

股本變動及股東情況

MOVEMENT OF SHAREHOLDER'S EQUITY AND THE STATUS OF SHAREHOLDERS

一、公司股份變動情況表

I. CHANGES IN SHARE CAPITAL

數量單位：股

Unit: share

本次變動後

Post movement

小計

Sub-total

本次變動前
Pre-movement

本次變動增減(+/-)
Increase/decrease(+/-)

配股
Rights
issues

送股 公積金轉股
Bonus Conversion
issues from reserves

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

- 1、公司經中國證券監督管理委員會證監發行字[2002]133號文批准，於2002年12月26日至2003年1月7日，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股股東及其它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的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。
- 2、本報告期內無配股、送股和公積金轉股的情況。
- 3、本公司無內部職工股。

三、本公司報告期股票價格情況

- 1、2003年H股股票價格：
年初開盤價：1.70港元
年末收盤價：2.65 港元
最高價：3.20港元
最低價：1.60港元
- 2、2003年A股股票價格：
年初開盤價：7.35元
年末收盤價：6.72元
最高價：8.9元
最低價：5.78元



2003年11月14日，本公司董事長朱武安先生榮獲第七屆「畢昇印刷技術獎」
Mr. Zhu Wuan, Chairman of the Company, was honored with the 7th "Bi Sheng Printing Technology Award" on 14 November 2003

II. SHARE ISSUE AND LISTING

1. Upon the approval Zheng Jian Fa Hang Zi [2002] No.133 issued by China Securities Regulatory Commission, the Company issued 22,000,000 new A shares during the period from 26 December 2002 to 7 January 2003. 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 per share 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.
2. During the period, there was no share placement, bonus issue or conversion of surplus reserves into shares.
3. There is no internal employee share in the Company.

III. THE COMPANY SHARE PRICES DURING THE PERIOD

- 1) H share prices in 2003:
Opening price at beginning of year: HK\$1.70
Closing price at end of year: HK\$2.65
Highest price: HK\$3.20
Lowest price: HK\$1.60
- 2) A share prices in 2003:
Opening price at beginning of year: HK\$7.35
Closing price at end of year: HK\$6.72
Highest price: HK\$8.9
Lowest price: HK\$5.78



本公司董事長朱武安先生榮獲中國優秀企業家稱號
Mr. Zhu Wuan, was awarded "Chinese outstanding entrepreneur" title

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四、股東情況

1、截止報告期末本公司股東總戶數為37,706戶（其中：A股股東37,586戶，H股股東120戶）。

2、報告期內前十名股東持股情況

IV. SHAREHOLDERS

1. The total number of shareholders at the end of the reporting period was 37,706, of which 37,586 were holders of A shares and 120 were holders of H shares).

2. The top ten shareholders during the reporting period

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 share capital	Type of shares (circulating or 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 NIL	國有法人股 State-owned
HKSCC NOMINEES LIMITED HKSCC NOMINEES LIMITED	-162,000	97,031,199	22.99	流通 Circulating	不詳 Unknown	外資股 Foreign shares
山西信託 Shanxi Trust	不詳 Unknown	10,845,843	2.57	流通 Circulating	不詳 Unknown	社會公眾股 Social public shares
HSBC NOMINEES (HONG KONG) LIMITED HSBC NOMINEES (HONG KONG) LIMITED	0	692,000	0.16	流通 Circulating	不詳 Unknown	外資股 Foreign shares
HUI KAU YU HUI KAU YU	-134,000	400,000	0.09	流通 Circulating	不詳 Unknown	外資股 Foreign shares
LAM BO YING LAM BO YING	不詳 Unknown	300,000	0.07	流通 Circulating	不詳 Unknown	外資股 Foreign shares
WONG CHUNG KING WONG CHUNG KING	0	298,000	0.07	流通 Circulating	不詳 Unknown	外資股 Foreign shares
杭汽動力 Hang Qi Dongli	不詳 Unknown	203,200	0.05	流通 Circulating	不詳 Unknown	社會公眾股 Social public shares
邱清木 QIU QINGMU	0	170,000	0.04	流通 Circulating	不詳 Unknown	社會公眾股 Social public shares
興和基金 Xinghe Fund	-8,000	138,048	0.03	流通 Circulating	不詳 Unknown	社會公眾股 Social public shares

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1. 公司前十名股東中北人集團公司為本公司控股股東，所持有股份為未流通股。
2. 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。
3. 持有公司5%以上(含5%)股東所持股份無質押或凍結情況。
4. 公司未知前十名股東之間存在有關聯關係或一致行動人情況。
5. 持有公司5%以上(含5%)股東無變動情況。
6. 除上文所披露者外，董事並無獲告知有任何人士(並非董事或主要行政人員)於本公司股份或相關股份擁有權益或持有淡倉而需遵照證券及期貨條例第XV部第2及第3分部之規定向本公司作出披露，或根據證券及期貨條例第336條規定，須列入所指定之登記冊之權益或淡倉。

1. Among the top ten shareholders of the Company, Beiren Group Corporation is the controlling shareholder of the Company, and the shares held by which are non-circulating shares.
2. HKSCC Nominees Limited held shares on behalf of its clients and the Company has not been notified by HKSCC Nominees Limited that there were any shareholders of H shares who held more than 5% of the total share capital of the Company.
3. None of the shareholders holding more than 5% or above (inclusive) of the Company's shares are in position where their shares have been pledged or frozen.
4. The Company is not aware of any connected relationship among the top ten shareholders or any party acting in concert.
5. There was no change in respect of shareholders holding more than 5% (inclusive of 5%) of the Company's shares.
6. Save as disclosed above, as far as the Directors are aware, none of the persons (not being a Director or chief executive of the Company) has any interests or short positions in the shares or underlying shares of the Company which were required to be notified to the Company under the provisions of Divisions 2 and 3 of Part XV of the Securities and Futures Ordinance ("SFO") or which were required to be recorded in the register required to be kept by the Company pursuant to Section 336 of the SFO.

3、公司控股股東單位情況

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

3. Status of the Company's 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 enterprise

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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。

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.

報告期內公司控股股東未發生變化。

There was no change in the controlling shareholder of the Company during the reporting period.

4、其他持股在10%以上(含10%)的法人股東情況

4. Details of other legal person shareholders holding more than 10% (inclusive of 10%) shares

報告期內本公司沒有其他持股在10%以上(含10%)的法人股東情況。

During the reporting period, the Company did not have any legal person shareholder holding more than 10% (inclusive of 10%) of the Company's shares.

5、報告期內前十名流通股股東持股情況

5. Shareholdings of the top ten shareholders of circulating shares during the reporting period

股東名稱(全稱)	年末持有流通股的數量	種類(A、B、H股或其他)
Name of shareholders (full name)	Number of shares held at the end of the year	Type of shares (A, B, H shares or others)
HKSCC NOMINEES LIMITED	97,031,199	H股
HKSCC NOMINEES LIMITED		H shares
山西信託	10,845,843	A股
Shanxi Trust		A shares
HSBC NOMINEES (HONG KONG) LIMITED	692,000	H股
HSBC NOMINEES (HONG KONG) LIMITED		H shares
HUI KAU YU	400,000	H股
HUI KAU YU		H shares
LAM BO YING	300,000	H股
LAM BO YING		H shares
WONG CHUNG KING	298,000	H股
WONG CHUNG KING		H shares
杭汽動力	203,200	A股
Hang Qi Dongli		A shares
邱清木	170,000	A股
QIU QING MU		A shares
興和基金	138,048	A股
Xinghe Fund		A shares
汪德亮	134,850	A股
Wang Deliang		A shares

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說明：前十名流通股股東與本公司無關聯關係，未知前十名流通股股東之間的關聯關係。

Note: There is no connected relationship between the top ten shareholders of circulating shares of the Company, and the Company is not aware of any connected relationship among the top ten shareholders of circulating shares.

6、 購買、出售或贖回本公司上市證券

本公司於本年度內並無贖回本公司的上市證券。本公司及任何附屬公司在本年度概無出售或購買本公司之上市證券。

6. REPURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

The Company did not redeem any of its listed securities during the year. Neither the Company nor any of its subsidiaries had purchased or sold any of its listed securities during the year.

7、 優先購股權

根據中國有關法律及本公司之章程，並無優先購股權之條款。

7. PRE-EMPTIVE RIGHTS

There is no provision for pre-emptive rights under the laws of the PRC and the Articles of Association of the Company.

8、 可換股證券、購股權、認股證券或類似權利

截至2003年12月31日止，本公司並無發行任何可換股證券、購股權、認股證券或類似權利。

8. CONVERTIBLES, OPTIONS, WARRANTS OR OTHER SIMILAR RIGHTS

As at 31 December 2003, the Company did not issue any convertible securities, options, warrants or any other similar rights.



本公司董事長朱武安先生陪同北京市人大代表參觀生產現場
Chairman Zhu Wuan accompanied the National People's Congress representatives of Beijing at the production site



2003年12月，在福建召開本公司全國經營工作會
The Company's nationwide working meeting held in Fujian in December 2003