

JARDINE FLEMING CHINA REGION FUND INC
Form SC 13G/A
February 14, 2002

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G
(Rule 13d-102)

Information to be included in statements filed pursuant to Rules 13d-1(b), (c),
and (d) and amendments thereto filed pursuant to Rule 13d-2(b)

(Amendment No. 3) *

(Name of Issuer)

Jardine Fleming China Region Fund, Inc.

(Title of Class of Securities)

Common Stock

(CUSIP Number)

471110106

(Date of Event Which Requires Filing of this Statement)

December 31, 2001

Check the appropriate box to designate the rule pursuant to which this Schedule
is filed:

[] Rule 13d-1(b)
[X] Rule 13d-1(c)
[] Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's
initial filing on this form with respect to the subject class of securities, and
for any subsequent amendment containing information which would alter
disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed
to be "filed" for the purpose of Section 18 of the Securities Exchange Act of
1934 ("Act") or otherwise subject to the liabilities of that section of the Act
but shall be subject to all other provisions of the Act (however, see the
Notes).

CUSIP No. 471110106

(1) Names of Reporting Persons
I.R.S. Identification Nos. of Above Persons (Entities Only)

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Eternity Ltd.
John M. Templeton

- (2) Check the Appropriate Box if a Member of a Group
(a) []
(b) []

(3) SEC Use Only

(4) Citizenship or Place of Organization

Eternity Ltd. is incorporated in the Cayman Islands
John M. Templeton is a citizen of the United Kingdom

Number of Shares Beneficially Owned by Each Reporting Person With
(5) Sole Voting Power Nil

(6) Shared Voting Power 226,625

(7) Sole Dispositive Power Nil

(8) Shared Dispositive Power 226,625

(9) Aggregate Amount Beneficially Owned by Each Reporting Person

226,625

(10) Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares []

(11) Percent of Class Represented by Amount in Row 9

4.8%

(12) Type of Reporting Person
Eternity Ltd.: CO
John M. Templeton: IN

Item 1(a)

Name of Issuer:

Jardine Fleming China Region Fund, Inc.

Item 1(b)

Address of Issuer's Principal Executive Offices:

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100 East Pratt Street
Baltimore, Maryland 21202

Item 2(a)

Name of Person Filing:

Eternity Ltd.
John M. Templeton

Eternity Ltd. is indirectly controlled by John M. Templeton, a British subject.

Item 2(b)

Address of Principal Business Office:

Eternity Ltd.
Templeton Building
P.O. Box N-7776
Lyford Cay
Nassau, Bahamas

John M. Templeton
Templeton Building
P.O. Box N-7776
Lyford Cay
Nassau, Bahamas

Item 2(c)

Citizenship:

Eternity Ltd. is a company incorporated under the laws of the Cayman Islands.
John M. Templeton is a citizen of the United Kingdom.

Item 2(d)

Title of Class of Securities:

Common Stock

Item 2(e)

CUSIP Number:

471110106

Item 3

If this statement is filed pursuant to Rules 13d-1(b) or 13d-2(b) or (c), check whether the person filing is a:

- (a) Broker or Dealer registered under Section 15 of the Act
- (b) Bank as defined in section 3(a) (6) of the Act
- (c) Insurance Company as defined in section 3(a)(19) of the Act
- (d) Investment Company registered under section 8 of the Investment Company Act
- (e) An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E)
- (f) An employee benefit plan or endowment fund in accordance with

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Rule 13d-1(b) (1) (ii) (F)

- (g) A parent holding company or control person in accordance with Rule 13d-1(b) (1) (ii) (G)
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act
- (i) A church plan that is excluded from the definition of an investment company under Section 3(c) (14) of the Investment Company Act
- (j) Group, in accordance with Rule 13d-1(b) (1) (ii) (J)

If this statement is filed pursuant to Rule 13d-1(c), check this box.

Item 4

Ownership.

(a) Amount Beneficially Owned:

226,625

(b) Percent of Class:

4.8%

(c) Number of shares as to which such person has:

- | | |
|---|---------|
| (i) Sole power to vote or to direct the vote: | Nil |
| (ii) Shared power to vote or to direct the vote: | 226,625 |
| (iii) Sole power to dispose or to direct the disposition of: | Nil |
| (iv) Shared power to dispose or to direct the disposition of: | 226,625 |

By virtue of his indirect control of Eternity Ltd., John M. Templeton shares with Eternity Ltd. the power to vote and dispose of the shares owned by Eternity Ltd.

Item 5

Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following .

Item 6

Ownership of More than Five Percent on Behalf of Another Person

Not Applicable

Item 7

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Identification and Classification of the Subsidiary which Acquired the Security Being Reported on By the Parent Holding Company.

Not Applicable

Item 8

Identification and Classification of Members of the Group.

Not Applicable

Item 9

Notice of Dissolution of Group.

Not Applicable

Item 10

Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Signature.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 14, 2002

ETERNITY LTD.*

JOHN M. TEMPLETON, Individually as
indirect beneficial owner*

Signature:

/s/ MARGARET A. BANCROFT

Name/Title:

* By: Margaret A. Bancroft,
Attorney-in-Fact

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001).

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Agreement Pursuant to Rule 13d-1(k) (1) of the
Securities Exchange Act of 1934

AGREEMENT

The undersigned agree that this Schedule 13G dated February 14, 2002 relating to the Common Stock of Jardine Fleming China Region Fund, Inc. shall be filed on behalf of the undersigned.

ETERNITY LTD.*

JOHN M. TEMPLETON, individually as
indirect beneficial owner*

/s/ MARGARET A. BANCROFT

* By: Margaret A. Bancroft,
Attorney-in-Fact