

## EXECUTIVE SHARE OPTION SCHEME (“ESOS”)

- (a) Purpose : To provide participants with the opportunity to acquire shares in the Company, thus enabling them to participate in the Company's prosperity and consequently such opportunity is an incentive for the participants to contribute further to the success of the Company
  
- (b) Eligible person : Executive director, senior executive, manager or employee of the Company or its subsidiaries
  
- (c) Total number of shares available for issue : As at the date of the annual report, a total of 63,925,808 shares (representing approximately 10% of the issued share capital of the Company as at the date of the annual report) are available for issue under the ESOS and any other share schemes
  
- (d) Maximum entitlement of each participant : The total number of shares issued and to be issued upon exercise of the options granted to each participant (including both exercised and outstanding options) in any 12-month period under the ESOS and any other share schemes must not exceed 1% of all shares of the Company in issue. Any further grant of options to a participant over 1% of all shares of the Company in issue is subject to shareholders' approval
  
- (e) Exercise period : From the commencement date of an option (i.e. a date falling not less than one year after an option which has been accepted) and ending on the tenth anniversary of the commencement date
  
- (f) Consideration : HK\$10 payable in full upon acceptance
  
- (g) Exercise price : The exercise price shall be such amount as the directors may determine at the time when the option is granted or such other amount as the directors may from time to time determine provided that such price for a share must be the higher of (a) the nominal value of a share; (b) the closing price of a share as stated in the Stock Exchange's daily quotations sheet on the date of grant, which must be a business day; or (c) the average of the closing price of a share on the Stock Exchange for each of the five trading days immediately preceding the date of grant
  
- (h) Adoption date : 23rd August, 2002
  
- (i) Expiry date : 23rd August, 2012

**EMPLOYEE SHARE SUBSCRIPTION SCHEME (“ESSS”)**

- (a) Purpose : To provide participants with the opportunity to acquire shares in the Company, thus enabling them to participate in the Company's prosperity and consequently such opportunity is an incentive for them to contribute further to the success of the Company
- (b) Qualifying employee : Full-time employee and executive director of the Company or its subsidiaries (“Group”) who have worked for the Group for a period of not less than six months immediately before the commencement of any operating period, which means a period of six months either from 1st January to 30th June or from 1st July to 31st December
- (c) Total number of shares available for issue : As at the date of the annual report, a total of 63,925,808 shares (representing approximately 10% of the issued share capital of the Company as at the date of the annual report) are available for issue under the ESSS and any other share schemes
- (d) Maximum entitlement of each participant : The total number of shares allotted to each participant in any 12-month period under the ESSS and any other share schemes must not exceed 1% of all shares of the Company in issue. Any further allotment of shares to a participant over 1% of all shares of the Company in issue is subject to shareholders’ approval
- (e) Period within which the shares must be taken up under an offer : Shares will be issued and allotted to the participant within one month following the expiration of an operating period for which the offer is accepted
- (f) Minimum period for which the shares must be held upon issuance of shares to a participant : A period of three months commencing from the date of allotment of the shares within which period a participant is prohibited from disposing of such shares
- (g) Consideration : Not applicable
- (h) Subscription price : The subscription price per share for each operating period shall be an amount being the higher of (a) the nominal value of a share; (b) the closing price of a share as stated in the Stock Exchange’s daily quotations sheet on the date of allotment, which must be a business day; or (c) the average of the closing price of a share on the Stock Exchange for each of the five trading days immediately preceding the date of allotment
- (i) Adoption date : 23rd August, 2002
- (j) Expiry date : 23rd August, 2012