京城機電股份
JINGCHENG MAC

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)

NOTICE OF 2013 AGM

NOTICE IS HEREBY GIVEN that the 2013 annual general meeting ("AGM") of Beijing Jingcheng Machinery Electric Company Limited (the "Company") will be convened as follows:-

I. Basic Information of the meeting:

1. Convenor of the meeting: the board of directors (the "**Board**") of the Company

2. Manner of the meeting: voting by way of poll at the meeting

3. Time of the meeting: 26 June 2014 (Thursday) at 9:00 a.m.

4. Place of the meeting: the First Conference Room, 18/F, Jingcheng Machinery Electric Building, No. 59 Mansion, Dongsanhuan Road Central, Chaoyang District, Beijing

5. Shares registration date: 26 May 2014 (Monday)

II. Resolutions:

(I) Ordinary Resolutions

1. To consider and approve the 2013 annual report of the Company;

2. To consider and approve the 2013 work report of the board of directors of the Company;

3. To consider and approve the 2013 work report of the supervisory committee of the Company;

4. To consider and approve the 2013 Financial Reports of the Company audited by ShineWing Certified Public Accountants LLP;

5. To consider and approve the 2013 internal control report of the Company audited by Shu Lun Pan Certified Public Accountants LLP;

6. To consider and approve the resolution of the Company not to distribute any profit for the year 2013;

7. To consider and approve re-appointment of SHINEWING Certified Public Accountants LLP for the Company's 2014 Financial Reports, and to authorise the Board to enter into a service contract with it and determine its remuneration;

8. To consider and approve re-appointment of Shu Lun Pan Certified Public Accountants LLP as the Company's 2014 internal control auditor, and to authorise the Board to enter into a service contract with it and determine its remuneration;

9. To consider and approve the report of the independent non-executive Directors of the Company for 2013;

10. To consider and approve the management measures on the efficiency assessment of senior management;

11. To consider and approve the fund raising management measures;

12. To consider and approve the continuing connected transactions in relation to Gas Cylinder Pipe Sale and Purchase Framework Agreement and the Supplemental Agreement;

(II) Special Resolution:

13. To consider and approve the proposed amendments to the Articles of Association.

III. Attendees of and Attendance at the AGM:

The directors, supervisors and senior management of the Company.

Shareholders of the Company ("Shareholders") whose names appear on the register of members of the Company at the close of business on 26 May 2014 have the right to attend the AGM after completion of registration procedures.

Shareholders or proxies who inte3nd to attend the AGM are requested to deliver the reply slip of attending to the Company before 5 June 2014. The reply slip may be delivered in person, by post or facsimile.

Holders of the Company's H shares ("H Shares") should note that the register of members of the Company will be closed from 26 May 2014 to 26 June 2014 (both days inclusive), during which time no H Shares transfer will be registered. For holders of H Shares who intend to attend the AGM, transfer documents together with the related share certificates must be lodged with the Hong Kong share registrar of the Company no later than 4:30 p.m. on 23 May 2014. The address is Hong Kong Registrars Limited, Room 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

Corporate Shareholder should attend the meeting by its legal representatives or the proxy appointed by the legal representative. Legal representative who attends the meeting should present his own identity card, evidence of shareholding and valid documents evidencing his capacity as a legal representative. While appointing proxy to attend the meeting, the proxy should present his identity card and an authorisation instrument affixed with the seal of the corporate Shareholder and duly signed by its legal representative and evidence of shareholding.

1. Each Shareholder who is entitled to attend and vote at the AGM may appoint one or more proxy(ies) who need not be a Shareholder, to attend and vote on his or her behalf at the AGM.

2. For any Shareholder who appoints more than one proxy, his or her proxies can only exercise the voting right by way of poll.

3. The instrument appointing a proxy must be in writing under the hand of the appointer or his attorney authorised in writing. If that instrument is signed by an attorney on behalf of the appointer, the power of attorney authorising that attorney to sign, or other authority, must be notarially certified. To be valid, the notarially certified copy of the power of attorney, or other authority, together with the form of proxy must be delivered to the registered address of the Company not less than 24 hours before the time appointed for the holding of the AGM.

IV. Other matters:

The Company's registered address: No. 9 North Tianying Road, Chaoyang District, Beijing

Contact telephone: 010-67365383

Fax: 010-87392058

Postal code: 100121

Contact person: Jiao Ruifang

The AGM is expected to last for half a day. Attendees should bear their own accommodation and travel expenses.

The Board of Directors of
Beijing Jingcheng Machinery Electric Company Limited

12 May 2014

As at the date of this announcement, the Board comprises Mr. Wang Pingsheng, Mr. Hu Chuanzhong, Mr. Wu Yanzhang, Mr. Li Junjie and Ms. Jiang Chi as executive directors, Mr. Jiang Zili and Ms. Wu Dongbo as non-executive directors and Mr. Zhang Shuangru, Ms. Wang Hui, Mr. Xie Bingguang and Mr. Wang Deyu as independent non-executive directors.