

股本變動及股東情況 DETAILS OF SHARE CAPITAL AND SHAREHOLDERS

股本變動情況表

1. 未上市流通股份
(1) 發起人股份
其中：
國家持有股份
國有法人持有股份
境外法人持有股份
其他
(2) 募集法人股份
(3) 內部職工股
(4) 優先股或其他
未上市流通股份合計
2. 已上市流通股份
(1) 境內上市的人民幣普通股
(2) 境內上市的外資股
(3) 境外上市的外資股
(4) 其他
已上市流通股份合計
3. 股份總數

股票發行與上市情況

本公司發行股份具體情況如下：—

發行日期	1993年12月3日
Date of issue	至1993年12月18日
	3rd December, 1993
	to 18th December, 1993
上市地點	上海
Place of listing	Shanghai
發行價格	每股人民幣4.43元
Issue price	RMB4.43 per share
發行股數	60,000,000股
Number of shares issued	60,000,000 shares
上市日期	1994年1月3日
Date of Listing	3rd January, 1994
獲准上市股份數量	60,000,000股
Number of shares approved for listing	60,000,000 shares

DETAILS OF SHARE CAPITAL STRUCTURE AND SHAREHOLDINGS OF SUBSTANTIAL SHAREHOLDERS

期初數及期末數(股)

At the beginning and at the end of the year (share)

1. Changes in share capital structure	
(1) Promoter's capital	102,397,700
Included:	
Stated-owned shares	31,345,554
Domestic legal person shares	71,052,146
Foregin legal person shares	—
Others	—
(2) Legal person shares	17,609,700
(3) Internal employees shares	—
(4) Preference shares or others	—
Total non-trading shares	120,007,400
2. Trading shares	
(1) Shanghai listed shares (A shares)	60,000,000
(2) Shanghai listed shares (B shares)	—
(3) Hong Kong listed shares	65,000,000
(4) Others	—
Total trading shares	125,000,000
3. Total shares	245,007,400

Issue Share Capital

Set out below are the details of the Company's issued share capital:

	A股	H股
	A shares	H shares
發行日期	1993年12月3日	1993年11月26日
Date of issue	至1993年12月18日	
	3rd December, 1993	26th November, 1993
	to 18th December, 1993	
上市地點	上海	香港
Place of listing	Shanghai	Hong Kong
發行價格	每股人民幣4.43元	每股人民幣2.2元
Issue price	RMB4.43 per share	(以港幣1.98元支付)
		RMB2.2 (payable in
		HK\$1.98) per share
發行股數	60,000,000股	65,000,000股
Number of shares issued	60,000,000 shares	65,000,000 shares
上市日期	1994年1月3日	1993年12月7日
Date of Listing	3rd January, 1994	7th December, 1993
獲准上市股份數量	60,000,000股	65,000,000股
Number of shares approved for listing	60,000,000 shares	65,000,000 shares

股本變動及股東情況 (續) DETAILS OF SHARE CAPITAL AND SHAREHOLDERS (CONTINUED)

股東情況介紹

報告期末股東總數：

截止2001年12月31日,股東總人數為25,111人。

SHAREHOLDINGS OF SUBSTANTIAL SHAREHOLDERS

As at 31st December, 2001, there were 25,111 shareholders of the Company.

公司前十位股東：

The Top 10 Shareholders of the Company as at 31st December 2001.

股東名稱或姓名 Name of shareholder	持股數 Number of shares held		股份類別 Type of shares	佔總股數比例(%) Shareholding percentage (%)
	年末持股數 At end of the year	年初持股數 At the beginning of the year		
(1) 西安交通大學產業 (集團)總公司 Xian Jiaotong University Industrial (Group) Incorporation	71,052,146	—	A股(國有法人股) A shares (state-owned legal person shares)	29
(2) 香港中央結算 (代理人)有限公司 HKSCC Nominees Limited	63,197,999	60,613,999	H股 H shares	25.8
(3) 雲南省人民政府 Yunnan Provincial People's Government	31,345,554	102,397,700	A股(國有股) A shares (state-owned shares)	12.8
(4) 昆明精華公司 Kunming Jinghua Company	17,609,700	17,609,700	A股(社會法人股) A shares (legal person shares)	7.19
(5) 田雲華 Tian Yunhua	490,000	—	A股 A shares	0.2
(6) 海映藍 Hai Ying Lan	294,244	—	A股 A shares	0.12
(7) 林萬興 Lin Wanxin	253,922	—	A股 A shares	0.10
(8) 曹建軍 Cao Jianjun	215,000	—	A股 A shares	0.09
(9) 郭連鬥 Guo Liandou	191,400	—	A股 A shares	0.08
(10) 虹興倉儲 Hong Xing Cang Chu	190,899	—	A股 A shares	0.08

公司前十名股東沒有關聯關係。

None of the top 10 shareholders of the Company have relationship with each other.

股本變動及股東情況 (續) DETAILS OF SHARE CAPITAL AND SHAREHOLDERS (CONTINUED)

股東情況介紹 (續)

除上述披露之主要股東外,於2001年12月31日,根據中國《股票發行與交易管理暫行條例》第60條及《公開發行證券的公司資訊披露內容與格式準則第2號年度報告的內容與格式(2001年修訂稿)》規定,其他股東之持股量並未達到需要報告之數量;而根據香港證券《公開權益條例》第16(1)條規定,本公司並無獲悉其他人士擁有本公司已發行股本10%或以上之權益。

控股股東

西安交通大學產業(集團)總公司。

西安交通大學產業(集團)總公司(簡稱交大產業集團)是西安交通大學全資子公司,於1994年成立,法定代表人:王建華,註冊資金:3000萬元,經營範圍:電氣、電力、電子、能源、機械、儀器儀錶、製冷、醫療器械、建材、生物、材料、環保、通訊工程及產品開發、生產、銷售、技術服務。

交大產業集團於報告期內受讓雲南省人民政府持有的部份本公司股份71,052,146股, (佔本公司股份總額的29%),成為本公司控股股東。控股股東變更的資訊刊登在2001年5月14日《上海證券報》,香港《經濟日報》和《HONG KONG iMAIL》上。

持股在10%以上(含10%)的股東:

雲南省人民政府。

SHAREHOLDINGS OF SUBSTANTIAL SHAREHOLDERS (CONTINUED)

Other than the substantial shareholders disclosed above as at 31st December, 2001, there were no other shareholders whose shareholdings exceeded the amount required to be disclosed under Article 60 of “Administration of the Issuing and Trading of Shares Provisional Regulations” and Issue No. 2 of “The Content and Format of Disclosure of Information by Listed Companies. The Content and Format of Annual Report” of the PRC and the register of substantial shareholders maintained under Section 16(1) of the Securities (Disclosure of Interests) Ordinance of Hong Kong (“SDI Ordinance”) showed that the Group was not notified of any interests representing 10% or more of the Group’s issued share capital.

SUBSTANTIAL SHAREHOLDER

Xian Jiaotong University Industrial (Group) Incorporation.

Xian Jiaotong University Industrial (Group) Incorporation (“Jiaotong Group”) is a wholly owned subsidiary of Xian Jiaotong University. Jiaotong Group was incorporated in 1994. The legal representative of Jiaotong Group is Mr. Wang Jian Hua. The registered capital of Jiaotong Group is RMB30 million. Jiaotong Group is engaged in the electricity, energy, electronic, resources, production of knit, electromechanical products, medical equipments, biochemical, raw materials, and environmental industries. It also engaged in the network construction, development, production and sales of product and technology services.

During the year, Jiaotong Group acquired 71,052,146 shares from the Yunnan Provincial People’s Government (representing 29% of the Company’s total number of shares) and become the largest shareholder of the Company. Details of the change of the Company’s shareholding were set out in an announcement dated 14th May, 2001 published in Shanghai Securities Daily, Hong Kong Economic Times and Hong Kong iMail.

The shareholder who holds more than 10% of the Company’s share:

Yunnan Provincial People’s Government.