

董事、監事及高級管理人員和員工情況 DIRECTORS, SUPERVISORS, SENIOR MANAGEMENT AND COMPANY STAFF

董事、監事及高級管理人員

於本年度內及截至本報告編制日期之本集團董事及監事如下：

執行董事

岳華峰先生	(2001年7月30日委任)
高揚仁先生	(2001年7月30日辭任和再委任)
李文榮先生	
郭尚武先生	
王尚錦先生	(2001年7月30日委任)
張漢榮先生	(2001年7月30日委任)
張超先生	(2001年7月30日委任)
程雲川先生	(2001年7月30日委任)
蔣莊德先生	(2001年7月30日委任)
溫培雄先生	(2001年7月30日委任)
李雲祥先生	(2001年7月30日辭任)
秦建中先生	(2001年7月30日辭任)

非執行董事

李明德先生	(2001年7月30日辭任)
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獨立非執行董事

于成廷先生	(2001年7月30日委任)
全允桓先生	(2001年7月30日委任)
董娟女士	(2001年7月30日委任)
孫傳良先生	(2001年7月30日辭任)
孫效良先生	(2001年7月30日辭任)
梁文選先生	(2001年7月30日辭任)

監事

沈國榮先生	(2001年7月30日委任)
李育恩先生	
孫興鐸先生	(2001年7月30日委任)
郭俊玉女士	(2001年7月30日委任)
李旭樵先生	(2001年7月30日委任)
李仁忠先生	(2001年7月30日辭任)
湯建新先生	(2001年7月30日辭任)
張映海先生	(2001年7月30日辭任)

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

The directors and supervisors of the Company during the year and up to the date of this report are as follows:

Executive directors

Yue Huafeng	(appointed on 30th July, 2001)
Gao Yangren	(resigned and reappointed on 30th July, 2001)
Li Wenrong	
Guo Shangwu	
Wang Shangjin	(appointed on 30th July, 2001)
Zhang Hanrong	(appointed on 30th July, 2001)
Zhang Chao	(appointed on 30th July, 2001)
Cheng Yunchuan	(appointed on 30th July, 2001)
Jiang Zhuangde	(appointed on 30th July, 2001)
Wen Peixiong	(appointed on 30th July, 2001)
Li Yunxiang	(resigned on 30th July, 2001)
Qin Jianzhong	(resigned on 30th July, 2001)

Non-executive director

Li Mingde	(resigned on 30th July, 2001)
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Independent non-executive directors

Yu Chengting	(appointed on 30th July, 2001)
Tong Yunhuan	(appointed on 30th July, 2001)
Dong Juan	(appointed on 30th July, 2001)
Sun Chuangliang	(resigned on 30th July, 2001)
Sun Xiaoliang	(resigned on 30th July, 2001)
Liang Wenxuan	(resigned on 30th July, 2001)

Supervisors

Shen Guorong	(appointed on 30th July, 2001)
Li Yuen	
Sun Xingduo	(appointed on 30th July, 2001)
Guo Junyu	(appointed on 30th July, 2001)
Li Xuqiao	(appointed on 30th July, 2001)
Li Renzhong	(resigned on 30th July, 2001)
Tang Jianxin	(resigned on 30th July, 2001)
Zhang Yinghai	(resigned on 30th July, 2001)

董事、監事及高級管理人員**本公司董事的履歷如下：**

岳華峰先生，生於1961年11月，現任本公司董事長，西安交通大學產業(集團)總公司總裁。岳先生長期從事於高校產業的管理工作，曾任西安交通大學電機系、社會科學系團工委書記和西安交通大學團委副書記、書記，1992年任產業處處長，1994年任西安交通大學產業(集團)總公司總裁，1997年任西安交通大學校長助理、中國高校產業協會副秘書長，1999年獲陝西省傑出青年企業家稱號。岳先生畢業於西安交通大學，1983年獲工學學士學位，1986年獲法學學士學位，大學本科學歷，副研究員，中共黨員。本屆任職期從2001年7月30日至2002年10月31日。

高揚仁先生，生於1946年4月，現任本公司副董事長兼總經理，昆明昆機集團公司黨委書記、總經理。高先生長期從事技術和管理工作，先後任西南東光機械廠技術員、車間主任、廠長助理、副廠長、廠長。1996年後任昆明船舶高新技術開發公司總經理、昆明船舶設備集團公司副總經理、總工程師、總經理助理、副總經理，高先生1969年畢業於北京工業學院，光學儀器專業，大學本科學歷，高級經濟師，中共黨員。本屆任職期從2000年6月3日至2002年10月31日。

李文榮先生，生於1962年10月，現任本公司執行董事，昆明昆機集團公司黨委副書記。李先生於1984年進入昆明機床廠，從事技術工作；1987年後從事管理工作，歷任昆明機床廠廠部辦公室副主任、工藝處副處長，1993年任昆明昆機集團公司黨委組織部長、勞動人事處長。李先生畢業於湖南大學，1984年獲機械製造工藝及設備專業工學學士學位，1997年畢業於雲南大學經濟學院中國經濟與企業管理研究生班，研究生學歷，工程師，中共黨員。本屆任職期從1999年11月1日至2002年10月31日。

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT**Biographical details of the directors are as follows:**

Mr. Yue Huafeng, born in November 1961, is the Chairman of the Company and President of Xian Jiaotong University Industrial (Group) Incorporation. Mr. Yue has been engaged in the management of industry in an institution of higher learning. He had been Committee Secretary to Electric Engineering Faculty and Social Science Faculty of Xian Jiaotong University and Deputy Committee Secretary and Committee Secretary to Xian Jiaotong University. He was Head of Industry Division of [Xian Jiaotong University] in 1992; the President of Xian Jiaotong University Industrial (Group) Incorporation in 1994; Assistant to Chancellor of Xian Jiaotong University and Deputy Secretary General of China Higher Learning Industrial Association in 1997. He was named an outstanding young entrepreneur in Shaanxi Province in 1999. Mr. Yue graduated from Electric Engineering Faculty of Xian Jiaotong University in 1983 and attained a bachelor degree in engineering. He graduated from Social Science Faculty of Xian Jiaotong University in 1986 and obtained a bachelor's degree in law. He is a member of the Chinese Communist Party and an associate researcher. The appointment is from 30th July, 2001 to 31st October, 2002.

Mr. Gao Yangren, born in April 1946, is the Vice-Chairman of the Company. He graduated from Beijing Industrial College majoring in optical instrument in 1969. He has been engaged in technical and management work for a long period of time. He has held the positions of Technician, Workshop Officer, Assistant to Factory Head, Deputy Factory Head and then Factory Head of Southwest Dongguang Machinery Factory. After 1996, he was the General Manager of Kunming Shipping New High Technology Development Company, Deputy Chief Accountant, Assistant to General Manager and Deputy General Manager of Kunming Shipping Equipment Corporation. Mr. Gao holds relevant qualification from a university and also the title of a senior economist. The appointment is from 3rd June, 2000 to 31st October, 2002.

Mr. Li Wenrong, born in October 1962, is an Executive Director of the Company. He joined Kunming Machine Tool Plant in 1984 and has extensive experience in the technical area. He has been engaged in management activities since 1987 and has held the positions of Deputy Head of Factory Department Office and Deputy Director of Technology Department of Kunming Machine Tool Plant. He was the Director of the Organization Department and the Director of the Labour and Personnel Section of the Disciplinary Committee of Kunming Kun Ji Group Company in 1993. Mr. Li graduated from Hunan University in 1984 and Economic and Industrial Management with the Faculty of Economics of Yunnan University in 1997. Mr. Li holds the title of engineer. The appointment is from 1st November, 1999 to 31st October, 2002.

董事、監事及高級管理人員（續）

本公司董事的履歷如下：（續）

郭尚武先生，生於1946年10月，現任本公司執行董事，昆明昆機集團公司副總經理。郭先生於1970年進入昆明機床廠，長期從事車間生產技術管理工作；歷任昆明機床廠車間副主任、主任，本公司大件廠廠長，總經理助理兼計劃銷售部主任、本公司第二屆監事會副主席。郭先生1970年畢業於昆明工學院，鑄造工藝及設備專業，大學本科學歷，高級工程師，中共黨員。本屆任職期從1999年11月1日至2002年10月31日。

王尚錦先生，生於1942年9月，現任本公司執行董事，西安交大思源科技股份有限公司董事、西安賽爾機泵成套設備有限公司總經理。王先生長期從事於科研開發及管理工作，曾先後任第一機械工業部壓縮機械研究所技術員和福州軍區214工程技術員，1972年起在西安交通大學動力系透平壓縮機教研室工作，1993年組建西安交大賽爾機泵工程研究中心，任中心主任。王先生1965年畢業於西安交通大學，壓縮機專業，大學本科學歷，教授，博士生導師，民盟西安交通大學主任委員。本屆任職期從2001年7月30日至2002年10月31日。

張漢榮先生，生於1964年10月，現任本公司執行董事兼常務副總經理、財務負責人，昆明昆機集團公司黨委副書記。張先生長期從事公司戰略、理財及投資決策的研究和管理工作，1993年至1994年任加拿大阿爾貝塔大學訪問學者，1995年至1996年任西安交通大學管理學院金融財務系主任，1997年至2000年任南京中達制膜（集團）股份有限公司總經濟師、副總經理，2000年至2001年任西安交大思源科技股份有限公司副總經理兼董事會秘書。張先生畢業於西安交通大學，1987年獲管理工程專業工學學士學位，1990年獲技術經濟、工商管理（MBA）專業碩士學位，研究生學歷，講師，中共黨員。本屆任職期從2001年7月30日至2002年10月31日。

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

Biographical details of the directors are as follows:

Mr. Guo Shangwu, born in October 1946, is an Executive Director of the Company. He joined Kunming Machine Tool Plant in 1970 and has extensive experience in workshop production techniques and management. He has held the positions of Deputy Head and then Head of workshops of Kunming Machine Tool Plant, Factory Director of Bulk Product Plant, Assistant General Manager, Head of Sales Department and the Deputy Chairman of the Second Supervisory Committee of the Company. Mr. Guo graduated from Kunming Institute of Engineering specialised in casting and is a university graduate holding the title of senior engineer. The appointment is from 1st November, 1999 to 31st October, 2002.

Mr. Wang Shangjin, born in September 1942, is an Executive Director of the Company and also is a director of Xian Jiaoda Siyuan Science and Technology Company Limited, and the General Manager of Xian Serturbo Machinery Equipment Whole-set Equipment Company Limited. Mr. Wang has been engaged in the scientific research, development and management for a long period of time. After graduation from the university, he had been a technician of the Compression Machinery Institute under the Industry Department of No.1 Machinery and an engineer at the Military Zone 214 in Fuzhou. He had worked in turbo-compressor teaching and research section of Power Faculty of Xian Jiaotong University since 1972. He organized to set up Serturbo - Machinery Equipment Engineering Research Centre of Xian Jiaotong University in 1993 and was a director of the center. Mr. Wang graduated from Xian Jiaotong University specializing in compression machinery in 1965 and holds a university qualification. He is a professor, tutor to doctorate students and a chief member of Minmeng Xian Jiaotong University. The appointment is from 30th July, 2001 to 31st October, 2002.

Mr. Zhang Hanrong, born in October 1964, is an Executive Director. Mr. Zhang has been engaged in the research and management of corporate strategies, financial control and investment decisions for a long period of time. He was a visiting scholar of University of Alberta in Canada from 1993 to 1994; Head of Finance Faculty of Management College of Xian Jiaotong University from 1995 to 1996; and Chief Economist and Deputy General Manager of Nanjiang Zhongda Moulding (Group) Company Limited from 1997 to 2000. He was the Deputy General Manager and Secretary to the Board of Directors of Xian Jiaoda Siyuan Science and Technology Company Limited from 2000 to 2001. Mr. Zhang graduated from Xian Jiaotong University and attained a bachelor degree in management engineering in 1987. He obtained master degrees in Technology, Economics and Business Administration in 1990. He is a member of the Chinese Communist Party. The appointment is from 30th July, 2001 to 31st October, 2002.

董事、監事及高級管理人員（續）

本公司董事的履歷如下：（續）

張超先生，生於1972年7月，現任本公司執行董事，西安交大思源投資顧問有限責任公司總經理。張先生長期從事於資產管理和投資銀行業務，1993年至1998年先後就職於海南北海投資集團、海南港澳國際信託投資公司，1998年創建西安交大思源投資顧問有限責任公司，任總經理。張先生畢業於西安交通大學，1993年獲數學專業理學學士學位，大學本科學歷。本屆任職期從2001年7月30日至2002年10月31日。

程雲川先生，生於1962年7月，現任本公司執行董事兼副總經理。歷任大理市電池廠廠長、大理毛紡廠廠長、大理造紙廠廠長、黨委書記，大理造紙股份有限公司董事長、總經理，雲南新概念保稅科技股份有限公司副董事長、總經理。程先生畢業於雲南工學院，1982年獲機械製造專業工學學士學位，大學本科學歷，工程師、高級政工師，中共黨員。本屆任職期從2000年10月23日至2002年10月31日。

蔣莊德先生，生於1955年8月，現任本公司執行董事，西安交通大學科技處處長。蔣先生長期從事於教學科研及管理工作，先後擔任西安交通大學精密技術教研室主任、精密工程研究所所長、機械學院副院長、科技處處長。蔣先生畢業於西安交通大學，1989年獲機械工程專業工學碩士學位，研究生學歷，教授，博士生導師。本屆任職期從2001年7月30日至2002年10月31日。

溫培雄先生，生於1953年10月，現任本公司執行董事，西安交通大學產業（集團）總公司黨委書記、西安思源科技培訓學院院長。溫先生長期從事於黨的思想政治教育行政管理工作，先後任西安交通大學黨委辦公室秘書、黨委組織部副部長、理學院黨總支書記、西安交通大學產業（集團）總公司黨委書記。溫先生1977年畢業於西安交通大學，無線電專業，1986年獲法學學士學位，副研究員，中共黨員。本屆任職期從2001年7月30日至2002年10月31日。

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

Biographical details of the directors are as follows:

Mr. Zhang Chao, born in July 1972, is the Manager of Xian Jiaoda Siyuan Investment Consultant Company Limited. Mr. Zhang has been engaged in assets management and investment banking for a long period of time. He worked in Hainan Beihai Investment Group and Hainan, Hong Kong and Macau International Trust Investment Company from 1993 to 1998. He set up Xian Jiaoda Siyuan Investment Consultant Company Limited in 1998 and became its General Manager. Mr. Zhang graduated from Mathematics Faculty of Xian Jiaotong University and holds a university qualification. The appointment is from 30th July, 2001 to 31st October, 2002.

Mr. Cheng Yunchuan, born in July 1962, is a Deputy General Manager of the Company. He has held the positions of Factory Heads of Dali Battery Factory, Dalian Wool Spinning Factory and Dali Paper Manufacturing Factory; Party Secretary, the Chairman and General Manager of Dali Paper Manufacturing Company Limited and the Vice-chairman and General Manager of Yunnan New Concept Bonded Science and Technology Company Limited. Mr. Cheng is a university graduate and holds the titles of engineers and senior political work engineer. The appointment is from 30th July, 2001 to 31st October, 2002.

Mr. Jiang Zhuangde, born in August 1955, is Head of Science and Technology Division of Xian Jiaotong University. Mr. Jiang has been engaged in teaching, scientific research and management for a long period of time. He had been a Chief of Teaching and Research of Precision Technology Section of Xian Jiaotong University; Head of Precision Engineering Research Institute; Vice-president of Machinery College; and Head of Science and Technology Division. Mr. Jiang graduated from Xian Jiaotong University majoring in mechanical engineering in 1989 and attained a master degree in engineering. He is a professor and tutor to doctorate students. The appointment is from 30th July, 2001 to 31st October, 2002.

Mr. Wen Peixiong, born in October 1953, is the Party Secretary of Xian Jiaotong University Industrial (Group) Incorporation and the President of Xian Siyuan Science and Technology Training College. Mr. Wen has been engaged in Party's policies, education and administration for a long period of time. He had been Secretary to Party Committee Office of Xian Jiaotong University; Deputy Head of Party Committee Organisation Department; Secretary to General Party Branch of the Science College; and Party Secretary to Xian Jiaotong University Industrial (Group) Incorporation. Mr. Wen graduated from Radio Faculty of Xian Jiaotong University in September 1977. He graduated from Social Science Faculty of Xian Jiaotong University in December 1986 and obtained a bachelor degree in law. He is a member of the Chinese Communist Party and an associate researcher. The appointment is from 30th July, 2001 to 31st October, 2002.

董事、監事及高級管理人員（續）

本公司董事的履歷如下：（續）

于成廷先生，生於1940年1月，現任本公司獨立非執行董事，中國機床工具工業協會高級顧問、總幹事長。於先生1962年起先後在北京第一機床廠、美國好多公司、國家機械委機床司、機械電子工業部機床司、機械部機械基礎裝備司工作，曾任工藝、設計科長、副廠長、廠長、總經理、副司長、司長。於先生1962年畢業於北京機械學院，高級工程師。本屆任職期從2001年7月30日至2002年10月31日。

全允桓先生，生於1950年11月，現任本公司獨立非執行董事，清華大學經濟管理學院和公共管理學院雙聘教授、全國工商管理碩士教育指導委員會委員兼秘書長。全先生作為負責人或主要研究人員完成省部級以上科研項目10餘項，科研成果曾獲教育部科技進步一等獎、雲南省科技進步二等獎。全先生1982年本科畢業於華中理工大學機械系，1986年研究生畢業於清華大學經濟管理學院管理工程專業，曾到加拿大滑鐵盧大學作訪問學者，教授，博士生導師。本屆任職期從2001年7月30日至2002年10月31日。

董娟女士，生於1952年5月，現任本公司獨立非執行董事，中天宏國際諮詢有限公司董事長兼總裁。董女士1978年起先後在財政部、中國進出口銀行、國家國有資產管理局工作，曾任財政部商貿司副司長、國家國有資產管理局企業司司長、財政部部評估司司長，曾任兩屆中國證監會股票發行審核委員會委員和三屆會計獨立審計準則中方專家組成員，是我國資深的財政、財務、經濟、企業管理的專家。董女士1978年畢業於山西財經學院貿易經濟專業，1997年畢業於東北財經大學貨幣銀行專業，註冊會計師。本屆任職期從2001年7月30日至2002年10月31日。

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

Biographical details of the directors are as follows:

Mr. Yu Chengting, born in January 1940, is a senior consultant and Chairman of China Machine Tool Union. Since 1962, Mr. Yu had worked in Beijing No.1 Machine Tool Plant, U.S. Howduo Company, Machine Tool Company of Machinery Committee, Machine Tool Company of Mechanical Electronics Division, Basic Mechanical Equipment Company of Mechanical Division of the State. He has held the positions of Head of Mechanical and Design Division, Deputy Head of Plant, Head of Plant, General Manager, Deputy Head and Head of Company. Mr. Yu graduated from Beijing Mechanical College and holds the title of senior engineer. The appointment is from 30th July, 2001 to 31st October, 2002.

Mr. Tong Yunhuan, born in November 1950, is a professor of the Faculty of Economic Management and the Faculty of Public Administration of Qinghua University, member and Chief Secretary of the Education Guidance Committee of master program of Business Administration of the State. As a leader and major researcher, Mr. Tong has completed 10 scientific research projects of provincial and departmental levels or above. With regards to his accomplishment in scientific research, Mr. Tong has received the first prize for advancement in science and technology awarded by the Education Department and the second prize for advancement in science and technology of Yunnan Province. Mr. Tong graduated from the Faculty of Machinery of Huazhong Polytechnic University in 1982 with a bachelor degree. Mr. Tong graduated from Qinghua University in 1986 specialising in management engineering with a postgraduate's degree. He has been a visiting scholar, professor and tutor to doctorate students of Waterloo University in Canada. The appointment is from 30th July, 2001 to 31st October, 2002.

Ms. Dong Juan, born in May 1952, is the Chairman and Chief Executive of Zhong Tian Hong International Consultant Company Limited. Since 1978, Ms. Dong has worked in the Ministry of Finance, China Export Bank and the State-owned Assets Management Bureau of the State. She has held the positions of Deputy Chief of the Trade Department under the Ministry of Finance, the Chief of the Corporate Department of the state-owned Assets Management Bureau of the state, the Chief of the Valuation Department of the Ministry of Finance. She has been member of the Audit Committee of Issue of Shares under China Securities Regulatory Commission for two sessions and member of Chinese Experts Group of Independent Accounting and Auditing Standards for three sessions. She is an experienced Chinese expert in finance, economy and corporate management. Ms. Dong graduated from Shanxi Financial and Economic College in 1978 with specialization in economics, and graduated from Northeast Financial and Economic University in 1997 majoring in money banking. She holds the title of registered accountant. The appointment is from 30th July, 2001 to 31st October, 2002.

董事、監事及高級管理人員**本公司監事的履歷如下：**

沈國榮先生，生於1948年10月，現任本公司監事會主席，昆明昆機集團公司紀委書記、黨委組織部部長、昆明昆機集團公司勞動人事處處長。沈先生1968年進入昆明機床廠，長期從事勞動人事管理工作，1995年至今先後任黨委組織部副部長、部長和勞動人事處副處長、處長職務。沈先生1988年畢業於經濟管理刊授聯合大學企業管理專業，專科學歷，經濟師，中共黨員。本屆任職期從2001年7月30日至2002年10月31日。

李育恩先生，生於1960年3月，現任本公司職工監事，本公司計劃銷售部主任。李先生於1983年進入昆機，一直從事技術和管理工作，1996年5月起擔任鑄鍛廠副廠長、廠長。李先生畢業於陝西機械學院，1983年獲鑄造工藝及設備專業工學學士學位，大學本科學歷，高級工程師，中共黨員。本屆任職期從1999年11月1日至2002年10月31日。

孫興鐸先生，生於1954年10月，現任本公司監事，西安交通大學產業(集團)總公司監事會主席。孫先生長期負責行政及財務管理工作，自1979年起在陝西財經學院工作，曾任陝西財經學院總務處副處長、機關總支書記、財務處處長、院長助理、院黨委委員，2000年6月任西安交通大學產業(集團)總公司監事會主席，中共黨員，副研究員。本屆任職期從2001年7月30日至2002年10月31日。

郭俊玉女士，生於1956年5月，現任本公司監事，西安交通大學產業(集團)總公司財務部部長。郭女士長期從事於財務管理工作，1983年至1991年在陝西省輕工業廳工作(其中1986年曾在安徽大學經濟學院學習)，1991年至今在西安交通大學工作，1994年任西安交通大學產業(集團)總公司財務負責人，中共黨員，大專學歷，會計師。本屆任職期從2001年7月30日至2002年10月31日。

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT**Biographical details of the supervisors are as follows:**

Mr. Shen Guorong, born in October 1948, is the Director of the Organization Department and the Director of the Labour and Personnel Section of the Party Committee of Kunming Kun Ji Group Company. Mr. Shen joined Kunming Machine Tool Plant in 1968 and has extensive experience in labour management. Since 1995 up till now, he has held the positions of Deputy Director and Director of the Organization Department and Deputy Director and Director of the Labour and Personnel Section of the Party Committee. Mr. Shen graduated from Economic Management Correspondence Union University in 1988 majoring in corporate management with professional qualification and holds the title of economist. The appointment is from 30th July, 2001 to 31st October, 2002.

Mr. Li Yuen, born in March 1960, is Head of General Purpose Tool Plant of Kunming Machine Tool Company Limited. Mr. Li joined Kunming Machine Tool Plant in August 1971. Since 1989, he had held the positions of Head of Section and Head of General Purpose Tool Workshop of Kunming Machine Tool Plant. In 1993, he became Deputy Head and then Head of General Purpose Tool Plant of Kunming Machine Tool Company Limited. Mr. Li graduated from Staff Middle College of Kunming Machine Tool Plant in 1988 with specialization in mechanical manufacturing technology and holds the title of assistant engineer. The appointment is from 30th July, 2001 to 31st October, 2002.

Mr. Sun Xingduo, born in October 1954, is Chairman of the Supervisory Committee of Xian Jiaotong University Industrial (Group) Incorporation. Mr. Sun has extensive experience in administration and financial management. Since 1979, Mr. Sun has been working in Shaanxi Financial and Economic College and held the positions of Deputy Director of the General Affairs Office, Secretary of the General Departmental Branch, Head of Financial Department, Assistant to Chancellor of College, member of the Party Committee of Shaanxi Financial and Economic College. In June 2000, Mr. Sun held the positions of Chairman of the Supervisory Committee, member of the Chinese Communist Party and associate researcher of Xian Jiaotong University Industrial (Group) Incorporation. The appointment is from 30th July, 2001 to 31st October, 2002.

Ms. Guo Junyu, born in May 1956, is the Director of the Financial Department of Xian Jiaotong University Industrial (Group) Incorporation. Ms. Guo has extensive experience in financial management. From 1983 to 1991, she had worked in the Light Industry Department of Shaanxi Province (during which she was studying in the Faculty of Economics of Anhui University in 1986). Since 1991 and up till now she has been working in Xian Jiaotong University. She was the financial executive of Xian Jiantong Industrial (Group) Incorporation and a member of the Chinese Communist Party in 1994. She is a college graduate and an accountant. The appointment is from 30th July, 2001 to 31st October, 2002.

董事、監事及高級管理人員（續）

本公司監事的履歷如下：（續）

李旭樵先生，生於1950年10月，現任本公司監事，本公司通用件廠廠長。李先生1971年8月進入昆明機床廠。自1989年任昆明機床廠通用車間科長、主任。1993年昆明機床股份有限公司通用件廠副廠長、廠長。李先生1988年畢業於昆明機床廠職工中專機械製造工藝專業，助理工程師。本屆任職期從2001年7月30日至2002年10月31日。

本公司高級管理人員的履歷如下：

穆永平先生，生於1964年7月，現任本公司副總經理。此前曾任中外合資丹陽興聯鋁箔製品有限公司敘務副總經理、江蘇大亞新型包裝材料股份有限公司總經理助理，協助總經理分管市場營銷工作。穆先生長期從事企業的生產管理和市場管理工作，在企業人力資源開發和綜合管理方面有着豐富的經驗。穆先生在1987年至1995年間，先後擔任內蒙古漆包線廠廠辦主任、企管辦主任和副廠長等職。穆先生畢業於西安交通大學，1987年獲管理工程專業工學學士學位，1998年畢業於中國人民大學，獲工商管理碩士學位，研究生學歷。

秦建中先生，生於1954年9月，現任本公司副總經理，昆明機床集團公司副總經理。秦先生1982年進入昆明機床廠，一直從事技術和管理工作，歷任車間技術員、副主任、主任、勞動人事部副主任、主任、本公司監事會監事、董事會董事。秦先生1982年畢業於內蒙古工學院，1991年畢業於西安交通大學，獲技術經濟專業碩士學位，研究生學歷，工程師和高級經濟師，中共黨員。

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT (CONTINUED)

Biographical details of the supervisors are as follows:

Mr. Li Yuen, born in October 1950, is a university graduate and holds the title of senior engineer. He is currently the Factory Director of the casting factory of the Company. He joined the Company in 1983 and has engaged in technology and management matters. He had held the positions of Deputy Factory Director of the casting factory of the Company since May 1996. The appointment is from 1st November, 1999 to 31st October, 2002.

Biographical details of the senior management are as follows:

Mr. Mu Yongping, born in July 1964, is currently the assistant general manager of Jiangsu Da Ya New Packaging Material Company assisting the general manager with marketing. He was once the managing deputy general manager of Dan Yang Xing Lian Aluminium Foil Product Company, a Chinese enterprise. Mr. Mu has for years been engaged in enterprise production management and marketing management and has broad experience in the enterprise human resources development and comprehensive management. From 1987 to 1998, he was successively the plant office manager, the director for the enterprise management office and the vice director of the Inn Mongolia Enamel-insulated Wire Plant. From 1995 to 1998, he studied in the MBA program of the People's University of China and obtained a master's degree. Mr. Mu graduated from Xian Transportation University and obtained a bachelor's degree in industry and enterprise management in 1987. He is a Chinese Communist Party member.

Mr. Qin Jianzhong, born in September 1954, is a Deputy General Manager of the Company. He joined Kunming Machine Tool Plant in 1982 and has extensive experience in the technical area and management. He has held the position of Technician, Deputy Director and the Director of Workshop, Deputy Head of the Labour and Personnel Section, Supervisor of the First Supervisory Committee of the Company of the Company and Deputy Head, Head of the Labour and Personnel Department, Executive Director and Financial Manager of the Company. Mr. Qin graduated from Neininggu Institute of Engineering in 1982, obtained a master's degree from Xian Jiaotong University in 1990 and holds the titles of engineer and senior economist. He is a Chinese Communist Party Member. The appointment is from 1st November, 1999 to 31st October, 2002.

董事、監事及高級管理人員（續）

本公司高級管理人員的履歷如下：（續）

吳可天先生，生於1948年10月，現任本公司副總經理，昆明昆機集團公司副總經理。吳先生1969年進入昆明機床廠，長期從事生產、計劃管理工作，歷任昆明機床廠車間副主任、主任、生產處副處長、處長，本公司生產部主任，總經理助理兼生產部主任。吳先生畢業於昆明第一機械部昆明機床廠半工半讀中等技術學校，中專學歷，經濟師，中共黨員。

馬衛國先生，生於1953年10月，現任本公司副總經理。馬先生畢業於西安交通大學，1981年獲電腦專業工學碩士學位，研究生學歷，副教授。馬先生一直從事電腦技術應用的科技開發工作，曾任西安遠通機器製造有限公司總經理、西安交大思源科技股份有限公司副總經理等到職。

劉健先生，生於1966年3月，現任本公司財務總監。劉先生長期從事會計及財務管理工作，有豐富的職業經驗和廣泛的行業閱歷。1987年至1998年供職於北京迅達電梯有限公司財務部，先後擔任會計、主管會計、副經理。1994年赴新加坡美國SSA亞太培訓中心MRP/BPCS系統培訓。1998年至2000年供職於北京聯迪資訊系統有限公司（港資，IT業）任財務總監。2000年至2001年供職於西安交大思源科技股份有限公司財務部部長。劉先生畢業於西安交通大學，1987年獲工業管理工程專業工學學士學位，大學本科學歷，中共黨員。

張曉毅先生，生於1964年4月，現任本公司總工程師。張先生於1985年進入昆明機床廠，長期從事機床設計和技術管理工作。曾任本公司技術中心副主任、主任、總經理助理。獲1996年度雲南省有突出貢獻專業技術人才三等獎。1998年遴選為雲南省中青年技術帶頭人後備人才。張先生畢業於哈爾濱科技大學，1985年獲機械製造工藝專業工學學士學位，大學本科學歷，高級工程師，中共黨員。

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT (CONTINUED)

Biographical details of the senior management are as follows: (Continued)

Mr. Wu Ketian, born in October 1948, is a Deputy General Manager of the Company. He joined Kunming Machine Tool Plant in 1969 and has extensive experience in production, planning and management. He has held the positions of Deputy Head and then Head of Workshops, Deputy Director and then Director of Production Section of Kunming Machine Tool Plant, and Head of Production Department of the Company and then Assistant General Manager and Head of Production Department of the Company. Mr. Wu is a high school graduate and holds the title of economist. The appointment is from 1st November, 1999 to 31st October, 2002.

Mr. Ma Weiguo, born in October 1953, graduated from the computer science department of the Xian Transportation University with a master of engineering degree in 1982. Mr. Ma has been engaged in the scientific and technological development of the computer science application and was lecturer and associate professor. He was the general manager of the Xian Yuan Jin Machinery Manufacturing Company and a deputy general manager of Si Yuan Science and Technology Company.

Mr. Liu Jian, born in March 1966, has for years been engaged in accounting and financial management and has broad professional experience. From 1987 to 1998, he has served in the finance department of Beijing Xu Da Elevator Company, and was an accountant, supervising accountant and deputy general manager there. In 1994, he went to Singapore for training in MRP/BPCS System by the USA SSA Asian Pacific Training Center. From 1998 to 2000, he served as the financial controller of Beijing Lian Di Information System Company (a Hong Kong venture in IT industry). He is the director of the finance department of Si Yuan Science and Technology Company of the Xian Transportation University from 2000 to 2001. Mr. Liu was a student in the industry management and engineering program of the Xian Transportation University from 1983 to 1987 and graduated with a bachelor's degree. He is a Chinese Communist Party member.

Mr. Zhang Xiaoyi, born in April 1964, is the Chief engineer of the company. Mr. Zhang joined Kunming Machinery Company in 1985 and has for years been engaged in the machinery design and technical management. In 1996, he became the vice director of the technical center and was awarded the Third Prize for Professionals with Outstanding Contribution of the Yunnan Province. In 1998 he was elected the Backup of Young and Middle-aged Technical Leaders of Yunnan Province. Mr. Zhang graduated from the machinery manufacturing technique department of Harbin Science and Technology University in 1985 with a bachelor's degree and he is a senior engineer.

董事、監事及高級管理人員（續）

本公司高級管理人員的履歷如下：（續）

趙乃兵先生，生於1965年2月，現任本公司總經濟師。趙先生長期從事企業的項目發展和綜合管理工作，1987年至1997年任職於西北輕工業學院工商管理系，曾任教研室主任和系副主任，期間在1988年度在寶雞電機廠掛職鍛煉一年，主要從事企業升級及管理規劃工作。1997年至1998年任西安和光電子有限責任公司市場拓展部部長，1998年至2000年任西安通瑞新材料開發有限責任公司副總經理兼計劃管理部部長，2000年至2001年任西安交大思源科技股份有限公司企業發展與管理部部長。趙先生畢業於西安交通大學，1987年獲工程管理專業學士學位，1995年獲工業外貿專業碩士學位，研究生學歷，副教授，中共黨員。

馮思忠先生，生於1946年10月，現任本公司董事會秘書(公司秘書)兼任證券部主任。於1978年進入昆機，一直從事技術和管理工作。歷任昆機總工程師辦公室副主任、主任、副總經理兼計劃處處長、企業管理部主任，馮先生1970年畢業於西北工業大學，大學本科學歷，高級經濟師，中共黨員。

DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT (CONTINUED)

Biographical details of the senior management are as follows: (Continued)

Mr. Zhao Naibin, born in February 1965, is the Chief engineer of the company. Mr. Zhao has for years been engaged in project development and comprehensive management. He taught at the business administration department of the Northwest Light Industry College, and was the section chief and associate department head from 1987 to 1997, and took a leave in 1998 to work in Bao Ji Electrical Machinery Plant for one year engaging in enterprise upgrading and management planning. From 1997 to 1998 he was the market development director for Xian He Guang Electronic Limited Company and from 1998 to 2000, he was a deputy general manager and planning management director of Xian Tong Rui New Material Development Limited. From 2000 to 2001, he is the director of the enterprise development and administration department of Si Yuan Science and Technology Company of the Xian Transportation University. Mr. Zhao graduated from Xian Transportation University with a bachelor's degree from the engineering management program in 1987 and a master's degree from the industry and foreign trade program in 1995. He is a Chinese Communist Party Member.

Mr. Feng Sizhong, born in October 1946, is a university graduate and holds the title of senior economist. He is Company Secretary to the Board of Directors and he also acts as the Company's Head of Corporate Management Department. He joined Kunming Machine Tool Plant in 1978 and has extensive technical and management experience. He has held the positions of Deputy Head and then Head of Chief Engineer Office, Deputy Chief Economist and Head of Planning Department and Corporate Management Department. The appointment is from 1st November, 1999 to 31st October, 2002.

年度報酬情況

本年度，現任董事、監事和高級管理人員報酬總額為人民幣94.5萬元。金額最高的前三名董事的報酬總額為人民幣23.8萬元，金額最高的前三名高級管理人員的報酬總額為人民幣23萬元。董事報酬在人民幣8-10萬元之間有1人，5-8萬元之間有4人，1-3萬元之間有2人，0.4-0.8萬元之間有11人；監事報酬在人民幣0.3-0.8萬元之間有6人，2-4萬元之間有2人；高級管理人員報酬在人民幣5-10萬元之間有6人，3-4萬元之間有5人。

本公司董事岳華峰先生、王尚錦先生、張超先生、蔣莊德先生、溫培雄先生在西安交通大學產業(集團)總公司領取報酬，在本公司領取年度津貼。

三位獨立董事于成廷、全允桓先生、董娟女士均不在公司領取報酬，而是領取年度津貼，其獨立董事年度津貼標準為人民幣18000元。三位獨立董事在本公司任職五個月，領取津貼分別為人民幣7500元。

監事沈國榮先生在昆明昆機集團公司領取報酬，在本公司領取年度津貼。

監事孫興鐸先生、郭俊玉女士在西安交通大學產業(集團)總公司領取報酬，在本公司領取年度津貼。

FEES AND OTHER EMOLUMENTS

Fees and other emoluments amounting to RMB945,000 were paid by the Company to the above directors, supervisors and senior management for the year ended 31st December, 2001. The remuneration for the three highest paid directors totalled RMB238,000 and the remuneration of the three highest paid senior management staff also totalled RMB230,000. For director's remuneration, 1 person is entitled to the sum ranging from RMB80,000 to RMB100,000, 4 persons are entitled to the sum ranging from RMB50,000 to RMB80,000, 2 persons are entitled to the sum ranging from RMB10,000 to RMB30,000, eleven persons are entitled to the sum ranging from RMB4,000 to RMB8,000. For the remuneration for supervisors, 6 persons are entitled to the sum ranging from RMB3,000 to RMB8,000, 2 persons are entitled to the sum ranging from RMB20,000 to RMB40,000. For the remuneration for senior management staffs, 6 persons are entitled to the sum ranging from RMB50,000 to RMB100,000, 5 persons are entitled to the sum ranging from RMB30,000 to RMB40,000.

Mr. Yue Huafeng, Mr. Wang Shangjin, Mr. Zhang Chao, Mr. Jiang Zhuangde and Mr. Wen Peixiang, the executive directors of the Company, are entitled to remuneration granted by Xian Jiaotong University Industrial (Group) Incorporation and are entitled to allowances granted by the Company.

Mr. Yu Chengting, Mr. Tong Yunhuan and Ms. Dong Juan, the independent non-executive directors are not entitled to remuneration granted by the Company but are entitled to allowances granted by the Company. The annual allowance for an independent non-executive directors is amounted to RMB18,000. These three independent non-executive directors were employed by the Company for 5 months only, thus each of the independent non-executive director only entitled to an allowance of RMB7,500.

Mr. Shen Guorong, the supervisor, is entitled to remuneration granted by the Kun Ji Group Company and also entitled to an allowance granted by the Company.

Mr. Sun Xingduo and Ms. Guo Junyu are entitled to remuneration granted by Xian Jiaotong University Industrial (Group) Incorporation and they also entitled to an allowance granted by the Company.

董事、監事及高級管理人員和員工情況（續） DIRECTORS, SUPERVISORS, SENIOR MANAGEMENT AND COMPANY STAFF (CONTINUED)

在報告期內離任的董事、監事、高級管理人員姓名及離任原因

本報告期內，因為公司資產重組原因，本公司董事李雲祥先生、秦建中先生、孫傳良先生、梁文選先生、孫效良先生、李明德先生辭去董事職務，監事李仁忠先生、張映海先生、湯建新先生辭去監事職務。李雲祥、李仁忠等九位先生，自任公司高層管理工作以來，為本公司做了大量的工作，為公司的發展做了積極的努力，做出了貢獻。公司向他們表示衷心感謝。

聘任或解聘公司經理、副總經理、財務負責人、董事會秘書等高級管理人員的情況

聘任高揚仁先生為本公司總經理、張漢榮先生為本公司常務副總經理、公司財務負責人；穆永平先生、秦建中先生、吳可天先生、程雲川先生、馬衛國先生為本公司副總經理；劉健先生為本公司財務總監；張曉毅先生為本公司總工程師；趙乃兵先生為本公司總經濟師；馮思忠先生為本公司董事會秘書。指定曲莘野女士為董事會秘書授權代表（證券事務代表）。

李文榮先生不再擔任本公司總經理；秦建中先生不再擔任本公司財務負責人。

公司員工情況

截止2001年12月31日，本公司員工人數為：2435人，其中：生產人員：1813人，銷售人員48人，技術人員409人，財務人員：14人，管理人員：102人。本公司員工中擁有大專以上學歷：460人，中專學歷：244人。高級專業技術職稱：38人，中級專業技術職稱：167人。

本報告期內退休員工：98人。

CHANGE OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT DURING THE REPORTING PERIOD AND REASONS THEREOF:

During the year, due to the Assets Restructuring, the directors of the Company Messrs. Li Yunxiang, Qin Jianzhong, Sun Chuangliang, Liang Wenxuan, Sun Xiaoliang and Li Mingde and supervisors Messrs. Li Renzhong, Zhang Yinghai and Tang Jianxin ceased their positions. These nine persons contributed their great efforts to the development of the Company during their term of office. The Company expressed its gratitude to them.

APPOINTMENT OR CESSATION OF DIRECTORS, ASSISTANT MANAGER, FINANCIAL MANAGER, COMPANY SECRETARY TO THE BOARD OF DIRECTORS AND OTHER SENIOR MANAGEMENT:

Under the nomination of General Manager Mr. Gao Yangren, Mr. Zhang Hanrong is appointed as the Standing Deputy General Manager of the Company and the Financial Controller of the Company; Messrs. Mu Yongping, Qin Jianzhong, Wu Ketian, Cheng Yunchuan and Ma Weiguo are appointed as Deputy General Managers; Mr. Liu Jian is appointed as Chief Financial Officer of the Company; Mr. Zhang Xiaoyi is appointed as Chief Engineer of the Company and Mr. Zhao Naibin is appointed as Chief Economist of the Company, Mr. Feng Sizhong is appointed as the Secretary to the Board of Directors of the Company. Ms. Qu Xinye is appointed as the authorized representative of the Secretary to the Board of Directors (Securities Representative).

Mr. Li Wenrong has ceased his position as the General Manager of the Company and Mr. Qin Jianzhong has ceased his position as the Financial Manager of the Company.

COMPANY STAFF

As at 31st December, 2001, the Company had total of 2,435 employees, 1,813 of which are production staff, 48 of which are sales personnel, 409 of which are technical staff, 14 of which are financial staff, 102 of which are senior management, 460 are graduates of University, 244 are graduates of secondary schools, 38 employees are highly qualified and 167 employees are intermediate qualified.

During 2001, 98 employees retired.

董事、監事及高級管理人員和員工情況（續）

DIRECTORS, SUPERVISORS, SENIOR MANAGEMENT AND COMPANY STAFF (CONTINUED)

董事、監事及高級管理人員持股情況：

於2001年12月31日止，本公司依據(公開權益)條例第29條而保存之登記冊所載，各董事、監事、高級管理人員及其聯繫人士於本公司之股本權益如下：

DIRECTORS', SUPERVISORS' AND SENIOR MANAGEMENT'S INTERESTS IN SHARES

As at 31st December, 2001, the interests of the directors, supervisors, senior management and their associates in the share capital of the Company recorded in the register maintained by the Company pursuant to section 29 of the Securities (Disclosure of Interests) Ordinance of Hong Kong ("SDI Ordinance") were as follows:

姓名 Name	職務 Position	身份證號碼 Identity card number	年初持股數 Shareholdings at beginning of the year		年末持股數 Shareholdings at end of the year	
			個人 Personal interests	家庭 Family	個人 Personal interests	家庭 Family
岳華峰 Yue Huafeng	董事長 Chairman	610103611123243	—	—	—	—
高揚仁 Gao Yangren	副董事長兼總經理 Vice-chairman and General Manager	530111460415443	—	—	—	—
李文榮 Li Wenrong	執行董事 Executive Director	530111621030005	—	—	—	—
郭尚武 Guo Shangwu	執行董事 Executive Director	530111461005003	—	—	—	—
王尚錦 Wang Shangjin	執行董事 Executive Director	610103420929241	—	—	—	—
張漢榮 Zhang Hanrong	執行董事 Executive Director	610103641028245	—	—	—	—
張超 Zhang Chao	執行董事 Executive Director	610103720711241	—	—	—	—
程雲川 Cheng Yunchuan	執行董事兼副總經理 Executive Director and Deputy General Manager	530901620722033	—	—	—	—
蔣莊德 Jiang Zhuangde	執行董事 Executive Director	610103550804241	—	—	—	—
溫培雄 Wen Peixiong	執行董事 Executive Director	610103531002243	—	—	—	—
于成廷 Yu Chengting	獨立非執行董事 Independent Non-executive Director	110105400124081	—	—	—	—
仝允桓 Tong Yunhuan	獨立非執行董事 Independent Non-executive Director	110108501108893	—	—	—	—
董娟 Dong Juan	獨立非執行董事 Independent Non-executive Director	110102520503238	—	—	—	—

董事、監事及高級管理人員和員工情況 (續)
DIRECTORS, SUPERVISORS, SENIOR MANAGEMENT AND COMPANY STAFF (CONTINUED)

董事、監事及高級管理人員持股情況:(續)

DIRECTORS', SUPERVISORS' AND SENIOR MANAGEMENT'S INTERESTS IN SHARES (CONTINUED)

姓名 Name	職務 Position	身份證號碼 Identity card number	年初持股數 Shareholdings at beginning of the year		年末持股數 Shareholdings at end of the year	
			個人 Personal interests	家庭 Family	個人 Personal interests	家庭 Family
沈國榮 Shen Guorong	監事會主席 Supervisor	530111481014001	—	—	—	—
李育恩 Li Yuen	監事 Supervisor	530111600316003	—	—	—	—
孫興鐸 Sun Xingduo	監事 Supervisor	610113541020001	—	—	—	—
李旭樵 Li Xuqiao	監事 Supervisor	530111501007001	—	—	—	—
郭俊玉 Guo Junyu	監事 Supervisor	610103560517244	—	—	—	—
穆永平 Mu Yongping	副總經理 Deputy General Manager	610103640730245	—	—	—	—
秦建中 Qia Jian Zhong	副總經理 Deputy General Manager	530111540918003	—	—	—	—
吳可天 Wu Ke Tian	副總經理 Deputy General Manager	530111481013003	—	—	—	—
馬衛國 Ma Weiguo	副總經理 Deputy General Manager	610103531031243	—	—	—	—
劉健 Liu Jian	財務總監 Chief Financial Officer	110106660320151	—	—	—	—
張曉毅 Zhang Xiaoyi	總工程師 Chief Engineer	530111640419005	—	—	—	—
趙乃兵 Zhao Naibin	總經濟師 Chief Economist	610402650206121	—	—	—	—
馮思忠 Feng Sizhong	董事會秘書 Secretary to the Board of Directors	530111451228005	—	—	—	—

除上文披露者外，於2001年12月31日止，各董事、監事、高級管理人員或其聯繫人士概無於本公司或其任何關聯公司(定義見(公開權益)條例)之股份中擁有權益。

As at 31st December, 2001, none of the directors, supervisors, senior management or their associates had interests in the shares of the Company or any of its associated corporations as defined in the SDI Ordinance.

董事、監事及高級管理人員和員工情況（續）
DIRECTORS, SUPERVISORS, SENIOR MANAGEMENT AND COMPANY STAFF (CONTINUED)

董事、監事及高級管理人員購買股份或債券之權利

於本報告期內任何時間，本公司概無訂立任何安排，致使本公司董事、監事或高級管理人員及其配偶或18歲以下子女可以藉購買本公司或任何其他法人團體之股份或債權而獲益。

董事、監事及高級管理人員之合約權益

於結算日或本報告期內任何時間，本公司並無簽訂任何董事、監事或高級管理人員

DIRECTORS', SUPERVISORS' AND SENIOR MANAGEMENT'S RIGHTS TO ACQUIRE SHARES OR DEBENTURES

At no time during the year was the Company a party to any arrangement to enable the directors, supervisors or members of senior management or their spouses or children under 18 to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

DIRECTORS', SUPERVISORS' AND SENIOR MANAGEMENT'S INTERESTS IN CONTRACT

No contracts of significance to which the Company was a party and in which a director, supervisor or members of senior management had a material interest, whether directly or indirectly, existed at the end of the year or at any time during the year.