Chapter III Movement in Share Capital and Information on Shareholders

Section 1. Changes in the number of shares during the year:

			Increases/decreases					
					Conversion	Issue of		
		Before		Bonus		Additional		After
		changes	Placing	shares '000	reserve	Shares '000	Others '000	changes
		'000'	'000	000	'000	000	000	'000
A.	Shares not permitted to be traded							
	1. Shares held by the Promoter	220,000	-	-	-	-	-	220,000
	Including:							
	State-owned shares	-	-	-	-	-	-	-
	Shares owned by domestic							
	legal persons	220,000	-	-	-	-	-	220,000
	Shares owned by foreign							
	legal persons	-	-	-	-	-	-	-
	Others	-	-	-	-	-	-	-
	2. Subscriber legal person shares	-	-	-	-	-	-	-
	3. Employee shares (A Shares)	-	-	-	-	-	-	-
	4. Preferential shares or other shares				_			_
	Sub-total	220,000						220,000
B.	Shares permitted to be traded							
	1. Domestically listed domestic shares							
	(A Shares)	203,000	-	-	-	-	-	203,000
	2. Domestically listed foreign shares	-	-	-	-	-	-	-
	3. Overseas listed foreign shares	180,800	-	-	-	-	-	180,800
	4. Others		-		-	-	-	-
	Sub-total	383,800		_	_	-		383,800
C.	Total number of shares in issue	603,800	_		-	_	_	603,800

Section 2. Issue and listing of shares

The information on the issue and listing of shares within 3 years before the end of the current accounting period is as follows:

Type of shares	Additional A Shares
Par value	RMB1.00 per share
Issue price	RMB7.21 per share
Date of issue	26th-31st May 2000
Number of shares issued	180,000,000
Number of shares listed	180,000,000
Date of listing	23rd June 2000
Listing Exchange	Shenzhen Stock Exchange

Section 3. Shareholders

1. As at 31st December 2001, the number of registered shareholders of the Company is as follows:

Type of shareholders	Number of Shareholders
Legal person shares held by the promoter (A Shares)	1
Overseas listed foreign shares (H Shares)	67
Domestically listed domestic shares held by the public (A Shares)	109,671
Total number of shareholders	109,739

Section 3. Shareholders (continued)

2. Shareholdings of substantial shareholders

As at 31st December 2001, the ten largest registered shareholders of the Company are as follows:

Name of shareholder China National Textile Machinery	Notes	Туре	Number of shares held	Percentage to total share capital %
(Group) Company Limited	(1)	A Shares	220,000,000	36.44
HKSCC Nominees Limited	(2)	H Shares	177,877,999	29.46
海通證券有限公司		A Shares	3,507,550	0.58
泰和證券投資基金		A Shares	2,577,470	0.43
河北三龍企業管理諮詢有限公司		A Shares	1,036,600	0.172
青島弘俊汽車銷售有限公司		A Shares	1,035,000	0.171
上海龍海建築安裝工程有限公司		A Shares	1,021,000	0.169
北航城鄉科技實業有限公司	(3)	A Shares	1,000,000	0.166
邗江縣虎豹服裝輔料有限公司		A Shares	1,000,000	0.166
揚州華揚製衣有限公司		A Shares	980,000	0.162

Notes:

(1) Particulars of shareholders holding 5% or more of the registered capital in the Company:

Established on 28th December 1983, China National Textile Machinery (Group) Company Limited is a wholly state-owned enterprise with a registered capital of RMB2,065,890,000 and is principally engaged in the manufacture and sale of textile machinery. Its legal representative is Lu Yunliang.

There are no changes in the shareholdings held by Chinese National Textile Machinery (Group) Company Limited in the Company, neither has it been pledged.

- (2) HKSCC Nominees Limited has confirmed that the H Shares registered in its name were held by it on behalf of their clients and that none of them held interests of 5% or more of the Company's H Shares in issue.
- (3) After the issue of additional new shares in May 2000, 北航城鄉科技實業有限公司 as a strategic investor thereof became a shareholder of the Company. The specified period for non-disposal of the shares was from 23rd June 2000 to 23rd June 2001.