CHINA INTERNATIONAL MARINE CONTAINERS (GROUP) CO., LTD.

THIRD QUARTERLY REPORT 2002

Important note: The Board of Directors of China International Marine Containers (Group) Co., Ltd. (hereinafter refereed to as the Company) individually and collectively accepts responsibility for the correctness, accuracy and completeness of the contents of this report and confirms that there are neither material omissions nor errors, which would render any statement misleading. The third quarterly financial report of the Company has not been audited.

I. Company Profile

(I) Company information

1. Legal name of the Company
   In Chinese: **中国国际海运集装箱（集团）股份有限公司**
   Short Form of Chinese Name: **中集集团**
   In English: China International Marine Containers (Group) Co., Ltd.
   Short Form of English Name: CIMC
2. Registered Address: Block 5, Financial Center of Shenkou Industrial Zone, Shenzhen, Guangdong
   Office Address: Block 5, Financial Center of Shenkou Industrial Zone, Shenzhen, Guangdong
   Post Code: 518067
   Company's Internet Web Site: http://www.cimc.com
   E-mail: shareholder@cimc.com
3. Legal Representative: Li Jianhong
4. Secretary of the Board of Directors: Wu Fapei
   Liaison Address: Block 5, Financial Center of Shenkou Industrial Zone, Shenzhen, Guangdong
   Tel: (86) 755-26691130
   Fax: (86) 755-26826579
   E-mail: shareholder@cimc.com
5. Newspapers Chosen for Disclosing Information of the Company:
   Securities Times and Ta Kung Pao
   Internet Web Site Designated by CSRC for Publishing the Information of the Company: http://www.cninfo.com.cn
   The Place Where the Annual Report is Prepared and Placed: Financial Affairs Dept. of Block 2, Financial Center of Shenkou Industrial Zone, Shenzhen
6. Stock Exchange Listed with: Shenzhen Stock Exchange
   Short Form of the Stock: A-share CIMC Stock Code: 000039
   Short Form of the Stock: B-share CIMC-B Stock Code: 200039

(II) Major financial data and indexes:

Item	Jan.-Sep. 2002
Net profit (RMB)	375,961,641.83
Net profit after deducting non-recurring gains and losses * (RMB)	383,475,851.30
Fully diluted earnings per share ** (RMB/share)	0.7367
Fully diluted return on equity (%)	13.56

Item	Sep. 30, 2002	Dec. 31, 2001
Shareholders' equity (excluding minority interests) (RMB)	2,772,324,547.72	2,396,052,166.73
Net assets per share ** (RMB)	5.43	4.70
Net assets per share after adjustment ** (RMB)	5.38	4.60

* Note: Items of deducted non-recurring gains and losses and the relevant amounts:

Unit: RMB'000

Items	Amount
(1) Subsidy income	5,612
(2) Net income/expenditure of non-operating	-13,126
Total	-7,514

** Note: Indexes marked ** was calculated according to total share capital 510,302,096 shares after the Company implemented 2001 profit distribution plan at the rate of 5 bonus shares for every 10 shares.

II. Change in Share Capital and Particulars about Shares Held by Main Shareholders

(I) In the report period, the Company's share capital remained unchanged

Statement of change in shares

Unit: share

	At the beginning of this report period	At the end of this report period	Proportion in total shares (%)
I. Unlisted Shares			
1. Sponsor's shares	227,363,133	227,363,133	44.55
Including:			
Shares held by domestic legal person	102,313,410	102,313,410	20.05
Share held by foreign legal person	125,049,723	125,049,723	24.50
2. Share held by senior executive	346,332	346,332	0.07
Total Unlisted shares	227,709,465	227,709,465	44.62
II. Listed Shares			
1. RMB ordinary shares	68,986,930	68,986,930	13.52
2. Domestically listed foreign shares	213,605,701	213,605,701	41.86
Total Listed shares	282,592,631	282,592,631	55.38
III. Total shares	510,302,096	510,302,096	100

(II) Total shareholders at the end of the report period

Ended Sep. 30, 2002, the Company had 53,017 shareholders in total, including 33,835 shareholders of A-shares and 19,182 shareholders of B-share.

(III) Particulars about shares held by Shareholders holding 5% or above and top ten shareholders:

Shareholders' name	Shares holding at the period-end (share)	Type	Proportion
1. CHINA OCEAN SHIPPING (GROUP) CO., LTD.	102,313,410	A	20.05%
2. CHINA MERCHANTS CONTAINER INDUSTRY CO., LTD.	102,313,410	B	20.05%
3. FAIR OAKS DEVELOPMENT LIMITED	37,065,000	B	7.26%
4. PROFIT CROWN ASSETS LIMITED	22,736,313	B	4.46%
5. LONG HONOUR INVESTMENTS LIMITED	5,994,817	B	1.17%
6. HSBC BROKING SECURITIES (ASIA) LIMITED-CLIENTS A/C	4,395,509	B	0.86%
7. CITRINE CAPITAL LIMITED	4,297,757	B	0.84%
8. YANG ZHU SHI	3,700,000	B	0.73%
9. YUYUAN SECURITIES INVESTMENT FUND	3,506,213	A	0.69%
10. TOYO SECURITIES ASIA LIMITED-CLIENTS A/C	2,894,866	B	0.57%

Note 1: The first shareholder, the second and the fourth shareholder are legal person shareholders of the Company, and the shares held by the said shareholders were not circulated.

Note 2: Among the above the top ten shareholders, there exist the associated relationship between the first shareholder and the fifth shareholder: Long Honour Investment Limited is the wholly-owned subsidiary company of China Ocean Shipping (Group) Co., Ltd.; there exist the associated relationship between the second shareholder and the third shareholder: China Merchants Container Industry Co., Ltd. and Fair Oaks Development Limited are the wholly-owned subsidiary companies of China Merchant International Co., Ltd..

Note 3: The shares held by legal person holding over 5% (including 5%) of total shares of the Company have never been pledged or frozen.

(IV) Significant changes in the principal shareholder

On May 31, 2002, as approved in 2001 Shareholders' General Meeting, the first principal shareholder of the Company, China Ocean Shipping (Group) Co., Ltd. can assign the equity of the Company to China Shipyard (Group) Co., Ltd. by means of assets transferring. The equity assignment is still subject to the approval of relevant state authorities. Ended Sep. 30, 2002, the assignment was still in the process of submission to authorities of government for approval.

III Review and Prospect of Business

(I) Business highlights and material change of the industry

The Company and its subsidiaries ("the Group") is mainly engaged in manufacturing and sales of modernized traffic and transport equipment, including the design, manufacturing, sales and repair of standard dry cargo containers, refrigerated containers, special containers, airport equipment and other equipment of such kind. The Company is a company listed earliest in container manufacturing industry of China. The Group is the largest manufacturer of containers of international standard at present. In addition, the Group is also engaged in wood business, real estate business and manufacturing of electromechanical equipment.

The industry of international container manufacturing is highly seasonal. The first and fourth quarters of each year are off seasons while the second and third ones are buy seasons. In the third quarter of 2002, the world economy continued to turn for the better and Chinese export grew quickly. In the first nine months of this year, the amount of Chinese export increased by 19.4% over the same period of the previous year, which contributed to the growth of container demand. In the period from January to September, the container output and sales volume of the Group reached 0.509 million TEU and 0.512 million TEU respectively, which increased by 30.78% and 27.27% over the same period of the previous year respectively. The output and sales volume of dry cargo containers reached 0.474 million TEU, an increase of 31.10% and 25.48% over the same period of the previous year respectively. The output and sales volume of refrigerated containers reached 35 thousand TEU and 38 thousand TEU respectively, an increase of 26.67% and 54.75% over the same period of the previous year respectively. The price of container somewhat rose. The situation of container production and sales is good. In the report period, the income from key business earned by the Group was RMB 6,293,252,415.41, an increase of 8.71% over the same period of the previous year.

The event of strike occurred at the harbors of western coast of U.S. has been intensified since September so that the container ships on China-U.S. route can not be loaded and unloaded normally and the containers cannot be returned as scheduled. As a result, the customers will increase the purchase volume of containers so as to postpone the off-season for containers, which is favorable to the growth of the Company's business.

By the third quarter of 2002, Nantong CIMC Special Transportation Equipment Manufacture Co., Ltd. officially sold 46 ISO/IMO1 tank-type containers, a kind of new product.

As of September 30, 2002, the accumulated domestic sales volume of semi trailer, a new kind of modernized transportation equipment, was 176. The initial preparation for the business of semi trailer was made smoothly. Phase-II Shanghai Bai Yulan

Garden made good progress. Other businesses have also been carried out smoothly.

(II) Investment of the Company
The Company did not make any material investment in the report period.

(III) Brief analysis of operating result and financial status
1. Analysis of operating result
(1) Income from the key business, profit from the key business and net profit:

Item	Amount (RMB'000)		Change (%)
	3rd quarter of 2002	3rd quarter of 2001	
Income from the key business	6,293,252	5,789,220	8.71%
Profit from the key business	881,709	1,260,943	−30.08%
Net profit	375,962	504,894	−25.54%

Main reason of change:
American and global economy has somewhat recovered since the second quarter of this year and the demand and production of containers entered into the busy season. The output and sales volume of containers increased over the same period of the previous year. Therefore, the income from the key business in the third quarter increased over the same period of the previous year to certain extent. Despite the rise of container price in the second and third quarters over the first quarter, the average price of dry cargo container in the period from January to September is still lower than that in the same period of the previous year. Meanwhile, the average price of raw materials, especially steel and wood floor, is higher than that in the same period of the previous year. So the gross profit rate of dry cargo container products is lower than that in the same period of the previous year. Under such circumstance, the profit from the key business and net profit of the Group still decreased over the same period of the previous year.

(2) The proportion of income and expenses to total profit

Item	Amount (RMB'000)		Proportion of total profit (%)	
	Jan – Sept 2002	Jan-June 2002	Jan – Sept 2002	Jan-June 2002
Total profit	490,200	323,617	100.00%	100.00%
Profit from the key business	881,709	506,727	179.87%	156.58%
Profit from other businesses	34,104	19,494	6.96%	6.02%
Period expenses	436,765	210,402	89.10%	65.02%
Investment income	18,667	15,889	3.81%	4.91%
Subsidy income	5,612	3,514	1.14%	1.09%
Net non-operating income and expenses	−13,126	−11,606	−2.68%	−3.59%

The period expenses increased sharply mainly because the proportion of the period expenses to the total profit for the period from January to June is lower than normal level. As the entry of inventory depreciation reserve of around USD 13 million was reversed in the first half of the year according to Enterprise Accounting Standards – Inventory, the management expenses for the first half of the year decreased. This case did not occur in the third quarter.

The proportion of the profit from the key business to the total profit increased this year mainly due to the increase of container sales volume and the rise of container price to certain extent.

There were neither material seasonal income and expenses nor material non-recurring gains and losses in the report period.

2. Financial position of the Company

(1) Financial position statement

Item	Amount (RMB'000)		Proportion of total assets (%)	
	2002.9.30	2001.12.31	2002.9.30	2001.12.31
Total assets	7,818,313	5,936,851	100.00%	100.00%
Accounts receivable	2,688,864	1,116,180	34.39%	18.80%
Other receivables	183,988	118,831	2.35%	2.00%
Inventory	1,103,972	929,102	14.12%	15.65%

In the report period, the Company neither entrusted others to manage its material assets nor borrowed funds nor have material overdue debts.

3. Contingent matters and subsequent matters: Nil

4. Progress of the sale of material assets

On June 30, 2002, Twinbridge Development Co.. (of which the Company owns 40% equity) and Shanghai Yixian Road & Bridge Investment Co., Ltd. (Shanghai Yixian) signed an agreement. According to the agreement, Twinbridge Development Co.. is to transfer 100% equity of Shanghai Yixian Road & Bridge Development Co., Ltd. (Cooperative Company) to Shanghai Yixian. On July 11, 2002, the Company made relevant announcement to disclose this transaction (Refer to relevant announcement on Securities Times and Hong Kong Ta Kong Pao on July 11, 2002 for the details of the transaction). Relevant department of Shanghai municipal government officially approved this transfer agreement on August 26, 2002. The transfer agreement has come into force. As of September 30, 2002, the management of the Cooperative Company was under handover. So the estimated income of around USD 11 million from this transfer was not stated in the consolidated financial statements of the Company for this period.

(IV) The prospect of the operation in the next quarter

The event of strike occurred at the harbors of western coast of U.S. has been intensified since September so that the container ships on China-U.S. route can not be loaded and unloaded normally and the containers can not be returned to China as scheduled. As a result, the customers will increase the purchase volume of containers so as to postpone the off-season for containers, which is favorable to the growth of the Company's business in the fourth quarter.

IV. Financial Report

1. Accounting statement (Un-audited)

(1) Brief Balance Sheet

Unit: RMB'000

Item	Sep. 30, 2002	Dec. 31, 2001	Item	Sep. 30, 2002	Dec. 31, 2001
Current assets	4,554,777	2,605,393	Current liabilities	4,335,649	1,799,047
Long-term investment	775,058	775,670	Long-term liabilities	109,598	1,151,623
Fixed assets-net value	1,443,685	1,498,502	Minority interest	600,741	566,042
Intangible assets and other assets	849,772	999,265	Shareholders' equity	2,772,325	2,396,052
Total assets	7,818,313	5,936,851	Total liabilities and shareholders' equity	7,818,313	5,936,851

(2) Brief statement of profit

Unit: RMB'000

Items	Jul. to Sep. 2002	Jan. to Sep. 2002
Income from main business lines	2,995,606	6,293,252
Profit from main business lines	375,111	881,709
Profit from other business lines	14,615	34,104
Expenses in the period report	226,443	436,765
Investment income	2,779	18,667
Net income/expenditure of non-operating	－1,521	－13,126
Income taxes	7,415	40,426
Net profit	127,831	375,962

2. Notes to financial statement

(1) Comparing with 2002 interim report, there were no material changes in the accounting policies, accounting estimates and consolidation scope of financial statement of the Company in the report period.

(2) Comparing with the annual financial report of 2001, there were no material difference in the accounting policies adopted in preparing this quarterly financial report.

V. Documents for Reference

1. Original of the Third Quarterly Report 2002 carried with the personal signatures of Chairman of the Board;
2. Accounting statement carried with the personal signatures and seals of legal representative, person in charge of the financial affairs and person in charge of handling accounting affairs.
3. Originals of all documents and manuscripts of Public Notice of the Company publicly disclosed on the newspapers designated by CSRC in the report period.

China International Marine Containers (Group) Co., Ltd.

Oct. 28, 2002

Balance Sheet (Sep. 30, 2002)

Company: China International Marine Containers (Group) Co., Ltd.

	Dec. 31, 2001		Sep. 30, 2002	
	USD	RMB	USD	RMB
Current assets:				
Monetary funds	47,267,900.55	391,217,505.69	41,497,890.94	343,602,536.98
Short-term investment	3,735,624.24	30,918,267.58	7,205,585.72	59,662,249.76
Notes receivable			193,019.08	1,598,197.98
Dividends receivable				0.00
Accounts receivable	134,859,702.45	1,116,179,813.30	324,742,074.08	2,688,864,373.38
Other receivables	14,357,412.26	118,830,558.31	22,220,826.05	183,988,439.69
Accounts in advance	1,955,581.71	16,185,567.58	20,620,539.94	170,738,070.70
Subsidies receivable		0.00		0.00
Inventories	112,256,425.81	929,101,533.86	133,329,945.79	1,103,971,951.14
Expenses to be apportioned	357,544.81	2,959,255.37	283,944.83	2,351,063.19
Total current assets	314,790,191.83	2,605,392,501.70	550,093,826.43	4,554,776,882.84
Long-term investment:				
Long-term equity investment	93,718,384.88	775,669,584.30	93,606,081.79	775,058,357.22
Long-term credit investment				
Total long-term investment	93,718,384.88	775,669,584.30	93,606,081.79	775,058,357.22
Including: Goodwill				
Including: Difference of equity investment				
Fixed assets:				
Fixed assets-original value	263,558,256.61	2,181,366,266.66	264,757,916.97	2,192,195,552.51
Less: Accumulated depreciation	82,505,389.20	682,864,104.25	90,399,788.77	748,510,251.02
Fixed assets-net value	181,052,867.41	1,498,502,162.41	174,358,128.20	1,443,685,301.50
Less: Provision for devaluation of fixed assets	4,080,230.76	33,770,437.91	1,346,458.02	11,148,672.41
Net fixed assets	176,972,636.65	1,464,731,724.50	173,011,670.18	1,432,536,629.09
Construction in progress	11,090,493.92	91,791,581.98	24,739,140.83	204,840,086.07
Disposal of fixed assets		0.00	116,382.57	963,647.68
Total fixed assets	188,063,130.57	1,556,523,306.48	197,867,193.58	1,638,340,362.84
Intangible and other assets:				
Intangible assets	52,910,805.20	437,921,570.32	51,959,655.17	430,225,944.81
Long-term expenses to be apportioned	3,053,074.57	25,269,076.99	2,683,103.65	22,216,098.22
Other long-term assets	64,769,910.75	536,074,643.31	47,986,688.93	397,329,784.34
Total intangible and other assets	120,733,790.52	999,265,290.62	102,629,447.75	849,771,827.37
Deferred taxes:				
Deferred taxes-borrowing item			44,151.94	365,578.06
Total assets	717,305,497.80	5,936,850,683.09	944,240,701.49	7,818,313,008.34

Balance Sheet (Con.) (Sep. 30, 2002)

Company: China International Marine Containers (Group) Co., Ltd.

	Dec. 31, 2001		Sep. 30, 2002	
	USD	RMB	USD	RMB
Current liabilities:				
Short-term loans	34,779,529.85	287,856,256.76	158,306,823.14	1,310,780,495.60
Notes payable	6,224,610.97	51,518,615.15	7,667,326.89	63,485,466.65
Accounts payable	47,834,905.40	395,910,378.03	157,274,829.24	1,302,235,586.11
Accounts received in advance	9,516,098.35	78,760,939.60	16,935,422.14	140,225,295.32
Wages payable	30,085,596.00	249,006,443.85	26,745,643.29	221,453,926.44
Welfare funds payable	5,334,302.14	44,149,885.09	8,612,988.66	71,315,546.10
Dividends payable	23,081,954.97	191,040,108.50	4,996,447.38	41,370,584.31
Taxes payable	-19,518,972.00	-161,550,723.66	-31,361,192.36	-259,670,672.74
Other duties payable	24,294,578.18	201,076,505.76	31,848,656.23	263,706,873.58
Contingent liabilities				0.00
Accrued expenses	50,690,565.17	419,545,531.69	51,750,710.75	428,495,885.01
Long-term liabilities due within 1 year	5,042,270.53	41,732,856.27	90,851,449.27	752,249,999.96
Other current liabilities				
Total current liabilities	217,365,439.56	1,799,046,797.06	523,629,104.63	4,335,648,986.34
Long-term liabilities:				
Long-term loans	138,919,082.13	1,149,777,675.16	11,835,748.79	97,999,999.98
Long-term accounts payable	222,921.13	1,845,029.02	216,928.65	1,796,169.22
Special accounts payable				0.00
Other long-term liabilities			1,183,840.44	9,802,198.84
Total long-term liabilities	139,142,003.26	1,151,622,704.18	13,236,517.88	109,598,368.05
Deferred income	2,910,281.29	24,087,234.12		0.00
Total liabilities	359,417,724.11	2,974,756,735.37	536,865,622.51	4,445,247,354.38
Minority interests	68,390,617.04	566,041,780.99	72,553,273.70	600,741,106.24
Shareholders' equity				
Share capital	43,098,054.91	340,201,398.00	63,641,617.48	510,302,096.00
Capital public reserve	75,060,074.34	621,242,211.28	75,060,074.34	621,242,211.28
Surplus public reserve	131,371,553.60	1,087,309,800.53	131,371,553.60	1,087,309,800.53
Including: Public welfare funds	20,823,643.26	172,348,965.81	20,823,643.26	172,348,965.81
Retained profit	39,869,669.62	330,100,699.00	64,748,559.86	536,118,075.64
Balance dfference in conversion of foreign currency	97,804.18	17,198,057.92	0.00	17,352,364.27
Total shareholders' equity	289,497,156.65	2,396,052,166.73	334,821,805.28	2,772,324,547.72
Total liabilities and shareholders' equity	717,305,497.80	5,936,850,683.09	944,240,701.49	7,818,313,008.34

Statement of Profit (Jan. to Sep. 2002)

Company: China International Marine Containers (Group) Co., Ltd.

	Jul. to Sep. 2002		Jan. to Sep. 2002		Jan. to Sep. 2001	
	USD	RMB	USD	RMB	USD	RMB
I. Income from main business lines	361,788,104.74	2,995,605,507.25	760,330,121.47	6,293,252,415.41	699,434,610.96	5,789,220,274.92
Less: Allowance and discount						
Net income from main business lines	361,788,104.74	2,995,605,507.25	760,330,121.47	6,293,252,415.41	699,434,610.96	5,789,220,274.92
Less: Cost of main business lines	316,342,265.85	2,619,313,961.24	652,841,564.85	5,403,569,632.26	546,490,188.99	4,523,299,294.27
Taxes and extras of main business lines	142,518.18	1,180,050.53	963,423.63	7,974,257.39	601,466.28	4,978,336.40
II. Profit from main business lines	45,303,320.71	375,111,495.48	106,525,132.99	881,708,525.76	152,342,955.69	1,260,942,644.25
Add: Profit from other business	1,765,057.02	14,614,672.13	4,120,279.23	34,103,551.19	3,383,152.12	28,002,350.10
Less: Operating expenses	13,560,131.32	112,277,887.33	31,308,700.58	259,142,114.70	41,993,140.66	347,577,225.24
Administrative expenses	11,399,519.14	94,388,018.48	14,822,006.45	122,681,747.39	35,131,406.50	290,782,651.60
Financial expenses	2,388,569.62	19,777,356.45	6,637,857.63	54,941,547.60	11,958,404.88	98,979,717.19
III. Operating profit	19,720,157.65	163,282,905.34	57,876,847.56	479,046,667.25	66,643,155.77	551,605,400.31
Add: Investment income	335,592.05	2,778,702.17	2,255,315.43	18,667,245.81	10,602,553.24	87,757,333.17
Subsidy income	253,498.72	2,098,969.40	678,053.46	5,612,248.49	405,357.27	3,355,142.12
Non-operating income	175,021.52	1,449,178.19	2,089,037.97	17,290,967.28	279,046.70	2,309,669.54
Less: Non-operating expenditure	358,736.93	2,970,341.78	3,674,933.58	30,417,425.24	1,240,991.73	10,271,688.55
IV. Total profit	20,125,533.01	166,639,413.32	59,224,320.84	490,199,703.59	76,689,121.25	634,755,856.59
Less: Income tax	895,506.83	7,414,796.55	4,884,142.18	40,426,044.82	8,608,344.41	71,251,266.68
Minority shareholders' income	3,791,526.28	31,393,837.60	8,917,725.86	73,812,016.94	7,081,123.64	58,610,460.37
V. Net profit	15,438,499.90	127,830,779.17	45,422,452.80	375,961,641.83	60,999,653.20	504,894,129.54