

THE COMPANIES ORDINANCE (CHAPTER 32)

ORDINARY RESOLUTIONS

of

KDB ASIA LIMITED

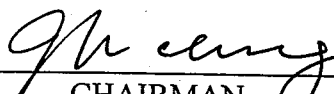
Passed on the 20th day of September 1999.

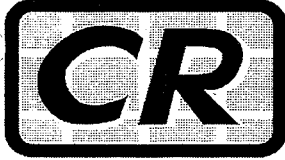
At an Extraordinary General Meeting of the shareholders of the Company duly convened and held at Suite 2101-3, Two Exchange Square, 8 Connaught Place, Hong Kong on the 20th day of September 1999 the following resolutions were duly passed as Ordinary Resolutions of the Company:-

- "1. THAT the authorised share capital of the Company be increased from US\$35,000,000.00 to US\$60,000,000.00 by the creation of an additional 25,000,000 shares of US\$1.00 each and that the said shares upon issue shall in all respects rank pari passu with the existing shares of the Company.
2. THAT Pursuant to Section 57B of the Companies Ordinance, the directors be and they are hereby authorised to issue and allot 25,000,000 shares of US\$1.00 at par value to The Korea Development Bank and that the Secretary be authorised to issue a share certificate to the abovenamed allottee under the Common Seal of the Company."

Certified true copy
DEODAND (SERVICES) LIMITED

.....
Director
Secretaries for KDB Asia Limited


CHAIRMAN
JAE-HONG CHANG



Companies Registry
公司註冊處

Form **SC4**
表格

Notification of Increase in
Nominal Capital
名義資本增加通知書

Company Number 公司編號

164655

1 Company Name 公司名稱

KDB Asia Limited
產銀亞洲金融有限公司

2 Particulars of resolution authorizing the increase in nominal capital 批准名義資本增加的決議詳情

Type of resolution 決議類別

Date 日期

Ordinary Resolution

[20th] 09 1999

DD日 | MM月 | YYYY年

3 Changes in Nominal Capital 名義資本的更改

A Registered Capital 註冊資本

USD35,000,000.00

B Additional Capital 所增加的資本

USD25,000,000.00

C New Capital 新資本

USD60,000,000.00

4 Details of Additional Capital 所增加的資本的詳情

Class of Shares 股份類別	No. of Shares 股份數目	Nominal Value of Each Share 每股的面值	Conditions subject to which the new shares have been or are to be issued 已發行或將發行的新股份所須符合的條件
Ordinary	25,000,000	USD1.00	Such new shares shall rank pari passu in all respects with the relevant existing shares of the Company.

Signed 簽名:

Name 姓名: Jae-Hong CHANG

Date 日期: [20th] September, 1999

Director 董事 / Secretary 秘書

Presenter's Name and Address

提交人的姓名及地址

Deodand (Services) Limited
Room 3501, 35th Floor, Gloucester Tower,
The Landmark, 11 Pedder Street,
Central, Hong Kong
Tel. No.: 2523-8181
Our Ref.: EC:DK:ds (COSEC)
Doc. No.: KDB0021

For Official Use

請勿填寫本欄

Your Receipt
Companies Registry
H.K.

Certified true copy
DEODAND (SERVICES) LIMITED

Director

Secretaries for KDB Asia Limited

21/09/1999

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CR No. : -164655-

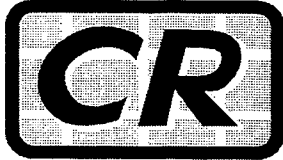
Sh. Form : SC4

04 \$30,000.00

CHQ \$30,000.00

Return of Allotments

股份分配申報表



Companies Registry

公司註冊處

Company Number 公司編號

164655

1 Company Name 公司名稱

KDB Asia Limited
產銀亞洲金融有限公司

2 Date(s) of Allotment 分配日期

[20th] 09 1999

DD 日 MM 月 YYYY 年

to
至

DD 日 MM 月 YYYY 年

3 Totals of this Allotment 此股份分配的總款額:-

Nominal Amount Paid and Payable
已繳及應繳的總面額

USD 25,000,000.00

Premium Amount Paid and Payable [(A) + (B)]
已繳及應繳的溢價總額 [(A)+(B)]

(Nil)

4 Cumulative Total of Paid-up Capital (Including this Allotment)
累積繳足股款總額 (包括此分配)

USD 60,000,000.00

5 Shares Allotted for Cash 用現金支付的分配股份

Class of Shares 股份類別	No. of Shares Allotted 獲分配的股份數目	Nominal Value of Each Share 每股的面值	Amount Paid and Payable on Each Share 每股已/應繳付的款額		Premium on Each Share 每股的溢價款額	Total Premium Paid and Payable (A) 已繳及應繳的溢價總款額
			Paid 已繳付	Payable 應繳付		
Ordinary USD	25,000,000	1.00	1.00	0.00	0.00	0.00

Presenter's Name and Address

提交人的姓名及地址

Deodand (Services) Limited
Room 3501, 35th Floor, Gloucester Tower,
The Landmark, 11 Pedder Street,
Central, Hong Kong
Tel. No.: 2523-8181
Our Ref.: EC:DK:ds (COSEC)
Doc. No.: KDB0022

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DEODAND (SERVICES) LIMITED

.....
Director

Secretaries for KDB Asia Limited

Companies Secretaries

Return of Allotments (SC1)

股份分配申報表

Company Number 公司編號

164655

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6 Shares Allotted for other than Cash 非現金支付的分配股份

Class of Shares 股份類別	No. of Shares Allotted 獲分配的股份數目	Nominal Value of Each Share 每股的面值	Amount Treated As Paid on Each Share 每股被視作已繳付的款額	Premium on Each Share 每股的溢價款額	Total Premium Paid and Payable (B) 已繳及應繳的溢價總款額

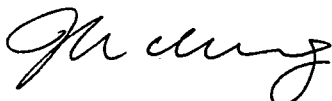
Consideration for which the Shares have been Allotted 分配上述股份的代價

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7 Details of Allottees 獲分配股份者的詳情

Name, Occupation and Description 姓名 / 名稱, 職業及描述	Address 地址	No. of Shares Allotted by Class 各類別股份分配的數目		
		Class 類別 Ordinary	Class 類別	Class 類別
The Korea Development Bank Corporation	10-2 Kwanchol-Dong, Chongno-Gu, Seoul, Korea	25,000,000		
Total Shares Allotted by Class 各類股份分配總額		25,000,000		

Signed 簽名 :



Name 姓名 :

Jae-Hong CHANG

Date 日期 :

[20th] September, 1999

Director 董事 / Secretary 秘書