

**DISCLOSURE PURSUANT TO RULE 13.18 OF THE LISTING RULES**

On 22nd May, 2006, the Company entered into an agreement (the “Facility Agreement”) with a bank in Thailand (the “Bank”) pursuant to the terms and subject to the conditions of which, the Company was granted a term loan facility of US\$50.0 million which will expire on 31st March, 2009.

Pursuant to the Facility Agreement, it would be an event of default thereunder if the Company fails to ensure that its controlling shareholder, the Chearavanont Family (being any one or more of Mr. Jaran Chiaravanont, Mr. Montri Jiaravanont, Mr. Dhanin Chearavanont and Mr. Sumet Jiaravanon (or any company or companies controlled by one or more of them) collectively) at all times maintain their aggregate shareholding (direct or indirect) in the Company of at least 50 per cent.

The occurrence of the aforesaid event of default would render all outstanding liabilities of the Company under the Facility Agreement to become immediately due and payable.

**DIRECTORS’ AND CHIEF EXECUTIVES’ INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES OR DEBENTURES**

As at 30th June, 2006, the interests and short positions of the Directors and chief executives of the Company in shares, underlying shares or debentures of the Company or any associated corporation (within the meaning of the Securities and Futures Ordinance (“SFO”)) as recorded in the register required to be kept by the Company under Section 352 of the SFO 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:

**Long position in underlying shares of the Company**

Pursuant to the share option scheme (the “Scheme”) adopted by the Company on 31st May, 2002, the Company had on 6th June, 2002, 10th November, 2003 and 24th May, 2005 granted to certain Directors of the Company the rights to subscribe for ordinary shares in the capital of the Company at exercise prices of HK\$0.07, HK\$0.19 and HK\$0.11 per share respectively, details of which are as follows:

Name of Director	Date of grant	Exercise price HK\$	Exercisable period	Outstanding at beginning and at end of Period
Mr. Soopakij Chearavanont	6th June, 2002	0.07	6th June, 2002 to 5th June, 2012	59,966,144
	10th November, 2003	0.19	10th November, 2003 to 9th November, 2013	59,966,144
	24th May, 2005	0.11	24th May, 2005 to 23rd May, 2015	59,966,144
Mr. Narong Chearavanont	6th June, 2002	0.07	6th June, 2002 to 5th June, 2012	59,966,144
	10th November, 2003	0.19	10th November, 2003 to 9th November, 2013	59,966,144
	24th May, 2005	0.11	24th May, 2005 to 23rd May, 2015	59,966,144


**DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES OR DEBENTURES (Continued)**
**Long position in underlying shares of the Company (Continued)**

<b>Name of Director</b>	<b>Date of grant</b>	<b>Exercise price HK\$</b>	<b>Exercisable period</b>	<b>Outstanding at beginning and at end of Period</b>
Mr. Tse Ping	6th June, 2002	0.07	6th June, 2002 to 5th June, 2012	59,966,144
	10th November, 2003	0.19	10th November, 2003 to 9th November, 2013	59,966,144
	24th May, 2005	0.11	24th May, 2005 to 23rd May, 2015	59,966,144
Mr. Yang Xiaoping	6th June, 2002	0.07	6th June, 2002 to 5th June, 2012	59,966,144
	10th November, 2003	0.19	10th November, 2003 to 9th November, 2013	59,966,144
	24th May, 2005	0.11	24th May, 2005 to 23rd May, 2015	59,966,144
Mr. Umroong Sanphasitvong	6th June, 2002	0.07	6th June, 2002 to 5th June, 2012	59,966,144
	10th November, 2003	0.19	10th November, 2003 to 9th November, 2013	59,966,144
	24th May, 2005	0.11	24th May, 2005 to 23rd May, 2015	59,966,144
Mr. Robert Ping-Hsien Ho	6th June, 2002	0.07	6th June, 2002 to 5th June, 2012	59,966,144
	10th November, 2003	0.19	10th November, 2003 to 9th November, 2013	59,966,144
	24th May, 2005	0.11	24th May, 2005 to 23rd May, 2015	59,966,144
Mr. Meth Jiaravanont	24th May, 2005	0.11	24th May, 2005 to 23rd May, 2015	59,966,144
Mr. Chatchaval Jiaravanon	6th June, 2002	0.07	6th June, 2002 to 5th June, 2012	59,966,144
	10th November, 2003	0.19	10th November, 2003 to 9th November, 2013	59,966,144
	24th May, 2005	0.11	24th May, 2005 to 23rd May, 2015	59,966,144

## DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES OR DEBENTURES (Continued)

### Long position in underlying shares of the Company (Continued)

Name of Director	Date of grant	Exercise price HK\$	Exercisable period	Outstanding at beginning and at end of Period
Mr. Supachai Chearavanont	6th June, 2002	0.07	6th June, 2002 to 5th June, 2012	59,966,144
	10th November, 2003	0.19	10th November, 2003 to 9th November, 2013	59,966,144
	24th May, 2005	0.11	24th May, 2005 to 23rd May, 2015	59,966,144
Mr. Kachorn Chiaravanont	6th June, 2002	0.07	6th June, 2002 to 5th June, 2012	59,966,144
	10th November, 2003	0.19	10th November, 2003 to 9th November, 2013	59,966,144
	24th May, 2005	0.11	24th May, 2005 to 23rd May, 2015	59,966,144
Total				1,679,052,032

As at 30th June, 2006, none of the above share options had been exercised.

Save as disclosed above, as at 30th June, 2006, none of the Directors and chief executives of the Company had any interest or short position in shares, underlying shares or debentures of the Company or any associated corporation (within the meaning of the SFO) as recorded in the register required to be kept by the Company under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Companies.

### PERSONS WHO HAVE AN INTEREST OR SHOT POSITION WHICH IS DISCLOSEABLE UNDER THE SECURITIES AND FUTURES ORDINANCE AND SUBSTANTIAL SHAREHOLDERS

As at 30th June, 2006, the register of substantial shareholders maintained by the Company pursuant to Section 336 of the SFO shows that the following shareholders had notified the Company of the relevant interests in the issued share capital of the Company.

#### Long position in shares

Name of shareholder	Capacity	Number of issued ordinary shares held	Approximate percentage of issued share capital
Ramon Limited	Beneficial owner (Note 1)	3,700,519,019	61.71%
Mr. Dhanin Chearavanont	Held by controlled corporation (Note 1)	3,700,519,019	61.71%
A.D. Enterprise Limited	Beneficial owner (Note 2)	508,130,081	8.47%
Ms. Thipavan Hongkietkajohn	Held by controlled corporation (Note 2)	508,130,081	8.47%
Ms. Unnapa Lertamornkitti	Held by controlled corporation (Note 2)	508,130,081	8.47%

#### Notes:

- (1) 3,700,519,019 shares were beneficially owned by Ramon Limited, in which 50.86% of its share capital is beneficially held by Mr. Dhanin Chearavanont.
- (2) 508,130,081 shares were beneficially owned by A.D. Enterprise Limited, in which its entire share capital is beneficially held as to 50% by Ms. Thipavan Hongkietkajohn and Ms. Unnapa Lertamornkitti respectively.

Save as disclosed above, the Company has not been notified of any other interests or short positions in the issued share capital of the Company as at 30th June, 2006.