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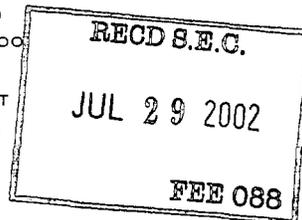
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File No. 82-5151

July 24, 2002

Re: **Telefonica Data Brasil Holding S.A. — Information Furnished Pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934**

Securities and Exchange Commission  
Division of Corporate Finance  
Office of International Corporate Finance  
450 Fifth Street, N.W.  
Washington, D.C. 20549

PROCESSED

AUG 08 2002

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SUPPL

Ladies and Gentlemen:

On behalf of Telefônica Data Brasil Holding S.A. (the "Company"), a corporation organized under the laws of the Federative Republic of Brazil and in connection with the Company's exemption from Section 12(g) of the Securities Exchange Act of 1934 granted under Rule 12g3-2(b) thereunder, we hereby furnish to the Securities and Exchange Commission a press release "Telefônica Data Brasil Holding S.A. Announces Consolidated Financial Results Accumulated for 2002 - First Half" dated July 29, 2002.

Please stamp the enclosed copy of this letter date and return it to our messenger, who has been instructed to wait. Should you have any questions, please do not hesitate to contact me at (212) 450-4560.

Very truly yours,

*Lillian R. Saldanha*  
Lillian R. Saldanha  
Legal Assistant

Enclosure  
cc w/ enc: Charles Allen

*dw 7/30*

## TELEFONICA DATA BRASIL HOLDING S.A.

### Announces Consolidated Financial Results Accumulated for 2002 – First Half

Press Release, July 29, 2002. (09 pages)

For more information, please contact:

Charles E. Allen

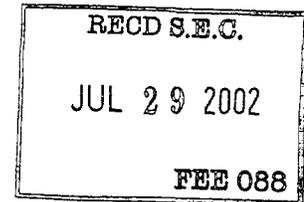
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(São Paulo - Brazil), (July 29, 2002) TELEFONICA DATA BRASIL HOLDING S.A. (NYSE: TDBPY; BOVESPA: TDBH) today announced its consolidated financial results for the first quarter of 2002, ended June 30. These results are presented in accordance with the Brazilian Corporate Law Method, Law # 6,404, of 12/15/76 revised by Law # 9,457 of 05/05/97, and Law # 10.303 of 10/31/01 and stated in nominal reais.

#### HIGHLIGHTS OF RESULTS

Figures in Reais MM (Unaudited)	Consolidated-Accumulated		
	Jun-02	Jun-01	Variation
Net operating revenues	138,924	74,446	86.6%
EBITDA <sup>1/</sup>	15,527	1,870	730.3%
EBITDA margin(%)	11.2%	2.5%	8.7p.p.
Operating income	-38,359	-13,140	191.9%
Income before income tax, social contribution, prof. sharing & minority interest	-42,476	-13,139	223.3%
Net income	-39,735	-12,051	229.7%
Shares outstanding (bn)	1,071.2	493.7	117.0%
EPS (000)	-37.1	-24.4	51.9%

#### Business Communications

	Consolidated-Accumulated		
	Jun-02	Jun-01	Variation
Packages	24,778	18,603	33.2%
IP Network	90,086	57,211	57.5%
ADSL	277,255	103,877	166.9%
<b>Total</b>	<b>392,119</b>	<b>179,691</b>	<b>118.2%</b>

<sup>1/</sup> EBITDA = operating income + depreciation

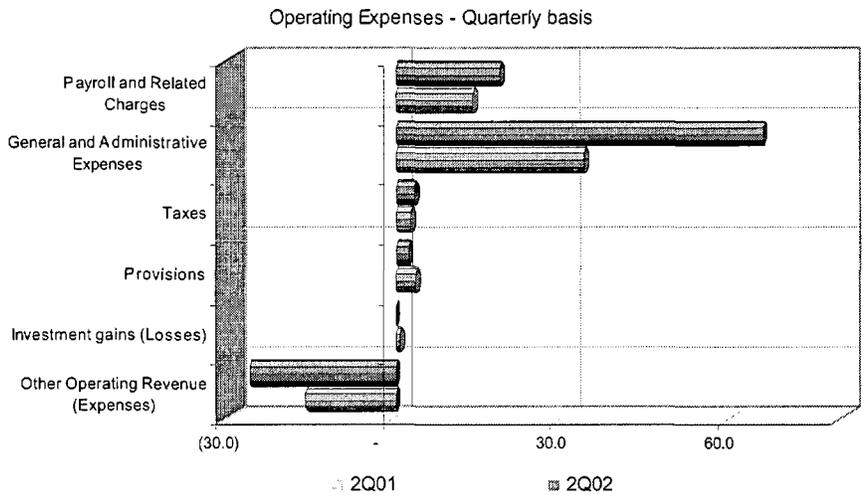
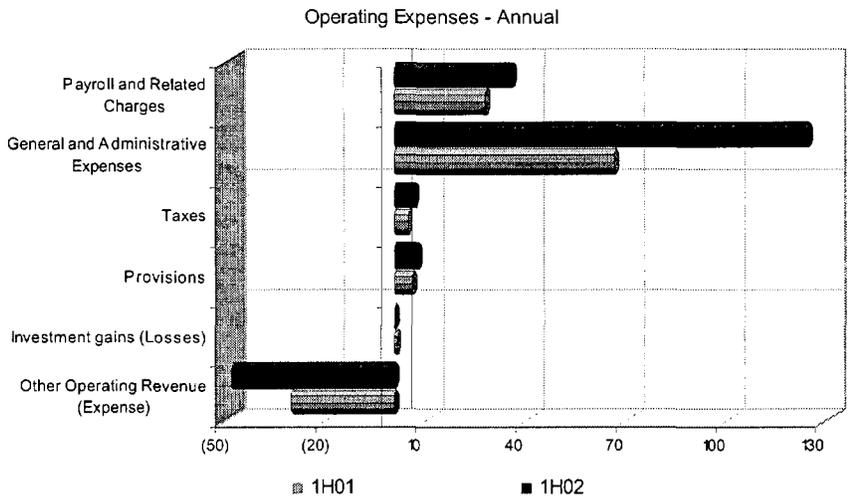
#### Highlights about revenues

- TDBH's net operating revenues at the end of the 1H02 reached R\$138.9 million. When compared to the R\$74.4 million of the 1H01, an evolution of R\$64.5 million or 86.6% is detected. This increase was due to the growth in the plant in service. Other contributors for this increase were the adjustments in Speedy tariffs and the contract prices.

- The Business Communication services segment added 6,175 new X.25, X.28, Data Voice and Frame-Relay terminals when comparing the 1H02 with 1H01. Its plant reached 24,778 terminals in service.
- For internet services, the Company installed 206,253 accesses and circuits corresponding to 56.1% of the current plant. The total plant in service reached 367,341 in the 1H02, a 118.2% increase compared to 1H01.

**Operating Expenses / Other Operating Revenues Highlights**

**Operating Expenses / Other Operating Revenues** accumulated for the 1H02, when compared to the 1H01, presented a R\$50.8 million growth, or 70.0%. In the QoQ comparison, the increase was R\$25.2 million, or 65.4%.



The changes are justified as follows:

- **Personnel Expenses** reached R\$35.4 million in the 1H02, an increase of R\$7.9 million or 28.9%, when compared with the 1H01, mainly due to the 5% salary increase granted in September 2001 and the increase in the average headcount of 15.3%, resulted from the incorporation of 145 people in the operations area. In the QoQ comparison, personnel expenses raised R\$4.7 million, or 34.0% due to the same reasons.
- **General and administrative expenses** in the 1H02 grew R\$57.9 million, or 87.7%, when compared to the 1H01. In the QoQ comparison, a R\$32.0 million growth is shown, or 95.1%. This is due to the expenses related to circuit rental, dedicated lines for the Internet and leasing expenses, plant maintenance, internet and the outsourcing of technical and administrative services. Also contributed to this increase the expenses with materials.
- **Taxes** accumulated for the 1H02 showed a R\$2.0 million growth or 48.2% compared to the 1H01, while the QoQ comparison produced a R\$0.6 million increase or 22.3% mainly due to the sales growth, partially offset by the reduction of expenses due to ICMS (tax over merchandise).
- **Provisions for bad debt** presented an increase of R\$1.5 million or 29.5% when compared to the 1H01, mainly due to the growth in businesses and the subsequent increase in revenues. In the QoQ comparison, there was a reduction of R\$1.3 million or -34.7%. The provision for bad debt is established in accordance with the conservatism accounting guideline adopted by the Telefónica Group.
- **Other operating revenues (expenses)** registered a positive variation of R\$17.8 million, or 57.3% when compared to 1H01. In the QoQ comparison, they showed an increase of R\$10.1 million or 62.7%, mainly related to the data transmission fees accrued from Telesp and voice service fees paid to Telesp.

#### ***Other Operating Expenses Highlights***

- **Depreciation** reached R\$32.9 million in the 1H02, a R\$17.4 million or 113.0% raise in comparison to the 1H01, mainly caused by the growth of the plant in service.
- **Net financial revenues / (expenses):** The negative financial result grew R\$20.6 million when comparing the 1H02 to 1H01. In the QoQ comparison, there was an increase of R\$ 16.6 million in the negative result caused by the increase in the net indebtedness of the Company.

**LOANS AND FINANCING:** TDBH finished the 2Q02 with a net debt of R\$198.1 million, or 30.9% of the net equity, while in the 2Q01 it was R\$45.1 million, or 23.1% of the net equity. In relation to the last quarter, there was an increase of the net indebtedness of R\$153.0 million. The resources obtained were allocated mainly to the expansion and improvement of the services rendered. In order to reduce the exchange rate variation risk that could lead to losses for the Company as a consequence of the volatility of the exchange rate thus increasing the value of the liabilities represented by loans and financing contracted in foreign currency as well as financial expenses, the Company has signed hedging contracts with financial institutions.

**EMPLOYEE PROFIT SHARING** totaled R\$4.4 million in 1H02, showing a reduction of R\$0.2 million or 5.2% due to the reversion in 2002 of provisions registered in 2001. This is related to the special payment that represents 30% of the nominal salary because the Corporate targets, set for

the past year, were not met. This reduction was partially compensated by the 5% salary increase in 2001, the headcount increase and the modification of the bonus rate for employees.

### ***Additional Information***

- **Transactions with Associated Companies** – Refer to loans with Telefonica S.A., guaranteed by Telefônica Internacional S.A., transferences from Telesp to the Company of receivable credits from clients, payable wages and salary to reallocated personnel, payments to suppliers, telecommunication service charges, receivables due to fees from voice transmission services rendered by Telesp to the Company's clients and fees payable by the Company to Telesp related to data transmission services rendered to some Telesp's clients.
- **Net Equity Merged** - Company merged the net equity spun-off from Telecomunicações de São Paulo S.A. (former holding company of Telefônica Empresas S.A.) represented by amounts receivable from Telefônica Empresas S.A. and the investment held in the capital of that wholly owned subsidiary, at the book values as of December 31, 2000. The subsidiary Telefônica Empresas S.A. was formed on August 3, 2000. At the shareholders' meeting held on November 24, 2000, the capital increase in the amount of R\$ 198,285 by Telecomunicações de São Paulo S.A. - TELESP, was approved, being: (i) R\$ 108,285 through checking of assets according to an appraisal report prepared by experts and dated October 27, 2000, including the transfer of the authorization of the right to those services; and (ii) R\$90,000 in cash. With the previous authorization of National Telecommunications Agency - Anatel, in the terms of Law 9472 from July 16, 1997, the subsidiary start-up was on December 1, 2000, and until this date the services were provided by its former holding company. The amounts related to the movement of several balance sheet accounts, part of the capital contribution of the former holding company, were transferred to the Company at its start-up, representing a liability of R\$16,635 at that date, of which R\$13,934 were spun-off and merged by the Company. On June 27, 2001, through a Contract to Subscribe Shares and other established agreements, the Company made investments in Figueira Administração e Participações S.A. in the amount of R\$ 495,080, corresponding to 50% of the capital (represented by 3,837,651 common shares and 7,675,302 preferred shares). Figueira Administração e Participações S.A. was controlled by Banco Itaú S.A. and detained the necessary assets to operate the corporate telecommunication network of said bank. It also detained a 20% participation in voting shares and 100% in non-voting shares of Galáxia Administração e Participações S.A., a company that will have the authorization to render telecommunication services classified as Limited Specialized Services (Serviço Limitado Especializado - SLE). On July 27, 2001, Figueira Administração e Participações S.A. was partially spun-off and had its operating assets and investments in Galáxia Administração e Participações S.A. transferred to the new company, which will be controlled by the Company, and named Spanish Participações S.A. This represents R\$ 37,828. Thus, the goodwill and investment value determined according to the financial statements prepared having as the date for reference the day of the partial spin-off amounts R\$ 456,478. This value has as economic fundamental, the future profitability expectations that will be redeemed according to the current legislation.
- **Funds Provided for Future Capitalization** – On June 27, 2001, Telefônica Data do Brasil Ltda. was credited R\$ 495,1 million and it refers to funds for a future capital increase of the Company. The said amount was employed to subscribe shares of Figueira Administração e Participações S.A.

### **SUBSEQUENT EVENT – CHANGE IN STRUCTURE**

According to relevant Fact published on October 10, 2001, it was submitted to the shareholders and quota holders a corporate restructuring proposal, which consisted of the incorporation of West Village Participações Ltda. (WEST VILLAGE) by Spanish Participações S.A. (SPANISH) and the

incorporation of the last one by TELEFONICA EMPRESAS, wholly owned subsidiary of TDBH. The corporate restructure aims to reduce costs, especially the ones related to logistics, sales efforts and administrative costs. It shall also simplify internal routines and maximize the use of the available resources. The corporate restructuring shall make possible for TELEFONICA EMPRESAS the utilization of the tax benefits derived from the amortization of the goodwill held by WEST VILLAGE. The restructuring was implemented as follows: (a) Capital contribution at West Village, with investments withheld at the controlled Spanish, according to its accounting values. (b) The incorporation of West Village by Spanish. In order to avoid that the amortization of the premium registered in the WEST VILLAGE's account affects negatively the dividends' flow of SPANISH's shareholders, WEST VILLAGE will constitute a provision, which seeks to maintain the integrity of the assets of the company. The shareholders of the controlled company received one stock issued by Spanish per each share capital held. The total amount of the goodwill was registered in a deferred asset account of SPANISH and it will have a special reserve to goodwill as counterpart during the incorporation of the shareholders' equity. (c) Spanish was incorporated by Telefónica Empresas S.A. and the same accounting treatment was given to the goodwill, the goodwill special reserve and the provision to maintain the integrity of the assets of the company. The Company received, due to the extinction and incorporation, a new stock issued by Telefónica Empresas S.A. per each stock previously held. As a result of said restructuring, there are no changes in the voting rights, dividends and shareholders' equity rights for the shareholders of Telefónica Empresas S.A. The amounts to be used for this restructuring shall be evaluated based on the book value of the involved companies and the valuation of an specialized company according to the current legislation, on the base dates of September 30, 2001 and October 10, 2001 in the case of West Village. The said restructuring did not need the ANATEL approval nor from any other regulator.

### ***Shareholders' Equity – Capital Stock***

The Capital Stock of TDBH on December 31, 2001 was R\$ 207.8 million, represented by 165,322,469,526 common shares and 328,342,876,111 preferred shares, all book entry shares and without nominal value. Since April 04, 2002, when the 1<sup>st</sup> General Ordinary Meeting and 2<sup>nd</sup> General Extraordinary Meeting took place, the Company is authorized to increase its capital stock to the limit of 1.500.000.000.000 shares either common or preferred. The Board of Directors is the competent agent to decide about this matter and consequent issuance of new shares, within the limit of the authorized capital. In such issuance of shares it is not mandatory to issue new ON and PN shares in any given proportion so far as the final result maintains the legally prescribed voting to non-voting maximum limit. The increase of the capital stock was approved by the Board of Directors on session held on February 26<sup>th</sup>, 2002, for an amount of R\$ 495,080 with the issuance of 577.488.040.325 new shares, 193.393.661.901 of which are nominal common shares and 384.094.378.420 are nominal preferred shares traded at R\$ 0,8573 per block of one thousand shares. The capital stock went from R\$ 207,799 to R\$ 702,880, represented by 1.071.153.385.962 shares, of which 358.716.131.431 are common shares and 712.438.254.531 are preferred shares.

### ***Background***

Telefônica Data Brasil Holding S.A. was established on January 30, 2001, as the result of a partial spin-off of the net equity of Telecomunicações de São Paulo S.A. - TELESP, represented by investment in the wholly-owned subsidiary Telefônica Empresas S.A. and receivables of the mentioned subsidiary, approved by a shareholders' meeting held on the same date. In the spin off of Telecomunicações de São Paulo S.A. - Telesp and incorporation of the Company, a share of the same type of the new Company was issued for each share owned by Telesp shareholders, with the same rights of the previous outstanding shares. On May 8, 2001, the Company filed the corresponding request to Comissão de Valores Mobiliários (the Brazilian Security Exchange Commission) and became a "listed company".

## ***Telefonica Data Brasil Holding Business***

The Company's businesses are among others, to control the subsidiary that operates the package switched service network, as well as to operate other services related to telecommunication activities; promote, through subsidiaries or affiliates, the expansion and implementation of package switched service network and other related services in its authorized area; to promote, to do or to guide the acquisition (from internal and external sources) of resources to be used by the Company or its subsidiary; make or promote the import of assets and services for the subsidiary, perform other activities which are similar or related to its objective and hold interest in the capital of other companies.

## ***Corporate Law***

Law #10.303 from October 31, 2001: it updated the late Corporate Law (Lei das Sociedades Anonimas) # 6,404 issued in December 15, 1976 and the Law # 6,385 of December 7, 1976. This new Corporate Law has introduced some important modifications in the corporate governance of the listed companies. Simultaneously, and by the same instrument in conjunction with the Edict # 8 and the Decree # 3,995 (all issued in October 31, 2002), CVM – Comissão de Valores Mobiliarios, the securities and exchange commission in Brazil, had its duties and jurisdiction amplified after it had its hierarchy of dependence within the Governmental organization modified thus increasing its autonomy. To the companies, among the most important modifications, one must highlight the new proportion in the number of outstanding ON (voting) and PN (non-voting) shares, new rules to issue debentures, new conditions to exert the right of withdrawal, new responsibilities of the Audit Committee and the Management Committee and the possibility to publish lengthy documents through the internet in lieu of the traditional newspapers. It must be noted that the pooling agreement is now accepted as well as the concerted vote, as decided in a meeting previous to the actual General Shareholders Meetings. The intention behind this procedure is to impede that eventual vested interests prevail over the interests of the society. The companies were given up to one-year period counting from the date the new Law was published, to adapt the respective by-laws and procedures. Some acts necessary to regulate the financial market, including the futures and commodities exchange, that previously pertained to the Banco Central do Brasil, are from now on dealt with by CVM, an autonomous governmental organ.

## ***Tables***

Table 1 shows the Income Statement for Telefonica Data Brasil Holding S.A. The Table 2 shows the balance sheets and Table 3 shows the operating highlights and the shareholding structure.

**Note:** This press release contains forward-looking statements. Statements that are not statements of historical fact, including statements about the beliefs and expectations of the Company management are forward looking statements. Some words are intended to identify these statements, which necessarily involve known and unknown risks and uncertainties. Accordingly, the actual results of operations of the Company may be different from the current Company expectations, and the reader should not place undue reliance on these forward looking statements. Forward-looking statements speak only as of the date they are made and the Company does not undertake any obligation to update them in light of new information or future developments.

# TELEFÔNICA DATA BRASIL HOLDING S.A.

**Table 1. Consolidated income statements**

For the three months ended June 30, 2001 and 2002

Corporate Law Method

(Unaudited)

(in thousands of Brazilian reais - R\$)

	Consolidated - Accumulated			Consolidated		
	Jun-01	Jun-02	var.	2Q01	2Q02	var.
<b>Gross Operating Revenue</b>	<b>101,500</b>	<b>194,235</b>	<b>91.4%</b>	<b>55,986</b>	<b>105,771</b>	<b>88.9%</b>
Data Transmission	101,210	183,747	81.6%	55,881	101,457	81.6%
Switched Packaged	86,225	143,679	66.6%	47,442	73,903	55.8%
Non switched	14,985	40,068	167.4%	8,439	27,554	226.5%
Other telecommunications services	290	10,488	3,516.6%	105	4,314	4,008.6%
Taxes + others	(27,054)	(55,311)	104.4%	(14,560)	(30,211)	107.5%
<b>Net operating revenue</b>	<b>74,446</b>	<b>138,924</b>	<b>86.6%</b>	<b>41,426</b>	<b>75,560</b>	<b>82.4%</b>
<b>Operating expenses</b>	<b>(72,576)</b>	<b>(123,397)</b>	<b>70.0%</b>	<b>(38,561)</b>	<b>(63,781)</b>	<b>65.4%</b>
Payroll and related charges	(27,470)	(35,410)	28.9%	(13,935)	(18,668)	34.0%
General and administrative expenses	(65,994)	(123,880)	87.7%	(33,653)	(65,652)	95.1%
Materials	(1,204)	(1,151)	-4.4%	(834)	(429)	-48.6%
Outside Services	(27,381)	(38,577)	40.9%	(12,047)	(23,217)	92.7%
Others	(37,409)	(84,152)	125.0%	(20,772)	(42,006)	102.2%
Taxes	(4,137)	(6,132)	48.2%	(2,662)	(3,256)	22.3%
Provisions	(5,212)	(6,749)	29.5%	(3,614)	(2,359)	-34.7%
Investment gains (losses)	(774)	5	-100.6%	(774)	-	-100.0%
Other operating revenues / (expenses)	31,011	48,769	57.3%	16,077	26,154	62.7%
<b>Earnings before interest taxes, depreciation and amortization - EBITDA</b>	<b>1,870</b>	<b>15,527</b>	<b>730.3%</b>	<b>2,865</b>	<b>11,779</b>	<b>311.1%</b>
Depreciation and amortization	(15,421)	(32,853)	113.0%	(8,569)	(17,411)	103.2%
Financial revenues	1,268	15,718	1,139.6%	96	10,152	10,475.0%
Financial expenses	(857)	(36,751)	4,188.3%	(466)	(27,113)	5,718.2%
<b>Operating income</b>	<b>(13,140)</b>	<b>(38,359)</b>	<b>191.9%</b>	<b>(6,074)</b>	<b>(22,593)</b>	<b>272.0%</b>
Nonoperating revenues (expenses)	1	(4,117)	-411,800.0%	-	(9,190)	-
<b>Income before income tax and social contribution</b>	<b>(13,139)</b>	<b>(42,476)</b>	<b>223.3%</b>	<b>(6,074)</b>	<b>(31,783)</b>	<b>423.3%</b>
Income tax	4,256	5,854	37.5%	1,810	2,922	61.4%
Social contribution	1,514	1,326	-12.4%	645	271	-58.0%
<b>Income before employee profit sharing and minority interest</b>	<b>(7,369)</b>	<b>(35,296)</b>	<b>379.0%</b>	<b>(3,619)</b>	<b>(28,590)</b>	<b>690.0%</b>
Employee profit sharing	(4,682)	(4,439)	-5.2%	(2,025)	(2,969)	46.6%
<b>Net income</b>	<b>(12,051)</b>	<b>(39,735)</b>	<b>229.7%</b>	<b>(5,644)</b>	<b>(31,559)</b>	<b>459.2%</b>
<b>EBITDA Margin</b>	<b>2.5%</b>	<b>11.2%</b>	<b>8.7p.p.</b>	<b>6.9%</b>	<b>15.6%</b>	<b>8.7p.p.</b>

# TELEFÔNICA DATA BRASIL HOLDING S.A.

**Table 2. Balance Sheet**  
**At March 31, 2002 and June 30, 2002**  
**Corporate Law - Unaudited**

(in thousands of reais - R\$)

ASSETS	Consolidated		LIABILITIES		Consolidated	
	Mar/02	Jun/02	Mar/02	Jun/02	Mar/02	Jun/02
<b>Current Assets</b>	<b>103,407</b>	<b>127,777</b>	<b>Current Liabilities</b>			
Cash and cash equivalents	11,328	10,746	Payroll and related charges	10,069	11,840	
Cash and bank accounts	5,890	4,575	Suppliers	48,209	33,953	
Financial investments	5,438	6,171	Income tax	8,271	12,758	
Accounts receivable	90,355	115,255	Loans and financing	125,686	192,214	
Accounts receivable from customers	81,157	103,886	Payables to associated companies	6,644	17,345	
Allowance for doubtful accounts	(18,484)	(20,843)	Consignments	874	967	
Recoverable taxes	20,038	21,630	Dividends and interest on capital	2,782	5,789	
Recoverable prepaid expenses	979	2,149	Other liabilities	23,517	21,504	
Maintenance inventories	1,856	1,821				
Good for sales	4,793	-	<b>Long-term liabilities</b>	<b>222</b>	<b>6,138</b>	
Other assets	16	6,612	Income tax	22	20	
Recoverable advances	1,724	1,776	Loan and financing	-	5,908	
			Accrual for contingencies	200	210	
<b>Long-term assets</b>	<b>172,311</b>	<b>178,973</b>	<b>Shareholders' equity and funds provided for future capitalization</b>	<b>671,924</b>	<b>640,365</b>	
Receivables from associated companies	696	2,217	Shareholders' equity	176,844	640,365	
Recoverables taxes	171,435	176,569	Share capital	207,799	702,879	
Other	180	187	Retained earnings / (losses)	(30,955)	(62,514)	
<b>Permanent Assets</b>	<b>622,480</b>	<b>636,123</b>	<b>Funds provided for future capitalization</b>	<b>495,080</b>	<b>-</b>	
Investments	69	-	<b>Total liabilities</b>	<b>898,198</b>	<b>942,873</b>	
Property, plant and equipment - net	312,977	326,840				
Deferred results	309,434	309,283				
<b>Total Assets</b>	<b>898,198</b>	<b>942,873</b>				

# TELEFÔNICA DATA BRASIL HOLDING S.A.

**Table 3**

## **Operating Highlights**

<b>Network</b>	<b>Accumulated</b>		
	<b>Jun-02</b>	<b>Jun-01</b>	<b>Variation</b>
Packages	24,778	18,603	33.2%
IP Network	90,086	57,211	57.5%
ADSL	277,255	103,877	166.9%
Total	392,119	179,691	118.2%
<b>Other</b>	<b>Jun-02</b>	<b>Jun-01</b>	<b>Variation</b>
Employees (average)	755	655	15.3%
Employees (end of period)	762	660	15.5%

## **Shareholding structure**

<b>As of June 30, 2002</b>			
<b>TDBH S/A</b>	<b>Ordinary</b>	<b>Preferred</b>	<b>Total</b>
<b>Controlling Company</b>	333,380,718,737 92.94%	673,245,758,270 94.50%	1,006,626,477,007 93.98%
<b>Others</b>	25,335,412,694 7.06%	39,191,496,261 5.50%	64,526,908,955 6.02%
<b>Total number of shares</b>	<b>358,716,131,431</b>	<b>712,437,254,531</b>	<b>1,071,153,385,962</b>