(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 PEGL, a senior economist and a postgraduate. In 2004, he graduated from the Faculty of Administrative Cadre Management (行政幹部管理學院) of Jiangsu Provincial Party Institute specializing in politics and economics. 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 and Chairman of PEGL. He joined the Company in 1999, and has been serving as the Chairman of the Company for the past five year 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, Deputy General Manager and General Manager of PEGL for the past five years as of the reporting period. He graduated from the Southeast University specializing in radio technology in 1987. 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 and Deputy General Manager of PEGL 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 been serving in the finance and management for many years and accumulated professional knowledge in finance and extensive experience in management.

Mr. ZHU Lifeng, born in 1964, is the Director of the Company and Deputy General Manager of PEGL and a postgraduate-grade senior engineer. He holds a master degree in engineering and a doctoral degree in management. 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 and Deputy General Manager of PEGL for the past five years as of the reporting period. He graduated from Southeast University specializing in signal and information processing in 1996 as a postgraduate. In 2005, he obtained a Ph.D. degree in quality engineering from Nanjing University of Science and Technology. 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 postgraduate 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 and Director of the Company and Chairman of the labour union of PEGL for the past five years as of the reporting period. He completed his studies in the Faculty of Arts in Nanjing Polytechnic University in 1997 and pursued his postgraduate studies of Business Administration (MBA) at the Nanjing Polytechnic University and Southeast University respectively. In July 2006, he graduated from Central Party College majoring in economic management as a postgraduate. Having engaged in corporate operation and management for a long term, Mr. Shi has a good command of knowledge in economics and extensive experience in corporate management.



南京熊猫電子股份有限公司 NANJING PANDA ELECTRONICS COMPANY LIMITED

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

2. Non-executive Directors (Continued)

Mr. LU Qing, born in 1965, is currently the Director of the Company and an assistant to the General Manager of PEGL. He is a senior engineer and a bachelor degree holder. He joined PEGL in 1986. He has been serving as the General Manager of Nanjing Panda Handa Technology Co., Ltd., Director of the Company and Assistant to General Manager of PEGL for the past five years as of the reporting period. 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.

3. Independent Non-executive Directors

Mr. MA Chung Lai, Lawrence, born in 1954 with a bachelor degree, has been an Independent Non-executive Director of the Company since 2004. He graduated from London University in 1978 majoring in biological chemical. He is currently the General Manager of Hong Kong Taching Petroleum Co., Ltd., Standing Committee Member of The Tenth All-China Federation of Industry and Commerce, Standing Committee Member of Jiangsu Provincial Committee of the Tenth Chinese People's Political Consultative Conference and Standing 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 consultant of Jiangsu Tianye Certified Public Accounting Company Limited, and an adjunct professor of Nanjing Audit College. Mr. Cai has long been engaged in accounting and auditing, with extensive experience in financial management and auditing.

Mr. TANG Yousong, born in 1951, is a senior economist and obtained a master degree in business administration in 2004 conferred by Macau University of Science and Technology. Since 2007, he has been serving as the Independent Non-executive Director of the Company. He is currently a senior researcher in the Sales Department of the Industrial and Commercial Bank of China, Jiangsu Province Branch. Mr. Tang has long engaged in financial management work and has extensive experience in financial and management matters.

4. Supervisors

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 and Deputy Secretary to Party Committee of PEGL for the past five 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. Mr. Zhong joined the Company in 1982 and has been serving as the Vice Chairman of the labour union of the Company for the past five years as of the reporting period. He graduated from Central Party College specializing in economic management in 1992. 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 Sixth Supervisory Committee of the Company through the election of employee representative meeting of the Company.

南京熊猫電子股份有限公司 NANJING PANDA ELECTRONICS COMPANY LIMITED



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

4. **Supervisors** (Continued)

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 and had been serving as the Deputy Director of the finance department and the director of the auditing department of the Company for the past five years as of the reporting period. Ms. Tang graduated from Hangzhou Institute of Electronics Engineering majoring in industrial accounting in 1988 and from Central Party College 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 engaged in corporate finance management. She was elected as the Supervisor of the Sixth Supervisory Committee by the representatives of employees of the Company.

5. Independent Supervisors

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 and General Manager of the China Hua Lu Electronics Co. Ltd. as well as the 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, Head of Finance Division of Jiangsu Investment Company and Manager of Finance Division in Jiangsu Province International Trust Investment Company. 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 PEGL and has extensive experience in marketing and corporate management. He has been serving as the Deputy General Manager of the Company for the past five years as of the Reporting Period.

Mr. WU Liulin, born in 1959, is the Deputy General Manager of the Company, and holds the title of senior accountant and a bachelor's degree. He joined the Company upon his 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 obtained MBA from Nanjing Polytechnic University in 1997. He has engaged in corporate finance, corporate investment planning and joint-venture management for a long time, with extensive experience in operation and management. He has been the Chief Accountant and Deputy General Manager of the Company during the past five 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 Deputy General Manager of the Company for the past five years as of the reporting period.



南京熊猫電子股份有限公司 NANJING PANDA ELECTRONICS COMPANY LIMITED

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

6. Senior Management Staff (Continued)

Mr. SHEN Jianlong, born in 1963, is the Chief Accountant, Secretary to the Board of the Company. He is a senior accountant and received tertiary education. 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. He has been serving as the Manager of the Finance Department, the Chief Accountant and the Secretary to the Board of the Company consecutively for the past five years as of the reporting period.

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

As of 31 December 2007, 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 (Chapter 571) ("SFO") of the Laws of Hong Kong, to be filed in the register are as follows (the nature of such interests is personal interest):

					Number of shares held in the beginning			Total remuneration received from the Company during the reporting	Whether received out of shareholders or other connected									
						Number of shares held at the end	Reason for											
										Name	Position	Sex	Age	Term	of the year	of the year	the change	period
																	(RMB0'000)	
Li Anjian										Chairman, General Manager	М	54	2007.06.12-2010.06.12	0	0	_	30	No
Xu Guofei	Non-executive Director,	М	45	2007.06.12-2010.06.12	2,546	2,546	_	30	No									
	Vice Chairman	IVI	-15	2007.00.12 2010.00.12	2,540	2,540		50	110									
Liu Ailian	Non-executive Director	F	56	2007.06.12-2010.06.12	0	0	-	24	No									
Zhu Lifeng	Non-executive Director	Μ	43	2007.06.12-2010.06.12	4,378	4,378	-	24	No									
Shi Qiusheng	Non-executive Director	Μ	48	2007.06.12-2010.06.12	5,940	5,940	-	24	No									
Lu Qing	Non-executive Director	Μ	42	2007.06.12-2010.06.12	0	0	-	24	No									
Cai Lianglin	Independent Non-executive Director	Μ	66	2007.06.12-2010.06.12	0	0	_	0	No									
Tang Yousong	Independent Non-executive Director	М	56	2007.06.12-2010.06.12	0	0	-	0	No									
Ma Chung Lai, Lawrence	Independent Non-executive Director	М	53	2007.06.12-2010.06.12	0	0	-	7.28	No									
Zhang Zhengping	Chairman of the	F	51	2007.06.12-2010.06.12	4,648	4,648	_	24	No									
	Supervisory Committee																	
Zhong Youxiang	Supervisor	М	44	2007.06.12-2010.06.12	0	0	_	12	No									
Tang Min	Supervisor	F	50	2007.06.12-2010.06.12	0	0	_	12	No									
Wu Shiyuan	Independent Supervisor	М	74	2007.06.12-2010.06.12	0	0	_	0	No									
Sun Suhua	Independent Supervisor	F	65	2007.06.12-2010.06.12	0	0	_	0	No									
Wang Hongjin	Deputy General Manager	М	59	2007.06.12-2010.06.12	6,750	6,750	_	20	No									
Wu Liulin	Deputy General Manager	М	48	2007.06.12-2010.06.12	0	0	_	20	No									
Liu Kun	Deputy General Manager	М	41	2007.06.12-2010.06.12	0	0	_	20	No									
Shen Jianlong	Chief Accountant,	М	44	2007.06.12-2010.06.12	0	0	_	20	No									
	Secretary to the Board																	
Total	*				24,262	24,262		291.28										



Total

(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 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 pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 of the Listing Rules of the Stock Exchange of Hong Kong Limited (the "SEHK"). In addition, none of them had been granted share incentive.

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 of 31 December 2007, 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.	Vice Chairman	From 2000
	Beijing SE Putian Mobile Communication Co. Limited	Vice Chairman	From 2002
Tang Yousong	Industrial and Commercial Bank of China,		
	Jiangsu Province Branch	Researcher	From 2007
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, Mr. Cai Lianglin and Mr. Tang Yousong, 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.

(6) Changes in Directors, Supervisors and Senior Management Staff during the reporting period

During the reporting period, re-elections of the Board and Supervisory Committee of the Company were conducted. In the 2006 annual general meeting ("AGM") of the Company held on 12 June 2007, Mr. Li Anjian, Mr. Xu Guofei, Ms. Liu Ailian, Mr. Zhu Lifeng, Mr. Shi Qiusheng and Mr. Lu Qing were elected as the Directors of the Sixth Board of the Company; Mr. Cai Lianglin, Mr. Tang Yousong and Mr. Ma Chung Lai, Lawrence as the Independent Directors of the Sixth Board of the Company and Mr. Wu Shiyuan and Ms. Sun Suhua as the Independent Supervisors of the Sixth Supervisory Committee of the Company.

At the First Meeting of the Sixth Board of Directors held on 12 June 2007, Mr. Li Anjian and Mr. Xu Guofei were elected as Chairman and Vice Chairman respectively. Mr. Li Anjian was appointed as General Manager of the Company. Mr. Wang Hongjin, Mr. Wu Liulin and Mr. Liu Kun were appointed as Deputy General Managers of the Company, and Mr. Shen Jianlong was appointed as Chief Accountant of the Company and the Secretary to the Board.

Ms. Zhang Zhengping was elected as Chairman of the Supervisory Committee and Mr. Zhong Youxiang and Ms. Tang Min were confirmed as employee supervisors of the Sixth Supervisory Committee of the Company at the first meeting of the Sixth Supervisory Committee held on 12 June 2007.

(Details were set out in the relevant announcement published in China Securities Journal, Shanghai Securities News, Hong Kong Ta Kung Pao and The Standard on 13 June 2007.)

(7) Company staff

As at 31 December 2007, the Company had a total of 1,900 employees. 864 of which were production staff, 578 were technical staff, 210 were marketing staff, 75 were financial staff and 173 were administrative and management staffs. Of these employees, 802 were graduates of tertiary institutions or above and 31 held master degrees. The Company had 1,006 staff having retired and which the Company had to bear the related expenses.

