

Other Information

Directors' Profiles

Executive Directors

Mr. Ming Kam Sing, aged 48, is the Chairman of the Group. Mr. Ming is in charge of the overall strategy and direction of the Group. Mr. Ming graduated from the Shandong Medical College, PRC in 1981 with a degree in Medicine. From 1981 to 1993, he served as a doctor in the Beijing Medical University Hospital and then the Xiehe Hospital. Mr. Ming has over 22 years of experience in the health and medical industry. In 1993, he started his own business dealing in the sale of medical equipment and soon after, he founded the Group in 1994.

Mr. Zhou Lian Kui, aged 46, is the Chief Executive Officer of the Company. Mr. Zhou has overall responsibility for the operations and finance of the Group. Mr. Zhou graduated in 1980 from the Shandong University, PRC with a degree in Business Administration. From 1980 to 1984, he served as a sales personnel in the Linyi Food Company. Subsequently, in 1984, Mr. Zhou was promoted to sales supervisor and in 1986, he was promoted to assistant manager. From 1989 to 1994, he served as the factory manager of the Bancheng Meat Factory. Mr. Zhou has over 25 years of experience in the food industry. Mr. Zhou is the co-founder of the Group. Mr. Zhou is the brother of Mr. Zhou Lian Liang.

Mr. Zhou Lian Liang, aged 42, is a Director and general manager of the Company. Mr. Zhou has overall responsibility for the sales and marketing of the Group. Mr. Zhou graduated from Shandong Industrial University, PRC in 1984 with a degree in Engineering. From 1984 to 1987, he served as an officer in the planning department of the Linyi Industrial Bureau. He was primarily tasked with the supervision of certain enterprises to ensure that they carried out the plans that they submitted to the Linyi Industrial Bureau. Subsequently in 1987, Mr. Zhou was promoted to supervisor. From 1990 to 1994, he served as assistant factory manager of the Bancheng Meat Factory. From 1994 to 1997, he served as assistant general manager of Linyi Xincheng and has subsequently been

appointed to be the general manager of Linyi Xincheng since 1997. Mr. Zhou has over 17 years of experience in the food industry. Mr. Zhou is the co-founder of the Group. Mr. Zhou is the brother of Mr. Zhou Lian Kui.

Independent and Non-Executive Directors

Mr. Chan Kin Sang, aged 54, was appointed as an independent non-executive Director of the Company on 6 February 2001. Mr. Chan is currently a senior partner of Messrs. Peter K.S. Chan & Co., Solicitors and Notaries. Mr. Chan has been a practising solicitor in Hong Kong since 1982. Mr. Chan graduated from the University of Hong Kong with a Bachelor of Laws degree in 1979. Mr. Chan was admitted as a notary public in 1997 and as a China-appointed attesting officer in 2000. Mr. Chan is a Fellow of the Hong Kong Institute of Directors and sits as an independent director on the Boards of Directors of a number of public listed companies.

Mr. Chng Hee Kok, aged 57, was appointed as an independent non-executive Director of the Company on 6 February 2001. He was awarded a Merit Scholarship by the Singapore Government in 1967. He graduated with a Bachelor of Engineering (First Class Honours) degree from the University of Singapore in 1972 and a Master of Business Administration degree from the National University of Singapore in 1984. Mr. Chng is presently the Chief Executive Officer of NTUC Club. He was a Member of Parliament, Singapore from 1984 to 2001. He was the Chief Executive Officer of Scotts Holdings Ltd from 1995 to 1997 and was the Chief Executive Officer of Yeo Hiap Seng Ltd from 1994 to 1995. Both these companies are listed on the SGX. Presently, he is a council member of the Singapore Institute of Directors. He was a Board Member of the Sentosa Development Corporation from March 2001 to February 2005. Mr. Chng also sits on the Boards of Directors of a number of public listed companies including Pacific Century Regional Developments Limited, Samudera Shipping Line Ltd, Brilliant Manufacturing Ltd, Full Apex (Holdings) Limited, Sunray Holdings Limited and CHT (Holdings) Ltd.

Other Information

Dr. Ow Chin Hock, aged 61, was appointed as an independent non-executive Director of the Company on 7 January 2003. Dr. Ow graduated with a Bachelor of Arts (Honours) from the University of Singapore in 1966. He was awarded Fulbright Grant and Ford Fellowship to do graduate studies in USA in 1966. He obtained a Master of Arts (Economic Development) and PhD (Economics) from Vanderbilt University in 1968 and 1972 respectively. He joined the Department of Economics and Statistics, the University of Singapore in 1972, as Lecturer, Senior Lecturer, and Associate Professor till 1993. Concurrently, he was elected a Member of Parliament (MP) from 1976 to 2001. During his terms as a MP, he held several key public appointments, including Parliament Secretary at Ministry of Culture, and subsequently, Ministry of Education, 1977–1981. He became Executive Chairman of Pan-United Corporation Ltd (“PUC”), a listed company in Singapore in 1993. He left PUC when he rejoined the Singapore government in 1997 and was appointed as mayor and Minister of State, Ministry of Foreign Affairs from 1997 to 2001, and Ambassador-At-Large 2002–2004. Dr. Ow sits on the Boards of Directors of Singapore Airport Terminal Services and Longcheer Holdings Ltd. He is also Adjunct Professor, Nanyang Technological University.

Interim Dividend

The Directors had resolved to declare an interim dividend of RMB0.278 per share for the six months period ended 30 June 2005 (2004: RMB0.096) to be payable to shareholders whose names appear on the registers of members of the Company on 31 August 2005. Dividends will be converted into Singapore dollars or Hong Kong dollars before being paid to shareholders (depending on where the shareholders' shares are traded).

Book Closure

The registers of members will be closed on 31 August 2005. In order to qualify for the abovementioned interim dividends, all transfers accompanied by the relevant share certificates must be lodged with the Company's Singapore Share Transfer Agent, Lim Associates (Pte) Ltd at 10 Collyer Quay #19-08 Ocean Building, Singapore 049315 not later than 5:00 p.m. on 30 August 2005 in Singapore OR

the Company's Hong Kong Branch Share Registrar, Tengis Limited at Ground Floor, Bank of East Asia Harbour View Centre, 56 Gloucester Road, Wanchai, Hong Kong not later than 4:30 p.m. on 30 August in Hong Kong.

Directors' Interests in Shares

As at 30 June 2005, the interests and short position of the Directors in the shares, debentures and underlying shares of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong (the "SFO")) which will have to be notified to the Company and the HKSE pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they are deemed or taken to be under such provisions of the SFO), or which will be required, pursuant to section 352 of the SFO, to be entered in the register referred to therein or which will be required to be notified to the Company and the HKSE pursuant to the Model Code for Securities Transactions by Directors of the Listed Companies (the "Model Code") in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"), were as follows:

Name of Director	Number of shares held and nature of interest		
	Personal	Corporate	Total
Ordinary shares of HK\$0.50 each of the Company			
Ming Kam Sing	—	525,975,306*(L)	525,975,306(L)
Zhou Lian Kui	10,666,624(L)	—	10,666,624(L)
Chng Hee Kok	50,000(L)	—	50,000(L)

* These shares are held by Maleque Limited, a company incorporated in the British Virgin Islands, the issued share capital of which 65% by Mr. Ming Kam Sing, 25% by Mr. Zhou Lian Kui and 10% by Mr. Zhou Lian Liang.

Notes: (L) — Long Position

Other Information

Substantial Shareholders' Interests

As at 30 June 2005, so far as was known to the Directors, the following companies or persons had an interest or short position in the shares and the underlying shares of the Company as recorded in the register required to be kept under section 336 of the SFO and which would require disclosure to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO:

Name	Number of shares held	Approximate Percentage of shareholding
Ming Kam Sing (<i>Note 1</i>)	525,975,306(L)	46.53%(L)
Maleque Limited (<i>Note 2</i>)	525,975,306(L)	46.53%(L)
FMR Corp	78,595,165(L)	6.95%(L)
J.P. Morgan Chase & Co.	68,202,000(L)	6.03%(L)
	19,822,000(P)	1.75%(P)
J.P. Morgan Fleming Asset Management (Asia) Inc.	72,878,000(L)	6.45%(L)
J.P. Morgan Fleming Asset Management Holdings Inc.	75,433,000(L)	6.67%(L)
JF Asset Management Limited	72,418,000(L)	6.41%(L)

Notes: (L) — Long Position (P) — Lending Pool

Note 1: Under the SFO, Mr. Ming Kam Sing is deemed to be interested in the 525,975,306 shares held by Maleque Limited by virtue of his 65% interest in Maleque Limited.

Note 2: The issued share capital of Maleque Limited 65% by Mr. Ming Kam Sing, 25% by Mr. Zhou Lian Kui and 10% by Mr. Zhou Lian Liang.

The above shareholdings are also disclosed in the section, "Directors' interests in shares".

Save as disclosed herein, the Company has not been notified of any other person (other than a director of the Company) who has an interest or a short position in the shares and underlying shares as recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO as at 30 June 2005.

Purchase, Sale or Redemption of Shares

During the period, the Company repurchased a total of 3,000,000 of its ordinary shares at a price of S\$0.8628 (approximately RMB4.2643) per share on SGX-ST. The aggregate consideration including related expenses amounted to RMB12.8 million in cash. Save as disclosed above, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's shares. The Company has issued a policy on dealing in the Company's shares to employees of the Company pursuant to the Best Practice Guide issued by the SGX-ST. The policy sets out the implications of insider dealing in the shares, and includes guidance to employees on dealing in the Company's shares, which is modelled after the Best Practice Guide with some modifications.

Audit Committee

The Group's financial results for the six months period ended 30 June 2005 have been reviewed by the Audit Committee of the Company.

Compliance with the Code of Corporate Governance and the Model Code

In the opinion of the directors, the Company has complied with the Code on Corporate Governance Practices (the "Code") as set out in Appendix 14 of the Rules Governing the Listing of Securities on the HKSE (the "HKSE Listing Rules"), except that the independent non-executive directors of the Company are not appointed for a specific term as required by paragraph A.4 of the Code, but are subject to retirement and re-election in accordance with the Bye-laws of the Company.

Other Information

The Company has adopted procedures governing directors' securities transactions in compliance with the Model Code as set out in Appendix 10 of the Listing Rules.

Shareholder Enquiries

Share Transfer and Registration

Singapore

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Hong Kong

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Ground Floor Bank of East Asia
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Hong Kong
Telephone: (852) 2980 1888
Facsimile: (852) 2861 0285

Investor Relations

Hong Kong

David Tsoi, Investor Relations
People's Food Holdings Limited
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Singapore

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