIES *(Continued)*

Long position in ordinary shares of HK\$0.001 each of the Company *(Continued)*

Save as disclosed above, as at 30 September 2006, none of the Directors or chief executives of the Company had any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporation(s) (within the meaning of Part XV of the SFO) as recorded in the register required to be kept under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code of the Listing Rules.

SUBSTANTIAL SHAREHOLDERS

As at 30 September 2006, so far as known to the Directors or chief executives of the Company, the following persons or corporations (other than a Director or chief executive of the Company) had, or were deemed or taken to have interests or short positions in the shares or underlying shares of the Company as recorded in the register required to be kept under Section 336 of the SFO or as otherwise notified to the Company were as follows:

Long position in ordinary shares of HK\$0.01 each of the Company

Name of shareholder	Nature of interest	Number of ordinary shares held	Approximate percentage of shareholding
Expert Rich <i>(Notes 1 & 3)</i>	Interest of a controlled corporation	20,609,330	23.57%
Gomes Maria Da Silva Rubi Angela <i>(Notes 2 & 3)</i>	Family	20,609,330	23.57%

SUBSTANTIAL SHAREHOLDERS *(Continued)*

Note:

1. The shares were registered in the name of Leopard Vision. The entire issued share capital of Leopard Vision was held by Byford which in turn was held by Expert Rich. Expert Rich was wholly-owned by Mr. Alex Wong, a Director of the Company.
2. By virtue of the aforesaid interest of Mr. Alex Wong, Ms. Gomes Maria Da Silva Rubi Angela, spouse of Mr. Alex Wong, was also deemed to be interested in the above 20,609,330 shares held by Leopard Vision.
3. The above shares were the same shares as set out under paragraph above headed "Directors' and Chief Executives' Interests and Short Positions in Securities".

Save as disclosed above, as at 30 September 2006, the Directors or chief executives of the Company, were not aware of any other person or corporation (other than the Directors or chief executives of the Company) had any interests or short positions in shares or underlying shares of the Company as recorded in the register required to be kept under Section 336 of the SFO or as otherwise notified to the Company.

CORPORATE GOVERNANCE

The Company had complied throughout the Period with the Code on Corporate Governance Practices (the "Code") as set out in Appendix 14 of the Listing Rules except with the following deviation:

CORPORATE GOVERNANCE *(Continued)*

Code A.2.1

This Code stipulates that the roles of chairman and chief executive officer should be separate and should not be performed by the same individual.

The Chairman of the Board, Mr. Alex Wong, continues to provide leadership as well as supervisory role in the management of the Board. The Company does not appoint any chief executive officer and the day-to-day management of the Company's business operations is shared among the executive Directors. The Company will continue to review the current structure and assess the need of appointment of chief executive officer.

Code A.4.1

This Code stipulates that non-executive Directors should be appointed for a specific term, subject to re-election.

None of the existing non-executive Directors of the Company is appointed for a specific term. However, in accordance with the Bye-laws of the Company, one-third of the Directors for the time being shall retire by rotation (provided that every Director shall be subject to retirement at least once every three years) and be eligible for re-election at the annual general meeting of the Company. The Board considered that the current practice was fair and reasonable and did not intend to amend the terms of their appointment.

MODEL CODE FOR SECURITIES TRANSACTIONS

The Company has adopted the Model Code of the Listing Rules as its own codes of conduct regarding Directors' and relevant employees' securities transactions. Having made specific enquiry to all Directors, all Directors confirmed that they have complied with the required standard of dealings as set out in the Model Code.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

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

By Order of the Board

Wong Ching Ping, Alex

Chairman

Hong Kong, 20 December 2006

Executive Directors:

Wong Ching Ping, Alex (*Chairman*)

Lim Direk

Independent Non-executive Directors:

Chu Kar Wing (*Chairman of the audit committee*)

Chow King Wai

Tang Yiu Wing