

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.



GUANGZHOU AUTOMOBILE GROUP CO., LTD.

廣州汽車集團股份有限公司

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

(Stock Code: 2238)

NOTICE OF 2021 FIRST EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2021 first extraordinary general meeting (the “**EGM**”) of Guangzhou Automobile Group Co., Ltd. (the “**Company**”) will be held at Conference Room, 32/F, GAC Center, No. 23 Xingguo Road, Zhujiang New Town, Tianhe District, Guangzhou, Guangdong Province, the PRC at 2:00 p.m. on Friday, 8 October 2021 to consider and, if thought fit, approve the following resolutions:

ORDINARY RESOLUTIONS

1. The resolutions on the election of directors of the sixth session of the board of directors.
 - 1.01. Election of Mr. Zeng Qinghong as an executive director.
 - 1.02. Election of Mr. Feng Xingya as an executive director.
 - 1.03. Election of Mr. Chen Xiaomu as a non-executive director.
 - 1.04. Election of Mr. Guan Dayuan as a non-executive director.
 - 1.05. Election of Mr. Ding Hongxiang as a non-executive director.
 - 1.06. Election of Mr. Liu Zhijun as a non-executive director.
2. The resolutions on the election of independent non-executive directors of the sixth session of the board of directors.
 - 2.01. Election of Mr. Zhao Fuquan as an independent non-executive director.
 - 2.02. Election of Mr. Xiao Shengfang as an independent non-executive director.

2.03. Election of Mr. Wong Hakkun as an independent non-executive director.

2.04. Election of Mr. Song Tiebo as an independent non-executive director.

3. The resolutions on the election of supervisors of the sixth session of the supervisory committee.

3.01. Election of Ms. Chen Tian as a supervisor.

3.02. Election of Mr. Cao Xiandong as a supervisor.

3.03. Election of Mr. Huang Cheng as a supervisor.

Cumulative voting system will be adopted for the voting of the above resolutions on the election of directors, independent non-executive directors and supervisors as separate resolutions. The election of the candidates for directors, independent non-executive directors and supervisors shall each be treated as a group of resolutions and numbered respectively. Shareholders of the Company (the “**Shareholders**”) shall vote in respect of each candidate under each group of resolutions in this notice. The number of votes entitled for each share held by the Shareholders shall be equivalent to the number of directors or supervisors to be elected under each group of resolutions. Shareholders may cast their votes at their own discretion for one candidate or different candidates in any combination. Upon completion of voting, the votes will be counted cumulatively in respect of each resolution.

By Order of the Board of Directors
Guangzhou Automobile Group Co., Ltd.
ZENG Qinghong
Chairman

Guangzhou, the PRC, 17 September 2021

Notes:

1. Details of the resolutions in this notice are set out in the circular of the Company dated 17 September 2021. The biographical information of the candidates for directors and supervisors of the Company is set out in Appendices I and II to the circular respectively.
2. Any Shareholder entitled to attend and vote at the said meeting is entitled to appoint one or more than one proxy to attend and vote on his/her behalf. A proxy need not be a Shareholder.
3. In order to be valid, the Shareholder’s form of proxy and, if such form of proxy is signed by a person under a power of attorney or other authority on behalf of the appointer, a notarially certified copy of that power of attorney or authority shall be deposited at the Company’s H Share Registrar, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 24 hours before the time for holding the meeting (i.e. 2:00 p.m. on Thursday, 7 October 2021) or 24 hours before the time appointed for taking the poll.
4. Shareholders or their proxies shall present proofs of identities when attending the meeting.

5. The register of members of the Company will be closed from Tuesday, 5 October 2021 to Friday, 8 October 2021 (both days inclusive), during which no transfer of shares will be effected so as to ascertain the Shareholders' entitlement to attend and vote at the forthcoming EGM. In order to be eligible to attend and vote at the forthcoming EGM, all completed transfer documents accompanied by the relevant share certificates must be lodged with the Company's H Share Registrar, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong on or before 4:30 p.m. on Monday, 4 October 2021.
6. Shareholders or their proxies attending the EGM are responsible for their own transportation and accommodation expenses.
7. Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"), except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands, all votes at the EGM will be taken by poll and the Company will announce the results of the poll in the manner prescribed under Rule 13.39(5) of the Listing Rules.
8. The notice of the EGM is despatched to holders of H shares of the Company only. The notice of the EGM to holders of A shares and the form of proxy are separately published on the websites of the Company (<http://www.gac.com.cn>) and the Shanghai Stock Exchange (<http://www.sse.com.cn>).
9. The contact person of the EGM is Mr. Liu Yong and his contact number is (86)-20-83151012/(86)-20-83151139, Ext. 8104.

As at the date of this notice, the executive directors of the Company are ZENG Qinghong and FENG Xingya, the non-executive directors of the Company are CHEN Xiaomu, CHEN Maoshan, CHEN Jun, DING Hongxiang and HAN Ying, and the independent non-executive directors of the Company are ZHAO Fuquan, XIAO Shengfang, WONG Hakkun and SONG Tiebo.