

Disclosure

恒生电子股份有限公司 2007年半年度报告摘要

§1 重要提示 1.1 本公司董事会、监事会及董事、监事、高级管理人员保证本报告所载资料不存在任何虚假记载、误导性陈述或者重大遗漏...

1.2 独立董事程厚博,因在外地出差,委托独立董事李尊农代为表决。 1.3 公司半年度财务报告未经审计。

1.4 公司负责人彭政纲、主管会计工作负责人刘曙峰及会计机构负责人(会计主管人员)傅美英声明:保证本半年度报告中财务报告的真实、完整。

§2 上市公司基本情况 2.1 公司基本情况简介

Table with 2 columns: Item and Value. Includes stock code (600570), exchange (Shanghai), and contact information.

2.2 主要财务数据和指标 2.2.1 主要会计数据和财务指标

Table with 4 columns: Item, This Period, Last Period, Change. Shows total assets, revenue, profit, etc.

2.2.2 非经常性损益项目和金额

Table with 2 columns: Item and Amount. Lists non-recurring gains/losses.

2.2.3 国内外会计准则差异

§3 股本变动及股东情况 3.1 股份变动情况表

3.2 股东数量和持股情况

Table with 4 columns: Shareholder Name, Share Type, Shareholding Ratio, Shares Held. Lists major shareholders.

3.3 控股股东及实际控制人变更情况

§4 董事、监事和高级管理人员 4.1 董事、监事和高级管理人员持股变动

Table with 5 columns: Name, Position, Term, Shares Held, Change. Lists board members.

§5 董事会报告 5.1 主营业务分行业、产品情况表

Table with 4 columns: Industry, Revenue, Profit, Margin. Shows business performance by sector.

5.2 主营业务分地区情况

5.3 主营业务及其结构发生重大变化的原因说明

5.4 主营业务盈利能力(毛利率)与上年相比发生重大变化的原因说明

5.5 利润构成与上年度相比发生重大变化的原因分析

5.6 募集资金使用情况 5.6.1 募集资金运用

Table with 4 columns: Item, Amount, Change, Status. Shows fund raising and usage.

5.6.2 变更项目情况

Table with 4 columns: Project Name, Investment, Progress, Status. Lists investment projects.

□适用 √不适用 5.7 董事会下半年的经营计划修改计划

□适用 √不适用 5.8 预测年初至下一报告期期末的累计净利润可能为亏损或者与上年同期相比发生大幅度变动的警示及说明

√适用 □不适用

业绩预告情况 □亏损 √同向大幅上升 □同向大幅下降 □扭亏

5.9 公司董事会对会计师事务所本报告期“非标准审计报告”的说明

□适用 √不适用

5.10 公司董事会对会计师事务所上年度“非标准审计报告”涉及事项的变化及处理情况的说明

□适用 √不适用

§6 重要事项 6.1 收购、出售资产及资产重组

6.1.1 收购资产

□适用 √不适用

6.1.2 出售资产

□适用 √不适用

6.1.3 自资产重组报告书或收购出售资产公告刊登后,该事项的进展情况及对报告期经营成果与财务状况的影响。

□适用 √不适用

6.2 担保事项

□适用 √不适用

6.3 非经营性关联债权债务往来

□适用 √不适用

6.4 重大诉讼仲裁事项

□适用 √不适用

6.5 其它重大事项及其影响和解决方案的分析说明

6.5.1 公司持有其他上市公司发行的股票和证券投资情况

□适用 □不适用

Table with 6 columns: Stock Name, Quantity, Shareholder, Shareholding Ratio, Initial Investment, Current Value. Lists investments.

备注:其他证券投资主要为基金投资等。

6.5.2 公司持有非上市金融企业、拟上市公司股权的情况

√适用 □不适用

Table with 4 columns: Company Name, Shareholding Ratio, Current Value, End of Period Value. Lists unlisted investments.

6.5.3 其它重大事项的说明

□适用 √不适用

§7 财务报告 7.1 审计报告

财务报告 √未经审计 □审计

7.2 财务报表

Table with 3 columns: Item, End of Period, Beginning of Period. Shows balance sheet items.

Table with 3 columns: Item, End of Period, Beginning of Period. Shows income statement items.

Table with 3 columns: Item, End of Period, Beginning of Period. Shows cash flow items.

Table with 3 columns: Item, End of Period, Beginning of Period. Shows equity items.

Table with 3 columns: Item, End of Period, Beginning of Period. Shows other financial items.

Table with 3 columns: Item, End of Period, Beginning of Period. Shows related party transactions.

Table with 3 columns: Item, End of Period, Beginning of Period. Shows related party transactions (continued).

Table with 3 columns: Item, End of Period, Beginning of Period. Shows related party transactions (continued).

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Table with 3 columns: Item, This Period, Last Period. Shows development expenses.

Table with 3 columns: Item, This Period, Last Period. Shows long-term prepaid expenses.

Table with 3 columns: Item, This Period, Last Period. Shows other non-current assets.

Table with 3 columns: Item, This Period, Last Period. Shows total assets.

Table with 3 columns: Item, This Period, Last Period. Shows liabilities.

Table with 3 columns: Item, This Period, Last Period. Shows equity.

Table with 3 columns: Item, This Period, Last Period. Shows total equity.

Table with 3 columns: Item, This Period, Last Period. Shows cash flow items.

Table with 3 columns: Item, This Period, Last Period. Shows cash flow items (continued).

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七、独立董事独立意见 公司独立董事胡建文先生、胡本立先生、李尊农先生、程厚博先生就本次关联交易发表独立意见如下:本次关联交易在关联方充分协商的基础上达成一致,目的是为了优化股份公司资产负债结构,提高公司的资产配置资源,获取优质资源储备。程序合法有效,关联交易符合《公司法》、《上海证券交易所股票上市规则》等相关法律法规的规定,不存在损害公司及全体股东利益的情形。

八、备查文件目录 1.恒生电子股份有限公司三届七次董事会决议; 2.恒生电子关于关联交易发表的独立意见。

恒生电子股份有限公司 二〇〇七年八月二十二日 证券代码:600570 证券简称:恒生电子 编号:2007-028 恒生电子股份有限公司 三届七次董事会决议公告

本公司及董事会全体成员保证公告内容的真实、准确和完整,对公告的虚假记载、误导性陈述或者重大遗漏负有连带责任。

恒生电子股份有限公司(以下称“公司”)三届七次董事会于2007年8月22日在公司会议室举行。本次会议应到董事9名,实际出席9名;独立董事程厚博先生、独立董事李尊农先生、独立董事胡建文先生、独立董事胡本立先生主持了本次会议。根据《公司法》和《章程》的有关规定,会议合法有效。

一、审议通过《公司2007年中期报告》; 二、审议通过《2007年中期总经理工作报告》; 三、审议通过《2007年中期财务工作报告》; 四、审议通过《关于修订投资业务考核激励办法的议案》; 五、审议通过《薪酬考核办法》; 六、审议通过《总经理及核心管理团队成员年度考核办法》; 七、审议通过《关于向无锡恒华公司增资的议案》; 八、审议通过《关于向无锡恒华公司增资的议案》; 九、审议通过《关于向无锡恒华公司增资的议案》; 十、审议通过《关于公司商标授权的议案》。

恒生电子股份有限公司 2007年8月22日 证券代码:600570 证券简称:恒生电子 编号:2007-029 恒生电子股份有限公司 三届四次监事会决议公告

恒生电子股份有限公司(以下称“公司”)三届四次监事会于2007年8月22日在公司会议室举行。本次会议应到监事3名,实际出席3名;监事长彭政纲先生主持了本次会议。根据《公司法》和《章程》的有关规定,会议合法有效。

一、审议通过《关于向无锡恒华公司增资的议案》; 二、审议通过《关于向无锡恒华公司增资的议案》。

恒生电子股份有限公司 2007年8月22日