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北京汽车
BAIC MOTOR

北京汽車股份有限公司

BAIC MOTOR CORPORATION LIMITED*

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

(Stock Code: 1958)

NOTICE OF 2024 FIRST EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2024 first extraordinary general meeting (the “**EGM**”) of BAIC Motor Corporation Limited (the “**Company**”) will be held at 9:30 a.m. on Friday, 22 March 2024 at Multi-purpose Hall, 1st Floor, the South Tower of Beijing Automotive Industry Research and Development Base, No. 99 Shuanghe Street, Shunyi District, Beijing, the PRC for the purpose of considering, among others, and if thought fit, passing the following resolutions (with or without amendments). Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as those defined in the circular of the Company dated 7 March 2024:

ORDINARY RESOLUTIONS

1. Proposed appointment of Directors of the fifth session of the Board of Directors

- 1.1. Appointment of Mr. Chen Wei as non-executive Director of the Company
- 1.2. Appointment of Mr. Hu Hanjun as non-executive Director of the Company
- 1.3. Appointment of Mr. Chen Hongliang as non-executive Director of the Company
- 1.4. Appointment of Mr. Song Wei as executive Director of the Company
- 1.5. Appointment of Mr. Liu Guanqiao as non-executive Director of the Company
- 1.6. Appointment of Mr. Ye Qian as non-executive Director of the Company
- 1.7. Appointment of Mr. Paul Gao as non-executive Director of the Company

* *For identification purpose only*

- 1.8. Appointment of Mr. Kevin Walter Binder as non-executive Director of the Company
- 1.9. Appointment of Mr. Gu Tiemin as non-executive Director of the Company
- 1.10. Appointment of Mr. Sun Li as non-executive Director of the Company
- 1.11. Appointment of Ms. Yin Yuanping as independent non-executive Director of the Company
- 1.12. Appointment of Mr. Xu Xiangyang as independent non-executive Director of the Company
- 1.13. Appointment of Mr. Tang Jun as independent non-executive Director of the Company
- 1.14. Appointment of Mr. Edmund Sit as independent non-executive Director of the Company
- 1.15. Appointment of Mr. Ji Xuehong as independent non-executive Director of the Company

2. Remuneration of independent non-executive Directors

3. Proposed appointment of non-employee representative Supervisors of the fifth session of the Board of Supervisors

- 3.1. Appointment of Ms. Jiao Feng as non-employee representative Supervisor of the Company
- 3.2. Appointment of Ms. Zhu Yan as non-employee representative Supervisor of the Company
- 3.3. Appointment of Mr. Deng Yishuai as non-employee representative Supervisor of the Company

SPECIAL RESOLUTION

4. Proposed amendments to the Articles of Association

By order of the Board of Directors
BAIC Motor Corporation Limited
Chen Wei
Chairman of the Board

Beijing, the PRC, 7 March 2024

Notes:

- (A) The register of members of the Company will be closed from Tuesday, 19 March 2024 to Friday, 22 March 2024 (both days inclusive), during which period no transfer of Shares will be effected. Holders of H Shares whose names appear on the register of H Shares as maintained by Computershare Hong Kong Investor Services Limited at the close of business hours on Monday, 18 March 2024 are entitled to attend and vote at the EGM following completion of the registration procedures. To be eligible to attend and vote at the EGM, all the transfer documents of H Shares and Domestic Shares must be lodged with the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for holders of H Shares no later than 4:30 p.m. on Monday, 18 March 2024 or the China Securities Depository and Clearing Corporation Limited at 23 Floor, Shenzhen Stock Exchange Square, Futian District, Shenzhen, Guangdong Province, the PRC for holders of Domestic Shares no later than 4:00 p.m. on Monday, 18 March 2024.
- (B) Each Shareholder entitled to attend and vote at the EGM may, by completing the form of proxy of the Company, appoint one or more proxies to attend and vote at the EGM on its behalf. A proxy need not be a Shareholder. With respect to any Shareholder who has appointed more than one proxy, the proxies may only vote on a poll.
- (C) A proxy shall be appointed by a Shareholder by a written instrument signed by the appointor or his/her attorney duly authorised in writing. In case of a corporation, the same must be either under its common seal or under the hand of its legal representative or duly authorised attorney(s). If the written instrument is signed by an attorney of the appointor, the power of attorney or other documents of authorisation of such attorney shall be notarised.
- (D) To be valid, the form of proxy and the relevant notarised power of attorney (if any) and other relevant documents of authorisation (if any) as mentioned in Note (C) above 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 for holders of H Shares or the Board of Directors' Office at Room 5-054, Tower A, Beijing Automotive Industry Research and Development Base, No. 99 Shuanghe Street, Shunyi District, Beijing, the PRC for holders of Domestic Shares, not later than 24 hours before the time appointed for holding the EGM or any adjournment thereof. Completion and return of a form of proxy will not preclude a Shareholder from attending and voting in person at the meeting if he/she so desires.
- (E) A Shareholder or his/her proxy should produce proof of identity when attending the EGM. Where a Shareholder is a legal person, the legal representative of that Shareholder or the person authorised by its board of directors or other governing body shall produce a copy of the authorisation documents of the board of directors or other governing body of such Shareholder appointing such person to attend the meeting.
- (F) The EGM is expected to last for half a day. Shareholders who attend the EGM shall bear their own travelling and accommodation expenses.

As at the date of this notice, the Board comprises Mr. Chen Wei, as Chairman of the Board and non-executive Director; Mr. Hu Hanjun and Mr. Chen Hongliang as non-executive Directors; Mr. Song Wei as executive Director; Mr. Ye Qian, Mr. Hubertus Troska, Mr. Harald Emil Wilhelm, Mr. Gu Tiemin and Mr. Sun Li, as non-executive Directors; and Mr. Ge Songlin, Ms. Yin Yuanping, Mr. Xu Xiangyang, Mr. Tang Jun and Mr. Edmund Sit, as independent non-executive Directors.