

董事於證券之權益

於二零零六年九月三十日，本公司各董事於本公司或其任何聯繫公司（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條須記錄於本公司存置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的標準守則須另行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：

於本公司每股面值0.50港元普通股之好倉：

DIRECTOR'S INTERESTS IN SECURITIES

As at 30 September 2006, 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 Hong Kong Securities and Futures Ordinance (the "SFO"), as recorded in the register required to be kept under Section 352 of the SFO, or as 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, were as follows:

Long positions in ordinary shares of HK\$0.5 each of the Company:

董事名稱 Name of director	家族權益 Family interest	公司權益 Corporate interest	股份總數 Total number of shares	佔本公司 已發行股本 之百分比
				Percentage of the Company's issued share capital
周德雄先生 (附註a) Mr. Chow Tak Hung (note a)	-	191,413,194	191,413,194	51.22%
周彩花女士 (附註b) Madam Chau Choi Fa (note b)	191,413,194	-	191,413,194	51.22%

附註：

Notes:

(a) 周德雄先生、周煥燕女士及黃少華女士分別乃Bright Asia Holdings Limited已發行股60%、20%及20%之實益擁有人。

(a) Mr. Chow Tak Hung, Madam Chow Woon Yin and Madam Wong Siu Wah are beneficial owners of 60%, 20% and 20% respectively of the issued share capital of Bright Asia Holdings Limited.

(b) 周德雄先生乃周彩花女士之丈夫，故其個人權益亦因此屬周彩花女士之家族權益。

(b) Mr. Chow Tak Hung is the husband of Madam Chau Choi Fa whose personal interests are therefore also the family interest of Madam Chau Choi Fa.

除上文所披露(本公司若干董事以信託形式持有若干附屬公司之若干代理人股份除外)，於二零零六年九月三十日，概無董事、主要行政人員或彼等之聯繫人士於本公司或其任何聯繫公司(定義見證券及期貨條例第XV部)之股份、相關股份或債券中擁有根據證券及期貨條例第352條須記錄於本公司存置之登記冊內或須另行知會本公司及聯交所之權益或淡倉。

購股權計劃與董事獲取股份或債券之權利

根據於二零零三年二月一日舉行之本公司股東大會上通過之普通決議案，本公司採納一項購股權計劃(「該計劃」)，該計劃將於二零一三年一月三十一日屆滿。

本公司設立該計劃旨在對本集團業務成就作出貢獻之合資格參與者提供鼓勵及獎勵。根據該計劃，董事可向任何合資格參與者授出購股權，有關合資格參與者包括本公司股東、本公司或其任何附屬公司之全體董事及任何全職僱員及將會或曾經為本集團提供服務之任何供應商、諮詢顧問或顧問。

於二零零六年九月三十日止十二個月期間，本公司未有授出該計劃之任何購股權。此外，於二零零六年九月三十日，該計劃並未有任何尚未行使之購股權。

Save as disclosed above and other than certain nominee shares in subsidiaries held by certain directors in trust for the Company, none of the directors, chief executives, nor their associates had any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations as at 30 September 2006, (within the meaning of Part XV of the SFO) as recorded in the register to be kept under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange.

SHARE OPTION SCHEME AND DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Pursuant to an ordinary resolution passed in the Company's special general meeting held on 1 February 2003, the Company approved and adopted a share option scheme (the "Scheme") which will expire on 31 January 2013.

The purpose of the Scheme is to recognize and motivate the participants and to provide incentives and rewards to eligible participants who contribute to the success of the operations of the Group. Under the Scheme, the directors may grant options to any eligible participants, including the Company's shareholders, all directors and any full-time employees of the Company or any subsidiaries and any suppliers, consultants or advisors who will provide or have provided services to the Group.

During the twelve months period ended 30 September 2006, no share options were granted under the Scheme by the Company. In addition, as of 30 September 2006, no share options under the Scheme were outstanding.