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北京京客隆商業集團股份有限公司

BEIJING JINGKELONG COMPANY LIMITED*

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

(Stock Code: 814)

**VOTING RESULTS OF
THE 2023 ANNUAL GENERAL MEETING
HELD ON 28 JUNE 2024,
DISSOLUTION OF THE SUPERVISORY COMMITTEE AND
RESIGNATIONS OF SUPERVISORS
AND
REDESIGNATION OF A DIRECTOR AS EMPLOYEE
REPRESENTATIVE DIRECTOR**

The Board is pleased to announce that the 2023 Annual General Meeting was held on 28 June 2024, and all the proposed ordinary resolutions and special resolutions as set out in the notice of the 2023 Annual General Meeting dated 30 April 2024 and the supplemental notice of the 2023 Annual General Meeting dated 7 June 2024 were duly passed by way of poll at the 2023 Annual General Meeting.

The Board announces that, according to the New Company Law, a joint stock limited company may, in accordance with its articles of association, instead of having set up a supervisory committee, establish an audit committee which comprises directors of the board of directors and exercises the functions of the supervisory committee. As set out in the Circular, the proposed amendments to the Articles included, among other things, the removal of the requirement of establishing a supervisory committee. Hence, following the approval by the Shareholders at the 2023 Annual General Meeting in respect of the amendments of the Articles, the Supervisory Committee will be dissolved accordingly with effect from 1 July 2024. Each of the Supervisors has submitted his/her resignation to the Supervisory Committee and will resign as Supervisor with effect from 1 July 2024.

The Board announces that, according to the New Company Law, the board of directors of a joint stock limited company shall include a board member who shall be a representative of the employees

of such company. As set out in the Circular, the proposed amendments to the Articles included, among other things, the establishment of the role of the employee representative Director, which amendments have been approved by the Shareholders at the 2023 Annual General Meeting. Mr. Zhang Hongbo, an existing executive Director of the Company, has tendered his resignation as a shareholder representative Director with effect from 1 July 2024, and concurrently at the employee representative’s meeting held, been democratically elected by the employees of the Company as an employee representative Director of the current session of the Board with effect from 1 July 2024. Accordingly, with effect from 1 July 2024, Mr. Zhang Hongbo will be re-designated from his current capacity as a Director elected by the Shareholders to his new capacity as an employee representative Director and continue to serve as an executive Director of the seventh session of the Board.

Reference is made to (1) the circular (the “**Circular**”) of Beijing Jingkelong Company Limited* (北京京客隆商業集團股份有限公司) (the “**Company**”) dated 30 April 2024 in relation to, among other things, proposals for (i) the change of the auditor of the Company; (ii) the amendments to the Articles; and (iii) other matters contained in the notice of the 2023 Annual General Meeting; and (2) the supplemental circular to the Circular (the “**Supplemental Circular**”) of the Company dated 7 June 2024 in relation to the very substantial acquisition and connected transactions of the Company in relation to the 2024 lease agreements and the supplemental lease agreements. Unless defined otherwise, the terms used herein shall have the same meanings as those defined in the Circular and Supplemental Circular.

The 2023 Annual General Meeting was held on 28 June 2024 at the Conference Room, 4th Floor, Block No. 45, Xinyuan Street, Chaoyang District, Beijing, the People’s Republic of China.

The Board is pleased to announce that all the proposed ordinary and special resolutions as set out in the notice of the 2023 Annual General Meeting and the supplemental notice of the 2023 Annual General Meeting, respectively, were duly passed by way of poll.

POLL RESULTS OF THE 2023 ANNUAL GENERAL MEETING

The poll results in respect of the ordinary resolutions proposed at the 2023 Annual General Meeting were as follows:

| | ORDINARY RESOLUTIONS | Number of votes and approximate percentage of total number of votes | | Total no. of votes |
|--|-----------------------------|----------------------------------------------------------------------------|----------------|---------------------------|
| | | For | Against | |
| | | | | |

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|----|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------|-----------------------|--------------------------------|
| 1. | To consider and approve the Report of the Board of Directors of the Company for the year ended 31 December 2023. | 220,142,761 (96.75%) | 7,393,000 (3.25%) | 227,535,761 <i>(Note 1)</i> |
| 2. | To consider and approve the Report of the Supervisory Committee of the Company for the year ended 31 December 2023. | 220,142,761 (96.75%) | 7,393,000 (3.25%) | 227,535,761 <i>(Note 2)</i> |
| 3. | To consider and receive the audited consolidated financial statements of the Company and the Auditors' Report for the year ended 31 December 2023. | 219,757,610 (96.75%) | 7,393,000 (3.25%) | 227,150,610 <i>(Note 3)</i> |
| 4. | To consider and approve the appointment of BDO CHINA Shu Lun Pan Certified Public Accountants LLP (立信會計師事務所 (特殊普通合夥)) as the auditors of the Company for the period from the conclusion of the 2023 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2024, and its remuneration of RMB1,500,000. | 219,382,459 (96.74%) | 7,393,000 (3.26%) | 226,775,459 <i>(Note 4)</i> |
| 5. | To consider and approve the profit distribution of the Company for the year ended 31 December 2023 (No dividend). | 215,841,051 (94.54%) | 12,475,110 (5.46%) | 228,316,161 <i>(Note 5)</i> |
| 7. | To approve, ratify and confirm the 2024 Lease Agreements (as defined in the Supplemental Circular) and the transactions contemplated thereunder, and that any one Director be and is hereby authorised to do all such acts and things and execute all such documents or instruments and take all such steps on behalf of the Company as the Director may in his or her sole opinion and absolute discretion consider necessary, appropriate or desirable to implement or give effect to or in connection with the 2024 Lease Agreements and the transactions contemplated thereunder. | 52,507,853 (84.89%) | 9,343,151 (15.11%) | 61,851,004 <i>(Note 6)</i> |
| 8. | To approve, ratify and confirm the Supplemental Lease Agreements (as defined in the Supplemental Circular) and the transactions contemplated thereunder, and that any one Director be and is hereby authorised to do all such acts and things and execute all such documents or instruments and take all such steps on behalf of the Company as the Director may in his or her sole opinion and absolute discretion consider necessary, appropriate or desirable to implement or give effect to or in | 52,507,853 (84.89%) | 9,343,151 (15.11%) | 61,851,004 <i>(Note 7)</i> |

| | | | | |
|--|-------------------------------------------------------------------------------------------------|--|--|--|
| | connection with the Supplemental Lease Agreements and the transactions contemplated thereunder. | | | |
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Note 1: 2,920,602 abstained votes were cast but not included herein.

Note 2: 2,920,602 abstained votes were cast but not included herein.

Note 3: 3,305,753 abstained votes were cast but not included herein.

Note 4: 3,680,904 abstained votes were cast but not included herein.

Note 5: 2,140,202 abstained votes were cast but not included herein.

Note 6: 1,195,551 abstained votes were cast but not included herein.

Note 7: 1,195,551 abstained votes were cast but not included herein.

The poll result in respect of the special resolution proposed at the 2023 Annual General Meeting was as follows:

| | SPECIAL RESOLUTION | Number of votes and approximate percentage of total number of votes | | Total no. of votes |
|----|---------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------|----------------------|--------------------------------|
| | | For | Against | |
| 6. | To consider and approve the amendments to the Articles of Association of the Company set out in the Appendix I to the Circular. | 219,622,661 (96.63%) | 7,663,000 (3.37%) | 227,285,661 <i>(Note 8)</i> |

Note 8: 3,170,702 abstained votes were cast but not included herein.

As more than 50% of the votes were cast in favour of each of the ordinary resolutions set out above, and more than two-thirds of the votes were cast in favour of the special resolution set out above, all the ordinary resolutions and the special resolution proposed at the 2023 Annual General Meeting were duly passed at the 2023 Annual General Meeting.

As at the date of the 2023 Annual General Meeting, the Company had an aggregate of 412,220,000 Shares in issue, of which 182,160,000 Shares were H Shares and 230,060,000 Shares were Domestic Shares. Apart from the ordinary resolutions numbered 7 and numbered 8, the total number of Shares entitling the Shareholders to attend and vote for or against the above ordinary and special resolutions proposed at the 2023 Annual General Meeting was 412,220,000 Shares.

As set out in the Supplemental Circular, Chaofu Company was interested in 167,409,808 Shares, constituting approximately 40.61% of the issued share capital of the Company as at the date of the 2023 Annual General Meeting, and was required to abstain and had abstained from voting on the ordinary resolutions numbered 7 and numbered 8. Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote for or against the ordinary resolutions numbered 7 and numbered 8 at the 2023 Annual General Meeting was 244,810,192.

Save as disclosed above, (i) there was no other Share entitling the Shareholder to attend and abstain from voting in favour at the 2023 Annual General Meeting as set out in rule 13.40 of the Listing Rules, and no Shareholder was required under the Listing Rules to abstain from voting on any proposed ordinary or special resolution at the 2023 Annual General Meeting; (ii) there were no restrictions on the Shareholders to cast votes on any proposed ordinary or special resolution at the 2023 Annual General Meeting; and (iii) none of the Shareholders had stated their intention in the Circular or the Supplemental Circular to vote against any proposed ordinary or special resolution or to abstain at the 2023 Annual General Meeting.

The Shareholders and authorised proxies holding an aggregate of 230,456,363 Shares, representing approximately 55.91% of the total number of Shares in issue, were present at the 2023 Annual General Meeting.

All Directors attended, in person or by video conferencing, the 2023 Annual General Meeting.

Computershare Hong Kong Investor Services Limited, the Company's H-Share Registrar, was appointed as the scrutineer at the 2023 Annual General Meeting for the purpose of vote-taking.

DISSOLUTION THE SUPERVISORY COMMITTEE AND RESIGNATIONS OF SUPERVISORS

The Board announces that, according to “The Company Law of the People’s Republic of China ” (《中華人民共和國公司法》) which will be in force on 1 July 2024 (the “**New Company Law**”), a joint stock limited company may, in accordance with its articles of association, instead of having set up a supervisory committee, establish an audit committee which comprises directors of the board of directors and exercises the functions of the supervisory committee. As set out in the Circular, the proposed amendments to the Articles included, among other things, the removal of the requirement of establishing a supervisory committee. Hence, following the approval by the Shareholders at the 2023 Annual General Meeting in respect of the amendments of the Articles, the Supervisory Committee will be dissolved accordingly with effect from 1 July 2024. Each of the Supervisors has submitted his/her resignation to the Supervisory Committee and will resign as Supervisor with effect from 1 July 2024. Each of the Supervisors has confirmed that he or she has no disagreement with the Supervisory Committee and there is no matter relating to his or her resignation as a Supervisor that needs to be brought to the attention of the Shareholders or the Stock Exchange.

The Board would like to express heartfelt gratitude to each of the Supervisors for their valuable contributions and services to the Company during their tenures as Supervisors.

REDESIGNATION OF A DIRECTOR AS EMPLOYEE REPRESENTATIVE DIRECTOR

The Board announces that, according to the New Company Law, the board of directors of a joint stock limited company shall include a board member who shall be a representative of the employees of such company. As set out in the Circular, the proposed amendments to the Articles included, among other things, the establishment of the role of the employee representative Director, which amendments have been approved by the Shareholders at the 2023 Annual General Meeting. Pursuant to the New Company Law and the amended Articles, the employee representative Director shall be elected at an employee representative's meeting of the Company, whose election is not subject to the approval by the Shareholders.

Mr. Zhang Hongbo, an existing executive Director of the Company, has tendered his resignation as a shareholder representative Director with effect from 1 July 2024, and concurrently at the employee representative's meeting held, been democratically elected by the employees of the Company as an employee representative Director of the current session of the Board with effect from 1 July 2024. Accordingly, with effect from 1 July 2024, Mr. Zhang Hongbo will be re-designated from his current capacity as a Director elected by the Shareholders to his new capacity as an employee representative Director and continue to serve as an executive Director of the seventh session of the Board.

The biography of Mr. Zhang Hongbo is set out as follows:

Mr. Zhang Hongbo, aged 54, is an assistant general manager of the Company, the director, chairman of the board of directors and the legal representative of Beijing Jingkelong (Langfang) Company Limited (a wholly-owned subsidiary of the Company). Mr. Zhang obtained a bachelor's degree from China University of Geosciences. From November 1992 to October 1997, Mr. Zhang was the deputy manager of executive office of the Silk Import & Export Group Company of Hubei Province* (湖北省絲綢進出口集團公司). From October 1997 to March 2003, he served as the manager of the information department of Shenzhen China Resources Supermarket Company Limited* (深圳華潤超級市場有限公司). From March 2003 to March 2006, he was the chief information officer and the manager of the information center of the Company. From June 2006 to August 2015, he was the assistant to the manager and the chief information officer of the Company. Since August 2015, he has been the assistant general manager of the Company. Mr. Zhang has served as an executive Director since October 2023.

Mr. Zhang has entered into a service contract with the Company. Pursuant to the service contract entered into with Mr. Zhang, Mr. Zhang will not receive any emoluments for serving as an executive Director (in the capacity as an employee representative Director) but is entitled to remuneration based on his executive duties and responsibilities (other than being a Director) in the Company. Mr. Zhang is entitled to a fixed annual basic salary and a performance-based bonus (subject to adjustment which shall be determined with reference to the Company's annual financial results) in the total amount of RMB560,000.

As at the date of this announcement, Mr. Zhang holds 100,000 Domestic Shares, representing

approximately 0.02% of the total issued Shares of the Company.

Save as disclosed above, as at the date of this announcement, Mr. Zhang:

- (i) does not hold any other position with the Company or other members of the Group;
- (ii) has not held any other directorship in any public company with securities listed on any securities market in Hong Kong or overseas during the three years prior to the date of this announcement;
- (iii) does not have any relationship with any Directors, senior management, substantial or controlling shareholders (as defined respectively in the Listing Rules) of the Company; and
- (iv) is not interested or deemed to be interested, nor has short positions, in shares, underlying shares or debentures of the Company or any of its associated corporations within the meaning of Part XV of the SFO.

Save as disclosed in this announcement, there is no other matter in relation to the aforesaid re-designation of Mr. Zhang as employee representative Director that needs to be brought to the attention of the Shareholders, and there is no other information which is required to be disclosed pursuant to Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules.

By Order of the Board
Beijing Jingkelong Company Limited
Pan Xuemin
Company Secretary

Beijing, the PRC
28 June 2024

As at the date of this announcement, the executive directors of the Company are Mr. Zhang Liwei, Ms. Wang Hong, Mr. Zhang Hongbo and Mr. Yang Wensheng; the non-executive directors are Mr. Li Jianwen and, Ms. Zhang Yan; and the independent non-executive directors are Mr. Wang Liping, Mr. Chen Liping and Mr. Kot Man Tat.

** For identification purposes only*