

# CHANGES IN SHARE CAPITAL AND SHAREHOLDINGS OF SUBSTANTIAL SHAREHOLDERS

## (1) CHANGES IN SHARE CAPITAL

	Before the change		Increase or decrease of the change (+ or -)		After the change	
	Amount (share)	Percentage (%)	transfer of share under the share reform (share)	Sub-total (share)	Amount (share)	Percentage (%)
1. Shares subject to trading moratorium						
(1) State-owned Shares						
State-owned Legal Person Share	1,275,556,200	44.06	(50,520,786)	(50,520,786)	1,225,035,414	42.31
(2) Other Domestic Shares						
Including:						
Domestic Legal Person Shares	2,000,000	0.07	(79,214)	(79,214)	1,920,786	0.07
Total shares subject to trading moratorium	1,277,556,200	44.13	(50,600,000)	(50,600,000)	1,226,956,200	42.38
2. Listed tradable shares not subject to trading moratorium						
(1) Ordinary shares denominated in RMB (A Shares)	230,000,000	7.94	50,600,000	50,600,000	280,600,000	9.69
(2) Overseas listed foreign shares (H Shares)	1,387,482,000	47.93	—	—	1,387,482,000	47.93
Total listed tradable share not subject to trading moratorium	1,617,482,000	55.87	50,600,000	50,600,000	1,668,082,000	57.62
3. Total shares	2,895,038,200	100.00	0	0	2,895,038,200	100.00

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## Approval of the change in share capital

On 3 April 2006, the class meeting of listed A Shares of the Company approved the resolution in relation to the transfer of a total of 50,600,000 shares to holders of listed A Shares by all holders of non-tradable shares, and each holder of listed A Shares was offered 2.2 shares of A Shares for every 10 listed shares held by such holder of listed A Shares.

On 12 April 2006, the Company received the approval (Shang Zi Pi No. [2006] 1064) from the Ministry of Commerce for the transfer of the 50,600,000 shares mentioned above.

## Share Transfer in relation to the change of share capital

In the share reform, Jiangxi Copper Corporation ("JCC"), the controlling shareholder of the Company, transferred 50,520,786 shares to holders of listed A Shares. Zhongliang Properties (Group) Company Limited (formerly known as Shenzhen Baoheng Co., Ltd.), Hubei Sanxin Gold Copper Company Limited and Jiangxi Xinxin Enterprise Company Limited, the other promoters of the Company, transferred 39,608 shares, 19,803 shares and 19,803 shares respectively to holders of listed A Shares.

## (2) SHAREHOLDING INFORMATION

### 1. Shareholdings of the top ten shareholders

**Total number of shareholders at the end of the reporting period** **57,197 holders of A Shares and 1,113 holders of H Shares, totaling 58,310 holders**

#### Shareholdings of the top ten shareholders

Name of shareholders	Type of shareholders	Percentage of shareholding (%)	Total number of shares held	Increase/ (decrease) during the reporting period	Number of shares subject to trading moratorium	Number of shares pledged or frozen
HKSCC Nominees Limited	Holder of H shares	47.64	1,379,162,000	2,241,944	0	unknown
Jiangxi Copper Corporation	State-owned shareholder	42.31	1,225,035,414	(50,520,786)	1,225,035,414	Nil
Tongyi Securities Investment Fund	Holder of A shares	0.34	9,808,950	unknown	0	unknown
Goldman Sachs International China Fund	Holder of A shares	0.08	2,237,474	unknown	0	unknown
Shanghai Zhulian Properties Development Limited	Holder of A shares	0.07	2,000,092	unknown	0	unknown
Citigroup Global Markets Limited	Holder of A shares	0.07	1,962,884	218,392	0	unknown
HSBC Nominees (Hong Kong) Limited	Holder of H shares	0.06	1,588,000	92,000	0	unknown
Dong Guoshun	Holder of A shares	0.05	1,450,011	680,011	0	unknown
Tongzhi Securities Investment Fund	Holder of A shares	0.05	1,372,357	unknown	0	unknown
Tongde Securities Investment Fund	Holder of A shares	0.05	1,368,600	unknown	0	unknown

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Note: Description of the connected relationship or acting in concert of the above shareholders:

So far as the Directors are aware, Jiangxi Copper Corporation, the de facto controller, and the first and the third to the tenth shareholders are persons neither connected nor acting in concert. The existence of such relationship amongst the first and the third to the tenth shareholders is unknown to the Company.

## 2. Shareholdings of the top ten shareholders not subject to trading moratorium

Name of shareholders	Number of shares not subject to trading moratorium held	Class of shares
HKSCC Nominees Limited	1,379,162,000	Overseas listed foreign shares (H Shares)
Tongyi Securities Investment Fund	9,808,950	Ordinary shares denominated in RMB (A Shares)
Goldman Sachs International China Fund	2,237,474	Ordinary shares denominated in RMB (A Shares)
Shanghai Zhulian Properties Development Limited	2,000,092	Ordinary shares denominated in RMB (A Shares)
Citigroup Global Markets Limited	1,962,884	Ordinary shares denominated in RMB (A Shares)
HSBC Nominees (Hong Kong) Limited	1,588,000	Overseas listed foreign shares (H Shares)
Dong Guoshun	1,450,011	Ordinary shares denominated in RMB (A Shares)
Tongzhi Securities Investment Fund	1,372,357	Ordinary shares denominated in RMB (A Shares)
Tongde Securities Investment Fund	1,368,600	Ordinary shares denominated in RMB (A Shares)
Wang Yuanzhong	1,250,000	Ordinary shares denominated in RMB (A Shares)

Note: Description of the connected relationship or acting in concert of the top ten holders of listed shares: For the above holders of tradable shares not subject to trading moratorium, the Company is not aware of any connected relationship among them, nor aware whether they fall within the definition of persons acting in concert as specified in "Management Method of the Information Disclosure in relation to the Changes of Shareholdings of Shareholders of Listed Companies" issued by China Securities Regulatory Commission.

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## 3. Shareholdings of the top ten shareholders subject to trading moratorium and the condition of trading moratorium

Unit: Share

No.	Name of shareholders subject to trading moratorium	Number of shares subject to trading moratorium held	Condition for shares subject to trading moratorium to be listed Date of commencement of trading	Number of new tradable shares	Conditions of trading moratorium
1	Jiangxi Copper Corporation	1,225,035,414	19 April 2009	1,225,035,414	Within 12 months after expiry of trading moratorium of 36 months, if trading through Shanghai Stock Exchange, Jiangxi Copper Corporation may only sell the original non-tradable shares at a price of not less than RMB9.00
2	Zhongliang Properties (Group) Co. Limited (formerly known as Shenzhen Baoheng (Group) Company Limited)	960,392	19 April 2007	960,392	Trading moratorium of 12 months
3	Jiangxi Xinxin Enterprise Company Limited	480,197	19 April 2007	480,197	Trading moratorium of 12 months
4	Hubei Sanxin Gold Copper Company Limited	480,197	19 April 2007	480,197	Trading moratorium of 12 months

## 4. Information relating to shareholders

- As at 30 June 2006, the total number of shareholders was 58,310, including 4 shareholders who are subject to trading moratorium, 57,193 shareholders who are not subject to trading moratorium and 1,113 holders of listed H shares.
- Jiangxi Copper Corporation, the controlling shareholder of the Company, holds 1,225,035,414 listed shares with trading moratorium in the Company, representing 42.31% of the Company's total issued shares. As at 30 June 2006, none of the shares in the Company held by it was pledged or frozen.
- HKSCC Nominees Limited is a member of the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited. It is engaged in securities registration and custodial services for clients.
- During the reporting period, the Company was notified by its promoter, Shenzhen Baoheng (Group) Co., Limited that it changed its registration as Zhongliang Properties (Group) Co. Limited on 13 April 2006.

# CHANGES IN SHARE CAPITAL AND SHAREHOLDINGS OF SUBSTANTIAL SHAREHOLDERS

As at 30 June 2006, the interests or short positions of the shareholders, other than Directors / supervisors or chief executive of the Company, in the shares and underlying shares of the Company as record in the register of shares required to be kept by the Company under Section 336 of the Securities and Futures Ordinance ("SFO") were as follows:

Name of shareholders	Class of shares	Capacity	Number of shares <sup>(Note 1)</sup>	Approximate percentage of total number of the relevant class of shares as at 30 June, 2006 (%)	Approximate percentage of total issued share capital as at 30 June, 2006 (%)
Jiangxi Copper Corporation	Domestic Shares	Beneficial owner	1,225,035,414 <sup>(long)</sup>	99.84 (representing approximately 81.26% of the total domestic shares in issue, including listed A shares and domestic shares with trading moratorium)	42.31
HSBC Halbis Partners (Hong Kong) Limited	H Shares	Investment manager	117,717,000 <sup>(long)</sup>	8.48	4.07
JP Morgan Chase & Co.	H Shares	Interest of controlled corporation <sup>(Note2)</sup>	89,937,890 <sup>(long)</sup>	6.48	3.1
			23,557,000 <sup>(pool)</sup>	1.70	0.8
Merrill Lynch & Co., Inc.	H Shares	Interest of controlled corporation	83,337,921 <sup>(long)</sup>	6.01	2.88
Baring Asset Management	H Shares	Investment manager	70,858,000 <sup>(long)</sup>	5.11	2.45

Note: 1) "Long" means long position in the shares. "Pool" means lending pool.

2) According to the substantial shareholder notice filed by JP Morgan Chase & Co. dated 3 July 2006, the H Shares were held in the following capacities:

Capacity	Number of H Shares
Beneficial owner	27,194,890
Investment manager	39,186,000
Custodian corporation / approved lending agent	23,557,000

Save as disclosed above, the register required to be kept under section 336 of SFO showed that the Company had not been notified of any interests or short positions in the shares and underlying shares of the Company as at 30 June 2006.

## 5. Changes in controlling shareholder and de facto controller

There were no changes in the controlling shareholder and de facto controller of the Company during the reporting period.