

# 董事、監事、高級管理人員和員工情況

## DIRECTORS, SUPERVISORS, SENIOR OFFICERS AND STAFF

### 董事、監事及其他高級管理人員簡介

#### 董事

賀端湜先生，61歲，高級經濟師，執業藥師，一九六七年畢業於中國武漢大學化學專業。一九七零年到山東新華製藥廠工作，歷任車間副主任及廠長。賀先生為第八屆、第九屆、第十屆全國人民代表大會代表。現任本公司董事長，兼任山東新華醫藥集團有限責任公司董事長，並兼任新華魯抗藥業集團有限責任公司董事長。

魯省民先生，59歲，副主任藥師，一九六九年畢業於瀋陽藥學院化學製藥專業，同年到山東新華製藥廠工作，歷任車間副主任，勞資科科長及本公司黨委書記。現任本公司副董事長，兼任山東新華醫藥集團有限責任公司副董事長，並兼任新華魯抗藥業集團有限責任公司董事。

劉從德先生，40歲，高級工程師，一九八五年畢業於中國武漢化工學院化學製藥專業，同年到山東新華製藥廠工作，歷任總經理助理、副總經理。現任本公司董事，兼任山東新華醫藥集團有限責任公司董事、總經理，並兼任新華魯抗藥業集團有限責任公司董事。

郭琴女士，46歲，高級工程師，執業藥師，畢業於山東醫科大學藥學專業。一九八二年到山東新華製藥廠工作，歷任製劑車間副主任，製劑科副科長，質監處副處長、處長兼國家醫藥局山東藥品質量檢測站副站長、站長，企管處處長，總經理助理，副總經理。現任本公司董事、總經理，兼任山東新華醫藥集團有限責任公司董事。

高慶剛先生，55歲，高級會計師，畢業於中國山東廣播電視大學財務與會計專業，一九七八年到山東新華製藥廠工作，歷任財務處副處長、處長，股份制改制辦公室主任。現任本公司董事，兼任山東新華醫藥集團有限責任公司董事、副總經理、財務負責人。

### Brief Introduction of Directors, Supervisors and Senior Officers

#### Directors

Mr. He Duanshi, aged 61, senior economist and practising public pharmacist, graduated from Wuhan University in 1967, specialising in chemistry. Mr. He joined Shandong Xinhua Pharmaceutical Factory ("Factory") in 1970 and previously held the positions of deputy director of workshop and manager of the Factory. Mr. He is a representative of the Eighth, Ninth and Tenth National People's Congress of the PRC. Mr. He is the chairman of the Board of Directors ("Chairman"), SXPGC and XLPGC.

Mr. Lu Shengmin, aged 59, deputy chief pharmacist, graduated from Shenyang Pharmaceutical College, specialising in pharmaceuticals and joined the Factory in 1969. Mr. Lu previously held the positions of deputy director of workshop and head of division of labour, and was the secretary to the Company's Communist Party Committee. Mr. Lu is the vice chairman of the Board of Directors of the Company ("Vice Chairman") and SXPGC and is also a director of XLPGC.

Mr. Liu Congde, aged 40, senior engineer, graduated from Wuhan Institute of Chemical Technology, specialising in pharmaceuticals and joined the Factory in 1985. Mr. Liu previously held the positions of assistant to the general manager and deputy general manager of the Company. Mr. Liu is a director of the Company, and holds the positions of director and general manager of SXPGC, as well as a director of XLPGC.

Ms. Guo Qin, aged 46, senior engineer and practising public pharmacist, graduated from Shandong Medical University, specialising in pharmacy. Ms. Guo joined the Factory in 1982, and previously held the positions of deputy director of the preparation workshop and the preparation sales department, deputy director and director of the quality control department, as well as deputy director and director of the Inspection Center for the Quality of Drugs, a subsidiary of Shandong Pharmaceutical Administration. She was also the director of the enterprise management department, assistant to the general manager and deputy general manager of the Company. Ms. Guo is a director and the general manager of the Company and is also a director of SXPGC.

Mr. Gao Qinggang, aged 55, senior accountant, graduated from Shandong Television and Broadcasting University, specialising in industrial accounting. Mr. Gao joined the Factory in 1978 and was previously the deputy director and director of the finance department of the Factory, as well as chief of the Shareholding System Reform Office. Mr. Gao is a director of the Company and is also a director, deputy general manager and financial controller of SXPGC.

# 董事、監事、高級管理人員和員工情況 (續)

DIRECTORS, SUPERVISORS, SENIOR OFFICERS AND STAFF (continued)

## 董事、監事及其他高級管理人員簡介 (續)

### 董事 (續)

戴慶駿先生，62歲，1967年畢業於清華大學高分子化學專業。同年到山東新華製藥廠工作，歷任技術員、副總工程師、副廠長。歷任山東省醫藥總公司總經理、山東省醫藥管理局局長、國家醫藥管理局科教司司長、國家醫藥管理局副局長，國家藥品監督管理局副局長。二零零三年六月九日起任本公司獨立非執行董事。戴先生兼任湖南九芝堂股份有限公司獨立董事、山東魯抗醫藥股份有限公司獨立董事。

肖瑜先生，78歲，研究員，山東省註冊會計師協會諮詢委員會委員、山東省會計學會顧問、山東財政學院兼職教授。現任本公司獨立非執行董事。

莫仲堃先生，40歲，香港西盟斯律師行合夥人。莫先生於一九八九年獲認可為澳洲新南威爾斯最高法院訴訟律師，並於一九九二年獲認可為英格蘭及威爾斯與香港最高法院訴訟律師。現任本公司獨立非執行董事。

孫華先生，37歲，一九九六年畢業於中國人民大學，獲工商管理碩士學位，同年到長江證券有限責任公司工作，歷任投行總部項目經理、發行部副經理、發行一部經理、總經理助理、副總經理。現任華資資產管理有限公司董事、總經理。兼任大慶華科股份有限公司獨立董事、陝西中科納米材料股份有限公司董事。現任本公司獨立非執行董事。

李士祥先生，60歲，高級政工師，一九七零年畢業於南京工學院（現為東南大學）無線電工程專業，同年到山東新華製藥廠工作，歷任車間主任、紀委書記、工會主席。李先生於二零零四年十二月二十日辭去本公司董事職務。

## Brief Introduction of Directors, Supervisors and Senior Officers (continued)

### Directors (continued)

Mr. Dai Qingjun, aged 62, graduated from Tsinghua University specialising in macromolecule chemistry and joined the Factory in 1967. Mr. Dai had held the positions of technician, vice engineer-general and deputy general manager of the Factory. Mr. Dai was the former general manager of Shandong Provincial Pharmaceutical Company, the director-general of Shandong Pharmaceutical Administration, the director of science and education department and vice director general of the State Pharmaceutical Administration of China and the vice director general of the State Drug Administration of the PRC. Mr. Dai has been an independent non-executive director of the Company since 9 June 2003. Mr. Dai is concurrently an independent non-executive director of Hunan Jiuzhitang Co., Ltd. and Shandong Lukang Pharmaceutical Co., Ltd.

Mr. Xiao Yu, aged 78, researcher, a member of the consulting committee of Shandong Public Accountant Associates, consultant of Shandong Accountant Academy and a part-time professor of Shandong Finance College. Mr. Xiao is an independent non-executive director of the Company.

Mr. Stephen Mok, aged 40, a partner of a law firm in Hong Kong, Simmons & Simmons. Mr. Mok was admitted as a solicitor of the Supreme Court of New South Wales, Australia in 1989, and of England and Wales and Hong Kong in 1992. Mr. Mok is an independent non-executive director of the Company.

Mr. Sun Hua, aged 37, graduated from Renmin University of China and obtained a master's degree of business administration in 1996 and previously held the positions of project manager of the investment bank department, deputy manager and manager of the issue division, assistant to the general manager and deputy general manager of the investment bank department of Changjiang Securities Company Limited. Mr. Sun is a director and the general manager of Huazi Assets Management Company Limited, an independent non-executive director of Daqing Huake (Group) Company Limited, a director of Shanxi Zhongke Nano Material Company Limited. Mr. Sun is an independent non-executive director of the Company.

Mr. Li Shixiang, aged 60, senior political work specialist, graduated from Nanjing Institute of Technology (now Southeast University), specialising in radio engineering. Mr. Li joined the Factory in 1970 and was previously the director of workshop, secretary to the Disciplinary Committee of the Communist Party and chairman of the labour union of the Factory. Mr. Li has resigned from the position of director of the Company with effect from 20 December 2004.

# 董事、監事、高級管理人員和員工情況 (續)

DIRECTORS, SUPERVISORS, SENIOR OFFICERS AND STAFF (continued)

## 董事、監事及其他高級管理人員簡介 (續)

### 監事

翟魯敏女士，44歲，助理會計師，一九七六年到山東新華製藥廠工作，任職山東新華醫藥集團有限責任公司財務資產部部長。翟女士於二零零四年十二月二十日被選舉為本公司監事會監事長。

呂忠德先生，48歲，政工師，一九七五年到山東新華製藥廠工作，歷任團委副書記、書記，工會副主席兼團委書記，工會副主席。現任本公司職工監事。

張月順先生，55歲，中國註冊會計師、中國註冊評估師，歷任企業財務負責人、財政部駐淄博地區中央企業管理處副處長、淄博市國有資產管理局副局長、山東淄博會計師事務所主任會計師，現任淄博普華會計師事務所有限公司高級顧問。本公司獨立監事。

陶志超先生，35歲，畢業於華東政法學院法律系，獲法學學士學位，並取得山東大學法律碩士專業學位。現為山東致公律師事務所合夥人。本公司獨立監事。

馬景星先生，60歲，高級政工師，一九八一年到山東新華製藥廠工作，歷任車間副主任，監察處處長，紀委書記。馬先生已於二零零四年十二月二十日辭去本公司監事職務。

### 其他高級管理人員簡介

張忠明先生，58歲，研究員，畢業於中國藥科大學藥學專業，曾獲德國CDC獎學金，並獲CDC頒發的專業進修文憑。一九六九年到山東新華製藥廠工作，歷任產品技術員、車間工程師、技術處處長、副總工程師，並為第七屆、第八屆國家藥典委員會委員，現任本公司副總經理。

霍永先生，57歲，高級經濟師，畢業於北京化校。一九六九年到山東新華製藥廠工作，歷任勞資科副科長、人事處副處長、人事處處長兼幹部處處長，現任本公司副總經理。

## Brief Introduction of Directors, Supervisors and Senior Officers (continued)

### Supervisors

Ms. Zhai Lumin, aged 44, assistant accountant, joined the Factory in 1976 and is the director of Finance and Assets Department of SXPGC. On 20 December 2004, Ms. Zhai was elected as the chairman of supervisory committee of the Company (the "Supervisory Committee").

Mr. Lü Zhongde, aged 48, political work specialist. Mr. Lü joined the Factory in 1975 and held the positions of deputy secretary and secretary to the Company's Communist Youth Party Committee and the vice chairman of labour union of the Company. He is currently a supervisor elected by the employees of the Company.

Mr. Zhang Yueshun, aged 55, Certified Public Accountant and Certified Public Assessor of the PRC. Mr. Zhang was the controller of an enterprise, a deputy chief of Zibo Office affiliated to the Enterprise Department of the Ministry of Finance of the PRC, the vice director of the Zibo Municipal State-owned Assets Administration and the general manager of Shandong Zibo Accountant Firm. Mr. Zhang is currently a consultant for Zibo Puhua Accountant Firm and an independent supervisor of the Company.

Mr. Tao Zhichao, aged 35, graduated from East China University of Politics and Laws and obtained a bachelor of law degree. Mr. Tao was also awarded a master's degree of law from Shandong University. Mr. Tao is a partner of Shandong Zhigong Associates and an independent supervisor of the Company.

Mr. Ma Jingxing, aged 60, senior political work specialist, Mr. Ma joined the Factory in 1981 and had held the positions of deputy director of workshop, director of supervisory department and secretary to the Disciplinary Committee of the Communist Party of the Company. Mr. Ma has resigned from the position of Supervisor of the Company with effect from 20 December 2004.

### Senior Officers

Mr. Zhang Zhongming, aged 58, senior engineer, graduated from China Pharmaceutical University, specialising in pharmacy and obtained a diploma of advanced course financed by the CDC in Germany. Mr. Zhang joined the Factory in 1969 and held the positions of product technician, workshop engineer, director of the technology department and deputy engineer in general of the Company. Mr. Zhang is also a member of the Seventh and the Eighth State Pharmacopoeia Committee. Mr. Zhang is a deputy general manager of the Company.

Mr. Huo Yong, aged 57, senior economist, graduated from Beijing Chemical Industry School. Mr. Huo joined the Factory in 1969. Mr. Huo previously held the positions of deputy chief of labour division, deputy director and director of personnel and cadre department of the Company. Mr. Huo is a deputy general manager of the Company.

# 董事、監事、高級管理人員和員工情況 (續)

DIRECTORS, SUPERVISORS, SENIOR OFFICERS AND STAFF (continued)

## 董事、監事及其他高級管理人員簡介 (續)

### 其他高級管理人員簡介 (續)

張代銘先生，42歲，高級經濟師，畢業於青島科技大學有機化工專業，上海財經大學經濟學碩士。一九八七年到山東新華製藥廠工作，歷任國際貿易部副經理、經理，現任本公司副總經理。兼任山東新華醫藥貿易有限公司董事長，淄博新華大藥店連鎖有限公司董事長，淄博新華一百利高製藥有限公司董事，山東新華製藥(歐洲)有限公司董事。

王小龍先生，40歲，高級工程師，畢業於山東工業大學自動化專業，一九八八年到山東新華製藥廠工作，歷任電氣車間副主任、主任，機械分廠廠長，現任本公司副總經理。

趙松國先生，41歲，高級會計師，1986年畢業於山東廣播電視大學企業經營管理專業，2004年結業於中國海洋大學財務管理專業研究生課程進修班。一九八零年到在山東新華製藥廠工作，歷任財務處科長、處長，總經理助理，現任本公司副總經理、財務負責人。兼任山東新華醫藥貿易有限公司董事，淄博新華大藥店連鎖有限公司董事。

任福龍先生，42歲，高級工程師、執業藥師，一九八五年畢業於山東昌濰醫學院醫學專業。一九八五年至一九八八年任住院醫師。一九九一年獲得北京醫科大學醫學碩士學位，同年到山東新華製藥廠工作，歷任研究院副院長、院長，本公司總經理助理、副總經理、新華醫藥集團副總經理。任先生於二零零四年十二月二十日獲聘為本公司副總經理。

## Brief Introduction of Directors, Supervisors and Senior Officers (continued)

### Senior Officers (continued)

Mr. Zhang Daiming, aged 42, senior economist, graduated from Qingdao Science and Technology University, specialising in organic chemical engineering and obtained a Master's degree of economics from Shanghai Financial and Economic University. Mr. Zhang joined the Factory in 1987 and was previously the deputy manager and manager of international trade department of the Company. Mr. Zhang is a deputy general manager of the Company, the chairman of Shandong Xinhua Medical Trade Co., Ltd., the chairman of Shandong Zibo Xinhua Pharmacy Chain Co., Ltd., a director of Sino-USA Zibo Xinhua-Perrigo Pharmaceutical Co., Ltd. and a director of Zibo Xinhua Pharmaceutical Design Institute Co., Ltd.

Mr. Wang Xiaolong, aged 40, senior engineer, graduated from Shandong University of Technology, specialising in automation. Mr. Wang joined the Factory in 1988 and previously held the positions of deputy director and director of electricity workshop and director of machinery sub-factory. Mr. Wang is a deputy general manager of the Company.

Mr. Zhao Songguo, aged 41, senior accountant, graduated from Shandong Television and Broadcasting University, specialising in enterprise management in 1986, and completed a refresher course in Qingdao Ocean University in 2004. Mr. Zhao joined the Factory in 1980 and previously held the positions of head and director of the finance department and assistant to the general manager of the Company. Mr. Zhao is a deputy general manager and financial controller of the Company. He is also a director of Shandong Xinhua Medical Trade Co., Ltd. and a director of Shandong Zibo Xinhua Pharmacy Chain Co., Ltd.

Mr. Ren Fulong, aged 42, senior engineer and practicing public pharmacist, graduated from Shandong Changwei Medicinal College, specialising in physic in 1985. From 1985 to 1988, Mr. Ren was a resident physician. In 1991, Mr. Ren obtained his master of medicine from Beijing Medicinal University and joined the Factory in the same year. He previously held the posts of deputy director and director of research institute of the Company, assistant to the general manager and deputy general manager of the Company, deputy general manager of SXPGC. Mr. Ren was appointed as a deputy general manager of the Company on 20 December 2004.

# 董事、監事、高級管理人員和員工情況 (續)

DIRECTORS, SUPERVISORS, SENIOR OFFICERS AND STAFF (continued)

## 董事、監事及其他高級管理人員簡介 (續)

### 其他高級管理人員簡介 (續)

馬永先生，44歲，高級工程師，畢業於山東工學院，一九八四年到山東新華製藥廠工作，歷任機械分廠副科長、科長，研究院副院長、機動處副處長、處長，總經理助理，副總經理。馬先生於二零零四年十二月二十日辭去本公司副總經理職務。

曹長求先生，35歲，高級經濟師，一九九一年畢業於中國海洋大學經濟管理專業，同年到山東新華製藥廠工作，現任本公司董事會秘書。

郭磊女士，36歲，經濟師，一九九二年畢業於廣州外貿學院會計專業，同年到山東新華製藥廠工作，現任本公司董事會秘書。

本公司現任董事、監事及高級管理人員任職自二零零二年六月七日起任期三年。

## Brief Introduction of Directors, Supervisors and Senior Officers (continued)

### Senior Officers (continued)

Mr. Ma Yong, aged 44, senior engineer, graduated from Shandong Institute of Technology. Mr. Ma joined the Factory in 1984 and previously held the positions of deputy director and director of machinery sub-factory, vice director of institute of research, vice director and director of machine and power department and assistant to the general manager and deputy general manager of the Company. Mr. Ma resigned from the position of deputy general manager of the Company with effect from 20 December 2004.

Mr. Cao Changqiu, aged 35, senior economist, graduated from Qingdao Ocean University, specialising in economic management and joined the Factory in 1991. Mr. Cao is one of the company secretaries of the Company.

Ms. Guo Lei, aged 36, economist, graduated from Guangzhou Foreign Trade College, specialising in accounting and joined the Factory in 1992. Ms. Guo is one of the company secretaries of the Company.

The Directors, the supervisors "Supervisors" and the senior officers "Senior officers" of the Company were appointed for a term of 3 years commencing from 7 June 2002.



# 董事、監事、高級管理人員和員工情況 (續)

DIRECTORS, SUPERVISORS, SENIOR OFFICERS AND STAFF (continued)

## 董事、監事及其他高級管理人員 持有本公司股份情況

## Directors' and Supervisors' and Senior Officers' Interests in Shares of the Company

姓名 Name	於2004年12月31日 As at 31 December 2004 股數 Number of shares	於2004年1月1日 As at 1 January 2004 股數 Number of shares
<b>董事</b> <b>Directors</b>		
賀端湜 Mr. He Duanshi	4,500	4,500
魯省民 Mr. Lu Shengmin	4,500	4,500
劉從德 Mr. Liu Congde	3,500	3,500
郭琴 Ms. Guo Qin	12,483	12,483
李士祥 (2004年12月20日辭任) Mr. Li Shixiang (resigned on 20 December 2004)	4,500	4,500
高慶剛 Mr. Gao Qinggang	3,237	3,237
戴慶駿 Mr. Dai Qingjun	未持有 Nil	未持有 Nil
肖瑜 Mr. Xiao Yu	未持有 Nil	未持有 Nil
孫華 Mr. Sun Hua	未持有 Nil	未持有 Nil
莫仲堃 Mr. Stephen Mok	未持有 Nil	未持有 Nil
<b>監事</b> <b>Supervisors</b>		
馬景星 (2004年12月20日辭任) Mr. Ma Jingxing (resigned on 20 December 2004)	4,500	4,500
翟魯敏 Ms. Zhai Lumin	未持有 Nil	未持有 Nil
呂忠德 Mr. Lü Zhongde	未持有 Nil	未持有 Nil
張月順 Mr. Zhang Yueshun	未持有 Nil	未持有 Nil
陶志超 Mr. Tao Zhichao	未持有 Nil	未持有 Nil
<b>高級管理人員</b> <b>Senior Officers</b>		
張忠明 Mr. Zhang Zhongming	3,237	3,237
霍永 Mr. Huo Yong	2,983	2,983
張代銘 Mr. Zhang Daiming	未持有 Nil	未持有 Nil
王小龍 Mr. Wang Xiaolong	2,507	2,507
趙松國 Mr. Zhao Songguo	未持有 Nil	未持有 Nil
任福龍 (2004年12月20日獲聘任) Mr. Ren Fulong (appointed on 20 December 2004)	未持有 Nil	未持有 Nil
馬永 (2004年12月20日辭任) Mr. Ma Yong (resigned on 20 December 2004)	200	200
曹長求 Mr. Cao Changqiu	3,000	3,000
郭磊 Ms. Guo Lei	未持有 Nil	未持有 Nil

# 董事、監事、高級管理人員和員工情況 (續)

DIRECTORS, SUPERVISORS, SENIOR OFFICERS AND STAFF (continued)

## 董事、監事及其他高級管理人員持有本公司股份情況 (續)

本公司董事、監事及其他高級管理人員所持的股份均為A股，截至二零零四年十二月三十一日止年度內董事、監事及其他高級管理人員所持股份無增減變動。

除上文所披露外，就公司之董事、高級管理人員及監事所知悉，於二零零四年十二月三十一日，沒有本公司之董事、高級管理人員及監事在本公司及其/或任何相聯法團(定義見《證券及期貨條例》第XV部)的股份、相關股份及/或債券證(視情況而定)中擁有任何需根據《證券及期貨條例》第XV部第7和第8部分需知會本公司及香港聯交所的權益或淡倉(包括根據《證券及期貨條例》該些章節的規定或當作這些董事、高級管理人員及監事擁有的權益或淡倉)，或根據《證券及期貨條例》第352條規定而記錄於本公司保存的登記冊的權益或淡倉，或根據上市規則附錄十中的「上市公司董事進行證券交易的標準規則」須知會本公司及香港聯交所的權益或淡倉。

## 董事、監事和其他高級管理人員酬金

本公司主要依據國家政策、公司經濟效益情況和個人工作業績，並參考社會報酬水平，確定董事、監事及其他高級管理人員薪酬。董事、監事的報酬由董事會提交股東大會審議通過，高級管理人員的報酬由董事會審議通過。

## Directors' and Supervisors' and Senior Officers' Interests in Shares of the Company (continued)

Shares held by the Directors, the Supervisors and the Senior Officers are A Shares. The number of shares held by the Directors, the Supervisors and the Senior Officers remained unchanged during the year ended 31 December 2004.

Save as disclosed above, so far as the Directors, the Senior Officers and the Supervisors of the Company are aware, as at 31 December 2004, none of the Director, the Senior Officer or the Supervisor of the Company had any interest or short position in the shares, underlying shares and/or debentures (as the case may be) of the Company or any of its associated corporations (as defined in Part XV of the Securities and Futures Ordinance ("SFO")) which was required to be notified to the Company and The SEHK pursuant to Divisions 7 and 8 of Part XV of the SFO (including interest and short position which any such Director, Senior Officer or Supervisor is taken or deemed to have under such provisions of the SFO) of which was required to be entered in the register required to be kept by the Company pursuant to Section 352 of the SFO or which was otherwise required to be notified to the Company and SEHK pursuant to the Model Code for Securities Transactions by Directors of Listed Companies as contained in Appendix 10 to the Rules Governing The Listing of Securities on The Stock Exchange of Hong Kong Limited ("Listing Rules").

## Remuneration of Directors, Supervisors and Senior Officers

The remuneration plans of the Directors, the Supervisors and the Senior Officers are based on the state policies, the Company's profit realized in the corresponding period, individual achievement and the average income of local residents determined in accordance with State policies. The Directors' and the Supervisors' remuneration must be approved in a shareholders meeting of the Company, whereas the remuneration of the Senior Officers must be approved by the Board of Directors.

# 董事、監事、高級管理人員和員工情況 (續)

DIRECTORS, SUPERVISORS, SENIOR OFFICERS AND STAFF (continued)

## 董事、監事和其他高級管理人員 酬金 (續)

### 董事、監事酬金

## Remuneration of Directors, Supervisors and Senior Officers (continued)

### Remuneration of the Directors and the Supervisors

		2004年度 2004 人民幣萬元 RMB0'000
<b>董事</b>	<b>Directors</b>	
賀端湜	Mr. He Duanshi	26
魯省民	Mr. Lu Shengmin	22
劉從德	Mr. Liu Congde	16.9
郭 琴	Ms. Guo Qin	17.1
李士祥	Mr. Li Shixiang	9.3
高慶剛	Mr. Gao Qinggang	14
戴慶駿	Mr. Dai Qingjun	5
肖 瑜	Mr. Xiao Yu	5
孫 華	Mr. Sun Hua	5
莫仲堃	Mr. Stephen Mok	5
<b>監事</b>	<b>Supervisors</b>	
馬景星	Mr. Ma Jingxing	11.7
翟魯敏	Ms. Zhai Lumin	0
呂忠德	Mr. Lü Zhongde	4.8
張月順	Mr. Zhang Yueshun	2
陶志超	Mr. Tao Zhichao	2

二零零四年度董事、監事和高級管理人員的年度報酬總額為人民幣2,408千元，金額最高的前三名董事的報酬總額為人民幣651千元，金額最高的前三名其他高級管理人員的報酬總額為人民幣425千元。

The aggregate remuneration of the Directors and the Supervisors for the financial year ended 31 December 2004 was RMB2,408,000. The aggregate remuneration of the three highest paid Directors was RMB651,000. The aggregate remuneration of the three highest paid Senior Officers was RMB425,000.

董事、監事及高級管理人員報酬區間：

An analysis of remuneration of the Directors, the Supervisors and the Senior Officers within the different bands is as follows:

區間 Bands	人民幣10萬元以下 Under RMB100,000	人民幣10-20萬元 From RMB100,000 to RMB200,000	人民幣20萬元以上 Above RMB200,000
人數 Number	12	10	2

獨立非執行董事戴慶駿、肖瑜、莫仲堃、孫華董事年度津貼分別為人民幣5萬元。

Each of the independent non-executive directors, namely Mr. Dai Qingjun, Mr. Xiao Yu, Mr. Stephen Mok and Mr. Sun Hua received an annual allowance of RMB50,000 each from the Company.

獨立監事張月順、陶志超監事年度津貼分別為人民幣2萬元。

Each of the independent supervisors, namely Mr. Zhang Yueshun and Mr. Tao Zhichao received an annual allowance of RMB20,000 each from the Company.



# 董事、監事、高級管理人員和員工情況 (續)

DIRECTORS, SUPERVISORS, SENIOR OFFICERS AND STAFF (continued)

## 董事、監事及其他高級管理人員變動情況

2004年12月20日本公司第四屆董事會第十六次會議同意李士祥先生因年齡原因，辭去本公司董事職務，同意馬永先生因工作變動辭去副總經理職務，聘任任福龍先生為本公司副總經理。2004年12月20日本公司第四屆監事會第十四次會議同意馬景星先生因年齡原因，辭去本公司監事職務，翟魯敏女士被選舉為本公司監事會監事長。

## Change of Directors, Supervisors and Senior Officers

On 20 December 2004, the sixteenth meeting of the Fourth Board of Directors approved Mr. Li Shixiang's resignation from the position of Director for age reason. The Board of Directors also approved the resignation of Mr. Ma Yong from the position of deputy general manager of the Company and the appointment of Mr. Ren Fulong as the deputy general manager of the Company. On 20 December 2004, the fourteenth meeting of the Fourth Supervisory Committee approved the resignation of Mr. Ma Jingxing from the position of Supervisor for age reason and Ms. Zhai Lumin was elected as the chairman of the Supervisory Committee.

## 員工及其薪金

本公司及其附屬公司（「本集團」）主要依據國家政策、本集團經濟效益情況，並參考社會報酬水平，確定員工薪酬。

於二零零四年十二月三十一日本集團員工為4,691人，該年度本集團全體員工工資總額為人民幣83,674千元。

本集團員工可按職能及教育程度劃分如下：

## Staff and Remuneration

The staff remuneration plan of the Company and its subsidiaries (the "Group") was based on the State policies, the Group's profit in the corresponding period and the average revenue of local residents.

The number of staff of the Group as at 31 December 2004 was 4,691, and the total amount of their salaries and wages paid for the year ended 31 December 2004 was RMB83,674,000.

The staff of the Group can be categorized by their area of work and educational level as follows:

員工職能 Area of Work		員工人數 Number of Employees
生產人員	Staff in production	3,418
工程技術人員	Staff in engineering and technology	305
行政管理人員	Staff in administration	209
財務人員	Staff in finance	89
產品開發人員	Staff in research and development	119
採購人員	Staff in procurement of raw materials	28
銷售人員	Staff in sales	298
質量監督檢測人員	Staff in quality control and inspection	225
合計	Total	4,691

員工教育程度 Academic Qualification Attained		員工人數 Number of Employees
大學及以上學歷	University or above	480
大專學歷	Institutes	746
中專學歷	Intermediate institutes	812
高中及技校學歷	Senior secondary and technical schools	1,638
初中及以下學歷	Junior secondary or below	1,015
合計	Total	4,691

截至二零零四年十二月三十一日止本集團退休職工人數為2,196人。

As at 31 December 2004, the number of retired staff of the Group was 2,196.