

DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 30 September 2004, the interests and short positions of the directors of the Company 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 (the "SFO")) as recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of Listed Companies (the "Model Code"), were as follows:

Long positions in ordinary shares of the Company:

董事於股份、相關股份及債券之權益及淡倉

於二零零四年九月三十日，本公司董事於本公司或其任何相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）之股份、相關股份及債券中擁有根據證券及期貨條例第352條須登記於該條所述之登記冊內之權益及淡倉，或根據上市公司董事進行證券交易之標準守則之規定而須知會本公司及香港聯合交易所有限公司（「聯交所」）之權益及淡倉如下：

於本公司普通股之好倉：

董事姓名 Name of Director	所持股份數目、身份及權益性質 Number of shares held, capacity and nature of interest			總計 Total	佔本公司已發行 股本之百分比 Percentage of the Company's issued share capital
	直接實益擁有 Directly beneficially owned	信託之受益人 Beneficiary of a trust			
黃偉盛先生 Mr. Wilson Ng	18,000,000 (附註1) (note 1)	609,592,872 (附註2) (note 2)		627,592,872	74.98%
蕭潤群小姐 Ms. Sio Ion Kuan	31,000,000	609,592,872 (附註2) (note 2)		640,592,872	76.53%
黃偉傑先生 Mr. Ng Wee Keat	18,000,000 (附註1) (note 1)	609,592,872 (附註2) (note 2)		627,592,872	74.98%
黃琇蘭小姐 Ms. Ng Siew Lang, Linda	18,000,000 (附註1) (note 1)	609,592,872 (附註2) (note 2)		627,592,872	74.98%
黃莉蓮小姐 Ms. Lilian Ng	18,000,000 (附註1) (note 1)	609,592,872 (附註2) (note 2)		627,592,872	74.98%
勞明智先生 Mr. Lo Ming Chi, Charles	5,900,000 (附註1) (note 1)	—		5,900,000	0.70%
陳格緻小姐 Ms. Chen Ka Chee	37,500,000 (附註1) (note 1)	—		37,500,000	4.48%

DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

(continued)

Notes:

- Each of the personal interests of Mr. Wilson Ng, Mr. Ng Wee Keat, Ms. Ng Siew Lang, Linda, Ms. Lilian Ng, Mr. Lo Ming Chi, Charles and Ms. Chen Ka Chee comprises interest in 5,000,000 underlying shares in respect of share options granted by the Company.
- 474,496,952 shares are held by New Century Worldwide Capital Limited ("New Century Worldwide") and 135,095,920 underlying shares are to be allotted and issued to New Century Cruise Line International Limited ("NCCL") upon full conversion of the First Convertible Bond. Both New Century Worldwide and NCCL are ultimately owned by a discretionary trust of which Mr. Wilson Ng, Ms. Sio Ion Kuan, Mr. Ng Wee Keat, Ms. Ng Siew Lang, Linda and Ms. Lilian Ng are discretionary beneficiaries.

Save as disclosed above, none of the directors had registered an interest or short positions in the shares, underlying shares or debentures of the company or any of its associated corporations that was required to be recorded pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transaction by Directors of Listed Companies.

DIRECTORS' RIGHTS TO ACQUIRE SHARES AND DEBENTURES

Apart from the disclosure under the share capital and share options disclosed in note 15 to the condensed consolidated financial statements, at no time during the six months ended 30 September 2004 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, its holding company or any of its subsidiaries and fellow subsidiaries a party to any arrangement to enable the directors to acquire such rights in any partner body corporate.

董事於股份、相關股份及債券之權益及淡倉 (續)

附註：

- 黃偉盛先生、黃偉傑先生、黃琇蘭小姐、黃莉蓮小姐、勞明智先生及陳格緻小姐各人之個人權益包括本公司授出購股權所涉及5,000,000股相關股份之權益。
- 474,496,952股股份由New Century Worldwide Capital Limited (「New Century Worldwide」)持有，而135,095,920股相關股份將於第一批可換股債券全數轉換後將配發及發行予New Century Cruise Line International Limited (「NCCL」)。New Century Worldwide及NCCL均由一個全權信託最終擁有。該項全權信託之全權受益人包括黃偉盛先生、蕭潤群小姐、黃偉傑先生、黃琇蘭小姐及黃莉蓮小姐。

除上文所披露者外，董事概無於本公司或其任何相聯法團之股份、相關股份或債券中擁有根據證券及期貨條例第352條須登記於該條所述之登記冊內之權益或淡倉，或根據上市公司董事進行證券交易之標準守則之規定而須知會本公司及聯交所之權益或淡倉。

董事購買股份及債券之權利

除簡明綜合財務報表附註15中股本及購股權一節內披露之事項外，於截至二零零四年九月三十日止六個月期內任何時間，並無授予任何董事或彼等各自之配偶或未成年子女可透過購買本公司股份或債券而獲益之權利，而彼等亦無行使任何該等權利；同時，本公司、其控股公司或其任何附屬公司及同系附屬公司概無訂立任何安排，致使董事可於任何其他法團獲得該等權利。