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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)**

**NOTICE OF 2016 ANNUAL GENERAL MEETING**

**The board of directors and all directors of the Company warrant that there are no false representations, misleading statement contained in, or material omissions from, this announcement, and jointly and severally accept responsibility for the truthfulness, accuracy and completeness of the contents in this announcement.**

**I. NOTICE IS HEREBY GIVEN** that the 2016 annual general meeting (the “Annual General Meeting”) of Beijing Jingcheng Machinery Electric Company Limited (the “Company”) will be convened by the board of directors of the Company (the “Board”) and the relevant matters of the meeting are as follows:

**II. BASIC INFORMATION OF THE MEETING**

1. Convener: the Board
2. Time: 26 June 2017 (Monday) 9:30 a.m.
3. Venue: the Conference Room of the Company, No. 2 Huo Xian Nan San Road, Huo Xian Town, Tongzhou District, Beijing
4. Share Record Date: 26 May 2016 (Friday)

**III. RESOLUTIONS**

**Ordinary resolutions**

1. To consider and approve the full text and the summary of the 2016 annual report of the Company;

2. To consider and approve the 2016 work report of the Board;
3. To consider and approve the 2016 work report of the supervisory committee of the Company;
4. To consider and approve the 2016 financial reports of the Company audited by the auditor;
5. To consider and approve the 2016 internal control report of the Company audited by the auditor;
6. To consider and approve the 2016 work report of the independent non-executive directors of the Company;
7. To consider and approve the resolution of the Company not to distribute any profit for the year 2016;
8. To consider and approve the re-appointment of SHINEWING Certified Public Accountants LLP as the auditor for the Company's 2017 financial reports and to propose at the Annual General Meeting to authorise the Board to sign an appointment agreement with it and determine its remuneration;
9. To consider and approve the re-appointment of BDO China Shu Lun Pan Certified Public Accountants as the internal control auditor for the Company's 2017 internal control report and to propose at the Annual General Meeting to authorise the Board to sign an appointment agreement with it and determine its remuneration;
10. To consider and approve the resolution on the remuneration of and written contracts to be entered into with the directors of the ninth session of the Board;
11. To consider and approve the resolution on the remuneration of and written contracts to be entered into with the supervisors of the ninth session of the supervisory committee;
12. To consider and approve the resolution in relation to the signing of the Gas Cylinder Pipe Sale and Purchase Framework Agreements and the connected transactions with Tianjin Pipe Steel Trade Co., Ltd. that Tianjin Tianhai High Pressure Containers Co., Ltd. and Kuancheng Tianhai Pressure Vessel Co., Ltd. respectively entered into;
13. To consider and approve the resolution in relation to the amendments to the Rules of Procedures for Shareholders' General Meetings;
14. To consider and approve the resolution in relation to the amendments to the Administrative Measures on Raised Fund;
- 15.00. To consider and approve the resolution on the general election of the Board;
- 15.01. To consider and approve the election of Mr. Wang Jun as an executive director ("Director") of the ninth session of the Board of the Company;

- 15.02. To consider and approve the election of Mr. Li Junjie as an executive Director of the ninth session of the Board;
- 15.03. To consider and approve the election of Mr. Zhang Jiheng as an executive Director of the ninth session of the Board;
- 15.04. To consider and approve the election of Mr. Du Yuexi as a non-executive Director of the ninth session of the Board;
- 15.05. To consider and approve the election of Mr. Xia Zhonghua as a non-executive Director of the ninth session of the Board;
- 15.06. To consider and approve the election of Ms. Jin Chunyu as a non-executive Director of the ninth session of the Board;
- 15.07. To consider and approve the election of Ms. Li Chunzhi as a non-executive Director of the ninth session of the Board;
- 16.00. To consider and approve the resolution on the election of independent non-executive Directors;
- 16.01. To consider and approve the election of Ms. Wu Yan as an independent non-executive Director of the ninth session of the Board;
- 16.02. To consider and approve the election of Mr. Liu Ning as an independent non-executive Director of the ninth session of the Board;
- 16.03. To consider and approve the election of Mr. Yang Xiaohui as an independent non-executive Director of the ninth session of the Board;
- 16.04. To consider and approve the election of Mr. Fan Yong as an independent non-executive Director of the ninth session of the Board;
- 17.00. To consider and approve the resolution on the general election of the supervisory committee;
- 17.01. To consider and approve the election of Mr. Li Gejun as a supervisor of the ninth session of the supervisory committee of the Company;
- 17.02. To consider and approve the election of Mr. Li Zhe as a supervisor of the ninth session of the supervisory committee of the Company.

#### **IV. ATTENDEES OF THE MEETING AND REGISTRATION**

Directors, supervisors and senior management of the Company.

The lawyers engaged by the Company.

Shareholders of the Company whose names appear on the registers of shareholders of the Company at the close of business on 26 May 2017, shall have the right to attend the Annual General Meeting after complying the necessary registration procedures.

Shareholders or proxies who intend to attend the Annual General Meeting are requested to deliver the reply slip of their attendance to the Company before 5 June 2017. The reply slip may be delivered in person, by post or facsimile.

Holders of the Company's H shares should note that the register of members of the Company will be closed from 26 May 2017 to 26 June 2017 (both days inclusive), during which time no H shares transfer will be registered. For holders of H shares of the Company who intend to attend the Annual General Meeting, transfer documents together with the related share certificates must be lodged with the share registrar of the Company no later than 4:30 p.m. of 25 May 2017. The address is Hong Kong Registrars Limited, Room 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

Corporate shareholders 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, 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 Annual General Meeting may appoint one or more proxy(ies) who need not be a shareholder of the Company, to attend and vote on his or her behalf at the Annual General Meeting.
2. For shareholder who appoint(s) more than one proxy, his proxies can only exercise his voting right by way of poll.
3. The instrument appointing a proxy must be in writing, signed by the appointer or the proxy, while he or she must be authorised by the appointer to sign in writing. If that instrument is signed by the proxy on behalf of the appointer, the power of attorney authorising the proxy 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 Annual General Meeting.

## **V. OTHER MATTERS**

1. Contact details for the meeting

Contact telephone: 010-67365383

Fax: 010-87392058

Contact person: Board office of the Company

Address: No. 2 Huo Xian Nan San Road, Huo Xian Town, Tongzhou District, Beijing, the PRC

Posta Code: 101109

2. The Annual General Meeting is expected to last for half a day. Attendees should bear their own accommodation and travel expenses.
3. Attendees of the Annual General Meeting please arrive half an hour before the meeting time and bring along the original identity cards, stock account cards as well as forms of proxy for verification.

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

Beijing, the PRC  
11 May 2017

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