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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 THE ANNUAL GENERAL MEETING OF 2022

**NOTICE IS HEREBY GIVEN** that the annual general meeting of 2022 (the “**AGM**”) of Beijing Jingcheng Machinery Electric Company Limited (the “**Company**”) will be convened by the board of directors of the Company (the “**Board**”) and held at the Conference Room of the Company at No. 6 Rongchang East Street, Daxing District, Beijing, PRC, on Friday, 16 June 2023 at 9:30 a.m. for the purpose of considering and, if thought fit, with or without modifications, passing the following resolution. A combination of on-site voting and internet voting by way of poll will be adopted at the AGM.

Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the circular of the Company dated 17 May 2023 (the “**Circular**”).

#### **MATTERS TO BE CONSIDERED AT THE AGM**

##### **Ordinary resolutions**

1. To consider the full text and the summary of annual report for A shares and annual report for H shares of the Company for 2022;
2. To consider the 2022 work report of the board of directors of the Company;
3. To consider the 2022 work report of the supervisory committee of the Company;
4. To consider the 2022 audited financial reports of the Company;
5. To consider the internal control audit report in the financial report of the Company for the year 2022;
6. To consider the 2022 work report of the independent non-executive directors of the Company;

7. To consider the re-appointment of ShineWing Certified Public Accountants (Special General Partnership) as the auditor for the Company's 2023 financial reports and to propose at the general meeting to authorise the board of directors to sign an appointment agreement with it and determine its remuneration;
8. To consider the re-appointment of Da Hua Certified Public Accountants (Special General Partnership) as the auditor for the Company's 2023 internal control audit report of the financial report and to propose at the general meeting to authorise the board of directors to sign an appointment agreement with it and determine its remuneration;
9. To consider the resolution of the Company not to distribute any profit for the year 2022;
12. To consider 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 directors of the Company;
13. To consider the resolution on the remuneration of and the entering into of the written contracts with the Supervisors of the eleventh session of the supervisory committee of the Company;
- 14.00. To consider the resolutions on the election of directors;
- 14.01. To consider the election of Mr. Zhang Jiheng as an executive director of the eleventh session of the board of directors of the Company;
- 14.02. To consider the election of Mr. Li Junjie as a non-executive director of the eleventh session of the board of directors of the Company;
- 14.03. To consider the election of Mr. Wu Yanzhang as a non-executive director of the eleventh session of the board of directors of the Company;
- 14.04. To consider the election of Mr. Zhou Yongjun as a non-executive director of the eleventh session of the board of directors of the Company;
- 14.05. To consider the election of Mr. Cheng Lei as a non-executive director of the eleventh session of the board of directors of the Company;
- 14.06. To consider the election of Mr. Man Huiyong as a non-executive director of the eleventh session of the board of directors of the Company;
- 14.07. To consider the election of Ms. Li Chunzhi as a non-executive director of the eleventh session of the board of directors of the Company;
- 15.00. To consider the resolutions on the election of independent non-executive directors;

- 15.01. To consider the election of Mr. Xiong Jianhui as an independent non-executive director of the eleventh session of the board of directors of the Company;
- 15.02. To consider the election of Mr. Zhao Xuguang as an independent non-executive director of the eleventh session of the board of directors of the Company;
- 15.03. To consider the election of Mr. Liu Jingtai as an independent non-executive director of the eleventh session of the board of directors of the Company;
- 15.04. To consider the election of Mr. Luan Dalong as an independent non-executive director of the eleventh session of the board of directors of the Company;
- 16.00. To consider the resolutions on the election of supervisors;
- 16.01. To consider the election of Mr. Tian Dongqiang as a supervisor of the eleventh session of the supervisory committee of the Company;
- 16.02. To consider the election of Mr. Li Zhe as a supervisor of the eleventh session of the supervisory committee of the Company;

### **Special resolutions**

- 10. To consider and approve the resolution in relation to grant of general mandate to the board of directors to issue H shares by the Company; and
- 11. To consider the resolution of the proposed amendments to the “Articles of Association”.

### **ATTENDEES OF THE MEETING AND REGISTRATION METHOD**

- (I) Directors, supervisors and senior management of the Company.
- (II) Lawyers engaged by the Company.
- (III) Shareholders of the Company whose names appear on the register of members of the Company at the close of market on 12 June 2023, shall have the right to attend the AGM after complying with the necessary registration procedures.

Holders of the Company’s H Shares should note that the register of members of the Company will be closed from 13 June 2023 to 16 June 2023 (both days inclusive), during which no H Shares transfer will be registered. For holders of H Shares who intend to attend the AGM, transfer documents together with the relevant share certificates must be lodged with the H Shares registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on 12 June 2023.

Corporate shareholder should attend the meeting by its legal representative or the proxy appointed by the legal representative. Legal representative who attends the meeting should present his or her own identity document, valid documents evidencing his or her capacity as a legal representative and evidence of shareholding. While appointing proxy to attend the meeting, the proxy should present his or her identity document, the power of attorney issued in writing by the legal representative of the corporate shareholder in accordance with the laws 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, to attend and vote on his or her behalf at the AGM.
2. For any Shareholder who appoints more than one proxy, his or her proxies can only exercise the voting right by way of poll.
3. The instrument appointing a proxy must be in writing under the hand of the appointer or his or her attorney authorised in writing or, in the case of a corporation, either under the common seal of the corporation or signed by any responsible person or attorney duly authorised. If that instrument is signed by an attorney on behalf of the appointer, the power of attorney authorising that attorney to sign, or other authorisation document, must be notarially certified. To be valid, the notarially certified copy of the power of attorney, or other authorisation document, together with the form of proxy must be delivered to the business address of the Company or lodged with the H Shares registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 24 hours before the time appointed for the holding of the AGM.

## **OTHER MATTERS**

1. Contacts for the meeting

Contact telephone:	86 10 87707288
Fax:	86 10 87707291
Contact person:	Board office of the Company
Address:	No. 2 Huo Xian Nan San Road, Huo Xian Town, Tongzhou District, Beijing, the PRC
Postal code:	101109

2. The AGM is expected to last for half a day. Shareholders attending the meeting should bear their own accommodation and travelling expenses.

3. For personnel attending the meeting shall arrive at the venue of the meeting half an hour before the commencement of the meeting and bring along the originals of identity document, stock account card and power of attorney for verification.

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

Beijing, the PRC  
17 May 2023

*As at the date of this notice, the Board 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.*