

在報告期內，本公司召開了二零零零年度股東週年大會及二零零一年臨時股東大會。具體情況如下。

二零零一年一月十七日，本公司董事會發出了關於召開二零零一年臨時股東大會的通告，並於二零零一年三月六日，在四川省德陽市黃河西路13號公司會議室召開二零零一年臨時股東大會。大會審議通過了以下決議：

1. 選舉張繼烈先生、張天德先生、賀建華先生為董事；
2. 選舉李紅東先生為監事；
3. 將原安排於國外合資生產汽輪發電機的中方投資人民幣60,000千元改變其投向，用於彌補本公司營運資金之不足。

二零零一年臨時股東大會決議公告刊登於二零零一年三月七日內地的《上海證券報》及香港的《文匯報》、《Hong Kong iMail》(英文)。

二零零一年四月九日，本公司董事會發出了關於召開二零零零年度股東週年大會的通告，並於二零零一年五月二十五日，在四川省德陽市黃河西路13號公司會議室召開二零零零年度股東週年大會。大會審議通過了以下決議：

經股東週年大會審議，以特別決議方式全票通過修改《公司章程》決議：

《公司章程》第十五條公司經營範圍內增加如下內容：「承包境外發電設備、機電、成套工程和境內國際招標工程；上述境外工程所需的設備、材料出口；對外派遣實施上述境外工程所需的勞務人員。風力發電設備製造銷售，鍛件、衝壓件、絕緣件製造銷售。」

During the reporting period, the Company had held the annual general meeting for 2000 and an extraordinary general meeting for 2001. The details of these meetings are as follows:

On 17 January 2001, the Board of Directors of the Company issued an announcement convening the extraordinary general meeting for 2001. On 6 March 2001, an extraordinary general meeting was held at the Company's conference room, 13 Huanghe West Road, Deyang, Sichuan Province, the PRC. The EGM considered and approved the following resolutions:

1. To elect Mr. Zhang Jilie, Mr. Zhang Tiande and Mr. He Jianhua as directors;
2. To elect Mr. Li Hong Dong as supervisor;
3. An investment of RMB 60,000,000 originally allocated as the Chinese contribution to the foreign joint venture projects of hydro turbine generators has been reallocated to fill the shortfall of the Company's working capital.

The announcement of the resolutions passed by the extraordinary general meeting was published on Shanghai Security Daily in the PRC and Wen Wei Po, Hong Kong iMail (in English) in Hong Kong on 7 March 2001.

On 9 April 2001, the Board of Directors of the Company issued announcement convening the annual general meeting for 2000. On 25 May 2001, the annual general meeting for 2000 was held at the Company's conference room, 13 Huanghe West Road, Deyang, Sichuan Province, the PRC. The AGM considered and approved the following resolutions:

After being considered by the annual general meeting, the special resolution of amendment of Articles of Association was passed unanimously:

Article 15 of the Articles of Association concerning the scope of business of the Company was supplemented as follows: "contracting for overseas' power generating equipment, electromechanical and complete projects as well as tender for domestic international projects; export of equipment and materials necessary for the above overseas' projects; deployment of staff necessary for the above overseas' projects; manufacturing and sale of wind power generating equipment and manufacturing and sale of forge pieces, compressors and insulators,"



經股東週年大會審議，以普通決議方式全票通過如下決議：

1. 批准本公司二零零零年度董事會工作報告。
2. 批准本公司二零零零年度監事會工作報告。
3. 批准本公司二零零零年度經審核的財務報告，及二零零一年工作計劃報告。
4. 批准本公司二零零零年度稅後利潤分配方案，即：
 - (1) 按稅後利潤的10%提取法定公積金。
 - (2) 按稅後利潤的5%提取法定公益金。
 - (3) 不派發二零零零年度末期股息，也無資本公積金轉增股本。
 - (4) 其餘結轉二零零一年。
5. 批准聘任本公司二零零一年度核數師，決定續聘德勤·關黃陳方會計師行(香港執業會計師)和深圳天健信德會計師事務所(中國註冊會計師)分別為本公司二零零一年度國際核數師及國內法定核數師，並授權董事會決定其酬金。
6. 批准出售員工住房的財務政策。

股東大會決議公告刊登於二零零一年五月二十八日內地的《上海證券報》及香港的《文匯報》、《Hong Kong iMail》(英文)。

The following resolutions were considered and unanimously passed at the Annual General Meeting by way of ordinary resolution:

1. Approval of Report of the Board of Directors for the year 2000;
2. Approval of Report of the Supervisory Committee for the year 2000;
3. Approval of Audited Financial Statements for the year 2000 and the Working Plan for the year 2001;
4. Approval of Profit after taxation Appropriation Plan for the year 2000:
 - 1) the appropriation of the 10% of the Company's profits after taxation to the statutory surplus reserve;
 - 2) the appropriation of the 10% of the Company's profits after taxation to the statutory public welfare fund;
 - 3) no distribution of final dividend for the year 2000, and no transfer of capital reserve to increase share capital;
 - 4) the transfer of the balance to 2001.
5. Approval of the re-appointment of Deloitte Touche Tohmatsu (Hong Kong Certified Public Accountants) and Pan China (Schinda) Certified Public Accountants (PRC Certified Public Accountants) as the Company's international and domestic statutory auditors respectively for the year 2001, and authorization of the Board of Directors to fix their remunerations.
6. Approval of the financial policy of disposal of staff housing.

The announcement of above resolutions was published on Shanghai Security Daily, and Wen Wei Po, Hong Kong iMail (in English) of Hong Kong dated 28 May 2001.