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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 2015 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 2015 annual general meeting of Beijing Jingcheng Machinery Electric Company Limited (the "Company") will be convened as follows:

#### II. BASIC INFORMATION OF THE MEETING

- 1. Convener: the board of directors of the Company
- 2. Time: 16 June 2016 (Thursday) 9:30 a.m.
- 3. Venue: Conference Room, 23/F, Jingcheng Machinery Electric Building, No. 59 Mansion, Dongsunhuan Road Central, Chaoyang District, Beijing, PRC.
- 4. Share Record Date: 16 May 2016 (Monday)

### III. RESOLUTIONS

# **Ordinary resolutions**

- 1. To consider and approve the 2015 annual report of the Company;
- 2. To consider and approve the 2015 work report of the board of directors of the Company;

- 3. To consider and approve the 2015 work report of the supervisory committee of the Company;
- 4. To consider and approve the 2015 financial reports of the Company audited by the auditor;
- 5. To consider and approve the 2015 internal control report of the Company audited by the auditor;
- 6. To consider and approve the 2015 work report of the independent non-executive directors of the Company;
- 7. To consider and approve re-appointment of SHINEWING Certified Public Accountants LLP as the auditor for the Company's 2016 financial report and to authorise the board of directors of the Company to sign 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 internal control auditor for the Company's 2016 internal control report and to authorise the board of directors of the Company to sign a service contract with it and determine its remuneration;
- 9. To consider and approve the resolution of the Company not to distribute any profit for the year 2015;
- 10. To consider and approve the revised Management Measures on the Efficiency Assessment of Senior Management.

### IV. ATTENDEES OF THE MEETING AND REGISTRATION

Directors, supervisors and senior management of the Company.

The lawyers engaged by the Company.

### Other attendees

Shareholders of the Company whose names appear on the registers of shareholders of the Company at the close of business on 16 May 2016, shall have the right to attend the AGM after complying the necessary registration procedures.

Shareholders or proxies who intend to attend the AGM are requested to deliver the reply slip of attending to the Company before 26 May 2016. 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 16 May 2016 to 16 June 2016 (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 share registrar of the Company no later than 4:30 p.m. of 15 May 2016. The address is Hong Kong Registrars Limited, Room 1712-1716, 17F, 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 of the Company, to attend and vote on his or her behalf at the AGM.
- 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 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.

### V. OTHER MATTERS

1. Contact details for the meeting

Contact telephone: 010-67365383

Fax: 010-87392058

Contact person: Board of directors office of the Company

Address: No. 2, Nam San Street, Huo County, Tongzhou District, Beijing, the PRC

Posta Code: 101109

- 2. The AGM is expected to last for half a day. Attendees should bear their own accommodation and travel expenses.
- 3. Attendees of the AGM please arrive half 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 directors of **Beijing Jingcheng Machinery Electric Company Limited**

Beijing, the PRC, 29 April 2016

As at the date of this announcement, the board of directors of the Company comprises Mr. Wang Jun, Mr. Chen Changge, 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.