

Edgar Filing: PACIFICNET COM INC - Form SC 13D/A

PACIFICNET COM INC  
Form SC 13D/A  
May 14, 2002

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

SCHEDULE 13D

UNDER THE SECURITIES EXCHANGE ACT OF 1934  
(Amendment No.5)\*  
PacificNet Inc.  
(formerly known as PacificNet.com, Inc.)

-----  
(Name of Issuer)

Common Stock

-----  
(Title of Class of Securities)

69511V 10 8

-----  
(CUSIP Number)

Mr. Lien Kait Long  
B2B Ltd.  
8/F Paul Y. Centre  
51 Hung To Road  
Kwun Tong, Kowloon  
Hong Kong  
(852) 2372-0130

-----  
(Name, Address and Telephone Number of Person Authorized to Receive Notices  
and Communications)

April 9, 2002

-----  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), Rule 13d-1(f) or Rule 13d-1(g), check the following box. [ ]

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7(b) for other parties to whom copies are to be sent.

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

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The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

## SCHEDULE 13D

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1 NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

B2B Ltd. - not applicable.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) ☒ [X]  
(b) ☐ [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS\*  
OO

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS  
IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)  
Not applicable. ☐ [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Hong Kong

NUMBER OF 7 SOLE VOTING POWER  
SHARES -0-

BENEFICIALLY 8 SHARED VOTING POWER  
OWNED BY 2,413,890

EACH 9 SOLE DISPOSITIVE POWER  
REPORTING -0-

PERSON 10 SHARED DISPOSITIVE POWER  
WITH 2,413,890

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
2,413,890

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

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Not applicable.

[ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
10.94%

14 TYPE OF REPORTING PERSON\*

CO

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

2

## SCHEDULE 13D

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1 NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

China Strategic Holdings Limited - not applicable.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [X]  
(b) [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS\*

Not applicable.

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS  
IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

[ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Hong Kong

NUMBER OF 7 SOLE VOTING POWER  
SHARES -0-

BENEFICIALLY 8 SHARED VOTING POWER  
OWNED BY 2,425,423

EACH 9 SOLE DISPOSITIVE POWER  
REPORTING -0-

PERSON 10 SHARED DISPOSITIVE POWER  
WITH 2,425,423

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11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
2,425,423

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*  
[ ]  
Not Applicable.

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
10.97%

14 TYPE OF REPORTING PERSON\*  
CO

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS  
Calisan Developments Limited - not applicable

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]  
Not applicable.

3 SEC USE ONLY

4 SOURCE OF FUNDS\*  
AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS  
IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)  
Not Applicable [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
British Virgin Islands

NUMBER OF 7 SOLE VOTING POWER  
SHARES -0-  
BENEFICIALLY 8 SHARED VOTING POWER

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|                                |                                                                                                                                                                                                                |                                |
|--------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------|
| Disclaimed (see Item 11 below) |                                                                                                                                                                                                                |                                |
| OWNED BY                       |                                                                                                                                                                                                                |                                |
| EACH                           | 9                                                                                                                                                                                                              | SOLE DISPOSITIVE POWER         |
|                                |                                                                                                                                                                                                                | -0-                            |
| REPORTING                      |                                                                                                                                                                                                                |                                |
| PERSON                         | 10                                                                                                                                                                                                             | SHARED DISPOSITIVE POWER       |
|                                |                                                                                                                                                                                                                | Disclaimed (see Item 11 below) |
| WITH                           |                                                                                                                                                                                                                |                                |
| 11                             | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br>Calisan Developments Limited disclaims beneficial ownership of the shares beneficially owned by B2B Ltd. and China Strategic Holdings Limited. |                                |
| 12                             | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*<br>Not Applicable                                                                                                                       |                                |
| 13                             | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)<br>10.97%                                                                                                                                                   |                                |
| 14                             | TYPE OF REPORTING PERSON*<br>HC, CO                                                                                                                                                                            |                                |

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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|                       |                                                                                                                            |                     |
|-----------------------|----------------------------------------------------------------------------------------------------------------------------|---------------------|
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| 1                     | NAME OF REPORTING PERSONS<br>S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS<br>Great Decision Limited - not applicable |                     |
| 2                     | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*<br>Not applicable.                                                       |                     |
| 3                     | SEC USE ONLY                                                                                                               |                     |
| 4                     | SOURCE OF FUNDS*<br>AF                                                                                                     |                     |
| 5                     | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS<br>IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)                                  |                     |

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Not Applicable

[ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

British Virgin Islands

NUMBER OF 7 SOLE VOTING POWER  
-0-  
SHARES

BENEFICIALLY 8 SHARED VOTING POWER  
Disclaimed (see Item 11 below)  
OWNED BY

EACH 9 SOLE DISPOSITIVE POWER  
-0-  
REPORTING

PERSON 10 SHARED DISPOSITIVE POWER  
Disclaimed (see Item 11 below)  
WITH

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
Great Decision Limited disclaims beneficial ownership of the shares  
beneficially owned by B2B Ltd. and China Strategic Holdings Limited.

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*  
Not Applicable [ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
10.97%

14 TYPE OF REPORTING PERSON\*

HC, CO

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

Paul Y. - ITC Investments Group Limited - not applicable

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]  
Not applicable.

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|              |                                                                                                                                                                                                                                 |
|--------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| -----        |                                                                                                                                                                                                                                 |
| 3            | SEC USE ONLY                                                                                                                                                                                                                    |
| -----        |                                                                                                                                                                                                                                 |
| 4            | SOURCE OF FUNDS*                                                                                                                                                                                                                |
|              | AF                                                                                                                                                                                                                              |
| -----        |                                                                                                                                                                                                                                 |
| 5            | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS<br>IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)                                                                                                                                       |
|              | Not Applicable [ ]                                                                                                                                                                                                              |
| -----        |                                                                                                                                                                                                                                 |
| 6            | CITIZENSHIP OR PLACE OF ORGANIZATION                                                                                                                                                                                            |
|              | British Virgin Islands                                                                                                                                                                                                          |
| -----        |                                                                                                                                                                                                                                 |
| NUMBER OF    | 7 SOLE VOTING POWER                                                                                                                                                                                                             |
| SHARES       | -0-                                                                                                                                                                                                                             |
| -----        |                                                                                                                                                                                                                                 |
| BENEFICIALLY | 8 SHARED VOTING POWER                                                                                                                                                                                                           |
| OWNED BY     | Disclaimed (see Item 11 below)                                                                                                                                                                                                  |
| -----        |                                                                                                                                                                                                                                 |
| EACH         | 9 SOLE DISPOSITIVE POWER                                                                                                                                                                                                        |
| REPORTING    | -0-                                                                                                                                                                                                                             |
| -----        |                                                                                                                                                                                                                                 |
| PERSON       | 10 SHARED DISPOSITIVE POWER                                                                                                                                                                                                     |
| WITH         | Disclaimed (see Item 11 below)                                                                                                                                                                                                  |
| -----        |                                                                                                                                                                                                                                 |
| 11           | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br>Paul Y. - ITC Investments Group Limited disclaims beneficial ownership<br>of the shares beneficially owned by B2B Ltd. and China Strategic<br>Holdings Limited. |
| -----        |                                                                                                                                                                                                                                 |
| 12           | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*                                                                                                                                                          |
|              | Not Applicable [ ]                                                                                                                                                                                                              |
| -----        |                                                                                                                                                                                                                                 |
| 13           | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)<br>10.97%                                                                                                                                                                    |
| -----        |                                                                                                                                                                                                                                 |
| 14           | TYPE OF REPORTING PERSON*                                                                                                                                                                                                       |
|              | HC, CO                                                                                                                                                                                                                          |
| -----        |                                                                                                                                                                                                                                 |

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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|              |    |                                                                                                                                                                        |                    |
|--------------|----|------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------|
| 1            |    | NAME OF REPORTING PERSONS                                                                                                                                              |                    |
|              |    | S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS                                                                                                                     |                    |
|              |    | Paul Y. - ITC Construction Holdings (B.V.I.) Limited - not applicable                                                                                                  |                    |
| 2            |    | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*                                                                                                                      | (a) [ ]<br>(b) [ ] |
|              |    | Not applicable.                                                                                                                                                        |                    |
| 3            |    | SEC USE ONLY                                                                                                                                                           |                    |
| 4            |    | SOURCE OF FUNDS*                                                                                                                                                       |                    |
|              |    | AF                                                                                                                                                                     |                    |
| 5            |    | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)                                                                                 |                    |
|              |    | Not Applicable                                                                                                                                                         | [ ]                |
| 6            |    | CITIZENSHIP OR PLACE OF ORGANIZATION                                                                                                                                   |                    |
|              |    | British Virgin Islands                                                                                                                                                 |                    |
| NUMBER OF    | 7  | SOLE VOTING POWER                                                                                                                                                      |                    |
| SHARES       |    | -0-                                                                                                                                                                    |                    |
| BENEFICIALLY | 8  | SHARED VOTING POWER                                                                                                                                                    |                    |
| OWNED BY     |    | Disclaimed (see Item 11 below)                                                                                                                                         |                    |
| EACH         | 9  | SOLE DISPOSITIVE POWER                                                                                                                                                 |                    |
| REPORTING    |    | -0-                                                                                                                                                                    |                    |
| PERSON       | 10 | SHARED DISPOSITIVE POWER                                                                                                                                               |                    |
| WITH         |    | Disclaimed (see Item 11 below)                                                                                                                                         |                    |
| 11           |    | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON                                                                                                           |                    |
|              |    | Paul Y. - ITC Construction Holdings (B.V.I.) Limited disclaims beneficial ownership of the shares beneficially owned by B2B Ltd. and China Strategic Holdings Limited. |                    |
| 12           |    | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*                                                                                                 |                    |
|              |    | Not Applicable                                                                                                                                                         | [ ]                |
| 13           |    | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)                                                                                                                     |                    |
|              |    | 10.97%                                                                                                                                                                 |                    |
| 14           |    | TYPE OF REPORTING PERSON*                                                                                                                                              |                    |



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HC, CO

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

Paul Y. - ITC Construction Holdings Limited - not applicable

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]  
Not applicable.

3 SEC USE ONLY

4 SOURCE OF FUNDS\*  
AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS  
IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)  
Not Applicable [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
Bermuda

NUMBER OF 7 SOLE VOTING POWER  
SHARES -0-

BENEFICIALLY 8 SHARED VOTING POWER  
OWNED BY Disclaimed (see Item 11 below)

EACH 9 SOLE DISPOSITIVE POWER  
REPORTING -0-

PERSON 10 SHARED DISPOSITIVE POWER  
WITH Disclaimed (see Item 11 below)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
Paul Y. - ITC Construction Holdings Limited disclaims beneficial  
ownership of the shares beneficially owned by B2B Ltd. and China

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Strategic Holdings Limited.

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*  
[ ]  
Not Applicable

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
10.97%

14 TYPE OF REPORTING PERSON\*  
HC, CO

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS  
Hollyfield Group Limited - not applicable

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]  
Not applicable.

3 SEC USE ONLY

4 SOURCE OF FUNDS\*  
AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS  
IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)  
Not Applicable [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
Western Samoa

NUMBER OF 7 SOLE VOTING POWER  
SHARES -0-

BENEFICIALLY 8 SHARED VOTING POWER  
OWNED BY Disclaimed (see Item 11 below)

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EACH 9 SOLE DISPOSITIVE POWER  
-0-

REPORTING

PERSON 10 SHARED DISPOSITIVE POWER  
Disclaimed (see Item 11 below)

WITH

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
Hollyfield Group Limited disclaims beneficial ownership of the shares  
beneficially owned by B2B Ltd. and China Strategic Holdings Limited.

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*  
Not Applicable [ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
10.97%

14 TYPE OF REPORTING PERSON\*  
HC, CO

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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## SCHEDULE 13D

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1 NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

Well Orient Limited - not applicable

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]  
Not applicable.

3 SEC USE ONLY

4 SOURCE OF FUNDS\*  
AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS  
IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)  
Not Applicable [ ]

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6 CITIZENSHIP OR PLACE OF ORGANIZATION

Hong Kong

|                                                                                                                                                                                                             |    |                                                            |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|------------------------------------------------------------|
| NUMBER OF<br>SHARES                                                                                                                                                                                         | 7  | SOLE VOTING POWER<br>-0-                                   |
| BENEFICIALLY<br>OWNED BY                                                                                                                                                                                    | 8  | SHARED VOTING POWER<br>Disclaimed (see Item 11 below)      |
| EACH<br>REPORTING<br>PERSON<br>WITH                                                                                                                                                                         | 9  | SOLE DISPOSITIVE POWER<br>-0-                              |
|                                                                                                                                                                                                             | 10 | SHARED DISPOSITIVE POWER<br>Disclaimed (see Item 11 below) |
| 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br>Well Orient Limited disclaims beneficial ownership of the shares<br>beneficially owned by B2B Ltd. and China Strategic Holdings Limited. |    |                                                            |
| 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*<br>Not Applicable [ ]                                                                                                             |    |                                                            |
| 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)<br>10.97%                                                                                                                                             |    |                                                            |
| 14 TYPE OF REPORTING PERSON*<br>HC, CO                                                                                                                                                                      |    |                                                            |

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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|                                                                                                                                    |         |              |
|------------------------------------------------------------------------------------------------------------------------------------|---------|--------------|
| CUSIP No. 69511V 10 8                                                                                                              | Page 11 | of 137 Pages |
| 1 NAME OF REPORTING PERSONS<br>S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS<br>Powervote Technology Limited - not applicable |         |              |
| 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*<br>Not applicable. (a) [ ]<br>(b) [ ]                                          |         |              |
| 3 SEC USE ONLY                                                                                                                     |         |              |

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|              |                                                                                                                                                                                                                      |                                |
|--------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------|
| -----        |                                                                                                                                                                                                                      |                                |
| 4            | SOURCE OF FUNDS*                                                                                                                                                                                                     |                                |
|              | AF                                                                                                                                                                                                                   |                                |
| -----        |                                                                                                                                                                                                                      |                                |
| 5            | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS<br>IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)                                                                                                                            |                                |
|              | Not Applicable [ ]                                                                                                                                                                                                   |                                |
| -----        |                                                                                                                                                                                                                      |                                |
| 6            | CITIZENSHIP OR PLACE OF ORGANIZATION                                                                                                                                                                                 |                                |
|              | British Virgin Islands                                                                                                                                                                                               |                                |
| -----        |                                                                                                                                                                                                                      |                                |
| NUMBER OF    | 7                                                                                                                                                                                                                    | SOLE VOTING POWER              |
| SHARES       |                                                                                                                                                                                                                      | -0-                            |
| -----        |                                                                                                                                                                                                                      |                                |
| BENEFICIALLY | 8                                                                                                                                                                                                                    | SHARED VOTING POWER            |
| OWNED BY     |                                                                                                                                                                                                                      | Disclaimed (see Item 11 below) |
| -----        |                                                                                                                                                                                                                      |                                |
| EACH         | 9                                                                                                                                                                                                                    | SOLE DISPOSITIVE POWER         |
| REPORTING    |                                                                                                                                                                                                                      | -0-                            |
| -----        |                                                                                                                                                                                                                      |                                |
| PERSON       | 10                                                                                                                                                                                                                   | SHARED DISPOSITIVE POWER       |
| WITH         |                                                                                                                                                                                                                      | Disclaimed (see Item 11 below) |
| -----        |                                                                                                                                                                                                                      |                                |
| 11           | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br>Powervote Technology Limited disclaims beneficial ownership of the<br>shares beneficially owned by B2B Ltd. and China Strategic Holdings<br>Limited. |                                |
| -----        |                                                                                                                                                                                                                      |                                |
| 12           | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*                                                                                                                                               |                                |
|              | Not Applicable [ ]                                                                                                                                                                                                   |                                |
| -----        |                                                                                                                                                                                                                      |                                |
| 13           | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)<br>10.97%                                                                                                                                                         |                                |
| -----        |                                                                                                                                                                                                                      |                                |
| 14           | TYPE OF REPORTING PERSON*                                                                                                                                                                                            |                                |
|              | HC, CO                                                                                                                                                                                                               |                                |
| -----        |                                                                                                                                                                                                                      |                                |

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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|                             |                                                                                                                                                                                                                          |                                                            |     |
|-----------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------|-----|
| 1                           | NAME OF REPORTING PERSONS<br>S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS                                                                                                                                          |                                                            |     |
|                             | Hanny Magnetics (B.V.I.) Limited - not applicable                                                                                                                                                                        |                                                            |     |
| 2                           | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*                                                                                                                                                                        | (a)                                                        | [ ] |
|                             | Not applicable.                                                                                                                                                                                                          | (b)                                                        | [ ] |
| 3                           | SEC USE ONLY                                                                                                                                                                                                             |                                                            |     |
| 4                           | SOURCE OF FUNDS*                                                                                                                                                                                                         |                                                            |     |
|                             | AF                                                                                                                                                                                                                       |                                                            |     |
| 5                           | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS<br>IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)                                                                                                                                |                                                            |     |
|                             | Not Applicable                                                                                                                                                                                                           |                                                            | [ ] |
| 6                           | CITIZENSHIP OR PLACE OF ORGANIZATION                                                                                                                                                                                     |                                                            |     |
|                             | British Virgin Islands                                                                                                                                                                                                   |                                                            |     |
| NUMBER OF<br>SHARES         | 7                                                                                                                                                                                                                        | SOLE VOTING POWER<br>-0-                                   |     |
| BENEFICIALLY<br>OWNED BY    | 8                                                                                                                                                                                                                        | SHARED VOTING POWER<br>Disclaimed (see Item 11 below)      |     |
| EACH<br>REPORTING<br>PERSON | 9                                                                                                                                                                                                                        | SOLE DISPOSITIVE POWER<br>-0-                              |     |
| WITH                        | 10                                                                                                                                                                                                                       | SHARED DISPOSITIVE POWER<br>Disclaimed (see Item 11 below) |     |
| 11                          | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON<br>Hanny Magnetics (B.V.I.) Limited disclaims beneficial ownership of the<br>shares beneficially owned by B2B Ltd. and China Strategic Holdings<br>Limited. |                                                            |     |
| 12                          | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*                                                                                                                                                   |                                                            |     |
|                             | Not Applicable [ ]                                                                                                                                                                                                       |                                                            |     |
| 13                          | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)<br>10.97%                                                                                                                                                             |                                                            |     |
| 14                          | TYPE OF REPORTING PERSON*                                                                                                                                                                                                |                                                            |     |
|                             | HC, CO                                                                                                                                                                                                                   |                                                            |     |

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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## SCHEDULE 13D

CUSIP No. 69511V 10 8

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1 NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

Hanny Holdings Limited - not applicable

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]  
Not applicable.

3 SEC USE ONLY

4 SOURCE OF FUNDS\*

AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS  
IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

Not Applicable [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Bermuda

NUMBER OF 7 SOLE VOTING POWER  
-0-  
SHARES

BENEFICIALLY 8 SHARED VOTING POWER  
Disclaimed (see Item 11 below)

OWNED BY

EACH 9 SOLE DISPOSITIVE POWER  
-0-

REPORTING

PERSON 10 SHARED DISPOSITIVE POWER  
Disclaimed (see Item 11 below)

WITH

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
Hanny Holdings Limited disclaims beneficial ownership of the shares  
beneficially owned by B2B Ltd. and China Strategic Holdings Limited.

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

Not Applicable [ ]

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13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
10.97%

14 TYPE OF REPORTING PERSON\*

HC, CO

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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## SCHEDULE 13D

CUSIP No. 69511V 10 8

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1 NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

Famex Investment Limited - not applicable

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]  
Not applicable.

3 SEC USE ONLY

4 SOURCE OF FUNDS\*

AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS  
IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

Not Applicable [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Hong Kong

NUMBER OF 7 SOLE VOTING POWER  
-0-

SHARES

BENEFICIALLY 8 SHARED VOTING POWER  
Disclaimed (see Item 11 below)

OWNED BY

EACH 9 SOLE DISPOSITIVE POWER  
-0-

REPORTING

PERSON 10 SHARED DISPOSITIVE POWER



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Disclaimed (see Item 11 below)

WITH

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
Famex Investment Limited disclaims beneficial ownership of the shares  
beneficially owned by B2B Ltd. and China Strategic Holdings Limited.

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*  
Not Applicable [ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
10.97%

14 TYPE OF REPORTING PERSON\*  
HC, CO

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

14

SCHEDULE 13D

CUSIP No. 69511V 10 8 Page 15 of 137 Pages

1 NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

Mankar Assets Limited - not applicable

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]  
Not applicable.

3 SEC USE ONLY

4 SOURCE OF FUNDS\*  
AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS  
IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)  
Not Applicable [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
British Virgin Islands

NUMBER OF 7 SOLE VOTING POWER  
-0-

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SHARES

BENEFICIALLY 8 SHARED VOTING POWER  
Disclaimed (see Item 11 below)

OWNED BY

EACH 9 SOLE DISPOSITIVE POWER  
-0-

REPORTING

PERSON 10 SHARED DISPOSITIVE POWER  
Disclaimed (see Item 11 below)

WITH

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
Mankar Assets Limited disclaims beneficial ownership of the shares  
beneficially owned by B2B Ltd. and China Strategic Holdings Limited.

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*  
Not Applicable [ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
10.97%

14 TYPE OF REPORTING PERSON\*  
HC, CO

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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SCHEDULE 13D

CUSIP No. 69511V 10 8 Page 16 of 137 Pages

1 NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS  
ITC Investment Holdings Limited - not applicable

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]  
Not applicable.

3 SEC USE ONLY

4 SOURCE OF FUNDS\*  
AF

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5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS  
IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

Not Applicable

[ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

British Virgin Islands

NUMBER OF 7 SOLE VOTING POWER  
SHARES -0-

BENEFICIALLY 8 SHARED VOTING POWER  
OWNED BY Disclaimed (see Item 11 below)

EACH 9 SOLE DISPOSITIVE POWER  
REPORTING -0-

PERSON 10 SHARED DISPOSITIVE POWER  
WITH Disclaimed (see Item 11 below)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
ITC Investment Holdings Limited disclaims beneficial ownership of the  
shares beneficially owned by B2B Ltd. and China Strategic Holdings  
Limited.

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*  
Not Applicable [ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
10.97%

14 TYPE OF REPORTING PERSON\*  
HC, CO

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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## SCHEDULE 13D

CUSIP No. 69511V 10 8

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1 NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

ITC Corporation Limited - not applicable

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2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]  
Not applicable.

3 SEC USE ONLY

4 SOURCE OF FUNDS\*

AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS  
IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

Not Applicable [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Bermuda

NUMBER OF 7 SOLE VOTING POWER  
SHARES -0-

BENEFICIALLY 8 SHARED VOTING POWER  
OWNED BY Disclaimed (see Item 11 below)

EACH 9 SOLE DISPOSITIVE POWER  
REPORTING -0-

PERSON 10 SHARED DISPOSITIVE POWER  
WITH Disclaimed (see Item 11 below)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
ITC Corporation Limited disclaims beneficial ownership of the shares  
beneficially owned by B2B Ltd. and China Strategic Holdings Limited.

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*  
Not Applicable [ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
10.97%

14 TYPE OF REPORTING PERSON\*

HC, CO

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

Galaxyway Investments Limited - not applicable

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]  
Not applicable.

3 SEC USE ONLY

4 SOURCE OF FUNDS\*

AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS  
IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

Not Applicable [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

British Virgin Islands

NUMBER OF 7 SOLE VOTING POWER  
SHARES -0-

BENEFICIALLY 8 SHARED VOTING POWER  
OWNED BY Disclaimed (see Item 11 below)

EACH 9 SOLE DISPOSITIVE POWER  
REPORTING -0-

PERSON 10 SHARED DISPOSITIVE POWER  
WITH Disclaimed (see Item 11 below)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
Galaxyway Investments Limited disclaims beneficial ownership of the  
shares beneficially owned by B2B Ltd. and China Strategic Holdings  
Limited.

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*  
Not Applicable [ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
10.97%

14 TYPE OF REPORTING PERSON\*

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HC, CO

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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SCHEDULE 13D

CUSIP No. 69511V 10 8

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1 NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

Chinaview International Limited - not applicable

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]  
Not applicable.

3 SEC USE ONLY

4 SOURCE OF FUNDS\*

AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS  
IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

Not Applicable [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

British Virgin Islands

NUMBER OF 7 SOLE VOTING POWER  
SHARES -0-

BENEFICIALLY 8 SHARED VOTING POWER  
OWNED BY Disclaimed (see Item 11 below)

EACH 9 SOLE DISPOSITIVE POWER  
REPORTING -0-

PERSON 10 SHARED DISPOSITIVE POWER  
WITH Disclaimed (see Item 11 below)

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
Chinaview International Limited disclaims beneficial ownership of the  
shares beneficially owned by B2B Ltd. and China Strategic Holdings  
Limited.

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12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*

Not Applicable [ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
10.97%

14 TYPE OF REPORTING PERSON\*

HC, CO

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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SCHEDULE 13D

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1 NAME OF REPORTING PERSONS  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

Chan Kwok Keung, Charles - not applicable

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [ ]  
Not applicable.

3 SEC USE ONLY

4 SOURCE OF FUNDS\*

AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS  
IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)  
Not Applicable [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

United Kingdom

NUMBER OF 7 SOLE VOTING POWER  
SHARES -0-

BENEFICIALLY 8 SHARED VOTING POWER  
OWNED BY Disclaimed (see Item 11 below)

EACH 9 SOLE DISPOSITIVE POWER

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-0-

## REPORTING

PERSON 10 SHARED DISPOSITIVE POWER  
Disclaimed (see Item 11 below)

WITH

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
Chan Kwok Keung, Charles disclaims beneficial ownership of the shares  
beneficially owned by B2B Ltd. and China Strategic Holdings Limited.

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES\*  
Not Applicable [ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
10.97%

14 TYPE OF REPORTING PERSON\*  
IN

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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## Note:

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This Amendment No. 5 is being filed to reflect a change in the percentage ownership of the subject company by B2B Limited and China Strategic Holdings Limited, as well as the several indirect holders who are reporting persons on this Statement, Calisan Developments Limited, Great Decision Limited, Paul Y. - ITC Investments Group Limited, Paul Y. - ITC Construction Holdings (B.V.I.) Limited, Paul Y. - ITC Construction Holdings Limited, Hollyfield Group Limited, Well Orient Limited, Powervote Technology Limited, Hanny Magnetics (B.V.I.) Limited, Hanny Holdings Limited, Famex Investment Limited, Mankar Assets Limited, ITC Investment Holdings Limited, ITC Corporation Limited, Galaxyway Investments Limited, Chinaview International Limited, and Dr. Chan Kwok Keung, Charles. The change in percentage ownership resulted from certain changes in the outstanding capital of the subject company of which the foregoing direct or indirect holders recently became aware, as described in Item 4 below. None of the foregoing parties bought or sold any securities of the subject company since the filing of Amendment No. 4 to this Statement in January 2002.

The Amendment No. 5 is also being filed to provide other non-material updated information in items 1, 2, 3, 4 and 5.

Items 1, 2, 3, 4 and 5 have been amended accordingly.

Item 1. Security and Issuer.

-----  
This statement relates to the common stock (the "Common Stock") of PacificNet Inc. (formerly known as PacificNet.com, Inc.) (the "Company"), a Delaware corporation, with its principal executive offices at 860 Blue Gentian Road, Suite 360, Eagan, MN55121, USA.



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### Item 2. Identity and Background.

-----  
This statement is filed by:

China Strategic Holdings Limited  
-----

China Strategic Holdings Limited ("CSH") is a Hong Kong company with its principal executive and business offices located at 8th Floor, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong. The principal business of CSH is that of an investment holding company with diversified interests in industrial and infrastructure investments, property investment and development and media businesses through its subsidiaries.

CSH owns 100% of the issued shares of B2B Ltd. and, through such interest and its interest in China Pharmaceutical Industrial Limited, is the indirect beneficial owner of 2,425,423 shares of Common Stock (the "CSH Shares").

During the past five years, neither CSH nor, to the best knowledge of CSH, any of its executive officers and directors have been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgement, decree or final order enjoining future violations of, or prohibiting or mandating

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activities subject to, federal or state securities laws or finding any violation with respect to such laws.

B2B Ltd.  
-----

B2B Ltd., a Hong Kong company, is a wholly owned subsidiary of CSH, and it directly owns 2,413,890 shares of Common Stock. B2B Ltd.'s principal business is that of an investment holding company whose principal asset currently is such shares in the Company, and its principal executive and business offices are located at 8th Floor, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong.

During the past five years, neither B2B Ltd. nor, to the best knowledge of B2B Ltd., any of its executive officers and directors have been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgement, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Calisan Developments Limited  
-----

The principal business of Calisan Developments Limited, a British Virgin Islands company ("Calisan"), is investment holding. The principal executive and business offices of Calisan are located at 31st Floor, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong.

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Calisan owns 17.45% of the issued shares of CSH and may, pursuant to Rule 13d-3 ("Rule 13d-3") under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), be deemed to control the voting and disposition of the CSH Shares by CSH and B2B Ltd. However, Calisan disclaims beneficial ownership of the CSH Shares and the filing of this statement shall in no way be construed as an admission that Calisan is, for purposes of Section 13(d) or 13(g) of the Exchange Act, the beneficial owner of the CSH shares.

During the past five years, neither Calisan nor, to the best knowledge of Calisan, any of its executive officers and directors have been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgement, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Great Decision Limited  
-----

The principal business of Great Decision Limited, a British Virgin Islands company ("Great Decision"), is investment holding. The principal executive and business offices of Great Decision are located at 31st Floor, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong.

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Great Decision owns 100% of the issued shares of Calisan and may, pursuant to Rule 13d-3, be deemed to control the voting and disposition of the CSH Shares by CSH and B2B Ltd. However, Great Decision disclaims beneficial ownership of the CSH Shares and the filing of this statement shall in no way be construed as an admission that Great Decision is, for purposes of Section 13(d) or 13(g) of the Exchange Act, the beneficial owner of the CSH Shares.

During the past five years, neither Great Decision nor, to the best knowledge of Great Decision, any of its executive officers and directors have been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgement, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Paul Y. - ITC Investments Group Limited  
-----

The principal business of Paul Y. - ITC Investments Group Limited, a British Virgin Islands company ("Paul Y. Investments"), is investment holding. The principal executive and business offices of Paul Y. Investments are located at 31st Floor, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong.

Paul Y. Investments owns 100% of the issued shares of Great Decision and may, pursuant to Rule 13d-3, be deemed to control the voting and disposition of the CSH Shares by CSH and B2B Ltd. However, Paul Y. Investments disclaims beneficial ownership of the CSH Shares and the filing of this statement shall in no way be construed as an admission that Paul Y. Investments is, for purposes of Section 13(d) or 13(g) of the Exchange Act, the beneficial owner of the CSH Shares.

During the past five years, neither Paul Y. Investments nor, to the best knowledge of Paul Y. Investments, any of its executive officers and directors

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have been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgement, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Paul Y. - ITC Construction Holdings (B.V.I.) Limited  
-----

The principal business of Paul Y. - ITC Construction Holdings (B.V.I.) Limited, a British Virgin Islands company ("Paul Y. BVI"), is investment holding. The principal executive and business offices of Paul Y. BVI are located at 31st Floor, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong.

Paul Y. BVI owns 100% of the issued shares of Paul Y. Investments and may, pursuant to Rule 13d-3, be deemed to control the voting and disposition of the CSH Shares by CSH and B2B Ltd. However, Paul Y. BVI disclaims beneficial ownership of the CSH Shares and the filing of this statement shall in no way be construed as an admission that Paul Y. BVI is, for purposes of Section 13(d) or 13(g) of the Exchange Act, the beneficial owner of the CSH Shares.

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During the past five years, neither Paul Y. BVI nor, to the best knowledge of Paul Y. BVI, any of its executive officers and directors have been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgement, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Paul Y. - ITC Construction Holdings Limited  
-----

The principal business of Paul Y. - ITC Construction Holdings Limited, a Bermuda company ("Paul Y. Holdings"), is that of investment holding with interests mainly in companies engaged in construction, property development and investment, manufacturing and trading of construction materials, hotel operations and catering as well as strategic investment in contracting businesses including contract mining, contract drilling, engineering, infrastructure services, power services, telecommunication services and rail services, installation and maintenance of elevators and escalators, and provision of specialized business and management solution. The principal executive and business offices of Paul Y. Holdings are located at 31st Floor, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong.

Paul Y. Holdings owns 100% of the issued shares of Paul Y. BVI and may, pursuant to Rule 13d-3, be deemed to control the voting and disposition of the CSH Shares by CSH and B2B Ltd. However, Paul Y. Holdings disclaims beneficial ownership of the CSH Shares and the filing of this statement shall in no way be construed as an admission that Paul Y. Holdings is, for purposes of Section 13(d) or 13(g) of the Exchange Act, the beneficial owner of the CSH Shares.

During the past five years, neither Paul Y. Holdings nor, to the best knowledge of Paul Y. Holdings, any of its executive officers and directors have been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgement, decree or final order enjoining future

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violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Hollyfield Group Limited  
-----

The principal business of Hollyfield Group Limited, a Western Samoa company ("Hollyfield"), is investment holding. The principal executive and business offices of Hollyfield are located at 33rd Floor, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong.

Hollyfield owns 42.59% of the issued shares of Paul Y. Holdings and may, pursuant to Rule 13d-3, be deemed to control the voting and disposition of the CSH Shares by CSH and B2B Ltd. However, Hollyfield disclaims beneficial ownership of the CSH Shares and the filing of this statement shall in no way be construed as an admission that Hollyfield is, for purposes of Section 13(d) or 13(g) of the Exchange Act, the beneficial owner of the CSH Shares.

During the past five years, neither Hollyfield nor, to the best knowledge of Hollyfield, any of its executive officers and directors have been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was

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or is subject to a judgement, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Well Orient Limited  
-----

The principal business of Well Orient Limited, a Hong Kong company ("Well Orient"), is investment holding. The principal executive and business offices of Well Orient are located at 7th Floor, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong.

Well Orient owns 17.45% of the issued shares of CSH and may, pursuant to Rule 13d-3, be deemed to control the voting and disposition of the CSH Shares by CSH and B2B Ltd. However, Well Orient disclaims beneficial ownership of the CSH Shares and the filing of this statement shall in no way be construed as an admission that Well Orient is, for purposes of Section 13(d) or 13(g) of the Exchange Act, the beneficial owner of the CSH shares.

During the past five years, neither Well Orient nor, to the best knowledge of Well Orient, any of its executive officers and directors have been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgement, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Powervote Technology Limited  
-----

The principal business of Powervote Technology Limited, a British Virgin Islands company ("Powervote"), is investment holding. The principal executive and business offices of Powervote are located at 7th Floor, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong.

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Powervote owns 100% of the issued shares of Well Orient and may, pursuant to Rule 13d-3, be deemed to control the voting and disposition of the CSH Shares by CSH and B2B Ltd. However, Powervote disclaims beneficial ownership of the CSH Shares and the filing of this statement shall in no way be construed as an admission that Powervote is, for purposes of Section 13(d) or 13(g) of the Exchange Act, the beneficial owner of the CSH Shares.

During the past five years, neither Powervote nor, to the best knowledge of Powervote, any of its executive officers and directors have been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgement, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Hanny Magnetics (B.V.I.) Limited  
-----

The principal business of Hanny Magnetics (B.V.I.) Limited, a British Virgin Islands company ("Hanny BVI"), is investment holding. The principal executive and business offices of

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Hanny BVI are located at 7th Floor, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong.

Hanny BVI owns 100% of the issued shares of Powervote and may, pursuant to Rule 13d-3, be deemed to control the voting and disposition of the CSH Shares by CSH and B2B Ltd. However, Hanny BVI disclaims beneficial ownership of the CSH Shares and the filing of this statement shall in no way be construed as an admission that Hanny BVI is, for purposes of Section 13(d) or 13(g) of the Exchange Act, the beneficial owner of the CSH shares.

During the past five years, neither Hanny BVI nor, to the best knowledge of Hanny BVI, any of its executive officers and directors have been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgement, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Hanny Holdings Limited  
-----

The principal business of Hanny Holdings Limited, a Bermuda company ("Hanny"), is the manufacture, distribution and marketing of data storage media and the distribution and marketing of computer accessories, storage media and consumer electronic products and securities trading. Hanny also holds an investment portfolio of information technology-related companies. The principal executive and business offices of Hanny are located at 7th Floor, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong.

Hanny owns 100% of the issued shares of Hanny BVI and may, pursuant to Rule 13d-3, be deemed to control the voting and disposition of the CSH Shares by CSH and B2B Ltd. However, Hanny disclaims beneficial ownership of the CSH Shares and the filing of this statement shall in no way be construed as an admission that Hanny is, for purposes of Section 13(d) or 13(g) of the Exchange Act, the

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beneficial owner of the CSH Shares.

During the past five years, neither Hanny nor, to the best knowledge of Hanny, any of its executive officers and directors have been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgement, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Famex Investment Limited  
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The principal business of Famex Investment Limited, a Hong Kong company ("Famex"), is investment holding. The principal executive and business offices of Famex are located at 33rd Floor, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong.

Famex owns 27.73% of the issued shares of Hanny and may, pursuant to Rule 13d-3, be deemed to control the voting and disposition of the CSH Shares by CSH and B2B Ltd. However, Famex disclaims beneficial ownership of the CSH Shares and the filing of this

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statement shall in no way be construed as an admission that Famex is, for purposes of Section 13(d) or 13(g) of the Exchange Act, the beneficial owner of the CSH Shares.

During the past five years, neither Famex nor, to the best knowledge of Famex, any of its executive officers and directors have been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgement, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Mankar Assets Limited  
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The principal business of Mankar Assets Limited, a British Virgin Islands company ("Mankar"), is investment holding. The principal executive and business offices of Mankar are located at 33rd Floor, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong.

Mankar owns 100% of the issued shares of Famex and may, pursuant to Rule 13d-3, be deemed to control the voting and disposition of the CSH Shares by CSH and B2B Ltd. However, Mankar disclaims beneficial ownership of the CSH Shares and the filing of this statement shall in no way be construed as an admission that Mankar is, for purposes of Section 13(d) or 13(g) of the Exchange Act, the beneficial owner of the CSH Shares.

During the past five years, neither Mankar nor, to the best knowledge of Mankar, any of its executive officers and directors have been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgement, decree or final order enjoining future violations of, or prohibiting

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or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

### ITC Investment Holdings Limited

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The principal business of ITC Investment Holdings Limited, a British Virgin Islands company ("ITC Holdings"), is investment holding. The principal executive and business offices of ITC Holdings are located at 33rd Floor, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong.

ITC Holdings owns 100% of the issued shares of Hollyfield and Mankar and may, pursuant to Rule 13d-3, be deemed to control the voting and disposition of the CSH Shares by CSH and B2B Ltd. However, ITC Holdings disclaims beneficial ownership of the CSH Shares and the filing of this statement shall in no way be construed as an admission that ITC Holdings is, for purposes of Section 13(d) or 13(g) of the Exchange Act, the beneficial owner of the CSH Shares.

During the past five years, neither ITC Holdings nor, to the best knowledge of ITC Holdings, any of its executive officers and directors have been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgement, decree or final order enjoining future violations of,

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or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

### ITC Corporation Limited

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The principal business of ITC Corporation Limited, a Bermuda company ("ITC"), is investment holding. The principal executive and business offices of ITC are located at 33rd Floor, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong.

ITC owns 100% of the issued shares of ITC Holdings and may, pursuant to Rule 13d-3, be deemed to control the voting and disposition of the CSH Shares by CSH and B2B Ltd. However, ITC disclaims beneficial ownership of the CSH Shares and the filing of this statement shall in no way be construed as an admission that ITC is, for purposes of Section 13(d) or 13(g) of the Exchange Act, the beneficial owner of the CSH Shares.

During the past five years, neither ITC nor, to the best knowledge of ITC, any of its executive officers and directors have been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgement, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

### Galaxyway Investments Limited

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The principal business of Galaxyway Investments Limited, a British Virgin Islands company ("Galaxyway"), is investment holding. The principal executive and business offices of Galaxyway are located at 33rd Floor, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong.

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Galaxyway owns 34.82% of the issued shares of ITC and may, pursuant to Rule 13d-3, be deemed to control the voting and disposition of the CSH Shares by CSH and B2B Ltd. However, Galaxyway disclaims beneficial ownership of the CSH Shares and the filing of this statement shall in no way be construed as an admission that Galaxyway is, for purposes of Section 13(d) or 13(g) of the Exchange Act, the beneficial owner of the CSH Shares.

During the past five years, neither Galaxyway nor, to the best knowledge of Galaxyway, any of its executive officers and directors have been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgement, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Chinaview International Limited  
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The principal business of Chinaview International Limited, a British Virgin Islands company ("Chinaview"), is investment holding. The principal executive and business offices of Chinaview are located at 33rd Floor, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong.

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Chinaview owns 100% of the issued shares of Galaxyway and may, pursuant to Rule 13d-3, be deemed to control the voting and disposition of the CSH Shares by CSH and B2B Ltd. However, Chinaview disclaims beneficial ownership of the CSH Shares and the filing of this statement shall in no way be construed as an admission that Chinaview is, for purposes of Section 13(d) or 13(g) of the Exchange Act, the beneficial owner of the CSH Shares.

During the past five years, neither Chinaview nor, to the best knowledge of Chinaview, any of its executive officers and directors have been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or has been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgement, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Chan Kwok Keung, Charles  
-----

The business address of Dr. Chan Kwok Keung, Charles ("Dr. Chan"), a citizen of the United Kingdom, is 33rd Floor, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong. Dr. Chan is the: (i) Chairman of Paul Y. Holdings, ITC, Hanny and China Enterprises Limited, (ii) Chairman and Chief Executive Officer of CSH, (iii) an executive director of Ananda Wing On Travel (Holdings) Limited and (iv) a non-executive director of Downer EDI Limited. Dr. Chan is also a director of Paul Y. BVI and Famex and is the sole director of Galaxyway and Chinaview.

Dr. Chan owns 100% of the issued shares of Chinaview and may, pursuant to Rule 13d-3, be deemed to control the voting and disposition of the CSH Shares by CSH and B2B. However, Dr. Chan disclaims beneficial ownership of the CSH Shares and the filing of this statement shall in no way be construed as an admission that Dr. Chan is, for purposes of Section 13(d) or 13(g) of the Exchange Act, the beneficial owner of the CSH Shares.



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During the past five years, Dr. Chan has not been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) and has not been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgement, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

The name, business address, citizenship and present occupation or employment of each executive officer and director of the foregoing entities and the name, principal business and address of any corporation or other organization in which such employment is conducted are set forth on Schedules I through XIX hereto and are incorporated herein by reference.

### Item 3. Source and Amount of Funds or other Consideration.

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The shares of Common Stock were acquired by B2B Ltd. on July 27, 2000 upon the completion of the exchange of all the ownership interests in PacificNet.com, LLC ("PacificNet") for shares of the Company's Common Stock, as more fully described in the Schedule 13D filed on August 7, 2000 (File No. 005-59081).

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This amendment is being made in part to reflect a passive change in the percentage ownership in the Company of CSH, B2B Ltd., Calisan, Great Decision, Paul Y. Investments, Paul Y. BVI, Paul Y. Holdings, Hollyfield, Well Orient, Powervote, Hanny BVI, Hanny, Famex, Mankar, ITC Holdings, ITC, Galaxyway, Chinaview and Dr. Chan, as described in Item 4 below.

### Item 4. Purposes of Transaction.

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None of the reporting persons named in this Statement has bought or sold any securities of the Company since the date of Amendment No. 4 to this Statement. The following is an explanation of the changes in the Company's outstanding share capital which necessitated this Amendment No. 5:

In April 2002, the Company issued 12,257,121 shares of common stock for the private placement.

The net results of these changes in the total number of shares outstanding is that the percentage ownership interest of B2B Ltd. and CSH in the Company decreased by 13.66% and 13.73% respectively. These changes also resulted in a percentage decrease of 13.73% for all other reporting persons, but as noted elsewhere in this Statement, such other reporting persons disclaim beneficial ownership of those shares.

Except as described in this Item 4, none of B2B Ltd., CSH, Calisan, Great Decision, Paul Y. Investments, Paul Y. BVI, Paul Y. Holdings, Hollyfield, Well Orient, Powervote, Hanny BVI, Hanny, Famex, Mankar, ITC Holdings, ITC, Galaxyway, Chinaview or Dr. Chan has any plan, nor has under consideration any proposal which relate to or would result in:

(a) the acquisition by any person of additional securities of the Company, or the disposition of securities of the Company;

(b) an extraordinary corporate transaction, such as a merger, reorganization or liquidation, involving the Company or any of its subsidiaries;

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(c) a sale or transfer of a material amount of assets of the Company or any of its subsidiaries;

(d) any change in the present board of directors or management of the Company;

(e) any material change in the present capitalization or dividend policy of the Company;

(f) any other material change in the Company's business or corporate structure;

(g) changes in the Company's charter, by-laws or instruments corresponding thereto or other actions which may impede the acquisition of control of the Company by any person;

(h) causing a class of securities of the Company to be delisted from a national securities exchange or to cease to be authorized to be quoted in an inter-dealer quotation system of a registered national securities association;

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(i) a class of equity securities of the Company becoming eligible for termination of registration pursuant to Section 12(g) (4) of the Exchange Act; or

(j) any action similar to any of those enumerated in (a)-(i) above.

### Item 5. Interest in Securities of the Issuer.

(a)-(b) B2B Ltd. is the beneficial owner of 2,413,890 shares of Common Stock, representing 10.94% of the outstanding Common Stock, and has shared power over the voting and disposition of the CSH Shares with CSH.

CSH indirectly beneficially owns 2,425,423 shares of Common Stock, representing 10.97% of the class, due to: (1) its 100% ownership of B2B Ltd. and (2) its indirect partial ownership of China Pharmaceutical Industrial Limited, a subsidiary which beneficially owns 11,533 shares of Common Stock as of the date hereof. CSH is deemed to have shared power to vote and to dispose of 2,413,890 shares of Common Stock with B2B Ltd. It also is deemed to have shared power to vote and dispose of 11,533 shares of Common Stock with China Pharmaceutical Industrial Limited. The executive officers, directors and controlling persons of China Pharmaceutical Industrial Limited, and executive officers and directors of any person ultimately in control of China Pharmaceutical Industrial Limited, are as follows: Lien Kait Long and Ho Kin Cheong, Kelvin of 8th Floor, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong, and Ian James Burton of 2nd Floor, 45 Stirling Highway, Nedlands, WA 6009, Australia.

Calisan, through its ownership of 17.45% of the issued shares of CSH, may be deemed to share voting and dispositive power over the 2,425,423 shares of Common Stock indirectly beneficially owned by CSH, however, pursuant to Rule 13d-4, Calisan expressly disclaims beneficial ownership of such shares.

Great Decision, through its ownership of 100% of the issued shares of Calisan, may be deemed to share voting and dispositive power over 2,425,423 shares of Common Stock indirectly beneficially owned by CSH, however, pursuant to Rule 13d-4, Great Decision expressly disclaims beneficial ownership of such shares.

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Paul Y. Investments, through its ownership of 100% of the issued shares of Great Decision, may be deemed to share voting and dispositive power over 2,425,423 shares of Common Stock indirectly beneficially owned by CSH, however, pursuant to Rule 13d-4, Paul Y. Investments expressly disclaims beneficial ownership of such shares.

Paul Y. BVI, through its ownership of 100% of the issued shares of Paul Y. Investments, may be deemed to share voting and dispositive power over 2,425,423 shares of Common Stock indirectly beneficially owned by CSH, however, pursuant to Rule 13d-4, Paul Y. BVI expressly disclaims beneficial ownership of such shares.

Paul Y. Holdings, through its ownership of 100% of the issued shares of Paul Y. BVI, may be deemed to share voting and dispositive power over 2,425,423 shares

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of Common Stock indirectly beneficially owned by CSH, however, pursuant to Rule 13d-4, Paul Y. Holdings expressly disclaims beneficial ownership of such shares.

Hollyfield, through its ownership of 42.59% of the issued shares of Paul Y. Holdings, may be deemed to share voting and dispositive power over 2,425,423 shares of Common Stock indirectly beneficially owned by CSH, however, pursuant to Rule 13d-4, Hollyfield expressly disclaims beneficial ownership of such shares.

Well Orient, through its ownership of 17.45% of the issued shares of CSH, may be deemed to share voting and dispositive power over the 2,425,423 shares of Common Stock indirectly beneficially owned by CSH, however, pursuant to Rule 13d-4, Well Orient expressly disclaims beneficial ownership of such shares.

Powervote, through its ownership of 100% of the issued shares of Well Orient, may be deemed to share voting and dispositive power over the 2,425,423 shares of Common Stock indirectly beneficially owned by CSH, however, pursuant to Rule 13d-4, Powervote expressly disclaims beneficial ownership of such shares.

Hanny BVI, through its ownership of 100% of the issued shares of Powervote, may be deemed to share voting and dispositive power over 2,425,423 shares of Common Stock indirectly beneficially owned by CSH, however, pursuant to Rule 13d-4, Hanny BVI expressly disclaims beneficial ownership of such shares.

Hanny, through its ownership of 100% of the issued shares of Hanny BVI, may be deemed to share voting and dispositive power over the 2,425,423 shares of Common Stock indirectly beneficially owned by CSH, however, pursuant to Rule 13d-4, Hanny expressly disclaims beneficial ownership of such shares.

Famex, through its ownership of 27.73% of the issued shares of Hanny, may be deemed to share voting and dispositive power over 2,425,423 shares of Common Stock indirectly beneficially owned by CSH, however, pursuant to Rule 13d-4, Famex expressly disclaims beneficial ownership of such shares.

Mankar, through its ownership of 100% of the issued shares of Famex, may be deemed to share voting and dispositive power over 2,425,423

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shares of Common Stock indirectly beneficially owned by CSH, however, pursuant to Rule 13d-4, Mankar expressly disclaims beneficial ownership of such shares.

ITC Holdings, through its ownership of 100% of the issued shares of both Hollyfield and Mankar may be deemed to share voting and dispositive power over the 2,425,423 shares of Common Stock indirectly beneficially owned by CSH, however, pursuant to Rule 13d-4, ITC Holdings expressly disclaims beneficial ownership of such shares.

ITC, through its ownership of 100% of the issued shares of ITC Holdings may be deemed to share voting and dispositive power over the 2,425,423 shares of

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Common Stock indirectly beneficially owned by CSH, however, pursuant to Rule 13d-4, ITC expressly disclaims beneficial ownership of such shares.

Galaxyway, through its ownership of 34.82% of the issued shares of ITC, may be deemed to share voting and dispositive power over 2,425,423 shares of Common Stock indirectly beneficially owned by CSH, however, pursuant to Rule 13d-4, Galaxyway expressly disclaims beneficial ownership of such shares.

Chinaview, through its ownership of 100% of the issued shares of Galaxyway, may be deemed to share voting and dispositive power over 2,425,423 shares of Common Stock indirectly beneficially owned by CSH, however, pursuant to Rule 13d-4, Chinaview expressly disclaims beneficial ownership of such shares.

Dr. Chan, through his ownership of 100% of the issued shares of Chinaview, may be deemed to share voting and dispositive power over 2,425,423 shares of Common Stock indirectly beneficially owned by CSH, however, pursuant to Rule 13d-4, Dr. Chan expressly disclaims beneficial ownership of such shares.

None of the persons named on Schedules I-XIX beneficially own shares of Common Stock.

(c) Not applicable.

(d) The reporting persons know of no other person who has the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the securities reported herein.

(e) Not applicable.

### Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer.

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There are no contracts, arrangements, understandings or relationships (legal or otherwise) between the persons named in Item 2 above with respect to any securities of the Company including, but not limited to, transfer or the voting of any securities of the Company, finder's fees, joint ventures, loan or option arrangements, puts or calls, guarantees of profits, division of profits or loss, or the giving or withholding of proxies.

### Item 7. Material to be Filed as Exhibits.

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The document which have been filed as Exhibits are listed in the Exhibit Index herein.

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SIGNATURES  
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After reasonable inquiry and to the best of my knowledge and belief, B2B Ltd. certifies that the information set forth in this statement is true, complete and correct.

FOR AND ON BEHALF OF B2B LTD.

Dated: May 6, 2002

By: /s/ Lien Kait Long  
-----

Name: Lien Kait Long  
Title: Director

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After reasonable inquiry and to the best of my knowledge and belief, China Strategic Holdings Limited certifies that the information set forth in this statement is true, complete and correct.

FOR AND ON BEHALF OF CHINA STRATEGIC  
HOLDINGS LIMITED

Dated: May 6, 2002

By: /s/ Lien Kait Long  
-----

Name: Lien Kait Long  
Title: Executive Director

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After reasonable inquiry and to the best of my knowledge and belief, Calisan Developments Limited certifies that the information set forth in this statement is true, complete and correct.

FOR AND ON BEHALF OF CALISAN  
DEVELOPMENTS LIMITED

Dated: May 6, 2002

By: /s/ Chau Mei Wah, Rosanna  
-----

Name: Chau Mei Wah, Rosanna  
Title: Director

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After reasonable inquiry and to the best of my knowledge and belief, Great Decision Limited certifies that the information set forth in this statement is true, complete and correct.

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FOR AND ON BEHALF OF GREAT DECISION  
LIMITED

Dated: May 6, 2002

By: /s/ Chau Mei Wah, Rosanna  
-----

Name: Chau Mei Wah, Rosanna  
Title: Director

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After reasonable inquiry and to the best of my knowledge and belief, Paul Y. - ITC Investments Group Limited certifies that the information set forth in this statement is true, complete and correct.

FOR AND ON BEHALF OF PAUL Y. - ITC  
INVESTMENTS GROUP LIMITED

Dated: May 6, 2002

By: /s/ Chau Mei Wah, Rosanna  
-----

Name: Chau Mei Wah, Rosanna  
Title: Director

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After reasonable inquiry and to the best of my knowledge and belief, Paul Y. - ITC Construction Holdings (B.V.I.) Limited certifies that the information set forth in this statement is true, complete and correct.

FOR AND ON BEHALF OF PAUL Y. - ITC  
CONSTRUCTION HOLDINGS (B.V.I.) LIMITED

Dated: May 6, 2002

By: /s/ Chau Mei Wah, Rosanna  
-----

Name: Chau Mei Wah, Rosanna  
Title: Director

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After reasonable inquiry and to the best of my knowledge and belief, Paul Y. - ITC Construction Holdings Limited certifies that the information set forth in this statement is true, complete and correct.

FOR AND ON BEHALF OF PAUL Y. - ITC  
CONSTRUCTION HOLDINGS LIMITED

Dated: May 6, 2002

By: /s/ Chau Mei Wah, Rosanna  
-----

Name: Chau Mei Wah, Rosanna  
Title: Executive Director

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After reasonable inquiry and to the best of my knowledge and belief,

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Hollyfield Group Limited certifies that the information set forth in this statement is true, complete and correct.

FOR AND ON BEHALF OF HOLLYFIELD  
GROUP LIMITED

Dated: May 6, 2002

By: /s/ Chau Mei Wah, Rosanna  
-----

Name: Chau Mei Wah, Rosanna  
Title: Director

41

After reasonable inquiry and to the best of my knowledge and belief, Well Orient Limited certifies that the information set forth in this statement is true, complete and correct.

FOR AND ON BEHALF OF WELL ORIENT  
LIMITED

Dated: May 6, 2002

By: /s/ Lui Siu Tsuen, Richard  
-----

Name: Lui Siu Tsuen, Richard  
Title: Director

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After reasonable inquiry and to the best of my knowledge and belief, Powervote Technology Limited certifies that the information set forth in this statement is true, complete and correct.

FOR AND ON BEHALF OF POWERVOTE  
TECHNOLOGY LIMITED

Dated: May 6, 2002

By: /s/ Lui Siu Tsuen, Richard  
-----

Name: Lui Siu Tsuen, Richard  
Title: Director

43

After reasonable inquiry and to the best of my knowledge and belief, Hanny Magnetics (B.V.I.) Limited certifies that the information set forth in this statement is true, complete and correct.

FOR AND ON BEHALF OF HANNY  
MAGNETICS (B.V.I.) LIMITED

Dated: May 6, 2002

By: /s/ Lui Siu Tsuen, Richard  
-----

Name: Lui Siu Tsuen, Richard  
Title: Director

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After reasonable inquiry and to the best of my knowledge and belief, Hanny Holdings Limited certifies that the information set forth in this statement is true, complete and correct.

FOR AND ON BEHALF OF HANNY HOLDINGS  
LIMITED

Dated: May 6, 2002

By: /s/ Allan Yap  
-----

Name: Allan Yap  
Title: Managing Director

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After reasonable inquiry and to the best of my knowledge and belief, Famex Investment Limited certifies that the information set forth in this statement is true, complete and correct.

FOR AND ON BEHALF OF FAMEX  
INVESTMENT LIMITED

Dated: May 6, 2002

By: /s/ Chau Mei Wah, Rosanna  
-----

Name: Chau Mei Wah, Rosanna  
Title: Director

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After reasonable inquiry and to the best of my knowledge and belief, Mankar Assets Limited certifies that the information set forth in this statement is true, complete and correct.

FOR AND ON BEHALF OF MANKAR ASSETS  
LIMITED

Dated: May 6, 2002

By: /s/ Chau Mei Wah, Rosanna  
-----

Name: Chau Mei Wah, Rosanna  
Title: Director

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After reasonable inquiry and to the best of my knowledge and belief, ITC Investment Holdings Limited certifies that the information set forth in this statement is true, complete and correct.

FOR AND ON BEHALF OF ITC  
INVESTMENT HOLDINGS LIMITED

Dated: May 6, 2002

By: /s/ Chau Mei Wah, Rosanna  
-----

Name: Chau Mei Wah, Rosanna  
Title: Director



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After reasonable inquiry and to the best of my knowledge and belief, ITC Corporation Limited certifies that the information set forth in this statement is true, complete and correct.

FOR AND ON BEHALF OF ITC CORPORATION  
LIMITED

Dated: May 6, 2002

By: /s/ Chau Mei Wah, Rosanna  
-----

Name: Chau Mei Wah, Rosanna  
Title: Managing Director

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After reasonable inquiry and to the best of my knowledge and belief, Galaxyway Investments Limited certifies that the information set forth in this statement is true, complete and correct.

FOR AND ON BEHALF OF GALAXYWAY  
INVESTMENTS LIMITED

Dated: May 6, 2002

By: /s/ Chan Kwok Keung, Charles  
-----

Name: Chan Kwok Keung, Charles  
Title: Director

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After reasonable inquiry and to the best of my knowledge and belief, Chinaview International Limited certifies that the information set forth in this statement is true, complete and correct.

FOR AND ON BEHALF OF CHINAVIEW  
INTERNATIONAL LIMITED

Dated: May 6, 2002

By: /s/ Chan Kwok Keung, Charles  
-----

Name: Chan Kwok Keung, Charles  
Title: Director

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After reasonable inquiry and to the best of my knowledge and belief, I, Dr. Chan Kwok Keung, Charles, certify that the information set forth in this statement is true, complete and correct.

Dated: May 6, 2002

By: /s/ Chan Kwok Keung, Charles  
-----

Name: Dr. Chan Kwok Keung, Charles

## Schedule I

Executive Officers and Directors of China Strategic Holdings Limited  
as of May 6, 2002

The principal address and business of each corporation or other organization listed below can be found in Item 2 with respect to the reporting persons listed in this Amendment No. 5 or in Schedule XIX for all other corporations or other organizations.

| Name and Title | Business Address                                                                 | Citizenship |
|----------------|----------------------------------------------------------------------------------|-------------|
| Lien Kait Long | c/o 8/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong, Kowloon,<br>Hong Kong | Singapore   |

|                          |                                                                                  |                   |
|--------------------------|----------------------------------------------------------------------------------|-------------------|
| David Edwin Bussmann     | c/o 8/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong, Kowloon,<br>Hong Kong | USA               |
| Chan Kwok Keung, Charles | c/o 33/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,          | United<br>Kingdom |

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51 Hung To Road,  
Kwun Tong, Kowloon,  
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|---------------------------|-------------------------------------------------------------------------------------|-----------|
| Richard, Siu Tsuen<br>Lui | c/o 7/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | Hong Kong |
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| Choy Hok Man,<br>Constance | c/o 49/F, Bank of China Tower,<br>1 Garden Road, Hong Kong | Canada |
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| Li Wa Kin      | c/o 8/F, Paul Y. Centre, 51<br>Hung To Road,<br>Kwun Tong, Kowloon, Hong Kong        | China          | Execu<br>Str                                                                                 |
| Chan Kwok Hung | c/o 27/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | United Kingdom | Alter<br>Str<br>Chair<br>Lim<br>Execu<br>Hol<br>Direc<br>(B.<br>Execu<br>Con<br>Direc<br>Lim |

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| Allan Yap | c/o 7/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | Canada | Vice<br>Hol<br>Vice<br>Ent<br>Direc<br>Direc<br>Lim<br>Direc<br>(B.<br>Manag<br>Hol<br>Execu<br>Con<br>Execu<br>On<br>Chair<br>Off<br>Con |
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## Schedule II

Executive Officers and Directors of B2B Ltd.  
as of May 6, 2002

The principal address and business of each corporation or other organization listed below can be found in Item 2 with respect to the reporting persons listed in this Amendment No. 5 or in Schedule XIX for all other corporations or other organizations.

| Name and Title           | Business Address                                                              | Citizenship |
|--------------------------|-------------------------------------------------------------------------------|-------------|
| Lien Kait Long           | c/o 8/F, Paul Y. Centre, 51<br>Hung To Road,<br>Kwun Tong, Kowloon, Hong Kong | Singapore   |
| Ho Kin Cheong,<br>Kelvin | c/o 8/F, Paul Y. Centre, 51<br>Hung To Road,<br>Kwun Tong, Kowloon, Hong Kong | Hong Kong   |

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## Schedule III

Executive Officers and Directors of Calisan Developments Limited  
as of May 6, 2002

The principal address and business of each corporation or other organization listed below can be found in Item 2 with respect to the reporting persons listed in this Amendment No. 5 or in Schedule XIX for all other corporations or other organizations.

| Name and Title           | Business Address                                                                  | Citizenship |
|--------------------------|-----------------------------------------------------------------------------------|-------------|
| Chau Mei Wah,<br>Rosanna | c/o 31/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong, Kowloon,<br>Hong Kong | Australia   |

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Lau Ko Yuen, Tom

c/o 31/F, Paul Y. Centre,  
51 Hung To Road,  
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Schedule IV

Executive Officers and Directors of Great Decision Limited  
as of May 6, 2002

The principal address and business of each corporation or other organization listed below can be found in Item 2 with respect to the reporting persons listed in this Amendment No. 5 or in Schedule XIX for all other corporations or other organizations.

| Name and Title   | Business Address                                                                  | Citizenship    |
|------------------|-----------------------------------------------------------------------------------|----------------|
| Lau Ko Yuen, Tom | c/o 31/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong, Kowloon,<br>Hong Kong | United Kingdom |

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Schedule V

Executive Officers and Directors of Paul Y. - ITC Investments Group Limited  
as of May 6, 2002

The principal address and business of each corporation or other organization listed below can be found in Item 2 with respect to the reporting persons listed in this Amendment No. 5 or in Schedule XIX for all other corporations or other organizations.

| Name and Title | Business Address                                                                     | Citizenship       |
|----------------|--------------------------------------------------------------------------------------|-------------------|
| Chan Fut Yan   | c/o 31/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | United<br>Kingdom |

|                  |                                                                                   |                |
|------------------|-----------------------------------------------------------------------------------|----------------|
| Lau Ko Yuen, Tom | c/o 31/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong, Kowloon,<br>Hong Kong | United Kingdom |
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| Chau Mei Wah,<br>Rosanna | c/o 31/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | Australia |
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Schedule VI

Executive Officers and Directors of Paul Y. - ITC Construction  
Holdings (B.V.I.) Limited  
as of May 6, 2002

The principal address and business of each corporation or other organization listed below can be found in Item 2 with respect to the reporting persons listed in this Amendment No. 5 or in Schedule XIX for all other corporations or other organizations.

| Name and Title           | Business Address                                                                     | Citizenship    |
|--------------------------|--------------------------------------------------------------------------------------|----------------|
| Chan Kwok Keung, Charles | c/o 33/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | United Kingdom |

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| Lau Ko Yuen, Tom | c/o 31/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong, Kowloon,<br>Hong Kong | United Kingdom |
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| Chan Fut Yan | c/o 31/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | United Kingdom |
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| Chau Mei Wah, Rosanna | c/o 31/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | Australia |
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Executive Officers and Directors of Paul Y. - ITC Construction Holdings Limited  
as of May 6, 2002

The principal address and business of each corporation or other organization listed below can be found in Item 2 with respect to the reporting persons listed in this Amendment No. 5 or in Schedule XIX for all other corporations or other organizations.

| Name and Title           | Business Address                                                                     | Citizenship    |
|--------------------------|--------------------------------------------------------------------------------------|----------------|
| Chan Kwok Keung, Charles | c/o 33/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | United Kingdom |

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| Lau Ko Yuen, Tom | c/o 31/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | United Kingdom | Depu<br>Co<br>Li<br>Dire<br>Li<br>Dire<br>Co<br>(B<br>Dire<br>In<br>Dire<br>Li<br>Dire<br>Li<br>Depu<br>Co<br>Dire<br>Li<br>Dire<br>Li<br>Chai<br>Alte<br>St<br>Dire<br>Ho<br>Dire<br>Li |
| Chan Fut Yan     | c/o 31/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | United Kingdom | Mana<br>IT<br>Li<br>Vice<br>Gr<br>Dire<br>Li<br>Dire<br>Co<br>(B<br>Dire<br>Li<br>Dire<br>Li<br>Dire<br>Li                                                                               |

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| Chau Mei Wah, Rosanna    | c/o 31/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | Australia      | Exec<br>IT<br>Li<br>Dire<br>Co<br>Exec<br>Gr<br>Dire<br>Li<br>Dire<br>Co<br>(B<br>Dire<br>In<br>Dire<br>Li<br>Dire<br>Li<br>Mana<br>Co<br>Exec<br>Ho<br>Dire<br>Li<br>Dire<br>Li<br>Exec<br>St<br>Dire<br>Ho |
| Cheung Ting Kau, Vincent | c/o 15/F, Alexandra House,<br>16-20 Chater Road,<br>Central, Hong Kong               | United Kingdom | Inde<br>Di<br>Co                                                                                                                                                                                             |

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| Kwok Shiu Keung, Ernest | c/o 21-22/F, Bank of China<br>Tower,<br>1 Garden Road,<br>Hong Kong                  | Australia |
| Cheung Hon Kit          | c/o 27/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | Hong Kong |

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Schedule VIII

Executive Officers and Directors of Hollyfield Group Limited  
as of May 6, 2002

The principal address and business of each corporation or other organization listed below can be found in Item 2 with respect to the reporting persons listed in this Amendment No. 5 or in Schedule XIX for all other corporations or other organizations.

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| Name and Title   | Business Address                                                                  | Citizenship    | Emp<br>Con                                                                                                                                        |
|------------------|-----------------------------------------------------------------------------------|----------------|---------------------------------------------------------------------------------------------------------------------------------------------------|
| Lau Ko Yuen, Tom | c/o 31/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong, Kowloon,<br>Hong Kong | United Kingdom | Dir<br>L<br>Dir<br>D<br>Dir<br>C<br>(<br>(<br>Dir<br>I<br>Dir<br>L<br>Dep<br>I<br>L<br>Dep<br>C<br>Dir<br>L<br>Dir<br>L<br>Cha<br>Alt<br>S<br>Dir |

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| Chan Fut Yan | c/o 31/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | United Kingdom | Cyb<br>L<br>Dir<br>H<br>Dir<br>L<br>Vic<br>G<br>Dir<br>D<br>Man<br>I<br>L<br>Dir<br>C<br>(<br>(<br>Dir<br>L<br>Dir<br>L<br>Dir<br>L<br>Exe<br>C |
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Chau Mei Wah,  
Rosanna

c/o 31/F, Paul Y. Centre,  
51 Hung To Road,  
Kwun Tong,  
Kowloon,  
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# Schedule IX

Executive Officers and Directors of Well Orient Limited  
as of May 6, 2002

The principal address and business of each corporation or other organization listed below can be found in Item 2 with respect to the reporting persons listed in this Amendment No. 5 or in Schedule XIX for all other corporations or other organizations.

| Name and Title | Business Address                                                                    | Citizenship |
|----------------|-------------------------------------------------------------------------------------|-------------|
| Allan Yap      | c/o 7/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | Canada      |

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|                        |                                                                                     |           |
|------------------------|-------------------------------------------------------------------------------------|-----------|
| Richard, Siu Tsuen Lui | c/o 7/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | Hong Kong |
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Schedule X

Executive Officers and Directors of Powervote Technology Limited  
as of May 6, 2002

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The principal address and business of each corporation or other organization listed below can be found in Item 2 with respect to the reporting persons listed in this Amendment No. 5 or in Schedule XIX for all other corporations or other organizations.

| Name and Title         | Business Address                                                                    | Citizenship |
|------------------------|-------------------------------------------------------------------------------------|-------------|
| Allan Yap              | c/o 7/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | Canada      |
| Richard, Siu Tsuen Lui | c/o 7/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,                          | Hong Kong   |

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Schedule XI

Executive Officers and Directors of Hanny Magnetics (B.V.I.) Limited  
as of May 6, 2002

The principal address and business of each corporation or other organization listed below can be found in Item 2 with respect to the reporting persons listed in this Amendment No. 5 or in Schedule XIX for all other corporations or other organizations.

| Name and Title | Business Address                                                                    | Citizenship    | Pri<br>Pre<br>Occ<br>Emp<br>App<br>Pri<br>Add<br>Con<br>Org<br>Sai<br>Con                                     |
|----------------|-------------------------------------------------------------------------------------|----------------|---------------------------------------------------------------------------------------------------------------|
| Allan Yap      | c/o 7/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | Canada         | Dir<br>Vic<br>E<br>Dir<br>T<br>Dir<br>(<br>Man<br>H<br>Exe<br>C<br>Cha<br>O<br>N<br>Exe<br>W<br>L<br>Vic<br>S |
| Chan Kwok Hung | c/o 27/F, Paul Y. Centre,                                                           | United Kingdom | Dir                                                                                                           |



51 Hung To Road,  
Kwun Tong,  
Kowloon,  
Hong Kong

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|------------------------|-------------------------------------------------------------------------------------|-----------|
| Richard, Siu Tsuen Lui | c/o 7/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | Hong Kong |
|------------------------|-------------------------------------------------------------------------------------|-----------|

Schedule XII

Executive Officers and Directors of Hanny Holdings Limited  
as of May 6, 2002

The principal address and business of each corporation or other organization listed below can be found in Item 2 with respect to the reporting persons listed in this Amendment No. 5 or in Schedule XIX for all other corporations or other organizations.

|                |                  |             |
|----------------|------------------|-------------|
| Name and Title | Business Address | Citizenship |
|----------------|------------------|-------------|

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|--------------------------|--------------------------------------------------------------------------------------|----------------|------------------------------------------------------------------------------------------------|
| Richard, Siu Tsuen Lui   | c/o 7/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong  | Hong Kong      | Depu<br>Ho<br>Dire<br>(B<br>Dire<br>Li<br>Dire<br>Exec<br>On<br>Non-<br>De<br>Li<br>Alte<br>St |
| Chan Kwok Keung, Charles | c/o 33/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | United Kingdom | Exec<br>On<br>Non-<br>ED<br>Chai<br>Co                                                         |

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| Allan Yap | c/o 7/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | Canada | Chai<br>Li<br>Dire<br>Co<br>(B<br>Chai<br>Li<br>Chai<br>Li<br>Dire<br>Li<br>Dire<br>In<br>Dire<br>Li<br>Chai<br>Of<br>Ho<br><br>Dire<br>Vice<br>En<br>Dire<br>Li<br>Dire<br>(B<br>Mana<br>Ho<br>Exec<br>Co<br>Chai |
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| Chan Kwok Hung | c/o 27/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon, | United Kingdom |
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| Cheung Kwok Wah, Ken | c/o 7/F,<br>Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong, Kowloon,<br>Hong Kong | United Kingdom |
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|                       |                                                                           |                |
|-----------------------|---------------------------------------------------------------------------|----------------|
| Yuen Tin Fan, Francis | c/o 42/F, Hong Kong PCCW Tower,<br>Taikoo Place, Quarry Bay,<br>Hong Kong | United Kingdom |
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| Fok Kin Ning, Canning | c/o 22/F, Hutchison House, 10<br>Harcourt Road,<br>Hong Kong | Australia |
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| Ip Tak Chuen, Edmond  | c/o 8/F, Cheung Kong Centre, 2<br>Queen's Road Central, Hong Kong                    | United Kingdom | Non-<br>Ho<br>Exec<br>(H<br>Exec<br>In<br>Li<br>Non-<br>li                                                                     |
| Cheung Hon Kit        | c/o 27/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | Hong Kong      | Non-<br>Ho<br>Exec<br>Co<br>Exec<br>IT<br>Li<br>Inde<br>Di<br>Ho<br>Inde<br>Di<br>Li<br>Dire<br>(H<br>Dire<br>Li<br>Exec<br>La |
| Ma Si Hang, Frederick | c/o 42/F, PCCW Tower,<br>Taikoo Place,<br>Quarry Bay,<br>Hong Kong                   | Canada         | Inde<br>Di<br>Li<br>Exec<br>of<br>Pa<br>Li                                                                                     |
| Tsang Link Carl,      | c/o 20/F, Gloucester                                                                 | Hong Kong      | In                                                                                                                             |
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| Brian                 | Tower, The Landmark<br>Landmark, Central,<br>Hong Kong                               |                | Ex<br>Dire<br>Li<br>Part<br>So                                                                                                 |
| Dorothy Law           | c/o 7/F, Paul Y. Centre,<br>51 Hung To Road,                                         | Canada         | Corp<br>Ho                                                                                                                     |

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## Schedule XIII

Executive Officers and Directors of Famex Investment Limited  
as of May 6, 2002

The principal address and business of each corporation or other organization listed below can be found in Item 2 with respect to the reporting persons listed in this Amendment No. 5 or in Schedule XIX for all other corporations or other organizations.

| Name and Title           | Business Address                                                                     | Citizenship    |
|--------------------------|--------------------------------------------------------------------------------------|----------------|
| Chan Kwok Keung, Charles | c/o 33/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | United Kingdom |

Principal Bu  
Present Prin  
Occupation o  
Employment a  
Applicable,  
the Name, Pr  
Business Add  
of Any Corpo  
or OtherOrga  
in Which Sai  
is Conducted

Executive Di  
Wing On Tr  
Limited;  
Non-Executiv  
EDI Limite  
Chairman, Pa  
Constructi  
Limited;  
Chairman, Ch  
Limited;  
Director, Pa  
Constructi  
(B.V.I.) L  
Chairman, Ha  
Limited;  
Chairman, IT  
Limited;  
Director, Ga  
Investment  
Director, Ch  
Internatio  
Director, Fa  
Limited;  
Chairman and  
Officer, C

|              |                                                                                      |                |                                                                                                                                                                                                                                                                                                                                                        |
|--------------|--------------------------------------------------------------------------------------|----------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Chan Fut Yan | c/o 31/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | United Kingdom | Director, Ho<br>Limited;<br>Vice Chairma<br>Group Limi<br>Director, Ca<br>Limited;<br>Managing Dir<br>ITC Constr<br>Limited;<br>Director, Pa<br>Constructi<br>(B.V.I.) L<br>Director, Gr<br>Limited;<br>Director, Fa<br>Limited;<br>Director, Ma<br>Limited;<br>Executive Di<br>Corporatio<br>Director, Pa<br>Investment<br>Director, IT<br>Holdings L |
|--------------|--------------------------------------------------------------------------------------|----------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

|                  |                                                                                      |                |                                                                                                                                                                                                                                                                                                            |
|------------------|--------------------------------------------------------------------------------------|----------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Lau Ko Yuen, Tom | c/o 31/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | United Kingdom | Director, Ho<br>Limited;<br>Director, Ca<br>Limited;<br>Director, Pa<br>Constructi<br>(B.V.I.) L<br>Director, Pa<br>Investment<br>Director, Gr<br>Limited;<br>Deputy Chair<br>Constructi<br>Limited;<br>Deputy Chair<br>Corporatio<br>Director, Fa<br>Limited;<br>Director, Ma<br>Limited;<br>Chairman, Do |
|------------------|--------------------------------------------------------------------------------------|----------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

|                       |                                                                                      |                |                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
|-----------------------|--------------------------------------------------------------------------------------|----------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                       |                                                                                      |                | Limited;<br>Alternate Di<br>Strategic<br>Director, Ne<br>Limited;<br>Director, IT<br>Holdings L                                                                                                                                                                                                                                                                                                                                                 |
| Chau Mei Wah, Rosanna | c/o 31/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | Australia      | Director, Fa<br>Limited;<br>Director, Bu<br>Corporatio<br>Executive Di<br>Group Limi<br>Director, Ca<br>Limited;<br>Managing Dir<br>Corporatio<br>Executive Di<br>Holdings L<br>Director, Ho<br>Limited;<br>Executive Di<br>ITC Constr<br>Limited;<br>Director, Pa<br>Constructi<br>(B.V.I.) L<br>Director, Pa<br>Investment<br>Director, Gr<br>Limited;<br>Director, Ma<br>Limited;<br>Director, IT<br>Holdings L<br>Executive Di<br>Strategic |
| Chan Kwok Hung        | c/o 27/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | United Kingdom | Director, Ha<br>(B.V.I.) L<br>Chairman, Ch<br>Limited;                                                                                                                                                                                                                                                                                                                                                                                          |

Executive Di  
Holdings L  
Executive Di  
Corporatio  
Alternate Di  
Strategic  
Director, Fa  
Limited.

Schedule XIV

Executive Officers and Directors of Mankar Assets Limited  
as of May 6, 2002

The principal address and business of each corporation or other organization listed below can be found in Item 2 with respect to the reporting persons listed in this Amendment No. 5 or in Schedule XIX for all other corporations or other organizations.

| Name and Title   | Business Address                                                                     | Citizenship    | Principal Bu<br>Present Prin<br>Occupation o<br>Employment a<br>Applicable,<br>the Name, Pr<br>Business Add<br>of Any Corpo<br>or OtherOrga<br>in Which Sai<br>is Conducted                                                                                                                                                             |
|------------------|--------------------------------------------------------------------------------------|----------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Lau Ko Yuen, Tom | c/o 31/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | United Kingdom | Director, Ho<br>Limited;<br>Director, Ca<br>Limited;<br>Director, Pa<br>Constructi<br>(B.V.I.) L<br>Director, Pa<br>Investment<br>Director, Gr<br>Limited;<br>Deputy Chair<br>Constructi<br>Limited;<br>Deputy Chair<br>Corporatio<br>Director, Fa<br>Limited;<br>Director, Ma<br>Limited;<br>Chairman, Do<br>Alternate Di<br>Strategic |



|                       |                                                                                      |                |                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
|-----------------------|--------------------------------------------------------------------------------------|----------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                       |                                                                                      |                | Director, Ne<br>Limited;<br>Director, IT<br>Holdings L                                                                                                                                                                                                                                                                                                                                                                                          |
| Chau Mei Wah, Rosanna | c/o 31/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | Australia      | Director, Ma<br>Limited;<br>Director, Bu<br>Corporatio<br>Executive Di<br>Group Limi<br>Director, Ca<br>Limited;<br>Managing Dir<br>Corporatio<br>Director, Ho<br>Limited;<br>Executive Di<br>ITC Constr<br>Limited;<br>Director, Pa<br>Constructi<br>(B.V.I.) L<br>Director, Pa<br>Investment<br>Director, Gr<br>Limited;<br>Director, Fa<br>Limited;<br>Executive Di<br>Holdings L<br>Director, IT<br>Holdings L<br>Executive Di<br>Strategic |
| Chan Fut Yan          | c/o 31/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | United Kingdom | Director, Ma<br>Limited;<br>Director, Ho<br>Limited;<br>Vice Chairma<br>Group Limi<br>Director, Ca<br>Limited;<br>Managing Dir<br>ITC Constr<br>Limited;<br>Director, Pa                                                                                                                                                                                                                                                                        |

Executive Di  
Corporatio  
Director, Pa  
Investment  
Director, IT  
Holdings L

99

Schedule XV

Executive Officers and Directors of ITC Corporation Limited  
as of May 6, 2002

The principal address and business of each corporation or other organization listed below can be found in Item 2 with respect to the reporting persons listed in this Amendment No. 5 or in Schedule XIX for all other corporations or other organizations.

| Name and Title           | Business Address                                                                     | Citizenship    |
|--------------------------|--------------------------------------------------------------------------------------|----------------|
| Chan Kwok Keung, Charles | c/o 33/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | United Kingdom |

Principal Bu  
Present Prin  
Occupation o  
Employment a  
Applicable,  
the Name, Pr  
Business Add  
of Any Corpo  
or OtherOrga  
in Which Sai  
is Conducted

Executive Di  
Wing On Tr  
Limited;  
Non-Executiv  
EDI Limite  
Chairman, Pa  
Constructi  
Limited;  
Chairman, Ch  
Limited;  
Director, Pa  
Constructi  
(B.V.I.) L  
Chairman, Ha  
Limited;  
Chairman, IT  
Limited;  
Director, Ga  
Investment  
Director, Ch  
Internatio  
Director, Fa  
Limited;  
Chairman and

Officer, C

100

|                  |                                                                                      |                |
|------------------|--------------------------------------------------------------------------------------|----------------|
| Lau Ko Yuen, Tom | c/o 31/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | United Kingdom |
|------------------|--------------------------------------------------------------------------------------|----------------|

Holdings L  
Director, Ho  
Limited;  
Director, Ca  
Limited;  
Director, Pa  
Constructi  
(B.V.I.) L  
Director, Pa  
Investment  
Director, Gr  
Limited;  
Deputy Chair  
Constructi  
Limited;  
Deputy Chair  
Corporatio  
Director, Fa  
Limited;  
Director, Ma  
Limited;  
Chairman, Do  
Alternate Di  
Strategic  
Director, Ne  
Limited;  
Director, IT  
Holdings L

|              |                                                                                      |                |
|--------------|--------------------------------------------------------------------------------------|----------------|
| Chan Fut Yan | c/o 31/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | United Kingdom |
|--------------|--------------------------------------------------------------------------------------|----------------|

Director, Ho  
Limited;  
Vice Chairma  
Group Limi  
Director, Ca  
Limited;  
Managing Dir  
ITC Constr  
Limited;  
Director, Pa  
Constructi  
(B.V.I.) L  
Director, Gr  
Limited;  
Director, Ma  
Limited;

101

|                       |                                                                                      |                |                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
|-----------------------|--------------------------------------------------------------------------------------|----------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                       |                                                                                      |                | Director, Fa<br>Limited;<br>Executive Di<br>Corporatio<br>Director, Pa<br>Investment<br>Director, IT<br>Holdings L                                                                                                                                                                                                                                                                                                                              |
| Chau Mei Wah, Rosanna | c/o 31/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | Australia      | Managing Dir<br>Corporatio<br>Director, Bu<br>Corporatio<br>Executive Di<br>Group Limi<br>Director, Ca<br>Limited;<br>Director, Ho<br>Limited;<br>Executive Di<br>ITC Constr<br>Limited;<br>Director, Pa<br>Constructi<br>(B.V.I.) L<br>Director, Pa<br>Investment<br>Director, Gr<br>Limited;<br>Director, Ma<br>Limited;<br>Director, Fa<br>Limited;<br>Executive Di<br>Holdings L<br>Director, IT<br>Holdings L<br>Executive Di<br>Strategic |
| Cheung Kwok Wah, Ken  | c/o 7/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong, Kowloon,<br>Hong Kong     | United Kingdom | Executive Di<br>Corporatio<br>Executive Di<br>Holdings                                                                                                                                                                                                                                                                                                                                                                                          |
|                       |                                                                                      |                | Limited;<br>Executive Di<br>Corporatio<br>Vice Chairma<br>Group Limi                                                                                                                                                                                                                                                                                                                                                                            |
| Chan Kwok Hung        | c/o 27/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,                          | United Kingdom | Director, Ha<br>(B.V.I.) L<br>Chairman, Ch                                                                                                                                                                                                                                                                                                                                                                                                      |

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|                |                                                                                                  |           |                                                                                                                                                                                                                                                                                      |
|----------------|--------------------------------------------------------------------------------------------------|-----------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|                | Kowloon,<br>Hong Kong                                                                            |           | Limited;<br>Executive Di<br>Holdings L<br>Executive Di<br>Corporatio<br>Alternate Di<br>Strategic<br>Director, Fa<br>Limited.                                                                                                                                                        |
| Allan Yap      | c/o 7/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong              | Canada    | Director, We<br>Vice Chairma<br>Enterprise<br>Director, Po<br>Limited;<br>Director, Ha<br>(B.V.I.) L<br>Managing Dir<br>Holdings L<br>Executive Di<br>Corporatio<br>Chairman and<br>Officer, B<br>Corporatio<br>Executive Di<br>Wing On Tr<br>Limited;<br>Vice Chairma<br>Holdings L |
| 103            |                                                                                                  |           |                                                                                                                                                                                                                                                                                      |
| Wong Kun To    | c/o 29/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong             | Canada    | Executive Di<br>Corporatio<br>Managing Dir<br>Holdings L<br>Executive Di<br>Corporatio<br>Executive Di<br>Media Grou                                                                                                                                                                 |
| Dominic Lai    | c/o 9/F and 15/F,<br>The Bank of East Asia Building,<br>10 Des Voeux Road, Central,<br>Hong Kong | China     | Independent<br>Director,<br>Limited;<br>Senior Partn<br>Solicitors                                                                                                                                                                                                                   |
| Cheung Hon Kit | c/o 27/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong             | Hong Kong | Non-Executiv<br>Holdings L<br>Executive Di<br>Corporatio<br>Executive Di<br>ITC Constr<br>Limited;<br>Independent<br>Director,<br>Holdings L                                                                                                                                         |

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Independent  
Director,  
Limited;  
Director, hk  
(Holdings)  
Director, Bi  
Limited;  
Executive Vi  
Land Group

|                        |                                                                                  |         |
|------------------------|----------------------------------------------------------------------------------|---------|
| Chuck, Winston Calptor | c/o 10/F, Hong Kong Trade<br>Centre,<br>161 Des Voeux Road Central,<br>Hong Kong | British |
|------------------------|----------------------------------------------------------------------------------|---------|

Independent  
director,  
Limited.

104

## Schedule XVI

Executive Officers and Directors of Galaxyway Investments Limited  
as of May 6, 2002

The principal address and business of each corporation or other organization listed below can be found in Item 2 with respect to the reporting persons listed in this Amendment No. 5 or in Schedule XIX for all other corporations or other organizations.

Principal Bu  
Present Prin  
Occupation o  
Employment a  
Applicable,  
the Name, Pr  
Business Add  
of Any Corpo  
or OtherOrga  
in Which Sai  
is Conducted

| Name and Title                             | Business Address                                                                     | Citizenship    |
|--------------------------------------------|--------------------------------------------------------------------------------------|----------------|
| Sole Director:<br>Chan Kwok Keung, Charles | c/o 33/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | United Kingdom |

Executive Di  
Wing On Tr  
Limited;  
Non-Executiv  
EDI Limite  
Chairman, Pa  
Constructi  
Limited;  
Chairman, Ch  
Limited;  
Director, Pa  
Constructi  
(B.V.I.) L

Chairman, Ha  
Limited;  
Chairman, IT  
Limited;  
Director, Ga  
Investment  
Director, Ch  
Internatio  
Director, Fa  
Limited;  
Chairman and  
Officer, C

105

Holdings L

106

Schedule XVII

Executive Officers and Directors of Chinaview International Limited  
as of May 6, 2002

The principal address and business of each corporation or other organization listed below can be found in Item 2 with respect to the reporting persons listed in this Amendment No. 5 or in Schedule XIX for all other corporations or other organizations.

Principal Bu  
Present Prin  
Occupation o  
Employment a  
Applicable,  
the Name, Pr  
Business Add  
of Any Corpo  
or Other Org  
in Which Sai  
Employment i  
Conducted.

| Name and Title                             | Business Address                                                                     | Citizenship    |
|--------------------------------------------|--------------------------------------------------------------------------------------|----------------|
| Sole Director:<br>Chan Kwok Keung, Charles | c/o 33/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | United Kingdom |

Executive Di  
Wing On Tr  
Limited;  
Non-Executiv  
EDI Limite  
Chairman, Pa  
Constructi

Limited;  
Chairman, Ch  
Limited;  
Director, Pa  
Constructi  
(B.V.I.) L  
Chairman, Ha  
Limited;  
Chairman, IT  
Limited;  
Director, Ga  
Investment  
Director, Ch  
Internatio  
Director, Fa  
Limited;  
Chairman and  
Officer, C

107

Holdings L

108

Schedule XVIII

Executive Officers and Directors of ITC Investment Holdings Limited  
as of May 6, 2002

The principal address and business of each corporation or other organization listed below can be found in Item 2 with respect to the reporting persons listed in this Amendment No. 5 or in Schedule XIX for all other corporations or other organizations.

Principal Bu  
Present Prin  
Occupation o  
Employment a  
Applicable,  
the Name, Pr  
Business Add  
of Any Corpo  
or OtherOrga  
in Which Sai  
is Conducted

| Name and Title | Business Address | Citizenship |
|----------------|------------------|-------------|
|----------------|------------------|-------------|



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|                  |                                                                                      |                |
|------------------|--------------------------------------------------------------------------------------|----------------|
| Lau Ko Yuen, Tom | c/o 31/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | United Kingdom |
|------------------|--------------------------------------------------------------------------------------|----------------|

Director, Ho  
Limited;  
Director, Ca  
Limited;  
Director, Pa  
Constructi  
(B.V.I.) L  
Director, Pa  
Investment  
Director, Gr  
Limited;  
Deputy Chair  
Constructi  
Limited;  
Deputy Chair  
Corporatio  
Director, Fa  
Limited;  
Director, Ma  
Limited;  
Chairman, Do  
Alternate Di  
Strategic  
Director, Ne  
Limited;

109

|                       |                                                                                      |           |
|-----------------------|--------------------------------------------------------------------------------------|-----------|
| Chau Mei Wah, Rosanna | c/o 31/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | Australia |
|-----------------------|--------------------------------------------------------------------------------------|-----------|

Director, IT  
Holdings L  
Director, Ma  
Limited;  
Director, Bu  
Corporatio  
Executive Di  
Group Limi  
Director, Ca  
Limited;  
Managing Dir  
Corporatio  
Director, Ho  
Limited;  
Executive Di  
ITC Constr  
Limited;  
Director, Pa  
Constructi  
(B.V.I.) L  
Director, Pa  
Investment  
Director, Gr  
Limited;  
Director, Fa  
Limited;  
Executive Di  
Holdings L

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|              |                                                                                      |                |                                                                                                                                  |
|--------------|--------------------------------------------------------------------------------------|----------------|----------------------------------------------------------------------------------------------------------------------------------|
|              |                                                                                      |                | Director, IT<br>Holdings L<br>Executive Di<br>Strategic                                                                          |
| Chan Fut Yan | c/o 31/F, Paul Y. Centre,<br>51 Hung To Road,<br>Kwun Tong,<br>Kowloon,<br>Hong Kong | United Kingdom | Director, Ho<br>Limited;<br>Vice Chairma<br>Group Limi<br>Director, Ca<br>Developmen<br>Managing Dir<br>- ITC Cons<br>Holdings L |

110

Director, Pa  
Constructi  
(B.V.I.) L  
Director, Gr  
Limited;  
Director, Fa  
Limited;  
Director, Ma  
Limited;  
Executive Di  
Corporatio  
Director, Pa  
Investment  
Director, IT  
Holdings L

111

## Schedule XIX

### Principal Business Addresses and Principal Businesses

| Name                                           | Principal Business Address                                        | Principal Business                                   |
|------------------------------------------------|-------------------------------------------------------------------|------------------------------------------------------|
| 1. Ananda Wing On<br>Travel (Holdings) Limited | 17/F, Ananda Tower,<br>57-59 Connaught Road Central,<br>Hong Kong | Provision of package tou<br>transportation and other |
| 2. Asean Resources<br>Holdings Limited         | 39/F, New World Tower 1,<br>18 Queen's Road, Central,             | Property development and<br>construction, and hotels |

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Hong Kong

|     |                                             |                                                                        |                                                                                                                                                                                                                                         |
|-----|---------------------------------------------|------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 3.  | Australia Net.com Limited                   | 8/F, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong    | Investment holding.                                                                                                                                                                                                                     |
| 4.  | Billybala Holdings Limited                  | 19/F, Asia Standard Tower, 59-65 Queen's Road Central, Hong Kong       | Provision of arcade game services via the internet in the China Region.                                                                                                                                                                 |
| 5.  | Burcon NutraScience Corporation             | 1946 West Broadway, Vancouver, British Columbia, V6J 1Z2, Canada       | Development of commercial protein. Burcon's proprietary process uses canola meal of high quality, cost-effective                                                                                                                        |
| 6.  | Carling International Limited               | 8/F, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong    | Investment holding.                                                                                                                                                                                                                     |
| 7.  | Cheung Kong (Holdings) Limited              | 7th Floor, Cheung Kong Center 2 Queen's Road Central Hong Kong         | Investment holding and property management, real estate development and investment, estate agency and management, securities trading, construction terminals, retain and manage telecommunications, infrastructure projects and hotels. |
| 8.  | Cheung Kong Infrastructure Holdings Limited | 12th Floor, Cheung Kong Center 2 Queen's Road Central Hong Kong        | Infrastructure development and management, mainly on toll roads and toll bridges as well as its infrastructure business in cement, concrete and aggregates in Hong Kong and throughout Asia.                                            |
| 9.  | China Land Group Limited                    | 27/F, Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong   | Investment holding with interests in trading and hotel operation and toll                                                                                                                                                               |
| 10. | China Development Corporation Limited       | Unit 2301-2, 23/F SUP Tower, 75-83 King's Road, North Point, Hong Kong | Investment holding and management, financial and services to affiliated companies                                                                                                                                                       |
| 11. | China Energy Holdings Limited               | 8/F Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong     | Investment holding.                                                                                                                                                                                                                     |

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|     |                                         |                                                                                |                                                                                                                                                                                   |
|-----|-----------------------------------------|--------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 12. | China Pharmaceutical Industrial Limited | 8/F Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong             | Investment holding.                                                                                                                                                               |
| 13. | China Enterprises Limited               | 8/F Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong             | Manufactures and sells rubber products in both countries.                                                                                                                         |
| 14. | Datatronic Holdings Limited             | 15/F North Point Industrial Building, 499 King's Road, North Point, Hong Kong  | Design, manufacture and commonly used in consumer telecommunication equipment appliances and other electronic components for coupling, isolation, interfacing and timing control. |
| 15. | Datronix Holdings Limited               | 15/F, North Point Industrial Building, 499 King's Road, North Point, Hong Kong | Manufacture of magnetic tape recorders.                                                                                                                                           |
| 16. | Downer EDI Limited                      | Level 3, 190 George Street, Sydney, NSW 2000, Australia                        | Infrastructure services, drilling, contract mining, engineering, power services, telecommunication services.                                                                      |
| 17. | Earnest Investments Holdings Limited    | Room 2002 Tung Ning Building 2 Hillier Street, Sheung Wan Hong Kong            | Investments in listed companies in Hong Kong and overseas.                                                                                                                        |
| 18. | Favour Leader Limited                   | 8/F Paul Y. Centre, 51 Hung To Road, Kwun Tong, Kowloon, Hong Kong             | Investment holding.                                                                                                                                                               |
| 19. | Global Food Culture Group Limited       | 23rd Floor, Emperor Group Centre 288 Hennessey Road Wanchai, Hong Kong         | Operation of restaurants.                                                                                                                                                         |
| 20. | Gold Peak Industries (Holdings) Limited | 8/F Gold Peak Building 30-34 Kwai Wing Road Kwai Chung NT Hong Kong            | Manufacture and sale of electrical installation automotive electronics, loudspeakers and high power components.                                                                   |
| 21. | HiNet Holdings                          | Suites 3910-3911 Jardine House                                                 | Provision of telecommunication services.                                                                                                                                          |

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|         |                                    |                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                  |
|---------|------------------------------------|------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Limited |                                    | 1 Connaught Place<br>Central<br>Hong Kong                                    | Internet network engineering services, and leasing of network.                                                                                                                                                                                                                                                                                                                                   |
| 22.     | Hongkong Electric Holdings Limited | Electric Centre, 28 City Garden Road<br>Hong Kong                            | Holding company with interests in utilities in Hong Kong and engineering consulting, development.                                                                                                                                                                                                                                                                                                |
| 23.     | Hutchison Whampoa Limited          | 22nd Floor, Hutchison House<br>10 Harcourt Road<br>Hong Kong                 | Investment holding company with diversified operations in telecommunications, property, retail and manufacturing and infrastructure.                                                                                                                                                                                                                                                             |
| 24.     | Iu, Lai & Li                       | 20/F, Gloucester Tower,<br>The Landmark, Central,<br>Hong Kong               | Solicitors and Notaries                                                                                                                                                                                                                                                                                                                                                                          |
| 25.     | Kamthorn Limited                   | 8/F Paul Y. Centre, 51 Hung To Road,<br>Kwun Tong, Kowloon, Hong Kong        | Investment holding.                                                                                                                                                                                                                                                                                                                                                                              |
| 26.     | Katmon Limited                     | 8/F Paul Y. Centre, 51 Hung To Road,<br>Kwun Tong, Kowloon, Hong Kong        | Investment holding.                                                                                                                                                                                                                                                                                                                                                                              |
| 27.     | M Channel Corporation Limited      | 24/F, 1063 King's Road,<br>Quarry Bay, Hong Kong                             | Provision of focused Chinese content through the Group's portals targeted at the community.                                                                                                                                                                                                                                                                                                      |
| 28.     | New World CyberBase Limited        | 37/F New World Tower, 18 Queen's Road<br>Central, Hong Kong                  | Develop and operate information technology business, research and development of connectivity, e-commerce and software                                                                                                                                                                                                                                                                           |
| 29.     | Pacific Century CyberWorks Limited | 39/F, PCCW Tower, Taikoo Place,<br>979 King's Road,<br>Quarry Bay, Hong Kong | Provision of international mobile telecommunication services, Internet and interactive services, the sale and rental of telecommunications equipment, provision of computer, electronic and other technical services in Hong Kong; investment in and management of technology-related businesses; investment in and development of infrastructure and property in Hong Kong and elsewhere in the |
| 30.     | Panva Gas Holdings Limited         | Room 2501-2502, Vicwood Plaza<br>199 Des Voeux Road Central                  | The main activities include the liquefied natural gas in                                                                                                                                                                                                                                                                                                                                         |

Hong Kong

cylinders, the provision of the sale of liquefied natural gas appliances.

|     |                                                            |                                                                                             |                                                                                                                                                                                                                                                                                                                                                                                       |
|-----|------------------------------------------------------------|---------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 31. | hkcyber.com (Holdings) Limited                             | 41st Floor, CEF Life Tower<br>248 Queen's Road East<br>Wanchai, Hong Kong                   | hkcyber.com (Holdings) Limited provides Chinese-language content, provides news update, financial update, fortune telling, entertainment information, leisure, entertainment and sports news. It is an internet service provider, providing an array of services such as chat room and online board.                                                                                  |
| 32. | Shougang Concord Grand (Group) Limited                     | 7/F First Pacific Bank Centre<br>56 Gloucester Road<br>Wanchai<br>Hong Kong                 | Property investment; management of property development; investment in provision of financial services.                                                                                                                                                                                                                                                                               |
| 33. | Shougang Concord International Enterprises Company Limited | 7/F First Pacific Bank Centre<br>56 Gloucester Road<br>Wanchai<br>Hong Kong                 | Manufacturing, sale and distribution of products; rebar stockholding, transportation and shipping services; income.                                                                                                                                                                                                                                                                   |
| 34. | Shougang Concord Technology Holdings Limited               | Unit 4-9 & 15-18<br>10/F Honour Industrial Centre<br>6 Sun Yip Street<br>Chai Wan Hong Kong | Manufacture and sale of electronic products and accessories, power components and electronic products, components for computers, circuit boards; freight forwarding services.                                                                                                                                                                                                         |
| 35. | Sing Pao Media Group Limited                               | 7/F, Sing Pao Building, 101 King's Road, North Point, Hong Kong                             | Media and publishing business, "Daily News" and "Wide Angle". Provide multimedia entertainment, life-style information to the community worldwide.                                                                                                                                                                                                                                    |
| 36. | Star East Holdings Limited                                 | 29th Floor, Paul Y. Centre<br>51 Hung To Road, Kwun Tong, Kowloon, Hong Kong                | Engaged in entertainment business, including the operation of "Planet Hollywood" restaurants in Asia Pacific, "Star East" entertainment company, "Star East" theme cafes worldwide, of merchandise, strategic partnership with Sing Pao Media Group Limited, Chinese internet content, entertainment and life-style information), production of television drama series, infotainment |

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|     |                                       |                                                                                               |                                                                                                                                                                                                                                                            |
|-----|---------------------------------------|-----------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|     |                                       |                                                                                               | programmes and property development.                                                                                                                                                                                                                       |
| 37. | Techtronic Industries Company Limited | Units B-F 24/F CDW Building<br>388 Castle Peak Road<br>Tsuen Wan<br>New Territories Hong Kong | Manufacture and trading power tools, floor care powered and electronic products and health care products.                                                                                                                                                  |
| 38. | tom.com limited                       | 48th Floor, The Center,<br>99 Queen's Road Central,<br>Hong Kong                              | TOM.COM LIMITED is an Internet provider operating a megaprovider to provide broad "China Express" and e-commerce to the world. "Lifestyle for Chinese" e-commerce to the worldwide population both in the Greater region and overseas Chinese communities. |

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EXHIBIT INDEX

| Exhibit No. | Description                                                                                                                                                                                                                                                                                                                                                                                           |
|-------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1.          | Share Exchange Agreement, dated as of February 17, 2000, by and between Creative Master International, Inc. and Tony Tong, Wan Sang Hui, Lee Li, James Mullen, John Farrell, Paul Pong - Hwa Chow, Fung Oi Ip Alfonso, Oei Hong Leong, Fortune E-Commerce Limited, B2B Ltd., the owner of PacificNet.com, LLC and PacificNet.com, Inc. (previously filed with the initial Statement on Schedule 13D). |
| 2.          | Supplement to the Share Exchange Agreement, dated as of April 29, 2000, among Creative Master International, Inc., PacificNet.com, LLC and the members of PacificNet.com, Inc. and other persons and entities listed on the signature pages thereto (previously filed with the initial Statement on Schedule 13D).                                                                                    |
| 3.          | Joint Filing Agreement dated October 19, 2000 among the reporting persons listed on this Amendment No. 2 (previously filed with Amendment No. 2 to the initial Statement on Schedule 13D).                                                                                                                                                                                                            |
| 4.          | Sale and Purchase Agreement dated September 28, 2000 between Chip                                                                                                                                                                                                                                                                                                                                     |

## Edgar Filing: PACIFICNET COM INC - Form SC 13D/A

Lian Investments (HK) Limited, Calisan Developments Limited, Sanion Enterprises Limited, Mr. Oei Hong Leong and Great Decision Limited (previously filed with Amendment No. 1 to the initial Statement on Schedule 13D and as amended and restated in the previously filed Amendment No. 2).

5. Sale and Purchase Agreement dated September 26, 2000 between Chip Lian Investments (HK) Limited, Calisan Developments Limited, Sanion Enterprises Limited, Mr. Oei Hong Leong and Powervote Technology Limited, as supplemented by that certain supplemental agreement dated September 28, 2000 between such parties (previously filed with Amendment No. 1 to the initial Statement on Schedule 13D and as amended and restated in the previously filed Amendment No. 2).
6. Hutch Agreement dated September 28, 2000 between Namble Limited and Powervote Technology Limited (previously filed with Amendment No. 2 to the initial Statement on Schedule 13D).
7. Joint Filing Agreement dated September 7, 2001 among the reporting persons listed on this Amendment No. 3.
8. Joint Filing Agreement dated January 30, 2002 among the reporting persons listed on this Amendment No. 4.
9. Joint Filing Agreement dated May 6, 2002 among the reporting persons listed on this Amendment No. 5.