

Edgar Filing: TCL INDUSTRIES HOLDINGS HK LTD - Form 4

TCL INDUSTRIES HOLDINGS HK LTD

Form 4

October 10, 2001

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/          OMB APPROVAL          /
/-----/
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| FORM 4 |
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

Check this box if
no longer subject
to Section 16.
Form 4 or Form 5
obligations may
continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities
Exchange Act of 1934, Section 17(a) of the
Public Utility Holding Company Act of 1935 or
Section 30(f) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person*

T.C.L. Industries Holdings (H.K.)Ltd.
(See attachment for additional reporting persons)

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(Last)                (First)                (Middle)
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RM 1102, 11/F Chinachem Tsuen Wan Plaza
457 Castle Peak Road

(Street)

Tsuen Wang, New Territories, Hong Kong, China

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(City)                (State)                (Zip)
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* If the Form is filed by more than one Reporting Person, see Instructions
4(b) (v)

2. Issuer Name and Ticker or Trading Symbol Lotus Pacific, Inc. LPFC.OB

3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Year September 2001

5. If Amendment, Date of Original (Month/Year)

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6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

Director Officer 10% Owner Other

 (give title below) (specify below)

7. Individual or Joint/Group Filing (Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I--Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 a)
			V	Amount	(A) or (D)	
Common Stock	9/18/01	P		12,000,000	A (a)	21,606,671

Reminder: Report on a separate line for each class of securities beneficially owned directly or i

FORM 4 (continued)

Table II--Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or	3. Transaction	4. Transaction Code
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	Exercise Price of Derivative Security	Date (Month/Day/Year)	(Instr. 8)
N/A	N/A	N/A	N/A

6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr. 5)
Date Exercisable	Expiration Date	Title	Amount or Number of Shares
N/A	N/A	N/A	N/A

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Explanation of Responses:

(a), (b) and (c) - Please see Attachment for explanation of responses.

(d) Please see Attachment for additional signatures of reporting persons.

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.

If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

T.C.L. INDUSTRIES HOLDINGS (H.K.) LTD.

By: /s/ Li Dong Sheng

October 9, 2001

**Signature of Reporting Person (d)

Date

Page 2 of 3

Name of Reporting Person: T.C.L. Industries Holdings (H.K.) Ltd

Name of Issuer: Lotus Pacific, Inc. LPFC.OB

Statement for Month/Year: September 2001

1. Additional Reporting Persons:

Huizhou Municipal Government
6 Yun Shan Xi Lu
North of River
Huizhou, Guangdong, PRC

TCL Holdings Co., Ltd.
No. 6 Er Ling Nan Lu
Huizhou, Guangdong, PRC

Table I, Column 4 (Price):

- (a) The securities were transferred to Lotus International Holdings Ltd (LIHL), a wholly owned subsidiary of T.C.L. Industries Holdings (H.K.) Limited ("TCL"), in order to compensate TCL for losses it incurred from a share swap between TCL and certain shareholders of the issuer in July 1999. Accordingly, neither LIHL nor TCL paid any cash consideration or other form of consideration for the securities.

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Table I, Column 6 (Ownership Form: Direct (D) or Indirect (I)):

(b) For TCL, ownership of the securities reported in column 5 is 9,606,671 (D) and 12,000,000 (I)

For TCL Holdings Co., Ltd., ownership of the securities reported in column 5 is (I).

For Huizhou Municipal Government, ownership of the securities reported in column 5 is (I).

Table I, Column 7 (Nature of Indirect Beneficial Ownership):

(c) For TCL, nature of indirect beneficial ownership is by Lotus International Holdings Ltd., a wholly owned subsidiary of TCL.

For TCL Holdings Co., Ltd, nature of indirect beneficial ownership is by its wholly owned subsidiary, TCL.

For Huizhou Municipal Government, nature of indirect beneficial ownership is by a company controlled by it, TCL Holdings Co., Ltd.

Signature of Reporting Persons:

HUIZHOU MUNICIPAL GOVERNMENT

TCL HOLDINGS CO., LTD

By: /s/ Li Dong Sheng

By: /s/ Li Dong Sheng
