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北京京客隆商業集團股份有限公司

BEIJING JINGKELONG COMPANY LIMITED*

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

(Stock Code: 814)

**VOTING RESULTS OF
THE 2018 ANNUAL GENERAL MEETING
THE H SHARES CLASS MEETING
AND
THE DOMESTIC SHARES CLASS MEETING
HELD ON 24 MAY 2019
AND
CHANGE OF DIRECTOR**

The Board is pleased to announce that the 2018 Annual General Meeting, the H Shares Class Meeting and the Domestic Shares Class Meeting were held on 24 May 2019. Apart from the special resolution numbered 23 proposed at the 2018 Annual General Meeting, and the special resolutions proposed at the H Shares Class Meeting and the Domestic Shares Class Meeting all the other respective proposed ordinary resolutions and special resolutions as set out in the Notices of 2018 Annual General Meeting were duly passed by way of poll at the 2018 Annual General Meeting.

Reference is made to the circular (the “**Circular**”) of Beijing Jingkelong Company Limited* (北京京客隆商業集團股份有限公司) (the “**Company**”) dated 8 April 2019 in relation to, among other things, proposals for (1) election and re-election of Directors and Supervisors, (2) general mandate to issue Shares, (3) general mandate to repurchase H shares, and (4) general mandate to issue Short Term Debentures, and containing the notices of the 2018 Annual General Meeting and the Class Meetings. Unless defined otherwise, the terms used herein shall have the same meanings as those defined in the Circular.

The 2018 Annual General Meeting, the H Shares Class Meeting and the Domestic Shares Class Meeting were held on 24 May 2019 at the Conference Room, 4th Floor, Block No. 45, Xinyuan Street, Chaoyang District, Beijing, the People’s Republic of China.

The Board is pleased to announce that the proposed ordinary resolutions and special resolutions (other than the special resolution numbered 23) as set out in the notices of the 2018 Annual General Meeting, were duly passed by way of poll. The Board further announces that the proposed special resolution numbered 23 as set out in the notice of the 2018 Annual General Meeting and the proposed special resolutions as set out in the notice of the H Shares Class Meeting and the Domestic Shares Class Meeting were not passed by way of poll.

RESULTS OF THE 2018 ANNUAL GENERAL MEETING

The poll results in respect of the ordinary resolutions proposed at the 2018 Annual General Meeting were as follows:

ORDINARY RESOLUTIONS		Number of votes and approximate percentage of total number of votes cast		Total no. of votes cast (including abstained votes, if any)
		For	Against	
1.	To consider and approve the Report of the Board of Directors of the Company for the year ended 31 December 2018.	235,395,825 (96.71%)	8,005,000 (3.29%)	243,400,825
2.	To consider and approve the Report of the Supervisory Committee of the Company for the year ended 31 December 2018.	235,395,825 (96.71%)	8,005,000 (3.29%)	243,400,825

ORDINARY RESOLUTIONS		Number of votes and approximate percentage of total number of votes cast		Total no. of votes cast (including abstained votes, if any)
		For	Against	
3.	To consider and receive the audited consolidated financial statements of the Company and the Auditors' Report for the year ended 31 December 2018.	235,395,825 (96.71%)	8,005,000 (3.29%)	243,400,825
4.	To consider and approve the appointment of Ruihua Certified Public Accountants LLP (瑞華會計師事務所(特殊普通合夥)) as the auditors of the Company for the period from the conclusion of the 2018 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2019, and to authorise any of committees of the Board of Directors of the Company to determine its remuneration.	235,395,825 (96.71%)	8,005,000 (3.29%)	243,400,825
5.	To consider and approve the profit distribution of the Company for the year ended 31 December 2018, including the payment of the final dividend of RMB0.08 per share (tax inclusive) of the Company.	235,395,825 (96.71%)	8,005,000 (3.29%)	243,400,825
6.	To consider and approve the re-election of Mr. Li Jianwen as a Director of the Company for the term from the conclusion of the 2018 Annual General Meeting to the conclusion of the 2021 Annual General Meeting.	235,251,825 (96.65%)	8,149,000 (3.35%)	243,400,825
7.	To consider and approve the re-election of Mr. Shang Yongtian as a Director of the Company for the term from the conclusion of the 2018 Annual General Meeting to the conclusion of the 2021 Annual General Meeting.	235,251,825 (96.65%)	8,149,000 (3.35%)	243,400,825
8.	To consider and approve the re-election of Ms. Li Chunyan as a Director of the Company for the term from the conclusion of the 2018 Annual General Meeting to the conclusion of the 2021 Annual General Meeting.	235,251,825 (96.65%)	8,149,000 (3.35%)	243,400,825
9.	To consider and approve the election of Mr. Zhang Liwei as a Director of the Company for the term from the conclusion of the 2018 Annual General Meeting to the conclusion of the 2021 Annual General Meeting.	235,251,825 (96.65%)	8,149,000 (3.35%)	243,400,825

ORDINARY RESOLUTIONS		Number of votes and approximate percentage of total number of votes cast		Total no. of votes cast (including abstained votes, if any)
		For	Against	
10.	To consider and approve the re-election of Ms. Zhang Yan as a Director of the Company for the term from the conclusion of the 2018 Annual General Meeting to the conclusion of the 2021 Annual General Meeting.	235,251,825 (96.65%)	8,149,000 (3.35%)	243,400,825
11.	To consider and approve the re-election of Mr. Li Shunxiang as a Director of the Company for the term from the conclusion of the 2018 Annual General Meeting to the conclusion of the 2021 Annual General Meeting.	235,251,825 (96.65%)	8,149,000 (3.35%)	243,400,825
12.	To consider and approve the re-election of Mr. Wang Liping as an independent non-executive Director of the Company for the term from the conclusion of the 2018 Annual General Meeting to the conclusion of the 2021 Annual General Meeting.	235,395,825 (96.71%)	8,005,000 (3.29%)	243,400,825
13.	To consider and approve the re-election of Mr. Chen Liping as an independent non-executive Director of the Company for the term from the conclusion of the 2018 Annual General Meeting to the conclusion of the 2021 Annual General Meeting.	235,395,825 (96.71%)	8,005,000 (3.29%)	243,400,825
14.	To consider and approve the re-election of Mr. Choi Onward as an independent non-executive Director of the Company for the term from the conclusion of the 2018 Annual General Meeting to the conclusion of the 2021 Annual General Meeting.	235,395,825 (96.71%)	8,005,000 (3.29%)	243,400,825
15.	To consider and approve the re-election of Ms. Liu Wenyu as a supervisor of the Company for the term from the conclusion of the 2018 Annual General Meeting to the conclusion of the 2021 Annual General Meeting.	235,395,825 (96.71%)	8,005,000 (3.29%)	243,400,825
16.	To consider and approve the re-election of Mr. Yang Baoqun as a supervisor of the Company for the term from the conclusion of the 2018 Annual General Meeting to the conclusion of the 2021 Annual General Meeting.	235,395,825 (96.71%)	8,005,000 (3.29%)	243,400,825

ORDINARY RESOLUTIONS		Number of votes and approximate percentage of total number of votes cast		Total no. of votes cast (including abstained votes, if any)
		For	Against	
17.	To consider and approve the re-election of Mr. Chen Zhong as an independent supervisor of the Company for the term from the conclusion of the 2018 Annual General Meeting to the conclusion of the 2021 Annual General Meeting.	235,395,825 (96.71%)	8,005,000 (3.29%)	243,400,825
18.	To consider and approve the re-election of Ms. Fu Yanjun as an independent supervisor of the Company for the term from the conclusion of the 2018 Annual General Meeting to the conclusion of the 2021 Annual General Meeting.	235,395,825 (96.71%)	8,005,000 (3.29%)	243,400,825
19.	To consider and approve the remuneration of the Directors: (1) the director's fee for the independent non-executive Director having the accountant's qualification of The Hong Kong Institute of Certified Public Accountants at RMB154,758 (tax inclusive) per annum and the director's fee for each of the other independent non-executive Directors at RMB41,850 (tax inclusive) per annum, (2) to authorize the Board and the remuneration committee of the Company to determine the director's fee for the Chairman of the Board; and (3) each of the executive Directors (other than the Chairman of the Board) will not receive a director's fee, save that, for the avoidance of doubt, they will be entitled to remuneration based on their respective duties and responsibilities (other than being a Director) in the Company.	235,395,825 (96.71%)	8,005,000 (3.29%)	243,400,825
20.	To consider and approve the remuneration of the Supervisors: (1) the supervisor's fee for each of the independent Supervisors at RMB35,100 (tax inclusive) per annum, and (2) that all the other Supervisors will not receive any supervisor's fees, save that, for the avoidance of doubt, they will be entitled to remuneration based on their respective duties and responsibilities (other than being a Supervisor) in the Company.	235,395,825 (96.71%)	8,005,000 (3.29%)	243,400,825

ORDINARY RESOLUTIONS		Number of votes and approximate percentage of total number of votes cast		Total no. of votes cast (including abstained votes, if any)
		For	Against	
21.	To consider and authorise any executive Director to enter into an agreement/a letter of appointment on behalf of the Company with each of the elected or re-elected Directors/Supervisors.	235,395,825 (96.71%)	8,005,000 (3.29%)	243,400,825

The poll results in respect of the special resolutions proposed at the 2018 Annual General Meeting were as follows:

SPECIAL RESOLUTIONS		Number of votes and approximate percentage of total number of votes cast		Total no. of votes cast (including abstained votes, if any)
		For	Against	
22.	To grant the General Mandate (Shares) to the Board of Directors of the Company to issue Domestic Shares and/or H Shares and to approve the related matters set out in the Circular.	230,049,925 (94.51%)	13,350,900 (5.49%)	243,400,825
23.	To grant the Repurchase Mandate to the Board of Directors of the Company to repurchase H shares and to approve the related matters set out in the Circular.	235,395,825 (96.71%)	8,005,000 (3.29%)	243,400,825
24.	To consider and approve the granting of a general mandate to the Board of Directors of the Company to issue short term debentures in the PRC.	230,049,925 (94.51%)	13,350,900 (5.49%)	243,400,825

As more than 50% of the votes were cast in favour of each of the ordinary resolutions set out above, and more than two-thirds of the votes were cast in favour of each of the special resolutions set out above, all the ordinary resolutions and the special resolutions (other than the special resolution numbered 23) proposed at the 2018 Annual General Meeting were duly passed at the 2018 Annual General Meeting. Although more than two-thirds of the votes were cast in favour of the special resolution numbered 23 proposed at the 2018 Annual General Meeting, given that the special resolution proposed at the H Shares Class Meeting was not duly passed, the condition for passing the special resolution numbered 23 proposed at the 2018 Annual General Meeting was not fulfilled, and accordingly the special resolution numbered 23 is considered as not duly passed.

As at the date of the 2018 Annual General Meeting, the Company had an aggregate of 412,220,000 shares in issue (“Share(s)”), of which 182,160,000 Shares were H Shares and 230,060,000 Shares were Domestic Shares. The total number of Shares entitling the Shareholders to attend and vote for or against the above ordinary resolutions and special resolutions proposed at the 2018 Annual General Meeting was 412,220,000 Shares.

There was no Share entitling the holder to attend and abstain from voting in favour at the 2018 Annual General Meeting as set out in Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting on any proposed ordinary or special resolution at the 2018 Annual General Meeting. There were no restrictions on the Shareholders to cast votes on any proposed ordinary or special resolution at the 2018 Annual General Meeting. None of the Shareholders had stated their intention in the Circular to vote against any proposed ordinary or special resolution or to abstain at the 2018 Annual General Meeting.

The Shareholders and authorised proxies holding an aggregate of 243,400,825 Shares, representing approximately 59.05% of the total number of Shares of the Company, were present at the 2018 Annual General Meeting.

POLL RESULTS OF THE H SHARES CLASS MEETING

The poll results in respect of the special resolution proposed at the H Shares Class Meeting were as follows:

SPECIAL RESOLUTION		Number of votes and approximate percentage of total number of votes cast		Total no. of votes cast (including abstained votes, if any)
		For	Against	
1.	To grant the Repurchase Mandate to the Board of Directors of the Company to repurchase H Shares and to approve the related matters set out in the Circular.	8,270,300 (51.27%)	7,861,000(4 8.73%)	16,131,300

As less than two-thirds of the votes were cast in favour of the above special resolution proposed at the H Shares Class Meeting, the above special resolution was not duly passed.

As at the date of the H Shares Class Meeting, there were 182,160,000 H Shares in issue. The total number of H Shares entitling the H Shareholders to attend and vote for or against the above special resolution proposed at the H Shares Class Meeting was 182,160,000 H Shares.

There was no H Share entitling the H Shareholder to attend and abstain from voting in favour at the H Shares Class Meeting as set out in Rule 13.40 of the Listing Rules. No H Shareholder was required under the Listing Rules to abstain from voting on the proposed special resolution at the H Shares Class Meeting. There were no restrictions on the Shareholders to cast votes on the proposed special resolution at the H Shares Class Meeting. None of the Shareholders had stated their intention in the Circular to vote against the proposed special resolution or to abstain at the H Shares Class Meeting.

The H Shareholders and authorised proxies holding an aggregate of 16,131,300 H Shares, representing approximately 8.86% of the total number of H Shares of the Company, were present at the H Shares Class Meeting.

POLL RESULTS OF THE DOMESTIC SHARES CLASS MEETING

The poll results in respect of the special resolution proposed at the Domestic Shares Class Meeting were as follows:

SPECIAL RESOLUTION		Number of votes and approximate percentage of total number of votes cast		Total no. of votes cast (including abstained votes, if any)
		For	Against	
1.	To grant the Repurchase Mandate to the Board of Directors of the Company to repurchase H Shares and to approve the related matters set out in the Circular.	227,125,525 (100.00%)	0 (0.00%)	227,125,525

Although more than two-thirds of the votes were cast in favour of the above special resolution proposed at the Domestic Shares Class Meeting, given that the special resolution proposed at the H Shares Class Meeting was not duly passed, the condition for passing the above resolution at the Domestic Shares Class Meeting was not fulfilled, and accordingly the above resolution is considered as not duly passed.

As at the date of the Domestic Shares Class Meeting, there were 230,060,000 Domestic Shares in issue. The total number of Domestic Shares entitling the Domestic Shareholders to attend and vote for or against the above special resolution proposed at the Domestic Shares Class Meeting was 230,060,000 Domestic Shares.

There was no Domestic Share entitling the Domestic Shareholder to attend and abstain from voting in favour at the Domestic Shares Class Meeting as set out in Rule 13.40 of the Listing Rules. No Domestic Shareholder was required under the Listing Rules to abstain from voting on the proposed special resolution at the Domestic Shares Class Meeting. There were no restrictions on the Shareholders to cast votes on the proposed special resolution at the Domestic Shares Class Meeting. None of the Shareholders had stated their intention in the Circular to vote against the proposed special resolution or to abstain at the Domestic Shares Class Meeting.

The Domestic Shareholders and authorised proxies holding an aggregate of 227,125,525 Domestic Shares, representing approximately 98.72% of the total number of Domestic Shares of the Company, were present at the Domestic Shares Class Meeting.

Computershare Hong Kong Investor Services Limited, the H Share registrar of the Company, was appointed as the scrutineer at each of the 2018 Annual General Meeting, the H Shares Class Meeting and the Domestic Shares Class Meeting for the purpose of vote-taking.

PAYMENT OF FINAL DIVIDEND FOR THE YEAR ENDED 31 DECEMBER 2018

The Board is pleased to notify the Shareholders the details of the payment of the final dividend for the year ended 31 December 2018 as follows:

The Company will pay final cash dividends of RMB0.08 per Share (tax inclusive) for the year ended 31 December 2018. The payment shall be made to Shareholders, whose names appear on the Company's registers of Domestic Shareholders and H Shareholders as at the end of Thursday, 6 June 2019, and is expected to be paid to the Shareholders on or before Friday, 28 June 2019. The Company has appointed Bank of China (Hong Kong) Trustees Limited as the receiving agent in Hong Kong ("**receiving agent**") which will receive the dividends declared by the Company on behalf of H Shareholders and distribute the dividends to the H Shareholders.

For distribution of the final cash dividends, cash dividends for Domestic Shareholders will be distributed and paid

in Renminbi, while cash dividends for H Shareholders will be declared in Renminbi but paid in Hong Kong dollars (based on the average of the exchange rates for Renminbi to Hong Kong dollars as announced by the People's Bank of China for the five working days prior to 24 May 2019, the date of convening the 2018 Annual General Meeting at which the final dividends were approved by the Shareholders).

The average of the exchange rates for Renminbi to Hong Kong dollars as announced by the People's Bank of China for the five working days prior to 24 May 2019 is RMB0.878608 to HK\$1.00. Accordingly, the amount of final dividend payable per H Share is approximately HK\$0.091053 (tax inclusive).

The Company will withhold and pay the relevant income tax strictly in accordance with the relevant laws and requirements of the PRC and strictly based on the Company's register of its H Shareholders as at the end of 6 June 2019. Reference is made to the announcement of the Company dated 22 March 2019 for the detailed withholding rate. Shareholders are recommended to consult their tax advisers regarding PRC, Hong Kong and other tax implications arising from their holding and disposal of H Shares of the Company.

CHANGE OF DIRECTOR

The Board announces that Mr. Liu Yuejin has tendered his resignation as an executive Director of the Company on 24 May 2019 due to retirement and the pursuit of his personal development. Mr. Liu Yuejin has confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the Shareholders or the Stock Exchange. The Board would like to take this opportunity to express its sincere gratitude to Mr. Liu Yuejin for his valuable contributions to the Company during his term of service.

The Board further announces that, following the approval by Shareholders at the 2018 Annual General Meeting, Mr. Zhang Liwei has been appointed as an executive Director of the Company for the term from the conclusion of the 2018 Annual General Meeting to the conclusion of the 2021 Annual General Meeting. For the biographical details of Mr. Zhang, please refer to the Circular.

Mr. Zhang Liwei has no relationship with any other Directors, supervisors, senior management, substantial Shareholders or controlling Shareholders (as defined in the Listing Rules). As at the date of this announcement, save for 150,000 Domestic Shares held by Mr. Zhang Liwei, he does not have any other interest (within the meaning of Part XV of the Securities and Futures Ordinance) in any securities of the Company. Mr. Zhang Liwei has not been a director of any listed companies in the past three years.

Mr. Zhang Liwei has entered into a service agreement with the Company for a term of three years. He is subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company. Pursuant to the service agreement, Mr. Zhang Liwei will not receive a

director's fee, save that, for the avoidance of doubt, he will be entitled to remuneration based on his duties and responsibilities (other than being a Director) in the Company.

Save as disclosed above, there is no other information relating to Mr. Zhang Liwei that is required to be disclosed in accordance with Rule 13.51(2)(h) to (v) of the Listing Rules and there is no other matter relating to his appointment that needs to be brought to the attention of the Shareholders.

The Board would like to express its warmest welcome to Mr. Zhang Liwei.

By Order of the Board
Beijing Jingkelong Company Limited*
Li Bo
Company Secretary

Beijing, the PRC

24 May 2019

As at the date of this announcement, the executive directors of the Company are Mr. Li Jianwen, Mr. Shang Yongtian, Ms. Li Chunyan and Mr. Zhang Liwei; the non-executive directors are Ms. Zhang Yan and Mr. Li Shunxiang; and the independent non-executive directors are Mr. Wang Liping, Mr. Chen Liping and Mr. Choi Onward.

**for identification purpose only*