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**CQME**

**Chongqing Machinery & Electric Co., Ltd.\***

**重慶機電股份有限公司**

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

*(Stock Code: 02722)*

## **APPOINTMENT OF DIRECTORS AND SUPERVISORS**

Reference is made to the circular of Chongqing Machinery & Electric Co., Ltd.\* (the “**Company**”) dated 6 June 2019 (the “**Circular**”) in relation to, inter alia, the re-election of Directors and continuous appointment of independent non-executive Director who has served more than nine years and re-election of Supervisors. Unless the announcement requires otherwise, capitalised terms used herein shall bear the same meanings as defined in the Circular.

The Board of the Company hereby announces that the appointment of Mr. Wang Yuxiang, Ms. Chen Ping and Mr. Yang Quan as executive Directors, Mr. Huang Yong, Mr. Zhang Yongchao, Mr. Dou Bo and Mr. Wang Pengcheng as non-executive Directors, and Mr. Lo Wah Wai, Mr. Ren Xiaochang, Mr. Jin Jingyu and Mr. Liu Wei as independent non-executive Directors has been approved at the AGM.

The appointment of Mr. Sun Wenguang, Ms. Wu Yi and Mr. Wang Haibing as Supervisors has been approved at the AGM. According to Article 125 of the Articles: “appointment and removal of supervisors as staff representatives shall be subject to election at the staff representative meetings, staff meetings or by other democratic ways”. The Company convened a staff meeting on 25 June 2019 at which Mr. Xia Hua and Mr. Li Fangzhong were elected as the staff Supervisors. The appointment of Mr. Xia Hua and Mr. Li Fangzhong is not subject to approval by the Shareholders at the AGM.

The Board will determine the remuneration of Directors and Supervisors by reference to the remuneration standards for Directors as approved at the AGM, the remuneration standards for Supervisors as approved at the AGM as well as other terms and conditions as the Board shall think appropriate.

\* *For identification purposes only*

## **BIOGRAPHIES OF DIRECTORS AND SUPERVISORS:**

### **Executive Directors**

**Mr. Wang Yuxiang** (王玉祥), aged 57, has served as the Chairman, executive Director, chairman of the nomination committee and strategic committee of the Company since 18 June 2013. He joined the Parent Group and served as the chairman and Party Committee secretary since April 2013, and has also served as a director and chairman of Chongqing Machinery and Electronics Holding (Group) Finance Co., Ltd. since August 2013. Mr. Wang has over 30 years of experience in business and regional economic management. Mr. Wang served as the deputy director and a member of the Party Committee of Chongqing State-owned Assets Supervision and Administration Commission from June 2009 to April 2013 (and concurrently served as the Party Committee secretary of Chongqing Consultation Research Institute (重慶市諮詢研究院) from November 2011 to April 2013), the deputy director and a member of the Party Group of Chongqing Economic and Information Technology Commission (重慶市經濟和信息化委員會) from March 2009 to June 2009, the deputy director and a member of the Party Group of Chongqing Economic Commission (重慶市經濟委員會) from April 2004 to March 2009 (during which he was delegated by three ministries and commissions including the Organization Department of the CPC Central Committee to take a temporary post as the deputy director of the Marketing Department of China Southern Power Grid from March to October 2006), the secretary of the Disciplinary Inspection Committee of China National Erzhong Group Co. from July 2000 to April 2004 (and concurrently served as the Party Committee secretary of Deyang Heavy Industry Park (德陽重工園區) from November 2000 to April 2004 and took a temporary post as the deputy secretary of Enterprise Work Committee of Chongqing Municipal Party Committee and the deputy secretary of the Communist Party Committee of SASAC of Chongqing City successively), the secretary of the Communist Youth League, vice-section level inspector and section level inspector of the Disciplinary Inspection Committee, Party branch secretary of heavy machinery workshop, office director, deputy plant manager, general Party branch secretary and plant manager of the Heavy Machinery Branch Factory (重機分廠) of China National Erzhong Group Co. from November 1984 to July 2000, and a worker of No. 3 metal workshop and an officer of the Communist Youth League of China National Erzhong Factory (中國第二重型機械廠) from December 1979 to November 1984. Mr. Wang is a senior economist, a senior political scientist, and the Executive Vice President of the Second Council of Chongqing Enterprises Confederation (重慶市企業聯合會), Chongqing Entrepreneurs Association (重慶市企業家協會) and Chongqing Federation of Industrial Economics (重慶市工業經濟聯合會). He is also a member of the Leading Group Office for the Development of Creative Industries in Chongqing (重慶市創意產業發展領導小組辦公室), and a director of the Fourth Council of China Machinery Industry Federation (中國機械工業聯合會). Mr. Wang graduated from Sichuan Cadre Correspondence School (四川幹部函授學院) with an associate degree in Party policy in September 1988, the correspondence course of economic management of the Party School of Sichuan Provincial Committee in December 1995, the program of Master of Business Administration (MBA) of Chongqing University in December 1999 and the program of EMBA in Xiamen University in December 2011. He graduated from the Class of Chongqing Enterprise Leaders of Tsinghua University (one-year term) in December 2013.

**Ms. Chen Ping** (陳萍), aged 56, is the general manager of the Company. She has served as the chairman (legal representative) of Chongqing Cummins Engine Co., Ltd. since July 2016, and has also served as a director and vice chairman of Chongqing Machinery and Electronics Holding (Group) Finance Co., Ltd. since July 2016. Ms. Chen engages in merger and reorganization of enterprises, equity investment, capital operations and other works, gaining extended experience in corporate management. She was the vice president and a member of the Party Committee of Chongqing Machinery and Electronic Holding (Group) Co., Ltd. from February 2004 to May 2016. She is the chairman of Chongqing Machinery and Electronic Holding Group Xinbo Investment Management Co., Ltd. (重慶機電控股集團信博投資管理有限公司) from January 2016 until now, the chairman of Chongqing Hi-tech Red Horse Capital Management Limited (重慶高新創投紅馬資本管理有限公司) from May 2015 until now. She has been the executive director (legal representative) of Chongqing Machinery and Electronic Holding Group Assets Management Co., Ltd. (重慶機電控股集團資產管理有限公司) from July 2009 to October 2014. She served as the assistant to the president of Chongqing Light Textile Holding (Group) Co., Ltd. and the manager of Chongqing Super Excellence Co., Ltd. from December 2002 to February 2004, a manager of assets operation department in Chongqing Light Textile Holding (Group) Co., Ltd. from March 2001 to December 2002, the deputy manager of assets operation department of Chongqing Light Textile Holding (Group) Co., Ltd. and president of Chongqing Longhua Printing Co., Ltd. (重慶龍華印務有限公司) from August 2000 to March 2001, the deputy section officer, section officer and assistant researcher of the enterprise management department of Chongqing Light Industry Bureau from October 1983 to August 2000. Ms. Chen is a senior economist with a Bachelor of Science after graduating with a major in biology from Yuzhou University in August 1983 and obtained a postgraduate degree in business administration from Chongqing Master College of Business Administration (重慶工商管理碩士學院) in July 2001 and a master degree in EMBA (Executive Master of Business Administration) from the school of business and economics of Chongqing University in December 2013.

**Mr. Yang Quan** (楊泉), aged 54, the executive Director and vice general manager of the Company, has served as a vice general manager of the Company since May 2012, and an executive director of the Company since December 2012. He concurrently serves as a director of Chongqing Shengong Machinery Manufacture Co., Ltd. since February 2018. He has been a director of Chongqing Youyan Smelting New Material Co., Ltd. (重慶有研重冶新材料有限公司) from July 2014 to October 2018. He concurrently serves as a director of Chongqing Hongyan Fangda Automotive Suspension Co., Ltd. (重慶紅巖方大汽車懸架有限公司) from June 2013 up to now and a director of Precision Technology Investment and Development Co., Ltd. (精密技術投資發展有限公司) from April 2012 up to now, a director of Chongqing Gas Compressor Factory Co., Ltd. (重慶氣體壓縮機廠有限責任公司) from December 2011 to February 2018, and an executive director and general manager of Chongqing Shengpu Materials Co., Ltd. (重慶盛普物資有限公司) from December 2011 up to now. Mr. Yang has over 20 years of experience in enterprise management, once served as the manager of the business management department and assistant to general manager of the Company from August 2007 to May 2012, the head of the economic operation department and head of the business management department of the securities work steering team of Chongqing Machinery and Electronics Holding (Group) Co., Ltd. (重慶機電控股(集團)公司) from March 2004 to August 2007, the party branch secretary of the foundry workshop, deputy director of the “five-initiative”

reform office, secretary and deputy director of the hot plate workshop, chief of the equipment division, managing factory director, and chief economist of Chongqing No. 2 Machine Tools Factory (重慶第二機床廠) from July 1987 to March 2004. Mr. Yang is an engineer, graduated from the College of Mechanical Engineering of Sichuan University with a bachelor's degree in foundry in July 1987, and studied for EMBA in Xiamen University from November 2011 to June 2013.

Save as disclosed above, Mr. Wang Yuxiang, Ms. Chen Ping and Mr. Yang Quan did not hold any directorships in any other listed companies or any other major appointments and qualifications in the last three years. Other than the directorship in the Company and various subsidiaries of the Company, Mr. Wang Yuxiang, Ms. Chen Ping and Mr. Yang Quan do not hold other positions in the Company or other members of the Group.

Save as disclosed above, Mr. Wang Yuxiang, Ms. Chen Ping and Mr. Yang Quan do not have any relationship with any Directors, senior management or substantial or controlling Shareholders of the Company nor had any of them any interests in the Shares of the Company within the meaning of Part XV of the SFO as at the Latest Practicable Date. As at the Latest Practicable Date, Mr. Wang Yuxiang, Ms. Chen Ping and Mr. Yang Quan do not hold any Shares of the Company.

Pursuant to the service agreement between the Group and each of Mr. Wang Yuxiang, Ms. Chen Ping and Mr. Yang Quan,

- (a) the appointment of Mr. Wang Yuxiang, Ms. Chen Ping and Mr. Yang Quan as executive Directors is for a fixed term of three years commencing from date of the AGM, subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles; and
- (b) the remuneration of Mr. Wang Yuxiang, Ms. Chen Ping and Mr. Yang Quan, would be fixed with reference to their respective duties and responsibilities with the Company as well as by reference to the remuneration standards for Directors as approved at the AGM.

The Board is not aware of any other matters in relation to the appointment of Mr. Wang Yuxiang, Ms. Chen Ping and Mr. Yang Quan as executive Directors that need to be brought to the attention of the Shareholders, nor is there any information that needs to be disclosed by the Company pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

### **Non-executive Directors**

**Mr. Huang Yong** (黃勇), aged 56, joined the Parent Group in July 1984. Since July 2007, he has been a non-executive Director of the Company. Mr. Huang has been a director and the general manager of the Parent Company since 2004 to now. Since January 2011 to now, Mr. Huang has concurrently served as the chairman of Chongqing General Aviation Industry Group Co., Ltd. (重慶通用航空產業集團有限公司). He has also served as a director of Chongqing Jin Tong Scrap Car Recycling (Group) Co., Ltd. (重慶市金通報廢汽車回收處理(集團)有限公司) since March 2014 to now. Mr. Huang has over 20 years of experience in the automobile industry. Since January 2013 to

June 2016, he has concurrently served as the chairman of Enstrom Helicopter Corporation (美國恩斯特龍直升機公司). He was the general manager of Chongqing General Aviation Industry Group Co., Ltd. (重慶通用航空產業集團有限公司) from January 2011 to May 2013 and the vice chairman and general manager of Chongqing Hongyan Motor Co., Ltd from 2003 to 2004. From 2000 to 2004, Mr. Huang was the general manager and thereafter the chairman of Chongqing Heavy Vehicle Group Co., Ltd. From 1984 to 2000, he worked in Sichuan Automobile Manufacturing Plant, and from 1996 to 2000, he served as the deputy plant manager in Sichuan Automobile Manufacturing Plant. Mr. Huang is a senior engineer and a tutor of postgraduate students of Chongqing University of Technology. He graduated from Hunan University with a bachelor's degree in automobile manufacturing in 1984 and obtained his master's degree in engineering from Chongqing University in 2000.

**Mr. Zhang Yongchao** (張永超), aged 41, has served as employee supervisor and director of asset business department of Chongqing Yufu Assets Management Group Co., Ltd., chairman and secretary of Party branch of Chongqing Guodi Asset Management Co., Ltd(重慶國地資產經營管理有限公司) since July 2018. He served as the director of Risk Compliance Department of Chongqing Yufu Assets Management Group Co., Ltd. from August 2017 to July 2018 and an employee supervisor of Yufu Group since December 2017. He served as Party Secretary of the Justice Bureau of Banan District, Chongqing from September 2016 to August 2017. He served as deputy director of the Office, member of the Party Committee and the head of the Legislative Affairs Office of the People's Government of Banan District, Chongqing from January 2013 to September 2016. He served as the staff member of the Development Research Department, the assistant director of the Development Research Department and temporary principal and deputy director of the Office of the Board of Supervisors (Legal Affairs Department and Audit Department) from September 2003 to January 2013. He studied at the Graduate School of Business Administration of the School of Economics and Business Administration of Chongqing University from September 2005 to June 2008 and obtained a master's degree in business administration. From September 2001 to January 2008, he studied at the Civil and Commercial Law School of Southwest University of Political Science and Law and obtained a master's degree in law. From October 2002 to October 2004, he studied and graduated at postgraduate course of law at Southwest University of Political Science and Law. From July 2006 to July 2007, he was appointed as deputy secretary of the Party Committee of Xianzhen Town, Wulong County, Chongqing. From July 2001 to September 2003, he served as a cadre at the Policy and Regulation Division of the Land Remediation and Reserve Center of the Chongqing Municipal Bureau of Land Resources and Housing, and subsequently served as a officer in August 2002. He studied international trade at Department of Economics at the Southwest University of Political Science and Law from September 1997 to July 2001 and obtained a bachelor's degree in economics. He also majored in law and obtained a bachelor's degree in law.

**Mr. Dou Bo** (竇波), aged 49, has more than 20 years of financial management experience. Mr. Dou has served as secretary of the board of Chongqing Construction Engineering Group Co., Ltd. (重慶建工集團股份有限公司) (stock code: 600939.SH) from April 2013 to now. He is concurrently the deputy chief economist and the officer of security department of Chongqing Construction Engineering Group Co., Ltd. from June 2017. He has been the securities general manager of Chongqing Construction Engineering Group Co., Ltd. (重慶建工集團股份有限公司) from February 2011 to June 2017, and has been the general manager of financial assets department of Chongqing Construction

Engineering Group Co., Ltd. (重慶建工集團股份有限公司) from March 2008 to February 2011 during which he received his Master's degree in Business Administration in Chongqing University from March 2005 to December 2009. He was the chief financial officer of Chongqing Second Construction Co., Ltd. (重慶第二建設有限公司) from March 2007 to March 2008, the chief accountant of Chongqing Second Construction Co., Ltd. (重慶第二建設有限公司) from March 2003 to March 2007, the deputy chief accountant of Chongqing Second Construction Co., Ltd. (重慶第二建設有限公司) from July 2002 to March 2003 and the deputy director of finance department of Chongqing Second Construction Engineering Company (重慶第二建築工程公司) from July 1996 to July 2002 during which he graduated from accounting profession of Chongqing University in December 2001 through self-learning. From October 1988 to July 1996, he was appointed as cashier, accountant and financial officer of finance section in the fourth branch of Chongqing Construction Engineering Company (重慶第二建築工程公司四分公司). He graduated with the major in infrastructure finance in Chongqing Radio and Television University (重慶廣播電視大學) from September 1986 to July 1988.

**Mr. Wang Pengcheng** (王鵬程), aged 51, has an MBA degree at Chongqing University. He has served as the deputy general manager of the Chongqing office of China Huarong Asset Management Co., Ltd. from August 2012 up to now and a director of Chongqing Construction Engineering Group Co., Ltd. (重慶建工集團股份有限公司) (stock code: 600939. SH) from May 2010 up to now, and held the following positions at the Chongqing office of China Huarong Asset Management Co., Ltd.: assistant general manager from November 2010 to July 2012; senior manager of the Innovation Business Department and the Risk Compliance Department from January 2010 to November 2010; senior manager of the Operational Management Department from February 2008 to January 2010; senior manager of the General Department from July 2007 to February 2008; senior deputy manager (in charge) of the General Department from September 2006 to July 2007; senior deputy manager of the General Department from July 2000 to August 2006; and office team leader of the preparation panel from January 2000 to June 2000. He held the following positions at Chongqing branch of Industrial and Commercial Bank of China: deputy chief of organization division of Organization Department (in charge) from September 1997 to December 2000; staff member and deputy chief of the general, cadres deployment, technical cadres management, and cadres management sections of the Personnel Division from September 1992 to August 1997; and guardian, cashier, clerk, accountant, and personnel director of Hongqiezixi sub-branch (紅茄子溪分理處) from June 1990 to August 1992.

Save as disclosed above, Mr. Huang Yong, Mr. Zhang Yongchao, Mr. Dou Bo and Mr. Wang Pengcheng did not hold any directorships in any other listed companies or any other major appointments and qualifications in the last three years. Other than the directorship in the Company and various subsidiaries of the Company, Mr. Huang Yong, Mr. Zhang Yongchao, Mr. Dou Bo and Mr. Wang Pengcheng do not hold other positions in the Company or other members of the Group.

Save as disclosed above, Mr. Huang Yong, Mr. Zhang Yongchao, Mr. Dou Bo and Mr. Wang Pengcheng do not have any relationship with any Directors, senior management or substantial or controlling Shareholders of the Company nor had any of them any interests in the Shares of the

Company within the meaning of Part XV of the SFO as at the Latest Practicable Date. As at the Latest Practicable Date, Mr. Huang Yong, Mr. Zhang Yongchao, Mr. Dou Bo and Mr. Wang Pengcheng do not hold Shares of the Company.

Pursuant to the service agreement between the Group and each of Mr. Huang Yong, Mr. Zhang Yongchao, Mr. Dou Bo and Mr. Wang Pengcheng,

- (a) the appointment of Mr. Huang Yong, Mr. Zhang Yongchao, Mr. Dou Bo and Mr. Wang Pengcheng as non-executive Directors is for a fixed term of three years commencing from the date of the AGM, subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles; and
- (b) the remuneration of Mr. Huang Yong, Mr. Zhang Yongchao, Mr. Dou Bo and Mr. Wang Pengcheng, would be fixed with reference to their respective duties and responsibilities with the Company as well as by reference to the remuneration standards for Directors as approved at the AGM.

The Board is not aware of any other matters in relation to the appointment of Mr. Huang Yong, Mr. Zhang Yongchao, Mr. Dou Bo and Mr. Wang Pengcheng as non-executive Directors that need to be brought to the attention of the Shareholders, nor is there any information that needs to be disclosed by the Company pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

### **Independent Non-executive Directors**

**Mr. Lo Wah Wai** (盧華威), aged 55, joined our Company in January 2008 and has been an independent non-executive Director of the Company and the chairman of the Company's audit and risk management committee since January 2008. He had more than eight years of experience in auditing and business consulting services in an international accounting firm, two years of which were spent in the United States. Mr. Lo was an independent non-executive director of Far East Pharmaceutical Technology Limited, a company listed on the Main Board of Stock Exchange (stock code: 399.HK) in September 2004. A petition was filed on 15 September 2004 to wind up Far East Pharmaceutical Technology Limited in respect of the default of a syndicated bank loan and since then, liquidators have been appointed. Mr. Lo was not involved in the arrangement of the syndicated bank loan and his appointment was made after the said default had occurred. Mr. Lo is currently the chairman of the board of directors of BMI Group. Mr. Lo is also an independent non-executive director of Tenfu (Cayman) Holdings Company Limited (stock code: 6868.HK). He is a practising member of the Hong Kong Institute of Certified Public Accountants and a member of the American Institute of Certified Public Accountants. Mr. Lo graduated from The Chinese University of Hong Kong with a bachelor's degree in business administration in 1986 and New Jersey Institute of Technology, the U.S., with a master's degree in science in 1992.

**Mr. Ren Xiaochang** (任曉常), aged 62, joined the Company in July 2007 and has been an independent non-executive Director of the Company and the chairman of our remuneration committee since then. Mr. Ren has over 30 years of experience in the automobile industry. Mr. Ren has been

with Chongqing Research Institute of Automobile (renamed as China Automotive Engineering Research Institute Co., Ltd. (stock code: 601965.SH)) since January 1982 to December 2016 and had served as the deputy director of Car Design Department, vice chief, chief, the vice chairman, general manager (superintendent), deputy secretary to the Party Committee, and chairman of the company. He is in charge of operational management, strategic planning, human resources and assets management, etc. Mr. Ren is also currently an independent director of China Chang'an Automobile Group Co., Ltd. (stock code: 000625.SZ) in charge of matters relating to the board of directors. Mr. Ren graduated from Hunan University with a bachelor's degree in engineering in 1982 and the Management School of Wuhan University of Technology with a master's degree in business administration in 2004. Mr. Ren is a senior engineer of researcher's grade, an expert of Machinery Industrial Scientific Technology Specialist of the PRC and an expert with special allowance from the State Council.

**Mr. Jin Jingyu** (靳景玉), aged 53, joined the Company in June 2012 and has served as an independent non-executive Director of the Company since June 2012. He has been serving as a professor of finance and tutor of postgraduate students of the School of Finance of Chongqing Technology and Business University since March 2009. He has served as an independent non-executive director of Bank of Chongqing Co., Ltd.\* (stock code: 1963.HK) since March 2014. Mr. Jin joined the Chongqing Technology and Business University (known as Chongqing Business School before 2003) since May 1997 and served as the deputy director of the Finance and Investment Department from March 2000 to March 2001 and an associate professor and professor of finance from November 2000 to November 2005. Mr. Jin studied in the Mathematics Department of Henan University from September 1988 to July 1992 as an undergraduate student; studied in the University of Science and Technology of China majoring in management science from September 1992 to July 1995 and received a master's degree in engineering; studied in the Southwest Jiaotong University majoring in management science and engineering from March 2003 to January 2007 and received a doctorate degree in management. Mr. Jin held several concurrent posts as follows: from September 1997 to September 2002, a business director of the Financing Service Company (融資服務公司) and general manager of the 1<sup>st</sup> Business Department of Dapeng Securities Company Limited (大鵬證券有限責任公司); from July 2002 to June 2003, a director and secretary to the board of directors of Southwest Synthetic Pharmaceutical Co., Ltd. (西南合成製藥股份公司) (stock code: 000788.SZ); from January 2006 to March 2010, a director and secretary to the board of directors of Chongqing Wanli New Energy Co., Ltd. (stock code: 600847.SH, formerly known as Chongqing Wanli Storage Batteries Co., Ltd. (重慶萬里蓄電池股份有限公司)); from June 2005 to February 2010, the chairman of Chongqing Tiandi Pharmaceutical Co., Ltd. (重慶天地藥業有限公司). Mr. Jin served as an independent director of Chongqing Financial Assets Exchange Co. Ltd. from June 2015 to July 2017. Mr. Jin is now a member of Guiding Committee on Education of Financial Majors in Universities and Colleges of Ministry of Education (教育部高等學校金融學類專業教學指導委員會), a member of the China Investment Professional Construction Committee (中國投資專業建設委員會), a member of the Enterprises Operations Branch of the Operations Research Society of China, adjunct researcher of the Research Center of the Economy of the Upper Reaches of Yangtze River (a major research center of humanities and social science of the Ministry of Education), a member of the Evaluation Committee of Professional Titles, the Teaching Steering Committee and the School of Economics of Chongqing Technology and Business University.



**Mr. Liu Wei** (劉偉), aged 55, has served as an independent non-executive director of the Company since September 2014. He is currently the head, professor and PhD candidate supervisor of the Business Management Department of the School of Economics and Business Administration of Chongqing University, the vice head of Business Administration and Economics Development Research Centre of Chongqing University. He has concurrently served as an independent director of Chongqing Zheng Chuan Medicine Packaging Materials Co., Ltd. (重慶正川醫藥包裝材料股份有限公司 (stock code: 603976.SH), Chongqing Fuling Electric Power Industrial Co., Ltd. (重慶涪陵電力實業股份有限公司) (stock code: 600452.SH), and Chongqing Sanxia Paints Company Limited (重慶三峽油漆股份有限公司) (stock code: 000565.SZ), an external director of Chongqing Iron & Steel (Group) Company Limited and Chongqing Landscaping Construction Investment (Group) Company Limited (重慶園林綠化建設投資(集團)有限公司), and a member of Investment Decision-making Committee of Shanghai Zhongwei Venture Capital Fund (上海中衛創業風險投資基金). Mr. Liu served at Chongqing University since July 1990. He once served as the lecturer, associate professor and assistant to the head of department for Department of Mechanical Engineering, professor of College of Mechanical Engineering, and vice chief of the Industrial Engineering Research Institute. Mr. Liu graduated from Chongqing University with a bachelor's degree in Mining Machinery in July 1984, graduated from Chongqing University with a master's degree in Mechanics in July 1987, and graduated from Chongqing University with a doctorate degree in Mechanical Design and Theory in July 1990. He also conducted post-doctoral research at the University of Manchester Institute of Science and Technology from September 1996 to October 1997. He completed the training for independent directors of listed company by the Securities Association of China in December 2002.

Save as disclosed above, as at the Latest Practicable Date, Mr. Lo Wah Wai, Mr. Ren Xiaochang, Mr. Jin Jingyu and Mr. Liu Wei did not hold any directorships in any other listed companies or any other major appointments and qualifications in the last three years nor had any of them any interests in the shares of the Company within the meaning of Part XV of the SFO. Other than the directorship in the Company, Mr. Lo Wah Wai, Mr. Ren Xiaochang, Mr. Jin Jingyu and Mr. Liu Wei do not hold other positions in the Company or other members of the Group.

Save as disclosed above, Mr. Lo Wah Wai, Mr. Ren Xiaochang, Mr. Jin Jingyu and Mr. Liu Wei do not have any relationship with any Directors, senior management or substantial or controlling Shareholders of the Company. As at the Latest Practicable Date, Mr. Lo Wah Wai, Mr. Ren Xiaochang, Mr. Jin Jingyu and Mr. Liu Wei do not hold Shares of the Company.

Pursuant to the service agreement between the Group and each of Mr. Lo Wah Wai, Mr. Ren Xiaochang, Mr. Jin Jingyu and Mr. Liu Wei,

- (a) the appointment of Mr. Lo Wah Wai, Mr. Ren Xiaochang, Mr. Jin Jingyu and Mr. Liu Wei as independent non-executive Directors is for a fixed term of three years commencing from the date of the AGM, subject to retirement by rotation and re-election at annual general meeting of the Company in accordance with the Articles; and

- (b) the remuneration of Mr. Lo Wah Wai, Mr. Ren Xiaochang, Mr. Jin Jingyu and Mr. Liu Wei, would be fixed with reference to their respective duties and responsibilities with the Company as well as by reference to the remuneration standards for Directors as approved at the AGM.

The Board is not aware of any other matters in relation to the appointment of Mr. Lo Wah Wai, Mr. Ren Xiaochang, Mr. Jin Jingyu and Mr. Liu Wei as independent non-executive Directors that need to be brought to the attention of the Shareholders, nor is there any information that needs to be disclosed by the Company pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

## **SUPERVISORS**

**Mr. Sun Wenguang** (孫文廣), aged 52, has been serving as the chairman of the Supervisory Committee of the Company since October 2018, and the chairman of the Supervisory Committee of Chongqing Machinery and Electronics Holding (Group) Finance Co., Ltd. since April 2018, and has been concurrently serving as the supervisor of Chongqing General Industry (Group) Co., Ltd. since August 2018. He concurrently served as the director of Chongqing Machine Tools (Group) Co., Ltd. from July 2016 to August 2018, concurrently served as the financial controller of Chongqing Power Transformer Co., Ltd. from July 2016 to November 2017, and concurrently served as the director of Precision Technologies Group (PTG) Limited, PTG Investment Development Company Ltd. and Chongqing ABB Power Transformer Co., Ltd. from February 2017 to August 2018. He served as the chief of the Reform and Property Rights Administration Division of Chongqing State-owned Assets Supervision and Administration Commission (Chongqing Enterprise Merger and Bankruptcy Office (重慶市企業兼併破產工作辦公室)) from July 2010 to June 2016. He served as the deputy chief of the Reform and Property Rights Administration Division of Chongqing State-owned Assets Supervision and Administration Commission (No. 2 corporate supervision department (企業監管二處)) from August 2005 to July 2010, and worked as the chairman and director of Chongqing Luzuofu Equity Fund Management Co., Ltd. (重慶盧作孚股權基金管理有限公司) from March 2010 to June 2016. He served as an assistant researcher of the Property Rights Administration Division of Chongqing State-owned Assets Supervision and Administration Commission (No. 2 corporate supervision department) from March 2004 to August 2005 and as a senior staff member of the Property Rights Administration Division of Chongqing State-owned Assets Supervision and Administration Commission (No. 2 corporate supervision department) from November 2003 to March 2004. He served as a senior staff member of the No. 2 corporate department of Chongqing Municipal Finance Bureau from January 1998 to March 2003. He worked as an office clerk, clerk and senior staff member of the No. 1 corporate department of Chongqing Municipal Finance Bureau from August 1987 to January 1998. Mr. Sun is an assistant accountant. He graduated from Sichuan Provincial Fiscal School majoring in corporate and finance in July 1987 with a technical secondary school education degree and graduated with a bachelor's degree in economic management from the Correspondence School of Party School of the CPC Central Committee in December 1999, and from the MBA Institute of Chongqing Technology and Business University (重慶工商大學工商管理碩士學院) with a master's degree in 2009.

**Ms. Wu Yi** (吳怡), aged 45, has been an independent supervisor of the Company since September 2014. She is currently the director of Chongqing Bestone Law Firm (重慶百事得律師事務所), a member of Chongqing Lawyers Association and the Specially-invited Member of the fourth Committee of Chinese People's Political Consultative Conference of Chongqing. Ms. Wu once served as a lawyer of Chongqing Dongfanglianhe Law Firm (重慶東方聯合律師事務所), Chongqing Zhongzhu Law Firm (重慶中柱律師事務所) and Chongqing Branch of Beijing Kaiwen Law Firm (北京凱文律師事務所重慶分所) from August 1997 to April 2008. Ms. Wu studied at the School of Economic Law of Southwest University of Political Science and Law from September 1993 to July 1997 and graduated with a bachelor's degree and at the Graduate School of Southwest University of Political Science and Law from September 2003 to July 2006 and graduated with a master's degree in law. She studied at Peking University HSBC School of Business from September 2008 to July 2009 and graduated with a master's degree in finance.

**Mr. Wang Haibing** (王海兵), aged 40, is the independent director, chairman of the audit committee and member of the remuneration and appraisal committee of 重慶燃氣(集團)股份有限公司 since November 2018, the professor of the audit department of Chongqing University of Technology since December 2015, the deputy chief of the financial and accounting research and development center and the president of the Humanistic Internal Control Research Institute of the Key Research Base of Humanities and Social Sciences of Chongqing since March 2013. He has attended the business training at the Humanities and Technology University of Poland (波蘭人文科技大學) from July to October 2016, the backbone tutor training at Chongqing University of Technology at Zhejiang University in July 2015, the accounting leader talents training of Chongqing organized by Shanghai National Accounting Institute from March 2013 to March 2016. He has obtained the leader talent certificate issued by the Finance Bureau, the Municipal Party Committee Organization Department, the Municipal Human Resources and Social Security Bureau of Chongqing and Shanghai National Accounting Institute. He has been the deputy professor and distinguished professor of the audit department of Chongqing University of Technology from April 2011 to November 2015. He successively acted as the teaching assistant and tutor of Chongqing College of Technology (重慶工學院) from April 2004 to December 2010, the intern editor of the periodical office of Finance and Accounting Monthly from February to April 2004. He graduated from Wuhan University of Technology in April 2004 with a master's degree.

**Mr. Xia Hua** (夏華), aged 55, has been an employee supervisor of the Company since September 2015. He currently serves as the chairman and party secretary of Chongqing Pigeon Electric Wires & Cables Co., Ltd. (重慶鴿牌電線電纜有限公司), a subsidiary of the Company. Mr. Xia is a senior economist with over 30 years of experience in the power industry. From August 1981 to August 2000, he successively served positions such as the workshop technician, deputy workshop director, deputy head of the branch factory, office director, head of production scheduling division and deputy plant manager of Chongqing Electric Machine Factory (重慶電機廠). From August 2000 to January 2011, he successively served as the office director and department party secretary of Chongqing Machinery and Electronics Holding (Group) Co., Ltd. (重慶機電控股(集團)公司). He has been serving as the chairman and party secretary of Chongqing Pigeon Electric Wires & Cables Co., Ltd. Since January 2011. Mr. Xia graduated from Chongqing Second Machinery Manufacturing School

(重慶第二機械製造學校) in August 1981, majoring in machine manufacturing. In September 2006, he graduated from the MBA Institute of Chongqing University (重慶工商管理碩士學院) with an MBA degree.

**Mr. Li Fangzhong** (李方忠), aged 53, has been an employee supervisor of the Company since June 2019. He currently serves as chairman (legal representative) and secretary of the Party Committee of Chongqing Pump Industry Co., Ltd. From May 2017 to February 2019, he served as chairman of the Board (legal representative), general manager and deputy secretary of the Party Committee of Chongqing Pump Industry Co., Ltd. From May 2015 to May 2017, he served as the chairman (legal representative) and general manager of Chongqing Pump Industry Co., Ltd. From January 2012 to May 2015, he served as the general manager of Chongqing Pump Industry Co., Ltd. From November 2007 to January 2012, he served as deputy general manager of Chongqing Pump Industry Co., Ltd. From December 2002 to November 2007, he served as assistant general manager of Chongqing Pump Industry Co., Ltd. From August 1997 to December 2002, he served as deputy director of the Complete Set Division of Chongqing Pump Industry Co., Ltd. From May 1995 to August 1997, he served as designer of the Complete Set Division of Chongqing Pump Industry Co., Ltd. From October 1993 to May 1995, he served as the designer of the design department of Chongqing Pump Industry Co., Ltd. From July 1989 to October 1993, he served as the technician in 3rd workshop of Chongqing Pump Industry Co., Ltd. From September 1985 to July 1989, he studied hydraulic machinery at Department II of Mechanical Engineering of Gansu University of Technology and obtained a bachelor's degree in engineering. From January 2007 to December 2007, he studied at Senior Economic Management President Training Course of Tsinghua University. From September 2012 to December 2015, he studied at Business Administration Department of Chongqing Master College of Business Administration (重慶工商管理碩士學院).

Save as disclosed above, as at the Latest Practicable Date, Mr. Sun Wenguang, Ms. Wu Yi, Mr. Wang Haibing, Mr. Xia Hua and Mr. Li Fangzhong did not hold any directorship or supervisorship in any other listed companies in the past three years, nor do they hold any other positions in the Group. In addition, none of them has any relationship with any Directors, senior management, substantial or controlling Shareholders of the Company. As at the date hereof, none of them has any interest in the Shares of the Company within the meaning of Part XV of SFO.

Pursuant to the service agreement between the Group and each of Mr. Sun Wenguang, Ms. Wu Yi, Mr. Wang Haibing, Mr. Xia Hua and Mr. Li Fangzhong,

- (a) the appointment of Mr. Sun Wenguang, Ms. Wu Yi, Mr. Wang Haibing, Mr. Xia Hua and Mr. Li Fangzhong, as Supervisors is for a fixed term of three years commencing from the date of the AGM, subject to retirement by rotation and re-election at the AGM of the Company in accordance with the Articles; and
- (b) the remuneration of Mr. Sun Wenguang, Ms. Wu Yi, Mr. Wang Haibing, Mr. Xia Hua and Mr. Li Fangzhong, would be fixed with reference to their respective duties and responsibilities in the Company as well as with reference to the remuneration standards for Supervisors as approved at the AGM.

The Board is not aware of any other matters in relation to the appointment of Mr. Sun Wenguang, Ms. Wu Yi, Mr. Wang Haibing, Mr. Xia Hua and Mr. Li Fangzhong, as Supervisors that need to be brought to the attention of the Shareholders, nor is there any information that needs to be disclosed by the Company pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

By Order of the Board  
**Chongqing Machinery & Electric Co., Ltd.\***  
**Wang Yuxiang**  
*Executive Director and Chairman*

Chongqing, the PRC  
26 June 2019

*As at the date of this announcement, the executive Directors are Mr. Wang Yuxiang, Ms. Chen Ping and Mr. Yang Quan; the non-executive Directors are Mr. Huang Yong, Mr. Zhang Yongchao, Mr. Dou Bo and Mr. Wang Pengcheng; and the independent non-executive Directors are Mr. Lo Wah Wai, Mr. Ren Xiaochang, Mr. Jin Jingyu and Mr. Liu Wei.*