

DIRECTORS' INTERESTS IN SHARE CAPITAL

As at 30th June, 2001, the interests of the Directors in the share capital of the Company and its associated corporations as recorded in the register kept under Section 29 of the Securities (Disclosure of Interests) Ordinance were as follows:

(A) Interests in Shares

| | Name of Director | Class of Shares Held | Number of Shares Held | | | Total |
|--|---------------------------------------|----------------------|-----------------------|------------------|--------------------------------|---------------|
| | | | Personal Interests | Family Interests | Corporate Interests | |
| 1. The Company | Mr. Lo Yuk Sui | Ordinary | 222,765 | - | 1,373,024,977 (Notes a & b) | 1,373,247,742 |
| | Mr. Cheng Yuk Lun | Ordinary | 2,325,000 | - | - | 2,325,000 |
| | Mr. Donald Fan Tung | Ordinary | 2,718 | - | - | 2,718 |
| | Mrs. Kitty Lo Lee Kit Tai | Ordinary | 100,000 | - | - | 100,000 |
| | Mr. Jimmy Lo Chun To | Ordinary | 284,000 | - | - | 284,000 |
| | Mr. Ng Siu Chan | Ordinary | - | 536,500 | - | 536,500 |
| | Name of Associated Corporation | | | | | |
| 2. Century City International Holdings Limited ("CCIHL") | Mr. Lo Yuk Sui | Ordinary | 543,344,843 | - | 1,395,994,246 | 1,939,339,089 |
| | Mrs. Kitty Lo Lee Kit Tai | Ordinary | 2,510,000 | - | - | 2,510,000 |
| | Mr. Jimmy Lo Chun To | Ordinary | 1,659,800 | - | - | 1,659,800 |
| | Mr. Ng Siu Chan | Ordinary | - | 15,453,000 | - | 15,453,000 |
| 3. Regal Hotels International Holdings Limited ("RHIHL") | Mr. Lo Yuk Sui | Ordinary | 220,000 | - | 2,865,596,944 (Notes a & c) | 2,865,816,944 |
| | | Preference | - | - | 3,440 (Note a) | 3,440 |
| | Mr. Cheng Yuk Lun | Ordinary | 600,000 | - | - | 600,000 |
| | Mrs. Kitty Lo Lee Kit Tai | Ordinary | 2,370,000 | - | - | 2,370,000 |



| | Name of Associated Corporation | Name of Director | Class of Shares Held | Number of Shares Held | | | Total |
|-----|---|------------------|----------------------|-----------------------|------------------|----------------------------|-----------|
| | | | | Personal Interests | Family Interests | Corporate Interests | |
| 4. | 8D International (BVI) Limited ("8D-BVI") | Mr. Lo Yuk Sui | Ordinary | - | - | 1,000 (Note d) | 1,000 |
| 5. | 8D Matrix Limited ("8D Matrix") | Mr. Lo Yuk Sui | Ordinary | - | - | 2,000,000 (Note e) | 2,000,000 |
| 6. | 8D International Limited ("8D") | Mr. Lo Yuk Sui | Ordinary | - | - | 10,000 (Note f) | 10,000 |
| 7. | Argosy Capital Corporation | Mr. Lo Yuk Sui | Ordinary | - | - | 1,130,349 (Note a) | 1,130,349 |
| 8. | Century King Investment Limited | Mr. Lo Yuk Sui | Ordinary | - | - | 5,000 (Note a) | 5,000 |
| 9. | Century Win Investment Limited | Mr. Lo Yuk Sui | Ordinary | - | - | 9,000 (Note a) | 9,000 |
| 10. | Cheerjoy Development Limited ("Cheerjoy") | Mr. Lo Yuk Sui | Ordinary | - | - | (Note g) | (Note g) |
| 11. | Chest Gain Development Limited | Mr. Lo Yuk Sui | Ordinary | - | - | 7,000 (Note a) | 7,000 |
| 12. | Chinatrend (Holdings) Limited | Mr. Lo Yuk Sui | Ordinary | - | - | 7,500 (Note a) | 7,500 |
| 13. | Chinatrend (Nankai) Limited | Mr. Lo Yuk Sui | Ordinary | - | - | 85 (Note a) | 85 |
| 14. | Hanoi President Hotel Company Limited | Mr. Lo Yuk Sui | Ordinary | - | - | 75 (Note a) | 75 |
| 15. | Polarfine Inc | Mr. Lo Yuk Sui | Ordinary | - | - | 3,000,000 (Notes a & h) | 3,000,000 |

| | Name of Associated Corporation | Name of Director | Class of Shares Held | Number of Shares Held | | | Total |
|-----|---------------------------------|------------------|----------------------|-----------------------|------------------|---------------------|--------|
| | | | | Personal Interests | Family Interests | Corporate Interests | |
| 16. | Rapid Growth Holdings Limited | Mr. Lo Yuk Sui | Ordinary | - | - | 25,000 (Note a) | 25,000 |
| 17. | Talent Faith Investments Ltd. | Mr. Lo Yuk Sui | Ordinary | - | - | 50 (Note a) | 50 |
| 18. | Villawood Developments Limited | Mr. Lo Yuk Sui | Ordinary | - | - | 65 (Note a) | 65 |
| 19. | Wealth Link Investments Limited | Mr. Lo Yuk Sui | Ordinary | - | - | 1 (Note a) | 1 |

Notes:

- (a) The shares were held through companies controlled by CCIHL, of which Mr. Lo Yuk Sui is the Chairman and controlling shareholder.
- (b) Including the retained balance, i.e. 6,444,444 shares, (the "Retained Shares") of the consideration shares agreed to be sold at HK\$4.50 per share for the acquisition of the remaining 51% shareholding interest in The New China Hong Kong Financial Services Limited (now known as Century City Financial Services Limited) by a wholly-owned subsidiary company of CCIHL from a wholly-owned subsidiary company of The New China Hong Kong Group Limited (the "NCHK Company") pursuant to the conditional agreement dated 7th September, 1998 in respect of the said acquisition, which was completed on 17th September, 1998 (the "Completion Date"). The Retained Shares are retained by the CCIHL group until the first anniversary of the Completion Date in connection with the indemnity given by the NCHK Company under the said agreement.
- (c) A total of 494,707,200 shares were charged by a wholly-owned subsidiary company of the Company in favour of a trustee, covering the exchange rights of the holders of the Exchangeable Bonds issued by another wholly-owned subsidiary company of the Company. The Exchangeable Bonds are exchangeable into those existing ordinary shares of RHIHL during the period from 6th April, 1996 to 23rd April, 2001 (which period was extended by 90 days from 23rd January, 2001) at an adjusted effective exchange price of HK\$2.0144 per share (cum entitlements as provided in the relevant trust deed).
- (d) 400 shares were held through companies controlled by CCIHL and 600 shares were held through a company controlled by Mr. Lo Yuk Sui.
- (e) 800,000 shares were held through companies controlled by CCIHL and 1,200,000 shares were held through companies controlled by Mr. Lo Yuk Sui (including 8D-BVI).
- (f) 8D is a wholly-owned subsidiary company of 8D Matrix.
- (g) A wholly-owned subsidiary company of the Company holds 30% attributable shareholding interest in Cheerjoy through Point Perfect Investments Limited ("Point Perfect") which is a 30% owned associate of such subsidiary company. Point Perfect holds all the issued shares of Cheerjoy, i.e. 2 shares.
- (h) Including security interest over 600,000 shares under a share mortgage held by a subsidiary company of CCIHL.



(B) Interests in Share Options Granted by the Company

Number of Shares under the Options

| Name of Director | | Date of Grant (Original Grant Date) (Exercise Price per Share) | As at 1/1/2001 | | Options Outstanding As at 30/6/2001 | |
|-------------------------|-----|--|----------------|--------------------------------|---|--------------------------------|
| | | | (I) (II) | Vested (Note 1) Unvested | (I) (II) | Vested (Note 1) Unvested |
| Mr. Lo Yuk Sui | (a) | 22/2/1994 (HK\$10.40) | (I) | 2,737,500 | (I) | 3,193,750 |
| | | | (II) | 1,825,000 (Note 2) | (II) | 1,368,750 (Note 6) |
| | (b) | 15/9/1995 (22/2/1992) (HK\$0.6656) | (I) | 14,062,500 | (I) | 16,406,250 |
| | | | (II) | 4,687,500 (Note 3) | (II) | 2,343,750 (Note 7) |
| Mr. Cheng Yuk Lun | (a) | 22/2/1994 (HK\$10.40) | (I) | 750,000 | (I) | 875,000 |
| | | | (II) | 500,000 (Note 2) | (II) | 375,000 (Note 6) |
| | (b) | 15/9/1995 (22/2/1992) (HK\$0.6656) | (I) | 3,878,122 | (I) | 4,903,512 |
| | | | (II) | 2,050,784 (Note 3) | (II) | 1,025,394 (Note 7) |
| Mr. Donald Fan Tung | (a) | 22/2/1994 (HK\$10.40) | (I) | 1,125,000 | (I) | 1,312,500 |
| | | | (II) | 750,000 (Note 2) | (II) | 562,500 (Note 6) |
| | (b) | 15/9/1995 (22/2/1992) (HK\$0.6656) | (I) | 3,164,060 | (I) | 3,691,403 |
| | | | (II) | 1,054,690 (Note 3) | (II) | 527,347 (Note 7) |
| | (c) | 15/9/1995 (22/2/1993) (HK\$1.1571) | (I) | 1,230,468 | (I) | 1,406,249 |
| | | | (II) | 527,344 (Note 4) | (II) | 351,563 (Note 3) |
| | (d) | 15/9/1995 (22/2/1994) (HK\$3.5392) | (I) | 1,875,000 | (I) | 2,187,500 |
| | | | (II) | 1,250,000 (Note 5) | (II) | 937,500 (Note 4) |
| Mr. Kenneth Ng Kwai Kai | (a) | 22/2/1994 (HK\$10.40) | (I) | 600,000 | (I) | 700,000 |
| | | | (II) | 400,000 (Note 2) | (II) | 300,000 (Note 6) |
| | (b) | 15/9/1995 (22/2/1992) (HK\$0.6656) | (I) | 3,076,872 | (I) | 4,102,262 |
| | | | (II) | 2,050,784 (Note 3) | (II) | 1,025,394 (Note 7) |

Notes:

- (1) The options are exercisable at any time.
- (2) The options are exercisable in stages commencing seven years from the date of grant.
- (3) The options are exercisable in stages commencing nine years from their respective Original Grant Dates.
- (4) The options are exercisable in stages commencing eight years from their respective Original Grant Dates.
- (5) The option is exercisable in stages commencing seven years from the Original Grant Date.
- (6) The options are exercisable in stages commencing eight years from the date of grant.
- (7) The options are exercisable in stages commencing nine and a half years from the Original Grant Date.

Save as mentioned above, no right has been granted to, or exercised by, any Director of the Company or his spouse and children under 18 years of age, to subscribe for shares in or debentures of the Company during the period.

SUBSTANTIAL SHAREHOLDERS' INTERESTS IN SHARE CAPITAL

As at 30th June, 2001, the interests of those persons (other than the Directors) in the share capital of the Company as recorded in the register kept under Section 16 of the Securities (Disclosure of Interests) Ordinance were as follows:

| Name of Shareholder | Number of Shares Held |
|--|-----------------------|
| CCIHL (Notes i & iii) | 1,373,024,977 |
| Century City BVI Holdings Limited (Notes ii & iii) | 1,373,024,977 |
| Century City Holdings Limited (Note ii) | 769,458,989 |

Notes:

- (i) These shares were shown as the corporate interests of Mr. Lo Yuk Sui in the Company as disclosed under Interests in Shares of Directors' Interests in Share Capital.
- (ii) These companies are subsidiary companies of CCIHL and their interests in the shares of the Company are included in the interests held by CCIHL.
- (iii) Including the retained balance of 6,444,444 shares as disclosed under Note (b) to Interests in Shares of Directors' Interests in Share Capital.

DISCLOSURE PURSUANT TO PRACTICE NOTE 19

The following disclosure is made by the Company in compliance with the continuing disclosure requirements under Practice Note 19 ("PN19") of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"). For the purpose of this section, Regal Hotels International Holdings Limited ("RHIHL") (in which the Company owns a 72.8% shareholding interest) and its subsidiary companies will be referred to as the "RHIHL Group"; the Company and its subsidiary companies, excluding the RHIHL Group, will be referred to as the "PHL Group"; the Company and its subsidiary companies, including the RHIHL Group, will be referred to as the "PHL/RHIHL Group" or the "Group".