
THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or the action to be taken, 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 transfer was effected for transmission to the purchaser or transferee.

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

(Stock Code: 187)

**PROPOSED ELECTION OF DIRECTOR AND SUPERVISOR
AND**

NOTICE OF THE SECOND EXTRAORDINARY GENERAL MEETING OF 2009

A notice convening the second extraordinary general meeting of 2009 (the "EGM") of Beiren Printing Machinery Holdings Limited (the "Company") to be held at the Conference Room 6203, No. 6, Rong Chang Dong Street, Beijing Economic and Technologic Development Zone, Beijing, PRC, on 3 November 2009 (Tuesday) at 9:00 a.m. is set out on pages 5 to 6 of this circular.

Whether or not you intend to attend the EGM, you are requested to read the Notice of EGM and 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 EGM or any adjourned meeting. Completion and return of the form of proxy will not preclude you from attending and voting at the EGM or any adjourned meeting should you so wish.

17 September 2009

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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: 187)

Non-executive directors

Mr. Bai Fan
Mr. Yu Baogui

Executive directors

Mr. Pang Liandong
Mr. Zhang Peiwu
Mr. Yang Zhendong
Mr. Duan Yuangang

Independent non-executive directors

Mr. Xu Wencai
Ms. Wang Hui
Mr. Xie Bingguang
Mr. Wang Deyu

Registered office:

6 Rongchangdong Street
Economic and Technological
Development Zone
Beijing
People's Republic of China

17 September 2009

To the shareholders of the Company

Dear Sir or Madam,

**PROPOSED ELECTION OF DIRECTOR AND SUPERVISOR
AND**

NOTICE OF THE SECOND EXTRAORDINARY GENERAL MEETING OF 2009

1. INTRODUCTION

The purpose of this circular is to provide you with information in relation with the proposed election of director and supervisor and seek your approval on these matters at the EGM.

LETTER FROM THE BOARD

2. ELECTION OF DIRECTOR AND SUPERVISOR

Reference is made to the announcement of the Company dated 21 July 2009. Mr. Deng Gang resigned as Director of the Company due to personal reasons. With nomination by the major shareholder of the Company, the Board has considered and approved the addition of Mr. Zhao Gurong as candidate for Non-executive Director of the Company and the proposal will be submitted to the General Meeting for approval. If Mr. Zhao is elected and approved to be a Non-executive Director of the Company, the Company will enter into a relevant service contract with Mr. Zhao. His annual remuneration shall not exceed RMB40,000, which is determined with reference to the results of the Company and the responsibilities, working hours, assignments and remarkable contributions of the director.

Reference is made to the announcement of the Company dated 11 September 2009. Mr. Xiao Maolin tendered his resignation as Supervisor of the Company to the Supervisory Committee as he has reached retirement age. With nomination by the major shareholder, the Board has considered and approved the addition of Mr. Wang Liansheng as candidate for Supervisor of the Company and the proposal will be submitted to the General Meeting for approval. If Mr. Wang is elected and approved to be a Supervisor of the Company, the Company will enter into a relevant service contract with Mr. Wang. His annual remuneration shall not exceed RMB200,000-700,000, which is determined with reference to the results of the Company and the responsibilities, working hours, assignments and remarkable contributions of the supervisor.

The biography of the nominee for Non-executive Director and the nominee for Supervisor proposed for election at the EGM is set out in the Appendix to this circular.

The Company will make an announcement as soon as possible subject to the approval of the proposed election of director and supervisor at the EGM in accordance with Rule 13.51 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules").

3. EGM

A notice convening the EGM of the Company to be held at the Conference Room 6203, No. 6, Rong Chang Dong Street, Beijing Economic and Technologic Development Zone, Beijing, PRC, on 3 November 2009 (Tuesday) at 9:00 a.m. is set out on pages 5 to 6 of this circular.

A proxy form for use by the Shareholders at the EGM is enclosed. Whether or not you intend to attend the EGM, you are requested to read the Notice of EGM and 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 EGM or any adjourned meeting. Completion and return of the form of proxy will not preclude you from attending and voting at the EGM or any adjourned meeting should you so wish.

4. VOTING BY WAY OF POLL

Pursuant to Rules 13.39(4) of the Listing Rules, all votes of shareholders at the general meetings will be taken by poll and therefore votes on all resolutions proposed at the EGM will be taken by way of poll.

LETTER FROM THE BOARD

5. 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 set out in the Notice of EGM.

Yours faithfully,
For and on behalf of the board of
Beiren Printing Machinery Holdings Limited
Pang Liandong
Chairman

17 September 2009

APPENDIX

The biography of the nominees for director and supervisor proposed for election at the EGM is set out below:

Non-executive Director

Zhao Guorong, male, Chinese, aged 38, graduated from Cheung Kong Graduate School of Business with EMBA. Mr. Zhao was the Sales Manager and Chief Executive Officer of Babcock & Wilcox Beijing Company Ltd. (Sino-US joint venture), Deputy Managing Director of 北京西海工貿公司, Chairman of Board of Beijing Jing-cheng Zhong'ao Elevator Co., Ltd, Director of Investment Co-operation of Beijing Jingcheng Mechanical & Electrical Holding Co., Ltd., Director and General Manager of Jingcheng Holding (Hong Kong) Company Limited, Director of BMEI Co., Ltd, Director of B. J. Electric Motor Co., Ltd, Director of Beijing Tianhai Industry Co., Ltd (Sino-HK joint venture), Director of Beijing Jingcheng Heavy Industry Co., Ltd. and is currently the General Manager of Beiren Group Corporation. Mr. Zhao has in-depth knowledge in corporate governance, strategic planning and corporate culture and has rich experience in mergers and acquisitions and corporate reorganization. Subject to approval at the EGM, Mr. Zhao will become Non-executive Director of the Company with the proposed term commencing from the date of the approval at this EGM up to 13 July 2011.

Apart from the aforesaid, Mr. Zhao:

- (1) has not held any directorships in any listed companies during the past three years;
- (2) does not have any relationship with any directors, senior management, substantial or controlling shareholders of the Company;
- (3) does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed herein, there is no other matter relating to the election of Mr. Zhao as Non-executive Director of the Company that needs to be brought to the attention of the shareholders of the Company nor any information to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules.

Supervisor

Wang Liansheng, male, Chinese, aged 51, a degree holder and a senior political engineer. Mr. Wang had been Head of Promotion Department of Party Committee and Supervisor of Party Committee Office of Beiren Group Corporation, Assistant to Head of Production Plant of Web-fed Offset Press Branch of Beiren Printing Machinery Holdings Limited and Head of Promotion Department of Party Committee of Beiren Group Corporation and Beiren Printing Machinery Holdings Limited. He is currently Deputy Secretary of Party Committee and Secretary of Disciplinary Committee of Beiren Printing Machinery Holdings Limited. Subject to approval at the EGM, Mr. Wang will become Supervisor of the Company with the proposed term commencing from the date of approval at this EGM up to 13 July 2011.

Apart from the aforesaid, Mr. Wang:

- (1) has not held any supervisorships in any listed companies during the past three years;
- (2) does not have any relationship with any directors, senior management, substantial or controlling shareholders of the Company;
- (3) does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed herein, there is no other matter relating to the election of Mr. Wang as Supervisor of the Company that needs to be brought to the attention of the shareholders of the Company nor any information to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules.

NOTICE OF THE SECOND EXTRAORDINARY GENERAL MEETING OF 2009



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北人印刷機械股份有限公司

BEIREN PRINTING MACHINERY HOLDINGS LIMITED

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(Stock Code: 187)

NOTICE OF THE SECOND EXTRAORDINARY GENERAL MEETING OF 2009

NOTICE IS HEREBY GIVEN that the Board of Beiren Printing Machinery Holdings Limited (the "Company") has decided to convene the Second Extraordinary General Meeting of 2009 as follow:

- I. Time of the Meeting: 3 November 2009 (Tuesday) at 9:00 a.m.
- II. Place of the Meeting: Conference Room of the Company, Room 6203, No. 6 Rong Chang Dong Street, Beijing Economic and Technological Development Zone, Beijing
- III. Ordinary Resolutions:
 1. To consider and approve the resolution in respect of the election of Mr. Zhao Guorong as the additional non-executive director of the Company.
 2. To consider and approve the resolution in respect of the remuneration of the additional director and the conclusion of a written contract.
 3. To consider and approve the resolution in respect of the election of Mr. Wang Liansheng as additional supervisor of the Company.
 4. To consider and approve the resolution in respect of the remuneration of the additional supervisor and the conclusion of a written contract.
- IV. Attendees of and Attendance at the Meeting:
 1. The directors, supervisors and senior management of the Company.
 2. Shareholders whose names appear on the register of members of the Company on 30 September 2009 (Wednesday) have the right to attend the Second Extraordinary General Meeting of 2009.
 3. Shareholders or proxies who intend to attend the Extraordinary General Meeting are requested to deliver the reply slip of attending to the Company before 14 October 2009. The reply slip may be delivered in person, by post or facsimile.

NOTICE OF THE SECOND EXTRAORDINARY GENERAL MEETING OF 2009

4. Holders of the Company's H shares should note that the register of members of the Company will be closed from 2 October 2009 to 3 November 2009 (both days inclusive), during which time no H Shares transfer will be registered. For holders of H Shares who intend to attend the General Meeting, transfer documents together with the related share certificates must be lodged with the share registrar of the Company no later than 4:30 p.m. of 30 September 2009. The address is Hong Kong Registrars Limited, Room 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
5. Corporate shareholder should attend the meeting by its legal representatives or the proxy appointed by the legal representative. Legal representative who attends the meeting should present his own identity card, evidence of shareholding and valid documents evidencing his capacity as a legal representative. While appointing proxy to attend the meeting, the proxy should present his identity card and an authorisation instrument affixed with the seal of the corporate shareholder and duly signed by its legal representative and evidence of shareholding.
6. Each shareholder who is entitled to attend and vote at the General Meeting may appoint one or more proxy(ies) who need not be a shareholder of the Company, to attend and vote on his or her behalf at the General Meeting.
7. The instrument appointing a proxy must be in writing under the hand of the appointer or his attorney authorised in writing. If that instrument is signed by an attorney on behalf of the appointer, the power of attorney authorising that attorney to sign, or other authority, must be notarially certified. To be valid, the notarially certified copy of the power of attorney, or other authority, together with the form of proxy must be delivered to the registered address of the Company not less than 24 hours before the time appointed for the holding of the General Meeting.

V. Other matters:

The Company's registered address:	No. 6 Rong Chang Dong Street, Beijing Economic and Technological Development Zone, Beijing.
Contact telephone:	010-67802565
Fax:	010-67802570
Postal code:	100176
Contact person:	Jiao Ruifang

The Second Extraordinary General Meeting of 2009 is expected to last for an hour. Attendees should bear their own accommodation and travel expenses.

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

17 September 2009

As at the date of this announcement, the Board of Directors of the Company comprises Mr. Bai Fan and Mr. Yu Baogui as non-executive directors, Mr. Pang Liandong, Mr. Zhang Peiwu, Mr. Yang Zhendong 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.