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**北京城建设计发展集团股份有限公司**

BEIJING URBAN CONSTRUCTION DESIGN & DEVELOPMENT GROUP CO., LIMITED

**Beijing Urban Construction Design & Development Group Co., Limited**

**北京城建設計發展集團股份有限公司**

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

**(Stock Code: 1599)**

**POLL RESULTS OF THE  
THIRD EXTRAORDINARY GENERAL MEETING 2014  
HELD ON 13 NOVEMBER 2014;  
APPOINTMENT OF NON-EXECUTIVE DIRECTORS, INDEPENDENT  
NON-EXECUTIVE DIRECTOR AND MEMBER OF AUDIT COMMITTEE;  
AND RESIGNATION OF NON-EXECUTIVE DIRECTOR**

**POLL RESULTS OF THE THIRD EXTRAORDINARY GENERAL MEETING 2014**

The Board of Directors (the “**Board**”) of Beijing Urban Construction Design & Development Group Co., Limited (the “**Company**”) announces that at the Third Extraordinary General Meeting 2014 of the Company held at 5 Fuchengmen North Street, Xicheng District, Beijing, China at 10 a.m. on Thursday, 13 November 2014 (the “**EGM**”), all the proposed resolutions as set out in the notice of the EGM were duly passed by the shareholders of the Company by way of poll.

Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the circular of the Company dated 27 September 2014.

As at the date of the EGM, the number of shares in issue of the Company was 1,272,670,000 shares (of which 884,733,000 are domestic Shares and 387,937,000 are H Shares), which was the total number of Shares entitling the holders thereof to attend and vote on the resolutions at the EGM. There were no restrictions on any Shareholder to cast votes on any of the proposed resolutions at the EGM. There was no Share entitling the Shareholders to attend but required to abstain from voting on any resolutions at the EGM as set out in Rule 13.40 of the Hong Kong Listing Rules. No Shareholder was required under the Hong Kong Listing Rules to abstain from voting on the resolutions at the EGM. A total of 13 Shareholders of the Company and valid proxies holding an aggregate of 1,137,375,000 Shares with voting rights, representing approximately 89.37% of the total number of Shares in issue of the Company, entitling the holders thereof to vote at the meeting, were present at the EGM. The convening of the EGM was in accordance with the Company Law of the PRC and the articles of association of the Company. The EGM was chaired by Ms. Wang Liping.

The poll results of the resolutions at the EGM are as follows:

Ordinary Resolutions		Number of Votes (%)			Voting Results
		For	Against	Abstain	
1.	To consider and approve the resolution in relation to the proposed appointment of non-executive directors and independent non-executive director:				
	(i) To appoint Mr. Wang Hao as a non-executive Director	1,129,134,000 (99.275437%)	3,625,000 (0.318716%)	4,616,000 (0.405847%)	Passed
	(ii) To appoint Mr. Tang Shuchang as a non-executive Director	1,129,134,000 (99.275437%)	3,625,000 (0.318716%)	4,616,000 (0.405847%)	Passed
	(iii) To appoint Mr. Wang Dexing as an independent non-executive Director	1,132,759,000 (99.594153%)	0 (0%)	4,616,000 (0.405847%)	Passed
	(iv) To appoint Mr. Zhang Jie as a non-executive Director	1,129,134,000 (99.275437%)	8,241,000 (0.724563%)	0 (0%)	Passed
2.	To consider and approve the resolution in relation to the proposed formulation of standards for independent directors' and independent supervisors' fees	1,132,759,000 (99.594153%)	0 (0%)	4,616,000 (0.405847%)	Passed

Special Resolutions		Number of Votes (%)			Voting Results
		For	Against	Abstain	
3.	To consider and approve the resolution in relation to the proposed amendments to the Articles of Association	1,132,759,000 (99.594153%)	4,616,000 (0.405847%)	0 (0%)	Passed

As more than 50% of the votes from the Shareholders (including proxies) attending and having the rights to vote at the EGM were cast in favour of the resolutions numbered 1 and 2, resolutions numbered 1 and 2 were duly passed as ordinary resolutions of the Company. As not less than two-third of the votes from the Shareholders (including proxies) attending and having the rights to vote at the EGM were cast in favour of the resolution numbered 3, the resolution numbered 3 was duly passed as special resolutions of the Company. Please refer to the circular of the Company dated 27 September 2014 for details of the aforesaid resolutions.

The Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the EGM.

### **APPOINTMENT OF NON-EXECUTIVE DIRECTORS, INDEPENDENT NON-EXECUTIVE DIRECTOR AND MEMBER OF AUDIT COMMITTEE**

The Company announces that Mr. Wang Hao, Mr. Tang Shuchang and Mr. Zhang Jie were, respectively, appointed as non-executive director of the Company and Mr. Wang Dexing was appointed as independent non-executive director of the Company at the EGM. Please refer to the circular of the Company dated 27 September 2014 for the details of the biographies, terms of office and fees of Mr. Wang Hao, Mr. Tang Shuchang, Mr. Zhang Jie and Mr. Wang Dexing.

Reference is made to the announcement dated on 26 September 2014 in relation to the proposed change of director. As approved by the Board, the appointment of Mr. Zhang Jie as a member of the Audit Committee became effective on 13 November 2014.

The information in respect of each of Mr. Wang Hao, Mr. Tang Shuchang, Mr. Zhang Jie and Mr. Wang Dexing as disclosed in the circular of the Company dated 27 September 2014, remains unchanged as at the date of this announcement. There is no other information which is required to be disclosed pursuant to Rule 13.51(2) of the Hong Kong Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders.

### **RESIGNATION OF NON-EXECUTIVE DIRECTOR**

Reference is made to the announcement dated on 26 September 2014 in relation to the proposed change of director. Mr. Hao Weiya has tendered his resignation as a non-executive director and a member of the Audit Committee of the Company on 24 September 2014 due to change of job assignments. The resignation of Mr. Hao Weiya was effective on 13 November 2014.

By order of the Board  
**Beijing Urban Construction Design & Development Group Co., Limited**  
**Wang Liping**  
Chairman

Beijing, 13 November 2014

*As at the date of this announcement, the executive directors of the Company are Wang Hanjun and Li Guoqing; the non-executive directors of the Company are Wang Liping, Xu Jianyun, Chen Daihua, Wang Hao, Zhang Jie, Su Bin, Kong Lingbin and Tang Shuchang; and the independent non-executive directors of the Company are Zhang Fengchao, Wang Dexing, Yim Fung, Sun Maozhu and Liang Qinghuai.*