

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, 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 announcement.*



**長城汽車股份有限公司**  
**GREAT WALL MOTOR COMPANY LIMITED\***  
*(a joint stock company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 2333)**

**POLL RESULTS OF**  
**(i) EXTRAORDINARY GENERAL MEETING,**  
**(ii) H SHAREHOLDERS' CLASS MEETING AND**  
**(iii) A SHAREHOLDERS' CLASS MEETING**

The board of directors (the **"Board"**) of Great Wall Motor Company Limited (the **"Company"**) is pleased to announce the poll results of the extraordinary general meeting (the **"EGM"**), the H shareholders' class meeting (the **"H Shareholders' Class Meeting"**) and the A shareholders' class meeting (the **"A Shareholders' Class Meeting"**) (together with the EGM and the H Shareholders' Class Meeting, collectively referred to as the **"Meetings"**) of the Company convened on Friday, 17 March 2023, at No. 2266 Chaoyang Road South, Baoding, Hebei Province, the People's Republic of China (the **"PRC"**). The resolutions proposed were duly passed by the shareholders of the Company (the **"Shareholders"**) present at the relevant Meetings.

For details of the resolutions considered at the Meetings, Shareholders may refer to the notice of the EGM (the **"Notice of EGM"**), the notice of the H Shareholders' Class Meeting (the **"Notice of H Shareholders' Class Meeting"**) and the circular (the **"Circular"**) of the Company, all dated 23 February 2023. Unless otherwise stated in the context of this announcement, the capitalised terms used herein shall have the same meanings as those defined in the Circular.

**1. CONVENING AND ATTENDANCE OF THE MEETINGS**

**(i) Convening of the Meetings**

The Meetings were held on Friday, 17 March 2023 at No. 2266 Chaoyang Road South, Baoding, Hebei Province, the PRC. The Meetings were convened as on-site meetings by the Board and chaired by Ms. Li Hong Shuan, an Executive Director. Executive Directors Mr. Wei Jian Jun and Mr. Zhao Guo Qing, non-executive Director Mr. He Ping, and independent non-executive Directors Mr. Li Wan Jun, Ms. Yue Ying and Mr. Ng Chi Kit did not attend the Meetings due to business engagements. No resolutions were vetoed or amended and no new resolutions were proposed for voting at the Meetings.

Both on-site voting and online voting methods were adopted for the Meetings. Online voting was conducted through the trading system of the Shanghai Stock Exchange and was participated by the holders of A shares of the Company (the **"A Shareholders"**).

(ii) **Attendance of the Meetings**

(i) ***Attendance of the EGM***

A poll was demanded by the chairman of the Meeting for voting on the proposed resolutions as set out in the Notice of EGM which had been delivered to all Shareholders, and the resolutions were approved by the Shareholders by way of poll.

As at the record date of the EGM, the total number of the issued shares of the Company was 8,486,559,148. None of the Shareholders who were entitled to attend the EGM was required to vote only against the resolution(s) proposed thereat.

The Shareholders holding 5,622,391,262 Shares (comprising 5,171,860,527 A Shares and 450,530,735 H Shares) with voting rights (representing 66.25% of the entire issued share capital of the Company) or their proxies were present at the meeting, and constituted a quorum of the meeting prescribed by the Company Law of the PRC and the Articles of Association of the Company (the “**Articles of Association**”). Save for Shareholders who abstained from voting, voting by the Shareholders of the Company on any of the proposed resolutions at the EGM was not subject to any restrictions.

(ii) ***Attendance of the H Shareholders’ Class Meeting***

A poll was demanded by the chairman of the Board for voting on the proposed resolutions as set out in the Notice of the H Shareholders’ Class Meeting which had been delivered to all the holders of H shares of the Company (the “**H Shareholders**”), and the resolutions were approved by the H Shareholders by way of poll.

As at the record date of the H Shareholders’ Class Meeting, the total number of the issued H shares of the Company (“**H Shares**”) was 2,318,776,000, representing the total number of the issued H Shares which entitled their holders to attend the H Shareholders’ Class Meeting and vote on the resolutions proposed thereat. None of the H Shareholders who were entitled to attend the H Shareholders’ Class Meeting was required to vote only against the resolutions proposed thereat and none of the H Shareholders was required to abstain from voting on the proposed resolution(s) at the H Shareholders’ Class Meeting.

H Shareholders holding 387,870,135 H Shares with voting rights (representing 16.73% of the total issued H Shares with voting rights) or their proxies were present at, and constituted a quorum of, the H Shareholders’ Class Meeting in accordance with the Company Law of the PRC and the Articles of Association. There was no restriction on H Shareholders to cast vote on the proposed resolutions at the H Shareholders’ Class Meeting.

(iii) ***Attendance of the A Shareholders’ Class Meeting***

A poll was demanded by the chairman of the Board for voting on the resolutions to be considered at the A Shareholders’ Class Meeting as set out in the Notice of the Second Extraordinary General Meeting for 2023, the Second H Shareholders’ Class Meeting for 2023 and the Second A Shareholders’ Class Meeting for 2023 of Great Wall Motor Company Limited (《長城汽車股份有限公司關於召開2023年第二次臨時股東大會、2023年第二次H 股類別股東會議及2023年第二次A 股類別股東會議的通知》) published on the website of Shanghai Stock Exchange, and

the resolutions were approved by the A Shareholders by way of poll.

As at the record date of the A Shareholders' Class Meeting, the total number of issued A shares of the Company ("**A Shares**") was 6,167,783,148. None of the A Shareholders who were entitled to attend the A Shareholder's Class Meeting was required to vote only against the resolution(s) proposed thereat.

A Shareholders holding 5,171,860,527 A Shares with voting rights (representing 83.85% of the total issued A Shares with voting rights) or their proxies were present at, and constituted a quorum of, the A Shareholders' Class Meeting in accordance with the Company Law of the PRC and the Articles of Association. Save for Shareholders who abstained from voting, voting by the Shareholders of the Company on any of the proposed resolutions at the EGM was not subject to any restrictions.

## 2. VOTING RESULTS OF THE MEETINGS

### (i) Poll results of the resolutions proposed at the EGM

The resolutions set out below was the same as those set out in the Notice of EGM. The Shareholders present at the EGM considered and approved the following resolutions by way of poll (on-site voting and online voting). The percentage of voting in respect of each of the following resolution is based on the total number of A Shares and H Shares held by the Shareholders who attended and voted at the EGM in person or by proxies.

#### *Special Resolutions*

- (1) To consider and approve the adjustments to performance appraisal targets of the 2021 Restricted Share Incentive Scheme as set out in the circular of the Company dated 23 February 2023 (details of which were published on 23 February 2023 on the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.gwm.com.cn](http://www.gwm.com.cn))).

Voting result: Passed

Poll results:

Type of shareholders	For		Against		Abstained	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A shares	5,169,635,864	99.9570	2,219,963	0.0429	4,700	0.0001
H shares	429,364,445	95.3019	21,166,290	4.6981	0	0.0000
Total ordinary shares	5,599,000,309	99.5840	23,386,253	0.4159	4,700	0.0001

Shareholders of the Company who are the Participants of the Company's 2021 Restricted Share Incentive Scheme have abstained from voting on this resolution (holding an aggregate of 29,950,250 A Shares of the Company). In addition, none of the other Shareholders was required to abstain from voting on this resolution at the EGM. The number of Shares entitling Shareholders to attend the EGM and vote on this resolution is 8,456,608,898 Shares.

- (2) To consider and approve the adjustments to performance appraisal targets of the 2021 Share Option Incentive Scheme as set out in the circular of the Company dated 23 February 2023 (details of which were published on 23 February 2023 on the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.gwm.com.cn](http://www.gwm.com.cn))).

Voting result: Passed

Poll results:

Type of shareholders	For		Against		Abstained	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A shares	5,169,635,864	99.9570	2,219,963	0.0429	4,700	0.0001
H shares	428,326,470	95.3075	21,088,765	4.6925	0	0.0000
Total ordinary shares	5,597,962,334	99.5852	23,308,728	0.4147	4,700	0.0001

Shareholders of the Company who are the Participants of the Company's 2021 Share Option Incentive Scheme have abstained from voting on this resolution (holding an aggregate of 746,937 A Shares of the Company). In addition, none of the other Shareholders was required to abstain from voting on this resolution at the EGM. The number of Shares entitling Shareholders to attend the EGM and vote on this resolution is 8,485,812,211 Shares.

- (3) To consider and approve the amendments to the Appraisal Management Measures for Implementation of the 2021 Restricted Share Incentive Scheme of Great Wall Motor Company Limited as set out in the circular of the Company dated 23 February 2023 (details of which were published on 23 February 2023 on the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.gwm.com.cn](http://www.gwm.com.cn))).

Voting result: Passed

Poll results:

Type of shareholders	For		Against		Abstained	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A shares	5,169,787,864	99.9599	2,067,963	0.0400	4,700	0.0001
H shares	428,745,195	95.3434	20,940,040	4.6566	0	0.0000
Total ordinary shares	5,598,533,059	99.5906	23,008,003	0.4093	4,700	0.0001

Shareholders of the Company who are the Participants of the Company's 2021 Restricted Share Incentive Scheme have abstained from voting on this resolution (holding an aggregate of 29,950,250 A Shares of the Company). In addition, none of the other Shareholders was required to abstain from voting on this resolution at the EGM. The number of Shares entitling Shareholders to attend the EGM and vote on this resolution is 8,456,608,898 Shares.

- (4) To consider and approve the amendments to the Appraisal Management Measures for Implementation of the 2021 Share Option Incentive Scheme of Great Wall Motor Company Limited as set out in the circular of the Company dated 23 February 2023 (details of which were published on 23 February 2023 on the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.gwm.com.cn](http://www.gwm.com.cn))).

Voting result: Passed

Poll results:

Type of shareholders	For		Against		Abstained	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A shares	5,169,787,864	99.9599	2,067,963	0.0400	4,700	0.0001
H shares	429,135,720	95.3660	20,852,515	4.6340	0	0.0000
Total ordinary shares	5,598,923,584	99.5922	22,920,478	0.4077	4,700	0.0001

Shareholders of the Company who are the Participants of the Company's 2021 Share Option Incentive Scheme have abstained from voting on this resolution (holding an aggregate of 746,937 A Shares of the Company). In addition, none of the other Shareholders was required to abstain from voting on this resolution at the EGM. The number of Shares entitling Shareholders to attend the EGM and vote on this resolution is 8,485,812,211 Shares.

**(ii) Poll results of the resolutions proposed at the H Shareholders' Class Meeting**

The resolutions set out below was the same as that set out in the Notice of the H Shareholders' Class Meeting. The H Shareholders present at the H Shareholders' Class Meeting considered and approved the following resolutions by way of poll (on-site voting). The percentage of votes on the following resolutions were based on the total number of H Shares held by the H Shareholders who attended and voted at the H Shareholders' Class Meeting in person or by proxies.

***Special Resolutions***

- (1) To consider and approve the adjustments to performance appraisal targets of the 2021 Restricted Share Incentive Scheme as set out in the circular of the Company dated 23 February 2023 (details of which were published on 23 February 2023 on the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.gwm.com.cn](http://www.gwm.com.cn))).

Voting result: Passed

Poll results:

Type of shareholders	For		Against		Abstained	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
H shares	366,705,845	94.5435	21,164,290	5.4565	0	0.0000

- (2) To consider and approve the adjustments to performance appraisal targets of the 2021 Share Option Incentive Scheme as set out in the circular of the Company dated 23 February 2023 (details of which were published on 23 February 2023 on the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.gwm.com.cn](http://www.gwm.com.cn))).

Voting result: Passed

Poll results:

Type of shareholders	For		Against		Abstained	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
H shares	366,509,870	94.5645	21,066,765	5.4355	0	0.0000



- (3) To consider and approve the amendments to the Appraisal Management Measures for Implementation of the 2021 Restricted Share Incentive Scheme of Great Wall Motor Company Limited as set out in the circular of the Company dated 23 February 2023 (details of which were published on 23 February 2023 on the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.gwm.com.cn](http://www.gwm.com.cn))).

Voting result: Passed

Poll results:

Type of shareholders	For		Against		Abstained	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
H shares	366,366,595	94.5934	20,940,040	5.4066	0	0.0000

- (4) To consider and approve the amendments to the Appraisal Management Measures for Implementation of the 2021 Share Option Incentive Scheme of Great Wall Motor Company Limited as set out in the circular of the Company dated 23 February 2023 (details of which were published on 23 February 2023 on the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.gwm.com.cn](http://www.gwm.com.cn))).

Voting result: Passed

Poll results:

Type of shareholders	For		Against		Abstained	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
H shares	366,724,120	94.6198	20,852,515	5.3802	0	0.0000

**(iii) Poll results of the resolutions proposed at the A Shareholders' Class Meeting**

The resolutions set below was the same as that considered by the A Shareholders' Class Meeting as set out in the Notice of the Second Extraordinary General Meeting for 2023, the Second H Shareholders' Class Meeting for 2023 and the Second A Shareholders' Class Meeting for 2023 of Great Wall Motor Company Limited (《長城汽車股份有限公司關於召開2023年第二次臨時股東大會、2023年第二次H股類別股東會議及2023年第二次A股類別股東會議的通知》). The A Shareholders present at the A Shareholders' Class Meeting considered and approved the following resolutions by way of poll (both on-site voting and online voting). The percentage of votes on the following resolutions were based on the total number of A Shares held by the A Shareholders who attended and voted at the A Shareholders' Class Meeting in person or by proxies.

***Special Resolutions***

- (1) To consider and approve the adjustments to performance appraisal targets of the 2021 Restricted Share Incentive Scheme as set out in the circular of the Company dated 23 February 2023 (details of which were published on 23 February 2023 on the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.gwm.com.cn](http://www.gwm.com.cn))).

Voting result: Passed

Poll results:

Type of shareholders	For		Against		Abstained	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A shares	5,169,635,864	99.9570	2,219,963	0.0429	4,700	0.0001

Shareholders of the Company who are the Participants of the Company's 2021 Restricted Share Incentive Scheme (holding an aggregate of 29,950,250 A Shares of the Company) have abstained from voting on this resolution. In addition, none of the other Shareholders was required to abstain from voting on this resolution at the A Shareholders' Class Meeting. The number of Shares entitling Shareholders to attend the A Shareholders' Class Meeting and vote on this resolution is 6,137,832,898 Shares.

- (2) To consider and approve the adjustments to performance appraisal targets of the 2021 Share Option Incentive Scheme as set out in the circular of the Company dated 23 February 2023 (details of which were published on 23 February 2023 on the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.gwm.com.cn](http://www.gwm.com.cn))).

Voting result: Passed

Poll results:

Type of shareholders	For		Against		Abstained	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A shares	5,169,635,864	99.9570	2,219,963	0.0429	4,700	0.0001

Shareholders of the Company who are the Participants of the Company's 2021 Share Option Incentive Scheme (holding an aggregate of 746,937 A Shares of the Company) have abstained from voting on this resolution. In addition, none of the other Shareholders was required to abstain from voting on this resolution at the A Shareholders' Class Meeting. The number of Shares entitling Shareholders to attend the A Shareholders' Class Meeting and vote on this resolution is 6,167,036,211 Shares.

- (3) To consider and approve the amendments to the Appraisal Management Measures for Implementation of the 2021 Restricted Share Incentive Scheme of Great Wall Motor Company Limited as set out in the circular of the Company dated 23 February 2023 (details of which were published on 23 February 2023 on the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.gwm.com.cn](http://www.gwm.com.cn))).

Voting result: Passed

Poll results:

Type of shareholders	For		Against		Abstained	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A shares	5,169,787,864	99.9599	2,067,963	0.0400	4,700	0.0001

Shareholders of the Company who are the Participants of the Company's 2021 Restricted Share Incentive Scheme (holding an aggregate of 29,950,250 A Shares of the Company) have abstained from voting on this resolution. In addition, none of the other Shareholders was required to abstain from voting on this resolution at the A Shareholders' Class Meeting. The number of Shares entitling Shareholders to attend the A Shareholders' Class Meeting and vote on this resolution is 6,137,832,898 Shares.

- (4) To consider and approve the amendments to the Appraisal Management Measures for Implementation of the 2021 Share Option Incentive Scheme of Great Wall Motor Company Limited as set out in the circular of the Company dated 23 February 2023 (details of which were published on 23 February 2023 on the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.gwm.com.cn](http://www.gwm.com.cn))).

Voting result: Passed

Poll results:

Type of shareholders	For		Against		Abstained	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A shares	5,169,787,864	99.9599	2,067,963	0.0400	4,700	0.0001

Shareholders of the Company who are the Participants of the Company's 2021 Share Option Incentive Scheme (holding an aggregate of 746,937 A Shares of the Company) have abstained from voting on this resolution. In addition, none of the other Shareholders was required to abstain from voting on this resolution at the A Shareholders' Class Meeting. The number of Shares entitling Shareholders to attend the A Shareholders' Class Meeting and vote on this resolution is 6,167,036,211 Shares.

### 3. SCRUTINEER

Deloitte Touche Tohmatsu Certified Public Accountants LLP, the auditor of the Company, acted as the scrutineer and compared the poll results summary to the poll forms collected and provided by the Company. The work performed by Deloitte Touche Tohmatsu Certified Public Accountants LLP in this respect did not constitute an assurance engagement in accordance with the Auditing Standards for Certified Public Accountants of China, Review Standards for Certified Public Accountants of China or other standards on assurance engagements for certified public accountants of China, nor did it provide any assurance or advice on matters such as the legal interpretation of the voting or voting rights.

### 4. WITNESSING BY LAWYERS

The Meetings were witnessed by lawyers assigned by Zhong Lun Law Firm, Beijing, the PRC legal adviser of the Company. According to the legal opinion issued by Zhong Lun Law Firm, Beijing, the convening of and the procedures for the Meetings were in compliance with the requirements of the Company Law and Rules for Shareholders' General Meetings of the PRC and the Articles of Association of the Company; the eligibility of the attendees and the convenor of the Meetings was in compliance with the requirements of laws, regulations and regulatory documents of the PRC such as the Company Law and Rules for Shareholders' General Meetings as well as the Articles of Association and Rules of Procedures for Shareholders' General Meetings of the Company; and the procedures for the voting of the Meetings were in compliance with the requirements of the Company Law and Rules for Shareholders' General Meetings of the PRC and the Articles of Association of the Company, and the voting results thereat were legitimate and valid.

This announcement is available on the website of the Hong Kong Exchanges and Clearing Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.gwm.com.cn](http://www.gwm.com.cn)).

By Order of the Board  
**Great Wall Motor Company Limited**  
**Li Hong Shuan**  
*Joint Company Secretary*

Baoding, Hebei Province, the PRC, 17 March 2023

As at the date of this announcement, members of the Board comprise:

*Executive Directors: Mr. Wei Jian Jun, Mr. Zhao Guo Qing and Ms. Li Hong Shuan.*

*Non-executive Director: Mr. He Ping.*

*Independent Non-executive Directors: Ms. Yue Ying, Mr. Li Wan Jun and Mr. Ng Chi Kit.*

\* For identification purpose only