

# Share Option and Share Award Scheme

## 認股權及股份獎勵計劃

### SHARE OPTION SCHEME

At the extraordinary general meeting of the Company held on 7 January 2003, the shareholders of the Company approved the adoption of the New Scheme and the termination of the Old Scheme. The New Scheme is in line with the prevailing requirements of Chapter 17 of the Listing Rules in relation to share option schemes. The New Scheme expired on 6 January 2013 and no further options will be granted. However in respect of any options which remain exercisable at the end of the Period, the provisions of the New Scheme shall remain in full force and effect.

As of 30 June 2014, the directors and employees of the Company had the following interests in options to subscribe for shares of the Company (market value per share at 30 June 2014 was HK\$13.88) granted at nominal consideration under the New Scheme. Each unit of option gives the holder the right to subscribe for one share.

### 認股權計劃

於本公司在二零零三年一月七日舉行的股東特別大會上，本公司股東批准採納新計劃，並終止舊計劃。新計劃符合上市規則第十七章有關認股權計劃當時的規定。新計劃已於二零一三年一月六日到期及不會再授出任何認股權，惟就於期限結束之時所有仍可行使的認股權而言，新計劃的條文將繼續全面有效。

於二零一四年六月三十日，本公司的董事及僱員根據新計劃以名義價款獲賦予可認購本公司股份（於二零一四年六月三十日每股市價為13.88港元）的認股權中擁有以下權益。每份認股權賦予持有人認購一股股份的權利。

Directors	No. of options outstanding at the beginning of the Period	No. of options outstanding at the end of the Period	Date granted	Period during which options exercisable	No. of options granted during the Period	No. of shares acquired in exercise of options during the Period	No. of options cancelled/reclassified during the Period	Price per share to be paid on exercise of options	<sup>1</sup> Market value per share at date of grant of options	<sup>2</sup> Market value per share on exercise of options during the Period
董事	於期初未行使的認股權數目	於期末未行使的認股權數目	賦予日期	可行使認股權期間	期內已授出的認股權數目	期內行使認股權購入的股份數目	期內取消/重新分類的認股權數目	認股權時應付的每股股價	<sup>1</sup> 於期內授出認股權日期的每股股價	<sup>2</sup> 於期內行使認股權日期的每股股價
SONG Shuguang (resigned on 28 March 2014) 宋曙光(已於二零一四年三月二十八日請辭)	800,000	-	2/11/2005	23/11/2005 - 22/11/2015	-	-	(800,000)	HK\$2.875	-	-
XIE Yiqun 謝一群	500,000	500,000	2/11/2005	23/11/2005 - 22/11/2015	-	-	-	HK\$2.875	-	-

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## 認股權及股份獎勵計劃

### SHARE OPTION SCHEME (Continued)

### 認股權計劃 (續)

Directors 董事	No. of options outstanding at the beginning of the Period 於期初未行使的認股權數目	No. of options outstanding at the end of the Period 於期末未行使的認股權數目	Date granted 賦予日期	Period during which options exercisable 可行使認股權期間	No. of options granted during the Period 已授出的認股權數目	No. of shares acquired in exercise of options during the Period 期內行使認股權購入的股份數目	No. of options cancelled/reclassified during the Period 期內取消/重新分類認股權數目	Price per share to be paid on exercise of options 行使認股權時應付的每股股價	<sup>1</sup> Market value per share at date of grant of options 授出認股權日期的每股股價	<sup>2</sup> Market value per share on exercise of options during the Period 行使認股權日期的每股股價
Employees 僱員	2,267,000	2,267,000	2/11/2005	23/11/2005 – 23/11/2015	-	-	-	HK\$2.875	-	-
	175,000	175,000	29/12/2006	29/12/2006 – 28/12/2016	-	-	-	HK\$9.800	-	-
	800,000	800,000	26/2/2007	26/2/2007 – 25/2/2017	-	-	-	HK\$9.49	-	-
	175,000	175,000	29/6/2007	29/6/2007 – 28/6/2017	-	-	-	HK\$14.220	-	-
	175,000	175,000	31/12/2007	31/12/2007 – 30/12/2017	-	-	-	HK\$21.400	-	-
	175,000	175,000	30/6/2008	30/6/2008 – 29/6/2018	-	-	-	HK\$19.316	-	-
	175,000	175,000	31/12/2008	31/12/2008 – 30/12/2018	-	-	-	HK\$11.920	-	-
	350,000	350,000	31/12/2009	31/12/2009 – 30/12/2019	-	-	-	HK\$25.10	-	-
	175,000	175,000	30/6/2010	30/6/2010 – 29/6/2020	-	-	-	HK\$25.91	-	-
	175,000	175,000	31/12/2010	31/12/2010 – 30/12/2020	-	-	-	HK\$24.18	-	-
	175,000	175,000	30/6/2011	30/6/2011 – 29/6/2021	-	-	-	HK\$17.58	-	-
	175,000	175,000	30/12/2011	30/12/2011 – 29/12/2021	-	-	-	HK\$14.728	-	-

#### Notes:

<sup>1</sup> Being the closing price quoted on the Stock Exchange immediately before the dates on which the options were granted during the Period.

<sup>2</sup> Being the weighted average closing price quoted on the Stock Exchange immediately before the dates on which the options were exercised during the Period.

#### 註:

<sup>1</sup> 期內緊接認股權授出日期前於聯交所所報的收市價。

<sup>2</sup> 期內緊接認股權行使日期前於聯交所所報的加權平均收市價。

Apart from the foregoing, at no time during the Period was the Company, any of its holding companies, subsidiaries or fellow subsidiaries a party to any arrangement to enable the directors or chief executives of the Company or any of their spouses or children under eighteen years of age to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

除上述者外，本公司、任何其控股公司、附屬公司或同系附屬公司均沒有在本財務期任何時間參與任何安排，致使本公司董事或最高行政人員或任何他們的配偶或未滿十八歲的子女，可以透過收購本公司或任何其他法團的股份或債權證而獲益。

## Share Option and Share Award Scheme 認股權及股份獎勵計劃

### SHARE AWARD SCHEME

The Share Award Scheme of the Company was adopted by the Board on 10 September 2007 (“Adoption Date”). Unless terminated earlier by the Board, the Share Award Scheme shall be valid and effective for a term of 10 years commencing from the Adoption Date, and after such period no new award of Shares shall be granted.

As at 30 June 2014, the net total number of Shares held under the Share Award Scheme was 969,200 Shares (31 December 2013: 969,200 shares). As at 30 June 2014, no Shares were awarded to selected employees (31 December 2013: Nil) subject to the terms of the Share Award Scheme, but have not yet vested in such selected employees.

No Shares were awarded to the Directors during the Period and prior to the Period, 30,400 Shares were awarded to Mr. NG Yu Lam, Kenneth, a former Director, which vested in him on 2 January 2013. Mr. NG Yu Lam, Kenneth resigned as a Director on 9 April 2013.

### 股份獎勵計劃

董事會已於二零零七年九月十日（「採納日」）採納本公司的股份獎勵計劃。除非董事會提早終止該計劃，否則，該計劃由採納日起十年內有效，於該期間後不得獎授新股份。

於二零一四年六月三十日，根據股份獎勵計劃持有之股份淨額為969,200股（二零一三年十二月三十一日：969,200股）。於二零一四年六月三十日，當中沒有股份已根據股份獎勵計劃的條款獎授但未歸屬予選定僱員（二零一三年十二月三十一日：無）。

本財務期內沒有獎授股份予董事，而於本財務期內之前已向前任董事吳俞霖先生授予獎授的30,400股股份已於二零一三年一月二日歸屬予他。吳俞霖先生已於二零一三年四月九日辭任董事。