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)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The board of directors (the "**Board**") of Beijing Urban Construction Design & Development Group Co., Limited (the "**Company**") hereby announces that, at the meeting of the Board held on 30 July 2026, the Board considered and approved, among other things, the resolution in relation to the proposed amendments to the articles of association of the Company.

In order to further enhance the standardized operation of the Company, implement the requirements of the "two consistent principles", uphold and strengthen the overall leadership of the Party, improve the modern enterprise system with Chinese characteristics and enhance the mechanism for employee participation in corporate governance, in accordance with the Company Law of the People's Republic of China, the Securities Law of the People's Republic of China, the Guidelines for the Articles of Association of Listed Companies and other relevant requirements, taking into account the actual circumstances of the Company as a company listed in Hong Kong, and in compliance with the regulatory rules of the place where the shares of the Company are listed and the relevant requirements of the Guidelines on the Articles of Association of Subsidiaries of Beijing Urban Construction Group Co., Ltd. issued by Beijing Urban Construction Group Co., Ltd., the controlling shareholder of the Company, the Company proposes to amend the existing articles of association of the Company (the "**Existing Articles of Association**").

The details of the amendments to the Existing Articles of Association of the Company are as follows:

EXPLANATION ON THE AMENDMENTS TO THE EXISTING ARTICLES OF ASSOCIATION

Existing Articles	Amended Articles
CHAPTER I GENERAL PROVISIONS	**CHAPTER I GENERAL PROVISIONS**
Article 12. According to the Constitution of the People's Republic of China and other relevant laws, the Company exercises democratic management. The Company shall establish the trade union in accordance with the law, carry out trade union activities and safeguard the legal rights of employees. The Company shall provide necessary conditions for the activities of its trade union.	**Article 12.** According to the Constitution of the People's Republic of China and other relevant laws, the Company exercises democratic management. The Company shall establish the trade union in accordance with the law, carry out trade union activities and safeguard the legal rights of employees. The Company shall provide necessary conditions for the activities of its trade union. **The Company shall uphold and improve the system of directors serving as employee representatives and safeguard the right of employee representatives to participate in the corporate governance of the Company in an orderly manner.**
CHAPTER VIII SHAREHOLDERS' GENERAL MEETING	**CHAPTER VIII SHAREHOLDERS' GENERAL MEETING**
Article 56. The general meeting shall exercise the following functions and powers: (1) to elect and replace directors, and decide on the matters relating to the remuneration of the relevant directors; (2) to consider and approve the reports of the board of directors; (3) to consider and approve the Company's profit distribution plans and loss recovery plans; (4) to resolve on matters over the increase or reduction of the Company's registered capital; (5) to resolve on matters over the merger, division, dissolution or liquidation of the Company or change of the Company's form; (6) to resolve on the issue of bonds, other securities and listing of the Company;	**Article 56.** The general meeting shall exercise the following functions and powers: (1) to elect and replace directors **who do not serve as employee representatives**, and decide on the matters relating to the remuneration of the relevant directors; (2) to consider and approve the reports of the board of directors; (3) to consider and approve the Company's profit distribution plans and loss recovery plans; (4) to resolve on matters over the increase or reduction of the Company's registered capital; (5) to resolve on matters over the merger, division, dissolution or liquidation of the Company or change of the Company's form; (6) to resolve on the issue of bonds, other securities and listing of the Company;

Existing Articles	Amended Articles
(7) to resolve on the appointment, dismissal or non-reappointment of accounting firms;	(7) to resolve on the appointment, dismissal or non-reappointment of accounting firms;
(8) to resolve on purchase or disposal material assets or any guarantee made within a year, **and** the amount of which exceeds 30% of the latest audited total assets of the Company;	(8) to resolve on purchase or disposal **of** material assets or any guarantee made within a year, the amount of which exceeds 30% of the latest audited total assets of the Company;
(9) to resolve on the repurchase of Company' shares under the circumstances provided for in items (1) and (2) of Article 28 the Articles of Association;	(9) to resolve on the repurchase of **the** Company'**s** shares under the circumstances provided for in items (1) and (2) of Article 28 **of** the Articles of Association;
(10) to amend the Articles of Association;	(10) to amend the Articles of Association;
(11) to consider and review the resolution proposed by any shareholder who holds, alone or in aggregate, more than 1% of the shares with voting rights of the Company;	(11) to consider and review the resolution proposed by any shareholder who holds, alone or in aggregate, more than 1% of the shares with voting rights of the Company;
(12) to resolve on other matters which are required to be resolved at shareholders' meeting under the laws, administrative regulations, and the Articles of Association;	(12) to resolve on other matters which are required to be resolved at shareholders' meeting under the laws, administrative regulations, and the Articles of Association;
(13) to authorize **and** entrust the board of directors to handle any matters authorized **and** entrusted thereto.	(13) to authorize **or** entrust the board of directors to handle any matters authorized **or** entrusted thereto.

Existing Articles	Amended Articles
CHAPTER IX PARTY COMMITTEE	**CHAPTER IX PARTY COMMITTEE**
Article 84. The Company shall establish the committee of the Party of Beijing Urban Construction Design & Development Group Co., Limited (hereinafter referred to as the "Party Committee of the Company") **and** the commission for discipline inspection of the Party **of Beijing Urban Construction Design & Development Group Co., Limited** (hereinafter referred to as the "Commission for Discipline Inspection of the Company"). **The secretary of the Party Committee of the Company shall be assumed by a specialist.** **The number of positions of secretary, deputy secretary and committee members of the Party Committee of the Company and the Commission for Discipline Inspection of the Company shall be established in accordance with the reply given by the superior Party committee, and members for all positions shall be selected by election. During the adjournment of the Party representative congress, the superior Party committee may appoint the secretary, deputy secretary and members of the Party Committee of the Company and the secretary of the Commission for Discipline Inspection of the Company as necessary.**	**Article 84. In accordance with the Constitution of the Communist Party of China, the Regulations on the Work of Primary-level Organizations of State-owned Enterprises of the Communist Party of China (for Trial Implementation) and other requirements, and with the approval of the superior Party organization, the committee of the Communist Party of China** of Beijing Urban Construction Design & Development Group Co., Limited (hereinafter referred to as the "Party Committee of the Company") **shall be established. Meanwhile,** the commission for discipline inspection of the Party (hereinafter referred to as the "Commission for Discipline Inspection of the Company") **shall be established in accordance with the relevant requirements.** **The leadership team of the Party organization of the Company shall generally comprise five to nine members and shall not exceed 11 members, with one secretary of the Party Committee and one to two deputy secretaries of the Party Committee.** **The Party Committee of the Company shall be elected by the general meeting of Party members or the Party representative congress, and each term of office shall generally be five years. Upon expiry of its term of office, a new election shall be held on schedule. Each term of office of the Commission for Discipline Inspection of the Company shall be the same as that of the Party Committee.**

Existing Articles	Amended Articles
Article 85. The Party Committee of the Company is an organic composition of the corporate governance structure of the Company, insisting on the implementation and optimization of the leadership system of "Two-way Entry, Cross-Appointment". Eligible members of the **Party Committee of the Company may be considered and appointed as members of** the board of directors and the management through legal procedures**. Eligible members in** the board of directors and the management **who are members of the Party may be considered and appointed as members of** the Party Committee **of the Company** in accordance with relevant requirements and procedures.	**Article 85. The Company shall uphold and improve** the leadership system of "Two-way Entry, Cross-Appointment". Eligible members of the **leadership team of the Party Committee may enter** the board of directors and the management through legal procedures**, and eligible Party members among the members of** the board of directors and the management **may enter** the Party Committee in accordance with relevant requirements and procedures. **The secretary of the Party Committee and the chairman shall generally be served by the same person, and a general manager who is a Party member shall generally serve as a deputy secretary of the Party Committee. The Party Committee shall be equipped with a full-time deputy secretary specifically responsible for Party building, who shall generally enter the board of directors and shall not hold a position in the management.**
Article 87. The Party Committee of the Company shall uphold political leadership, ideological leadership and organizational leadership, and perform its duties in accordance with the Constitution and other internal rules of the Party: **(1) To ensure and supervise the thorough implementation of the guidelines and policies of the Party and the State as well as the decisions and deployment made by the superior Party committee throughout the Company.**	**Article 87. The Party Committee of the Company shall play a leadership role by setting the direction, managing the overall situation and ensuring implementation, and shall discuss and decide on major matters of the Company in accordance with the relevant requirements. Its principal duties shall be:** **(1) to strengthen the political development of the Party within the Company, uphold and implement the fundamental system, basic systems and important systems of socialism with Chinese characteristics, and educate and guide all Party members to maintain a high degree of consistency with the Central Committee of the Communist Party of China with Comrade Xi Jinping at its core in terms of political stance, political direction, political principles and political path;**

Existing Articles	Amended Articles
(2) To adhere to the principle of the Party exercising leadership over officials, the selection of operating managers by the board of directors, and the exercise of power as regards the right of officials' appointment by the operating managers in accordance with laws. The Party Committee of the Company shall recommend nominees to the board of directors or the general manager, or deliberate and give opinions on the candidates nominated by the board of directors or the general manager. The Party Committee of the Company, together with the board of directors, shall observe the proposed candidates and discuss jointly to provide opinions and suggestions thereon. To discharge duties of talents management of the Party and implement the strategy of prospering the enterprise by relying on talents. (3) To study and discuss stable reform and development, substantial operational and management issues of the Company as well as material issues related to the interests of our staff, and provide advice and recommendations in this regard. (4) To undertake the main responsibility of exercising strict self-governance of the Party in every respect, lead the Company's ideological and political work, united front work, spiritual civilization construction as well as corporate culture construction, and lead mass organizations such as the trade union and the Communist Youth League. Play a leading role in the construction of the Party conduct and of a clean and honest administration, and support the Commission for Discipline Inspection of the Company in fulfilling its responsibility of supervision in practice.	(2) to thoroughly study and implement Xi Jinping Thought on Socialism with Chinese Characteristics for a New Era, study and publicize the theories of the Party, implement the line, principles and policies of the Party, and supervise and ensure the implementation within the Company of the major decisions and arrangements of the Central Committee of the Communist Party of China and the resolutions of the superior Party organizations; (3) to study and discuss major operational and management matters of the Company and support the shareholders' general meeting, the board of directors and the management in exercising their functions and powers in accordance with the law; (4) to strengthen its leadership and scrutiny over the selection and appointment of personnel of the Company, and properly develop the leadership team, cadre team and talent team of the Company; (5) to discharge the principal responsibility of the Company for exercising strict self-governance of the Party in every respect, implement the principal responsibility of the Party Committee for the construction of a clean and honest administration, support and supervise the discipline inspection body in discharging its supervisory responsibilities, strengthen the development of a culture of integrity in the new era, integrate the culture of integrity into corporate governance, and promote the extension of responsibility for exercising strict self-governance of the Party in every respect to the primary level;

Existing Articles	Amended Articles
	(6) to strengthen the development of primary-level Party organizations and the team of Party members, and unite and lead employees to actively participate in the reform and development of the Company; **(7) to lead the ideological and political work, spiritual civilization construction and united front work of the Company, and lead mass organizations such as the trade union, the Communist Youth League and women's organizations of the Company;** **(8) to formulate a list of major matters in accordance with the relevant requirements. Major matters shall first be studied and discussed by the Party Committee before decisions are made by the board of directors and other bodies in accordance with their respective functions and powers and the prescribed procedures; and** **(9) to discuss and decide on other important matters falling within the scope of duties of the Party Committee.**

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<tr><th>Existing Articles</th><th>Amended Articles</th></tr>
<tr><td>CHAPTER X BOARD OF DIRECTORS</td><td>CHAPTER X BOARD OF DIRECTORS</td></tr>
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<tr><td>Article 88. Directors shall be elected at the shareholders' general meetings for a term of office of 3 years. Upon expiration of the term of office, a director is eligible for re-election and re-appointment.

The Company has appointed independent (non-executive) directors. Unless otherwise required in this section, the provisions relating to the qualifications and obligations of directors set out in Chapter XIII of the Articles of Association shall be applicable to independent (non-executive) directors. An independent non-executive director may serve his/her term of office continuously for a maximum of nine years. For any extension, the board of directors shall submit an independent resolution to the shareholders' general meeting for review and explain the reason for further extension.

The election and removal of the chairman and the vice-chairman shall be approved by more than half of all directors. The term of office of the chairman and the vice-chairman shall be three years and eligible for re-election and re-appointment upon expiry.

A director is not required to hold shares of the Company.

Functions and duties of independent (non-executive) directors of the board of directors of the Company include but is not limited to:

(1) to participate in the board of directors and provide independent opinions on matters concerning the Company's strategic decisions, appointment of senior management members and other decisions involving material interest of the Company;</td><td>Article 88. Directors who do not serve as employee representatives shall be elected at the shareholders' general meeting. Directors serving as employee representatives shall be democratically elected by the employees of the Company through the employee representative congress, the general meeting of employees or other forms, without being submitted to the shareholders' general meeting for consideration. Directors shall serve a term of office of 3 years. Upon expiration of the term of office, a director is eligible for re-election and re-appointment.

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Existing Articles	Amended Articles
(2) to demonstrate the leading and guiding role whenever there is potential conflict of interests such as where the Company is entering into connected transactions so as to fully protect the overall legitimate rights and interests of the Company and the shareholders; (3) to serve as a member of special committees such as the audit and risk committee, remuneration and review committee, nomination committee, strategic and investment committee of the board of directors when invited; and (4) to monitor whether or not the business performance of the Company has achieved its pre-set objectives and express opinions at relevant meetings.	(2) to demonstrate the leading and guiding role whenever there is potential conflict of interests such as where the Company is entering into connected transactions so as to fully protect the overall legitimate rights and interests of the Company and the shareholders; (3) to serve as a member of special committees such as the audit and risk committee, remuneration and review committee, nomination committee, strategic and investment committee of the board of directors when invited; and (4) to monitor whether or not the business performance of the Company has achieved its pre-set objectives and express opinions at relevant meetings.
Article 89. The nomination of candidates for directorship is generally put forward by the board of directors at the shareholders' general meeting of the Company in forms of resolution. Shareholders may nominate candidates for directorship as provided in this Articles of Association. The Company will disclose the profiles, reasons for election and attitudes of candidates on nomination in the notice of general meeting.	**Article 89. Candidates for directorship who do not serve as employee representatives are** generally put forward by the board of directors at the shareholders' general meeting of the Company in forms of resolution. Shareholders **of the Company** may nominate candidates for directorship **who do not serve as employee representatives** in accordance with the Articles of Association. **Directors serving as employee representatives shall be democratically elected by the employees of the Company through the employee representative congress, the general meeting of employees or other forms in accordance with the Articles of Association.** The Company will disclose the profiles, reasons for election and attitudes of candidates on nomination in the notice of general meeting.

Existing Articles	Amended Articles
Article 90. Directors may tender resignation prior to the expiry of the term of office. The resigning director shall submit to the Board a written resignation. If the number of directors fall below the statutory requirement on the quorum of directors of the Company when a director resigns, the notice of resignation of the resigning director will only become effective until a new director is appointed to fill the vacancy. The remaining directors of the board of directors shall convene an extraordinary general meeting to elect a new director to fill the vacancy as soon as possible**. The term of appointment of the newly elected director or any director appointed so as to increase the number** of directors will be effective from the date of appointment to the next annual general meeting of the Company and such director will then be eligible for re-election. Save for the foregoing, resignation report of directors shall become effective upon being delivered to the board of directors.	**Article 90.** Directors may tender resignation prior to the expiry of the term of office. The resigning director shall submit to the Board a written resignation. If the number of directors **falls** below the statutory requirement on the quorum of directors of the Company when a director resigns, the notice of resignation of the resigning director will only become effective until a new director is appointed to fill the vacancy **arising from his/her resignation**. **Where a vacancy arises in respect of a director who does not serve as an employee representative, the** remaining directors of the board of directors shall convene an extraordinary general meeting to elect a new director to fill the vacancy as soon as possible**; where a vacancy arises in respect of a director serving as an employee representative, a by-election shall be conducted democratically by the employees of the Company through the employee representative congress, the general meeting of employees or other forms in accordance with the Articles of Association. The term of appointment of any person appointed by the board of directors as a director to fill a casual vacancy on the board of directors or as an addition to the board** of directors will be effective from the date of appointment to the next annual general meeting of the Company and such director will then be eligible for re-election. Save for the foregoing, resignation report of directors shall become effective upon being delivered to the board of directors.

Existing Articles	Amended Articles
Article 91. Any director who leaves his/her office without authorization prior to the expiration of his/her term of office, thereby incurring a loss to the Company, shall be liable for compensation of such loss. The shareholders' general meeting may, by way of an ordinary resolution, release any director from his/her duties before expiration of his/her term of office, subject to provisions of the relevant laws and administrative regulations and without prejudice to any potential claim which may be made under any contract. If any director fails to attend in person or entrust other directors as his representative to attend meetings of the board of directors for two consecutive times, such director shall be deemed to have failed to perform his duties**, and** the board of directors may propose to replace such director at the general meeting.	**Article 91.** Any director who leaves his/her office without authorization prior to the expiration of his/her term of office, thereby incurring a loss to the Company, shall be liable for compensation of such loss. The shareholders' general meeting may, by way of an ordinary resolution, release any director **who does not serve as an employee representative** from his/her duties before expiration of his/her term of office, subject to provisions of the relevant laws and administrative regulations and without prejudice to any potential claim which may be made under any contract. **The removal or replacement of a director serving as an employee representative shall be handled in accordance with the relevant democratic election procedures of the employees of the Company.** If any director fails to attend in person or entrust other directors as his representative to attend meetings of the board of directors for two consecutive times, such director shall be deemed to have failed to perform his duties**. In respect of a director who does not serve as an employee representative,** the board of directors may propose to replace such director at the general meeting. **In respect of a director serving as an employee representative, the matter shall be handled in accordance with the relevant democratic election procedures of the employees of the Company.**

Existing Articles	Amended Articles
Section II. Board of Directors	**Section II. Board of Directors**
Article 93. Under the premise of compliance with the applicable requirements of the relevant listing rules of the stock exchanges where the Company's shares are listed from time to time, the Company shall have a board of 7 to 15 directors with one chairman and **one vice-chairman**. The number of independent non-executive directors shall not be less than 3 and not less than one-third of all directors.	**Article 93.** Under the premise of compliance with the applicable requirements of the relevant listing rules of the stock exchanges where the Company's shares are listed from time to time, the Company shall have a board of 7 to 15 directors with one chairman and **may have a vice-chairman as necessary**. The number of independent non-executive directors shall not be less than 3 and not less than one-third of all directors. **Directors may concurrently serve as members of senior management, provided that the aggregate number of directors concurrently serving as members of senior management and directors serving as employee representatives shall not exceed half of the total number of directors of the Company. A director serving as an employee representative may serve as a member of the audit and risk committee.**
CHAPTER XII GENERAL MANAGER	**CHAPTER XII GENERAL MANAGER**
Article 110. The Company shall have one general manager who shall be appointed or dismissed by the board of directors, and several deputy general managers who shall be nominated by the general manager and appointed and dismissed by the board of directors. A director may also act as the general manager, deputy general manager and other members of senior management. The board of directors may determine the board members to act as the general manager and other senior management members concurrently but the total number of directors who act as the general manager and other senior management members concurrently shall not account for more than half of the **members of the board of directors**.	**Article 110.** The Company shall have one general manager who shall be appointed or dismissed by the board of directors, and several deputy general managers who shall be nominated by the general manager and appointed and dismissed by the board of directors. A director may also act as the general manager, deputy general manager and other members of senior management. The board of directors may determine the board members to act as the general manager and other senior management members concurrently but the total number of directors who act as the general manager and other senior management members **and directors serving as employee representatives** concurrently shall not account for more than half of the **total number of directors of the Company**.

The Board considers that the proposed amendments are in the interests of the Company and its shareholders as a whole. The Company is of the view that the proposed amendments are in compliance with the latest laws and rules applicable to the Company.

The above proposed amendments are subject to consideration at the general meeting of the Company by way of special resolution. A circular containing details of the proposed amendments, together with a notice of the general meeting, will be published in due course. The amendments to the Existing Articles of Association will become effective from the date of passing the relevant resolution at the general meeting. Prior to the passing of the relevant resolution at the general meeting, the Existing Articles of Association shall remain valid.

By order of the Board
Beijing Urban Construction Design & Development Group Co., Limited
Xia Xiujiang
Chairman

Beijing, 30 July 2026

As at the date of this announcement, the executive director of the Company is Xia Xiujiang; the non-executive directors of the Company are Zhang Pengchao, Peng Dongdong, Li Fei, Li Bing and Tang Qimeng; and the independent non-executive directors of the Company are Wang Guofeng, Xia Peng, Frank Chan Fan and Tian Aicheng.