

DIRECTORS' INTERESTS IN SECURITIES

As at 30 June 2002, the Directors' interests in and rights to subscribe for the ordinary shares of HK\$0.10 each in the Company and shares in its associated corporations as recorded in the register maintained by the Company pursuant to Section 29 of the Securities (Disclosure of Interests) Ordinance ("SDI Ordinance") or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Companies were as follows:

1. Interest in shares or debentures

A. The Company

(a) Ordinary shares

Name	Number of shares beneficially held		Shareholding (%)
	Personal	Other interest	
Kwan Pak Hoo Bankee	-	156,952,376*	51.38
Law Ping Wah Bernard	5,096,200	-	1.67
Kwok Oi Kuen Joan Elmond	2,700,000	-	0.88
Law Ka Kin Eugene	125,000	-	0.04
Li Yuen Cheuk Thomas	2,501,875	-	0.82

* The shares were held by Cash Guardian Limited ("Cash Guardian"). Mr Kwan was deemed to be interested in all these shares as a result of his interests in Cash Guardian as disclosed in the "Substantial Shareholders" below.

(b) *Warrants*

Warrants carrying rights to subscribe for shares of HK\$0.10 each in the Company at the adjusted subscription price of HK\$13.00 each during the period from 20 July 2000 to 31 July 2002 (both days inclusive).

Name	Amount of warrants beneficially held	
	Personal (HK\$)	Other interest (HK\$)
Kwan Pak Hoo Bankee	–	159,976,285.30*
Law Ping Wah Bernard	3,526,238.30	–
Kwok Oi Kuen Joan Elmond	260,000.00	–
Law Ka Kin Eugene	162,500.00	–
Li Yuen Cheuk Thomas	1,952,437.50	–

- * The amount of warrants was held as to HK\$144,876,749.55 by Cash Guardian and as to HK\$15,099,535.75 by Suffold Resources Limited ("Suffold"). Cash Guardian and Suffold were both 100% beneficially owned by Jeffnet Inc. Details of the ultimate beneficial interest of Jeffnet Inc are disclosed in the "Substantial Shareholders" below. Mr Kwan was deemed to be interested in all these warrants as a result of his interests in Cash Guardian and Suffold.

B. *Associated corporations (within the meaning of SDI Ordinance)*

(a) *Ordinary shares in CFSG*

Name	Number of shares beneficially held		Shareholding (%)
	Personal	Other interest	
Kwan Pak Hoo Bankee	–	54,330,997*	53.92
Law Ping Wah Bernard	271,249	–	0.27
Kwok Oi Kuen Joan Elmond	20,000	–	0.02
Law Ka Kin Eugene	12,500	–	0.01
Li Yuen Cheuk Thomas	150,187	–	0.15

- * The shares were held as to 50,463,239 shares by Celestial Investment Group Limited ("CIGL"), a wholly-owned subsidiary of CASH, and as to 3,867,758 shares by Cash Guardian. Mr Kwan was deemed to be interested in all these shares as a result of his interests in CASH and Cash Guardian as disclosed in the "Substantial Shareholders" below.

(b) Ordinary shares in Pricerite Group Limited (“Pricerite”)

Name	Number of shares beneficially held		Shareholding (%)
	Other interest		
Kwan Pak Hoo Bankee	1,374,432,297*		66.18

* The shares were held by CIGL, a wholly-owned subsidiary of CASH. Mr Kwan was deemed to be interested in all these shares as a result of his interests in CASH through Cash Guardian as disclosed in the “Substantial Shareholders” below.

Save as disclosed above, as at 30 June 2002, none of the Directors, chief executive or their associates had any personal, family, corporate or other beneficial interests in the equity or debt securities of the Company or any of its associated corporations as defined in the SDI Ordinance.

2. Rights to acquire shares in the Company

Pursuant to the share option schemes of the Company, certain Directors of the Company were granted share options to subscribe for shares in the Company, details of which as at 30 June 2002 were as follows:

Name	Date of grant	Number of options					Exercise price per share (HK\$)	Notes
		Outstanding as at 1 January 2002	Lapsed during the period	Adjusted on 25 April 2002	Granted during the period	Outstanding as at 30 June 2002		
Kwan Pak Hoo Bankee	4/10/1999	40,000,000	(40,000,000)	-	-	-	8/4/2000-7/4/2002	0.59
	2/5/2002	-	-	-	3,000,000	3,000,000	2/5/2002-30/4/2003	1.32
Law Ping Wah Bernard	4/10/1999	40,000,000	(40,000,000)	-	-	-	8/4/2000-7/4/2002	0.59
	2/5/2002	-	-	-	3,000,000	3,000,000	2/5/2002-30/4/2003	1.32
Kwok Oi Kuen Joan Elmond	4/10/1999	5,750,000	(5,750,000)	-	-	-	8/4/2000-7/4/2002	0.59 (2)
	6/11/2000	15,000,000	-	(14,250,000)	-	750,000	16/5/2001-15/5/2003	5.40 (3)
	2/5/2002	-	-	-	3,000,000	3,000,000	2/5/2002-30/4/2003	1.32
Law Ka Kin Eugene	4/10/1999	3,000,000	(3,000,000)	-	-	-	8/4/2000-7/4/2002	0.59 (2)
	1/6/2000	10,000,000	-	(9,500,000)	-	500,000	1/12/2000-30/11/2002	7.00 (3)
	6/11/2000	10,000,000	-	(9,500,000)	-	500,000	16/5/2001-15/5/2003	5.40 (3)
	2/5/2002	-	-	-	3,000,000	3,000,000	2/5/2002-30/4/2002	1.32
Li Yuen Cheuk Thomas	4/10/1999	20,000,000	(20,000,000)	-	-	-	8/4/2000-7/4/2002	0.59
	2/5/2002	-	-	-	3,000,000	3,000,000	2/5/2002-30/4/2003	1.32
Khoo Ken Wee	4/10/1999	20,000,000	(20,000,000)	-	-	-	8/4/2000-7/4/2002	0.59
Wong Chuk Yan	2/5/2002	-	-	-	200,000	200,000	1/11/2002-31/10/2003	1.32 (3)
Chan Hak Sin	2/5/2002	-	-	-	200,000	200,000	1/11/2002-31/10/2003	1.32 (3)
Leung Ka Kui Johnny	2/5/2002	-	-	-	200,000	200,000	1/11/2002-31/10/2003	1.32 (3)
		<u>163,750,000</u>	<u>(128,750,000)</u>	<u>(33,250,000)</u>	<u>15,600,000</u>	<u>17,350,000</u>		

Notes:

- (1) The number and the exercise price of options which remained outstanding on 25 April 2002 have been adjusted due to share consolidation of the Company for 20 shares into 1 share with effect from the close of business on 25 April 2002.
- (2) The options are vested in 4 tranches as to (i) 25% exercisable from the commencement of the exercise period; (ii) 25% exercisable from the expiry of 6 months from the commencement of the exercise period; (iii) 25% exercisable from the expiry of 12 months from the commencement of the exercise period; and (iv) 25% exercisable from the expiry of 18 months from the commencement of the exercise period.
- (3) The options are vested in 2 tranches as to (i) 50% exercisable from the commencement of the exercise period; and (ii) 50% exercisable from the expiry of 6 months from the commencement of the exercise period.
- (4) Mr Kwan Pak Hoo Bankee is also the substantial shareholder of the Company.
- (5) Mr Khoo Ken Wee has resigned as Director of the Company during the period.

Save as disclosed above, during the six months ended 30 June 2002, none of the Directors or chief executive of the Company or any of their spouse or children under 18 years of age was granted or holding options to acquire shares in or debentures of the Company.