

## Interim Report 2000 / 2001

### DIRECTORS' RIGHTS TO ACQUIRE SHARES

- (i) At 31st December, 2000, the following Director of the Company had interest in options to subscribe for shares in the Company, which were granted on 12th December, 2000 and have been accepted by the Director:

Name of Director	Number of share options at 1st July, 2000	Number of share options offered and accepted during the period	Number of share options outstanding at 31st December, 2000
Li Sek Yin	—	1,000,000	1,000,000

The above Director will be entitled to exercise the options in whole or in part at the price of HK\$4.00 per share at any time during the period of 3 years commencing on 28th June, 2001.

- (ii) At 31st December, 2000, the following Directors of the Company had interests in options to subscribe for shares ("Share Options") in Henderson Cyber Limited, an associated corporation of the Company, which were granted on 28th June, 2000 and have been accepted by the Directors:

Name of Director	Number of Share Options at 1st July, 2000	Number of Share Options offered and accepted during the period	Number of Share Options outstanding at 31st December, 2000
Lee Shau Kee	—	2,400,000	2,400,000
Colin Lam Ko Yin	—	1,200,000	1,200,000
Lee Ka Kit	—	1,200,000	1,200,000
Lee Ka Shing	—	1,200,000	1,200,000
Patrick Kwok Ping Ho	—	600,000	600,000
Ho Wing Fun	—	400,000	400,000

Each of the above Directors will be entitled to exercise at the price of HK\$1.25 per share (i) thirty per cent. of the Share Options so granted at any time after the expiry of 12 months from 14th July, 2000, (ii) a further thirty per cent. of the Share Options so granted at any time after the expiry of 24 months from 14th July, 2000 and (iii) the remaining Share Options at any time after the expiry of 36 months from 14th July, 2000 and, in each case, not later than four years from 14th July, 2000.

Save as disclosed above, the Company or any of its associated corporations did not grant to any Director or Chief Executive or to the spouse or children under 18 years of age of any such Director or Chief Executive any right to subscribe for equity securities of the Company or any of its associated corporations during the period under review.

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### SUBSTANTIAL SHAREHOLDERS' INTERESTS

At 31st December, 2000, the interests of substantial shareholders, other than Directors of the Company, in the ordinary shares of the Company as recorded in the register required to be kept under Section 16(1) of the SDI Ordinance were as follows:-

Name of Company	No. of shares in which interested
Rimmer (Cayman) Limited (Note 2)	289,039,477
Hopkins (Cayman) Limited (Note 2)	289,039,477
Henderson Development Limited (Note 1)	289,039,477
Henderson Land Development Company Limited (Note 1)	289,039,477
Brightland Enterprises Limited (Note 1)	288,939,477
Primeford Investment Limited (Note 1)	175,000,000
Quantum Overseas Limited (Note 1)	74,900,000

Notes:-

- 1 These shares were beneficially owned by the subsidiaries of Henderson Land Development Company Limited ("HL"). Primeford Investment Limited and Quantum Overseas Limited were subsidiaries of Brightland Enterprises Limited which was a subsidiary of HL. HL was a subsidiary of Henderson Development Limited ("HD").
- 2 These shares are duplicated in the interests described in Note 1 and Note 3. Rimmer (Cayman) Limited was the trustee of a discretionary trust which held the majority of units in a unit trust ("Unit Trust"). Hopkins (Cayman) Limited as trustee of the Unit Trust beneficially owned all the issued ordinary shares which carry the voting rights in the share capitals of HD and Fu Sang Company Limited ("FS").
- 3 Dr. Lee Shau Kee beneficially owned all the issued share capitals of Rimmer (Cayman) Limited and Hopkins (Cayman) Limited. These shares included the shares described in Note 1 and Note 2 and additional shares with respect to which the duty of disclosure in relation to the substantial shareholders had not arisen for the purposes of Sections 3 to 7 of the SDI Ordinance and were not recorded in the register kept under Section 16(1) of the SDI Ordinance as at 31st December, 2000.
- 4 Of these shares, 1,114,266,700 shares were beneficially owned by FS, HD and certain subsidiaries of HD. Dr. Lee Shau Kee was taken to be interested in FS and HD as set out in Note 1, Note 2 and Note 3 by virtue of the SDI Ordinance. In addition, 5,602,600 shares were beneficially owned by a subsidiary of The Hong Kong and China Gas Company Limited ("China Gas"). Dr. Lee Shau Kee was taken to be interested in China Gas as set out in Note 7 by virtue of the SDI Ordinance.
- 5 These shares were beneficially owned by FS and certain subsidiaries of HL. Dr. Lee Shau Kee was taken to be interested in FS and HL as set out in Note 1, Note 2, Note 3 and Note 4 by virtue of the SDI Ordinance.
- 6 These shares were beneficially owned by certain subsidiaries of Henderson Investment Limited ("HI"). Dr. Lee Shau Kee was taken to be interested in HI through FS and HL as set out in Note 1, Note 2, Note 3, Note 4 and Note 5 by virtue of the SDI Ordinance.
- 7 These shares were beneficially owned by certain subsidiaries of HI, FS and a subsidiary of HD. Dr. Lee Shau Kee was taken to be interested in HI, FS and HD as set out in Note 1, Note 2, Note 3, Note 4 and Note 5 by virtue of the SDI Ordinance.
- 8 These shares were beneficially owned by certain subsidiaries of HI. Dr. Lee Shau Kee was taken to be interested in HI through FS and HL as set out in Note 1, Note 2, Note 3, Note 4 and Note 5 by virtue of the SDI Ordinance.

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- 9 Dr. Lee Shau Kee was taken to be interested in HD through the Unit Trust, Hopkins (Cayman) Limited and Rimmer (Cayman) Limited as set out in Note 2 and Note 3 by virtue of the SDI Ordinance.
- 10 These shares were beneficially owned by FS. Dr. Lee Shau Kee was taken to be interested in FS through the Unit Trust, Hopkins (Cayman) Limited and Rimmer (Cayman) Limited as set out in Note 2 and Note 3 by virtue of the SDI Ordinance.
- 11 These shares were beneficially owned by the Unit Trust. The units of the Unit Trust were owned by two discretionary trusts in which Mr. Lee Ka Kit was one of the discretionary beneficiaries.
- 12 These shares were beneficially owned by the Unit Trust. The units of the Unit Trust were owned by two discretionary trusts in which Mr. Lee Ka Shing was one of the discretionary beneficiaries.
- 13 These shares were beneficially owned by a company in which the relevant director is entitled to exercise or control the exercise of one-third or more of the voting power at its general meetings.
- 14 Shanghai Henfield Properties Co., Ltd. was an equity joint venture company in the PRC of which the registered capital was US\$27,000,000. Henfield Properties Limited ("Henfield") (owned as to 40 per cent. by a company controlled by Mr. Lee Ka Kit) and the PRC partner to the joint venture had entered into a joint venture contract under which Henfield and the PRC partner agreed to make contributions to the total amount of investment in the proportion of 99 per cent. and 1 per cent. respectively and to share the profits of the joint venture company in accordance with their equity interest in the joint venture company.
- 15 These shares were beneficially owned by Hopkins (Cayman) Limited as trustee of the Unit Trust. Dr. Lee Shau Kee was taken to be interested in HD through the Unit Trust, Hopkins (Cayman) Limited and Rimmer (Cayman) Limited as set out in Note 2 and Note 3 by virtue of the SDI Ordinance.
- 16 These shares were beneficially owned by a subsidiary of HI, FS, certain subsidiaries of HL and a subsidiary of China Gas. Dr. Lee Shau Kee was taken to be interested in HI, FS, HL and China Gas as set out in Note 1, Note 2, Note 3, Note 4, Note 5 and Note 7 by virtue of the SDI Ordinance.