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## SPONSORS' AND UNDERWRITING INTEREST

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### **Sponsor's agreement**

Under a sponsor's agreement (the "Sponsor Agreement") dated 26 November 2001 and made between the Sponsor and the Company, the Company has appointed the Sponsor and the Sponsor has agreed to act as a sponsor to the Company for the purpose of the GEM Listing Rules for a fee from the Listing Date to 31 October 2004 or until the Sponsor Agreement is terminated upon the terms and conditions set out therein.

### **Sponsors' and Underwriters' interest in the Company**

None of the Sponsor, the Co-sponsor, the Joint Lead Managers or any of the Underwriters or any of their respective associates has or may, as a result of the Placing, have any interest in any class of securities of the Company or any other company in the Group (including options or rights to subscribe for such securities) save for:

- (i) the obligations and interests of the Sponsors and the Underwriters under the Underwriting Agreement;
- (ii) the grant by the Company of the Over-allotment Option to SBI E2-Capital Securities;
- (iii) the obligations and interests of SBI E2-Capital Securities under the Stock Borrowing Agreement;
- (iv) the advisory and documentation fees payable to the Sponsor and the Co-Sponsor, in cash, as the sponsor and the co-sponsor to the Placing; and
- (v) the Sponsor's interests under the sponsor agreement made between the Sponsor and the Company whereby the Sponsor will be retained as sponsor to the Company up to 31 October 2004 for the purpose of the GEM Listing Rules.

No director or employee of the Sponsor or the Co-sponsor who is involved in providing advice to the Company has or may, as a result of the Placing, have any interest in any class of securities of the Company or any other company in the Group (including options or rights to subscribe for such securities but, for the avoidance of doubt, excluding interests in securities that may be subscribed for or purchased by any such director or employee pursuant to the Placing).