

Corporate Governance Report

企業管治報告

CORPORATE GOVERNANCE PRACTICES

During the period between 1 January 2013 and 30 June 2013, the Company was in compliance with the Code provisions, respectively, with the following exceptions:

- (1) The non-executive directors were not appointed for a specific term, but are subject to retirement by rotation and re-election at the Company's annual general meeting in accordance with the Company's articles of association.
- (2) The chairman of the Board was unable to attend the annual general meeting of the Company held on 28 June 2013 (the "Meeting") due to other business engagement. Mr. Song Shuguang, the executive director, vice chairman and chief executive officer of the Company, chaired the Meeting on behalf of the chairman of the Board and was available to answer questions.

Having made specific enquiries of all Directors, the Company confirmed that during the Period, all Directors have complied with the required standards as set out in the "Model Code for Securities Transactions by Directors of Listed Issuers" contained in Appendix 10 to the Listing Rules.

The interim report for the Period has been reviewed by the audit committee of the Company.

By order of the Board

WANG Bin

Chairman

Hong Kong, 27 August 2013

企業管治常規

本公司於二零一三年一月一日至二零一三年六月三十日期間內已遵守守則條文，惟以下除外：

- (1) 非執行董事是沒有指定的任期，惟須根據本公司組織章程細則於本公司的股東周年大會上輪值告退及膺選連任。
- (2) 董事會主席由於另有事務在身，未能出席本公司於二零一三年六月二十八日舉行的股東周年大會（「大會」）。本公司的執行董事、副董事長兼總裁宋曙光先生代表董事會主席主持會議，並回答大會上的提問。

在向所有董事作出特定查詢之後，本公司確認所有董事於本財務期內均有遵守上市規則附錄十所載的「有關上市發行人之董事進行證券交易之標準守則」所訂定的標準。

本財務期的中期報告已經本公司審核委員會審閱。

承董事會命

董事長

王濱

香港，二零一三年八月二十七日