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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 RESOLUTIONS  
PASSED AT THE 2013 ANNUAL GENERAL MEETING  
AND  
CHANGE OF DIRECTORS**

The Board and all members of the Board warrant that this announcement does not contain any false information, misleading statement or material omission and severally and jointly accept full responsibility for the truthfulness, accuracy and completeness of the contents herein contained.

**IMPORTANT NOTICES:**

- No proposal was rejected or amended at the 2013 annual general meeting (hereinafter refers as the “AGM”) of Beijing Jingcheng Machinery Electric Company Limited (hereinafter refers as the “Company”).
- The following six resolutions were added at the AGM: (1) To consider and approve the resolution on proposed disposal of 100% equity interest in Beijing Jingcheng Compressor Co., Ltd. by the Company by way of public tender; (2) To consider and approve the resolution on the preliminary asset transaction agreement entered into between the Company and Beijing Jingcheng Machinery Electric Holding Co., Ltd. (“Jingcheng Holding”), subject to terms and conditions, and the connected transaction contemplated thereunder; (3) the resolution to elect the eighth board of directors (the “Board”) of the Company; (4) To consider and approve the resolution on the remuneration of and the service contracts to be entered into with directors of the eighth Board of the Company; (5) the resolution to elect the supervisors of the eighth supervisory committee of the Company; (6) To consider and approve the resolution on the remuneration of and the service contracts to be entered into with supervisors of the eighth supervisory committee of the Company.

## **I. CONVENING AND ATTENDANCE OF THE MEETING**

Pursuant to the notice of AGM and supplementary notice of AGM dated 12 May 2014 and 16 May 2014 respectively, the AGM of the Company was held at the First Conference Room, 18/F, Jingcheng Machinery Electric Building, No. 59 Mansion, Dongsanhuan Road Central, Chaoyang District, Beijing, PRC on 26 June 2014 at 9:00 a.m..

The Company has 422,000,000 shares in total wherein 422,000,000 shares carrying voting rights, entitling the holders thereof (the “Shareholders”) to attend and vote for or against or abstain all the resolutions proposed at the AGM. There were no shares entitling the Shareholders to attend and abstain from voting in favour for any resolutions pursuant to Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”). As required by the Listing Rules, Jingcheng Holding, the controlling Shareholder holding 201,620,000 shares of the Company (representing approximately 47.78% interest in the Company) abstained from voting on the resolution for approving the connected transaction in relation to the preliminary asset transaction agreement dated 16 May 2014 for the proposed disposal of 100% interest in Beijing Jingcheng Compressor Co., Ltd. by the Company. The AGM was convened by the Board of Directors of the Company and presided over by Mr. Wang Pingsheng, the Vice Chairman of the Company. 6 Shareholders and proxies were present at the AGM, holding 204,455,801 shares which represented 48.45% of the total number of shares carrying voting rights of the Company, comprising 202,787,801 A shares, representing 48.05% of the total number of shares carrying voting rights of the Company, and 1,668,000 H shares, representing 0.40% of the total number of shares carrying voting rights of the Company. The Company’s directors, supervisors, senior management, lawyer and auditors were present at the AGM. The convening and holding of the AGM was in compliance with the relevant requirements under the Company Law of the PRC and the articles of association of the Company (the “Articles of Association”).

## **II. VOTING AT THE MEETING**

As proposed by Mr. Wang Pingsheng, the Vice Chairman of the Company, the following resolutions were considered and approved by way of poll, and the lawyer of Beijing Kang Da Law Firm, the auditor of ShineWing Certified Public Accountants LLP, supervisor representative and shareholder representative were appointed as the scrutineers for the vote taking.

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

204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.

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

204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.

3. To consider and approve the 2013 work report of the Supervisory Committee of the Company.

204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.

4. To consider and approve the 2013 financial reports of the Company audited by ShineWing Certified Public Accountants LLP.

204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.

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

204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.

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

204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.

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.

204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.

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

204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.

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

204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.

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

204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.

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

204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.

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

204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.

13. To consider and approve the resolution on the proposed disposal of the 100% equity interest in Beijing Jingcheng Compressor Co., Ltd. by the Company by way of public tender.

204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.

14. To consider and approve the resolution on the preliminary asset transaction agreement to be entered into between the Company and Jingcheng Holding on 16 May 2014, subject to terms and conditions, and the connected transaction contemplated thereunder.

This resolution involves a connected transaction with Jingcheng Holding, the controlling Shareholder holding 201,620,000 shares of the Company, representing 47.78% total equity of the Company, and therefore, Jingcheng Holding abstained from voting.

201,620,000 shares abstained from voting; 2,835,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.

15. This resolution on the election of directors of eighth Board of the Company was considered and approved by the way of accumulated poll, their terms of office start from the approved date of the 2013 annual general meeting and end at the conclusion of the 2016 annual general meeting.
  - (1) To consider and approve appointment of Mr. Hu Chuanzhong as an executive director of the eighth Board of the Company. 204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.
  - (2) To consider and approve appointment of Mr. Li Junjie as an executive director of the eighth Board of the Company. 204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.
  - (3) To consider and approve appointment of Mr. Wu Yanzhang as an executive director of the eighth Board of the Company. 204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.
  - (4) To consider and approve appointment of Ms. Jiang Chi as an executive director of the eighth Board of the Company. 204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.
  - (5) To consider and approve appointment of Mr. Zhou Yongjun as a non-executive director of the eighth Board of the Company. 204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.
  - (6) To consider and approve appointment of Ms. Chang Yun as a non-executive director of the eighth Board of the Company. 204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.
  - (7) To consider and approve appointment of Mr. Xia Zhonghua as a non-executive director of the eighth Board of the Company. 204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.

- (8) To consider and approve appointment of Ms. Wu Yan as an independent non-executive director of the eighth Board of the Company. 204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.
  - (9) To consider and approve appointment of Mr. Liu Ning as an independent non-executive director of the eighth Board of the Company. 204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.
  - (10) To consider and approve appointment of Mr. Yang Xiaohui as an independent non-executive director of the eighth Board of the Company. 204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.
  - (11) To consider and approve appointment of Mr. Fan Yong as an independent non-executive director of the eighth Board of the Company. 204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.
16. To consider and approve the resolution on the remuneration of and the service contracts to be entered into with directors of the eighth Board of the Company.

204,267,401 shares cast votes for the resolution, representing 99.91% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution, and 188,400 abstained from voting, representing 0.09% of the total number of shares carrying voting rights held by Shareholders who attended the AGM.

17. This resolution on the election of the eighth supervisory committee of the Company was considered and approved by the way of accumulated poll, their terms of office start from the approved date of the 2013 annual general meeting and end at the conclusion of the 2016 annual general meeting.
- (1) To consider and approve appointment of Ms. Liu Zhe as a supervisor of the eighth supervisory committee of the Company. 204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.
  - (2) To consider and approve appointment of Mr. Han Bingkui as a supervisor of the eighth supervisory committee of the Company. 204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.



18. To consider and approve the resolution on the remuneration of and the service contracts to be entered into with supervisors of the eighth supervisory committee of the Company.

204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.

As more than 50% of the votes were cast in favour of each of the above ordinary resolutions, all the ordinary resolutions were duly passed.

**Special resolution:**

19. The resolution in relation to the amendments to the Articles of Association was considered and approved.

204,455,801 shares cast votes for the resolution, representing 100% of the total number of shares carrying voting rights held by Shareholders who attended the AGM, no share voted against the resolution or abstained from voting.

As more than two-thirds of the voting rights held by Shareholders who attended the AGM were cast in favour of the above special resolution, the special resolution was duly passed.

### **III. APPOINTMENT OF DIRECTORS AND SUPERVISORS**

The appointment of Mr. Hu Chuanzhong, Mr. Li Junjie, Mr. Wu Yanzhang and Ms. Jiang Chi as the executive directors; Mr. Zhou Yongjun, Ms. Chang Yun and Mr. Xia Zhonghua as the non-executive directors; and Ms. Wu Yan, Mr. Liu Ning, Mr. Yang Xiaohui and Mr. Fan Yong as the independent non-executive directors of the eighth Board of the Company was duly approved by the Shareholders at the AGM. The election of Ms. Liu Zhe and Mr. Han Bingkui as supervisors of the eighth supervisory committee of the Company was also duly approved by the Shareholders at the AGM. Ms. Ruan Aihua, the employee supervisor, was admitted to the Supervisory Committee directly after she was elected at a meeting held by all staff of the Company. The term of office of the new directors and supervisors of the Company will be for a period of 3 years commencing from 26 June 2014 until the annual general meeting for the year 2016.

The annual remuneration of the new executive directors who serve as senior management of the Company comprises three parts: i.e. annual basic salaries, regular annual performance salaries and special contribution income. Each of the executive directors will be entitled to a basic salary with a range of RMB200,000 to RMB550,000. The regular annual performance remuneration ranges from RMB120,000 to RMB850,000, depending on the result of the performance appraisal of each executive director. The income for special contribution may be granted to executive directors in the event that they have made significantly outstanding contributions to the implementation of the strategies of the Company or received special recognition for significant managerial innovation and technological innovation. The income for special contribution, which shall not exceed RMB100,000,

will be reviewed by the remuneration and monitoring committee of the Board and will be presented to the Board for review and approval. Each of the new non-executive directors will be entitled to an annual fee not exceeding RMB40,000. Each of the new independent non-executive directors will be entitled to an annual fee not exceeding RMB60,000. Each of the new supervisors will be entitled to an annual fee of not exceeding RMB40,000.

The Company will enter into a service contract with each of the new directors and supervisors. The brief biographical information of each of the new directors and supervisors is set out in the annex of this announcement.

Mr. Jiang Zili, Mr. Wang Pingsheng, Ms. Wu Dongbo, Mr. Zhang Shuangru, Ms. Wang Hui, Mr. Xie Bingguang and Mr. Wang Deyu retired as directors of the Company upon expiry of the term of office of the seventh Board of the Company on 26 June 2014. The above retired directors have separately confirmed that they have no disagreement with the Board, and there is no other matter relating to their retirement that needs to be brought to the attention of the Shareholders. The Board wishes to take this opportunity to express its gratitude to Mr. Jiang Zili, Mr. Wang Pingsheng, Ms. Wu Dongbo, Mr. Zhang Shuangru, Ms. Wang Hui, Mr. Xie Bingguang and Mr. Wang Deyu for their valuable contribution to the Company during their tenure of service with the Company.

#### **IV. PRESENCE OF LAWYER'S CERTIFICATION**

The AGM was witnessed by the lawyer from Beijing Kang Da Law Firm, which issued a legal opinion concluding that the convening and the procedure for convening and holding of and the voting procedures adopted at the AGM, and the eligibility of the persons who attended the AGM were in compliance with the Company Law of the PRC, the Articles of Association, the relevant provisions of laws and regulations, and the poll results were lawful and effective.

#### **V. DOCUMENTS AVAILABLE FOR INSPECTION**

1. Resolutions passed at the AGM;
2. The legal opinion issued by Beijing Kang Da Law Firm in respect of the AGM.

The Board of Directors of  
**Beijing Jingcheng Machinery Electric Company Limited**

26 June 2014

*As at the date of this announcement, the Board comprises Mr. Hu Chuanzhong, Mr. Li Junjie, Mr. Wu Yanzhang and Ms. Jiang Chi as executive directors, Mr. Zhou Yongjun, Ms. Chang Yun and Mr. Xia Zhonghua as non-executive directors and Ms. Wu Yan, Mr. Liu Ning, Mr. Yang Xiaohui and Mr. Fan Yong as independent directors.*



**BRIEF BIOGRAPHICAL DETAILS OF THE APPOINTED DIRECTORS  
AND SUPERVISORS OF THE COMPANY**

**EXECUTIVE DIRECTORS**

- (1) **Hu Chuanzhong**, Chinese, male, aged 44. He obtained a bachelor degree in mechanical engineering from Tsinghua University and an Executive Master of Business Administration from the University of Texas at Arlington, United States of America. He is a senior engineer. Mr. Hu was a technician, assistant engineer, deputy director, director, vice president of engineering, deputy manager of technical quality department, and deputy general manager of Tianhai Industry Co., Ltd. He was also the chairman of Tianjin Tianhai High Pressure Containers Co., Ltd. He is currently the general manager, director and party secretary of Beijing Tianhai Industry Co., Ltd, director and general manager of Jingcheng Holding (Hong Kong) Company Limited as well as the director of Tianjin Tianhai High Pressure Containers Co., Ltd. and Langfang Tianhai High Pressure Containers Co., Ltd. He was appointed as the general manager of the Company on 31 October 2013 and was appointed as the Director of seventh Board of the Company on 16 December 2013.
- (2) **Li Junjie**, Chinese, male, aged 36. He obtained a bachelor degree in industrial economics from Taiyuan Heavy Machinery Institute and an Executive Master of Business Administration degree from Guanghua School of Management of Peking University. He was an accountant of finance department, salesman of marketing department and deputy manager of human resources department in Beijing Tianhai Industry Co., Ltd. He is currently the deputy party secretary and deputy general manager of Beijing Tianhai Industry Co., Ltd. He was appointed as deputy general manager of the Company on 31 October 2013 and Director of seventh Board of the Company on 16 December 2013.
- (3) **Wu Yanzhang**, Chinese, male, aged 49. He obtained a bachelor's degree in Machinery Manufacturing Management at Hefei University of Technology and Executive Master of Business Administration at China Europe International Business School. Mr. Wu served as the dispatcher of the production department, the deputy department head, assistant to factory head and the director of office of Beijing No. 1 Machine Tool Plant (北京第一機床廠), the Sino General Manager of OKUMA-BYJC (Beijing) Machine Tool Co. Ltd (北一大隈公司), the director of Communications Office, the director of office, the head of Legal Department, the head of Non-financial Corporate Management Department and the head of Asset Management Department of Beijing Jingcheng Machinery Electric Holding Co., Ltd. He is currently the director and the general manager of Jingcheng Compressor Co., Ltd. He was appointed as the deputy general manager and Director of seventh Board of the Company on 5 November 2013 and 16 December 2013 respectively.
- (4) **Jiang Chi**, Chinese, female, aged 38, graduated from Beijing Technology and Business University with a degree in Economics. Ms. Jiang is a senior accountant and worked in Beijing DoubleCrane Pharmaceutical Co., Ltd. as the accountant, Century Industry Investment Co., Ltd. as financial officer, China National Pharmaceutical Group Corporation as assistant to financial manager, Huayi Pharmaceutical Co. Ltd. as financial manager, Beijing Jingcheng Mechanical & Electrical Holding Co., Ltd. as budget financial officer and deputy head of Financial Planning Department. Ms. Jiang

has served Beiren Printing Machinery Holdings Limited (currently renamed as Beijing Jingcheng Machinery Electric Company Limited) since October 2011 and has been appointed as the director and chief accountant. At present, Ms Jiang is the director, deputy general manager and chief legal counsel of Beijing Tianhai Industry Co., Ltd., the director and financial controller of Beijing Jingcheng Compressor Co., Ltd. and the director and financial controller of Jingcheng Holding (Hong Kong) Company Limited.

## **NON-EXECUTIVE DIRECTORS**

- (5) **Zhou Yongjun**, Chinese, male, aged 48. He obtained a Bachelor's Degree of Engineering from Xi'an Jiaotong University and Master's Degree from Cheung Kong Graduate School of Business. He is a senior engineer. Mr. Zhou was deputy director, director, deputy chief engineer, and deputy general manager of the Technology Department of Beijing BEIZHONG Steam Turbine Generator Co., Ltd. He is currently the minister of the Strategic and Investment Department of Beijing Jingcheng Machinery Electric Holding Co., Ltd, director of Beijing Jingcheng Heavy Industry Co., Ltd., Global Industrial Supply Co., Ltd, Beijing Huade Hydraulic Industrial Group Co., Ltd, GD Jingcheng Handan Thermal Energy Co., Ltd. (國電京城邯鄲熱電有限公司) and Beijing Jingcheng Nagano Engineering Machinery Co., Ltd.
- (6) **Chang Yun**, Chinese, female, aged 39. She obtained a Bachelor's Degree in economics from China Coal Economic College (中國煤炭經濟學院), Master of Business Administration of China Europe International Business School. She is a senior accountant, certified public accountant and certified tax agent. Ms. Chang was the cost accounting supervisor, deputy director of the finance department of Beijing Research Institute of Mechanical & Electrical Technology, finance manager of BMEI Co., Ltd. and chief financial officer of Beijing Jingcheng Heavy Industry Co., Ltd. She is currently the Minister of the Audit Department of Beijing Jingcheng Machinery Electric Holding Co., Ltd. (the headquarter).
- (7) **Xia Zhonghua**, Chinese, male, aged 49. He obtained a Bachelor's Degree in Engineering from Hefei University of Technology. He is a senior engineer. Mr. Xia was designer of construction of Beijing Metal Structure Factory (new factory) of Beijing Machinery Industrial Engineering Contract Corporation (北京機械工業建設工程承發包公司) and its technical director, project assistant manager and project manager, director in basic construction of Beijing Jingcheng Machinery Electric Holding Co., Ltd., director of the construction project planning department of Beijing Jianji Real Estate Co., Ltd. (北京建機房地產公司) (Part-time), head of Resource Allocation and Restructuring of Beijing Jingcheng Machinery Electric Holding Co., Ltd., head of project investment of Beijing Jingcheng Machinery Electric Holding Co., Ltd., vice-president of Party School of Beijing Machinery Industry Administrative Bureau (北京機械工業管理局黨校) and deputy minister of the asset management department of Beijing Jingcheng Machinery Electric Holding Co., Ltd.. He is currently the vice minister of the Ministry of the Securities and Reform of Beijing Jingcheng Machinery Electric Holding Co., Ltd. (taking charge of works), director of Beijing Xihai Industrial and Trading Company and Beijing Jingcheng Mechanical & Electrical Asset Management Co., Ltd.

## INDEPENDENT NON-EXECUTIVE DIRECTORS

- (8) **Wu Yan**, Chinese, female, aged 67, graduated from Xi'an Jiaotong University majoring in boiler design and manufacturing. Ms. Wu was the technician of the First Research & Design Institute of Nuclear Industry (核工業第一設計研究院), technician of Tianjin Bureau of Labor, deputy director and director in the Boiler and Pressure Vessel Detection & Research Center under the Ministry of Labour, director and assistant inspector of Boiler and Pressure Vessel Safety Supervision Bureau under the State Bureau of Quality Technical Supervision, assistant inspector of Special Equipment Safety Supervision Bureau under the State Administration for Quality Supervision and Inspection and Quarantine, deputy secretary general and secretary general of China Gas Cylinders Standardization Technical Committee, and currently serves as the consultant of the committee.
- (9) **Liu Ning**, Chinese, male, aged 56. He obtained a Bachelor of Laws from China University of Political Science and Law. He was the postgraduate in international economic law of Institute for International Economics of Nankai University and a lawyer. Mr. Liu obtained his qualification of lawyer in 1984 and have been practicing as a lawyer for over twenty years, during which he had dealt with various representative cases and legal affairs, and participated in legislation and other work. Mr. Liu served as director of Tianjin Dongfang Law Office and Beijing New Era Law Firm. He is currently the director and senior partner of B.J.H & New Era Law Firm (北京市公元博景泓律師事務所), member of the Economics Committee of All-China Lawyers Association, member of the Legislative Committee of the Central Committee of China Democratic League, researcher of Food and Drug Industry Development and Regulatory Research Center of Chinese Academy of Social Sciences, legislative consultant of Beijing Municipal People's Congress, member of the Eighth Committee of Chinese People's Political Consultative Conference of Haidian District of Beijing, member of Beijing Municipal Committee of China Democratic League, deputy director of the Social and Legal Affairs Committee of Beijing Municipal Committee of China Democratic League and executive member of Beijing Federation of Industry & Commerce. From 30 May 2006 to 31 May 2012, Mr. Liu served as two sessions of independent non-executive director of the board of directors of China Resources Double-crane Pharmaceutical Co., Ltd. (formerly known as Beijing Double-Crane Pharmaceutical Co., Ltd.) (listed on the Shanghai Stock Exchange, stock code 600062). On 31 May 2012, Mr. Liu ceased to be the independent non-executive director of China Resources Double-crane Pharmaceutical Co., Ltd. due to the general election of the board of directors of the company.
- (10) **Yang Xiaohui**, Chinese, male, aged 46. He has a bachelor's degree and is a certified public accountant, certified tax agent, certified public valuer (non-practicing member) and senior accountant in China. Mr. Yang was a teacher of North China University of Technology, department manager, deputy general manager and partner of Zhonghengxin, China Rightson Certified Public Accountants and RSM China Certified Public Accountants, and also served as the member of the technical committee of Beijing Institute of Certified Public Accountants. He is currently the senior partner of Ruihua Certified Public Accountants.
- (11) **Fan Yong**, Chinese, male, aged 42. He obtained a master degree from Tsinghua University. Mr. Fan worked as the head of Investment Banking Division in Qinghai Securities, deputy director of general office of Shengli Oil Field Dynamic Group Co., Ltd. (Dynamic), deputy general manager of Felsted (Beijing) Investment Co., Ltd. (佛爾斯特(北京)投資有限責任公司), general manager of

Capital Investment Department of Rising Securities Co., Ltd., business director of Investment Bank Headquarters of Qilu Securities Co., Ltd., director of Investment Banking of Zhong De Securities Co., Ltd. He is currently a founding partner of Beijing Yi Hui Jin Tong Asset Management Co., Ltd. (北京易匯金通資產管理有限責任公司) .

Save as disclosed in this announcement, the new directors are not connected with other directors, supervisors and senior management of the Company. Mr. Zhou Yongjun, Ms. Chang Yun and Mr. Xia Zhonghua respectively serve as the Minister of the Ministry of Strategy and Investment, the Minister of the Audit Department, and the Vice Minister of the Ministry of the Securities and Reform of Beijing Jingcheng Machinery Electric Holding Co., Ltd., the substantial shareholder of the Company. Mr. Hu Chuanzhong, Mr. Li Junjie, Mr. Wu Yanzhang, Ms. Jiang Chi, Ms. Wu Yan, Mr. Liu Ning, Mr. Yang Xiaohui and Mr. Fan Yong are not connected with the substantial shareholders or controlling shareholders of the Company. As at the date of this announcement, except for Ms. Wu Yan who holds 57,301 A shares of the Company, representing approximately 0.0136% of the total issued share capital of the Company, other new directors do not have any interest in shares of the Company as defined in Part XV of the Securities and Futures Ordinance (the “SFO”). Except for Mr. Liu Ning, the other new directors did not hold any directorships in any other listed companies in Hong Kong or overseas in last three years. In respect of the new directors, save as disclosed above, there is no other information which is required to be disclosed pursuant to any provisions under Rule 13.51(2) of the Listing Rules, and there is no other matter which needs to be brought to the attention of the Shareholders.

As at the date of this announcement, according to the register kept under section 352 of the SFO, except for Ms. Wu Yan who holds 57,301 A shares of the Company, other new directors do not hold any interests or short positions in the shares, underlying shares and debentures of the Company.

## SUPERVISORS

- (1) **Liu Zhe**, Chinese, female, aged 36, is a lecturer with a bachelor’s degree in engineering. Ms. Liu was a teacher, group leader of teaching and research, Youth League secretary, secretary of student party branch of Light Industry Branch of Beijing Industry and Trade Technicians College, Youth League secretary and director of publicity department of the party/company of Beijing Jingcheng Machinery Electric Holding Co., Ltd. Currently, she is deputy party secretary, secretary of discipline inspection commission and chairman of labour union of Beijing Tianhai Industry Co., Ltd.
- (2) **Han Bingkui**, Chinese, male, aged 59, graduate of economics and management and is a senior accountant. Mr. Han was chief of finance division and accountant of Beijing High Pressure Gas Cylinder Factory (北京高壓氣瓶廠), deputy head of finance department, director and chief accountant of Beijing Tianhai Industry Co., Ltd. Currently, he is the director, chief financial officer and department head of finance department of Beijing Tianhai Industry Co., Ltd.
- (3) **Ruan Aihua**, Chinese, female, aged 52, completed the college class and is an engineer of political work. Ms. Ruan was the production director responsible for production management of the Four Factory and the head of organisation department of Beijing First General Machinery Plant (北京第一通用機械廠). Also, she was the secretary of discipline inspection commission, chairman of labour union and employee director of Beijing Jingcheng Environmental Protection Development Co., Ltd. Now, she is the seventh supervisory committee of Beijing Jingcheng Machinery Electric Company Limited, currently is the deputy Party secretary of Beijing Jingcheng Compressor Co., Ltd.

Save as disclosed in this announcement, none of the new supervisors has any relationship with any other directors, supervisors, senior management, substantial shareholders or controlling shareholders of the Company. shareholders, nor did they hold any interests in shares of the Company as defined in Part XV of the SFO, nor did they hold directorship or supervisorship in any other listed public companies in the last three years. Save as disclosed above, in respect of all new supervisors, there is no other information which is required to be disclosed pursuant to any provisions under Rule 13.51(2) of the Listing Rules nor other matters that need to be brought to the attention of the Shareholders.

As at the date of this announcement, according to the register maintained pursuant to section 352 of the SFO, all of the new supervisors do not have any interest or short positions in the shares, underlying shares and debentures of the Company.