

ARRANGEMENTS TO PURCHASE SHARES OR DEBENTURES

The directors had personal interests in share options to subscribe for shares in the Company as follows:

Name of directors		Outstanding at November 1, 2000	Number of share options Granted during the period	Outstanding at April 30, 2001
Mr. Lawrence Chia	(Note (1))	8,816,000	—	8,816,000
Song Huat	(Note (2))	240,000	—	240,000
	(Note (3))	—	745,200	745,200
Mr. James Chia	(Note (1))	6,612,000	—	6,612,000
Song Heng	(Note (2))	232,000	—	232,000
	(Note (3))	—	700,000	700,000
Mr. Louis Cheng	(Note (1))	1,102,000	—	1,102,000
Teong Meng	(Note (2))	200,000	—	200,000
	(Note (3))	—	625,000	625,000
Mr. Jolly Chang	(Note (1))	1,102,000	—	1,102,000
Cheo Lik	(Note (2))	168,000	—	168,000
	(Note (3))	—	516,800	516,800
Mr. Yong Choon Kong	(Note (1))	1,102,000	—	1,102,000
	(Note (2))	168,000	—	168,000
	(Note (3))	—	516,800	516,800
Mr. Alain Xavier Cany		—	—	—
Mr. Frank Lee Kee Wai		—	—	—
Mr. Gregory Robert Scott Crichton		—	—	—

Notes:

- (1) The exercise price is HK\$3.428 per share and the option period during which the options may be exercised is the period from September 14, 1997 to March 13, 2002.
- (2) The exercise price is HK\$0.63 per share and the option period during which the options may be exercised is the period from May 17, 2000 to December 17, 2004.
- (3) The exercise price is HK\$0.49 per share and the option period during which the options may be exercised is the period from May 17, 2001 to December 17, 2005.

Details of the Company's share option scheme are set out in note 11 to the financial statements.

Save as disclosed above, at no time during the period was the Company or any of its subsidiaries a party to any arrangements to enable the directors of the Company to acquire benefits by means of acquisition of shares in, or debentures of, the Company or any other body corporate and none of the directors or their spouses or children under the age of 18 had any right to subscribe for the securities of the Company, or had exercised any such right during the period.

SUBSTANTIAL SHAREHOLDERS

As at April 30, 2001, the register of substantial shareholders maintained under Section 16(1) of the SDI Ordinance showed that the following shareholders had an interest of 10 per cent or more in the issued share capital of the Company:

Name of Shareholder	Number of shares held
Nastar Holdings S.A. (<i>Note 1</i>)	222,057,393
Pine Asset Management Limited	188,424,030
BAC Investments Limited (<i>Note 2</i>)	88,919,759

Notes:

1. These shares are held through Pine Asset Management Limited, Eunoss Limited and Chestnut Asset Management Limited which are wholly owned subsidiaries of Nastar Holdings S.A.. Nastar Holdings S.A. is the trustee of a discretionary trust of which Mr. Lawrence Chia Song Huat and Mr. James Chia Song Heng are two of the beneficiaries.
2. Mr. Alain Xavier Cany who is a non-executive director of the Company is a director of BAC Investments Limited.

Save as disclosed above, the Company has not been notified of any other interests representing 10 per cent or more of the issued share capital of the Company as at April 30, 2001.

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

Neither the Company nor any of the subsidiaries has purchased, sold or redeemed any of the Company’s listed securities during the period under review.

CODE OF BEST PRACTICE

None of the Directors is aware of any information that would reasonably indicate that the Company is not, or was not for any part of the period covered by the interim report, in compliance with the Code of Best Practice as set out in Appendix 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.