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慶鈴汽車股份有限公司

QINGLING MOTORS CO. LTD

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

(Stock Code: 1122)

## NOTICE OF EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the extraordinary general meeting (the “EGM”) of Qingling Motors Co. Ltd (the “**Company**”) will be held at New Conference Hall of the Company, 1st Floor, 1 Xiexing Cun, Zhongliangshan, Jiulongpo District, Chongqing, the People's Republic of China (the “**PRC**”) on Thursday, 25 August 2022 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following ordinary resolutions of the Company:

1. To accept the resignation of Mr. MASUDA Yoichi as an executive director of the Company (the “**Director**”), with effect from the date of the EGM, and authorize the board of Directors (the “**Board**”) to terminate the service contract entered into between the Company and Mr. MASUDA Yoichi on such terms and conditions as it may think fit and to do all such acts and things to give effect to such matters.
2. To accept the resignation of Mr. YAGI Naoto as an executive Director, with effect from the date of the EGM, and authorize the Board to terminate the service contract entered into between the Company and Mr. YAGI Naoto on such terms and conditions as it may think fit and to do all such acts and things to give effect to such matters.
3. To consider and approve the election of Mr. NAKAMURA Osamu as an executive Director, for a term commencing on the date of the EGM and ending on the date of the annual general meeting of the Company in 2024 and authorize the Board to determine his director's remuneration and enter into a service contract with Mr. NAKAMURA Osamu on such terms and conditions as it may think fit and to do all such acts and things to give effect to such matters.
4. To consider and approve the election of Mr. KIJIMA Katsuya as an executive Director, for a term commencing on the date of the EGM and ending on the date of the annual general meeting of the Company in 2024 and authorize the Board to determine his director's remuneration and enter into a service contract with Mr. KIJIMA Katsuya on such terms and conditions as it may think fit and to do all such acts and things to give effect to such matters.

By Order of the Board  
**Qingling Motors Co. Ltd**  
**LUO Yuguang**  
*Executive Director and Chairman*

Chongqing, the PRC, 8 July 2022

*Notes:*

- (1) Any shareholder entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote at the EGM on his/her behalf in accordance with the articles of association of the Company. A proxy need not be a shareholder of the Company.
- (2) In order to be valid, the proxy form and, if such proxy form 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 legal address of the Company at 1 Xiexing Cun, Zhongliangshan, Jiulongpo District, Chongqing, the PRC (in the case of proxy form of holder(s) of Domestic Shares) or at the Company's H Share Registrars, Hong Kong Registrars Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (in the case of proxy form of holder(s) of H Shares) not less than 24 hours before the time for holding the EGM (i.e. not later than 24 August 2022 at 10:00 a.m. (Hong Kong time)) or 24 hours before the time appointed for taking the poll.
- (3) Shareholders or their proxies shall produce their identity documents when attending the EGM.
- (4) To ascertain the H shareholders' entitlement to attend and vote at the EGM, the register of shareholders of the Company will be closed from Tuesday, 26 July 2022 to Thursday, 25 August 2022 (both dates inclusive), during which period no transfer of shares will be registered. All duly completed transfer forms relating to H shares accompanied by the relevant share certificates must be lodged with the Company's H Share Registrars, Hong Kong Registrars Limited, at Shops 1712-16, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not later than 4:30 p.m. on Monday, 25 July 2022.
- (5) Shareholders whose names appear on the register of shareholders of the Company on Tuesday, 26 July 2022 are entitled to attend and vote at the EGM.
- (6) Shareholders who intend to attend the EGM shall complete and lodge the reply slip for attending the EGM at the Company's legal address at 1 Xiexing Cun, Zhongliangshan, Jiulongpo District, Chongqing, the PRC on or before Friday, 5 August 2022. The reply slip may be delivered to the Company by hand, by post, by cable or by fax (at fax no.: (86) 23-68830397).
- (7) The EGM is not expected to take more than half a day. Shareholders or their proxies attending the EGM shall be responsible for their own travel and accommodation expenses.
- (8) 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**"), all votes of the shareholders at the meeting will be taken by poll 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 and the Company will announce the results of the poll in the manner prescribed under Rules 13.39(5) and 13.39(5A) of the Listing Rules.
- (9) As at the date of this notice, the Board comprises 11 Directors, of which Mr. LUO Yuguang, Mr. YASUTA Tatsuya, Mr. MASUDA Yoichi, Mr. YAGI Naoto, Mr. LI Juxing, Mr. XU Song and Mr. LI Xiaodong are executive Directors and Mr. LONG Tao, Mr. SONG Xiaojiang, Mr. LIU Tianni and Mr. LIU Erh Fei are independent non-executive Directors.