

# CHANGES IN SHARE CAPITAL AND PARTICULARS OF SHAREHOLDERS

## CHANGES IN SHAREHOLDERS' INTERESTS DURING THE REPORTING PERIOD IN ACCORDANCE WITH PRC GAAP

Items	Share capital <i>Rmb'000</i>	Capital reserve <i>Rmb'000</i>	Statutory	Statutory	Undistributed profit <i>Rmb'000</i>	Discretionary	Total shareholders' fund <i>Rmb'000</i>
			surplus reserve fund <i>Rmb'000</i>	public welfare fund <i>Rmb'000</i>		surplus reserve <i>Rmb'000</i>	
As at 1 January 2001	2,434,038	1,016,963	52,093	34,345	95,902	265,441	3,898,782
Increase during 2001	230,000	275,784	30,156	30,150	62,513	301,435	930,038
Decrease during 2001	—	—	—	(2,167)	—	(253,853)	(256,020)
As at 31 December 2001	<u>2,664,038</u>	<u>1,292,747</u>	<u>82,249</u>	<u>62,328</u>	<u>158,415</u>	<u>313,023</u>	<u>4,572,800</u>

Note: Reasons for the changes: (i) Share capital: the issuance of 230,000,000 A Shares during the year; (ii) capital reserve: share premium as a result of issuance of A Shares; (iii) Statutory surplus reserve and statutory public welfare fund: the transfer of 10% of the net profit for the current year (iv) discretionary surplus reserve: the transfer of 20% of the net profit for the current year; (v) undistributed profit: the balance of the net profit for the year after distribution.

## STATEMENT OF SHARE CAPITAL CHANGE

	Before change (shares)	Additional issues (shares)	After change (shares)
I. Unlisted shares			
1. Shares held by promoters			
Of which:			
Shares held by the State-owned legal person	1,275,556,200	—	1,275,556,200
Shares held by domestic legal persons	2,000,000	—	2,000,000
Shares held by overseas legal persons	—	—	—
Other	—	—	—
2. Issued but unlisted A Shares	—	230,000,000	230,000,000
3. Shares held by staff	—	—	—
4. Preferred shares or other	—	—	—
Total of unlisted shares	1,277,556,200	230,000,000	1,507,556,200
II. Listed shares			
1. RMB ordinary shares	—	—	—
2. Domestically listed foreign capital shares	—	—	—
3. Overseas listed foreign capital shares	1,156,482,000	—	1,156,482,000
Total of listed shares	1,156,482,000	—	1,156,482,000
III. Total shares	2,434,038,200	230,000,000	2,664,038,200

Notes: (1) The overseas listed foreign capital shares include 500 million H Shares held by International Copper. The said shares may be transferred and listed after the expiry of three years from 1997.

(2) Issued but unlisted A Shares are the 230 million A Shares issued to domestic investors on 21 December 2001. The said shares were listed on the Shanghai Stock Exchange on 11 January 2002.

# CHANGES IN SHARE CAPITAL AND PARTICULARS OF SHAREHOLDERS

## SHAREHOLDERS INFORMATION

By December 31, 2001, the number of shareholders holding the Company's shares amounted to 130,247, of which 4,122 were H Shares holders and 126,125 were A Shares holders.

## TOP TEN SHAREHOLDERS OF THE COMPANY

Name of Shareholder	Percentage of Holdings at Year End (shares)	Percentage of Share Capital Held(%)	Type of Shares Held
1 Jiangxi Copper Company	1,275,556,200	47.881	State-owned legal person share
2 HKSCC Nominees Limited	1,131,953,000	42.490	H Shares
Of which: International Copper	500,000,000	18.768	H Shares (promotes)
3 Huaxia Growth Fund	2,161,000	0.081	A Shares
4 Hua'an Innovation Fund	1,389,000	0.052	A Shares
5 Xinghe Fund	1,319,000	0.050	A Shares
6 Tianhua Fund	1,282,000	0.048	A Shares
7 Song Zhen Yuan	1,095,000	0.041	H Shares
8 Xinghua Fund	1,030,000	0.039	A Shares
9 Shenzhen Baoheng (Group) Co., Ltd.	1,000,000	0.038	Legal person share
10 HSBC Nominees (Hong Kong) Limited	908,000	0.034	H Shares

Notes: (1) There was no change in the number of shares held by the shareholders holding more than 5% of the Company's shares.

(2) The Company did not know whether or not there was any connected relationship among the top ten shareholders of the Company.

(3) On the listing date in 1997, International Copper pledged all its shares in the Company in favour of Bank of China Bank, Hong Kong Branch; apart from this, none of the shares held by the shareholders holding more than 5% of the Company's total shares was mortgaged or frozen.

## SUBSTANTIAL LEGAL PERSON SHAREHOLDERS (HOLDING MORE THAN 10% OF THE SHARES)

Jiangxi Copper Company holds 1.276 billion shares (domestic shares) of the Company, which accounts for 47.881% of the total share capital. It is the largest shareholder of the Company. That company was founded on July 1, 1979. Its legal representative is Mr. He Changming, its registered capital is RMB3,896.06 million, and its main business covers non-ferrous metal ores, non-metallic ores and products of non-ferrous metal refining, and processing. Jiangxi Copper Company is a state-owned enterprise under direct administration of the Jiangxi Provincial People's Government.

HKSCC Nominees Limited holds 1,131,953,000 H Shares of the Company as an agent, which accounts for 42.49% of the Company's total share capital. HKSCC Nominees Limited is a member of the central clearing and delivery system. It is engaged in securities registration and custodial service for clients.