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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 RESOLUTIONS PASSED AT THE  
TWELFTH MEETING OF THE TENTH SESSION OF  
THE BOARD OF DIRECTORS**

**The board of directors and all members of the board of directors of the Company warrant that this announcement does not contain any false information, misleading statement or material omission and accept joint and several responsibilities for the truthfulness, accuracy and completeness of the contents herein contained.**

Pursuant to the notice of meeting dated 13 April 2023, the twelfth meeting of the tenth session of the board of directors (the “**Board**”) of Beijing Jingcheng Machinery Electric Company Limited (the “**Company**”) was held at the Conference Room of the Company on 28 April 2023 by way of telecommunication. Ten directors are eligible for attending the meeting and all ten directors were present at the meeting. The supervisors and senior management members of the Company also attended the meeting. The convening of the meeting was in compliance with the requirements of all applicable laws and the “Articles of Association”.

**1. The “Resolution on the Change of Chairman of the Board of the Company” was considered and approved**

The Board received the written resignation application submitted by Mr. Wang Jun (“**Mr. Wang**”), the chairman of the Board on 28 April 2023. Mr. Wang tendered his resignation from the positions of an executive director, chairman of the Board, member and chairman of the Strategic Committee of the Board and member of the Remuneration and Appraisal Committee of the Board of the Company due to job reallocation. The number of Board members will not fall below the minimum quorum of convening Board meetings due to Mr. Wang’s resignation and the normal operation of the Board is ensured. The Board fully respects the decision of Mr. Wang and has accepted Mr. Wang’s resignation which takes effect from 28 April 2023. The Board would like to express its sincere gratitude to Mr. Wang for his significant contributions to the Company during his tenure!

All attending directors unanimously voted for Mr. Li Junjie, an executive director (please refer to the annex for his biographical details) as the chairman of the tenth session of the Board of the Company for a term commencing from 28 April 2023 until the conclusion of the 2022 annual general meeting.

According to the provisions of the “Articles of Association”, the chairman of the Board shall be the Company’s authorized representative, accordingly the authorized representative of the Company shall be changed to Mr. Li Junjie.

The number of valid votes for this resolution: 10; Affirmative votes: 10; Dissenting vote: 0; Abstention vote: 0.

The meeting was presided over by Mr. Li Junjie, the chairman of the Board, at which each of the following resolutions was considered and approved:

**2. The “Resolution on the Appointment of the General Manager by the Company” was considered and approved**

The Board received the written resignation application submitted by Mr. Li Junjie (“**Mr. Li**”), the general manager on 28 April 2023. Mr. Li tendered his resignation from the positions of the general manager and member of the Nomination Committee of the Board of the Company due to job reallocation, and the Board fully respects the decision of Mr. Li and accepts his resignation which takes effect from 28 April 2023. The Board of the Company would like to express its sincere gratitude to Mr. Li for his significant contributions to the Company during his tenure!

Upon nomination by the chairman of the Board, all attending directors unanimously approved Mr. Zhang Jiheng, an executive director, to be appointed as the general manager (please refer to the annex for his biographical details) with a term commencing from 28 April 2023 until the conclusion of the 2022 annual general meeting.

The number of valid votes for this resolution: 10; Affirmative votes: 10; Dissenting vote: 0; Abstention vote: 0.

**3. The “Resolution on the By-election of Members and Conveners of each of the Special Committee of the Tenth Session of the Board of the Company” was considered and approved**

Upon nomination by the chairman of the Board and reviewed by the Nomination Committee of the Board, all attending directors unanimously approved to recommend Mr. Li to be the chairman of the Strategic Committee and a member of the Remuneration and Appraisal Committee of the Board and Mr. Zhang Jiheng to be a member of the Nomination Committee. The terms of office of each of the committee of the Board are from 28 April 2023 until the conclusion of the 2022 annual general meeting.

The Board will seek suitable candidates to fill in the vacancies on the Strategic Committee of the Board as soon as reasonably practicable in accordance with the relevant requirements. The Company will make further announcement in due course.

The number of valid votes for this resolution: 10; Affirmative votes: 10; Dissenting vote: 0; Abstention vote: 0.

**4. The “2023 First Quarterly Report of the Company” was considered and approved**

The number of valid votes for this resolution: 10; Affirmative votes: 10; Dissenting vote: 0; Abstention vote: 0.

**5. The “Resolution in relation to the Amendment to the Terms of Reference of the Remuneration and Appraisal Committee of the Board” was considered and approved**

The number of valid votes for this resolution: 10; Affirmative votes: 10; Dissenting vote: 0; Abstention vote: 0.

**6. The “Resolution in relation to the Amendment to the Measures for Pursuing the Responsibility for Non-compliant Operation and Investment of Beijing Jingcheng Machinery Electric Company Limited” was considered and approved**

The number of valid votes for this resolution: 10; Affirmative votes: 10; Dissenting vote: 0; Abstention vote: 0.

**7. The “Resolution in relation to the General Election of the Board” was considered and approved, and it was agreed for the resolution to be submitted to the 2022 annual general meeting**

As the term of the tenth session of the Board will expire at the end of the 2022 annual general meeting, the next session of directors will be elected at the 2022 annual general meeting. Recommendations are made based on the full understanding of the Nomination Committee of the tenth session of the Board:

The major shareholder nominated Mr. Li Junjie, Mr. Wu Yanzhang, Mr. Zhou Yongjun, Mr. Cheng Lei, Mr. Man Huiyong and Ms. Li Chunzhi as the non-executive director candidates of the eleventh session of the Board. The Nomination Committee of the Board nominated Mr. Zhang Jiheng as the executive director candidate of the eleventh session of the Board, and Mr. Xiong Jianhui, Mr. Zhao Xuguang, Mr. Liu Jingtai and Mr. Luan Dalong as the independent non-executive director candidates of the eleventh session of the Board.

The proposed term of office of directors shall commence upon the approval day at the 2022 annual general meeting and until the 2025 annual general meeting. The biographical details of the director candidates are set out in the annex.

The number of valid votes for this resolution: 10; Affirmative votes: 10; Dissenting vote: 0; Abstention vote: 0.

**8. The “Resolution on the Remuneration of and the Entering into of the Written Contracts with the Directors of the Eleventh Session of the Board of the Company” was considered and approved, and it was agreed for the resolution to be submitted to the 2022 annual general meeting**

The executive directors are not entitled to the directors’ remuneration, but are entitled to the remuneration based on their respective positions in the Company and its subsidiaries (except for the director’s duties).

The non-executive directors do not receive any remuneration from the Company.

The annual emolument of an independent non-executive director is RMB80,000.

The number of valid votes for this resolution: 10; Affirmative votes: 10; Dissenting vote: 0; Abstention vote: 0.

By order of the Board  
**Beijing Jingcheng Machinery Electric Company Limited**  
**Luan Jie**  
*Company Secretary*

Beijing, the PRC  
28 April 2023

*As at the date of this announcement, the Board of the Company comprises Mr. Li Junjie and Mr. Zhang Jiheng as executive directors, Mr. Wu Yanzhang, Mr Xia Zhonghua, Mr. Man Huiyong and Ms. Li Chunzhi as non-executive directors, and Mr. Xiong Jianhui, Mr. Zhao Xuguang, Mr. Liu Jingtai and Mr. Luan Dalong as independent non-executive directors.*

\* *For identification purposes only.*

## **Annex:**

### **Biographical Details of the Executive Director Candidate**

Zhang Jiheng, Chinese, male, aged 48, is the holder of a bachelor's degree and a senior engineer. Mr. Zhang served as a technician and the head of the first production division, deputy minister of the production department, assistant to general manager, minister of the supply department and deputy manager of Beijing Tianhai Industry Co., Ltd., the general manager of Langfang Tianhai High Pressure Container Co., Ltd. and the general manager of Beijing Minghui Tianhai Gas Storage Equipment Sales Co., Ltd.. He is currently the party secretary, general manager and vice chairman of Beijing Tianhai Industry Co., Ltd. and an executive director and general manager of the tenth session of the Board of Beijing Jingcheng Machinery Electric Company Limited.

### **Biographical Details of the Non-executive Director Candidates**

Li Junjie, Chinese, male, aged 45. He has a bachelor's degree in economics and a master's degree in business administration. Mr. Li was an accountant of finance department, salesman of marketing department, deputy secretary of the national committee, secretary of the national committee, deputy manager of human resources department, secretary to the board of directors, deputy general manager, deputy party secretary and general manager in Beijing Tianhai Industry Co., Ltd. He served as an executive director of the seventh, eighth and ninth sessions of the Board of the Company from 16 December 2013, and served as the general manager of the Company from 26 June 2014 to 28 April 2023. He is currently the chairman of Beijing Tianhai Industry Co., Ltd and an executive director and chairman of the tenth session of the Board of Beijing Jingcheng Machinery Electric Company Limited.

Wu Yanzhang, Chinese, male, aged 59, He obtained a bachelor's degree in Machinery Manufacturing Management at Hefei University of Technology and is a postgraduate of 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, the director of office and the director of the new 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 deputy director of office, 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 and strategy and investment department of Beijing Jingcheng Machinery Electric Holding Co., Ltd., secretary of the party committee of Beijing Crane Factory, director of Beijing Jingcheng Machinery Electric Asset Management Co., Ltd., director and chairman of Beijing Xihai Industrial and Trading Company, chairman of Beijing Zhongdu Electric Co., Ltd., director and the general manager of Jingcheng Compressor Co., Ltd. Currently, he is head of investment and development department of Beijing Jingcheng Machinery Electric Holding Co., Ltd., and non-executive director of the tenth session of the Board of Beijing Jingcheng Machinery Electric Company Limited.

Zhou Yongjun, Chinese, male, aged 57. He obtained an EMBA from Cheung Kong Graduate School of Business. Mr. Zhou served as the head of strategy and operation management department of Beijing Jingcheng Machinery Electric Holding Co., Ltd., the secretary of the party branch and general manager of Beijing Jingcheng Electric Co., Ltd.\* (北京京城電氣有限公司), the head of strategy and operation department (safety and environmental protection department), and the vice chairman of the labor union of Beijing Jingcheng Machinery Electric Holding Co., Ltd. Currently, he is head of technology and information department of Beijing Jingcheng Machinery Electric Holding Co., Ltd.

Cheng Lei, Chinese, male, aged 43. He obtained an MBA from Business School University of International Business and Economics. Mr. Cheng served as the deputy general manager of Beijing Jingcheng Zhongao Elevator Co., Ltd.\* (北京京城中奧電梯有限責任公司), the deputy general manager of Beijing Jingcheng Taichang Machinery Co., Ltd.\* (北京京城泰昌機械有限公司中方), the deputy general manager of Beijing Jingcheng Electrical Engineering Co., Ltd., the head of human resources department of Beijing Jingcheng Machinery Electric Holding Co., Ltd., the secretary of the party branch, general manager and director of Beijing Jingcheng International Financial Leasing Co., Ltd. Currently, he is head of the company organization department (human resources department) of Beijing Jingcheng Machinery Electric Holding Co., Ltd. and the director of Beijing Jingcheng International Financial Leasing Co., Ltd..

Man Huiyong, Chinese, male, aged 45, bachelor of management, accountant. Mr. Man once served as the director of the accounting and financial management center of the finance department, the deputy director of the comprehensive budget management office of the enterprise management and planning department, the deputy director of the asset financial management department, the director of the asset financial management department, the deputy chief accountant, the chief accountant and the director of Beijing BEIZHONG Steam Turbine Generator Co., Ltd. He is currently the deputy director of audit of Beijing Jingcheng Machinery Electric Holding Co., Ltd. (presiding over the work of the audit department), the director of Beijing Heavy Motor Factory Co., Ltd, the director of Beijing BEIZHONG Steam Turbine Generator Co., Ltd. and the non-executive director of the tenth session of the Board of Beijing Jingcheng Machinery Electric Company Limited.

Li Chunzhi, Chinese, female, aged 46. She is the holder of a MBA degree and a middle-grade economist. Ms. Li served as the manager of translation and project of Beijing Mechanical Industry Automation Research Institute, product manager of product service department of Beijing Century Yinghua Information Technology Co., Ltd.\* (北京世紀盈華資訊技術有限公司) and investment management manager and vice department head of the strategic and investment department of Beijing Jingcheng Machinery Electric Holding Co., Ltd.. She is the vice department head of the investment asset and management department of Beijing Jingcheng Machinery Electric Holding Co., Ltd.. She is currently the vice general manager of Beijing Jingcheng Machinery Electric Industrial Investment Co., Ltd.\* (北京京城機電產業投資有限公司), supervisor of Beijing Jingcheng Intelligent Technology Co., Ltd. and a non-executive director of the tenth session of the Board of Beijing Jingcheng Machinery Electric Company Limited.

## **Biographical Details of the Independent Non-executive Director Candidates**

Xiong Jianhui, Chinese, male, aged 48. He is a certified public accountant and a certified public valuer. Mr. Xiong has worked in Nanchang Municipal Engineering Management Office, Zhonglei Certified Public Accountants and Crowe Horwath Certified Public Accountants. He is currently a partner of WUYIGE Certified Public Accountants LLP and an independent non-executive director of the tenth session of the Board of Beijing Jingcheng Machinery Electric Company Limited.

Zhao Xuguang, Chinese, male, aged 44. He obtained a doctoral degree in law from Renmin University of China. Mr. Zhao was an associate professor, an assistant to the dean of the School of Humanities and Social Sciences, and the person in charge of undergraduate and master programs of law in North China Electric Power University. He is currently the deputy dean, professor, and tutor of master programs of the School of Humanities and Social Sciences in North China Electric Power University; he is also a director of the Legal Writing Association of China Law Society, the executive vice president of the Beijing Legal Negotiation Society, and an independent non-executive director of the tenth session of the Board of Beijing Jingcheng Machinery Electric Company Limited.

Liu Jingtai, Chinese, male, aged 59. He obtained a doctoral degree in engineering from Nankai University. Mr. Liu was an associate professor of Nankai University, the deputy director of the Institute of Robotics and Information Automation of Nankai University and external director of Tianjin Zhonghuan Electronic Information (Group) Co., Ltd. He is currently a professor and tutor of doctoral programs of the School of Artificial Intelligence of Nankai University, director of the Institute of Robotics and Information Automation of Nankai University, and an independent non-executive director of the tenth session of the Board of Beijing Jingcheng Machinery Electric Company Limited.

Luan Dalong, Chinese, male, aged 59. He obtained a doctoral degree in management science and engineering from Northwestern Polytechnical University. Mr. Luan Dalong was a researcher at the Academy of Military Science. He is currently an independent director of Aerospace Hi-Tech Holding Group Co., Ltd. and DHC Software Co., Ltd, and an independent non-executive director of the tenth session of the Board of Beijing Jingcheng Machinery Electric Company Limited.

The Company will enter into service contracts with the new directors of the eleventh session of the Board and details of directors' remuneration are set out in the relevant content of the "Resolution on the Remuneration of and the Entering into of the Written Contracts with the Directors of the Eleventh Session of the Board of the Company". The proposed term of office of the directors of the eleventh session of the Board of the Company shall commence upon the approval day at the 2022 annual general meeting and until the 2025 annual general meeting of the Company.

Save as disclosed in this announcement, all director candidates have no relationship with other directors, supervisors or senior management personnel of the Company.

All director candidates do 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, save as disclosed in this announcement, do they hold directorship or supervisorship in any other listed public companies in the last three years.

Save as disclosed above, in respect of all director candidates, 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, all director candidates do not have any interest or short positions in the shares, underlying shares and debentures of the Company.