

学校编码:

分类号: \_\_\_\_\_ 密级 \_\_\_\_\_

学 号:

UDC \_\_\_\_\_

## 学 位 论 文

### 收购企业后的管理实践研究

#### —— 战略和治理结构调整

**A Study on Management Practice about Bought Out Company**

**—— Strategy And Corporate Governance Changes**

赵 卫 华

指导教师姓名: 吴世农教授

申请学位级别: 硕 士

专 业 名 称: 工商管理 (EMBA)

论文提交时间: 2004 年 10 月

论文答辩时间: 2004 年 11 月

学位授予单位: 厦 门 大 学

学位授予日期: 2004 年 月

答辩委员会主席: \_\_\_\_\_

评 阅 人: \_\_\_\_\_

2004年10月

厦门大学博硕士学位论文摘要库

## 厦门大学学位论文原创性声明

兹提交的学位论文，是本人在导师指导下独立完成的研究成果。本人在论文写作中参考的其他个人或集体的研究成果，均在文中以明确方式表明。本人依法享有和承担由此论文而产生的权利和责任。

EMBA 研究生：赵卫华

签 字：

时 间：

厦门大学博硕士学位论文摘要库

## 摘要

ABC 公司是一家电力设备和服务的提供商。本论文以 ABC 公司改制为实例，以作者本人在改制全过程中的实践为依据，论述了国有企业改制后如何通过一系列的战略调整和公司阶段性治理提高其企业竞争力，从而扭亏为盈，并取得阶段性的成功。同时，阐述了公司治理的成败经验，探讨了改制公司战略治理的重要性和关键问题。

本论文首先论述了原公司收购改制的原因，以及公司存在的问题。接着详细地论述了改制后公司所进行的战略调整和公司治理。论文从分析宏观经济以及客户行业的大环境入手，分析了公司所属行业的现状和发展，并且详细分析研究了市场的竞争情况，并对公司的 SWOT 和产品的生命周期也做了具体分析。同时，论文较为详细地介绍了 ABC 公司的发展战略规划，以及公司治理的主要方面，论述了公司治理阶段性发展的重要性，以及公司治理与发展战略目标的一致性。最后，论文总结了公司改制后治理的实践经验教训，阐述了对于改制企业进行战略和治理结构调整的启示。全文分为四大部分：

第一章 公司简介及其发展历史和收购原因；第二章 公司收购后的战略调整；第三章 公司收购后的治理调整；第四章 结论与启示。

笔者依据战略管理理论和方法，对 ABC 公司收购后的管理实践进行分析和研究，通过研究，作者获得如下理论上的新认识和实践上的新体会：第一，公司必须有明确的符合科学发展观的发展战略及目标，即，以人为本，全面协调的、可持续发展的战略；第二，公司制定战略必须突出核心价值，通过对公司价值链分析了解公司价值结构；第三，战略调整必须适合于行业和产品所处的生命周期阶段，即，当行业处于不同的生命发展阶段，产品在不同生命阶段，公司所采取的战略不同；第四，公司治理必须围绕战略目标

阶段性开展。公司治理应以建立体系为基础，针对不同阶段的战略目标实施不同深度和广度的治理调整；第五，公司治理重点在于整体管理系统建设，以此支持战略目标，而不是单方面管理的改善。即战略活动体系的建立。

**关键词：**战略目标；公司治理；企业竞争力。

厦门大学博硕士论文摘要库

## Abstract

ABC Co., Ltd. is a supplier for Power product and service. According to the practice case of the company, and writer's real experience during the bought out and whole change process of the company, this Paper discusses how the company made strategy and corporate governance changes to enhance its competitiveness after the company was bought out. After a series changes, the company started to make profit from main business and got stage success. This paper discusses the practice experience, importance and key problem during the period of corporate governance changes too.

The Paper first introduces why the company was bought out and its key problem before it was bought out, then the Paper discusses strategy and corporate governance changes of the company after it was bought out. The Paper starts with the research of macroeconomic of China and Power Industry analysis, then it analyses the status and development of the Industry of the company, environment of market competition, SWOT of the company and life cycle of the products. The Paper also introduces the strategy plan of the company and all main aspects of corporate governance change. It indicates importance of corporate governance development in different stage, and identity of corporate governance and strategy plan. Finally, the Paper summarizes some practice experience of corporate governance from both sides, and gives some advice from practice of corporate governance. The whole Paper includes four major parts:

The first chapter, company brief introduction and its phylogeny, the reason for its bought out; the second chapter, strategy changes after the company was bought out; the third chapter, corporate governance changes after the company was bought out; the fourth chapter, conclusion and revelation.

Writer makes analysis and research about the management practice of ABC Company after it was bought out, based on the theory and method of strategy

management. The new knowledge and experience from the theory and practice are indicated as below, 1) company must have a clear scientific development strategy and goal. That is a kind of strategy with whole equilibrium and continuance; 2) Strategy should be made to strengthen core value, to understand value structure of the corporate by analysis of its value chain; 3) Strategy should be made in accordance with stage of the Industry and product, there are different strategy in different stage of the Industry and product; 4) corporate governance must be proceeded according to strategy plan in different stage, as an basement that management system should be set up, and corporate governance are executed in different profundity and scope for different stage of strategy goal; 5) corporate governance must focus on whole system building to support the strategy goals, which is not just one or two aspects.

**Key words:** *Strategy Goal; Corporate Governance; Competitiveness.*



目 录

前 言 .....	1
<b>第一章 公司简介及其发展历史和收购原因 .....</b>	<b>3</b>
<b>一、公司简介 .....</b>	<b>3</b>
1、公司总体情况 .....	3
2、公司财务情况简析 .....	3
<b>二、公司发展历史和收购原因 .....</b>	<b>4</b>
1、公司发展历史 .....	4
2、原公司存在的问题 .....	5
3、公司收购后所要解决的问题 .....	6
<b>第二章 公司收购后的战略调整 .....</b>	<b>8</b>
<b>一、宏观环境分析 .....</b>	<b>8</b>
<b>二、中国电力行业结构及现状 .....</b>	<b>9</b>
1、电力行业特征分析 .....	10
2、电力行业与国民经济的关系 .....	10
3、电力下游产业分析 .....	11
<b>三、输变电设备制造业的结构现状及发展趋势 .....</b>	<b>12</b>
1、行业介绍 .....	12
2、行业结构 .....	13
3、行业发展趋势和重点 .....	13
4、行业环境 .....	13
5、加入 WTO 后对行业的影响 .....	14

---

<b>四、电力市场竞争力分析</b> .....	<b>15</b>
1、行业的生命周期 .....	15
2、行业竞争结构分析 .....	18
<b>五、公司 SWOT 分析</b> .....	<b>25</b>
1、优势分析 .....	26
2、劣势分析 .....	27
3、机会分析 .....	27
4、威胁分析 .....	28
<b>六、产品生命周期研究</b> .....	<b>30</b>
1、公司改制前的产品结构 .....	30
2、公司改制后的产品结构 .....	31
<b>七、公司战略调整</b> .....	<b>32</b>
1、公司制定战略前的准备 .....	33
2、公司战略调整的详细十年规划 .....	34
<b>第三章    公司收购后的治理调整</b> .....	<b>36</b>
<b>一、第一阶段公司治理重点</b> .....	<b>36</b>
1、公司组织结构调整 .....	37
2、公司人事制度调整 .....	37
3、财务制度调整 .....	38
4、产品结构调整 .....	39
<b>二、第二阶段公司治理重点</b> .....	<b>39</b>
1、销售管理 .....	40
2、人力资源管理 .....	41
3、产品管理 .....	41

4、公司文化发展的治理 .....	43
<b>三、第三阶段的治理重点</b> .....	<b>43</b>
<b>四、第四阶段的治理重点</b> .....	<b>44</b>
<b>五、公司治理的阶段性实践结果</b> .....	<b>45</b>
1、第一阶段治理的实践结果 .....	45
2、第二阶段治理的实践结果 .....	46
<b>第四章 结论与启示</b> .....	<b>47</b>
<b>一、公司战略调整实践中的启示</b> .....	<b>47</b>
1、成功方面的启示 .....	48
2、失败方面的启示 .....	49
<b>二、公司治理调整实践中的启示</b> .....	<b>50</b>
1、公司治理所取得的成效 .....	50
2、公司治理的教训 .....	51
<b>结 束 语</b> .....	<b>54</b>
<b>附 录 1</b> .....	<b>55</b>
<b>附 录 2</b> .....	<b>56</b>
<b>主要参考文献</b> .....	<b>57</b>
<b>致 谢</b> .....	<b>59</b>

厦门大学博硕士学位论文摘要库

## Contents

<b>Preface.....</b>	<b>1</b>
<b>Chapter 1 Company Introduction,Reason For Bought Out .....</b>	<b>3</b>
<b>I 、 Company Introduction .....</b>	<b>3</b>
1、 Company Brief Introduction .....	3
2、 Company Finance Situation.....	3
<b>II 、 Company History And Reason For Company Bought Out .....</b>	<b>4</b>
1、 Company History Introduction .....	4
2、 Company Existing Problem .....	5
3、 Resolution After Company Bought Out.....	6
<b>Chapter 2 Strategy Change After Company Bought Out .....</b>	<b>8</b>
<b>I 、 Macroeconomic Environment Introduction.....</b>	<b>8</b>
<b>II 、 China Power Industry status .....</b>	<b>9</b>
1、 Characteristic Analysis.....	10
2、 Relationship With Economy .....	10
3、 Downstream Industry Analysis.....	11
<b>III、 Power Transmition and Distribution Industry Status.....</b>	<b>12</b>
1、 Brief Introdution Of The Industry .....	12
2、 Structure Of The Industry .....	13
3、 Trend Of The Industry .....	13
4、 Environment Of The Industry .....	13
5、 Effect Of WTO .....	14
<b>IV、 Competition Analysis .....</b>	<b>15</b>

1、 Life Cycle Of The Industry .....	15
2、 Competition Analysis .....	18
<b>V、 SWOT Analysis .....</b>	<b>25</b>
1、 Strengths Analysis.....	26
2、 Weaknesses Analysis.....	27
3、 Opportunity Analysis.....	27
4、 Threats Analysis .....	28
<b>VI、 Life Cycle Analysis Of Products .....</b>	<b>30</b>
1、 Products Status Before Company Bought Out.....	30
2、 Products Status After Company Bought Out.....	31
<b>VII、 Strategy Change .....</b>	<b>32</b>
1、 Preparation Before Change.....	33
2、 Ten Years Plan Of Strategy .....	34
<b>Chapter 3 Corporate Governance Change .....</b>	<b>36</b>
<b>I 、 Phase One.....</b>	<b>36</b>
1、 Organization Change.....	37
2、 HR Policy Change .....	37
3、 Finance Policy Change.....	38
4、 Product Portfolio Change.....	39
<b>II 、 Phase Two .....</b>	<b>39</b>
1、 Sales Management.....	40
2、 Human Resource Management.....	41
3、 Product Management .....	41
4、 Culture Development .....	43
<b>III、 Phase Three .....</b>	<b>43</b>

IV、Phase four .....	43
V、Result of Corporate Governance .....	45
1、Result Of Phase one .....	45
2、Result OF Phase two .....	46
<b>Chapter 4 Conclusion And Revelation .....</b>	<b>47</b>
I、Revelation Of Strategy Change .....	47
1、Revelation Of Success .....	48
2、Revelation Of Misplay .....	49
II、Revelation Of Governance Change .....	50
1、Experience Of Success .....	50
2、Lesson Of Misplay .....	51
<b>Conclusion .....</b>	<b>54</b>
<b>Appendix 1.....</b>	<b>55</b>
<b>Appendix 2.....</b>	<b>56</b>
<b>Reference .....</b>	<b>57</b>
<b>Acknowledgement.....</b>	<b>59</b>

厦门大学博硕士学位论文摘要库



Degree papers are in the "[Xiamen University Electronic Theses and Dissertations Database](#)". Full texts are available in the following ways:

1. If your library is a CALIS member libraries, please log on <http://etd.calis.edu.cn/> and submit requests online, or consult the interlibrary loan department in your library.
2. For users of non-CALIS member libraries, please mail to [etd@xmu.edu.cn](mailto:etd@xmu.edu.cn) for delivery details.

厦门大学博硕士论文摘要库