

## Other Information 其他資料

### PURCHASE, SALE OR REDEMPTION OF SHARES

During the review period, neither the Company nor its subsidiaries had purchased, sold or redeemed any of the Company's listed shares.

### 購回、出售或贖回本公司之上市證券

於回顧期內，本公司或其任何附屬公司概無購回、贖回或出售本公司之證券。

### DISCLOSURE OF INTERESTS AND SHORT POSITIONS OF OUR DIRECTORS AND CHIEF EXECUTIVE OF OUR COMPANY

(a) As at 30 June 2004, the interests and short positions of each Director and chief executive of our Company in the shares, underlying shares and debentures of our Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) which (a) were required to be notified to the Company and the Stock Exchange of Hong Kong Limited ("Stock Exchange") pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which the Directors was taken or deemed to have under such provisions of the SFO); or (b) were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (c) were required, pursuant to the Model Code for Securities Transactions by Directors of Listed Companies contained in the Listing Rules, to be notified to our Company and the Stock Exchange, were as follows:-

### 本公司董事及最高行政人員權益及淡倉之披露

(a) 於二零零四年六月三十日，本公司各董事及最高行政人員於本公司及其任何相聯法團(定義見證券及期貨條例(「證券及期貨條例」)第XV部)之股份、相關股份及債權證中，擁有(a)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香港聯合交易所有限公司(「聯交所」)之權益及淡倉(包括根據證券及期貨條例有關條文董事被認為或被視為擁有之權益及淡倉)，或(b)規定須列入證券及期貨條例第352條規定存置之登記冊內之權益及淡倉，或(c)根據聯交所證券上市規則所載之上市公司董事進行證券交易之標準守則須知會本公司及聯交所之權益及淡倉如下：—

Name 姓名	Interests in Shares 於股份中之權益			Percentage of issued Shares 已發行股份 百分比
	Number of Shares in which interested (other than under equity derivatives) 擁有權益 之股份數目 (股本衍生 工具除外)	Number of Shares in which interested under physically settled equity derivatives 按實物結 算股本衍生 工具擁有權益 之股份數目	Total number of Shares 股份總數	
Mr. YANG, Tou-Hsiung 楊頭雄先生	424,325,488 (Note 1) (附註1)	4,500,000 (Note 3) (附註3)	428,825,488	28.37%
Mr. YANG, Chen-Wen 楊辰文先生	424,325,488 (Note 2) (附註2)	4,500,000 (Note 3) (附註3)	428,825,488	28.37%

## Other Information (continued)

### 其他資料(續)

Name 姓名	Interests in Shares 於股份中之權益		Total number of Shares 股份總數	Percentage of issued Shares 已發行股份 百分比
	Number of Shares in which interested (other than under equity derivatives) 擁有權益 之股份數目 (股本衍生 工具除外)	Number of Shares in which interested under physically settled equity derivatives 按實物結 算股本衍生 工具擁有權益 之股份數目		
Mr. YANG, Cheng 楊正先生	–	4,500,000 (Note 3) (附註3)	4,500,000	0.30%
Mr. YANG, Kun-Hsiang 楊坤祥先生	–	4,500,000 (Note 3) (附註3)	4,500,000	0.30%
Mr. WANG, Joel J. 王肇樹先生	–	4,500,000 (Note 3) (附註3)	4,500,000	0.30%
Mr. HUANG, Ching-Jung 黃景榮先生	–	500,000 (Note 3) (附註3)	500,000	0.03%
Mr. LAM, Tuan 林俊先生	–	500,000 (Note 3) (附註3)	500,000	0.03%
Mr. CHAO, Pei-Hong 趙培宏先生	–	500,000 (Note 3) (附註3)	500,000	0.03%
Ms. CHUANG Shu-Fen 莊淑芬女士	–	500,000 (Note 3) (附註3)	500,000	0.03%

## Other Information (continued)

### 其他資料 (續)

Notes:-

1. Mr. YANG, Tou-Hsiung's interest in Shares are held in the following capacities:-

Capacity	身份	Number of Shares 股份數目	Number of Shares through physically settled equity derivatives **** 透過實物 結算股本衍生 工具持有之股數 ****
Beneficial owner	實益擁有人	-	4,500,000 ***
Interest of company controlled by him	於楊頭雄先生控制之 公司中擁有權益	82,897,246 *	-
Others	其他	341,428,242 **	-

\* Mr. YANG, Tou-Hsiung is entitled to exercise or control the exercise of more than one-third of the voting power of King International Limited ("King International") and King International is the holder of such 82,897,246 Shares.

\*\* Mr. YANG, Tou-Hsiung is entitled to exercise or control the exercise of more than one-third of the voting power of King International, which is the holder of 40 per cent. of all the issued and outstanding units in the Royal Trust and is taken to be interested in the 341,428,242 Shares in which DBS Trustee Limited as trustee of the Royal Trust is interested. These 341,428,242 Shares include 62,172,933 Shares held by each of Concord Worldwide Holdings Ltd. ("Concord Worldwide") and High Capital Investments Limited ("High Capital") pursuant to section 317 of the SFO and 217,082,376 Shares held by DBS Trustee Limited as trustee of the Royal Trust.

\*\*\* Mr. YANG, Tou-Hsiung is interested in 4,500,000 Shares pursuant to the options granted to him on 13 June 2003 under a share option scheme adopted by our Company on 13 June 2003 (the "Pre-IPO Share Option Scheme"). The exercise price under the options is HK\$0.801 and the exercise period is 13 June 2004 to 12 June 2008.

\*\*\*\* These derivatives are unlisted.

附註：—

1. 楊頭雄先生以下列身份持有股份權益：

Number of Shares 股份數目	Number of Shares through physically settled equity derivatives **** 透過實物 結算股本衍生 工具持有之股數 ****
-	4,500,000 ***
82,897,246 *	-
341,428,242 **	-

\* 楊頭雄先生有權行使或控制行使 King International Limited (「King International」) 超過三分之一投票權，且 King International 為持有該批 82,897,246 股股份之持有人。

\*\* 楊頭雄先生有權行使或控制行使 King International 超過三分之一投票權；King International 為持有 Royal Trust 全部已發行及尚未行使單位 40% 之持有人，而楊頭雄先生被視為擁有 Royal Trust 透過其受託人 DBS Trustee Limited 持有 341,428,242 股股份之權益。該 341,428,242 股股份包括 Concord Worldwide Holdings Ltd. (「Concord Worldwide」) 及 High Capital Investments Limited (「High Capital」) 根據證券及期貨條例第 317 條各自持有之 62,172,933 股股份及 DBS Trustee Limited 作為 Royal Trust 之受託人持有之 217,082,376 股股份。

\*\*\* 楊頭雄先生根據本公司於二零零三年六月十三日採納之購股權計劃 (「首次公開發售前購股權計劃」) 而於二零零三年六月十三日獲授之購股權，擁有 4,500,000 股股份之權益。該等購股權之行使價為 0.801 港元，行使期由二零零四年六月十三日至二零零八年六月十二日止。

\*\*\*\* 該等衍生工具均為非上市。

## Other Information (continued)

### 其他資料(續)

2. Mr. YANG, Chen-Wen's interest in Shares are held in the following capacities:-

2. 楊辰文先生以下列身份持有股份權益：—

Capacity	身份	Number of Shares 股份數目	Number of Shares through physically settled equity derivatives **** 透過實物結算股本衍生工具持有之股數 ****
Beneficial owner	實益擁有人	—	4,500,000 ***
Interest of company controlled by him	於楊辰文先生控制之公司中擁有權益	62,172,933 *	—
Others	其他	362,152,555 **	—

\* Mr. YANG, Chen-Wen is entitled to exercise or control the exercise of one-third of the voting power of High Capital and High Capital is the holder of such 62,172,933 Shares.

\* 楊辰文先生有權行使或控制行使 High Capital 三分之一之投票權，且 High Capital 為持有該批 62,172,933 股股份之持有人。

\*\* Mr. YANG, Chen-Wen is entitled to exercise or control the exercise of one-third of the voting power of High Capital, which is the holder of 30 per cent. of all the issued and outstanding units in the Royal Trust and is taken to be interested in the 362,152,555 Shares in which DBS Trustee Limited as trustee of the Royal Trust is interested. These 362,152,555 Shares include 62,172,933 Shares held by Concord Worldwide, 82,897,246 Shares held by King International pursuant to section 317 of the SFO and 217,082,396 Shares held by DBS Trustee Limited as trustee of the Royal Trust.

\*\* 楊辰文先生有權行使或控制行使 High Capital 三分之一之投票權；High Capital 為持有 Royal Trust 全部已發行及尚未行使單位 30% 之持有人，而楊辰文先生被視為擁有 Royal Trust 透過其受託人 DBS Trustee Limited 持有該 362,152,555 股股份之權益。該 362,152,555 股股份包括 Concord Worldwide 及 King International 根據證券及期貨條例第 317 條分別持有之 62,172,933 股股份及 82,897,246 股股份以及 DBS Trustee Limited 作為 Royal Trust 之受託人持有之 217,082,396 股股份。

\*\*\* Mr. YANG, Chen-Wen is interested in 4,500,000 Shares pursuant to the options granted to him on 13 June 2003 under the Pre-IPO Share Option Scheme. The exercise price under the options is HK\$0.801 and the exercise period is 13 June 2004 to 12 June 2008.

\*\*\* 楊辰文先生根據首次公開發售前購股權計劃而於二零零三年六月十三日獲授之購股權，擁有 4,500,000 股股份之權益。該等購股權之行使價為 0.801 港元，行使期由二零零四年六月十三日至二零零八年六月十二日止。

\*\*\*\* These derivatives are unlisted.

\*\*\*\* 該等衍生工具均為非上市。

## Other Information (continued)

### 其他資料 (續)

3. Various interests of our Directors and chief executive of our Company pursuant to physically settled equity derivatives are through share options granted pursuant to the Pre-IPO Share Option Scheme. The exercise price under the options is HK\$0.801 and the exercise period is 13 June 2004 to 12 June 2008.
- (b) Save as disclosed in this circular, as at 30 June 2004, none of our Directors or chief executive of our Company had or was deemed to have any interest or short position in the shares, underlying shares and debentures of our Company or any of its associated corporations (within the meaning of Part XV of the SFO) which (a) were required to be notified to our Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which he/she was taken or deemed to have under such provisions of the SFO); or (b) were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein; or (c) were required, pursuant to the Model Code for Securities Transactions by Directors of Listed Companies contained in the Listing Rules, to be notified to our Company and the Stock Exchange.
- (c) Since 31 December 2003, the date of the latest published audited financial statements of our Company, save for the Acquisition, none of our Directors has any direct or indirect material interest in any assets which have been acquired or disposed of by or leased to us, or proposed to be acquired or disposed of by or leased to us.
- (d) As at 30 June 2004, none of our Directors was materially interested in any contract or arrangement which is subsisting at the date of this circular and which is significant in relation to our business.
3. 本公司董事及最高行政人員根據實物結算股本衍生工具擁有之各項權益乃透過本集團首次公開發售前購股權計劃授出之購股權擁有。該等購股權之行使價為0.801 港元，行使期由二零零四年六月十三日至二零零八年六月十二日止。
- (b) 除本通函所披露者外，於二零零四年六月三十日，概無本公司董事及最高行政人員於本公司及其任何相聯法團(定義見證券及期貨條例第XV部)之股份、相關股份及債權證中，擁有(a)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之權益及淡倉(包括根據上述證券及期貨條例被認為或被視為擁有之權益及淡倉)，或(b)規定須列入證券及期貨條例第352條規定存置之登記冊內之權益及淡倉，或(c)根據聯交所證券上市規則所載之上市公司董事進行證券交易之標準守則須知會本公司及聯交所之權益及淡倉。
- (c) 自二零零三年十二月三十一日(本公司最近一次公佈經審核財務報表之日)起，除收購事項外，任何本公司董事均無於本公司收購、出售或租賃之任何資產中直接或間接持有重大權益，或本公司擬收購、出售或租賃之任何資產中直接或間接持有重大權益。
- (d) 於二零零四年六月三十日，概無本公司董事於對本公司業務關係重大(於本通函刊發日期仍屬有效)之任何合約或安排中擁有重大權益。

## Other Information (continued)

### 其他資料(續)

#### SUBSTANTIAL SHAREHOLDERS

(a) So far as was known to any Director or chief executive of our Company, as at 30 June 2004, the following persons, other than a Director or chief executive of our Company, had an interest or short position in the Shares or underlying shares of our Company which would fall to be disclosed to our Company under the provisions of Divisions 2 and 3 of Part XV of the SFO or who were, directly or indirectly, interested in five per cent. or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any of our Subsidiaries:—

#### 主要股東

(a) 據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，除本公司董事或最高行政人員外，以下人士於本公司之股份及相關股份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之權益或淡倉，或直接或間接擁有附有權利於任何情況下在本公司任何附屬公司之股東大會上投票之任何類別股本面值5%或以上權益：—

Name 名稱	Number of Shares in which interested (other than under equity derivatives) 擁有權益之股份數目 (股本衍生工具除外)	Percentage of issued Shares 已發行股份 百分比
Billion Power Limited	460,237,609	30.45%
Vedan Enterprise Corporation ("Taiwan Vedan") (「台灣味丹」)	460,237,609 (Note 1) (附註1)	30.45%
DBS Trustee Limited	424,325,488 (Note 2) (附註2)	28.07%
DBS Bank Ltd. ("DBS Bank")	540,938,391 (Note 3) (附註3)	35.79%
DBS Group Holdings Limited ("DBS Holdings")	540,938,391 (Note 4) (附註4)	35.79%
King International Limited ("King International")	424,325,488 (Note 5) (附註5)	28.07%
Concord Worldwide Holdings Limited ("Concord Worldwide")	424,325,488 (Note 6) (附註6)	28.07%

## Other Information (continued)

### 其他資料 (續)

Name 名稱	Number of Shares in which interested (other than under equity derivatives) 擁有權益之股份數目 (股本衍生工具除外)	Percentage of issued Shares 已發行股份 百分比
High Capital Investments Limited ("High Capital")	424,325,488 (Note 7) (附註7)	28.07%
J.P.Morgan Chase & Co.	105,328,000	6.97%
Cathay United Bank 國泰世華銀行	176,000,000 (Note 8) (附註8)	11.64%
Entie Commercial Bank 安泰商業銀行	176,000,000 (Note 8) (附註8)	11.64%
Fuhwa Commercial Bank 復華商業銀行	176,000,000 (Note 8) (附註8)	11.64%
Sunny Bank 陽信銀行	176,000,000 (Note 8) (附註8)	11.64%
Taichung Commercial Bank 台中商業銀行	176,000,000 (Note 8) (附註8)	11.64%
Taishin International Bank Co., Ltd. 台新國際商業銀行	176,000,000 (Note 8) (附註8)	11.64%
Taiwan Cooperative Bank 合作金庫銀行	176,000,000 (Note 8) (附註8)	11.64%
The Farmers Bank of China 中國農民銀行	176,000,000 (Note 8) (附註8)	11.64%

## Other Information (continued)

### 其他資料(續)

#### Notes:-

1. Vedan Enterprise Corporation ("Taiwan Vedan") is entitled to exercise or control the exercise of more than one-third of the voting power of Billion Power and is therefore taken to be interested in these 460,237,609 Shares held by Billion Power.
2. Of these 424,325,488 Shares, 217,082,376 Shares are held by DBS Trustee Limited as trustee of the Royal Trust and the remaining 82,897,246,62,172,933 and 62,172,933 Shares are held by King International, Concord Worldwide and High Capital, respectively, each of which is party to an agreement under section 317(1)(a) of the SFO with DBS Trustee Limited.
3. Of these 540,938,391 Shares, 116,612,903 Shares are held by DBS Nominees (Private) Limited as nominee of DBS Bank, 217,082,376 Shares are held by DBS Trustee Limited as trustee of the Royal Trust and DBS Bank is entitled to exercise or control the exercise of more than one-third of the voting power of DBS Trustee Limited and the remaining 82,897,246,62,172,933 and 62,172,933 Shares are held by King International, Concord Worldwide and High Capital, respectively, each of which is party to an agreement under section 317 of the SFO with DBS Trustee Limited.
4. DBS Holdings is entitled to exercise or control the exercise of more than one-third of the voting power of DBS Bank and is therefore taken to be interested in the Shares in which DBS Bank is interested.

#### 附註：一

1. 味丹企業股份有限公司(「台灣味丹」)有權行使或控制行使Billion Power 超過三分之一之投票權，故台灣味丹被視為擁有Billion Power 所持有該460,237,609股股份之權益。
2. 該424,325,488股股份其中217,082,376股由DBS Trustee Limited 以Royal Trust 信託人之身份持有，而其餘82,897,246股、62,172,933股及62,172,933股分別由King International、Concord Worldwide 以及High Capital 持有。根據證券及期貨條例第317(1)(a)條，以上均為與DBS Trustee Limited 訂立協議之各方。
3. 該540,938,391股股份其中116,612,903股由DBS Nominees (Private) Limited 以DBS Bank代名人之身份持有，217,082,376股由DBS Trustee Limited 以Royal Trust 信託人之身份持有，而DBS Bank 有權行使或控制行使DBS Trustee Limited 超過三分之一之投票權，其餘82,897,246股、62,172,933股及62,172,933股分別由King International、Concord Worldwide 以及High Capital 持有。根據證券及期貨條例第317條，以上均為與DBS Trustee Limited 訂立協議之各方。
4. DBS Holdings有權行使或控制行使DBS Bank超過三分之一之投票權，故被視為擁有該等DBS Bank 所持有股份之權益。



## Other Information (continued)

### 其他資料 (續)

5. King International directly holds 82,897,246 Shares and is the holder of 40 per cent. of all the issued and outstanding units in the Royal Trust. Accordingly, King International is taken to be interested in the 341,428,242 Shares in which DBS Trustee Limited as trustee of the Royal Trust is interested. These 341,428,242 Shares include 62,172,933 Shares held by each of Concord Worldwide and High Capital pursuant to section 317 of the SFO and 217,082,376 Shares held by DBS Trustee Limited as trustee of the Royal Trust. On 17 December 2003, 64,000,000 Shares were charged and 6,000,000 Shares were delivered and placed under the custody to the syndicate of banks in note 8 below in connection with a commercial term loan extended to King International, Concord Worldwide and High Capital.
6. Concord Worldwide directly holds 62,172,933 Shares and is the holder of 30 per cent. of all the issued and outstanding units in the Royal Trust. Accordingly, Concord Worldwide is taken to be interested in the 362,152,555 Shares in which DBS Trustee Limited as trustee of the Royal Trust is interested. These 362,152,555 Shares include 62,172,933 Shares held by High Capital, 82,897,246 Shares held by King International pursuant to section 317 of the SFO and 217,082,396 Shares held by DBS Trustee Limited as trustee of the Royal Trust. On 17 December 2003, 48,000,000 Shares were charged and 5,000,000 Shares were delivered and placed under the custody to the syndicate of banks in note 8 below in connection with a commercial term loan extended to King International, Concord Worldwide and High Capital.
5. King International 直接持有82,897,246股股份，並為持有Royal Trust全部已發行及尚未行使單位40%之持有人。因此，King International 被視為擁有DBS Trustee Limited 作為Royal Trust 受託人所持有該341,428,242股股份之權益。該341,428,242股股份包括Concord Worldwide 及High Capital 根據證券及期貨條例第317條各自持有之62,172,933股股份及DBS Trustee Limited 作為Royal Trust受託人持有之217,082,376股股份。於二零零三年十二月十七日，已就King International、Concord Worldwide及High Capital所獲之商業定期貸款將64,000,000股股份抵押及將6,000,000股股份交由下文附註8所述之銀團托管。
6. Concord Worldwide 直接持有62,172,933股股份，並為持有Royal Trust全部已發行及尚未行使單位30%之持有人。因此，Concord Worldwide 亦被視為擁有DBS Trustee Limited作為Royal Trust 受託人所持有該362,152,555股股份之權益。該362,152,555股股份其中62,172,933股由High Capital持有，82,897,246股由King International 根據證券及期貨條例第317條持有，而217,082,396 股則由DBS Trustee Limited 作為Royal Trust 之受託人持有。於二零零三年十二月十七日，已就King International、Concord Worldwide及High Capital所獲之商業定期貸款將48,000,000股股份抵押及將5,000,000股股份交由下文附註8所述之銀團托管。

## Other Information (continued)

### 其他資料(續)

7. High Capital directly holds 62,172,933 Shares and is the holder of 30 per cent. of all the issued and outstanding units in the Royal Trust. Accordingly, High Capital is taken to be interested in the 362,152,555 Shares in which DBS Trustee Limited as trustee of the Royal Trust is interested. These 362,152,555 Shares include 62,172,933 Shares held by Concord Worldwide, 82,897,246 Shares held by King International pursuant to section 317 of the SFO and 217,082,396 Shares held by DBS Trustee Limited as trustee of the Royal Trust. On 17 December 2003, 48,000,000 Shares were charged and 5,000,000 Shares were delivered and placed under the custody to the syndicate of banks in note 8 below in connection with a commercial term loan extended to King International, Concord Worldwide and High Capital.
7. High Capital 直接持有62,172,933股股份，並為持有Royal Trust全部已發行及尚未行使單位30%之持有人。因此，High Capital亦被視為擁有DBS Trustee Limited作為Royal Trust受託人所持有該362,152,555股股份之權益。該362,152,555股股份其中62,172,933股由Concord Worldwide持有，82,897,246股由King International根據證券及期貨條例第317條持有，而217,082,396股則由DBS Trustee Limited作為Royal Trust之受託人持有。於二零零三年十二月十七日，已就King International、Concord Worldwide及High Capital所獲之商業定期貸款將48,000,000股股份抵押及將5,000,000股股份交由下文附註8所述之銀團托管。
8. There was duplication of interest of 176,000,000 Shares between Cathay United Bank, Entie Commercial Bank, Fuhwa Commercial Bank, Sunny Bank, Taichung Commercial Bank, Taishin International Bank Co., Ltd., Taiwan Cooperative Bank and The Farmers Bank of China.
8. 該176,000,000股股份之權益由多方重覆持有，包括國泰世華銀行、安泰商業銀行、復華商業銀行、陽信銀行、台中商業銀行、台新國際商業銀行、合作金庫銀行及中國農民銀行。
- (b) Save as disclosed above, as at 30 June 2004, there was no other person (other than our Directors or chief executive of our Company) who was recorded in the register of our Company as having interests or short positions in the Shares or underlying shares of our Company.
- (b) 除上文披露者外，於二零零四年六月三十日，概無任何人士(本公司之董事或最高行政人員除外)於本公司登記冊中記錄為於本公司之股份或相關股份中擁有權益或淡倉。

## Other Information (continued)

### 其他資料 (續)

#### COMPLIANCE WITH THE CODE OF BEST PRACTICE OF THE LISTING RULES

None of the Directors of the company is aware of any information which would indicate that the Group is not, or was not, in compliance with the Code of Best Practice as set out in Appendix 14 to the Listing Rules at any time during the review period, up to the date of this report.

#### AUDIT COMMITTEE

The Audit Committee has reviewed and discussed with management and external auditors the accounting principles and practices adopted by the Group and discussed internal controls and financial reporting matters included a review of the unaudited condensed consolidated accounts for the six months ended 30 June 2004.

#### SHARE OPTION SCHEMES

On 13 June 2003, the Pre-IPO Share Option Scheme and the Post-IPO Share Option Scheme were approved by shareholders under which the Directors of the Company may, at their discretion, offer any employee (including any executive director) of the Company or of any of its subsidiaries, options to subscribe for shares in the Company subject to the terms and conditions stipulated in the two schemes.

Options to subscribe for 29,770,000 Shares had been granted to employees on 13 June 2003 under the Pre-IPO Share Option Scheme. No further options can be, or have been, issued under the Pre-IPO Share Option Scheme from 27 June 2003, the date of listing of the Shares on the Stock Exchange.

#### 遵守上市規則之最佳應用守則

截至本報告刊發日期止，本公司董事概無知悉任何顯示本集團違反或曾違反如上市規則附錄十四所載之最佳應用守則之資料。

#### 審計委員會

審計委員會已會同管理層及外部核數師審閱及討論本集團採納的會計原則和慣例，並已討論內部監控和財務申報事宜，包括審閱截至二零零四年六月三十日止六個月之未經審核簡明綜合賬目。

#### 購股權計劃

二零零三年六月十三日，股東已批准首次公開發售前購股權計劃及首次公開發售後購股權計劃。據此，本公司董事可酌情向本公司或其任何附屬公司之僱員（包括任何執行董事）授出購股權，根據該兩項購股權計劃之條款及條件認購本公司的股份。

二零零三年六月十三日，已根據首次公開發售前購股權計劃向僱員授出可認購29,770,000股股份之購股權。自二零零三年六月二十七日（即股份於聯交所上市之日）起，再不可或已根據首次公開發售前購股權計劃授出購股權。

## Other Information (continued)

### 其他資料(續)

Details of the share options outstanding as at 30 June 2004 which have been granted to the Directors and 24 employees of the Company and its subsidiaries under the Pre-IPO Share Option Scheme are as follows:

以下是根據首次公開發售前購股權計劃向董事及本公司及其附屬公司二十四名僱員授出，而於二零零四年六月三十日尚未行使之購股權詳情：

Director/Employees 董事／僱員	Number of options 購股權數目		exercised 於二零零四年 六月三十日 尚未行使	exercise price 行使價	date of grant 授出日期	exercise period 行使期
	balance at 1 January 2004 於二零零四年 一月一日 結餘	outstanding at 30 June 2004				
Mr YANG, Tou-Hsiung 楊頭雄先生	4,500,000	–	4,500,000	HK\$0.801 0.801港元	13 June 2003 二零零三年 六月十三日	13 June 2004 to 12 June 2008 二零零四年六月十三日至 二零零八年六月十二日
Mr YANG, Chen-Wen 楊辰文先生	4,500,000	–	4,500,000	HK\$0.801 0.801港元	13 June 2003 二零零三年 六月十三日	13 June 2004 to 12 June 2008 二零零四年六月十三日至 二零零八年六月十二日
Mr YANG, Cheng 楊正先生	4,500,000	–	4,500,000	HK\$0.801 0.801港元	13 June 2003 二零零三年 六月十三日	13 June 2004 to 12 June 2008 二零零四年六月十三日至 二零零八年六月十二日
Mr YANG, Kun-Hsiang 楊坤雄先生	4,500,000	–	4,500,000	HK\$0.801 0.801港元	13 June 2003 二零零三年 六月十三日	13 June 2004 to 12 June 2008 二零零四年六月十三日至 二零零八年六月十二日
Mr WANG, Joel J. 王肇樹先生	4,500,000	–	4,500,000	HK\$0.801 0.801港元	13 June 2003 二零零三年 六月十三日	13 June 2004 to 12 June 2008 二零零四年六月十三日至 二零零八年六月十二日
Mr HUANG, Ching-Jung 黃景榮先生	500,000	–	500,000	HK\$0.801 0.801港元	13 June 2003 二零零三年 六月十三日	13 June 2004 to 12 June 2008 二零零四年六月十三日至 二零零八年六月十二日
Mr LAM, Tuan 林俊先生	500,000	–	500,000	HK\$0.801 0.801港元	13 June 2003 二零零三年 六月十三日	13 June 2004 to 12 June 2008 二零零四年六月十三日至 二零零八年六月十二日

## Other Information (continued)

### 其他資料 (續)

Director/Employees 董事／僱員	Number of options 購股權數目			exercise price 行使價	date of grant 授出日期	exercise period 行使期
	balance at 1 January 2004 於二零零四年 一月一日 結餘	exercised during the period 期內行使	outstanding at 30 June 2004 於二零零四年 六月三十日 尚未行使			
Mr CHAO, Pei-Hung 趙培宏先生	500,000	–	500,000	HK\$0.801 0.801港元	13 June 2003 二零零三年 六月十三日	13 June 2004 to 12 June 2008 二零零四年六月十三日至 二零零八年六月十二日
Mr CHUANG Shu-Fen 莊淑芬女士	500,000	–	500,000	HK\$0.801 0.801港元	13 June 2003 二零零三年 六月十三日	13 June 2004 to 12 June 2008 二零零四年六月十三日至 二零零八年六月十二日
24 employees 24名僱員	5,270,000	–	5,270,000	HK\$0.801 0.801港元	13 June 2003 二零零三年 六月十三日	13 June 2004 to 12 June 2008 二零零四年六月十三日至 二零零八年六月十二日
	29,770,000	–	29,770,000			