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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**

**北京城建设计发展集团股份有限公司**

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

**(Stock Code: 1599)**

**POLL RESULTS OF  
THE 2017 SECOND EXTRAORDINARY GENERAL MEETING  
AND  
H SHARES CLASS MEETING  
HELD ON 29 DECEMBER 2017**

The Board of Directors (the “**Board**”) of Beijing Urban Construction Design & Development Group Co., Limited (the “**Company**”) announces that at the 2017 Second Extraordinary General Meeting (the “**EGM**”) of the Company held at 2:00 p.m. on Friday, 29 December 2017 and the H Shares Class Meeting of the Company, all the proposed resolutions as set out in the notice of the EGM dated 11 November 2017 and the notice of H Shares Class Meeting dated 11 November 2017 were duly passed by the Shareholders by way of poll. The EGM and the H Shares Class Meeting were held at 501, Block D, Hengtai Center, No. 18 Fengtai North Road, Fengtai District, Beijing, the PRC.

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 7 December 2017.

As Mr. Wang Hanjun and Mr. Li Guoqing, both Directors, each holds 48,000 H Shares, representing 0.01% of the total issued H Shares and approximately 0.004% interest in the issued share capital of the Company, they were required to abstain from voting and did not vote on the resolutions proposed at the EGM and the H Shares Class Meeting. Save as mentioned above, there was no Shareholder who was required to abstain from casting votes on any of the resolutions proposed at the EGM and the H Shares Class Meeting. There were no Shares entitling the Shareholders to attend but required to abstain from voting on any resolutions at the EGM and the H Shares Class Meeting as set out in Rule 13.40 of the Hong Kong Listing Rules.

As at the date of the EGM and the H Shares Class Meeting:

- (i) the number of Shares in issue was 1,272,670,000 Shares (of which 884,733,000 were Domestic Shares and 387,937,000 were H Shares), which was the total number of Shares entitling the holders thereof to attend and vote on the resolutions at the EGM. A total of 9 Shareholders and valid proxies holding an aggregate of 1,051,176,095 Shares with voting rights, representing approximately 82.596124% of the total number of Shares in issue, entitling the holders thereof to vote at the meeting, were present at the EGM;
- (ii) the number of H Shares in issue was 387,937,000 Shares, which was the total number of H Shares entitling the holders thereof to attend and vote on the resolutions at the H Share Class Meeting. A total of 2 holders of H Shares and valid proxies holding an aggregate of 257,094,295 H Shares with voting rights, representing approximately 66.272177% of the total number of H Shares in issue, entitling the holders thereof to vote at the meeting, were present at the H Shares Class Meeting.

The convening of the EGM and the H Shares Class Meeting was in accordance with the Company Law of the PRC and the articles of association of the Company. The EGM was presided by Ms. Wang Liping, the Chairman of the Company. The H Shares Class Meeting was presided by Ms. Wang Liping, the Chairman of the Company.

## RESULTS OF THE 2017 SECOND EXTRAORDINARY GENERAL MEETING

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

Special Resolutions		Number of Votes (%)			Voting Results
		For	Against	Abstain	
1.	<p><b>“THAT</b></p> <p>(a) the proposed Key Employee Stock Ownership Scheme (“<b>KESOS</b>”) as set out in the July Announcement and the establishment of the general partnership enterprise to hold the domestic shares under the Non-public Issuance be and are hereby approved;</p> <p>(b) the details of the Non-Public Issuance as set out in the July Announcement be and are hereby approved:</p> <p>i. method of issuance, class and nominal value of the shares to be issued</p> <p>ii. subscriber</p> <p>iii. number of shares to be issued</p> <p>iv. price determination method</p> <p>v. lock-up period</p> <p>vi. validity period of the resolutions</p> <p>(c) the subscription of portions of the Key Employee Stock Ownership Scheme (“<b>KESOS Portions</b>”) by connected persons of the Company (the “<b>Connected Participant</b>”) in the manner described under the section headed “Connected Subscription” in the circular of the Company (the “<b>Connected Subscription</b>”), including but not limited to the allotment and issue of not more than 76,000,000 Domestic Shares (subject to the final number of KESOS Portions (and therefore the corresponding Domestic Shares) subscribed by the Connected Participants) to the Partnership Enterprise for the purposes of the Connected Subscriptions, and the transactions contemplated thereunder be and is hereby approved;</p>	<p>968,228,673</p> <p>92.109084%</p>	<p>82,947,422</p> <p>7.890916%</p>	<p>0</p> <p>0.000000%</p>	Passed

Special Resolutions		Number of Votes (%)			Voting Results
		For	Against	Abstain	
	(d) any executive director(s) of the Company be and are hereby authorised for and on behalf of the Company to sign, seal, execute and deliver all such documents and deeds, and do all such acts, matters and things as they may in their discretion consider necessary or desirable to implement and/or effect the transactions contemplated by the Key Employee Stock Ownership Scheme, the Partnership Enterprise Agreement, the Non-Public Issuance, the Connected Subscriptions and the amendment, variation or modification of the terms and conditions of the Key Employee Stock Ownership Scheme, the Partnership Enterprise Agreement, the Non-Public Issuance and the Connected Subscriptions on such terms and conditions as any executive director(s) of the Company may think fit.”				
2.	<p><b>“THAT</b></p> <p>to authorise the Board, and the Board will then delegate the authority to the executive director(s) or person designated by such director(s) to deal with matters in connection with KESOS. Such authorisation includes:</p> <p>(1) to authorise the Board to implement the KESOS by the way of Non-Public Issuance of Domestic Shares;</p> <p>(2) to authorise the Board to deal with change and termination of the KESOS, including but not limited to cancel the qualification of plan holder as agreed in this plan and early termination of the KESOS;</p> <p>(3) to authorise the Board to decide on the extension of the KESOS’s duration;</p> <p>(4) upon the consideration and approval of the KESOS by the general meeting, in the event of changes to the relevant laws, regulations and policies during the implementation period, to authorise the Board to make corresponding adjustments to the KESOS in accordance with the new policies;</p> <p>(5) to authorise the Board to handle all matters in relation to lock-up and unlock of acquired shares under the KESOS;</p> <p>(6) to authorise the Board to determine the detailed subscription standard for target participants under the KESOS;</p>	<p>968,228,673</p> <p>92.109084%</p>	<p>82,947,422</p> <p>7.890916%</p>	<p>0</p> <p>0.000000%</p>	Passed

Special Resolutions		Number of Votes (%)			Voting Results
		For	Against	Abstain	
(7)	to authorise the Board to handle all matters in relation to establishing the partnership;				
(8)	to authorise the Board to sign, execute, amend and terminate any agreement in relation to the domestic shares under Non-public Issuance and the KESOS;				
(9)	to authorise the Board to handle all the matters in relation to the non-public issuance of domestic shares, including but not limited to handling the registration of the non-public issuance of domestic shares in China Securities Depository and Clearing Co., Ltd.; to propose amendment to the relevant provisions of the Articles of Association and handle matters such as change in business registration according to the actual issuance results;				
(10)	to authorise the Board to handle other necessary matters needed for KESOS, except for those documents explicitly requiring the rights to be exercised by the general meeting;				
(11)	expiry term: the term authorized to the Board shall be consistent with the valid period of KESOS.”				

As not less than two-thirds 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, the resolutions numbered 1 and 2 were duly passed as special resolutions of the Company. Please refer to the circular of the Company dated 7 December 2017 for details of the aforesaid resolutions.

## RESULTS OF H SHARES CLASS MEETING

The poll results of the resolutions at the H Shares Class Meeting are as follows:

Special Resolutions		Number of Votes (%)			Voting Results
		For	Against	Abstain	
1.	<p><b>“THAT</b></p> <p>(a) the proposed Key Employee Stock Ownership Scheme (“<b>KESOS</b>”) as set out in the July Announcement and the establishment of the general partnership enterprise to hold the domestic shares under the Non-public Issuance be and are hereby approved;</p> <p>(b) the details of the Non-Public Issuance as set out in the July Announcement be and are hereby approved:</p> <p>i. method of issuance, class and nominal value of the shares to be issued</p> <p>ii. subscriber</p> <p>iii. number of shares to be issued</p> <p>iv. price determination method</p> <p>v. lock-up period</p> <p>vi. validity period of the resolutions</p> <p>(c) the subscription of portions of the Key Employee Stock Ownership Scheme (“<b>KESOS Portions</b>”) by connected persons of the Company (the “<b>Connected Participant</b>”) in the manner described under the section headed “Connected Subscription” in the circular of the Company (the “<b>Connected Subscription</b>”), including but not limited to the allotment and issue of not more than 76,000,000 Domestic Shares (subject to the final number of KESOS Portions (and therefore the corresponding Domestic Shares) subscribed by the Connected Participants) to the Partnership Enterprise for the purposes of the Connected Subscriptions, and the transactions contemplated thereunder be and is hereby approved;</p>	<p>172,666,873</p> <p>67.160912%</p>	<p>84,427,422</p> <p>32.839088%</p>	<p>0</p> <p>0.000000%</p>	Passed

Special Resolutions		Number of Votes (%)			Voting Results
		For	Against	Abstain	
	(d) any executive director(s) of the Company be and are hereby authorised for and on behalf of the Company to sign, seal, execute and deliver all such documents and deeds, and do all such acts, matters and things as they may in their discretion consider necessary or desirable to implement and/or effect the transactions contemplated by the Key Employee Stock Ownership Scheme, the Partnership Enterprise Agreement, the Non-Public Issuance, the Connected Subscriptions and the amendment, variation or modification of the terms and conditions of the Key Employee Stock Ownership Scheme, the Partnership Enterprise Agreement, the Non-Public Issuance and the Connected Subscriptions on such terms and conditions as any executive director(s) of the Company may think fit.”				
2.	<p><b>“THAT</b></p> <p>to authorise the Board, and the Board will then delegate the authority to the executive director(s) or person designated by such director(s) to deal with matters in connection with KESOS. Such authorisation includes:</p> <p>(1) to authorise the Board to implement the KESOS by the way of Non-Public Issuance of Domestic Shares;</p> <p>(2) to authorise the Board to deal with change and termination of the KESOS, including but not limited to cancel the qualification of plan holder as agreed in this plan and early termination of the KESOS;</p> <p>(3) to authorise the Board to decide on the extension of the KESOS’s duration;</p> <p>(4) upon the consideration and approval of the KESOS by the general meeting, in the event of changes to the relevant laws, regulations and policies during the implementation period, to authorise the Board to make corresponding adjustments to the KESOS in accordance with the new policies;</p> <p>(5) to authorise the Board to handle all matters in relation to lock-up and unlock of acquired shares under the KESOS;</p>	172,666,873 67.160912%	84,427,422 32.839088%	0 0.000000%	Passed

Special Resolutions		Number of Votes (%)			Voting Results
		For	Against	Abstain	
(6)	to authorise the Board to determine the detailed subscription standard for target participants under the KESOS;				
(7)	to authorise the Board to handle all matters in relation to establishing the partnership;				
(8)	to authorise the Board to sign, execute, amend and terminate any agreement in relation to the domestic shares under Non-public Issuance and the KESOS;				
(9)	to authorise the Board to handle all the matters in relation to the non-public issuance of domestic shares, including but not limited to handling the registration of the non-public issuance of domestic shares in China Securities Depository and Clearing Co., Ltd.; to propose amendment to the relevant provisions of the Articles of Association and handle matters such as change in business registration according to the actual issuance results;				
(10)	to authorise the Board to handle other necessary matters needed for KESOS, except for those documents explicitly requiring the rights to be exercised by the general meeting;				
(11)	expiry term: the term authorized to the Board shall be consistent with the valid period of KESOS.”				

As not less than two-thirds of the votes from the holders of H Shares (including proxies) attending and having the rights to vote at the H Shares Class Meeting were cast in favour of the resolutions numbered 1 and 2, the resolutions numbered 1 and 2 were duly passed as special resolutions of the Company. Please refer to the circular of the Company dated 7 December 2017 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 and the H Shares Class Meeting.

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

Beijing, 29 December 2017

*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, Guo Yanhong, Guan Jifa, Su Bin, Yan Lianyuan and Tang Shuchang; and the independent non-executive directors of the Company are Zhang Fengchao, Wang Dexing, Yim Fung, Sun Maozhu and Liang Qinghuai.*