



# 北人印刷機械股份有限公司 BEIREN PRINTING MACHINERY HOLDINGS LIMITED

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 187)

## ANNOUNCEMENT OF RESOLUTIONS PASSED AT THE 2006 ANNUAL GENERAL MEETING

The Company and all the members of the Board of Directors confirm the truthfulness, accuracy and completeness of the contents of this announcement, and jointly accept responsibility for any false representation, misleading statements or material omissions contained herein.

Important notices:

- No proposal was rejected or amended at the meeting;
- No additional proposal was submitted for voting on at the meeting;

### I. CONVENING AND ATTENDANCE OF THE MEETING

Pursuant to the Notice of Annual General Meeting dated 30 April 2007, the 2006 Annual General Meeting ("AGM") of Beiren Printing Machinery Holdings Limited (the "Company") was held at the Multi-purpose Conference Hall of the Company at 2/F, No. 6 Rong Chang Dong Street, Economic and Technological Development Zone, Beijing, the People's Republic of China at 9:30 a.m. on 18 June 2007.

The Company has 422,000,000 shares in total with 422,000,000 shares carrying voting rights. The meeting was convened by the Board of Directors of the Company and presided over by Mr. Wang Guohua, the Chairman of the Company. 11 shareholders and proxies were present at the meeting, holding 235,374,529 shares carrying voting rights which represented 55.78% of the total shares carrying voting rights of the Company, comprising 222,664,529 domestic shares, representing 52.76% of total shares carrying voting rights of the Company, and 12,710,000 H shares representing 3.02% of the total shares carrying voting rights of the company. The Company's directors, supervisors, senior management, lawyer and auditors were present at the meeting. The convening and holding of the AGM was in compliance with the Company Law and the Articles of Association.

### II. VOTING AT THE MEETING

The following proposals were passed by way of show of hands at the meeting:

#### A. Ordinary resolutions

- To consider and approve the Company's Annual Report and Summary for the year 2006;  
(235,374,529 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by shareholders who attended the meeting, no share voted against or abstained from voting.)
- To consider and approve the Company's Board of Directors' Working Report for the year 2006;  
(235,374,529 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by shareholders who attended the meeting, no share voted against or abstained from voting.)
- To consider and approve the Company's Supervisory Committee's Working Report for the year 2006;  
(235,374,529 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by shareholders who attended the meeting, no share voted against or abstained from voting.)
- To consider and approve the Company's audited Financial Statements for the year 2006;  
(235,374,529 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by shareholders who attended the meeting, no share voted against or abstained from voting.)
- To consider and approve that no profit distribution by the Company for the year 2006;  
An unqualified auditor's report was issued by Deloitte Touche Tohmatsu CPA LTD, according to which the Company realized a net profit of Rmb-87,894,800 in 2006. The net undistributed profit was Rmb22,474,600 via the undistributed profit at the beginning of the year less the loss in 2006. In accordance with the section of Employees' Remuneration under the new accounting rules effective from 1 January 2007, as at the first implementation date, the undistributed profit must deduct the remuneration for the employees who early retired in the previous years, and the profit to be distributed to shareholders would be small after this adjustment under the new accounting rules. In view of the above, the Board did not recommend to distribute profit and to transfer capital reserve to share capital for 2006.  
(235,374,529 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by shareholders who attended the meeting, no share voted against or abstained from voting.)
- To re-appoint Deloitte Touche Tohmatsu CPA LTD. and Deloitte Touche Tohmatsu, Certified Public Accountants of Hong Kong, as the domestic and overseas auditors respectively of the Company in 2007, and to authorise the Board of Directors to determine their remuneration.  
(235,374,529 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by shareholders who attended the meeting, no share voted against or abstained from voting.)
- To consider and approve Mr. Zhu Wuan's resignation of director of the Company and nomination of Mr. Zhang Peiwu as the director candidate of the Company.  
(235,374,529 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by shareholders who attended the meeting, no share voted against or abstained from voting.)

#### B. Special resolutions

- To consider and approve the passing of the resolution to grant a general mandate to the Board of Directors to allot and issue new H Shares not exceeding 20% of the total number of H Shares in issue from the date of passing this resolution to the date of annual general meeting of 2007; or such mandate shall remain in effect until revoked or varied by a special resolution passed at a general meeting, and approving the Board of Directors to exercise all the powers to allot and issue new H Shares on such terms and conditions as the Board of Directors may determine, the authority of the Board of Directors shall include (without limitation):
  - the full power to deal with the matters in relation to all the applications in respect of the issue of new shares;
  - the determination of the number of new shares to be allotted or issued and their issue price;
  - the determination of the opening and closing dates for the issue of new shares;
  - the determination of the number of new shares (if applicable) to be issued to the existing shareholders;
  - the making or grant of offers, agreements and options which might require in the exercise of such powers;
  - the making of amendments to the Articles of Association accordingly and doing all the relevant matters and acts; and
  - the handling of any other matters in relation to the issue of new shares.
 (235,374,529 shares cast votes for the resolution, representing 99.997% of the total number of shares carrying voting rights held by shareholders who attended the meeting, 8,000 shares voted against representing 0.003% of total shares carrying voting rights who attended the meeting, no share abstained from voting.)

### III. PRESENCE OF LAWYER

The AGM was witnessed by the lawyer from Beijing Kanda Law Office, who presented a legal opinion concluding that the convening and the procedure for convening and holding of and the voting procedures adopted at the AGM, and the eligibility of the persons who attended the AGM were in compliance with Company Law, the Articles of Association of the Company, the relevant provisions of laws and regulations, being valid and effective.

### IV. DOCUMENTS AVAILABLE FOR INSPECTION

- Resolutions passed at the 2006 Annual General Meeting of the Company;
- The legal opinion issued by Beijing Kanda Law Office in respect of the AGM.

The Board of Directors of  
Beiren Printing Machinery Holdings Limited

Beijing, the PRC  
18 June 2007

As at the date of the announcement, the Company's directors comprise Mr. Wang Guohua, Mr. Lu Changan, Mr. Zhang Peiwu, Mr. Yu Baogui, Mr. Jiang Jianming, Mr. Yang Zhendong, Mr. Deng Gang, Ms. Li Yijing\*, Mr. Shi Tiantao\*, Mr. Wu Hongzuo\* and Mr. Wu Wenxiang\*.

\* Independent non-executive director