

## OTHER INFORMATION

## 其他資料

### 1. ADOPTION OF CHINESE NAME

At the 2004 Annual General Meeting of the Company held on 20 May 2004, the special resolution approving the adoption of (嘉新水泥(中國)控股股份有限公司) as the Company's Chinese name was duly passed. The Registrar of Companies in Hong Kong approved the registration of the same Chinese name on 2 June 2004. There will be no change in the current English and Chinese short name that the Company adopted at the trading system of The Stock Exchange of Hong Kong Limited (the "Stock Exchange"), and it is not necessary for the Company to issue any substitution of share certificate after the said adoption.

### 2. INTERESTS AND SHORT POSITIONS OF THE DIRECTORS IN THE SHARES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS

As at 30 June 2004, the interests or short positions held by the Directors and chief executives of the Company in the shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")) which would be required to be notified to the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO, or which would be required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein, or otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the "Listing Rules") were as follows:

#### I. The Company

### 1、採納中文名稱

於二零零四年五月二十日舉行之本公司二零零四年股東周年大會上，已正式通過有關批准採納「嘉新水泥(中國)控股股份有限公司」作為本公司之中文名稱之特別決議案。香港公司註冊處處長已於二零零四年六月二日批准發記該中文名稱。本公司於香港聯合交易所有限公司(「聯交所」)之交易系統所採用之現有英文及中文股票簡稱並無變動，而且毋須在上述變動後發行任何替換股票。

### 2、董事於本公司及其關聯法團之股份權益及淡倉

於二零零四年六月三十日，本公司董事及最高行政人員於本公司或其相聯法團(定義見證券及期貨條例(「證券及期貨條例」)第XV部)的股份、相關股份及債券中擁有根據證券及期貨條例第XV部第7及第8分部須知會本公司及聯交所的權益或淡倉，或記載於本公司按證券及期貨條例第352條規定須置存之登記冊內的權益或淡倉，或根據香港聯合交易所有限公司的證券上市規則(「上市規則」)的上市公司董事進行證券交易的標準守則(「標準守則」)須知會本公司及聯交所的權益或淡倉如下：

#### 一、本公司

#### Number of ordinary shares (long position) 普通股股份數目(好倉)

Name of directors 董事姓名	Personal interests 個人權益	Family interests 家族權益	Total number of shares 股份數目合共	Approximate percentage of issued share capital of the Company 佔本公司 已發行股本之 概約百分比 (%)
CHANG Kang Lung, Jason 張剛綸	2,440,000	—	2,440,000	0.21%
CHANG Yung Ping, Johnny 張永平	—	666,000	666,000	0.05%

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## II. Associated corporations

## 二、相聯法團

Name of directors 董事姓名	Name of associated corporations 相聯法團名稱	Number of ordinary shares (long positions) 普通股股份數目 (好倉)			Approximate percentage of issued share capital of the Company 估本公司 已發行 股本之 概約百分比 (%)
		Personal interests 個人權益	Family interests 家族權益	Total number of shares 股份數目 合共	
WANG Chien Kuo, Robert 王建國	Chia Hsin Cement Corporation 嘉新水泥股份有限公司	358,811	21,108,875	21,467,686	3.07
	Tong Yang Chia Hsin International Corporation 嘉新國際股份有限公司	194,168	14,002	208,170	0.12
	Chia Hsin Construction and Development Corp. 嘉泥建設開發股份有限公司	4,863,088	1,285,200	6,148,288	12.37
LAN Jen Kuei, Konrad 藍箴規	Chia Hsin Cement Corporation 嘉新水泥股份有限公司	64,000	—	64,000	0.01
CHANG Kang Lung, Jason 張剛綸	Chia Hsin Cement Corporation 嘉新水泥股份有限公司	300,000	—	300,000	0.04
	Tong Yang Chia Hsin International Corporation 嘉新國際股份有限公司	869,180	—	869,180	0.51
	Chia Hsin Construction and Development Corp. 嘉泥建設開發股份有限公司	638,400	—	638,400	1.28
WANG Li Shin, Elizabeth 王立心	Chia Hsin Cement Corporation 嘉新水泥股份有限公司	40,000	—	40,000	0.01
	Chia Hsin Construction and Development Corp. 嘉泥建設開發股份有限公司	387,000	—	387,000	0.78
CHANG Yung Ping, Johnny 張永平	Chia Hsin Pacific Limited	107,738	—	107,738	0.48
	Chia Hsin Cement Corporation 嘉新水泥股份有限公司	28,473,062	—	28,473,062	4.07
	Tong Yang Chia Hsin International Corporation 嘉新國際股份有限公司	380,781	—	380,781	0.22
	Chia Hsin Construction and Development Corp. 嘉泥建設開發股份有限公司	8,169,600	—	8,169,600	16.43

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Name of directors 董事姓名	Name of associated corporations 相聯法團名稱	Number of ordinary shares (long positions) 普通股股份數目 (好倉)			Approximate percentage of issued share capital of the Company 佔本公司 已發行 股本之 概約百分比 (%)
		Personal interests 個人權益	Family interests 家族權益	Total number of shares of shares 股份數目 合共	
CHANG An Ping, Nelson 張安平	Chia Hsin Cement Corporation 嘉新水泥股份有限公司	2,295,527	202,640	2,498,167	0.36
	Tong Yang Chia Hsin International Corpoation 嘉新國際股份有限公司	197,381	—	197,381	0.12
	Chia Hsin Construction and Development Corp. 嘉泥建設開發股份有限公司	288	—	288	0.00
MAR Shaw Hsiang 馬紹祥	Chia Hsin Cement Corporation 嘉新水泥股份有限公司	—	2,867,632	2,867,632	0.41

Save as those referred to above, as at 30 June 2004, certain Directors held certain shares in the Company's subsidiaries as the non-beneficial owners in compliance with the minimum requirement on the number of shareholders for the Company.

除上述之外，於二零零四年六月三十日，若干董事以非實益擁有人身份持有若干本公司附屬公司之股份，完全為遵守公司股東成員之最低要求。

Save as disclosed above, as at 30 June 2004, none of the Directors or chief executives of the Company had any interests or short positions in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) which would be required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO, or which would be required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein, or otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

除上文所披露者外，於二零零四年六月三十日，本公司各董事或最高行政人員概無於本公司或其任何相關法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）的股份、相關股份及債券中擁有根據證券及期貨條例第XV部第7及第8分部須知會本公司及聯交所的權益或淡倉，或記載於本公司按證券及期貨條例第352條規定須置存之登記冊內的權益或淡倉，或根據標準守則須知會本公司及聯交所的權益或淡倉。

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## 3. INTERESTS AND SHORT POSITIONS OF THE SUBSTANTIAL SHAREHOLDERS IN THE SHARES OF THE COMPANY

So far as the Directors or the chief executives of the Company are aware of, as at 30 June 2004, the shareholders, other than the Directors or the chief executives of the Company, who had interests or short positions in the shares or the underlying shares of the Company which would fall to be disclosed to the Company in accordance with the provisions of Divisions 2 and 3 in Part XV of the SFO, or which would be required, pursuant to Section 336 of the SFO, to be entered in the register referred to therein, were as follows:

## 3、主要股東於本公司之股份權益及淡倉

就本公司董事或最高行政人員所知，於二零零四年六月三十日，於本公司股份或相關股份中擁有根據證券及期貨條例第XV部第2及第3分部的條文須向本公司披露或記載於本公司按證券及期貨條例第336條須置存之登記冊內的權益或淡倉之股東(本公司董事或最高行政人員除外)如下：

Name of shareholders 股東名稱	Nature of interests 權益性質	Number of ordinary shares 普通股數目	Percentage of issued share capital of the Company 佔本公司 已發行股本 百分比 (%)
Chia Hsin Pacific Limited (「CHPL」) (note) (附註)	beneficially owned 實質擁有	814,000,000	71.22%
Chia Hsin Cement Corporation (「CHC」) (note) 嘉新水泥股份有限公司 (「嘉新水泥」) (附註)	interests held by controlled corporations 受控法團所持權益	814,000,000	71.22%

Note: CHPL is owned as to approximately by 69.7% by CHC, the ultimate controlling company of the Company, as to approximately 24.2% by Tong Yang Chia Hsin International Corporation (a 87.2% owned subsidiary of CHC), as approximately 4.2% by CHC Holdings Inc. (a wholly-owned subsidiary of CHC), as to approximately 1.2% by Chia Hsin RMC Corporation (a company owned as to 13.7% by CHC), as to approximately 0.5% by Mr. Chang Yung Ping, Johnny, a non-executive Director and as to approximately 0.2% by Sung-Ju Investment Corporation.

附註：CHPL分別由本公司最終控股公司嘉新水泥持有約69.7%權益、嘉新國際股份有限公司(嘉新水泥持有87.2%權益的附屬公司)持有約24.2%權益、嘉新水泥的全資附屬公司CHC Holdings Inc.持有約4.2%權益、嘉利實業股份有限公司(嘉新水泥持有13.7%權益的公司)持有約1.2%權益、非執行董事張永平先生持有約0.5%權益及松佐投資有限公司持有約0.2%權益。

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Save as disclosed above, so far as the Directors and chief executives of the Company were aware, as at 30 June, 2004, there was no other person, other than the Directors or chief executives of the Company, who had interests or short positions in the shares, underlying shares and debentures of the Company which would fall to be disclosed to the Company in accordance with the provisions of Divisions 2 and 3 of Part XV of the SFO, or which would be required, pursuant to Section 336 of the SFO, to be entered in the register referred to therein.

### 4. SHARE OPTION SCHEME

For the six months ended 30 June 2004, no share options were granted, exercised, lapsed or cancelled under the share option scheme of the Company.

### 5. PURCHASE, SALE AND REDEMPTION OF LISTED SECURITIES

For the six months ended 30 June 2004, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities.

### 6. AUDIT COMMITTEE

The Company has established an audit committee in accordance with the requirements of the Listing Rules, the duties of which are to review the accounting principles and practices adopted by the Group, and discuss the audit, internal control system and financial reporting process with the management of the Group. The audit committee has reviewed the unaudited interim financial report for the six months ended 30 June 2004.

### 7. CODE OF BEST PRACTICE

The Board of the Directors was not aware of any information that could reasonably indicate that the Company did not comply with the Code of Best Practice, as set out in Appendix 14 of the Listing Rules, at anytime of the accounting period covered by the interim report.

除上文所披露者外，就本公司董事及最高行政人員所知，於二零零四年六月三十日，概無任何其他人士（本公司董事或最高行政人員除外）於本公司股份、相關股份或債券中擁有根據證券及期貨條例第XV部第2及第3分部之條文須向本公司披露的權益或淡倉，或須記載於本公司根據證券及期貨條例第336條須置存之登記冊內的權益或淡倉。

### 4、購股權計劃

截至二零零四年六月三十日止六個月內，根據本公司的購股權計劃，並無任何購股權被授予、履行、已失效或註銷。

### 5、購買、出售及贖回上市證券

截至二零零四年六月三十日止六個月內，本公司或其任何附屬公司概無購回、出售或贖回任何本公司之上市證券。

### 6、審核委員會

審核委員會按上市規則之規定成立，與管理層審閱本集團所採納之會計原則及實務，並討論核數、內部監管及財務申報等事項，並已審閱截至二零零四年六月三十日止六個月的未經審核中期財務報告。

### 7、最佳應用守則

本公司董事會並無知悉任何資料可合理顯示本公司在中期報告所述的會計期內任何時間未有遵守上市規則附錄14所載之最佳應用守則。

## OTHER INFORMATION

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### 8. MATERIAL LITIGATION

The Group was not engaged in any litigation or arbitration of material importance during the period under review.

### 8、重大訴訟

本報告期內本集團沒有重大訴訟、仲裁事項發生。