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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)

(1) POLL RESULTS OF 2021 FIRST EXTRAORDINARY GENERAL MEETING HELD ON 8 OCTOBER 2021

(2) ELECTION OF NEW SESSION OF THE BOARD OF DIRECTORS AND APPOINTMENT OF DIRECTORS AND

(3) ELECTION OF NEW SESSION OF THE SUPERVISORY COMMITTEE AND APPOINTMENT OF SUPERVISORS

Reference is made to the notice of the 2021 first extraordinary general meeting (the “**EGM Notice**”) and the circular dated 17 September 2021 (the “**Circular**”) of Guangzhou Automobile Group Co., Ltd. (the “**Company**”). Unless otherwise stated herein, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

The Board is pleased to announce that the EGM was 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.

The EGM was held in compliance with the requirements of the PRC Company Law and the Articles of Association and was chaired by Mr. Zeng Qinghong, the Chairman of the Company. To comply with the requirements of the Listing Rules, Tricor Investor Services Limited, the Company's H Shares registrar acted as scrutineer for the vote-taking at the EGM. Beijing Tian Yuan Law Firm acted as the witnessing lawyer at the EGM.

POLL RESULTS OF THE EGM

In order to determine the list of Shareholders entitled to attend the EGM, the register of members of the Company was closed from Tuesday, 5 October 2021 to Friday, 8 October 2021 (both days inclusive), during which no transfer of Shares was registered. The total number of Shares entitling the holders to attend and vote on the ordinary resolutions at the EGM was 10,356,789,754 Shares, including 7,258,169,449 A Shares and 3,098,620,305 H Shares. To the best knowledge, information

and belief of the Directors, there were no Shares entitling the holders to attend the EGM and abstain from voting on the resolutions pursuant to Rule 13.40 of the Listing Rules and there were no Shares the holders of which are required under the Listing Rules to abstain from voting at the EGM. Shareholders and proxies who attended the EGM held an aggregate of 7,115,566,261 Shares with voting right, representing approximately 68.7% of the total number of Shares with voting right.

The resolutions at the EGM were put to vote by way of cumulative voting and were all passed by the Shareholders. The poll results of the resolutions voted at the EGM are as follows:

ORDINARY RESOLUTIONS ^(Note)		Number of cumulative Shares voted for the resolutions	Percentage of votes obtained over the total number of Shares with effective voting rights held by Shareholders attending the EGM (%)
As more than one half (1/2) of the votes from the Shareholders who attended and voted at the EGM were cast in favour of the following resolutions respectively, the resolutions were duly passed as 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	7,086,706,608	99.5944%
1.02.	Election of Mr. Feng Xingya as an executive director	7,120,920,290	100.0752%
1.03.	Election of Mr. Chen Xiaomu as a non-executive director	7,108,436,444	99.8998%
1.04.	Election of Mr. Guan Dayuan as a non-executive director	7,083,935,242	99.5555%
1.05.	Election of Mr. Ding Hongxiang as a non-executive director	7,091,268,864	99.6585%
1.06.	Election of Mr. Liu Zhijun as a non-executive director	7,113,706,434	99.9739%
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	6,741,669,452	94.7454%
2.02.	Election of Mr. Xiao Shengfang as an independent non-executive director	6,613,862,015	92.9492%
2.03.	Election of Mr. Wong Hakkun as an independent non-executive director	6,710,932,779	94.3134%
2.04.	Election of Mr. Song Tiebo as an independent non-executive director	6,726,654,211	94.5343%

ORDINARY RESOLUTIONS ^(Note)		Number of cumulative Shares voted for the resolutions	Percentage of votes obtained over the total number of Shares with effective voting rights held by Shareholders attending the EGM (%)
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	7,038,999,541	98.9240%
3.02.	Election of Mr. Cao Xiandong as a supervisor	7,039,011,537	98.9241%
3.03.	Election of Mr. Huang Cheng as a supervisor	7,039,011,540	98.9241%

Note: The full text of the above resolutions was set out in the EGM Notice.

ELECTION OF NEW SESSION OF THE BOARD AND APPOINTMENT OF DIRECTORS

The resolutions in relation to the election of new session of the Board were passed at the EGM. Mr. Zeng Qinghong, Mr. Feng Xingya, Mr. Zhao Fuquan, Mr. Xiao Shengfang, Mr. Wong Hakkun, Mr. Song Tiebo, Mr. Chen Xiaomu, Mr. Ding Hongxiang, Mr. Guan Dayuan and Mr. Liu Zhijun were elected as the Directors of the sixth session of the Board and their terms of office will be three years commencing on 8 October 2021. Among them, Mr. Zeng Qinghong and Mr. Feng Xingya are executive Directors; Mr. Chen Xiaomu, Mr. Ding Hongxiang, Mr. Guan Dayuan and Mr. Liu Zhijun are non-executive Directors; and Mr. Zhao Fuquan, Mr. Xiao Shengfang, Mr. Wong Hakkun and Mr. Song Tiebo are independent non-executive Directors. Other than Mr. Guan Dayuan and Mr. Liu Zhijun, all Directors are members of the fifth session of the Board.

In addition, Mr. Guan Dayuan has been appointed as a member of the Strategy Committee of the Board. For the composition of the committees of the Board, please refer to the notice of the Company dated 8 October 2021 in relation to the List of Directors and their Roles and Functions.

Mr. Guan Dayuan, aged 57, holds a master's degree, and is a senior economist and a member of the Communist Party of China. He is currently chairman of Wanxiang Qianchao Co., Ltd. (萬向錢潮股份有限公司), chairman of the board of supervisors of Shunfa Hengye Co., Ltd. (順發恒業股份有限公司), and chairman of Wanxiang Resources Co., Ltd. (萬向資源有限公司). He once served as an assistant to general manager and director of the general manager's office of Wanxiang Group Corporation Ltd. (萬向集團公司), general manager of Shenzhen Wanxiang Investment Co., Ltd. (深圳萬向投資有限公司), and senior executive vice president of Wanxiang Group Corporation Ltd. (萬向集團公司).

Mr. Liu Zhijun, aged 58, is a Ph.D. candidate at the Guangzhou Institute of Geochemistry, Chinese Academy of Sciences. He currently serves as deputy party secretary and general manager of Guangzhou Industrial Investment Fund Management Co., Ltd. (廣州產業投資基金管理有限公司), and party branch secretary and chairman of Guangzhou Financial Innovation Investment Holding Co., Ltd. (廣州科技金融創新投資控股有限公司). He once served as head of the social, science and technology division, head of the industry division and head of the investment division of the Guangzhou Statistics Bureau, deputy director of Guangzhou Productivity Promotion Center, general manager of Guangzhou Keda Industrial Development Co., Ltd. (廣州市科達實業發展公司), chairman of Guangzhou Science and Technology Venture Capital Co., Ltd. (廣州科技風險投資有限公司), deputy general manager of Guangzhou Industrial Investment Fund Management Co., Ltd. (廣州產業投資基金管理有限公司), and chairman of Guangzhou Financial Innovation Investment Holding Co., Ltd. (廣州科技金融創新投資控股有限公司).

Mr. Guan Dayuan and Mr. Liu Zhijun did not and will not receive any Directors' fees from the Company, nor have they entered into service contracts with the Company.

Save as disclosed above:

- (1) Mr. Guan Dayuan and Mr. Liu Zhijun did not hold any directorship in any other listed companies in Hong Kong or overseas or any other position with the Company and other members of the Group in the past three years prior to the date of this announcement;
- (2) Mr. Guan Dayuan and Mr. Liu Zhijun have no interest in the Shares of the Company within the meaning of Part XV of the SFO;
- (3) Mr. Guan Dayuan and Mr. Liu Zhijun do not have any relationship with any other Directors, senior management, substantial Shareholders or controlling Shareholder of the Company; and
- (4) there is no other information relating to the election of Mr. Guan Dayuan and Mr. Liu Zhijun as Directors required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders.

Matters regarding retiring Directors, biographical and remuneration information of other re-elected Directors, and any information that needs to be disclosed in accordance with Rule 13.51(2) of the Listing Rules have been set out in the Circular.

ELECTION OF NEW SESSION OF THE SUPERVISORY COMMITTEE AND APPOINTMENT OF SUPERVISORS

The resolutions in relation to the election of new session of the Supervisory Committee were passed at the EGM. Ms. Chen Tian, Mr. Cao Xiandong and Mr. Huang Cheng were elected as Supervisors representing the Shareholders of the sixth session of the Supervisory Committee and their terms of

office will be three years commencing on 8 October 2021. Other than Mr. Cao Xiandong and Mr. Huang Cheng, the remaining Supervisor representing the Shareholders of the six session of the Supervisory Committee is a member of the fifth session of the Supervisory Committee.

Mr. Cao Xiandong, aged 41, is party secretary, general manager and legal representative of Wanli Tire Co., Ltd. (萬力輪胎股份有限公司), and also deputy head of the auto parts division of Guangzhou Industrial Investment Holding Group Co., Ltd. (廣州工業投資控股集團有限公司). He once served as deputy general manager of the strategic planning department and deputy director of the general office of Guangzhou Industrial Investment Holding Group Co., Ltd. (廣州工業投資控股集團有限公司), and deputy party secretary, director and general manager of Wanli Tire Co., Ltd. (萬力輪胎股份有限公司).

Mr. Huang Cheng, aged 46, graduated from the School of Business Administration, South China University of Technology majoring in management science and engineering as a postgraduate with a doctorate degree in management. He currently serves as general manager of the investment management department of Guangzhou Finance Holdings Group Co., Ltd. (廣州金融控股集團有限公司), chairman and legal representative of Guangzhou Jinkong Fund Management Co., Ltd. (廣州金控基金管理有限公司), and a director of Guangdong Equity Exchange Co., Ltd. (廣東股權交易中心股份有限公司).

Mr. Cao Xiandong and Mr. Huang Cheng did not and will not receive remuneration from the Company as Supervisors representing the Shareholders, nor have they entered into service contracts with the Company.

Save as disclosed above:

- (1) Mr. Cao Xiandong and Mr. Huang Cheng did not hold any directorship in any other listed companies in Hong Kong or overseas or any other position with the Company and other members of the Group in the past three years prior to the date of this announcement;
- (2) Mr. Cao Xiandong and Mr. Huang Cheng have no interest in the Shares of the Company within the meaning of Part XV of the SFO;
- (3) Mr. Cao Xiandong and Mr. Huang Cheng do not have any relationship with any other Directors, senior management, substantial Shareholders or controlling Shareholder of the Company; and
- (4) there is no other information relating to the election of Mr. Cao Xiandong and Mr. Huang Cheng as Supervisors required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders.

Matters regarding retiring Supervisors, biographical and remuneration information of the remaining re-elected Supervisor representing the Shareholders, and any information that needs to be disclosed in accordance with Rule 13.51(2) of the Listing Rules have been set out in the Circular.

RE-ELECTION OF STAFF REPRESENTATIVE DIRECTORS AND STAFF REPRESENTATIVE SUPERVISORS

The staff representatives' meeting of the Company had, by way of secret ballot, re-elected Mr. Chen Maoshan as a staff representative Director of the sixth session of the Board with a term of office of three years commencing on 8 October 2021, who shall, together with the Directors elected at the EGM, namely Mr. Zeng Qinghong, Mr. Feng Xingya, Mr. Zhao Fuquan, Mr. Xiao Shengfang, Mr. Wong Hakkun, Mr. Song Tiebo, Mr. Chen Xiaomu, Mr. Ding Hongxiang, Mr. Guan Dayuan and Mr. Liu Zhijun, form the sixth session of the Board.

Meanwhile, the staff representatives' meeting had, by way of secret ballot, re-elected Mr. Shi Lei, Ms. Wang Lu and Mr. Huang Zhuo as the staff representative Supervisors of the sixth session of the Supervisory Committee with the terms of office of three years commencing on 8 October 2021. They shall, together with the Supervisors representing the Shareholders elected at the EGM, namely Ms. Chen Tian, Mr. Cao Xiandong and Mr. Huang Cheng, form the sixth session of the Supervisory Committee. For details, please refer to the announcement of the Company dated 8 October 2021 in relation to the Election of Staff Representative Director and Staff Representative Supervisors.

According to the Articles of Association, the Supervisory Committee shall comprise of seven members. There is currently one vacancy of Supervisor on the sixth session of the Supervisory Committee. The Company is in the course of identifying suitable candidate to fill the relevant vacancy, and will publish a circular or announcement (as applicable) as soon as practicable after the relevant nomination or appointment (as applicable).

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

Guangzhou, the PRC, 8 October 2021

As at the date of this announcement, the executive directors of the Company are ZENG Qinghong and FENG Xingya, the non-executive directors of the Company are CHEN Xiaomu, CHEN Maoshan, DING Hongxiang, GUAN Dayuan and LIU Zhijun, and the independent non-executive directors of the Company are ZHAO Fuquan, XIAO Shengfang, WONG Hakkun and SONG Tiebo.