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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 OF RESOLUTIONS PASSED AT  
THE FIRST EXTRAORDINARY GENERAL MEETING OF 2025,  
THE FIRST A SHARES CLASS MEETING OF 2025 AND  
THE FIRST H SHARES CLASS MEETING OF 2025**

References are made to the notice of the first extraordinary general meeting of 2025 and the notice of the first H shares class meeting of 2025 both dated 3 April 2025, and the circular of Beijing Jingcheng Machinery Electric Company Limited (the “**Company**”) dated 3 April 2025, which contains, among other things, details of (1) matters relating to the continuing connected transactions contemplated under the Renewed Product Sale and Purchase Framework Agreement; (2) resolution in relation to the repurchase and cancellation of part of the restricted A Shares granted but subject to lock-up; (3) resolution in relation to the change in registered capital and the proposed amendments to the “Articles of Association”; (4) resolution in relation to the remuneration of non-executive Directors of the eleventh session of the Board and the entering into of written contracts; and (5) resolution in relation to the change of non-executive Directors of the eleventh session of the Board of the Company (the “**Circular**”). Unless otherwise stated herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

**IMPORTANT NOTICE:**

- Whether the meetings have a vetoed resolution: No

**1. CONVENING AND ATTENDANCE OF THE MEETINGS**

- (I) Time of convening the general meetings: 28 April 2025
- (II) Venue of the general meetings: Company's Conference Room at No. 6 Rong Chang East Street, Daxing District, Beijing

(III) Information of ordinary shareholders and preferred shareholders with resumed voting rights who attended the meeting and their shareholdings:

**(1) First EGM of 2025**

1.	Total number of Shareholders attending either in person or by proxy	486
	of which: Number of A Shareholders	485
	Number of holders of overseas listed foreign shares (H Shares)	1
2.	Total number of Shares with voting rights held by Shareholders attending the meeting (shares)	270,325,881
	of which: Total number of Shares held by A Shareholders	266,601,881
	Total number of Shares held by holders of overseas listed foreign Shares (H Shares)	3,724,000
3.	The number of Shares with voting rights held by Shareholders attending the meeting representing the total voting shares of the Company (%)	49.3596
	of which: Shares held by A Shareholders representing the total shares of the Company (%)	48.6796
	Shares held by holders of overseas listed foreign shares representing the total Shares (%)	0.6800

**(2) First A Shares Class Meeting of 2025**

1.	Total number of Shareholders attending either in person or by proxy	485
2.	Total number of Shares with voting rights held by Shareholders attending the meeting (shares)	266,601,881
3.	The number of Shares with voting rights held by Shareholders attending the meeting representing the total voting A Shares of the Company (%)	59.5537

### (3) First H Shares Class Meeting of 2025

1.	Total number of Shareholders attending either in person or by proxy	1
2.	Total number of Shares with voting rights held by Shareholders attending the meeting (shares)	3,724,000
3.	The number of Shares with voting rights held by Shareholders attending the meeting representing the total voting H Shares of the Company (%)	3.7240

As at the date of the EGM, the issued share capital of the Company was 547,665,988 Shares with a par value of RMB1.00 each, among which 100,000,000 Shares were H Shares and 447,665,988 Shares were A Shares.

As disclosed in the Circular, Jingcheng Machinery Electric and parties acting in concert with it hold in aggregate 245,735,052 A Shares and have abstained from voting on resolution 1 at the EGM. Accordingly, the total number of issued Shares entitling the holders to attend and vote on resolutions at the EGM are as follows:

The total number of issued Shares entitling the Shareholders to attend and vote in respect of resolution 1 at the EGM was 301,930,936 Shares and in respect of other resolutions at the EGM (i.e. resolutions 2, 3, 4, 5.01, 5.02) was 547,665,988 Shares;

As at the date of the A Shares Class Meeting, the total number of Shares entitling the A Shareholders to attend and vote for or against the resolutions or abstain from voting at the A Shares Class Meeting was 447,665,988 Shares.

As at the date of the H Shares Class Meeting, the total number of Shares entitling the H Shareholders to attend and vote for or against the resolutions or abstain from voting at the H Shares Class Meeting was 100,000,000 Shares.

Save as disclosed above, there were no Shares entitling the holders thereof to attend and abstain from voting in favour or abstain from voting at the EGM, the A Shares Class Meeting and/or the H Shares Class Meeting as set out in Rule 13.40 of the Listing Rules, as the case maybe.

In compliance with the requirements of the Listing Rules, WUYIGE Certified Public Accountants LLP, the auditor of the Company, acted as the scrutineer for vote taking of the EGM and the Class Meetings. Beijing Kang Da Law Firm acted as the witnessing lawyer at the EGM and the Class Meetings.

- (IV) Whether the voting was in compliance with the “Company Law” and the “Articles of Association”, and information of chairman of the meeting, etc.:

The first EGM of 2025, the first A Shares Class Meeting of 2025 and the first H Shares Class Meeting of 2025 of the Company were convened by the Board and presided over by Mr. Li Junjie, the chairman of the Board. The meetings adopted a combination of onsite voting and online voting. The convening, holding and voting of the meetings were in compliance with requirements of relevant laws, regulations and rules such as the “Company Law” and the “Articles of Association”.

- (V) Attendance of Directors, Supervisors and the secretary to the Board of the Company:

1. All nine Directors of the Company in office attended the meetings;
2. All three Supervisors of the Company in office attended the meetings;
3. The secretary to the Board of the Company attended the meetings; other senior management officers were in attendance at the meetings.

## II. CONSIDERATION AND VOTING RESULTS OF THE RESOLUTIONS

- **Voting results of the first EGM of 2025**

### (I) *Resolutions adopting non-cumulative voting*

1. *Name of resolution: To consider the resolution in relation to the Renewed Product Sale and Purchase Framework Agreement entered into between Beijing Tianhai Industry Co., Ltd. and Shanghai Sunwise Energy Systems Co., Ltd. (including proposed annual caps)*

The resolution was passed at the EGM.

Voting information:

Type of Shareholders	For		Against		Abstain	
	Number of votes	Proportion (%)	Number of votes	Proportion (%)	Number of votes	Proportion (%)
A Shares	20,714,739	84.2377	97,890	0.3981	54,200	0.2204
H Shares	3,724,000	15.1439	0	0	0	0
Total number of ordinary shares:	24,438,739	99.3815	97,890	0.3981	54,200	0.2204

2. *Name of resolution: To consider the resolution in relation to the repurchase and cancellation of part of the restricted A Shares granted but subject to lock-up*

The resolution was passed at the EGM.

Voting information:

Type of Shareholders	For		Against		Abstain	
	Number of votes	Proportion (%)	Number of votes	Proportion (%)	Number of votes	Proportion (%)
A Shares	266,436,591	98.5613	103,590	0.0383	61,700	0.0228
H Shares	3,722,000	1.3769	0	0	2,000	0.0007
Total number of ordinary shares:	270,158,591	99.9382	103,590	0.0383	63,700	0.0235

3. *Name of resolution: To consider the resolution in relation to the change in registered capital and amendments to the “Articles of Association”*

The resolution was passed at the EGM.

Voting information:

Type of Shareholder	For		Against		Abstain	
	Number of votes	Proportion (%)	Number of votes	Proportion (%)	Number of votes	Proportion (%)
A Shares	266,298,791	98.5103	233,490	0.0864	69,600	0.0257
H Shares	3,722,000	1.3769	0	0	2,000	0.0007
Total number of ordinary shares:	270,020,791	99.8872	233,490	0.0864	71,600	0.0264

4. *Name of resolution: To consider the resolution in relation to the remuneration of non-executive Directors of the eleventh session of the Board and the entering into of written contracts*

The resolution was passed at the EGM.

Voting information:

Type of Shareholders	For		Against		Abstain	
	Number of votes	Proportion (%)	Number of votes	Proportion (%)	Number of votes	Proportion (%)
A Shares	266,256,491	98.4946	240,190	0.0889	105,200	0.0389
H Shares	3,722,000	1.3769	0	0	2,000	0.0007
Total number of ordinary shares:	269,978,491	99.8715	240,190	0.0889	107,200	0.0396

**(II) Resolutions adopting cumulative voting**

5. *To consider the resolution in relation to the change of non-executive Directors of the eleventh session of the Board*

No. of resolutions	Name of resolutions	Votes obtained	Proportion of votes obtained to the valid voting rights attending the meeting (%)	Elected or not
5.01	To consider the election of Mr. Wang Kai as a non-executive Director of the eleventh session of the Board of the Company	265,137,842	98.0808	Yes
5.02	To consider the election of Mr. Zhao Xihua as a non-executive Director of the eleventh session of the Board of the Company	265,092,628	98.0641	Yes

***(III) Voting details on material issues by Shareholders holding less than 5% interests***

No. of resolutions	Name of resolutions	For		Against		Abstain	
		Number of votes	Proportion (%)	Number of votes	Proportion (%)	Number of votes	Proportion (%)
1	To consider the resolution in relation to the Renewed Product Sale and Purchase Framework Agreement entered into between Beijing Tianhai Industry Co., Ltd. and Shanghai Sunwise Energy Systems Co., Ltd. (including the Proposed Annual Caps)	20,714,739	99.2711	97,890	0.4691	54,200	0.2598
2	To consider the resolution in relation to the repurchase and cancellation of part of the restricted A Shares granted but subject to lock-up	20,701,539	99.2078	103,590	0.4964	61,700	0.2958
5.01	To consider the election of Mr. Wang Kai as a non-executive Director of the eleventh session of the Board of the Company	15,680,790	75.1469	-	-	-	-
5.02	To consider the election of Mr. Zhao Xihua as a non-executive Director of the eleventh session of the Board of the Company	15,635,576	74.9302	-	-	-	-

- **Voting results of the first A Shares Class Meeting of 2025**

1. *Name of resolution: To consider and approve the resolution in relation to the repurchase and cancellation of part of the restricted A Shares granted but subject to lock-up*

The resolution was passed at the A Shares Class Meeting.

Type of Shareholders	For		Against		Abstain	
	Number of votes	Proportion (%)	Number of votes	Proportion (%)	Number of votes	Proportion (%)
A Shares	266,436,591	99.9380	103,590	0.0389	61,700	0.0231

- **Voting results of the first H Shares Class Meeting of 2025**

1. *Name of resolution: To consider and approve the resolution in relation to the repurchase and cancellation of part of the restricted A Shares granted but subject to lock-up*

The resolution was passed at the H Shares Class Meeting.

Type of Shareholders	For		Against		Abstain	
	Number of votes	Proportion (%)	Number of votes	Proportion (%)	Number of votes	Proportion (%)
H Shares	3,724,000	100	0	0	0	0

***(IV) Information regarding voting on the resolutions***

Resolutions No. 2 and No. 3 of the first EGM of 2025 are special resolutions and have been approved by over two-third of the total number of Shares carrying valid voting rights held by the Shareholders who attended the EGM.

Resolution No. 1 of the first A Shares Class Meeting of 2025 is a special resolution and has been approved by over two-third of the total number of Shares carrying valid voting rights held by the Shareholders who attended the A Shares Class Meeting.

Resolution No. 1 of the first H Shares Class Meeting of 2025 is a special resolution and has been approved by over two-third of the total number of Shares carrying valid voting rights held by the Shareholders who attended the H Shares Class Meeting.



### III. CHANGE OF NON-EXECUTIVE DIRECTORS

The appointments of Mr. Wang Kai (“**Mr. Wang**”) and Mr. Zhao Xihua (“**Mr. Zhao**”) as non-executive Directors of the eleventh session of the Board of the Company were duly approved by the Shareholders at the EGM. The terms of office of Mr. Wang and Mr. Zhao commence from 28 April 2025 until the conclusion of the 2025 Annual General Meeting. The biographical details of Mr. Wang and Mr. Zhao are set out in the Appendix to this announcement. The Company will enter into service contracts with Mr. Wang and Mr. Zhao, and Mr. Wang and Mr. Zhao will not receive any compensation from the Company.

### IV. PRESENCE OF LAWYER’S CERTIFICATION

1. Witnessing law firm for the General Meeting: Beijing Kangda Law Firm

Lawyers: Wei Peiyu

2. Lawyers’ legal opinion after witness:

In the opinion of the lawyers, the convening and the procedure for convening and holding of the general meetings, the eligibility of the persons who convened and attended the general meetings and the procedures and voting results of the general meetings were in compliance with the requirements under the “Company Law”, the “Rules of Procedure for General Meetings of Shareholders”, and other laws and administrative regulations, departmental rules, regulatory documents as well as the “Articles of Association”, and were lawful and valid.

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

Beijing, the PRC  
28 April 2025

*As at the date of this announcement, the Board comprises Mr. Zhang Jiheng as an executive Director, Mr. Li Junjie, Mr. Wang Kai, Mr. Zhou Yongjun, Mr. Zhao Xihua, Mr. Man Huiyong and Ms. Li Chunzhi as non-executive Directors, and Ms. Chen Junping, Mr. Zhao Xuguang, Mr. Liu Jingtai and Mr. Luan Dalong as independent non-executive Directors.*

## APPENDIX

### BIOGRAPHICAL DETAILS OF THE ELECTED NON-EXECUTIVE DIRECTORS

Wang Kai, Chinese nationality, male, aged 46, an engineer with a bachelor's degree in engineering and a master's degree in engineering. Mr. Wang was the deputy secretary of the youth league committee and the head of the human resources division of the management department of Beijing Modern Jingcheng Construction Machinery Co., Ltd.\* (北京現代京城工程機械有限公司); the deputy head of the human resources department, the deputy head of the operations and management department (acting head), the head of the operations and management department, the production director, the general manager of the production headquarters and the general manager of the purchasing headquarters of Beijing Jingcheng Heavy Industry Co., Ltd.\* (北京京城重工機械有限責任公司); and the expatriate executive director/general manager, deputy general manager, deputy secretary of party committee, deputy secretary of party branch committee, general manager and director of TGF Company in Italy. Currently, he is the head of the investment and development department of Jingcheng Machinery Electric.

Zhao Xihua, Chinese nationality, male, aged 53, an economist and engineer with a bachelor's degree in engineering and a master's degree in business administration. Mr. Zhao was a technician of the forging and pressing branch factory, an organization member, deputy secretary and secretary of the youth league committee, a deputy director of the electroplating branch factory, a secretary of the party branch and the deputy head of the party committee organization department of Beijing Heavy Motor Factory\* (北京重型電機廠); a supervisor of personnel, recruitment, training, labour appraisal and personnel dispatch management supervisor of the human resources department of Jingcheng Machinery Electric; deputy general manager of Beijing Huade Hydraulic Industry Group Co., Ltd.\* (北京華德液壓工業集團有限責任公司); deputy general manager of Beijing Jingcheng Huade Hydraulic Industrial Co., Ltd.\* (北京京城華德液壓工業有限責任公司) and Beijing Huade Hydraulic Industry Group Co., Ltd.; deputy head of the human resources department of Jingcheng Machinery Electric (temporary); deputy general manager of Beijing Jingcheng Huade Hydraulic Industrial Co., Ltd.; deputy general manager of Beijing Huade Hydraulic Industry Group Co., Ltd.; deputy secretary of the party committee, secretary of the discipline inspection committee, chairman of the labour union and general counsel of Beijing BEIZHONG Steam Turbine Generator Co., Ltd.\* (北京北重汽輪電機有限責任公司); and deputy director and director of the inspection office of Jingcheng Machinery Electric. Currently, he is the head of the organization department (human resources department) and director of the inspection office of Jingcheng Machinery Electric.

As at the date of this announcement, Mr. Wang was the head of the investment and development department of Jingcheng Machinery Electric, the controlling shareholder of the Company, while Mr. Zhao was the head of the organization department (human resources department) and the director of the inspection office of Jingcheng Machinery Electric. Save as disclosed above, neither Mr. Wang nor Mr. Zhao has relationship with other Directors, supervisors and senior management of the Company or hold any positions with the Company or other members of the Group. Neither Mr. Wang nor Mr. Zhao has any interests in the Shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance or hold any directorships or supervisory positions in other companies listed in Hong Kong or overseas in the past three years.

Save as disclosed above, there is no other information required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules in respect of Mr. Wang and Mr. Zhao and there are no other matters that need to be brought to the attention of the Shareholders.

As at the date of this announcement, Mr. Wang and Mr. Zhao did not have any interests or short positions in the Shares, underlying Shares and debentures of the Company as recorded in the register required to be kept under section 352 of the SFO.