



# 北京京城机电股份有限公司

## Beijing Jingcheng Machinery Electric Company Limited

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

(Stock Code: 0187)

### FORM OF PROXY FOR THE FIRST EXTRAORDINARY GENERAL MEETING OF 2019

Number of shares to which this form relates (Note 1) \_\_\_\_\_  
I/We (Note 2) of \_\_\_\_\_ (name) of \_\_\_\_\_ (address),  
Identity Card number \_\_\_\_\_ being registered holder(s) of \_\_\_\_\_ A shares,  
\_\_\_\_\_ H shares in Beijing Jingcheng Machinery Electric Company Limited  
(the "Company"), HEREBY APPOINT (Note 3) THE CHAIRMAN OF THE MEETING or \_\_\_\_\_  
(name) of \_\_\_\_\_ (address), Identity Card number \_\_\_\_\_,  
as my/our proxy to attend and act for me/us at the first extraordinary general meeting of 2019 (the "EGM") of the Company to be held at the first Conference Room, No. 2 Huo Xian Nan San Road, Huo Xian Town, Tongzhou District, Beijing on Monday, 4 March 2019 at 9:30 a.m. and to vote at such meeting in respect of the resolutions setting out in the notice of EGM as hereunder indicated, or if no such indication is given, as my/our proxy thinks fit.

| RESOLUTIONS                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | FOR<br>Note 4                                                                                       | AGAINST<br>Note 4        | ABSTAIN<br>Note 4        |
|------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------|--------------------------|--------------------------|
| <b>Ordinary Resolutions:</b> |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                                                                                     |                          |                          |
| 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. |                                                                                                     |                          |                          |
|                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | <b>Cumulative Voting (Note 7)</b><br>(Please insert the number of votes below for resolution no. 2) |                          |                          |
| 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.                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                                                                                     |                          |                          |
|                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | <b>FOR</b><br>Note 4                                                                                | <b>AGAINST</b><br>Note 4 | <b>ABSTAIN</b><br>Note 4 |
| 3                            | To consider the resolution in relation to the remuneration of and written contracts to be entered into with the supervisors.                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                                                                     |                          |                          |

Date: \_\_\_\_\_ 2019

Signature(s) (Note 5): \_\_\_\_\_

#### Notes:

- Please insert the number of shares in the Company registered in your name(s) and to which the proxy relates. If no such number is inserted, this form of proxy will be deemed to relate to all the shares in the Company registered in your name(s).
- Please insert full name(s) and address(es) in **BLOCK LETTERS**.
- If any proxy/proxies other than the Chairman is preferred, strike out "THE CHAIRMAN OF THE MEETING or" and insert the name, address and Identity Card number of the proxy/proxies desired in the spaces provided. Each shareholder is entitled to appoint one or more proxy/proxies to attend and vote at the meeting. The proxy/proxies need not be a shareholder of the Company. Any alteration made to this form of proxy must be signed by the person who signs it.
- Important: If you wish to vote for any resolution, tick in the box marked "FOR". If you wish to vote against any resolution, tick in the box marked "AGAINST". If you wish to abstain from voting on any resolution, tick in the box marked "ABSTAIN". Failure to tick either box will entitle your proxy to cast your vote at his or her discretion. The number of abstained votes will be counted as the required majority in favour of any given resolution proposed while the number of abstained votes will also be counted into the denominator for the purpose of percentage calculation of the voting.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, either under the common seal or signed by any director or attorney duly authorised.
- To be valid, this form of proxy and, if such proxy is signed by a person on behalf of the appointer pursuant to a power of attorney or other authority, a notarially certified copy of such power of attorney or other authority, must be delivered to the business address of the Company at No. 2 Huo Xian Nan San Road, Huo Xian Town, Tongzhou District, Beijing, or the Company's H Share Registrar, Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 24 hours before the time appointed for the commencement of the EGM.
- In respect of the resolution no. 2 related to the election of supervisor, cumulative voting system shall be adopted. Cumulative voting system refers to where two or more supervisors are to be elected at the general meeting, the number of votes for each share held by a shareholder shall be equal to the aggregate number of supervisors for election under the resolution. The shareholders may use all of the votes concentrating on one particular person, or may distribute the votes for electing several persons. No ballot will be cast "For", "Against" and "Abstain" in cumulative voting. You are requested to fill in the corresponding number of votes in the "Cumulative Voting" column against the name of each candidate. The lowest votes will be nil and the highest will be the maximum number of votes under each group of resolution, and does not need to be the integral multiples of the number of shares held by you. If you mark "✓" in the blank against the name of each candidate, you will be deemed to cast your total number of votes equally amongst the corresponding candidates.