

---

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

---

**If you are in any doubt** as to any aspect of this circular, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold** or transferred all your shares in Beiren Printing Machinery Holdings Limited, you should at once hand this circular and the accompanying form of proxy to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale was effected for transmission to the purchaser.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss however arising from or in reliance upon the whole or any part of the contents of this circular.

---



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

**(Stock Code: 0187)**

**Appointment of Shu Lun Pan Certified Public Accountants LLP  
as the Company's 2011 Internal Control Auditor  
Amendments to the Articles of Association  
And  
Supplemental Notice of the Annual General Meeting**

---

A supplemental notice convening the 2010 annual general meeting ("the AGM") of Beiren Printing Machinery Holdings Limited (the "Company") to be held at the Conference Room 6206, No. 6, Rong Chang Dong Street, Beijing Economic and Technologic Development Zone, Beijing, PRC, on 18 May 2011 (Wednesday) at 9:00 a.m. is set out on pages 4 to 5 of this circular.

Whether or not you intend to attend the meeting, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and return it as soon as possible and in any event not later than 24 hours before the time appointed for the holding of the AGM. Completion and return of the form of proxy will not preclude you from attending and voting at the meeting or any adjourned meeting should you so wish.

28 April 2011

---

## LETTER FROM THE BOARD

---



**北人**  
**BEIREN**

**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: 0187)**

*Non-executive Directors:*

Mr. Zhao Guorong

*Executive Directors:*

Mr. Zhang Peiwu

Mr. Duan Yuangang

*Registered office:*

6 Rongchangdong Street  
Economic and Technological  
Development Zone  
Beijing  
PRC

*Independent non-executive Directors:*

Mr. Xu Wencai

Ms. Wang Hui

Mr. Xie Bingguang

Mr. Wang Deyu

28 April 2011

*To the shareholders of the Company ("Shareholders")*

Dear Sir or Madam,

**Appointment of Shu Lun Pan Certified Public Accountants LLP  
as the Company's 2011 Internal Control Auditor  
Amendments to the Articles of Association  
And  
Supplemental Notice of the Annual General Meeting**

**INTRODUCTION**

The purpose of this circular is to give you supplemental notice of the 2010 Annual General Meeting and to provide you with reasonable and necessary information.

The purpose of this circular is to (among others): (i) appoint Shu Lun Pan Certified Public Accountants LLP as the Company's 2011 Internal Control Auditor and (ii) amend the Articles of Association.

**Appointment of Shu Lun Pan Certified Public Accountants LLP as the Company's 2011 Internal Control Auditor**

Pursuant to the requirements of the (Cai Hui [2010] No. 11) Guidelines for Enterprise Internal Control issued by the five ministries on 15 April 2010, it is first implemented on "A+H" shares listed companies from 1 January 2011. The effectiveness of internal control is required to be self-assessed, the annual self-assessment report is required to be disclosed, and external auditor is required to be appointed to conduct auditing of the effectiveness of internal control on financial reports, and to issue audit report. The Company will appoint Shu Lun Pan Certified Public Accountants LLP as the Company's 2011 Internal Control Auditor, submit for consideration and approval at the AGM, and authorize the board of directors of the Company (the "Board") to enter into agreement with them and determine their remuneration.

---

## LETTER FROM THE BOARD

---

### **Amendments to the Articles of Association**

The Company proposed to amend Article 14 of the Articles of Association of the Company in order to amend and to expand the scope of operation of the Company.

#### **The original Article 14 of the Articles of Association which reads:**

“The scope of main operation of the Company includes: operation (including development, introduction, manufacture and sales) of printing machines, packing machines, environmental protection equipments, press equipments and machine tools and provision of parts of aforesaid products.

The scope of ancillary operation of the Company includes: technical transfer, technical consultancy, technical support, experiment printing, and designing, manufacturing and processing of electromechanical products outside the main business, as well as leasing office and machines and equipments.

The Company shall file application with registration authority based on the scope of operation set out in the article. The scope of business of the Company shall be consistent with and subject to the scope of business approved by the authority responsible for the registration of the Company.

The Company is allowed to set up branches, subsidiaries, jointly controlled enterprises and offices overseas based on the scope of operation set out in this article upon gaining approval in accordance with the approval procedures.” *(Note)*

*Note:* The English version is an unofficial translation of its Chinese version. In case of any discrepancy between the two versions, the Chinese version shall prevail.

#### **be amended as:**

“Authorized scope of operation: production of printing machines, press equipments, packing machines and parts of the aforesaid machines and equipments; general logistics.

General scope of operation: development, design and sales, maintenance and installation of printing machines, press equipments, packing machines and parts of the aforesaid machines and equipments; technical consultancy, technical support, technical training; management of the export of own enterprises’ and member enterprises’ self-produced products and technology; the import of own enterprises and member enterprises production of the required auxiliary materials, instruments and meters, parts and components of machine tools and technology (apart from those products restricted by the State from import and export); processing on customer-supplied materials and “processing raw materials on clients’ demands, assembling parts for clients and processing according to clients’ samples or compensation trade”; the rental of office space, machineries and equipments; sales of printing machines.

The Company shall file application with registration authority based on the scope of operation set out in the article. The scope of business of the Company shall be consistent with and subject to the scope of business approved by the authority responsible for the registration of the Company.

The Company is allowed to set up branches, subsidiaries, jointly controlled enterprises and offices overseas based on the scope of operation set out in this article upon gaining approval in accordance with the approval procedures.” *(Note)*

*Note:* The English version is an unofficial translation of its Chinese version. In case of any discrepancy between the two versions, the Chinese version shall prevail.

---

## LETTER FROM THE BOARD

---

The proposed amendments of the Articles of Association of the Company shall take effect upon the approval of the shareholders of the Company by way of special resolution at the AGM of the Company.

### **Annual General Meeting**

A supplemental notice convening the AGM is set out on pages 4 to 5 of this circular.

A proxy form for use by the Shareholders at the AGM is enclosed. Whether or not you intend to attend and vote at the AGM, you are requested to complete and return the accompanying form of proxy in accordance with the instructions printed thereon as soon as possible and in any event not less 24 hours before the time appointed for the holding of the AGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting at the AGM should you so wish.

### **VOTING BY WAY OF POLL**

Pursuant to Rule 13.39(4) of the Listing Rules, all votes at the AGM will be taken by poll and the Company will announce the results of the poll in the manner prescribed under Rule 13.39(5) of the Listing Rules.

### **RECOMMENDATION**

The Board considers that the proposals mentioned as above are in the interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of the relevant resolutions to be proposed at the AGM.

Yours faithfully,  
For and on behalf of the board of  
**Beiren Printing Machinery Holdings Limited**  
**Zhao Guorong**  
*Chairman*

Beijing, the PRC, 28 April 2011

---

## SUPPLEMENTAL NOTICE OF THE ANNUAL GENERAL MEETING

---



**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: 0187)**

### SUPPLEMENTAL NOTICE OF THE 2010 ANNUAL GENERAL MEETING

Beiren Printing Machinery Holdings Limited (the "Company") posted the Notice of 2010 Annual General Meeting on the website of the Shanghai Stock Exchange (<http://www.sse.com.cn>) and the HKExnews website of the Hong Kong Stock Exchange (<http://www.hkexnews.hk>) on 30 March 2011.

The 2010 Annual General Meeting will be held at the Conference Room of the Company, Room 6206, No. 6 Rong Chang Dong Street, Beijing Economic and Technological Development Zone, Beijing on 18 May 2011 (Wednesday) at 9:00 a.m.

On 28 April 2011, the Company received two extraordinary motions (the "Proposed New Resolutions") from Beiren Group Corporation (a substantial shareholder which holds 201,620,000 shares, representing 47.78% of the total share capital of the Company). According to the relevant requirements of Article 14 of the Rules and Procedures of the General Meetings of the Company: "Shareholder(s) individually or in aggregate holding over 3% of the shares in the Company may propose extraordinary motions and submit the same in writing to the convener 10 days prior to the holding of the shareholders' general meeting. The convener shall issue a supplementary notice of the shareholders' general meeting within 2 days of the receipt of the motion and announce the contents of the extraordinary motions", the two extraordinary motions will be submitted for consideration in the 2010 Annual General Meeting of the Company to be held on 18 May 2011.

The following resolutions are added to the meeting:

Ordinary resolution:

1. To consider and approve the appointment of Shu Lun Pan Certified Public Accountants LLP as the Company's 2011 internal control auditor.

Extraordinary resolution:

2. To consider and approve the amendments to the Articles of Association.

Apart from the addition of the above two resolutions, no other amendments are made by this supplemental notice on the Notice of 2010 Annual General Meeting of the Company.

By order of the Board of directors  
**Beiren Printing Machinery Holdings Limited**  
**Zhao Guorong**  
*Chairman*

Beijing, the PRC, 28 April 2011

---

## SUPPLEMENTAL NOTICE OF THE ANNUAL GENERAL MEETING

---

*Notes:*

1. Shareholders may review and download the Supplemental Notice of the 2010 Annual General Meeting and details in connection with the Proposed New Resolutions at the website of Hong Kong Exchanges and Clearing Limited ([www.hkex.com.hk](http://www.hkex.com.hk)).
2. The Company has on this date issued to shareholders the Supplemental Proxy Form for Annual General Meeting. If you intend to appoint a proxy, you should complete and return the enclosed Supplemental Proxy Form for Annual General Meeting in accordance with the instructions printed thereon and return it at least 24 hours before the time stipulated for convening the AGM or any adjourned meeting (as circumstances required). If you have already validly appointed a proxy to act for you at the AGM but have not completed and returned the Supplemental Proxy Form for Annual General Meeting, your proxy will have the right to vote at his/her discretion.
3. Apart from the Proposed New Resolutions, all matters in connection with the AGM remain the same. For details in connection with the other resolution to be put forward at the AGM, qualification for attending, registration procedure, appointment of proxy and other related matters, please refer to the Notice of 2010 Annual General Meeting dated 30 March 2011 which may be viewed at the website of Hong Kong Exchanges and Clearing Limited ([www.hkex.com.hk](http://www.hkex.com.hk)).

*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 nonexecutive directors.*