

董事、監事和高級管理人員

DIRECTORS, SUPERVISORS, SENIOR MANAGEMENT AND STAFF

(一) 董事、監事、高級管理人員情況

董事、監事、高級管理人員基本情況

(II) DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

Basic Status of Directors, Supervisors and Senior Management Staff

單位：股 幣種：人民幣

Unit: Share

姓名	職務	性別	年齡	任期起止日期	年初 持股數	年末 持股數	變動 原因	報告期內 從公司領 取的報酬 總額 (萬元)	是否在 股東單位或 其他關聯 單位領取 Whether receive remuneration from shareholder or other connected parties
Name	Position	Sex	Age	Date of appointment	Shareholding at the beginning of the year	Shareholding at the end of the year	Reasons of change	Total remuneration received from the Company during the reporting period	
朱武安	董事長	男	57	2005-07-14~2008-07-13	5,760	5,760	-	0	是
Zhu Wuan	Chairman	Male	57	2005-07-14~2008-07-13	5,760	5,760	-	0	Yes
陸長安	副董事長	男	57	2005-07-14~2008-07-13	4,800	4,800	-	0	是
Lu Changan	Vice Chairman	Male	57	2005-07-14~2008-07-13	4,800	4,800	-	0	Yes
王國華	董事、總經理	男	42	2005-07-14~2008-07-13	1,200	1,200	-	42.40	否
Wang Guohua	Director and General Manager	Male	42	2005-07-14~2008-07-13	1,200	1,200	-	42.40	No
于寶貴	董事	男	56	2005-07-14~2008-07-13	4,200	4,200	-	8	是
Yu Baogui	Director	Male	56	2005-07-14~2008-07-13	4,200	4,200	-	8	Yes
楊振東	董事、總工程師	男	43	2005-07-14~2008-07-13	0	0	-	32.17	否
Yang Zhendong	Director and Chief Engineer	Male	43	2005-07-14~2008-07-13	0	0	-	32.17	No
姜建明	董事、總會計師	男	50	2005-07-14~2008-07-13	0	0	-	32.34	否
Jiang Jianming	Director and Chief Engineer	Male	50	2005-07-14~2008-07-13	0	0	-	32.34	No
鄧鋼	董事	男	40	2005-07-14~2008-07-13	0	0	-	0	是
Deng Gang	Director	Male	40	2005-07-14~2008-07-13	0	0	-	0	Yes
武文祥	獨立董事	男	71	2005-07-14~2008-07-13	0	0	-	3	否
Wu Wenxiang	Independent Director	Male	71	2005-07-14~2008-07-13	0	0	-	3	No
胡匡佐	獨立董事	男	59	2005-07-14~2008-07-13	0	0	-	5	否
Wu Hongzuo	Independent Director	Male	59	2005-07-14~2008-07-13	0	0	-	5	No
李一經	獨立董事	女	54	2005-07-14~2008-07-13	0	0	-	3	否
Li Yijing	Independent Director	Female	54	2005-07-14~2008-07-13	0	0	-	3	No
施天濤	獨立董事	男	43	2005-07-14~2008-07-13	0	0	-	3	否
Shi Tiantao	Independent Director	Male	43	2005-07-14~2008-07-13	0	0	-	3	No
肖茂林	監事長	男	56	2005-07-14~2008-07-13	0	0	-	8	是
Xiao Maolin	Chairman of the Supervisory Committee	Male	56	2005-07-14~2008-07-13	0	0	-	8	Yes



董事、監事和高級管理人員 DIRECTORS, SUPERVISORS, SENIOR MANAGEMENT AND STAFF

(一) 董事、監事、高級管理人員 情況 (續)

董事、監事、高級管理人員基本情況 (續)

(II) DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT (continued)

Basic Status of Directors, Supervisors and Senior Management Staff (continued)

單位：股 幣種：人民幣

Unit: Share

姓名	職務	性別	年齡	任期起止日期	年初 持股數	年末 持股數	變動 原因	報告期內 從公司領 取的報酬 總額 (萬元)	是否在 股東單位或 其他關聯 單位領取 Whether receive remuneration from shareholder or other connected parties
Name	Position	Sex	Age	Date of appointment	Shareholding at the beginning of the year	Shareholding at the end of the year	Reasons of change	Total remuneration received from the Company during the reporting period	remuneration from shareholder or other connected parties
薛克新	監事	男	40	2005-07-14~2008-07-13	0	0	—	13.17	否
Xue Kexin	Supervisor	Male	40	2005-07-14~2008-07-13	0	0	—	13.17	No
田福仁	監事	男	57	2005-07-14~2008-07-13	4,100	4,100	—	4.67	否
Tian Furen	Supervisor	Male	57	2005-07-14~2008-07-13	4,100	4,100	—	4.67	No
戎佩敏	董事會秘書	女	54	2005-07-14~2008-07-13	0	10,000	購入股票	31.19	否
Rong Peimin	Secretary to the Board of Directors	Female	54	2005-07-14~2008-07-13	0	10,000	Purchase of shares	31.19	No
王文元	副總經理	男	58	2005-07-14~2008-07-13	0	0	—	32.18	否
Wang Wenyuan	Deputy General Manager	Male	58	2005-07-14~2008-07-13	0	0	—	32.18	No
郭 寧	副總經理	男	51	2005-07-14~2008-07-13	0	0	—	31.68	否
Guo Ning	Deputy General Manager	Male	51	2005-07-14~2008-07-13	0	0	—	31.68	No
合計	/	/	/	/			/	249.8	/
Total	/	/	/	/			/	249.8	/



董事、監事和高級管理人員

DIRECTORS, SUPERVISORS, SENIOR MANAGEMENT AND STAFF

(一) 董事、監事、高級管理人員情況 (續)

1、說明：

- (1) 除上文所披露者外，於2005年12月31日，各董事、監事及高級管理人員或彼等聯繫人概無與本公司或任何關聯公司（定義見《證券及期貨條例》）條例之股份中擁有權益，而各董事及監事或彼等之配偶或未滿十八歲子女概無認購本公司證券之權利，亦無使用該項權利。
- (2) 在本年結算日或年內之任何時間，除下述服務合約外，本公司各董事及監事均無在本公司任何重要合約中直接或間接擁有權益。
- (3) 除上述所載各董事及監事須根據香港證券及期貨條例第352條而保存之登記冊所示外，在本年內，本公司均無參與任何安排，使本公司董事或監事或任何其他法人團體之股份或債券獲益，並未有任任何須根據證券及期貨條例第352條予以記錄之權益。
- (4) 除上文所披露者外，於2005年12月31日，本公司董事、監事或高級管理人員概無於本公司或其任何相關法團（定義見證券及期貨條例）之股份、相關股份或債券中擁有根據證券及期貨條例第XV部第7及8分部之規定，彼等須知會本公司或香港聯合交易所有限公司（「聯交所」）之任何權益或淡倉，或根據證券及期貨條例第352條規定，須列入所指定之登記冊之權益或淡倉。
- (5) 概無任何董事、監事及高級管理人員或其相關人士獲公司或其附屬公司授出購入公司股份或債券之權益，或在2005年12月31日前已行使任何此等權益。

(I) DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT (continued)

1. Explanation:

- (1) Save as disclosed above, none of the directors, supervisors and senior management or any of their associates, as at 31 December 2005, had any interest in the shares of the Company or its associated corporations (as defined in the Securities and Futures Ordinance (the "SFO"). None of the directors and supervisors or their spouse or children under the age of 18 was granted any right to acquire securities of the Company or had exercised any such right.
- (2) As at the balance sheet date or at any time during the year, none of the directors and supervisors of the Company was directly or indirectly interested in any material contract of the Company other than the service contracts mentioned below.
- (3) Save as those set out in the register required to be maintained by directors and supervisors under section 352 of the SFO, during the year, the Company did not engage in any arrangement which would enable the directors or supervisors of the Company or their respective associates to acquire any interest in any shares or debt securities of the Company by the purchase of any other corporation, nor did the directors or supervisors had any interest which was required to be recorded in the register under section 352 of the SFO.
- (4) Save as disclosed above, none of the Directors, supervisors and senior management of the Company, as at 31 December 2005, had any interest or short positions in the shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of the SFO) which would have to be notified to the Company or The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to Divisions 7 and 8 of Part XV of the SFO or any interest or short positions which were required to be entered in the register required to be kept by the Company pursuant to Section 352 of the SFO.
- (5) None of the Directors, supervisors and senior management of the Company or the respective associates was granted by the Company or its subsidiaries any right to acquire shares or debentures of the Company or had exercised any such right as at 31 December 2005.



董事、監事和高級管理人員 DIRECTORS, SUPERVISORS, SENIOR MANAGEMENT AND STAFF

(一) 董事、監事、高級管理人員 情況 (續)

2、 董事與監事服務合約

董事及監事與本公司訂立書面合約，
主要方面如下：

- (1) 第五屆董事、監事每份合約由
2005年7月14日開始，至
2008年7月13日止。
- (2) 在服務合約的合約期內董事及
監事之薪酬每年可以增加
15%。
- (3) 各董事有權收取由董事會決定
參照本公司除稅後綜合淨盈利
(不包括非常項目) 授予之管理
花紅，惟付予董事之花紅總額
不得超過該盈利1%，董事須
放棄就有關彼收取之數額之決
議案投票。
- (4) 報告期內本公司獨立非執行董
事認真履行了職責。

**董事、監事、高級管理人員主要工作
經歷：**

- (1) **朱武安**，中國國籍，57歲，董
事長，工商管理碩士，高級經
濟師。1992年任北人集團公
司副總經理；1993年任本公
司董事、副總經理；1996年
任本公司董事、董事會秘書、
副總經理、首席執行官；現任
北人集團公司及本公司董事
長。朱先生負責本公司的整體
戰略性管理，具有三十餘年的
企業管理經驗及十餘年上市公
司治理與運作的知識與技巧。

(II) DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT (continued)

2. Service contracts of directors and supervisors

The directors and supervisors have entered into written
contracts with the Company, the main contents of which are
as follows:

- (1) Each contract for the directors of the fifth Board of
Directors and supervisors of the fifth Supervisory
Committee is for a term commencing from 14 July
2005 to 13 July 2008.
- (2) The salary payable to the directors and supervisors
may be increased by 15% for each subsequent year
within the term of the service contracts.
- (3) Each of the directors is entitled to a management
bonus calculated by reference to the consolidated net
profit of the Company (excluding extraordinary items)
after taxation as decided by the Board of Directors
provided that the aggregate amount of bonus payable
to the directors may not exceed 1% of such profit.
The directors shall abstain from voting in respect of
the resolution on the amount payable to them.
- (4) The independent non-executive directors of the
Company performed their duties diligently during the
reporting period.

EXPERIENCE OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

- (1) **Zhu Wuan**, Chinese nationality, aged 57, Chairman
of the Board, an MBA holder and a senior economist.
Mr. Zhu was the Deputy General Manager of Beiren
Group Corporation in 1992; a Director and Deputy
General Manager of the Company in 1993; and a
Director, Secretary to the Board, Deputy General
Manager and Chief Executive Officer of the Company
in 1996. Currently, he is the Chairman of Beiren Group
Corporation and the Chairman of the Company. He
is in charge of the Company's overall strategic
management and has over 30 years' experience in
corporate management and over 10 years' knowledge
and skills in administering and running a listed
company.



董事、監事和高級管理人員

DIRECTORS, SUPERVISORS, SENIOR MANAGEMENT AND STAFF

(一) 董事、監事、高級管理人員情況 (續)

2、董事與監事服務合約 (續)

董事、監事、高級管理人員主要工作經歷：(續)

(2) **陸長安**，中國國籍，57歲，副董事長，研究生畢業，高級經濟師。1992年任北人集團公司企管處處長；1993年任北人集團公司總經濟師、北人印刷機械股份有限公司董事；1996年任北人印刷機械股份有限公司副總經理；1998年任北人印刷機械股份有限公司總經理；現任北人集團公司總經理。陸先生在北人集團公司任職三十餘年，有三十餘年的企業管理經驗。

(3) **王國華**，中國國籍，42歲，董事、總經理，工商管理碩士，高級工程師。1992年曾任北人集團公司印機研究所副所長；1995年任北人集團公司總工程師；1996年任北人印刷機械股份有限公司董事、總工程師；1997年任北京印刷機械研究所所長；現任北人印刷機械股份有限公司董事、總經理。王先生多年從事產品設計及技術管理工作。

(4) **于寶貴**，中國國籍，56歲，董事，大專畢業，政工師。1993年任北人集團公司工會主席；1996年任北人印刷機械股份有限公司董事；現任公司工會主席。于先生在生產管理勞工關係方面有十多年的經驗。

(II) DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT (continued)

2. Service contracts of directors and supervisors (continued)

PROFILES OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT (continued)

(2) **Lu Changan**, Chinese nationality, aged 57, Vice-chairman, a postgraduate and a senior economist. Mr. Lu was the Head of Corporate Management Office of Beiren Group Corporation in 1992; Chief Economist of Beiren Group Corporation and a Director of Beiren Printing Machinery Holdings Ltd. in 1993; Deputy General Manager of Beiren Printing Machinery Holdings Ltd. in 1996; and General Manager of Beiren Printing Machinery Holdings Ltd. in 1998. He is currently the General Manager of Beiren Group Corporation. He has been working for Beiren Group Corporation for over 30 years and has over 30 years' experience in corporate management.

(3) **Wang Guohua**, Chinese nationality, aged 42, a Director, General Manager, an MBA holder and a senior economist. Mr. Wang was the Deputy Head of Research Institute of Printing Machinery of Beiren Group Corporation in 1992; Chief Engineer of Beiren Group Corporation in 1995; Director and Chief Engineer of Beiren Printing Machinery Holdings Ltd. in 1996; and Head of Beijing Research Institute of Printing Machinery in 1997. He is currently the Director and General Manager of Beiren Printing Machinery Holdings Ltd. He has been engaged in product design and technical management for a number of years.

(4) **Yu Baogui**, Chinese nationality, aged 56, a Director, a post-secondary graduate and a political work engineer. Mr. Yu was the Chairman of the Labour Union of Beiren Group Corporation in 1993 and a Director of Beiren Printing Machinery Holdings Ltd. in 1996. He is currently the Chairman of the Labour Union of the Company. He has over 10 years' experience in production management and employees' relations.



董事、監事和高級管理人員 DIRECTORS, SUPERVISORS, SENIOR MANAGEMENT AND STAFF

(一) 董事、監事、高級管理人員 情況 (續)

2、 董事與監事服務合約 (續)

董事、監事、高級管理人員主要工作 經歷：(續)

- (5) **楊振東**，中國國籍，43歲，董事，總工程師，碩士研究生，高級工程師。1992年任北人集團公司研究所設計科副科長；1998年任北人印刷機械股份有限公司研究所副所長；2000年至今任北人印刷機械股份有限公司總工程師。
- (6) **姜建明**，中國國籍，50歲，董事，總會計師，大學本科畢業，高級會計師。1990年任北京第一機床廠財務處副處長；1993年任北京第一機床廠財務處處長；1996年任北京機電工業控股(集團)有限責任公司資產管理部副部長；1997年任北京機電工業控股(集團)有限責任公司資產管理部部長；北京京城機電控股有限責任公司資產財務審計部部長。2005年調入本公司任總會計師，姜先生在企業財務管理等方面有較豐富的經驗。
- (7) **鄧鋼**，中國國籍，40歲，董事，碩士研究生，高級工程師。1994年任北京第一機床廠工藝處副處長；1997年任北京第一機床廠副廠長；1999年任北京建築機械廠廠長；現任北京京城機電控股有限責任公司人力資源部部長。鄧先生具有人力資源管理等多方面的經驗和能力。

(II) DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT (continued)

2. Service contracts of directors and supervisors (continued)

PROFILES OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT (continued)

- (5) **Yang Zhendong**, Chinese nationality, aged 43, Director, Chief Engineer, a postgraduate and a senior engineer. Mr. Yang was the Deputy Chief of Design Office of Research Institute of Beiren Group Corporation in 1992 and Deputy Chief of Research Institute of Beiren Printing Machinery Holdings Ltd. in 1998. He has been the Chief Engineer of Beiren Printing Machinery Holdings Ltd. since 2000.
- (6) **Jiang Jianming**, Chinese nationality, aged 50, a Director, Chief Accountant, a university graduate and a senior accountant. Mr. Jiang was Deputy Head of Financial Division of Beijing No. 1 Machine Tool Plant in 1990, Head of Financial Division of Beijing No. 1 Machine Tool Plant in 1993, Deputy Head of Asset Management Department of Beijing Mechatronics Industry Holding (Group) Company Limited in 1996, Head of Asset Management Department of Beijing Mechatronics Industry Holding (Group) Company Limited in 1997, and Head of Audit Department of Asset and Finance of Beijing Mechatronics Holding Company Limited. He has served as the Chief Accountant of the Company since 2005. He has extensive experience in corporate financial management.
- (7) **Deng Gang**, Chinese nationality, aged 40, a Director, a postgraduate and a senior engineer. Mr. Deng was Deputy Head of Technique Division of Beijing No. 1 Machine Tool Plant in 1994, a Deputy Factory Manager of Beijing No. 1 Machine Tool Plant in 1997, and Factory Manager of Beijing Construction Machinery Plant in 1999. Currently he is Head of Human Resources Department of Beijing Mechatronics Holding Company Limited. Mr. Deng has experience and ability in various fields including human resource management.



董事、監事和高級管理人員

DIRECTORS, SUPERVISORS, SENIOR MANAGEMENT AND STAFF

(一) 董事、監事、高級管理人員情況 (續)

2、董事與監事服務合約 (續)

董事、監事、高級管理人員主要工作經歷：(續)

- (8) **武文祥**，中國國籍，71歲，獨立非執行董事，戰略委員會委員，中國人民大學工業統計系專科畢業，高級經濟師。武先生曾任中國印刷總公司總經理、董事長；國家經委印刷技術裝備協調小組成員；中國印刷及設備器材工業協會秘書長、副會長；中國印刷博物館監事顧問委員會常務副會長；現任中國印刷技術協會理事長；中國出版工作者協會副主席；中國包裝技術協會副會長。1992年被評為國家有突出貢獻專家，獲國務院頒發的政府特殊津貼。武先生1995年主持研製宣紙膠印國畫獲國家專利。1997年獲中國印刷界最高獎-畢升獎。

(II) DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT (continued)

2. Service contracts of directors and supervisors (continued)

PROFILES OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT (continued)

- (8) **Wu Wenxiang**, Chinese nationality, aged 71, an independent non-executive Director, a member of the Strategic Committee, and a senior economist. Mr. Wu graduated from the People's University of China with major in industrial statistics. He was once General Manager and Chairman of China Printing Holding Company, a member of the printing technology equipment coordination team of the National Economic Commission, the Secretary General and Vice-chairman of China Printing and Equipment Machinery Industrial Association, and Vice-chairman of the standing committee for the Supervisors and Consultants Committee of China Printing Museum. Mr. Wu is currently Chairman of China Printing Technology Association, Vice-chairman of China Publishing Workers Association, and Vice-chairman of China Packaging Technology Association. He was accredited as outstanding contribution expertise of the State and was granted special subsidy in 1992. In 1995, Mr. Wu was in charge of research and production of national drawings printed by plastic seal on soft paper and obtained the national patent right. In 1997, Mr. Wu was awarded the Bi Sheng Award, the highest prize for the printing industry in the PRC.



董事、監事和高級管理人員 DIRECTORS, SUPERVISORS, SENIOR MANAGEMENT AND STAFF

(一) 董事、監事、高級管理人員 情況 (續)

2、 董事與監事服務合約 (續)

董事、監事、高級管理人員主要工作 經歷：(續)

- (9) **胡匡佐**，香港特別行政區，59歲，獨立非執行董事，提名委員會主席，薪酬與考核委員會主席，香港大學法律系畢業，執業律師。曾任職香港政府律政處及司法部從事法律及勞工事務工作，1988年至2001年為執業律師。從事集團財務，收購合併等法律事務。1991年開始先後加入北海集團有限公司(香港上市公司)，Capital Citybus Limited(英國之公共巴士公司)等擔任執行董事職位，對企業融資，項目策劃，集團管理等擁有十多年經驗。現時業務投資管理事務，任新海環保能源有限公司(香港上市公司)及Prime CCIF Capital Limited執行董事，並為深圳市中外企業家協會執行委員。

- (10) **李一經**，中國國籍，54歲，獨立非執行董事，審計委員會主席，薪酬與考核委員會委員，研究生畢業，註冊會計師。曾任北京建材局黨校財會教師，北京機械局黨校教研室主任、副校長，北京中平建會計師事務所副主任會計師，1998年至現在任北京市第十屆人民代表大會代表，1997年至現在任中國民主建國會第七屆北京市市委委員。

(II) DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT (continued)

2. Service contracts of directors and supervisors (continued)

PROFILES OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT (continued)

- (9) **Wu Hongzuo**, from the Hong Kong Special Administrative Region, aged 59, an independent non-executive director, Chairman of the Nominee Committee, a member of the Remuneration and Monitoring Committee and a practicing lawyer. Mr. Wu graduated from the Faculty of Law at the University of Hong Kong. He dealt with legal and labour affairs in the Legal Department and Judicial Department of the Hong Kong Government. He worked as a practicing lawyer from 1988 to 2001, dealing with legal matters such as corporate finance and mergers and acquisitions. From 1991, he acted as executive directors for a number of companies such as North Sea Group Co., Ltd. (a Hong Kong listed company), Capital Citybus Limited (a British public bus company), etc., and has over 10 years' experience in corporate finance, project planning, corporate management, etc. He currently focuses on investment management business and is an executive director of New Ocean Green Energy Holdings Ltd. (a Hong Kong listed company) and Prime CCIF Capital Limited as well as an executive member of the Shenzhen Association for Sino-foreign Entrepreneurs.

- (10) **Li Yijing**, Chinese nationality, aged 54, an independent non-executive director, Chairman of the Audit Committee, a member of the Remuneration and Monitoring Committee, a postgraduate and a certified accountant. She was once a teacher in the Party's School of Beijing Construction Materials Bureau, a Supervisor and Deputy Headmaster of the Research Office of the Party's School of Beijing Mechanical Bureau and Deputy Chief Accountant of Beijing Zhongpingjian Accountants Firm. She has been a delegate to the 10th National People's Congress of Beijing since 1998 and a member of the 7th Beijing Municipal Committee of the Association for China Democratic Foundation since 1997.



董事、監事和高級管理人員

DIRECTORS, SUPERVISORS, SENIOR MANAGEMENT AND STAFF

(一) 董事、監事、高級管理人員 情況 (續)

2、董事與監事服務合約 (續)

董事、監事、高級管理人員主要工作 經歷：(續)

(11) **施天濤**，中國國籍，43歲，獨立非執行董事，提名委員會和薪酬與考核委員會委員，法學博士，現任清華大學法學院教授、博士生導師，中國商法研究會常務理事。施天濤先生一直從事公司法、證券法、金融法的教學研究工作。1995年，新加坡東亞政治經濟研究所訪問研究員，2001-2002年，美國斯坦福大學法學院訪問教授。

(12) **肖茂林**，中國國籍，56歲，監事長，研究生畢業，經濟師。1991年任北人集團公司黨委辦公室主任兼黨委書記助理；1998年任北人集團公司紀委書記、北人印刷機械股份有限公司監事長；現任北人集團公司黨委副書記兼紀委書記。肖先生在北人集團公司任職三十餘年，具有二十多年的企業管理經驗。

(13) **薛克新**，中國國籍，40歲，監事，研究生畢業，經濟師。薛先生曾任本公司生產技安處處長助理，多色機分廠廠長助理，現任本公司綜合管理部經理。薛先生長期從事公司生產管理工作和戰略管理及財務分析工作，具有較為豐富的企業管理經驗及財務分析能力。

(II) DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT (continued)

2. Service contracts of directors and supervisors (continued)

PROFILES OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT (continued)

(11) **Shi Tiantao**, Chinese nationality, aged 43, an independent non-executive Director, a member of the Nomination Committee and the Remuneration and Monitoring Committee and a doctorate in laws. He is currently a professor and a tutor of doctorate candidates in School of Law of Tsinghua University, and a standing council member of the Society of China Commercial Laws. Mr. Shi has been engaged in teaching and research of corporate law, securities law and finance law. He was a visiting researcher in East Asia Politics and Economics Institute (Singapore) in 1995 and a visiting professor in School of Law of Stanford University in 2001-2002.

(12) **Xiao Maolin**, Chinese nationality, aged 56, Chairman of the Supervisory Committee, a postgraduate and an economist. Mr. Xiao was the Director of the Office of Party Committee of Beiren Group Corporation and an Assistant to the Secretary to the Party Committee in 1991; as well as Secretary to the Party Committee of Beiren Group Corporation and Chairman of Supervisory Committee of Beiren Printing Machinery Holdings Ltd in 1998. He is currently the Deputy Secretary of the Party Committee and Secretary of Discipline Committee of Beiren Group Corporation. He has been working for more than 30 years in Beiren Group Corporation and has over 20 years' experience in corporate management.

(13) **Xue Kexin**, Chinese nationality, aged 40, a Supervisor, a postgraduate and an economist. Mr. Xue was an Assistant to the Director of Production and Technical Safety Office of the Company and an Assistant to the Factory Manager of Multi-coloring Press Factory. He is currently the Manager of Multi-business Department of the Company. He has been engaged in production and strategic management and financial analysis for a long period of time. He has rich corporate management experience and financial analysis capabilities.



董事、監事和高級管理人員 DIRECTORS, SUPERVISORS, SENIOR MANAGEMENT AND STAFF

(一) 董事、監事、高級管理人員 情況 (續)

2、董事與監事服務合約 (續)

董事、監事、高級管理人員主要工作 經歷：(續)

- (14) **田福仁**，中國國籍，57歲，監事，中專畢業，高級技工師。在北人工作三十餘年。田先生為公司之模範員工，長期擔任員工代表，在處理、維護員工利益方面有豐富的經驗。
- (15) **戎佩敏**，中國國籍，54歲，董事會秘書，研究生畢業，高級經濟師。於1988年加入北人集團公司；加入前，在北京市印刷中等專業學校任職任教；1995年任本公司駐香港辦事處主任，1997年任本公司董事會秘書室主任。1999任本公司董事會秘書，2002年-2005年任公司執行董事，戎女士有多年的公司管理經驗及境內外上市公司法律法規的掌握與運用經驗。
- (16) **郭寧**，中國國籍，51歲，副總經理，大學畢業，工程師。1993年任北人印刷機械股份有限公司單雙色機廠常務副廠長、廠長；1998年至今任北人印刷機械股份有限公司副總經理。
- (17) **王文元**，中國國籍，58歲，副總經理，大學畢業，經濟師。曾任北人集團公司生產總調度、生產計劃處處長；1994年任北人印刷機械股份有限公司多色機廠常務副廠長；1998年至今任北人印刷機械股份有限公司副總經理。

(II) DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT (continued)

2. Service contracts of directors and supervisors (continued)

PROFILES OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT (continued)

- (14) **Tian Furen**, Chinese nationality, aged 57, a Supervisor, a secondary technical graduate and a senior technician. Mr. Tian has been working in Beiren for 30 years. He has been a model worker of the Company and has been a staff representative for a long period of time. He has rich experience in handling and maintaining welfare benefits of staff.
- (15) **Rong Peimin**, Chinese nationality, aged 54, Secretary to the Board of Directors, a postgraduate and a senior economist. Madam Rong joined Beiren Group Corporation in 1988. Prior to this, she was a teacher in Beijing Secondary Printing Technical School; Director of Hong Kong Office of the Company in 1995; and Chief of Secretariat of the Board of Directors of the Company in 1997. She has been a secretary to the Board of Directors since 1999 and an executive director of the Company in 2002-2005. She has a number of years' experience in corporate management and is experienced in the application and knowledge of the legislation for domestic and overseas listed companies.
- (16) **Guo Ning**, Chinese nationality, aged 51, Deputy General Manager, a university graduate and an engineer. Mr. Guo was the Managing Deputy Factory Manager and Factory Manager of Single-dual Colouring Press Factory of Beiren Printing Machinery Holdings Ltd. in 1993. He has been the Deputy General Manager of Beiren Printing Machinery Holdings Ltd. since 1998.
- (17) **Wang Wenyuan**, Chinese nationality, aged 58, Deputy General Manager, a university graduate and an economist. Mr. Wang was Director of Production Control and Planning Office of Beiren Group Corporation and Managing Deputy Factory Manager of Multi-colouring Press Factory of Beiren Printing Machinery Holdings Ltd. in 1994. He has been Deputy General Manager of Beiren Printing Machinery Holdings Ltd since 1998.



董事、監事和高級管理人員

DIRECTORS, SUPERVISORS, SENIOR MANAGEMENT AND STAFF

(二) 在股東單位任職情況

(II) POSITIONS IN SHAREHOLDERS' UNIT

姓名	股東單位名稱	擔任的職務	任期起始日期	任期終止日期	是否領取報酬津貼
Name	Name of shareholders' unit	Positions	Appointment date	End of appointment	Whether receiving an remuneration or allowance
朱武安	北人集團公司	董事長、黨委書記	2000-03-21		是
Zhu Wuan	Beiren Group Corporation	Chairman and Secretary to the Party Committee	2000-03-21		Yes
陸長安	北人集團公司	總經理	2000-03-21		是
Lu Changan	Beiren Group Corporation	General Manager	2000-03-21		Yes
于寶貴	北人集團公司	工會主席	2000-03-21		是
Yu Baogui	Beiren Group Corporation	Chairman of the Labour Union	2000-03-21		Yes
肖茂林	北人集團公司	紀委書記、黨委副書記	2000-03-21		是
Xiao Maolin	Beiren Group Corporation	Secretary to the Disciplinary Committee and Deputy Secretary to the Party Committee	2000-03-21		Yes

在其他單位任職情況

POSITIONS IN OTHER ENTITIES

姓名	股東單位名稱	擔任的職務	任期起始日期	任期終止日期	是否領取報酬津貼
Name	Name of shareholders' unit	Positions	Appointment date	End of appointment	Whether receiving an remuneration or allowance
鄧鋼	北京京城機電控股有限公司	人力資源部部長	2005-01-01		是
Deng Gang	Beijing Mechatronics Holding Company Limited	Head of Human Resources Department	2005-01-01		Yes



董事、監事和高級管理人員 DIRECTORS, SUPERVISORS, SENIOR MANAGEMENT AND STAFF

(三) 董事、監事、高級管理人員 報酬情況

- (1) 董事、監事、高級管理人員報酬的決策程序：由董事會薪酬與考核委員會提出方案，通過董事會報請股東大會審議通過。
- (2) 董事、監事、高級管理人員報酬確定依據：依據同行業與其相應的董事、監事和高管人員高、中、低三個檔次年平均收入和境外上市公司的年薪制標準並結合本公司相關人員為公司承擔的責任、工作時間、工作任務和突出貢獻來確定的。
- (3) 不在公司領取報酬津貼的董事監事情況

不在公司領取報酬津貼
的董事、監事的姓名
Name of Director or supervisor
whose remuneration was not
paid by the Company

朱武安
Zhu Wuan
陸長安
Lu Changan
于寶貴
Yu Baogui
鄧鋼
Deng Gang
肖茂林
Xiao Maolin

(III) REMUNERATIONS OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

- (1) Decision making process of remuneration of directors, supervisor and senior management: proposal is made by Remuneration and Monitoring Committee of the Board and was reported to the general meeting through the Board for consideration and approval.
- (2) Basis for determination of remuneration for directors, supervisors and senior management: it is determined in accordance with the annual average salary of respective Directors, supervisors and senior management, including the three levels of high, medium and low in the same industry, and the annual salary standard of the listed companies overseas, together with responsibilities, working hours, working missions and outstanding contributions of related persons of the Company.
- (3) Directors and supervisors whose remunerations were not paid by the Company

是否在股東單位或
其他關聯單位領取報酬津貼
Whether remunerations were
paid by shareholder entities
or other related entities

是
Yes
是
Yes
是
Yes
是
Yes
是
Yes
是
Yes



董事、監事和高級管理人員

DIRECTORS, SUPERVISORS, SENIOR MANAGEMENT AND STAFF

(四) 公司董事監事高級管理人員變動情況

二零零四年度股東周年大會審議通過了換屆選舉議案，龐連東先生、齊生林先生、戎佩敏女士不在擔任公司董事，周小明先生不在擔任公司獨立非執行董事。

(IV) CHANGES IN DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT

At the 2004 Annual General Meeting, the proposal for re-election of the Board was considered and approved, pursuant to which Mr. Pang Liandong, Mr. Qi Shenglin and Ms. Rong Peimin resigned from their offices as directors of the Company and Mr. Zhou Xiaoming was no longer nominated to serve as an independent non-executive director of the Company.

(五) 公司員工情況

截止報告期末，公司在職員工為2,944人，需承擔費用的離退休職工為2,116人。

員工的結構如下：

(V) DETAILS OF THE STAFF

At the end of the reporting period, the Company had 2,944 staff and 2,116 retired staff who incurred expenses of the Company.

The structure of staff is as follows:

(1) 專業構成情況

專業構成的類別 Professional type

專業構成的人數 Number of persons

生產人員	Production staff	1,691
銷售人員	Sales staff	133
技術人員	Technical staff	342
財務人員	Financial staff	55
管理人員	Management staff	297
其他人員	Others	426

(2) 教育程度情況

教育程度的類別 Education level

教育程度的人數 Number of persons

碩士	Master's degree	25
大學	Undergraduates	754
中專	Secondary technical graduates	363
其他	Others	1,802

(2) Educational Background

