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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 ON THE RESIGNATION AND ELECTION OF NON-EXECUTIVE DIRECTOR

The board of directors (the "Board") of the Company 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.

On 22 July 2019, the Board of Beijing Jingcheng Machinery Electric Company Limited (the "Company") received the written resignation application from Mr. Du Yuexi ("Mr. Du"), a non-executive director of the Company. As Mr. Du has reached the retirement age and has completed the retirement procedure, Mr. Du has submitted his resignation from the position of non-executive director of the Company. Members of the Board will not be lower than the minimum quorum of convening a Board meeting due to the resignation of Mr. Du to ensure the normal operation of the Board. The Board fully respects Mr. Du's decision and has accepted his resignation which takes effect from 22 July 2019.

Mr. Du confirmed that there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company. The Board and Mr. Du have confirmed that they are not aware of any unfulfilled personal obligations of Mr. Du towards the Company and its subsidiaries, nor any impact on such obligations as a result of his resignation, and there is no disagreement between Mr. Du and the Company which has led to his resignation. The Board hereby expresses its gratitude towards Mr. Du for his contribution to the Company's development during his tenure of office.

On 22 July 2019, the Company convened the 14th extraordinary meeting of the ninth session of the Board, on which the resolutions in relation to the proposal to nominate Mr. Wu Yanzhang as a candidate for non-executive director of the ninth session of the Board and Mr. Wu Yanzhang to fill in vacancy as a non-executive director candidate of the ninth session of the Board of the Company (refer to the Appendix for biographical details) were considered and approved, and his term of office will be from the date of approval from the general meeting to 2019 annual general meeting, a resolution shall be submitted to the general meeting for consideration.

The independent directors of the Company have given independent opinion. They are of the opinion that, the appointment of Mr. Wu Yanzhang is verified as validly qualified, the nomination procedures are in compliance with the regulations of the Articles of Association of the Company, and the procedures for consideration and voting are legal and valid.

For and on behalf of the Board of **Beijing Jingcheng Machinery Electric Company Limited Luan Jie** 

Company Secretary

Beijing, the PRC 22 July 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 Chunyu, 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.

## **Appendix**

## Biographical details of the director candidate

Wu Yanzhang ("**Mr. Wu**"), Chinese, male, aged 55, obtained a bachelor's degree in machinery manufacturing management at Hefei University of Technology and EMBA 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 (北一大偎公司), 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., director and the general manager of Jingcheng Compressor Co., Ltd., director and the deputy general manager of the Company. He is currently the head of the Investment and Development Department of Beijing Jingcheng Machinery Electric Holding Co., Ltd. and director of Beijing ABB High Voltage Switch Co., Ltd. (北京ABB高壓開關有限公司).

Save as disclosed in this announcement, Mr. Wu has no relationship with other directors, supervisors, senior management, substantial shareholder or controlling shareholder of the Company. Mr. Wu is the head of the Investment and Development Department of Beijing Jingcheng Machinery Electric Holding Co., Ltd., the controlling shareholder of the Company.

Mr. Wu does not hold any interests in shares of the Company as defined in Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "SFO"), nor does he hold directorship or supervisorship in any other listed public companies in the last three years.

Save as disclosed above, in respect of Mr. Wu, there is no other information which is required to be disclosed pursuant to any provisions under Rule 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited nor other information that need to be brought to the attention of the shareholders of the Company.

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