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北京京城機電股份有限公司
Beijing Jingcheng Machinery Electric Company Limited

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

(Stock Code: 0187)

**ANNOUNCEMENT ON THE RESOLUTIONS PASSED AT
THE 2023 ANNUAL GENERAL MEETING**

Reference is made to the notice and the circular of 2023 annual general meeting both dated 28 May 2024 (the “**Circular**”) issued by Beijing Jingcheng Machinery Electric Company Limited (the “**Company**”, together with its subsidiaries, collectively the “**Group**”). Unless otherwise specified, capitalised terms used in this announcement shall have the same meaning as those defined in the Circular.

IMPORTANT NOTICES:

- Whether the meeting has vetoed resolution: No

I. CONVENING AND ATTENDANCE OF THE MEETING

(I) Date of the AGM: 27 June 2024

(II) Venue of the AGM: Conference Room of the Company, No. 6 Rongchang East Street, Daxing District, Beijing, PRC

(III) Information of ordinary shareholders and preferred shareholders with resumed voting rights who attended the meeting and their shareholdings:

1.	Total number of Shareholders attending either in person or by proxy	8
	of which: Number of holders of A Shares	7
	Number of holders of overseas listed foreign shares (H Shares)	1
2.	Total number of Shares with voting rights held by Shareholders attending the meeting (shares)	245,893,642
	of which: Total number of Shares held by holders of A Shares	245,881,642
	Total number of Shares held by holders of overseas listed foreign Shares (H Shares)	12,000
3.	The number of Shares with voting rights held by Shareholders attending the meeting representing the total voting shares of the Company (%)	44.8985
	of which: Shares held by holders of A Shares representing the total shares of the Company (%)	44.8963
	Shares held by holders of overseas listed foreign shares representing the total shares of the Company (%)	0.0022

As at the date of the AGM, the issued share capital of the Company was 547,665,988 Shares with a par value of RMB1.00 each, among which 100,000,000 Shares were H Shares and 447,665,988 Shares were A Shares.

There were no Shareholders entitled to attend the AGM who were required to abstain from voting in favour of the proposed resolutions pursuant to Rule 13.40 of the Listing Rules or abstain from voting at the AGM as required under the Listing Rules. No Shareholder indicated in the Circular that he/she/it intended to vote against the approval of any of the proposed resolutions or to abstain from voting on any of the proposed resolutions at the AGM.

As at the date of the AGM, the total number of Shares entitling the holders to attend and vote for or against the ordinary resolutions and special resolutions or abstain from voting at the AGM was 547,665,988 Shares.

In compliance with the requirements of the Listing Rules, ShineWing Certified Public Accountants (Special General Partnership), the auditor of the Company, acted as scrutineer for the vote-taking of the AGM. Beijing Kangda Law Firm acted as the witnessing lawyer at the AGM.

- (IV) Whether the voting was in compliance with the “Company Law” and the “Articles of Association”, and information of chairman of the meeting etc.:

The AGM was convened by the Board and presided over by Mr. Li Junjie, the chairman of the Board, the votes of which are carried out by on-site voting and online voting. The convening, holding and voting of the meeting were in compliance with the requirements of the relevant laws, regulations and rules such as the “Company Law”, and the “Articles of Association”.

- (V) Attendance of Directors, Supervisors and the secretary to the Board of the Company:

1. All eleven Directors of the Company in office attended the AGM;
2. All three Supervisors of the Company in office attended the AGM;
3. The secretary to the Board of the Company attended the AGM, and other senior management officers were in attendance at the AGM.

II. CONSIDERATION AND VOTING RESULTS OF THE RESOLUTIONS

(I) Resolutions for non-cumulative voting

1. Name of resolution: To consider the full text and the summary of annual report for A shares and annual report for H shares of the Company for 2023

The resolution was passed at the AGM.

Voting information:

Type of Shareholders	For		Against		Abstain	
	<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>
A Shares	245,874,952	99.9924	6,690	0.0027	0	0
H Shares	12,000	0.0049	0	0	0	0
Total number of ordinary shares:	245,886,952	99.9973	6,690	0.0027	0	0

2. Name of resolution: To consider the 2023 work report of the board of directors of the Company

The resolution was passed at the AGM.

Voting information:

Type of Shareholders	For		Against		Abstain	
	<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>
A Shares	245,874,952	99.9924	6,690	0.0027	0	0
H Shares	12,000	0.0049	0	0	0	0
Total number of ordinary shares:	245,886,952	99.9973	6,690	0.0027	0	0

3. Name of resolution: To consider the 2023 work report of the supervisory committee of the Company

The resolution was passed at the AGM.

Voting information:

Type of Shareholders	For		Against		Abstain	
	<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>
A Shares	245,874,952	99.9924	6,690	0.0027	0	0
H Shares	12,000	0.0049	0	0	0	0
Total number of ordinary shares:	245,886,952	99.9973	6,690	0.0027	0	0

4. Name of resolution: To consider the 2023 audited financial reports of the Company

The resolution was passed at the AGM.

Voting information:

Type of Shareholders	For		Against		Abstain	
	<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>
A Shares	245,874,952	99.9924	6,690	0.0027	0	0
H Shares	12,000	0.0049	0	0	0	0
Total number of ordinary shares:	245,886,952	99.9973	6,690	0.0027	0	0

5. Name of resolution: To consider the internal control audit report in the 2023 annual financial report of the Company

The resolution was passed at the AGM.

Voting information:

Type of Shareholders	For		Against		Abstain	
	<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>
A Shares	245,874,952	99.9924	6,690	0.0027	0	0
H Shares	12,000	0.0049	0	0	0	0
Total number of ordinary shares:	245,886,952	99.9973	6,690	0.0027	0	0

6. Name of resolution: To consider the 2023 work report of the independent non-executive directors of the Company

The resolution was passed at the AGM.

Voting information:

Type of Shareholders	For		Against		Abstain	
	<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>
A Shares	245,874,952	99.9924	6,690	0.0027	0	0
H Shares	12,000	0.0049	0	0	0	0
Total number of ordinary shares:	245,886,952	99.9973	6,690	0.0027	0	0

7. Name of resolution: To consider the appointment of WUYIGE Certified Public Accountants LLP as the auditor for the Company's 2024 financial report and internal control audit report of the financial report and to propose at the general meeting to authorise the board of directors to sign an appointment agreement with it and determine its remuneration

The resolution was passed at the AGM.

Voting information:

Type of Shareholders	For		Against		Abstain	
	<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>
A Shares	245,874,952	99.9924	6,690	0.0027	0	0
H Shares	12,000	0.0049	0	0	0	0
Total number of ordinary shares:	245,886,952	99.9973	6,690	0.0027	0	0

8. Name of resolution: To consider the resolution of the Company not to distribute any profit for the year of 2023

The resolution was passed at the AGM.

Voting information:

Type of Shareholders	For		Against		Abstain	
	<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>
A Shares	245,874,952	99.9924	6,690	0.0027	0	0
H Shares	12,000	0.0049	0	0	0	0
Total number of ordinary shares:	245,886,952	99.9973	6,690	0.0027	0	0

9. Name of resolution: To consider and approve the resolution in relation to grant of general mandate to the board of directors to issue H shares by the Company

The resolution was passed at the AGM.

Voting information:

Type of Shareholders	For		Against		Abstain	
	<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>
A Shares	245,735,052	99.9355	146,590	0.0596	0	0
H Shares	12,000	0.0049	0	0	0	0
Total number of ordinary shares:	245,747,052	99.9404	146,590	0.0596	0	0

10. Name of resolution: To consider the resolution in relation to the proposed amendments to the “Articles of Association”

The resolution was passed at the AGM.

Voting information:

Type of Shareholders	For		Against		Abstain	
	<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>
A Shares	245,741,952	99.9383	139,690	0.0568	0	0
H Shares	12,000	0.0049	0	0	0	0
Total number of ordinary shares:	245,753,952	99.9432	139,690	0.0568	0	0

11. Name of resolution: To consider the resolution in relation to the proposed amendments to the “Rules of Procedure of the General Meeting of Shareholders”

The resolution was passed at the AGM.

Voting information:

Type of Shareholders	For		Against		Abstain	
	<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>
A Shares	245,874,952	99.9924	6,690	0.0027	0	0
H Shares	12,000	0.0049	0	0	0	0
Total number of ordinary shares:	245,886,952	99.9973	6,690	0.0027	0	0

12. Name of resolution: To consider the resolution in relation to the remuneration of and the entering into of the written contract with the independent non-executive director of the eleventh session of the board of directors of the Company

The resolution was passed at the AGM.

Voting information:

Type of Shareholders	For		Against		Abstain	
	<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>
A Shares	245,874,952	99.9924	6,690	0.0027	0	0
H Shares	12,000	0.0049	0	0	0	0
Total number of ordinary shares:	245,886,952	99.9973	6,690	0.0027	0	0

(II) Resolutions for cumulative voting

13. Name of resolution: To consider the resolution in relation to the change of independent non-executive directors of the eleventh session of the board of directors of the Company

Resolution number	Name of resolution	Votes obtained	Proportion of votes obtained to the valid voting rights attending the meeting (%)	Elected or not
13.01	To consider the election of Ms. Chen Junping as an independent non-executive director of the eleventh session of the board of directors of the Company	245,884,052	99.9961	Yes

(III) Voting details on material issues by Shareholders holding less than 5% interests

Resolution number	Name of resolution	For		Against		Abstain	
		<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>	<i>Number of votes</i>	<i>Proportion (%)</i>
7	To consider the appointment of WUYIGE Certified Public Accountants LLP as the auditor for the Company's 2024 financial report and internal control audit report of the financial report and to propose at the general meeting to authorise the board of directors to sign an appointment agreement with it and determine its remuneration	139,900	95.4362	6,690	4.5638	0	0.0000
8	To consider the resolution of the Company not to distribute any profit for the year of 2023	139,900	95.4362	6,690	4.5638	0	0.0000

Resolution number	Name of resolution	For		Against		Abstain	
		Number of votes	Proportion (%)	Number of votes	Proportion (%)	Number of votes	Proportion (%)
12	To consider the resolution in relation to the remuneration of and the entering into of the written contract with the independent non-executive director of the eleventh session of the board of directors of the Company	139,900	95.4362	6,690	4.5638	0	0.0000
13.01	To consider the election of Ms. Chen Junping as an independent non-executive director of the eleventh session of the board of directors of the Company	137,000	93.4579	–	–	–	–

(IV) Information regarding voting on the resolutions

Resolutions no. 1-8 and 12-13 of the AGM are ordinary resolutions and have been approved by over half of the total number of Shares carrying valid voting rights held by Shareholders who attended the AGM; resolutions no. 9-11 are special resolutions and have been approved by over two-thirds of the total number of Shares carrying valid voting rights held by Shareholders who attended the AGM.

III. CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The appointment of Ms. Chen Junping (“**Ms. Chen**”) as an independent non-executive Director of the eleventh session of the Board of the Company was duly approved by the Shareholders at the AGM. The term of office of Ms. Chen commences from 27 June 2024 to the 2025 annual general meeting. The biographical details of Ms. Chen are set out in the Appendix to this announcement. The Company will enter into a service contract with Ms. Chen and Ms. Chen will be entitled to receive an annual emolument of RMB80,000.

The resignation application of Mr. Xiong Jianhui (“**Mr. Xiong**”) from the positions of an independent non-executive Director of the eleventh session of the Board of the Company, the chairman of the audit committee and a member of the remuneration and monitoring committee of the Board takes effect from 27 June 2024. Mr. Xiong confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the Shareholders. The Board wishes to take this opportunity to express its gratitude to Mr. Xiong for his valuable contribution to the Company during his tenure.

IV. PRESENCE OF LAWYER’S CERTIFICATION

1. Witnessing law firm for the AGM: Beijing Kangda Law Firm

Lawyers: Wei Peiyu, Lin Qianhui

2. Lawyers’ legal opinion after witness:

In the opinion of the lawyers, the convening and the procedure for convening and holding of the meeting, the eligibility of the persons who convened and attended the meeting and the procedures and voting results of the meeting were in compliance with the requirements under the “Company Law”, the “Rules of Procedure of the General Meeting of Shareholders”, and other laws and administrative regulations, department rules and regulatory documents as well as the “Articles of Association”, and were lawful and valid.

For and on behalf of the Board
Beijing Jingcheng Machinery Electric Company Limited
Luan Jie
Company Secretary

Beijing, the PRC
27 June 2024

As at the date of this announcement, the Board comprises Mr. Zhang Jiheng as executive Director, Mr. Li Junjie, Mr. Wu Yanzhang, Mr. Zhou Yongjun, Mr. Cheng Lei, Mr. Man Huiyong and Ms. Li Chunzhi as non-executive Directors, and Ms. Chen Junping, Mr. Zhao Xuguang, Mr. Liu Jingtai and Mr. Luan Dalong as independent non-executive Directors.

APPENDIX

BIOGRAPHICAL DETAILS OF THE ELECTED INDEPENDENT NON-EXECUTIVE DIRECTOR

Chen Junping, Chinese nationality, female, aged 59, holds a doctorate in accounting from the China Academy of Fiscal Sciences. Ms. Chen was formerly the director of the Financial Management Teaching and Research Room of the Finance Department of the Central Finance Management Cadre College, an associate professor and a master's degree tutor of the Finance Department of the Central University of Finance and Economics, and an associate professor and a master's degree tutor of the School of Accounting of the Central University of Finance and Economics. Currently, she is a professor and a master's degree tutor at the School of Accounting of Central University of Finance and Economics, and an independent non-executive Director of the eleventh session of the Board of Beijing Jingcheng Machinery Electric Company Limited.

As at the date of the announcement, Ms. Chen has confirmed that (i) she meets the independence guidelines as set out in Rule 3.13 of the Listing Rules; (ii) she does not have any past or present financial or other interest in the business of the Company or its subsidiaries, nor is she related to any core connected person (as defined under the Listing Rules) of the Company; and (iii) there are no other factors that may affect her independence at the time of her appointment. Having considered all of the above, the Board is also of the view that Ms. Chen meets the independence guidelines set out in Rule 3.13 of the Listing Rules and is independent in accordance with the terms of the guidelines.

As at the date of the announcement, save as disclosed above, Ms. Chen had confirmed that: (i) she did not hold directorship or supervisorship in public companies of which the securities are listed on any securities market in Hong Kong or overseas in the last three years, nor did she hold any position in the Company or any other member companies of the Group; (ii) she did not have any relationship with any Director, Supervisor, senior management member or substantial shareholder or controlling shareholder (as defined under the Listing Rules) of the Company; (iii) she did not have any interest in the Shares of the Company within the meaning under Part XV of the SFO; (iv) she did not have any interest or short positions in the Shares, underlying Shares and debentures of the Company according to the register maintained pursuant to section 352 of the SFO; and (v) there is no other information required to be disclosed pursuant to any of the requirements under Rule 13.51(2) of the Listing Rules, nor is there any other matters in relation to her appointment that need to be brought to the attention of the Shareholders.