

# Change in Share Capital and Shareholders

## 4.1 Share changes

Unit: share

	Before change		Increase / (decrease)					After change	
	Number	Percentage	New issue	Bonus issue	Share converted from reserve	Others	Sub-total	Number	Percentage
I. Unlisted non-circulating shares									
1. Promoter's shares including:									
State-owned shares	400,000,000	—	—	—	—	—	—	400,000,000	—
Domestic legal person shares	—	—	—	—	—	—	—	—	—
Overseas legal person shares	—	—	—	—	—	—	—	—	—
Others	—	—	—	—	—	—	—	—	—
2. Legal person shares	—	—	—	—	—	—	—	—	—
3. Employee shares	—	—	—	—	—	—	—	—	—
4. Preference shares or others	—	—	—	—	—	—	—	—	—
II. Listed circulating shares									
1. Renminbi ordinary shares	50,000,000	—	—	—	—	—	—	50,000,000	—
2. Domestic listed foreign shares	—	—	—	—	—	—	—	—	—
3. Overseas listed foreign shares	250,000,000	—	—	—	—	—	—	250,000,000	—
4. others	—	—	—	—	—	—	—	—	—
III. Total number of shares	700,000,000	—	—	—	—	—	—	700,000,000	—

## 4.2 Issue and listing of shares

- (1) The Company has no issue or listing of shares including new issue or right issue of shares during the three years ended 31 December 2004.
- (2) Remaining employee shares

Save for shares held by Directors, supervisors and senior management, there remains no employee shares.

## 4.3 Shareholdings of the top ten shareholders and shareholders of circulating shares

Unit: share

Number of shareholders As t 31 December 2005, there were 22,996 shareholders, including 1 legal person shareholder, 22,911 holders of "A" Shares and 84 holders of "H" Shares.

### Shareholdings the top ten shareholders

Name of shareholders	Nature of shareholders	Percentage	Number of shares held	Numbe of non-circulating shares held	Number of shares pledged or frozen
China Luoyang Float Glass (Group) Company Limited ("CLFG")	State-owned shareholders	57.14%	400,000,000	400,000,000	Nil
HKSCC (Nominees) Company Limited	Foreign shareholders	35.28%	246,954,998	0	Unknown
HSBC NOMINEES (HONG KONG) LIMITED	Foreign shareholders	0.081%	570,000	0	Unknown
Liang Jieyun	Others	0.074%	518,342	0	Unknown
Liu Jianping	Others	0.0396%	277,481	0	Unknown
WONG MING SHUN	Foreign shareholders	0.0314%	220,000	0	Unknown
WONG SING TO	Foreign shareholders	0.029%	200,000	0	Unknown
Zheng Qinghui	Others	0.0282%	197,499	0	Unknown
Hu Yuntian	Others	0.0257%	180,000	0	Unknown
TAM CHOW HING	Foreign shareholders	0.0257%	180,000	0	Unknown

# Change in Share Capital and Shareholders *(Continued)*

## 4.3 Shareholdings of the top ten shareholders and shareholders of circulating shares *(continued)*

### Shareholdings of the top ten major shareholders of circulating shares

Name of shareholders	Numbe of circulating shares held	Types of shares
HKSCC (Nominees) Company Limited	246,954,998	Overseas listed foreign shares
HSBC NOMINEES (HONG KONG) LIMITED	570,000	Overseas listed foreign shares
Liang Jieyun	518,342	RMB ordinary shares
Liu Jianping	277,481	RMB ordinary shares
WONG MING SHUN	220,000	Overseas listed foreign shares
WONG SING TO	200,000	Overseas listed foreign shares
Zheng Qinghui	197,499	RMB ordinary shares
Hu Yuntian	180,000	RMB ordinary shares
TAM CHOW HING	180,000	Overseas listed foreign shares
Liu Yingwu	166,500	RMB ordinary shares

### Explanations on connected relationship or action in concert among the above shareholders

There is no connected relationship or action in concert as defined by Regulations for Disclosure of Changes in Shareholding of Listed Companies (上市公司股東持股變動信息披露管理辦法) among the top ten shareholders of the Company, including CLFG and other circulating shareholders of circulating shares. The Company is not aware of any parties acting in concert or any connected relationship among the shareholders of circulating shares, other shareholders of circulating shares.

- (1) During the reporting period, shares held by China Luoyang Float Glass (Group) Company Limited ("CLFG") had been neither pledged, nor frozen or entrusted.
- (2) HKSCC Nominees Limited is a participant of Hong Kong Central Clearing and Settlement System providing securities registration and custody services for its customers.

## 4.4 Principal shareholders' and other shareholders' interests or short positions in shares or underlying shares of the Company

As of 31 December 2005, as recorded in the register maintained by the Company pursuant to Section 336 of SFO, there is no recording of principal shareholders (i.e. entitled to exercise or control the exercise of 5% or above voting right at general meeting of the Company) or other persons required to disclose their interests according to Section XV of SFO (excluding directors and supervisors) has any interests or short positions in shares or underlying shares of equity derivatives of the Company.

## 4.5 Information about the controlling shareholder and the other actual controllers

### 4.5.1 Specific information about the controlling shareholder and the other actual controllers

CLFG was established in April 1991 and its legal representative is Liu Baoying. Its registered capital is RMB1,286.74 million and its shareholders include Luoyang Assets Management Company, China Hua Rong Assets Management Company, China Changcheng Assets Management Company, China Dongfang Assets Management Company, China Xinda Assets Management Company and China Xinxing Construction Material (Group) Company holding 80.27%, 8.55%, 5.44%, 3.10%, 1.94% and 0.70% of shares respectively. Its principal activities include production of glass and related materials, manufacturing of assembly equipment and intensive glass processing. Import, export and domestic sales of glass, processing technology, design and sub-contracting of engineering works, labour export, provision of industrial production materials (excluding those under control of the state), technological services, consultation service and goods transportation.

There were no changes in controlling shareholdings during the reporting period.

### Information on the actual controller of the Company

洛陽市國資國有資產經營有限公司(Luoyang State Capital State Owned Assets Operation Company Limited) was established on 26 October 2001. Its legal representative is Sun Juan and registered capital amounted to RMB236.00 million. It is a state owned sole proprietorship limited liability company and was granted the right to operate state-owned asset.

### 4.5.2 Figure of equity interests and controlling relationship between the Company and actual controllers.

