

# SUPPLEMENTARY INFORMATION

## 其他資料

### Interim dividend

The Board declared an interim dividend of 7.0 HK cents (2017: 3.5 HK cents) per share for the six months ended 30 September 2018, payable to Shareholders whose names appear on the register of members of the Company on Friday, 7 December 2018. The interim dividend will be payable in cash, with a scrip dividend alternative which will give Shareholders an opportunity to increase their investment in the Company without incurring brokerage fees, stamp duty and related dealing costs. The scrip dividend alternative will also benefit the Company to the extent that such cash as would otherwise have been paid to Shareholders who elect to receive the dividend in scrip, in whole or in part in lieu of a cash dividend, will be retained for use by the Company as working capital or to fund new investments. To facilitate Shareholders' reinvestment of their dividend into the Company's shares, the Board has resolved to offer a five (5) per cent discount on the market price (being the average value of the closing prices of one share on the Stock Exchange for the five consecutive trading days up to and including the record date) for eligible shareholders who elect to receive the dividend in scrip. The new shares to be issued pursuant to the scrip dividend alternative are subject to the Stock Exchange granting the listing of, and permission to deal in, the new shares to be issued. Further details are set out in a circular which will be despatched to Shareholders together with an election form and this report.

The interim dividend is expected to be paid on or around Wednesday, 23 January 2019.

### Closure of register of members

For the purpose of ascertaining entitlement to the interim dividend, the register of members of the Company was closed from Thursday, 6 December 2018 to Friday, 7 December 2018, both days inclusive, during which period no transfer of shares will be registered. In order to qualify for the interim dividend, all valid documents for the transfers of shares accompanied by the relevant share certificates had to be lodged with the Company's Hong Kong branch share registrar and transfer office, Tricor Abacus Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong, not later than 4:30 p.m. on Wednesday, 5 December 2018.

### 中期股息

董事會宣佈派發截至2018年9月30日止6個月之中期股息每股7.0港仙(2017年: 3.5港仙), 有關股息將派發於2018年12月7日(星期五)名列本公司股東名冊之股東。中期股息將以現金方式支付並提供以股代息選擇, 此選擇可讓股東在不用支付經紀費、印花稅及相關交易成本下增加於本公司投資的機會。以股代息計劃亦將有利本公司, 股東如選擇收取新股份代替全部或部分現金股息, 本公司可將原要用作派付股息的現金保留作營運資金, 或用作新投資項目。為鼓勵股東將股息再投資於本公司股份, 董事會亦議決讓選擇以股代息的合資格股東以市價(即相等於直至及包括記錄日期之連續五個交易日一股份於聯交所所報之平均收市價)折讓5%認購代息股份。依據此項以股代息計劃發行的新股, 須待聯交所上市委員會批准上市買賣, 方可作實。載有關於以股代息計劃詳情的通函, 將連同本報告及以股代息選擇表格寄發予各股東。

中期股息預計將於2019年1月23日(星期三)當日或該日後派發。

### 暫停辦理股份過戶登記手續

為確定符合資格收取中期股息, 本公司將於2018年12月6日(星期四)至2018年12月7日(星期五)期間(包括首尾兩日)暫停辦理股份過戶登記手續。為享有上述宣派之中期股息, 所有有效過戶文件連同有關股票必須於2018年12月5日(星期三)下午4時30分前送交本公司之香港股份登記及過戶分處卓佳雅柏勤有限公司, 地址為香港皇后大道東183號合和中心22樓。

## SUPPLEMENTARY INFORMATION

### 其他資料

#### Board of Directors

At the AGM held on 3 September 2018, Dr KWOK Siu Ming Simon, Dr KWOK LAW Kwai Chun Eleanor and Ms KI Man Fung Leonie retired as Directors by rotation. All of the aforesaid Directors, being eligible, offered themselves for re-election by Shareholders. All voting by the Shareholders were conducted by way of poll and all of the said Directors were duly re-elected at the AGM.

The Directors who held office during the six months ended 30 September 2018 and up to the date of this report are:

#### Executive Directors

Dr KWOK Siu Ming Simon, *SBS, JP* (Chairman and CEO)

- date of appointment as a Director: 3 December 1996\*
- date of last re-election in AGM as a Director: 3 September 2018

Dr KWOK LAW Kwai Chun Eleanor, *BBS, JP* (Vice-chairman)

- date of appointment as a Director: 3 December 1996\*
- date of last re-election in AGM as a Director: 3 September 2018

Dr LOOK Guy (CFO)

- date of appointment as a Director: 10 September 2002\*
- date of last re-election in AGM as a Director: 30 August 2016

#### Non-executive Director

Ms LEE Yun Chun Marie-Christine

- date of appointment as a Director: 26 February 2013
- date of last re-election in AGM as a Director: 29 August 2017
- term of directorship: three years commencing on 22 August 2016\*

\* Subject to the provisions on rotation and retirement in the articles of association of the Company.

#### 董事會

於2018年9月3日舉行之股東週年大會上，郭少明博士、郭羅桂珍博士及紀文鳳小姐輪值告退本公司董事。所有輪值告退之董事均有資格並願膺選連任。股東之所有投票均以書面投票方式進行，而所有上述董事均於該股東週年大會上獲選連任。

於2018年9月30日止6個月內及本報告日期，董事會成員為：

#### 執行董事

郭少明博士，*銀紫荊星章，太平紳士*  
(主席及行政總裁)

- 委任為董事日期：1996年12月3日\*
- 上一次獲重選之股東週年大會日期：2018年9月3日

郭羅桂珍博士，*銅紫荊星章，太平紳士*  
(副主席)

- 委任為董事日期：1996年12月3日\*
- 上一次獲重選之股東週年大會日期：2018年9月3日

陸楷博士(首席財務總監)

- 委任為董事日期：2002年9月10日\*
- 上一次獲重選之股東週年大會日期：2016年8月30日

#### 非執行董事

利蘊珍小姐

- 委任為董事日期：2013年2月26日
- 上一次獲重選之股東週年大會日期：2017年8月29日
- 董事任期：由2016年8月22日起計3年\*

\* 須按照本公司章程細則輪值告退。

## Board of Directors (continued)

### Independent Non-executive Directors

Ms TAM Wai Chu Maria, *GBM, GBS, JP*

- date of appointment as a Director: 24 June 2004
- date of last re-election in AGM as a Director: 30 August 2016
- term of directorship: three years commencing on 24 June 2016\*

Ms KI Man Fung Leonie, *GBS, SBS, JP*

- date of appointment as a Director: 15 December 2006
- date of last re-election in AGM as a Director: 3 September 2018
- term of directorship: three years commencing on 15 December 2018\*

Mr TAN Wee Seng

- date of appointment as a Director: 11 March 2010
- date of last re-election in AGM as a Director: 29 August 2017
- term of directorship: three years commencing on 26 August 2016\*

### Related Party Transaction

The rental expenses disclosed in note 23 to the Condensed Consolidated Interim Financial Information do not constitute discloseable connected transaction under the Listing Rules.

## 董事會(續)

### 獨立非執行董事

譚惠珠小姐，大紫荊勳章，金紫荊星章，  
太平紳士

- 委任為董事日期：2004年6月24日
- 上一次獲重選之股東週年大會日期：2016年8月30日
- 董事任期：由2016年6月24日起計3年\*

紀文鳳小姐，金紫荊星章，銀紫荊星章，  
太平紳士

- 委任為董事日期：2006年12月15日
- 上一次獲重選之股東週年大會日期：2018年9月3日
- 董事任期：由2018年12月15日起計3年\*

陳偉成先生

- 委任為董事日期：2010年3月11日
- 上一次獲重選之股東週年大會日期：2017年8月29日
- 董事任期：由2016年8月26日起計3年\*

### 關聯方交易

根據上市規則，於簡明綜合中期財務資料附註23所披露之租金支出並不構成任何須予披露的關連交易。

\* Subject to the provisions on rotation and retirement in the articles of association of the Company.

\* 須按照本公司章程細則輪值告退。

## SUPPLEMENTARY INFORMATION

### 其他資料

### Issue of Shares

During the six months ended 30 September 2018, the Company issued a total of 1,180,000 Shares of HK\$0.10 each in the Company to certain employees, upon their exercise of share options under the share option scheme adopted by the Company on 29 August 2002 (the “2002 Share Option Scheme”).

### Share Options

#### (I) 2002 Share Option Scheme

A share option scheme was approved by the Shareholders at the AGM held on 29 August 2002. The 2002 Share Option Scheme was terminated and a new share option scheme was adopted pursuant to resolutions passed by the Shareholders on 23 August 2012 (the “2012 Share Option Scheme”). The 2012 Share Option Scheme became unconditional and effective on 27 August 2012. Upon termination of the 2002 Share Option Scheme, no further options could be granted under the 2002 Share Option Scheme but the provisions of the 2002 Share Option Scheme continued to govern options granted under this scheme up to and including 23 August 2012.

### 發行股份

於截至2018年9月30日止6個月期間，本公司根據於2002年8月29日採納之購股權計劃（「2002年購股權計劃」）發行本公司每股面值0.10港元之股份合共1,180,000股予行使購股權之若干僱員。

### 購股權

#### (I) 2002購股權計劃

2002年購股權計劃於2002年8月29日舉行之股東週年大會上獲股東通過採納。股東於2012年8月23日通過決議終止2002購股權計劃，並採納一個新購股權計劃（「2012年購股權計劃」）。2012年購股權計劃於2012年8月27日無條件生效。2002年購股權計劃經終止後，再無購股權可根據2002年購股權計劃予以授出，惟該購股權計劃之條文繼續對截至並包括2012年8月23日根據此計劃已授出的購股權具有約束力。

## Share Options (continued)

### (I) 2002 Share Option Scheme (continued)

Details of the share options granted under the 2002 Share Option Scheme and their movements during the period are set out below:

## 購股權(續)

### (I) 2002購股權計劃(續)

按2002年購股權計劃授出之購股權詳情及於期內之變動載列如下：

Name 姓名	Date of grant 授予日期	Subscription price per Share 每股股份認購價 (HK\$) (港元)	Period during which rights exercisable 購股權可予行使之期間	Weight average closing price of the Shares immediately before the date on which the options were exercised 每股股份於緊接購股權行使日期前一天之加權平均收市價 (HK\$) (港元)	Number of Share Options 購股權數目				Outstanding as at 30 September 2018 於2018年9月30日未獲行使
					Outstanding as at 1 April 2018 於2018年4月1日未獲行使	Granted during the period 於期內授予	Exercised during the period 於期內獲行使	*Lapsed during the period 於期內失效	
<b>Director</b> 董事									
Dr LOOK Guy 陸楷博士	1 Mar 2012 2012年3月1日	4.77	28 Feb 2014 to 28 Feb 2022 2014年2月28日至2022年2月28日	-	4,690,998	-	-	-	4,690,998
			28 Feb 2015 to 28 Feb 2022 2015年2月28日至2022年2月28日	-	4,690,998	-	-	-	4,690,998
			Note 附註 <sup>(1)</sup>	-	3,381,996	-	-	-	3,381,996
			Note 附註 <sup>(1)</sup>	-	4,690,998	-	-	-	4,690,998
			Note 附註 <sup>(1)</sup>	-	4,690,998	-	-	-	4,690,998
<b>Employees</b> 僱員	30 Sep 2010 2010年9月30日	3.16	30 Sep 2013 to 29 Sep 2020 <sup>(2)</sup> 2013年9月30日至2020年9月29日 <sup>(2)</sup>	5.47	522,000	-	(30,000)	-	492,000
			30 Sep 2013 to 29 Sep 2020 <sup>(3)</sup> 2013年9月30日至2020年9月29日 <sup>(3)</sup>	-	40,000	-	-	-	40,000
	17 Jun 2011 2011年6月17日	4.95	17 Jun 2014 to 16 Jun 2021 <sup>(4)</sup> 2014年6月17日至2021年6月16日 <sup>(4)</sup>	5.48	2,090,000	-	(318,000)	(20,000)	1,752,000
			17 Jun 2014 to 16 Jun 2021 <sup>(5)</sup> 2014年6月17日至2021年6月16日 <sup>(5)</sup>	-	40,000	-	-	-	40,000
			17 Jun 2014 to 16 Jun 2021 <sup>(6)</sup> 2014年6月17日至2021年6月16日 <sup>(6)</sup>	-	40,000	-	-	-	40,000

SUPPLEMENTARY INFORMATION  
其他資料

Share Options (continued)

(I) 2002 Share Option Scheme (continued)

購股權(續)

(I) 2002購股權計劃(續)

Name 姓名	Date of grant 授予日期	Subscription price per Share 每股股份 認購價 (HK\$) (港元)	Period during which rights exercisable 購股權可予行使之期間	Weight average closing price of the Shares immediately before the date on which the options were exercised 每股股份於 緊接購股權 行使日期前 一天之加權 平均收市價 (HK\$) (港元)	Number of Share Options 購股權數目				Outstanding as at 30 September 2018 於2018年 9月30日 未獲行使
					Outstanding as at 1 April 2018 於2018年 4月1日 未獲行使	Granted during the period 於期內授予	Exercised during the period 於期內獲行使	*Lapsed during the period 於期內失效	
Employees (continued) 僱員(續)									
			17 Jun 2014 to 16 Jun 2021 <sup>(6)</sup> 2014年6月17日至 2021年6月16日 <sup>(6)</sup>	-	50,000	-	-	-	50,000
			17 Jun 2014 to 16 Jun 2021 <sup>(7)</sup> 2014年6月17日至 2021年6月16日 <sup>(7)</sup>	-	50,000	-	-	-	50,000
	29 Jun 2012 <sup>(8)</sup> 2012年6月29日 <sup>(8)</sup>	4.85	29 Jun 2015 to 28 Jun 2022 2015年6月29日至 2022年6月28日	5.47	3,465,000	-	(832,000)	(10,000)	2,623,000
			29 Jun 2015 to 28 Jun 2022 <sup>(9)</sup> 2015年6月29日至 2022年6月28日 <sup>(9)</sup>	-	40,000	-	-	-	40,000
			29 Jun 2015 to 28 Jun 2022 <sup>(9)</sup> 2015年6月29日至 2022年6月28日 <sup>(9)</sup>	-	50,000	-	-	-	50,000
			29 Jun 2015 to 28 Jun 2022 <sup>(9)</sup> 2015年6月29日至 2022年6月28日 <sup>(9)</sup>	-	120,000	-	-	-	120,000
			29 Jun 2015 to 28 Jun 2022 <sup>(7)</sup> 2015年6月29日至 2022年6月28日 <sup>(7)</sup>	-	70,000	-	-	-	70,000
			29 Jun 2015 to 28 Jun 2022 <sup>(9)</sup> 2015年6月29日至 2022年6月28日 <sup>(9)</sup>	-	200,000	-	-	-	200,000
					<b>28,922,988</b>	<b>-</b>	<b>(1,180,000)</b>	<b>(30,000)</b>	<b>27,712,988</b>

# There are no share options cancelled during the period.

# 期內並無購股權被註銷。

## Share Options (continued)

### (I) 2002 Share Option Scheme (continued)

Notes:

- (1) The exercise of the share options is subject to certain performance targets that must be achieved by the director. The share options shall be exercised by the director not later than 28 February 2022.
- (2) On 30 September 2010, the Company granted share options to certain employees of the Company in order to reward them for contributing to the long term success of the business of the Group and to encourage and motivate them to continue to contribute to the success of the Group.
- (3) The grantee, Ms KWOK Lai Kwan Anna, is an associate of the chief executive and directors of the Company.
- (4) On 17 June 2011, the Company granted share options to certain employees of the Company in order to reward them for contributing to the long term success of the business of the Group and to encourage and motivate them to continue to contribute to the success of the Group.
- (5) The grantee, Mr KWOK Siu Hung Vincent, is an associate of the chief executive and directors of the Company.
- (6) The grantee, Ms KWOK Sea Nga Kitty, is an associate of the chief executive and directors of the Company.
- (7) The grantee, Ms KWOK Sze Wai Melody, is an associate of the chief executive and directors of the Company.
- (8) On 29 June 2012, the Company granted 7,567,000 share options to certain employees of the Company in order to reward them for contributing to the long term success of the business of the Group and to encourage and motivate them to continue to contribute to the success of the Group. The exercise of 150,000 share options out of the outstanding balance of 3,103,000 share options as at 30 September 2018 is subject to certain performance targets that must be achieved by the related employees.
- (9) The grantee, Mr LAW Kin Ming Peter, is an associate of the chief executive and directors of the Company.

## 購股權(續)

### (I) 2002購股權計劃(續)

附註：

- (1) 該名董事必須達到若干表現指標才符合資格行使購股權。該等購股權必須不遲於2022年2月28日行使。
- (2) 本公司於2010年9月30日授出購股權予本公司若干僱員，以獎賞該等僱員對本集團業務長線發展作出貢獻及鼓勵和推動該等僱員對本集團業務繼續作出貢獻。
- (3) 該名獲授購股權之人士(即郭麗群小姐)為本公司行政總裁及董事之聯繫人。
- (4) 本公司於2011年6月17日授出購股權予本公司若干僱員，以獎賞該等僱員對本集團業務長線發展作出貢獻及鼓勵和推動該等僱員對本集團業務繼續作出貢獻。
- (5) 該名獲授購股權之人士(即郭少雄先生)為本公司行政總裁及董事之聯繫人。
- (6) 該名獲授購股權之人士(即郭詩雅小姐)為本公司行政總裁及董事之聯繫人。
- (7) 該名獲授購股權之人士(即郭詩慧小姐)為本公司行政總裁及董事之聯繫人。
- (8) 本公司於2012年6月29日授出7,567,000股購股權予本公司若干僱員，以獎賞該等僱員對本集團業務長線發展作出貢獻及鼓勵和推動該等僱員對本集團業務繼續作出貢獻。於2018年9月30日之3,103,000股購股權餘額內，其中150,000股購股權須待有關僱員達到若干表現指標，才符合資格行使該等購股權。
- (9) 該名獲授購股權之人士(即羅建明先生)為本公司行政總裁及董事之聯繫人。

## SUPPLEMENTARY INFORMATION 其他資料

### Share Options (continued)

#### (II) 2012 Share Option Scheme

The 2012 Share Option Scheme was adopted on 23 August 2012 and became unconditional and effective on 27 August 2012. Details of the share options granted under the 2012 Share Option Scheme and their movements during the period are set out below:

Name 姓名	Date of grant 授予日期	Subscription price per Share 每股股份 認購價 (HK\$) (港元)	Closing price of the Shares immediately before the date on which the options were granted 授出購股權日期 之前的收市價 (HK\$) (港元)	Period during which rights exercisable 購股權可予行使之期間	Number of Share Options 購股權數目				Outstanding as at 30 September 2018 於2018年 9月30日 未獲行使
					Outstanding as at 1 April 2018 於2018年 4月1日 未獲行使	Granted during the period 於期內授予	Exercised during the period 於期內獲行使	*Lapsed during the period 於期內失效	
<b>Directors</b> 董事									
Ms LEE Yun Chun Marie-Christine 利蘊珍小姐	13 Apr 2018 2018年4月13日	4.65	4.33	13 Apr 2020 to 12 Apr 2028 2020年4月13日至 2028年4月12日	-	100,000	-	-	100,000
Ms TAM Wai Chu Maria 譚惠珠小姐	13 Apr 2018 2018年4月13日	4.65	4.33	13 Apr 2020 to 12 Apr 2028 2020年4月13日至 2028年4月12日	-	100,000	-	-	100,000
Ms KI Man Fung Leonie 紀文鳳小姐	13 Apr 2018 2018年4月13日	4.65	4.33	13 Apr 2020 to 12 Apr 2028 2020年4月13日至 2028年4月12日	-	100,000	-	-	100,000
Mr Tan Wee Seng 陳偉成先生	13 Apr 2018 2018年4月13日	4.65	4.33	13 Apr 2020 to 12 Apr 2028 2020年4月13日至 2028年4月12日	-	100,000	-	-	100,000

### 購股權(續)

#### (II) 2012年購股權計劃

本公司於2012年8月23日採納2012購股權計劃，該計劃於2012年8月27日無條件生效。按2012年購股權計劃授出之購股權詳情及於期內之變動載列如下：



## Share Options (continued)

### (II) 2012 Share Option Scheme (continued)

## 購股權(續)

### (II) 2012年購股權計劃(續)

Name 姓名	Date of grant 授予日期	Subscription price per Share 每股股份 認購價 (HK\$) (港元)	Closing price of the Shares immediately before the date on which the options were granted 授出購股權日期 之前的收市價 (HK\$) (港元)	Period during which rights exercisable 購股權可予行使之期間	Number of Share Options 購股權數目				Outstanding as at 30 September 2018 於2018年 9月30日 未獲行使
					Outstanding as at 1 April 2018 於2018年 4月1日 未獲行使	Granted during the period 於期內授予	Exercised during the period 於期內獲行使	*Lapsed during the period 於期內失效	
Employees 僱員	21 Jun 2013 2013年6月21日	8.07	-	21 Jun 2016 to 20 Jun 2023 <sup>(1)</sup> 2016年6月21日至 2023年6月20日 <sup>(1)</sup>	4,849,000	-	-	(115,000)	4,734,000
				21 Jun 2016 to 20 Jun 2023 <sup>(2)</sup> 2016年6月21日至 2023年6月20日 <sup>(2)</sup>	50,000	-	-	-	50,000
				21 Jun 2016 to 20 Jun 2023 <sup>(3)</sup> 2016年6月21日至 2023年6月20日 <sup>(3)</sup>	20,000	-	-	-	20,000
				21 Jun 2016 to 20 Jun 2023 <sup>(4)</sup> 2016年6月21日至 2023年6月20日 <sup>(4)</sup>	100,000	-	-	-	100,000
				21 Jun 2016 to 20 Jun 2023 <sup>(5)</sup> 2016年6月21日至 2023年6月20日 <sup>(5)</sup>	50,000	-	-	-	50,000
				21 Jun 2016 to 20 Jun 2023 <sup>(6)</sup> 2016年6月21日至 2023年6月20日 <sup>(6)</sup>	20,000	-	-	-	20,000
				21 Jun 2016 to 20 Jun 2023 <sup>(7)</sup> 2016年6月21日至 2023年6月20日 <sup>(7)</sup>	50,000	-	-	-	50,000
				21 Jun 2016 to 20 Jun 2023 <sup>(8)</sup> 2016年6月21日至 2023年6月20日 <sup>(8)</sup>	120,000	-	-	-	120,000
					<b>5,259,000</b>	<b>400,000</b>	<b>-</b>	<b>(115,000)</b>	<b>5,544,000</b>

# There are no share options cancelled during the period.

# 期內並無購股權被註銷。

## SUPPLEMENTARY INFORMATION

### 其他資料

## Share Options (continued)

### (II) 2012 Share Option Scheme (continued)

Notes:

- (1) On 21 June 2013, the Company granted share options to certain employees of the Company in order to reward them for contributing to the long term success of the business of the Group and to encourage and motivate them to continue to contribute to the success of the Group.
- (2) The grantee, Ms KWOK Lai Kwan Anna, is an associate of the chief executive and directors of the Company.
- (3) The grantee, Ms KWOK Lai Ying Ann, is an associate of the chief executive and directors of the Company.
- (4) The grantee, Ms KWOK Sea Nga Kitty, is an associate of the chief executive and directors of the Company.
- (5) The grantee, Mr KWOK Siu Hung Vincent, is an associate of the chief executive and directors of the Company.
- (6) The grantee, Mr KWOK Siu Keung Paul, is an associate of the chief executive and directors of the Company.
- (7) The grantee, Ms KWOK Sze Wai Melody, is an associate of the chief executive and directors of the Company.
- (8) The grantee, Mr LAW Kin Ming Peter, is an associate of the chief executive and directors of the Company.

The weighted average fair value of the share options granted during the period, measured at the grant date of the options, was determined using the binomial lattice model that is based on the underlying assumptions of one of the commonly used employee option pricing models, prepared by Roma Appraisals Limited, was HK\$1.55 per option. The significant inputs into the model were share price of HK\$4.65 at the grant date, subscription price of HK\$4.65, volatility of 42.2%, dividend yields of 3.7%, an expected option life of around 10 years and an annual risk-free interest rate of 1.9%. The volatility measured at the standard deviation of continuously compounded share returns is based on statistical analysis of daily share prices over the last 10 years. The fair values calculated are inherently subjective and uncertain due to the assumptions made and the limitations of the model used. The value of an option varies with different variables of certain subjective assumptions. Any change in variables so adopted may materially affect the estimation of the fair value of an option.

## 購股權(續)

### (II) 2012年購股權計劃(續)

附註：

- (1) 本公司於2013年6月21日授出購股權予本公司若干僱員，以獎賞該等僱員對本集團業務長線發展作出貢獻及鼓勵和推動該等僱員對本集團業務繼續作出貢獻。
- (2) 該名獲授購股權之人士(即郭麗群小姐)為本公司行政總裁及董事之聯繫人。
- (3) 該名獲授購股權之人士(即郭麗英小姐)為本公司行政總裁及董事之聯繫人。
- (4) 該名獲授購股權之人士(即郭詩雅小姐)為本公司行政總裁及董事之聯繫人。
- (5) 該名獲授購股權之人士(即郭少雄先生)為本公司行政總裁及董事之聯繫人。
- (6) 該名獲授購股權之人士(即郭少強先生)為本公司行政總裁及董事之聯繫人。
- (7) 該名獲授購股權之人士(即郭詩慧小姐)為本公司行政總裁及董事之聯繫人。
- (8) 該名獲授購股權之人士(即羅建明先生)為本公司行政總裁及董事之聯繫人。

於期內授出之購股權於授出日的加權平均公平值由羅馬國際評估有限公司利用二項格子法估值模式釐定，每份購股權為1.55港元。該計算方法乃按常用之僱員購股權估值模式為基準。輸入該模式的重大數據為：於授出日期的股價為4.65港元、認購價為4.65港元、波動幅度為42.2%、派息率為3.7%、購股權的預計年期為約10年及每年零風險利率為1.9%。按照持續複合股份回報的標準偏差而量度的波動幅度，是根據過去10年每日股價的統計分析而計算的。基於作出的假設和所用模式的限制，所計算的公平值必然是主觀和不確定的。購股權的價值會隨著某些主觀假設的不同變數而改變。所採用的變數的任何改變可能會嚴重影響購股權公平值的估算。

## Share Award Scheme

The share award scheme was adopted by the Board on 11 April 2014 (the "Share Award Scheme"). Under the Share Award Scheme, the Board may, from time to time, at its absolute discretion, select any eligible employees as selected employees and grant awarded Shares to them at no consideration. The awarded Shares were acquired by the independent trustee, at the costs of the Company, and held under a trust on and subject to, among others, the terms and conditions of the Share Award Scheme. Shares awarded will be vested in the selected employees according to the terms of grant determined by the Board.

As at 30 September 2018, a total of 5,322,000 awarded Shares had been granted pursuant to the Share Award Scheme, out of which 605,000 awarded Shares remained unvested. During the period, a total of 95,000 awarded Shares lapsed and remained part of the trust fund under the Share Award Scheme.

Details of the awarded Shares granted under the Share Award Scheme and their movements during the period are set out below:

## 股份獎勵計劃

董事會於2014年4月11日採納股份獎勵計劃（「股份獎勵計劃」）。根據該計劃，董事會可不時全權酌情決定甄選任何合資格僱員為經甄選僱員，並無償向彼等授出獎勵股份。獨立受託人將購入股份（費用由本公司承擔）並根據股份獎勵計劃將其作為信託基金的一部分持有。獎勵股份將根據董事會釐定的授出條款歸屬予經甄選僱員。

於2018年9月30日，根據股份獎勵計劃授出合共5,322,000股獎勵股份，其中605,000股尚未歸屬。於期內，根據股份獎勵計劃，合共95,000股獎勵股份已失效，並將其作為信託基金的一部分持有。

股份獎勵計劃授出之獎勵股份詳情及於期內之變動載列如下：

Name 姓名	Date of award 授予日期	Average fair value per Share 每股平均公平值 (HK\$) (港元)	Vesting period* 歸屬期*	Number of Awarded Shares 獎勵股份數目				Outstanding as at 30 September 2018 於2018年9月30日未歸屬
				Outstanding as at 1 April 2018 於2018年4月1日未歸屬	Awarded during the period 於期內授予	Vested during the period 於期內歸屬	Lapsed during the period 於期內失效	
Employees 僱員	29 Jan 2016 2016年1月29日	2.12	29 Jan 2016 to 29 Jan 2019 2016年1月29日至2019年1月29日	15,000	-	-	(15,000)	-
	31 Jul 2017 2017年7月31日	2.87	31 Jul 2017 to 31 Mar 2020 2017年7月31日至2020年3月31日	310,000	-	-	(30,000)	280,000
	30 Nov 2017 2017年11月30日	3.01	30 Nov 2017 to 21 Aug 2020 2017年11月30日至2020年8月21日	100,000	-	-	(50,000)	50,000
	29 Jun 2018 2018年6月29日	4.98	29 Jun 2018 to 23 May 2021 2018年6月29日至2021年5月23日	-	370,000	(120,000)	-	250,000
Associate of Directors 董事之聯繫人	29 Jul 2016 2016年7月29日	3.38	29 Jul 2016 to 29 Jul 2019 2016年7月29日至2019年7月29日	50,000	-	(25,000)	-	25,000
				<b>475,000</b>	<b>370,000</b>	<b>(145,000)</b>	<b>(95,000)</b>	<b>605,000</b>

\* The period during which all the specified vesting conditions of the awarded Shares are to be satisfied.

\* 為達到所有獎勵股份歸屬條件之期間。

## SUPPLEMENTARY INFORMATION

### 其他資料

#### Buy-back, Sale or Redemption of Shares

During the six months ended 30 September 2018, there was no buy-back, sale or redemption of the Company's listed securities by the Company or any of its subsidiaries, except that the trustee of the Share Award Scheme, pursuant to the rules and trust deed of the Share Award Scheme, purchased on the Stock Exchange a total of 2,000,000 Shares at a total consideration of about HK\$9.6 million.

#### Directors' and Chief Executives' Interests and Short Positions in Shares, Underlying Shares and Debentures

As at 30 September 2018, the interests and short positions of the Directors and chief executives 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 SFO) as recorded in the register required to be kept by the Company under Section 352 of the SFO, or as otherwise required to be notified to the Company and the Stock Exchange pursuant to the Model Code, are set out below:

##### (I) Long position in the Shares, Underlying Shares and Debentures of the Company

#### 購回、出售或贖回股份

除股份獎勵計劃的受託人根據股份獎勵計劃及信託契約條款，以總額約9.6百萬港元在聯交所購入合共2,000,000股股份外，本公司或其任何附屬公司於截至2018年9月30日止6個月期內概無購回、出售或贖回本公司任何上市證券。

#### 董事及主要行政人員於股份、相關股份及債券之權益及淡倉

於2018年9月30日，本公司董事及主要行政人員於本公司或其任何相聯法團(定義見證券條例第XV部)擁有記載於本公司按證券條例第352條須置存之登記冊內的權益或淡倉，或根據標準守則須知會本公司及聯交所的權益或淡倉如下：

##### (I) 擁有本公司股份、相關股份及債券之好倉

Name of Director 董事姓名	Number of Shares in the Company 本公司之股份數目					Approximate percentage of the Shares in issue <sup>(1)</sup> 約佔已發行股份百分比 <sup>(1)</sup>
	Personal interests 個人權益	Family interests 家族權益	Corporate interests 公司權益	Derivatives interests 衍生工具權益	Total interests 總權益	
Dr KWOK Siu Ming Simon 郭少明博士	40,728,000	-	1,915,333,768 <sup>(2)(3)</sup>	-	1,956,061,768 <sup>(3)</sup>	64.34% <sup>(4)</sup>
Dr KWOK LAW Kwai Chun Eleanor 郭羅桂珍博士	-	40,728,000	1,915,333,768 <sup>(2)(3)</sup>	-	1,956,061,768 <sup>(3)</sup>	64.34% <sup>(4)</sup>

## Directors' and Chief Executives' Interests and Short Positions in Shares, Underlying Shares and Debentures (continued)

董事及主要行政人員於股份、相關股份及債券之權益及淡倉(續)

### (I) Long position in the Shares, Underlying Shares and Debentures of the Company (continued)

(I) 擁有本公司股份、相關股份及債券之好倉(續)

Name of Director 董事姓名	Number of Shares in the Company 本公司之股份數目					Total interests 總權益	Approximate percentage of the Shares in issue <sup>(1)</sup> 約佔已發行股份 百分比 <sup>(1)</sup>
	Personal interests 個人權益	Family interests 家族權益	Corporate interests 公司權益	Derivatives interests 衍生工具權益			
Dr LOOK Guy 陸楷博士	300,000	-	-	22,145,988 <sup>(5)</sup>		22,445,988	0.74%
Ms LEE Yun Chun Marie- Christine 利蘊珍小姐	-	-	-	100,000		100,000	0.00%
Ms TAM Wai Chu Maria 譚惠珠小姐	2,143,953 <sup>(6)</sup>	-	-	100,000		2,243,953 <sup>(6)</sup>	0.07%
Ms KI Man Fung Leonie 紀文鳳小姐	-	-	-	100,000		100,000	0.00%
Mr Tan Wee Seng 陳偉成先生	-	-	-	100,000		100,000	0.00%

Notes:

- (1) Base on 3,040,034,398 Shares in issue as at 30 September 2018.
- (2) These Shares are held as to 1,484,312,877 shares by Sunrise Height Incorporated and as to 431,020,891 shares by Green Ravine Limited. Both Sunrise Height Incorporated and Green Ravine Limited are owned as to 50% each by Dr KWOK Siu Ming Simon and Dr KWOK LAW Kwai Chun Eleanor.

附註：

- (1) 根據於2018年9月30日的已發行股份3,040,034,398股計算。
- (2) 該等股份其中1,484,312,877股由Sunrise Height Incorporated持有，而431,020,891股由Green Ravine Limited持有。郭少明博士及郭羅桂珍博士各持有Sunrise Height Incorporated及Green Ravine Limited 50%權益。

## SUPPLEMENTARY INFORMATION

### 其他資料

#### Directors' and Chief Executives' Interests and Short Positions in Shares, Underlying Shares and Debentures (continued)

##### (I) Long position in the Shares, Underlying Shares and Debentures of the Company (continued)

Notes: (continued)

- (3) Increased by 30,000,529 Shares on 24 October 2018 following the allotment of new Shares pursuant to the declaration of final and special dividends with scrip alternative announced on 18 September 2018.
- (4) Changed to 64.23% on 24 October 2018 following the allotment of new Shares pursuant to the declaration of final and special dividends with scrip alternative announced on 18 September 2018.
- (5) Details of Dr LOOK Guy's derivatives interests in the Shares of the Company for the six months ended 30 September 2018 are disclosed in the Share Options section on page 83 of this report.
- (6) Increased by 82,459 Shares on 24 October 2018 following the allotment of new Shares pursuant to the declaration of final and special dividends with scrip alternative announced on 18 September 2018.

##### (II) Long Position in the Shares, Underlying Shares and Debentures of Associated Corporations

Dr KWOK Siu Ming Simon and Dr KWOK LAW Kwai Chun Eleanor are each taken to be interested in all the issued non-voting deferred shares (the "Deferred Shares") of Base Sun Investment Limited ("Base Sun"), Matford Trading Limited ("Matford"), Sa Sa Cosmetic Company Limited and Sa Sa Investment (HK) Limited, all of which are wholly-owned subsidiaries of the Company. Details of interests in the Deferred Shares as at 30 September 2018 are set out below:

#### 董事及主要行政人員於股份、相關股份及債券之權益及淡倉(續)

##### (I) 擁有本公司股份、相關股份及債券之好倉(續)

附註：(續)

- (3) 根據於2018年9月18日公佈之末期股息及特別股息之派發並提供以股代息的選擇而發行新股份後，於2018年10月24日增加30,000,529股。
- (4) 根據於2018年9月18日公佈之末期股息及特別股息之派發並提供以股代息的選擇而發行新股份後，於2018年10月24日變為64.23%。
- (5) 有關陸楷博士於截至2018年9月30日止6個月期間擁有股份之衍生工具權益的詳情已於本報告第83頁之「購股權」部份披露。
- (6) 根據於2018年9月18日公佈之末期股息及特別股息之派發並提供以股代息的選擇而發行新股份後，於2018年10月24日增加82,459股。

##### (II) 擁有相聯法團股份、相關股份及債券之好倉

郭少明博士及郭羅桂珍博士分別被視為擁有鵬日投資有限公司(「鵬日」)、美福貿易有限公司(「美福」)、莎莎化粧品有限公司及莎莎投資(香港)有限公司之全部已發行無投票權遞延股份(「遞延股份」)之權益，前述公司均為本公司全資附屬公司。於2018年9月30日，遞延股份之權益詳情載列如下：

## Directors' and Chief Executives' Interests and Short Positions in Shares, Underlying Shares and Debentures (continued)

董事及主要行政人員於股份、相關股份及債券之權益及淡倉(續)

### (II) Long Position in the Shares, Underlying Shares and Debentures of Associated Corporations (continued)

(II) 擁有相聯法團股份、相關股份及債券之好倉(續)

**Dr KWOK Siu Ming Simon**

郭少明博士

Name of associated corporation 相聯法團名稱	Number of Deferred Shares in associated corporation 相聯法團之遞延股份數目					Total interests 總權益	Percentage of shareholding to all the Deferred Shares of associated corporation 佔相聯法團之所有遞延股份百分比
	Personal interests 個人權益	Family interests 家族權益	Corporate interests 公司權益	Other interests 其他權益			
Base Sun Investment Limited 鵬日投資有限公司	-	-	2 <sup>(1)</sup>	-	2	100%	
Matford Trading Limited 美福貿易有限公司	3 <sup>(2)</sup>	-	-	-	3	50%	
Sa Sa Cosmetic Company Limited 莎莎化粧品有限公司	1	-	-	-	1	50%	
Sa Sa Investment (HK) Limited 莎莎投資(香港)有限公司	1	-	-	-	1	50%	

**Dr KWOK LAW Kwai Chun Eleanor**

郭羅桂珍博士

Name of associated corporation 相聯法團名稱	Number of Deferred Shares in associated corporation 相聯法團之遞延股份數目					Total interests 總權益	Percentage of shareholding to all the Deferred Shares of associated corporation 佔相聯法團之所有遞延股份百分比
	Personal interests 個人權益	Family interests 家族權益	Corporate interests 公司權益	Other interests 其他權益			
Base Sun Investment Limited 鵬日投資有限公司	-	-	2 <sup>(1)</sup>	-	2	100%	
Matford Trading Limited 美福貿易有限公司	3 <sup>(3)</sup>	-	-	-	3	50%	
Sa Sa Cosmetic Company Limited 莎莎化粧品有限公司	1	-	-	-	1	50%	
Sa Sa Investment (HK) Limited 莎莎投資(香港)有限公司	1	-	-	-	1	50%	

## SUPPLEMENTARY INFORMATION

### 其他資料

### Directors' and Chief Executives' Interests and Short Positions in Shares, Underlying Shares and Debentures (continued)

#### (II) Long Position in the Shares, Underlying Shares and Debentures of Associated Corporations (continued)

Notes:

- (1) Dr KWOK Siu Ming Simon and Dr KWOK LAW Kwai Chun Eleanor together hold two Deferred Shares in Base Sun through Win Win Group International Limited ("Win Win") and Modern Capital Investment Limited ("Modern Capital"). Win Win and Modern Capital are companies owned as to 50% each by Dr KWOK Siu Ming Simon and Dr KWOK LAW Kwai Chun Eleanor and each of Win Win and Modern Capital holds one Deferred Share in Base Sun.
- (2) Dr KWOK Siu Ming Simon holds three Deferred Shares in Matford through Mr YUNG Leung Wai Tony who acts as a nominee shareholder.
- (3) Dr KWOK LAW Kwai Chun Eleanor holds three Deferred Shares in Matford through Ms KWOK Lai Yee Mabel who acts as a nominee shareholder.

Save as disclosed above, no Director or chief executive of the Company has any interests or short position in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept by the Company under Section 352 of the SFO, or as otherwise required to be notified to the Company and the Stock Exchange pursuant to the Model Code.

### 董事及主要行政人員於股份、相關股份及債券之權益及淡倉(續)

#### (II) 擁有相聯法團股份、相關股份及債券之好倉(續)

附註：

- (1) 郭少明博士及郭羅桂珍博士透過威威集團國際有限公司(「威威」)及茂傑投資有限公司(「茂傑」)持有鵬日2股遞延股份。郭少明博士及郭羅桂珍博士各持有威威及茂傑50%權益，而威威和茂傑各持有1股鵬日遞延股份。
- (2) 郭少明博士透過容良偉先生(作為其代理人股東)持有美福3股遞延股份。
- (3) 郭羅桂珍博士透過郭麗儀小姐(作為其代理人股東)持有美福3股遞延股份。

除上文所披露者外，各董事及主要行政人員概無在本公司或其相聯法團(定義見證券條例第XV部)擁有記載於本公司按證券條例第352條須置存之登記冊內的權益或淡倉，或根據標準守則須知會本公司及聯交所的權益或淡倉。



## Directors' Benefits from Rights to Acquire Shares or Debentures

Save as disclosed under the Share Options section on pages 83 & 86, at no time during the period was the Company or its subsidiaries, a party to any arrangements which enabled the Directors (including their spouses or children under 18 years of age), to acquire benefits by means of acquisition of shares in or debenture of the Company or any other body corporate.

## Interests and Short Positions in Shares and Underlying Shares of Substantial Shareholders

As at 30 September 2018, Shareholders, other than a Director or chief executive of the Company, who had interests and short positions in the Shares and underlying Shares of the Company which were recorded in the register of interests required to be kept by the Company under Section 336 of the SFO are as follows:

### Long position of Substantial Shareholders in the Shares

## 董事購買股份或債券權利之利益

除於第83頁及86頁之「購股權」部分所披露者外，本公司、其控股公司或其附屬公司或其控股公司之附屬公司於期內任何時間概無成為任何安排之其中一方，令董事（包括彼等之配偶或18歲以下之子女）可藉收購本公司或任何其他法人團體之股份或債券而獲得利益。

## 主要股東於股份及相關股份之權益及淡倉

於2018年9月30日，根據證券條例第336條須置存之登記冊內所載，下列人士（本公司任何董事或最高行政人員除外）為股東，並於本公司的股份及相關股份中擁有權益或淡倉：

### 主要股東擁有股份之好倉

Name of company 公司名稱	Capacity 身份	No. of Shares held 持股量	Approximate percentage shareholding <sup>(1)</sup> 約佔已發行股份之百分比 <sup>(1)</sup>
Sunrise Height Incorporated <sup>(2)</sup>	Beneficial owner 實益擁有人	1,484,312,877 <sup>(3)</sup>	48.83% <sup>(3)</sup>
Green Ravine Limited <sup>(2)</sup>	Beneficial owner 實益擁有人	431,020,891 <sup>(4)</sup>	14.18% <sup>(4)</sup>

## SUPPLEMENTARY INFORMATION

### 其他資料

#### Interests and Short Positions in Shares and Underlying Shares of Substantial Shareholders (continued)

#### Long position of Substantial Shareholders in the Shares (continued)

Notes:

- (1) Base on 3,040,034,398 Shares in issue as at 30 September 2018.
- (2) Both Sunrise Height Incorporated and Green Ravine Limited are owned as to 50% each by Dr KWOK Siu Ming Simon and Dr KWOK LAW Kwai Chun Eleanor.
- (3) Increased to 1,506,926,594, representing 48.73% of issued shares, on 24 October 2018 following the allotment of new Shares pursuant to the scrip dividend scheme announced on 18 September 2018.
- (4) Increased to 438,407,703, representing 14.18% of issued shares, on 24 October 2018 following the allotment of new Shares pursuant to the scrip dividend scheme announced on 18 September 2018.

#### Interests and Short Positions in Shares and Underlying Shares of Other Persons

As at 30 September 2018, the Company has not been notified of any other persons (other than the Directors or chief executives of substantial shareholders of the Company) who had interests or short positions in the shares or underlying shares of the Company as recorded in the register to be kept under Section 336 of the SFO.

#### 主要股東於股份及相關股份之權益及淡倉(續)

#### 主要股東擁有股份之好倉(續)

附註：

- (1) 根據於2018年9月30日的已發行股份3,040,034,398股計算。
- (2) 郭少明博士及郭羅桂珍博士各擁有Sunrise Height Incorporated及Green Ravine Limited 50%股權。
- (3) 根據於2018年9月18日公佈之以股代息計劃而發行新股份後，於2018年10月24日增加至1,506,926,594股，約佔已發行股份48.73%。
- (4) 根據於2018年9月18日公佈之以股代息計劃而發行新股份後，於2018年10月24日增加至438,407,703股，約佔已發行股份14.18%。

#### 其他人士於股份及相關股份之權益及淡倉

於2018年9月30日，本公司並無知悉任何人士(本公司任何董事或主要行政人員或主要股東除外)擁有根據證券條例第336條須置存之登記冊內所載之本公司的股份及相關股份中擁有權益或淡倉。