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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 THIRD MEETING  
OF THE ELEVENTH SESSION OF THE BOARD OF DIRECTORS**

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

Pursuant to the notice of meeting dated 13 March 2024, the third meeting of the eleventh session of the board of directors (the “**Board**”) of Beijing Jingcheng Machinery Electric Company Limited (the “**Company**”) was held on 28 March 2024 by way of on-site meeting. Eleven directors are eligible for attending the meeting and all eleven directors were present at the meeting. The supervisors and senior management members 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”.

The meeting was presided over by Mr. Li Junjie, the chairman of the Board, at which each of the following resolutions was considered and approved by the attending directors one by one:

- 1. The “Full Text and Abstract of the 2023 Annual Report and the H Shares Results Announcement of the Company” were considered and approved, and the Board agreed to submit the resolution to the 2023 annual general meeting; the details are set out in the full text of the Annual Report**

The resolution was considered and approved by the Audit Committee of the Board before being submitted to the Board for consideration and approval.

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

**2. The “2023 Annual Work Report of the Board of the Company” was considered and approved, and the Board agreed to submit the resolution to the 2023 annual general meeting**

The Board has made specific opinions based on the “Self-Inspection Report on the Independence of Independent Non-executive Directors for the Year of 2023, submitted by the independent non-executive directors. For details, please refer to the “Specific Opinions of the Board of Directors of Beijing Jingcheng Machinery Electric Company Limited on the Independence of Independent Non-executive Directors for the Year of 2023” as disclosed on the website of the Shanghai Stock Exchange ([www.sse.com.cn](http://www.sse.com.cn)), the Shanghai Securities Journal and the website of the HKEXnews ([www.hkexnews.hk](http://www.hkexnews.hk)) on the same date.

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

**3. The “2023 Audited Financial Report of the Company” was considered and approved, and the Board agreed to submit the resolution to the 2023 annual general meeting; the details are set out in the full text of the Annual Report**

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

**4. The “2023 Internal Control Assessment Report of the Company” was considered and approved; the details are set out in the full text of the Annual Report**

The resolution was considered and approved by the Audit Committee of the Board before being submitted to the Board for consideration and approval.

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

**5. The “2023 Audit Report on Internal Control over Financial Reporting of the Company” was considered and approved, and the Board agreed to submit the resolution to the 2023 annual general meeting; the details are set out in the full text of the Annual Report**

The resolution was considered and approved by the Audit Committee of the Board before being submitted to the Board for consideration and approval.

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

**6. The “2023 Social Responsibility Report of the Company” was considered and approved; the details are set out in the full text of the Annual Report**

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

7. **The “Resolution on the “Corporate Governance Report” (Draft) of the Company Required to be Disclosed for H Shares and Authorisation to the Secretary to the Board to be Responsible for Subsequent Review of and Amendment to the “Corporate Governance Report”” was considered and approved**

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

8. **The “Resolution on the 2023 “Environmental, Social and Governance Report” (Draft) of the Company, and Authorisation to the Secretary to the Board to be Responsible for Subsequent Review of and Amendment to the 2023 “Environmental, Social and Governance Report”” was considered and approved**

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

9. **The “Resolution on the Work Report of the General Manager” was considered and approved**

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

10. **The “Report of the Independent Non-executive Directors of the Company for the Year of 2023” was considered and approved, and the Board agreed to submit the resolution to the 2023 annual general meeting**

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

11. **The “Resolution on the Performance of the Audit Committee of the Board for the Year of 2023” was considered and approved**

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

12. **The “Resolution in relation to the Payment for the Audit Fee of the Financial Reports for the Year of 2023 to ShineWing Certified Public Accountants (Special General Partnership)” was considered and approved**

According to the resolution on the re-appointment of ShineWing Certified Public Accountants (Special General Partnership) (“**ShineWing**”) as the auditor of the Company’s 2023 financial reports which was considered and approved at the 2022 annual general meeting, and the quality of the audit services work provided by ShineWing, the Board agreed to pay a total audit fee of RMB1,000,000 to ShineWing for the year of 2023. The audit fee includes service fees related to all the audit services work provided to the Company, including audit, review and translation.

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

**13. The “Resolution in relation to the Payment for the Audit Fee for the Year of 2023 to Da Hua Certified Public Accountants (Special General Partnership)” was considered and approved**

According to the resolution on the re-appointment of Da Hua Certified Public Accountants (Special General Partnership) (“**Da Hua**”) as the internal control auditor of the Company in 2023 which was considered and approved at the 2022 annual general meeting, and the quality of the audit services work provided by Da Hua, the Board agreed to pay a total audit fee of RMB350,000 to Da Hua for the year of 2023. The audit fee includes service fees related to all the audit services work provided to the Company by the auditor, including audit, review and translation.

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

**14. The “Resolution in relation to the Report of the Audit Committee on the Performance of Supervisory Duties by in relation to ShineWing Certified Public Accountants (Special General Partnership), Da Hua Certified Public Accountants (Special General Partnership)” was considered and approved**

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

**15. The “Resolution in relation to the Report on the Assessment of the Company on the Duties Performance by Resolution in relation to ShineWing Certified Public Accountants (Special General Partnership), Da Hua Certified Public Accountants (Special General Partnership)” was considered and approved**

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

**16. The “2024 Audit Plan of the Company” was considered and approved**

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

**17. The “2024 Assessment Plan of the Company’s Internal Control” was considered and approved**

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

**18. The “Resolution in relation to the 2023 Internal Audit Report on the Deposit and Use of Raised Funds of the Company” was considered and approved**

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

**19. The “Resolution in relation to the Special Report on the Deposit and Use of Raised Funds of the Company in 2023” was considered and approved**

Upon review by the Board, the deposit and use of raised funds by the Company in 2023 were conducted in strict compliance with the relevant laws and regulations. There was no non-compliance with the use of raised funds, and no alterations and disguised alteration in the use of the raised funds which would undermine the interests of the shareholders.

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

**20. The “Proposal of the Company Not to Distribute Profit for the Year of 2023” was considered and approved, and the Board agreed to submit the resolution to the 2023 annual general meeting**

In accordance with the Accounting Standards of the People’s Republic of China (the “PRC”), the Company realized a net profit of loss of RMB51,675,100 attributable to the parent company during the reporting period, while the undistributed net profit at the end of the year was loss of RMB717,353,600. The Company will not distribute profit or convert capital reserve into share capital for the year of 2023.

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

**21. The “Resolution on Provision for Impairment of the Company for the Year of 2023” was considered and approved**

Based on the balance and aging of accounts receivable and actual status of each of the other assets of the Company as of 31 December 2023, upon physical stock taking, analysis and audit, impairment tests were conducted by the Company on each asset in accordance with the “Accounting Standards for Business Enterprises” published by the Ministry of Finance of the PRC, the relevant situation of which is reported as follows:

As of 31 December 2023, the balance of accumulated bad debt provision and assets impairment provision of the Company was RMB136,952,900, of which balance of bad debt provision amounted to RMB70,877,800, inventory impairment provision amounted to RMB40,186,700, fixed assets impairment provision amounted to RMB19,326,100, and goodwill impairment amounted to RMB6,562,300.

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

**22. The “2024 Financing Guarantee Plan of the Company” was considered and approved**

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

**23. The “Resolution in relation to the Completion of the Annual Performance Guarantee by Qingdao BYTQ United Digital Intelligence Co., Ltd. for 2023” was considered and approved**

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

**24. The “Resolution in relation to the Change of the Company’s Accounting Policy” was considered and approved**

The resolution was considered and approved by the Audit Committee of the Board before being submitted to the Board for consideration and approval.

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

**25. The “2024 Business Plan of the Company” was considered and approved**

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

**26. The “2024 Research and Development Plan of the Company” was considered and approved**

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

**27. The “Remuneration and Performance Assessment Results of the Senior Management Members of the Company for the Year of 2023” were considered and approved**

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

**28. The “Resolution in relation to the “Performance Assessment Contract for Senior Management Members” of the Company for the Year of 2024, and the Authorisation to the Chairman of the Board to Enter Into Contracts with the Senior Management Members” was considered and approved**

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

**29. The “Resolution to be Submitted to the 2023 Annual General Meeting for Approving the Authorisation to the Board to Issue New H Shares not Exceeding 20% of the Total Issued H Shares” was considered and approved, and the Board agreed to submit the resolution to the 2023 annual general meeting**

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

**30. The “Resolution in Relation to the Taking Out of the Company in the Liability Insurance of Directors, Supervisors and Senior Management Members for the Year of 2024” was considered and approved**

The number of valid votes for this resolution: 11; Affirmative votes: 11; Dissenting vote: 0; Abstention vote: 0.

Among the above resolutions, resolutions no. 1, 2, 3, 5, 10, 20 and 29 will be submitted to the 2023 annual general meeting for consideration.

By Order of the Board  
**Beijing Jingcheng Machinery Electric Company Limited**  
**Luan Jie**  
*Chairman*

Beijing, the PRC  
28 March 2024

*As at the date of this announcement, the Board comprises Mr. Zhang Jiheng as executive director, Mr. Li Junjie, Mr. Wu Yanzhang, Mr. Zhou Yongjun, Mr. Cheng Lei, 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.*