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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 ON THE AMENDMENTS TO THE PROCEDURAL RULES OF THE MEETINGS OF THE BOARD**

**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.**

To enhance the corporate governance and the efficiency of the Board, pursuant to the relevant provisions of laws and regulations, and the Articles of Association of the Company, the amendments to the Procedural Rules of the Meetings of the Board (hereinafter referred to as the “Rules”) were considered and approved, and submitted to the general meeting for consideration.

The details of the amendments are as follows:

### **1. The existing Rule 2: Secretariat of the Board**

The Board has established a secretariat to deal with routine matters of the Board.

The secretary to the Board shall also be the chief of the secretariat of the Board, responsible for keeping the seals of the Board and the secretariat of the Board.

**shall be amended as follows:** Office of the Board

The Board has established an Office of the Board to deal with routine matters of the Board and keep the seals of the Board.

### **2. The second clause of the existing Rule 8: In convening regular and extraordinary meetings of the Board, the secretariat of the Board shall give written prior meeting notices of fourteen days and eight hours respectively sealed with the seal of the secretariat of the Board by hand, fax, e-mail or other means, to all Directors, Supervisors, managers and the secretary to the Board. If not delivered by hand, it shall also be confirmed by telephone, with related records.**

**shall be amended as follows:** In convening regular and extraordinary meetings of the Board, the office of the Board shall give written prior meeting notices of fourteen days and eight hours respectively by hand, fax, e-mail or other means, to all Directors, Supervisors, managers and the secretary to the Board. If not delivered by hand, it shall also be confirmed by telephone.

### 3. **The existing Rule 9:** Contents of meeting notices

Written meeting notices shall include at least the following contents:

- (1) Time and place of the meeting;
- (2) Form of the meeting;
- (3) Matters to be considered (meeting proposals);
- (4) The convener and chairman of the meeting, persons submitting proposals at extraordinary meetings and the written proposals;
- (5) Meeting information needed for voting by Directors;
- (6) Requirements with regard to meeting attendance by Directors in person or through authorization of other Directors;
- (7) Contact person for the meeting and his/her contact details.

Oral meeting notices shall include at least the contents in item (1) and (2) above, and the explanation as to the emergency need to convene an extraordinary Board meeting as soon as possible.

**shall be amended as follows:** Contents of meeting notices

Written meeting notices shall include at least the following contents:

- (1) Time and place of the meeting;
- (2) Timeframe for holding the meeting;
- (3) The convener and chairman of the meeting, persons submitting proposals at extraordinary meetings;
- (4) Matters or issues to be considered;
- (5) Date of dispatch of notices.

Oral meeting notices shall include at least the contents in item (1) and (2) above, and the explanation as to the emergency need to convene an extraordinary Board meeting as soon as possible.

4. **The last clause of the existing Rule 12:** The Director being appointed shall submit the written power of attorney to the chairman of the meeting, and state such appointment on the meeting attendance signature book.

**shall be amended as follows:** The Director being appointed shall submit the written power of attorney to the chairman of the meeting.

5. **The third clause of the existing Rule 17:** One Director shall have one vote on an open and written ballot.

**shall be amended as follows:** One Director shall have one vote on a show of hands.

6. **The existing Rule 18 shall be deleted:** Statistics of voting results

Upon completion of voting by attending Directors, the security affairs representative and related personnel of the secretariat of the Board shall collect votes from Directors in a timely manner, and count such votes under the supervision of a Supervisor or an independent Director.

For meetings attended physically by Directors, the chairman of the meeting shall announce the voting results immediately. Under other circumstances, the chairman shall request the secretary to the Board to notify the Directors of the voting results before the next working day upon the end of the required voting period.

Directors voting after the announcement of voting results by the chairman or the end of the required voting period shall not be counted.

7. **The items (5) and (6) of the existing Rule 26:**

- (5) Proposals considered at the meeting, key points in speeches and main opinions of each Director with regard to the related matters, and their voting intentions on the proposals;
- (6) Voting manner and results of each proposal (the voting result shall specify the number of votes for, against or abstained);

**shall be amended as follows:**

- (5) Proposals considered at the meeting, key points in speeches and main opinions of Directors with regard to the related matters;
- (6) Voting results of each proposal;

**8. The existing Rule 31: Filing of meeting documents**

Board meeting documents, including meeting notices and meeting materials, meeting attendance signature book, the power of attorney of appointing Directors, meeting taping information, votes, meeting minutes signed and confirmed by attending Directors, meeting summaries, resolution records, resolution announcements, etc., shall be filed by the secretary to the Board.

Board meeting documents shall be filed for a term of at least ten years.

**shall be amended as follows:** Filing of meeting documents

Board meeting documents, including meeting notices and meeting materials, the power of attorney of appointing Directors, meeting taping information, meeting minutes signed and confirmed by attending Directors, meeting summaries, resolution records, resolution announcements, etc., shall be filed by the secretary to the Board.

Board meeting documents shall be filed for a term of ten years.

**9. For all existing Rules: “Secretariat of the Board” shall be amended to “Office of the Board”.**

The number of valid votes for the resolution was 7, with 7 for votes, 0 against vote, and 0 abstaining vote.

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

7 December 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.*