



上海二纺机股份有限公司

2005 年半年度报告



第一节、重要提示、释义及目录

本公司董事会及董事保证本报告所载资料不存在虚假记载、误导性陈述或者重大遗漏，并对其内容的真实性、准确性和完整性承担负个别及连带责任。

公司法定代表人郑元湖、财务总监梅建中、财务部经理陈志虎声明：保证半年度报告中财务报告的真实、完整。

本报告分别以中、英文两种文字编制，在对两种文本的理解发生歧义时，以中文文本为准。

公司半年度报告未经审计。

目 录

1、公司基本情况	3
2、股本变动和主要股东持股变动情况	5
3、董事、监事、高级管理人员情况	6
4、管理层讨论与分析	7
5、重要事项	9
6、财务报告	13
7、备查文件目录	55



第二节、公司基本情况

- (一) 公司法定中文名称: 上海二纺机股份有限公司
公司法定英文名称: SHANGHAI ERFANGJI CO., LTD.
- (二) 股票上市证券交易所: 上海证券交易所
A、B 股简称: 二 纺 机 二 纺 B 股
A、B 股代码: 600604 900902
- (三) 公司注册地址: 上海市场中路 6 8 7 号
公司办公地址: 上海市场中路 6 8 7 号
邮政编码: 200434
公司互联网网址: <http://www.shefj.com>
公司电子信箱: shej @ public7.sta.net.cn
- (四) 法定代表人姓名: 郑元湖
- (五) 董事会秘书: 李 勃
联系地址: 上海市场中路 6 8 7 号
联系电话: 021-65318888*2673
传真: 021-65318494
电子信箱: shej@public7.sta.net.cn
证券事务代表: 吴 涛
联系地址: 上海市场中路 6 8 7 号
联系电话: 021-65318888*2673
传真: 021-65318494
电子信箱: wt@shefj.com
- (六) 公司半年度报告刊登报刊: 《上海证券报》香港《大公报》
上海证券交易所互联网网址: <http://www.sse.com.cn>
公司半年度报告备置地点: 上海市场中路 687 号
上海二纺机股份有限公司
- (七) 其他有关资料
公司首次注册资本为: 30,398.69 万元
公司注册资本额的演变过程:
1993 年 10 月 7 日于上海市工商行政管理局变更登记为 42,558.17 万元;
1995 年 12 月 12 日于上海市工商行政管理局变更登记为 46,183.98 万元;
1996 年 7 月 23 日于上海市工商行政管理局变更登记为 51,495.38 万元;



1997 年 6 月 25 日于上海市工商行政管理局变更登记为 56,644.92 万元;
 企业法人营业执照注册号: 企股沪总字第 019003 号(市局)
 税务登记号码: 国税沪字第 310042607225505 号
 公司聘请的会计师事务所名称: 上海立信长江会计师事务所
 浩华会计师事务所
 办公地址: 上海市南京东路 61 号
 香港湾仔港湾道 18 号中环广场 2001 室

(八) 主要财务数据和指标

1 主要会计数据和财务指标

单位:元 币种:人民币

主要会计数据	本报告期末	上年度期末		本报告期末比上年度 期末增减(%)
		调整后	调整前	
流动资产	721,080,742.97	734,094,473.59	734,094,473.59	-1.77
流动负债	626,756,242.57	638,654,442.01	638,654,442.01	-1.86
总资产	1,296,362,359.13	1,317,273,512.56	1,317,273,512.56	-1.59
股东权益(不含少数股东权益)	659,979,304.10	654,852,121.51	654,852,121.51	0.78
每股净资产	1.165	1.156	1.156	0.78
调整后的每股净资产	1.140	1.122	1.122	1.60
	报告期(1-6月)	上年同期		本报告期比上年同期 增减(%)
		调整后	调整前	
净利润	3,033,158.61	4,795,069.15	4,795,069.15	-36.74
扣除非经常性损益后的净利润	391,586.45	5,156,145.07	5,156,145.07	-92.41
每股收益	0.0054	0.0085	0.0085	-36.47
净资产收益率(%)	0.46	0.74	0.74	减少了 0.28 个百分点
经营活动产生的现金流量净额	-27,522,704.05	72,650,963.17	72,650,963.17	--

2 扣除非经常性损益项目和金额

单位:元 币种:人民币

非经常性损益项目	金额
处置除公司产品外的其他资产产生的损益	972,088.26
扣除资产减值准备后的其他各项营业外收入、支出	1,427,351.46



中国证监会认定的其他非经常性损益项目	456,235.16
所得税影响数	-214,102.72
合计	2,641,572.16

3 按中国证监会发布的《公开发行证券公司信息披露编报规则》第 9 号的要求计算的净资产收益率及每股收益

单位:元 币种:人民币

报告期利润	净资产收益率(%)		每股收益	
	全面摊薄	加权平均	全面摊薄	加权平均
主营业务利润	8.17	8.17	0.0952	0.0952
营业利润	0.13	0.13	0.0015	0.0015
净利润	0.46	0.46	0.0054	0.0054
扣除非经常性损益后的净利润	0.06	0.06	0.0007	0.0007

第三节、股本变动和主要股东持股情况

(二) 股东情况

1、股本变动情况

报告期内没有因送股、配股等原因引起公司股份总数及结构的变动。

2、主要股东持股情况介绍

(1) 公司主要股东持股情况：截止 2005 年 6 月 30 日，本公司股东数为 88410 户。其中 A 股股东为 45889 户，B 股股东为 42521 户。

(2) 2005 年 6 月 30 日前在册，拥有公司股份前十名股东情况。

报告期末股东总数		88410 户				
前十名股东持股情况						
股东名称(全称)	报告期内增减	期末持股数量	比例(%)	股份类别(已流通或未流通)	质押或冻结的股份数量	股东性质(国有股东或外资股东)
太平洋机电(集团)有限公司(国有资产授权经营单位)	0	262,342,310	46.31	未流通	--	国有资产
MERRILL LYNCH FAR EAST LIMITED		819,739	0.15	已流通	--	B 股
黄志豪		666,100	0.12	已流通	--	B 股
刘达		655,600	0.12	已流通	--	B 股
张光中		643,805	0.11	已流通	--	B 股



王一平		560,811	0.10	已流通	--	B 股
HKITS/A006-113039-431		554,500	0.10	已流通	--	B 股
郁玉生		553,000	0.10	已流通	--	B 股
任建诚		543,303	0.10	已流通		B 股
WISEMAX INTERNATIONAL LIMITED 智万国际有限公司		534,100	0.09	已流通	--	B 股
前十名流通股股东持股情况						
股东名称 (全称)		期末持有流通股的数量		种类 (A、B、H 股或其它)		
MERRILL LYNCH FAR EAST LIMITED		819,739		B 股		
黄志豪		666,100		B 股		
刘达		655,600		B 股		
张光中		643,805		B 股		
王一平		560,811		B 股		
HKIT S/A 006-113039-431		554,500		B 股		
郁玉生		553,000		B 股		
任建诚		543,303		B 股		
WISEMAX INTERNATIONAL LIMITED 智万国际有限公司		534,100		B 股		
王家宜		497,740		B 股		
上述股东关联关系或一致行动的说明		公司未知在流通股股东之间是否存在关联关系或是否属于一致行动人。				

3、十大股东持股相关情况说明:

(1) 上海国有资产监督管理委员会委托上海电气(集团)总公司管理本公司国有股,太平洋机电(集团)有限公司是本公司(国有股)授权经营单位,持有本公司 262,342,310 股,占总股本 46.31%股份。

(2) 排名第二至第十位的股东均为 B 股股东。

(3) 报告期内,公司国家股授权经营单位—太平洋机电(集团)有限公司持有的本公司股权未有质押、冻结。

4、控股股东及实际控制人变动情况

本报告期内,公司控股股东及实际控制人没有发生变更。

第四节、董事、监事、高级管理人员情况

1、报告期内,公司新增董事、监事、高级管理人员持有公司股票情况。

单位:股

姓名	职务	期初持股数	期末持股数	股份增减数	变动原因
杨敏	监事	0	1,000	1,000	新任监事



报告期内，公司其他董事、监事、高级管理人员持有公司股票未发生变化。

2、报告期内，公司董事、监事、高级管理人员的新聘或解聘情况

在 2005 年 4 月 7 日召开的公司第五届监事会第七次会议上，同意吴展华监事（职工监事）因工作变动提出的辞呈，并经公司第十九届六次职代会第一次职代会联席会议选举产生，增补杨敏同志为公司第五届监事会监事（职工监事）。并于 2005 年 4 月 9 日在《上海证券报》和香港《大公报》予以披露。

第五节、管理层讨论与分析

一、公司经营情况

（一）经营状况讨论与分析

2005 年是落实公司“做精、做强、做大”发展战略、推进公司“整合、创新、拓展、增效”经营主导方针的第一年。年初，公司第五届董事会七次会议提出了 2005 年经营工作的指导思想和一系列战略目标：“坚持以发展为主旋律，加快企业深层次改革；坚持以科技兴业为主战略，加快技术与管理创新；坚持以满足市场需求为主攻目标，加快企业做精做强的发展步伐”。上半年以来，围绕经济工作目标，公司上下统一思想，坚定信心，团结协作，共谋发展，虽受一季度纺机市场一度疲软和工业生产原材料大幅调价的影响，在公司经营班子和广大员工的共同努力下，坚持抓整合，抓市场，抓发展，通过努力，年度的各项经营工作与目标任务得到了稳步地推进与落实。

2005 年 6 月 3 日，第十一届上海国际纺织工业展览会在上海新国际博览中心隆重开幕。我公司以四台新型棉纺机械产品参展，分别是：EJM138JLB 型细纱机、EJK211 型粗纱机、EJP438 型自动络筒机和 EJP834 型倍捻机。本届上海国际纺织工业展览会分别举行棉纺成套机械产品技术交流会、化纤成套机械产品技术交流会和棉纺产品外贸交流会，我公司产品技术人员和销售人员分别向中外客商介绍了细纱机、粗纱机等公司主打产品，向中外客商展示了公司产品数字化、集成化、智能化的发展方向。在本届上海国际纺织工业展览会上，用户普遍对我公司产品给予了较高的评价，产品的用户认可度及市场影响力都取得了良好的效果。

（二）报告期公司经营情况



1、公司主营业务的范围及其经营情况

(1) 公司主营业务经营情况的说明

截止本报告期末，本公司合并资产总额为 12,8636.24 万元，负债总额为 61,675.62 万元，所有者权益为 65,997.93 万元；上半年公司实现主营业务收入 35,958.50 万元，主营利润 5,392.40 万元，净利润 303.32 万元。

公司主营业务的范围：生产纺织机械及相关的电子电器产品、通用机械、光电子技术产品、金属制品、塑料制品；非出版物的印刷及包装装潢印刷业务；技术服务；仓储营运；投资兴办企业；销售自产产品。

(2) 占报告期主营业务收入或主营业务利润 10%以上(含 10%)的行业或产品

单位: 元 币种: 人民币

分行业	主营业务收入	主营业务成本	毛利率(%)	主营业务收入比上年同期增减(%)	主营业务成本比上年同期增减(%)	毛利率比上年同期增减(%)
纺机类行业	358,463,268.64	303,907,468.66	15.22	-33.38	-33.88	增加了0.64个百分点
分产品						
纺机类产品	358,463,268.64	303,907,468.66	15.22	-33.38	-33.88	增加了0.64个百分点
其中: 关联交易	61,938,533.96	52,506,105.18	15.22	/	/	/
关联交易的定价原则	市场价					

(3) 主营业务分地区情况表

单位: 元 币种: 人民币

分地区	主营业务收入	主营业务收入比上年同期增减(%)
中国境内	257,283,419.61	-35.21
中国境外	102,301,602.09	-41.57

(4) 其中：报告期内上市公司向控股股东及其子公司销售产品和提供劳务的关联交易总金额为 6,193.80 万元。

(5) 投资收益对公司净利润影响达到 10%以上的参股公司的经营情况及业绩

单位: 元 币种: 人民币

公司名称	业务性质	主要产品或服务	净利润	参股公司贡献的投资收益	占上市公司净利润的比重(%)
上海良基实	贸易、租赁	国际国内贸易	561,233.86	505,110.47	16.65



业有限公司					
-------	--	--	--	--	--

(三) 报告期内，投资情况

1、募集资金使用情况

报告期内，公司无募集资金或前期募集资金使用到本期的情况。

2、非募集资金项目情况

报告期内，公司无非募集资金项目。

3、重大投资情况

报告期内，公司无重大投资项目。

第六节、重要事项

(一) 公司治理的实际状况

1、根据中国证券监督管理委员会监证公司字(2005)15号发布的《关于督促上市公司修改公司章程的通知》的有关精神，对《公司章程》、《股东大会议事规则》、《董事会议事规则》和《监事会议事规则》作了修改，公司董事会、监事会分别审议并提交公司第十九次(暨2004年度)股东大会表决通过：(1)、关于修改《公司章程》的提案；(2)、关于修改《股东大会议事规则》的提案；(3)、关于修改《董事会议事规则》的提案；(4)、关于修改《监事会议事规则》的提案。

上述公告刊登于2005年4月27日的《上海证券报》、香港《大公报》。

2、公司按照《上市公司治理准则》的要求，不断完善公司法人治理结构建设，规范公司运作，严格信息披露，重视投资者的关系管理。公司董事、独立董事能按照有关法律法规和《公司章程》的要求，认真履行职责，维护公司整体利益及中小股东利益。

(二)、报告期实施的利润分配执行情况

2005年4月26日公司第十九次(暨2004年度)股东大会通过决议：2004年度的利润分配预案为不分配，并不以资本公积金转增形式送股。

(三) 中期拟定的利润分配预案、公积金转增股本预案

报告期内，公司未有拟定利润分配预案、公积金转增股本预案或发行新股方



案的情况。公司中期不进行利润分配和公积金转增股本。

(四) 报告期内，公司应披露的重大诉讼、仲裁事项

已在前一期报告中披露并结案的重大诉讼、仲裁事项

2004 年度报告中披露的本公司子公司上海良基房地产有限公司（简称：良基房产）与被执行人上海民健实业总公司、江西省上饶毛纺织厂（简称：上饶毛纺）之间强制执行案件情况：现经良基房产与上饶毛纺和解协商，于 2005 年 3 月 8 日达成协议。上饶毛纺于 2005 年 3 月，一次性支付良基房产款项人民币 203.82 万元，以了结双方纠纷。良基房产于 2005 年 3 月 24 日收到 203.82 万元款项，原所欠款项 679.4 万元已于 2004 年底全部计提坏帐处理。

(五) 资产出售情况

2004 年 11 月 23 日，公司披露了第五届董事会第五次会审议的《关于转让公司持有上海良基金属制品有限公司股权的议案》。公司将所投资的上海良基金属制品有限公司 700 万股（占注册资本 70%）股份予以转让。经上海万隆资产评估有限公司评估和上海电气（集团）总公司确认，经上海联合产权交易所挂牌，本股权转让总价为 871.33 万元，并于 2005 年 4 月 21 日过户转让给成克彪等 26 个自然人。

(六) 控股股东及其子公司占用公司资金的总体情况

关联方应收帐款余额

企业名称	本期期末 金额	年初数
上海太平洋纺织机械成套 设备有限公司	37,014,412.40	750,212.40
合计	37,014,412.40	750,212.40

上述关联方应收帐款主要是公司按照化纤项目关联销售的协议收款。

(七) 报告期内，公司重大关联交易事项

1、购买商品、接受劳务的重大关联交易



关联方	关联交易内容	关联交易定价原则	关联交易价格	关联交易金额	占同类交易额的比重(%)	结算方式	市场价格
临海良纺纺织机械专件有限公司	纺织机械	市场价	市场的公允价	4,606,192.31	7.44%	付汇	市场的公允价

2、销售商品、提供劳务的重大关联交易

关联方	关联交易内容	关联交易定价原则	关联交易价格	关联交易金额	占同类交易额的比重(%)	结算方式	市场价格
上海太平洋纺织机械成套设备有限公司	纺织机械	市场价	市场的公允价	46,843,931.39	75.63%	付汇	市场的公允价
山东良基纺织机械有限公司	纺织机械	市场价	市场的公允价	10,488,410.26	16.93%	付汇	市场的公允价

3、预计关联交易额

根据上市公司治理准则的要求，为了在规范公司法人治理结构的前提下，进一步提高公司的经营运行效率和质量，针对化纤纺丝机械销售市场的变化情况，公司董事会提请股东大会授权董事会审定 2005 年度持续性销售经营关联交易。公司第十九次（暨 2004 年度）股东大会审议通过了《关于提请股东大会授权董事会审定公司 2005 年度持续性销售经营关联交易的议案》。预计公司 2005 年度化纤纺丝机械销售可达 20,000 万元。本次公告于 2005 年 4 月 27 日刊登在《上海证券报》、香港《大公报》。

（八）报告期内，重大合同及其履行情况

1、托管情况

本报告期公司无托管事项。

2、承包情况

本报告期公司无承包事项。

3、租赁情况

本报告期公司无租赁事项。

4、担保情况

报告期内，公司发生或以前期间发生但延续到报告期的担保事项。

截至 2005 年 6 月 30 日止，公司对外提供担保情况如下（上海普恩伊进出口有限公司是本公司控股 90%的子公司）：



单位：万元，币种：美元

担保对象	发生日期	担保金额	担保类型	担保期限	是否已经履行完毕	是否为关联方担保
上海普恩伊进出口有限公司	2005/01/01	500	连带责任担保	2005/01/01 --- 2006/12/31	否	否
上海普恩伊进出口有限公司	2005/08/01	240	连带责任担保	2005/08/01 --- 2006/07/31	否	否

报告期内，公司未有违规担保。

5、委托理财情况

本报告期公司无委托理财事项。

6、其他重大合同

本报告期公司无其他重大合同。

(九)、报告期内，公司或持有公司股份 5%以上（含 5%）的股东没有发生或以前期间发生但延续到报告期的对公司经营成果、财务状况可能发生重要影响的承诺事项。

(十)、报告期内公司、公司董事会及董事没有受到中国证监会稽查、中国证监会行政处罚、通报批评、被其他行政管理部门处罚及证券交易所公开谴责的情况。

(十一) 其它重大事项

报告期内公司无其他重大事项。

(十二) 信息索引

信息名称	报刊名称	披露日期	互联网名称	检索路径
1、第五届董事会第七次会议决议公告 2、第五届监事会第六次会议决议公告 3、关于召开公司第十九次(暨 2004 年度)股东大会的公告 4、2005 年度持续性销售经营关联交易公告 5、公司 2004 年度报告全文及正文	《上海证券报》 香港《大公报》	2005 年 3 月 5 日	上海证券交易所网址： www.sse.com.cn	在“上市公司资料检索”中输入本公司股票代码查询
1、第五届董事会第八次会议决议公告 2、第五届监事会第七次会议公告	《上海证券报》 香港《大公报》	2005 年 4 月 9 日	上海证券交易所网址： www.sse.com.cn	在“上市公司资料检索”中输入本公司股票代码查



				询
1、上海二纺机股份有限公司第十九次（暨 2004 年度）股东大会决议公告 2、公司 2005 年第一季度报告全文及正文	《上海证券报》 香港《大公报》	2005 年 4 月 27 日	上海证券交易所网址： www.sse.com.cn	在“上市公司资料检索”中输入本公司股票代码查询

第七节、财务会计报告

公司本期财务会计报告未经审计。

一、财务报表

- 1、资产负债表
- 2、利润及利润分配表
- 3、现金流量表

资产负债表

2005 年 6 月 30 日

编制单位：上海二纺机股份有限公司

单位：元 币种：人民币

项目	附注		合并		母公司	
	合 并	母公 司	期末数	期初数	期末数	期初数
流动资产：						
货币资金			174,898,240.04	208,526,932.04	111,873,477.78	118,391,795.95
短期投资						
应收票据			5,683,113.16	10,442,361.06	4,183,113.16	6,687,361.06
应收股利						
应收利息						
应收账款			88,201,573.03	125,723,670.66	71,333,966.94	122,918,610.38
其他应收款			36,237,987.27	5,142,749.70	32,228,986.47	8,280,426.63
预付账款			14,982,866.73	3,515,920.91	13,530,642.86	1,444,350.11
应收补贴款						
存货			399,921,101.51	380,716,172.56	358,290,096.94	334,925,343.31
待摊费用			1,155,861.23	26,666.66	1,155,861.23	
一年内到期的长期债权投资						
其他流动资产						
流动资产合计			721,080,742.97	734,094,473.59	592,596,145.38	592,647,887.44



长期投资：						
长期股权投资			55,422,684.77	36,191,659.56	118,890,295.83	132,761,428.96
长期债权投资						
长期投资合计			55,422,684.77	36,191,659.56	118,890,295.83	132,761,428.96
其中：合并价差			-462,410.60	-462,410.60		
其中：股权投资差额						
固定资产：						
固定资产原价			1,043,189,865.70	1,090,250,137.83	1,011,198,674.01	1,030,209,873.29
减：累计折旧			464,218,693.64	475,139,216.70	454,189,143.36	450,932,347.15
固定资产净值			578,971,172.06	615,110,921.13	557,009,530.65	579,277,526.14
减：固定资产减值准备			98,485,158.90	103,791,433.83	96,235,257.92	96,663,583.08
固定资产净额			480,486,013.16	511,319,487.30	460,774,272.73	482,613,943.06
工程物资						
在建工程			5,461,823.49	2,029,882.61	5,075,600.63	1,757,734.53
固定资产清理						
固定资产合计			485,947,836.65	513,349,369.91	465,849,873.36	484,371,677.59
无形资产及其他资产：						
无形资产			33,911,094.74	33,638,009.50	33,911,094.74	33,638,009.50
长期待摊费用						
其他长期资产						
无形资产及其他资产合计			33,911,094.74	33,638,009.50	33,911,094.74	33,638,009.50
递延税项：						
递延税款借项						
资产总计			1,296,362,359.13	1,317,273,512.56	1,211,247,409.31	1,243,419,003.49
流动负债：						
短期借款			183,650,192.16	185,650,192.16	167,650,192.16	169,650,192.16
应付票据				275,010.91		
应付账款			253,611,709.10	258,560,999.40	254,712,090.49	241,388,792.94
预收账款			83,174,813.43	111,144,513.88	68,195,574.43	104,772,867.08
应付工资						
应付福利费			917,866.52	1,286,009.80		
应付股利			28.84	27.32		
应交税金			3,057,496.66	11,441,479.29	3,036,488.33	10,360,816.18
其他应付款			704,365.42	979,161.20	693,908.70	889,449.94
其他应付款			86,520,754.22	64,152,265.05	50,852,623.47	59,887,268.52
预提费用			15,119,016.22	5,164,783.00	11,444,571.78	4,950,987.74
预计负债						
一年内到期的长期负债						
其他流动负债						
流动负债合计			626,756,242.57	638,654,442.01	556,585,449.36	591,900,374.56
长期负债：						
长期借款				4,082,730.79		
应付债券						
长期应付款						
专项应付款						
其他长期负债						
长期负债合计				4,082,730.79		



递延税项：						
递延税款贷项						
负债合计			626,756,242.57	642,737,172.80	556,585,449.36	591,900,374.56
少数股东权益			9,626,812.46	19,684,218.25		
所有者权益(或股东权益)：						
实收资本(或股本)			566,449,189.46	566,449,189.46	566,449,189.46	566,449,189.46
减：已归还投资						
实收资本(或股本)净额			566,449,189.46	566,449,189.46	566,449,189.46	566,449,189.46
资本公积			68,250,364.54	68,140,192.13	68,250,364.54	68,140,192.13
盈余公积			10,056,354.21	10,056,354.21	2,564,952.21	2,564,952.21
其中：法定公益金			3,377,634.40	3,377,634.40	854,984.07	854,984.07
未分配利润			15,949,263.53	12,916,104.92	17,397,453.74	14,364,295.13
拟分配现金股利						
外币报表折算差额						
减：未确认投资损失			725,867.64	2,709,719.21		
所有者权益(或股东权益)合计			659,979,304.10	654,852,121.51	654,661,959.95	651,518,628.93
负债和所有者权益(或股东权益)总计			1,296,362,359.13	1,317,273,512.56	1,211,247,409.31	1,243,419,003.49

公司法定代表人：郑元湖

主管会计工作负责人：梅建中

会计机构负责人：陈志虎

利润及利润分配表

2005 年 1-6 月

编制单位：上海二纺机股份有限公司

单位：元 币种：人民币

项目	附注		合并		母公司	
	合 并	母 公 司	本 期 数	上 年 同 期 数	本 期 数	上 年 同 期 数
一、主营业务收入			359,585,021.70	572,207,525.56	308,780,682.16	486,808,940.21
减：主营业务成本			304,058,015.20	488,902,995.44	267,738,448.79	426,036,960.99
主营业务税金及附加			1,603,027.44	324,235.50	1,266,887.17	
二、主营业务利润(亏损以“-”号填列)			53,923,979.06	82,980,294.62	39,775,346.20	60,771,979.22
加：其他业务利润(亏损以“-”号填列)			1,269,081.32	-336,926.21	553,751.06	-1,677,974.28
减：营业费用			8,676,576.43	10,001,068.04	4,680,773.78	5,911,315.19
管理费用			41,125,024.39	60,331,483.93	31,594,187.73	44,688,023.99
财务费用			4,562,535.56	5,273,531.81	4,430,746.60	5,177,345.93
三、营业利润(亏损以“-”号填列)			828,924.00	7,037,284.63	-376,610.85	3,317,319.83
加：投资收益(损失以“-”号填列)			1,428,323.42	-119,598.06	2,150,675.12	2,287,663.77
补贴收入				134,311.00		
营业外收入			2,212,095.04	315,249.24	2,207,221.44	307,849.24
减：营业外支出			784,743.58	810,636.16	772,915.91	778,183.28
四、利润总额(亏损总额以“-”号填列)			3,684,598.88	6,556,610.65	3,208,369.80	5,134,649.56



减：所得税		620,122.57	1,544,111.16	175,211.19	339,580.41
减：少数股东损益		83,829.82	378,726.93		
加：未确认投资损失(合并报表填列)		52,512.12	161,296.59		
五、净利润(亏损以“-”号填列)		3,033,158.61	4,795,069.15	3,033,158.61	4,795,069.15
加：年初未分配利润		12,916,104.92	4,205,314.77	14,364,295.13	8,225,885.26
其他转入					
六、可供分配的利润		15,949,263.53	9,000,383.92	17,397,453.74	13,020,954.41
减：提取法定盈余公积					
提取法定公益金					
提取职工奖励及福利基金(合并报表填列)					
提取储备基金					
提取企业发展基金					
利润归还投资					
七、可供股东分配的利润		15,949,263.53	9,000,383.92	17,397,453.74	13,020,954.41
减：应付优先股股利					
提取任意盈余公积					
应付普通股股利					
转作股本的普通股股利					
八、未分配利润(未弥补亏损以“-”号填列)		15,949,263.53	9,000,383.92	17,397,453.74	13,020,954.41
补充资料：					
1.出售、处置部门或被投资单位所得收益					
2.自然灾害发生的损失					
3.会计政策变更增加(或减少)利润总额					
4.会计估计变更增加(或减少)利润总额					
5.债务重组损失					
6.其他					

公司法定代表人：郑元湖 主管会计工作负责人：梅建中 会计机构负责人：陈志虎

现金流量表

2005 年 1-6 月

编制单位：上海二纺机股份有限公司

单位：元 币种：人民币

项目	附注		合并数	母公司数
	合并	母公司		
一、经营活动产生的现金流量：				
销售商品、提供劳务收到的现金			350,387,133.58	265,792,642.19
收到的税费返还			15,751,598.80	
收到的其他与经营活动有关的现金			53,813,666.87	47,186,104.85
现金流入小计			419,952,399.25	312,978,747.04
购买商品、接受劳务支付的现金			297,204,708.66	197,901,559.16
支付给职工以及为职工支付的现金			47,715,793.00	41,202,768.90
支付的各项税费			33,948,195.69	24,978,603.53



支付的其他与经营活动有关的现金		68,606,405.95	55,621,658.67
现金流出小计		447,475,103.30	319,704,590.26
经营活动产生的现金流量净额		-27,522,704.05	-6,725,843.22
二、投资活动产生的现金流量：			
收回投资所收到的现金		5,065,030.07	9,597,272.87
其中：出售子公司收到的现金			
取得投资收益所收到的现金		1,235,912.50	1,235,912.50
处置固定资产、无形资产和其他长期资产而收回的现金		1,527,537.50	1,521,937.50
收到的其他与投资活动有关的现金			
现金流入小计		7,828,480.07	12,355,122.87
购建固定资产、无形资产和其他长期资产所支付的现金		5,920,248.17	5,617,303.39
投资所支付的现金			
支付的其他与投资活动有关的现金			
现金流出小计		5,920,248.17	5,617,303.39
投资活动产生的现金流量净额		1,908,231.90	6,737,819.48
三、筹资活动产生的现金流量：			
吸收投资所收到的现金			
其中：子公司吸收少数股东权益性投资收到的现金			
借款所收到的现金			
收到的其他与筹资活动有关的现金			
现金流入小计			
偿还债务所支付的现金		2,000,000.00	2,000,000.00
分配股利、利润或偿付利息所支付的现金		5,931,819.44	4,523,922.50
其中：支付少数股东的股利			
支付的其他与筹资活动有关的现金			
其中：子公司依法减资支付给少数股东的现金			
现金流出小计		7,931,819.44	6,523,922.50
筹资活动产生的现金流量净额		-7,931,819.44	-6,523,922.50
四、汇率变动对现金的影响		-82,400.41	-6,371.93
五、现金及现金等价物净增加额		-33,628,692.00	-6,518,318.17
补充材料			
1、将净利润调节为经营活动现金流量：			
净利润		3,033,158.61	3,033,158.61
加：少数股东损益(亏损以“-”号填列)		83,829.82	
减：未确认的投资损失		52,512.12	
加：计提的资产减值准备		-25,447,487.07	-1,021,466.86
固定资产折旧		20,716,931.64	20,015,731.83
无形资产摊销		439,211.76	439,211.76
长期待摊费用摊销			
待摊费用减少(减：增加)		-1,129,194.57	-1,155,861.23
预提费用增加(减：减少)		9,954,233.22	6,493,584.04
处理固定资产、无形资产和其他长期资产的损失(减：收益)		-969,213.40	-976,167.47
固定资产报废损失			
财务费用		5,062,618.16	4,648,952.32
投资损失(减：收益)		-1,428,323.42	-2,150,675.12
递延税款贷项(减：借项)			



存货的减少(减:增加)			-16,557,948.48	-22,771,611.93
经营性应收项目的减少(减:增加)			-4,189,262.17	25,512,711.24
经营性应付项目的增加(减:减少)			-17,038,746.03	-38,793,410.41
其他				
经营活动产生的现金流量净额			-27,522,704.05	-6,725,843.22
2. 不涉及现金收支的投资和筹资活动:				
债务转为资本				
一年内到期的可转换公司债券				
融资租入固定资产				
3、现金及现金等价物净增加情况:				
现金的期末余额			174,898,240.04	111,873,477.78
减:现金的期初余额			208,526,932.04	118,391,795.95
加:现金等价物的期末余额				
减:现金等价物的期初余额				
现金及现金等价物净增加额			-33,628,692.00	-6,518,318.17

公司法定代表人: 郑元湖

主管会计工作负责人: 梅建中

会计机构负责人: 陈志虎

合并资产减值表

2005 年 1-6 月

编制单位:上海二纺机股份有限公司

单位:元 币种:人民币

项目	期初余额	本期增加数	本期减少数		期末余额
			其他原因转出数	合计	
坏账准备合计	23,813,047.45		10,194,231.67	10,194,231.67	13,618,815.78
其中:应收账款	22,870,980.19		10,052,661.07	10,052,661.07	12,818,319.12
其他应收款	942,067.26		141,570.60	141,570.60	800,496.66
短期投资跌价准备合计					
其中:股票投资					
债券投资					
存货跌价准备合计	51,364,277.97		2,646,980.47	2,646,980.47	48,717,297.50
其中:库存商品	18,899,966.58				18,899,966.58
原材料	27,708,863.21		2,646,980.47	2,646,980.47	25,062,308.63
长期投资减值准备合计	2,176,096				2,176,096
其中:长期股权投资	2,176,096				2,176,096
长期债权投资					
固定资产减值准备合计	103,791,433.83		5,306,274.93	5,306,274.93	98,485,158.90
其中:房屋、建筑物	30,778,653.04		426,638.50	426,638.50	30,352,014.54
机器设备	73,012,780.79		4,879,636.43	4,879,636.43	68,133,144.36
无形资产减值准备	73,000,000		73,000,000	73,000,000	
其中:专利权	73,000,000		73,000,000	73,000,000	
商标权					
在建工程减值准备					
委托贷款减值准备					
资产减值合计	188,444,855.25		25,447,487.07	25,447,487.07	162,997,368.18

公司法定代表人: 郑元湖

主管会计工作负责人: 梅建中

会计机构负责人: 陈志虎



母公司资产减值表

2005 年 1-6 月

编制单位:上海二纺机股份有限公司

单位:元 币种:人民币

项目	期初余额	本期增加数	本期减少数		期末余额
			其他原因转出数	合计	
坏账准备合计	15,143,908.54				15,143,908.54
其中:应收账款	14,346,734.44				14,346,734.44
其他应收款	797,174.10				797,174.10
短期投资跌价准备合计					
其中:股票投资					
债券投资					
存货跌价准备合计	49,310,439.20		593,141.70	593,141.70	48,717,297.50
其中:库存商品	17,507,054.41		593,141.70	593,141.70	16,913,912.71
原材料	27,207,671.87				27,207,671.87
长期投资减值准备合计	2,176,096				2,176,096
其中:长期股权投资	2,176,096				2,176,096
长期债权投资					
固定资产减值准备合计	96,663,583.08		428,325.16	428,325.16	96,235,257.92
其中:房屋、建筑物	29,648,611.18				29,648,611.18
机器设备	67,014,971.90		428,325.16	428,325.16	66,586,646.74
无形资产减值准备					
其中:专利权					
商标权					
在建工程减值准备					
委托贷款减值准备					
资产减值合计	163,294,026.82		1,021,466.86	1,021,466.86	161,475,385.86

公司法定代表人: 郑元湖 主管会计工作负责人: 梅建中 会计机构负责人: 陈志虎

股东权益增减变动表

2005 年 1-6 月

编制单位:上海二纺机股份有限公司

单位:元 币种:人民币

项目	本期数	上期数
一、实收资本(或股本)		
期初余额	566,449,189.46	566,449,189.46
本期增加数		
其中:资本公积转入		
盈余公积转入		
利润分配转入		
新增资本(股本)		
本期减少数		



期末余额	566,449,189.46	566,449,189.46
二、资本公积		
期初余额	68,140,192.13	68,140,192.13
本期增加数	110,172.41	0
其中：资本（或股本）溢价		
接受捐赠非现金资产准备		
接受现金捐赠		
股权投资准备		
关联交易差价		
拨款转入		
外币资本折算差额		
其他资本公积	110,172.41	0
本期减少数		
其中：转增资本（或股本）		
期末余额	68,250,364.54	68,140,192.13
三、法定和任意盈余公积		
期初余额	6,678,719.81	6,678,719.81
本期增加数		
其中：从净利润中提取数		
法定盈余公积		
任意盈余公积		
储备基金		
企业发展基金		
法定公益金转入数		
本期减少数		
其中：弥补亏损		
转增资本（或股本）		
分派现金股利或利润		
分派股票股利		
期末余额	6,678,719.81	6,678,719.81
其中：法定盈余公积	6,678,719.81	6,678,719.81
储备基金		
企业发展基金		
四、法定公益金		
期初余额	3,377,634.40	3,377,634.40
本期增加数		
其中：从净利润中提取数		
本期减少数		
其中：其他集体福利支出		
期末余额	3,377,634.40	3,377,634.40
五、未分配利润		
期初未分配利润	12,916,104.92	12,916,104.92
本期净利润（净亏损以“-”号填列）	3,033,158.61	2,833,483.04
本期利润分配		
期末未分配利润（未弥补亏损以“-”号填列）	15,949,263.53	15,749,587.96

公司法定代表人：郑元湖

主管会计工作负责人：梅建中

会计机构负责人：陈志虎



应交增值税明细表

2005 年 1-6 月

编制单位:上海二纺机股份有限公司

单位:元 币种:人民币

项目	金额
一、应交增值税	
1. 年初未抵扣数 (以“-”号填列)	-2,358,069.06
2. 销项税额	65,920,214.79
出口退税	
进项税额转出	14,123,480.36
转出多交增值税	
3. 进项税额	62,504,971.29
已交税金	
减免税款	
出口抵减内销产品应纳税额	
转出未交增值税	15,446,962.37
4. 期末未抵扣数 (以“-”号填列)	-266,307.57
二、未交增值税	
1. 年初未交数 (多交数以“-”号填列)	7,102,159.29
2. 本期转入数 (多交数以“-”号填列)	15,446,962.37
3. 本期已交数	20,542,173.82
4. 期末未交数 (多交数以“-”号填列)	2,006,947.84

公司法定代表人: 郑元湖 主管会计工作负责人: 梅建中 会计机构负责人: 陈志虎

公司概况

上海二纺机股份有限公司系于 1991 年 12 月 10 日经上海市人民政府办公厅以沪府办[1991]155 号文批准设立的股份有限公司。1992 年 2 月,经中国人民银行上海市分行以(92)沪人金股字第 5 号文批准,向社会公众公开发行境内上市内资股(A 股)股票并上市交易;1992 年 5 月,经中国人民银行上海市分行以(92)沪人金 B 股字第 1 号文批准,向社会公众公开发行境内上市外资股(B 股)股票并上市交易。1995 年 10 月 4 日由国家工商行政管理局换发《企业法人营业执照》,注册号为 019003 号。公司现法定代表人郑元湖。公司注册资本为人民币 566,449,189.46 元,业经大华会计师事务所验证并出具华业字(97)第 1047 号验资报告。所属行业为工业制造业。公司经营范围为生产纺织机械及相关的电子电器产品、通用机械、光电子技术产品、金属制品、塑料制品;非出版物的印刷及包装装潢印刷业务;技术服务;仓储营运;投资兴办企业;销售自产产品,主要产品为纺织机械。

(三) 公司主要会计政策、会计估计和会计报表的编制方法

1、会计准则和会计制度

执行企业会计准则、《企业会计制度》及其有关的补充规定。

2、会计年度



本公司会计年度自公历 1 月 1 日起至 12 月 31 日止。

3、记账本位币

本公司的记账本位币为人民币。

4、编制基础记账基础和计价原则

以权责发生制为记帐基础，以历史成本为计价原则。

5、外币业务核算方法

外币业务发生时按当年年初中国人民银行公布的人民币市场汇价(中间价)作为折算汇率,折合成人民币记帐,年末外币帐户余额按年末市场汇价(中间价)折合成人民币金额进行调整。外币专门借款帐户年末折算差额,在所购建固定资产达到预定可使用状态前的特定时间段内,按规定予以资本化,计入在建工程成本,其余的外币帐户折算差额均计入财务费用。不同货币兑换形成的折算差额,均计入财务费用。

6、外币会计报表的折算方法

按照财政部财会字(1995)11号《关于印发的通知》,除所有者权益类项目(不含未分配利润项目)以发生时的市场汇价(中间价)折算为人民币外,资产、负债、损益类项目均以合并会计报表决算日的市场汇价(中间价)折算为人民币。外币报表折算差额在合并资产负债表中单独列示。

7、现金及现金等价物的确定标准

在编制现金流量表时,将同时具备期限短(从购买日起,三个月到期)、流动性强、易于转换为已知现金、价值变动风险很小四个条件的投资,确定为现金等价物。

8、短期投资核算方法

(1)、取得的计价方法

取得投资时按实际支付的价款(扣除已宣告未领取的现金股利或已到期未领取的债券利息)相关税费计价。债务重组取得债务人用以抵债的短期投资,以应收债权的帐面价值为基础确定其入帐价值;非货币性交易换入的短期投资,以换出资产的帐面价值为基础确定其入帐价值。

(2)、短期投资跌价准备的计提

中期末及年末,按成本与收盘价孰低提取或调整短期投资跌价准备。
按单项投资计算并确定计提的跌价损失准备。如某项短期投资占整个短期投资 10%以上,则按单项投资为基础计提跌价损失准备。

(3)、短期投资收益的确认



短期投资待处置时确认投资收益。在持有期间分得的现金股利和利息，冲减投资成本或相关应收项目。

9、应收款项坏账损失核算方法

坏账的确认标准为：对因债务人撤销、破产，依照法律清偿程序后确实无法收回的应收款项；因债务人死亡，既无遗产可清偿，又无义务承担人，确实无法收回的应收款项；因债务人逾期未履行偿债义务并有确凿证据表明，确实无法收回的应收款项，按照公司管理权限批准核销。

坏账的核算方法：公司的坏账核算采用备抵法，期末公司对应收款项（包括应收账款和其他应收款）按账龄分析法计提坏账准备，采用备抵法核算，按账龄分析方法并结合个别认定法估算坏帐损失。

帐龄	应收帐款计提比例(%)	其他应收款计提比例(%)
1 年以内(含 1 年)	5	5
1 - 2 年	10	10
2 - 3 年	20	20
3 年以上	50	50
个别认定	100	100

10、存货核算方法

(1)、存货分类为

存货分类为：在途物资、原材料、在产品、包装物、低值易耗品、产成品、库存商品、委托加工物资、工程施工、材料成本差异等。

(2)、取得和发出的计价方法

取得和发出的计价方法：各种存货按取得时的实际成本记账；存货日常核算采用计划成本法，按月初成本差异率，将计划成本调整为实际成本。低值易耗品在领用时一次摊销。

债务重组取得债务人用以抵债的存货，以应收债权的账面价值为基础确定其入账价值；非货币性交易换入的存货以换出资产的账面价值为基础确定其入账价值。

(3)、低值易耗品和包装物的摊销方法

低值易耗品采用一次摊销法；

包装物采用一次摊销法。

(4)、存货的盘存制度

采用永续盘存制。

(5)、存货跌价准备的计提方法



中期末及年末,对存货进行全面清查后,按存货的成本与可变现净值孰低提取或调整存货跌价准备。

存货跌价准备按单个存货项目计提。

11、长期投资核算方法

(1)、取得的计价方法

长期投资取得时以初始投资成本计价,包括相关的税金、手续费等。债务重组取得债务人用以抵债的股权投资,以应收债权的帐面价值为基础确定其入帐价值;非货币性交易换入的股权投资,以换出资产的帐面价值为基础确定其入帐价值。

(2)、长期股权投资的核算方法

对被投资单位无控制、无共同控制且无重大影响的,采用成本法核算;对被投资单位能实施控制、共同控制或重大影响的,采用权益法核算。

按权益法核算长期股权投资时,初始投资成本高于应享有被投资单位净资产份额所确认的股权投资差额,若合同规定投资期限的按投资期限平均摊销;若合同未规定投资期限的按10年平均摊销。初始投资成本低于应享有被投资单位净资产份额的差额,计入资本公积(股权投资准备)。2003年以前发生的股权投资差额贷差仍按原规定摊销。再次投资发生的股权投资差额按财会[2004]3号文处理。

(3)、长期债权投资的核算方法

中期末及年末,按合同规定利率或债券票面利率计提利息,并同时按直线法摊销债券投资溢价或折价。

如果计提的利息到期不能收回,停止计息并冲回原已计提的利息。

(4)、长期投资减值准备的计提

中期末及年末,按预计可收回金额低于长期投资帐面价值的差额,计提长期投资减值准备。自2004年起计提长期投资减值准备时对以前年度已发生的股权投资差额按财会(2004)3号文处理。

长期投资减值准备按个别投资项目计算确定。

12、固定资产计价和折旧方法及减值准备的计提方法

(1)、固定资产标准:

指为生产商品、提供劳务、出租或经营管理而持有的并且使用期限超过一年、单位价值较高的有形资产。

(2)、固定资产的分类:

生产用房屋及建筑物、非生产用房屋及建筑物、生产用机器设备、非生产用机器设备。



(3)、固定资产的取得计价：

一般遵循实际成本计价原则计价。

债务重组取得债务人用以抵债的固定资产，以应收债权的帐面价值为基础确定其入帐价值；非货币性交易换入的固定资产，以换出资产的帐面价值为基础确定其入帐价值。

融资租入的固定资产，按租赁开始日租赁资产的原帐面价值与最低租赁付款额的现值两者中较低者作为入帐价值，如果融资租赁资产占企业资产总额等于或小于 30%的，则按最低租赁付款额作为入帐值。

(4)、固定资产折旧采用年限平均法分类计提。根据固定资产类别、预计使用年限和预计净残值率确定折旧率。

符合资本化条件的固定资产装修费用，在两次装修期间与固定资产尚可使用年限两者中较短的期间内，采用年限平均法单独计提折旧；经营租赁方式租入的固定资产改良支出，在剩余租赁期与租赁资产尚可使用年限两者中较短的期间内，采用年限平均法单独计提折旧。融资租赁方式租入的固定资产，能合理确定租赁期届满时将会取得租赁资产所有权的，在租赁资产尚可使用年限内计提折旧；无法合理确定租赁期届满时能够取得租赁资产所有权的，在租赁期与租赁资产尚可使用年限两者中较短的期间内计提折旧。融资租赁方式租入的固定资产发生的符合资本化条件的装修费用，在两次装修期间、剩余租赁期与固定资产尚可使用年限三者中较短的期间内，采用年限平均法单独计提折旧。

固定资产类别	估计的经济使用年限	净残值率	年折旧率（%）
生产用房屋及建筑物	30 - 45	4%	2.1 - 3.2
非生产用房屋及建筑物	30 - 45	4%	2.1 - 3.2
生产用机器设备	8 - 20	4%	4.8 - 12
非生产用机器设备	8 - 20	4%	4.8 - 12

(5)、固定资产减值准备的计提：

中期末及年末，对由于市价持续下跌、技术陈旧、实体损坏、长期闲置等原因导致其可收回金额低于帐面价值的，按预计可收回金额低于其帐面价值的差额，计提固定资产减值准备。

固定资产减值准备按单项资产计提。

13、在建工程核算方法

(1)、取得的计价方法

以立项项目分类核算工程发生的实际成本，当所建工程项目达到预定可使用状态时，转入固定资产核算，尚未办理竣工决算的，按估计价值转帐，待办理竣工决算手续后再作调整。



(2)、在建工程减值准备的计提

中期末及年末,对于长期停建并预计在未来三年内不会重新开工的在建工程,或在性能、技术上已落后且给企业带来经济利益具有很大不确定性的在建工程,计提在建工程减值准备。

在建工程减值准备按单项工程计提。

14、无形资产计价及摊销方法

(1)、取得的计价方法

按取得时的实际成本入帐。

债务重组取得债务人用以抵债的无形资产,按应收债权的帐面价值为基础确定其入帐价值;非货币性交易换入的无形资产,按换出资产的帐面价值为基础确定其入帐价值。

(2)、摊销方法

采用直线法。相关合同与法律两者中只有一方规定受益年限或有效年限的,按不超过规定年数的期限平均摊销;两者均规定年限的按孰低者平均摊销;两者均未规定年限的按不超过十年的期限平均摊销。

(3)、无形资产减值准备的计提

中期末及年末,对于因被其他新技术替代、市价大幅下跌而导致创利能力受到重大不利影响或下跌价值预期不会恢复的无形资产,按预计可收回金额低于其帐面价值的差额,计提无形资产减值准备。

无形资产减值准备按单项资产计提。

15、开办费长期待摊费用摊销方法

(1)、开办费转销方法

在开始生产经营的当月一次计入损益。

(2)、其他长期待摊费用摊销方法

在受益期内平均摊销,其中:

预付经营租入固定资产的租金,按租赁合同规定的期限平均摊销。

16、借款费用的会计处理方法

(1)、借款费用资本化的确认原则

专门借款的辅助费用在所购建资产达到预定可使用状态前,予以资本化,若金额较小则直接计入当期损益。

专门借款的利息、溢折价摊销、汇兑差额开始资本化应同时满足以下三个条件:资产支出已经发生;借款费用已经发生;为使资产达到预定可使用状态所必要的购建活动已经开始。



当购建资产项目发生非正常中断且连续三个月或以上时，借款费用暂停资本化。当购建资产项目达到预定可使用状态后，借款费用停止资本化。

当购建资产中部分项目分别完工且可单独使用时，该部分资产借款费用停止资本化。

普通借款的借款费用和不符合资本化规定的专门借款的借款费用，均计入发生当期损益。

(2)、借款费用资本化期间

按季度计算借款费用资本化金额。

(3)、专门借款的借款费用资本化金额的确定方法

每一会计期间利息资本化的金额 = 至当年末止购建固定资产累计支出加权平均数 × 借款加权平均利率。

允许资本化的辅助费用、汇兑差额按实际发生额直接资本化。

17、收入确认原则

(1)、销售商品

公司已将商品所有权上的重要风险和报酬转移给买方；公司不再对该商品实施继续管理权和实际控制权；与交易相关的经济利益能够流入企业；相关的收入和成本能可靠地计量时，确认营业收入实现。

(2)、提供劳务

在同一年度内开始并完成，在劳务已经提供，收到价款或取得收取价款的依据时，确认劳务收入的实现；如劳务的开始和完成分属不同的会计年度，在提供劳务交易的结果能够可靠估计的情况下，在资产负债表日按完工百分比法确认相关的劳务收入。

(3)、让渡资产使用权

与交易相关的经济利益能够流入企业，收入的金额能可靠地计量时，按合同或协议规定确认为收入。

18、所得税的会计处理方法

采用应付税款法。

19、合并会计报表合并范围的确定原则及合并会计报表的编制方法：

(1)、合并会计报表按照《合并会计报表暂行规定》及有关文件，以母公司和纳入合并范围的子公司的个别会计报表以及其他资料为依据进行编制。但对行业特殊及子公司规模较小，符合财政部财会二字（1996）2号《关于合并会计报表合并范围请示的复函》文件的规定，则不予合并。合并时对内部权益性投资与子公司所有者权益、内部投资收益与子公司利润分配、内部交易事项、内部债权债务进行抵销，对合并盈余公积进行调整。对纳入合并范



围的合营企业，采用比例合并法编制合并会计报表。

(2)、母公司与子公司采用的会计政策和会计处理方法无重大差异。

20、主要会计政策、会计估计变更及重大会计差错更正

(1) 会计政策变更

无

(2) 会计估计变更

无

(3) 会计差错更正

无

(四) 税项

1、公司主要税种和税率为：

税种	税率
增值税	17%
营业税	5%
所得税	15%

2、税负减免：

公司被认定为上海市高新技术企业 2004 年所得税减按 15% 计征。

(五) 控股子公司及合营企业

单位:元 币种:人民币

单位名称	注册地	法定代表人	注册资本	经营范围	投资额	权益比例 (%)		是否合并
						直接	间接	
上海良基实业有限公司	上海	梅建中	12,418,000.00	国际国内贸易	11,176,200.00	90.00		是
上海良基塑料制品有限公司	上海	刘彦	3,180,000.00	生产销售纺织塑料件	3,180,000.00	100.00		是
海南良基实业有限公司	海南	梅建中	3,000,000.00	工业投资物业管理	2,100,000.00	70.00		否
上海普恩伊进出口有限公司	上海	李培忠	30,000,000.00	经营自产产品和与之配套的商品及相关技术出口和进口业务	27,000,000.00	90.00		是
上海良纺纺织机械专件有限公司	上海	李培忠	22,000,000.00	生产、销售纺机的锭子罗拉、钢领及其他纺机配件	18,700,000.00	85.00		是



上海逸杰信息科技有限公司	上海	崔翎	2,000,000.00	计算机软硬件, 系统集成专业领域四技服务	1,675,000.00	83.75		否
山东良基纺织机械有限公司	山东	史成玉	2,000,000.00	纺织机械销售	500,000.00	25.00		否

1、报告期内无因购买、受让股权而增加的控股子公司、合营企业。

2、报告期内未出售子公司。

3、无按照比例合并方法进行合并的公司。

4、合并报表范围发生变更的内容和原因

与上一年度报告相比, 合并范围发生了以下变化: 上海良基建筑装饰有限公司、上海良基电脑有限公司已经关闭, 上海良基房地产有限公司拟关闭, 上海奥依光电子有限公司、上海良基机械有限公司已税务注销, 上海良基金属制品有限公司、上海良宙物资贸易有限公司已转制, 故上述公司未纳入合并报表范围。

5、对持股比例达到 50% 以上的子公司, 未纳入合并范围的原因说明:

海南良基投资发展有限公司, 拟关闭。

上海逸杰信息科技有限公司、山东良基纺织机械有限公司, 资产总额、销售收入和当期净利润占母子公司资产总额、销售收入和母公司净利润的比例均在 10% 以下。

(六) 合并会计报表附注:

1、货币资金:

(1) 货币资金分类

单位:元 币种:人民币

项目	期末数	期初数
现金	503,209.81	372,676.84
银行存款	171,755,172.74	205,673,562.91
其他货币资金	2,639,857.49	2,480,692.29
合计	174,898,240.04	208,526,932.04

(2) 货币资金—外币:

单位:元

外币币种	期末数			期初数		
	外币金额	汇率	人民币金额	外币金额	汇率	人民币金额
美元	524,354.81	8.2765	4,339,822.58	580,999.21	8.2765	4,808,639.96
日元	98,972.00	0.079701	7,888.17	98,972.00	0.0799701	7,914.80



欧元	57,731.89	9.961	575,067.36	79,677.73	11.2627	897,386.37
合计	/	/	4,922,778.11	/	/	5,713,941.13

2、应收票据：

单位:元 币种:人民币

种类	期末数	期初数
银行承兑汇票	5,683,113.16	10,442,361.06
合计	5,683,113.16	10,442,361.06

3、应收账款：

(1) 应收账款帐龄

单位:元 币种:人民币

账龄	期末数					期初数				
	账面余额		坏账准备		账面净额	账面余额		坏账准备		账面净额
	金额	比例	金额	计提比例		金额	比例	金额	计提比例	
一年以内	77641444.59	76.86%	3882072.23	5%	73759372.36	124790871.03	83.99%	6239543.55	5%	118551327.48
一至二年	11910131.47	11.79%	1191013.15	10%	10719118.32	4240568.22	2.85%	424056.82	10%	3816511.40
二至三年	194734.76	0.19%	38946.95	20%	155787.81	271050.06	0.18%	54210.01	20%	216840.05
三年以上	11273581.33	11.16%	7706286.79	50%-100%	3567294.54	19292161.54	12.98%	16153169.81	50%-100%	3138991.73
合计	101019892.15	100%	12818319.12		88201573.03	148594650.85	100%	22870980.19	100%	125723670.66

(2) 应收帐款坏帐准备变动情况

单位:元 币种:人民币

项目	期初余额	本期增加数	本期减少数			期末余额
			转回数	转出数	合计	
应收帐款坏帐准备	22,870,980.19			10,052,661.07	10,052,661.07	12,818,319.12

应收帐款坏帐准备减少的主要原因是合并范围发生了变化。

(3) 应收账款前五名欠款情况

单位:元 币种:人民币

项目	期末数		期初数	
	金额	比例	金额	比例
前五名欠款单位合计及比例	49,212,315.11	48.72%	73,158,106.38	49.23%

(4) 应收帐款主要单位

单位:元 币种:人民币



单位名称	与本公司关系	欠款金额	欠款时间	欠款原因	计提坏帐金额	计提坏帐比例	计提坏帐原因
上海太平洋纺织机械成套设备有限公司	客户	37,014,412.40	1 年以内	按合同分期付款	506,220.62	5%	按企业会计制度规定
山东济南正昊化纤设备有限公司	客户	11,025,989.82	2 年以内	按合同分期付款	551,299.49	5%	按企业会计制度规定
吴江鹰翔化纤厂	客户	4,852,955.09	2 年以内	按合同分期付款	272,647.75	5%	按企业会计制度规定
杭州龙达聚脂厂	客户	3,443,370.20	2 年以内	按合同分期付款	197,168.51	5%	按企业会计制度规定
合计	/	56,336,727.51	/	/	1,527,336.37	/	/

(5) 本报告期应收帐款中含持有公司 5%(含 5%)以上表决权股份的股东单位的欠款。应收帐款期末比期初减少的主要原因是：在报告期内,母公司收到 2004 年度的出口产品应收帐款 3709 万元。

4、其他应收款：

(1) 其他应收款帐龄

单位:元 币种:人民币

账龄	期末数					期初数				
	账面余额		坏账准备		账面净额	账面余额		坏账准备		账面净额
	金额	比例 (%)	金额	计提比例 (%)		金额	比例 (%)	金额	计提比例 (%)	
一年以内	36,848,683.93	99.49%	705,596.66	5%	36,143,087.27	1,053,407.38	32.43%	52,670.37	5%	1,000,737.01
一至二年						4,039,763.50	43.71%	403,976.35	10%	3,635,787.15
二至三年						440,000.00	14.79%	88,000.00	20%	352,000.00
三年以上	189,800.00	0.51%	94,900.00	50%	94,900	551,646.08	9.07%	397,420.54	50%-100%	154,225.54
合计	37,038,483.93	100%	800,496.66	100%	36,237,987.27	6,084,816.96	100%	942,067.26		5,142,749.70

(2) 其他应收款坏帐准备变动情况

单位:元 币种:人民币

项目	期初余额	本期增加数	本期减少数			期末余额
			转回数	转出数	合计	
其他应收款坏帐准备	942,067.26			141,570.60	141,570.60	800,496.66

(3) 其他应收款前五名欠款情况

单位:元 币种:人民币



项 目	期末数		期初数	
	金额	比例	金额	比例
前五名欠款单位合计及比例	21,436,733.78	59.16%	3,309,500.86	64.35%

(4) 其他应收款主要单位

单位:元 币种:人民币

单位名称	与本公司关系	欠款金额	欠款时间	欠款原因	计提坏帐金额	计提坏帐比例	计提坏帐原因
上海东外滩地产开发有限公司	受让方	18,815,400.00	1年以内	协议欠款			
上海良基金属制品有限公司	供应商	2,333,808.68	1年以内	未到付款期	116,690.43	5%	按照企业会计制度
上海二纺机中等职业技术学校	公司办校	267,588.38	1年以内	往来款	13,379.42	5%	按照企业会计制度
上海二纺机科教机械厂	校办工厂	16,135.50	1年以内	往来款	806.78	5%	按照企业会计制度
青岛太平洋	客户	3,801.22	1年以内	未到付款期	190.06	5%	按照企业会计制度
合 计	/	21,436,733.78	/	/	131,066.69	/	/

上海东外滩地产开发有限公司欠本公司 1881.54 万元是按照与该公司签定的转让协议，将凉州路 381 号地块收入的 40% 部分应于 2005 年内支付。

(5) 本报告期其他应收款中无持有公司 5%(含 5%)以上表决权股份的股东单位的欠款

5、预付帐款：

(1) 预付帐款帐龄

单位:元 币种:人民币

账 龄	期末数		期初数	
	金额	比例	金额	比例
一年以内	14,982,866.73	100%	3,515,920.91	100%
一至二年				
二至三年				
三年以上				
合 计	14,982,866.73	100%	3,515,920.91	100%

本报告期预付帐款中无持有公司 5% (含 5%) 以上表决权股份的股东单位的欠款。

(2) 预付帐款前五名欠款情况

单位:元 币种:人民币

项 目	期末数		期初数	
	金额	比例	金额	比例



前五名欠款单位合计及比例	8,069,804.56	53.86%	914,274.40	26.00%
--------------	--------------	--------	------------	--------

(3) 预付帐款主要单位

单位:元 币种:人民币

单位名称	与本公司关系	欠款金额	欠款时间	欠款原因
吴江良基机械制造有限公司	供应商	4,319,591.36	1 年以内	按协议付款
上海良基金属制品有限公司	供应商	1,894,465.75	1 年以内	按协议付款
杨思通用机械厂	供应商	748,449.53	2 年以内	按协议付款
张家港市鹿苑创拓五金厂	供应商	622,902.70	2 年以内	按协议付款
常州同和纺机厂	供应商	484,395.22	2 年以内	按协议付款
合计	/	8,069,804.56	/	/

(4) 本报告期预付帐款中无持有公司 5%(含 5%)以上表决权股份的股东单位的欠款

6、存货：

(1) 存货分类

单位:元 币种:人民币

项目	期末数			期初数		
	账面余额	跌价准备	账面价值	账面余额	跌价准备	账面价值
原材料	59,163,889.97	25,062,308.63	34,101,581.34	70,982,215.94	27,708,863.21	43,273,352.73
库存商品	287,884,149.54	18,899,966.58	268,984,182.96	237,889,357.50	18,899,966.58	218,989,390.92
在途物资	10,453,263.56		10,453,263.56	9,202,816.94		9,202,816.94
在产品	94,371,937.80	4,690,545.29	89,681,392.51	118,774,327.25	4,690,545.29	114,083,781.96
包装物			0.00	20,362.64	425.89	19,936.75
低值易耗品	1,228,500.16	64,477.00	1,164,023.16	2,016,766.50	64,477.00	1,952,289.50
委托加工物资	1,253,074.37	0.00	1,253,074.37	1,757,209.22	0.00	1,757,209.22
工程施工		0.00	0.00	0.00	0.00	0.00
材料成本差异	-5,716,416.39	0.00	-5,716,416.39	-8,562,605.46	0.00	-8,562,605.46
合计	448,638,399.01	48,717,297.50	399,921,101.51	432,080,450.53	51,364,277.97	380,716,172.56

存货期末数比期初数增加 1655.79 万元，增加比例为 3.83%，主要原因是：部分客户因受资金因素的影响，推迟提货所致。

(2) 存货跌价准备

单位:元 币种:人民币

项目	期初数	本期增加	本期减少	期末数
----	-----	------	------	-----



原材料	27,708,863.21		2,646,554.58	25,062,308.63
库存商品	18,899,966.58		0	18,899,966.58
在产品	4,690,545.29			4,690,545.29
包装物	425.89		425.89	0
低值易耗品	64,477.00			64,477.00
合计	51,364,277.97		2,646,980.47	48,717,297.50

本期减少的跌价准备为公司处理呆滞物资而冲回的原计提的准备金额。

存货的期末帐面成本低于可变现净值，故本期不计提存货跌价准备。

7、待摊费用：

单位:元 币种:人民币

类别	期初数	本期增加数	本期摊销数	期末数	期末结存原因
租赁费	26,666.66			0	
房产税土地使用税等	0	1,155,861.23		1,155,861.23	
合计	26,666.66	1,155,861.23		1,155,861.23	/

公司在报告期内按照权责发生制的原则，对房产税、土地使用税及 5 月份召开的上海国际纺机展览会费用按照受益期进行分摊。

8、长期投资：

(1) 长期投资分类

单位:元 币种:人民币

项目	期初数	本期增加	本期减少	期末数
股票投资	27,306,567.12			27,306,567.12
对子公司投资	8,538,734.07	19,077,018.53		27,615,752.60
对合营公司投资	2,913,864.97	225,006.68		3,138,871.65
对联营公司投资				
其他股权投资	71,000		71,000	
股权投资差额				
合并价差	-462,410.60			-462,410.60
合计	38,367,755.56	19,302,025.21	71,000	57,598,780.77
减：长期股权投资减值准备	2,176,096.00			2,176,096.00
长期股权投资净值合计	36,191,659.56	/	/	55,422,684.77

公司长期投资净值期末较期初增加的主要原因是：公司本期的合并范围发生变动，使原抵消的部分长期投资未得以抵消所致。



(2) 长期股票投资

单位:元 币种:人民币

被投资公司名称	股份类别	股票数量	占被投资公司注册资本比例(%)	初始投资成本	投资金额	帐面净额
丰华股份	法人股	388,800	2.58	1,266,000.00	1,266,000.00	1,100,304.00
联通国脉	法人股	525,096	0.13	1,107,360.00	1,107,360.00	1,107,360.00
嘉宝实业	法人股	836,784	2.50	2,390,168.32	2,390,168.32	2,390,168.32
爱建股份	法人股	2,083,388	0.45	7,584,000.00	7,584,000.00	7,584,000.00
宏盛科技	法人股	184,800	0.18	306,000.00	306,000.00	306,000.00
交大南洋	法人股	74,052	0.04	170,400.00	170,400.00	170,400.00
申达股份	法人股	232,320	0.06	495,440.00	495,440.00	495,440.00
申能股份	法人股	450,000	0.02	840,000.00	840,000.00	840,000.00
水仙电器	法人股	880,000		3,040,000.00	3,040,000.00	1,029,600.00
新世界	法人股	362,946	0.11	440,988.80	440,988.80	440,988.80
豫园商城	法人股	594,594	0.13	1,911,210.00	1,911,210.00	1,911,210.00
ST 同达	法人股	535,500	1.00	1,605,000.00	1,605,000.00	1,605,000.00
海通证券	法人股	7,943,760	0.17	6,120,000.00	6,120,000.00	6,120,000.00
海南兴安	法人股	337,500		30,000.00	30,000.00	30,000.00
合计	/		/	27,306,567.12	27,306,567.12	25,130,471.12

(3) 对子公司、合营企业和联营企业投资的情况

单位:元 币种:人民币

被投资单位名称	与母公司关系	占被投资公司注册资本比例(%)	投资期限	投资成本	期初余额	本期增减额	累计增减额	期末余额	核算方法
海南良基实业有限公司	对子公司投资	100	1995-12-01 ~ 2002-12-31	2,100,000.00	0			0	权益法
上海逸杰信息科技有限公司	对子公司投资	83.75	2001-04-01 ~ 2021-03-31	1,675,000.00	1,778,643.53	-20,363.20	-20,363.20	1,758,280.33	权益法
临海良纺纺织机械专件有限公司	对子公司投资	83.06	~	5,563,520.25	6,260,090.54	-568,991.84	-568,991.84	5,691,098.70	权益法
二纺机化纤成套设备有限公司	对子公司投资	100	2003-05-01 ~ 2023-05-31	500,000.00	500,000.00			500,000.00	权益法
太平洋纺机成套设备有限公司	对合营企业投资	20	2002-07-01 ~ 2022-07-31	1,000,000.00	2,263,606.47	275,476.10	275,476.10	2,539,082.57	权益法
山东良基纺织机	对合营	25	~	500,000.00	650,258.50	-50,469.42	-50,469.42	599,789.08	权益法



械有限公司	企业投资								
上海良基房地产有限公司	对子公司投资	100	~	15,000,000.00	7,955,818.79	19,231.03	19,231.03	7,975,049.82	权益法
上海良基机械有限公司	对子公司投资	90	1998-12-01 ~ 2014-12-31	1,350,000.00	1,320,219.86	-20,472.44	-20,472.44	1,299,747.42	权益法
上海奥依光电子有限公司	对子公司投资	75	1998-08-01 ~ 2005-12-31	24,000,000.00	10,171,591.24	-79,650.35	-79,650.35	10,091,940.89	权益法
上海良宙物资贸易有限公司	对子公司投资	10	~	299,635.44	585,774.74	-286,139.30	-286,139.30	299,635.44	权益法
上海良基建筑装饰工程有限公司	对子公司投资	100	~	2,500,000.00	2,903,993.34	-2,903,993.24	-2,903,993.24	0	权益法
上海良基金属制品有限公司	对子公司投资	70	1998-10-01 ~ 2015-12-31	7,000,000.00	10,573,674.85	-10,573,674.85	-10,573,674.85	0	权益法

(4) 其他股权投资

单位:元 币种:人民币

被投资单位名称	占被投资公司注册资本比例(%)	投资期限	投资成本	期初余额	本期增减额	累计增减额	期末余额	核算方法
上海银行		~	71,000	71,000	-71,000	-71,000	0	成本法

(5) 股权投资差额

单位:元 币种:人民币

被投资单位名称	期初金额	初始余额	期末余额	形成原因	摊销年限
上海良纺纺织机械专件有限公司	-1,381,424.36	-828,854.60	-828,854.60	投资时产生	十年
上海普恩伊进出口有限公司	610,740.00	366,444.00	366,444.00	股权转让产生	十年
合计	-770,684.36	-462,410.60	-462,410.60	/	/

(6) 合并价差

单位:元 币种:人民币

被投资单位名称	初始余额	期初金额	期末余额	形成原因	摊销年限
上海良纺纺织机械专件有限公司	-1,381,424.36	-828,854.60	-828,854.60	投资时产生	十年
上海普恩伊进出口有限公司	610,740.00	366,444.00	366,444.00	股权转让产生	十年
合计	-770,684.36	-462,410.60	-462,410.60	/	/

9、固定资产：

单位:元 币种:人民币

项目	期初数	本期增加数	本期减少数	期末数
一、原价合计：	1,090,250,137.83	2,111,445.01	49,171,717.14	1,043,189,865.70
其中：房屋及建筑物	471,201,130.84	115,000.00	8,632,521.26	462,683,609.58
机器设备	619,049,006.99	1,996,445.01	40,539,195.88	580,506,256.12



二、累计折旧合计：	475,139,216.70	16,280,682.05	27,201,205.11	464,218,693.64
其中：房屋及建筑物	103,865,068.68	3,844,459.35	226,944.07	107,482,583.96
机器设备	371,274,148.02	12,436,222.70	26,974,261.04	356,736,109.68
三、固定资产净值合计	615,110,921.13	-14,169,237.04	21,970,512.03	578,971,172.06
其中：房屋及建筑物	367,336,062.16	-3,729,459.35	8,405,577.19	355,201,025.62
机器设备	247,774,858.97	-10,439,777.69	13,564,934.84	223,770,146.44
四、减值准备合计	103,791,433.83		5,306,274.93	98,485,158.90
其中：房屋及建筑物	30,778,653.04		426,638.50	30,352,014.54
机器设备	73,012,780.79		4,879,636.43	68,133,144.36
五、固定资产净额合计	511,319,487.30	-14,169,237.04	16,664,237.10	480,486,013.16
其中：房屋及建筑物	336,557,409.12	-3,729,459.35	7,978,938.69	324,849,011.08
机器设备	174,762,078.18	-10,439,777.69	8,685,298.41	155,637,002.08

固定资产期末数比期初数减少 4904.60 万元，减少比例为 4.49%，主要是清理报废和合并范围减少所致。

10、在建工程：

单位:元 币种:人民币

项目	期末数			期初数		
	帐面余额	减值准备	帐面净额	帐面余额	减值准备	帐面净额
在建工程	5,461,823.49		5,461,823.49	2,029,882.61		2,029,882.61

(1) 在建工程项目变动情况：

单位:元 币种:人民币

项目名称	期初数	本期增加	本期减少	转入固定 资产	工程进 度	利息资 本化率	资金 来源	期末数
设备维护 工程等	2,029,882.61	6,115,988.41	839,166.00	1,844,881.53	进行中	0	自筹	5,461,823.49
合计					/	/	/	

在建工程期末数比期初数增加 343.19 万元，主要原因是金桥车间搬迁及浴室、锅炉房改造所致。

11、无形资产：

单位:元 币种:人民币

项目	期末数			期初数		
	帐面余额	减值准备	帐面净额	帐面余额	减值准备	帐面净额



无形资产	33,911,094.74		33,911,094.74	33,638,009.50		33,638,009.50
------	---------------	--	---------------	---------------	--	---------------

(1) 无形资产变动情况：

单位:元 币种:人民币

种类	期初数	本期增加	本期转出	本期摊销	累计摊销	期末数
土地使用权、费	33,638,009.50			403,596.90	11,307,726.89	33,234,412.60
专有技术	0	712,297.00		35,614.86	35,614.86	676,682.14
合计	33,638,009.50	712,297.00		439,211.76	11,343,341.75	33,911,094.74

(2) 无形资产减值准备：

单位:元 币种:人民币

项目	期初数	本期增加数	本期减少数	期末数
专利权	7,300,000.00		7,300,000.00	0
合计	7,300,000.00		7,300,000.00	0

无形资产减值准备期末比期初减少了 730 万元的主要原因是奥依光电子有限公司此次未纳入合并范围所致。

12、短期借款：

(1) 短期借款分类：

单位:元 币种:人民币

项目	期末数	期初数
质押借款		
抵押借款		
担保借款	183,000,000.00	185,000,000.00
信用借款	650,192.16	650,192.16
合计	183,650,192.16	185,650,192.16

其中：年末外币借款的外币金额为美元 78558.83 元，折算汇率 8.2765，折合人民币为 650192.16 元。

13、应付票据：

单位:元 币种:人民币

种类	期末数	期初数
商业承兑汇票		275,010.91
合计		275,010.91



14、应付帐款：

(1) 应付帐款帐龄

单位:元 币种:人民币

账 龄	期末数		期初数	
	金 额	比 例	金 额	比 例
一年以内	180,858,473.60	71.31	204,485,184.82	79.09
一至二年	11,935,913.28	4.71	7,337,778.84	2.84
二至三年	24,451,569.57	9.64	14,555,866.47	5.63
三年以上	36,365,752.65	14.34	32,182,169.27	12.44
合计	253,611,709.10	100.00	258,560,999.40	100.00

应付帐款期末比期初下降了 494.93 万元的主要原因是公司加快了对客户的清偿力度。

(2) 应付帐款主要单位

单位:元 币种:人民币

单位名称	与本公司关系	欠款金额	欠款时间	欠款原因
上海健峰木材贸易有限公司	供应商	4,224,361.78	1 年以内	货物尚未验收
常德纺机公司	供应商	3,482,033.32	1 年以内	货物尚未验收
浙江乐清长城机器厂	供应商	3,297,803.33	1 年以内	货物尚未验收
上海风驰纺织工贸有限公司	供应商	2,705,539.01	1 年以内	货物尚未验收
上海旭晨机电有限公司	供应商	2,701,425.00	1 年以内	货物尚未验收
合计	/	16,411,162.44	/	/

15、预收帐款：

(1) 预收帐款帐龄

单位:元 币种:人民币

账 龄	期末数		期初数	
	金 额	比 例	金 额	比 例
一年以内	83,174,813.43		111,144,513.88	
一至二年				
二至三年				
三年以上				
合计	83,174,813.43		111,144,513.88	

(2) 预收帐款主要单位

单位:元 币种:人民币



单位名称	与本公司关系	欠款金额	欠款时间	欠款原因
山东良基纺织机械有限公司	合营企业	6,999,768.62	1 年以内	款已收、未发货
滨州太平洋机械设备有限公司	客户	5,849,984.60	1 年以内	款已收、未发货
郓城华灵集团有限公司	客户	5,472,000.00	1 年以内	款已收、未发货
许昌裕丰纺织有限公司	客户	4,600,000.00	1 年以内	款已收、未发货
合计	/	22,921,753.22	/	/

预收帐款期末比期初减少了 2796.97 万元，主要原因是预收帐款客户实现销售所致。

16、应付福利费：

单位:元 币种:人民币

项目	期末数	期初数	未支付原因
提取数	917,866.52	1,286,009.80	未使用完毕
合计	917,866.52	1,286,009.80	/

17、应付股利：

单位:元 币种:人民币

项目	期末数	期初数	未支付原因
股利分配余额	28.84	27.32	尚未支付。
合计	28.84	27.32	/

18、应交税金：

单位:元 币种:人民币

项目	期末数	期初数	计缴标准
增值税	2,006,947.84	4,768,554.87	17%
消费税	0	0	
营业税	366,138.18	2,651,436.94	5%
所得税	8,689.53	3,405,855.86	15%-33%
个人所得税	17,413.75	9,382.61	
城建税	658,307.36	606,934.01	7%
其他	0	-685	
合计	3,057,496.66	11,441,479.29	/

19、其他应交款：

单位:元 币种:人民币

项目	期末数	期初数	费率说明
----	-----	-----	------



教育费附加	684,383.54	894,360.98	3%
河道管理费	19,981.88	84,800.22	1%
合计	704,365.42	979,161.20	

20、其他应付款：

(1) 其他应付款帐龄

单位:元 币种:人民币

账龄	期末数		期初数	
	金额	比例	金额	比例
一年以内	82,501,000.94	95.35	59,759,634.30	93.15
一至二年	680,897.57	0.79	734,520.52	1.14
二至三年	53,289.76	0.06	33,219.71	0.06
三年以上	3,285,565.95	3.80	3,624,890.52	5.65
合计	86,520,754.22	100.00	64,152,265.05	100.00

(2) 其他应付款主要单位

单位:元 币种:人民币

单位名称	与本公司关系	欠款金额	欠款时间	欠款原因
上海奥依光电子有限公司	子公司	9,986,802.79	1 年以内	往来款
上海良基房地产有限公司	子公司	9,359,238.47	1 年以内	往来款
上海良基机械有限公司	子公司	3,996,976.59	1 年以内	往来款
海南良基投资发展有限公司	子公司	622,038.27	1 年以内	往来款
二纺机化纤成套设备有限公司	子公司	494,813.00	1 年以内	往来款
合计	/	24,459,869.12	/	

(3) 其他应付款的说明：

期末其他应付款中含欠持本公司 5% (含 5%) 表决权股份的股东款项。其他应付款期末比期初增加 2236.85 万元，主要原因是未到付款期限。

21、预提费用：

单位:元 币种:人民币

项目	期末数	期初数	结存原因
利息支出	1,285,249.52	1,285,249.52	尚未支付
动迁补偿费		2,500,000.00	
其他	13,833,766.70	1,379,533.48	预提专配件费用



合计	15,119,016.22	5,164,783.00	/
----	---------------	--------------	---

预提费用增加的主要原因是 :由于母公司专配件发票未到 ,实际已经领用而预提的费用。

22、长期借款：

(1) 长期借款分类

单位:元 币种:人民币

项目	期末数	期初数
质押借款		
抵押借款		
担保借款		
信用借款	0.00	4,082,730.79
合计	0.00	4,082,730.79

长期借款期末比期初减少 408.27 万元，主要原因是合并范围变动所致。

23、股本：

单位:股

	期初值	本次变动增减(+,-)						期末值
		配股	送股	公积金转 股	增发	其他	小计	
一、未上市流通股份								
1、发起人股份	262,342,309.46							262,342,309.46
其中：								
国家持有股份	262,342,309.46							262,342,309.46
境内法人持有股份								
境外法人持有股份								
其他								
2、募集法人股份								
3、内部职工股								
4、优先股或其他								
未上市流通股份合计	262,342,309.46							262,342,309.46
二、已上市流通股份								
1、人民币普通股	71,181,880.00							71,181,880.00



2、境内上市的外资股	232,925,000							232,925,000.00
3、境外上市的外资股								
4、其他								
已上市流通股份合计	304,106,880							304,106,880.00
三、股份总数	566,449,189.46							566,449,189.46

本年内公司股本未有增减变动。

24、资本公积：

单位:元 币种:人民币

项目	期初数	本期增加	本期减少	期末数
股本溢价	29,441,508.88			29,441,508.88
接受捐赠非现金资产准备	218,201.00			218,201.00
接受现金捐赠				
股权投资准备	7,664,260.41			7,664,260.41
关联交易差价				
拨款转入				
外币资本折算差额				
其他资本公积	30,816,221.84	110,172.41		30,926,394.25
合计	68,140,192.13	110,172.41		68,250,364.54

本年其他资本公积增加的原因系经董事会批准的预收帐款核销。

25、盈余公积：

单位:元 币种:人民币

项目	期初数	本期增加	本期减少	期末数
法定盈余公积	6,678,719.81			6,678,719.81
法定公益金	3,377,634.40			3,377,634.40
任意盈余公积				
储备基金				
企业发展基金				
其他盈余公积				
合计	10,056,354.21			10,056,354.21

26、未分配利润：

单位:元 币种:人民币



项 目	期末数	期初数
净利润	3,033,158.61	11,152,671.21
加：年初未分配利润	12,916,104.92	4,205,314.77
其他转入		
减：提取法定盈余公积		1,627,920.72
提取法定公益金		813,960.34
未分配利润	15,949,263.53	12,916,104.92

27、未确认的投资损失：

单位:元 币种:人民币

项 目	期末数	期初数
未确认的投资损失	725,867.64	2,709,719.21

未确认的投资损失为良基塑料公司的累计未确认的投资损失。

28、主营业务收入及主营业务成本：

(1) 分行业主营业务

单位:万元 币种:人民币

行业名称	本期数		上年同期数	
	营业收入	营业成本	营业收入	营业成本
纺机类产品	45,261.29	39,805.72	77,460.42	70187.25
其他	112.18	15.05	2,903.79	1,846.51
其中:关联交易	6,193.85	5,250.61	4,358.27	3,858.90
合计	45,373.47	39,820.77	80,364.21	72,033.76
内部抵消	9,414.97	9,414.97	23,143.46	23,143.46
合 计	35,958.50	30,405.80	57,220.75	48,890.30

(2) 分产品主营业务

单位:万元 币种:人民币

产品名称	本期数		上年同期数	
	营业收入	营业成本	营业收入	营业成本
纺机类产品	45,261.29	39,805.72	77,460.42	70187.25
其他	112.18	15.05	2,903.79	1,846.51
其中:关联交易	6,193.85	5,250.61	4,358.27	3,858.90



合计	45,373.47	39,820.77	80,364.21	72,033.76
内部抵消	9,414.97	9,414.97	23,143.46	23,143.46
合计	35,958.50	30,405.80	57,220.75	48,890.30

(3) 分地区主营业务

单位:万元 币种:人民币

地区名称	本期数		上年同期数	
	营业收入	营业成本	营业收入	营业成本
中国境内	35,143.31	30,160.65	62,856.46	54,940.67
中国境外	10,230.16	9,660.12	17,507.75	17,093.09
其中:关联交易	6,193.85	5,250.61	4,358.27	3,858.90
合计	45,373.47	39,820.77	80,364.21	72,033.76
内部抵消	9,414.97	9,414.97	23,143.46	23,143.46
合计	35,958.50	30,405.80	57,220.75	48,890.30

29、主营业务税金及附加：

单位:元 币种:人民币

项目	本期数	上年同期数	计缴标准
营业税	56,087.68	158,433.18	5%
城建税	1,081,848.24	135,517.03	1%-7%
教育费附加	465,091.52	30,285.29	3%
合计	1,603,027.44	324,235.50	/

30、其他业务利润：

单位:元 币种:人民币

项目	本期数			上年同期数		
	收入	成本	利润	收入	成本	利润
材料销售	22,409,591.17	24,386,386.81	-1,976,795.64	40,654,951.81	43,361,918.73	-2,706,966.92
租赁收入	6,642,179.70	3,243,538.71	3,398,640.99	5,862,766.05	3,578,185.47	2,284,580.58
其他	2,287,427.57	2,440,191.60	-152,764.03	8,881,338.05	8,795,877.92	85,460.13
合计	31,339,198.44	30,070,117.12	1,269,081.32	55,399,055.91	55,735,982.12	-336,926.21

其他业务利润较上年同期数增加的主要原因是：因租赁收入增加相应导致这部分利润增



加。

31、财务费用：

单位:元 币种:人民币

项目	本期数	上年同期数
利息支出	5,043,785.50	6,506,939.19
减：利息收入	449,534.60	1,002,648.92
汇兑损失	485,975.95	1,007,117.59
减：汇兑收益	558,899.98	648,950.02
其他	41,208.69	589,926.03
合计	4,562,535.56	5,273,531.81

32、投资收益：

单位:元 币种:人民币

项目	本期数	上年同期数
其他短期投资收益		34,598.53
长期投资收益	1,428,323.42	
其中：按权益法确认收益	1,153,740.14	-161,296.59
按成本法核算的被投资单位分派利润	274,583.28	7,100.00
合计	1,428,323.42	-119,598.06

33、补贴收入：

单位:元 币种:人民币

项目	本期数	上年同期数	收入来源
出口商品贴息		134,311.00	上海市外经贸委
合计		134,311.00	/

34、营业外收入：

单位:元 币种:人民币

项目	本期数	上年同期数
固定资产清理收入	1,673,406.44	227,573.79
退税款	452,900.00	19,953.00



其他	85,788.60	67,722.45
合计	2,212,095.04	315,249.24

35、营业外支出：

单位:元 币种:人民币

项目	本期数	上年同期数
固定资产清理损失	697,238.97	649,351.97
其他	87,504.61	161,284.19
合计	784,743.58	810,636.16

36、所得税：

单位:元 币种:人民币

项目	本期数	上年同期数
	620,122.57	1,544,111.16
合计	620,122.57	1,544,111.16

37、收到的其他与经营活动有关的现金

单位:元 币种:人民币

项目	金额
太平洋机电（集团）有限公司支付职工安置补偿费	37,301,594.00
租赁收入	6,644,016.61
其他	9,868,056.26
合计	53,813,666.87

38、支付的其他与经营活动有关的现金

单位:元 币种:人民币

项目	金额
支付职工安置补偿费	44,629,826.00
佣金	2,620,912.37
管理费用营业费用等	21,355,667.58
合计	68,606,405.95

（七）母公司会计报表附注：

1、应收账款：

（1） 应收账款帐龄



单位:元 币种:人民币

账龄	期末数					期初数				
	账面余额		坏账准备		账面净额	账面余额		坏账准备		账面净额
	金额	比例 (%)	金额	计提比例 (%)		金额	比例 (%)	金额	计提比例 (%)	
一年以内	62902595.23	73.42	6118990.88	5	56783604.35	122379817.54	89.16	6118990.88	5%	116260826.66
一至二年	11614236.06	13.56	389476.80	10	11224759.26	3894768.00	2.84	389476.80	10%	3505291.20
二至三年	132768.00	0.16	33926.19	20	98841.81	169630.95	0.12	33926.19	20%	135704.76
三年以上	11031102.09	12.86	7804340.57	50-100	3226761.52	10821128.33	7.88	7804340.57	50%-100%	3016787.76
合计	85680701.38	100	14346734.44		71333966.94	137265344.82	100	14346734.44		122918610.38

(2) 应收帐款坏帐准备变动情况

单位:元 币种:人民币

项目	期初余额	本期增加数	本期减少数			期末余额
			转回数	转出数	合计	
应收帐款坏帐准备	14,346,734.44					14,346,734.44

(3) 应收账款前五名欠款情况

单位:元 币种:人民币

	期末数		期初数	
	金额	比例 (%)	金额	比例 (%)
前五名欠款单位合计及比例	49,212,315.11	57.44	28,934,817.18	21.08

(4) 应收帐款主要单位

单位:元 币种:人民币

单位名称	与本公司关系	欠款金额	欠款时间	欠款原因	计提坏帐金额	计提坏帐比例 (%)	计提坏帐原因
上海太平洋纺织机械成套有	客户	37,014,412.40	1 年以内	按合同分期收款	506,220.62	5%	按企业会计制度规



限公司							定
山东济南正昊 化纤设备有限 公司	客户	11,025,989.82	2 年 以内	按合同分 期收款	551,299.49	5%	按企业会 计制度规 定
吴江鹰翔化纤 厂	客户	4,852,955.09	2 年 以内	按合同分 期收款	272,647.75	5%	按企业会 计制度规 定
杭州龙达聚脂 厂	客户	3,443,370.20	2 年 以内	按合同分 期收款	197,168.51	5%	按企业会 计制度规 定
合计	/	56,336,727.51	/	/	1,527,336.37	/	/

(5) 本报告期应收帐款中含持有公司 5%(含 5%)以上表决权股份的股东单位的欠款

2、其他应收款：

(1) 其他应收款帐龄

单位:元 币种:人民币

账龄	期 末 数					期 初 数				
	账面余额		坏账准备		账面净额	账面余额		坏账准备		账面净额
	金额	比例 (%)	金额	计提比 例(%)		金额	比例 (%)	金额	计提比 例(%)	
一年 以内	32,836,360.57	99.43%	697,274.10	5%	32,139,086.47	4,690,119.54	61.80%	234,505.98	5%	4,455,613.56
一 至 二年						3,747,681.19	26.08%	374,768.12	10%	3,372,913.07
二 至 三年						440,000.00	9.91%	88,000	20%	352,000.00
三年 以上	189,800.00	0.57%	99,900.00	50%	89,900.00	199,800.00	2.21%	99,900	50%	99,900.00
合 计	33,026,160.57	100.00%	797,174.10		32,228,986.47	9,077,600.73	100%	797,174.10		8,280,426.63

本期末其他应收款较期初增加的主要原因是：报告期内上海东外滩地产开发有限公司的 1881.54 万元欠款由应收帐款转入其他应收款所致。

(2) 其他应收款坏帐准备变动情况



单位:元 币种:人民币

项目	期初余额	本期增加数	本期减少数			期末余额
			转回数	转出数	合计	
其他应收款坏帐准备	797,174.10					797,174.10

(3) 其他应收款前五名欠款情况

单位:元 币种:人民币

	期末数		期初数	
	金额	比例(%)	金额	比例(%)
前五名欠款单位合计及比例	21,436,733.78	66.51%	3,309,500.86	39.97%

(4) 其他应收款主要单位

单位:元 币种:人民币

单位名称	与本公司关系	欠款金额	欠款时间	欠款原因	计提坏帐金额	计提坏帐比例(%)	计提坏帐原因
上海东外滩地产开发有限公司	受让方	18,815,400.00	1 年以内	协议欠款			
上海良基金属制品有限公司	供应商	2,333,808.68	1 年以内	未到付款期	116,690.43	5%	按照企业会计制度
上海二纺机中等职业技术学校	公司办校	267,588.38	1 年以内	往来款	13,379.42	5%	按照企业会计制度
上海二纺机科教机械厂	校办工厂	16,135.50	1 年以内	往来款	806.78	5%	按照企业会计制度
青岛太平洋	客户	3,801.22	1 年以内	未到付款期	190.06	5%	按照企业会计制度
合计	/	21,436,733.78	/	/	131,066.69	/	/

(5) 本报告期其他应收款中无持有公司 5%(含 5%)以上表决权股份的股东单位的欠款

3、长期投资：

(1) 长期投资分类

单位:元 币种:人民币

项目	期初数	本期增加	本期减少	期末数
股票投资	27,306,567.12			27,306,567.12
对子公司投资	104,617,092.87		13,871,133.13	90,745,959.74
对合营公司投资	3,013,864.97			3,013,864.97



对联营公司投资				
其他股权投资				
股权投资差额				
合并价差				
合计	134,937,524.96			121,066,391.83
减：长期股权投资减值准备	2,176,096.00			2,176,096.00
长期股权投资净值合计	132,761,428.96	/	/	118,890,295.83

(2) 长期股票投资

单位:元 币种:人民币

被投资公司名称	股份类别	股票数量	占被投资公司注册资本比例(%)	初始投资成本	投资金额	减值准备	帐面净额
丰华股份	法人股	388,800	2.58	1,266,000.00	1,266,000.00	165,696.00	1,100,304.00
联通国脉	法人股	525,096	0.13	1,107,360.00	1,107,360.00		1,107,360.00
嘉宝实业	法人股	836,784	2.50	2,390,168.32	2,390,168.32		2,390,168.32
爱建股份	法人股	2,083,388	0.45	7,584,000.00	7,584,000.00		7,584,000.00
宏盛科技	法人股	184,800	0.18	306,000.00	306,000.00		306,000.00
交大南洋	法人股	74,052	0.04	170,400.00	170,400.00		170,400.00
申达股份	法人股	232,320	0.06	495,440.00	495,440.00		495,440.00
申能股份	法人股	450,000	0.02	840,000.00	840,000.00		840,000.00
水仙电器	法人股	880,000		3,040,000.00	3,040,000.00	2,010,400.00	1,029,600.00
新世界	法人股	362,946	0.11	440,988.80	440,988.80		440,988.80
豫园商城	法人股	594,594	0.13	1,911,210.00	1,911,210.00		1,911,210.00
ST 同达	法人股	535,500	1.00	1,605,000.00	1,605,000.00		1,605,000.00
海通证券	法人股	7,943,760	0.17	6,120,000.00	6,120,000.00		6,120,000.00
海南兴安	法人股	337,500		30,000.00	30,000.00		30,000.00
合计	/		/	27,306,567.12	27,306,567.12	2,176,096.00	25,130,471.12

(3) 对子公司、合营企业和联营企业投资的情况

单位:元 币种:人民币



被投资单位名称	与母公司关系	占被投资公司注册资 本比例 (%)	投资期限	投资成本	期初余额	本期增 减额	累计增 减额	期末余额	核算 方法
上海奥依光电子有限公司	对子公司投资	75%	1,998.8 ~ 2,005.12	24,000,000.00	10,171,591.24	-79,650.35	-79,650.35	10,091,940.89	权益法
海南良基实业有限公司	对子公司投资	70%	1,995.12 ~ 2,002.12	2,100,000.00				0	权益法
上海良基金属制品有限公司	对子公司投资	70%	1,998.10 ~ 2,015.12	7,000,000.00	10,573,674.85	-10,573,674.85	-10,573,674.85	0	权益法
上海良基房地产有限公司	对子公司投资	100%	无限 ~	15,000,000.00	7,955,818.79	19,231.03	19,231.03	7,975,049.82	权益法
上海良基实业有限公司	对子公司投资	90%	1,999.1 ~ 2,018.12	11,176,200.00	12,904,934.40	-395,806.47	-395,806.47	12,509,127.93	权益法
上海良纺纺织机械专件有限公司	对子公司投资	85%	2,001.5 ~ 2,021.5	18,919,458.40	28,137,481.75	830,940.82	830,940.82	28,968,422.57	权益法
上海普恩伊进出口有限公司	对子公司投资	90%	1,998.11 ~ 2,013.11	27,000,000.00	28,284,960.37	-203,801.11	-203,801.11	28,081,159.26	权益法
上海良基塑料制品有限公司	对子公司投资	100%	1,999.1 ~ 2,019.1	8,827,800.00	---			0	权益法
上海良基工程建筑装饰公司	对子公司投资	100%	无限 ~	2,500,000.00	2,903,993.34	-2,903,993.34	-2,903,993.34	0	权益法
上海良基机械有限公司	对子公司投资	90%	1,998.12 ~ 2,014.12	1,350,000.00	1,320,219.86	-20,472.44	-20,472.44	1,299,747.42	权益法
上海逸杰信息科技有限公司	对子公司投资	83.75%	2,001.4 ~ 2,021.4	1,675,000.00	1,778,643.53	-20,363.20	-20,363.20	1,758,280.33	权益法
上海良宙物资贸易有限公司	对子公司投资		~	299,635.44	585,774.74	-286,139.30	-286,139.30	299,635.44	权益法
二纺机化纤成套设备有限公司	对合营企业投资	20%	2,003.5 ~ 2,023.5	100,000.00	100,000.00	0	0	100,000.00	权益法
太平洋纺机成套设备有限公司	对合营企业投资	20%	2,002.7 ~ 2,022.7	1,000,000.00	2,263,606.47	275,476.10	275,476.10	2,539,082.57	权益法
山东良基纺织机械有限公司	对合营企业投资	25%	无限 ~	500,000.00	650,258.50	-50,469.42	-50,469.42	599,789.08	权益法

(4) 股权投资差额

单位:元 币种:人民币

被投资单位名称	期初金额	初始余额	本期增加	本期减少	摊销金额	期末余额	形成原因	摊销年限
上海良纺纺织机械专件有限公司	-828,854.60	-1,381,424.36				-828,854.60	投资时产生	十年
上海普恩伊进出口有限公司	366,444.00	610,740.00				366,444.00	股权转让产生	十年
合计	-462,410.60	-770,684.36				-462,410.60	/	/



4、主营业务收入及主营业务成本：

(1) 分行业主营业务

单位:万元 币种:人民币

行业名称	本期数		上年同期数	
	营业收入	营业成本	营业收入	营业成本
纺机类产品	30,878.07	26,773.84	48,680.89	42,603.70
其中:关联交易	5,733.23	4,830.30	1,491.62	1,142.82
合计	30,878.07	26,773.84	48,680.89	42,603.70
内部抵消				
合计	30,878.07	26,773.84	48,680.89	42,603.70

(2) 分产品主营业务

单位:万元 币种:人民币

产品名称	本期数		上年同期数	
	营业收入	营业成本	营业收入	营业成本
纺机类产品	30,878.07	26,773.84	48,680.89	42,603.70
其中:关联交易	5,733.23	4,830.30	1,491.62	1,142.80
合计	30,878.07	26,773.84	48,680.89	42,603.70
内部抵消				
合计	30,878.07	26,773.84	48,680.89	42,603.70

(3) 分地区主营业务

单位:万元 币种:人民币

地区名称	本期数		上年同期数	
	营业收入	营业成本	营业收入	营业成本
境内	26,374.20	21,797.68	40,694.12	33,751.93
境外	4,503.87	4,976.16	7,986.77	8,851.77
其中:关联交易	5,733.23	4,830.30	1,491.62	1,142.80
合计	30,878.07	26,773.84	48,680.89	42,603.70
内部抵消				
合计	30,878.07	26,773.84	48,680.89	42,603.70

5、投资收益：

单位:元 币种:人民币



项 目	本期数	上年同期数
其他短期投资收益		34,598.53
长期投资收益	2,150,675.12	2,253,065.24
其中：按权益法确认收益	1,876,091.84	2,253,065.24
按成本法核算的被投资单位分派利润	274,583.28	
合 计	2,150,675.12	2,287,663.77

(八) 关联方及关联交易

1、 关联交易情况

存在控制关系且已纳入本公司合并会计报表范围的子公司，其相互间交易及母子公司交易已作抵消。

销售商品、提供劳务的关联交易

单位:元 币种:人民币

关联方	关联交 易事项	关联交 易定价 原则	本期数		上年同期数	
			金额	占同类交易金 额的比例(%)	金额	占同类交易金 额的比例(%)
太平洋纺机 成套设备有 限公司		市场价	46,843,931.39	81.71%	-----	-----
山东良基纺 织机械有限 公司		市场价	10,488,410.26	18.29%	14,916,247.88	100%

2、 关联方应收应付款项

单位:元 币种:人民币

应收应付款项名称	关联方	期初金额	期末金额
预收帐款	太平洋机电(集团)有限公司	3,058,800.00	-7,852,800.00
应收帐款	山东良基纺织机械有限公司	-5,302,784.00	-6,999,768.62
应收帐款	上海太平洋纺织机械成套设备有限公司	6,203,167.49	1,589,412.40
其他应收款	太平洋机电(集团)有限公司	538,493.06	-596,367.93
其他应收款	上海逸杰信息科技有限公司	657.67	6,578.83
其他应收款	上海二纺机化纤成套设备有限公司	4,987.00	-494,813.00
其他应收款	上海太平洋纺织机械成套设备有限公司	750,212.40	0



应付帐款	临海良纺纺织机械专件有限公司	7,437,421.65	4,610,144.67
其他应付款	太平洋机电(集团)有限公司	7,991,158.90	0
其他应付款	海南良基投资发展有限公司	900,027.97	622,038.27

(九) 或有事项

本公司无需要披露的或有事项

(十) 承诺事项

本公司无需要披露的承诺事项

(十一) 资产负债表日后事项

本公司无资产负债表日后事项

(十二) 其他重要事项

本公司无需要披露的其他重要事项。

八、备查文件目录

- (一) 载有董事长亲笔签署的半年度报告文件；
- (二) 载有法定代表人、财务总监、财务主管人员签名并盖章的财务报表；
- (三) 报告期内，在中国证监会指定报刊上公开披露过的所有文件的正本；
- (四) 公司章程；
- (五) 其他有关文件。

上海二纺机股份有限公司

董事长：郑元湖

2005 年 8 月 25 日



Semi-annual Report 2005



Section I. Important Notice and Contents

The Board of Directors of Shanghai Erfangji Co., Ltd. individually and collectively accepts responsibility for the correctness, accuracy and completeness of the contents of this report and confirms that there are no material omissions nor errors which would render any statement misleading.

Herein, the Company's legal representative Mr. Zheng Yuanhu, CFO Mr. Mei Jianzhong and manager of Finance Dept. Mr. Chen Zhihu jointly declare that the finance report enclosed in this annual report is true and complete.

This report has been prepared in Chinese version and English version respectively. In the event of difference in interpretation between the two versions, the Chinese report shall prevail.

The semi-annual financial report of the Company is not audited.

CONTENTS

COMPANY PROFILE -----	3
CHANGES IN SHARE CAPITAL AND PARTICULARS ABOUT SHAREHOLDERS -----	6
PARTICULARS ABOUT DIRECTORS, SUPERVISORS, SENIOR EXECUTIVES -----	7
DISCUSSION AND ANALYSIS OF THE MANAGEMENT -----	8
SIGNIFICANT EVENTS -----	11
FINANCIAL REPORT -----	16
DOCUMENTS AVAILABLE FOR REFERENCE -----	33



Section II. Company Profile

1. Company's legal Chinese name: 上海二纺机股份有限公司
Company's legal English name: Shanghai Erfangji Co., Ltd.
2. Stock exchange listed with: Shanghai Stock Exchange
Short form of the stock: Erfangji & Erfangji B
Stock code of A-share: 600604; Stock code of B-share: 900902
3. Registered address and office address: No. 687 Changzhong Rd. Shanghai
Postal code: 200434
Website: <http://www.shefj.com>
E-mail: shej@public7.sta.net.cn
4. Legal representative: Zheng Yuanhu
5. Secretary of the Board: Li Bo
Contact address: No. 687 Changzhong Rd. Shanghai
Tel.: 021-65318888 ext. 2673
Fax: 021-65421963
E-mail: shej@public7.sta.net.cn
Securities Affairs Representative: Wu Tao
Contact address: No. 687 Changzhong Rd. Shanghai
Tel.: 021-65318888 ext. 2673
Fax: 021-65421963
E-mail: wt@shefj.com
6. Newspaper for disclosing the information of the Company: Shanghai Securities News and Ta Kung Pao (Hong Kong)
Website of Shanghai Stock Exchange: <http://www.sse.com.cn>
The place where the semi-annual report is prepared and placed: Shanghai Erfangji Co., Ltd., No. 687 Changzhong Rd. Shanghai
7. Other related information
Initial registered capital: RMB 303,986,900
Changes of registered capital:
RMB 425,581,700 on Oct. 7, 1993 in Shanghai Municipal Administration Bureau of Industry & Commerce;
RMB 461,839,800 on Dec. 12, 1995 in Shanghai Municipal Administration Bureau of Industry & Commerce;
RMB 514,953,800 on July 23, 1996 in Shanghai Municipal Administration Bureau of Industry & Commerce;
RMB 566,449,200 on Jun. 25, 1997 in Shanghai Municipal Administration Bureau of Industry & Commerce;
Business license registration No.: QGHZ Zi No. 019003 (city bureau)
Tax registration No.: GSH Zi No.: 310042607225505
Name and address of Certified Public Accountants appointed by the Company:
Name: Shanghai Lixin Changjiang Certified Public Accountants
Address: No. 61, Nanjing East Road, Shanghai
Name: Horwath Hong Kong CPA Limited
Address: Room 2001, Central Plaza, 18 Harbour Road, Wan Chai, Hong Kong

(VIII). Major financial data and indexes

1. Major accounting data and financial indexes

Unit: RMB



Major accounting data	At the end of this report period	At the end of last year		Increase/decrease at the end of this report period compared with the year-end of last year (%)
		After adjustment	Before adjustment	
Current assets	721,080,742.97	734,094,473.59	734,094,473.59	-1.77
Current liabilities	626,756,242.57	638,654,442.01	638,654,442.01	-1.86
Total assets	1,296,362,359.13	1,317,273,512.56	1,317,273,512.56	-1.59
Shareholders' equity (excluding minority interest)	659,979,304.10	654,852,121.51	654,852,121.51	0.78
Net assets per share	1.165	1.156	1.156	0.78
Net assets per share after adjustment	1.140	1.122	1.122	1.60
	In the report period (Jan. to Jun. 2005)	The same period in last year		Increase/decrease at the end of this report period compared with the same period in last year (%)
		After adjustment	Before adjustment	
Net profit	3,033,158.61	4,795,069.15	4,795,069.15	-36.74
Net profit after deducting non-recurring gains and losses	391,586.45	4,484,760.51	4,484,760.51	-91.27
Earnings per share	0.0054	0.0085	0.0085	-36.47
Return on equity (%)	0.46	0.74	0.74	-0.28
Net cash flow arising from operating activities	-27,522,704.05	72,650,963.17	72,650,963.17	--

2. Items of deducting non-recurring gains and losses and the relevant amount

Unit: RMB

Items of non-recurring gains and losses	Amount
Gains and losses from disposing other assets except for the Company's products	972,088.26
Other non-operating income and expenditures after deducting the depreciation provisions for assets	1,427,351.46
Other items of non-recurring gains and losses recognized by CSRC	456,235.16
Income tax effect	-214,102.72
Total	2,641,572.16

3. Return on equity and earnings per share are calculated according to the requirements of Regulations on the Information Disclosure of Companies Publicly Issuing Shares (No. 9) released by CSRC:

Profit in the report period	Return on equity (%)		Earnings per share (RMB)	
	Fully	Weighted	Fully	Weighted



	diluted	average	diluted	average
Profit from main operations	8.17	8.17	0.0952	0.0952
Operating profit	0.13	0.13	0.0015	0.0015
Net profit	0.46	0.46	0.0054	0.0054
Net profit after deducting non-recurring gains and losses	0.06	0.06	0.0007	0.0007

Section III. Changes in Share Capital and Particulars about Share Held by Main Shareholders

(II) Particulars about shareholders

1. Change in share capital

No change in the total number of shares and share structure occurs due to the distribution or allotment in the report period.

2. Particulars about shares held by main shareholders

(1) Shares held by main shareholders: ended Jun. 30, 2005, the Company had 88410 shareholders totally, including 45889 shareholders of A-share and 42521 shareholders of B-share.

(2) Ended Jun. 30, 2005, particulars about the top ten shareholders of the Company:

Total shareholder at the end of report period		88410				
Particulars about shares held by the top ten shareholder						
Full name of shareholders	Increase/decrease in the report period	Shares held at the period-end	Proportion (%)	Type of share (Circulating/Non-circulating)	Share pledged or frozen	Nature of shareholders (state-owned shareholders or foreign shareholders)
PACIFIC MACHATRONIC (GROUP) CO., LTD (OPERATING UNIT AUTHORIZED STATE-OWNED ASSETS OPERATION UNIT:)	0	262,342,310	46.31	Non-circulating	--	State-owned assets
MERRILL LYNCH FAR EAST LIMITED		819,739	0.15	Circulating	--	B-share
HUANG ZHIHAO		666,100	0.12	Circulating	--	B-share
LIU DA		655,600	0.12	Circulating	--	B-share
ZHANG GUANG ZHONG		643,805	0.11	Circulating	--	B-share
WANG YIPING		560,811	0.10	Circulating	--	B-share
HKITS/A006-113039-431		554,500	0.10	Circulating	--	B-share
YU YUSHENG		553,000	0.10	Circulating	--	B-share
WISEMAX INTERNATIONAL LIMITED		543,303	0.10	Circulating	--	B-share
Particulars about shares held by the top ten shareholders of circulating share						
Full name of shareholders	Circulating shares held at the period-end		Type of share (A-share, B-share, H-share and others)			
MERRILL LYNCH FAR EAST LIMITED	819,739		B-share			
HUANG ZHIHAO	666,100		B-share			
LIU DA	655,600		B-share			
ZHANG GUANGZHONG	643,805		B-share			
WANG YIPING	560,811		B-share			



HKITS/A006-113039-431	554,500	B-share
YU YUSHENG	553,000	B-share
REN JIANCHENG	543,303	B-share
WISEMAX INTERNATIONAL LIMITED	534,100	B-share
WANG JIAYI	497,740	B-share
Explanation on associated relationship among the aforesaid shareholders or consistent action	The Company was unaware whether there exists associated relationship among the shareholders of circulating share or whether they belong to consistent actors.	

3. Explanation on shares held by the top ten shareholders:

(1) The State-owned Assets Supervision and Administration Commission of Shanghai Municipal Government commissioned Shanghai Electric Group Co., Ltd to manage the state-owned shares of the Company. The Pacific Mechatronic (Group) Co., Ltd, a unit in operation authorized by the Company (state-owned shares), holds 262,342,310 shares that take up 46.31% in the total share capitals of the Company.

(2) Shareholders ranking the 2nd to 10th are shareholders of B-share.

(3) The equities of the Company held by Pacific Mechatronic (Group) Co., Ltd, the unit in operation authorized by the state-owned shares of the Company, had not been pledged or frozen in the report period.

4. Controlling shareholders and changes in actual controller
In the report period, no change takes place in the controlling shareholders and actual controller of the Company.

Section IV. Particulars about directors, supervisor and senior executives

(I) In the report period, particulars about shares held by newly engaged directors, supervisors and senior executives.

Unit: share

Name	Title	Number of shares in the period beginning	Number of share in the period-end	Increase/decrease in shares	Reason for the share change
Yang Min	Supervisor	0	1,000	1,000	Newly engaged supervisor

In the report period, no change occurred in the shares held by other directors, supervisors and senior executives.

2. The engagement and dismissal of directors, supervisors and senior executives in the report period

At the 7th Meeting of 5th Supervisory Committee on April 7, 2005, it was approved



that employee supervisor Wu Jianhua resigned due to work change. At the 1st Joint Meeting of 6th Worker's Congress of 19th Labor Union, Yang Min was elected as the employee supervisor of the 5th Supervisory Committee. This event was disclosed on Shanghai Securities News and Ta Kung Pao (Hong Kong) dated April 9, 2005.

Section V. Discussion and Analysis of the Management

I. Operation of the Company

(I) Operational Performance

The Company gets down to the development strategy of Being Excellent, Strong, and Great, and the operating guidelines of Integrate, Innovate, Expand and Raise Efficiency in 2005. In the year beginning, at the 7th of 5th Board of Directors was put forward a set of guiding ideology and strategic objective concerned with the operation: insist on the purport of development, speeding up the deep reform in the enterprise; insist on the chief strategy of developing by science and technology; speeding up the technical and managerial innovation; insist on the main objective of sacrificing the market demand, quickening the steps of being excellent and strong. In the first half year, the Company concentrated on economy, unified various opinions, united to cooperate with each other, and collectively strived for the development. Though the textile machine market was weak in some times and the prices of industrial raw materials were adjusted by a large margin, the Company, under the joint effort of the management and staff, stick to integration, management of market and development, which steadily boosted the operation and fulfilled the annual targets.

On July 3, 2005, the 11th Shanghai Int'l Textile Industrial Exhibition was opened in Shanghai New International Expo Center. The Company exhibited 4 new-type cotton spinning machines, including: Type EJM138JLB spinning frame, Type EJK211 flyer frame, Type EJP438 automatic winder and Type EJP834 two-for-one twister machine. Along with this exhibition, there also held the Technical Conference of Cotton Spinning Complete-Set Mechanical Products, Technical Conference of Complete-set Chemical Fibre Products and Foreign Trade Conference of Cotton Spinning Products. The technicians and salesmen of the Company introduced the major products like the spinning frames and flyer frames to visitors from China and abroad, and showcased the products which are digital, integrated and intelligent oriented. Most users at the 11th Shanghai Int'l Textile Industrial Exhibition spoke highly of the Company's products, which have gained good recognition from the users and market.

(II) Operation in the report period

1. Core business scope and its operation

(1) Notes to the operation of core business

By the end of this report period, the aggregate amount of consolidated assets totaled RMB 1286.3624 million, the aggregate amount of debts totaled RMB 616.7562 million, and the owners' equity totaled RMB659.9793 million; in the first half year, the Company realized the income from core businesses amounting to RMB 359.585 million, profit from core businesses amounting to RMB 53.924 million, and net profits amounting to RMB 3.0332 million.

The core businesses of the Company include: manufacture and sales of textile machines and related electronic products and electronic appliances, universal machines, optoelectronic products, metal products and plastic products; printing of non-publications, packing and presentation; technical service; storage; investing and founding new enterprises; sales of its own products.



(2) Particulars about industries or products accounting for over 10% of incomes from core business

RMB' 0000

Classified according to industries	Income from core business	Cost of core business	Gross profit rate (%)	Increase/decrease in income from core businesses over the same period of last year (%)	Increase/decrease in cost of core businesses over the same period of last year (%)	Increase/decrease in gross profit ratio over the same period of last year (%)
Spinning machinery	358,463,268.64	303,907,468.66	15.22	-33.38	-33.88	0.64
Classified according to products						
Spinning machinery	358,463,268.64	303,907,468.66	15.22	-33.38	-33.88	0.64
Include: related transaction	3,413.85	2,929.65	14.18			
Pricing principles of related transactions	Market price					

(3) Core business classified according to location

Location	Income from core business	Increase/decrease in income from core business over the same period of last year (%)
Domestic	257,283,419.61	-35.21
Overseas	102,301,602.09	-41.57

(4) Including: total amount of related transactions that the listed company sold products and provided labor service to the controlling shareholder and its subsidiaries was RMB 61.938 million in the report period.

(5) Operation and performance of the subsidiaries which affected the total net profit by over 10%

Unit : RMB

Name of company	Business nature	Major products or service	Net profit	Earnings on investment contributed by shareholding companies	Proportion in the net profit of listed company (%)
Shanghai Liangji Industrial Co., Ltd	Trade and lease	Domestic and international trade	561,233.86	505,110.47	16.65

(III) Investment in the report period

1. Investment of the raised proceeds

In the report period, the Company neither raised proceeds nor had proceeds raised prior to but extending to the report period.

2. Investment of proceeds not raised through public offer

The Company had no project of raised proceeds in the report period.

3. Material investment

The Company had no material investment in the report period.



Section VI. Significant Events

(I). Actual situation of the administration of the Company

1. Pursuant to the No. 15 ZJGSZ (2005) document of CSRC, Circular on Supervising and Urging the Listed Companies to Revise the Articles of Association, the Articles of Association, Rules of Procedure of Shareholders' General Meeting, Rules of Procedure of Board Meeting and Rules of Procedure of Supervisory Committee Meeting should be revised. The Board and the Supervisory Committee respectively examined and submitted the below proposals to the 19th Shareholders' General Meeting (namely Shareholders' General Meeting 2004) which were got approved: (1) Proposal on Amending the Articles of Association; (2) Proposal on Amending the Rules of Procedure of Shareholders' General Meeting; (3) Proposal on Amending the Rules of Procedure of Board Meeting; (4) Proposal on Amending the Rules of Procedure of Supervisory Committee Meeting.

The aforementioned announcements were published on Shanghai Securities News and Ta Kung Pao (Hong Kong) dated April 27, 2005.

2. Pursuant to the requirements of Rules on Administration of Listed Company, the Company continued to improve the corporate administrative structure, standardize the corporate operation, disclose information strictly by rules and care about the management of relations with investors. The directors and independent directors dedicatedly fulfill ones' duties to guard the gross interests of the Company and the mid- or small-sized shareholders' interests.

(II) Profit distribution plan and its implementation in the report period

At the 19th Shareholders' General Meeting (namely Shareholders' General Meeting 2004) on April 26, 2005 was passed the proposal as below:

The Company did not distribute profits in the 2004 Preplan of Profit Distribution, and did not distribute shares through converting capital reserve into share capital either.

(III) Preplan of Profit Distribution and Preplan of Converting Capital Reserve into Share Capital in the middle of 2005

In the report period, the Company did not prepare the Preplan of Profit Distribution, Preplan of Converting Capital Reserve into Share Capital and Plan of Issuing New Shares. The Company neither distributes profits nor converts capital reserve into share capital.

(IV) In the report period, major lawsuits and arbitrages disclosed by the Company

The material lawsuits and arbitrations that were finished and disclosed in the last report period

The case involving subsidiary of the Company, Shanghai Liangji Property Co., Ltd (namely Liangji Property) and Shanghai Minjian Industrial General Company, Jiangxi Shangrao Woollen Spinning and Weaving Factory (namely Shangrao Woollen Spinning and Weaving) two of which the judgment was enforced against, was disclosed in the Semi-Annual Report 2004 and the state of enforcement are as follows: Liangji Property and Shangrao Woollen Spinning and Weaving achieved an agreement on March 8, 2005 after mediation. Shangrao Woollen Spinning and Weaving should pay RMB 20.382 million to Liangji Property in one time within March 2005 to resolve the mutual dispute. Liangji Property received RMB 20.382 million on March 24, 2005, and withdrew provisions for the outstanding of former



loans amounting to RMB 6.794 million as bad debts.

(V) Sales of assets

On Nov. 23, 2004, the Company disclosed the Proposal on Transferring the Equities of Shanghai Liangji Metal Products Co., Ltd that was examined and approved by the 5th Meeting of 5th Board. The Company transferred 7 million shares of Shanghai Liangji Metal Products Co., Ltd (taking up 70% in the registered capital). This equity transfer was evaluated by Shanghai Wanlong Assets Evaluation Co., Ltd and Shanghai Electric Group Co., Ltd at total transfer price of RMB 8.7133 million, listed with Shanghai United Assets Equity Exchange and transferred the said shares to 26 natural individuals including Cheng Kebiao on April 21, 2005.

(VI) Overview of the capital of the Company occupied by the controlling shareholder and its subsidiaries

The balance of accounts receivable of related parties

Name of Enterprise	Balance in the period-end	Amount in the period beginning
Shanghai Pacific Textile Machine Complete-Set Mechanical Equipment Co., Ltd.	37,014,412.40	750,212.40
Total	37,014,412.40	750,212.40

The abovementioned accounts receivable are mainly the accounts as per the agreement on associated sales of chemical fiber project.

(VII) Material related transactions in the report period

1. Purchase of commodity and labor service

Related party	Related transaction	Pricing rules	Price	Amount	Proportion in the turnover of similar related transaction (%)	Clearing form	Market price
Linhai Liangfang Textile Machinery Co., Ltd	Textile Machinery	Market price	Fair market price	4,606,192.31	7.44%	Payment in foreign exchange	Fair market price

2. Sales of commodity and provision of labor service

Related party	Related transaction	Pricing rules	Price	Amount	Proportion in the turnover of similar related transaction (%)	Clearing form	Market price
Shanghai Pacific Textile Machine Complete-Set Mechanical Equipment Co., Ltd.	Textile Machinery	Market price	Fair market price	46,843,931.39	75.63%	Payment in foreign exchange	Fair market price



Shandong Liangji Textile Machinery Co., Ltd	Textile Machinery	Market price	Fair market price	10,488,410.26	16.93%	Payment in foreign exchange	Fair market price
---	----------------------	--------------	-------------------	---------------	--------	-----------------------------	-------------------

3. Estimated turnover of related transaction

Pursuant to the requirements of Administrative Rule for Listed Companies, on the premises of standardizing the corporate administrative structure, further improving the operating efficiency and quality, the board of directors appealed to the Shareholders' General Meeting for authorizing the Board to examine and approve the related transactions of continuing sales in 2005 towards the change of chemical-fiber textile machinery market. At the 19th Shareholders' General Meeting (namely Shareholders' General Meeting 2004) was passed the Proposal on Appealing to Shareholders' General Meeting for Authorizing the Board to examine and approve the Related Transactions of Continuing Sales in 2005. It was estimated that the turnover of chemical-fiber textile machinery could achieve RMB 200 million. The said announcement was published on Shanghai Securities News and Ta Kung Pao (Hong Kong) dated April 27, 2005.

(VIII) Material contracts and their implementation in the report period

1. Trust

The Company has no trust events in the report period.

2. Contract

The Company has no contract events in the report period.

3. Lease

The Company has no lease events in the report period.

4. Guarantee

The Company has no guarantee events or those occurring prior to but extending to the report period.

Ended June 30, 2005, the Company provided guarantees as follows (Shanghai Puenyi Import & Export Co., Ltd is the subsidiary of the Company controlling 90% of its equities.):

Warrantee	Happening date	Amount of guarantee	Type of guarantee	Term of guarantee	Completed in implementation or not	Guarantee for related parties or not
Shanghai Puenyi Import & Export Co., Ltd	Jan. 1, 2005	500	Joint liability guarantee	Jan. 1, 2005 --- Dec. 31, 2006	No	No
Shanghai Puenyi Import & Export Co., Ltd	Aug. 1, 2005	240	Joint liability guarantee	Aug. 1, 2005 --- Jul. 31, 2006	No	No

The Company had no guarantees out of line in the report period.

5. Mandatory management of finance

The Company did not have the mandatory management of finance in the report period.

6. Other material contract

The Company had no other material contract in the report period.



(IX) The Company or the shareholders holding over 5% shares (including 5%) had no commitment that would probably impact significant influence on the operating results and financial position of the Company in the report period or happening in the previous years but going down to the report period.

(X) In the report year, the Company, the Board of Directors or its directors, the Supervisory Committee or its supervisors and other senior executives had never been investigated, underwent administrative punishment or had been criticized through public notice by China Securities Regulatory Commission; and had never been condemned by the stock exchange in public either.

(XI) Other significant events

There is no other significant event in the report period.

(XII) Indexes of public notice

Subject of Public notice	Newspaper	Publishing date	Website	URL
1. Public Notice of the 7 th Resolution of 5 th Board 2. Public Notice of the 6 th Resolution of 5 th Supervisory Committee 3. Public Notice of Holding the 19 th Shareholders' General Meeting (2004) 4. Public Notice of Related Transaction of Continuing Sales in 2005 5. Full version of the Annual Report 2004 & the text	Shanghai Securities News and Ta Kung Pao (Hong Kong)	March 5, 2005	Shanghai Stock Exchange website : www.sse.com.cn	Type in the stock code of the Company in the "search for listed company information"
1. Public Notice of Resolutions of the 8 th Meeting of 5 th Board 2. Public Notice of Resolutions of the 7 th Meeting of 5 th Supervisory Committee	Shanghai Securities News and Ta Kung Pao (Hong Kong)	April 9, 2005	Shanghai Stock Exchange website : www.sse.com.cn	Type in the stock code of the Company in the "search for listed company information"
1. Public Notice on Resolution for the 19 th Shareholders' General Meeting (of 2004) of Shanghai Erfangji Co., Ltd. 2. Full Text of the 1 st Quarterly Report 2005 and its Summary	Shanghai Securities News and Hong Kong Ta Kung Pao	Apr. 27, 2005	Shanghai Stock Exchange website : www.sse.com.cn	Type in the stock code of the Company in the "search for listed company information"



of the Company				
----------------	--	--	--	--

Section VII. Financial Report

The financial report of the Company has not been audited in the period.

I. Financial report

1. Balance sheet
2. Profit and profit distribution statement
3. Cash flow statement

Balance Sheet

Jun. 30, 2005

Prepared by Shanghai Erfangji Co., Ltd.

Unit: Yuan Currency: RMB

Items	Note		Consolidation		Parent Company	
	Consolidation	Parent Company	Amount at period-end	Amount at period-begin	Amount at period-end	Amount at period-begin
Current assets:						
Monetary funds			174,898,240.04	208,526,932.04	111,873,477.78	118,391,795.95
Short-term investment						
Notes receivable			5,683,113.16	10,442,361.06	4,183,113.16	6,687,361.06
Dividends receivable						
Interest receivable						
Accounts receivable			88,201,573.03	125,723,670.66	71,333,966.94	122,918,610.38
Other receivable			36,237,987.27	5,142,749.70	32,228,986.47	8,280,426.63
Accounts in advance			14,982,866.73	3,515,920.91	13,530,642.86	1,444,350.11
Subsidy receivable						
Inventory			399,921,101.51	380,716,172.56	358,290,096.94	334,925,343.31
Expenses to be apportioned			1,155,861.23	26,666.66	1,155,861.23	
Long-term credit investment due within 1 year						
Other current assets						
Total current assets			721,080,742.97	734,094,473.59	592,596,145.38	592,647,887.44
Long-term investment:						
Long-term equity investment			55,422,684.77	36,191,659.56	118,890,295.83	132,761,428.96
Long-term credit investment						
Total long-term investment			55,422,684.77	36,191,659.56	118,890,295.83	132,761,428.96
Including: Consolidation price variance			-462,410.60	-462,410.60		
Including: Difference of equity investment						
Fixed assets:						
Original value of fixed assets			1,043,189,865.70	1,090,250,137.83	1,011,198,674.01	1,030,209,873.29
Less: Accumulative depreciation			464,218,693.64	475,139,216.70	454,189,143.36	450,932,347.15
Net value of fixed assets			578,971,172.06	615,110,921.13	557,009,530.65	579,277,526.14
Less: Provision for devaluation of fixed assets			98,485,158.90	103,791,433.83	96,235,257.92	96,663,583.08
Net amount of fixed assets			480,486,013.16	511,319,487.30	460,774,272.73	482,613,943.06
Project materials						
Construction in progress			5,461,823.49	2,029,882.61	5,075,600.63	1,757,734.53
Disposal of fixed assets						
Total fixed assets			485,947,836.65	513,349,369.91	465,849,873.36	484,371,677.59



Intangible and other assets:						
Intangible assets			33,911,094.74	33,638,009.50	33,911,094.74	33,638,009.50
Long-term expenses to be apportioned						
Other long-term assets						
Total intangible and other assets			33,911,094.74	33,638,009.50	33,911,094.74	33,638,009.50
Deferred tax:						
Deferred tax-debit						
Total assets			1,296,362,359.13	1,317,273,512.56	1,211,247,409.31	1,243,419,003.49
Current liabilities:						
Short-term loans			183,650,192.16	185,650,192.16	167,650,192.16	169,650,192.16
Notes payable				275,010.91		
Accounts payable			253,611,709.10	258,560,999.40	254,712,090.49	241,388,792.94
Accounts received in advance			83,174,813.43	111,144,513.88	68,195,574.43	104,772,867.08
Wage payable						
Welfare charges payable			917,866.52	1,286,009.80		
Dividends payable			28.84	27.32		
Taxes payable			3,057,496.66	11,441,479.29	3,036,488.33	10,360,816.18
Other duties payable			704,365.42	979,161.20	693,908.70	889,449.94
Other accounts payable			86,520,754.22	64,152,265.05	50,852,623.47	59,887,268.52
Expenses drawn in advance			15,119,016.22	5,164,783.00	11,444,571.78	4,950,987.74
Estimated liabilities						
Long-term liabilities due within 1 year						
Other current liabilities						
Total current liabilities			626,756,242.57	638,654,442.01	556,585,449.36	591,900,374.56
Long-term liabilities:						
Long-term loans				4,082,730.79		
Bonds payable						
Long-term accounts payable						
Special accounts payable						
Other long-term liabilities						
Total long-term liabilities				4,082,730.79		
Deferred tax:						
Deferred tax-credit						
Total liabilities			626,756,242.57	642,737,172.80	556,585,449.36	591,900,374.56
Minority interests			9,626,812.46	19,684,218.25		
Owner's (or shareholders') equity:						
Paid-up capital (or stock)			566,449,189.46	566,449,189.46	566,449,189.46	566,449,189.46
Less: Returned investment						
Net paid-up capital (or stock)			566,449,189.46	566,449,189.46	566,449,189.46	566,449,189.46
Capital public reserve			68,250,364.54	68,140,192.13	68,250,364.54	68,140,192.13
Surplus public reserve			10,056,354.21	10,056,354.21	2,564,952.21	2,564,952.21
Including: Statutory public welfare fund			3,377,634.40	3,377,634.40	854,984.07	854,984.07
Retained profit			15,949,263.53	12,916,104.92	17,397,453.74	14,364,295.13
Cash dividends to be distributed						



Converting balance of foreign currency sheet						
Less: Unconfirmed investment losses			725,867.64	2,709,719.21		
Total owner's (or shareholders') equity:			659,979,304.10	654,852,121.51	654,661,959.95	651,518,628.93
Total liabilities and owner's (or shareholders') equity			1,296,362,359.13	1,317,273,512.56	1,211,247,409.31	1,243,419,003.49

Legal representative of the Company: Zheng Yuanhu
Person in charge of accounting work: Mei Jianzhong
Person in charge of accounting organ: Chen Zhihu

Statement of Profit and Profit Distribution

Jan.-Jun. 2005

Prepared by Shanghai Erfangji Co., Ltd.

Unit: Yuan Currency: RMB

Items	Note		Consolidation		Parent Company	
	Consolidation	Parent Company	Amount in the period	Amount in the same period of last year	Amount in the period	Amount in the same period of last year
I. Income from core business			359,585,021.70	572,207,525.56	308,780,682.16	486,808,940.21
Less: Cost of core business			304,058,015.20	488,902,995.44	267,738,448.79	426,036,960.99
Taxes and extras on core business			1,603,027.44	324,235.50	1,266,887.17	
II. Profit from core business (Loss is listed with "-")			53,923,979.06	82,980,294.62	39,775,346.20	60,771,979.22
Add: Profit of other business (Loss is listed with "-")			1,269,081.32	-336,926.21	553,751.06	-1,677,974.28
Less: Operating expense			8,676,576.43	10,001,068.04	4,680,773.78	5,911,315.19
Administrative expense			41,125,024.39	60,331,483.93	31,594,187.73	44,688,023.99
Financial expense			4,562,535.56	5,273,531.81	4,430,746.60	5,177,345.93
III. Operating profit (Loss is listed with "-")			828,924.00	7,037,284.63	-376,610.85	3,317,319.83
Add: Investment earnings (Loss is listed with "-")			1,428,323.42	-119,598.06	2,150,675.12	2,287,663.77
Subsidy income				134,311.00		
Non- operating income			2,212,095.04	315,249.24	2,207,221.44	307,849.24
Less: non-operating expenditure			784,743.58	810,636.16	772,915.91	778,183.28
IV. Total profits (Total loss is listed with "-")			3,684,598.88	6,556,610.65	3,208,369.80	5,134,649.56
Less: Income tax			620,122.57	1,544,111.16	175,211.19	339,580.41
Less: gains and losses of minority shareholders			83,829.82	378,726.93		
Add: Loss of unconfirmed investment (Listed in the consolidated statements)			52,512.12	161,296.59		
V. Net profit (Total loss is listed with "-")			3,033,158.61	4,795,069.15	3,033,158.61	4,795,069.15
Add: Undistributed profits at the year-begin			12,916,104.92	4,205,314.77	14,364,295.13	8,225,885.26
Other transfer-in						
VI. Profit available for distribution			15,949,263.53	9,000,383.92	17,397,453.74	13,020,954.41
Minus: statutory surplus public reserve withdrawn						
Statutory public welfare funds withdrawn						
Employees' encouragement and welfare funds withdrawn (Listed in the consolidated statements)						
Reserve funds withdrawn						
Enterprise development funds withdrawn						
Investment reverted from profit						
VII. Profits available for distribution to shareholders			15,949,263.53	9,000,383.92	17,397,453.74	13,020,954.41
Less: dividends of preference shares payable						
Discretionary surplus public reserve withdrawn						



Dividends for ordinary share payable						
Dividends for ordinary share converted into share capital						
VIII. Retained profit (Losses not offset are listed with "-")			15,949,263.53	9,000,383.92	17,397,453.74	13,020,954.41
Supplemental information:						
1. Income from selling or disposal branch and investee enterprise						
2. Losses due to natural disaster						
3. Increase (or decrease) of total profit due to the change of accounting policies						
4. Increase (or decrease) of total profit due to the change of accounting estimation						
5. Loss on debts reorganization						
6. Others						

Legal representative of the Company: Zheng Yuanhu
Person in charge of accounting work: Mei Jianzhong
Person in charge of accounting organ: Chen Zhihu

Cash Flow Statement

Jan.-Jun. 2005

Prepared by Shanghai Erfangji Co., Ltd.

Unit: Yuan

Currency: RMB

Items	Note		Consolidation	Parent Company
	Consolidation	Parent Company		
. Cash flows arising out of operating activities:				
Cash received from selling commodities and providing labor services			350,387,133.58	265,792,642.19
Refund of tax and levies received			15,751,598.80	
Other cash received concerning operating activities			53,813,666.87	47,186,104.85
Subtotal of cash inflow			419,952,399.25	312,978,747.04
Cash paid for purchasing commodities and receiving labor service			297,204,708.66	197,901,559.16
Cash paid to/for staff and workers			47,715,793.00	41,202,768.90
Taxes and levies paid			33,948,195.69	24,978,603.53
Other cash paid concerning operating activities			68,606,405.95	55,621,658.67
Subtotal of cash outflow			447,475,103.30	319,704,590.26
Net cash flows arising out of operating activities			-27,522,704.05	-6,725,843.22
II. Cash flows arising out of investing activities:				
Cash received from recovering investment			5,065,030.07	9,597,272.87
Including: Cash received from sales of subsidiaries				
Cash received from investment income			1,235,912.50	1,235,912.50
Cash received from disposal of fixed, intangible and other long-term assets			1,527,537.50	1,521,937.50
Other cash received concerning investing activities				
Subtotal of cash inflow			7,828,480.07	12,355,122.87
Cash paid for purchasing fixed, intangible and other long-term assets			5,920,248.17	5,617,303.39
Cash paid for investment				
Other cash paid concerning investing activities				
Subtotal of cash outflow			5,920,248.17	5,617,303.39
Net cash flows arising out of investing activities			1,908,231.90	6,737,819.48
. Cash flows arising out of financing activities:				



Cash received from absorbing investment				
Including: Cash received from subsidiaries' absorbing minority equity investment				
Cash received from loans				
Other cash received concerning financing activities				
Subtotal of cash inflow				
Cash paid for settling debts			2,000,000.00	2,000,000.00
Cash paid for dividend and profit distributing or interest paying			5,931,819.44	4,523,922.50
Including: Dividends paid to minority shareholders				
Other cash paid concerning financing activities				
Including: Cash paid to minority by the subsidiaries for capital reduction according to laws				
Subtotal of cash outflow			7,931,819.44	6,523,922.50
Net cash flows arising from financing activities			-7,931,819.44	-6,523,922.50
IV. Influence on cash due to fluctuation of exchange rate			-82,400.41	-6,371.93
V. Net increase of cash and cash equivalents			-33,628,692.00	-6,518,318.17
Supplemental information:				
1. Adjusting net profit to cash flows for operating activities:				
Net profit			3,033,158.61	3,033,158.61
Add: minority interests (Loss is listed with "-")			83,829.82	
Less: Unconfirmed investment losses			52,512.12	
Add: Withdrawal of provision for devaluation of assets			-25,447,487.07	-1,021,466.86
Depreciation of fixed assets			20,716,931.64	20,015,731.83
Amortization of intangible assets			439,211.76	439,211.76
Amortization of long-term expenses to be apportioned				
Decrease of expenses to be apportioned (Less: increase)			-1,129,194.57	-1,155,861.23
Increase of expenses withdrawn in advance (Less: decrease)			9,954,233.22	6,493,584.04
Loss from disposal of fixed, intangible and other long-term assets (Less: income)			-969,213.40	-976,167.47
Loss on rejection of fixed assets				
Financial expenses			5,062,618.16	4,648,952.32
Investment loss (less: income)			-1,428,323.42	-2,150,675.12
Deferred tax- credit item (Less: debit)				
Decrease of inventories (Less: increase)			-16,557,948.48	-22,771,611.93
Decrease of receivables in operating (less: increase)			-4,189,262.17	25,512,711.24
Increase of payables in operating (less: decrease)			-17,038,746.03	-38,793,410.41
Others				
Net cash flows arising from operating activities			-27,522,704.05	-6,725,843.22
2. Investment and financing activities with no cash incomings / outgoings involved				
Capital transferred from debts				
Convertible company bonds due within 1 year				
Fixed assets acquired under finance leases				
3. Net increase of cash and cash equivalents:				
Balance of cash at the period-end			174,898,240.04	111,873,477.78
Less: Balance of cash at the period -begin			208,526,932.04	118,391,795.95
Add: Balance of cash equivalents at the period -end				
Less: Balance of cash equivalents at the period -begin				



Net increase of cash and cash equivalents			-33,628,692.00	-6,518,318.17
---	--	--	----------------	---------------

Legal representative of the Company: Zheng Yuanhu
Person in charge of accounting work: Mei Jianzhong
Person in charge of accounting organ: Chen Zhihu

Consolidation Schedule of Assets Impairment Losses Jan.-Jun. 2005

Prepared by Shanghai Erfangji Co., Ltd.

Unit: Yuan Currency: RMB

Items	Balance at period-begin	Increase in this period	Decrease in this period		Balance at period-end
			Transferring out due to other reasons	Total	
Total reserve for bad debts	23,813,047.45		10,194,231.67	10,194,231.67	13,618,815.78
Including: Accounts receivable	22,870,980.19		10,052,661.07	10,052,661.07	12,818,319.12
Other receivables	942,067.26		141,570.60	141,570.60	800,496.66
Total reserve for falling price of short-term investment					
Including: Stock investment					
Bond investment					
Reserve for falling price of inventory	51,364,277.97		2,646,980.47	2,646,980.47	48,717,297.50
Including: Commodity stocks	18,899,966.58				18,899,966.58
Raw material	27,708,863.21		2,646,980.47	2,646,980.47	25,062,308.63
Total reserve for devaluation of long-term investment	2,176,096				2,176,096
Including: Long-term equity investment	2,176,096				2,176,096
Long-term bond investment					
Total reserve for devaluation of fixed assets	103,791,433.83		5,306,274.93	5,306,274.93	98,485,158.90
Including: Building	30,778,653.04		426,638.50	426,638.50	30,352,014.54
Machinery and equipment	73,012,780.79		4,879,636.43	4,879,636.43	68,133,144.36
Reserve for devaluation of intangible assets	73,000,000		73,000,000	73,000,000	
Including: Patent right	73,000,000		73,000,000	73,000,000	
Trademark right					
Reserve for devaluation of construction in progress					
Reserve for devaluation of commission loan					
Total reserve for devaluation of assets	188,444,855.25		25,447,487.07	25,447,487.07	162,997,368.18

Legal representative of the Company: Zheng Yuanhu
Person in charge of accounting work: Mei Jianzhong
Person in charge of accounting organ: Chen Zhihu

Schedule of Assets Impairment Losses of Parent Company Jan.-Jun. 2005

Prepared by Shanghai Erfangji Co., Ltd.

Unit: Yuan Currency: RMB

Items	Balance at period-begin	Increase in this period	Decrease in this period		Balance at period-end
			Transferring out due to other reasons	Total	
Total reserve for bad debts	15,143,908.54				15,143,908.54
Including: Accounts receivable	14,346,734.44				14,346,734.44
Other receivables	797,174.10				797,174.10
Total reserve for falling price of short-term investment					
Including: Stock investment					
Bond investment					
Reserve for falling price of inventory	49,310,439.20		593,141.70	593,141.70	48,717,297.50
Including: Commodity stocks	17,507,054.41		593,141.70	593,141.70	16,913,912.71



Raw material	27,207,671.87				27,207,671.87
Total reserve for devaluation of long-term investment	2,176,096				2,176,096
Including: Long-term equity investment	2,176,096				2,176,096
Long-term bond investment					
Total reserve for devaluation of fixed assets	96,663,583.08		428,325.16	428,325.16	96,235,257.92
Including: Building	29,648,611.18				29,648,611.18
Machinery and equipment	67,014,971.90		428,325.16	428,325.16	66,586,646.74
Reserve for devaluation of intangible assets					
Including: Patent right					
Trademark right					
Reserve for devaluation of construction in progress					
Reserve for devaluation of commission loan					
Total reserve for devaluation of assets	163,294,026.82		1,021,466.86	1,021,466.86	161,475,385.86

Legal representative of the Company: Zheng Yuanhu

Person in charge of accounting work: Mei Jianzhong

Person in charge of accounting organ: Chen Zhihu

Statement of Change in Shareholders' Equity

Jan.-Jun. 2005

Prepared by Shanghai Erfangji Co., Ltd.

Unit: Yuan Currency: RMB

Items	Amount of this period	Amount of last period
I. Paid-up capital (or stock)		
Balance at the period-begin	566,449,189.46	566,449,189.46
Increase in this period		
Including: transferred from capital reserve		
Transferred from surplus public reserve		
Transferred from profit distribution		
New increase of share capital (stock)		
Decrease in this period		
Balance at the period -end	566,449,189.46	566,449,189.46
II. Capital reserve:		
Balance at the period -begin	68,140,192.13	68,140,192.13
Increase in this period	110,172.41	0
Including: premium on capital (or stock) share		
Donation received-provision for assets except for cash		
Cash donation received		
Reserve of equity investment		
Price difference from related transactions		
Transferred from appropriate funds		
Converting balance of foreign currency capital		
Other capital public reserve	110,172.41	0
Decrease in this period		
Including: transferring into share (or stock) capital		
Balance at the period -end	68,250,364.54	68,140,192.13
III. Statutory and arbitrary surplus public reserve		



Balance at the period -begin	6,678,719.81	6,678,719.81
Increase in this period		
Including: allotment amount from net profit		
Including: statutory surplus public reserve		
Arbitrary surplus public reserve		
Reserve fund		
Development fund of enterprise		
Transferring from statutory welfare fund		
Decrease in this period		
Including: offsetting of loss		
Transferred into share (or stock) capital		
Distribution of cash dividend or profit		
Apportionment of share dividend		
Balance at the period -end	6,678,719.81	6,678,719.81
Including: statutory surplus public reserve	6,678,719.81	6,678,719.81
Reserve fund		
Development fund of enterprise		
IV. Statutory welfare public fund		
Balance at the period -begin	3,377,634.40	3,377,634.40
Increase in this period		
Including: allotment amount from net profit		
Decrease in this period		
Including: other expenditure of collective welfare		
Balance at the period -end	3,377,634.40	3,377,634.40
V. Retained earnings:		
Retained earnings at the period-begin	12,916,104.92	12,916,104.92
Net profit as of this period (Net losses are listed with "-")	3,033,158.61	2,833,483.04
Profit distribution as of this period		
Retained earnings at the period-end (Losses not offset are listed with "-")	15,949,263.53	15,749,587.96

Legal representative of the Company: Zheng Yuanhu

Person in charge of accounting work: Mei Jianzhong

Person in charge of accounting organ: Chen Zhihu

Statement of VAT Payable

Jan.-Jun. 2005

Prepared by Shanghai Erfangji Co., Ltd.

Unit: Yuan Currency: RMB

Items	Account
I. VAT payable	
1. Un-deduction amount at the year-begin (Listed with "-")	-2,358,069.06
2. Output tax	65,920,214.79
Export rebate	
Transfer out of input tax	14,123,480.36
Transfer out of VAT overpaid	
3. Input tax	62,504,971.29
Taxes paid	
Transfer out of output tax	
Taxable due to offsetting products sold in domestic market from export	



Transfer out of unpaid VAT	15,446,962.37
4. Un-deduction amount at the period-end (Listed with “-”)	-266,307.57
II. Unpaid VAT	
1. Unpaid amount at the year-begin (Overpaid are listed with “-”)	7,102,159.29
2. Amount transfer-in as of this period (Overpaid are listed with “-”)	15,446,962.37
3. Amount paid as of this period	20,542,173.82
4. Unpaid amount at the period-end (Overpaid are listed with “-”)	2,006,947.84

Legal representative of the Company: Zheng Yuanhu

Person in charge of accounting work: Mei Jianzhong

Person in charge of accounting organ: Chen Zhihu

Company profile

Shanghai Erfangji Co., Ltd was a limited liability company founded on Dec. 10, 1991 by the approval of the HFB [1991] No. 155 Document issued by the General Office of the Shanghai People’s Government. In February 1992, approved by the (92) HRJGZ No. 5 Document issued by the Shanghai Branch of the People’s Bank of China, the Company began to issue domestically listed internal fund shares (A-share) and get listed for trading; In May 1992, approved by the (92) HRJ B-share Z No. 1 Document issued by the Shanghai Branch of the People’s Bank of China, the Company started to issue domestically listed foreign fund shares (B-share) and get listed for trading. On Oct. 4, 1995, the State Administration for Industry & Commerce changed the Company’s License for Business Corporations, with the new registration code being No. 019003 and legal representative Zheng Yuanhu. The Company boasts a registered capital of RMB 566,449,189.46, which has been examined by Dahua Certified Public Accountants. The CPAs has also furnished the Report on Capital Verification HYZ (97) No. 1047. The industry the Company engages in belongs to the industrial manufacture industry. Its business scope includes manufacture of textile machinery as well as relevant electronic and electric products, universal machinery, optoelectronics technique products, metal products, and plastic products; printing of materials not for publication as well as the printing of packing and presentation; technical service; storage operation; investing and founding enterprises; selling self-manufactured products, mainly textile machinery.

(III) Significant accounting policies, accounting estimates and basis of preparing consolidated financial statements

1. Accounting standards and Accounting policies:

Adopt the Accounting Standards for PRC Enterprises and its supplementary rules.

2. Fiscal year:

The fiscal year of the Company is from Jan 1st to December 31st.

3. Reporting currency:

The reporting currency of the Company is RMB.

4. Accounting concept and valuation principle:

The accounting concept is accrual concept and the valuation principle is historical cost convention.

5. Accounting method of foreign currency businesses

Businesses of foreign currency would be entered into the book after translation according to the RMB market exchange rate (middle price) publicized by the People’s Bank of China at the beginning of the year when the businesses occur. At the end of the year, balance of the foreign currency account would be adjusted according to



RMB translation at the market exchange price (middle price) at the end of the year. The translation difference of the special foreign currency account would be capitalized according to regulations during the specified period before the fixed assets purchased or constructed have fit the predicted usable state, and would be recorded in the costs of the construction-in-progress. The other foreign currency accounts would all be recorded in the financial expenses. The translation difference arising from the conversion of different currencies would all be recorded in the financial expenses.

6. Translation method of foreign currency accounting statements

According to CKZ (1995) No. 11 Notice on Printing and Distributing issued by the Ministry of Finance, except for the items of owner's equity (excluding the item of retained profit), which would be translated into RMB according to the market exchange price (middle price) when happening, items of assets, liabilities and gains and losses would all be translated into RMB according to the market exchange price (middle price) on the closing date of the consolidated accounting statement. The translation difference of the foreign currency statements would be listed separately in the consolidated balance sheet.

7. Confirmation criteria of cash and cash equivalents

When the cash flow statement is compiled, Cash equivalents represent short term (due in 3 months since the purchasing day) and highly liquid investments which are readily convertible to known amounts of cash, subject to an insignificant risk of conversion in value and which were within three months of maturity when acquired.

8. Short-term investment

(1) Acquisition cost

Acquisition cost should be accounted for based on actual payment (unclaimed cash dividend or due bond interest deducted) and related taxes paid. Short-term investment got from debtor as paying off method through debt reorganization will be accounted for based on book value of relevant creditor's right receivable; Short-term investment resulted from non-currency trade will be accounted for based on book value of exchanged assets.

(2) Provision for depreciation

Provision for depreciation should be adjusted at end of mid-year and year-end. Calculation of it is based on the principle of take-the-lower cost of individual investment. Should some short-term investment take up over 10% of the total short-term investments, depreciation reserves would be withdrawn based on the single investment.

(3) Profit recognition

When disposing short-term investment, there is the need to recognize investment profit, which is dividend and interests happened less investment cost and relevant receivables.

9. Accounting methods for bad debt losses of account receivable

Confirmation criteria of bad debts: accounts receivable that could not be recovered according to the legal liquidation procedures due to the cancellation or bankruptcy of the debtor; accounts receivable that could not be recovered due to the death of the



debtor without any legacy for liquidation nor any obligor to assume the debts; accounts receivable that could not be recovered for the reason that the debtor has failed to fulfill the repayment duty after the expiration date and there is strong evidence that it is really impossible to recover. Bad debts would be cancelled after verification according to the supervisory privilege of the Company.

Accounting method of bad debts: bad debts of the Company would be calculated in the allowance method. Bad debt reserves would be withdrawn for the accounts receivable (including the accounts receivable and others receivable) in the account age analysis method, and losses of bad debts would be calculated in the allowance method and estimated in the account age analysis method and specific identification method.

Age of account	Withdrawing proportion of account receivable (%)	Withdrawing proportion of other account receivable (%)
1 year	5	5
1-2 years	10	10
2-3 years	20	20
>3 years	50	50
Special provision	100	100

10. Accounting methods for inventories

(1) Classification of inventories

Classification of inventories: goods and materials aloft, raw materials, unfinished products, packing, low-value consumption goods, finished products, commodity stocks, consigned processing materials, engineering construction and materials cost variance, etc.

(2) Pricing method of acquiring and sending

Pricing method of acquiring and sending: various inventories would be recorded in the account book with the actual costs when acquired; routine accounting of inventories would be conducted in the planned cost method, and the planned costs would be adjusted to the actual costs according to the variance ratio of costs at the beginning of the month. Low-value consumption goods would be amortized at one time when drawn.

The value for book-entry of the inventories got from the debtor for debt reorganization would be confirmed based upon the book value of the credit receivable; the value for book-entry of the inventories got from non-monetary transactions would be confirmed based upon the book value of the assets out.

(3) Amortization method of the low-value consumption goods and packing

Low-value consumption goods would be amortized at one time.

Packing would be amortized at one time.

(4) Inventory method

The Company would apply the perpetual inventory method.

(5) Withdrawing method of inventory depreciation reserves

At the end of the mid-term or the year, inventories would be checked, and depreciation reserves would be withdrawn according to the lower of the costs of the inventories or the net realizable value of the inventories.

Depreciation reserves of inventories would be withdrawn according to each single item.



11. Long-term investment

(1) Acquisition cost

Acquisition cost should be accounted for based on original payment including relevant taxes and processing fee. Stock investment got from debtor as paying off method through debt reorganization will be accounted for based on book value of relevant creditor's right receivable; long-term investment resulted from non-currency trade will be accounted for based on book value of exchanged assets.

(2) Long-term equity investment

Equity investments are stated using the equity method if the Company has the ability to exercise effective control, joint control or significant influence over the investee companies. Other equity investments are stated at cost.

When long-term equity investments are accounted in the equity method, the equity investment difference, by which the original investment costs are higher than the share of net assets taken in the investee, would be amortized according to the investment term on average if the contract has set an investment term; if the contract has not set an investment term, the amortization would be conducted over 10 years on average. The difference, by which the original investment costs are lower than the share of net assets taken in the investee, would be recorded in the capital reserve (equity investment reserves). The credit difference of equity investments before 2003 would still be amortized according to the original regulations. Difference of equity investment arising from reinvestments would be dealt according to the CK [2004] No. 3 Document.

(3) Long-term bond investment

Interest will be recorded withdrawn as per contracted rate or bond surface rate, and at the same time overate or discount price of bond will be amortized linearly at end of each half-year.

If interest withdrawn is not recoverable at due time, stop interest accumulation and charges back the withdrawn amount.

(4) Provision for long-term investment

Provision for long-term investment will be reserved as per individual item based on difference between the recoverable and book value. When depreciation reserves for long-term investment are withdrawn since the year 2004, the difference of equity investment of the years before that would be dealt with according to the CK [2004] No. 3 Document.

Depreciation reserves for long-term investments would be calculated and confirmed according to each single investment item.

12. Pricing and depreciation method of fixed assets and the way depreciation reserves withdrawn

(1) Fixed assets represent:

Fixed assets refer to the tangible assets held for commodity production, labor service, lease, operation or management and with a use term of over 1 year and relatively high unit value.

(2) Fixed assets are classified as:

Fixed assets are classified as: Production building, Non-Production building, production equipment and non-production equipment.



(3) Purchase cost:

Fixed assets are stated actual purchase costs commonly.

Fixed assets got from debtor as paying off method through debt reorganization will be accounted for based on book value of relevant creditor's right receivable; fixed assets resulted from non-currency trade will be accounted for based on book value of exchanged assets.

Leased fixed assets will be accounted for as the lower one between book value of the leased fixed assets on the beginning date and the lowest leasing payment. If leased fixed assets are 30% of the total assets of the Company or less, take the lowest leasing payment as the account value.

(4) Depreciation of fixed assets would be classified withdrawn by sum-of-the-years' digits method. Individual annual depreciation rate is confirmed according to type of fixed assets, estimated using period, residual rate and depreciation rate.

Fixed assets fitment expenses according with the capitalization conditions would adopt reasonable method to withdraw depreciation at the shorter period of comparing two fixing period and rest using period of fixed assets; Fixed assets improving expenses rented from operating leasing would adopt reasonable method to withdraw depreciation individually at the shorter period of comparing rest leasing period and rest using period of fixed assets. Fixed assets rented from financing leasing, if reasonably confirmed to get the ownership at the expiration of leasehold, would withdraw depreciation in the estimated using period; if can't be confirmed to get the ownership, would withdraw depreciation at the shorter period of comparing the leasing period and rest using period of fixed assets. Fitment expenses of fixed assets rented from financing leasing according with the capitalization conditions would adopt reasonable method to withdraw depreciation at the shortest period of two fitting period, rest leasing period, and rest using period of fixed assets.

Type of fixed assets	Estimated useful life	Net residual value rate	Annual depreciation (%)
Production building	30-45	4%	2.1-3.2
Non-production building	30-45	4%	2.1-3.2
Production equipment	8-20	4%	4.8-12
Non-production building	8-20	4%	4.8-12

(5) Provision for depreciation of fixed assets

For those fixed assets with dropping market value, recoverable value lower than book value out of out-of-date technology, damage of entity or being long time unused, a certain amount of provision for depreciation will be reserved per individual item at the end of each half-year.

13. Construction in progress

(1) Acquisition cost

Construction in progress is accounted for as per classification and on basis of actual cost. When it reaches the usable stage, it will be account transferred as fixed assets. If final accounting for construction completed is not finished yet, account transformation will be done on an estimated basis. Adjustment can wait till final accounting for construction completed is finished.

(2) Provision for depreciation of construction in progress

Provision for construction projects long-time suspended and not-to-be-restarted in 3 years, construction projects with backward functions and technologies and with no



significant or unclear profit will be reserved as per individual item at end of each half-year.

Impairment loss for constructions in progress would be withdrawn as individual project.

14. Amortization of long-term prepaid expenses

(1) Amortization of organization expenses

Acquisition cost should be accounted for based on actual payment. Intangible assets got from debtor as paying off method through debt reorganization will be accounted for based on book value of relevant creditor's right receivable; intangible assets resulted from non-currency trade will be accounted for based on book value of exchanged assets.

(2) Amortization method

Amortization is realized on the linearly basis. If only one of the investment and relevant law stipulates time limitation of benefit or validity, intangible assets will be amortized over a period of no longer than the limitation stipulated; if both of them stipulate limitation of benefit or validity, intangible assets will be amortized over a period of no longer than the shorter limitation stipulated; if neither of them stipulates limitation of benefit or validity, intangible assets will be amortized over a period of no longer than 10 years.

(3) Provision for intangible assets

Depreciation of intangible assets that has been replaced by new technology, market price remarkably dropped and unrecoverable will be provided for based on the difference between the recoverable and the book value as per individual item at end of each half-year.

15. Standing expenses to be amortized

(1) To transfer into management fee as amortization: to state in P&L the same month when production and operation starts

(2) Amortization methods for other standing expenses: to amortize during the benefit period, for instance:

Rental paid in advance for operating leased fixed assets is amortized on average according to the period stipulated in the lease contract.

16. Accounting process of borrowing expenses

(1) Recognition of capitalization of borrowing expenses:

Subsidy for special borrowing will be capitalized before the purchased or constructed assets are ready for use, if the concerned amount is small, enters it into current P&L.

Capitalization of interest of special borrowings, amortization of overrate or discount price and difference of currency exchange will be initiated only when capital expenditure has materialized, borrowing expenses have been materialized and purchasing or construction activities of the assets have started.

Capitalization will be stopped when abnormal suspension of assets purchasing or construction projects that goes on continuously for 3 months or above. When purchased or constructed assets are ready for use, capitalization will also be stopped.

When part of a assets purchasing or construction project is completed and ready for use, relevant capitalization will be stopped.

Common borrowing expenses and special borrowing expenses that do not conform to rules of capitalization will be stated as current P&L.



(2) Capitalization period

Capitalization amount will be recognized each quarter.

(3) Recognition of capitalization amount of borrowing expenses for special borrowings.

Interest capitalization amount per fiscal period = weighted average of total fixed assets purchased and constructed till end of the period × weighted interest rate of borrowings

Subsidy that is allowed to capitalize and difference of currency exchange will be capitalized directly as actual.

17. Revenue recognition

(1) Sales of goods: revenue is recognized when the Company has transferred to the buyer the significant risks and rewards of ownership of the goods, retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold; the economic benefits associated with the transaction have been received or the evidence on cash receipt have been obtained and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

(2) Rendering of service: revenue is recognized based on the percentage of completion method. If the services provided are completed within one fiscal year, the revenue would be recognized upon completion of the service when cash or the evidence on cash receipt has been obtained.

(3) Operating lease: if related profit can flow in and amount of it can be reliably measured, it's recognized as revenue in accordance with relevant contract or agreement.

18. Accounting treatment of corporate income tax: tax effect accounting method is adopted.

19. Confirming principal of consolidated scope of consolidated accounting statement and preparation method for consolidated accounting statements

(1) Consolidated accounting statements are prepared based on individual accounting statements and other information of the parent company and subsidiaries listed in the consolidated scope according to Provisional Regulations on Consolidated Accounting Statements and relevant documents. However, those subsidiaries with relatively small scale in special industries, in compliance with regulations in the document called Reply on Instruction of Consolidated Scope in the Consolidated Accounting Statements promulgated by Ministry of Finance with CKEZ (1996) No. 2 Document, are not consolidated. When consolidation, internal equity investment and owners' equity of subsidiaries, internal investment earnings and profit distribution of subsidiaries, internal transactions and internal credits and liabilities are counteracted. Besides, consolidated surplus reserve is adjusted. The consolidated accounting statements of associated enterprises listed in the consolidated scope are prepared based on proportional consolidation method.

(2) Accounting policies and treatment methods of parent company and subsidiaries of the Company have no significant variance.

20. Major changes of accounting policy and accounting estimate, and adjustment of accounting errors

(1) Change of accounting policy

Naught



- (2) Change of accounting estimate
Naught
- (3) Adjustment of accounting errors
Naught

(IV) Taxation

1. Major type of tax and tax rate of the Company are as follows:

Type of tax	Tax rate (%)
VAT	17
Business tax	5
Income tax	15

2. Tax relief:

The Company was identified as Shanghai Hi-tech enterprise so income tax for 2004 was reduced by 15% for collection.

(V) Subsidiaries of which the Company hold shares dominantly and associated companies

Unit: RMB

Name of companies	Place of Registration	Legal representative	Registered investment (RMB)	Business scope	Amount (RMB)	Proportion of shares held by the Company (%)		Merged or not
						Direct	Indirect	
Shanghai Liangji Industry Co., Ltd.	Shanghai	Mei Jianzhong	12,418,000.00	Intl. And domestic trading	11,176,200.00	90.00		Yes
Shanghai Liangji Plastic Products Co., Ltd.	Shanghai	Liu Yan	3,180,000.00	Production and marketing of plastic products for textile industry	3,180,000.00	100.00		Yes
Hainan Liangji Industry Co., Ltd.	Hainan	Mei Jianzhong	3,000,000.00	Industrial investment and real estate management	2,100,000.00	70.00		No
Shanghai Pu'en'yi I&E Co., Ltd.	Shanghai	Li Peizhong	30,000,000.00	I&E of self-produced products and associated products, and relevant technology	27,000,000.00	90.00		Yes
Shanghai Liangfang Textile Machinery Special Parts Co., Ltd.	Shanghai	Li Peizhong	22,000,000.00	Production and marketing of spindle roller, steel collar and other parts of textile machinery	18,700,000.00	85.00		Yes
Shanghai Yijie Information Technology Co., Ltd.	Shanghai	Cui Ling	2,000,000.00	Hardware and software of computers, system integration and other special services	1,675,000.00	83.75		No
Shandong Liangji Textile Machinery Co., Ltd.	Shandong	Shi Chengyu	2,000,000.00	Sales of textile machinery	500,000.00	25.00		No

1. There existed no increasing controlling subsidiary and joint venture enterprises due to selling and transferring into share equity in the report period.
2. The Company didn't sell subsidiary in the report period.
3. There existed no company consolidated according to proportion consolidated method.
4. Contents and reasons of changes in scope of consolidated statement
Compared with the last annual report, consolidated scope occurred the following changes: Shanghai Liangji Construction & Renovation Co., Ltd. and Shanghai Liangji Computer Co., Ltd. have been closed up, Shanghai Liangji Real Estate Co., Ltd. to be



closed up, Shanghai Ao'yi Photoelectron Co., Ltd. and Shanghai Liangji Machinery Co., Ltd. have been logged out by tax institute, Shanghai Liangji Metal Products Co., Ltd. and Shanghai Liangzhou Material Trade Co., Ltd. have changed administrative system, so the abovementioned company didn't listed into the scope of consolidated statement.

5. Explanation on reasons of un-listing into consolidated statement for subsidiaries holding shares proportion over 50%:

Hainan Liangji Investment & Development Co., Ltd. to be closed up.

Proportion of total assets, sales income and current period net profit of Shanghai Yijie Information Technology Co., Ltd. and Shandong Liangji Textile Machinery Co., Ltd. to total assets, sales income and net profit of parent company all below 10%.

(VI) Notes for the consolidated sheets

1. Currency capital

(1). Classification of currency capital

Unit: RMB

Items	Amount at period-end	Amount at period-begin
Cash	503,209.81	372,676.84
Credit	171,755,172.74	205,673,562.91
Other currency capital	2,639,857.49	2,480,692.29
Total	174,898,240.04	208,526,932.04

(2) Currency capital-foreign currency

Foreign currency	Amount at period-end			Amount at period-begin		
	Amount of foreign currency	Exchange rate	Amount of RMB	Amount of foreign currency	Exchange rate	Amount of RMB
USD	524,354.81	8.2765	4,339,822.58	580,999.21	8.2765	4,808,639.96
YEN	98,972.00	0.079701	7,888.17	98,972.00	0.0799701	7,914.80
EUR	57,731.89	9.961	575,067.36	79,677.73	11.2627	897,386.37
Total	/	/	4,922,778.11	/	/	5,713,941.13

2. Notes receivable

Description:	Amount at period-end	Amount at period-begin
Bank acceptance	5,683,113.16	10,442,361.06
Total	5,683,113.16	10,442,361.06

3. Accounts receivables

Unit: RMB

Account history	Amount at period-end					Amount at period-begin				
	Book balance		Provision for bad debt		Net book amount	Book balance		Provision for bad debt		Net book amount
	Amount	Rate	Amount	Withdrawal rate		Amount	Rate	Amount	Withdrawal rate	
<1 year	77641444.59	76.86%	3882072.23	5%	73759372.36	124790871.03	83.99%	6239543.55	5%	118551327.48
1-2 years	11910131.47	11.79%	1191013.15	10%	10719118.32	4240568.22	2.85%	424056.82	10%	3816511.40
2-3 years	194734.76	0.19%	38946.95	20%	155787.81	271050.06	0.18%	54210.01	20%	216840.05
>3 years	11273581.33	11.16%	7706286.79	50%-100%	3567294.54	19292161.54	12.98%	16153169.81	50%-100%	3138991.73
Total	101019892.15	100%	12818319.12		88201573.03	148594650.85	100%	22870980.19	100%	125723670.66

(2) Change of provision for bad debt of accounts receivables

Unit: RMB

Items	Balance at period-begin	Increase in this period	Decrease in this period			Balance at period-end
			Amount of turn-in	Amount of turn-out	Total	
Provision for bad	22,870,980.19			10,052,661.07	10,052,661.07	12,818,319.12



debt of accounts receivables						
------------------------------	--	--	--	--	--	--

Decrease of reserve for bad debts of account receivables mainly due to change in scope of consolidated statement.

(3) particulars about the top five debts of account receivables

Unit: RMB

Items	Amount at period-end		Amount at period-begin	
	Amount	Rate	Amount	Rate
Total and proportion of the top five debt units	49,212,315.11	48.72%	73,158,106.38	49.23%

(4) main units of account receivables

Unit: RMB

Name of companies	Relationship with the Company	Amount in arrear	Time in arrear	Reason in arrear	Amount of withdrawing bad debt reserve	Proportion of withdrawing bad debt reserve	Reason of withdrawing bad debt reserve
Shanghai Pacific Textile Machinery Equipment Co., Ltd.	Client	37,014,412.40	Within 1 year	Installment collection as per contract	506,220.62	5%	Based on regulation of Enterprise Accounting System
Shandong Jinan Zhenghao Chemical Fibre Equipment Co., Ltd.	Client	11,025,989.82	Within 2 years	Installment collection as per contract	551,299.49	5%	Based on regulation of Enterprise Accounting System
Wujiang Yingxiang Chemical Fibre Plant	Client	4,852,955.09	Within 2 years	Installment collection as per contract	272,647.75	5%	Based on regulation of Enterprise Accounting System
Hangzhou Longda Polyester Plant	Client	3,443,370.20	Within 2 years	Installment collection as per contract	197,168.51	5%	Based on regulation of Enterprise Accounting System
Total	/	56,336,727.51	/	/	1,527,336.37	/	/

(5) Account receivables in this period contents arrearages of shareholder units holding over 5%(including 5%) voting right shares of the Company. Account at period-end decreased over period-begin mainly due to parent company receiving account receivables of export products of 2004 amounting to RMB 37.09 million in the report period.

4. Other receivables

(1) Account history of other receivable

Unit: RMB

Account history	Amount at period-end					Amount at period-begin				
	Book balance		Provision for bad debt		Net book amount	Book balance		Provision for bad debt		Net book amount
	Amount	Rate	Amount	Withdraw rate		Amount	Rate	Amount	Withdraw rate	
<1 year	36,848,683.93	99.49%	705,596.66	5%	36,143,087.27	1,053,407.38	32.43%	52,670.37	5%	1,000,737.01
1-2 years						4,039,763.50	43.71%	403,976.35	10%	3,635,787.15
2-3 years						440,000.00	14.79%	88,000.00	20%	352,000.00
>3 years	189,800.00	0.51%	94,900.00	50%	94,900	551,646.08	9.07%	397,420.54	50%-100%	154,225.54
Total	37,038,483.93	100%	800,496.66	100%	36,237,987.27	6,084,816.96	100%	942,067.26		5,142,749.70

(2) particulars about changes in reserve for bad debts of other account receivables

Unit: RMB



Item	Balance at period-begin	Increase in this period	Decrease in this period			Balance at period-end
			Amount of turn-in	Amount of turn-out	Total	
Provision for bad debt of accounts receivables	942,067.26			141,570.60	141,570.60	800,496.66

(3) Particulars about the top five arrearages of other account receivable

Unit: RMB

Item	Amount at period-end		Amount at period-begin	
	Amount	Rate	Amount	Rate
Total and proportion of the top five arrearages units	21,436,733.78	59.16%	3,309,500.86	64.35%

(4) major units of other account receivables

Unit: RMB

Name of companies	Relationship with the Company	Amount in arrear	Time in arrear	Reason in arrear	Amount of withdrawing bad debt reserve	Proportion of withdrawing bad debt reserve	Reason of withdrawing bad debt reserve
Shanghai Waitan Real Estate Development Co., Ltd.	Assignee	18,815,400.00	Within 1 year	Agreed arrears			
Shanghai Liangji Metal Products Co., Ltd.	Supplier	2,333,808.68	Within 1 year	Premature time of payment	116,690.43	5%	Based on Enterprise Accounting System
Shanghai Erfangji Middle Professional Technology School	School established by the Company	267,588.38	Within 1 year	Current amount	13,379.42	5%	Based on Enterprise Accounting System
Shanghai Erfangji Science Education Machinery Plant	Plant founded by school	16,135.50	Within 1 year	Current amount	806.78	5%	Based on Enterprise Accounting System
Qingdao Pacific	Customer	3,801.22	Within 1 year	Premature time of payment	190.06	5%	Based on Enterprise Accounting System
Total	/	21,436,733.78	/	/	131,066.69	/	/

Shanghai Waitan Real Estate Development Co., Ltd. owed the Company amounting to 18.8154 million, which belongs to amount paid within 2005 for 40% of income from Plot No. 381, Liangzhou Road according to transfer agreement signed with the Company.

(5) There had no arrearages of shareholder units holding over 5% (including 5%) voting right shares in other account receivables in this report period.

5. Prepayments

Unit: RMB

Aging	Amount at period-end		Amount at period-begin	
	Amount	Proportion (%)	Amount	Proportion (%)
<1 year	14,982,866.73	100%	3,515,920.91	100%
1-2 years				
2-3 years				
>3 years				
Total	14,982,866.73	100%	3,515,920.91	100%

There is no arrearage from shareholders of over 5% (incl.) voting shares among the prepayments in this report period.



(2) particulars about the top five arrearages of account payables

Unit: RMB

Item	Amount at period-end		Amount at period-begin	
	Amount	Rate	Amount	Rate
Total and proportion of the top five arrears units	8,069,804.56	53.86%	914,274.40	26.00%

(3) Major units of account prepay

Unit: RMB

Name of companies	Relationship with the Company	Amount in arrear	Time in arrear	Reason in arrear
Wujiang Liangji Machinery Manufactory Co., Ltd.	Supplier	4,319,591.36	Within 1 year	Payment according to agreement
Shanghai Liangji Metal Products Co., Ltd.	Supplier	1,894,465.75	Within 1 year	Payment according to agreement
Yangsi Standard Machinery Plant	Supplier	748,449.53	Within 2 years	Payment according to agreement
Zhangjiagang Luyuan Chuangtuo Hardware Plant	Supplier	622,902.70	Within 2 years	Payment according to agreement
Changzhou Tonghe Textile Machinery Plant	Supplier	484,395.22	Within 2 years	Payment according to agreement
Total	/	8,069,804.56	/	/

(4) There is no arrearage from shareholders of over 5% (incl.) Voting shares among the prepayments in this report period.

6. Inventory

(1). Classification of inventory

Unit: RMB

Items	Period-end			Period-begin		
	Book balance	Provision for depreciation	Book value	Book balance	Provision for depreciation	Book value
Raw materials	59,163,889.97	25,062,308.63	34,101,581.34	70,982,215.94	27,708,863.21	43,273,352.73
Inventory commodities	287,884,149.54	18,899,966.58	268,984,182.96	237,889,357.50	18,899,966.58	218,989,390.92
Material on road	10,453,263.56		10,453,263.56	9,202,816.94		9,202,816.94
Products on production line	94,371,937.80	4,690,545.29	89,681,392.51	118,774,327.25	4,690,545.29	114,083,781.96
Packing materials			0.00	20,362.64	425.89	19,936.75
Low-cost consumer products	1,228,500.16	64,477.00	1,164,023.16	2,016,766.50	64,477.00	1,952,289.50
Processing entrusted	1,253,074.37	0.00	1,253,074.37	1,757,209.22	0.00	1,757,209.22
Engineering construction		0.00	0.00	0.00	0.00	0.00
Difference of material cost	-5,716,416.39	0.00	-5,716,416.39	-8,562,605.46	0.00	-8,562,605.46
Total	448,638,399.01	48,717,297.50	399,921,101.51	432,080,450.53	51,364,277.97	380,716,172.56

Increase of inventory at period-end over period-begin amounting to RMB 16.5579 million, accounting for 3.83%, main reasons: part of clients deferred delivery cargos due to influence of capital elements.

(2) Reserve for falling price of inventory



Unit: RMB

Items	Amount at period-begin	Increase in the period	Decrease in the period	Amount at period-end
Raw materials	27,708,863.21		2,646,554.58	25,062,308.63
Inventory commodities	18,899,966.58		0	18,899,966.58
Products on production line	4,690,545.29			4,690,545.29
Packing materials	425.89		425.89	0
Low-cost consumer products	64,477.00			64,477.00
Total	51,364,277.97		2,646,980.47	48,717,297.50

Decrease of reserve for falling prices was switch back original withdrawal of reserves for disposing dull materials.

Book cost of inventory was lower than net realizable value, so no withdrawal reserve for falling price of inventory in this period.

7. Expenses to be amortized

Unit: RMB

Type	Amount at period-begin	Increase in the period	Diluted in the period	Amount at period-end	Reason of balance at period-end
Rent	26,666.66			0	
Property tax and land use tax. etc.	0	1,155,861.23		1,155,861.23	
Total	26,666.66	1,155,861.23		1,155,861.23	/

The Company apportioned property tax, land use tax and expenses for Shanghai International Textile Machinery Fair held in May based on benefit time according to accrual basis.

8. Long-term investment

(1) Classification of long-term investment

Unit: RMB

Items	Amount at period-begin	Increase in the period	Decrease in the period	Amount at period-end
Stock investment	27,306,567.12			27,306,567.12
Investment for subsidiary	8,538,734.07	19,077,018.53		27,615,752.60
Investment for joint venture company	2,913,864.97	225,006.68		3,138,871.65
Investment for affiliated company				
Other equity investment	71,000		71,000	
Balance of equity investment				
Consolidated price difference	-462,410.60			-462,410.60
Total	38,367,755.56	19,302,025.21	71,000	57,598,780.77
Less: reserve for devaluation of long-term equity investment	2,176,096.00			2,176,096.00
Total net amount of long-term equity investment	36,191,659.56	/	/	55,422,684.77

Net amount of long-term investment of the Company at period-end increased over period-begin mainly due to changes in consolidated scope of the Company in this period so part of balanced-out long-term investment originally didn't balanced out.



(2) Long-term stock investment

Unit: RMB

Name of Investee	Nature of share	Number of shares	Proportion of registered capitals in the invested companies (%)	Original cost of investment	Amount of investment	Net book amount
Fenghua stock	State-owned share	388,800	2.58	1,266,000.00	1,266,000.00	1,100,304.00
Unicom Guomai	State-owned share	525,096	0.13	1,107,360.00	1,107,360.00	1,107,360.00
Jiabao Industry	State-owned share	836,784	2.50	2,390,168.32	2,390,168.32	2,390,168.32
Ai'jian stock	State-owned share	2,083,388	0.45	7,584,000.00	7,584,000.00	7,584,000.00
Hongsheng Tech	State-owned share	184,800	0.18	306,000.00	306,000.00	306,000.00
Jiada Nanyang	State-owned share	74,052	0.04	170,400.00	170,400.00	170,400.00
Shenda stock	State-owned share	232,320	0.06	495,440.00	495,440.00	495,440.00
Shenneng stock	State-owned share	450,000	0.02	840,000.00	840,000.00	840,000.00
Narcissus Electrical Appliance	State-owned share	880,000		3,040,000.00	3,040,000.00	1,029,600.00
New World	State-owned share	362,946	0.11	440,988.80	440,988.80	440,988.80
Yuyuan Commercial City	State-owned share	594,594	0.13	1,911,210.00	1,911,210.00	1,911,210.00
ST Tongda	State-owned share	535,500	1.00	1,605,000.00	1,605,000.00	1,605,000.00
Haitong Securities	State-owned share	7,943,760	0.17	6,120,000.00	6,120,000.00	6,120,000.00
Hainan Xing'an	State-owned share	337,500		30,000.00	30,000.00	30,000.00
Total	/		/	27,306,567.12	27,306,567.12	25,130,471.12

(3) Particulars about investment for subsidiary, affiliated company and joint venture

Unit: RMB

Name of Investee	Relationship with parent company	Proportion of registered capitals in the invested companies (%)	Term of investment	Cost of investment	Balance at period-begin	Increase/decrease in the period	Accumulated increase/decrease amount	Balance at period-end	Accounting method
Hnan Liangji Industrial Co., Ltd.	Investment for subsidiary	100	1995-12-01 ~ 2002-12-31	2,100,000.00	0			0	Equity method
Shanghai Yijie Technology Co., Ltd.	Investment for subsidiary	83.75	2001-04-01 ~ 2021-03-31	1,675,000.00	1,778,643.53	-20,363.20	-20,363.20	1,758,280.33	Equity method
Linhai Lingfang Textile Machinery Special Parts Co., Ltd.	Investment for subsidiary	83.06	~	5,563,520.25	6,260,090.54	-568,991.84	-568,991.84	5,691,098.70	Equity method
Erfangji	Investment	100	2003-05-01	500,000.00	500,000.			500,000.00	Equity



Chemical Fibre Equipment Co., Ltd.	for subsidiary		~ 2023-05-31		00					method
Pacific Textile Machinery Equipment Co., Ltd.	Investment for joint venture enterprise	20	2002-07-01 ~ 2022-07-31	1,000,000.00	2,263,606.47	275,476.10	275,476.10	2,539,082.57		Equity method
Shandong Lingji Textile Machinery Co., Ltd.	Investment for joint venture enterprise	25	~	500,000.00	650,258.50	-50,469.42	-50,469.42	599,789.08		Equity method
Shanghai Liangji Real Estate Co., Ltd.	Investment for subsidiary	100	~	15,000,000.00	7,955,818.79	19,231.03	19,231.03	7,975,049.82		Equity method
Shanghai Liangji Machinery Co., Ltd.	Investment for subsidiary	90	1998-12-01 ~ 2014-12-31	1,350,000.00	1,320,219.86	-20,472.44	-20,472.44	1,299,747.42		Equity method
Shanghai Ao ' yi Photoelectron Co., Ltd.	Investment for subsidiary	75	1998-08-01 ~ 2005-12-31	24,000,000.00	10,171,591.24	-79,650.35	-79,650.35	10,091,940.89		Equity method
Shanghai Liangzhou Material Trade Co., Ltd.	Investment for subsidiary	10	~	299,635.44	585,774.74	-286,139.30	-286,139.30	299,635.44		Equity method
Shanghai Liangji Building Decoration Co., Ltd.	Investment for subsidiary	100	~	2,500,000.00	2,903,993.34	-2,903,993.24	-2,903,993.24	0		Equity method
Shanghai Liangji Metal Products Co., Ltd.	Investment for subsidiary	70	1998-10-01 ~ 2015-12-31	7,000,000.00	10,573,674.85	-10,573,674.85	-10,573,674.85	0		Equity method

(4) other equity investment

Unit: RMB

Name of Investee	Proportion of registered capitals in the invested companies (%)	Term of investment	Cost of investment	Balance at period-begin	Increase/decrease in the period	Accumulated increase/decrease amount	Balance at period-end	Accounting method
Shanghai Bank		~	71,000	71,000	-71,000	-71,000	0	Cost method

(5) Balance of equity investment

Unit: RMB

Name of Investee	Amount at period-begin	Balance at period-begin	Balance at period-end	Reasons	The amortizable term
Shanghai Liangfang Textile Machinery Special Parts Co., Ltd.	-1,381,424.36	-828,854.60	-828,854.60	Produce at time of investment	Ten years
Shanghai P & E Import & Export Co., Ltd.	610,740.00	366,444.00	366,444.00	Equity transfer produce	Ten years
Total	-770,684.36	-462,410.60	-462,410.60	/	/

(6) Consolidated price deference

Unit: RMB

Name of Investee	Balance at	Amount at	Balance at	Reasons	The amortizable
------------------	------------	-----------	------------	---------	-----------------



	period-begin	period-begin	period-end		term
Shanghai Liangfang Textile Machinery Special Parts Co., Ltd.	-1,381,424.36	-828,854.60	-828,854.60	Produce at time of investment	Ten years
Shanghai P & E Import & Export Co., Ltd.	610,740.00	366,444.00	366,444.00	Equity transfer produce	Ten years
Total	-770,684.36	-462,410.60	-462,410.60	/	/

9. Fixed assets

Unit: RMB

Items	Amount in the period-begin	Increase in the period	Decrease in the period	Amount in the period-end
1. Total original value:	1,090,250,137.83	2,111,445.01	49,171,717.14	1,043,189,865.70
Including: house and building	471,201,130.84	115,000.00	8,632,521.26	462,683,609.58
Machinery equipment	619,049,006.99	1,996,445.01	40,539,195.88	580,506,256.12
2. Total depreciation accumulated	475,139,216.70	16,280,682.05	27,201,205.11	464,218,693.64
Including: house and building	103,865,068.68	3,844,459.35	226,944.07	107,482,583.96
Machinery equipment	371,274,148.02	12,436,222.70	26,974,261.04	356,736,109.68
3. Total net value of fix assets	615,110,921.13	-14,169,237.04	21,970,512.03	578,971,172.06
Including: house and building	367,336,062.16	-3,729,459.35	8,405,577.19	355,201,025.62
Machinery equipment	247,774,858.97	-10,439,777.69	13,564,934.84	223,770,146.44
4. Total provision for depreciation	103,791,433.83		5,306,274.93	98,485,158.90
Including: house and building	30,778,653.04		426,638.50	30,352,014.54
Machinery equipment	73,012,780.79		4,879,636.43	68,133,144.36
5. Total net amount of fix assets	511,319,487.30	-14,169,237.04	16,664,237.10	480,486,013.16
Including: house and building	336,557,409.12	-3,729,459.35	7,978,938.69	324,849,011.08
Machinery equipment	174,762,078.18	-10,439,777.69	8,685,298.41	155,637,002.08

The fixed assets in the period-end was RMB 49.046 million less than in the period beginning because of the check-up, rejection and reduce of consolidated scope.

10、 Construction in progress:

Unit: RMB

Item	Amount in the period-end			Amount in the period-begin		
	Book balance	Provision for depreciation	Net book amount	Book balance	Provision for depreciation	Net book amount
Construction in progress	5,461,823.49		5,461,823.49	2,029,882.61		2,029,882.61

(1) Changes in fixed assets:

Unit: RMB

Name of items	Amount in the period-begin	Increase in the period	Decrease in the period	Transferring to fix assets	Construction in progress	Rate of interest capitalization	Source of capital	Amount in the period-end
Facility maintenance	2,029,882.61	6,115,988.41	839,166.00	1,844,881.53	Ongoing	0	Raising by oneself	5,461,823.49
Total					/	/	/	

The constructions in progress in the period-end was RMB 3.4319 million less than in the period beginning because of the movement of Jinqiao Workshop and the reconstruction of the washrooms and boilers.



11、 Intangible assets

Unit: RMB

Items	Amount in the period-end			Amount in the period-begin		
	Book balance	Provision for depreciation	Net book amount	Book balance	Provision for depreciation	Net book amount
Intangible assets	33,911,094.74		33,911,094.74	33,638,009.50		33,638,009.50

(1) Changes in intangible assets

Unit: RMB

Type	Amount in the period-end	Increase in the period	Turn-out in the period	Diluted in the period	Accumulated amortization	Amount in the period-begin
Land use rights and expenses	33,638,009.50			403,596.90	11,307,726.89	33,234,412.60
Know how	0	712,297.00		35,614.86	35,614.86	676,682.14
Total	33,638,009.50	712,297.00		439,211.76	11,343,341.75	33,911,094.74

(2) Depreciation reserve for intangible assets

Unit: RMB

Items	Amount in the period-end	Increase in the period	Decrease in the period	Amount in the period-begin
Patent rights	7,300,000.00		7,300,000.00	0
Total	7,300,000.00		7,300,000.00	0

The depreciation reserve for intangible assets in the period-end was RMB 7.3 million less than in the period beginning because Ao'yi Photoelectron Co., Ltd was not incorporated in the consolidated scope.

12、 Short-term loan :

(1) Short-term loan classification:

Unit: RMB

Items	Amount in the period-end	Amount in the period-begin
Loan by pledge		
Loan by mortgage		
Loan by guarantee	183,000,000.00	185,000,000.00
Loan by credit	650,192.16	650,192.16
Total	183,650,192.16	185,650,192.16

Including: The foreign currency loans in the period end totaled USD 78558.83, amounting to RMB 650192.16 at the exchange rate of 8.2765

13、 Notes payable :

Unit: RMB

Type	Amount in the period-end	Amount in the period-begin
Commercial acceptance		275,010.91
Total		275,010.91

14、 Accounts payable:

(1) Accounts payable age

Unit: RMB

Aging	Amount in the period-end		Amount in the period-begin	
	Amount	Proportion	Amount	Proportion
<1 year	180,858,473.60	71.31	204,485,184.82	79.09
1-2 years	11,935,913.28	4.71	7,337,778.84	2.84



2-3 years	24,451,569.57	9.64	14,555,866.47	5.63
>3 years	36,365,752.65	14.34	32,182,169.27	12.44
Total	253,611,709.10	100.00	258,560,999.40	100.00

Accounts payable in the period end was RMB 4,9493 million less than in the period beginning because the Company shortened the liquidation term in customers.

(2) Units owing accounts payable

Unit: RMB

Name of companies	Relationship with the Company	Amount in arrear	Time in arrear	Reason
Shanghai Jianfeng Woods Trade Co., Ltd	Supplier	4,224,361.78	Within 1 year	Goods unchecked and unaccepted
Changde Flyer-frame Co., Ltd	Supplier	3,482,033.32	Within 1 year	Goods unchecked and unaccepted
Zhejiang Leqing Greatwall Machinery Factory	Supplier	3,297,803.33	Within 1 year	Goods unchecked and unaccepted
Shanghai Fengchi Textile Industry and Trade Co., Ltd	Supplier	2,705,539.01	Within 1 year	Goods unchecked and unaccepted
Shanghai Xucheng Electromechanical Co., Ltd	Supplier	2,701,425.00	Within 1 year	Goods unchecked and unaccepted
Total	/	16,411,162.44	/	/

15、Accounts received in advance

(1) Age of accounts received in advance

Unit: RMB

Aging	Amount in the period-end		Amount in the period-begin	
	Amount	Proportion	Amount	Proportion
<1 year	83,174,813.43		111,144,513.88	
1-2 years				
2-3 years				
>3 years				
Total	83,174,813.43		111,144,513.88	

(2) Units owing accounts received in advance

Unit: RMB

Name of companies	Relationship with the Company	Amount in arrear	Time in arrear	Reason in arrear
Shandong Liangji Textile Machinery Co., Ltd	Joint venture	6,999,768.62	Within 1 year	Received money but undelivered goods
Binzhou Pacific Mechanical Equipment Co., Ltd	Customer	5,849,984.60	Within 1 year	Received money but undelivered goods
Yuncheng Hualing Group Co., Ltd	Customer	5,472,000.00	Within 1 year	Received money but undelivered goods
Xuchang Yufeng Textile Co., Ltd	Customer	4,600,000.00	Within 1 year	Received money but undelivered goods
Total	/	22,921,753.22	/	/

The accounts received in advance in the period-end was RMB 27.9697 million less than in the period beginning because the customers with accounts received in advance realized their sales.

16、Welfare expense payable :

Unit: RMB

Items	Amount in the	Amount in the	Reason
-------	---------------	---------------	--------



	period-end	period-begin	
Drawing amount	917,866.52	1,286,009.80	Not used up
Total	917,866.52	1,286,009.80	/

17、 Dividend payable:

Unit: RMB

Items	Amount in the period-end	Amount in the period-begin	Reason
Balance of dividend	28.84	27.32	Unpaid
Total	28.84	27.32	/

18、 Tax payable :

Unit: RMB

Items	Amount in the period-end	Amount in the period-begin	Charging rate
VAT	2,006,947.84	4,768,554.87	17%
Consumption tax	0	0	
Sales tax	366,138.18	2,651,436.94	5%
Income tax	8,689.53	3,405,855.86	15%-33%
Personal income tax	17,413.75	9,382.61	
City construction tax	658,307.36	606,934.01	7%
Other	0	-685	
Total	3,057,496.66	11,441,479.29	/

19、 Other accounts payable :

Unit: RMB

Items	Amount in the period-end	Amount in the period-begin	Tax rate
Educational surtax	684,383.54	894,360.98	3%
River management tax	19,981.88	84,800.22	1%
Total	704,365.42	979,161.20	

20、 Other accounts payable :

(1) Other accounts payable age

Unit: RMB

Aging	Amount in the period-end		Amount in the period-begin	
	Amount	Proportion	Amount	Proportion
<1 year	82,501,000.94	95.35	59,759,634.30	93.15
1-2 years	680,897.57	0.79	734,520.52	1.14
2-3 years	53,289.76	0.06	33,219.71	0.06
>3 years	3,285,565.95	3.80	3,624,890.52	5.65
Total	86,520,754.22	100.00	64,152,265.05	100.00

(2) Other units owing accounts payable

Unit: RMB

Name of companies	Relationship with the Company	Amount in arrear	Time in arrear	Reason in arrear
Shanghai Ao'yi Photoelectron Co., Ltd.	Subsidiary company	9,986,802.79	Within 1 year	Current accounts
Shanghai Liangji Real Estate Co., Ltd.	Subsidiary company	9,359,238.47	Within 1 year	Current accounts
Shanghai Liangji Machinery Co., Ltd.	Subsidiary company	3,996,976.59	Within 1 year	Current accounts
Hainan Liangji Investment & Development Co., Ltd.	Subsidiary company	622,038.27	Within 1 year	Current accounts
Erfangji Complete-set Chemical Fiber Equipment Co., Ltd	Subsidiary company	494,813.00	Within 1 year	Current accounts



Total	/	24,459,869.12	/
-------	---	---------------	---

(3) Note to other accounts payable:

Among other accounts payable in the period beginning, there contained accounts of shareholders holding over 5% (including 5%) of the Company equities with voting rights. Other accounts payable in the period end were RMB 22.3685 million more than in the period beginning because of undue.

21、Expense drawn in advance :

Unit: RMB

Items	Amount in the period-end	Amount in the period-begin	Reason of balance
Interest expenditure	1,285,249.52	1,285,249.52	Unpaid
Compensation for movement		2,500,000.00	
Others	13,833,766.70	1,379,533.48	Special fitting expense drawn in advance
Total	15,119,016.22	5,164,783.00	/

Reasons for the increase of expense drawn in advance: it was because the expenses drawn in advance were actually used as the special fitting invoices from the parent company were in shortage.

22、Long-term loans

(1) Classification of long-term loans

Unit: RMB

Items	Amount in the period-end	Amount in the period-begin
Loan by pledge		
Loan by mortgage		
Loan by guarantee		
Loan by credit	0.00	4,082,730.79
Total	0.00	4,082,730.79

The long-term loan in the period-end was RMB 4.0827 million less than in the period beginning due to the consolidated scope change.

23、Equity :

RMB: share

Items	Amount in the period-begin	Increase/decrease in this period (+ , -)						Amount in the period-end
		Rationed shares	Share distribution	Public reserve conversion	Additional issuance	Other	Subtotal	
1. Unlisted circulating shares								
1. Promoter's share	262,342,309.46							262,342,309.46
Including :								
State-owned shares	262,342,309.46							262,342,309.46
Domestic legal person's shares								
Overseas legal person's shares								
Others								
2、Raising legal person's share								
3、Inner employee's share								
4、Preference share or others								
Total unlisted circulating share	262,342,309.46							262,342,309.46
二、Listed circulating share								
1、RMB ordinary share	71,181,880.00							71,181,880.00
2、Domestically listed foreign share	232,925,000							232,925,000.00
3、Overseas listed foreign share								



4、Others							
Total listed circulating share	304,106,880						304,106,880.00
三、Total shares	566,449,189.46						566,449,189.46

The Company equities did not increase or decrease in this year.

24、Capital reserve :

Unit: RMB

Items	Amount in the period-begin	Increase in the period	Decrease in the period	Amount in the period-end
Premium on capital stock	29,441,508.88			29,441,508.88
Received non-cash donation for fixed asset reserve	218,201.00			218,201.00
Received cash donation				
Reserve for stock investment	7,664,260.41			7,664,260.41
Related transaction spread				
Transferred from appropriate funds				
Converting balance of foreign currency capital				
Other capital reserve	30,816,221.84	110,172.41		30,926,394.25
Total	68,140,192.13	110,172.41		68,250,364.54

The other capital reserve increase in 2005 resulted from the accounts receivable in advance cancelled after verification of the board.

25、Surplus public reserve :

Unit: RMB

Items	Amount in the period-begin	Increase in the period	Decrease in the period	Amount in the period-end
Statutory surplus public reserve	6,678,719.81			6,678,719.81
Statutory public welfare funds	3,377,634.40			3,377,634.40
Arbitrary surplus public reserve				
Reserve fund				
Development funds of enterprise				
Other surplus public funds				
Total	10,056,354.21			10,056,354.21

26、Undistributed profit :

Unit: RMB

Items	Amount in the period	Amount in the same period of last year
Net profit	3,033,158.61	11,152,671.21
Add : Undistributed profit in the year beginning	12,916,104.92	4,205,314.77
Other transfer-in		
Less : Withdrawing of statutory surplus public funds		1,627,920.72
Withdrawing statutory surplus public welfare funds		813,960.34
Undistributed profit	15,949,263.53	12,916,104.92

27、Unrecognized investment loss :

Unit: RMB

Item	Amount in the period	Amount in the same period of last year
Unrecognized investment loss	725,867.64	2,709,719.21



The unrecognized investment loss is the accumulated unrecognized investment loss of Liangji Plastic Company.

28、Income & cost of core business :

(1) Core business classified by product

Unit: RMB'0000

Name of industries	Amount in the period		Amount in the same period of last year	
	Operating Income	Operating cost	Operating income	Operating cost
Flyer-frame products	45,261.29	39,805.72	77,460.42	70187.25
Others	112.18	15.05	2,903.79	1,846.51
Including related transactions	6,193.85	5,250.61	4,358.27	3,858.90
Total	45,373.47	39,820.77	80,364.21	72,033.76
Internal offset	9,414.97	9,414.97	23,143.46	23,143.46
Total	35,958.50	30,405.80	57,220.75	48,890.30

(2) Core business classified by product

Unit: RMB'0000

Name of products	Amount in the period		Amount in the same period of last year	
	Operating income	Operating cost	Operating income	Operating cost
Flyer-frame products	45,261.29	39,805.72	77,460.42	70187.25
Others	112.18	15.05	2,903.79	1,846.51
Including related transactions	6,193.85	5,250.61	4,358.27	3,858.90
Total	45,373.47	39,820.77	80,364.21	72,033.76
Internal offset	9,414.97	9,414.97	23,143.46	23,143.46
Total	35,958.50	30,405.80	57,220.75	48,890.30

(3) Core business classified by region

Unit: RMB'0000

Name of region	Amount in the period		Amount in the same period of last year	
	Operating income	Operating cost	Operating income	Operating cost
Domestic	35,143.31	30,160.65	62,856.46	54,940.67
Overseas	10,230.16	9,660.12	17,507.75	17,093.09
Including related transactions	6,193.85	5,250.61	4,358.27	3,858.90
Total	45,373.47	39,820.77	80,364.21	72,033.76
Internal offset	9,414.97	9,414.97	23,143.46	23,143.46
Total	35,958.50	30,405.80	57,220.75	48,890.30

29、Tax on core business and surtax :

Unit: RMB

Items	Amount in the period	Amount in the same period of last year	Charging rate
Business tax	56,087.68	158,433.18	5%
City construction tax	1,081,848.24	135,517.03	1%-7%
Educational surtax	465,091.52	30,285.29	3%
Total	1,603,027.44	324,235.50	/

30、Other business profit

Unit: RMB

Items	Amount in the period			Amount in the same period of last year		
	Income	Cost	Profit	Income	Cost	Profit
Sales of	22,409,591.17	24,386,386.81	-1,976,795.64	40,654,951.81	43,361,918.73	-2,706,966.92



material						
Rental turnover	6,642,179.70	3,243,538.71	3,398,640.99	5,862,766.05	3,578,185.47	2,284,580.58
Others	2,287,427.57	2,440,191.60	-152,764.03	8,881,338.05	8,795,877.92	85,460.13
Total	31,339,198.44	30,070,117.12	1,269,081.32	55,399,055.91	55,735,982.12	-336,926.21

Reasons for the profit increase in other businesses over the same period in last year: the rental turnover increase brought about the said profit increase.

31、 Financial expense :

Unit: RMB

Items	Amount in the period	Amount in the same period of last year
Interest expense	5,043,785.50	6,506,939.19
Less : Interest income	449,534.60	1,002,648.92
Loss from exchanging currency	485,975.95	1,007,117.59
Less : Gain from exchanging currency	558,899.98	648,950.02
Others	41,208.69	589,926.03
Total	4,562,535.56	5,273,531.81

32、 Earnings on investment :

Unit: RMB

Items	Amount in the period	Amount in the same period of last year
Other earnings on short-term investment		34,598.53
Earnings on long-term investment	1,428,323.42	
Including: earnings recognized by equity method	1,153,740.14	-161,296.59
Profit from investee companies by cost account method	274,583.28	7,100.00
Total	1,428,323.42	-119,598.06

33、 Subsidiary income :

Unit: RMB

Items	Amount in the period	Amount in the same period of last year	Source of income
Export discount		134,311.00	Shanghai Foreign Economic Relation & Trade Commission
Total		134,311.00	/

34、 Non-operating income :

Unit: RMB

Items	Amount in the period	Amount in the same period of last year
Income from liquidating fixed assets	1,673,406.44	227,573.79
Drawback	452,900.00	19,953.00
Other	85,788.60	67,722.45
Total	2,212,095.04	315,249.24

35、 Non-operating expenditure :

Unit: RMB

Items	Amount in the period	Amount in the same period of last year
Loss from liquidating fixed assets	697,238.97	649,351.97



Other	87,504.61	161,284.19
Total	784,743.58	810,636.16

36、Income tax :

Unit: RMB

Items	Amount in the period	Amount in the same period of last year
	620,122.57	1,544,111.16
Total	620,122.57	1,544,111.16

37、Other payment in cash from operating activities

Unit: RMB

Items	Amount
Employee settlement allowance of PACIFIC MACHATRONIC (GROUP) CO., LTD	37,301,594.00
Rental turnover	6,644,016.61
Other	9,868,056.26
Total	53,813,666.87

38、Other payment in cash for operating activities

Unit: RMB

Items	Amount
Employee settlement allowance to	44,629,826.00
Commission	2,620,912.37
Administrative & operational expenses	21,355,667.58
Total	68,606,405.95

(VII) Notes to accounting statement of parent company

1、Accounts receivable

Accounts receivable age

Unit: RMB

Aging	Amount at period-end					Amount at period-begin				
	Book balance		Provision for bad debts		Net book amount	Book balance		Provision for bad debts		Net book amount
	Amount	Proportion (%)	Amount	Withdrawal proportion (%)		Amount	Proportion (%)	Amount	Withdrawal proportion (%)	
<1 year	62902595.23	73.42	6118990.88	5	56783604.35	122379817.54	89.16	6118990.88	5%	116260826.66
1-2 years	11614236.06	13.56	389476.80	10	11224759.26	3894768.00	2.84	389476.80	10%	3505291.20
2-3 years	132768.00	0.16	33926.19	20	98841.81	169630.95	0.12	33926.19	20%	135704.76
>3 years	11031102.09	12.86	7804340.57	50-100	3226761.52	10821128.33	7.88	7804340.57	50%-100%	3016787.76
Total	85680701.38	100	14346734.44		71333966.94	137265344.82	100	14346734.44		122918610.38

(2) Change in bad debt reserve for accounts receivable

Unit: RMB

Items	Balance at period-begin	Increase in the period	Decrease in the period			Balance at period-end
			Amount of turn-in	Amount of turn-out	Total	
Bad debt reserve for accounts receivable	14,346,734.44					14,346,734.44

(3) Top 5 accounts receivable

Unit: RMB

Item	Amount at period-end		Amount at period-begin	
	Amount	Proportion (%)	Amount	Proportion (%)



Total amount & proportion	49,212,315.11	57.44	28,934,817.18	21.08
---------------------------	---------------	-------	---------------	-------

(4) Major units owing accounts receivable

Unit: RMB

Name of company	Relationship with the Company	Amount in arrear	Time in arrear	Reason in arrear	Amount of withdrawing bad debt reserve	Proportion to bad debt reserve (%)	Reason for bad debt reserve
Shanghai Pacific Complete-set Textile Machinery Co., Ltd	Customer	37,014,412.40	Within 1 year	Installment payment by contract	506,220.62	5%	Pursuant to Enterprise Accounting System
Shangdong Jinan Zhenghao Chemical Fiber Equipment Co., Ltd	Customer	11,025,989.82	Within 2 years	Installment payment by contract	551,299.49	5%	Pursuant to Enterprise Accounting System
Wujiang Yingxiang Chemical Fiber Factory	Customer	4,852,955.09	Within 2 years	Installment payment by contract	272,647.75	5%	Pursuant to Enterprise Accounting System
Hangzhou Longda Polyester Factory	Customer	3,443,370.20	Within 2 years	Installment payment by contract	197,168.51	5%	Pursuant to Enterprise Accounting System
Total	/	56,336,727.51	/	/	1,527,336.37	/	/

(5) Among the accounts receivable at the period end, there were no debts of the shareholders who hold over 5% (including 5%) of equities with voting rights.

2、Other account receivable :

(1) Aging of other account receivable

Unit: RMB

Aging	Amount at period-end					Amount at period-begin				
	Book balance		Provision for bad debt		Net book amount	Book balance		Provision for bad debt		Net book amount
	Amount	Proportion (%)	Amount	Withdrawal proportion (%)		Amount	Proportion (%)	Amount	Withdrawal proportion (%)	
<1 year	32,836,360.57	99.43%	697,274.10	5%	32,139,086.47	4,690,119.54	61.80%	234,505.98	5%	4,455,613.56
1-2 years						3,747,681.19	26.08%	374,768.12	10%	3,372,913.07
2-3 years						440,000.00	9.91%	88,000	20%	352,000.00
>3 years	189,800.00	0.57%	99,900.00	50%	89,900.00	199,800.00	2.21%	99,900	50%	99,900.00
Total	33,026,160.57	100.00%	797,174.10		32,228,986.47	9,077,600.73	100%	797,174.10		8,280,426.63

Reason for the increase in accounts receivable in the period-end over the period-begin: the debt of RMB 18.8154 million of Shanghai East Bund Real Estate Development Co., Ltd was converted from the accounts receivable to other accounts receivable in this report period.

(2) Change in other bad debts reserve for accounts receivable

Unit: RMB

Items	Balance at period-begin	Increase in the period	Decrease in the period			Balance at period-end
			Amount of turn-in	Amount of turn-out	Total	
Other bad debts reserve for accounts receivable	797,174.10					797,174.10



(3) Top 5 debtors owing accounts receivable

Unit: RMB

Item	Amount at period-end		Amount at period-begin	
	Amount	Proportion (%)	Amount	Proportion (%)
Total amount & proportion	21,436,733.78	66.51%	3,309,500.86	39.97%

(4) Other units owing accounts receivable

Unit: RMB

Name of companies	Relationship with the Company	Amount in arrear	Time in arrear	Reason in arrear	Provision for bad debts	Proportion to bad debt reserve (%)	Reason for bad debt reserve
Shanghai East Bund Real Estate Development Co., Ltd	Alienee	18,815,400.00	Within 1 year	Agreement debts			
Shanghai Liangji Metal Products Co., Ltd.	Supplier	2,333,808.68	Within 1 year	Undue	116,690.43	5%	Pursuant to Enterprise Accounting System
Shanghai Erfangji Secondary Technical School	Company run school	267,588.38	Within 1 year	Current account	13,379.42	5%	Pursuant to Enterprise Accounting System
Shanghai Erfangji Science & Education Machine Works	School run workshop	16,135.50	Within 1 year	Current account	806.78	5%	Pursuant to Enterprise Accounting System
Qingdao Pacific	Customer	3,801.22	Within 1 year	Undue	190.06	5%	Pursuant to Enterprise Accounting System
Total	/	21,436,733.78	/	/	131,066.69	/	/

(5) Among the accounts receivable at the period end, there were no debts of the shareholders who hold over 5% (including 5%) of equities with voting rights.

3、 Long-term investment

(1) Classification of long-term investment

Unit: RMB

Items	Amount in the period-begin	Increase in this period	Decrease in this period	Amount in the period-end
Stock investment	27,306,567.12			27,306,567.12
Investment in subsidiaries	104,617,092.87		13,871,133.13	90,745,959.74
Investment in joint ventures	3,013,864.97			3,013,864.97
Investment in affiliates				
Other equity investment				
Equity investment spread				
Consolidated spread				
Total	134,937,524.96			121,066,391.83



Less : Depreciation provision for long-term equity investment	2,176,096.00			2,176,096.00
Total net amount of long-term equity investment	132,761,428.96	/	/	118,890,295.83

(2) Long-term stock investment

Unit: RMB

Name of Investee	Stock type	Number of shares	Proportion to registered capitals of the investee companies (%)	Initial cost of investment	Amount of investment	Depreciation Provision	Net book amount
Fenghua Stock	Legal person's share	388,800	2.58	1,266,000.00	1,266,000.00	165,696.00	1,100,304.00
Liantong Guomai	Legal person's share	525,096	0.13	1,107,360.00	1,107,360.00		1,107,360.00
Jiabao Industrial	Legal person's share	836,784	2.50	2,390,168.32	2,390,168.32		2,390,168.32
Aijian Stock	Legal person's share	2,083,388	0.45	7,584,000.00	7,584,000.00		7,584,000.00
Hongsheng Technology	Legal person's share	184,800	0.18	306,000.00	306,000.00		306,000.00
Jiada Nanyang	Legal person's share	74,052	0.04	170,400.00	170,400.00		170,400.00
Shenda Stock	Legal person's share	232,320	0.06	495,440.00	495,440.00		495,440.00
Shenneng Stock	Legal person's share	450,000	0.02	840,000.00	840,000.00		840,000.00
Daffodil electronic appliances	Legal person's share	880,000		3,040,000.00	3,040,000.00	2,010,400.00	1,029,600.00
New World	Legal person's share	362,946	0.11	440,988.80	440,988.80		440,988.80
Yuyuan Commercial City	Legal person's share	594,594	0.13	1,911,210.00	1,911,210.00		1,911,210.00
ST Tongda	Legal person's share	535,500	1.00	1,605,000.00	1,605,000.00		1,605,000.00
Haitong Securities	Legal person's share	7,943,760	0.17	6,120,000.00	6,120,000.00		6,120,000.00
Hainan Xing'an	Legal person's share	337,500		30,000.00	30,000.00		30,000.00
Total	/		/	27,306,567.12	27,306,567.12	2,176,096.00	25,130,471.12

(3) Investment in subsidiaries, joint ventures and affiliates

Unit: RMB



Name of investee company	Relationship with parent company	Proportion to registered capitals in the investee company (%)	Term of investment	Cost of investment	Balance in the period-begin	Increase/decrease in this period	Accumulated increase/decrease	Balance in the period-end	Accounting method
Shanghai Aoyi Photoelectron Co., Ltd.	Investment in subsidiaries	75%	1,998.8 ~ 2,005.12	24,000,000.00	10,171,591.24	-79,650.35	-79,650.35	10,091,940.89	Equity method
Hainan Liangji Industrial Co., Ltd	Investment in subsidiaries	70%	1,995.12 ~ 2,002.12	2,100,000.00				0	Equity method
Shanghai Liangji Metal Products Co., Ltd.	Investment in subsidiaries	70%	1,998.10 ~ 2,015.12	7,000,000.00	10,573,674.85	-10,573,674.85	-10,573,674.85	0	Equity method
Shanghai Liangji Real Estate Co., Ltd.	Investment in subsidiaries	100%	Without day	15,000,000.00	7,955,818.79	19,231.03	19,231.03	7,975,049.82	Equity method
Shanghai Liangji Industrial Co., Ltd.	Investment in subsidiaries	90%	1,999.1 ~ 2,018.12	11,176,200.00	12,904,934.40	-395,806.47	-395,806.47	12,509,127.93	Equity method
Shanghai Liangfang Textile Machinery Special Parts Co., Ltd.	Investment in subsidiaries	85%	2,001.5 ~ 2,021.5	18,919,458.40	28,137,481.75	830,940.82	830,940.82	28,968,422.57	Equity method
Shanghai Puenyi Import & Export Co., Ltd	Investment in subsidiaries	90%	1,998.11 ~ 2,013.11	27,000,000.00	28,284,960.37	-203,801.11	-203,801.11	28,081,159.26	Equity method
Shanghai Liangji Plastic Products Co., Ltd.	Investment in subsidiaries	100%	1,999.1 ~ 2,019.1	8,827,800.00	---			0	Equity method
Shanghai Liangji Engineering Construction & Decoration Co., Ltd	Investment in subsidiaries	100%	Without day	2,500,000.00	2,903,993.34	-2,903,993.34	-2,903,993.34	0	Equity method
Shanghai Liangji Machinery Co., Ltd.	Investment in subsidiaries	90%	1,998.12 ~ 2,014.12	1,350,000.00	1,320,219.86	-20,472.44	-20,472.44	1,299,747.42	Equity method
Shanghai Yijie Information Technology Co., Ltd.	Investment in subsidiaries	83.75%	2,001.4 ~ 2,021.4	1,675,000.00	1,778,643.53	-20,363.20	-20,363.20	1,758,280.33	Equity method
Shanghai Liangzhou Material Trade Co., Ltd.	Investment in subsidiaries		~	299,635.44	585,774.74	-286,139.30	-286,139.30	299,635.44	Equity method
Erfangji Complete-set Chemical Fiber Equipment Co., Ltd	Investment in affiliates	20%	2,003.5 ~ 2,023.5	100,000.00	100,000.00	0	0	100,000.00	Equity method



Pacific Complete-set Spinning Equipment Co., Ltd	Investment in affiliates	20%	2,002.7 ~ 2,022.7	1,000,000.00	2,263,606.47	275,476.10	275,476.10	2,539,082.57	Equity method
Shandong Liangji Textile Machinery Co., Ltd.	Investment in affiliates	25%	Without day	500,000.00	650,258.50	-50,469.42	-50,469.42	599,789.08	Equity method

(4) Balance of equity investment

Unit: RMB

Name of Investee	Amount in the period-begin	Initial balance	Increase in the period	Decrease in the period	Amortizing amount	Balance in the period-end	Reasons	Amortizable term
Shanghai Liangfang Textile Machinery Special Parts Co., Ltd.	-828,854.60	-1,381,424.36				-828,854.60	Incurred from investment	10 years
Shanghai Puenyi Import & Export Co., Ltd	366,444.00	610,740.00				366,444.00	Incurred from the share transfer	10 years
Total	-462,410.60	-770,684.36				-462,410.60	/	/

4、Income & cost of core business

(1) Core business classified by industries

Unit: RMB'0000

Industry	Amount in the period		Amount in the same period of last year	
	Operating income	Operating cost	Operating income	Operating income
Fly-frame products	30,878.07	26,773.84	48,680.89	42,603.70
Including: related transactions	5,733.23	4,830.30	1,491.62	1,142.82
Total	30,878.07	26,773.84	48,680.89	42,603.70
Internal offset				
Total	30,878.07	26,773.84	48,680.89	42,603.70

(2) Core business classified by products

Unit: RMB'0000

Products	Amount in the period		Amount in the same period of last year	
	Operating income	Operating cost	Operating income	Operating cost
Fly-frame products	30,878.07	26,773.84	48,680.89	42,603.70
Including: related transactions	5,733.23	4,830.30	1,491.62	1,142.80
Total	30,878.07	26,773.84	48,680.89	42,603.70
Internal offset				
Total	30,878.07	26,773.84	48,680.89	42,603.70

(3) Core business classified by regions

Unit: RMB'0000

Region	Amount in the period		Amount in the same period of last year	
	Operating income	Operating cost	Operating income	Operating cost
Domestic	26,374.20	21,797.68	40,694.12	33,751.93
Overseas	4,503.87	4,976.16	7,986.77	8,851.77
Including: related transactions	5,733.23	4,830.30	1,491.62	1,142.80



Total	30,878.07	26,773.84	48,680.89	42,603.70
Internal offset				
Total	30,878.07	26,773.84	48,680.89	42,603.70

5、Earnings on investment

Unit: RMB

Items	Amount at the period	Amount at the same period of last year
Other earnings on short-term investment		34,598.53
Earnings on long-term investment	2,150,675.12	2,253,065.24
including : Earnings recognized by equity method	1,876,091.84	2,253,065.24
Profit distributed by investee companies by cost accounting method	274,583.28	
Total	2,150,675.12	2,287,663.77

(八) Related parties and their transactions

2、Related transaction

As for the subsidiaries that are in a controlling relationship and incorporated in the consolidated accounting statements, the transactions among themselves and that with the parent company have been offset.

Related transactions concerning sale of products and provision of labor service

Unit: RMB

Related party	Related transaction	Pricing rules	Amount in the period		Amount at the same period of last year	
			Amount	Proportion to the similar transaction turnover (%)	Amount	Proportion to the similar transaction turnover (%)
Pacific Complete-set Spinning Equipment Co., Ltd		Market price	46,843,931.39	81.71%	-----	-----
Shandong Liangji Textile Machinery Co., Ltd		Market price	10,488,410.26	18.29%	14,916,247.88	100%

2、Accounts receivable & payable of related parties

Unit: RMB

Accounts receivable & payable	Related party	Amount at period-begin	Amount at period-end
Accounts prepaid	PACIFIC MACHATRONIC (GROUP) CO., LTD	3,058,800.00	-7,852,800.00
Account receivable	Shandong Liangji Textile Machinery Co., Ltd	-5,302,784.00	-6,999,768.62
Account receivable	Shanghai Pacific Textile Machine Complete-Set Mechanical Equipment Co., Ltd.	6,203,167.49	1,589,412.40
Other account receivable	PACIFIC MACHATRONIC (GROUP) CO., LTD	538,493.06	-596,367.93
Other account receivable	Shanghai Yijie Information Technology Co., Ltd.	657.67	6,578.83
Other account receivable	Shanghai Erfangji Chemical Fiber Complete-set Equipment Co., Ltd	4,987.00	-494,813.00
Other account receivable	Shanghai Pacific Textile Machine Complete-Set Mechanical Equipment Co.,	750,212.40	0



	Ltd.		
Accounts payable	Linhai Liangfang Textile Machinery Co., Ltd	7,437,421.65	4,610,144.67
Other accounts payable	PACIFIC MACHATRONIC (GROUP) CO., LTD	7,991,158.90	0
Other accounts payable	Hainan Liangji Investment & Development Co., Ltd.	900,027.97	622,038.27

(XI) Contingent events

The Company has no contingent events to disclose.

(X) Commitments

The Company has no commitments to disclose.

(XI) Subsequent events after the balance sheet day

The Company has no subsequent events after the balance sheet day to disclose.

(XII) Other significant events

The Company has no other significant events to disclose.

VIII. Documents Available For Reference

- (I) Semi-annual report with original signature of chairman of the board;
- (II) Original financial reports stamped and signed by the Company legal person, CFO and chief accountant;
- (III) All original documents disclosed in the newspapers as designated by China Securities Regulatory Committee in the report period;
- (IV) The Articles of Association;
- (V) Other relevant documents.

Chairman of the Board: Zheng Yuanhu
Shanghai Erfangji Co., Ltd.
 Aug. 25, 2005