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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 2017 ANNUAL GENERAL MEETING,  
THE FIRST DOMESTIC SHARES CLASS MEETING IN 2018  
AND THE FIRST H SHARES CLASS MEETING IN 2018  
HELD ON 29 MAY 2018**

The board of directors (the “**Board**”) of Beijing Urban Construction Design & Development Group Co., Limited (the “**Company**”) announces that at the 2017 Annual General Meeting (the “**AGM**”), the First Domestic Shares Class Meeting in 2018 (the “**Domestic Shares Class Meeting**”) and the First H Shares Class Meeting in 2018 (the “**H Shares Class Meeting**”) of the Company held at Conference Room 501, 5/F, Block D, Hengtai Center, No. 18 Fengtai North Road, Fengtai District, Beijing, the PRC at 2:30 p.m. on Tuesday, 29 May 2018, all the proposed resolutions as set out in the notice of the AGM, the notice of the Domestic Shares Class Meeting and the notice of the H Shares Class Meeting 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 13 April 2018.

There were no restrictions on any Shareholder to cast votes on any of the proposed resolutions at the AGM, the Domestic Shares Class Meeting 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 AGM, the Domestic Shares Class Meeting and the H Shares Class Meeting 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 AGM, the Domestic Shares Class Meeting and the H Shares Class Meeting. No Shareholder stated its intention in the circular to vote against the resolutions or to abstain from voting at the AGM, the Domestic Shares Class Meeting and the H Shares Class Meeting.



At the date of the AGM, the Domestic Shares Class Meeting and the H Shares Class Meeting:

- (i) As at the date of the AGM, the issued share capital of the Company was 1,348,670,000 Share (in which 960,733,000 shares were Domestic Shares and 387,937,000 shares were H Shares), which was the total number of Shares entitling the holders thereof to attend and vote on the resolutions proposed at the AGM. A total of 12 Shareholders and valid proxies holding an aggregate of 1,220,860,088 Shares with voting rights, representing approximately 90.523263% of the total number of issued Shares of the Company with voting rights, were present at the AGM;
- (ii) As at the date of the Domestic Shares Class Meeting, the number of issued Domestic Shares of the Company was 960,733,000 shares, which was the total number of Domestic Shares entitling the holders thereof to attend and vote on the resolutions proposed at the Domestic Shares Class Meeting. A total of nine Shareholders and valid proxies holding an aggregate of 960,733,000 Domestic Shares with voting rights, representing approximately 100.000000% of the total number of issued Domestic Shares of the Company with voting rights, were present at the Domestic Shares Class Meeting;
- (iii) As at the date of the H Shares Class Meeting, the number of issued H Shares of the Company was 387,937,000 shares, which was the total number of H Shares entitling the holders thereof to attend and vote on the resolutions proposed at the H Shares Class Meeting. A total of three Shareholders and valid proxies holding an aggregate of 245,087,862 H Shares with voting rights, representing approximately 63.177233% of the total number of issued H Shares of the Company with voting rights, were present at the H Shares Class Meeting;

The AGM, the Domestic Shares Class Meeting and the H Shares Class Meeting have been held pursuant to the requirements of the PRC Company Law and the Articles of Association of the Company. The AGM, the Domestic Shares Class Meeting and the H Shares Class Meeting were all chaired by Ms. Wang Liping, the Chairman of the Company.



## POLL RESULTS OF THE 2017 ANNUAL GENERAL MEETING

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

Special Resolutions		Number of Votes (%)			Voting Results
		For	Against	Abstain	
1.	To consider and approve the Issuance Plan of Application for the Initial Public Offering of A Shares and Listing;	1,220,310,088 Shares (99.954950%)	0 Share (0.000000%)	550,000 Shares (0.045050%)	Passed
2.	To consider and approve the Authorisation to the Board to Handle the Relevant Matters of the Application for Initial Public Offering of A Shares and Listing at its Absolute Discretion;	1,220,310,088 Shares (99.954950%)	0 Share (0.000000%)	550,000 Shares (0.045050%)	Passed
3.	To consider and approve the Price Stabilizing Plan within Three Years upon Initial Public Offering of A Shares and Listing;	1,220,310,088 Shares (99.954950%)	0 Share (0.000000%)	550,000 Shares (0.045050%)	Passed
4.	To consider and approve the Accumulated Profits Distribution Plan Prior to the Initial Public Offering of A Shares;	1,220,310,088 Shares (99.954950%)	0 Share (0.000000%)	550,000 Shares (0.045050%)	Passed
5.	To consider and approve the Relevant Undertaking Matters of Information Disclosure in the Prospectus of Initial Public Offering of A Shares and Listing;	1,220,310,088 Shares (99.954950%)	0 Share (0.000000%)	550,000 Shares (0.045050%)	Passed
6.	To consider and approve the Use of Proceeds of and Feasibility Analysis on Initial Public Offering of A Shares;	1,220,310,088 Shares (99.954950%)	0 Share (0.000000%)	550,000 Shares (0.045050%)	Passed
7.	To consider and approve the Remedial Measures on Dilution of Current Returns from Initial Public Offering of A Shares and Listing and Undertakings of Relevant Undertaking Entities;	1,220,310,088 Shares (99.954950%)	0 Share (0.000000%)	550,000 Shares (0.045050%)	Passed



Special Resolutions		Number of Votes (%)			Voting Results
		For	Against	Abstain	
8.	To consider and approve the Formulation of Applicable Articles of Association of Beijing Urban Construction Design & Development Group Co., Limited (draft) upon Initial Public Offering of A Shares and Listing;	1,220,310,088 Shares (99.954950%)	0 Share (0.000000%)	550,000 Shares (0.045050%)	Passed
9.	To consider and approve the Amendments to the Articles of Association of Beijing Urban Construction Design & Development Group Co., Limited;	1,220,310,088 Shares (99.954950%)	0 Share (0.000000%)	550,000 Shares (0.045050%)	Passed
10.	To consider and approve the Amendments to the Rules of Procedure for the Shareholders' General Meeting of Beijing Urban Construction Design & Development Group Co., Limited;	1,220,310,088 Shares (99.954950%)	0 Share (0.000000%)	550,000 Shares (0.045050%)	Passed
11.	To consider and approve the Amendments to the Rules of Procedure for the Board of Directors of Beijing Urban Construction Design & Development Group Co., Limited;	1,220,310,088 Shares (99.954950%)	0 Share (0.000000%)	550,000 Shares (0.045050%)	Passed
12.	To consider and approve the Amendments to the Rules of Procedure for the Board of Supervisors of Beijing Urban Construction Design & Development Group Co., Limited;	1,220,310,088 Shares (99.954950%)	0 Share (0.000000%)	550,000 Shares (0.045050%)	Passed
13.	To consider and approve the Resolution on Authorising the Board a General Mandate to Issue Additional Domestic Shares/H Shares;	1,125,294,506 Shares (92.172274%)	95,015,582 Shares (7.782676%)	550,000 Shares (0.045050%)	Passed



Ordinary Resolutions		Number of Votes (%)			Voting Results
		For	Against	Abstain	
14.	To consider and approve the Dividend Distribution Plan for the Three Years after Initial Public Offering of A Shares and Listing;	1,220,310,088 Shares (99.954950%)	0 Share (0.000000%)	550,000 Shares (0.045050%)	Passed
15.	To consider and approve the Engagement of Ernst & Young Hua Ming LLP as the Special Audit Institution of the Initial Public Offering of A Shares and Listing by Beijing Urban Construction Design & Development Group Co., Limited;	1,220,310,088 Shares (99.954950%)	0 Share (0.000000%)	550,000 Shares (0.045050%)	Passed
16.	To consider and approve the Report on Use of Previously Raised Proceeds of Beijing Urban Construction Design & Development Group Co., Limited;	1,220,310,088 Shares (99.954950%)	0 Share (0.000000%)	550,000 Shares (0.045050%)	Passed
17.	To consider and approve the 2017 Financial Accounts Report;	1,220,310,088 Shares (99.954950%)	0 Share (0.000000%)	550,000 Shares (0.045050%)	Passed
18.	To consider and approve the 2017 Audited Consolidated Financial Statement and Its Summary;	1,220,310,088 Shares (99.954950%)	0 Share (0.000000%)	550,000 Shares (0.045050%)	Passed
19.	To consider and approve the 2017 Profit Distribution Plan and Recommendation on Declaration of Dividend;	1,220,310,088 Shares (99.954950%)	0 Share (0.000000%)	550,000 Shares (0.045050%)	Passed
20.	To consider and approve the Re-appointment of Auditors for 2018 and Payment of Auditing Remuneration for 2017;	1,220,310,088 Shares (99.954950%)	0 Share (0.000000%)	550,000 Shares (0.045050%)	Passed
21.	To consider and approve the 2018 Investment Plan;	1,220,310,088 Shares (99.954950%)	0 Share (0.000000%)	550,000 Shares (0.045050%)	Passed
22.	To consider and approve the Report of the Board of Directors for 2017; and	1,220,310,088 Shares (99.954950%)	0 Share (0.000000%)	550,000 Shares (0.045050%)	Passed
23.	To consider and approve the Report of the Board of Supervisors for 2017.	1,220,310,088 Shares (99.954950%)	0 Share (0.000000%)	550,000 Shares (0.045050%)	Passed

As not less than two-third of the votes from the Shareholders (including proxies) attending and having the rights to vote at the AGM were cast in favour of the resolutions numbered 1 to 13, the resolutions numbered 1 to 13 were duly passed as special resolutions of the Company. As more than 50% of the votes from the Shareholders (including proxies) attending and having the rights to vote at the AGM were cast in favour of resolutions numbered 14 to 23, the resolutions numbered 14 to 23 were duly passed as ordinary resolutions of the Company.



Save as the above resolutions numbered 1 to 23, the Company has not received any proposal put forward by any Shareholders holding 3% or more of the Shares carrying voting rights of the Company.

## **POLL RESULTS OF THE FIRST DOMESTIC SHARES CLASS MEETING IN 2018**

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

Special Resolutions		Number of Votes (%)			Voting Results
		For	Against	Abstain	
1.	To consider and approve the Issuance Plan of Application for the Initial Public Offering of A Shares and Listing;	960,183,000 Shares (99.942752%)	0 Share (0.000000%)	550,000 Shares (0.057248%)	Passed
2.	To consider and approve the Authorisation to the Board to Handle the Relevant Matters of the Application for Initial Public Offering of A Shares and Listing at its Absolute Discretion;	960,183,000 Shares (99.942752%)	0 Share (0.000000%)	550,000 Shares (0.057248%)	Passed
3.	To consider and approve the Price Stabilizing Plan within Three Years upon Initial Public Offering of A Shares and Listing;	960,183,000 Shares (99.942752%)	0 Share (0.000000%)	550,000 Shares (0.057248%)	Passed
4.	To consider and approve the Accumulated Profits Distribution Plan Prior to the Initial Public Offering of A Shares; and	960,183,000 Shares (99.942752%)	0 Share (0.000000%)	550,000 Shares (0.057248%)	Passed
5.	To consider and approve the Relevant Undertaking Matters of Information Disclosure in the Prospectus of Initial Public Offering of A Shares and Listing.	960,183,000 Shares (99.942752%)	0 Share (0.000000%)	550,000 Shares (0.057248%)	Passed

As not less than two-third of the votes from the Shareholders (including proxies) attending and having the rights to vote at the Domestic Shares Class Meeting were cast in favour of resolutions numbered 1 to 5, resolutions numbered 1 to 5 were duly passed as special resolutions of the Company.

Save as the above resolutions numbered 1 to 5, the Company has not received any proposal put forward by any Domestic Shareholders holding 3% or more of the Domestic Shares carrying voting rights of the Company.



## POLL RESULTS OF THE FIRST H SHARES CLASS MEETING IN 2018

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.	To consider and approve the Issuance Plan of Application for the Initial Public Offering of A Shares and Listing;	245,087,862 Shares (100.000000%)	0 Share (0.000000%)	0 Share (0.000000%)	Passed
2.	To consider and approve the Authorisation to the Board to Handle the Relevant Matters of the Application for Initial Public Offering of A Shares and Listing at its Absolute Discretion;	245,087,862 Shares (100.000000%)	0 Share (0.000000%)	0 Share (0.000000%)	Passed
3.	To consider and approve the Price Stabilizing Plan within Three Years upon Initial Public Offering of A Shares and Listing;	245,087,862 Shares (100.000000%)	0 Share (0.000000%)	0 Share (0.000000%)	Passed
4.	To consider and approve the Accumulated Profits Distribution Plan Prior to the Initial Public Offering of A Shares; and	245,087,862 Shares (100.000000%)	0 Share (0.000000%)	0 Share (0.000000%)	Passed
5.	To consider and approve the Relevant Undertaking Matters of Information Disclosure in the Prospectus of Initial Public Offering of A Shares and Listing.	245,087,862 Shares (100.000000%)	0 Share (0.000000%)	0 Share (0.000000%)	Passed

As not less than two-third of the votes from the Shareholders (including proxies) attending and having the rights to vote at the H Shares Class Meeting were cast in favour of resolutions numbered 1 to 5, resolutions numbered 1 to 5 were duly passed as special resolutions of the Company.

Save as the above resolutions numbered 1 to 5, the Company has not received any proposal put forward by any H Shareholders holding 3% or more of the H Shares carrying voting rights of the Company.

The Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM, the Domestic Shares Class Meeting and the H Shares Class Meeting.



## DIVIDEND PAYMENT

The distribution of cash dividend for 2017 of RMB0.0994 per Share (tax inclusive) was approved at the AGM. Such dividend is expected to be distributed before 31 July 2018 to Domestic Shareholders and H Shareholders whose names appear on the register of members of the Company on 7 June 2018. Dividend payable to H Shareholders shall be paid in Hong Kong dollars. The amount to be paid in Hong Kong dollars will be converted based on the average closing exchange rate between RMB and Hong Kong dollars issued by the People's Bank of China for the five business days prior to the date of approving the declaration of dividends at the AGM held on 29 May 2018 (i.e. 1.00 Hong Kong dollar to RMB0.814158). As such, the dividend of every H Share of the Company is 0.122089 Hong Kong dollars (tax inclusive).

Pursuant to the Enterprise Income Tax Law of the PRC (《中國企業所得稅法》) and its implementing rules (hereinafter collectively referred to as the “EIT Law”), the tax rate of the enterprise income tax applicable to the income of non-resident enterprise deriving from the PRC is 10%. For this purpose, any H shares registered under the name of non-individual enterprise, including the H shares registered under the name of HKSCC Nominees Limited, other nominees or trustees, or other organizations or entities, shall be deemed as shares held by non-resident enterprise shareholders (as defined under the EIT Law). The Company will distribute the final dividend to non-resident enterprise shareholders subject to a deduction of 10% enterprise income tax withheld and paid by the Company on their behalf.

*Pursuant to the Notice on Issues Relating to Individual Income Tax after the Abolishment of Guo Shui Fa [1993] No. 045 (《關於國稅發[1993]045號文件廢止後有關個人所得稅徵管問題的通知》) published by the State Administration of Taxation, when overseas resident individual shareholders obtained dividend and/or bonus shares from the non-foreign invested enterprises incorporated in the PRC that issue shares in Hong Kong, the individual income tax is usually withheld at a uniform rate of 10%. The specific rate applied to overseas resident individual shareholders may be different according to his/her residential status and the tax treaties signed between the country of his/her residence and the PRC.*

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

Beijing, 29 May 2018

*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, 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.*