

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



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)

**ANNOUNCEMENT OF RESOLUTIONS PASSED AT
THE FIRST EXTRAORDINARY GENERAL MEETING OF 2012**

The board of directors of the Company together with the directors thereof guarantee that the information contained in this announcement does not contain any false statements, misleading representations or material omissions, and all of them severally and jointly accept full responsibility for the truthfulness, accuracy and completeness of the contents herein contained.

Important notices:

- No proposal was rejected or amended at the First Extraordinary General Meeting of 2012 (the “EGM”) of Beiren Printing Machinery Holdings Limited (the “Company”).
- No additional proposal was submitted for voting at the EGM.

I. CONVENING AND ATTENDANCE OF THE MEETING

Pursuant to Notice of the First Extraordinary General Meeting of 2012 dated 2 November 2012, the Company convened the EGM through the mode of combining voting on site and the online voting system (applicable to A share market). The EGM was held at Conference Room of the Company, Room 6206, No. 6 Rong Chang Dong Street, Beijing Economic and Technological Development Zone, Beijing, the PRC. The time of meeting (on site) was 18 December 2012 at 9:00 am, while the period for online voting was 9:30 a.m. to 11:30 a.m. and 1:00 p.m. to 3:00 p.m. on 18 December 2012 (applicable to A share market).

The Company has 422,000,000 shares issued in total wherein 422,000,000 shares in total carrying voting rights entitling the holders thereof to vote for or against the resolutions.

The EGM was convened by the board of directors of the Company and presided over by Mr. Zhang Peiwu, the Chairman of the Company. 138 shareholders and proxies were present at the EGM, holding 235,328,337 shares which represented 55.77% of the total number of shares carrying voting rights of the Company, comprising 221,920,337 A shares, representing 52.59% of the total number of shares carrying voting rights of the Company, and 13,408,000 H shares, representing 3.18% of the total number of shares carrying voting rights of the Company. Among them, 8 shareholders and authorized representatives were present and voted at the EGM (on site), holding 226,024,212 shares which represented 53.57% of the total number of shares carrying voting rights of the Company; 130 shareholders voted through online voting, holding 9,282,125 shares which represented 2.2% of the total number of shares carrying voting rights of the Company.

The Company's directors, supervisors, senior management, lawyer and auditors were present at the EGM. The convening and holding of the EGM was in compliance with the relevant requirements under the Company Law of the PRC and the Articles of Association of the Company.

II. VOTING AT THE MEETING

At the EGM, the following resolutions were considered and approved by way of open ballot and online voting, and the lawyer of Beijing Kang Da Law Firm, the auditor of ShineWing Certified Public Accountants LLP, supervisor representative and shareholder representative were appointed as the scrutineers for the vote taking:

Special resolutions

1. To consider and approve the resolution regarding the material asset reorganisation of the Company on an item by item basis:

As the resolution involved connected transactions, the controlling shareholder of the Company abstained from voting as a connected shareholder, and such resolution was voted by other unconnected shareholders. The total number of shares carrying voting rights for this resolution were 33,708,337.

(1) The counterparties

(33,160,337 shares cast votes for the resolution, representing 98.37% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 10,000 shares cast votes against the resolution, representing 0.03% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 538,000 shares abstained in the voting, representing 1.6% of the total number of shares carrying voting rights held by shareholders who attended the meeting.)

(2) Proposed assets for disposal and proposed assets for acquisition

(33,156,137 shares cast votes for the resolution, representing 98.37% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 10,000 shares

cast votes against the resolution, representing 0.03% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 542,200 shares abstained in the voting, representing 1.6% of the total number of shares carrying voting rights held by shareholders who attended the meeting.)

(3) Pricing method

(33,156,137 shares cast votes for the resolution, representing 98.37% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 10,000 shares cast votes against the resolution, representing 0.03% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 542,200 shares abstained in the voting, representing 1.6% of the total number of shares carrying voting rights held by shareholders who attended the meeting.)

(4) Transaction price

(33,156,137 shares cast votes for the resolution, representing 98.37% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 10,000 shares cast votes against the resolution, representing 0.03% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 542,200 shares abstained in the voting, representing 1.6% of the total number of shares carrying voting rights held by shareholders who attended the meeting.)

(5) The handling of the difference in value of the proposed assets for disposal and the proposed assets for acquisition

(33,156,137 shares cast votes for the resolution, representing 98.37% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 10,000 shares cast votes against the resolution, representing 0.03% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 542,200 shares abstained in the voting, representing 1.6% of the total number of shares carrying voting rights held by shareholders who attended the meeting.)

(6) The attribution of the profit and loss in relation to the proposed assets for disposal and the proposed assets for acquisition arising from or incurred during the period commencing from the benchmark date for the valuation of the proposed assets for disposal and the proposed assets for acquisition up to the date of completion

(33,156,137 shares cast votes for the resolution, representing 98.37% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 10,000 shares cast votes against the resolution, representing 0.03% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 542,200 shares abstained in the voting, representing 1.6% of the total number of shares carrying voting rights held by shareholders who attended the meeting.)

(7) Completion

(33,156,137 shares cast votes for the resolution, representing 98.37% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 10,000 shares cast votes against the resolution, representing 0.03% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 542,200 shares abstained in the voting, representing 1.6% of the total number of shares carrying voting rights held by shareholders who attended the meeting.)

(8) Arrangements for staff of Beiren Holdings and the proposed assets for disposal

(33,184,837 shares cast votes for the resolution, representing 98.45% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 10,000 shares cast votes against the resolution, representing 0.03% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 513,500 shares abstained in the voting, representing 1.52% of the total number of shares carrying voting rights held by shareholders who attended the meeting.)

(9) Validity of the resolution

(33,156,137 shares cast votes for the resolution, representing 98.37% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 10,000 shares cast votes against the resolution, representing 0.03% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 542,200 shares abstained in the voting, representing 1.6% of the total number of shares carrying voting rights held by shareholders who attended the meeting.)

2. To consider and approve the resolution on the signing of the conditional “Material Assets Reorganisation Agreement of Beiren Printing Machinery Holdings Company Limited, Beijing Jingcheng Machinery Electric Holding Co., Ltd, and Beiren Group Corporation” with Beijing Jingcheng Machinery Electric Holding Co., Ltd, and Beiren Group Corporation.

As the resolution involved connected transactions, the controlling shareholder of the Company, Beijing Jingcheng Mechanical & Electrical Holding Co., Ltd., abstained from voting as a connected shareholder, and such resolution was voted by other unconnected shareholders. The total number of shares carrying voting rights for this resolution were 33,708,337.

(33,185,937 shares cast votes for the resolution, representing 98.45% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 10,000 shares cast votes against the resolution, representing 0.03% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 512,400 shares abstained in the voting, representing 1.52% of the total number of shares carrying voting rights held by shareholders who attended the meeting.)

3. To consider and approve the resolution on the “Report of the Material Assets Reorganisation and Connected Transactions of Beiren Printing Machinery Holdings Company Limited (Draft)” and its extract.

As the resolution involved connected transactions, the controlling shareholder of the Company abstained from voting as a connected shareholder, and such resolution was voted by other unconnected shareholders. The total number of shares carrying voting rights for this resolution were 33,708,337.

(33,181,937 shares cast votes for the resolution, representing 98.44% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 0 shares cast votes against the resolution, representing 0% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 526,400 shares abstained in the voting, representing 1.56% of the total number of shares carrying voting rights held by shareholders who attended the meeting.)

4. To consider and approve the resolution authorising the board of directors of the Company to take actions relating to this transaction.

(234,801,937 shares cast votes for the resolution, representing 99.78% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 0 shares cast votes against the resolution, representing 0% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 526,400 shares abstained in the voting, representing 0.22% of the total number of shares carrying voting rights held by shareholders who attended the meeting.)

5. To consider and approve the resolution regarding the change of name of the Company.

(234,801,937 shares cast votes for the resolution, representing 99.78% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 0 shares cast votes against the resolution, representing 0% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 526,400 shares abstained in the voting, representing 0.22% of the total number of shares carrying voting rights held by shareholders who attended the meeting.)

6. To consider and approve the resolution regarding amendments to the Articles of Association of the Company.

(234,725,837 shares cast votes for the resolution, representing 99.74% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 0 shares cast votes against the resolution, representing 0% of the total number of shares carrying voting rights held by shareholders who attended the meeting; 602,500 shares abstained in the voting, representing 0.26% of the total number of shares carrying voting rights held by shareholders who attended the meeting.)

As more than two-thirds of the votes cast by shareholders who attended the EGM (on site meeting and online voting) were in favour of the resolutions, all special resolutions were duly passed.

3. PRESENCE OF LAWYER

The EGM was witnessed by the lawyer from Beijing Kang Da Law Firm, which issued a legal opinion concluding that the convening, the procedures for convening, and the eligibility of the persons who attended the EGM and the voting procedures adopted at the EGM were in compliance with the laws, regulations, regulatory documents and Articles of Association of the Company, and were lawful and effective.

4. DOCUMENTS AVAILABLE FOR INSPECTION

1. Resolutions passed at the EGM;
2. The legal opinion issued by Beijing Kang Da Law Firm in respect of the EGM.

The Board of Directors of
Beiren Printing Machinery Holdings Limited

Beijing, the PRC
18 December 2012

As at the date of this announcement, the board of directors of the Company comprises Mr. Zhang Peiwu, Mr. Chen Bangshe and Ms. Jiang Chi as executive directors, Mr. Teng Mingzhi, Ms. Wu Dongbo, Mr. Li Shenggao and Ms. Wei Li as non-executive directors and Mr. Zhang Shuangru, Ms. Wang Hui, Mr. Xie Bingguang and Mr. Wang Deyu as independent non-executive directors.