

(一) 重大訴訟仲裁事項

本年度公司無重大訴訟、仲裁事項。

(I) MATERIAL LITIGATION AND ARBITRATION

During the year, the Company was not engaged in any material litigation or arbitration.

(二) 報告期內公司收購及出售資產、吸收合併事項

本年度公司無收購及出售資產、吸收合併事項。

(II) ACQUISITION AND DISPOSAL OF ASSETS AND MERGERS OF THE COMPANY DURING THE REPORTING PERIOD

During the year, the Company had no event concerning acquisition and disposal of assets and mergers.

(三) 報告期內公司重大關聯交易事項

報告期內公司無重大關聯交易事項。

(III) MATERIAL CONNECTED TRANSACTIONS OF THE COMPANY DURING THE REPORTING PERIOD

During the reporting period, the Company had no material connected transactions.

(四) 公司向關聯方銷售及採購貨物有關明細資料如下：

(IV) DETAILS OF SALES AND PURCHASES OF THE COMPANY WITH RELATED PARTIES ARE AS FOLLOWS:

		本年累計數 Accumulated amount for the year 人民幣萬元 Rmb0'000	上年累計數 Accumulated amount for the previous year 人民幣萬元 Rmb0'000
銷售	Sales		
代理銷售收入(退回)	Income (rebate) from agency sales		
— 北京燕龍進出口公司	— Beijing Yan Long Import and Export Company	(164.70)	388.03
— 西安北人北富印刷機械 營銷有限公司	— Xi'an Beiren Beifu Printing Machinery Operation and Sales Company Limited	38.06	1,262.99
— 湖北北人印刷機械 營銷有限公司	— Hubei Beiren Printing Machinery Operation and Sales Company Limited	6,238.23	5,275.58
— 北京北人恒通印刷機械 營銷有限公司	— Beijing Beiren Hengtong Printing Machinery Operation and Sales Company Limited	5,518.38	4,490.71
— 遼寧北人印刷機械營銷 有限責任公司	— Liaoning Beiren Printing Machinery Operation and Sales Company Limited	3,503.05	1,547.98
		15,133.02	12,965.29
銷售印刷機收入	Sales of printing machines		
— 北人集團公司	— Beiren Group Corporation	1,620.94	827.00
— 北京莫尼自控系統有限公司	— Beijing Monigraf Automatic Systems Company Limited	—	138.01
		1,620.94	965.01
銷售材料收入	Sales of materials		
— 北人集團公司	— Beiren Group	1.00	4.12

重要事項 MAJOR EVENTS

		本年累計數 Accumulated amount for the year 人民幣萬元 Rmb0'000	上年累計數 Accumulated amount for the previous year 人民幣萬元 Rmb0'000
採購	Purchase		
購買材料支出	Expenditure for the purchases of raw materials		
— 北京燕龍進出口公司	— Beijing Yang Long Import and Export Company	—	67.66
— 北人集團公司	— Beiren Group Corporation	1,013.93	680.68
— 北人太和印機鑄造廠	— Beiren Tai He Printing and Casting Factory	—	802.74
— 北京北瀛鑄造有限責任公司	— Beijing Bei Ying Printing and Casting Company Limited	3,892.32	2,698.60
— 北京莫尼自控系統有限公司	— Beijing Monigraf Automatic Systems Company Limited	876.01	207.60
		5,782.26	4,457.28

公司向上述關聯公司銷售及採購產品，銷售及採購價格系參照同類產品市場價格制定。

Prices of goods sold to the above connected companies are made with reference to those of comparative goods in the market.

(五) 關聯債權債務往來

(V) AMOUNTS DUE TO OR FROM CONNECTED PARTIES

單位：人民幣萬元

Unit: Rmb0' 000

向關聯方提供資金 Capital provided to connected parties				關聯方向本公司提供資金 Capital provided to the Company by connected parties		
關聯方 Connected parties	關聯關係 Connected relationship	發生額 Incurred amount	餘額 Balance	收取的資金 佔用費之金額 Charge on funds utilized received	發生額 Incurred amount	餘額 Balance
湖北北人印刷機械營銷有限公司 Hubei Beiren Printing Machinery Operation and Sale Company Limited	聯營公司 Joint venture	429.25	793.54			
西安北人北富印刷機械營銷有限公司 Xi'an Beiren Beifu Printing Machinery Operation and Sale Company Limited	聯營公司 Joint venture	-511.60	109.20			
遼寧北人北富印刷機械營銷有限公司 Beijing Beiren Hengtong Printing Machinery Operation and Sale Company Limited	聯營公司 Joint venture	1,139.43	1,541.40			
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	聯營公司 Joint venture	780.72	804.92			
北人集團公司 Beiren Group Corporation	控股股東 Controlling shareholder	-2,543.95	521.30		-2,243.98	2,193.64
北京燕龍進出口公司 Beiren Yan Long Import and Export Company	股東的子公司 Subsidiary of shareholder	-370			-85.82	2.35
北京北人太和印機鑄造廠 Beijing Beiren Tai He Printing and Casting Factory	控股子公司 Controlling subsidiary		286.41			
北京北瀛鑄造有限責任公司 Beijing Bei Ying Printing and Casting Company Limited	聯營公司 Joint venture	-17.65				
合計 Total		-1,093.81	4,056.77		-2,329.80	2,195.99

關聯債權債務形成原因：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、北人集團公司、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均為銷售本公司產品形成的；北京北人太和印機鑄造廠是為本公司產品提供勞務或配套服務形成的。關聯方向上市公司提供資金中的北人集團公司人民幣2,046.01萬元為應支付的收購四廠款；報告期內公司無重大關聯交易。

其中：報告期內上市公司向控股股東及其子公司提供資金的發生額為人民幣0元，餘額為人民幣0元。

The reasons for creditor's rights and debts: Of the fund provided to connected parties by Hubei Beiren Printing Machinery Sales Limited, Xi'an Beiren Beifu Printing Machinery Sales Limited, Liaoning Beiren Printing Machinery Limited, Beijing Beiren Hengtong Printing Machinery Sales Limited, Beiren Group Corporation, Beijing Yan Long Import and Export Company and Beijing Beiren Hengtong Printing Machinery Sales Limited, come from the selling of products of the Company. Beijing Beiren Taihe Printing and Casting Factory is a company formed for the purpose of providing services and ancillary services for the Company. The Rmb20,460,100 stated under the amount advanced to the Company Beiren Group Corporation was the purchase price payable by connected parties for the acquisition of Factory No.4. There were no material connected transactions of the Company during the reporting period.

Including: During the reporting period, the amount provided by the Company to the controlling shareholders and its subsidiary was Rmb0 with balance of Rmb0.

(六) 重大合同及其履行情况

1. 託管情况

本年度公司無託管事項。

2. 承包情况

本年度公司無承包事項。

3. 租賃情况

本年度公司無租賃事項。

4. 擔保情况

本年度公司無擔保事項。

5. 委託理財情况

本年度公司無委託理財事項。

6. 其他重大合同

本年度公司無其他重大合同。

(VI) MATERIAL CONTRACTS AND THEIR PERFORMANCE

1. Custody

During the year, the Company had no custody.

2. Contracting

During the year, the Company had no contracting.

3. Leases

During the year, the Company had no leases.

4. Guarantees

During the year, the Company had no guarantees.

5. Asset management on trust

During the year, the Company had no asset management on trust.

6. Other material contracts

During the year, the Company had no other material contracts.

重要事項 MAJOR EVENTS

(七) 公司或持有5%以上股東對公開披露承諾事項的履行情況

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號地址。因當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，按不低於該等房產賬面淨值和不低於經審計的土地開發費現址賬面價值補償給本公司，截止2004年12月31日本公司已收回搬遷補償款，共計人民幣23,372.11萬元。

(八) 聘任、解聘會計師事務所情況

公司現聘任德勤華永會計師事務所為公司的境內審計機構，擬支付其年度審計工作的酬金共約人民幣25萬元人民幣，截止本報告期末，該會計師事務所已為本公司提供了6年審計服務。

公司現聘任香港德勤•關黃陳方會計師行為公司的境外審計機構，擬支付其年度審計工作的酬金共約人民幣175.17萬元，截止本報告期末，該會計師事務所已為本公司提供了8年審計服務。

(九) 公司、董事會、董事受處罰及整改情況

報告期內公司、公司董事會及董事均未受中國證監會的稽查、行政處罰、通報批評及證券交易所的公開譴責。

(VII) PERFORMANCE OF PUBLICLY DISCLOSED UNDERTAKINGS BY SHAREHOLDERS HOLDING 5% OR MORE OF THE COMPANY'S SHARES

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 then, 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 2004, the Company received the compensation amounting to approximately Rmb233,721,100.

(VIII) APPOINTMENT AND REMOVAL OF ACCOUNTING FIRM

The Company appointed Deloitte Touche Tohmatsu Certified Public Accountants as its domestic auditor, and proposed to pay the emolument for the firm's annual audit amounting to RMB250,000. As at 31 December 2004, the accounting firm has provided audit services for the Company for 6 years.

The Company appointed Deloitte Touche Tohmatsu Certified Public Accountants of Hong Kong as its international auditor, and proposed to pay the emolument for the firm's annual audit amounting to RMB1,751,700. As at 31 December 2004, the accounting firm has provided audit services for the Company for 8 years.

(IX) THE PUNISHMENTS AND RECTIFICATION OF THE COMPANY, THE BOARD OF DIRECTORS AND DIRECTORS

During the reporting period, neither the Company, the Board of Directors of the Company nor the directors were subject to checks by the CSRC or any administrative punishments, nor had they been criticised in any way or publicly reprimanded by the stock exchange.

(十) 存貸款事項

本公司存於中國新技術創業投資公司人民幣500萬元，截止2004年12月31日已收回人民幣50萬元；存於甘肅白銀市銀鵬信用合作社人民幣500萬元未收回，兩項存款共計人民幣950萬元未收回，有關部門正在清算之中。該兩項存款佔本公司淨資產約0.8%左右，不會對本公司帶來重大影響，本公司已對該存款計提人民幣750萬元的損失準備。

(十一) 公司所得稅率為15%，不存在先繳後返情況。

(十二) 其他重大事項

報告期內，公司增發H股尚未完成，將延續到下一報告期。

(X) DEPOSITS

The deposit of Rmb5 million was placed with China Venturetech Investment Company, of which Rmb500,000 was recovered as at 31 December 2004. The deposit of Rmb5 million placed with Ying Peng Cooperative Credit Union, Bai Yin, Gansu Province was not recovered. A total of Rmb9.5 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 0.8% 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 Rmb7.5 million.

(XI) THE 15% INCOME TAX RATE OF THE COMPANY DOES NOT INCLUDE ANY INSTANCES OF "FIRST PAYING TAXES, THEN RECEIVING REBATES" FOR THE COMPANY.

(XII) OTHER MAJOR EVENTS

During the reporting period, the Company's additional issue of H Shares has not yet been completed and will continue in the next reporting period.