

# 股本變動及股東情況

## MOVEMENT OF SHAREHOLDER'S EQUITY AND THE STATUS OF SHAREHODLERS

### (一) 公司股份變動情況表

### (I) CHANGES IN SHARE CAPITAL

數量單位：股  
Unit: shares

	本次變動前 Pre-movement	本次變動增減(+,-) Increase/decrease(+,-)					本次變動後 Post movement 小計 Sub-total
		配股 Rights issues	送股 Bonus issues from reserves	公積金轉股 Conversion	增發 Additional issues	其他 Others	
一、未上市流通股份	250,000,000						250,000,000
1. Outstanding unlisted shares							
1、發起人股份							
a. Promoter's shares							
其中：國家持有股份							
Of which：State shares							
境內法人持有股份	250,000,000						250,000,000
Domestic legal person shares							
境外法人持有股份							
Overseas legal person shares							
其他							
Others							
2、募集法人股份							
b. Raised legal person shares							
3、內部職工股							
c. Internal employee shares							
4、優先股或其他							
d. Preferential shares or other							
未上市流通股份合計	250,000,000						250,000,000
outstanding unlisted shares							
二、已上市流通股份							
2. Outstanding listed shares							
1、人民幣普通股	50,000,000				22,000,000	22,000,000	72,000,000
a. Rmb ordinary shares							
2、境內上市的外資股							
b. Foreign shares listed domestically							
3、境外上市的外資股	100,000,000						100,000,000
c. Foreign shares listed overseas							
4、其他							
d. Others							
已上市流通股份合計	150,000,000				22,000,000	22,000,000	172,000,000
Total listed outstanding shares							
三、股份總數	400,000,000				22,000,000	22,000,000	422,000,000
3. Total shares							

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### (二) 股票發行與上市情況

公司經中國證券監督管理委員會證監發行字[2002]33號文核准，於2002年12月26日在《上海證券報》、《證券時報》和《中國證券報》上刊登了《招股意向書》，增發不超過2,200萬股A股。2002年12月30日為股權登記，2002年12月31日為網上、網下申購日，此次增發方式採用向機構投資者網下發售和向原A股股東及其他社會公眾投資者網上發售相結合的方式發行，其有效申購價等於或高於最終發行定價。股權登記日登記在冊的原A股股東可按1:0.2的比例優先認購。最終發行定價為7元/股，發行數量為2,200萬股，共募集資金15,400萬元。本次增發A股由招商證券股份有限公司以餘額包銷方式承銷。經上海證券交易所安排，本次增發A股於2003年1月16日上市交易。

本報告期內無配股、送股和公積金轉股的情況。

### (三) 本公司報告期股票價格情況

- 1、 2002年H股股票價格：  
年初開盤價：1.74港元  
年末收盤價：1.70 港元  
最高價：2.40港元  
最低價：1.58港元
- 2、 2002年A股股票價格：  
年初開盤價：10.20元  
年末收盤價：7.69元  
最高價：10.65元  
最低價：7.28元

### (II) SHARE ISSUE AND LISTING

Upon approval by Zheng Jian Fa Hang Zi Document No.33 (2003) of the China Securities Regulatory Commission, the Company published Prospectus in Shanghai Securities Daily, Securities Times and China Securities Post on 26 December 2002 for the additional issue of no more than 22,000,000 A shares. Registration of shares was on 30 December 2002. 31 December 2002 was the subscription date within and outside the network. These additional shares were issued to institutional investors outside the network and to the existing holders of A shares and other public investors within the network. Applications made at the subscription price or above the price of Rmb7 were valid applications. Existing A share shareholders whose names appeared on the register on the date of registration of shares could subscribe for the shares at the proportion of 1:0.2 in accordance with their entitlements. The final issue price was Rmb7 per share. The number of shares issued was 22,000,000. Proceeds under the A share issue amounted to Rmb154,000,000. The issue was underwritten by China Merchants Securities Co., Ltd. Arranged by the Shanghai Stock Exchange, the newly-issued A shares were traded and listed on 16 January 2003.

During the period, there was no share placement, bonus issue or conversion of surplus reserves into shares.

### (III) THE COMPANY SHARE PRICES DURING THE PERIOD

- 1) H share prices in 2002:  
Opening price at beginning of year: HK\$1.74  
Closing price at end of year: HK\$1.70  
Highest price: HK\$2.40  
Lowest price: HK\$1.58
- 2) A share prices in 2002:  
Opening price at beginning of year: HK\$10.20  
Closing price at end of year: HK\$7.69  
Highest price: HK\$10.65  
Lowest price: HK\$7.28

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### (四) 股東情況

#### 1、 前十名股東持股表

報告期末股東總數  
35,450戶（其中：A股股東35,323  
戶，H股股東127戶）

前十名股東持股情況

股東名稱(全稱)	年度內增減	年末持 股數量	比例 (%)	股份類別 (已流通 或未流通)	質押或凍結 的股份數量	股東性質 (國有股東或 外資股東)
Name of shareholders (full name)	Increase (+)/ Decrease (-) during the year	Number of shares held at the end of the year	Percentage to total share capital	Class (circulating/ non-circulating)	Number of shares pledged or frozen	Type of shareholders (State or foreign shareholders)
北人集團公司 Beiren Group Corporation	0	250,000,000	59.24	未流通 Non-circulating	無 None	國有法人股 State shares
HKSCC NOMINEES LIMITED	-436,000	97,193,199	23.03	流通 Circulating	不詳 Unknown	H股 H shares
HSBC NOMINEES (HONG KONG) LIMITED	20,000	534,000	0.13	流通 Circulating	不詳 Unknown	H股 H shares
HUI KAU YU	不詳 Unknown	400,000	0.09	流通 Circulating	不詳 Unknown	H股 H shares
浩鴻房產 HAU HONG REAL ESTATE	不詳 Unknown	315,000	0.07	流通 Circulating	不詳 Unknown	A股 A shares
WONG CHUNG KING	不詳 Unknown	298,000	0.07	流通 Circulating	不詳 Unknown	H股 H shares
國通證券 GUOTONG SECURITIES	不詳 Unknown	285,177	0.07	流通 Circulating	不詳 Unknown	A股 A shares
邱清木 QIU QINGMU	不詳 Unknown	170,000	0.04	流通 Circulating	不詳 Unknown	A股 A shares
王佔發 WANG ZHANUFA	不詳 Unknown	160,000	0.04	流通 Circulating	不詳 Unknown	A股 A shares
CHENG YUK LING	不詳 Unknown	152,000	0.04	流通 Circulating	不詳 Unknown	H股 H shares

### (IV) SHAREHOLDERS

#### 1) Table of the top ten shareholders of the Company

The total number of shareholders of the Company during the period  
35,450 shareholders including 35,323 shareholders of A shares and 127 shareholders of H shares

The top ten shareholders of the Company were as follows:

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### 前十名股東關聯關係或一致行動的說明

- (1) 北人集團公司所持有股份為未流通股，HKSCC NOMINEES LIMITED為香港中央結算(代理人)有限公司所持股份是代理客戶持股，本公司未接獲香港中央結算(代理人)有限公司通知本公司任何單一H股股東持股數量有超過本公司總股本5%情況。
- (2) 持有公司5%以上(含5%)股東所持股份無質押或凍結情況。
- (3) 公司未發現前十名股東有關聯關係。
- (4) 持有公司5%以上(含5%)股東無變動情況。

### Description of relationship of the top ten shareholders of the Company or parties acting in concert

- (1) All of the shares held by Beiren Group Corporation are not tradable. HKSCC Nominees Limited held shares on behalf of its clients and the Company has not been notified by HKSCC Nominees Limited that any shareholders of H Shares held more than 5% of the total share capital in the Company.
- (2) None of the shareholders holding more than 5% or above (inclusive) of the Company's shares are in position where their shares have been mortgaged or frozen.
- (3) The Company did not discover that the Company's top 10 shareholders are related.
- (4) There was no change in respect of shareholders holding more than 5% (inclusive) of the Company's shares.

## 2、 控股情況介紹

### 控股股東

名稱： 北人集團公司

法定代表人： 朱武安

成立日期： 1992年

註冊資本： 20,026.6萬元

公司性質： 全民所有制

經營範圍： 製造和銷售印刷機械、包裝機械、機床及系列產品和配件、技術開發、技術諮詢、服務、經營與所屬企業生產相關的進出口業務，承包境外印刷機械工程及境內國際招標工程。

## 2) Status of controlling shareholding

Name of controlling shareholder: Beiren Group Corporation

Legal representative: Zhu Wuan

Date of incorporation: 1992

Registered capital: Rmb200,266,000

Type: State wholly-owned enterprises

Scope of operation: Manufacturing and sales of printing presses, packing machines, pressing machines and related products and components, technical development, technical consultancy, services, operation of the import and export businesses related to the production of own enterprises, subcontracting work for overseas printing machinery projects and domestic projects by international tendering.