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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)

VOTING RESULTS OF ANNUAL GENERAL MEETING
VOTING RESULTS OF SHARE CLASS MEETINGS
APPOINTMENT OF AN EXECUTIVE DIRECTOR
AND
CHANGE OF PRESIDENT AND AUTHORIZED REPRESENTATIVE

References are made to the circular relating to the AGM, Domestic Share Class Meeting and H Share Class Meeting of Dongfeng Motor Group Company Limited (the “**Company**”) dated 30 May 2024 and the supplemental circular relating to the AGM of the Company dated 3 June 2024. Terms used herein shall have the same meanings as those defined in the two circulars unless otherwise defined.

The AGM, Domestic Share Class Meeting and H Share Class Meeting of the Company were successively held at 9:00 a.m. 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 board of directors (the “**Board**”) of the Company hereby announces that the resolutions proposed at the AGM, Domestic Share Class Meeting and H Share Class Meeting were duly passed.

The following directors of the Company attended the AGM and the Share Class Meetings: Mr. You Zheng, executive director, Mr. Zong Qingsheng and Mr. Leung Wai Lap, Philip, independent non-executive directors. The other directors of the Company were unable to attend the AGM and the Share Class Meetings due to other work commitment.

Mr. You Zheng, executive director, presided over the AGM and the Share Class Meetings. The procedures for convening the AGM and the Share Class Meetings comply with the requirements of relevant laws and regulations of the PRC and the Articles of Association of the Company, and the voting results are legal and valid.

I. VOTING RESULTS OF THE AGM

Holders of a total of 8,252,588,000 shares (including 5,760,388,000 Domestic Shares and 2,492,200,000 H Shares), representing 100% of the total issued shares of the Company, were entitled to attend and vote on the resolutions proposed at the AGM. No shareholders had the right to attend the AGM but were required in accordance with the requirements of Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) to abstain from voting in favour of or to abstain from voting in accordance with the Listing Rules. None of the shareholders have stated their intention in the Company’s notice of AGM dated 30 May 2024 to vote against or to abstain from voting on any of the resolutions at the AGM. Shareholders and authorized proxies holding an aggregate of 6,630,338,486 shares of the Company, representing 80.34% of the total issued shares of the Company, attended the AGM.

The poll results in respect of the resolutions proposed at the AGM are as follow:

Resolutions		For		Against	
		No. of shares voted	Percentage (%)	No. of shares voted	Percentage (%)
I. As more than half (1/2) of the votes from the shareholders who attended and voted at the AGM were cast in favour of the following resolutions, the resolutions were duly passed as ordinary resolutions:					
1.	To consider and approve the report of the board of directors (the “ Board ”) of the Company for the year ended 31 December 2023.	6,609,092,763	99.701372	19,795,723	0.298628
2.	To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2023.	6,618,263,763	99.839721	10,624,723	0.160279
3.	To consider and approve the independent auditor’s report and audited financial statements of the Company for the year ended 31 December 2023.	6,618,263,763	99.839721	10,624,723	0.160279
4.	To consider and approve the profit distribution proposal of the Company for the year ended 31 December 2023.	6,626,516,486	99.964217	2,372,000	0.035783

Resolutions		For		Against	
		No. of shares voted	Percentage (%)	No. of shares voted	Percentage (%)
5.	To consider and approve the authorization to the Board to deal with all issues in relation to the Company's distribution of interim dividend for the year 2024 at its absolute discretion (including, but not limited to determining whether to distribute interim dividend for the year 2024).	6,627,920,486	99.970015	1,988,000	0.029985
6.	To consider and approve the appointments of Ernst & Young as the international auditor of the Company for the year 2024, and Ernst & Young Hua Ming LLP as the domestic auditor of the Company for the year 2024 to hold office until the conclusion of annual general meeting for the year 2024, and to authorize the Board to determine their remunerations.	6,613,622,374	99.754324	16,288,112	0.245676
7.	To consider and approve the remuneration of the directors and the supervisors of the Company determined by the Board for the year 2024.	6,627,898,486	99.969834	2,000,000	0.030166
II. As more than two-third (2/3) of the votes from the shareholders who attended and voted at the AGM were cast in favour of the following resolution, the resolution was duly passed as a special resolution:					
8.	To consider and, if thought fit, to approve the general mandate for the Board, and the persons authorised by the Board to repurchase the Company's H shares.	6,626,834,486	99.947152	3,504,000	0.052848
III. As more than half (1/2) of the votes from the shareholders who attended and voted at the AGM were cast in favour of the following additional resolution, the resolution was duly passed as an ordinary resolution:					
9.	To consider and approve the appointment of Zhou Zhiping as an executive director.	6,617,554,486	99.808845	12,674,000	0.191155

II. VOTING RESULTS OF THE DOMESTIC SHARE CLASS MEETING

Holders of a total of 5,760,388,000 Domestic Shares, representing 100% of the total issued Domestic Shares of the Company, were entitled to attend and vote on the resolutions proposed at the Domestic Share Class Meeting. No shareholders had the right to attend the Domestic Share Class Meeting but were required in accordance with the requirements of Rule 13.40 of the Listing Rules to abstain from voting in favour of or to abstain from voting in accordance with the Listing Rules. None of the shareholders of the Company have stated their intention in the Company's notice of Domestic Share Class Meeting dated 30 May 2024 to vote against or to abstain from voting on any of the resolutions at the Domestic Share Class Meeting. Shareholders and authorized proxies holding an aggregate of 5,760,388,000 Domestic Shares of the Company, representing 100% of the total issued Domestic Shares of the Company, attended the Domestic Share Class Meeting.

The poll results in respect of the resolution proposed at the Domestic Share Class Meeting are as follow:

Resolution		For		Against	
		No. of shares voted	Percentage (%)	No. of shares voted	Percentage (%)
As a Special Resolution					
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.	5,760,388,000	100.000000	0	0.000000
As more than two-thirds of the votes were cast in favour of the resolution, the resolution was duly passed as a special resolution.					

III. VOTING RESULTS OF THE H SHARE CLASS MEETING

Holders of a total of 2,492,200,000 H Shares, representing 100% of the total issued H Shares of the Company, were entitled to attend and vote on the resolutions proposed at the H Share Class Meeting. No shareholders had the right to attend the H Share Class Meeting but were required in accordance with the requirements of Rule 13.40 of the Listing Rules to abstain from voting in favour of or to abstain from voting in accordance with the Listing Rules. None of the shareholders of the Company have stated their intention in the Company's notice of H Share Class Meeting dated 30 May 2024 to vote against or to abstain from voting on any of the resolutions at the H Share Class Meeting. Shareholders and authorized proxies holding an aggregate of 873,734,484 H Shares of the Company, representing 35.06% of the total issued H Shares of the Company, attended the H Share Class Meeting.

The poll results in respect of the resolution proposed at the H Share Class Meeting are as follow:

Resolution	For		Against		
	No. of shares voted	Percentage (%)	No. of shares voted	Percentage (%)	
As a Special Resolution					
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.	871,800,484	99.778651	1,934,000	0.221349
As more than two-thirds of the votes were cast in favour of the resolution, the resolution was duly passed as a special resolution.					

The Company's H share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM, the Domestic Shareholders Class Meeting and H Shareholders Class Meeting.

The full text of the resolutions of the AGM, the Domestic Share Class Meeting and H Share Class Meeting is contained in the circular dated 30 May 2024 and the supplemental circular dated 3 June 2024.

IV. APPOINTMENT OF AN EXECUTIVE DIRECTOR

Reference is made to the supplemental circular to the AGM published on 3 June 2024 in relation to, among others, the proposed appointment of Mr. Zhou Zhiping as an executive Director.

Mr. Zhou Zhiping (“**Mr. Zhou**”) has been approved at the AGM to act as an executive Director of the Company, with the term of office commencing on the date of approval at the AGM of the Company until the election of the directors for next session of the Board. Biographical details of Mr. Zhou are as follows:

Mr. Zhou Zhiping, born in 1971, is a senior engineer at researcher-level, and holds a doctoral degree in management science and engineering from the School of Management and Economics of Beijing Institute of Technology. Mr. Zhou started his career life in August 1992, successively served as the deputy head of the Motorcycle Division of the Development and Planning Department, the head of Long-term Planning Division of the Development and Planning Department, the deputy director of the Development and Planning Department, the inspector and deputy director of the Capital Operation Department, the director of the Capital Operation Department of China South Industries Group Corporation (中國兵器裝備集團公司), the vice chairman of the board of directors and general manager of South Assets (南方資產), an employee director and the director of the Capital Operation Department of China South Industries Group Corporation, a director, the secretary of the CPC Party Committee and the chairman of the Labour Union of Chongqing Changan Automobile Co., Ltd. (重慶長安汽車股份有限公司), the chairman of the board of directors, the secretary of the CPC Party Committee and the president of China Changan Automobile Group (中國長安汽車集團有限公司), an employee director, the general counsel and the director of the Audit and Risk Management Department of China South Industries Group Corporation, a member of the standing committee of the CPC Party Committee, a deputy general manager and the executive vice president of the Hongqi Brand Operation Committee of CHINA FAW GROUP CO., LTD. (中國第一汽車集團有限公司).

Mr. Zhou will not receive remuneration from the Company as Director; Save as disclosed above, he (i) has not held directorship and supervisor in other listed companies in the past three years and any other position in the Company or any of its subsidiaries; (ii) does not have any relationship with any directors, supervisors, senior management, substantial shareholder or controlling shareholder of the Company; (iii) has no interest in the securities of the Company (with the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong)); and (iv) has not been subject to any punishment by the China Securities Regulatory Commission and other competent authorities or censorship by any stock exchanges. In addition, Mr. Zhou was not aware that there are any information to be disclosed to the Company pursuant to any of the requirements under Rules 13.51(2) (h) to 13.51(2) (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the shareholders of the Company.

V. CHANGE OF PRESIDENT AND AUTHORIZED REPRESENTATIVE

Mr. Zhou has also been appointed as the president of the Company and the authorized representative (the “**Authorized Representative**”) under Rule 3.05 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. Following the appointment of Mr. Zhou, Mr. Yang Qing (“**Mr. Yang**”) has ceased to act as the president and authorized representative of the Company. Mr. Yang will continue to serve as an executive Director, the chairman of the Board, a member of the remuneration committee and a member of the nomination committee of the Company.

By Order of the Board
Dongfeng Motor Group Company Limited
Yang Qing
Chairman

Wuhan, the PRC
21 June 2024

As at the date of this announcement, Mr. Yang Qing, Mr. Zhou Zhiping and Mr. You Zheng are the executive directors of the Company, and Mr. Leung Wai Lap, Philip, Mr. Zong Qingsheng and Mr. Hu Yiguang are the independent non-executive directors of the Company.

* *For identification purposes only*