

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)

CONTINUING CONNECTED TRANSACTION

RENEWED OFFICE AND PLANT LEASE AGREEMENT

Reference is made to the announcement of the Company dated 15 March 2012 relating to the continuing connected transactions between the Company and Jingcheng Nagano pursuant to the 2012 Office and Plant Lease Agreement, whereby the Company agreed to lease certain premises to Jingcheng Nagano for a term of 1 year from 1 March 2012 to 28 February 2013.

The Board wishes to announce that on 26 April 2013, the Company has entered into the Renewed Office and Plant Lease Agreement with Jingcheng Nagano for a further term of 1 year commencing from 1 March 2013 to 28 February 2014 at an aggregate monthly rental of RMB497,412.88.

As Jingcheng Nagano is wholly owned by Jingcheng Holding and therefore, an associate of Jingcheng Holding. Jingcheng Holding is a controlling shareholder of the Company holding approximately 47.78% interest in the Company. Therefore, Jingcheng Nagano is a connected person of the Company under Chapter 14A of the Listing Rules. Since the Renewed Office and Plant Lease Agreement shall be carried out on a continuing business and are expected to extend over a period of time, the Renewed Office and Plant Lease Agreement constitutes a continuing connected transaction of the Company under Chapter 14A of the Listing Rules. As the relevant percentage ratios calculated under Rule 14.07 of the Listing Rules in respect of the Office and Plant Lease on an annual basis are more than 0.1% but less than 5%, the Office and Plant Lease is only subject to the reporting, annual review and announcement requirements but are exempt from the independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

BACKGROUND

Reference is made to the announcement of the Company dated 15 March 2012 relating to the continuing connected transactions between the Company and Jingcheng Nagano pursuant to the 2012 Office and Plant Lease Agreement, whereby the Company agreed to lease certain premises to Jingcheng Nagano for a term of 1 year from 1 March 2012 to 28 February 2013.

THE RENEWED OFFICE AND PLANT LEASE AGREEMENT

Date:

26 April 2013

Parties:

(1) the Company (as lessor); and

(2) Jingcheng Nagano (as lessee)

Term:

A term of one year commencing from 1 March 2013 to 28 February 2014.

Premises:

Part of the production factories and office premises with total gross floor area of 10,443 sq.m. located at No. 6 Rong Chang Dong Street, Beijing Economic and Technological Development Zone, Beijing, the PRC which includes the southern portion of the assembly plant occupies an area of 4,800 sq.m., the eastern and western wings of the first floor of the assembly plant occupy an office space of 475 sq.m., the western and middle portions of the packaging plant occupy an area of 3,200 sq.m., and the fifth floor of the scientific research building occupies an area of 1,968 sq.m..

Monthly Rental:

Jingcheng Nagano shall pay RMB497,412.88 to the Company when it falls due at the end of every month during the term of the Renewed Office and Plant Lease Agreement.

The consideration was arrived at after arm's length negotiations between the Company and Jingcheng Nagano with reference to the prevailing market rates in the buildings in the vicinity. The rent for the plant premises per day is RMB1.5 per sq.m. and the rent for the office premises per day is RMB1.85 per sq.m..

ANNUAL CAP AND BASIS FOR DETERMINING THE ANNUAL CAP

Pursuant to the Renewed Office and Plant Lease Agreement, the annual fee payable by Jingcheng Nagano to the Company for the term commencing from 1 March 2013 to 28 February 2014 is RMB5,968,955. The annual cap is determined with reference to the agreed rent payable under the Renewed Office and Plant Lease Agreement.

REASONS FOR AND BENEFITS OF ENTERING INTO THE RENEWED OFFICE AND PLANT LEASE AGREEMENT

The entering into of the Renewed Office and Plant Lease Agreement can make full use of the Company's existing resources to generate stable income for the Company.

The Directors (including the independent non-executive Directors) considered that the Office and Plant Lease will be conducted in the ordinary and usual course of business of the Group, and on normal commercial terms, and both the Office and Plant Lease and the above annual cap as set out above are fair and reasonable and in the interests of the Company and the shareholders of the Company as a whole.

None of the Directors had material interest in the Office and Plant Lease. However, in view of good corporate governance practices, Mr. Zhang Peiwu, Mr. Teng Mingzhi, Ms. Wu Dongbo, Mr. Li Shenggao and Ms. Wei Li are directors nominated by the controlling shareholder, they had all abstained from voting in the relevant Board resolutions approving the Office and Plant Lease.

IMPLICATIONS UNDER THE LISTING RULES

As Jingcheng Nagano is wholly owned by Jingcheng Holding and therefore, an associate of Jingcheng Holding. Jingcheng Holding is a controlling shareholder of the Company holding approximately 47.78% interest in the Company. Therefore, Jingcheng Nagano is a connected person of the Company under Chapter 14A of the Listing Rules. Since the Office and Plant Lease shall be carried out on a continuing business and are expected to extend over a period of time, the Office and Plant Lease constitutes continuing connected transactions of the Company under Chapter 14A of the Listing Rules. As the relevant percentage ratios under Rule 14.07 of the Listing Rules in respect of the Office and Plant Lease on an annual basis are more than 0.1% but less than 5%, the Office and Plant Lease is only subject to the reporting, annual review and announcement requirements but are exempt from the independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

PRINCIPAL ACTIVITIES OF THE COMPANY AND JINGCHENG NAGANO

The Company is principally engaged in the manufacture and sales of printing facilities.

Jingcheng Nagano is principally engaged in the production of excavators, processing, sales and repair of machinery and equipment, technical service, consulting, research and development, import and export.

DEFINITIONS

In this announcement, unless otherwise indicated in the context, the following terms shall have the meaning set out below:-

“2012 Office and Plant Lease Agreement”	the office and plant agreement dated 15 March 2012 entered into between the Company and Jingcheng Nagano in relation to the lease of certain premises
“Board”	the board of Directors
“Company”	北人印刷機械股份有限公司 (Beiren Printing Machinery Holdings Limited), a joint stock company incorporated in the PRC with limited liability and the shares of which are listed on the Main Board of the Stock Exchange and the Shanghai Stock Exchanges
“Directors”	the directors of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Jingcheng Holding”	北京京城機電控股有限公司 (Beijing Jingcheng Machinery Electric Holding Co., Ltd.), a company incorporated in the PRC and holding 100% interest in Jingcheng Nagano and 47.78% interest in the Company respectively
“Jingcheng Nagano”	北京京城長野工程機械有限公司 (Beijing Jingcheng Nagano Construction Machinery Company Limited), a company incorporated in the PRC and is 100% owned by the Jingcheng Holding
“Listing Rules”	The Rules Governing the Listing of Securities on the Stock Exchange
“Renewed Office and Plant Lease Agreement”	the agreement (辦公室及廠房租賃合同) entered into between the Company and Jingcheng Nagano dated 26 April 2013, particulars of which are set out in the section headed “The Renewed Office and Plant Lease Agreement”
“Office and Plant Lease”	the leases as contemplated under the Renewed Office and Plant Lease Agreement
“PRC”	the People’s Republic of China, which for the purpose of this announcement excludes Hong Kong, Macau and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC

“sq.m.”	square metre
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	percent

For and on behalf of the Board
Beiren Printing Machinery Holdings Limited
Jiao RuiFang
Company Secretary

Beijing, the PRC, 26 April 2013

As at the date of this announcement, the Board 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.

English names of the PRC established companies/entities in this announcement are only translations of their official Chinese names. In case of inconsistency, the Chinese names prevail.