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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 OF RESOLUTION PASSED AT  
THE FIRST EXTRAORDINARY GENERAL MEETING OF 2019**

The board of Directors of the Company (the “**Board**”) and all members of the Board warrant that this announcement does not contain any false information, misleading statement or material omission and accept joint and several responsibilities for the truthfulness, accuracy and completeness of the contents herein contained.

References are made to the notice of the first extraordinary general meeting of 2019 (the “**EGM**”) dated 16 January 2019 and the circular dated 15 February 2019 (the “**Circular**”) issued by Beijing Jingcheng Machinery Electric Company Limited (the “**Company**”). Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

**IMPORTANT NOTICE:**

Whether the EGM has a vetoed resolution: No

**1. CONVENING AND ATTENDANCE OF THE EGM**

(I) Date of the EGM: 4 March 2019

(II) Venue of the EGM: the first Conference Room, No.2 Huo Xian Nan San Road, Huo Xian Town, Tongzhou District, Beijing, the PRC

(III) Information of ordinary shareholders and preferred shareholders of recovery voting rights of the Company (the “**Shareholders**”) who attended the EGM and their shareholdings:

1. Total number of Shareholders attended the EGM either in person or by proxy	13
of which: Number of holders of A Shares	12
Number of holders of overseas listed shares (H Shares)	1
2. Total number of shares with voting rights held by Shareholders attended the EGM (shares)	184,990,732
of which: Total number of shares held by holders of A Shares	184,982,732
Total number of shares held by holders of overseas listed shares (H Shares)	8,000
3. The number of voting shares held by Shareholders attended the EGM representing the total voting shares of the Company (%)	43.8367
of which: Shares held by holders of A Shares representing the total issued shares of the Company (%)	43.8348
Shares held by holders of overseas listed shares (H Shares) representing the total issued shares of the Company (%)	0.0019

At the date of the EGM, the issued share capital of the Company was 422,000,000 Shares with a par value of RMB1.00 each, among which 100,000,000 Shares were H Shares and 322,000,000 Shares were A Shares.

There was no Shareholder entitled to attend the EGM who were required to abstain from voting in favour of the proposed resolution pursuant to Rule 13.40 of the Listing Rules or abstain from voting at the EGM as required under the Listing Rules. As at the date of the EGM, the total number of Shares entitling the holders to attend and vote for or against the ordinary resolution or abstain from voting at the EGM was 422,000,000 Shares.

In compliance with the requirements of the Listing Rules, SHINEWING Certified Public Accountants LLP, the auditor of the Company, acted as the scrutineer of the EGM for vote taking. Beijing Kang Da Law Firm acted as the witnessing lawyer at the EGM.

(IV) Whether the voting was in compliance with the Company Law of the PRC and the Articles of Association, and information of presiding, etc.

The EGM was convened by the Board and presided over by Mr. Wang Jun, the chairman of the Board, the votes of which were carried out by onsite voting and online voting. The convening, holding and way of poll of the EGM were in compliance with requirements of relevant laws, regulations and rules such as the Company Law of the PRC, and the Articles of Association.

(V) Attendance of Directors, supervisors and the secretary to the board

1. All eleven Directors of the Company in office attended the EGM;
2. All three supervisors of the Company in office attended the EGM;
3. The secretary to the board of the Company attended the EGM, and senior management officers attended the EGM.

## II. CONSIDERATION AND VOTING RESULTS OF THE RESOLUTIONS

(1) Resolutions for non-cumulative voting

1. Resolution No. 1: To consider the resolution in relation to the transfer of 51% equity interest held by Beijing Tianhai Industrial Co., Ltd. (“**Beijing Tianhai**”), a subsidiary of the Company, in Shandong Tianhai High Pressure Containers Co., Ltd. through public tender, and to authorise the board of directors of Beijing Tianhai to determine the transfer-related matters including the listing price based on a minimum consideration of not less than the valuation results approved by Beijing Municipal People’s Government State-owned Assets Supervision and Administration Commission.

The resolution was passed at the EGM.

Voting information:

Type of Shareholders	For		Against		Abstain	
	Number of votes	Proportion (%)	Number of votes	Proportion (%)	Number of votes	Proportion (%)
Holders of A Shares	184,901,242	99.9516	81,490	0.0441	0	0
Holders of H Shares	8,000	0.0043	0	0	0	0
Total:	184,909,242	99.9559	81,490	0.0441	0	0

2. Resolution No. 3: To consider the resolution in relation to the remuneration of and written contracts to be entered into with the supervisors.

The resolution was passed at the EGM.

Voting information:

Type of Shareholders	For		Against		Abstain	
	Number of votes	Proportion (%)	Number of votes	Proportion (%)	Number of votes	Proportion (%)
Holders of A Shares	184,898,242	99.9500	84,490	0.0457	0	0
Holders of H Shares	8,000	0.0043	0	0	0	0
Total:	184,906,242	99.9543	84,490	0.0457	0	0

(2) Resolution for cumulative voting

1. Resolution of appointing new Director

Resolution No.	Resolution	Number of Votes	Number of votes representing total number of shares carrying effective voting rights held by Shareholders who attended the EGM (%)	Elected or not
2	To consider the resolution in relation to the election of Mr. Miao Junhong as the supervisor of the ninth session of the Supervisory Committee.	184,430,144	99.6970	Yes

(3) Illustration regarding voting on the resolutions

All resolutions of the EGM are ordinary resolutions and have been approved by over one half of the total number of shares carrying valid voting rights held by shareholders who attended the EGM.

### III. PRESENCE OF LAWYER'S CERTIFICATION

1. Witnessing law firm for the EGM: Beijing Kang Da Law Firm

Lawyer: Wang Jing

2. Legal opinion after witness:

In the opinions of the lawyer, (1) the convening and the procedure for convening and holding of the meeting were in compliance with the relevant laws such as the Company Law and the Rules, regulations, statutory documents and the requirements of the Articles of Association; (2) the qualifications of the attending personals and the meeting covener were lawful and effective; (3) the voting procedures of the EGM were in compliance with the relevant laws, regulations and the requirements of the Articles of Association, and the voting results were lawful and effective.

### IV. DOCUMENTS AVAILABLE FOR INSPECTION

1. Resolution of the EGM signed and sealed by the Directors and recorder attending the meeting and affixed with the seal of the Board;
2. Written legal opinion signed and sealed by the officer of the law firm;
3. Other documents required by the Shanghai Stock Exchange.

By Order of the Board  
**Beijing Jingcheng Machinery Electric Company Limited**  
**Luan Jie**  
*Company Secretary*

Beijing, the PRC  
4 March 2019

*As at the date of this announcement, the Board comprises Mr. Wang Jun, Mr. Li Junjie, and Mr. Zhang Jiheng as executive directors, Ms. Jin Chuyu, Mr. Du Yuexi, Mr. Xia Zhonghua and Ms. Li Chunzhi as non-executive directors and Ms. Wu Yan, Mr. Liu Ning, Mr. Yang Xiaohui and Mr. Fan Yong as independent non-executive directors.*