

重要事項

DISCLOSURE OF MAJOR EVENTS

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| 一、 報告期內公司無重大訴訟、仲裁事項。 | I. During the reporting period, the Company was not engaged in any material litigation or arbitration. |
| 二、 報告期內公司無重大收購及出售資產、吸收合併事項。 | II. The Company has no event concerning material acquisition of assets and mergers during the reporting period. |
| 三、 報告期內重大合同及其履行情況 | III. Material contracts and their performance during the reporting period. |
| 1、 報告期內未發生託管、承包、租賃其他公司資產或其他公司託管、承包、租賃本公司資產的事項。 | (a) The Company had no significant events of managing on custody, contracting or leasing assets of other companies, or having other companies managing on custody, contracting or leasing assets of the Company during the reporting period. |
| 2、 報告期內公司無對外擔保情況。 | (b) The Company did not provide any guarantee for external parties during the reporting period. |
| 3、 報告期內未發生委託他人進行現金資產管理事項。 | (c) The Company had no event regarding cash financial management on trust in the reporting period. |
| 四、 報告期內無重大關聯交易發生。 | IV. There was no connected transaction occurred during the reporting period. |
| 五、 報告期內關聯債權債務往來情況 | V. Connected debts and liabilities |

單位：人民幣萬元
Unit: RMB'000

關聯方 Connected party		向關聯方提供資金		關聯方向上市公司提供資金	
		發生額 Amount incurred	餘額 Balance	發生額 Amount incurred	餘額 Balance
湖北北人印刷機械營銷有限公司	Hubei Beiren Printing Machinery Sales Company Limited	-61.70	364.29		
西安北人北富印刷機械營銷有限公司	Xian Beiren Beifu Printing Machinery Sales Company Limited	489.99	620.80		
遼寧北人印刷機械營銷有限公司	Liaoning Beiren Printing Machinery Operation and Sale Company Limited	-24.75	368.47		
北京北人恒通印刷機械營銷有限公司	Beijing Beiren Hengtong Printing Machinery Operation and Sale Company Limited	-640.60	24.20		
北人集團公司	Beiren Group Corporation	2,935.42	3,065.25	-6,733.08	5,924.85
寧夏北人新華印刷股份有限公司	Ningxia Beiren Xinhua Printing Limited	107.70	107.70		
北京燕龍進出口公司	Beijing Yan Long Import and Export Company	370.00	370.00	-12.75	88.17
廣州北人恒通印刷機械營銷有限公司	Guangzhou Beiren Hengtong Printing Machinery Operation and Sale Company Limited	255.69	255.69		
北京北人太和印機鑄造廠	Beijing Beiren Taihe Printing and Casting Factory		286.41		
北京北人印刷機備件廠	Beijing Beiren Printing Machinery Accessories Printing Factory		613.06		
北京北瀛鑄造有限公司	Beijing Beiren Printing and Casting Company Limited			2,017.64	2,017.64
合計	Total	3,430.74	6,075.87	-4,728.19	8,030.66

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註： 1. 向關聯方提供資金中的湖北北人印刷機械營銷有限公司、西安北人北富印刷機械營銷有限公司、遼寧北人印刷機械營銷有限公司、北京北人恒通印刷機械營銷有限公司、北京燕龍進出口公司、廣州北人恒通印刷機械營銷有限公司及北人集團公司的164.54萬元均為銷售本公司產品形成的；北京北人太和印機鑄造廠、北京北人印刷機備件廠是為本公司產品提供勞務或配套服務形成的；北人集團公司的2,840.71萬元為應收的搬遷補償。

2. 關聯方向上市公司提供資金中的北人集團公司5,726.63萬元為應支付給北人集團公司的購四廠款；北京北瀛鑄造有限公司2000萬元為原北京北人太和印機鑄造廠搬遷補償款。

六、 承諾事項

根據北京市人民政府的要求，本公司按北京市整體規劃已搬遷出位於北京市朝陽區廣渠路南側44號。因1993年本公司上市時北人集團公司將房產及土地開發費評估作價投入本公司，因此，北人集團公司承諾待本公司遷出時，按不低於該等房產帳面淨值和不低於經審計的土地開發費原址帳面價值補償給本公司。此款截止2003年12月31日止已收回人民幣19,691萬元。

Note 1: Of the fund provided to connected parties by Hubei Beiren Printing Machinery Sales Limited, Xian Beiren Beifu Printing machinery Sales Limited, Liaoning Beiren Printing Machinery Limited, Beijing Beiren Hengtong Printing Machinery Sales Limited, Beiren Yan Long Import and Export Company, Beijing Beiren Hengtong Printing Machinery Sales Limited and Beijing Group Corporations, the amount of approximately RMB164,540,000 come from the selling of products of the Company. Beijing Beiren Taihe Printing and Casting Factory and Beijing Beiren Printing Machinery Accessories Printing Factory are companies formed for the purpose of providing services and ancillary services for the Company. Of the amount provided by Beijing Group Corporations, approximately RMB2,840,710,000 is the receivable compensation for removal.

2. The Rmb57.2663 million stated under the amount advanced to the Company by Beiren Group Corporation was the purchase price payable by Beiren Group Corporation for the acquisition of Factory No. 4; The Rmb20 million stated under the amount advanced by Beijing Beiyong Printing and Casting Company Limited was the compensation for the removal of Beijing Beiren Taihe Printing and Casting Factory.

VI. Undertakings

Based on the demands of the Beijing Municipal Government, the Company had to move from its premises at No. 44 Guangqu Road South, Chaoyang District, Beijing in accordance with Beijing's master plan. As Beiren Group Corporation has used the plant and land development into the Company as consideration for capital contribution into the Company when the Company was listed in 1993, Beiren Group Corporation has therefore undertaken to compensate the Company based on price which is not lower than the net book value of the said property and not lower than the audited expenses for land development when the Company moved out from its premises. As at 31 December 2003, the Company received the compensation amounting to approximately Rmb196,910,000.

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七、 聘任境內外會計師及支付審計費情況

報告期內，公司續聘了香港德勤•關黃陳方會計師行和德勤華永會計師事務所，截止2003年12月31日，公司支付給兩個會計師事務所的審計費為人民幣208.07萬元。公司均不另外承擔會計師事務所的差旅費。

截止2003年12月31日，香港德勤•關黃陳方會計師行已為公司連續提供審計服務7年，德勤華永會計師事務所已為公司連續提供審計服務5年。

八、 報告期內，公司董事會、董事沒有受到中國證券監督管理委員會稽查、行政處罰、通報批評的情形，也沒有受到上海證券交易所及香港聯合交易所有限公司公開譴責的情形。

九、 存貸款事項

本公司存於中國新技術創業投資公司500萬元、存於甘肅白銀市銀鵬信用合作社500萬元，共計1000萬元存款未收回，有關部門正在清算之中。該兩項存款佔本公司淨資產約1%左右，不會對本公司帶來重大影響，本公司已對該存款計提750萬元的損失準備。

十、 公司所得稅率為15%，不存在先繳後返情況。

十一、 公司2002年12月26日-2003年1月7日，根據中國證券監督管理委員會證監發行字[2002]133號文核准，增發A股2200萬股。並於2003年1月16日在上海證券交易所上市。

VII. Appointment of Domestic and International Auditors and payment of their auditing fees

As at 31 December 2003, the Company appointed Deloitte Touche Tohmatsu Certified Public Accountants of Hong Kong and Deloitte Touche Tohmatsu (Hua Yong) Certified Public Accountants (formerly known as Deloitte Touche Tohmatsu Shanghai Certified Public Accountants), to be the domestic and international auditor of the Company. The total auditing fees paid by the Company to two auditors was Rmb2,213,400. The Company was not responsible for the travelling expenses of these two auditors.

As at 31 December 2003, Deloitte Touche Tohmatsu Certified Public Accountants of Hong Kong has been the Company's auditor for seven years and Deloitte Touche Tohmatsu (Hua Yong) Certified Public Accountants for five years.

VIII. During the period, neither the Board of Directors of the Company nor the directors were subject to checks by the China Securities Regulatory Commission or any administrative punishments, nor had they been criticised in any way. In addition, none of them were have been publicly reprimanded either by The Stock Exchange of Hong Kong Limited or by the Shanghai Stock Exchange.

IX. Deposits

The first deposit of Rmb5 million was placed with China Venturetech Investment Company. The second deposit of Rmb5 million was placed with Ying Peng Cooperative Credit Union, Bai Yin, Gansu Province. A total of Rmb10 million of deposits have not been recovered as it is still in the process of liquidation by the relevant authorities. These two deposits represent approximately 1% of the Company's net assets and will cause no material effect to the Company's operations. The Company has made a provision for loss of Rmb8.20 million.

X. The 15% income tax rate of the Company does not include any instances of "First paying taxes, then receiving rebates" for the company.

XI. Pursuant to the approval Zheng Jian Fa Hang Zi [2002] No. 133 issued by the China Securities Regulatory Commission, the Company issued 22,000,000 new A shares during the period from 26 December 2002 to 7 January 2003, which were successfully listed on the Shanghai Stock Exchange on 16 January 2003.

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十二、公司已於2003年9月全部遷入新的辦公地址：北京市北京經濟技術開發區榮昌東街6號，郵編：100176，聯繫電話：010-67802565，傳真：010-67802570。

十三、關於員工基本醫療保險

本公司於2001年10月起執行《北京市基本醫療保險規定》，並依此「規定」實施員工基本醫療保險。原公司員工和退休員工的醫療費用分別在員工福利費和管理費用列支，執行新規定後，公司按照全部員工繳費工資基數之和的9%繳納基本醫療保險費（其中4%由成本費用支出，5%由員工福利費支出）；按照全部員工繳費工資基數之和的1%繳納大額醫療費用互助資金，由員工福利費支出；按照員工工資總額4%從成本費用中提取補充醫療保險留在企業，用於符合《北京市基本醫療保險規定》中關於補充醫療保險報銷條件的醫療費用的支出。員工福利費的計提標準不變，仍為在職員工工資總額的14%。2003年仍執行該規定。

XII. The Company moved to a new office in September 2003: No. 6 Rong Chang Dong Street, Economic and Technological Development Zone, Beijing; postal code: 1007176; facsimile: 010-67802570.

XIII. Basic medical insurance for staff

The Company implemented with effect from October, 2001 the Regulations on the Basic Medical Insurance for Staff in Beijing Municipal and paid for basic medical insurance for staff in accordance with the Regulations. Previously, the medical expenses of the Company's staff and retired staff were paid out of the staff welfare expense and administrative expenses. After the implementation of the new regulations, the Company paid basic medical insurance premiums based on 9% of the total staff remunerations (of which: 4% out of cost and expenses, 5% out of staff welfare expenses) and paid mutual funds for large medical payments based on 1% of the total staff remunerations out of the staff welfare expenses. An amount equivalent to 4% of the total staff wages was made out of cost and expenses and retained by the Company for additional medical insurance. The amount will be used for medical expenses which comply with the conditions for additional medical insurance charges in accordance with the Regulations on the Basic Medical Insurance for Staff in Beijing Municipal. The basis of provision for staff welfare expenses remains the same and is still based on 14% of the total wages of the existing staff. The Company continued to implement such regulations in 2003.