

DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As at 30 September 2004, the interests and short positions of the directors of the Company in the shares and underlying shares of the Company or any associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (“SFO”)), which were required to be notified to the Company and The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) pursuant to Divisions 7 and 8 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company under Section 352 of the SFO, or which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the “Model Code”) were as follows:

(A) LONG POSITIONS IN ORDINARY SHARES OF THE COMPANY

	Number of ordinary shares held, capacity and nature of interest			Percentage of the	
	Directly beneficially owned	Through controlled corporation	Beneficiary of a trust	Total	Company's issued share capital
TAI Tak Fung, Stephen	–	81,250,000 (i)	82,000,000 (ii)	163,250,000	40.86%
WU Mei Yung, Quinly	–	81,250,000 (i)	82,000,000 (ii)	163,250,000	40.86%
YIP Wai Keung	680,000	–	–	680,000	0.17%

Notes:

- (i) 81,250,000 shares are owned by Special Access Limited (“SAL”), a company wholly-owned by Dr. TAI Tak Fung, Stephen, JP, and his spouse Dr. WU Mei Yung, Quinly.
- (ii) 82,000,000 shares are owned by Careful Guide Limited (“CGL”) whose shares are owned by a discretionary trust, the Tai Family Trust, the eligible beneficiaries of which include members of the family of Dr. TAI Tak Fung, Stephen, JP, and his spouse Dr. WU Mei Yung, Quinly.

All the interests stated above represent long positions in the shares of the Company and exclude those in the underlying shares through share options or equity derivatives. Interests of the respective directors set out in this subsection (A) need to be aggregated with their interests in the underlying shares through share options of the Company set out in subsection (B) below in order to give the total interests of the respective directors in the Company pursuant to the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES (*Continued*)

(B) LONG POSITIONS IN THE UNDERLYING SHARES OF THE COMPANY THROUGH SHARE OPTIONS

Share options have been granted to the directors under the Share Option Scheme (the "scheme") adopted by the Company on 2 September 2002. Details of the share options outstanding as at 30 September 2004 under the scheme are as follows:

Name	Nature of interest	Number of share options held	Date of grant of share options	Exercise price of share options HK\$	Exercise period
TAI Tak Fung, Stephen	Personal	300,000	11 February 2003	2.955	1 August 2003 to 31 January 2005
	Family (i)	300,000			
WU Mei Yung, Quinly	Personal	300,000	11 February 2003	2.955	1 August 2003 to 31 January 2005
	Family (ii)	300,000			
MAN Wing Cheung, Ellis	Personal	300,000	11 February 2003	2.955	1 August 2003 to 31 January 2005
YIP Wai Keung	Personal	300,000	11 February 2003	2.955	1 August 2003 to 31 January 2005
WU Wing Biu	Personal	300,000	11 February 2003	2.955	1 August 2003 to 31 January 2005
Tsunao KIJIMA	Personal	300,000	11 February 2003	2.955	1 August 2003 to 31 January 2005
LEUNG Mei Han	Personal	300,000	11 February 2003	2.955	1 August 2003 to 31 January 2005
CHAN Yuk Sang, Peter	Personal	300,000	11 February 2003	2.955	1 August 2003 to 31 January 2005

Notes:

- (i) The family interest represents share options held by Dr. WU Mei Yung, Quinly, spouse of Dr. TAI Tak Fung, Stephen, JP.
- (ii) The family interest represents share options held by Dr. TAI Tak Fung, Stephen, JP, spouse of Dr. WU Mei Yung, Quinly.

Save as disclosed above, during the six months ended 30 September 2004, none of the directors of the Company nor any of their spouse or minor children was granted or held options to subscribe for shares in the Company (within the meaning of Part XV of the SFO), or had exercised such rights.

DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES (*Continued*)

(B) LONG POSITIONS IN THE UNDERLYING SHARES OF THE COMPANY THROUGH SHARE OPTIONS (*Continued*)

Other than certain non-beneficial personal equity interests held by Dr. TAI Tak Fung, Stephen, JP, and Mr. YIP Wai Keung for the benefit of the Company, solely for the purpose of complying with the minimum company membership requirements, and save as disclosed above, none of the directors nor any of their associates had any interests or short positions in the shares and underlying shares of the Company or any of its associated corporations as recorded in the register required to be kept under Section 352 of the SFO as at 30 September 2004, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Save as disclosed in the section headed Share Option Scheme below, at no time during the period were rights to acquire benefits by means of the acquisition of shares in or debentures of the Company granted to any director or their respective spouse or minor children, or were any such rights exercised by them; or was the Company, or any of its subsidiaries a party to any arrangement to enable the directors to acquire such rights in any other body corporate.

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS IN SHARES AND UNDERLYING SHARES

As at 30 September 2004, the interests or short positions of every person, other than a director of the Company, in the shares and underlying shares of the Company as recorded in the register required to be kept under Section 336 of the SFO were as follows:

Name of shareholder	Capacity and nature of interest		Number of ordinary shares held	Percentage of the Company's issued capital	
Special Access Limited	Direct	Long position	81,250,000	20.33%	
Careful Guide Limited (“CGL”)	Direct	Long position	82,000,000	20.52%	
HSBC International Trustee Limited	<i>Note 1</i>	Deemed	Long position	82,000,000	20.52%
Capital Season Investments Limited (“CSI”)	Direct	Long position	107,690,000	26.95%	