



Chapter IV Directors, Supervisors, Senior Management and Staff

Section 1 Directors, supervisors and senior management

1. The following is a list of all current directors, supervisors and senior management:

Executive directors

Mr. Zhang Jie, aged 42, senior engineer, is Chairman of the Company and, concurrently, Chairman and general manager of China National Textile Machinery (Group) Company Limited since July 2001, and Vice-chairman and general manager of China National Textile Machinery (Group) Company Limited since December 2003.

Mr. Fan Xinmin, aged 53, senior economist, is Vice-chairman of the Company and deputy general manager of China National Textile Machinery (Group) Company Limited since August 2001.

Mr. Liu Hong, aged 44, senior economist, is Vice-chairman and deputy general manager of China National Textile Machinery (Group) Company Limited since October 1997 and, director and deputy general manager of China National Textile Machinery (Group) Company Limited since December 2003.

Mr. Gong Enqing, aged 55, senior economist, is deputy general manager of China National Textile Machinery (Group) Company Limited since May 2003, and director of China National Textile Machinery (Group) Company Limited since December 2003.

Mr. Pan Shunqun, aged 50, senior engineer, is deputy general manager of China National Textile Machinery (Group) Company Limited since September 1999.

Mr. Ye Maoxin, aged 41, senior engineer, is general manager and secretary of the party committee of the Company.

Mr. Yao Yuming, aged 42, senior accountant, is executive deputy general manager and financial controller of the Company.

Mr. Wang Weizhi, aged 46, senior political engineer, is deputy general manager and vice-secretary of the party committee of the Company.

Mr. Liu Haitao, aged 39, senior engineer, is general manager and secretary of the party committee of Zhengzhou Textile Machinery Company Limited and, director of China National Textile Machinery (Group) Company Limited since December 2003.

Mr. Zhang Jianguo, aged 51, economist, is secretary of the party committee of Tianjin Textile Machinery Plant and, Chairman and secretary of the party committee of Tianjin Hongda Textile Machinery Company Limited.

Independent directors

Mr. Wang Zengjing, aged 70, is head of the PRC Textile Industry Federation and Vice-chairman of the PRC Small to Medium Enterprises International Cooperation Association.

Mr. Kon Hiu King, Kenneth, aged 41, executive director of Dan Form Holdings Co., Ltd.

Supervisors

Mr. Yin Shouen, aged 62, senior engineer, is Chairman of the supervisory committee of the Company and, senior advisor of China National Textile Machinery (Group) Company Limited since August 2001.

Mr. Liu Xianming, aged 41, senior engineer, is Vice-chairman of the supervisory committee of the Company.

Mr. Tu Kelin, aged 52, senior political engineer, is secretary of the disciplinary committee of China National Textile Machinery (Group) Company Limited since September 2001 and, vice-secretary of the party committee of China National Textile Machinery (Group) Company Limited since May 2003.

Mr. Yan Fuquan, aged 40, senior accountant, is deputy chief accountant and financial controller of 中國恒天集團公司, and financial controller of China National Textile Machinery (Group) Company Limited since January 2001 and, director of China National Textile Machinery (Group) Company Limited since December 2003.

Ms. Wu Manju, aged 41, senior accountant, is chief accountant of Zhengzhou Textile Machinery Company Limited.

Mr. Zhao Wenjie, aged 54, political engineer, is vice-secretary of the party committee of Shenyang Hongda Textile Machinery Company Limited.

Mr. Bao Weiguo, aged 53, political engineer, is Chairman of the labour union of the branch company of the Company.

Deputy general managers

Mr. Lin Jianwang, aged 48, is senior engineer.

Ms. Shu Hong, aged 40, is senior engineer.

Mr. Zhang Qingxi, aged 59, is senior engineer.

Company secretary

Mr. Ye Xuehua, aged 39, is senior engineer.

Section 1 Directors, supervisors and senior management (continued)**2. Term of office and equity interest of directors, supervisors and senior management**

Name	Position	Gender	Term of office	Number of A Shares held at beginning of the year	Number of A Shares held at end of the year
Zhang Jie	Chairman	Male	23/5/2002-15/8/2004	–	–
Fan Xinmin	Vice-chairman	Male	15/8/2001-15/8/2004	–	–
Liu Hong	Director	Male	15/8/2001-15/8/2004	–	–
Gong Enqing	Director	Male	15/8/2001-15/8/2004	–	–
Pan Shunqun	Director	Male	23/5/2002-15/8/2004	–	–
Ye Maoxin	Director	Male	15/8/2001-15/8/2004	10,214	10,214
Yao Yuming	Director	Male	15/8/2001-15/8/2004	9,200	9,200
Wang Weizhi	Director	Male	15/8/2001-15/8/2004	–	–
Liu Haitao	Director	Male	15/8/2001-15/8/2004	–	–
Zhang Jianguo	Director	Male	15/8/2001-15/8/2004	–	–
Wang Zengjing	Independent Director	Male	15/8/2001-15/8/2004	–	–
Kon Hiu King	Independent Director	Male	15/8/2001-15/8/2004	–	–
Yin Shouen	Chairman of the supervisory committee	Male	15/8/2001-15/8/2004	–	–
Liu Xianming	Vice-chairman of the supervisory committee	Male	28/5/2003-15/8/2004	–	–
Tu Kelin	Supervisor	Male	15/8/2001-15/8/2004	–	–
Yan Fuquan	Supervisor	Male	15/8/2001-15/8/2004	–	–
Wu Manju	Supervisor	Female	15/8/2001-15/8/2004	–	–
Zhao Wenjie	Supervisor	Male	15/8/2001-15/8/2004	–	–
Bao Weiguo	Supervisor	Male	15/8/2001-15/8/2004	–	–
Lin Jianwang	Deputy General Manager	Male		–	–
Shu Hong	Deputy General Manager	Female		–	–
Zhang Qingxi	Deputy General Manager	Male		2,370	2,370
Ye Xuehua	Company Secretary	Male		–	–

Except as disclosed above, none of the directors, supervisors and their respective spouses or children under the age of 18 had any interest in the shares, bonds or other securities of the Company or its associated corporations (as defined in the Securities and Futures Ordinance), nor had any of them been granted or exercised any rights to subscribe for any interest in the share capital or debt securities of the Company or any of its associated corporations (as defined in the Securities and Futures Ordinance) which are required to be entered in the register established and maintained in accordance with section 352 of the Securities and Futures Ordinance. During the reporting period, none of the directors or supervisors had a material interest in any contracts to which the Company or any of its subsidiaries was a party.



Section 1 Directors, supervisors and senior management (continued)

3. Remuneration during the year

1. The remuneration of directors, supervisors and senior management had been determined in accordance with the remuneration and appraisal system established by the Company. Directors, supervisors and senior management receiving remuneration from the Company are subject to the yearly remuneration package system. Pursuant to the relevant provisions in the Articles of Association of the Company, the remuneration of directors and supervisors are determined by general meetings while those of the senior management had been determined by the Board. The Board implements an annual appraisal policy for senior managers and its production and business operations are monitored by the Supervisory Committee. The Human Resources Department of the Company administers the appraisal policy.
2. During the year, the ten directors, supervisors and senior management who were remunerated by the Company had received a total remuneration of approximately RMB1,662,600, of which approximately RMB662,000 was paid to the three highest paid directors. The remuneration to the three highest paid senior management totalled approximately RMB529,200. Two individuals' annual salaries fell within the range from RMB200,000 to RMB250,000, six fell within the range from RMB170,000 to RMB200,000 while two received remuneration below RMB100,000.
3. Messrs. Zhang Jie, Fan Xinmin, Liu Hong, Gong Enqing, Pan Shunqun, Yin Shouen, Tu Kelin and Yan Fuquan received remunerations from the controlling shareholder, China National Textile Machinery (Group) Company Limited. Mr. Liu Haitao, Mr. Wang Zengjing, Mr. Kon Hiu King, Ms. Wu Manju and Mr. Zhao Wenjie received remuneration from their respective serving companies.
4. Independent non-executive directors did not receive any allowances from the Company.

4. Resignation of directors, supervisors and senior management and the appointment of senior management during the reporting period

At the 2002 Annual General Meeting of the Company held on 28th May 2003, the resignation of Mr. Liu Xianming as a Director of the Company and the appointment of Mr. Liu Xianming as the supervisor representing the shareholders of the Company were approved. On the same date, Mr. Liu Xianming was appointed as Vice chairman of the Supervisory Committee at the Supervisory Committee Meeting.

Section 2 Staff

As at 31st December 2003, the total staff number of the Group was 11,772, among which 358, 922 and 847 were at the senior, middle and junior levels respectively, and 1,930 received tertiary education. Amongst them, 1,105 were deployed to technical, scientific research and development, 476 in sales and marketing, 380 in operations and management, 8,336 in production and 1,475 in others. In addition, the number of retired staff was 3,458 as at 31st December 2003.

Wage level was determined on the basis of individual performance.