

股東持股和股權結構變化

SHAREHOLDING AND CHANGE OF SHARE CAPITAL STRUCTURE

1. 股權結構

本公司截至二零零三年六月三十日止，沒有安排任何送股、配股和擴股，也未發售任何新股，本公司的股本總額和股權結構並無變動，即所有本公司已發行之股本總額為人民幣400,000,000元分為400,000,000股，每股面值為人民幣1.00元，其中境內已發行之國有法人股240,000,000股，佔已發行總股本的60%，境外已發行股份（「H股」）160,000,000股，佔已發行總股本的40%。

2. 主要股東持股情況

截至二零零三年六月三十日止，本公司之最大股東為中國普天信息產業集團公司（「中國普天公司」），持有已發行之國有法人股240,000,000股，佔已發行總股本的60%，香港中央結算（代理人）有限公司於本期間初持H股為157,766,998股，佔已發行總股本的39.44%，至本期間末持有H股為157,504,998股，佔已發行總股本的39.37%。

於二零零三年六月三十日，並無本公司股份及相關股份中的權益或淡倉記錄在根據《證券及期貨條例》（第571章）（「證券及期貨條例」）第336條規定而設之登記冊內。

於本期間內董事會並無知悉任何人士持有任何按證券及期貨條例必須予以披露的本公司股份及相關股份中的權益或淡倉。

1. Share capital structure

As at 30 June 2003, the Company has not made any arrangements for bonus issue, placing of shares or issue of new shares. During the Period, there was no change in the Company's total number of shares and share capital structure. The issued share capital of the Company remained as RMB400,000,000 divided into 400,000,000 shares with a par value of RMB1.00 each, comprising of 240,000,000 issued state-owned legal person shares and 160,000,000 overseas listed foreign invested shares ("H Shares"), representing 60% and 40% of the total issued share capital of the Company respectively.

2. Shareholdings of substantial shareholders

As at 30 June 2003, the largest shareholder of the Company was China PUTIAN Corporation ("China PUTIAN") holding 240,000,000 issued state-owned legal person shares, representing 60% of the total issued share capital of the Company. At the beginning of the Period, HKSCC Nominees Limited held 157,766,998 H Shares, representing 39.44% of the total issued share capital of the Company. At the end of the Period, HKSCC Nominees Limited held 157,504,998 H Shares, representing 39.37% of the total issued shares capital of the Company.

As at 30 June 2003, there is no interests or short positions in the shares or underlying shares of the Company recorded in the register required to be kept under section 336 of the Securities and Futures Ordinance (Chapter 571) (the "SFO").

At any time during the Period, the Board of Directors was not aware of any person holding any interests or short positions in the shares or underlying shares of the Company which are required to be disclosed pursuant to the SFO.

3. 董事、監事持股情況

於本期間內任何時間，本公司各位董事、監事均未持有或被當作持擁有本公司或其任何相聯法團（按證券及期貨條例所指）之股份、相關股份或債權證中的權益或淡倉，也沒有獲授權認購本公司或其他相聯法團之股份或債權證中的權益。

4. 購買、出售或回購上市證券

於本期間內，本公司及其任何附屬公司概無購買、出售、回購或註銷本公司之任何上市證券。

5. 可兌換證券、購股權、認股權證或相類權利

本公司於本期間內並無發行任何可兌換證券、購股權、認股權證或相類權利。

3. Shareholdings of directors and supervisors

At any time during the Period, none of the directors or supervisors of the Company held or were deemed to hold interests, or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (as defined in the SFO) nor were they granted the right to acquire any interests in shares or debentures of the Company or any other associated corporations.

4. Purchase, sale and repurchase of listed securities

During the Period, none of the Company's listed securities was purchased, sold, repurchased or cancelled by the Company or any of its subsidiaries.

5. Convertible securities, share options, warrants and similar instruments

During the Period, the Company did not issue any convertible securities, share options, warrants or similar instruments.