

股東大會情況簡介

INTRODUCTION TO THE ANNUAL GENERAL MEETING

(一) 年度股東大會情況

1. 股東大會的通知、召集、召開情況

公司於2004年3月31日在《上海證券報》、《香港經濟日報》、《英文虎報》上公告了召開2003年度股東大會的通知。

2003年度股東大會於2004年5月24日上午9:30在北京市北京經濟技術開發區榮昌東街6號本公司二層多功能廳召開。出席會議的股東及股東代表13名，代表股份264,636,560股，佔本公司總股本的62.71%，符合《公司法》和公司章程的有關規定。會議由董事長朱武安先生主持，公司董事、監事、董事會秘書及高級管理人員出席了大會。

2. 股東大會通過的決議及披露情況

經股東大會審議並全票通過了以下議案：

普通決議案：

- (1) 公司2003年度董事會工作報告；
- (2) 公司2003年度監事會工作報告；
- (3) 公司2003年度經審計的財務報告；
- (4) 德勤華永會計師事務所的審計報告；
- (5) 香港德勤關黃陳方會計師行的審計報告；
- (6) 公司2003年度利潤分配預案；

(II) ANNUAL GENERAL MEETING

1. Notice and convening of annual general meetings

On 31 March 2004, the Company published a notice to convene the 2003 Annual General Meeting in Shanghai Securities News, Hong Kong Economic Times and The Standard.

On 24 May 2004, the Company held its 2003 Annual General Meeting at 9:30a.m. at its multi-function hall, 2nd floor, No.6 Rong Chang Dong Street, Beijing Economic and Technological Development Zone, Beijing. A total of 13 shareholders and shareholders' representatives attended the meeting, representing 264,636,560 shares or 62.71% of the Company's total share capital, which was in accordance with the Company Law and the Articles of Association. Mr. Zhu Wuan, the Chairman, presided the meeting with participants including the Directors, supervisors, the secretary to the Board of Directors and senior management members.

2. Resolutions passed at shareholders' general meeting and the disclosure

At the general meeting, the following resolutions were considered and unanimously approved:

Ordinary resolutions:

- (1) 2003 Board of Directors' Work Report;
- (2) 2003 Supervisory Committee's Work Report;
- (3) 2003 Audited Financial Statements;
- (4) The audited report from Deloitte Touche Tohmatsu Certified Public Accountants;
- (5) The audited report from Deloitte Touche Tohmatsu Certified Public Accountants of Hong Kong;
- (6) 2003 Profit Distribution Plan;

- (7) 公司續聘德勤華永會計師事務所和香港德勤關黃陳方會計師行分別為本公司2004年度境內外核數師，並授權董事會決定其酬金的議案；

- (8) 公司增補武文祥先生為本公司獨立非執行董事，其津貼按照第四屆董事會的獨立非執行董事津貼方案執行的議案。

特別決議案：

- (1) 公司章程修改的議案；
- (2) 公司發行新股（H股）的一般性授權的議案。

公司年度股東大會決議公告已於2004年5月25日刊登在《上海證券報》、《香港經濟日報》、《英文虎報》上。

- (7) the reappointment of Deloitte Touche Tohmatsu Certified Public Accountants and Deloitte Touche Tohmatsu Certified Public Accountants of Hong Kong as the domestic and international auditors respectively for the Company in 2004, and authorize the Board of Directors to determine their remunerations;

- (8) Supplement of Mr. Wu Wenxiang as independent non-executive director of the Company, whose allowance was in accordance with proposed implementation of allowance plan for independent non-executive directors of the fourth Board of Directors.

Special resolutions:

- (1) the resolution on amendments to the Articles of Association;
- (2) the resolution on general mandate to issue new shares (H Shares).

On 25 May 2004, the Company published the resolutions passed at the Annual General Meeting in Shanghai Securities News, Hong Kong Economic Times and The Standard.



2004年8月本公司在武漢舉行了BEIREN300用戶聯誼會暨現場演示會，使用BEIREN300的50家用戶和來自全國各地的近400家印刷企業的領導應邀到會。
In August 2004, the Company held the BEIREN300 Users' Union and live show in Wuhan, in which 50 users of BEIREN300 and heads of approximately 400 press enterprises from the nation were invited.