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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 2014 AGM

NOTICE IS HEREBY GIVEN that the 2014 annual general meeting (“AGM”) of Beijing Jingcheng Machinery Electric Company Limited (the “Company”) will be convened as follows:

IMPORTANT NOTICE:

- Date of convening the AGM: 9 June 2015

I. BASIC INFORMATION OF THE MEETING

(I) Type and session of general meeting

2014 Annual General Meeting

(II) Convener: the board of directors of the Company

(III) Date, time and venue of the on-site meeting

The commencement time of the on-site meeting: 9:00a.m. on 9 June 2015

Venue: the First Conference Room, 18/F, Jingcheng Machinery Electric Building, No. 59 Mansion, Dongsanhuan Road Central, Chaoyang District, Beijing

II. MATTERS TO BE CONSIDERED AT THE MEETING

Resolutions for consideration at the meeting

No.	Names of resolutions
Resolutions for non-cumulative voting	
1	To consider and approve the 2014 annual report of the Company
2	To consider and approve the 2014 work report of the board of directors of the Company
3	To consider and approve the 2014 work report of the supervisory committee of the Company
4	To consider and approve the 2014 Financial Reports of the Company audited by the auditor
5	To consider and approve the 2014 internal control report of the Company audited by the auditor
6	To consider and approve the report of the independent non-executive directors of the Company for 2014
7	To consider and approve re-appointment of SHINEWING Certified Public Accountants LLP for the Company's 2015 Financial Reports, and to authorise the board of directors to enter into a service contract with it and determine its remuneration
8	To consider and approve re-appointment of Shu Lun Pan Certified Public Accountants LLP as the Company's 2015 internal control auditor, and to authorise the board of directors to enter into a service contract with it and determine its remuneration
9	To consider and approve the resolution of the Company not to distribute any profit for the year 2014
10	To consider and approve the resolution of the amendments to the Articles of Association
11	To authorise the board of directors to determine the remuneration of the directors and supervisors
12	To consider and approve the continuing connected transactions in relation to finance lease cooperation framework agreement entered into between the subsidiary of the Company, namely 北京天海工業有限公司 (Beijing Tianhai Industry Co., Ltd.) and 北京京城國際融資租賃有限公司 (Beijing Jingcheng International Financial Leasing Co., Ltd.)
Resolutions for cumulative voting	
13	To consider and approve the resolutions of electing the eighth session of the board of directors of the Company
13.1	To elect Liu Zhe as the executive director of the eighth session of the board of directors of the Company
13.2	To elect Jin Chunyu as the non-executive director of the eighth session of the board of directors of the Company
13.3	To elect Fu Hongquan as the non-executive director of the eighth session of the board of directors of the Company
14	To consider and approve the resolutions of electing the eighth session of the supervisory committee of the Company
14.1	To elect Chang Yun as the supervisor of the eighth session of the supervisory committee of the Company
14.2	To elect Wang Weijing as the supervisor of the eighth session of the supervisory committee of the Company

1. Disclosure time and media of resolutions

At the third extraordinary meeting of the eighth session of the board of directors of the Company, the resolution No. 12 was considered and approved; at the third meeting of the eighth session of the board of directors of the Company, the resolutions No. 1, No. 2 and No. 4 to No. 9 were considered and approved; at the sixth extraordinary meeting of the eighth session of the board of directors of the Company, the resolutions No. 10, No. 11 and No. 13 was considered and approved; at the sixth meeting of the eighth session of the supervisory committee of the Company, the resolution No. 3 was considered and approved; and at the seventh meeting of the eighth session of the supervisory committee of the Company, the resolution No. 14 was considered and approved. The related announcements of the resolutions of the board of directors and supervisory committee were published on Shanghai Securities News, Securities Daily and the websites of Shanghai Stock Exchange (www.sse.com.cn) and HKExnews of Hong Kong Stock Exchange (www.hkexnews.hk).

2. Special resolution: No. 10. Other resolutions are ordinary resolutions.
3. Resolution to small and medium investors for separate counting: Nos. 7, 8, 9, 10, 11, 12, 13 and 14
4. Resolution involved connected shareholders avoiding voting: No. 12

Name of connected shareholders who should avoid voting: Beijing Jingcheng Machinery Electric Holding Co., Ltd.

5. Resolution involved holders of preferred shares voting: No

III. MATTERS TO NOTE AT THE AGM

The first votes casted shall prevail in respect of votes casted repeatedly through on-site voting, online voting or otherwise.

IV. ATTENDEES OF THE MEETING

- (I) Shareholders of the Company who are registered with the Shanghai Branch of China Securities Depository & Clearing Corporation Limited upon the close of business of share record date and holders of H Shares whose names appear on the register of members held by Hong Kong Registrars Limited are entitled to attend the AGM and to appoint a proxy in writing to attend the meeting and vote on their behalf. Such proxy need not be a shareholder of the Company.

Class of Share	Stock Code	Stock Short Name	Share Record Date
A Share	600860	京城股份	2015/5/8
H Share	00187	JINGCHENG MAC	2015/5/8

(II) Directors, supervisors and senior management of the Company.

(III) The auditors of the Company.

(IV) Other personnel.

V. REGISTRATION FOR ATTENDANCE OF MEETING

Shareholders or proxies who intend to attend the AGM are requested to deliver the reply slip of attending to the Company before 19 May 2015. The reply slip may be delivered in person, by post or facsimile.

Holders of the Company's H shares should note that the register of members of the Company will be closed from 8 May 2015 to 9 June 2015 (both days inclusive), during which time no H Shares transfer will be registered. For holders of H Shares who intend to attend the AGM, transfer documents together with the related share certificates must be lodged with the share registrar of the Company no later than 4:30 p.m. of 7 May 2015. The address is Hong Kong Registrars Limited, Room 1712-1716, 17F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

Corporate Shareholder should attend the meeting by its legal representatives or the proxy appointed by the legal representative. Legal representative who attends the meeting should present his own identity card, evidence of shareholding and valid documents evidencing his capacity as a legal representative. While appointing proxy to attend the meeting, the proxy should present his identity card and an authorisation instrument affixed with the seal of the corporate Shareholder and duly signed by its legal representative 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 of the Company, to attend and vote on his or her behalf at the AGM.
2. For shareholder who appoint(s) more than one proxy, his proxies can only exercise his voting right by way of poll.
3. The instrument appointing a proxy must be in writing under the hand of the appointer or his attorney authorised in writing. If that instrument is signed by an attorney on behalf of the appointer, the power of attorney authorising that attorney to sign, or other authority must be notarially certified. To be valid, the notarially certified copy of the power of attorney, or other authority together with the form of proxy must be delivered to the registered address of the Company not less than 24 hours before the time appointed for the holding of the AGM.

VI. OTHER MATTERS

1. Contact for the meeting

Contact telephone: 010-67365383

Fax: 010-87392058

Contact person: Board office of the Company

Address: No. 2, Nam San Street, Huo County, Tongzhou District, Beijing, the PRC

Posta Code: 101109

2. The AGM is expected to last for half a day. Attendees should bear their own accommodation and travel expenses.
3. Attendees of the AGM shall arrive half hour before the appointed time and bring along the original copies of identity cards, stock account cards as well as forms of proxy for verification.

The board of directors of
Beijing Jingcheng Machinery Electric Company Limited

Beijing, the PRC, 23 April 2015

As at the date of this announcement, the board of directors of the Company 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.