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## **CIMC Vehicles (Group) Co., Ltd.**

### **中集車輛(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: 1839)**

## **POLL RESULTS OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2020, THE SECOND DOMESTIC SHAREHOLDERS' CLASS MEETING OF 2020 AND THE SECOND H SHAREHOLDERS' CLASS MEETING OF 2020 HELD ON 30 SEPTEMBER 2020**

References are made to the notices of the first extraordinary general meeting of 2020 (the “**EGM**”), the second domestic shareholders’ Class Meeting of 2020 (the “**Second Domestic Shareholders’ Class Meeting of 2020**”) and the second H Shareholders’ Class Meeting of 2020 (the “**Second H Shareholders’ Class Meeting of 2020**”) dated 14 September 2020 (collectively, the “**Notices**”), and the circular dated 14 September 2020 (the “**Circular**”) of CIMC Vehicles (Group) Co., Ltd. (the “**Company**”). Unless otherwise defined, capitalized terms used herein shall have the same meanings as defined in the Notices and the Circular.

### **Poll Results of the EGM, the Second Domestic Shareholders’ Class Meeting of 2020 and the Second H Shareholders’ Class Meeting of 2020**

The Board is pleased to announce that the EGM, the Second Domestic Shareholders’ Class Meeting of 2020 and the Second H Shareholders’ Class Meeting of 2020 (collectively, the “**Meetings**”) were held at No. 2 Gangwan Avenue, Shekou, Nanshan District, Shenzhen, Guangdong, the PRC on Wednesday, 30 September 2020 at 2:30 p.m. in order and all resolutions contained in the Notices were duly passed by way of poll. Computershare Hong Kong Investor Services Limited, the H Share registrar of the Company, was appointed as the scrutineer for the vote-taking at the Meetings. Two representatives from the shareholders, a Supervisor and a PRC legal advisor of the Company also participated in vote-taking and scrutineering.

#### **(A) Poll Results of EGM**

As at the date of the EGM, the total number of issued shares of the Company was 1,765,000,000 Shares, comprising 1,201,080,000 Domestic Shares and 563,920,000 H Shares. These Shares entitle the holders to attend and vote for or against or abstain from voting on the proposed resolutions at the EGM. Shareholders and proxies holding an aggregate of 1,540,327,919 Shares with voting rights, representing approximately 87.27% of the total number of issued Shares of the Company with voting rights, attended the EGM. No Shareholder was required under the Listing Rules to abstain from voting on any resolution and no Shareholder was entitled to attend and abstain from voting in favour of any resolution at the EGM pursuant to Rule 13.40 of the Listing Rules. No Shareholder has stated his/her intention in the Circular to vote against or to abstain from voting on any of the resolutions at the EGM.

The poll results of the EGM were as follows:

| ORDINARY RESOLUTIONS |  | No. of Votes (%) <i>Note 1</i> |           |                       |
|----------------------|--|--------------------------------|-----------|-----------------------|
|                      |  | For                            | Against   | Abstain <i>Note 2</i> |
| 1.                   | To consider and approve the proposal on formulation of the Terms of Reference for the Independent Non-executive Directors of CIMC Vehicles (Group) Co., Ltd.;  | 1,540,327,919<br>(100%)        | 0<br>(0%) | 0<br>(0%)             |
| 2.                   | To consider and approve the proposal on formulation of the Administrative Policies for External Investment of CIMC Vehicles (Group) Co., Ltd.;   | 1,540,327,919<br>(100%)        | 0<br>(0%) | 0<br>(0%)             |
| 3.                   | To consider and approve the proposal on formulation of the Administrative Policies for External Guarantees of CIMC Vehicles (Group) Co., Ltd.;   | 1,540,327,919<br>(100%)        | 0<br>(0%) | 0<br>(0%)             |
| 4.                   | To consider and approve the proposal on formulation of the Administrative Policies for Raised Funds of CIMC Vehicles (Group) Co., Ltd.;  | 1,540,327,919<br>(100%)        | 0<br>(0%) | 0<br>(0%)             |
| 5.                   | To consider and approve the proposal on amendments to the Connected Transaction Management Rules of CIMC Vehicles (Group) Co., Ltd.;   | 1,540,327,919<br>(100%)        | 0<br>(0%) | 0<br>(0%)             |
| 6.                   | To consider and approve the proposal on adjustment of Remuneration of Independent Non-executive Directors; and   | 1,540,327,919<br>(100%)        | 0<br>(0%) | 0<br>(0%)             |
| SPECIAL RESOLUTION   |  | No. of Votes (%) <i>Note 1</i> |           |                       |
|                      |  | For                            | Against   | Abstain <i>Note 2</i> |
| 7.                   | To consider and approve the proposal on amendments to the Articles of Association (Draft) and appendixes thereto which become effective upon the Initial Public Offering of RMB Ordinary Shares (A Shares) and Listing on the ChiNext Market of the Company. | 1,540,327,919<br>(100%)        | 0<br>(0%) | 0<br>(0%)             |

Notes:

1. The number of votes and the percentages are calculated on the total number of Shares with voting rights represented by the Shareholders attending the EGM in person or by proxy.
2. Abstention or waiver to vote shall be disregarded as Shares with voting rights for the purpose of calculating the total number of votes.

As more than 50% of the votes were cast in favour of the above ordinary resolutions numbered (1) to (6) at the EGM, all of the above resolutions were duly passed as ordinary resolutions of the Company. As more than two-thirds of the votes were cast in favour of the above special resolution numbered (7) at the EGM, the above resolution was duly passed as a special resolution of the Company.

**(B) Poll Results of the Second Domestic Shareholders' Class Meeting of 2020**

As at the date of the Second Domestic Shareholders' Class Meeting of 2020, the total number of the Domestic Shares in issue of the Company was 1,201,080,000 Shares. These Shares are those entitling the Domestic Shareholders to attend and vote for or against or abstain from voting on the proposed resolutions at the Second Domestic Shareholders' Class Meeting of 2020. Domestic Shareholders and proxies holding an aggregate of 1,201,080,000 Domestic Shares with voting rights, representing 100% of the total number of Domestic Shares in issue of the Company with voting rights, attended the Second Domestic Shareholders' Class Meeting of 2020. No Domestic Shareholder was required under the Listing Rules to abstain from voting on any resolution and no Domestic Shareholder was entitled to attend and abstain from voting in favour of any resolution at the Second Domestic Shareholders' Class Meeting of 2020 pursuant to Rule 13.40 of the Listing Rules. No Domestic Shareholder has stated his/her intention in the Circular to vote against or to abstain from voting on any of the resolutions at the Second Domestic Shareholders' Class Meeting of 2020.

The poll results of the Second Domestic Shareholders' Class Meeting of 2020 were as follows:

| ORDINARY RESOLUTION |  | No. of Votes (%) <i>Note 1</i> |           |                       |
|---------------------|--|--------------------------------|-----------|-----------------------|
|                     |  | For                            | Against   | Abstain <i>Note 2</i> |
| 1.                  | To consider and approve the proposal on amendments to the Connected Transaction Management Rules of CIMC Vehicles (Group) Co., Ltd.;   | 1,201,080,000<br>(100%)        | 0<br>(0%) | 0<br>(0%)             |
| SPECIAL RESOLUTION  |  | No. of Votes (%) <i>Note 1</i> |           |                       |
|                     |  | For                            | Against   | Abstain <i>Note 2</i> |
| 2.                  | To consider and approve the proposal on amendments to the Articles of Association (Draft) and appendixes thereto which become effective upon the Initial Public Offering of RMB Ordinary Shares (A Shares) and Listing on the ChiNext Market of the Company. | 1,201,080,000<br>(100%)        | 0<br>(0%) | 0<br>(0%)             |

*Notes:*

- The number of votes and the percentages are calculated on the total number of Domestic Shares with voting rights represented by the Domestic Shareholders attending the Second Domestic Shareholders' Class Meeting of 2020 in person or by proxy.*
- Abstention or waiver to vote shall be disregarded as Domestic Shares with voting rights for the purpose of calculating the total number of votes.*

As more than 50% of the votes were cast in favour of the above ordinary resolution numbered (1) at the Second Domestic Shareholders' Class Meeting of 2020, the above resolution was duly passed as an ordinary resolution of the Company. As more than two-thirds of the votes were cast in favour of the above special resolution numbered (2) at the Second Domestic Shareholders' Class Meeting of 2020, the above resolution was duly passed as a special resolution of the Company.

**(C) Poll Results of the Second H Shareholders' Class Meeting of 2020**

As at the date of the Second H Shareholders' Class Meeting of 2020, the total number of the H Shares in issue of the Company was 563,920,000 Shares. These Shares are those entitling the H Shareholders to attend and vote for or against or abstain from voting on the proposed resolutions at the Second H Shareholders' Class Meeting of 2020. H Shareholders and proxies holding an aggregate of 339,247,919 H Shares with voting rights, representing approximately 60.16% of the total number of H Shares in issue of the Company with voting rights, attended the Second H Shareholders' Class Meeting of 2020. No H Shareholder was required under the Listing Rules to abstain from voting on any resolution and no H Shareholder was entitled to attend and abstain from voting in favour of any resolution at the Second H Shareholders' Class Meeting of 2020 pursuant to Rule 13.40 of the Listing Rules. No H Shareholder has stated his/her intention in the Circular to vote against or to abstain from voting on any of the resolutions at the Second H Shareholders' Class Meeting of 2020.

The poll results of the Second H Shareholders' Class Meeting of 2020 were as follows:

| ORDINARY RESOLUTION |  | No. of Votes (%) <i>Note 1</i> |           |                       |
|---------------------|--|--------------------------------|-----------|-----------------------|
|                     |  | For                            | Against   | Abstain <i>Note 2</i> |
| 1.                  | To consider and approve the proposal on amendments to the Connected Transaction Management Rules of CIMC Vehicles (Group) Co., Ltd.;   | 339,247,919<br>(100%)          | 0<br>(0%) | 0<br>(0%)             |
| SPECIAL RESOLUTION  |  | No. of Votes (%) <i>Note 1</i> |           |                       |
|                     |  | For                            | Against   | Abstain <i>Note 2</i> |
| 2.                  | To consider and approve the proposal on amendments to the Articles of Association (Draft) and appendixes thereto which become effective upon the Initial Public Offering of RMB Ordinary Shares (A Shares) and Listing on the ChiNext Market of the Company. | 339,247,919<br>(100%)          | 0<br>(0%) | 0<br>(0%)             |

*Notes:*

- The number of votes and the percentages are calculated on the total number of H Shares with voting rights represented by the H Shareholders attending the Second H Shareholders' Class Meeting of 2020 in person or by proxy.*
- Abstention or waiver to vote shall be disregarded as H Shares with voting rights for the purpose of calculating the total number of votes.*

As more than 50% of the votes were cast in favour of the above ordinary resolution numbered (1) at the Second H Shareholders' Class Meeting of 2020, the above resolution was duly passed as an ordinary resolution of the Company. As more than two-thirds of the votes were cast in favour of the above special resolution numbered (2) at the Second H Shareholders' Class Meeting of 2020, the above resolution was duly passed as a special resolution of the Company.

By Order of the Board  
**CIMC Vehicles (Group) Co., Ltd.**  
**Li Guiping**  
*Executive Director*

Hong Kong, 30 September 2020

*As at the date of this announcement, the Board comprises nine members, being Mr. Mai Boliang\*\*, Mr. Li Guiping\*, Ms. Zeng Beihua\*\*, Mr. Wang Yu\*\*, Mr. Chen Bo\*\*, Mr. Huang Haicheng\*\*, Mr. Feng Jinhua\*\*\*, Mr. Fan Zhaoping\*\*\* and Mr. Cheng Hok Kai Frederick\*\*\*.*

\* *Executive Director*

\*\* *Non-executive Directors*

\*\*\* *Independent non-executive Directors*