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**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)

**FURTHER ANNOUNCEMENT ON VERY SUBSTANTIAL  
ACQUISITION, VERY SUBSTANTIAL DISPOSAL AND  
CONNECTED TRANSACTIONS IN RELATION TO THE  
MATERIAL ASSET REORGANISATION OF THE COMPANY**

- (1) FULFILLMENT OF CONDITIONS PRECEDENT TO  
MATERIAL ASSET REORGANISATION AGREEMENT**  
**(2) EXECUTION OF SUPPLEMENTAL AGREEMENT TO  
MATERIAL ASSET REORGANISATION AGREEMENT**  
**AND**  
**(3) DELAY IN DESPATCH OF CIRCULAR**

Reference is made to the announcement of Beiren Printing Machinery Holdings Limited (the “**Company**”) dated 2 November 2012 (the “**Announcement**”), which discloses that the Company, Jingcheng Holding Machinery Electric Holding Co., Ltd. (北京京城機電控股有限責任公司) and Beiren Group Corporation (北人集團公司) have entered into a conditional Material Asset Reorganisation Agreement. Unless the context requires otherwise, the terms and expressions used in this announcement shall have the same meanings as those defined in the Announcement.

**FULFILLMENT OF CONDITIONS PRECEDENT TO MATERIAL  
ASSET REORGANISATION AGREEMENT**

**(a) Approvals of the valuation reports by BSCOMC**

On 29 November 2012, Jingcheng Holding received the approvals on authorization of the results of the valuation reports issued by China Faith Appraisers Co., Ltd., the valuer of the assets under the Reorganisation (Jing Guo Zi Chan Quan [2012] No.241, Jing Guo Zi Chan Quan [2012] No.242, Jing Guo Zi Chan Quan [2012] No.243, Jing Guo Zi Chan Quan [2012] No.244)(京國資產權[2012]241號、京國資產權[2012]242號、京國資產權[2012]243號、京國資產權[2012]244號) (the “**Approvals**”). According to the Approvals, the difference between the results of the assets valuation by BSCOMC and the original results of the assets valuation are as follows:

Unit: RMB

Name of companies	Original net assets value	Approved Net assets value	Change	Rate of increase under original valuation	Rate of increase under approved valuation
The Company	1,184,869,600	1,184,869,600	0.00	46.20%	46.20%
Tianhai Industrial	659,016,800	659,530,100	513,300	74.54%	74.67%
Jingcheng HK	222,209,100	222,464,500	255,400	64.09%	64.28%
Jingcheng Compressor	224,932,500	224,932,500	0.00	53.91%	53.91%

Under the said results of the valuation, the net assets value of Tianhai Industrial and Jingcheng HK after being approved by BSCOMC have respectively increased by RMB513,300 and RMB255,400. Based on the aforesaid, as at the valuation date of 31 March 2012, the valuation of the assets of the Reorganisation is as follows:

Unit: RMB

Assets		Book value of the net assets	Net assets value under the valuation	Value-added rate under the valuation
<b>Outgoing Assets</b>	All assets and liabilities of the Company	810,471,500	1,184,869,600	46.20%
<b>Incoming Assets</b>	71.56% shareholdings in Tianhai Industrial	270,193,100	471,959,700	74.67%
	100% shareholdings in Jingcheng HK	135,422,000	222,464,500	64.28%
	100% shareholdings in Jingcheng Compressor	146,148,200	224,932,500	53.91%
	<b>Total</b>	-	<b>919,356,700</b>	-

### (b) Approval of the Reorganisation by BSCOMC

On the same date, Jingcheng Holding received the Approval relating to the authorisation on the Material Asset Reorganisation of Beiren Printing Machinery Holdings Limited by Beijing State-owned Capital Operation & Management Centre (Jing Guo Zi Chan Quan [2012] No.245)(《北京市人民政府國有資產監督管理委員會關於同意北人印刷機械股份有限公司重大資產重組的批復》(京國資產權[2012] 245号)) issued by BSCOMC, approving the Reorganisation.

## **EXECUTION OF SUPPLEMENTAL AGREEMENT**

In order to confirm the Approvals, the Company, Jingcheng Holding and Beiren Group entered into the supplemental agreement to the Material Asset Reorganisation Agreement on 29 November 2012, whereby it is agreed that in the Material Asset Reorganisation Agreement, Clause 2.4 Consideration for the Outgoing Assets and Incoming Assets will be amended to be: the consideration for the Incoming Assets as at the valuation date of 31 March 2012 would be the value of the shareholdings of the three companies mentioned above as approved by BSCOMC of RMB919,356,700, adding the injection of share capital of RMB29,990,000 after the valuation date by Jingcheng Holding into Jingcheng Compressor and the proposed injection of capital of RMB230,000,000 into Jingcheng Industrial being taken place, which amount to RMB1,179,346,700 in total. The amount of difference in the consideration for the Outgoing Assets and Incoming Assets is RMB5,522,900, which will be paid in full by Jingcheng Holding in cash.

## **DELAY IN DESPATCH OF CIRCULAR**

As disclosed in the Announcement, under the Listing Rules, a circular containing, inter alia, further information in respect of the Material Asset Reorganisation Agreement and the transactions contemplated thereunder is expected to be despatched to the Shareholders by 30 November 2012. However, as time is required for finalizing the information contained therein, the despatch date of the circular will be extended to on or before 3 December 2012.

On behalf of the Board of  
**Beiren Printing Machinery Holdings Limited**  
**Jiao Rui Fang**  
*Company Secretary*

Beijing, the PRC, 30 November 2012

*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.*