
DIRECTORS, SENIOR MANAGEMENT AND EMPLOYEES

DIRECTORS

Executive Directors

SZE Kwan (史琚), aged 35. Dr. Sze is the chairman and managing director of the Company. He is the founder of the Group and is responsible for overall strategy and planning for the automation and control systems of the Group. Dr. Sze has 15 years of experience in automation and control having worked as the general manager of a state-owned enterprise which specialised in industrial automation and control system integration prior to establishing the Group and is the first to develop automation and control system that is tailor-made for customers' unique requirement which he named TCS. TCS is an automation system that was promoted as priority project by Chinese Hi-tech Industrialisation Cooperation Group (中國高新技術產業化協作組織) in 1999. At the same time, Dr. Sze is an expert committee member of the Chinese Hi-tech Industrialisation Cooperation Group and has obtained patents for various technological inventions he has developed. Dr. Sze graduated with a bachelor degree in electronic engineering from the Nanjiang Institute of Technology of China (中國南京工學院) in 1985 and a master degree in photo-electronics from East China Institute of Technology 華東工學院 in 1988. He also obtained a doctorate in photoelectric technology from the Shanghai Institute of Technical Physics of the Chinese Academy of Science (中國科學院上海技術物理研究所) in 1991.

LEE Tiong Hock (李長福), aged 60. Mr. Lee is an executive director of the Company. He is responsible for the overall financial planning of the Company. He has over 27 years of experience in commercial and investment banking. From 1987 to 1997, he served as the senior manager of marketing department of an international bank in Hong Kong and, concurrently, as general manager of its two deposit-take subsidiaries. During 1989 to 1997, he was engaged in corporate finance advisory business, and since then in private financial consultancy business in Hong Kong. He is currently an executive director of Goldwiz Holdings, a company listed on the main board of the Stock Exchange of Hong Kong. Mr. Lee is an Associate of The Chartered Institute of Bankers, London and has been appointed as an authorised representative of the Company. Mr. Lee joined the Group in June 2000.

TUNG Fai (董輝), aged 38. Mr. Tung is an executive director of the Company. He is responsible for the overall strategic planning and financial management of the Company. Mr. Tung has more than 12 years of experience in investment management and is very experienced with the investment business environment in the PRC and Hong Kong. He holds a bachelor degree in economics from the Jiangxi Finance Institute in the PRC and is currently an executive director of China Agrotech Holdings Limited, a company listed on the GEM. Mr. Tung joined the Group in June 2000.

Independent Non-executive Directors

CHAO Fu Kun (巢福坤), aged 58. Mr. Chao is an independent non-executive director of the Company. Mr. Chao graduated from the electrical engineering department of the Tsinghua University (清華大學). Mr. Chao is currently employed by Shenzhen Mawan Power Generation Company Limited (深圳媽灣電力有限公司) as its chief financial officer. Prior to that, Mr. Chao worked for Harbin Electrical Engineering Company Limited (哈爾濱電機有限責任公司) firstly as an engineer and later as the company's chief financial officer. Mr. Chao was appointed independent non-executive director of the Company in January 2001.

KUANG Ding Bo (匡定波), aged 70. Mr. Kuang is an independent non-executive director of the Company. He is an expert on infra-red and remote sensing. He is currently the Dean of Information College of Shanghai Institute (上海大學信息學院) and a director of the Academic Committee of the Shanghai Institute of Technical Physics of the Chinese Academy of Science

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(中國科學院上海技術物理研究所學術委員會). Mr. Kuang graduated with a bachelor degree in Physics from Shanghai Jiaotong University in 1952 and was elected Academician of Chinese Academy of Science in 1991. Mr. Kuang was appointed independent non-executive director of the Company in November 2000.

Non-executive Director

LIN Gongshi (林功實), aged 62. Mr. Lin is a non-executive director of the Company. He is a professor at the Economic Faculty of Tsinghua University (清華大學) in the PRC. Mr. Lin has more than 10 years of experience in the academic research on marketing and has developed extensive network with various influential corporations, hi-tech companies, sino-foreign joint ventures and chain supermarkets. He has also published a number of theses and case studies which were all highly received both in the academia and business arena. Mr Lin is an independent non-executive director of Goldwiz Holdings. He was appointed non-executive director of the Company in November 2000.

SENIOR MANAGEMENT

XU Yi (徐懿), aged 36. Mr. Xu is the chief operation officer of the Company. He graduated with a master degree in Business Administration from the University of Liverpool, United Kingdom and a master degree in Economics and Finance from the Chinese Academy of Social Science. Prior to joining the Company in September 2000, Mr. Xu served as a member of the senior management of a company which was involved in investments in industrial enterprises in the PRC. He has also gained extensive banking experience from an international bank.

XIONG Jian Rui (熊劍瑞), aged 36. Mr. Xiong is a vice general manager of the Company. He is responsible for daily administration and operation of the Company. He graduated with a bachelor degree in Information Engineering from Xi Bei Institute of Telecommunications Engineering (中國西北電訊工程學院) in 1983. Mr. Xiong has more than 10 years of experience in administration and operation management. Prior to joining the Company in December 1997, he was a managerial staff in a Hunan TV station in the PRC.

CHEN Lei (陳雷), aged 28. Mr. Chen is a vice general manager of the Company. On joining the Company in August 1998, Mr. Chen is responsible for external public relations and communications for the Company. He graduated with a bachelor degree in English Language and Literature in NanKai University (南開大學) in 1996.

ZHANG Jia Jun (張家駿), aged 57. Mr. Zhang is an engineer and the marketing director of the Company. He is responsible for sales and marketing of the Company. He graduated with a bachelor degree in Automation from the Shanghai University of Science and Technology (中國上海科技大學) in 1967 and received training from Yamata Honeywell Corporation. Mr. Zhang possesses strong technical expertise in automation technology and has more than 30 years of experience in the sales and marketing of automation products in metallurgy, petrochemical, steel and chemical industries. Prior to joining the Company in June 1999, Mr. Zhang was a sales manager of Honeywell Inc. in the United States and Yamata Honeywell Corporation Shanghai Business Office. He was also the marketing manager of Shanghai Electricity SIPAI.

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SHUI Chuan (水川), aged 44. Mr. Shui is a senior engineer and the head of research and development department of the Company. He is responsible for monitoring the production development centre of TCS. Mr. Shui graduated with a bachelor degree in Computer Application from Huadong Metallurgy Institute in 1982. He has more than 18 years of experience in automation and control system. Prior to joining the Company in September 1998, he had been a senior engineer of Maanshan Iron & Steel Company Limited (馬鞍山鋼鐵股份有限公司) and was responsible for directing a number of projects for system integration of automation and control system for steel industry.

YANG Jun (楊俊), aged 33. Dr. Yan is an engineer of the research and development department of the Company. He graduated with a bachelor degree in automation from TangShan Engineering Technology Institute (中國唐山工程技術學院) 1988 and a master degree in industrial automation from Dong Bei University (中國東北大學) in 1994. He also obtained a doctorate in the National Laboratory of Steel-Rolling and Continuous Casting Automation (軋鋼及連鐵自動化國家重點實驗室) of DongBei University in 1997. Dr. Yan has received training on the testing of TDC3000 and DCS control system from the Honeywell Inc. in the United States and from General Electric, Siemens and AB on PLC and DCS control system. Prior to joining the Company in October 1999, Dr. Yang participated in various design and development projects on the control system for blast furnace in the southwest part of the PRC and has gained more than 12 years of experience in computer, and the integration of control systems and their research and development.

LI Sheng Li (李勝利), aged 34. Ms. Li is a quality control manager of the Company. She graduated with a bachelor degree in industrial automation from Beijing Iron and Steel Technology Institute (北京鋼鐵學院). Ms. Li has more than 10 years of experience in automation and control system and the quality control of related products. Prior to joining the Company in March 2000, she was the administration director of Beijing Shougang Co., Ltd. (北京首鋼公司重型機械公司) and Shenzhen Guangci Medical Equipment Co., Ltd. (深圳廣慈醫療設備有限公司), a sales manager of SDG Optical Fiber Co., Ltd (深圳市特發光纜有限公司) and business development manager of Shenzhen Optilink Technology Co., Ltd. (深圳市英海威光電子通信有限公司), where she was responsible for management, sales and product quality control, from 1989 to 2000.

XIE Lan Ping (謝蘭平), aged 36. Mr. Xie is a finance manager of the Company. He graduated with a bachelor degree in industrial finance from An Hui Finance & Trade Institute (安徽財貿學院). Mr. Xie has more than 10 years of experience in financial management and auditing. Prior to joining the Company in March 2000, he worked in Tongling Audit Bureau & Public Accountants (銅陵市審計局及審計事務所) and was the finance manager of Shenzhen Cofry Cereals Oils and Foodstuffs Co., Ltd. (深圳市高富瑞進出口(集團)有限公司) from 1987 to 1999.

ZHANG Xiao Dong (張曉東), aged 29. Mr. Zhang is an engineer of the research and development department of the Company. He graduated with a bachelor degree in Electronic Engineering from DaQing Petroleum Institute (大慶石油學院) and a master degree in industrial electric automation from Jilin University of Industry (吉林工業大學). Mr. Zhang has extensive experience in research and development of automation and control system. Prior to joining the Company in September 2000, Mr. Zhang has participated in a number of research projects including the CIMS project for the gold ore of Paishan Lou of Liaoning Province (遼寧省排山樓), a project selected by the PRC government as a priority project and has published a number of theses in international technical magazines.

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QUALIFIED ACCOUNTANT

LI Chi Yuen (李志遠), aged 33. Mr. Li is the accountant and company secretary of the Company. He has more than 10 years of experience in finance, auditing, taxation and accounting. Prior to joining the Company in October 2000, Mr. Li had been the finance manager of many international companies in Hong Kong. Mr. Li is also an associate member of Hong Kong Society of Accountants and Chartered Institute of Management Accountants.

COMPANY SECRETARY

LI Chi Yuen

COMPLIANCE OFFICER

TUNG Fai

As the Group's compliance officer, Mr. Tung will be advising on and assisting the board of Directors in implementing procedures to ensure that the Group complies with the GEM Listing Rules and other relevant laws and regulations applicable to the Company and responding promptly and efficiently to all enquiries directed at him by the Stock Exchange.

AUDIT COMMITTEE

The Group established an audit committee on 27 November 2000 with written terms of reference in compliance with the requirements as set out in Rule 5.23 and 5.24 of the GEM Listing Rules. The primary duties of the audit committee are to review and supervise the financial reporting process and internal control system of the Group and provide advice and comments to the board of directors of the Company.

The following sets out the members of the Group's audit committee:

Name	Position in the audit committee	Position in the board of Directors
Chao Fu Kun	Chairman	Independent non-executive Director
Kuang Ding Bo	Member	Independent non-executive Director

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STAFF

As at the Latest Practicable Date, the Group employed a total of 101 full-time employees. A breakdown of employees by their functions is as follows:

	Hong Kong	PRC	Total
Sales and marketing	0	20	20
Professional services and technical support	0	18	18
Research and development	0	30	30
Finance and administration	<u>2</u>	<u>31</u>	<u>33</u>
Total	<u><u>2</u></u>	<u><u>99</u></u>	<u><u>101</u></u>

SHARE OPTION SCHEME

The Company has conditionally adopted the Share Option Scheme pursuant to which full time employees, including executive directors, of the Company and its subsidiaries may be granted an option to subscribe for Shares. Summaries of the key terms of the Share Option Scheme are set out in the paragraphs headed “Share Option Scheme” in Appendix V to this prospectus. The Directors believe that the Share Option Scheme will assist in the recruitment and retention of high calibre executives and employees.