
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **Beijing Jingcheng Machinery Electric Company Limited**, you should at once hand this circular, together with the accompanying forms of proxy, to the purchaser or to the transferee or to the bank, stockbroker or other agent through whom the sale was effected for transmission to the purchaser or the transferee.

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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)

**RESOLUTION IN RELATION TO THE BY-ELECTION OF A
NON-EXECUTIVE DIRECTOR OF THE TWELFTH SESSION
OF THE BOARD
AND
NOTICE OF EGM**

A letter from the Board is set out on pages 3 to 6 of this circular.

A notice convening the first EGM in 2026 to be held at the Conference Room of the Company, No. 6 Rong Chang East Street, Daxing District, Beijing, the PRC on Thursday, 19 November 2026 at 9:30 a.m. is set out on pages EGM-1 to EGM-3 of this circular.

Whether or not you intend to attend the above general meeting, you are requested to complete and return the accompanying form of proxy in accordance with the instructions printed thereon to the business address of the Company at No. 2 Huo Xian Nan San Road, Huo Xian Town, Tongzhou District, Beijing, the PRC, or the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event no later than 24 hours before the time appointed for the convention of the above general meeting. The completion and return of the form(s) of proxy will not preclude you from attending and voting in person at the above general meeting or any adjournment thereof if you so wish.

30 October 2026

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DEFINITIONS

In this circular, the following expressions have the following meanings unless the context requires otherwise:

“A Share(s)”	the domestic ordinary share(s) with a par value of RMB1.00 each in the share capital of the Company which are listed on the SSE (stock code: 600860), subscribed for and traded in RMB
“Articles of Association”	the articles of association of the Company as amended from time to time
“Board”	the board of Directors of the Company
“Company”	Beijing Jingcheng Machinery Electric Company Limited (北京京城機電股份有限公司), a joint stock company incorporated in the PRC with limited liability and the Shares of which are listed on the Main Board of the Stock Exchange and the SSE
“controlling shareholder(s)”	has the meaning as ascribed to it under the Listing Rules
“CSRC”	China Securities Regulatory Commission
“Directors”	the directors of the Company
“EGM”	the first extraordinary general meeting in 2026 to be held by the Company on Thursday, 19 November 2026 at 9:30 a.m. at the Conference Room of the Company, No. 6 Rong Chang East Street, Daxing District, Beijing, the PRC
“Group”	the Company and its subsidiaries
“H Share(s)”	the overseas foreign listed share(s) of nominal value of RMB1.00 each in the share capital of the Company, which are listed on the Main Board of the Stock Exchange (stock code: 00187), subscribed for and traded in Hong Kong dollars
“H Shareholder(s)”	the holder(s) of H Shares
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Jingcheng Machinery Electric”	Beijing Jingcheng Machinery Electric Holding Co., Ltd.* (北京京城機電控股有限責任公司), a company incorporated in the PRC and holding 45.03% interest in the Company

DEFINITIONS

“Latest Practicable Date”	27 October 2026, being the latest practicable date prior to the printing of this circular for ascertaining information contained herein
“Listing Rules”	The Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China, which for the purpose of this circular excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	the share(s) of the Company, including A Share(s) and H Share(s), unless otherwise specified
“Shareholder(s)”	the shareholder(s) of the Company
“SSE”	the Shanghai Stock Exchange
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	percent

** For identification purposes only*



北京京城机电股份有限公司

Beijing Jingcheng Machinery Electric Company Limited

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

(Stock Code: 0187)

Executive Director:

Mr. Zhang Jiheng

Non-executive Directors:

Mr. Li Zhongbo

Mr. Wang Kai

Mr. Zhao Xihua

Mr. Tian Dongqiang

Ms. Niu Yunjing

Registered office:

Room 901, No. 59 Mansion
Dongsanhuan Road Central
Chaoyang District
Beijing
The PRC

Independent non-executive Directors:

Ms. Chen Junping

Mr. Lu Chenyu

Mr. Zhang Zheng

Mr. Chen Weiyong

30 October 2026

To the Shareholders

Dear Sir or Madam,

**RESOLUTION IN RELATION TO THE BY-ELECTION OF A
NON-EXECUTIVE DIRECTOR OF THE TWELFTH SESSION
OF THE BOARD
AND
NOTICE OF EGM**

1. INTRODUCTION

The purpose of this circular is to provide you with the notice of the EGM and to provide you with reasonable and necessary information.

At the EGM, the ordinary resolution will be proposed to consider and approve the by-election of a non-executive Director of the twelfth session of the Board.

LETTER FROM THE BOARD

2. BY-ELECTION OF A NON-EXECUTIVE DIRECTOR

Reference is made to the announcement of the Company dated 30 October 2026 in relation to, among others, the by-election of a non-executive Director of the twelfth session of the Board. Mr. Zhou Yongjun applied to the Board to resign as a non-executive Director with effect from 30 October 2026, as he has reached the retirement age.

As disclosed in the announcement of the Company dated 30 October 2026 in relation to the resolution passed at the second meeting of the twelfth session of the Board, the Board has considered and approved the Resolution in relation to the By-election of a Non-executive Director of the Twelfth Session of the Board. Following thorough assessment and recommendation by the nomination committee of the twelfth session of the Board, Mr. Yao Hanxin has been nominated as a candidate for non-executive Director of the twelfth session of the Board, and the resolution will be submitted for consideration at the EGM. The proposed term of office shall commence from the date of consideration and approval at the EGM until the conclusion of the 2028 annual general meeting of the Company.

As at the Latest Practicable Date, Mr. Yao Hanxin is a director of the Science and Technology Information Department of Jingcheng Machinery Electric, the controlling shareholder of the Company, and concurrently serves as the chairman of the board of directors of Beijing Mechanical and Electrical Technology Research Institute Co., Ltd.* (北京市機電研究院有限責任公司). Save as disclosed above, Mr. Yao Hanxin does not have any relationship with other Directors, senior management, substantial Shareholders or controlling shareholders of the Company, nor does he hold any positions in the Company or other members of the Group. Mr. Yao Hanxin does not hold any interests in the Shares of the Company as defined under Part XV of the SFO, and he has not served as a director or supervisor of any other listed company in Hong Kong or overseas in the past three years.

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

As at the Latest Practicable Date, Mr. Yao Hanxin does 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.

According to the Articles of Association, the appointment of Directors will become effective upon obtaining Shareholders' approval. An ordinary resolution will be proposed at the EGM to approve the by-election of Mr. Yao Hanxin as a non-executive Director.

The biographical details of the candidate proposed for by-election as a non-executive Director at the EGM are set out in Appendix I to this circular. An announcement will be made by the Company in compliance with Rule 13.51 of the Listing Rules as soon as the proposed by-election of the Director has been approved at the EGM.

LETTER FROM THE BOARD

The non-executive Directors do not receive remuneration from the Company. If Mr. Yao Hanxin is elected and approved by the Shareholders at the EGM to serve as a non-executive Director, the Company will enter into a non-executive Director service agreement with Mr. Yao Hanxin.

3. EGM

A notice convening the EGM to be held on Thursday, 19 November 2026 at 9:30 a.m. is set out on pages EGM-1 to EGM-3 of this circular.

To be valid, whether or not you intend to attend the abovementioned general meeting, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return the same to the business address of the Company at No. 2 Huo Xian Nan San Road, Huo Xian Town, Tongzhou District, Beijing, the PRC, or the Company's H Share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event no later than 24 hours before the time appointed for the holding of the above EGM or any adjournment thereof. The completion and return of the form(s) of proxy will not preclude you from attending and voting in person at the abovementioned general meeting or any adjournment thereof if you so wish.

For the purpose of ascertaining the entitlement of the H Shareholders to attend and vote at the EGM, the register of members of the Company will be closed from Saturday, 14 November 2026 to Thursday, 19 November 2026 (both days inclusive), during which time no share transfers will be registered. In order to be valid, an instrument of transfer accompanied by share certificates and other appropriate documents shall be lodged with the Company's H Share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong at or before 4:30 p.m. on Friday, 13 November 2026. The Shareholders of the Company whose names appear on the register of members of the Company after the close of market on Friday, 13 November 2026 are entitled to attend and vote at the EGM.

4. VOTING BY WAY OF POLL

Pursuant to Rule 13.39(4) of the Listing Rules, all votes on the ordinary resolution at the EGM will be taken by poll and the Company will announce the results of the poll in the manner prescribed under the requirements of Rules 13.39(5) and 13.39(5A) of the Listing Rules.

5. RECOMMENDATION

The Directors consider the resolution proposed for consideration and approval by the Shareholders at the EGM are in the best interests of the Company and the Shareholders as a whole, and accordingly recommend the Shareholders to vote in favour of the resolution as set out in the notice of the EGM.

LETTER FROM THE BOARD

6. ADDITIONAL INFORMATION

Your attention is drawn to the additional information set out in the Appendix to this circular. Should there be any discrepancies between the Chinese and English versions of this circular, the Chinese version shall prevail.

Yours faithfully,
By order of the Board
Beijing Jingcheng Machinery Electric Company Limited
Luan Jie
Company Secretary

* *For identification purposes only*

**BIOGRAPHICAL DETAILS OF THE CANDIDATE FOR NON-EXECUTIVE
DIRECTOR**

Yao Hanxin, Chinese nationality, male, aged 41. Mr. Yao is a senior engineer with a PhD degree. Mr. Yao previously served as a standardization engineer of Beijing BEIZHONG Steam Turbine Generator Co., Ltd.* (北京北重汽輪電機有限責任公司), a secretary of the Youth League Committee, deputy director of the Party Committee Work Department, deputy director of the Publicity Department (acting director), and director of the Publicity Department of Jingcheng Machinery Electric, and the party branch secretary, general manager, and director of Beijing Mechanical and Electrical Technology Research Institute Co., Ltd.* (北京市機電研究院有限責任公司). He currently serves as a director of the Science and Technology Information Department of Jingcheng Machinery Electric, and concurrently serves as the chairman of the board of directors of Beijing Mechanical and Electrical Technology Research Institute Co., Ltd.

As at the Latest Practicable Date, Mr. Yao Hanxin is a director of the Science and Technology Information Department of Jingcheng Machinery Electric, the controlling shareholder of the Company, and concurrently serves as the chairman of the board of directors of Beijing Mechanical and Electrical Technology Research Institute Co., Ltd. Save as disclosed above, Mr. Yao Hanxin does not have any relationship with the other Directors, senior management, substantial Shareholders or controlling shareholders of the Company, nor does he hold any position in the Company or any other member of the Group. Mr. Yao Hanxin does not hold any interests in the Shares of the Company as defined under Part XV of the SFO, and he has not served as a director or supervisor of any other listed company in Hong Kong or overseas in the past three years.

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

As at the Latest Practicable Date, Mr. Yao Hanxin does 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.

The non-executive Directors do not receive remuneration from the Company. If Mr. Yao Hanxin is elected by the Shareholders at the EGM to serve as a non-executive Director, the Company will enter into a non-executive Director service agreement with Mr. Yao Hanxin. The proposed term of office will commence from the date of consideration and approval at the EGM until the conclusion of the 2028 annual general meeting of the Company.

* For identification purposes only

NOTICE OF EGM



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 THE FIRST EXTRAORDINARY GENERAL MEETING OF 2026

NOTICE IS HEREBY GIVEN that the first extraordinary general meeting of 2026 (the “**EGM**”) of Beijing Jingcheng Machinery Electric Company Limited (the “**Company**”) will be convened by the board of directors of the Company (the “**Board**”) and held at the Conference Room of the Company at No. 6 Rong Chang East Street, Daxing District, Beijing, the PRC, on Thursday, 19 November 2026 at 9:30 a.m. for the purpose of considering and, if thought fit, with or without modifications, passing the following resolution. A combination of on-site voting and internet voting by way of poll will be adopted for the EGM.

Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the circular of the Company dated 30 October 2026.

MATTERS TO BE CONSIDERED AT THE EGM

Ordinary resolution

- 1.00. To consider the resolution in relation to the by-election of a non-executive director of the twelfth session of the board of directors; and
- 1.01. To consider the election of Mr. Yao Hanxin as a non-executive director of the twelfth session of the board of directors.

In respect of the resolution, cumulative voting system will be adopted. Cumulative voting system refers to where two or more Directors are to be elected at the general meeting under the same resolution, the number of votes for each Share held by a Shareholder participating in the voting shall be equal to the aggregate number of Directors for election under the resolution. The Shareholders may use all of the votes concentrating on one particular person, or may distribute the votes for electing several persons. When the total votes cast by a Shareholder on some candidate Directors exceed the total votes to which he or she is entitled, all the votes cast will become invalid and be regarded as abstain votes; when the total votes cast by a Shareholder for some candidate Directors are less than the total votes to which he or she is entitled, the votes are valid and the remaining votes will be regarded as abstain votes. Where the “For” votes cast for a particular candidate for Directors are more than half of the total number of shares held by all Shareholders attending (before cumulation) and where the “For” votes exceed the “Against” votes, the candidate in question will be considered to have been elected. Where the elected Directors at the general meeting

NOTICE OF EGM

are less than Directors to be elected, new rounds of voting are required to be held for election of the remaining directors until the number of directors to be elected is fulfilled. When holding a new round of voting for electing Directors in accordance with the aforesaid matters, the number of cumulative votes of Shareholders shall be recounted based on the number of candidates to be elected in each round of election.

ATTENDEES OF THE MEETING AND REGISTRATION METHOD

- (I) Directors and senior management of the Company.
- (II) Lawyers engaged by the Company.
- (III) H Shareholders of the Company whose names appear on the register of H Shareholders of the Company after the close of market on 13 November 2026 (Friday) shall have the right to attend and vote at the EGM after completing the necessary registration procedures.

Holders of the Company's H Shares should note that, for the purpose of ascertaining the entitlement of H Shareholders to attend and vote at the EGM, the register of H Shareholders of the Company will be closed from 14 November 2026 (Saturday) to 19 November 2026 (Thursday) (both days inclusive), during which no H Shares transfer will be registered. For holders of H Shares who intend to attend the EGM, transfer documents together with the relevant share certificates and other appropriate documents shall be lodged with the H Share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, at or before 4:30 p.m. on 13 November 2026 (Friday).

Corporate Shareholder should attend the meeting by its legal representative or the proxy appointed by the legal representative. Legal representative who attends the meeting should present his or her own identity document, valid documents evidencing his or her capacity as a legal representative and evidence of shareholding. If a proxy is appointed to attend the meeting, the proxy should present his or her identity document, the power of attorney issued in writing by the legal representative of the corporate Shareholder in accordance with the laws and evidence of shareholding.

1. Each Shareholder who is entitled to attend and vote at the EGM may appoint one or more proxy(ies), who need not be a Shareholder, to attend and vote on his or her behalf at the EGM.
2. For any Shareholder who appoints more than one proxy, his or her proxies can only exercise the voting right by way of poll.
3. The instrument appointing a proxy must be in writing under the hand of the appointer or his or her attorney authorised in writing or, in the case of a corporation, either under the common seal of the corporation or signed by any responsible person or attorney duly authorised. If that instrument is signed by an attorney on behalf of the appointer, the power of attorney authorising that attorney to sign, or other authorisation document, must be notarially certified. To be valid,

NOTICE OF EGM

the notarised power of attorney, or other authorisation document, together with the form of proxy must be lodged with the business address of the Company at No. 2 Huo Xian Nan San Road, Huo Xian Town, Tongzhou District, Beijing, the PRC, or the H Share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 24 hours before the time appointed for the holding of the EGM.

OTHER MATTERS

1. Contacts for the meeting

Contact telephone: 010-87707288
Fax: 010-87707291
Contact person: The Board office
Address: No. 2 Huo Xian Nan San Road, Huo Xian Town,
Tongzhou District, Beijing, the PRC
Postal code: 101109

2. The EGM is expected to last for half a day. Shareholders attending the meeting should bear their own meal, accommodation and travelling expenses.
3. Personnel attending the meeting shall arrive at the venue of the meeting within half an hour before the commencement of the meeting and bring along the original identity documents, stock account card and power of attorney for verification.

By order of the Board
Beijing Jingcheng Machinery Electric Company Limited
Luan Jie
Board Secretary

Beijing, the PRC
30 October 2026

As at the date of this notice, the Board comprises Mr. Zhang Jiheng as an executive Director, Mr. Li Zhongbo, Mr. Wang Kai, Mr. Zhao Xihua, Mr. Tian Dongqiang and Ms. Niu Yunjing as non-executive Directors, and Ms. Chen Junping, Mr. Lu Chenyu, Mr. Zhang Zheng and Mr. Chen Weiyong as independent non-executive Directors.