

Other Information

Directors' Interests in Share Capital

At 30th September 2003, the interests of the directors and their associates in the share capital of the Company and its associated corporations (within the meaning of the Securities and Futures Ordinance ("SFO")), as recorded in the register maintained by the Company pursuant to Section 352 of the SFO, were as follows:

Name of director	Number of shares of the Company held and nature of interest			Total
	Personal Interests	Family Interests	Corporate Interests	
Poon Bun Chak (<i>Note</i>)	29,720,000	168,800,104	505,200,000	703,720,104
Poon Kai Chak	7,802,800	—	—	7,802,800
Poon Kei Chak	21,477,200	—	—	21,477,200
Poon Kwan Chak	6,442,800	—	—	6,442,800
Ting Kit Chung	1,600,000	—	—	1,600,000
Au Son Yiu	—	—	—	—
Cheng Shu Wing	—	—	—	—
	<u>67,042,800</u>	<u>168,800,104</u>	<u>505,200,000</u>	<u>741,042,904</u>

Note: 168,800,104 shares are owned by Farrow Star Limited, which is wholly-owned by Perfection Inc. as trustee for The Evergreen Trust, a discretionary trust, the beneficiaries of which include the family members of Mr. Poon Bun Chak. These shares are held as family interests under the SFO.

505,200,000 shares are owned by Giant Wizard Corporation in which Farrow Star Limited has an 87.51% equity interest, and are held as corporate interests under the SFO. A 12.4% interest in Giant Wizard Corporation is owned by Mr. Poon Bun Chak, Mr. Poon Kei Chak and Mr. Poon Kwan Chak.

Save as disclosed above, none of the directors, or their respective spouses or children under 18 years of age of any of the directors or chief executives or their associates, had any personal, family, corporate or other interests in the share capital of the Company or any of its associated corporations.

Apart from the share option scheme as explained under "Share Option Scheme", at no time during the period was the Company or any of its subsidiaries a party to any arrangement to enable the Company's directors, their respective spouses, or children under 18 years of age to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

Other Information

Substantial Shareholders

As 30 September 2003, the following interests of 5% or more of the share capital of the Company were recorded in the register of interests required to be kept by the Company pursuant to Section 336 of the SFO:

Name	Number of shares of the Company held	Percentage of issued share capital as at 30 September 2003
The Capital Group Companies, Inc.	120,765,900	9.12%

Save as disclosed above and Mr. Poon Bun Chak, whose interests are set out in the section “Directors’ Interests in Share Capital” above, the directors are not aware of any other shareholders whose interests in the share capital of the Company are required to be recorded under Section 336 of the SFO.

Arrangements to Purchase, Redeem and Sell Shares

Neither the Company nor any of its subsidiaries purchased, redeemed, or sold any of the Company’s listed securities during the six months ended 30th September 2003.

Other Information

Share Option Scheme

A share option scheme, in compliance with the requirements of Chapter 17 of the Listing Rules, was adopted by the Company on 27 August 2002 for a period of ten years, details of which have been set out in the 2003 annual report. During the interim period, the following share options were outstanding:

							Closing price of the Company's share immediately before the date of grant of share options <i>(Note (4))</i> HK\$
Name or category of participant	Date of grant of share options	Exercise price of share options <i>HK\$</i>	Number of share options		At 30 September 2003	Exercise period of share options	
			At 1 April 2003	Exercised during the period <i>(Note (3))</i>			
Directors							
Poon Bun Chak	11 September 2002	4.97	1,000,000	—	1,000,000	11 September 2002 to 10 September 2012	4.80
Poon Kai Chak	11 September 2002	4.97	7,500,000	—	7,500,000	11 September 2002 to 10 September 2012	4.80
Poon Kei Chak	11 September 2002	4.97	7,500,000	—	7,500,000	11 September 2002 to 10 September 2012	4.80
Poon Kwan Chak	11 September 2002	4.97	4,000,000	—	4,000,000	11 September 2002 to 10 September 2012	4.80
Ting Kit Chung	11 September 2002	4.97	4,000,000	—	4,000,000	11 September 2002 to 10 September 2012	4.80
Au Son Yiu	11 September 2002	4.97	200,000	—	200,000	11 September 2002 to 10 September 2012	4.80
Cheng Shu Wing	11 September 2002	4.97	200,000	—	200,000	11 September 2002 to 10 September 2012	4.80
Other employees							
In aggregate	11 September 2002	4.97	3,700,000	(540,000)	3,160,000	11 September 2002 to 10 September 2012	4.80
			28,100,000	(540,000)	27,560,000		

Notes:

- (1) The vesting period of the above share options is from the date of grant of share options by eligible participants to the commencement of the exercise period.
- (2) No share options were granted, cancelled or lapsed subsequent to 30th September 2003.
- (3) The weighted average closing price of the Company's shares immediately before the dates on which the share options were exercised was HK\$6.24.
- (4) The closing price of the Company's share refers to the price quoted on the Stock Exchange.

Other Information

Audit Committee

The Audit Committee (the “Committee”) of the Group comprises the two independent non-executive directors, Messrs. Au Son Yiu and Cheng Shu Wing. At the time of establishment, the terms of reference and duties have been laid down as guideline for the Committee. The duties of the Committee include the review and supervision of the financial reporting process and internal controls.

For the interim period, the Committee has reviewed and discussed with management the interim report and the internal controls of the Group and has made recommendations to the Board.

Code of Best Practice

In the opinion of the directors, the Company complied with the Code of Best Practice as set out in Appendix 14 of the Listing Rules of the Stock Exchange throughout the accounting period covered by the interim report.

By order of the Board
Poon Bun Chak
Chairman

Hong Kong, 17th December 2003