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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 2017 ANNUAL GENERAL MEETING  
THE H SHARES CLASS MEETING  
AND  
THE DOMESTIC SHARES CLASS MEETING  
HELD ON 25 MAY 2018**

The Board is pleased to announce that the 2017 Annual General Meeting, the H Shares Class Meeting and the Domestic Shares Class Meeting were held on 25 May 2018, and all the respective proposed ordinary resolutions and special resolutions as set out in the notices of the 2017 Annual General Meeting, H Shares Class Meeting and Domestic Shares Class Meeting were duly passed by way of poll at the 2017 Annual General Meeting, H Shares Class Meeting and Domestic Shares Class Meeting, respectively.

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 9 April 2018 in relation to proposals for (1) the general mandate to issue Shares, (2) the general mandate to repurchase H shares, (3) the general mandate to issue Short Term Debentures, and (4) the general mandate to issue Corporate Bonds. Unless defined otherwise, the terms used herein shall have the same meanings as those defined in the Circular.

The 2017 Annual General Meeting, the H Shares Class Meeting and the Domestic Shares Class Meeting were held on 25 May 2018 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 all the proposed ordinary and special resolutions as set out in the notices of the 2017 Annual General Meeting, H Shares Class Meeting and Domestic Shares Class Meeting, respectively, were duly passed by way of poll.

## **POLL RESULTS OF THE 2017 ANNUAL GENERAL MEETING**

The poll results in respect of the ordinary resolutions proposed at the 2017 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 2017.	266,402,290 (97.10%)	7,949,000 (2.90%)	274,351,290
2.	To consider and approve the Report of the Supervisory Committee of the Company for the year ended 31 December 2017.	266,402,290 (97.10%)	7,949,000 (2.90%)	274,351,290
3.	To consider and receive the audited consolidated financial statements of the Company and the Auditors’ Report for the year ended 31 December 2017.	266,402,290 (97.10%)	7,949,000 (2.90%)	274,351,290
4.	To consider and approve the appointment of Ruihua Certified Public Accountants LLP (瑞華會計師事務所 (特殊普通合伙)) as the auditors of the Company for the period from the conclusion of the 2017 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2018, and to authorise the audit committee of the Board of Directors of the Company to determine its remuneration.	266,402,290 (97.10%)	7,949,000 (2.90%)	274,351,290

5.	To consider and approve the profit distribution of the Company for the year ended 31 December 2017, including the payment of the final dividend of RMB0.06 per share of the Company.	266,490,290 (97.13%)	7,861,000 (2.87%)	274,351,290
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The poll results in respect of the special resolutions proposed at the 2017 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	
6.	To grant the general mandate 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 of the Annual General Meeting.	241,718,390 (88.11%)	32,632,900 (11.89%)	274,351,290
7.	To grant the general mandate to the Board of Directors of the Company to repurchase H Shares and to approve the related matters set out in the Circular of the Annual General Meeting.	266,402,290 (97.10%)	7,949,000 (2.90%)	274,351,290
8.	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.	241,734,390 (88.11%)	32,616,900 (11.89%)	274,351,290
9.	To consider and approve the granting of a general mandate to the Board of Directors of the Company to issue Corporate Bonds in the PRC.	266,402,290 (97.10%)	7,949,000 (2.90%)	274,351,290

As more than one-half of the votes were cast in favor of each of the ordinary resolutions set out above, and more than two-thirds of the votes were cast in favor of each of the special resolutions set out above, all the ordinary and special resolutions proposed at the 2017 Annual General Meeting were duly passed at the 2017 Annual General Meeting.

As at the date of the 2017 Annual General Meeting, the Company had an aggregate of 412,220,000 Shares in issue, 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 and special resolutions proposed at the 2017 Annual General Meeting was 412,220,000 Shares.

There was no Share entitling the Shareholder to attend and abstain from voting in favour at the 2017 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 2017 Annual General Meeting. There were no restrictions on the Shareholders to cast votes on any proposed ordinary or special resolution at the 2017 Annual General Meeting.

The Shareholders and authorised proxies holding an aggregate of 274,351,290 Shares, representing approximately 66.55% of the total number of Shares of the Company, were present at the 2017 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 was as follows:

<b>SPECIAL RESOLUTION</b>		<b>Number of votes and approximate percentage of total number of votes cast</b>		<b>Total no. of votes cast (including abstained votes, if any)</b>
		For	Against	
1.	To grant the general mandate to the Board of Directors of the Company to repurchase H Shares and to approve the related matters set out in the Circular of the Annual General Meeting.	40,393,900 (83.56%)	7,949,000 (16.44%)	48,342,900

As more 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 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.

The H Shareholders and authorised proxies holding an aggregate of 48,342,900 H Shares, representing approximately 26.54% 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 was as follows:

<b>SPECIAL RESOLUTION</b>		<b>Number of votes and approximate percentage of total number of votes cast</b>		<b>Total no. of votes cast (including abstained votes, if any)</b>
		For	Against	
1.	To grant the general mandate to the Board of Directors of the Company to repurchase H Shares and to approve the related matters set out in the Circular of the Annual General Meeting.	226,008,390 (100%)	0 (0%)	226,008,390

As more than two-thirds of the votes were cast in favour of the above special resolution proposed at the Domestic Shares Class Meeting, the above special resolution was 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.

The Domestic Shareholders and authorised proxies holding an aggregate of 226,008,390 Domestic Shares, representing approximately 98.24% of the total number of Domestic Shares, 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 2017 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 2017**

The Board is pleased to notify the Shareholders the details of the payment of the final dividend for the year ended 31 December 2017 as follows:

The Company will pay final cash dividends of RMB0.06 per Share (tax inclusive) for the year ended 31 December 2017. 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, 7 June 2018, and is expected to be paid to the Shareholders on or before Saturday, 30 June 2018. The Company has appointed Bank of China (Hong Kong) Trustees Limited as the receiving agent in Hong Kong 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 25 May 2018, the date of convening the 2017 Annual General Meeting at which the final dividends is 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 25 May 2018 is RMB0.812504 to HK\$1.00. Accordingly, the amount of final dividend payable per H Share is approximately HK\$0.073846 (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 7 June 2018. Reference is made to the announcement of the Company dated 21 March 2018 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.

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

Beijing, the PRC  
25 May 2018

*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. Liu Yuejin; the non-executive directors are Mr. Wang Weilin 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*