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**北人印刷機械股份有限公司**  
**BEIREN 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 FIFTH EXTRAORDINARY MEETING OF  
THE SIXTH BOARD OF DIRECTORS  
RESIGNATIONS OF DIRECTORS  
AND  
PROPOSED APPOINTMENT OF DIRECTOR**

**The Board of Directors and all members of the Board of Directors of the Company warrant that this announcement does not contain any false information, misleading statement or material omission, and severally and jointly accept full responsibility for the truthfulness, accuracy and completeness of the contents herein contained.**

**RESOLUTIONS PASSED AT THE FIFTH EXTRAORDINARY MEETING OF THE SIXTH BOARD OF DIRECTORS**

The fifth extraordinary meeting of the Sixth Board of Directors (the "Board") of Beiren Printing Machinery Holdings Limited (the "Company") was held on 21 September 2010 at the conference room of the Company, Room 6203, 2nd floor, No. 6 Rong Chang Dong Street, Beijing Economic and Technological Development Zone, Beijing. 7 directors were eligible to attend the meeting and 7 of them attended the meeting in person. Supervisors and senior management members of the Company were also present at the meeting. The convening of the meeting is in compliance with the requirements of all applicable laws and the Articles of Association.

The meeting was presided over by Chairman Mr. Zhao Guorong. Each of the following resolutions was individually considered and approved by the 7 attending Directors:

1. The resolution in relation to the resignations of Mr. Bai Fan ("Mr. Bai") and Mr. Yang Zhendong ("Mr. Yang") as directors of the Company was considered and approved.
2. The resolution in relation to the appointment of Mr. Liao Xiansheng ("Mr. Liao") as Non-executive Director candidate of the Company was considered and approved, and submitted to the general meeting for consideration.

3. The resolution in relation to the remuneration of new director candidate and the signing of written contract was considered and approved, and submitted to the general meeting for consideration.

The remuneration of new director shall be determined based on the Company's performance, and the director's responsibilities, time devoted, work duties and outstanding contributions to the Company. The annual remuneration of a non-executive director shall not exceed RMB40,000.

4. The resolution in relation to the resignation of Deputy General Managers of the Company was considered and approved.

Due to job rearrangement, Mr. Yang Zhendong and Mr. Liu Jing ("Mr. Liu") tendered their respective resignations to the Board to resign as Deputy General Managers of the Company. The Board of the Company fully respects the decisions of Mr. Yang and Mr. Liu, and accepts their resignations both with effect from 21 September 2010.

5. The resolution in relation to the appointment of senior management of the Company was considered and approved.

As nominated by the General Manager of the Company, and reviewed by the Nomination Committee of the Board, Mr. Chen Changge ("Mr. Chen") was appointed by the Board as Deputy General Manager of the Company for a term from 21 September 2010 to 13 July 2011. The Chairman was authorized by the Board to sign the Performance Assessment Contract for Senior Management with Mr. Chen. (See Appendix II for Mr. Chen's biography, and Appendix III for the independent opinion of the independent non-executive directors of the Company on the appointment of Deputy General Manager of the Company).

## **RESIGNATIONS OF DIRECTORS**

Due to job rearrangement, Mr. Bai and Mr. Yang tendered their respective resignations to the Board of the Company to resign as directors of the Company. The Board fully respects the decisions of Mr. Bai and Mr. Yang, and accepts their resignations both with effect from 21 September 2010.

Mr. Bai and Mr. Yang confirmed that there were no matters in relation to their respective resignations that needed to be brought to the attention of all shareholders of the Company. The Board of the Company and Mr. Bai and Mr. Yang confirmed that they were not aware of any unfulfilled personal obligations of Mr. Bai and Mr. Yang towards the Company and its subsidiaries or any impact on such obligations arising from their resignations. The Board of the Company and Mr. Bai and Mr. Yang also confirmed that there was no disagreement between Mr. Bai and Mr. Yang

and the Company which would have caused the respective resignations of Mr. Bai and Mr. Yang. The positions of Mr. Bai as Member of Audit Committee of the Board and Member of Nomination Committee of the Board were terminated accordingly. The position of Mr. Yang as Member of Strategic Committee of the Board was also terminated accordingly.

The Board hereby extends its appreciation to Mr. Bai and Mr. Yang for their contributions to the Company during their tenures of office.

## **PROPOSED APPOINTMENT OF DIRECTOR**

The Board nominated Mr. Liao as the candidate for non-executive director of the Company, the appointment of which is subject to the approval of the shareholders of the Company. The biography of Mr. Liao is disclosed in Appendix I to this announcement.

### **The Board of Directors of Beiren Printing Machinery Holdings Limited**

21 September 2010

#### **Appendix I: Biography of Mr. Liao Xiansheng**

Liao Xiansheng, male, Chinese nationality, aged 40, graduated from Kunming Institute of Technology, a senior engineer. Mr. Liao was Deputy Sales General Manager of Beijing Huade Hydraulic Industrial Group Co., Ltd., and is Head of Economic and Operation Department of Beijing Jingcheng Machinery Electric Holding Co., Ltd., Director of Operational Secretariat to Board of Directors Office of Beijing Jingcheng Machinery Electric Holding Co., Ltd., Director of Beiren Group Corporation, Director of Beijing Jingcheng Heavy Industry Co., Ltd., Director of BQ-TADANO (Beijing) Crane Co., Ltd., Director of Beijing Zhonghuan Kinetics Heavy Vehicles Co., Ltd. and Director of Beijing Jingcheng Industry Logistics Co., Ltd.. Mr. Liao has extensive experience in corporate operation management, marketing, production and operation.

The Company will sign relevant service contract with Mr. Liao. His remuneration shall not exceed RMB40,000, which shall be determined based on the Company's performance, and the director's responsibilities, time devoted, work duties and outstanding contributions to the Company. Mr. Liao will serve as the non-executive director of the Company for a proposed term from the date of approval at the general meeting to 13 July 2011.

Save as the above, Mr. Liao:

- (1) did not hold any directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years;

- (2) does not have any relationship with directors or senior management of the Company. However, Mr. Liu is Head of Economic and Operation Department of Beijing Jingcheng Machinery Electric Holding Co., Ltd., the actual controller of the Company (hereinafter referred to as the “Actual Controller”), and director of the subsidiary of the Actual Controller;
- (3) has no interests in the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed herein, there is no other matter in relation to the election and appointment of Mr. Liao as non-executive director of the Company that needs to be brought to the attention of the shareholders of the Company, nor is there any information which is required to be disclosed pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited.

## **Appendix II: Biography of Mr. Chen Changge**

Chen Changge, male, Chinese nationality, aged 43, graduated from the Business School of the University of International Business and Economics, an MBA. Mr. Chen was Secretary of League Committee of Beiren Group Corporation; Chief Production Coordinator, Workshop Manager, Assistant to Production Manager and Secretary of Party Committee of Beiren Printing Machinery Holdings Limited Single/Double Color Branch, and is Member of Party Committee of Beiren Printing Machinery Holdings Limited; and General Manager and Secretary of Party Committee of Web-fed Branch. Mr. Chen has extensive experience in corporate culture research and production management.

## **Appendix III:**

### **Beiren Printing Machinery Holdings Limited Independent Opinion of the Independent Non-executive Directors on the Appointment of Deputy General Manager of the Company**

Pursuant to the Guiding Opinions Regarding the Establishment of Systems of Independent Directors by Listed Companies (《關於在上市公司建立獨立董事制度的指導意見》), we, as Independent Non-executive Directors of the Sixth Board of Directors of Beiren Printing Machinery Holdings Limited (the “Company”), hereby express our independent opinion on the appointment of Deputy General Manager at the fifth extraordinary meeting of the Sixth Board of Directors of the Company as follow:

1. After reviewing the biography, performance track record and other relevant materials of Mr. Chen Changge as provided by the Company before the meeting, we are not aware of Mr. Chen being involved in any situations specified in Section 147 of the Company Law, nor are we aware of Mr. Chen being prohibited from entering the market or experiencing any prohibition not yet released by China Securities Regulatory Commission. Mr. Chen is legally qualified for the appointment of Deputy General Manager.

2. The nomination process and the appointment approval process of the Deputy General Manager are in compliance with the relevant provisions of the Company Law and the Articles of Association. The nomination and appointment process of the Deputy General Manager is lawful.
3. Based on our knowledge, we are of the view that the academic background, professional experience and state of health of Mr. Chen Changge would enable him to meet the requirements of his position in the Company.
4. The appointment of the Deputy General Manager by the Board of Directors of the Company will have no adverse impact on minority interests.

*Independent Non-executive Director:*

**Xu Wencai, Wang Hui, Xie Bingguang, Wang Deyu**

21 September 2010

*As at the date of this announcement, the Board of Directors of the Company comprises Mr. Zhao Guorong as non-executive director, Mr. Zhang Peiwu and Mr. Duan Yuangang as executive directors and Mr. Xu Wencai, Ms. Wang Hui, Mr. Xie Bingguang and Mr. Wang Deyu as independent non-executive directors.*