

2007 ANNUAL REPORT 年 度 报 指





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公司简介 ▹▶▶Company Profile

上海汽车集团财务有限责任公司是1994年5月经中 国人民银行批准成立的非银行金融机构,由上海汽车 集团股份有限公司和上海汽车工业销售有限公司分别 投资98.592%及1.408%组建,注册资本为人民 币30亿元(含1000万美元)。2007年末,公司 资产总额达273.37亿元,当年实现营业收入16.83 亿元,利润总额11.67亿元。

Shanghai Automotive Group Finance Corporation Limited ("SAIC Finance") was established in May 1994 with approval from the People's Bank of China ("PBOC") as a non-bank financial institution. Currently SAIC Finance is 98.592% owned by SAIC Motor Corporation Ltd. and 1.408% owned by Shanghai Automotive Industry Sales Co., Ltd. with a total registered capital of RMB 3 billion (including USD 10 million). By end of 2007, SAIC Finance had a total asset of RMB 27.337 billion, the 2007 revenue was RMB 1.683 billion and the 2007 total profit was RMB 1.167 billion.

The current Board Chairman of SAIC Finance is Mr. Liu Rong and the General Manager is Mr. Shen Genwei. SAIC Finance has a corporate governance structure under which the General Manager oversees the business operations and reports to the Board of Directors. SAIC Finance currently has 12 business departments including the General Manager's Office, HR Department, Treasury Department, Risk Management Department, Internal Audit Department, Corporate Finance Department, Dealer Finance Department, Retail Finance Department, Fixed Income Department, Securities Investment Department, Settlement Department and IT Department. By end of 2007, SAIC Finance had a total of 100 employees 68% of whom had bachelor degree or above educational qualifications. 公司现任董事长刘榕,总经理沈根伟。公司实行董事 会领导下的总经理负责制,设十二个部门,即总经理 办公室、人力资源部、计划财务部,风险管理部、稽 核审计部、公司金融部、经销商信贷部、个人金融部、 固定收益部、证券投资部、会计结算部、信息技术部。 2007年底,共有在编职工100名,其中具有大学 本科以上(含)学历的员工占68%。



SAIC **令 Finance** 上海汽车集团财务有限责任公司



公司经金融监管部门批准可以经营《企业集团财务公司管理办法》中规定的金融业务:

- 对成员单位办理财务和融资顾问、信用鉴证及相关的咨询、代理业务;
- ▶ 协助成员单位实现交易款项的收付;
- ▶ 经批准的保险代理业务;
- ▶ 对成员单位提供担保;
- ▶ 办理成员单位之间的委托贷款及委托投资;
- ▶ 对成员单位办理票据承兑与贴现;
- 办理成员单位之间的内部转账结算及相应的结算、清算 方案设计;
- ▶ 吸收成员单位的存款;
- ▶ 对成员单位办理贷款及融资租赁;
- ▶ 从事同业拆借;
- ▶ 经批准发行财务公司债券;
- ▶ 承销成员单位的企业债券;
- ▶ 对金融机构的股权投资;
- ▶ 有价证券投资;
- ▶ 成员单位产品的消费信贷、买方信贷及融资租赁;
- ▶ 中国银行业监督管理委员会批准的其他业务;
- ▶ 国家外汇管理局批准的外汇金融业务。

With approval from financial industry's regulatory authority, SAIC Finance can provide the following services according to the business scope as stipulated in the Administrative Rules for Commercial Group Enterprise Finance Company:

- Finance and funding related advisory service, credit investigation and other relevant consulting and agent services for group member companies;
- Transaction fund settlement for group member companies;
- Insurance related agent services as approval by relevant regulator;
- Issuing guarantee to group member companies;
- Arranging for entrusted loans / entrusted investments between group member companies;
- Accepting and discounting commercial / bank drafts for group member companies;
- Fund settlement between group member companies and fund settlement plan designing;
- Taking deposits from group member companies;
- Providing loans and financial leasing services to aroup member companies;
- Inter-bank borrowing / lending transactions;
- Issuing finance company bond as approval by relevant regulator;
- Underwriting corporate bond issued by group member companies;
- Equity investment in financial institutions;
- Securities investment;
- Consumer loan, buyer's credit and financial leasing services for products manufactured by group member companies;
- Other services approved by China Banking Regulatory Commission ("CBRC");
- Foreign exchange related services approved by State Administration of Foreign Exchange ("SAFE").

董事长、总经理致辞

2007年,我司在集团总公司和监管部门的正确领导下,坚持"优质服务与合理利润"并重的定位,提出 "创新引领发展"的工作思路,在新的经营环境下,围 绕全年各项经济指标和任务,开拓视野,拓展思路, 创新求变,再创佳绩。全年以开发金融业务新品为抓 手,为集团企业提供优质高效的金融服务;以推进汽 车金融业务为重心,为做强做大集团金融板块迈出坚 实步伐;同时,抓住资本市场"牛市"机遇,为股东 创造额外的高额利润。全年累计完成利润11.67亿 元,全面超额完成了年初计划,创历史最好水平,实 现了经济运营"又好又快"的发展要求,在2008年 1月被光荣授予"上汽集团2007年度业绩优异奖", 这是财务公司自1994年5月成立以来首次获得此项 荣誉。所有这些成果的蕴育和收获,与集团领导和监 管部门的关怀与指导,与集团各家成员单位的支持与 配合,与金融同行和社会各界朋友的关心和帮助是分 不开的。在此,我们谨代表公司全体员工向大家致以 最诚挚的谢意!

董事长 M TB 总经理 VB TB A





In 2007, under the leadership of SAIC Group and the guidance of the regulatory authority, SAIC Finance implemented a strategy focusing on service quality and reasonable profitability. In a new business environment, we relied on our innovation ability which broadened our vision and ways of thinking to achieve various business targets of the year. This innovation ability also laid the foundation for changes for greater achievements in the future. In 2007 we identified new product development as a key driving force for our business growth, with the goal of providing high quality services to support our core auto finance business, we made a firm step forward along the way to build a strong foothold in the finance industry for SAIC Group. In the mean time, SAIC Finance grasped market opportunities and achieved excellent returns for the shareholders. In 2007 SAIC Finance made a total profit of RMB 1.167 billion which is well above the annual

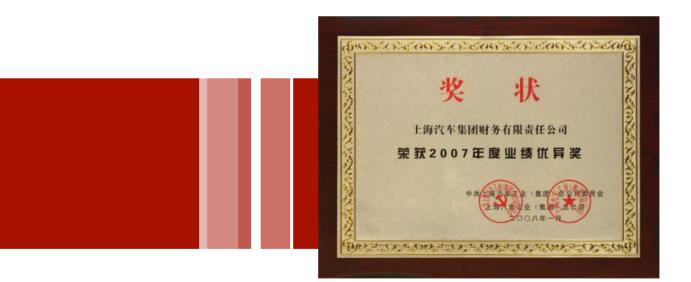
profit target. It is a new record in the company's history and helped to achieve excellent and rapid business development. In 2008 SAIC Finance was warded the 'SAIC Group 2007 Award of Excellence' for the first time. All these achievements are inseparable to the attention from the SAIC Group leadership and the guidance from the regulators as well as the support from various SAIC Group member companies and our friends in the society. On behalf of all employees of SAIC Finance we now extend our most sincere thanks to you all

Liu Rong

Chairman of the Board of Directors

Shen Genwei

General Manager



高管人员 ▶▶▶ Senior Management Officers



胡茂元 Hu Maoyuan

监事会主席 / Chairman of Supervisory Board 高级经济师 / Senior Economist 高级工程师 / Senior Engineer





刘榕 Liu Rong 董事长 / Chairman of the Board of Directors 高级会计师 / Senior Accountant

高管人员 ▶▶▶ Senior Management Officers



沈根伟 Shen Genwei

董事 / Board Director 总经理 / General Manager 高级经济师 / Senior Economist





张晓俊 Ben Zhang

党总支副书记 / Party Deputy General Secretary 经济师 / Economist

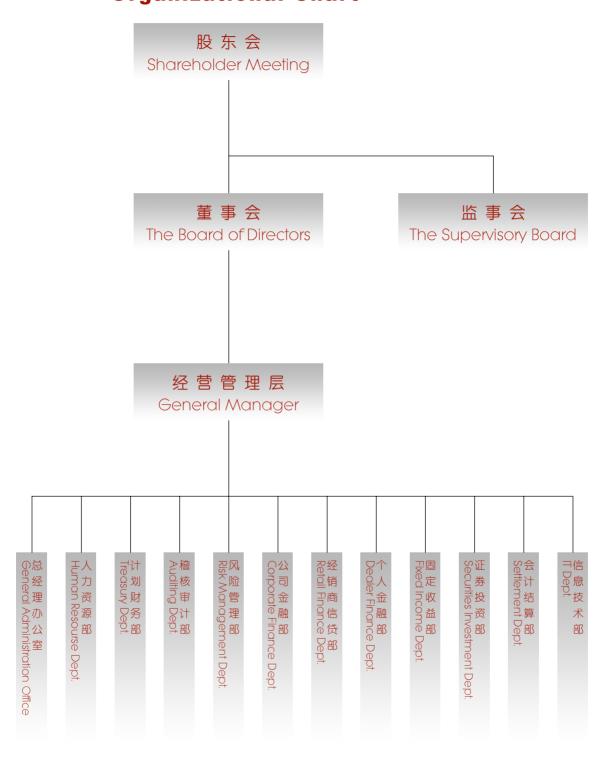


何霄 He Xiao ^{副总经理} / Deputy General Manager 经济师 / Economist

高管,	人员	
►►► S	enior Management	Officers
刘榕	董事长	高级会计师
沈根伟	董事 总经理	高级经济师
薛建	董事	高级政工师
谷峰	董事	高级会计师
徐德平	董事	高级经济师
胡茂元	监事会主席	高级经济师 高级工程师
朱宪	监事	高级会计师
李敖齐	监事	经济师
张晓俊	党总支副书记	经济师
何 霄	副总经理	经济师
Liu Rong	Chairman of the Board of Directors	Senior Accountant
Shen Genwei	Board Director, General Manager	Senior Economist
Xue Jian	Board Director	Senior Political Affairs Specialist
Gu Feng	Board Director	Senior Accountant
Xu Deping	Board Director	Senior Economist

Hu Maoyuan Chairman of Supervisory Board Senior Economist, Senior Engineer Zhu Xian Supervisor Senior Accountant Li Aoqi Supervisor Economist Ben Zhang Party Deputy General Secretary Economist He Xiao Deputy General Manager Economist

组织机构 ▶▶▶ Organizational Chart







核心价值观 | Core company value

在为集团企业提供优质服务中体现自身的价值, 在为客户创造最大价值的同时求得自身最大的发展空间。

We will realize our own value through providing high-quality services to our customers and we will achieve the most room for our own development through creating maximum value for our customers.

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审计报告 ▶▶▶ Auditor's Report



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GLB PER

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审计报告

沪众会字(2008)第0178号

上海汽车集团财务有限责任公司董事会:

我们审计了后附的上海汽车集团财务有限责任公司(以下简称上汽财务)财务报表,包括 2007年12月31日的资产负债表,2007年度的利润及利润分配表和现金流量表以及财务报 表附注。

一、管理层对财务报表的责任

按照企业会计准则的规定编制财务报表是上汽财务管理层的责任。这种责任包括:(1) 设计、实施和维护与财务报表编制相关的内部控制,以使财务报表不存在由于舞弊或错误 而导致的重大错报:(2)选择和运用恰当的会计政策;(3)作出合理的会计估计。

二、注册会计师的责任

我们的责任是在实施审计工作的基础上对财务报表发表审计意见。我们按照中国注册 会计师审计准则的规定执行了审计工作。中国注册会计师审计准则要求我们遵守职业道德 规范,计划和实施审计工作以对财务报表是否不存在重大错报获取合理保证。

审计工作涉及实施审计程序,以获取有关财务报表金额和披露的审计证据。选择的审 计程序取决于注册会计师的判断,包括对由于舞弊或错误导致的财务报表重大错报风险的 评估。在进行风险评估时,我们考虑与财务报表编制相关的内部控制,以设计恰当的审计 程序,但目的并非对内部控制的有效性发表意见。审计工作还包括评价管理层选用会计政 策的恰当性和作出会计估计的合理性,以及评价财务报表的总体列报。

我们相信,我们获取的审计证据是充分、适当的,为发表审计意见提供了基础。

三、审计意见

我们认为,上汽财务财务报表已经按照企业会计准则的规定编制,在所有重大方面公 允反映了上汽财务 2007 年 12 月 31 日的财务状况以及 2007 年度的经营成果和现金流量。

上海众华沪银会计师事	10 月10月 唐众华护银 新新韩鄂合在	中国注册会计师	刘文华	刘会中 文计国	
(a)	· · · · ·	中国注册会计师	旲焕明	华师册	
中国,上海	m	二00八年一月三十	mp	天会中 焕计 闺师册	
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资产负债表 ▶▶▶ Balance Sheet

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单位: 人民币万元 Unit: RMB in 10 thousand yuan

		2005	2006	2007
 资产	ASSETS			
存放央行及同业款项	DEPOSITS WITH CENTRAL BANK AND FINANCIAL INSTITUTIONS	620,548	1,022,939	1,225,729
应收帐款	ACCOUNTS RECEIVABLE	2,693	5,308	7,897
贷款	LOANS	153,227	132,936	278,749
投资	INVESTENT	537,081	680,720	1,212,066
固定资产	FIXED ASSETS	4,622	4,400	4,353
其他资产	OTHER ASSETS	85,618	964	4,915
资产合计	TOTAL ASSETS	1,403,789	1,847,268	2,733,710
负债	LIABILITIES			
存款	DEPOSITS	1,145,685	1,641,824	2,128,619
应付帐款	ACCOUNTS PAYABLE	2,246	3,510	4,997

负债合计	TOTAL LIABILITIES	1,259,517	1,693,620	2,221,773
其他负债	OTHER LIABILITIES	111,586	48,286	88,157
应付帐款	ACCOUNTS PAYABLE	2,246	3,510	4,997

所有者权益	OWNER'S EQUITY			
实收资本	CAPITAL	100,000	100,000	300,000
资本公积	CAPITAL SURPLUS	16,069	16,111	89,376
盈余公积	CAPITAL SURPLUS	22,665	23,496	32,658
未分配利润	GENERAL RISK RESERVES	5,538	14,041	89,903
所有者权益合计	TOTAL WONER'S EQUITY	144,272	153,648	511,937
负债和所有者权益合计	TOTAL LIABILITIES AND OWNER'S EQUITY	1,403,789	1,847,268	2,733,710

损益表 ▶▶▶Profit & Loss Statement

	单位: 人民币)	5元 Unit: RA	AB in 10 thou	sand yuan
		2005	2006	2007
营业收入	INCOME	38,989	55,109	168,331
利息收入	INTEREST INCOME	19,817	21,839	37,645
投资收益	INVESTMENT INCOME	17,465	29,157	126,908
其他营业收入	OTHER OPREATING REVENUES	1,707	4,113	3,778

利息支出 INTEREST EXPENSES 17	7,020		
	7,020	19,301	34,198
营业费用 OPERATING EXPENSE 3	3,321	3,933	8,895
其他营业支出 OTHER OPERATING EXPENSE 7	7,278	9,665	(4,120)

营业税金及附加 OPERATING T	AX&SURCHARGE	1,135	2,001	7,395
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营业利润	OPERATING PROFITS	10,235	20,210	121,962
加: 营业外净收入	ADD: NET NON OPERATING REVENUES	5	(738)	(5,247)
利润总数	TOTAL PROFITS	10,240	19,471	116,715

SAIC **③ Finance** 上海汽车集团财务有限责任公司

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>>> Settlement Business



我司为上汽集团成员单位办理各项本外币结算业务。 2007年,我司推出客户网上异地指令直连支付、客 户资金人帐及帐户余额金融短信通提示、客户同城划 拨资金在途提醒服务、大客户票据保姆等增值服务, 进一步加强了结算产品的差别优势和市场竞争力,受 到业内客户的广泛欢迎。截至07年末,我司电子结 算系统已推广到上汽集团业内83家企业,日均支付 金额近5亿元,在05、06两年大幅增长的基础上, 07年同比进一步提高21个百分点。



SAIC Finance currently provides various types of local currency and foreign currency settlement services to SAIC Group affiliates. In 2007 SAIC Finance launched several new products and services including the direct link inter-city settlement service, fund clearance/ account balance mobile phone text message service, intra-city fund transfer alert service, VIP customer commercial / bank draft custody and value added service, etc. These new products and services greatly improved the market competitiveness of our settlement business and received highly positive feedback from our customers. By end of 2007 our settlement systems were being used by 83 SAIC affiliates with an average daily settlement volume close to RMB 500 million which represents a 21% increase after two consecutive years of significant volume increase in 2005 and 2006.



公司金融业务

Corporate Finance Business



我司向上汽集团成员单位提供包括存贷款业务在内的 各类本外币金融业务。2007年,我司存款业务总量 稳中有升,经过连年深入挖掘,客户存款占比达到历 史性高峰。贷款业务比去年末大幅增长近70%,为 集团60家中外资企业解决资金需求,并在政策规定 范围内下浮利率,让利于企业。同时,为集团企业国 际业务担任外汇咨询顾问,帮助客户制定汇率风险管 理方案,得到企业的信任和支持。

SAIC Finance currently provides to group member companies various types of local and foreign currency financial services such as deposit and loan services. In 2007 our total deposit outstanding grew in a stable manner and our customer deposit ratio reached a historical high. In 2007 our loan outstanding amount also had a 70% growth compared with the previous year and our funding support helped 60 SAIC Group affiliates, both domestic and foreign, in addressing their funding needs effectively. In addition, SAIC Finance did its best to set the lending interest rate below the PBOC base lending rate so as to pass more room onto the customers for better returns on investment. Meanwhile, SAIC Finance acted as SAIC Group's advisor on international business related foreign currency matters and assisted our customers in formulating plans to control exchange rate risks winning great trust from our customers.

汽车金融业务

>>> Auto Finance Business

在与集团内整车生产企业多年合作的基础上,2007 年我司以现代汽车金融公司经营模式,彻底改造买方 信贷传统模式,推出基于单车融资模式的经销商买方 信贷业务和个人汽车信贷业务,为做强做大集团金融 板块迈出坚实步伐。9月下旬,荣威品牌首先在北京 加达正式上线,拉开汽车金融业务序幕,至12月末 贷款累计逾千万元。之后,大众、双龙品牌的汽车金 融业务也先后上线,为上汽集团整车产品的销售有效 发挥了金融支撑作用。



With years of experience working with car manufacturers of SAIC Group, in 2007 SAIC Finance launched our new car finance business including dealer buyer's credit (individual vehicle based financing) and consumer car loan services. The launch of the new business is a areat breakthrough which changed the entire model used for the traditional buyer's credit business and represents a significant and solid step forward on the way of building a strong foothold in the finance industry for SAIC Group. Towards the end of September, the Roewe brand financing was kicked off at Beijing Jiada Auto Sales Co. representing the start of our auto finance business. By end of December, the outstanding amount of our auto finance business had exceeded RMB 10 million. In addition to the Roewe brand, Volkswagen and Ssangyong dealers were also activated aiving a strong push to the sales of the SAIC manufactured vehicles.





证券投资业务

>>> Securities Investment Business



我司采取"总体仓位控制、累积浮盈、分步投资"的 策略,进行股票、基金及权证等投资品种一、二级市 场的申购和买卖。2007年我司积极参与一级市场 80余只新股的申购,实现可观收益。同时在二级市 场上坚持价值投资理念稳健运作,在5月末个股暴跌 之前及时减仓,成功保住胜利果实,在指标股虚涨、 八成股票下跌的三四季度行情里,顺应市场趋势,进 行部分品种的顺势操作,将利润稳步推进,截止12 月末二级市场资金收益率超过200%。 SAIC Finance adopted an investment strategy characterized by strong control on total exposure, stable and incremental profit-making and a step-by-step overall approach. Our investment portfolio covers stocks, funds, warrants and other investment tools in both primary and secondary markets. In 2007 we actively participated in the primary stock market investing in over 80 IPO stock offerings making significant returns for the shareholders. Meanwhile we implemented a stable and value-based investment strategy in the secondary market. During a serious market downturn in end of May, we timely made the sell decision and maintained our winning position in the market. In the third and fourth guarters characterized by inflated stock market index and falling deal prices for 80% of the individual stocks, we followed the market trend and made proper investment decisions on some of the individual stocks increasing our profit in a stable manner. By end of December our investment returns in the secondary market had exceeded 200%.



固定收益业务

Fixed Income Department

我司固定收益业务始于1999年,为国内首批非银行 金融机构银行间债券市场交易成员。2007年初,我 司准确判断了市场利率走势,操作中以保持流动性为 主,避免了利率多次上升造成的大额损失,同时抓住 债券熊市中其他产品的盈利机会,创新式地运作可剥 离本金损失风险的分离交易可转债项目,在较低风险 下获得较高收益。由于我司多年来在银行间市场的积 极运作,2007年被选举为中国银行间市场交易商协 会首届理事单位,成为该协会唯一一家财务公司理事 单位。 SAIC Finance started its fixed income business in 1999 as one of the first non-bank financial institution members to the Inter-bank Bond Market. In the beginning of 2007 we accurately forecasted the market interest rate trend and implemented a strategy to maintain adequate level of liquidity, this allowed us to successfully avoid significant losses related to several central bank base rate rises in 2007. Meanwhile we used other types of bond market tools to generate income despite of the falling bond prices. One of such innovative tactics was to separate the principal loss risk of corporate bond to design a product with relatively high level of returns with low level of risks. After years of active participation in the Inter-bank Bond Market, SAIC Finance became an official committee member of the dealers' association for the China Inter-bank Bond Market and is currently the only non-bank financial institution that has received such a privilege.





股权投资

Equity Investment

我司子公司——上汽通用汽车金融公司成立于2004 年,是中国第一家专营汽车消费信贷的金融企业。进 人2007年,上汽通用汽车金融公司依旧保持了业务 高速增长的态势,截至12月末信贷资产总额超过人 民币120亿元,业务拓展至全国146个城市,覆盖 上海通用所有品牌,全年累计实现净利润8,521万 元。与此同时,上汽通用汽车金融公司的信贷资产证 券化项目也获得重大进展,经银监会批准,通元 2008年第一期资产支持证券成功发行,市场反应热 烈,已获全额认购。





SAIC Finance's subsidiary GMAC-SAIC Automotive Finance Company Limited ("GMAC-SAIC") was established in 2004 as China's first professional car finance company. In 2007 GMAC-SAIC continued its rapid business growth and its total credit asset exceeded RMB 12 billion by end of December with a geographical footprint covering 146 cities servicing all current SGM vehicle brands. In 2007 GMAC-SAIC had a net profit of RMB 85.21 million. Furthermore, it achieved a significant breakthrough in a recent asset backed securities ("ABS") initiative. With the approval from CBRC, GMAC-SAIC successfully offered its first ABS product the 2008 GMAC-SAIC First Car Loan ABS, to the market and received highly positive market feedback with full subscription to the debt offering.

内控管理

>>>Internal Control

我司高度重视风险管理工作,做到风险控制与业务创 新同步推进。首先,做到业务推出,制度先行,例如 在开展买方信贷业务前引进准入风险控制和过程风险 控制;第二,建立新品网站,促进新品研发;第三, 开展合规风险培训并组织考试,在公司内部传播合规 经营文化。

SAIC Finance places high attention to risk control management and strives to achieve appropriate level of risk control for all of our new product innovations. First, SAIC Finance introduced a new process for new our product innovation such as the buyer's credit business. With this process the program had to pass risk evaluation before initiation and continuous risk monitoring was also applied to the program during the implementation. Secondly, we constructed websites to facilitate new product innovation initiatives. Thirdly, we arranged compliance risk related training and examination to promote compliance control awareness amongst our employees.

Meanwhile, our internal audit function also developed and deepened along with the growth of the company's innovation needs. In 2007 new internal audit policies and procedures were formulated for our consumer car loan programs to ensure that our new products and services were implemented with proper control in place. In addition, we introduced a full scale IT audit for the first time considering the recent trend that our business operations are becoming increasingly reliant upon IT systems. The effect of the IT audit was very encouraging. 同时,稽核审计工作在公司整体创新的要求下也不断 跟进和深化,2007年制定了汽车消费信贷等业务的 稽核操作规程,为新业务运作保驾护航,并且根据目 前业务对计算机系统依赖程度越来越高的情况,首次 对信息技术工作开展全面审计,取得较好成效。







人力资源

►►► Human Resouce Management

我司致力于建设一支敬业、专业、创新、协调的高素 质员工队伍。2007年初,公司确立"以制度创新推 进业务创新"的工作方针,从人事机制创新人手,建 立起以创新和挑战性工作为导向的目标管理和绩效考 核制度、干部的选拔和聘任制度以及薪酬分配制度, 引导员工向专业型、创新型人才方向发展。同时通过 聘请外部专家和组织内部专家相结合的方式,为员工 开设创新思维培训、客户营销培训、合规管理培训, 外汇业务培训、计算机系统培训等课程,通过专业学 习提升员工队伍整体素质。





SAIC Finance is committed to building a dedicated, professional, innovative and well-coordinated high-quality team of employees. In the beginning of 2007 the company formulated a strategy of 'driving business innovation through company policy innovation'. Hence we started with our HR policies and made an effort to build a target-oriented performance measurement system for our selection, hiring and C&B decisions with key focus on employees' ability of innovation and handling challenges. Our employees are now encouraged to plan their development path with more focus on professionalism and innovation. Meanwhile we used a combination of external and internal training programs to provide various courses such as innovative thinking, sales ϑ marketing, compliance management, foreign exchange business knowledge, computer skills, etc. to improve the team's work related competency through learning.

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