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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: 02333 (HKD counter) and 82333 (RMB counter)

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the “**EGM**”) of Great Wall Motor Company Limited (the “**Company**”) will be held at 2:00 p.m. on Friday, 26 January 2024 at the Company’s Conference Room, No. 2266 Chaoyang Road South, Baoding, Hebei Province, the People’s Republic of China (the “**PRC**”) to consider, approve and authorise the following:

SPECIAL RESOLUTIONS

1. To consider and approve the 2023 Restricted Share Incentive Scheme of Great Wall Motor Company Limited (Draft) and its summary in the circular (published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn) on 5 January 2024);
2. To consider and approve the 2023 Share Option Incentive Scheme of Great Wall Motor Company Limited (Draft) and its summary in the circular (published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn) on 5 January 2024);
3. To consider and approve the Appraisal Management Measures for Implementation of the 2023 Restricted Share Incentive Scheme of Great Wall Motor Company Limited in the circular (published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn) on 5 January 2024);
4. To consider and approve the Appraisal Management Measures for Implementation of the 2023 Share Option Incentive Scheme of Great Wall Motor Company Limited in the circular (published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn) on 5 January 2024);

* For identification purposes only

5. To consider and approve the proposal to the general meeting to grant authority to the Board and such persons as delegated by the Board to handle in full discretion all matters in connection with the 2023 Restricted Share Incentive Scheme of the Company in the circular (published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn) on 5 January 2024);
6. To consider and approve the proposal to the general meeting to grant authority to the Board and such persons as delegated by the Board to handle in full discretion all matters in connection with the 2023 Share Option Incentive Scheme of the Company in the circular (published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn) on 5 January 2024);
7. To consider and approve the proposal amendments to Articles of Association in the circular (published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn) on 5 January 2024).

ORDINARY RESOLUTIONS

8. To consider and approve the 2023 Second ESOP of Great Wall Motor Company Limited (Draft) and its summary in the circular (published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn) on 5 January 2024);
9. To consider and approve the Management Measures for the 2023 Second ESOP of Great Wall Motor Company Limited in the circular (published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn) on 5 January 2024);
10. To consider and approve the proposal to the general meeting to grant authority to the Board to deal with matters in relation to the 2023 Second ESOP in the circular (published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn) on 5 January 2024);
11. To consider and approve the Ordinary Related Party Transactions with Spotlight Automotive under the Listing Rules of Shanghai Stock Exchange in the circular (published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn) on 5 January 2024);
12. To consider and approve the proposed amendments to Working System for Independent Directors of the Company in the circular (published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn) on 5 January 2024);

13. To consider and approve the proposed amendments to Rules of Procedure for General Meeting of the Company in the circular (published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn) on 5 January 2024);
14. To consider and approve the proposed amendments to Rules of Procedure for Meetings of the Board of Directors of the Company in the circular (published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn) on 5 January 2024).

By Order of the Board

Wei Jian Jun

Chairman

Baoding, Hebei Province, the People's Republic of China
5 January 2024

Notes:

- (A) The register of members of the Company will be closed from Tuesday, 23 January 2024 to Friday, 26 January 2024 (both days inclusive), during which no transfer of shares will be effected. H shareholders, whose names appear on the Company's register of members at the close of business on Monday, 22 January 2024, are entitled to attend and vote at the EGM after completing the registration procedures for attending the EGM. In order to be entitled to attend and vote at the EGM, all completed share transfer documents shall be lodged with the Company's H share registrar not later than 4:30 p.m. on Monday, 22 January 2024 (Hong Kong time).

The address of the share registrar for the Company's H shares is as follows:

Computershare Hong Kong Investor Services Limited
Shops 1712-1716
17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai
Hong Kong

- (B) Holders of H shares, who intend to attend the EGM, must complete the reply slips for attending the EGM and return them to the office of the secretary to the Board of the Company not later than Monday, 22 January 2024.

Details of the office of the secretary to the Board are as follows:

No. 2266 Chaoyang Road South, Baoding, Hebei Province
The People's Republic of China
Tel: (86-312) 2197813
Fax: (86-312) 2197812

- (C) Each holder of H shares who has the right to attend and vote at the EGM is entitled to appoint in writing one or more proxy(ies), whether a shareholder or not, to attend and vote on his/her behalf at the EGM. A proxy of a shareholder who has appointed more than one proxy may only vote on a poll.
- (D) The instrument appointing a proxy must be in writing under the hand of the appointor or his/her attorney duly authorised in writing. If the instrument is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign, or other documents of authorisation, must be notarially certified.
- (E) To be valid, the proxy form, and if the proxy form is signed by a person under a power of attorney or other authority on behalf of the appointor, a notarially certified copy of that power of attorney or other authority, must be delivered to the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 24 hours before the time fixed for holding the extraordinary general meeting or any adjournment thereof.
- (F) If a proxy attends the extraordinary general meeting on behalf of a shareholder, he/she should produce his/her ID card and the authorised instrument signed by the proxy or his/her legal representative, which specifies the date of its issuance. If the legal representative of a legal person shareholder attends the extraordinary general meeting, such legal representative should produce his/her ID card and valid documents evidencing his/her capacity as such legal representative. If a legal person shareholder appoints a representative of the company other than its legal representative to attend the extraordinary general meeting, such representative should produce his/her ID card and an authorised instrument affixed with the seal of the legal person shareholder and duly signed by its legal representative.
- (G) The on-site registration for attending the extraordinary general meeting will be open from 1:00 p.m. to 1:50 p.m. on Friday, 26 January 2024, after which no registration in respect of Shareholders' attendance of the meeting will be accepted. The place of registration is at the Conference Room of Great Wall Motor Company Limited, No. 2266 Chaoyang Road South, Baoding, Hebei Province, the PRC.
- (H) The extraordinary general meeting is expected to last for half a day. Shareholders attending the extraordinary general meeting are responsible for their own transportation and accommodation expenses.
- (I) For matters relating to the participation of A shareholders, please refer to the Notices of the 2024 First EGM, the 2024 First H Shareholders' Class Meeting and the 2024 First A Shareholders' Class Meeting of Great Wall Motor Company Limited published on the website of the Shanghai Stock Exchange (website: www.sse.com.cn) and the official website of the Company (website: www.gwm.com.cn) on 5 January 2024.

As at the date of this notice, 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. Fan Hui and Mr. Tom Siulun Chau.

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