



# DONGFENG MOTOR GROUP COMPANY LIMITED\*

東風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: 489)

## FORM OF PROXY FOR THE DOMESTIC SHAREHOLDERS CLASS MEETING TO BE HELD ON 21 JUNE 2024 <sup>(NOTE 1)</sup>

I/We <sup>(Note 2)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of <sup>(Note 3)</sup> \_\_\_\_\_  
domestic share of RMB1.00 each in the share capital of Dongfeng Motor Group Company Limited (the “Company”) **HEREBY APPOINT THE CHAIRMAN OF THE MEETING** <sup>(Note 5)</sup>, or \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy(ies) to attend and act for me/us at the domestic shareholders class meeting of the Company (the “**Domestic Shareholders Class Meeting**”) to be held immediately after the conclusion of the Annual General Meeting on Friday, 21 June 2024 at Special No. 1 Dongfeng Road, Wuhan Economic and Technology Development Zone, Wuhan, Hubei, the People’s Republic of China (the “**PRC**”) for the purposes of considering and, if thought fit, passing the resolution as set out in the notice convening the Domestic Shareholders Class Meeting and at the Domestic Shareholders Class Meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolution as indicated below and, if no such indication is given, as my/our proxy(ies) think(s) fit.

	Special Resolution	For	Against
1.	To consider and, if thought fit, to approve the general mandate for the Board of Directors, and the persons authorised by the Board of Directors to repurchase the Company’s H shares		

Signature(s) <sup>(Note 7)</sup>: \_\_\_\_\_

Date: \_\_\_\_\_ 2024

Notes:

1. **IMPORTANT: YOU SHOULD FIRST REVIEW THE NOTICE OF DOMESTIC SHAREHOLDERS CLASS MEETING OF THE COMPANY DATED 30 MAY 2024 BEFORE APPOINTING YOUR PROXY.**
2. Please insert the full name(s) (in Chinese or English) and address(es) (as shown in the register of members) in **BLOCK CAPITALS**.
3. Please insert the number of domestic share registered in your name(s) to which this form of proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all domestic share registered in your name(s).
4. If any proxy other than the Chairman of the Meeting is preferred, please strike out the words “**THE CHAIRMAN OF THE MEETING**” and insert the name and address of the proxy desired in the space provided. A domestic shareholder entitled to attend and vote at the Domestic Shareholders Class Meeting may appoint one or more proxies to attend and vote on his/her/its behalf. A proxy need not be a domestic shareholder of the Company but must attend the Domestic Shareholders Class Meeting in person to represent you. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
5. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK IN THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE TICK IN THE BOX MARKED “AGAINST”.** If no direction is given, your proxy may vote at his/her/its discretion. Your proxy will also be entitled to vote at his/her/its discretion on any resolution properly put to the Domestic Shareholders Class Meeting other than those referred to in the notice convening the Domestic Shareholders Class Meeting.
6. This form of proxy must be signed by you or your attorney duly authorized in writing. In case of a corporation, the same must be either under its common seal or under the hand of its director(s) or duly authorized attorney(s). If this form of proxy is signed by an attorney of a domestic shareholder, the power of attorney authorizing that attorney to sign or other authorization document must be notarized.
7. In accordance with the Company’s Articles of Association, where two or more persons are registered as the joint holders of any domestic share, only the shareholder whose name appears first in the register of members shall be entitled to receive notice of the Domestic Shareholders Class Meeting, to attend and exercise all the voting powers attached to such domestic share at the Domestic Shareholders Class Meeting.
8. In order to be valid, this form of proxy together with the power of attorney or other authorization document (if any) must be deposited at the domestic share registrar of the Company, Computershare Hong Kong Investor Services Limited, if you are a holder of domestic shares, not less than 24 hours before the time appointed for the Domestic Shareholders Class Meeting (i.e. not later than 9:30 a.m. on Thursday, 20 June 2024) or any adjournment thereof (as the case may be).
9. The address and contact details of the domestic share registrar of the Company, Computershare Hong Kong Investor Services Limited, are as follows:  
  
Address: Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong  
Telephone No.: (+852) 2862 8628  
Facsimile No.: (+852) 2865 0990
10. A domestic shareholder or his/her/its proxy shall produce proof of identity when attending the Domestic Shareholders Class Meeting. If a corporate domestic shareholder appoints its legal representative to attend the Domestic Shareholders Class Meeting, such legal representative shall produce proof of identity and a copy of the resolution of the board of directors or other governing body of such shareholder appointing such legal representative to attend the Domestic Shareholders Class Meeting.
11. References to time and dates in this form of proxy are to Hong Kong time and dates.

#### **PERSONAL INFORMATION COLLECTION STATEMENT**

Your supply of your and your proxy’s (or proxies’) name(s) and address(es) is on a voluntary basis for the purpose of processing your request for the appointment of a proxy (or proxies) and your voting instructions for the Domestic Shareholders Class Meeting of the Company (the “**Purposes**”). We may transfer your and your proxy’s (or proxies’) name(s) and address(es) to our agent, contractor, or third party service provider who provides administrative, computer and other services to us and to such parties who are authorised by law to request the information or are otherwise relevant for the Purposes and need to receive the information. Your and your proxy’s (or proxies’) name(s) and address(es) will be retained for such period as may be necessary to fulfil the Purposes. You/your proxy (or proxies) has/have the right to request access to and correction of the relevant personal data in accordance with the provisions of the Personal Data (Privacy) Ordinance and any such request should be in writing by mail to the Company/Computershare Hong Kong Investor Services Limited at the above address.

\* *For identification only*