

Dr. Meou-tsen Geoffrey YEH, *S.B.S., M.B.E., J.P., D.C.S.*, aged 72, joined the Hsin Chong Group in 1955 after obtaining a Master degree of Science from the Graduate School of Arts & Sciences of Harvard University in 1954 and a Bachelor degree of Science in Civil Engineering from the University of Illinois in 1953. He has been involved in various aspects of the Group's activities as well as those of the Hsin Chong Group including property investment and development. Dr. Yeh is the Chairman of Hsin Chong International Holdings Limited ("HCIH") which is a substantial shareholder of the Company. He is also a director of Hysan Development Company Limited and China Travel International Investment Hong Kong Limited, two listed companies in Hong Kong. Dr. Yeh was the chairman of the Hong Kong Futures Exchange Limited until its merger into the Hong Kong Exchanges and Clearing Limited. Dr. Yeh is the father of Mr. V-nee Yeh, Chairman, and brother of Mr. Mou-chong David Yeh, another Director of the Company. Dr. Yeh retired from both the chairmanship and the Board with effect from 24th August, 2002.

Mr. V-nee YEH, *B.A., J.D.*, American Attorney-at-law (*Chairman*), aged 44, graduated from the School of Law at Columbia University and was admitted a member of the California Bar Association in 1984. He worked with the Lazard Houses (New York, Hong Kong and London) in corporate finance, capital markets and risk arbitrage from 1984 onwards, until his resignation from Lazard Brothers Capital Markets as a partner in 1990. He is a co-founder of Value Partners Limited and VP Private Equity Limited. Mr. Yeh was a council member of The Stock Exchange of Hong Kong Limited ("SEHK") until its merger into the Hong Kong Exchanges and Clearing Limited. He remains a member of the SEHK's Listing Committee and is a member of the Listing Committee of the China Securities Regulatory Commission. Mr. Yeh also sits on the Takeovers & Mergers Panel and the Takeovers Appeals Committee of Securities and Futures Commission. He is also a director of Arnhold Holdings Limited, Guangdong Brewery Holdings Limited, Next Media Limited and Ocean Grand Chemicals Holdings Limited, listed companies in Hong Kong. Mr. Yeh is the son of Dr. Yeh. Mr. Yeh was elected as Chairman of the Company by the Board with effect from 24th August, 2002.

Mr. Rodney Gordon FRANKS, *O.B.E., C.Eng., F.I.C.E.* (*Managing Director*), aged 60, joined the Hsin Chong Group in 2002 and is the Chairman of Hsin Chong Construction Company Limited ("HCC") and Hsin Chong Construction (Asia) Limited ("HCCA"). His primary focus is on the strategic development and rationalisation of the Group's business. Mr. Franks has over 30 years' experience in international contracting, project finance and development mostly with UK based Taylor Woodrow group of companies. Prior to joining the Hsin Chong Group, he was the director of International Operations for Taylor Woodrow Construction Limited and held the position of Regional Director Asia Pacific from 1986—1998 based in Malaysia where he was responsible for restructuring the territorial operations and directing the development and execution of major "Build, Operate and Transfer" infrastructure projects and the provision of engineering services to clients in Malaysia, Hong Kong, Mainland China, Vietnam, Philippines and Indonesia.

Mr. Siu-lun CHEUNG, *B.Sc.(Eng.), C.Eng., F.H.K.I.E., M.I.C.E., R.P.E.* (*Executive Director*), aged 52, joined the Hsin Chong Group in 1999 and is the Managing Director of HCC and HCCA. He is in charge of the Group's construction and related businesses with main focus on the China market. Mr. Cheung graduated from The University of Hong Kong with a degree in Civil Engineering and is a qualified engineer. Mr. Cheung has over 29 years of experience in construction and had been managing director and executive director of several large contracting companies including China Overseas Holdings Limited and its subsidiaries. Before joining the Group, he was the executive director and deputy general manager of China State

Construction (H.K.) Limited. Mr. Cheung has been appointed as a member of the Registered Contractors' Disciplinary Board Panel of the Buildings Department for a term of 3 years commencing on 1st June, 2002. He is currently a council member of The Hong Kong Construction Association and the chairman of the Building Construction Sub-committee of The Chinese Manufacturers' Association of Hong Kong. Mr. Cheung also sat on one of the Contractors Registration Committees of the Building Authority between 1999 and 2001.

Mr. Ming Joseph LAI, *F.H.K.S.A., F.C.M.A., F.C.P.A. (Executive Director)*, aged 58, rejoined the Hsin Chong Group in 2001 and is the Managing Director of HCIH. Mr. Lai has over 30 years' experience in management specialising in finance, organisational review and systems design and implementation. He was the president of the Hong Kong Society of Accountants ("HKSA") in 1986 and is presently on the Audit Committee and the Investigation Panel of the HKSA. He was Executive Director of Hsin Chong group of companies till 1988 when he emigrated to Canada and had been executive directors of publicly listed companies in Hong Kong since his return to Hong Kong in 1996 and before he rejoined the Hsin Chong Group.

Mr. Wai-tai LAW, *F.R.I.C.S., F.H.K.I.S., R.P.S. (Executive Director)*, aged 54, joined the Hsin Chong Group in 1984 and is now the Assistant Managing Director of HCC and HCCA. He is responsible for the Group's construction business in Hong Kong. Mr. Law has 31 years' experience in the field of quantity surveying and construction.

Mr. Tobias Josef BROWN (*Independent Non-Executive Director*), aged 39, joined the Hsin Chong Board in 2003. Mr. Brown is the managing director of UCL Asia Limited, which is one of the largest direct investment groups in terms of liquid capital in Hong Kong. He also serves as the non-executive chairman of Noble Group Limited, which is a Hong Kong-based, Singapore main-board listed and Asia's largest supplier of strategic raw materials. Mr. Brown currently sits on the boards of a number of corporations in Asia, including American Standard China Plumbing Products Limited, Bendigo Mining NL and Compass Technology Company Limited. Mr. Brown has over 17 years of experience in direct investments in Asia.

Mr. David Wylie GAIRNS, *C.A., F.H.K.S.A. (Independent Non-Executive Director)*, aged 67, joined the Hsin Chong Board in 1999. Mr. Gairns was the senior partner of KPMG, Hong Kong and the president of the HKSA. He was also a director of MTR Corporation Limited, Johnson Electric Holdings Limited and Wing On Company International Limited before retirement. Mr. Gairns retired from the Board and the Chairman of the Audit Committee with effect from 1st September, 2002.

Mr. Ho-ming Herbert HUI, *L.L.B.(HK) (Independent Non-Executive Director)*, aged 45, joined the Hsin Chong Board in 1997. He is the deputy chairman of Ocean Grand Holdings Limited and Ocean Grand Chemicals Holdings Limited. In addition, Mr. Hui is the chairman of the Hong Kong Institute of Directors Ltd. and its Standards and Ethics Committee, the vice-chairman of the Hong Kong Council for Academic Accreditation, a member of the Small and Medium Enterprises Committee, a member of the Ethics Committee of the HKSA and a director of the Hong Kong Science and Technology Parks Corporation. He is also a member of the Operations Review Committee and the Witness Protection Panel of the Independent Commission Against Corruption. Mr. Hui is also a committee member of the Community Chest of Hong Kong and serves on the boards of a number of public and private companies.

Mr. Kin-fung Jeffrey LAM, *M.B.E., J.P. (Independent Non-Executive Director)*, aged 51, joined the Hsin Chong Board in 2002. Mr. Lam is the managing director of Forward Winsome Industries Limited, a toys manufacturing company. Mr. Lam is also the

deputy chairman of Federation of Hong Kong Industries and a general committee member of the Hong Kong General Chamber of Commerce. He also holds a number of other public positions including chairman of the Hong Kong Export Credit Insurance Corporation Advisory Board, membership on Business Advisory Group and Transport Advisory Committee of The Hong Kong Special Administrative Region. Mr. Lam was awarded the Hong Kong Young Industrialists Award in 1989.

Mr. Kwok-kuen Peter LAU, C.A., C.M.A., M.B.A. (*Independent Non-Executive Director*), aged 50, joined the Hsin Chong Board in 2002. Mr. Lau is the chairman and chief executive officer of Giordano International Limited ("Giordano"), a listed company in Hong Kong. Mr. Lau is also an independent non-executive director of Fairwood Holdings Limited. Prior to joining Giordano, he had over 12 years' accounting experience in both the public and private sectors in Canada.

Mr. Richard Paul MARGOLIS (*Independent Non-Executive Director*), aged 53, joined the Hsin Chong Board in 2002 and was appointed as the Chairman of the Audit Committee on 20th September, 2002. Mr. Margolis is a consultant to Merrill Lynch (Asia Pacific) Limited. He has 15 years' experience in institutional stockbroking and investment banking business. Prior to joining the private sector in Hong Kong in 1986, he served in the British Diplomatic Service for over 13 years and was closely involved in Sino-British negotiations on Hong Kong's future. He was an independent non-executive director of China Oilfield Services Limited and a member of the Listing Committee of the SEHK. He was also a member of Hong Kong Securities and Futures Advisory Committee from 1992 to 1996. Mr. Margolis resigned from the Board and the Chairman of the Audit Committee with effect from 28th February, 2003 as he has taken up a new position with Rolls Royce Plc. based in Beijing and was obliged to give up his directorship of the Company.

Mr. Anthony Francis RADEMEYER (*Independent Non-Executive Director*), aged 44, joined the Hsin Chong Board in 2003. He is presently the Head of Corporate, Investment Banking and Markets, Asia-Pacific of The Hongkong and Shanghai Banking Corporation Limited ("HSBC") and has over 19 years' experience in the field of banking and finance.

Mr. Brian ROBERTSON (*Independent Non-Executive Director*), aged 49, joined the Hsin Chong Board in 2000. He has over 26 years' experience in the field of banking and finance. He joined HSBC in 1976 and was the Head of Corporate and Institutional Banking of HSBC in Hong Kong. Mr. Robertson resigned from the Board with effect from 18th March, 2003 as he has taken up a new position with HSBC in New York.

Mr. Mou-chong David YEH (*Non-Executive Director*), aged 83, a banker from 1961 to 1969, joined the Hsin Chong Group since 1972. He has extensive business experience in both Hong Kong and Mainland China.

Mr. Kok-foo James LEE, B.Eng., M.I.E.Aust., M.H.K.I.E. (*Alternate Director to Mr. Siu-lun Cheung*), aged 51, is a Director of HCC. He is mainly responsible for Design and Build projects in Hong Kong. He joined the Group in 1981 and has over 29 years' experience in the field of electrical and mechanical engineering and building construction management. He was awarded 1975 G.t. Murray Memorial Award by New Zealand Institution of Engineers for the Best Young Engineer of the Year.

Mr. Shiu-chung Jacky POON, B.Sc. (Civil) (*Alternate Director to Mr. Wai-tai Law*), aged 46, is a Director of HCC. He is responsible for the operation of construction business in Mainland China. He joined the Group in 2001 and has over 21 years' experience in the construction field. He is also a member of one of the Contractors Registration Committees of the Building Authority since 1999.