



Profiles of Directors, Supervisors, Senior Management and Staff

(1) Profiles of Directors, Supervisors, Senior Management and Staff

1. Executive Directors

Mr. LI Anjian, born in 1953, is the Chairman and General Manager of the Company, Chairman of Panda Electronics Group Limited (“PEGL”), a senior economist and a postgraduate. He graduated from the Nanjing University specializing in business administration. He was the Deputy General Manager of Nanjing Huadong Electronics Group Company, the Chairman and General Manager of Nanjing Changjiang Machinery Company Limited and the General Manager of PEGL. He joined the Company in 1999, and has been serving as the Chairman of the Company for the past six years as of the Reporting Period. He has been working as a leader in electronic industrial enterprises for many years, and is familiar with the operation and management of electronic enterprises and the industrial development. He has strong competence in reform and innovation as well as extensive experience in operation and management.

2. Non-executive Directors

Mr. XU Guofei, born in 1962, is the Vice Chairman of the Company and General Manager of PEGL. He is a senior engineer with a bachelor’s degree. He joined the Company in 1981, and has been serving as the Director of the Company and Deputy General Manager of PEGL for the past five years as of the Reporting Period. He graduated from the Southeast University specializing in radio technology. Mr. Xu has long engaged in development and management of communication technology, with extensive professional knowledge in electronics and management experience.

Ms. LIU Ailian, born in 1951, is the Director of the Company and Deputy General Manager of PEGL. She holds a postgraduate degree and is a senior accountant and a certified public accountant. Ms. Liu graduated from the Central Financial Management Cadre Institute in 1989, and Southeast University in 1998 specializing in financial management. She joined the Company in 1999, and has been serving as the Director of the Company for the past five years as of the Reporting Period. She was the Vice Chairman of Ministry of State-owned Assets Management of the Nanjing City. Ms. Liu has extensive knowledge and experience in finance and management.

Mr. ZHU Lifeng, born in 1964, is the Director of the Company and Deputy General Manager of PEGL and a senior engineer. He holds a master degree in engineering. Mr. Zhu graduated from Southeast University specializing in electronic equipment and surveying technologies in 1986 and joined the Company in the same year. He has been serving as the Director of the Company for the past six years as of the Reporting Period. He graduated from Southeast University specializing in signal and information processing in 1996 as a postgraduate. Mr. Zhu has engaged in technological development and management for years, with extensive knowledge on electronics and experience in operation and management.

Mr. SHI Qiusheng, born in 1959, is the Director of the Company and the Chairman of the labour union of PEGL. He is a senior economist and holds a bachelor degree. He graduated from Hangzhou Radio Industrial College specializing in economics management and joined the Company in 1980. He has been serving as the Deputy General Manager of the Company for the past six years as of the Reporting Period. He completed his studies in the Arts Faculty of the Nanjing Polytechnic University in 1997 and pursued his postgraduate studies of Business Administration (MBA) at the University from 1995 to 1998. He has extensive practices and experience in corporate management.

Mr. LU Qing, born in 1965, is currently the Director of the Company and an assistant to the General Manager of Panda Electronics Group Limited. He is a senior engineer and a bachelor degree holder. He joined Panda Electronics Group Limited in 1986. Mr. Lu graduated in 1993 from the Southeast University majoring in radio technology. He further took a postgraduate advancement course in scientific management and approaches of policy decision at the Nanjing University from 2000 to 2002. Mr. Lu has long been engaged in the development and management of information technology, and possesses extensive experience in the electronics profession and operation management.

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(1) Profiles of Directors, Supervisors, Senior Management and Staff (Continued)

3. Independent Non-executive Director

Ms. WAN Hui, born in 1957, is a senior economist. She has been an Independent Non-executive Director of the Company since 2001. She graduated from the Correspondence School of the Party Committee of Jiangsu Province. She is the deputy head of the Industrial and Commercial Bank of China, Jiangsu Province Branch. Ms. Wan has over 20 years of experience in financial institution management.

Mr. MA Chung Lai, Lawrence, born in 1954, became an Independent Non-executive Director of the Company in 2004. He graduated from London University in 1978 with a bachelor degree in biological chemical. He is currently the General Manager of Hong Kong Taching Petroleum Co., Ltd. (香港大慶石油有限公司), Committee Member of The Ninth All-China Federation of Industry and Commerce (中華全國工商業聯合會(第九屆)), Standing Committee Member of Jiangsu Provincial Committee of the Ninth Chinese People's Political Consultative Conference (中華人民政治協商會議江蘇省委員會(第九屆)) and Committee Member of The Chinese General Chamber of Commerce. Mr. Ma has been engaged in corporate operation and management for years, with advanced corporate management philosophies and experience.

Mr. CAI Lianglin, born in 1941, is a PRC Certified Public Accountant and senior auditor. He has served as an Independent Non-executive Director of the Company since 2004. He is currently the Deputy General Manager of Jiangsu Tianye Certified Public Accounting Company Limited (江蘇天業會計師事務所有限公司), and an adjunct professor of Nanjing Audit College (南京審計學院). Mr. Cai has long been engaged in accounting and auditing, with extensive experience in financial management and auditing.

4. Supervisor

Ms. ZHANG Zhengping, born in 1956, is the Chairman of the Company's Supervisory Committee, Vice-secretary of the Communist Party of the Communist Party Committee and the Secretary of the Disciplinary Check Committee of PEGL and an economist. She was tertiary educated and joined the Company in 1979. She has been serving as the Chairman of the Company's Supervisory Committee for the past six years as of the Reporting Period. She graduated from Nanjing Television University in 1987 specializing in management of party politics. Ms. Zhang has been engaged in corporate management and work of China Communist Party for years, with extensive knowledge on electronic technology and experience in operation and management.

Mr. ZHONG Youxiang, born in 1963, is the Vice Chairman of the labour union of the Company. He is an economist with a bachelor's degree. He graduated from Central Party College with majoring in economic management. Mr. Zhong joined the Company in 1982. Mr. Zhong has been engaged in corporate management and marketing and sales work for years, with extensive experience in management and market operations. He is the Supervisor of the Fifth Supervisory Committee of the Company through the election of employee representative meeting of the Company. He has been serving as the Deputy Chairman of the labour union of the Company for the past six years as of the Reporting Period.

Ms. TANG Min, born in 1957, is the director of the auditing department of the Company. She is an accountant with a bachelor degree. She joined the Company in 1980. Ms. Tang graduated from Hangzhou Institute of Electronics Engineering with majoring in industrial accounting in 1988 and from Central Party College with majoring in economic management in 2004. She further studied a postgraduate course in Faculty of Economic Management of Southeast University in the same year. Ms. Tang has been serving as the Deputy Director of the finance department of the Company since May 2000 and the Deputy Director of auditing department of the Company since December 2004. Ms. Tang has been engaged in corporate finance management with extensive experience in auditing in relation to corporate finance management. She was elected as the Supervisor of the fifth session of Supervisory Committee by the representatives of employees of the Company.



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(1) Profiles of Directors, Supervisors, Senior Management and Staff (Continued)

5. Independent Supervisor

Mr. WU Shiyuan, born in 1933, graduated from the People's Liberation Army Military Engineering School in 1964 and holds a postgraduate degree. He became an Independent Supervisor of the Company in 2001. Mr. Wu was once the vice-manager of the Jiangsu Province Electronics division, Vice Chairman of the China Hua Lu Electronics Co. Ltd. General Manager, and Chairman of China Hua Lu Matsushita Electronic Information Co. Ltd. Mr. Wu has specialized in electronics industry for a long time, and has a good command of professional knowledge and extensive management experience.

Ms. SUN Suhua, born in 1942, holds a tertiary degree and is a Senior Accountant. She became an Independent Supervisor of the Company in 2004. She has been the Head of Finance Division in Equipment Department of Jiangsu Iron and Steel Plant (南京鋼鐵廠設備處), Head of Finance Division of Jiangsu Investment Company (南京投資公司) and Manager of Finance Division in Jiangsu Province International Trust Investment Company (江蘇省國際信託投資公司). Ms. Sun has long been engaged in corporate accounting, possessing vast experience in finance management.

6. Senior Management Staff

Mr. WANG Hongjin, born in 1948, is the Deputy General Manager of the Company and a senior engineer. He was tertiary educated. He graduated from the Television Broadcasting University specializing in radio-technology in 1982 and joined the Company in January 1969. He was the Deputy General Manager of PEGE and has extensive experience in marketing and corporate management. He has been serving as the Deputy General Manager of the Company for the past six years as of the Reporting Period.

Mr. WU Liulin, born in 1959, is the Chief Accountant of the Company, and holds the title of accountant and a bachelor's degree. He joined the Company upon graduation from the faculties of Finance and Accounting of Hengzhou Radio Technology Industrial College in 1980. Mr. Wu graduated from Nanjing Polytechnic University in 1999 specializing in economic management, and studied in 1997 in Nanjing Polytechnic University of a MBA. He has engaged in corporate finance for a long time, with extensive experience in operation and management. He has been serving as the Chief Accountant of the Company for the past six years as of the Reporting Period.

Mr. LIU Kun, born in 1966, is the Deputy General Manager of the Company. He is a senior engineer and holds a bachelor degree. He graduated from the Faculty of Electronic Engineering of Shanghai Transportation University and joined the Company in 1988. Mr. Liu has extensive practices and experience in development and management of electronics and precision machine technologies. He has been serving as the General Manager of mechanical and apparatus industrial division of the Company for the past six years as of the Reporting Period and became the Deputy General Manager of the Company in 2002.

Mr. Shen Jianlong, born in 1963, is the Chief Accountant, Secretary to the Board of the Company. He is a senior accountant and holds a bachelor degree. He joined the Company in 1982 and was graduated in 1987 from the Southeast University majoring in industrial management and engineering. He further took a master course in business management (MBA) at the Southeast University from 2002 to 2004. Mr. Shen has long been engaged in corporate finance management, and possesses extensive experience in the finance profession and operation management.

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(2) Shareholding and remuneration of Directors, Supervisors and Senior Management Staff

As at 31 December 2006, interests of the Directors, Supervisors and Senior Management Staff of the Company in the domestic shares of the Company which were required, pursuant to section 352 of the Securities and Futures Ordinance of the Stock Exchange of Hong Kong Limited (Chapter 571 of the Laws of Hong Kong) ("SFO"), to be filed in the register are as follows (the nature of such interests is personal interest) :

Name	Position	Sex	Age	Term	Number of shares held at the beginning of the year	Number of shares held at the end of the year	Reason for the change	Total remuneration received from the Company during the Reporting Period	Whether received out of or other connected parties
								(RMB'000)	
Li Anjian	Chairman, General Manager	M	53	2004.05.12-2007.05.12	0	0	—	24	No
Xu Guofei	Non-executive Director, Deputy General Manager	M	44	2005.06.29-2007.05.12	1,886	2,546	Bonus issue from share reform	24	No
Liu Ailian	Non-executive Director	F	55	2004.05.12-2007.05.12	0	0	—	18	No
Zhu Lifeng	Non-executive Director	M	42	2004.05.12-2007.05.12	3,243	4,378	Bonus issue from share reform	18	No
Shi Qiusheng	Non-executive Director	M	47	2005.06.29-2007.05.12	4,400	5,940	Bonus issue from share reform	18	No
Lu Qing	Non-executive Director	M	41	2006.06.30-2007.05.12	0	0	—	18	No
Wan Hui	Independent Non-executive Director	F	49	2004.05.12-2007.05.12	0	0	—	0	No
Cai Lianglin	Independent Non-executive Director	M	65	2004.05.12-2007.05.12	0	0	—	0	No
Ma Chung Lai, Lawrence	Independent Non-executive Director	M	52	2004.05.12-2007.05.12	0	0	—	8.16	No
Zhang Zhenping	Chairman of the Supervisory Committee	F	50	2004.05.12-2007.05.12	3,443	4,648	Bonus issue from share reform	18	No
Zhong Youxiang	Supervisor	M	43	2004.05.12-2007.05.12	0	0	—	10	No
Tang Min	Supervisor	F	49	2006.03.15-2007.05.12	0	0	—	10	No
Wu Shiyuan	Independent Supervisor	M	73	2004.05.12-2007.05.12	0	0	—	0	No
Sun Suhua	Independent Supervisor	F	64	2004.05.12-2007.05.12	0	0	—	0	No
Wang Hongjin	Deputy General Manager	M	58	2004.05.12-2007.05.12	5,000	6,750	Bonus issue from share reform	15	No
Wu Liulin	Deputy General Manager	M	47	2004.05.12-2007.05.12	0	0	—	15	No
Liu Kun	Deputy General Manager	M	40	2004.05.12-2007.05.12	0	0	—	15	No
Shen Jianlong	Chief Accountant, Secretary to the Board	M	43	2006.04.20	0	0	—	15	No
Total					17,972	24,262	—	226.16	



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(2) Shareholding and remuneration of Directors, Supervisors and Senior Management Staff

(Continued)

Save as disclosed above, during the Reporting Period, none of the Directors, Supervisors and Senior Management Staff of the Company had any interests or short positions which required to be filed in the register pursuant to section 352 of the SFO or to be notified to the Company and the Stock Exchange of Hong Kong Limited pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers.

Save as disclosed above, none of the Directors, Supervisors and Senior Management Staff of the Company or their associates had any interest in the share of the Company or any of its associated corporation (as defined in Part XV of the SFO of the Stock Exchange of Hong Kong Limited) as at 31 December 2006, and none of the Directors or Supervisors or their spouses or children under the age of 18 had any right to subscribe for the interest in securities of the Company, or had exercised any such right.

(3) Position held by Directors and Supervisors in the Company's shareholders

Name	Name of the Company's shareholders	Position held in the Company's shareholders	Term of appointment	Whether receiving remuneration or allowance (Yes or No)
Li Anjian	PEGL	Chairman	From June 2004	No
Xu Guofei	PEGL	General Manager	From September 2004	No
Liu Ailian	PEGL	Deputy General Manager	From July 1999	No
Zhu Lifeng	PEGL	Deputy General Manager	From July 1999	No
Shi Qiusheng	PEGL	Chairman to Labour Union	From December 2004	No
Lu Qing	PEGL	Assistant to General Manager	From August 2004	No
Zhang Zhengping	PEGL	Deputy Secretary to Party Committee	From July 1999	No

(4) Positions held by Directors and Supervisors in other units

Name	Name of other units	Position held	Term of appointment
Li Anjian	Nanjing Ericsson Panda Communication Co., Ltd.	Deputy Chairman	From 2000
	Beijing Ericsson Putian Mobile Communication Limited	Deputy Chairman	From 2002
Wan Hui	Jiangsu branch of China Industrial and Commercial Bank	Deputy Head	From November 2004
Cai Lianglin	Jiangsu Tianye Certified Public Accounting Company Limited	Vice Chairman	From January 2000
Ma Chung Lai, Lawrence	Hong Kong Taching Petroleum Co., Ltd.	General Manager	From 1982

(5) Remuneration of the Directors, Supervisors and Senior management of the Company

During the Reporting Period, Directors, Supervisors and Senior Management Staff were paid based on their relevant positions and duties. Their remuneration were reviewed based on their performance. (Details of remuneration are set out in part (2) of this section.)

Independent Non-executive Directors, Ms. Wan Hui and Mr. Cai Lianglin, and independent supervisors, Mr. Wu Shiyuan and Ms. Sun Suhua, were not entitled to remuneration granted by the Company, its parent company or associated companies.

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(6) Change in Directors, Supervisors and Senior Management Staff during the Reporting Period

During the Reporting Period, the eighth meeting of the fifth Board of Directors held on 20 April 2006 approved the resignation of Mr. Zhang zuzhong for the reason of age, approved the resignation of Mr. Wu Liulin as the Chief Accountant, and reappointment as the Deputy General Manager, approved the resignation of Ms. Chen Ping as the Deputy General Manager, Secretary to the Board, approved the appointment of Shen Jianlong as Chief Accountant and Secretary to the Board. Mr. Lu Qing had been proposed as the candidates of the fifth Board of Directors of the Company. The resolutions were passed at the Annual General Meeting held on 30 June 2006.

(7) Company staff

As of 31 December 2006, the Company had a total of 1,999 employees. 1,158 of which were production staff, 457 were technical staff, 42 were marketing staff, 65 were financial staff and 277 were administrative and management staff. Of these employees, 944 were graduates of tertiary institutions and 36 held master degrees. The Company had 1,175 staff having retired and which the Company had to bear the related expenses.