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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 SIXTH EXTRAORDINARY GENERAL MEETING OF
THE EIGHTH SESSION OF THE BOARD**

The Board of the Company and all directors warrant that this announcement does not contain any false information, misleading statement or material omission and severally and jointly accept responsibility for the truthfulness, accuracy and completeness of the contents herein contained.

Pursuant to the notice of meeting dated 17 April 2015, the sixth extraordinary general meeting of the eighth session of the Board (the “Board”) of Beijing Jingcheng Machinery Electric Company Limited (the “Company”) was held at the Company’s First Conference Room, No. 2 Huo Xian Nan San Road, Huo Xian Town, Tongzhou District, Beijing, the PRC on 22 April 2015. Out of the 8 directors of the Company eligible for attending the meeting, 6 of them attended the meeting. Ms. Wu Yan and Mr. Fan Yong, both being directors, could not attend the meeting due to business engagement and had appointed Mr. Liu Ning and Mr. Yang Xiaohui, respectively, to attend the meeting and exercise their voting rights. The supervisors and senior management officers 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 of the Company.

The meeting was presided over by the Chairman of the Board, Mr. Hu Chuanzhong, at which the following resolutions were considered and approved:

1. The resolution in relation to the change of directors of the eighth session of the Board of the Company was considered and approved.

With the full understanding of the Nomination Committee of the eighth session of the Board, the eighth session of the Board considered and approved the nomination of Ms. Jin Chunyu and Mr. Fu Hongquan as the non-executive director candidates of the eighth session of the Board; and the

Nomination Committee of the Board nominated Ms. Liu Zhe as the executive director candidates of the eighth session of the Board, and the relevant resolutions shall be proposed at the annual general meeting of 2014 for consideration. The proposed term of office of directors shall commence upon the approval at the annual general meeting of 2014 and until the conclusion of the annual general meeting of 2016.

Please refer to Appendix I biographical for details of directors candidates. The independent non-executive directors of the eighth session of the Board of the Company have approved this resolution, please refer to Appendix II for the independent opinion issued by them.

The number of valid votes for this resolution: 8; Affirmative votes: 8; Dissenting vote: 0; Abstention vote: 0.

2. The resolution in relation to the amendment of the Articles of Association of the Company was considered and approved.

The number of valid votes for this resolution: 8; Affirmative votes: 8; Dissenting vote: 0; Abstention vote: 0.

The two resolutions above shall be proposed at the annual general meeting of 2014 for consideration.

By order of the Board
Beijing Jingcheng Machinery Electric Company Limited
Jiang Chi
Company Secretary

Beijing, the PRC, 22 April 2015

As at the date of this announcement, the Board comprises Mr. Hu Chuanzhong, Mr. Li Junjie, and Ms. Jiang Chi as executive directors, Mr. Xia Zhonghua as non-executive director and Ms. Wu Yan, Mr. Liu Ning, Mr. Yang Xiaohui and Mr. Fan Yong as independent non-executive directors.

Appendix I:

Biographical details of the directors candidates

- (1) Liu Zhe, Chinese, female, aged 37, is a senior policy advisor with a bachelor's degree in engineering. Ms. Liu was a teacher, group leader in teaching and research, branch secretary of student party of Light Industry Branch of Beijing Industry and Trade Technicians College, Youth League secretary and director of publicity department of the party/company of Beijing Jingcheng Machinery Electric Holding Co., Ltd., Party secretary of Beijing Jingcheng Compressor Co., Ltd. and Chairman of Supervisory Committee and supervisor of Beijing Jingcheng Machinery Electric Company Limited. Currently, she is deputy party secretary, secretary of discipline inspection commission and chairman of labour union of Beijing Tianhai Industry Co., Ltd.
- (2) Jin Chunyu, Chinese, female, aged 43. She obtained a bachelor's degree in engineering, master degree in management, master's degree in applied accounting and finance and a master's degree in business administration, and is a senior accountant. Ms. Jin previously served as clerical officer in the Finance Department and vice director of Beijing Electric Motor General Corporation, deputy director of assets, finance and audit department of Beijing Jingcheng Machinery Electric Holding Co., Ltd., director and chief accountant (of the Chinese partner) of Babcock & Wilcox Beijing Company Ltd., and convener of Supervisory Committee of Beijing B.J. Electric Motor Co., Ltd. Currently, she is the department head of planning and finance department of Beijing Jingcheng Machinery Electric Holding Co., Ltd, a director of Beijing Jingcheng Zhidi Co., Ltd. and convener of Supervisory Committee of Beijing Wankai Electric Co., Ltd..
- (3) Fu Hongquan, Chinese, male, aged 51, a graduate and is a senior engineer. Mr. Fu previously served as construction technician, smithing engineer, construction service technician of cast steel factory, deputy general engineer and deputy plant manager of Beijing Heavy Electrical and Mechanical Plant (cast steel factory), deputy general manager of general affairs of Beijing Turbine Motor Co., Ltd., deputy director of human resource department of Beijing Jingcheng Machinery Electric Holding Co., Ltd., the deputy party secretary, chairman of labour union and secretary of discipline inspection commission, deputy plant manager of Beijing No.1 Machine Tool Plant, deputy general manager of Beijing Beiyi Digital Control Machine Tool Co., Ltd. and deputy general manager of Beijing Beiyi Machine Tool Co., Ltd. Currently, he is the chairman of Beiyi Heavy Machinery Casting Co., Ltd., and chairman of Beijing No. 1 Machine Tool (Gaobei Branch) Casting Co., Ltd. and the deputy party secretary, secretary of discipline inspection commission and chairman of labour union of Beijing Beiyi Machine Tool Co., Ltd.

Save as disclosed in this announcement, the directors candidates are not connected with other directors, supervisors, senior management or substantial or controlling shareholder of the Company. Ms. Jin Chunyu serves as the department head of planning and finance department of Beijing Jingcheng Machinery Electric Holding Co., Ltd., a substantial shareholder of the Company. Mr. Fu Hongquan serves as the deputy party secretary, secretary of discipline inspection commission and chairman of labour union of Beijing Beiyi Machine Tool Co., Ltd., a controlling shareholder of Beijing Jingcheng Machinery Electric Holding Co., Ltd., the substantial shareholder of the Company. Ms. Liu Zhe is not connected with any substantial shareholder or controlling shareholder of the Company. The 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) (“SFO”), nor 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 matters 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 of the director candidates do not have any interest or short positions in the shares, underlying shares and debentures of the Company.

Appendix II:

Independent opinion of the independent non-executive directors of the eighth session of the Board in respect of the resolution of the director candidates of the eighth session of the Board

The sixth extraordinary general meeting of the eighth session of the Board of Beijing Jingcheng Machinery Electric Company Limited (the “Company”) was held on 22 April 2015, it was considered and approved the nomination of Ms. Jin Chunyu and Mr. Fu Hongquan, who were nominated by a substantial shareholder, as the non-executive director candidates of the eighth session of the Board; and the Nomination Committee of the Board nominated Ms. Liu Zhe as the executive director candidate of the eighth session of the Board.

Having reviewed relevant documents on the above candidates’ statements of declaration and biography, we, being independent non-executive directors of the eighth session of the Board of the Company, are of the opinion that:

1. Procedures of the nomination of Ms. Jin Chunyu and Mr. Fu Hongquan by a substantial shareholder as the non-executive director candidates of the eighth session of the Board of the Company, and the nomination of Ms. Liu Zhe by the nomination committee of the Board as the executive director candidate of the eighth session of the Board are in compliance with the relevant requirements of the Articles of Association of the Company.
2. Ms. Jin Chunyu, Mr. Fu Hongquan and Ms. Liu Zhe are in compliance with the qualification for appointment as directors required by relevant laws and regulations of the State and the Articles of Association of the Company.
3. We agree to propose the resolutions in relation to the nomination of Ms. Jin Chunyu and Mr. Fu Hongquan by a substantial shareholder as the non-executive director candidates of the eighth session of the Board, and the nomination of Ms. Liu Zhe as the executive director candidate of the eighth session of the Board to the annual general meeting of 2014 for consideration.

Beijing Jingcheng Machinery Electric Company Limited
Independent non-executive directors of the eighth session of the Board
Wu Yan, Liu Ning, Yang Xiaohui, Fan Yong
22 April 2015