

重要提示：

本公司董事會及其董事保證本報告所載資料不存在任何虛假記載、誤導性陳述或者重大遺漏，並對其內容的真實性、準確性和完整性負個別及連帶責任。

公司董事長朱武安先生、總經理王國華先生、財務負責人白凡先生聲明：保證年度報告中財務報告的真實、完整。

一、 公司基本情況簡介

二、 會計數據和業務數據摘要

三、 股本變動及股東情況

四、 董事、監事、高級管理人員
和員工情況

五、 公司治理結構

六、 股東大會情況簡介

七、 董事長報告

八、 董事會報告

九、 監事會報告

十、 重要事項

十一、財務報告

十二、五年業績摘要

十三、備查文件目錄

Important notes:

The members of the Board of Directors of the Company warrant that none of the contents of this report contain any false records, misleading statements or major omissions and that they assume responsibility jointly and severally for the truthfulness, accuracy and completeness of the contents.

Mr. Zhu Wuan, the Chairman, Mr. Wang Guohua, the General Manager and Mr. Bai Fan, Head of Finance Department, have declared that they guarantee for the truthfulness and completeness of the financial statements in this annual report.

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公司基本情況簡介

INTRODUCTION TO THE COMPANY

(一) 有關本公司參考資訊

- 1、 公司名稱
公司法定中文名稱：
北人印刷機械股份有限公司
中文簡稱：
北人股份
公司法定英文名稱：
Beiren Printing Machinery
Holdings Limited
英文縮寫：
BR
- 2、 公司法定代表：
朱武安
- 3、 公司董事會秘書：
戎佩敏
聯繫地址：
中國北京市朝陽區廣渠路南側44號
聯繫電話：010-67748470
傳真：010-67714086
電子郵件：beirengf@beirengf.com
- 4、 公司註冊地址：
中國北京市朝陽區廣渠路南側44號
公司辦公地址：
中國北京市朝陽區廣渠路南側44號
郵政編碼：100022
公司國際互聯網網址：
<http://www.beirengf.com>
電子郵件：beirengf@beirengf.com
- 5、 公司選定的信息
披露報紙：
《上海證券報》、
《香港經濟日報》、
《英文虎報》(英文報)
中國證監會指定的
國際互聯網網址為：
<http://www.sse.com.cn>
公司年度報告備置地點：
北人印刷機械股份有限公司
董事會秘書室
香港備置地點：
胡關李羅律師行
香港中環怡和大廈27樓
- 6、 公司A股上市地：
上海證券交易所
A股簡稱：北人股份
A股代碼：600860
公司H股上市地：
香港聯合交易所
H股簡稱：北人印刷
H股代碼：187

(I) INFORMATION ON THE COMPANY

- 1) Company name:
Legal Chinese name of the company:
北人印刷機械股份有限公司
Chinese abbreviation:
北人股份
Legal English name:
Beiren Printing Machinery
Holdings Limited
English abbreviation:
BR
- 2) Company's legal representative:
Mr. Zhu Wuan
- 3) Company secretary for the Board of Directors:
Madam Rong Peimin
Contact address:
No. 44 Guangqu Road South, Chaoyang District, Beijing, PRC
Telephone: 010-67748470
Facsimile: 010-67714086
E-mail: beirengf@beirengf.com
- 4) Registered address for the company:
No. 44 Guangqu Road South, Chaoyang District, Beijing, PRC
Office address for the company:
No. 44 Guangqu Road South, Chaoyang District, Beijing, PRC
Postal code: 100022
Company's international internet website:
<http://www.beirengf.com>
E-mail: beirengf@beirengf.com
- 5) Name of newspapers designated for
dissemination of company information:
Shanghai Securities Daily
Hong Kong Economic Times
The Standard (English)
Internet website designated by the
China Securities Regulatory Commission:
<http://www.sse.com.cn>
Place for preparing and reference of Annual reports (China):
Secretary's Office of the Board of Directors
of Beiren Printing Machinery Holdings Limited
Place for preparing and reference of Annual reports (Hong Kong):
Woo, Kwan, Lee & Lo
27/F, Jardine House, Central,
Hong Kong
- 6) Place of listing for company's 'A' shares:
Shanghai Stock Exchange
Abbreviated name of 'A' shares: 北人股份
Securities code for 'A' share: 600860
Place of listing for company's 'H' shares:
The Stock Exchange of Hong Kong Limited
Abbreviated name of 'H' share: Beiren Printing
Securities code: 187

公司基本情況簡介 INTRODUCTION TO THE COMPANY

7、 其他有關資料：
在香港主要營業地點：
香港中環怡和大廈27樓
公司首次註冊登記日期：
1993年7月13日
公司變更註冊登記日期：
2003年1月20日
地點：中國北京市
工商登記號碼：1100001501595
稅務登記號碼：
國稅京字110105101717457
股票登記託管機構：
境內上市人民幣普通股(A股)
— 中國證券登記結算有限責任
公司上海分公司
香港上市外資股(H股)
— 香港證券登記有限公司
公司未上市股票的託管機構名稱：
中國證券登記結算
有限責任公司上海分公司
會計師事務所名稱：
德勤華永會計師事務所有限公司
辦公地址：
中國北京王府井大街138號
新東安德勤大樓十一層

會計師事務所名稱：
香港德勤•關黃陳方會計師行
辦公地址：
香港中環干諾道中111號
永安中心26樓

法律顧問名稱：
北京市康達律師事務所
辦公地址：
中國北京朝陽區建國門外大街19號

法律顧問名稱：
胡關李羅律師行
辦公地址：
香港中環怡和大廈27樓

股東接待日：
每月10日及20日(節假日順延)
(公司每星期六、星期日休息)
上午9:00-11:00 下午2:00-4:00

7) Other related information:
Main place of business in Hong Kong:
27/F, Jardine House, Hong Kong
Date of first business registration of the Company:
13th July 1993
Date of change in business registration of the Company:
20th January 2003
Place of registration: Beijing, China
Business registration number: 1100001501595
Tax registration number:
Guo Shui Jing Zi 110105101717457
Registrars of shares:
Domestic Rmb denominated ordinary shares ('A' shares):
— Shanghai Securities Registration and Clearing Centre
Limited Liability Company, Shanghai Branch
Hong Kong overseas shares ('H' shares):
— Hong Kong Registrars Limited
Custodian of the unlisted shares of the Company:
Shanghai Securities Registration and Clearing Centre
Limited Liability Company, Shanghai Branch
Auditor:
Deloitte Touche Tohmatsu (Hua Yong)
Certified Public Accountants
Address of auditor:
Deloitte Tower, 11/F, Sun Dong An Plaza, 138 Wangfujing
Dajie, Beijing, China

Auditor:
Deloitte Touche Tohmatsu,
Certified Public Accountants, Hong Kong
Address of auditor:
26/F, Wing On Centre,
111 Connaught Road Central, Hong Kong

Legal adviser: China Kang Da Law Office
Address of legal adviser:
No. 19, Jianguomenwai Dajie, Chaoyang District,
Beijing, China

Legal adviser: Woo, Kwan, Lee & Lo
Address of legal adviser:
27/F, Jardine House, Central, Hong Kong

Reception of shareholder enquiries:
10th and 20th of each month (or on the
following business day if it falls on a public holiday)
9:00-11:00a.m. 2:00-4:00p.m.



北人印刷機械股份有限公司搬遷至位於北京亦莊的國家級高新技術開發區的鳥瞰圖。
The aerial view of the new site of Beiren Printing Machinery Holdings Limited located at State-standard High and New Technology Development Zone, Beijing, Yi Zhuang.

公司基本情況簡介

INTRODUCTION TO THE COMPANY

(二) 公司基本狀況

1、 公司沿革

本公司是由北人集團公司獨家發起設立的股份有限公司，於一九九三年七月十三日在工商行政管理局登記註冊成立，並於一九九三年七月十六日經國家體改委體改生（一九九三年）118號文件批准，轉為可在境內及香港公開發行股票並上市的社會募集股份有限公司。經國務院證券委員會等有關部門批准，本公司於一九九三年和一九九四年分別在香港和上海發行H股和A股，並分別於一九九三年及一九九四年在香港聯合交易所及上海證券交易所上市。二零零二年經中國證券監督管理委員會證監發行字[2002]133號文核准，本公司增發2,200萬股A股，並於二零零三年一月十六日在上海證券交易所上市。

2、 經營業務範圍

開發、設計、生產、銷售印刷機械、鍛壓設備、包裝機械、商用表格印刷機、商用輪轉印刷機、商用柔性版印刷機、凹印機、前述機械設備的零配件；技術諮詢、技術服務；經營本企業和成員企業自產產品及技術出口業務；本企業和成員企業生產所需的原輔材料、儀器儀錶、機械設備零配件及技術的進口業務（國家限定公司經營和國家禁止進出口的商品除外）；經營進料加工和「三來一補」業務。

(II) COMPANY BACKGROUND

1) History

The Company is a joint stock company established by Beiren Group Corporation as the sole promoter. On 13 July 1993, the Company was registered with the Administration Bureau of Industry and Commerce. The Company was approved to become a joint stock limited company established by public offer of shares domestically and in Hong Kong on 16th July 1993 with regard to the approval document Ti Gai Sheng (1993) No. 118 from the State Commission for Restructuring Economic System. Pursuant to the approval of the China Securities Regulatory Commission of the State Council and other relevant authorities, the Company issued 'H' shares in Hong Kong in 1993 and 'A' shares in Shanghai in 1994. The 'H' shares were listed on The Stock Exchange of Hong Kong Limited in 1993 and the 'A' shares were listed on the Shanghai Stock Exchange in 1994. Upon the approval of document Zheng Jian Fa Hang Zi [2002] No. 133 issued by China Securities Regulatory Commission in 2002, the Company issued 22,000,000 additional A shares which were listed on the Shanghai Stock Exchange on 16 January 2003.

2) Business operations

Development, design, manufacturing and sales of printing presses, pressing machines, packing machines, business forms printing presses, commercial revolving presses (商用輪轉印刷機), commercial soft cover presses (商用柔性版印刷機), intaglio presses, the parts and components for the aforesaid machines; technical consultancy, technical support; management of the export of own enterprises' and member enterprises' self-produced products and technology; the import of own enterprises and member enterprises production of the required auxiliary materials, instruments and meters, machines, parts and components and technology (apart from those products restricted by the State from being imported, exported); managing throughput processing and the operation of "Three in, one added".



On 8 September 2002, the Company was awarded with "the Top 100 Title for Core-competitiveness in the Chinese Machinery Industry and Enterprise for 2001" (right) at the 3rd Chinese Machinery Industry and Enterprise Management Forum. Such valuation was determined out of more than 5,000 leading enterprises based on the core-competitiveness in the Chinese machinery industry by the authoritative department.

Flat paper printers under the "Beiren" brand name manufactured by the Company are accredited with "Beijing Brand Name" (left) with effect from September 2002 to September 2004. 左圖：2002年9月8日，在北京召開的「第三屆中國機械工業核心競爭力高層論壇」會上，「本公司榮獲2001年中國機械工業企業核心競爭力100強」的稱號。此評比是權威部門按照機械工業企業核心競爭力評價體系，對中國機械行業5,000餘家主要企業進行測評後而評選出來的。

右圖：本公司生產的「北人牌」平報紙系列印刷機被評為北京的名牌產品，有效期為：2002年9月至2004年9月。