

(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

本年度公司無重大關聯交易事項。

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

During the year, the Company had no material connected transactions.

重要事項 MAJOR EVENTS

(四) 與日常經營相關的關聯交易

1. 公司向關聯方銷售及採購貨物有關明細資料如下：

(1) 購買商品、接受勞務的關聯交易

(IV) CONNECTED TRANSACTIONS RELATED DAY-TO-DAY OPERATION

1. Details of sales and purchases of the Company with connected parties are as follows:

(1) Purchase of goods and receipt of services

單位：元 幣種：人民幣
Unit: Rmb

| 關聯方 Related parties | 關聯交易事項 Connected Transactions | 關聯交易定價原則 Pricing of connected transactions | 本期數 This period | | 上年同期數 Previous Period | |
|--|--|---|--------------------|---|--------------------------|---|
| | | | 金額 amount | 佔同類交易金額的比例(%) Percentage of transaction amount | 金額 amount | 佔同類交易金額的比例(%) Percentage of transaction amount |
| 北京燕龍進出口公司 Beijing Yan Long Import and Export Company | 材料 Raw Materials | 協議價格 Agreed price | 12,240.00 | 0.002 | — | — |
| 北人集團公司 Beiren Group Corporation | 材料及印刷機印後設備 Raw Materials and printing equipment | 協議價格 Agreed price | 15,963,775.42 | 1.99 | 10,139,312.14 | 1.14 |
| 北京北瀛鑄造有限公司 Beijing Beiyong Printing and Casting Company Limited | 材料 Raw Materials | 協議價格 Agreed price | 35,981,879.13 | 4.47 | 38,923,174.85 | 4.36 |
| 北京莫尼自控系統有限公司 Beijing Monigraf Automatic System Company Limited | 材料 Raw Materials | 協議價格 Agreed price | 24,749,287.89 | 3.07 | 8,760,112.53 | 0.98 |



(四) 與日常經營相關的關聯交易
(續)

1. 公司向關聯方銷售及採購貨物有關明細資料如下：(續)

(2) 銷售商品、提供勞務的關聯交易

(IV) CONNECTED TRANSACTIONS RELATED DAY-TO-DAY OPERATION (continued)

1. Details of sales and purchases of the Company with connected parties are as follows: (continued)

(2) Sales of goods and receipt of services

單位：元 幣種：人民幣
Unit: Rmb

| 關聯方 Related parties | 關聯交易事項 Connected Transactions | 關聯交易定價原則 Pricing of connected transactions | 本期數 This period | | 上年同期數 Previous Period | |
|--|----------------------------------|---|--------------------|---|--------------------------|---|
| | | | 金額 amount | 佔同類交易金額的比例(%) Percentage of transaction amount | 金額 amount | 佔同類交易金額的比例(%) Percentage of transaction amount |
| 北京燕龍進出口公司 Beijing Yan Long Import and Export Company | 銷售印刷機 Sales of printing | 協議價格 Agreed price | 974,358.97 | 0.1 | -1,647,008.55 | -0.15 |
| 湖北北人印刷機械營銷有限公司 Hubei Beiren Printing Machinery Operation and Sale Company Limited | 銷售印刷機 Sales of printing | 協議價格 Agreed price | 37,655,726.50 | 3.78 | 62,382,264.96 | 5.56 |
| 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 | 銷售印刷機 Sales of printing | 協議價格 Agreed price | 29,788,333.33 | 2.99 | 55,183,846.15 | 4.92 |
| 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 | 銷售印刷機 Sales of printing | 協議價格 Agreed price | 25,566,965.81 | 2.57 | 35,030,487.18 | 3.12 |
| 北人集團公司 Beiren Group Corporation | 銷售印刷機 Sales of printing | 協議價格 Agreed price | 15,643,636.27 | 1.57 | 16,209,401.71 | 1.45 |

公司向上述關聯公司銷售產品，銷售價格乃根據協議價格確定。

Price of goods sold to the above connected companies are determined by the agreed price.



重要事項 MAJOR EVENTS

(四) 與日常經營相關的關聯交易 (續)

2、關聯債權債務往來

(IV) CONNECTED TRANSACTIONS RELATED DAY-TO-DAY OPERATION (continued)

2. Amounts due to or from connected parties

單位：元 幣種：人民幣
Unit: Rmb

| 關聯方 Connected parties | 關聯關係 Connected relationship | 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 | |
|---|--|---|---------------|---|---------------|
| | | 發生額 Incurred amount | 餘額 Balance | 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 Joint venture Operation and Sale Company Limited | 聯營公司 Joint venture | 95.86 | 889.40 | — | — |
| 西安北人北富印刷機械營銷有限公司 Xi'an Beiren Beifu Printing Machinery Sales Company Limited | 聯營公司 Joint venture | | 109.20 | — | — |
| 遼寧北人北富印刷機械營銷有限公司 Liaoning Beiren Beifu Printing Machinery Sales Company Limited | 聯營公司 Joint venture | 982.68 | 2,524.08 | — | — |
| 北京北人恒通印刷機械營銷公司 Beijing Beiren Hengtong Printing Machinery Sales Company Limited | 聯營公司 Joint venture | 108.05 | 912.97 | — | — |
| 北人集團公司 Beiren Group Corporation | 控股股東 Controlling shareholder | 552.54 | 1,073.84 | 5.48 | 2,199.12 |
| 北京燕龍進出口公司 Beijing Yan Long Import and Export Company | 控股股東的子公司 Subsidiary of Controlling shareholder | — | — | -1.12 | 1.22 |
| 北京北瀛鑄造有限責任公司 Beijing Beiyong Printing and Casting Company Limited | 聯營公司 Joint venture | 297.31 | 297.31 | 150.00 | 150.00 |
| 北京北人太和印機鑄造廠 Beijing beiren Fai He Printing and Casting Factory | 控股子公司 Controlling subsidiary | -286.41 | 0 | 1,093.20 | 1,093.20 |
| 合計 Total | / | 1,750.03 | 5,806.80 | 1,247.56 | 3,443.54 |



(四) 與日常經營相關的關聯交易
(續)

2、關聯債權債務往來 (續)

報告期內上市公司向控股股東及其附屬公司提供資金的發生額人民幣0元，上市公司向控股股東及其子公司提供資金的餘額人民幣0元。

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、北人集團公司均為銷售本公司產品形成的；北京北瀛鑄造有限責任公司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2046.01萬元為應付的收購四廠款項；報告期內公司無重大關聯交易。

(五) 託管情況

本年度公司無託管事項。

(六) 承包情況

本年度公司無承包事項。

(七) 租賃情況

本年度公司無租賃事項。

(八) 抵押、擔保情況

本年度公司無抵押、擔保事項。

(IV) CONNECTED TRANSACTIONS RELATED
DAY-TO-DAY OPERATION (continued)

2. Amounts due to or from connected parties
(continued)

During the reporting period, the amount provided by the Company to the controlling shareholders and its subsidiaries was Rmb0. Balance of the same was Rmb0.

Reasons for creditor's rights and debts: Among the capital provided to connected parties, the amount provided to 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 and Beiren Group Corporation was derived from sale of the Company's products, while that provided to Beijing Beiyong Printing and Casting Company Limited was derived from provision of services and ancillary services for the Company's products. Among the capital provided to the Company by connected parties, Rmb20,460,100 due from Beiren Group Corporation was the amount payable for acquisition of Factory No.4. There were no material connected transactions during the reporting period.

(V) CUSTODY

During the year, the Company did not have any custody.

(VI) CONTRACTING

During the year, the Company did not have any contracting.

(VII) LEASES

During the year, the Company did not have any leases.

(VIII) MORTGAGE AND GUARANTEES

During the year, the Company had no mortgage or guarantees.

重要事項 MAJOR EVENTS

(九) 委託理財情況

本年度公司無委託理財事項。

(十) 其他重大合同

本年度公司無其他重大合同。

(十一) 承諾事項履行情況

公司股權分置改革方案經2006年3月20日召開的相關A股市場股東會議審議通過。2006年3月24日，公司接到上海證券交易所上證上字[2006]183號文，同意公司實施股權分置改革方案。2006年3月28日公司披露了，股權分置改革方案實施A股股權登記日為2006年3月29日，對價股份到帳日為2006年3月30日。2006年3月31日公司股票複牌，改為「G北人」，股票代碼「600860」保持不變。

1. 非流通股股東的承諾事項

本公司唯一非流通股股東根據《上市公司股權分置改革管理辦法》等文件的要求做出了法定承諾。

2. 非流通股股東為履行其承諾義務提供的保證安排

本公司唯一非流通股股東為承諾義務的履行出具了承諾函，同時委託本公司董事會向上海證券交易所、中國證券登記結算有限責任公司申請，在承諾函載明的期限內對所持非流通股份進行鎖定，作為履行承諾的保證。

(IX) ASSET MANAGEMENT ON TRUST

During the year, the Company did not have any no asset management on trust.

(X) OTHER MATERIAL CONTRACTS

During the year, the Company did not have any no other material contracts.

(XI) PERFORMANCE OF UNDERTAKINGS

The Company's share segregation reform proposal was considered and approved at the shareholders' meeting of relevant shareholders in the A-share market on 20 March 2006. On 24 March 2006 the Company received the document Shang Zheng Shang Zi [2006] No.183 issued by Shanghai Stock Exchange, which approved the implementation of the share segregation reform proposal by the Company. On 28 March 2006, the Company made an announcement that under the share segregation reform proposal, the record date for A shares was 29 March 2006 and the date for payment of consideration shares was 30 March 2006. On 31 March 2006, trading in the Company's shares resumed with the amended stock abbreviation "G北人" and the stock code "600860" remains unchanged.

1. Undertakings of non-circulating shares shareholder

The only non-circulating shares shareholder of the Company makes statutory undertakings in accordance with documents including "Provisions on Management of Share Reform Proposals of Listed Companies" (《上市公司股權分置改革管理辦法》).

2. Guarantee provided by the non-circulating shares shareholder on obligation of performance of undertakings

The only non-circulating shares shareholder of the Company issued a letter of undertakings for the obligation of performance of undertakings and entrusted the Board of the Company to apply to the Shanghai Stock Exchange and China Securities Depository & Clearing Co., Ltd. to limit the circulation of non-circulating shares held by it within the timeframe as set out in the letter of undertakings as a guarantee for the performance of undertakings.



(十二) 公司審計委員會已審閱並確認2005年度財務報告。

(XII) THE ADMIT COMMITTEE HAS RECEIVED AND CONFIRMED THE COMPANY'S 2005 FINANCIAL STATEMENT.

(十三) 公司、董事會、董事受處罰及整改情況

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

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。

During the reporting period, none of the Company and its Board and directors was subject to checks by CSRC, or any administrative punishments. Nor were they criticised in any way or publicly reprimanded by the stock exchange.

(十四) 存貸款事項

(XIII) DEPOSITS

本公司存於中國新技術創業投資公司人民幣500萬元，截止2005年12月31日收回人民幣150萬元；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850萬元未收回，有關部門正在清算之中。該兩項存款佔本公司淨資產約0.64%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460.15萬元的損失準備。

The deposit of Rmb5,000,000 was placed with China Venturetech Investment Company, of which Rmb1,500,000 was recovered as at 31 December 2005. The deposit of Rmb5,000,000 placed with Ying Peng Cooperative Credit Union, Bai Yin, Gansu Province was not recovered. A total of Rmb8,500,000 of deposits have not been recovered as it is still in the process of liquidation by relevant authorities. These two deposits represent approximately 0.64% of the Company's net assets and hence will cause no material effect to the Company's operations. The Company has made a provision for the loss amounting to Rmb4,601,500.

(十五) 公司所得稅率為15%，不存在先繳後返情況。

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

(十六) 其他重大事項

(XV) OTHER MAJOR EVENTS

報告期內公司增發H股尚未完成，將延續到下一報告期。

During the reporting period, the Company had no other major events.