

Directors and Senior Management

EXECUTIVE DIRECTORS

Mr. Wu Xiao An (also known as Mr. Ng Siu On), age 43, has been Chairman of the Board of the Company since June 2002, and a director since 1994. He is responsible for the overall management and strategy of the Company. He was the Vice Chairman and the Chief Financial Officer of the Company from 1994 to June 2002. He is also a director of Shenyang Automotive. Mr. Wu holds a Bachelor of Arts degree from the Beijing Foreign Languages Institute and a Master of Business Administration degree from Fordham University in New York. He served from 1988 to 1993 as Deputy Manager of the Bank of China, New York Branch.

Mr. Lin Xiaogang, age 45, has been a director, the President and the Chief Executive Officer of the Company since December 2004. Mr. Lin is currently the Vice Chairman and the President of Huachen Automotive Group Holdings Company Limited (“Huachen”). He is also the Chairman and the Chief Executive Officer of Shenyang Automotive. He was appointed as the Vice President of Shenyang Aircraft Industry (Group) Corporation Ltd. in 1997 and has become the Director of National Defense Science & Technology Office of Liaoning Provincial Government in 2002. Mr. Lin received a Bachelor of Engineering degree from Beijing University of Aeronautics & Astronautics and a Master of Business Administration degree from Tianjin University. In December 2000, Mr. Lin was awarded the title of Senior Economist (Researcher) by the Government of The People’s Republic of China.

Mr. Hong Xing, age 42, has been the Vice Chairman of the Company since June 2002, a director since 1994 and an Executive Vice President since 1999. Mr. Hong also serves currently as Company Secretary. He received a Bachelor of Arts degree from the Beijing Foreign Languages Institute in 1984. He also received a Doctor of Jurisprudence degree from the Columbia University School of Law in New York and is a member of the Bar of the State of New York. From 1985 to 1986, Mr. Hong worked as an attache in the Ministry of Foreign Affairs of China. From 1986 to 1990, Mr. Hong was an international civil servant at the United Nations headquarters in New York.

Mr. Su Qiang (also known as Mr. So Keung), age 39, has been a director of the Company since 1992. He formerly served as the President and the Chief Executive Officer of the Company and also the Chairman of Shenyang Automotive. He holds a Bachelor of Arts degree from the People’s University of China, as well as a graduation certificate from the Graduate School of the People’s Bank of China.

NON-EXECUTIVE DIRECTORS

Mr. Wu Yong Cun, age 42, has been a non-executive director of the Company since June 2003. Mr. Wu has been the Vice President of Huachen since December 2002. He is responsible for business planning and development and production management for Huachen. Mr. Wu has also served as the General Manager of Liaoning Provincial Water Sources Utility Company, the Assistant Director of Liaoning Provincial Development & Planning Commission and the Vice Chairman of Liaoning Provincial Science and Technology Association between June 1988 and September 2002. Mr. Wu holds a Bachelor of Engineering degree and a Master of

Directors and Senior Management (Cont'd)

Engineering degree from Dalian Science and Technology University as well as a Master of Business Administration degree from California State University, Fullerton School. Mr. Wu also holds the title of Senior Engineer.

Mr. Lei Xiaoyang, age 48, has been a non-executive director of the Company since June 2003. Mr. Lei has been the Deputy Chief Economist as well as General Manager of the Department of Asset Operations in Huachen since January 2003. He was the Assistant President of Liaoning International Trust and Investment Corporation from June 1996 to September 2002, and had been in charge of the Financing Department, Accounting Department, Strategic Planning Department and Securities Department. Mr. Lei holds a Bachelor of Engineering degree from the Shenyang Polytechnic University and a Master of Science degree from Liaoning University as well as a Master of Business Administration degree from Roosevelt University.

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Xu Bingjin, age 65, has been an independent non-executive director of the Company since June 2003. Mr. Xu is currently the Chairman of The Association of Sino-European Economic and Technical Cooperation. He was formerly an Assistant Minister of The Ministry of Foreign Trade and Economic Cooperation, a director of the Office of National Mechanic and Electronic Products Importation and Exportation and a Senior Consultant of the World Trade Organization Research Association. Mr. Xu received a Bachelor of Science degree in Engineering Economics from Jilin University of Technology in 1964 and holds the title of Senior Engineer.

Mr. Song Jian, age 48, has been an independent non-executive director of the Company since September 2004. Mr. Song is currently the Executive Vice President of the Tsinghua Automotive Engineering Institute, the Deputy Dean of the Automotive Engineering Department in Tsinghua University, the Vice Director of the National Laboratory in Automotive Safety and Energy and an advisor to the Beijing Government in Science and Technology. In 1998, Mr. Song was awarded the Award of Outstanding Science and Technology Person in the China Automotive Industry. He holds a Bachelor Degree and a Doctorate degree, both in Engineering Science, from Tsinghua University. He is currently a professor of automotive dynamics and control engineering at Tsinghua University.

Mr. Jiang Bo, age 45, has been an independent non-executive director of the Company since September 2004. Mr. Jiang is an accountant, a certified public accountant and a certified public valuer in the PRC. He has been the general manager of Liaoning Reanda Certified Public Accountants in the PRC since 1999 and was a director of Dandong Zhongpeng Accounting Firm from 1993 to 1999. Mr. Jiang has over 10 years of experience in auditing financial statements of companies listed on the stock exchanges of the PRC. Mr. Jiang has been a certified public valuer since 1998 and has been involved in asset appraisals of companies in preparation for listing in the PRC. He has participated in various listing projects of state-owned enterprises in the PRC and overseas and has gained experience in reviewing and analyzing the audited financial statements of companies listed in the PRC. Mr. Jiang has worked with one of the "Big-4" international accounting firms in the auditing of a state-owned enterprise. Mr. Jiang holds a Bachelor of Science in Mathematics from Liaoning University and a diploma in Accounting from the Central Finance and Economics University.

Directors and Senior Management (Cont'd)

COMPANY SECRETARY

Mr. Hong Xing (see biography above).

QUALIFIED ACCOUNTANT

Madam Zhang Ruiping, age 34, has been the qualified accountant of the Company since November 2004. Madam Zhang is the head of the financial department of the Group. She graduated from Shanghai University of Finance and Economics. She is a qualified PRC accountant and also a PRC certified public accountant registered as an individual member with the Shanghai Institute of Certified Public Accountants. She worked at the financial department of China Merchants Group, Hong Kong from 1996 to 1999 and was the manager of the finance department of Shanghai Shenhua Holdings Co., Ltd from 1999 to 2003. On 15th April, 2005, The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) granted a 3-year conditional waiver to the Company commencing from 15th April, 2005 from strict compliance with Rule 3.24 of the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”). Particulars of the waiver are set out in an announcement made by the Company dated 21st April, 2005.