
DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

DIRECTORS

Our board currently consists of seven Directors, comprising four executive Directors and three independent non-executive Directors.

The following table sets out the name, age and position of our directors as at the date of this prospectus.

Name	Age	Position
Mr. TANG Hsiang Chien	83	Honourary Founding Chairman and executive Director
Mr. TANG Chung Yen, Tom	45	Executive Chairman, Group Managing Director and executive Director
Mr. CHUNG Tai Keung, Canice	51	Chief Executive Officer and executive Director
Ms. TANG Ying Ming, Mai	47	Chief Financial Officer and executive Director
Mr. LEE, Eugene	58	Independent non-executive Director
Mr. LEUNG Kwan Yuen, Andrew	55	Independent non-executive Director
Dr. LI Ka Cheung, Eric	53	Independent non-executive Director

Executive directors

Mr. TANG Hsiang Chien G.B.S., O.B.E., J.P., 83, is the Honourary Founding Chairman of the Company. Mr. Tang founded the Group in 1985 and is currently the general manager of one of the Company's subsidiaries in the PRC. Mr. Tang has been a Hong Kong Affairs Advisor to the Government of the People's Republic of China. He also served as a member of the Standing Committee of the Chinese People's Political Consultative Conference, the Chairman of the Federation of Hong Kong Industries and of the Hong Kong Cotton Spinners Association and held a number of executive and advisory posts in other trade associations and public bodies over the last 50 years. Mr. Tang was a board member of the Council of the Chinese University of Hong Kong and the Chairman of the New Asia College of the Chinese University of Hong Kong. Mr. Tang is the Chairman of 上海唐君遠教育基金 (Shanghai Tang Tsun Yuan Education Fund) in Shanghai and the Peninsula Education Foundation in Hong Kong, which were both established with the objectives of promoting advanced education and sponsoring local students to further their studies. Mr. Tang has more than 20 years of experience in the printed circuit board industry and over 50 years of experience in the cotton spinning and wool knitting business. Mr. Tang also holds a honorary title as the Honourary Chairman of GSST, a company listed on the Shanghai Stock Exchange and an associated company of the Group. Mr. Tang obtained a Master of Science from the University of Illinois in the United States and an Honourary Doctorate in Social Science from the Chinese University of Hong Kong. Mr. Tang is the father of Mr. Tang Chung Yen, Tom and Ms. Tang Ying Ming, Mai.

Mr. Tang was a director of Fashion Processing Factory Limited, Raway Investment Limited, Uni-Shanghai Wooltex Ltd. and The Matco Engineering Limited, all private companies incorporated in Hong Kong which have been deregistered from the register of companies in Hong Kong pursuant to sections 291 and/or 291AA of the Companies Ordinance.

Mr. TANG Chung Yen, Tom JP, 45, is the Executive Chairman and Group Managing Director of the Company. He joined the Group in 1991, held various management positions and is currently the general manager of various of the Group's subsidiaries in the PRC. Mr. Tang has served as the Honourary Chairman of the Hong Kong Printed Circuit Association Limited since 2005. He is a member of the Electronics & Electrical Appliance Advisory Committee of the Hong Kong Trade Development Council, the Chairman of the Hong Kong Exporters' Association, the Chairman of the Electronics and Telecommunications Training Board of the Vocational Training Council, the Vice-Chairman of The Hong Kong Standards & Testing Centre, a board member of Hong Kong Safety Institute, a non-official board member of the Hong Kong Applied Science & Technology Research Institute Company Ltd., and a board member of Hong Kong Science &

Technology Parks Corporation. Mr. Tang holds a Master of Business Administration from New York University. On 1 July 2005, Mr. Tang was appointed the honourable title of Justice of the Peace by the Government of the Hong Kong Special Administrative Region. Mr. Tang is the son of Mr. Tang Hsiang Chien and brother of Ms. Tang Ying Ming, Mai.

Mr. Tang was a director of Mega Top Enterprises Limited, Entela (Hong Kong) Limited, Halfkilo (Hong Kong) Limited and MediaNet Development, all private companies incorporated in Hong Kong which have been deregistered from the register of companies in Hong Kong pursuant to section 291AA of the Companies Ordinance. He was also a director of Halfkilo Holdings Limited, a private company incorporated in the BVI which has been struck off from the BVI government register under the BVI International Business Companies Act for non-payment of annual license fees and registered office/agent fees.

Mr. CHUNG Tai Keung, Canice, 51, is the Chief Executive Officer of the Company. He joined the Group in 2005 as Deputy Managing Director and has been appointed as Chief Executive Officer since April 2006. Prior to joining the Group, Mr. Chung was an executive director of the Elec & Eltek International Holdings Limited from August 1993 to March 2005 and Elec & Eltek International Company Limited from April 1994 to March 2005. He had been Chief Executive Officer of Elec & Eltek Group's PCB business and held various management positions at Fairchild Semiconductors (HK) Limited, China Cement Company (Hong Kong) Limited, the Astec Group and Chen Hsong Machinery Co, Limited. Mr. Chung graduated from the Hong Kong Polytechnic in 1979 in Accountancy. He is currently the Vice Chairman of the Hong Kong Printed Circuit Association Limited.

Ms. TANG Ying Ming, Mai, 47, is the Chief Financial Officer of the Company. She joined the Group in 2000 as director of various Group companies and has been appointed as Chief Financial Officer since 2005. Prior to joining the Group, Ms. Tang was the Chief Financial Officer of Cashmere House in California for over 10 years. Since May 2005, she has also served as a director of GSST, a company listed on the Shanghai Stock Exchange and an associated company of the Group. Ms. Tang obtained a Bachelor of Science from the University of California, a Master of Science from Stanford University and a Master of Business Administration from New York University. Ms. Tang is the daughter of Mr. Tang Hsiang Chien and sister of Mr. Tang Chung Yen, Tom.

Ms. Tang was a director of Halfkilo (Hong Kong) Limited and MediaNet Development, both private companies incorporated in Hong Kong which have been deregistered from the register of companies in Hong Kong pursuant to section 291AA of the Companies Ordinance. She was also a director of Halfkilo Holdings Limited, a private company incorporated in the BVI which has been struck off from the BVI government register under the BVI International Business Companies Act for non-payment of annual license fees and registered office/agent fees.

Independent non-executive Directors

Mr. LEE, Eugene, 58, is an independent non-executive Director. He has extensive experience in corporate finance and management, including serving as Executive Director of Esprit Asia Holdings Limited from 1993 to 1996 and President, Chief Operating Officer and Director of its controlling shareholder, Esprit de Corps (Far East) Limited from 1993 to 1996. He was also a director for Elec & Eltek International Holdings Limited from May 1997 to March 2005 and a director of Elec & Eltek International Company Limited from March 2003 to February 2005. He was an Associate Director in corporate finance at Wardley Limited (now part of The Hongkong and Shanghai Banking Corporation Limited) from 1985 to 1989 and also worked at Chase Manhattan Limited (now known as JP Morgan Chase) from 1976 to 1985. Mr. Lee has advised that he has been a financial and management advisor to various international companies. Mr Lee holds a Bachelor of Science (Architecture) from the Massachusetts Institute of Technology, a Master of Science (Civil Engineering) from Stanford University and a Master of Business Administration from Harvard University.

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Mr. Lee has advised that he was a director of enFashion, Inc., a company incorporated in the United States and its nature of business was computer software. enFashion, Inc. was filed for bankruptcy under the United States bankruptcy rules in June 2001 and the case was closed in December 2002. The total amount claimed was US\$303,693.30 but the company was administratively insolvent and no creditors' claims were paid. Mr. Lee has also advised that he was a non-executive director of enFashion, Inc. at the time of its bankruptcy proceedings.

Mr. Lee was a director of Catalogs Asia Limited, a private company incorporated in the BVI which was struck off from the BVI government register under the BVI International Business Companies Act for non-payment of annual license fees and registered office/agent fees.

Mr. LEUNG Kwan Yuen, Andrew, SBS, J.P., 55, is an independent non-executive Director. He is currently a Legislative Councillor (Industrial First), Chairman of the Hong Kong Productivity Council and Chairman of the Vocational Training Council. He is also the Honourary President of Federation of Hong Kong Industries and Honourary Chairman of Textile Council of Hong Kong. Mr. Leung is a member of the Hong Kong Trade Development Council and serves on a number of public advisory bodies including the Textiles Advisory Board, the Greater Pearl River Delta Business Council, Commission on Strategic Development — Commission on Economic Development and Economic Cooperation with the Mainland. Mr. Leung has served as an independent non-executive director of Dah Sing Banking Group Limited since June 2004 and served as an independent non-executive director of Dah Sing Financial Holdings Limited from March 2003 to June 2004. Mr. Leung obtained a BSc(Hon) from University of Leeds and is a Fellow of The Textiles Institute and Clothing and Footwear Institute in the United Kingdom.

Mr. Leung was a director of Activebadge International Limited and Woolf International Limited, both private companies incorporated in Hong Kong which have been deregistered from the register of companies in Hong Kong pursuant to section 291AA of the Companies Ordinance.

Dr. LI Ka Cheung, Eric, GBS, OBE, J.P., LLD, DSocSc, FCPA (Practising), FCA, FCPA (Aust.), FCIS, 53, is an independent non-executive Director. He is also an independent non-executive director of Transport International Holdings Limited since December 1998, SmarTone Telecommunications Holdings Limited since October 1996, Wong's International (Holdings) Limited since April 1999, CATIC International Holdings Limited since May 1999, Hang Seng Bank Limited since February 2000, China Resources Enterprise Limited since March 2003, Sinofert Holdings Limited (formerly known as Sinochem Hong Kong Holdings Limited) since September 2004, Roadshow Holdings Limited since September 2004 and has been an executive director of Strategic Global Investments plc since July 2004. The shareholders of the Bank of Communications Co., Ltd also resolved to appoint him to be one of their independent non-executive directors on 9 January 2007. Dr. Li served as a director of China Vanke Co., Ltd., a listed company in the PRC, from June 2002 to April 2005, SIIC Medical Science & Technology (Group) Limited from September 1999 to October 2003 and hkcyber.com (Holdings) Limited from July 2000 to July 2001. He is also a non-executive director of Sun Hung Kai Properties Limited since May 2005. Dr. Li is a member of the 10th National Committee of the Chinese People's Political Consultative Conference and is a senior partner of Li, Tang, Chen & Co., Certified Public Accountants (Practising). Dr. Li has served as a member of the Legislative Council of Hong Kong and as the Chairman of its Public Accounts Committee. He has also been the president of the Hong Kong Institute of Certified Public Accountants (formerly the Hong Kong Society of Accountants).

BOARD COMMITTEES

Audit committee

The Company established an audit committee on 12 January 2007 with terms of references in compliance with the code on corporate governance practices set out in Appendix 14 of the Listing Rules. The

members of the audit committee are the three independent non-executive Directors, namely Mr. Leung Kwan Yuen, Andrew, Dr. Li Ka Cheung, Eric, and Mr. Lee, Eugene. Mr. Lee, Eugene, who possesses financial management expertise, is the chairman of the audit committee. The primary duties of the audit committee are to review the financial reporting process and internal control systems of the Group.

Remuneration committee

The Company established a remuneration committee on 12 January 2007 with terms of references in compliance with the code on corporate governance practices set out in Appendix 14 of the Listing Rules. The members of the remuneration committee are Dr. Li Ka Cheung, Eric as Chairman, Mr. Lee, Eugene, Mr. Leung Kwan Yuen, Andrew, Ms. Tang Ying Ming, Mai and Mr. Chung Tai Keung, Canice. The primary duties of the remuneration committee are to review and determine the terms of remuneration packages, bonuses and other compensation payable to Directors and senior management.

Nomination committee

The Company established a nomination committee on 12 January 2007 with terms of reference. The members of the nomination committee are Mr. Leung Kwan Yuen, Andrew as Chairman, Mr. Lee, Eugene, Dr. Li Ka Cheung, Eric, Ms. Tang Ying Ming, Mai and Mr. Chung Tai Keung, Canice. The primary duties of the nomination committee are making recommendations to the Board on appointment of Directors and management of Board succession.

SENIOR MANAGEMENT

Mr. YIP Wei Yeung, 47, is the Chief Operating Officer of the Group's PCB business and General Manager of SME. Mr. Yip joined the Group in 2003. Prior to which he held various senior management positions in Eastern Pacific Circuits (HK) Limited (previously named Wong's Circuits (PTH) Limited), including Chief Executive Officer. He obtained a Bachelor of Science from the University of Hong Kong in 1983 and a Master of Business Administration from the Chinese University of Hong Kong in 2001.

Mr. CHAU King Kwong, Kingsley, 46, is Vice President — Group Sales and Marketing. Prior to joining the Group in 2005, Mr Chau was the Corporate Vice President and General Manager of North East Asia Region of Possehl Electronics HK Limited. He has over 20 years of sales, marketing and operations experience in the PCB and semiconductor industries, having worked for the Elec & Eltek Group and ASM Assembly Materials Limited. He obtained a Bachelor of Science and a Diploma in Marketing and International Business from the Chinese University of Hong Kong in 1984 and 1989 respectively. He also obtained a Master of Business Administration (Executive) from the City University of Hong Kong in 2003.

Mr. WONG Kwok Ho, 48, is the General Manager of MAF and MAGL. In April 2006, he was appointed as the Vice President of the Materials Division of the Group. Prior to joining the Group in 1985, Mr. Wong held an engineering role at Ampex Ferrotec Limited. He obtained a Bachelor of Science in Engineering from the University of Hong Kong in 1981 and a Master of Engineering Management from the City University of Hong Kong in 1996.

Mr. LI Xue Ming, 41, is the Deputy General Manager of SYE. Mr. Li joined the Group in 2001 and has over 16 years of factory management experience in the printed circuit board industry in the PRC. He obtained a Bachelor of Science in Chemical Engineering in 1987 and a Master of Science in 1989 from the Zhejiang University, PRC.

Ms. SHUM Yuk Yin, Jane, 41, is the Acting General Manager of DMC. Ms. Shum joined the Group in 1993 and has held various engineering and production management positions in the manufacturing plants of the Group in Hong Kong, including as Deputy General Manager of OPC from 2001 to 2004. Ms. Shum obtained a Higher Certificate in Chemical Technology in 1986 and a Higher Certificate in Metal Surface Finishing in 1988 from the Hong Kong Polytechnic.

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Mr. FUNG Ying Wah, Joey, 49, is the General Manager of the GME. Mr. Fung joined the Group in 2006, prior to which he worked for Elec & Eltek Group for over 20 years and held various senior management positions. He obtained a Diploma in Mechanical Engineering from Hong Kong Polytechnic in 1980 and a Master of Science in Engineering Business Management from the University of Warwick in 1997.

Mr. WANG Shi Ming, Simon, 40, is the Deputy General Manager of SME. He joined the Group in 2004 as Plant Manager of SME. Prior to which he was the General Manager of Dongguan Eastern Pacific Circuits (Dongguan) Limited and worked for 13 years in quality engineering in Eastern Pacific Circuits (Huizhou) Limited (previously named Wong's Circuits (Huizhou) Limited). He obtained a Bachelor of Applied Chemistry from the National University of Defense Technology in 1988.

Mr. LEUNG Kai Ming, 45, is the Deputy General Manager of SMST. Mr. Leung joined the Group in 2004 as the Operations Manager of SMST, prior to which he held various management positions in Eastern Pacific Circuits (HK) Limited (previously named Wong's Circuits (PTH) Limited). He obtained a Diploma in Chemical Engineering from Hong Kong Polytechnic in 1984.

Mr. CHAU Man Kin, Kennie, 41, is the Deputy General Manager of OPCM. Mr. Chau joined the Group in 2004, prior to which he was the General Manager (Operations) of Ascalade Communications Limited. Mr. Chau also worked for Elec & Eltek Group for 11 years and held various management positions. He obtained a Bachelor of Applied Science in Chemical Engineering from the University of British Columbia in Canada in 1991 and a Master of Science in Engineering from the University of Hong Kong in 1999.

Mr. QU Shi Jie, 48, is the General Manager of SKE. Since joining the Group in 1993, Mr. Qu has held various management positions, including Facility Manager of SYE and production and plant management positions in SME. Prior to joining the Group, Mr. Qu had 10 years of research experience in the mechanical and electronics industry. He obtained a Bachelor of Science in Mechanical Engineering from Dalian University of Technology in PRC in 1982.

Ms. CHOI Lee Lee, Lily, 44, is the joint Group Financial Controller and is responsible for the Group's accounts receivable, credit control and insurance, and overseeing the finance function of various Group companies. She joined the Group in 1988 and has held various finance and accounting positions in the Group. Ms. Choi obtained a Professional Diploma in Management Accountancy in 1985 and a Professional Diploma in Information Technology in 1989 from the Hong Kong Polytechnic. She also obtained a Master of Corporate Finance in 2006 and a Master of Business Administration in 1999 from the Hong Kong Polytechnic University. She is an associate of the Chartered Institute of Management Accountants (UK) and a fellow of the Hong Kong Institute of Certified Public Accountants.

Ms. CHU Suet Wa, 44, is the joint Group Financial Controller and is responsible for the Group's corporate treasury and tax, and overseeing the finance function of various Group companies. She joined the Group in 1988 and has held various finance and electronic data processing positions in the Group. Ms. Chu obtained a Professional Diploma in Management Accountancy from the Hong Kong Polytechnic in 1985. She also obtained a Master of Business Administration in 1998 from Hong Kong Polytechnic University, and a Master of Science in Information Systems Management from the Hong Kong University of Science and Technology in 2002. She is an associate of the Chartered Institute of Management Accountants (UK), the Institute of Chartered Secretaries and Administrators (UK) and the Hong Kong Institute of Company Secretaries. She is also a fellow of Hong Kong Institute of Certified Public Accountants.

Ms. LAM Lai Shuen, 41, is the joint Group Financial Controller and is responsible for the Group's accounts consolidation and budget planning, and overseeing the finance function of various Group companies. She joined the Group in 2006, prior to which she held various finance and accounting management positions in the Elec & Eltek Group between 1990 and 2006. Ms. Lam obtained a Professional Diploma in Management Accountancy from the Hong Kong Polytechnic in 1988 and a Master of Science in Accountancy in 2003 from the Hong Kong Polytechnic University. She is an associate of the Chartered Institute of Management Accountants (UK) and the Hong Kong Institute of Certified Public Accountants. She is also a fellow of the Association of Chartered Certified Accountants (UK).

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Ms. CHO Wing Han, 39, is the Company Secretary of the Company. She joined the Group in 2006 as Senior Manager — Legal & Secretarial Services. Prior to joining the Group, Ms. Cho had 9 years of legal and secretarial experience with the Elec & Eltek Group. She obtained a Graduate Diploma in Law from Nottingham Trent University in 2006. She is an associate member of Institute of Chartered Secretaries and Administrators and Hong Kong Institute of Company Secretaries and a member of the Hong Kong Securities Institute.

EMPLOYEES

Overview

As of 30 September 2006, the Group had a total of 7,612 employees. A breakdown of employees by function and geographical location is set out below:

Function	Hong Kong	PRC	Other	Total
General management	7	13	0	20
Finance and administration.....	137	473	0	610
Sales and marketing	31	38	8	77
Customer service	21	54	3	78
Quality assurance and quality control	131	1,572	0	1,703
Production.....	414	4,455	0	4,869
R&D	34	221	0	255
Total	775	6,826	11	7,612

Our relationship with staff

The Directors believe that the Group has maintained good working relationships with its employees. Indicative of this is the fact that we have not experienced any labour disputes or strikes that have disrupted our normal business operations.

Staff training

We have a strong focus on training our staff, particularly as the PCB industry is characterised by rapidly changing technology and processes. All employees are required to participate in an induction programme upon joining the Group, as well as attend ongoing training sessions. New hires are provided with on-the-job training and in the case of production staff, must undergo a one to three month supervised period before they are permitted to operate machinery unsupervised. Ongoing training sessions are usually presented by senior staff members or visiting industry professionals and are usually conducted on a monthly and annual basis. We also provide a training and educational subsidy to employees we regard as having high potential, to encourage them to attend external training for knowledge and skills enhancement. We also have a dedicated training facility in Shanghai located adjacent to some of our production facilities, which provides 3 month certificate courses to engineering university graduates before they undergo a three month job rotation period at one or more of our production facilities. The objective of such certificate courses is to familiarise university graduates with an understanding of the production process, management and working environment of the Group.

Other staff benefits

We provide our employees in the PRC with a social insurance scheme which includes old age pension, medical insurance, unemployment insurance, and work injury insurance and for some employees, maternity insurance and housing fund, in accordance with the relevant PRC rules and regulations. In addition, the Group provides on-site dormitory, meal and transportation benefits to its employees.

We provide our employees in Hong Kong with medical insurance or company financed outpatient visit benefits. We operate a mandatory provident fund scheme for our employees in Hong Kong in accordance with the applicable Hong Kong laws and regulations. Contributions amounting to the lower of HK\$1,000 or 5% of the employee's basic salary are made to the scheme and matched by employees. Contributions are accounted for in the Group's financial accounts as they become payable in accordance with the rules of the scheme and vest fully with the employee when the amounts are contributed by the Group.

SHARES TO EMPLOYEES AND A CONSULTANT

In order to allow our employees (including our Chief Executive Officer) and a consultant to SuSih to share in the Group's success and to incentivise and reward them, SuSih, through the Selling Shareholder, a special purpose vehicle established by SuSih for this purpose, has granted, conditional on completion of the Global Offering, a total of 134,800,000 Shares, representing approximately 6.74% of our total issued share capital immediately after Listing (assuming the Over-allotment Option is not exercised and before the sale of Shares by the Selling Shareholder in the Global Offering), to the following persons:

- 1,321,000 Shares have been granted to approximately 567 of our non-supervisory and non-managerial level employees in Hong Kong ("Hong Kong Employee Shares");
- 5,493,000 Shares have been granted to approximately 5,824 of our non-supervisory and non-managerial level employees in the PRC ("PRC Employee Shares");
- 57,436,000 Shares have been granted to approximately 1,313 of our supervisory and managerial level employees in Hong Kong and the PRC ("Supervisory Shares");
- 66,400,000 Shares have been granted to Chung Tai Keung, Canice, our Chief Executive Officer, in accordance with a letter agreement he entered into with SuSih; and
- 4,150,000 Shares have been granted to Keen Astute Limited, a consultant to SuSih providing management consulting services on corporate affairs and governance in relation to SuSih and its subsidiaries (covering the Group) in view of our proposed Listing, as remuneration in accordance with its consultancy agreement with SuSih. Neither Keen Astute Limited nor its shareholder is a connected person of the Company or the controlling shareholders of the Company.

As the above Shares were granted by SuSih from its own shareholding, there will be no dilutive effect on the Shares being offered in the Global Offering.

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The PRC Employee Shares will be sold by the Selling Shareholder under the Global Offering and the net proceeds thereof will be paid to the relevant employees after completion of the Global Offering. In addition, the Selling Shareholder will also be selling a total of 26,600,000 Shares under the Global Offering as requested by certain employees and Chung Tai Keung, Canice, our Chief Executive Officer, and paying them the net proceeds after completion of the Global Offering. These 26,600,000 Shares comprise approximately 33% of the total number of Hong Kong Employee Shares, approximately 4% of the total number of Supervisory Shares and approximately 28% of the total number of Shares given to Chung Tai Keung, Canice. In respect of the remaining Shares owned by non-supervisory and non-managerial level employees, supervisory and managerial level employees in Hong Kong, Chung Tai Keung, Canice and Keen Astute Limited, each of such persons has agreed with the Selling Shareholder not to dispose of, nor enter into any agreement to dispose of or otherwise create any options, rights, interests or encumbrances in respect of, any of his/her/its Shares from the date on which such Shares were granted until certain prescribed dates as follows:

<u>Person/Party (Note 1)</u>	<u>No. of Shares awarded (Note 1)</u>	<u>Registered Name for the Shares subject to lock-up</u>	<u>Lock-up Expiry Date in respect of the Shares subject to lock-up (Note 1)</u>	<u>No. of Shares to be sold under the Global Offering (Note 1)</u>
Non-supervisory and non-managerial employees in the PRC (5,824 persons)	5,493,000	Not applicable	Not applicable	5,493,000
Non-supervisory and non-managerial employees in Hong Kong (567 persons)	1,321,000	Selling Shareholder (in trust for each respective employee for his/her respective number of Shares) (Note 3)	Six months after Listing Date in respect of 885,000 Shares	436,000
Supervisory and managerial level employees (1,313 persons) (Note 2)	57,436,000	Selling Shareholder (in trust for each respective employee for his/her respective number of Shares) (Note 3)	Six months after Listing Date in respect of 16,237,000 Shares First anniversary of Listing Date in respect of 9,512,000 Shares Second anniversary of Listing Date in respect of 9,784,000 Shares (Note 4) Third anniversary of Listing Date in respect of 9,784,000 Shares (Note 4) Fourth anniversary of Listing Date in respect of 9,784,000 Shares (Note 4)	2,335,000
Chung Tai Keung, Canice	66,400,000	Chung Tai Keung, Canice	Six months after Listing Date in respect of 48,064,000 Shares	18,336,000
Keen Astute Limited	4,150,000	Keen Astute Limited	Six months after Listing Date in respect of 4,150,000 Shares	Nil

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Notes:

- (1) The number of employees within each category as well as the number of Shares within each category and the breakdown of Shares subject to lock-up and sale under the Global Offering are stated as at 12 January 2007. If an employee to whom Shares have been granted leaves the Group before the completion of the Global Offering, he will lose his entitlement and notwithstanding that such entitlement will be redistributed to other awarded employees, the actual number of Shares subject to lock-up and to be sold under the Global Offering, as well as the actual number of persons to which the Shares remain granted may differ from that disclosed above. However, the total number of Shares granted, being 134,800,000 Shares and the total number of Shares to be sold by the Selling Shareholder under the Global Offering, being 26,600,000 Shares, will remain the same.
- (2) The lock-up expiry dates are stated on an aggregate basis. Each individual employee's Shares may be subject to different lock-up release proportions than the proportions indicated on an aggregate basis set out on the column headed "Lock-up Expiry Date".
- (3) To better monitor compliance with the lock-up undertakings, these Shares will be registered in the name of the Selling Shareholder. However, these Shares will be beneficially owned by the respective employees on the Listing Date. Such employees will be entitled to exercise all voting rights over such Shares and receive all dividends and other distributions paid in respect of such Shares (dividend or distribution by way of shares or securities of the Company or Shares subscribed for by way of rights issue or open offer will be subject to the same lock-up and release schedule set out on the column headed "Lock-up Expiry Date in respect of the Shares subject to lock-up" and the return conditions described in Note 4 below, as well as the return condition for the underlying Shares to which they relate).
- (4) The employees have respectively undertaken that they will return/re-transfer these Shares to the Selling Shareholder if they resign from the Group or are dismissed for cause before the end of the relevant lock-up period.

Notwithstanding that the above Shares were granted by SuSih through the Selling Shareholder from its own shareholding, HKFRS requires the value of such Shares to be quantified and expensed as a non-cash employee expense of our Group in the current financial year for those Shares which are not subject to being returned to the Selling Shareholder on resignation or dismissal for cause during the period that the return conditions apply. As a result and assuming an Offer Price of HK\$2.15 (being the mid-point of the stated Offer Price range), our employee expenses for the financial year ending 31 December 2007 will be increased in aggregate by approximately HK\$226.7 million due to the Shares which are not subject to the return condition. For those Shares that are subject to the return condition, at the end of each financial period, the Group is required to estimate the number of Shares which will be subject to the return condition and recognise the value of such Shares as a non-cash employee expense on a straight-line basis over the relevant vesting period. In respect of those Shares which are subject to the return condition assuming an Offer Price of HK\$2.15 as well as the absence of any dismissal or resignation of employees before the end of the relevant vesting period. On the same basis, our employee expenses will be increased in aggregate by approximately HK\$16.5 million, HK\$16.5 million, HK\$16.5 million, HK\$9.5 million and HK\$4.2 million for each of the financial years ending 31 December 2007, 2008, 2009, 2010 and 2011, respectively. Share grants of such a material nature are expected to be one-off and will have no actual impact on the turnover or cashflow of the Group.

SHARE OPTION SCHEME

The Company has conditionally adopted the Share Option Scheme whereby such participants (as more particularly described in Appendix VI to this prospectus) may be granted options to subscribe for Shares at the discretion of the Board or a committee thereof. The principal terms of the Share Option Scheme are summarised under the section entitled "Summary of the Share Option Scheme" in Appendix VI to this prospectus.